

2nd September, 2024

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051

BSE Limited

Corporate Relationship Department
1st Floor, New Trading Ring,
PJ Towers, Dalal Street,
Fort, Mumbai - 400 001

Company Code: CINELINE (NSE) / 532807(BSE)

Sub: Annual Report of the Company for the Financial Year 2023-2024

Dear Sir,

Pursuant to Regulation 34(1) and Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the Annual Report of the Company for the Financial Year 2023-2024 along with the Notice of 22nd Annual General Meeting of the Members of the Company.

The aforesaid documents are also available on the Company's website www.moviemax.co.in

This is for your information and record.

Thanking You,
Yours faithfully,
For Cinline India Limited

Mrs. Rashmi Shah
Company Secretary & Compliance Officer

Encl: As above

Cinline India Limited

2nd Floor, A & B wing, Vilco Centre, Subhash Road, Opp Garware, Vile Parle (E), Mumbai- 400057 (India).

Tel.: +91-22-67266688, Email: investor@cinline.co.in,

Corporate Identity Number (CIN): L92142MH2002PLC135964; www.moviemax.co.in



SCALING NEW HEIGHTS, GROWING LEGACIES



Annual Report
2023-24

CINELINE
CINELINE INDIA LIMITED

MOVIE **MX**

ACROSS THE PAGES

01 COMPANY OVERVIEW

About the Company	4
Market Capture	6
Our Hospitality Business	8
From the Chairman's Desk	14
Cinematic Evolution	16
The Board Room	22
Corporate Information	24

02 STATUTORY REPORTS

Management Discussion and Analysis	25
Director's Report	36
Corporate Governance	54

03 FINANCIAL STATEMENTS

Standalone	74
Consolidated	124
Notice	177

INVESTOR INFORMATION

Market Capitalisation (as of 31 March 2024)	₹ 41,753.65 Lakhs
CIN	L92142MH2002PLC135964
BSE Code	532807
NSE Symbol	CINELINE
AGM Date	27 September 2024
AGM Venue/Mode	OAVM

For more investor-related information, please visit:

<https://www.moviemax.co.in/investors>



Or simply scan this QR code

Disclaimer

This document contains statements about expected future events and financials of Cinline India Limited ('The Company'), which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions, and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as several factors could cause assumptions, actual future results, and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the Management Discussion and Analysis section of this Annual Report.

SCALING NEW HEIGHTS, GROWING LEGACIES.

At Cinline India Limited, we are not just climbing new peaks of success; we are carving a legacy that transcends generations and reshapes the cinema's experience.

'Scaling New Heights, Growing Legacies.' embodies Cinline's journey of reaching new peaks of success while building on its historical achievements. This theme captures the Company's enduring commitment to growth and innovation, marked by a persistent belief in its business strategies. This belief has propelled Cinline to surpass previous milestones through advanced strategies and decisive actions in informed decision-making.

The recent addition of fifteen new screens across three properties highlights Cinline's commitment to capitalising on the thriving movie industry. This strategic investment reflects Cinline's confidence in the industry's promising future, enhancing stakeholder trust. By expanding its footprint, Cinline not only reinforces its market presence but also sets new benchmarks for industry standards.

Growing beyond the Company's previous benchmarks, Cinline has experienced increased profitability, revenue, and average ticket prices, supported by higher spending per head. This progress has set new benchmarks for the Company and opened avenues for further innovation in the movie exhibition space. The Company is now pioneering new screen types and diversifying into food & beverage services to enrich the overall movie-going experience.

The theme throws light on Cinline's continued operational excellence following its strong recovery last year. With a focus on technological innovation and customer-centric offerings, Cinline has strengthened its leadership position in the industry. These strategic initiatives are reshaping customer expectations, elevating the simple act of going to the movies into an eagerly anticipated experience for patrons. Cinline's impressive legacy highlights its dedication to crafting enduring legacies, demonstrating the Company's sustained commitment to excellence and innovation in the dynamic movie exhibition space.

EMBRACING
INNOVATION.
ENHANCING
CINEMATIC
JOURNEYS.



ABOUT THE COMPANY

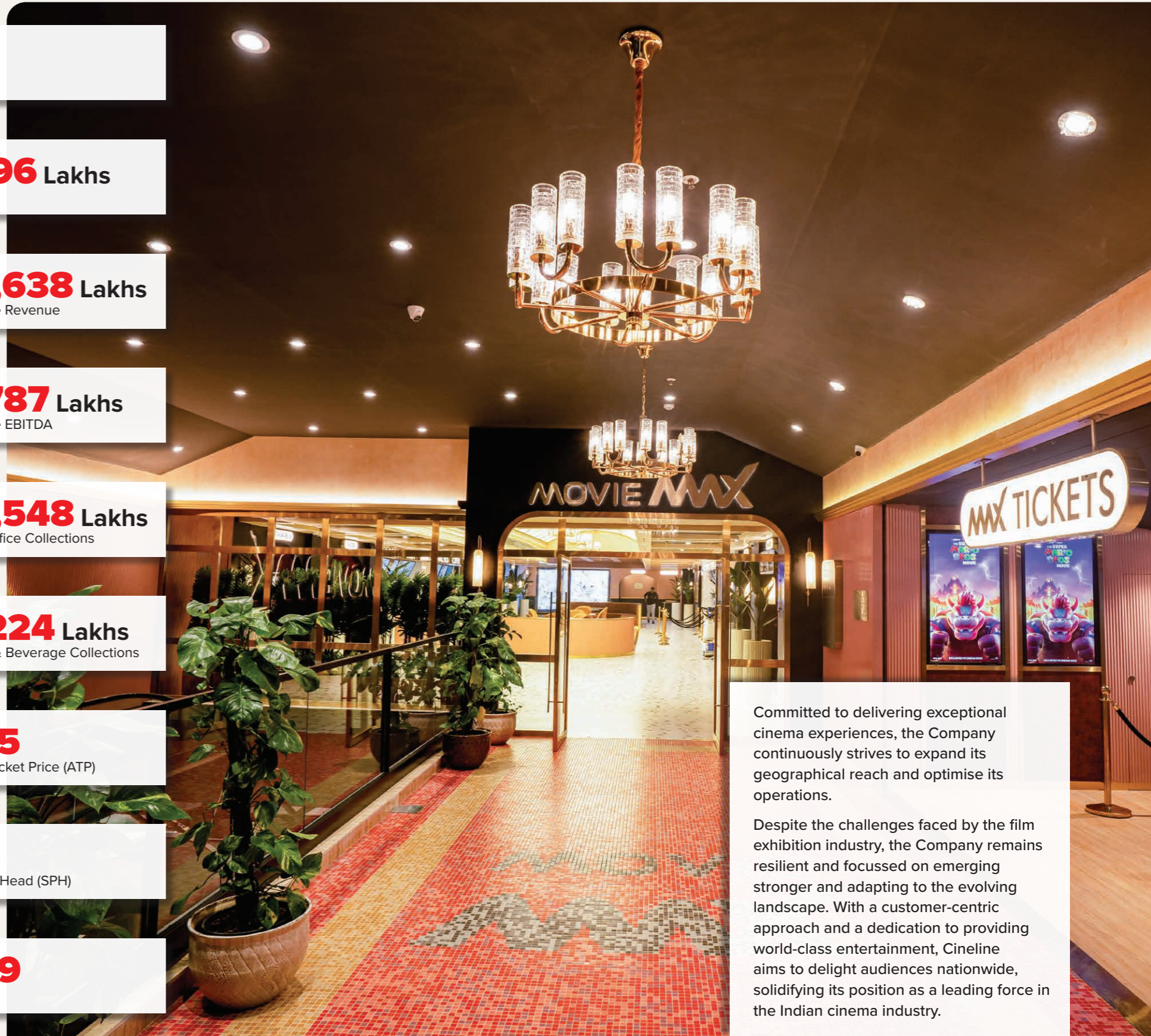
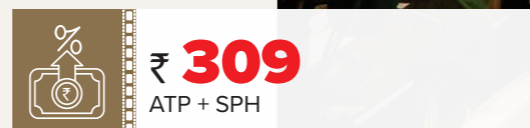
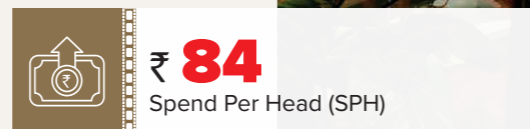
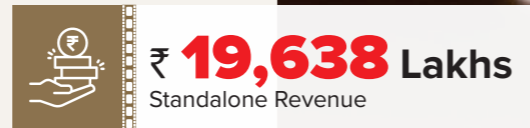
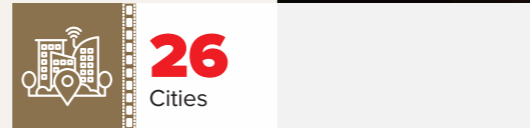
BUILDING THE CINEMATIC LEGACY SINCE 1997

Cineline India Limited is a prominent player in the entertainment industry, operating a widespread network of multiplexes and single-screen theatres across India. Headquartered in Mumbai, the Company has established itself as one of the leading multiplex chains in the country.

Cineline India Limited (also referred to as 'Cineline' or 'The Company'), started its operation in 1997 with its first theatre in Mumbai then incorporated in 2002 as Cineline Entertainment (India) Private and became a resolute player that provided a superior movie-watching experience. It was relaunched in 2022 as MovieMAX and is now run by the 2nd Generation Kanakia Siblings.

The Company takes pride in offering a premium movie-watching experience to its patrons. Its contemporary multiplexes are equipped with innovative technology and top-notch amenities, ensuring a delightful cinematic journey for audiences.

These state-of-the-art multiplexes are strategically located in major metropolitan cities, including Mumbai, Delhi-NCR, and Hyderabad. Additionally, Cineline serves a wider demographic by operating single-screen theatres in smaller towns, thereby democratising the access to quality cinema experiences. All these facilities proudly carry the MovieMAX brand, synonymous with excellence in entertainment across India.



Committed to delivering exceptional cinema experiences, the Company continuously strives to expand its geographical reach and optimise its operations.

Despite the challenges faced by the film exhibition industry, the Company remains resilient and focussed on emerging stronger and adapting to the evolving landscape. With a customer-centric approach and a dedication to providing world-class entertainment, Cineline aims to delight audiences nationwide, solidifying its position as a leading force in the Indian cinema industry.

MARKET CAPTURE

CONNECTING ACROSS DEMOGRAPHICS

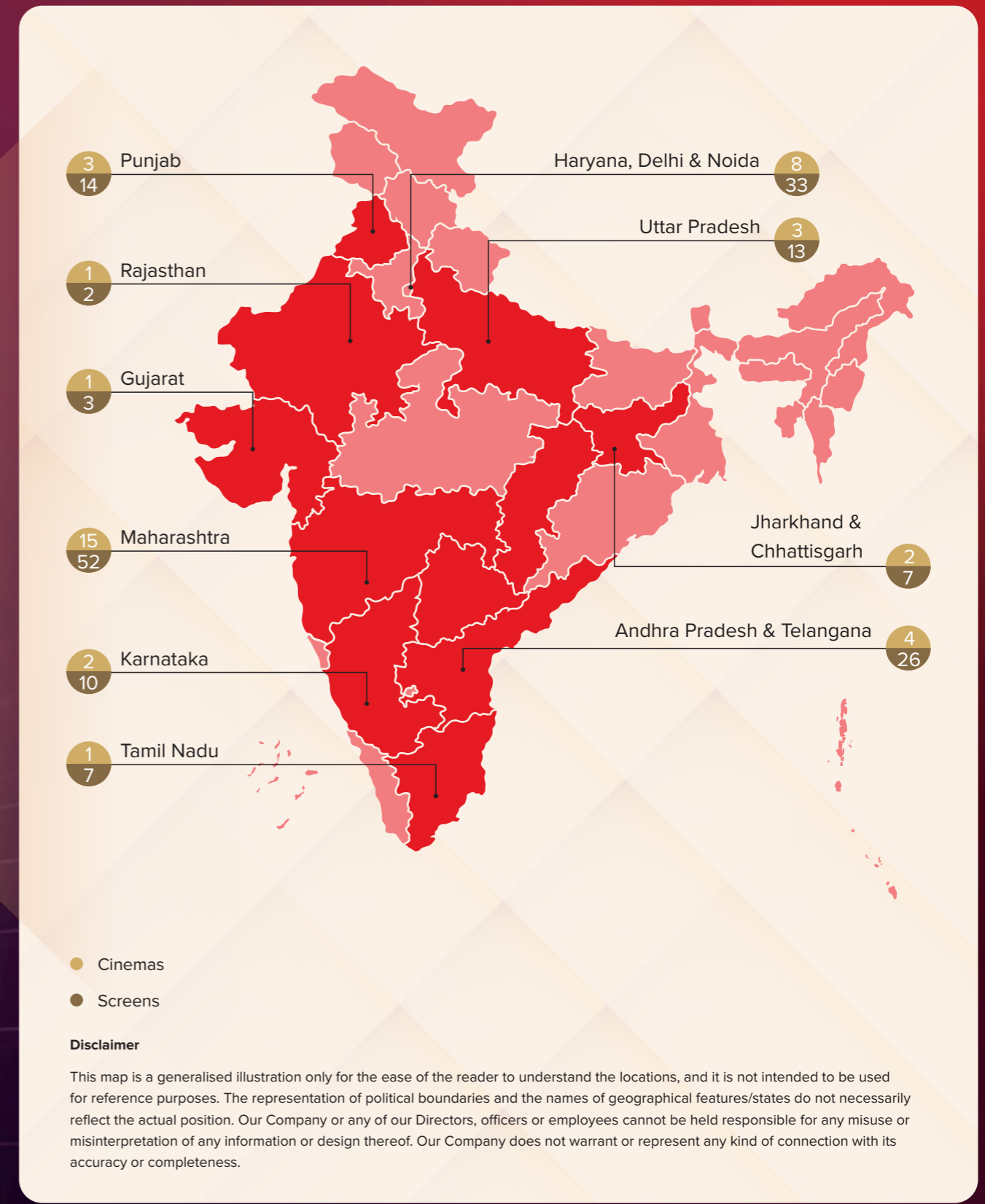
Cineline India Limited is swiftly broadening its market footprint by launching new cutting-edge multiplexes and enhancing existing ones. By adopting a low capital expenditure approach, Cineline focusses on acquiring fully equipped, plug-and-play screens, which facilitates rapid expansion and superior cinematic experiences across India.



40
Cinemas (20 under Fit Outs & Tied Up)

167
Screens (91 under Fit Outs & Tied Up)

38,000+
Seats



OUR HOSPITALITY BUSINESS


HYATT CENTRIC, CANDOLIM GOA


Situated in the busy streets of Candolim, Hyatt Centric is a premium 5-star contemporary lifestyle hotel that immerses guests in an authentic Goan atmosphere. Located just a short walk from the Candolim beach, this 168-key hotel offers spacious and stylish accommodations, catering to both leisure and business travellers.


With over 6,095 square feet of adaptable event space spread across three distinct venues, Hyatt Centric is well-prepared to host conferences, meetings, weddings, and various other celebrations. Guests enjoy a variety of dining experiences with four different outlets offering around 230 seats, serving both international and traditional Goan cuisine.

The hotel boasts an array of leisure amenities, including a spa, a fully equipped fitness centre, and an outdoor swimming pool, all set within 2.2 acres of lush, freehold land. The G+4 structure stands tall among swaying palm trees, providing stunning views of Candolim Beach. Guests engage in yoga, meditation, cooking workshops, live music events, and lively pool parties. With its prime beachfront location, Hyatt Centric offers the perfect blend of relaxation and adventure, providing easy access to nearby boutiques, restaurants, and vibrant nightlife. The hotel consistently curates experiences that capture the essence of Goa's rich cultural heritage, ensuring every stay is both memorable and fulfilling.




 **86%**
Occupancy Rate

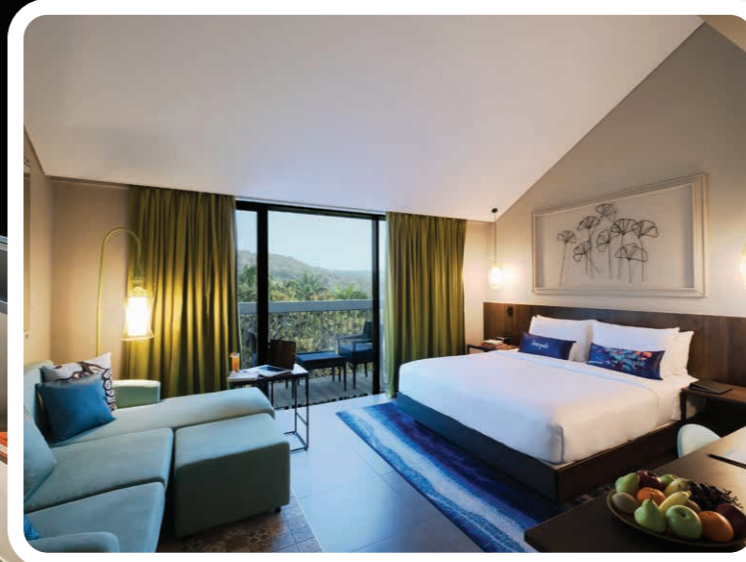
 **₹ 8,861**
Average Room Tariff

 **₹ 5,874 Lakhs**
Total Revenue

 **₹ 2,149 Lakhs**
EBITDA

 **36.6%**
EBITDA Margin





FROM THE CHAIRMAN'S DESK



We believe in the unmatched allure of the big screen and the shared experience of watching movies in a theatre.



Dear Stakeholders,

I am pleased to present to you the Annual Report for FY 2023-24. Cinline has remained committed to delivering unparalleled cinematic experiences under our distinguished brand, MovieMAX. This past year has been characterised by a renewed wave of optimism and heightened operational excellence, propelling us to quickly achieve one of the film exhibition industry's most impressive EBITDA margins.

We believe in the unmatched allure of the big screen and the shared experience of watching movies in a theatre. Our focus lies in curating an immersive environment that celebrates storytelling and creates unforgettable memories for our patrons. This past year, new hit movies boosted our performance. Though theatre occupancy has not reached pre-pandemic levels, our revenue increased due to higher ticket pricing and our new Food & Beverage (F&B) offerings.

Recognising the growing demand for regional movies, we have diversified our content. The industry has rebooted with increased interest in diverse films, presenting us with new opportunities to cater to a broader audience. Our expansion into the food & beverage industry, with cloud and physical kitchens within our cinema complexes, aims to enhance the culinary experience for our patrons.

Looking ahead, we remain optimistic about the future of the movie exhibition industry and our ability to adapt to changing market dynamics. Our goal is to provide movie enthusiasts with an exceptional viewing

experience that blends comfort and innovative technology.

Macro Economy View

The Indian economy is witnessing remarkable growth at a trajectory of 8.2%, driven by strong capital expenditure, robust domestic demand, and a revival in global demand. Amid this landscape, the Indian media and entertainment industry is uniquely positioned to capitalise on the vast and diverse consumer base eager for content and technological advancements.

The film industry has experienced a resurgence, growing by 14% to reach ₹ 197 Billion in 2023. This growth was driven by the release of 1,796 films, leading to an all-time high in theatrical revenues of ₹ 120 Billion, and a 4% increase in the number of screens. Indian films have also gained a strong foothold in the global market, with 339 films released overseas in 2023.

Financial Overview during the Year

Our consolidated revenue for FY 2023-24 stood at ₹ 25,416 Lakhs, up from ₹ 14,405.07 Lakhs in FY 2022-23, marking an impressive growth of 76.44%. Our EBITDA increased from ₹ 2,785 Lakhs to ₹ 6,847 Lakhs, with Profit before Tax (PBT) improving from ₹ (2,794) Lakhs to ₹ (375) Lakhs.

This progress can be attributed to our asset-light and debt-light model. We successfully sold an asset worth ₹ 81 Crores and used the proceeds to reduce debt, supplemented by an infusion of ₹ 45.2 Crores from the promoters and ₹ 15 Crores from an investor in the equity share capital of the Company. The Board of Directors also approved the sale of our shareholding in R&H Spaces Private Limited, at an enterprise value of not less than ₹ 270 Crores, positioning

Cinline as a net debt-free Company.

Our adoption of a low capital expenditure model and strategic enhancement of average ticket prices have played pivotal roles in improving our revenue and profitability. The monetisation of assets, including the sale of a mall, has further strengthened our financial position.

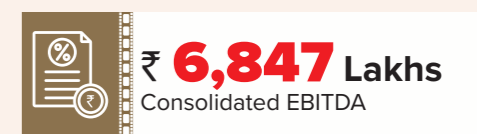
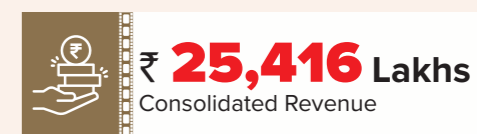
New Developments

Cinline experienced significant growth and remarkable milestones this year. A highlight was the opening of our MovieMAX Multiplex at Amanora Mall in Pune, featuring eight auditoriums with a total seating capacity of 1,865, 2K projection technology, and immersive sound systems. This has expanded our footprint in Maharashtra to 52 screens.

Our expansion strategy includes 15 additional operational screens across India and new properties in Gurugram, Haryana, and Zirakpur, Punjab. By acquiring fully fitted, plug-and-play screens and renovating existing ones, we have reduced costs and enhanced the consumer experience. With a current total of 76 screens operational across 14 cities, we are committed to delivering unparalleled cinematic journeys. We have infused ₹ 45.2 Crores into the business, reflecting our growth prospects and financial stability. Additionally, we are enhancing the food & beverage experience by incorporating cloud and physical kitchens within our cinema complexes and launching various food & beverage brands to ensure a comprehensive and delightful outing for our patrons.

The Bigger Picture

India's cinema market remains



under-screened compared to global standards, presenting substantial opportunities for growth and expansion. Cinline aims to bring high-quality cinematic experiences to under-resourced regions by targeting smaller towns and budget segments. Our approach focusses on providing affordable yet premium movie-going experiences, aligning with our goal of democratising access to quality entertainment.

Closing Note

Cinline stands at the cusp of a transformative era in the entertainment industry. Our strategic initiatives, including expansion of our screen count, investing in the food & beverage sector, and targeting under-screened markets, position us to capitalise on the immense opportunities within the Indian cinema market.

We are dedicated to creating unforgettable experiences for our patrons while driving sustainable growth and profitability. On behalf of the entire Cinline team, I extend my gratitude to our valued stakeholders for their continued support and trust. Together, we will continue to redefine the boundaries of cinema entertainment, creating cherished memories for generations to come.

Thank you.

Regards,

Mr. Rasesh B. Kanakia
Chairman
Cinline India Limited

CINEMATIC EVOLUTION

IMAGINING THE FUTURE: CINELINE'S CINEMATIC EVOLUTION

1997-2013

Planting the Seeds of Cinematic Excellence (1997)

Started the journey in 1997 with the inception of its movie exhibition business. The Company's first theatre opened in Mumbai, driven by a vision to provide an unparalleled entertainment experience to movie enthusiasts.

Redefining Comfort and Luxury (2005)

Continued raising the bar for cinema experiences by becoming one of India's first cinema chains to replace traditional chairs with revolutionary Bucket Seats. These moves prioritised comfort and elevated the movie-watching experience to new heights.

Glamour Meets Grandeur (2007-2009)

It was established as the industry's favourite hotspot for movie premieres and star-studded events. The Company's venues played host to numerous eternal moments of stardom, cementing its reputation as a hub for glitz and glamour.

Blockbuster Distribution Powerhouse (2012-2013)

Solidified its position as a major distributor of blockbuster films and played a pivotal role in the success of numerous record-breaking movies, including 'Singh is King,' 'Kismat Konnection,' and many more.



Pioneering the Multiplex Revolution (2001)

Recognised the evolving preferences of audiences, took a bold step, and led the multiplex revolution in India by opening the country's first multi-screen cinema in Mumbai. This innovative concept introduced a new era of convenience and choice for moviegoers.

Embracing the Public Spotlight (2006-2007)

Building on its widespread popularity and strong brand recognition, Cineline made significant strides by becoming a publicly listed company via Initial Public Offering (IPO) in FY 2006-07. This pivotal move allowed movie enthusiasts and investors alike to become an integral part of the Cineline story.

Luxury Redefined: Introducing the RED Lounge (2010)

Pushed the boundaries of luxury cinema experiences by launching RED Lounge, Mumbai's first-ever theatre featuring all-recliner seats. This innovative concept set a new standard for indulgent movie-going.

Iconic Destinations, Exceptional Experiences (2013)

Reached new heights as the Company established many iconic cinema halls in the country. Locations such as Inorbit Mall (Hyderabad), Infinity Mall Andheri (Mumbai), and Pacific Mall (Delhi) became synonymous with unprecedented movie experiences and state-of-the-art facilities.

CINEMATIC EVOLUTION

IMAGINING THE FUTURE: CINELINE'S CINEMATIC EVOLUTION

2022-▶▶▶▶▶

Ushering in a New Era: The Birth of MovieMAX (2022)

Embarked on a transformative journey by launching MovieMAX, a brand dedicated to offering a world-class cinema experience tailored for the discerning movie lover. This bold move marked the beginning of a new chapter in the Company's pursuit of cinematic excellence.

Opening of 4-Screen Multiplex at Paras Downtown Square Mall, Zirakpur (2024)

Proudly announced the opening of its 4-screen multiplex in Zirakpur, Punjab. MovieMAX Multiplex features four state-of-the-art screens with a total seating capacity of 1010, offering ample space for guests to enjoy the magic of cinema. Outfitted with cutting-edge technology, the Company integrated advanced 2K projectors to provide exceptional image quality, sharpness, and brightness. Additionally, the auditoriums feature immersive sound systems, ensuring a captivating audio-visual experience with every visit.

Opening of 8-Screen Multiplex at Amanora Mall, Pune (2024)

Cineline announced the grand opening of MovieMAX Multiplex in Pune, Maharashtra. With eight cutting-edge screens and a total seating capacity of 1865, MovieMAX Multiplex provides ample space for guests to immerse themselves in the enchantment of cinema. The Company's use of advanced 2K projectors and immersive sound technology ensures outstanding image clarity and an engaging audio-visual experience.



Opening of 3-Screen Multiplex at Ansal Plaza, Gurugram (2023)

Continued its journey of innovation and excellence with the inauguration of a 3-screen multiplex at Haryana. With a seating capacity of 802, this state-of-the-art property featured 2K projectors for ultra-high resolution, sharp and bright images, Dolby 7.1 surround sound, and Double beam 3D technology. Designed for a premium movie-going experience, each auditorium is equipped with comfortable recliners, ensuring an exclusive and impactful visit for all patrons.

Unveiling Cinema's Next Chapter in metro Cities like Pune and Noida.

The Company is launching its ultra-luxury theatres in metro cities that marks a new chapter in its legacy. The upcoming "Luxurious" Cinema in Noida will set new standards by offering an immersive experience resonating sophistication, comfort, and an impeccable service for the guests.



THE BOARD ROOM

Mr. Rasesh B. Kanakia M-M-M-M

Chairman

- ▶ Mr. Rasesh Kanakia has been the Chairman since the incorporation of the Company and has a career spanning around 38 years.
- ▶ He began his career as a real estate consultant in the year 1984 and subsequently ventured into real estate development in the year 1986.
- ▶ He has been a pioneer in getting the Company into the movie exhibition business.
- ▶ As the Chairman of the Company, he looks after critical functions of the management viz., finance, strategic management and public relations.

Mr. Himanshu B. Kanakia M-M

Managing Director

- ▶ Mr. Himanshu B. Kanakia, Managing Director, has been a member of the Board since the Company's incorporation and has a career spanning around 36 years.
- ▶ He forms an integral part of the Company and is the energy behind the day-to-day management.
- ▶ He has contributed to the success of the Company with his keen focus on the Company's management, operations, and administration.
- ▶ Under his guidance, the Kanakia Group has developed and successfully delivered more than 14 Million sq. ft. of commercial, residential, entertainment, education, and industrial spaces.

Mr. Naushad Panjwani M-M-M

Independent Director

- ▶ Mr. Naushad Panjwani is a Chartered Accountant and a commerce graduate with work experience of over 33 years.
- ▶ He has experience in the areas of finance, tax, strategy, retail, investment banking, cross-border mergers & acquisitions and real estate transactions.
- ▶ He has been associated with Mandarus Partners, Knight Frank India Private Limited, and Gawande & Panjwani.
- ▶ He has served as a member of the Managing Committee and Co-Chairman of the Urban Development, Smart Cities, Real Estate and Infrastructure Committee of the IMC Chamber of Commerce & Industry in FY 2017-18 and FY 2018-19.
- ▶ He has also served as Vice President of the Western India Region of Indo American Chamber of Commerce for FY 2017-18 and FY 2018-19.

Mr. Shantilal Haria M-M-C

Independent Director

- ▶ Mr. Shantilal Haria is a Chartered Accountant and a Company Secretary; he holds in-depth knowledge and professional experience of more than 31 years in the field of fundraising, business advisory, income tax, Company Law, allied law, and the realty sector.
- ▶ He is also involved in a few private equity deals.
- ▶ He is the Promoter of the Pankti Group. He is an Independent Director on the Board of G. M. Breweries Limited.

Mrs. Hiral Kanakia

Human Resource Director

- ▶ Mrs. Hiral Kanakia has a career spanning around 29 years.
- ▶ She has been associated with the Company since 1998 and is integrally involved in the operation and administration of the Company.
- ▶ She is the Head of Employee Relations & Improvement Management in Kanakia Group of Companies.

Mr. Anand Bathiya C-C-C-C-M

Independent Director

- ▶ Mr. Anand Bathiya has been involved in helping companies in identifying, negotiating, structuring, reviewing, and executing complex, domestic and international Mergers & Acquisitions (M&A).
- ▶ He is experienced in assisting Indian corporations in raising equity resources by facilitating their listing on both Indian and international capital markets. This includes expertise in private equity, structured finance, and Foreign Currency Convertible Bonds (FCCBs).
- ▶ He has been actively involved in numerous Initial Public Offerings (IPOs) and private equity fund-raising initiatives, collaborating closely with leading Indian and international investment banks over the years.
- ▶ He is also an active member of the Young Leaders' Forum of the Indian Merchants Chamber and TIE Mumbai.
- ▶ He is also a regular speaker at various gatherings for the Ministry of Corporate Affairs, ICAI, ICSI, WIRC, BCAS and other bodies of professional interests on a wide range of topics.

Mr. Ashish Kanakia

Chief Executive Officer

- ▶ Mr. Ashish completed his Bachelor's degree in Business Administration and joined the family business to learn and grow. He has been working closely with core teams for the past 8 years.
- ▶ He is constantly looking to add substantial value to customers through innovation in products and services.
- ▶ He strives to differentiate the offerings from the competition and provides an edge to the organisation.

Mr. Vipul Parekh

Chief Financial Officer

- ▶ Mr. Vipul Parekh is a Chartered Accountant and has over 32 years of rich experience in the field of Accounts, Taxation and Finance.
- ▶ He has been actively involved and conceptualised projects such as internal restructuring through merger, Demerger, amalgamation, capital reduction & voluntary liquidation for tax effectiveness, budget implementation and Anti Profiteering GST assessment throughout his professional journey.

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee
- Corporate Social Responsibility Committee

- Securities Allotment Committee
- Chairman
- Member

CORPORATE INFORMATION

Board of Directors

Mr. Rasesh B. Kanakia

Chairman

Mr. Himanshu B. Kanakia

Managing Director

Mrs. Hiral Kanakia

Director

Mr. Anand Bathiya

Independent Director

Mr. Naushad Panjwani

Independent Director

Mr. Shantilal Haria

Independent Director

Senior Management

Mr. Ashish Kanakia

Chief Executive Officer

Mr. Vipul Parekh

Chief Financial Officer

Mrs. Rashmi Shah

Company Secretary & Compliance Officer

Statutory Auditors

KKC & Associates LLP

Chartered Accountants

Sunshine Tower, Level 19,

Senapati Bapat Marg, Elphinstone (W),

Mumbai - 400 013 (India)

Internal Auditors

Deloitte Touche Tohmatsu India LLP

29th Floor, Indiabulls Finance Centre, Tower 3,

Elphinstone Mill Compound,

Senapati Bapat Marg, Elphinstone (W),

Mumbai - 400 013

Registrars & Share Transfer Agents

Link Intime India Private Limited

C-101, 247 Park, L.B.S. Marg, Vikhroli (W),

Mumbai - 400 083

Registered Office

2nd Floor, A & B wing, Vilco Centre,

Subhash Road, Opp Garware, Vile Parle (E),

Mumbai - 400 057 (India)

Tel No: 022-67266688

Website: www.moviemax.co.in



Global Economic Overview

In the calendar year 2023, the global economy demonstrated significant strength, successfully navigating various hurdles. Despite enduring supply chain challenges, energy price hikes due to the Russia-Ukraine conflict, and crises in the Middle East, economic growth continued. Advanced economies implemented strategies to manage inflation while emerging markets exhibited strong financial performance. The IMF indicated that global GDP grew by 3.20% in the calendar year 2023 and is anticipated to maintain this rate in the calendar year 2024, exceeding prior predictions. Inflation is projected to gradually decline from 6.90% in the calendar year 2023 to 5% in the calendar year 2024 and 3.40% in the calendar year 2025, aided by tight monetary policy and fading goods and energy price pressures. By the end of the calendar year 2025, inflation is expected to return to central bank targets in most major economies.

The global economy is experiencing a mix of positive and challenging trends. While the US job market remains relatively strong, wage inflation has decelerated, suggesting that the tightness in the job market is easing. The Eurozone is seeing stable core inflation, though service inflation remains a concern. Globally, manufacturing PMIs indicate modest growth, with Taiwan and Vietnam experiencing significant improvements. Real disposable personal income and personal consumption expenditures are increasing, and

core inflation in the US is at its lowest rate in three years. The Asia-Pacific region and its emerging economies are playing a key role in driving global growth. India is projected to be the fastest-growing major economy in the calendar year 2024, supported by strong public investment. China's economy is expected to benefit from policy stimulus, helping drive growth in the region

Looking ahead, the continuous adaptation of monetary and fiscal policies and the potential easing of supply chain bottlenecks may provide a more stable foundation for growth. However, vigilance is necessary to manage inflationary pressures and geopolitical risks, ensuring that both advanced and emerging economies can sustain their growth trajectories.

Source:

- ▶ <https://www.imf.org/en/Publications/WEO/Issues/2024/04/16/world-economic-outlook-april-2024>
- ▶ <https://www.theguardian.com/business/global-economy>
- ▶ <https://theconversation.com/us/topics/global-economy-1729>
- ▶ <https://www.cnbc.com/world-economy/>
- ▶ <https://www.wsj.com/economy/global>



Year	Real GDP Growth (%)		
	Global Economy	Advanced Economies	Emerging Markets and Developing Economies
CY 2023	3.20	1.60	4.30
CY 2024P	3.20	1.70	4.20
CY 2025P	3.20	1.80	4.20

P: Projected

Source:

- ▶ https://www.imf.org/external/datamapper/NGDP_RPCH@WEO/OEMDC/ADVEC/WEOWORLD

Indian Economic Overview

The Indian economy continues to be one of the fastest-growing economies globally. According to provisional national income data from the National Statistical Office (NSO), India registered an impressive GDP growth rate of 8.20% in FY 2023-24, despite challenges such as the Russia-Ukraine conflict and inflationary pressures. This growth has been driven by strong domestic demand and a resilient services sector. Additionally, India has managed inflation better than other major economies, with the Consumer Price Index (CPI) inflation expected to moderate to 5.20% in FY 2023-24 from 6.70% in FY 2022-23.

The fiscal deficit is also projected to decline to 5.90% of GDP in FY 2023-24 from 6.40% in FY 2022-23, indicating improved fiscal management. The current account deficit is expected to decrease from 3% in FY 2022-23 to 2.20% of GDP in FY 2023-24, supported by a narrowing trade deficit.

Furthermore, India's Foreign Direct Investment (FDI) inflows remain robust, attracting USD 84 Billion in FY 2022-23, the highest ever. Private consumption, which accounts for around 55% of India's GDP, is expected to grow by 7.10% in FY 2023-24, supported by the rural economy and urban discretionary spending. The manufacturing sector is also expected to grow by 6.10% in FY 2023-24, driven by the



government's focus on boosting domestic production and exports.

Looking ahead, the International Monetary Fund (IMF) projects India to achieve a growth rate of 6.80% in calendar year 2024. Key growth drivers are expected to include higher infrastructure spending, increased urban consumption demand, rising digital penetration, and ongoing policy reforms.

Moreover, the government has been implementing several initiatives to boost economic growth. These include substantial investments in infrastructure projects, efforts to increase digital inclusion, and policy measures aimed at fostering a conducive environment for business and innovation. These strategies are expected to solidify India's position as a leading global economy in the coming years.

Source:

- ▶ <https://www2.deloitte.com/us/en/insights/economy/asia-pacific/india-economic-outlook.html>
- ▶ <https://economictimes.indiatimes.com/news/economy/indicators/sbi-caps-report-highlights-optimistic-outlook-for-the-indian-economy-despite-deteriorating-global-pitch/articleshow/111653501.cms?from=mdr>



Industry Review

Indian Multiplex Industry

The FICCI-EY report concluded that the footfalls reached 900 Million in the calendar year 2023. This surge in cinemagoers, combined with box office revenues exceeding ₹ 12,600 Crores and an increased average ticket price of ₹ 140 in the calendar year 2023, compared to ₹ 111 in the calendar year 2022, highlights a dynamic recovery for the sector. Despite the increase, the overall occupancy for the year is yet to surpass the pre-pandemic level as the industry still lacks regular, good-quality content.

Based on the same research conducted throughout the calendar year 2023, it was noted that Single Screens' collections reached ₹ 6,000 Crores in the calendar year 2023, compared to ₹ 5,200 Crores in the calendar year 2022. Similarly, Multiplexes collections reached ₹ 6,600 Crores in the calendar year 2023 as compared to ₹ 5,800 Crores in the calendar year 2022.



In the calendar year 2023, the Gross Box Office collections hit ₹ 12,600 Crores, surpassing the previous record of ₹ 11,400 Crores prior pre-pandemic period in the calendar year 2019, primarily due to an increase in ticket prices. Despite the increase in cinemagoers, annual footfalls have not matched pre-pandemic levels, with the calendar year 2023 recording 900 Million footfalls, compared to the 1,460 Million in the calendar year 2019.

Hindi cinema saw its best-ever year, with a gross box office of ₹ 5,500 Crores in the calendar year 2023, crossing the calendar year 2019's record of ₹ 5,200 Crores. The top four highest-grossing films were all original Hindi language films, with 'Jawan' being the highest-grossing film of the calendar year 2023 at ₹ 734 Crores. Southern Films' collection reached ₹ 5,400 Crores in the calendar year 2023. Although it crossed the calendar year 2019 collection which was at ₹ 3,900 Crores, it did not cross its high of ₹ 5,800 Crores in the calendar year 2022. Hollywood Film Collections reached ₹ 1,000 Crores in the calendar year 2023, yet to surpass the pre-pandemic record of ₹ 1,600 Crores in calendar year 2019. Other Language Films' Offtake reached ₹ 600 Crores in the calendar year 2023.

Indian Box Office Collections through the Years



Source:

- <https://www.afaqs.com/news/media/india-registered-1574-million-theatre-goers-in-2023-29-more-than-the-previous-year>
- <https://www.livemint.com/industry/media/india-sees-surge-in-movie-goers-but-challenges-remain-11713852181626.html>



Language Share of Gross Domestic Box Office

The Indian film industry experienced an exceptional year in the calendar year 2023, marking the highest annual collection in its history. One of the most remarkable events was National Cinema Day, celebrated on 13 October 2023, which drew a record-breaking footfall of over 6 Million people across more than 4,000 screens nationwide.

National Cinema Day achieved significant box office success. In August, the weekend preceding the Independence Day holiday also saw the highest combined footfall in the last decade.

In the calendar year 2023, Hindi Cinema commanded the Indian box office with a dominant 44% share, a substantial increase from the 33% share in the calendar year 2022, indicating a strong resurgence. Telugu films followed with 19%, and Tamil films secured 16% of the gross domestic box office share, reflecting a diverse regional appeal within the Indian film industry.

Key contributors to this achievement included blockbuster Hindi films like 'Jawan', 'Animal', 'Pathaan', and 'Gadar 2', each grossing over ₹ 600 Crores. Surprise hits like 'The Kerala Story' also helped rack up a substantial amount of collections. Tollywood hits like 'Salaar', 'Waltair Veerayya', and 'Veera Simha Reddy' which were also dubbed in Hindi for wider audience reach, were also a hit. The unexpected

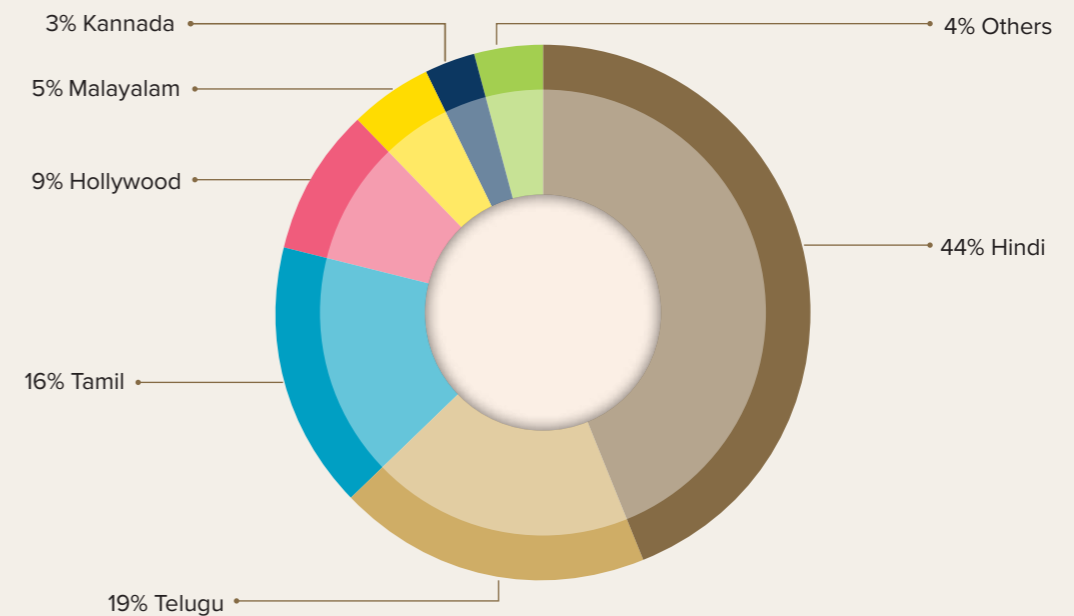
success of regional films like 'Bipan Bharideva' and 'Carry On Jatta' highlighted the growing popularity and acceptance of local languages in the entertainment industry. These films resonated deeply with their target audiences and attracted a wider viewership beyond their traditional demographic.

Hollywood blockbusters such as 'Barbie' (which crossed the USD 1 Billion mark), 'Oppenheimer' by Christopher Nolan, 'The Super Mario Bros. Movie', 'Guardians of the Galaxy Vol. 3', 'Ant-Man and the Wasp: Quantumania', and 'The Marvels' (three beloved franchises of the Marvel Cinematic Universe that always attract loyal patrons to theatres) are guaranteed to draw audiences worldwide, especially in India. Other highly anticipated releases like 'Aquaman 2', as well as Hollywood classics like 'Mission: Impossible' starring Tom Cruise, 'Fast X' from the F&F franchise, and 'Taylor Swift: The Eras Tour' were also the highlights of the calendar year 2023.

Movies produced by the 'Big 5' studios—Universal Pictures, Paramount Pictures, Warner Bros., Walt Disney Pictures, Sony Pictures, and other studios like Pixar, MGM and Dreamworks continue to captivate and bring in global audiences through endearing stories.

This analysis highlights the varying performance of different language segments, reflecting the evolving landscape of India's film industry and regional cinematic appeal.

Language Share of Gross Domestic Box Office CY 2023



Sources:

- <https://www.ormaxmedia.com/data/library/TheOrmaxBoxOfficeReport-2023.pdf>

Value Additions for Multiplex Industry

Multiplexes are enhancing the movie-going experience with advanced technology, luxury amenities, diverse content, and exclusive events, distinguishing themselves from OTT platforms and attracting audiences with unique, immersive entertainment

- 1 Exclusive and Immersive Cinematic Experiences**

Multiplexes invest in advanced technologies like IMAX, 4DX, and VR to offer immersive viewing experiences that go beyond what home theatres can provide. These technologies create a sensory-rich environment that enhances the visual and auditory impact of films, making movie-going a unique event.
- 2 Specialised and Niche Content**

To cater to diverse audience preferences, multiplexes are diversifying their content offerings. This includes screening foreign films, independent cinema, documentaries, and anime that might not be available on mainstream OTT platforms. By providing a wide range of genres, multiplexes attract niche markets and film enthusiasts.
- 3 Event Screenings and Community Engagement**

Multiplexes host special events such as movie premieres, live sports broadcasts, concerts, and Q&A sessions with filmmakers and actors. These events create a communal atmosphere and offer unique experiences that encourage social interaction and build a sense of community among moviegoers.
- 4 Enhanced Safety and Hygiene Protocols**

In response to the COVID-19 pandemic, multiplexes have implemented stringent health and safety measures to ensure the well-being of their patrons. This includes regular sanitisation of theatres, contactless ticketing, and maintaining social distancing protocols. These measures help build consumer confidence and reassure audiences about the safety of returning to cinemas.
- 5 Luxury and Comfort Enhancements**

Multiplexes are upgrading their facilities to provide a more luxurious and comfortable movie-watching experience. This includes installing recliner seats, offering gourmet food & beverage options, and creating VIP lounges. These amenities transform a simple movie outing into a premium entertainment experience.
- 6 Strategic Alliances with OTT Platforms**

By forming partnerships with OTT platforms, multiplexes can offer exclusive content releases and simultaneous premieres. This hybrid model allows viewers to choose between watching at home or in the theatre, expanding the reach of new releases and creating a buzz around films.
- 7 Dynamic Pricing Models**

To attract a broader audience, multiplexes are implementing dynamic pricing strategies. These include offering discounts during off-peak hours and providing special pricing for different audience segments, such as students and seniors. Dynamic pricing helps maximise occupancy and makes movie-going more accessible.
- 8 Loyalty Programmes and Memberships**

Multiplexes are introducing loyalty programmes and membership schemes that offer benefits such as discounted tickets, early access to new releases, and exclusive offers. These programmes are designed to retain regular customers and encourage frequent visits, fostering long-term loyalty.

Growth Drivers in the Multiplex Industry

The Indian multiplex industry is experiencing robust growth driven by diverse factors. From the surge in regional cinema and advancements in digital technologies to evolving consumer preferences and increased competition, multiplexes are expanding their role as dynamic hubs of entertainment and social interaction.

Regional Cinema Boom

The surge in regional cinema production has diversified Indian cinema, presenting multiplexes with opportunities to cater to a broader audience base across different languages and cultures.

Digital Cinema Advancements

The rapid growth of the Indian digital cinema market enables multiplexes to offer cutting-edge experiences like 3D movies, virtual reality, and live streaming events, enhancing their appeal to tech-savvy audiences.

Multiplexes as Social Hubs

Beyond movie screenings, multiplexes are evolving into popular social destinations where patrons can socialise, dine, and enjoy various entertainment options, particularly in urban areas, driving their popularity.

Changing Consumer Expectations

With rising consumer expectations for immersive experiences, multiplexes are innovating with amenities such as recliner seats, diverse dining choices, and gaming facilities to deliver personalised entertainment options.

Intensified Market Competition

The increasingly competitive landscape in the Indian multiplex industry spurs innovation and improves consumer value as new entrants and established players vie for market share.

Infrastructure Development

Government investments in infrastructure, including transportation networks, facilitate easier access to multiplexes, supporting their expansion into new geographical markets.

Increase in Release of High-Profile Movies

The growing number of high-profile movie releases drives audience interest and ticket sales, creating anticipation and excitement among viewers globally. These blockbuster films attract diverse audiences and contribute significantly to box office success, extending their impact on merchandise sales and franchise development.

Increasing Disposable Incomes in Emerging Economies

Rising disposable incomes in emerging economies enable more individuals to afford leisure activities like visiting multiplexes, thereby boosting the movie theatre market's growth in these regions.

Demand for Exclusive Content and Limited-Release Events

There is a growing demand for exclusive content and limited-release events, which enhances the allure of multiplexes as venues for unique entertainment experiences, further driving their popularity and revenue.



Company Overview

Cineline India Limited (also referred to as 'Cineline' or 'the Company'), a key entity within the esteemed Kanakia Group, manages the rapidly growing chain of MovieMAX cinemas across India. It has become the 4th largest film exhibition player/Cinema chain in India in terms of Box Office Collection.

In the calendar year 2022, Cineline rebranded to MovieMAX and officially launched under its new name, marking the start of a new chapter for the Company. In FY 2022-23, Cineline opened 61 new screens in 17 properties across India, expanding its footprint and delivering premium cinematic experiences. In FY 2023-24, Cineline opened 15 new cinema screens across 3 locations with advanced technology, including 2K projectors, Dolby 7.1 surround sound, and double beam 3D. This brought the total to 76 operational screens and 91 more screens are currently work in progress across 20 locations.

Catering to a diverse audience, Cineline offers an extensive array of films, from regional Indian cinema to Hollywood and international films, ensuring an inclusive and enriching cinematic experience for all. The Company provides innovative cinema formats, including large screens, dine-in services, and recliner seating, elevating the movie-going experience.

On 15 August 2023, MovieMAX welcomed around 68,000 viewers in a single day, marking its highest-ever single-day Gross Box Office collection of ₹ 2.01 Crores. This achievement was fuelled by the outstanding performance of August's major releases, including 'Gadar 2' (Hindi), 'Jailer' (Tamil), and 'OMG 2' (Hindi).

Cineline achieved a record-breaking milestone in December 2023, with MovieMAX cinemas registering the highest-ever monthly admissions and Gross Box Office collection. Approximately 8.71 Lakhs viewers flocked to MovieMAX

cinemas during the month, generating an unprecedented Gross Box Office collection of ₹ 24.35 Crores. This new benchmark surpasses the previous record set in August 2023, driven by increased occupancy levels and the blockbuster release of the film 'Animal'.

Cineline expanded into the food & beverage industry by incorporating cloud and physical kitchens within its cinema complexes and launched a variety of F&B brands to enhance the culinary experience for its patrons. The gross food & beverages collection amounted to ₹ 7.87 Crores by December 2023 which exceeded the earlier record set in August 2023.

Cineline has made significant progress by adopting an asset-light, debt-light strategy. The Company sold an asset worth ₹ 81 Crores and used the proceeds to reduce debt along with an infusion of ₹ 45.2 Crores from the promoters.

The Board of Directors and members recently approved the sale of Cineline's entire shareholding in R&H Spaces Private Limited, a wholly owned material subsidiary engaged in the hospitality sector. This subsidiary owns and operates the Hyatt Centric Hotel in Candolim, Goa. The sale is expected at an enterprise value of not less than ₹ 270 Crores. Once the Goa hotel is sold, the Company will be free of net debt. This move reflects Cineline's strategic focus on consolidating its core business activities and streamlining its portfolio.

Cineline's commitment to excellence is reflected in its state-of-the-art technology and customer-centric approach, creating welcoming and comfortable cinema environments. As the Company continues to expand, it remains dedicated to providing memorable movie experiences and ensuring a cinema is always within reach for its customers.

For more information, please visit: www.moviemax.co.in.



Box Office Success
Record-breaking collections with notable releases like 'Animal'

Diverse Film Offerings and Innovative Cinema Formats
Extensive film selection catering to varied tastes

F&B Expansion
Ventured into the food & beverage sector at cinema locations

Innovative Cinema Formats
Introduction of large screens, dine-in, and recliner options

Commitment to Excellence
Focus on customer comfort and advanced technology

Financial Overview

In FY 2023-24, the Company recorded a consolidated revenue of ₹ 25,416 Lakhs, indicating an increase of 76% from ₹ 14,405 Lakhs achieved in FY 2022-23. Similarly, the EBITDA for FY 2023-24 was ₹ 6,847 Lakhs, which marked a 146% increase from ₹ 2,785 Lakhs in FY 2022-23.

Standalone

Year	FY 2023-24	FY 2022-23
Current Ratio	0.84	0.78
Debt-Equity Ratio	0.60	0.67
Debt Service Coverage Ratio	1.61	0.42
Return on Equity	(0.84%)	6.74%
Inventory Turnover Ratio	5.76	3.36
Trade Receivables Turnover Ratio	56.62	35.98
Trade Payables Turnover Ratio	8.40	8.58
Net Capital Turnover Ratio	(18.56)	(5.20)
Net Profit Ratio	(0.82%)	12.57%
Return on Capital Employed	4.60%	(0.79%)
Adjusted Debt Service Coverage Ratio	1.61	1.73

Opportunities Outlook

Cineline is poised to enhance its consumer experience by renovating existing screens, focussing on key performance indicators and customer satisfaction. The Company remains committed to expanding its footprint under a low capital expenditure model and has extended its advertising revenue partnership through March 2025 to secure future income streams.

Cineline has successfully opened 15 new screens since April 2022, bringing the total to 76. Additionally, the Company has 91 new screens under fit outs and work-in-progress, which is increasing its national presence and reinforcing its growth trajectory. The Company has also launched new marketing initiatives aimed at boosting brand awareness and attracting larger audiences.

Looking ahead, Cineline will continue to explore opportunities to revamp its cinemas, expand into new locations, monetise advertising, and strengthen its brand. With a clear vision and robust strategy, Cineline is well-positioned for sustained growth, aiming to deliver an exceptional entertainment experience to an ever-growing customer base.

Risk Management

Cineline faces potential challenges in the multiplex industry due to market demand fluctuations arising from economic slowdowns, geopolitical tensions, rising interest rates, inflation, and other adverse developments. Despite these obstacles, Cineline remains optimistic about achieving incremental revenues and business growth by recovering economic activities and diversifying its operations. The Company focusses on strategic investments in appropriate assets and locations, using its core capabilities and relying on a highly experienced team.

Internal Control Systems

Cineline has established internal control systems that are tailored to its size and business operations. The Company has comprehensive, documented policies and procedures in place to monitor business and operational performance, safeguard assets, and ensure the accuracy of financial reporting. The internal audit team conducts regular assessments to evaluate the effectiveness and adequacy of these control systems, with management taking necessary actions based on the audit findings.

Human Resources

Cineline considers its employees as its most valuable asset. The Company's HR policy is focussed on fostering a positive work environment and attracting top talent from the industry. It prioritises continuous learning by offering comprehensive development programmes for its employees. Additionally, Cineline emphasises the health and safety of its workforce by strictly adhering to established safety protocols and standards. The Company also maintains a well-structured appraisal system that aligns individual contributions with its long-term strategic growth objectives. As of 31 March 2024, Cineline employed a total of 305 individuals.

Cautionary Statement

The Management Discussion and Analysis contains statements describing the Company's objectives, projections, estimates, and expectations, which may be forward-looking in nature. These statements are made within the meaning of applicable laws and regulations and are based on informed judgments and estimates. There cannot be any guarantee of previous performance continuity, as future performance also involves risks and uncertainties. These may include but are not limited to the general market, macroeconomics, interest rate movements, competitive pressures, technological and legislative developments, and other key factors that may affect the Company's business and financial performance.



Director's Report

To,
The Members of
Cineline India Limited

Your Directors have pleasure in presenting their 22nd Annual Report together with the Audited Accounts and Auditors Report of the Company for the Year ended 31 March 2024.

1. FINANCIAL RESULTS:

Particulars	Standalone (₹ In Lakhs)		Consolidated (₹ In Lakhs)	
	31 March 2024	31 March 2023	31 March 2024	31 March 2023
Gross Income	19,637.61	9,541.22	25,416.00	14,405.07
Profit before Interest, Depreciation and tax	4787.24	1,543.16	6846.91	2,784.65
Interest & Financial Charges	2,869.29	2,243.32	4,140.58	3,394.43
Depreciation/ Amortisation	2,007.64	1,013.16	3,080.99	2,183.97
Profit/(loss) before tax	(89.69)	(1,722.32)	(374.66)	(2,793.75)
Provision for Tax (including Deferred)	65.78	(467.25)	79.28	(638.07)
Profit/(loss) from continuing operations	(155.47)	(1,255.07)	(453.94)	(2,155.68)
Profit/(loss) from discontinued operations	-	2,330.79	-	2,330.79
Profit/(loss) for the period	(155.47)	1,075.72	(453.94)	175.11
Less: Profit/(Loss) attributable to Non-Controlling Interest	-	-	-	-
Add: Surplus brought forward from previous year	8,290.55	7,219.79	4,237.52	3,966.62
Amount available for Appropriation	8,135.08	8,285.79	3,783.58	4,132.24
Appropriation:				
Other comprehensive income / (loss)*	17.95	4.76	20.93	9.15
Transfer to Furniture & Fixtures Reserve	-	-	46.34	86.61
Surplus Carried to Balance Sheet	8,153.02	8,290.55	3,850.81	4,237.52

Note: Figures are regrouped wherever necessary to make the information comparable

OPERATIONAL REVIEW:

Gross revenues of the Company for the Financial Year 2023-24 stood at ₹ 19,637.61 Lakhs. Profit before interest, depreciation and taxation stood at ₹ 4,787.24 Lakhs. After providing for interest, depreciation and taxation of ₹ 2,869.29 Lakhs, ₹ 2,007.64 Lakhs and ₹ 65.78 respectively, the net Profit of the Company for the year were placed at ₹ (155.47) Lakhs as against ₹ 1,075.72 Lakhs in the previous year.

2. STATE OF COMPANY AFFAIRS.

During the year the Company has changed its registered office from Kanakia Future City, Residential Building No. 2, CTC No. 101 Village Tirandaz, Powai Mumbai-400067 to 2nd Floor, A & B Wing, Vilco Centre, Subhash Road, Opp Garware, Vile Parle (East), Mumbai, Maharashtra-400057 with effect from 30 May 2023.

3. DIVIDEND:

With a view to conserve the resources for future operations, your Directors have thought it prudent not to recommend dividend on equity shares for FY 2023-24.

4. TRANSFER TO RESERVES:

During the year, no amount was transferred to General Reserve.

5. SHARE CAPITAL:

The paid up equity share capital as on 31 March 2024 was ₹ 17,13,32,170/-.

During the year, the Company has allotted 27,00,000 (Twenty-seven Lakhs Only) Equity shares of face value of Re. 5/- (Rupees Five Only) each, fully paid up pursuant to exercise of the option attached to the Warrants by the Warrant holders.

During the year the Company has neither issued shares with differential voting rights nor granted stock options nor sweat equity.

6. FINANCE:

Cash and cash equivalents as at 31 March 2024 were ₹ 1,014.31 Lakhs. The Company continues to focus on judicious management of its working capital, receivables, inventories and other working capital

Director's Report (Contd.)

parameters were kept under strict check through continuous monitoring.

There is no audit qualification in the financial statements by the statutory auditors for the year.

7. ANNUAL RETURN:

The Annual Return of the Company is available on the website of the Company at Movie Max

8. SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES:

Your Company has four wholly owned subsidiary being "Transquare Realty Private Limited", "Cineline Realty Private Limited", "Cineline Industries Private Limited" and "R&H Spaces Private Limited". There are no associate companies or joint venture companies within the meaning of Section 2(6) of the Companies Act, 2013 ("Act").

Pursuant to the provisions of Section 129(3) of the Act, a statement containing the salient features of financial statements of the Company's subsidiary in Form AOC-1 forms part of this report as **Annexure [1]**.

Further, pursuant to the provisions of Section 136 of the Act, the financial statements of the Company, consolidated financial statements along with relevant documents and separate audited financial statements in respect of subsidiary, are available on the website of the Company at www.moviemax.co.in

9. CONSOLIDATED FINANCIAL STATEMENTS.

In compliance with the Companies Act 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (the Listing Regulations), consolidated financial statements of the Company and all of its subsidiaries and associate, have been prepared for the year under report. The audited consolidated financial statements along with the auditors' report thereon forms part of this Annual report. The consolidated financial statements presented by the Company include the financial results of all its subsidiaries. The audited standalone financial statements of these entities have been reviewed by the Audit Committee and the Board.

10. PREFERENTIAL ISSUE:

The Board of Directors at its meeting held on 07 June 2022 approved preferential issue of upto 27,00,000 warrants ("Warrants") each convertible into, or exchangeable for, one equity share within the period of 18 months at a price of ₹ 130/- (Indian Rupees One Hundred and Thirty Only) each ("Warrant Issue Price") aggregating upto ₹ 35,10,00,000/- (Indian Rupees Thirty

Five Crores Ten Lakhs Only) ("Total Warrant Issue Size") to certain members of the promoter group of the Company ("Warrant Holder(s)") in accordance with the provisions of Section 42 and Section 62(1)(c) of the Act read with Companies (Prospectus and Allotment of Securities) Rules, 2014, Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Listing Regulations and such other acts / rules / regulations as may be applicable. The said preferential issue was also approved by the shareholders of the Company at their Extra-Ordinary General Meeting held on 04 July 2022, and in-principle approvals were received from the BSE Limited vide its letter No. LOD/PREF/MJ/FIP/2371/2022-23 dated 28 June 2022 and National Stock Exchange of India Limited vide its letter No. NSE/LIST/31385 dated 28 June 2022. The details of the issue are as under:

Issue size	Preferential Issue of upto 27,00,000 warrants at an Issue price of ₹ 130/- each aggregating to ₹ 35,10,00,000/-
Conversion	Each warrant convertible into one fully paid up equity share of Re.5 each
Payment terms	57.69% (₹ 75/- per warrant) to be called upfront; and balance 42.31% (₹ 55/- per warrant) on exercising the conversion option within 18 months from the date of allotment.

The said Warrants were Allotted to the Warrant Holders as listed below by the Board of Directors in their meeting held on 19 July 2022.

Sr. No.	Name of the Warrant Allottees	Number of Warrants to be allotted
1.	Ashish Rasesh Kanakia	6,75,000
2.	Niyati Rasesh Kanakia	6,75,000
3.	Vrutant Himanshu Kanakia	6,75,000
4.	Vrusti Benefit Trust	6,75,000
Total		27,00,000

The Securities Allotment Committee of the Board of Directors in their meeting held on 23 October 2023 allotted 9,09,000 fully paid-up equity shares of face value ₹ 5 upon conversion of equal number of warrants. The listing approval of the same was received from the National Stock Exchange of India Limited on 28th November, 2023 and BSE Ltd on 4th December, 2023 and the Trading Approval was received from the National Stock Exchange of India Limited on 13 December 2023 and BSE Ltd on 13 December 2023.

Further, the balance 17,91,000 fully paid-up equity shares of face value ₹ 5 were allotted by the Securities

Director's Report (Contd.)

Allotment Committee of the Board of Directors in their meeting held on 11 December 2023 upon conversion of equal number of warrants. The listing approval of the same was received from the National Stock Exchange of India Limited on 10 January 2024 and BSE Ltd on 11 January 2024 and the Trading Approval was received from the National Stock Exchange of India Limited and BSE Ltd on 07 February 2024.

Thus, as on 31 March 2024 there were no outstanding warrants remaining to be converted into equity shares of the Company and all the funds have been fully utilised against this preferential allotment.

11. MATERIAL CHANGES AND COMMITMENTS, IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

No material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year to which the financial statements relate and the date of this Director's Report.

12. PUBLIC DEPOSIT:

Your Company has not accepted any public deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

13. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

There are no significant and material orders passed by the regulators / courts that would impact the going concern status of the Company and its future operations.

14. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

14.1 Directors:

Your Company has Six (6) Directors consisting of Whole Time Director, Managing Director, Executive Director and Three (3) Independent Directors as on 31 March 2024.

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Company's Articles of Association, Mr. Himanshu Kanakia, Whole Time Director, retires by rotation at the forthcoming Annual General Meeting and being eligible offers himself for re-appointment. The Board recommends his re-appointment for the consideration of the Members of the Company at the ensuing Annual General Meeting.

The Board of Director at their meeting held on 13 August 2024, based on recommendation of

Nomination and Remuneration Committee, re-appointed Mrs. Hiral Kanakia as an Whole time Director of the Company for a period of 5 (five) years i.e. 01 April 2025 to 31 March 2030 effective from expiry of her present term ending on 31 March 2025, subject to the approval of the members of the Company, on the terms and conditions as set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting.

In the Annual General Meeting held on 27 September 2023, the Members of the Company, re-appointed Mr. Naushad Panjwani (DIN: 06640459) as an Independent Director of the Company to hold office for a second term of 5 (five) consecutive years with effect from 28 June 2024 to 27 June 2029 and whose office shall not be liable to retire by rotation and also Re-appointment of Mr. Shantillal Haria (DIN: 00295097) as an Independent Director of the Company to hold office for a second term of 5 (five) consecutive years with effect from 14 August 2024 to 13 August 2029 and whose office shall not be liable to retire by rotation.

During FY 2023-24, there is no other change in the Board of Directors of the Company.

14.2 Key Managerial Personnel:

The following are the Key Managerial Personnel of the Company for the year:

Sr. No.	Name of the Person	Designation
1	Mr. Himanshu Kanakia	Managing Director
2	Mr. Vipul Parekh	Chief Financial Officer
3	Mrs. Rashmi Shah	Company Secretary

15. DECLARATION GIVEN BY INDEPENDENT DIRECTOR:

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

INDEPENDENT DIRECTORS' MEETING

The Independent Directors met on 13 February 2024 inter alia, to

- review the performance of the Non-Independent Directors and the Board of Directors as a whole;
- review the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors

Director's Report (Contd.)

- assess the quality, content and timeliness of the flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

16. MEETINGS:

During the year, the Board met 4 (four) times. The details of which are given in the Corporate Governance Report which forms part of Annual Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.

17. COMPLIANCE WITH SECRETARIAL STANDARDS:

The Company has complied with the applicable mandatory Secretarial Standards issued by the Institute of Company Secretaries of India.

18. DIRECTOR'S RESPONSIBILITY STATEMENT:

The financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on accrual basis except for certain financial instruments, which are measured at fair values, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Companies Act, 2013 ('the Act'), read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. The Company has adopted all the Ind AS standards and the adoption was carried out in accordance with applicable transition guidance. 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.

In terms of Section 134(5) of the Companies Act, 2013, the directors would like to state that:

- In the preparation of the annual accounts for the year ended 31-03-2024 the applicable accounting standards have been followed.
- The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year.

- The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- The Directors have prepared the annual accounts on a going concern basis.
- The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- The Directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

19. COMMITTEES OF THE BOARD:

The Board of Directors of your Company has constituted various Committees as follows:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee
- Corporate Social Responsibility Committee
- Securities Allotment Committee

The details with respect to the composition, powers, roles, terms of reference, number of meetings held, attendance at the meetings etc. of Statutory Committees are given in detail in the Corporate Governance Report.

20. AUDIT COMMITTEE:

The Audit Committee of the Board has been constituted in terms of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013. The constitution and other relevant details of the Audit Committee are given in the Corporate Governance Report. All the recommendations made by the Audit Committee were accepted by the Board of Directors.

21. PERFORMANCE EVALUATION OF THE BOARD:

Pursuant to the provisions of the Companies Act, 2013 and Regulation 4(2)(f) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration

Director's Report (Contd.)

Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process based on the recommendation of the Nomination & Remuneration Committee.

Further, The Securities and Exchange Board of India ('SEBI') vide circular no. SEBI/HO/CFD/ CMD/ CIR/P/2017/004 dated 05 January 2017 had come up with a "Guidance Note on Board Evaluation". The Board Evaluation framework of the Company is aligning with this Guidance Note.

22. FAMILIARIZATION PROGRAMME:

The Familiarisation Programme seeks to update the Independent Directors on various matters covering Company's strategy, business model, operations, organisation structure, finance, risk management etc. It also seeks to update the Independent Directors with their roles, rights, responsibilities, duties under the Companies Act, 2013 and other statutes.

The policy and details of familiarisation programme imparted to the Independent Directors of the Company is available at (<https://moviemax.co.in/uploads/investor/Corporate%20Governance%20and%20Policies/Familiarization%20Program%20Policy.pdf>.)

23. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

Your Company has an effective internal control and risk-mitigation system, which are constantly assessed and strengthened with new/revised standard operating procedures. The Company has an Internal Control system, commensurate with the size, scale and complexity of its operations. The Internal and operational audit is entrusted to M/s Deloitte Haskins & Sells, a reputed firm of Chartered Accountants. Internal controls were reviewed by designated firm and based on their evaluation, it was concluded that the Company's internal controls are adequate and were operating effectively as of 31 March 2024. The main thrust of internal audit is to test and review controls, appraisal of risks and business

processes, besides benchmarking controls with best practices in the industry.

The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of the internal control systems and suggests improvements to strengthen the same. The Audit Committee of the Board of Directors, Statutory Auditors and the Senior Management are periodically apprised of the internal audit findings and corrective actions taken. Audit provides a key role in providing assurance to the Board of Directors. Significant audit observations and corrective actions taken by the management are presented to the Audit Committee of the Board. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee.

24. STOCK OPTIONS:

Your Company does not have any stock options scheme.

25. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

Loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 form part of the Notes to the financial statements provided in this Annual Report.

26. RELATED PARTY TRANSACTIONS:

In line with the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, your Company has formulated a Policy on Related Party Transactions which is available on Company's website at <https://moviemax.co.in/uploads/investor/Corporate%20Governance%20and%20Policies/Related%20Party%20Transaction%20Policy.pdf> This policy deals with the review and approval of related party transactions. The Board of Directors of the Company has approved the criteria for giving the omnibus approval by the Audit Committee within the overall framework of the Policy on Related Party Transactions.

Omnibus approval was obtained for related party transactions which are of repetitive nature and entered in the ordinary course of business and at arm's length basis. Pursuant to Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all related party transactions were placed before the Audit Committee on a quarterly basis, specifying the nature, value and terms & conditions of the transactions for their review and approval.

Director's Report (Contd.)

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. During the year, the Company had not entered into any new contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on a materiality of related party transactions. Thus, disclosure in form AOC-2 is not required.

27. POLICY ON DIRECTOR APPOINTMENT AND REMUNERATION:

The Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. This policy also lays down the criteria for selection and appointment of Board members. The Remuneration Policy forms part of this report as Annexure [2].

28. WHISTLE BLOWER POLICY:

Your Company has formed a Whistle Blower Policy for establishing a vigil mechanism for directors and employee to report genuine concerns regarding unethical behaviour and mismanagement, if any. The said mechanism also provides for strict confidentiality, adequate safeguards against victimisation of persons who use such mechanism and makes provision for direct access to the Chairperson of the Audit Committee in appropriate cases. No personnel have been denied access to the Audit Committee pertaining to the Whistle Blower Policy. The Whistle Blower policy has been posted on the Company's website <https://moviemax.co.in/uploads/investor/Corporate%20Governance%20and%20Policies/Whistle%20Blower%20Policy.pdf>

29. RISK MANAGEMENT:

Vigil management mechanism is periodically reviewed by the Board. At present the Company has not identified any element of risk which may threaten the existence of the Company.

30. CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

Pursuant to section 135 of the Companies Act, 2013, the Company has constituted a Corporate Social Responsibility Committee and has adopted Corporate Social Responsibility Policy and link for the same is <https://moviemax.co.in/uploads/investor/Corporate%20Governance%20and%20Policies/CSR%20Policy.pdf> The Report on information required to be provided under Section 134(3)(o) of the Companies Act, 2013 read with the Rule 9 of the Companies (Accounts) Rules,

2014 in relation to disclosure about Corporate Social Responsibility is annexed as **Annexure [3]** and forms an integral part of this Report.

31. MANAGEMENT DISCUSSION AND ANALYSIS:

The Management Discussion and Analysis Report covering a wide range of issues relating to Performance, outlook etc., is annexed as **Annexure-A** to this report.

32. CORPORATE GOVERNANCE:

The Company is committed to maintain the highest standards of the Corporate Governance. The detailed report on Corporate Governance as stipulated under Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part as **Annexure-B** to this report. A Certificate from the Practising Company Secretary confirming compliance of the conditions of Corporate Governance as stipulated under Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed as **Annexure-C** to this report.

33. AUDITORS:

33.1 Statutory Auditors

Based on the recommendations of the Audit Committee and the Board, members of the Company at the 21st AGM held on 27 September 2023 have approved the appointment of M/s. KKC & Associates LLP (Formerly Khimji Kunverji & Co LLP), Chartered Accountants (Firm Registration No. 105146W) as the Statutory Auditors of the Company for second consecutive term of five consecutive years commencing from the conclusion of this 21st Annual General Meeting till the conclusion of the 26th Annual General Meeting to be held in the year 2028.

The Auditor's Report on Standalone and Consolidated Ind AS financial statements is a part of this Annual Report. There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

During the year, the Statutory Auditors had not reported any matter under Section 143(12) of the Companies Act, 2013. Therefore, no detail is required to be disclosed under Section 134(3)(ca) of the Companies Act, 2013.

33.2 Secretarial Audit

Pursuant to Section 204 of the Companies Act 2013, your Company had appointed Mr. Dharmesh Zaveri, a Company Secretary in Whole-time

Director's Report (Contd.)

Practice having Certificate of Practice No. 4363 and Membership No. 5418 as its Secretarial Auditor to conduct the secretarial audit of the Company for the Financial Year 2023-24. The Company provided all assistance and facilities to the Secretarial Auditor for conducting their audit. The Secretarial Audit Report is included as **Annexure [4]** and forms an integral part of this report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

During the year, the Secretarial Auditors had not reported any matter under Section 143(12) of the Companies Act, 2013. Therefore, no detail is required to be disclosed under Section 134(3)(ca) of the Companies Act, 2013.

33.3 Internal Audit

Pursuant to Section 138 of the Companies Act, 2013 and the Companies (Accounts) Rules, 2014, the Board of Directors of the Company had appointed M/s. Deloitte Touche Tohmatsu India LLP, as Internal Auditor of the Company for the FY 2024-25.

During the year, the Statutory Auditors had not reported any matter under Section 143(12) of the Companies Act, 2013. Therefore, no detail is required to be disclosed under Section 134(3)(ca) of the Companies Act, 2013.

34. EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARKS MADE, IF ANY:

There are no qualifications, reservations or adverse remarks or disclaimers made by the Statutory Auditors on the Financial Statements of the Company, in their report for the financial year ended 31 March 2024.

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

Since the Company does not own any manufacturing facility, the other particulars relating to conservation of energy and technology absorption stipulated in the with Rule (8)(3) of the Companies (Accounts) Rules, 2014 are not applicable to the Company.

The Company has not made any foreign exchange outgo towards traveling, marketing and import of Capital Goods.

36. SEXUAL HARASSMENT DISCLOSURE:

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. An Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. During the year no complaints of sexual harassment were received by the Company and hence there are no Complaints pending as on 31 March 2024.

37. HUMAN CAPITAL AND PARTICULARS OF EMPLOYEES:

Your Company had 317 (including Directors) employees as of 31 March 2024. The statement containing particulars of employees as required under Section 197(12) of the Companies Act, 2013 read along with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to the Company as no employees were in receipt of remuneration above the limits specified in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The ratio of the remuneration of each Director to the median employee's remuneration and other details in terms of Section 197(12) of the Companies Act, 2013 read along with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as **Annexure [5]** and forms part of this Report.

38. CODE OF CONDUCT:

The Board of Directors has approved 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 has been posted on the Company's website <https://moviemax.co.in/uploads/investor/Corporate%20Governance%20and%20Policies/Code%20of%20Conduct%20and%20Ethics.pdf>

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.

Director's Report (Contd.)

39. PREVENTION OF INSIDER TRADING:

The Board of Directors has adopted the Insider Trading Policy in accordance with requirements of SEBI (Prohibition of Insider Trading) Regulations, 2015. The Insider Trading Policy of the Company lays down guidelines and procedures to be followed and disclosures to be made while dealing with shares of the Company, as well as the consequences of violation. The Policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company Securities.

The Insider Trading Policy of the Company covering code of practices and procedures for fair disclosure of unpublished price sensitive information and code of conduct for the prevention of insider trading is available on the Company's website <https://moviemax.co.in/uploads/investor/Corporate%20Governance%20and%20Policies/Insider%20Trading%20Code.pdf>

The Board has approved and adopted revised Code of Conduct for prohibition of Insider Trading and Code for fair Disclosure pursuant to the requirements of SEBI (Prohibition of Insider Trading) (Amendment) Regulation, 2018 with effect from 26 December 2019.

40. APPLICABILITY OF COST RECORDS:

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, the activity of your Company falls under Non-regulated sectors and hence, maintenance of cost record is not applicable to the Company for FY 2023-24.

41. INVESTOR EDUCATION AND PROTECTION FUND (IEPF):

Pursuant to the applicable provisions of the Companies Act, 2013, read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the IEPF Rules"), all unpaid or unclaimed dividends are required to be transferred by the Company to the IEPF, established by the Government of India, after the completion of seven years. Further, according to the IEPF Rules, the shares on which dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall also be transferred to the demat account of the IEPF Authority. During the year there was no need for transfer of any shares and dividends to IEPF by the Company. Year-wise amounts of unpaid / unclaimed dividends lying in the unpaid account upto the year and the corresponding shares, which are liable to be transferred are available on our website, at <https://www.moviemax.co.in/investors>. The Company intimates concerned shareholders and

issues public notice in respect of shares to be transferred to IEPF in the newspaper, on timely basis.

42. OTHER INFORMATION / DISCLOSURES:

There are no significant material orders passed by the Regulator, Courts or Tribunal which would impact the going concern status of the Company and its future operations.

There have been no material changes and commitments affecting the financial position of the Company, occurred between end of financial year and date of this Report.

In accordance with section 134(3)(a) and section 92(3) of the Act, an annual return as at 31 March 2024 in Form MGT-7 is posted in section of investors, corporate governance on the Company's website or link <https://www.moviemax.co.in/investors>.

Wherever applicable, refer the Company's website www.moviemax.co.in or relevant details will be provided to the members on written request to the Company Secretary.

43. APPRECIATION:

Your Company has been able to perform better with the continuous improvement in all functions and areas which coupled with an efficient utilisation of the Company's resources led to sustainable and profitable growth of the Organisation. Your Directors express their deep sense of appreciation and extend their sincere thanks to every employee and associates for their dedicated and sustained contribution and they look forward the continuance of the same in future.

44. ACKNOWLEDGEMENTS:

Your Board takes this opportunity to thank our, clients, business partners, shareholders and bankers for the faith reposed in the Company and also thank the Government of India, various regulatory authorities and agencies for their support and looks forward to their continued encouragement. Your Directors are deeply touched by the efforts, sincerity and loyalty displayed by the employees without whom the growth was unattainable. Your Directors wish to thank the investors and shareholders for placing immense faith in them and the plans designed for growth of your Company. Your Directors seek and look forward to the same support in future and hope that they can continue to satisfy you in the years to come.

For and on behalf of the Board of Directors

Place : Mumbai
Date : 22 May 2024

Rasesh Kanakia
Chairman

Annexure 1 to Board's 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 subsidiaries/associate companies/joint ventures

Part "A": Subsidiary

Sr. No.	Particulars	Amount	Amount	Amount	Amount
		(₹ In Lakhs)	(₹ In Lakhs)	(₹ In Lakhs)	(₹ In Lakhs)
1	Name of the subsidiary	Transquare Realty Private Limited	R&H Spaces Private Limited	Cineline Realty Private Limited	Cineline Industries Private Limited
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting period same as Holding Company	Reporting period same as Holding Company	Reporting period same as Holding Company	Reporting period same as Holding Company
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Not Applicable	Not Applicable	Not Applicable	Not Applicable
4	Share capital	1.00	2.46	1.00	1.00
5	Reserves & surplus	(8.94)	2,419.70	(1.53)	
6	Total assets	1.14	16,119.02	1.14	0.30
7	Total Liabilities	9.08	13,696.86	1.68	1.38
8	Investments	-	-	-	-
9	Turnover	18.00	5,874.03	-	-
10	Profit before taxation	15.50	49.39	(0.70)	(0.85)
11	Provision for taxation	2.53	10.97	-	-
12	Profit after taxation	12.97	38.42	(0.70)	(0.85)
13	Proposed Dividend	-	-	-	-
14	% of shareholding	100	100	100	100

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations: Not Applicable
- Names of subsidiaries which have been liquidated or sold during the year: Not Applicable

For and on behalf of the Board of Directors

Place : Mumbai
Date : 22 May 2024

Rasesh Kanakia
Chairman

Annexure 2 to Board's Report**POLICY ON DIRECTORS NOMINATION AND REMUNERATION**

The philosophy for remuneration of Directors, KMP and all other employees of Cineline India Limited ("Company") is based on commitment demonstrated by the Directors, KMPs and other employees towards the Company and truly fostering a culture of leadership with trust. The remuneration policy is aligned to this philosophy.

I. PREAMBLE:

This Remuneration Policy is formulated in compliance with Section 178 of the Companies Act, 2013, read with the applicable Rules thereto and provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, entered into by the Company with Stock Exchanges, as amended from time to time. This Policy has been formulated by the Nomination and Remuneration Committee (NRC) and has been approved by the Board of Directors based on the recommendations of the NRC.

II. OBJECTIVE:

The objective of the Policy is to ensure that:

- To lay down criteria and terms and conditions with regards to the identification of persons who are qualified to become Directors (executive, non-executive and independent) including their qualifications, positive attributes and independence and who may be appointed as the Senior Management of the Company.
- The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully.
- Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

III. COMPLIANCE WITH APPLICABLE LAWS:

The procedure and limits for payment of remuneration under this policy shall be in accordance with provisions of (a) the Companies Act, 2013 read with Rules framed thereunder, (b) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with Stock Exchanges,

(c) Articles of Association of the Company and (d) any other applicable law or regulations. In the absence of any of the above provisions, the procedure and limits shall be governed by the prevailing HR Policy of the Company.

IV. CRITERIA FOR IDENTIFICATION OF PERSONS FOR APPOINTMENT AS DIRECTORS AND IN SENIOR MANAGEMENT:

In accordance with the provisions of Section 178(3) of the Act and provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination and Remuneration Committee is required to formulate the criteria for determining qualifications, positive attributes and independence of a Director. The criteria adopted by the Nomination and Remuneration Committee for the aforesaid purpose are as under:

Criteria for determining qualifications, positive attributes and independence of a director:**I. QUALIFICATIONS:**

- He/ She should possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, technical operations or other disciplines related to the Company's business.
- Such qualifications as may be prescribed under the Companies Act, 2013 read with rules framed there under and the Listing Agreement with Stock Exchanges.

II. POSITIVE ATTRIBUTES:

- He/ She should be a person of integrity, with high ethical standard.
- He/ She should be able to commit to his/her responsibilities and devote sufficient time and attention to his/her professional obligation as a director.
- He/ She should be having courtesy, humility and positive thinking.
- He/ She should be knowledgeable and diligent in updating his/her knowledge.
- He/ She should have skills, experience and expertise by which the Company can benefit.
- In respect of Executive/Whole time Director/

Annexure 2 to Board's Report(Contd.)

Managing Director, in addition to I (a) & (b) and II (a) to (e) above, he/she should have strong quality of leadership and team mentoring, recognition, management skills, vision, ability to steer the organisation even in adverse conditions, innovative thinking, result oriented and ability to enhance reputation of the organisation.

III. INDEPENDENCE:

In respect of an Independent director, in addition to I (a) & (b) and II (a) to (e) above, he/she should fulfil the criteria for being appointed as an Independent Director prescribed under Section 149 of the Companies Act, 2013 read with Schedule IV to the said Act and the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

IV. REMUNERATION TO DIRECTORS/KMP/SENIOR MANAGEMENT PERSONNEL**1) Remuneration to Managing Director / Whole-time Directors:**

- a) The Remuneration/ Commission etc. to be paid to Managing Director / Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.
- b) The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director / Whole-time Directors.

2) Remuneration to Non- Executive / Independent Directors:

- a) The Non-Executive / Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.
- b) All the remuneration of the Non-

Executive / Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197 (5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.

- c) Any remuneration paid to Non- Executive / Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:

- The Services are rendered by such Director in his capacity as the professional; and
- In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.

3) Remuneration to Key Managerial Personnel and Senior Management:

- a) The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.
- b) The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from time to time.
- c) The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

Annexure 2 to Board's Report (Contd.)**4) Premium on Insurance Policy:**

Where any insurance is taken by the Company on behalf of its Non-Executive / Independent Directors, for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration.

Where any insurance is taken by the Company on behalf of its MD/EDs, KMP and any other employees for indemnifying them against any liability in respect of any negligence, default, misfeasance, breach of duty or breach of trust for which they may be guilty in relation to the Company, the premium paid on such insurance shall not be treated as part of the remuneration. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

VI. POLICY IMPLEMENTATION

The NRC is responsible for recommending the remuneration policy to the Board. The Board is responsible for approving and overseeing implementation of the remuneration policy.

VII. REVIEW OF THE POLICY

This Policy will be reviewed and reassessed by the Committee as and when required and appropriate recommendations shall be made to the Board to update this Policy based on changes that may be brought about due to any regulatory amendments or otherwise.

For and on behalf of the Board of Directors

Place : Mumbai
Date : 22 May 2024

Rasesh Kanakia
Chairman

Annexure 3 to Board's Report

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

For The Financial Year Ended on 31 March 2024

(Pursuant to section 135 of the Companies Act, 2013 and Rule No. 9 of the Companies (Accounts) Rules, 2014)

1. Brief outline on CSR Policy of the Company:

The Board of Directors (Board) adopted the CSR Policy (Policy) on 26 May 2014 which is available on the Company's website. The Company's CSR is in alignment with the Companies focus initiatives – Education, Health, Art, Culture, etc. Besides, it also undertakes interventions in the areas of sports, environment and ethnicity all aimed at improving the quality of life of the communities.

2. The Composition of the CSR Committee

Sr. 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. Anand Bathiya	Non-Executive Independent Director (Chairman-CSR Committee)	1	1
2.	Mr. Rasesh Kanakia	Wholtime Director (Member -CSR Committee)	1	1
3.	Mr. Himanshu Kanakia	Managing Director (Member - CSR Committee)	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.

- Composition of CSR Committee : https://www.moviemax.co.in/static/media/Composition_of_Board_Committees
- CSR Policy: <https://www.moviemax.co.in/static/media>
- CSR projects approved by the board: <https://www.moviemax.co.in/static/media>

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: N.A

- Average net profit/(loss) of the Company as per section 135(5) : ₹ (405.71)/- Lakhs
- Two percent of average net profit of the Company as per section 135(5) : NIL.
- Surplus arising out of the CSR projects or programmes or activities of the previous financial years.: N.A
- Amount required to be set off for the financial year, if any: ₹ 10.35/- Lakhs.
- Total CSR obligation for the financial year (5b+5c-5d) : NIL

- Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): Spent- ₹ 4.15/- Lakhs
 - Details of CSR amount spent against ongoing projects for the financial year: Nil
 - Details of CSR amount spent against other than ongoing projects for the financial year:

1	2	3	4	5		6	7			8
				State	District		Mode of Implementation Direct (Yes/No)	Name	CSR Registration number	
1	Promoting Cultural & Religious activities	Promoting Animal Welfare	Yes	Maharashtra	Mumbai	₹ 4.15 Lakhs	No.	Trivenibaa Madhavji Chatrabhuj Kanakia Charitable Trust	CSR00012577.	
						₹ 4.15 Lakhs				

Annexure 3 to Board's Report (Contd.)

- Amount spent in Administrative Overheads - NIL
- Amount spent on Impact Assessment, if applicable - N. A.
- Total amount spent for the Financial Year - ₹ 4.15 Lakhs
- CSR amount spent or unspent 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
4.15 Lakhs	-	-	-	-	-

- Excess amount for set-off, if any

Sr. No.	Particulars	(₹ in lakhs)
i.	Two percent of average net profit of the Company as per Section 135(5)	0
ii.	Total CSR obligation for FY 2023-24	0
iii.	Total amount spent for FY 2023-24	4.15
iv.	Excess amount spent for the financial year [(iii)-(ii)]	4.15
v.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0
vi.	Amount available for set-off in succeeding financial years [(iv)-(v)]	4.15

- Details of Unspent CSR amount for the preceding three financial years: N. A
- Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year - Yes No .
- Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per section 135(5): N. A

Sd/-
Anand Bathiya
Chairman- CSR Committee
(DIN: 0001643)

Sd/-
Rasesh Kanakia
Member- CSR Committee
(DIN: 00015857)

Place: Mumbai
Date: 22 May 2024

ANNEXURE 4 to Board's Report**Secretarial Audit Report****Form No. MR-3****For the Financial year ended 31 March 2024**

[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,
Cineline India Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Cineline India Limited** (hereinafter called '**the Company**'). The secretarial audit was conducted in a manner that provided me with a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of Cineline India Limited'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, I hereby report that in my opinion, the Company has, during the audit period covering the Financial year ended on 31 March 2024, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed, and other records maintained by the Company for the financial year ended on 31 March 2024 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and the Byelaws 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 and External Commercial Borrowings as may be applicable;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992('The SEBI'):-

- (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 (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not relevant/applicable during the year under review)**
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with clients;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not relevant/applicable, since there is no delisting of equity shares during the year under review)**
- (h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; **(Not relevant/applicable, since there is no buyback of securities during the year under review)**
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- (vi) Since the Company is in the service industry there are no laws that are specifically applicable to the Company.

I have also examined compliance with the applicable clauses to the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India;
- (ii) The Listing Agreements entered into by the Company with BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) in accordance with SEBI (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, Secretarial Standards, etc. mentioned above.

ANNEXURE 4 to Board's Report (Contd.)

I further report that the Board of Directors of the Company is duly constituted with the proper balance of Executive, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors that took place during the period under review.

Adequate notice is given to all the directors to schedule the Board Meeting, the agenda and detailed notes on the agenda were sent at least seven days 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.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

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

I further report that during the period under review:

1. Securities Allotment Committee in its meeting held on 23 October 2023 allotted 9,09,000 equity shares of the face value of ₹ 5/- each, fully paid up at an issue price of ₹ 130/- on a preferential issue basis pursuant to the conversion of warrants.

2. Securities Allotment Committee in its meeting held on 11 December 2023 allotted 17,91,000 equity shares of face value of ₹ 5/- each, fully paid up at an issue price of ₹ 130/- on a preferential issue basis pursuant to the conversion of warrants.

For **D. M. Zaveri & Co**
Company Secretaries

Dharmesh Zaveri
(Proprietor)
FCS. No.: 5418
CP No.: 4363

Place: Mumbai
Date: 22 May 2024

ICSI UDIN: F005418F000401616
Peer Review Certificate No.: 1187/2021

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

Annexure A

To,

The Members,

Cineline India Limited

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

- Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 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 a test basis to ensure that correct facts were reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and the happening of events etc.
- The compliance of the provisions of Corporate and other applicable laws, rules, regulations, and standards is the responsibility of management. Our examination was limited to the verification of procedures on a test basis.
- 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 **D. M. Zaveri & Co**
Company Secretaries

Dharmesh Zaveri

(Proprietor)

FCS. No.: 5418

CP No.: 4363

Place: Mumbai

Date: 22 May 2024

ICSI UDIN: F005418F000401616

Peer Review Certificate No.: 1187/2021

ANNEXURE 5

[Pursuant to Section 197(12) and Rule 5(1) of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

- Ratio of remuneration of each director to the median remuneration of the employees of the Company for the financial year ended 31 March 2024:

Sr. No.	Director	Remuneration (₹ In Lakhs)	Median Remuneration (₹ In Lakhs)	Ratio
1	Mr. Rasesh Kanakia, Chairman	16.00	2.98	5.35
2	Mr. Himanshu Kanakia, Managing Director	16.00	2.98	5.35
3	Mrs. Hiral Kanakia, Whole-time Director	15.00	2.98	5.02
4	Mr. Shantilal Haria, Independent Director	Nil	Nil	Nil
5	Mr. Naushad Panjwani, Independent Director	Nil	Nil	Nil
6	Mr. Anand Bathiya, Independent Director	Nil	Nil	Nil

(Sitting Fees paid to the Independent Directors have not been considered as remuneration.)

- The Percentage increase in remuneration of each Director, CFO, Company Secretary in the financial year:

Sr. No.	Director	% increase
1	Mr. Rasesh Kanakia	0%
2	Mr. Himanshu Kanakia	0%
3	Mrs. Hiral Kanakia	0%
4	Mr. Anand Bathiya	NA
5	Mr. Naushad Panjwani	NA
6	Mr. Shantilal Haria	NA

Sr. No.	Company Secretary & CFO	% increase
1	Mrs. Rashmi Shah, Company Secretary	0%
2	Mr. Vipul Parekh, CFO	0%

- Percentage increase in median remuneration of employees in the financial year: 7%
- The number of permanent employees on the rolls of the Company as on 31 March 2024: 306 (including directors)
- Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.

Average percentage increase made in the salaries of employees other than managerial personnel in the financial year i.e. FY 2023-24 is 3.42%. There is no change in the remuneration of executive directors and Key Managerial Personnel as compare to last financial year.
- The key parameters for any variable component of remuneration availed by the directors:

Please refer to the remuneration policy given as Annexure – 2 to the Directors' Report.
- It is affirmed that the remuneration paid is as per the remuneration policy of the Company.

CORPORATE GOVERNANCE

ANNEXURE B TO DIRECTOR'S REPORT

The Directors present the Company's Report on Corporate Governance for the year ended 31 March 2024, in terms of Regulation 34(3) read with schedule V of the SEBI (Listing Regulations and Disclosure Requirements), 2015 ("Listing Regulation").

I. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

"Corporate governance is about maintaining an appropriate balance of accountability between three key players: the corporation's owners, the directors whom the owners elect and the managers whom the directors select. Accountability requires not only good transparency, but also an effective means to take action for poor performance or bad decisions."

Corporate governance is about commitment to values and ethical business conduct. It is about how an organisation is managed. This includes its corporate and other structures, its culture, policies and the manner in which it deals with various stakeholders. Accordingly, timely and accurate disclosure of information regarding the financial situation, performance, ownership and governance of the Company is an important part of corporate governance. This improves public understanding of the structure, activities and policies of the organisation. Consequently, the organisation is able to attract investors and enhance the trust and confidence of the stakeholders.

We believe that sound corporate governance is critical to enhance and retain investors trust. Accordingly, we always seek to ensure that we attain our performance goals with integrity. Our Board exercises its fiduciary responsibilities in the widest sense of the term.

Our disclosures always seek to attain the best practices in international corporate governance. We also

endeavor to enhance long-term shareholder value and respect minority rights in all our business decisions.

Our corporate governance philosophy is based on the following principles:

1. Satisfy the spirit of the law and not just the letter of the law. Corporate governance standards should go beyond the law.
2. Be transparent and maintain a high degree of disclosure levels.
3. Communicate externally, in a truthful manner, about how the Company is run internally.
4. Have a simple and transparent corporate structure driven solely by business needs.

The Company, through its Corporate Governance envisages an attainment of transparency, accountability, integrity and propriety in total functioning of the Company and conduct of business, both internally and externally. The Company defines Corporate Governance as a set of guidelines that are followed by the Board of Directors and the Management of the Company voluntarily.

II. BOARD OF DIRECTORS

Composition and category of Directors as on 31 March 2024:

The Board of Directors of your Company comprises of Six (6) Directors as on 31 March 2024 representing the optimum combination of professionalism, knowledge and experience. Out of these six members, three of them are non-independent executive Directors out of which one is a woman director and are forming part of the promoters group of the Company and other three are independent non-executive directors.

Name of Director	Designation	Category	
		Executive/ Non- Executive	Independent/ Non- Independent
Mr. Rasesh Kanakia	Chairman	Executive	Non - Independent
Mr. Himanshu Kanakia	Managing Director	Executive	Non - Independent
Mrs. Hiral Kanakia	Whole-time Director	Executive	Non - Independent
Mr. Anand Bathiya	Director	Non - Executive	Independent
Mr. Naushad Panjwani	Director	Non - Executive	Independent
Mr. Shantilal Haria	Director	Non - Executive	Independent

CORPORATE GOVERNANCE (Contd.)

Directorship / Committee Membership as on 31 March 2024 (including CINELINE):

Sr. No.	Name of the Director	No .of Directorships*	Board Committees**	Chairmanships of Board Committees**	Names of other listed companies where he/she is a Director	
					Name of the Company	Category of Directorship
1	Mr. Rasesh Kanakia	1	2	Nil	Nil	Nil
2	Mr. Himanshu Kanakia	1	1	Nil	Nil	Nil
3	Mrs. Hiral Kanakia	1	Nil	Nil	Nil	Nil
4	Mr. Anand Bathiya	2	3	3	IIFL Securities Limited	Non-Executive-Independent
5	Mr. Naushad Panjwani	1	1	Nil	Nil	Nil
6	Mr. Shantilal Haria	2	3	Nil	G M BREWERIES LIMITED	Non-Executive-Independent

*The Directorships excludes Private Limited Companies, Foreign Companies, Companies registered under Section 8 of the Companies Act, 2013 and Alternate Directorship.

** Chairmanship/Membership of Committees only includes Audit Committee and Stakeholder Relationship Committee in Indian Public Limited companies including Celine India Limited. Members of the Board of the Company do not have membership of more than ten Board-level Committees or Chairman of more than five such Committees.

Matrix of expertise and skill of Directors

Present Directors of the Company (including directors seeking appointment) having different skill and expertise in respective domain area viz. sales and marketing, technology and business management, accounting, finance and taxation etc. Following is the qualification, expertise and skill of the Directors of the Company. The Board is of the opinion that the skill or competence required for the Directors in relation to the present business of the Company includes finance, accounts, taxation, technology, legal, operation, business development and compliance:-

Sr. No.	Name of Director	Designation	Qualification	Skills/expertise/competence/experience
1	Mr. Rasesh Kanakia	Executive Chairman	Owner President Management Programme from Harvard University	Management & Strategy, Global Business Leadership, Finance, Investment & Treasury, Regulatory and Government matters and CSR matters.
2	Mr. Himanshu Kanakia	Executive Managing Director	Engineer	Management & Strategy, Global Business Leadership, Engineering, Operations Finance, Investment & Treasury, Regulatory and Government matters and CSR matters.
3	Mrs. Hiral Kanakia	Executive, Whole-time Director	Bachelor in Arts	Human Resource and Administration.
4	Mr. Anand Bathiya	Independent Director	Bachelor of Commerce, Company Secretary and Chartered Accountant	Management & Strategy, Finance & Taxation, Banking & Treasury, Financial Services, Audit & Risk Management, Business Advisory, Company Law, Regulatory matters, Corporate Governance and Ethics.
5	Mr. Naushad Panjwani	Independent Director	Bachelor of Commerce and Chartered Accountant	Management & Strategy, Finance & Taxation, Banking & Treasury, Financial Services, Audit & Risk Management, Business Advisory, Regulatory matters and Ethics.
6	Mr. Shantilal Haria	Independent Director	Bachelor of Commerce, Company Secretary and Chartered Accountant	Management & Strategy, Finance & Taxation, Banking & Treasury, Financial Services, Audit & Risk Management, Business Advisory, Company Law, Regulatory matters, Corporate Governance and Ethics.

CORPORATE GOVERNANCE (Contd.)

Independent Directors:

The Non-Executive Independent Directors fulfill the conditions of Independence specified in Section 149(6) of the Companies Act, 2013 and Rules made there under and meet with the requirements of Regulation 16(1)(b) of the Listing Regulation. A formal letter of appointment to the Independent Director as provided in the Companies Act, 2013 and the Listing Regulation has been issued and disclosed on the website of the Company viz. www.moviemax.co.in

Personal Shareholding of Non- Executive Directors, in the Company as on 31 March 2024 is as follows:

Name of Director	No of equity shares of ₹ 5/- each, held
Mr. Anand Bathiya	Nil
Mr. Naushad Panjwani	Nil
Mr. Shantilal Haria	Nil

Directors of the Company do not hold any options or instruments convertible into equity shares of the Company.

Attendance of the Directors at the Board Meeting and at the last Annual General Meeting (AGM):

Sr. No.	Name of Director	No. of Board meetings held	No. of Board meetings attended	Attendance at AGM held on 27 September 2023
1	Mr. Rasesh Kanakia	4	4	Present
2	Mr. Himanshu Kanakia	4	4	Present
3	Mrs. Hiral Kanakia	4	4	Present
4	Mr. Anand Bathiya	4	4	Present
5	Mr. Naushad Panjwani	4	3	Present
6	Mr. Shantilal Haria	4	4	Present

Information given to the Board:

The Company provides the information as set out in Regulation 17 read with Part A of Schedule II of the Listing Regulation to the Board and the Board Committees to the extent it is applicable and relevant. Such information is submitted either as part of the agenda papers in advance of the respective meetings or by way of presentations and discussions during the meeting.

Post Meeting Mechanism:

The important decisions taken at the Board/Board Committee meetings are communicated to the concerned departments/divisions.

Board Support:

The Company Secretary attends the Board/Committee meetings and advises on Compliances with applicable laws and governance.

Board Meetings

Board meets at regular intervals to discuss and decide on business strategies / policies and review the financial performance of the Company. The Board meetings are pre-scheduled and a tentative calendar of the Board meetings is circulated to the Directors in advance to facilitate the Directors to plan their schedules. In case of business exigencies, the Board's approval is taken through circular resolutions. The circular resolutions are noted at subsequent Board meeting.

The notice of each Board meeting is given in writing to each Director. The Agenda along with relevant notes and other material information are sent in advance to Directors and in exceptional cases tabled at the meeting. This ensures timely and informed decisions by the Board. The Board reviews the performance of the Company vis-à-vis budgets/targets.

In FY 2023-24, the Board met Four times. The meetings were held on 30 May 2023, 09 August 2023, 07 November 2023, and 13 February 2024. The interval between two meetings was well within the maximum period mentioned under Section 173 of the Companies Act, 2013 and the Listing Regulation.

Familiarisation Programme for Directors:

At the time of appointing a Director, a formal letter of appointment is given to him, which inter alia explains the role, function, duties and responsibilities expected of him as a Director of the Company. The Director is also explained in detail the Compliance required from him under the Companies Act, 2013, Listing Regulation and other relevant regulations and affirmations taken with respect to the same. The Chairman and the Managing Director also has one to one discussion with the newly appointed Director to familiarise him with the Company's operations. Further the Company has put into place a system to familiarise the Independent Director about the Company, its business and the on-going events relating to the Company. The details of such programme are available on the web link <https://www.moviemax.co.in/corporate-governance-and-policies>

CORPORATE GOVERNANCE (Contd.)

Disclosure of relationship between Directors inter-se:

Mr. Himanshu Kanakia is younger brother of Mr. Rasesh Kanakia, being the Chairman of the Company and Mrs. Hiral Kanakia is wife of Mr. Himanshu Kanakia who is the Managing Director of the Company.

III. COMMITTEES OF THE BOARD

The Board of Directors has constituted Board Committees to deal with specific areas and activities which concern the Company and need a closer review. The Board Committees are formed with approval of the Board and functions under their respective Charters. These Board Committees play an important role in overall management of day-to-day affairs and governance of the Company. The Board Committees meet at regular intervals, takes necessary steps to perform its duties entrusted by the Board. To ensure good governance, the Minutes of the Committee Meetings are placed before the Board for their noting.

The Board has currently the following Committees:

(A) AUDIT COMMITTEE

Composition:

The Audit Committee of the Board of Directors ("the Audit Committee") is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process. The composition, quorum, powers, role and scope are in accordance with Section 177 of the Companies Act, 2013 and the provision of Regulation 18 of the Listing Regulation. All members of the Audit Committee are financially literate and bring expertise in the field of Finance, Taxation, Economics and Risk.

Attendance of each Member at the Audit Committee Meetings:

Name of Committee Member	Designation	No. of Meeting Held	No. of Meeting Attended
Mr. Anand Bathiya	Chairman, Independent Director	4	4
Mr. Rasesh Kanakia	Member, Executive Director	4	4
Mr. Naushad Panjwani	Member, Independent Director	4	3
Mr. Shantilal Haria	Member, Independent Director	4	4

Terms of References: The terms of reference / powers of the Audit Committee are as under:

A. Powers of the Committee:

- To investigate any activity within its terms of reference.
- To seek information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.
- Other powers as may be mandated by any Law for time being force or as per Listing Agreement.

The Audit Committee as on 31 March 2024 comprised of four (4) members namely, Mr. Anand Bathiya - Chairman, Mr. Naushad Panjwani, Mr. Shantilal Haria and Mr. Rasesh Kanakia of which first three are independent directors. The Managing Director, the Chief Financial Officer, Statutory Auditors and Internal Auditors are invitees to the Audit Committee Meetings. The Company Secretary acts as the Secretary of the Audit Committee.

Objective:

The Audit Committee assists the Board in its responsibility of overseeing the quality and integrity of the accounting, auditing and reporting practices of the Company and its compliances with the legal and regulatory requirements. The Committee's purpose is to oversee the accounting and financial reporting processes of the Company, the audit of the Company's Financial Statements, the appointment, independence and performance of the statutory and internal auditors and the Company's risk management policies.

Meetings and Attendance:

The Audit Committee met Four (4) times during FY 2023-24. The maximum gap between two meetings was not more than 120 days. The Committee met on 30 May 2023, 09 August 2023, 07 November 2023 and 13 February 2024. The necessary quorum was present for all meetings. The Chairman of the Audit Committee was present at the last Annual General Meeting of the Company. The table below provides the attendance of the Audit Committee:

CORPORATE GOVERNANCE (Contd.)

CORPORATE GOVERNANCE (Contd.)

B. Role of Committee: The Committee shall function primarily in the following roles:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the auditors and the fixation of the audit fees;
3. Approval of payment to statutory auditors for any other services rendered by the Statutory Auditors;
4. Reviewing with the management, the annual financial statements before submission to the Board for approval, with particular reference to:
 - a) Matters required being included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013.
 - b) Changes, if any, in accounting policies and practices and reasons for the same.
 - c) Major accounting entries involving estimates based on the exercise of judgment by management.
 - d) Significant adjustments made in the financial statements arising out of audit findings.
 - e) Compliance with listing and other legal requirements relating to financial statements.
 - f) Disclosure of any related party transactions.
 - g) Qualifications in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
6. Reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated

- in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the auditor's independence and performance and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors on any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;

19. Approval of the appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate;
20. Reviewing the utilisation of loans/ advances/ investment in the subsidiary > ₹ 100 Crores / 10% of the asset size of the subsidiary;
21. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders and
22. Carrying out any other function as mentioned in the terms of reference of the Audit Committee.

C. Review of information by Audit Committee:

The Audit Committee shall mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the Audit Committee) submitted by management;
3. Management letters / letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weaknesses;

Attendance of each Member at the Nomination and Remuneration Committee Meetings:

Name of Committee Member	Designation	No. of Meeting Held	No. of Meeting Attended
Mr. Anand Bathiya	Chairman, Independent Director	1	1
Mr. Naushad Panjwani	Member, Independent Director	1	1
Mr. Shantilal Haria	Member, Independent Director	1	1

Terms of Reference:

The Board has framed the Nomination and Remuneration Committee policy which ensures effective compliance of Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulation. The Board has clearly defined terms of reference for the Nomination and Remuneration Committee, which are as follows:

- a) formulation of the criteria for determining qualifications, positive attributes and independence

5. The appointment, removal and terms of remuneration of the Chief Internal Auditor shall be subject to review by the Audit Committee.
6. Statement of Deviations:
 - (a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s).
 - (b) Annual statement of funds utilised for purposes other than those stated in the offer document/prospectus/notice.

(B) NOMINATION AND REMUNERATION COMMITTEE

Composition:

The Nomination and Remuneration Committee as on 31 March 2024 comprised of three (3) Directors. Mr. Anand Bathiya, Non-Executive, Independent Director, is the Chairman of the Committee. The other member of the Nomination and Remuneration Committee includes Mr. Naushad Panjwani and Mr. Shantilal Haria. The Composition of Nomination and Remuneration Committee is pursuant to the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulation.

Meeting and Attendance:

The Nomination and Remuneration Committee met One (1) time during FY 2023-24. The Committee met on 09 August 2023.

of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

- b) formulation of criteria for evaluation of performance of independent directors and the board of directors;
- c) devising a policy on diversity of board of directors;

CORPORATE GOVERNANCE (Contd.)

- d) 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.
- e) 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.

Performance evaluation criteria for Independent Directors:

Each Independent Director's performance was evaluated as required under Schedule IV of the Companies Act, 2013 having regard to the following criteria of evaluation viz. (i) preparedness (ii) participation (iii) value addition (iv) focus on governance and (v) communication.

The Non-Executive Directors of the Company comprises of Independent Directors and are paid sitting fees for the time devoted to the Company.

Details of Remuneration to Directors during FY 2023-24:

Name of the Director	Sitting Fees for Board & Committees Meeting (Amount in ₹)	Salary & Perquisites (including PF, etc.) \ (Amount in ₹)
Mr. Rasesh Kanakia	N.A.	16.00
Mr. Himanshu Kanakia	N.A.	16.00
Mrs. Hiral Kanakia	N.A.	15.00
Non-Executive Director		
Mr. Anand Bathiya, Independent Director	1.80	N.A.
Mr. Naushad Panjwani, Independent Director	1.25	N.A.
Mr. Shantilal Haria, Independent Director	1.65	N.A.

The Non-Executive Directors are paid remuneration in accordance with the prevalent practice in the industry and commensurate with their experience, time devoted to the Company and also taking into account profits of the Company and is specified in detail in **Annexure 5** to the Director's Report.

Apart from the above remuneration, there is no other material pecuniary relationship or transactions by the Company with the Directors.

(D) STAKEHOLDERS RELATIONSHIP COMMITTEE

In compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of

Apart from the sitting fees, there is no other material pecuniary relationship or transactions by the Company with the Directors. The performance criteria for payment of remuneration are stated in the Remuneration Policy as specified in Annexure 2 to the Director's Report.

Other service contracts, notice period and severance fees, among others – None

(C) REMUNERATION OF DIRECTORS

In accordance with the provision of section 178(3) of the Act, the Nomination and Remuneration Committee recommended the remuneration policy relating to the remuneration for the Directors, Key Managerial Personnel and other employees which was approved and adopted by the Board and the same is annexed as **Annexure 2** to the Director's Report.

Criteria of making payments to non-executive directors are disclosed in Annexure 2 to the Director's Report and also available on the web link www.moviemax.co.in

the Listing Regulation, as on 31 March 2024 the Stakeholder Relationship Committee comprised of three Directors. Mr. Anand Bathiya, Non-Executive, Independent Director is the Chairman of this Committee. The other members of the stakeholders Relationship Committee includes Mr. Rasesh Kanakia and Mr. Himanshu Kanakia.

Meeting and Attendance:

The Stakeholders' Relationship Committee met two (2) times during FY 2023-24. The Committee met on 30 May 2023 and 07 November 2023.

CORPORATE GOVERNANCE (Contd.)

Attendance of each Member at the Stakeholders' Relationship Committee Meetings:

Name of Committee Member	Designation	No. of Meetings Held	No. of Meetings Attended
Mr. Anand Bathiya	Chairman, Independent Director	2	2
Mr. Rasesh Kanakia	Member, Executive Director	2	2
Mr. Himanshu Kanakia	Member, Executive Director	2	2

Role of Committee: The Committee shall function primarily in the following roles:

- (1) 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.
- (2) Review of measures taken for effective exercise of voting rights by shareholders.
- (3) 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.
- (4) 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.

Terms of Reference: The terms of reference for the Committee are:

- a) transfer/transmission of shares as may be issued by the Company from time to time;
- b) issue of duplicate share certificates for shares and other securities reported lost, defaced or destroyed, as per the laid down procedure;
- c) monitoring expeditious redressal of investors / stakeholders grievances;
- d) to oversee the performance of the Registrar and Transfer Agent of the Company and recommends measures for overall improvement in the quality of investor services;
- e) to issue and allot debentures, bonds and other securities subject to such approvals as may be required;

- f) to monitor dematerialisation / rematerialisation of shares and all matters incidental or related thereto;
- g) to authorise the Company Secretary and Head Compliance / other Officers of the Share Department to attend the matters relating to non-receipt of annual reports, notices, non-receipt of declared dividend / interest, change of address for correspondence etc. and to monitor action taken;
- h) to perform any other function, duty as stipulated by the Companies Act, Securities & Exchange Board of India, Stock Exchanges and any other regulatory authority or under any applicable laws, as amended from time to time.

Mrs. Rashmi Shah, Company Secretary of the Company is the Compliance Officer of the Company and also acts as Secretary to the Committee. The Secretarial Department of the Company and the Registrar and Share Transfer Agent, Link Intime India Private Limited attend to all grievances of the shareholders received directly or through SEBI, Stock Exchanges, Ministry of Corporate Affairs, Registrar of Companies, etc. Their addresses of correspondences are specified herein below.

Continuous efforts are made to ensure that grievances are more expeditiously redressed to the complete satisfaction of the investors. Shareholders are requested to furnish their telephone numbers and e-mail addresses to facilitate prompt action.

Details of Shareholder's Complaints:

The total numbers of complaints received and replied to the shareholders during the year ended 31 March 2024 was nil, as per details given below. There were no complaints outstanding as on 31 March 2024.

CORPORATE GOVERNANCE (Contd.)

Nature of Complaints	Received	Resolved
Non-Receipt of Annual Reports	Nil	Nil
Non-Receipt of Dividends	Nil	Nil
Miscellaneous	Nil	Nil
Total	Nil	Nil

(E) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Pursuant to Section 135 of the Companies Act, 2013, the Corporate Social Responsibility (CSR) Committee as on 31 March 2024 comprised of three (3) Directors. Mr. Anand Bathiya, Non-Executive, Independent Director is the Chairman of the Committee. The other members of the CSR Committee include Mr. Rasesh Kanakia and Mr. Himanshu Kanakia. The Company has formulated CSR Policy which is uploaded on the website of the Company.

Terms of Reference:

The terms of reference of the Corporate Social Responsibility Committee broadly comprises:

- To formulate and recommend to the Board, a CSR policy which shall indicate the activities to be undertaken by the Company as per the Companies Act, 2013;
- To review and recommend the amount of expenditure to be incurred on the activities to be undertaken by the Company;
- To monitor the CSR policy of the Company from time to time;
- Any other matter as the CSR Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time.

The CSR Committee meeting was held on 30 May 2023 during FY 2023-2024. All members of the Committee were present.

Attendance of each Member at the Securities Allotment Committee Meetings:

Name of Committee Member	Designation	No. of Meetings Held	No. of Meetings Attended
Mr. Shantilal Haria	Chairman	2	2
Mr. Anand Bathiya	Member	2	2
Mr. Rasesh Kanakia	Member	2	2
Mr. Naushad Panjwani	Member	2	2

(F) INDEPENDENT DIRECTORS MEETING

During the year under review, the Independent Directors met on 13 February 2024 inter alia, to discuss;

- Evaluation of performance of Non-Independent Directors and the Board of Directors as a whole;
- Evaluation of performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors;
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

The necessary quorum was present at the meeting.

(G) SECURITIES ALLOTMENT COMMITTEE:

Pursuant to the members' approval in the Extra-Ordinary General Meeting held on 04 July 2022 a Securities Allotment Committee of the Board of Directors was constituted on 19 July 2022 for issue and allotment of equal equity shares against 27,00,00 warrants issued to the warrant holders.

The Securities Allotment Committee consists of 4 members:

- Mr. Shantilal Haria – Independent Director
- Mr. Anand Bathiya – Independent Director
- Mr. Naushad Panjwani – Independent Director
- Mr. Rasesh Kanakia – Whole Time Director

Mr. Shantilal Haria was designated as the Chairman of the said Committee.

During the year under review, the Securities Allotment Committee met two(2) times on 23 October 2023 and 11 December 2023.

CORPORATE GOVERNANCE (Contd.)

IV. SENIOR MANAGEMENT:-

The particulars of senior management including the changes therein since the close of the previous financial year 2023-24 is mentioned below:

Sr. No	Name of the Senior Management Personnel	Designation
1	Mr. Ashish Kanakia	Chief Executive Officer
2	Mr. Vipul Parikh	Chief Financial Officer
3	Mr. Kunal Sawhney	Chief Operating Officer
4	Mrs. Rashmi Shah	Company Secretary
5	Mr. Ragesh Mehta	Deputy Chief Financial Officer

During the year under review, there is no change in the Senior Management.

V. GENERAL BODY MEETING:

ANNUAL GENERAL MEETING

Location and time, where last three Annual General Meetings (AGM) held:

Year	Venue/Location	Day, Date and Time	Special resolutions passed
2023	Video Conferencing	Wednesday, 27 September 2023	<ol style="list-style-type: none"> Re-appointment of Mr. Naushad Panjwani (DIN: 06640459) as an Independent Director of the Company Re-appointment of Mr. Shantilal Haria (DIN: 00295097) as an Independent Director of the Company
2022	Video Conferencing	Thursday, 22 September 2022	<ol style="list-style-type: none"> To approve the extension of the tenure of the loan given to the related party under Section 185 of Companies Act, 2013. To approve material related party transaction
2021	Video Conferencing	Friday, 03 September 2021 at 11:00 A.M.	<ol style="list-style-type: none"> Issue of upto 14,68,532 (Fourteen Lakhs Sixty Eight Thousand Five Hundred and Thirty Two) warrants each convertible into or exchangeable for, one equity share of the Company within the period of 18 (Eighteen months) in accordance with the applicable law to the members of the promoter group of the Company on preferential basis. Issue of upto 20,97,902 (Twenty Lakhs Ninety Seven Thousand Nine Hundred and Two) Equity Shares of the Company to an entity on preferential basis.

Postal Ballot:

For the year ended 31 March 2024 there have been no ordinary or special resolutions passed by the Company's Shareholders through postal ballot.

VI. AFFIRMATIONS AND DISCLOSURES

1. Compliances with Governance Framework:

The Company is in compliance with all mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. Related Party Transactions:

All transactions entered into with the Related Parties as defined under the Companies Act, 2013 and Regulation 23 of the Listing Regulation during the financial year were in the ordinary course of business and on arm's length basis and do not attract the provisions of Section 188 of the Companies Act,

2013. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act. A statement in summary form of transactions with related parties in the ordinary course of business and arm's length basis is periodically placed before the Audit committee for review and recommendation to the Board for their approval.

As required under Regulation 23(1) of the Listing Regulation and amendment thereon the Board approved and adopted revised Related Party Transaction Policy as per the Companies (Meetings of Board and its Power) Rules, 2014 and Securities Exchange Board of India (LODR) Regulations, 2015 as amended by SEBI (LODR)

CORPORATE GOVERNANCE (Contd.)

(Amendment) Regulations, 2018 with effect from 01 April 2019. The Policy is available on the website of the Company viz., <https://www.moviemax.co.in/corporate-governance-and-policies>.

None of the transactions with related parties were in conflict with the interest of the Company. All the transactions are in the normal course of business and have no potential conflict with the interest of the Company at large and are carried out on an arm's length basis or fair value.

3. Material Subsidiary Company :

During the year under review, the Company had a material subsidiary viz. R & H Spaces Private Limited, as per the Listing Regulations. The Board of Directors of the Company has approved a policy for determining material subsidiaries of the Company and the same is disclosed on the website of the Company under the web link: <https://www.moviemax.co.in/corporate-governance-and-policies>.

The audited annual financial statements of the subsidiary companies are tabled at the Audit and Risk Management Committee and Board Meetings. Copies of the Minutes of the Board Meetings of subsidiary companies are periodically tabled/placed at the Board Meetings of the Company.

Further, R&H Spaces Private Limited was incorporated in Mumbai on 24/04/2008. M/s KKC & Associates LLP was appointed as the statutory auditor of the Company in the Annual General Meeting of the Company held on 12 July 2021.

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

The Company has complied with all requirements of the Listing Regulation entered into with Stock Exchanges as well as the regulations and guidelines of SEBI. Consequently, there were no stricture or penalties imposed by either SEBI or the Stock Exchanges or any statutory authority for non-compliance of any matter related to the capital markets during the last three years.

5. Whistle Blower Policy/ Vigil Mechanism Policy:

Pursuant to Section 177(9) and (10) of the Companies Act, 2013 and Regulation 22 of the Listing

Regulation, the Company has formulated Whistle Blower Policy for vigil mechanism for Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's code of conduct. The mechanism provides for adequate safeguards against victimisation of employees and Directors who use such mechanism and makes provision for direct access to the Chairperson of the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee. The policy is displayed on the website of the Company viz., <https://www.moviemax.co.in/corporate-governance-and-policies>.

6. Disclosure of Accounting Treatment:

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The Significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

7. Mandatory/ Non-Mandatory requirements:

The Company has complied with the mandatory requirements of the Corporate Governance of the Listing Regulation and also followed non mandatory requirements relating to financial statements with unmodified audit opinion/without qualification.

8. Code of Conduct:

In compliance with Regulation 26(3) of the Listing Regulation and the Companies Act, 2013, the Company has framed and adopted Code of Conduct and Ethics ("the Code") which is applicable to the Board of Directors and Senior Management team (one level below the Board) of the Company. The Board of Directors and members of Senior Management team are required to affirm annual compliance of this Code. The Code requires Director and Employees to act honestly, fair, ethically and with integrity, conduct themselves in professional, courteous and respectful manner. The Code is displayed on the website of the Company viz., www.moviemax.co.in

The Board of Directors and members of Senior Management team have affirmed compliance to the Code as on 31 March 2024. A declaration to this effect signed by the Chairman and Managing Director of the Company and is annexed separately to this report.

CORPORATE GOVERNANCE (Contd.)

9. Conflict of Interest:

Each Director informs the Company on an annual basis about the Board and the Committees position he occupies in other companies including Chairmanship and notifies changes during the year. Members of the Board while discharging their duties, avoid conflict of interest in the decision making process. The members of the Board restrict themselves from any discussions and voting in transactions that they have concern or interest.

10. Insider Trading Code:

The Company has adopted an Insider Trading Policy in accordance with requirements of SEBI (Prohibition of Insider Trading) Regulation, 2015. The Insider Trading Policy of the Company lays down guidelines and procedures to be followed and disclosures to be made while dealing with shares of the Company, as well as the consequences of violation. The Policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company Securities.

The Insider Trading Policy of the Company covering code of practices and procedures for fair disclosure of unpublished price sensitive information and code of conduct for the prevention of insider trading is available on the Company's website www.moviemax.co.in.

The Board has approved and adopted revised Code of Conduct for prohibition of Insider Trading and Code for fair Disclosure pursuant to the requirements of SEBI (Prohibition of Insider Trading)

14. Loans and advances in the nature of loans to firms/companies in which directors are interested

The details of loans and advances in the nature of loans to firms/ companies in which directors are interested are given below:

Name of the entity	Particulars	Amount (₹ in Lakhs)
Kanakia Spaces Realty Private Limited	Entities under common control	510.84
R&H Spaces Private Limited	Subsidiary Company	1,107.43
Transquare Realty Private Limited	Subsidiary Company	6.30
Cineline Industries Private Limited	Subsidiary Company	1.12
Cineline Realty Private Limited	Subsidiary Company	1.39

15. Certificate under Regulation 34(3) of the Listing Regulations:

The Company has obtained a Certificate pursuant to Regulation 34(3) read with Schedule V of Listing Regulations from M/s. D. M. Zaveri & Co., Practicing Company Secretary certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India or Ministry of Corporate Affairs or any such statutory authority. The said

(Amendment) Regulation, 2018 with effect from 01 April 2019.

11. Certification under Regulation 17(8) of Listing Regulation:

The MD and CFO of the Company have certified to the Board of Directors, inter alia, the accuracy of the financial statements and adequacy of internal controls for the financial reporting as required under Regulation 17(8) of the Listing Regulations for the financial year ended 31 March 2024.

12. Details of Penalties:

No penalties or strictures have been imposed by SEBI, Stock Exchanges or any statutory authorities on matters relating to capital markets during the last three years.

13. Details of utilisation of funds raised through preferential allotment or qualified institutions placement as specified under regulation 32(7A) of LODR Regulations:

The Company had allotted 27,00,000 warrants each convertible or exchangeable for 1 fully paid-up equity share of the Company having face value ₹ 5/- each at a price of ₹ 130, out of which ₹ 75 was received upfront as warrant subscription price aggregating to ₹ 20,25,00,000 and the balance of ₹ 55/- which was received upon conversion to equity shares as the warrant exercise price aggregating to ₹ 14,85,00,000, raised by the Company, have been fully utilised in accordance with the objects for which funds have been raised. As of 31 March 2024, the funds have been fully utilised against this preferential allotment.

CORPORATE GOVERNANCE (Contd.)

certificate has been annexed as **Annexure 2** with this Report.

16. Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof: Not Applicable

17. Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part:

The details of total fees for all services paid by the Company and its wholly owned subsidiary, on a consolidated basis, to the Statutory Auditor for the FY 2023-24 given below. Neither Company nor its wholly owned subsidiary company has paid fees to network firm / network entity of the statutory auditor:-

Type of Services	Fees (₹ in Lakhs)
Fees for Audit	14.25/-
Other professional fees	00.75/-

18. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

- Number of complaints filed during FY 2023-24: Nil
- Number of complaints disposed of during FY 2023-24 : N.A.
- Number of complaints pending as on end of FY 2023-24 : N.A.

I. MEANS OF COMMUNICATION TO SHAREHOLDERS:

1. The unaudited quarterly/half yearly results are announced within forty-five days of the close of the quarter. The audited annual results are announced within sixty days from the date of the closure of the financial year as per the requirement of the Listing Regulations with the Stock Exchanges.

2. The approved financial results are forthwith sent to the Stock Exchanges and are published in one vernacular newspaper viz., "Nav Shakti" and one English newspaper viz., "Free Press Journal", within forty-eight hours of the approval thereof.

3. The Company's financial results and official press releases are displayed on the Company's website www.moviemax.co.in

4. Any presentation made to the institutional investors and analysts are also posted on the Company's website.

5. The quarterly results, shareholding pattern, quarterly compliances and all other corporate communication to the Stock Exchanges viz., BSE Limited and National Stock Exchange of India Limited are filed electronically. The Company had complied with filling submissions through BSE's BSE Listing Centre. Likewise, the said information is also filed electronically with NSE through NSE's NEAPS portal.

6. In line with the existing provisions of the Listing Regulations, the Company has created a separate email address viz., investor@cineline.co.in to receive complaints and grievances of the shareholders.

19. Disclosures with respect to demat suspense account/ unclaimed suspense accounts:

The Company has no unclaimed suspense account under Regulation 39 and Schedule VI of SEBI Listing Regulations and hence, there is nothing to disclose in this regard.

20. Disclosure of certain types of agreements binding listed entities

There are no such agreement entered by the Company which are required to be disclosed under clause 5A of Paragraph A of Part A of Schedule III of Listing Regulations.

CORPORATE GOVERNANCE (Contd.)

II. GENERAL SHAREHOLDERS INFORMATION

1. Annual General Meeting for FY 2023-24: 27 September 2024

2. Tentative Calendar for FY 2024-25:-

Sr. No.	The Financial year of the Company ends on every 31 March.	Tentative date
i)	Un-audited results for the quarter ended 30 June 2024	Second Week of August, 2024
ii)	Un-audited results for the quarter/half year ending 30 September 2024	Second Week of November 2024
iii)	Un-audited results for the quarter/nine months ending 31 December 2023	Second Week of February 2025
iv)	Audited results for the year ending 31 March 2025	Last week of May 2025

3. Listing in Stock Exchanges and stock codes:

The name of the stock exchanges at which the equity shares are listed and respective stock codes are as under:

Name of the Stock Exchanges	Trading Symbol / Code
The Bombay Stock Exchange (BSE) 1 st Floor, New Trading Ring, PJ Towers, Dalal Street, Fort, Mumbai - 400 001	532807
The National Stock Exchange (NSE) Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051	CINELINE

The Company has paid Annual Listing Fees for all the above Stock Exchanges for the financial year 2024 -25.

4. Depositories Information:

The ISIN numbers allotted to the Company for demat of shares is as under:

Name of the Depository	ISIN Number
Central Depository Services (India) Ltd. (CDSL)	INE704H01022
National Securities Depository Limited (NSDL)	INE704H01022

The Company has depository connectivity with NSDL and CDSL and has paid Annual Custody Fees for FY 2024-25.

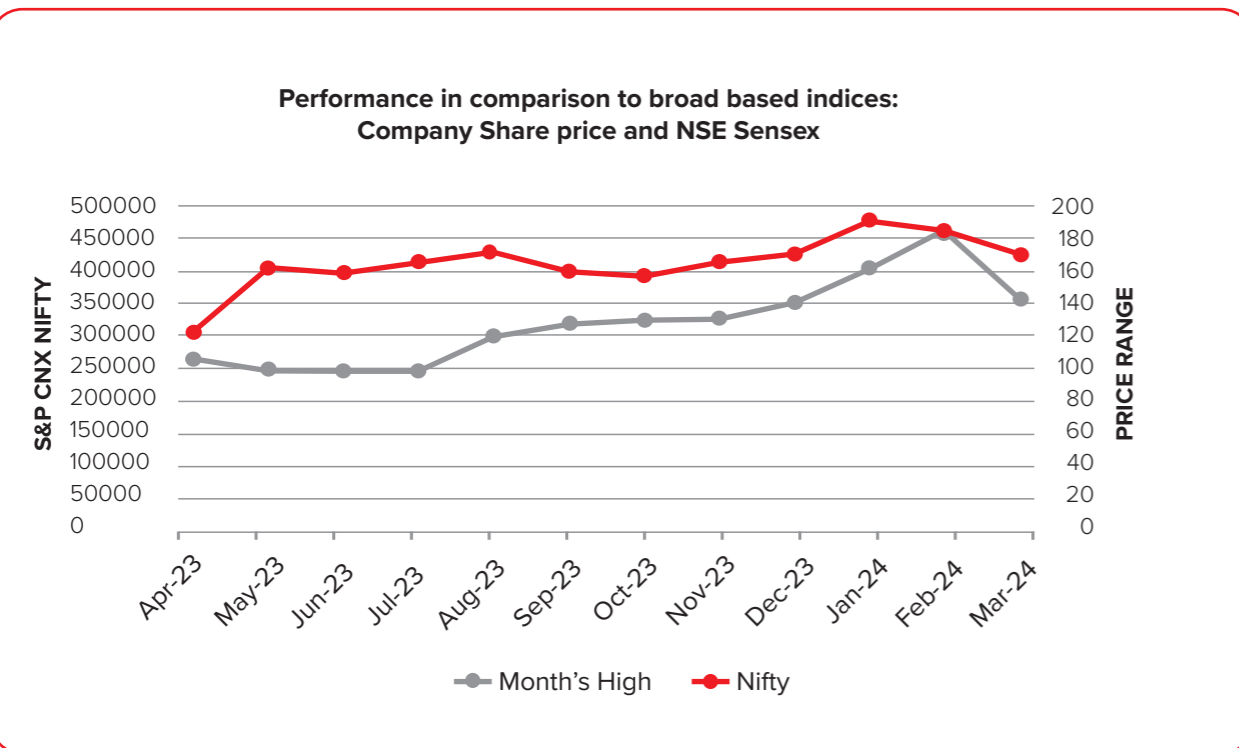
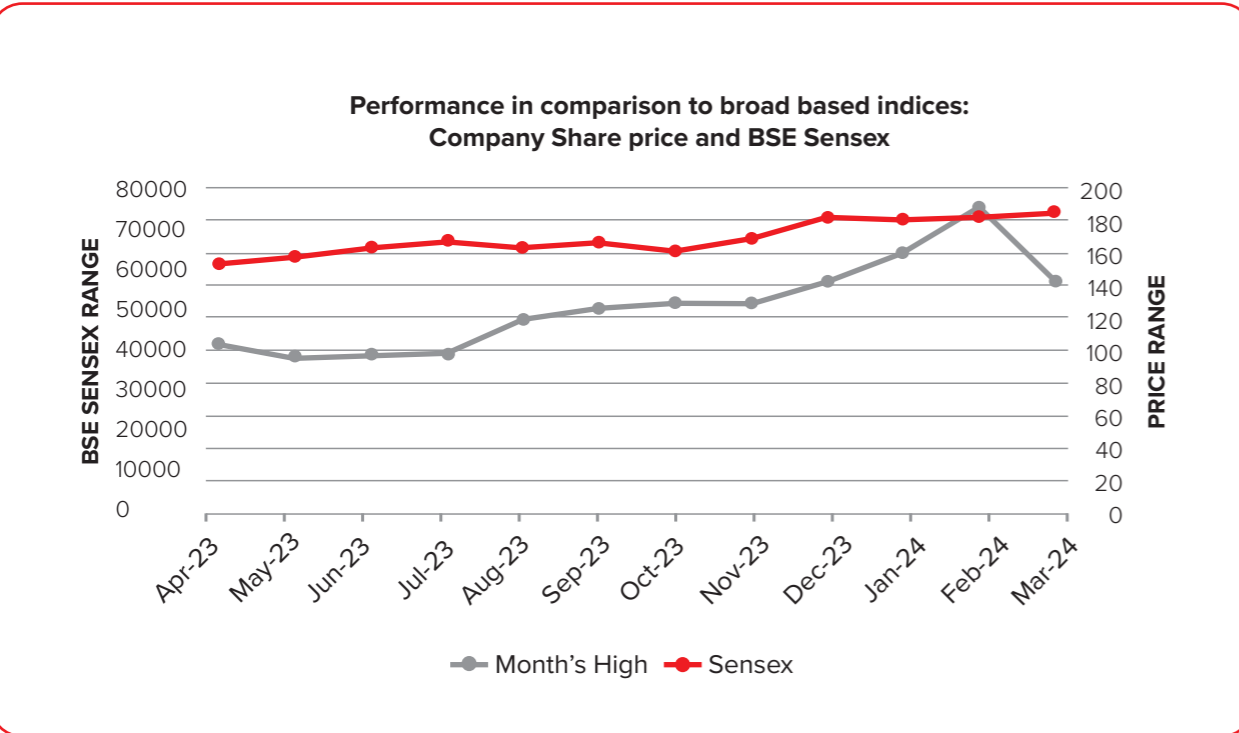
5. Share Price & Volume (Tables / Graphs):

Month	BSE				NSE			Nifty
	Month's high (in ₹)	Month's low (In ₹)	Total Turnover (₹ In Lakhs)	Sensex	Month's high (in ₹)	Month's low (In ₹)	Total Turnover (₹ In Lakhs)	
Apr-23	102.90	91.00	31.57	61,112.44	104.00	92.65	284.90	3,01,081.60
May-23	95.01	71.58	81.12	62,622.24	96.95	71.65	1,406.63	4,02,755.20
Jun-23	96.74	70.00	174.60	64,718.56	96.65	77.60	1,238.54	3,93,262.20
Jul-23	96.63	80.50	99.44	66,527.67	96.70	83.15	861.70	4,11,306.00
Aug-23	118.60	86.42	211.27	64,831.41	118.60	86.25	2,658.96	4,27,642.30
Sep-23	124.90	102.00	124.00	65,828.41	125.60	102.05	1,099.29	3,95,720.90
Oct-23	128.50	104.80	215.48	63,874.93	128.35	103.85	916.57	3,89,633.30
Nov-23	127.65	107.00	139.31	66,988.44	128.95	107.00	1,058.41	4,11,582.60
Dec-23	141.41	118.60	281.36	72,240.26	139.20	120.00	1,127.17	4,23,319.80
Jan-24	159.00	138.00	217.47	71,752.11	160.90	137.80	766.84	4,75,901.70
Feb-24	186.00	115.30	452.48	72,500.30	184.90	115.40	2,827.77	4,60,892.90
Mar-24	141.05	105.20	208.32	73,651.35	140.95	105.75	1,682.04	4,21,558.90
		Total:	2,236.42			Total:	15,928.82	

CORPORATE GOVERNANCE (Contd.)

CORPORATE GOVERNANCE (Contd.)

6. Stock Performance vis-à-vis Index (NSE & BSE) as on 31 March 2024



7. Shareholding Pattern as on 31 March 2024:

Sr. No.	Category	Holders	No. of Shares	%
1	Corporate Bodies (Promoter Co)	2	280	0.01
2	Clearing Members	3	932	0.01
3	Other Bodies Corporate	92	31,10,142	9.08
4	Hindu Undivided Family	571	3,88,692	1.13
5	Non Resident Indians	252	1,96,149	0.57
7	Public	15,110	62,70,827	18.30
8	Promoters	7	1,05,31,835	30.74
9	Trusts	1	2078	0.01
10	Promoter- Trust	5	1,33,17,333	38.86
11	Body Corporate - Ltd Liability Partnership	7	38,174	0.11
12	Foreign Portfolio Investors (Corporate)- I	2	3,50,820	1.02
13	Investor Education And Protection Fund	1	19,489	0.05
14	Foreign Portfolio Investors (Corporate)- II	1	27,716	0.08
15	Systemically Important NBFC	1	11,967	0.03
Total :		16,055	3,42,66,434	100

Note: The shareholding spread across various demat accounts are consolidated on the basis of Permanent Account Number pursuant to SEBI circular No. SEBI/HO/CFD/CMD/CIR/P/2017/ 128 dated 19th December, 2017

8. Distribution Schedule as of 31 March 2024:

Distribution	No. of Shareholders	No of Shares	% of Shareholding
1 to 500	14,780	11,85,312	3.4591
501 to 1000	582	4,70,425	1.3728
1001 to 2000	364	5,42,942	1.5845
2001 to 3000	149	3,83,602	1.1195
3001 to 4000	84	3,06,563	0.8946
4001 to 5000	74	3,47,606	1.0144
5001 to 10000	100	7,66,419	2.2366
10001 to 99999999999	145	3,02,63,565	88.3184
Total	16,278	3,42,66,434	100.00

9. Share Transfer System:

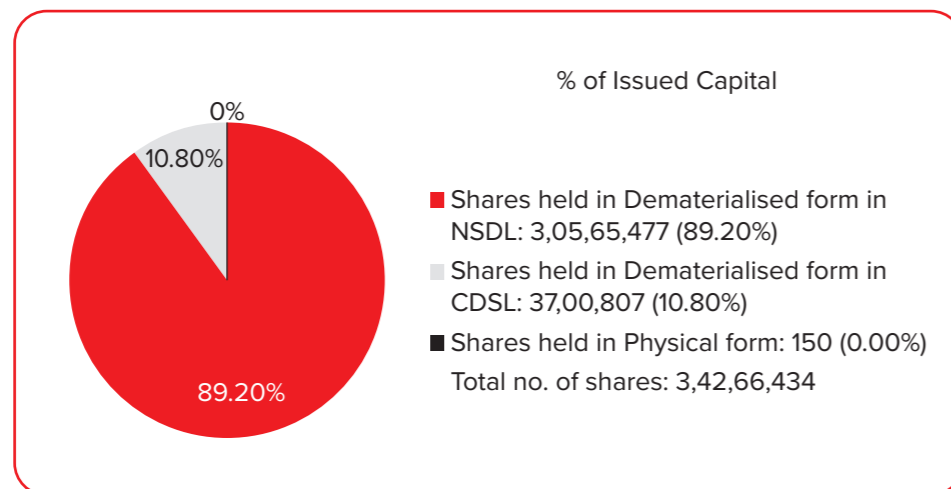
The transfer of shares in physical form is processed and completed by Registrar & Transfer Agent within a period of 30 days from the date of receipt thereof provided all documents are in order. In case of shares in electronic form, the transfers are processed by NSDL/CDSL through respective Depository Participants. In compliance with the Listing Agreement with the Stock Exchanges, a Practicing Company Secretary carries out audit of the System of transfer and a certificate to that effect is issued. On 31 March 2024 there were no unprocessed transfers pending.

CORPORATE GOVERNANCE (Contd.)

CORPORATE GOVERNANCE (Contd.)

10. Dematerialisation of Shares and liquidity:

99.99% of the Company's paid up Equity Share Capital is in dematerialised form as on 31 March 2024. The Company has entered into agreements with NSDL/CDSL whereby shareholders have an option to dematerialise their shares with either of the Depositories.



11. Reconciliation of Share Capital Audit Report:

As stipulated by SEBI, a qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges where the Company's shares are listed. The audit confirm that the total Listed and Paid-up capital is in agreement with the aggregate of the total number of shares held in dematerialised form (held in NSDL and CDSL) and total number of shares in physical form.

12. ECS Mandate:

To service the investors better, the Company requests all the shareholders who hold shares in dematerialised form to update their bank particulars with their respective depositories immediately. Shareholders holding shares in the physical form may kindly forward the bank particulars to our Registrars to the address mentioned herein.

13. Address of correspondence:

Correspondence with the Company	Compliance Officer	Link Intime India Private Limited Registrar & Transfer Agent
Cineline India Limited 2nd Floor, A&B Wing, Vilco Centre, Subhash Road, Opp. Garware, Vile Parle (East), Mumbai City, Maharashtra – 400 057 Tel. No. 91-22-67266688 Email: investor@cineline.co.in Website: www.moviemax.co.in	Mrs. Rashmi Shah Company Secretary Phones:91-22-67266688 Email: investor@cineline.co.in	(Unit – Cineline India Limited) C-101, 247 Park, LBS Marg, Vikhroli (W), Mumbai-400 083 Ph : 022 – 4918 6000 Fax: 022 – 4918 6060 Email: mumbai@linkintime.co.in Website: www.linkintime.co.in

For and on behalf of the Board of Directors

Rasesh Kanakia
Chairman
(DIN: 00015857)

Place: Mumbai
Date: 22 May 2024

DECLARATION

Declaration regarding Affirmation of Code of Conduct of Business Conduct and Ethics

In terms of the requirement of Part D of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to confirm that all members of the Board and the senior management personnel have affirmed compliance with Code of Conduct for the year ended 31 March 2024.

For and on behalf of the Board of Directors

Place: Mumbai
Date: 22 May 2024

Rasesh Kanakia
Chairman
(DIN: 00015857)

Himanshu Kanakia
Managing Director
(DIN: 00015908)

ANNEXURE 1 TO CORPORATE GOVERNANCE REPORT

MD- CFO CERTIFICATE

To,
The Board of Directors
Cineline India Limited

Subject: Certificate on financial statements for the financial year ended 31 March 2024 pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir(s),

We, Himanshu B. Kanakia, MD and Vipul Parekh, CFO, have reviewed the financial statements and the cash flow statement of the Company for the financial year ended 31 March 2024 and that to the best of our knowledge and belief, we hereby certify that:

- These statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
- These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's code of conduct.
- We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps taken or proposed to be taken to rectify these deficiencies.
- We have indicated to the Auditors and Audit Committee that:
 - There are no significant changes in internal control over financial reporting during the year;
 - There are no significant changes in accounting policies during the year; and
 - There are no instances of significant fraud of which we are aware and which involve management or any employees, having significant role in the Company's internal control system over financial reporting.

Yours faithfully,

For **Cineline India Limited**

Sd/-
Himanshu B. Kanakia
Managing Director

Place: Mumbai
Date: 22 May 2024

Sd/-
Vipul Parekh
CFO

CORPORATE GOVERNANCE (Contd.)**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,
Cineline India Limited
2nd Floor, A & B wing, Vilco Centre,
Subhash Road Opp Garware, Vile Parle (E),
Mumbai – 400 057

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Cineline India Limited having CIN L92142MH2002PLC135964 and having registered office at 2nd Floor, A & B wing, Vilco Centre, Subhash Road, Opp Garware, Vile Parle (E), Mumbai - 400057 (hereinafter referred to as 'the Company'), produced before me 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 my opinion and to the best of my 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 me by the Company and its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31 March 2024 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.

Sr. No.	Name of Directors	DIN	Date of appointment in the Company
1.	Mr. Rasesh Babubhai Kanakia	00015857	22 May 2002
2.	Mr. Himanshu Babubhai Kanakia	00015908	01 May 2006
3.	Mrs. Hiral Himanshu Kanakia	00015924	10 September 2015
4.	Mr. Anand Shailesh Bathiya	03084831	10 September 2015
5.	Mr. Naushad Alimohmed Panjwani	06640459	28 June 2019
6.	Mr. Shantilal Vershi Haria	00295097	14 August 2019

Ensuring the eligibility for the 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 **D. M. Zaveri & Co.**
Company Secretaries

Dharmesh Zaveri
(Proprietor)
FCS. No.: 5418
CP No.: 4363

Place: Mumbai
Date: 22nd May 2024

ICSI UDIN: F005418F000401649

CORPORATE GOVERNANCE (Contd.)**CERTIFICATE ON CORPORATE GOVERNANCE**

To,
The Members of
Cineline India Limited

I have examined the compliance of conditions of Corporate Governance by Cineline India Limited ('the Company'), for the Financial Year ended 31st March 2024, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Management's Responsibility

The Management is responsible for ensuring that the Company complies with the conditions of Corporate Governance. This responsibility also includes the design, implementation and maintenance of internal controls and procedures to ensure compliance with the conditions of the Corporate Governance stipulated in the Listing regulations.

Auditor's Responsibility

Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

We have examined the books of account and other 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

In my opinion and to the best of my information and according to our examination of the relevant records and the explanations given to me and the representations made by the Management, I 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 para C, D and E of the Schedule V of the Listing Regulations during the year ended 31 March 2024.

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

Restriction on Use

This certificate is addressed and provided to the members of the Company solely for the purpose of enabling the Company to comply with the requirement of the Listing Regulations, and it should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Certificate for any events or circumstances occurring after the date of this Certificate.

For **D. M. Zaveri & Co.**
Company Secretaries

Dharmesh Zaveri
(Proprietor)
FCS. No.: 5418
CP No.: 4363

Place: Mumbai
Date: 22nd May 2024

ICSI UDIN: F005418F000401651
Peer Review Certificate No.: 1187/2021

Independent Auditor's Report

To
The Members of
Cineline India Limited

Report on the audit of the Standalone Financial Statements

Opinion

- We have audited the accompanying Standalone Financial Statements of Cineline India Limited ('the Company'), which comprise the Standalone Balance Sheet as at 31 March 2024, 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 ended on that date, and notes to the Standalone Financial Statements, including a summary of material accounting policy information and other explanatory information ('the 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 Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ('Ind AS') and other accounting principles generally accepted in India, of the State of Affairs of the Company as at 31 March 2024, and its Loss and Other Comprehensive Income, 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 ('ICAI') 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 we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Financial Statements.

Key Audit Matters

- Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current year. We have determined that there are no Key audit matters to be communicated in our report.

Other Information

- The Company's 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. The Other Information is expected to be made available to us after the date of this auditor's report.
- 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 identified above when it becomes available 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.
- When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate action as applicable under the relevant laws and regulations.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

- The Company's Board of Directors is 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, loss and Other Comprehensive Income, Changes in Equity and Cash Flows of the Company in) conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the

Independent Auditor's Report (Contd.)

provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection of the appropriate accounting software for ensuring compliance with applicable laws and regulations including those related to retention of audit logs; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 Board of Directors is 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 judgment 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) 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.
- Conclude on the appropriateness of the Management's use of the going concern basis of accounting 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

Independent Auditor's Report (Contd.)

to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

16. 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 year 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

17. As required by the Companies (Auditor's Report) Order, 2020 ('the Order'), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
18. As required by Section 143(3) of the Act, we report that:
- 18.1. 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.
- 18.2. In our opinion, proper books of accounts as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in paragraph 19.8 below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).
- 18.3. The standalone balance sheet, the standalone statement of profit and loss including Other Comprehensive Income, the Statement of Changes in Equity and the Standalone Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- 18.4. In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS specified under Section 133 of the Act read with the relevant rules thereunder.
- 18.5. On the basis of the written representations received from the directors as on 31 March 2024

taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.

- 18.6. The modification relating to the maintenance of books of accounts and other matters connected therewith are as stated in the paragraph 18.2 above on reporting under Section 143(3)(b) and paragraph 19.8 below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).
- 18.7. 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'.
- 18.8. In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act.
19. 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 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
- 19.1. The Company has disclosed the impact of pending litigations as at 31 March 2024 on its financial position in its Standalone Financial Statements – Refer Note 43 to the Standalone Financial Statements.
- 19.2. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- 19.3. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company
- 19.4. The Management has represented, to best of their knowledge and belief, that 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 person(s) or entity(ies), including foreign entities ('Intermediaries'), with the understanding, whether recorded in writing or otherwise, that the

Independent Auditor's Report (Contd.)

Intermediary shall, whether, 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 provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- 19.5. The Management has represented, to best of their knowledge and belief, that no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, 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 provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- 19.6. Based on such audit procedures, that have been considered reasonable and appropriate in the circumstances, performed by us, nothing has come to our notice that has caused us to believe that the representation under para 19.4 and 19.5 contain any material misstatement.
- 19.7. In our opinion and according to information and explanation given to us, the Company has not declared or paid dividend during the year, accordingly compliance with section 123 of the Act by the Company is not applicable.

- 19.8. Based on our examination which included test checks, the Company have used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility which was not enabled throughout the year for all relevant transactions recorded in the software, as described in Note 49 to the Standalone Financial Statements. Further, we cannot comment upon whether during the year there any instance of audit trail feature was being tampered with in respect of the accounting software.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from 1 April 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended 31 March 2024.

For **KKC & Associates LLP**
Chartered Accountants
(formerly Khimji Kunverji & Co LLP)
Firm Registration Number: 105146W/W100621

Divesh B Shah
ICAI Membership No: 168237
UDIN: 24168237BKBHPA4434
Place: Mumbai
Date: 22 May 2024

Annexure 'A' to the Independent Auditor's Report

Annexure 'A' to the Independent Auditor's Report on the Standalone Financial Statements of Cineline India Limited for the year ended 31 March 2024

(Referred to in paragraph 17 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

i. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment ('PPE').

The Company is maintaining proper records showing full particulars of intangible assets.

(b) The Company has a regular programme of physical verification of its PPE by which all PPE are verified in a phased manner over a period of 3 years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, certain PPE were physically verified by the Management during the year. In our opinion, and according to the information and explanations given to us, the reconciliation of physical assets with register of assets is under process.

(c) In our opinion and 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 all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.

(d) In our opinion and according to the information and explanations given to us, the Company has not revalued its PPE (including Right of Use assets) or intangible assets or both during the year.

(e) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

ii. (a) In our opinion and according to the information and explanations given to us, the physical verification of inventories has been conducted at reasonable intervals by the Management and, the coverage and procedure of such verification by the Management

is appropriate. Based on our examination, no material discrepancies were observed.

(b) In our opinion and according to the information and explanations given to us, the Company has not been sanctioned any working capital limits at any point of time during the year, from banks or financial institutions. Accordingly, paragraph 3(ii)(b) of the Order is not applicable to the Company.

iii. (a) In our opinion and according to the information and explanations given to us, the Company has made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties, and the details are mentioned in the following table

Particulars	Loans (Rs. in lakhs)
Aggregate amount granted/ provided during the year	
Subsidiaries	462.59
Others	3,884.37
Balance outstanding as at balance sheet date in respect of above cases	
Subsidiaries	1,116.27
Others	510.85

(b) In our opinion and according to the information and explanations given to us, the Company has not made any investments or provided any guarantees or securities and in respect of loans or advances in nature of loans granted, the terms and conditions are not prejudicial to the Company's interest.

(c) In our opinion and according to the information and explanations given to us, in respect of loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest has been stipulated and the repayments or receipts are regular during the year.

(d) In our opinion and according to the information and explanations given to us, no amount is overdue in respect of loans and advances in the nature of loans.

(e) In our opinion and according to the information and explanations given to us, neither loans or advances in nature of loans have been renewed or extended nor any fresh loans have been granted to settle the overdue of existing loans.

(f) In our opinion and according to the information and explanations given to us, the Company has

Annexure 'A' to the Independent Auditor's Report (Contd.)

granted loans or advances in the nature of loans to Promoters/Related Parties (as defined in section 2(76) of the Act) which are either repayable on demand or without specifying any terms or period of repayment.

	All Parties	Promoters	Related Parties
Aggregate amount of loans/ advances in nature of loans	4,346.96	-	4,346.96
- Repayable on demand (A)	-	-	-
- Agreement does not specify any terms or period of repayment (B)	-	-	-
Total (A+B)	4,346.96	-	4,346.96
Percentage of loans/ advances in nature of loans to the total loans	100%	-	100%

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of sections 185 and 186 of the Act with respect to the loans given, investments made, guarantees given and security provided.

v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits from the public during the year in terms of directives issued by the Reserve Bank of India or the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.

vi. The Company is not required to maintain cost records under Section 148(l) of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014 and hence reporting under paragraph 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion and according to the information and explanations given to us, 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, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues have been regularly deposited by the Company to/with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, Goods and Services Tax,

duty of customs, cess and other material statutory dues were in arrears as at 31 March 2024 for a period of more than six months from the date they became payable.

(b) In our opinion and according to the information and explanations given to us, we confirm that there are no dues of Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues, which have not been deposited to/with the appropriate authority on account of any dispute.

viii. In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, we confirm that we have not come across any transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

ix. (a) In our opinion, the Company has not defaulted in repayment of loans or other borrowings to financial institutions, banks, government and dues to debenture holders 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 audit procedures, we report that the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority or any other lender.

(c) In our opinion and according to the information and explanations given to us, the Company has utilized the money obtained by way of term loans outstanding at the beginning of the year for the purposes for which they were obtained.

(d) According to the information and explanations given to us, the Company has not raised any loans on short term basis and hence, reporting under this clause 3(ix)(d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us and on an overall examination of the 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, associates or joint ventures.

(f) According to the information and explanations

Annexure 'A' to the Independent Auditor's Report (Contd.)

- 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, joint ventures or associate companies.
- x. (a) The Company did not raise money by way of initial public offer or further public offer (including debt instruments) during the year.
- (b) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 42 and 62 of the Act in connection with the funds raised through preferential allotment of shares and the same has been utilized for the purpose of which they were raised. The Company has not issued fully or partly or optionally convertible debentures during the year.
- xi. (a) In our opinion and according to the information and explanations given to us, there has been no fraud by the Company or any fraud on the Company that has been noticed or reported during the year.
- (b) In our opinion and according to the information and explanations given to us, no report under sub-section (12) of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of 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. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. (a) In our opinion and based on our examination, 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. According to the information and explanations given to us, in our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.
- xvi. (a) In our opinion, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi) of the Order is not applicable to the Company.
- (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtaining a valid CoR from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- (c) The Company is not a Core Investments Company ("CIC") as defined in the regulations made by Reserve Bank of India.
- (d) The Group has no CIC as part of the Group.
- xvii. The Company has not incurred any cash losses in the financial year and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year and accordingly paragraph 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 realization of financial assets and payment of financial liabilities, other information accompanying the 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 the 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. (a) According to information and explanations given to us and based on our examination of the records of the Company, the Company is not required to transfer any unspent amount pertaining to the year

Annexure 'A' to the Independent Auditor's Report (Contd.)

- under report to a Fund specified in Schedule VII to the companies Act, 2013 in compliance with second proviso to sub-section (5) of section 135 of the Act.
- (b) There are no ongoing projects towards Corporate Social Responsibility during the year. Accordingly, paragraph 3(xx)(b) of the Order is not applicable to the Company.
- xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of Standalone Financial

Statements. Accordingly, no comment in respect of the said Clause has been included in the report.

For **KKC & Associates LLP**
Chartered Accountants
(formerly Khimji Kunverji & Co LLP)
Firm Registration Number: 105146W/W100621

Divesh B Shah
Partner
ICAI Membership No: 168237
UDIN: 24168237BKBHPA4434
Place: Mumbai
Date: 22 May 2024

Annexure 'B' to the Independent Auditor's Report

Annexure 'B' to the Independent Auditors' report on the Standalone Financial Statements of Cineline India Limited for the year ended 31 March 2024

(Referred to in paragraph '18.7' under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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 ('the Act').

Opinion

- We have audited the internal financial controls with reference to the Standalone Financial Statements of Cineline India Limited ('the Company') as at 31 March 2024 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.
- According to the information and explanations given to us, the Company has, in all material respects, maintained an internal financial control system with reference to the Financial Statements, design whereof needs to be enhanced to make it comprehensive. In our opinion, based on verification of process controls matrixes on test check basis and the internal control over financial reporting 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'), the operating effectiveness of such process controls and appropriate documentation thereof needs to be strengthened to make the same commensurate with the size of the Company and nature of its business. The enhancements required in the design and the operating effectiveness of the internal financial control system with reference to financial statements does not affect our opinion on the financial statements of the Company.

Management's responsibility for Internal Financial Controls

- The Company's management is responsible for establishing and maintaining internal financial controls based on the internal controls over financial reporting 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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's responsibility

- Our responsibility is to express an opinion on the Company's internal financial controls with reference to the Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing ('SA'), prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to the Standalone Financial Statements. Those SAs and the Guidance Note require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to the 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 system with reference to the Standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to the Standalone Financial Statements included obtaining an understanding of internal financial controls with reference to the Standalone Financial Statements, 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 the Standalone Financial Statements.

Meaning of Internal Financial Controls with reference to the Standalone Financial Statements

- A company's internal financial controls with reference to the 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

Annexure 'B' to the Independent Auditor's Report (Contd.)

in accordance with generally accepted accounting principles. A company's internal financial controls with reference to the 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 the Standalone Financial Statements

- Because of the inherent limitations of internal financial controls with reference to the 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 the Standalone Financial Statements to future periods are subject to the risk that the internal financial controls with reference to the 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 **KKC & Associates LLP**
Chartered Accountants
(formerly Khimji Kunverji & Co LLP)
Firm Registration Number: 105146W/W100621

Divesh B Shah
Partner

ICAI Membership No: 168237
UDIN: 24168237BKBHPA4434

Place: Mumbai
Date: 22 May 2024

Standalone Balance Sheet

As at 31 March 2024

Particulars	Notes	(in ₹ Lakhs)	
		As at 31 March 2024 (Audited)	As at 31 March 2023 (Audited)
ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	4	8,463.26	8,149.35
(b) Capital work in progress	5	883.18	444.57
(c) Right to Use assets	4	11,392.97	11,305.71
(d) Intangible assets	7	172.97	97.97
(e) Financial assets			
(i) Investments	8	21,953.94	21,971.94
(ii) Other non-current financial assets	9	815.91	426.65
(f) Other non-current assets	10	63.51	82.94
(g) Non-current tax assets (net)	11	160.41	262.15
(h) Deferred tax assets (net)	12	296.64	214.77
Total non-current assets		44,202.79	42,956.05
Current assets			
(a) Inventories	13	201.15	184.16
(b) Financial Assets			
(i) Trade receivables	14	334.30	335.47
(ii) Cash and bank balances	15	1,014.31	2,429.03
(iii) Bank balance other than (ii) above	16	0.93	0.93
(iv) Loans	17	1,627.10	1,648.53
(v) Other current financial assets	9	660.46	571.25
(c) Other current assets	10	1,482.37	760.76
Total current assets		5,320.62	5,930.13
Total assets		49,523.41	48,886.18
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	18	1,713.32	1,578.32
(b) Other Equity	19	17,535.72	16,323.25
Total equity		19,249.04	17,901.57
LIABILITIES			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	20	10,811.18	11,478.07
(ii) Lease liabilities		11,373.69	9,893.28
(iii) Other non current financial liabilities	21	1,545.77	1,852.44
(b) Provisions	22	174.38	167.08
(c) Other non-current liabilities	23	27.14	18.73
Total non-current liabilities		23,932.16	23,409.60
Current liabilities			
(a) Financial liabilities			
(i) Borrowings			
- Current maturities on long Term borrowings	20	667.08	586.11
(ii) Lease liabilities		628.11	1,298.41
(iii) Trade payables	24		
- Total outstanding dues of Micro Enterprise & Small Enterprise		159.08	5.56
- Total outstanding dues of Other Creditors		1,540.23	1,450.17
(iv) Other current financial liabilities	21	3,040.87	3,870.89
(b) Other current liabilities	23	263.23	315.93
(c) Provisions	22	43.61	47.94
Total current liabilities		6,342.21	7,575.01
Total equity and liabilities		49,523.41	48,886.18
Notes 1 to 49 form an integral part of these financial statements			

As per our audit report of even date

For KKC & Associates LLP

Chartered Accountants
(Formerly Khimji Kunverji & Co LLP)
Firm Registration No.:105146W / W100621

Divesh B Shah

Partner
Membership No. : 168237

Place: Mumbai
Date: 22 May 2024

For and on behalf of the Board of Directors

Rasesh B. Kanakia
Chairman
DIN: 00015857

Vipul N. Parekh
Chief Financial Officer

Place: Mumbai
Date: 22 May 2024

Himanshu B. Kanakia
Managing Director
DIN: 00015908

Rashmi Shah
Company Secretary

Standalone statement of Profit and Loss

For the year ended 31 March 2024

Sr. No.	Particulars	Notes	(in ₹ lakhs, except per share data)	
			Year ended 31 March 2024	Year ended 31 March 2023
	Revenue			
I	Revenue from operations	25	18,961.06	8,557.13
II	Other income	26	676.55	984.09
III	Total Revenue (I+II)		19,637.61	9,541.22
	Expenses			
	Movie exhibition cost		5,611.12	2,502.45
	Consumption of food and beverages		1,159.16	618.98
	Power and Fuel		1,522.46	940.80
	Employee benefits expense	27	1,596.88	1,122.89
	Finance costs	28	2,869.29	2,243.32
	Depreciation & impairment expenses	29	2,007.64	1,013.16
	Other expenses	30	4,960.75	2,821.94
	Total Expenses (IV)		19,727.30	11,263.54
V	Profit/(Loss) before exceptional items and tax (III-IV)		(89.69)	(1,722.32)
VI	Exceptional Items		-	-
VII	Profit/(Loss) before tax (V-VI)		(89.69)	(1,722.32)
VIII	Tax expense / (credit)			
	Deferred tax charge / (credit)	31	88.16	(467.25)
	Prior year's tax adjustments		(22.38)	-
			65.78	(467.25)
IX	Profit/(Loss) for the period continuing operation (VII-VIII)		(155.47)	(1,255.07)
X	Profit/(Loss) from discontinued operation		-	2,491.00
XI	Tax on discontinued operation	31	-	(160.21)
XII	Profit/(Loss) from discontinued operation (after tax) (X-XI)		-	2,330.79
XIII	Profit/(Loss) for the period (IX+XII)		(155.47)	1,075.72
XIV	Other comprehensive income for the period			
	Items that will not be reclassified to statement of profit or loss			
	Remeasurement of post employment benefit obligations		23.94	(6.72)
	Income tax effect on above		(5.99)	1.96
			17.95	(4.76)
XV	Total comprehensive income for period (XIII+XIV)		(137.52)	1,070.96
	Earnings per equity share (Face value of ₹ 5 each)	32		
	Basic and Diluted earnings per share (Continuing operation)		(0.48)	(4.00)
	Basic and Diluted earnings per share (Discontinued operation)		-	7.43
	Basic and Diluted earnings per share (Continuing operation and Discontinued operation)		(0.48)	3.43
Notes 1 to 49 form an integral part of these financial statements				

As per our audit report of even date

For KKC & Associates LLP

Chartered Accountants
(Formerly Khimji Kunverji & Co LLP)
Firm Registration No.:105146W / W100621

Divesh B Shah

Partner
Membership No. : 168237

Place: Mumbai
Date: 22 May 2024

For and on behalf of the Board of Directors

Rasesh B. Kanakia
Chairman
DIN: 00015857

Vipul N. Parekh
Chief Financial Officer

Place: Mumbai
Date: 22 May 2024

Himanshu B. Kanakia
Managing Director
DIN: 00015908

Rashmi Shah
Company Secretary

Standalone Statement of Changes in Equity

For the year ended 31 March 2024

A. Equity share capital

Issued, subscribed and fully paid up equity shares of ₹ 5 each

As at 31 March 2024

(₹ in Lakhs)

Particulars	Balance at the beginning of year	Changes in equity due to prior period errors	Restated balance at the beginning of year	Changes in equity capital during the year	Balance at the end of year
No. of shares	3,15,66,434	-	-	27,00,000	3,42,66,434
Amount	1,578.32	-	-	135.00	1,713.32

As at 31 March 2023

(₹ in Lakhs)

Particulars	Balance at the beginning of year	Changes in equity due to prior period errors	Restated balance at the beginning of year	Changes in equity capital during the year	Balance at the end of year
No. of shares	3,00,97,902	-	-	14,68,532	3,15,66,434
Amount	1,504.90	-	-	73.42	1,578.32

B. Other equity

As at 31 March 2024

(₹ in Lakhs)

Particulars	Reserves and surplus					Total
	Securities premium reserve	General reserve	Capital redemption reserve	Retained earnings	Money received against share warrants	
Balance as at 31 March 2023	5,935.68	55.00	17.02	8,290.55	2,025.00	16,323.25
Profit for the year	-	-	-	(155.47)	-	(155.47)
Issued during the year	3,375.00	-	-	-	-	3,375.00
Converted to equity during the year	-	-	-	-	(2,025.00)	(2,025.00)
Other comprehensive income	-	-	-	17.95	-	17.95
Other adjustments (net of taxes)	-	-	-	-	-	-
Balance as at 31 March 2024	9,310.68	55.00	17.02	8,153.02	-	17,535.72

As at 31 March 2023

(in ₹ Lakhs)

Particulars	Reserves and surplus					Total
	Securities premium reserve	General reserve	Capital redemption reserve	Retained earnings	Money received against share warrants	
Balance as at 31 March 2022	4,959.10	55.00	17.02	7,219.59	262.57	12,513.28
Profit for the year	-	-	-	1,075.72	-	1,075.72
Issued during the year	976.58	-	-	-	1,762.43	2,739.01
Other comprehensive income	-	-	-	(4.76)	-	(4.76)
Balance as at 31 March 2023	5,935.68	55.00	17.02	8,290.55	2,025.00	16,323.25

As per our audit report of even date

For KKC & Associates LLP

Chartered Accountants

(Formerly Khimji Kunverji & Co LLP)

Firm Registration No.:105146W / W100621

Divesh B Shah

Partner

Membership No. : 168237

Place: Mumbai

Date: 22 May 2024

For and on behalf of the Board of Directors

Rasesh B. Kanakia

Chairman

DIN: 00015857

Vipul N. Parekh

Chief Financial Officer

Place: Mumbai

Date: 22 May 2024

Himanshu B. Kanakia

Managing Director

DIN: 00015908

Rashmi Shah

Company Secretary

Standalone Cash Flow Statement

For the year ended 31 March 2024

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Cash flow from operating activities		
Profit before tax		
Profit/(Loss) from Continuing Operations	(89.69)	(1,722.32)
Profit/(Loss) from Discontinuing Operations	-	2,491.00
Profit/(Loss) before tax	(89.69)	768.68
Adjustments for:		
Depreciation expense	2,007.64	1,054.96
(Profit)/Loss on sale of assets	-	(2,794.73)
Provision for doubtful debts	-	0.99
Provisions and balances no longer required written back	(13.35)	(4.39)
Finance costs	2,813.74	2,212.86
Interest income	(249.83)	(820.89)
(Gain) / Loss on sale of short term investments	(56.60)	(70.23)
(Gain) / Loss due to modification of lease liability	(138.61)	-
Operating profit before working capital changes	4,273.30	347.24
Changes in working capital		
(Increase)/Decrease in Trade receivables	14.52	(196.23)
(Increase) in Inventories	(16.99)	(184.16)
(Increase)/Decrease in Other assets	(702.19)	(399.43)
(Increase)/Decrease in Financial assets	(510.30)	(708.16)
Increase/(Decrease) in Trade payables	243.58	1,307.13
Increase in Provisions	26.91	174.65
Increase/(Decrease) in Other liabilities	(44.30)	244.92
Increase/(Decrease) in Financial liabilities	(1,136.93)	5,182.01
Cash generated from operations	2,147.59	5,767.97
Income taxes (paid) / refunds (net)	(51.92)	43.33
Net cash generated from operating activities	2,095.67	5,811.30
Cash flow from investing activities:		
Sale/(Purchase) of property, plant and equipment & investment property (net)	(1,696.12)	300.74
Interest received	265.22	1,098.97
Loan (given to) / received back from subsidiary company (net)	(119.34)	(1,078.17)
Loan (given to) / received back from related party (net)	158.78	421.32
Net cash generated from / (used) in investing activities	(1,391.46)	742.86
Cash flow from financing activities:		
Interest paid	(1,488.23)	(1,499.24)
Interest paid on lease liability	(1,325.27)	(735.23)
Increase in principal towards lease liability	(204.51)	(208.90)
Proceeds from issue of equity shares	1,485.00	787.43
Proceeds from issue of warrants	-	2,025.00
Net proceeds / (repayments) of long term borrowings	(585.92)	(7,014.20)
Net cash used in financing activities	(2,118.93)	(6,645.14)
Net Increase/(Decrease) in cash and cash equivalents	(1,414.72)	(90.98)
Cash and cash equivalents as at the beginning of the year	2,429.03	2,520.01
Cash and cash equivalents as at the end of the year	1,014.31	2,429.03

Notes to cash flow statement	Year ended 31 March 2024	Year ended 31 March 2023
Cash on hand	82.47	25.87
Balances with banks - in current accounts	816.41	130.17
Investment in liquid funds	-	2,261.49
Deposits	115.43	11.50
	1,014.31	2,429.03

As per our audit report of even date

For KKC & Associates LLP

Chartered Accountants

(Formerly Khimji Kunverji & Co LLP)

Firm Registration No.:105146W / W100621

Divesh B Shah

Partner

Membership No. : 168237

Place: Mumbai

Date: 22 May 2024

For and on behalf of the Board of Directors

Rasesh B. Kanakia

Chairman

DIN: 00015857

Vipul N. Parekh

Chief Financial Officer

Place: Mumbai

Date: 22 May 2024

Himanshu B. Kanakia

Managing Director

DIN: 00015908

Rashmi Shah

Company Secretary

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024

1. Corporate information

Cineline India Limited (the 'Company') is a company domiciled in India, incorporated under the Companies Act, 1956 on 22 May 2002. The Company is listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE). The Company is engaged in business of movie exhibition in India. The Company earns revenue from sale of movie tickets, sale of food and beverages and in-cinema advertisements/product displays.

2. Material accounting policies

a. Statement of Compliance:

The Company has prepared the financial statements which comprise the balance sheet as at 31 March 2024, the statement of profit and loss, the statement of cash flows and the statement of changes in equity for the year ended 31 March 2024, and a summary of the material accounting policies and other explanatory information (together hereinafter referred to as "financial statements").

These financial statements are prepared in accordance with the Indian Accounting Standards ("Ind AS") as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013 ("the Act"), read together with Rule 3 of Companies (Accounting Standard) Rules, 2015, other relevant provisions of the Act and guidelines issued by the Securities and Exchange Board of India (SEBI), as applicable.

b. Basis of preparation

The financial statements have been prepared on a going concern basis under the historical cost basis except for the following –

- Certain financial assets and liabilities have been measured at fair value (refer accounting policy regarding financial instruments); and
- Defined benefit plans – measured using actuarial valuation.

The financial statements have been prepared using the material accounting policies and measurement basis summarised below. These were used throughout all periods presented in the financial statements, except where the Company had applied certain accounting policies and exemptions upon transition to Ind AS.

Functional and presentation currency

The financial statements are prepared in Indian

Rupees, which is the Company's functional and presentation currency. All financial information presented in Indian Rupees has been rounded to the nearest lakhs, unless otherwise stated.

Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is classified as current when it is:

- Expected to be realised or intended to 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 classified as current when:

- 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

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Based on the nature of business and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as not exceeding twelve months for the purpose of current / non-current classification of assets and liabilities.

c. Critical estimates and judgements

The preparation of financial statements in conformity with Ind AS requires management to make estimates, assumptions and exercise

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

judgement in applying the accounting policies that affect the reported amount of assets, liabilities and disclosure of contingent liabilities at the date of financial statements and the reported amounts of income and expenses during the year.

The management believes that these estimates are prudent and reasonable and are based upon the management's best knowledge of current events and actions. Actual results could differ from these estimates and differences between actual results and estimates are recognised in the periods in which the results are known or materialised.

Below is an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

- **Useful lives of property, plant and equipment and investment property** - Property, plant and equipment and investment property represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined by the management, based on those prescribed under Schedule II to the Act, at the time the asset is acquired and reviewed periodically, including at each financial year end.
- **Defined benefit obligation** - The cost of post-employment benefits is determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, future salary increases and mortality rates. Due to the long term nature of these plans, such estimates are subject to significant uncertainty. The assumptions used are disclosed in the notes to these financial statements.
- **Fair value measurements** – Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instrument.

- **Impairment of assets** – In assessing impairment, management estimates the recoverable amounts of each asset (in case of non-financial assets) based on expected future cash flows and uses an interest rate to discount them. Estimation uncertainty relates to assumptions about future cash flows and the determination of a suitable discount rate.

- **Income tax** - Significant judgments are involved in determining the provision for income tax, including the amount expected to be paid or recovered in connection with uncertain tax positions.

- **Provisions** - Provisions are recognised when the Company has a present obligation 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 (excluding retirement obligation and compensated expenses) are not discounted to its present value and are determined based on the best estimate required to settle obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

- **Right to Use assets and liabilities-** 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.

d. Revenue recognition

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract. Revenue is recognised only when it can be reliably measured and it is probable that the economic benefits will flow to the Company. Amount disclosed as revenue are reported net of applicable taxes, which are collected on behalf of the government or on behalf of third parties. The following specific recognition criteria must also be met before revenue is recognised:

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

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. 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.

iv. 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.

v. Virtual print fees income

Revenue is recognised on an accrual basis in accordance with the terms of the relevant agreements.

vi. Revenue from gift vouchers

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 revenue in proportion to the pattern of rights exercised by the customer as there is an expectation that the Company will be entitled to revenue and that it is considered highly probable and a significant reversal will not occur in the future.

vii. Rental Income

Revenue from rent and common area maintenance is recognised based upon the agreement, for the period the property has been let out and when no significant uncertainty exists regarding the amount of consideration that will be derived. Ind AS 116 mandates straight lining of lease rental

income, only if the escalation rate is not in line with the general inflation rate.

viii. Gaming income

Revenue from gaming is recognised as and when the games are played by customers.

e. Other income

- a) Other income is recognised when no significant uncertainty as to its determination or realisation exists.
- b) Interest income is recognised using the effective interest method.
- c) Dividend income is accounted for when the right to receive the income is established.

f. Leases

i. The Company as Lessee

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated on a straight-line basis over the lease term. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

its assessment if whether it will exercise an extension or a termination option.

Lease liability and Right-of-use asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

ii. The Company as Lessor

the Company has recognized rental income on straight line basis in the statement of profit and loss in accordance with IND AS 116.

Income taxes

Tax expense recognised in statement of profit and loss comprises the sum of deferred tax and current tax not recognised in Other Comprehensive Income ('OCI') or directly in equity.

Current 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. Current income-tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in OCI or in equity).

Deferred tax

Deferred tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the balance sheet date. Deferred tax liabilities are generally recognised in full for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss, unused tax credits or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been

enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss (either in the OCI or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in the OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off such amounts.

Minimum alternate tax

Minimum alternate tax (MAT) paid in accordance with the tax laws gives rise to future economic benefits in the form of adjustments of future income tax liability. The same is considered as an asset if there is convincing evidence that the Company will pay normal income tax after the tax holiday period. Accordingly, MAT credit is recognised as a deferred tax asset in the balance sheet when it is probable that the future economic benefits associated with it will flow to the Company and the asset can be measured reliably.

g. 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.

i. Recognition, initial measurement and derecognition

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial assets or financial liability. However, trade receivables that do not contain a significant financing component are measured at transaction price.

The transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

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 under an eligible transaction.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

A financial guarantee contract is initially recognised at fair value. If the guarantee is taken from an unrelated party on a commercial basis, the initial fair value is likely to equal the premium paid. If no premium is paid, the fair value is determined using a method that quantifies the economic benefit of the guarantee to the holder.

ii. Subsequent Measurement

Non-Derivative Financial Instruments

Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVOCI)

A financial asset is subsequently measured at FVOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are subsequently fair

valued through statement of profit or loss. At the end of each subsequent reporting period, financial guarantees are measured at the amount initially recognised less cumulative amortisation, where appropriate.

Financial liabilities

Financial liabilities are subsequently carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

iii. Impairment of financial assets

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the twelve month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

h. Equity shares

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

i. Cash and cash equivalents and cash flows

Cash and cash equivalents comprise cash on hand and demand deposits, together with other current / short-term, highly liquid investments (original maturity less than 3 months) that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

The Cashflow Statement of the Company is prepared under 'Indirect' method as per Ind AS.

j. Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

impairment losses, if any. Cost includes inward freight and expenses incidental to acquisition and installation, net of tax credits up to the point the asset is ready for its intended use. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the entity and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the statement of profit and loss when incurred.

Gains or losses arising on the disposal of property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets, and are recognised in the statement of profit and loss within 'other income' or 'other expenses' respectively.

k. Capital work-in-progress

Amount paid towards the acquisition of property, plant and equipment and leasehold improvements outstanding as of each reporting date and the cost of property, plant and equipment and leasehold improvements under construction and not ready for intended use before such date are classified under Capital work-in-progress. These assets are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

l. Intangible assets

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 acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

m. Intangible assets under development

Cost related to brand creation and development are capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. The cost which can be capitalised include the cost of material, direct labour, overhead cost that are directly attributable to preparing the asset for its intended use.

n. Depreciation

Depreciation is provided on property, plant and equipment on pro rata basis for the period of use, on the straight line method (SLM) as per the useful

life of the assets prescribed under 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)
Plant & Machinery	13-15	5-13
Other furniture, fixtures and office equipments	5-10	8-10

The Company has estimated the residual value @ 5% of original cost for all assets except for sound and projections equipment's.

Freehold land is not depreciated. Depreciation on assets under construction commences only when the assets are ready for their intended use.

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.

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 method, useful life and residual value are reviewed periodically and, when necessary, revised. No further charge is provided in respect of assets that are fully written down but are still in use.

o. Amortization

Amortization is provided on intangible assets on pro rata basis for the period of use, on the straight line method (SLM) as per the useful life of the assets estimated by the management. Cost relating to purchased software and software licenses are capitalised and amortised on a straight-line basis over their estimated useful lives or 10 years whichever is lower.

Amortization method, useful life and residual value are reviewed periodically and, when necessary, revised. No further charge is provided in respect of assets that are fully written down but are still in use .

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

p. Investment in subsidiaries

Investment in subsidiaries are carried at cost less accumulated impairment, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries the difference between net disposal proceeds and the carrying amounts are recognised in the Statement of Profit and Loss

q. 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.

r. Impairment of non-financial assets

The carrying amount of the non-financial assets are reviewed at each balance sheet date if there is any indication of impairment based on internal / external factors. An impairment loss is recognised whenever the carrying amount of an asset or a cash generating unit exceeds its recoverable amount. The recoverable amount of the assets (or where applicable, that of the cash generating unit to which the asset belongs) is estimated as the higher of its net selling price and its value in use. Impairment loss is recognised in the statement of profit and loss.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life. A previously recognised impairment loss is increased or reversed depending on changes in circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation if there were no impairment.

s. 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 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
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

t. Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are expensed in the period in which they are incurred.

u. Foreign currency transaction and translations

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).

v. Employee benefits

• Defined contribution plans

The Company contributes to statutory provident fund in accordance with Employees Provident Fund and Miscellaneous Provisions Act, 1952 that is a defined contribution plan and contribution paid or payable is recognised as an expense in the period in which the employee renders services.

• Defined benefit plans

The Company's gratuity benefit scheme is a unfunded defined benefit plan. The Company's obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that employees have earned in return for their services in the current and prior periods recognised as a liability at the present value of the defined benefit obligations at the balance sheet date

based on an actuarial valuation carried out by an independent actuary using the Projected Unit Credit Method. The discount rates used for determining the present value of the obligations under the defined benefit plan are based on the market yields on government bonds as at the balance sheet date.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the statement of OCI in the year in which such gains or losses are determined. Re-measurement recognized in OCI is reflected immediately in retained earnings and will not be reclassified to Statement of Profit and Loss in the subsequent period

• Other long-term employee benefits

Liability in respect of compensated absences is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method. Actuarial gains and losses arising from past experience and changes in actuarial assumptions are charged to statement of profit and loss in the year in which such gains or losses are determined.

• Short-term employee benefits

Expense in respect of other short-term benefits is recognised on the basis of the amount paid or payable for the period during which services are rendered by the employee.

w. Provisions, contingent liabilities and contingent assets

A provision is recognised when the Company has a present obligation as a result of past events 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 management estimate of the amount required to settle the obligation at the date of the balance sheet. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events, existence of which would be confirmed by the occurrence or non-occurrence of one or more

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

uncertain future events not wholly within the control of the Company.

Contingent assets are not recognised in the financial statements. However, it is disclosed only when an inflow of economic benefits is probable.

x. Earnings per share

Basic earnings per share are computed by dividing net profit after tax (excluding other comprehensive income) by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share after considering the income tax effect of all finance costs associated with dilutive potential equity shares, and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share.

y. Operating segments

An operating segment is a component of a Company that engages in business activities from which it may earn revenue and incur expenses, including

revenue and expenses that relates to transactions with any of the Company's other components, for which discrete financial information is available, and such information is regularly reviewed by the Company's Chief Operating Decision Maker (CODM) to make key decision on operations of the segments and assess its performance.

z. Non-current assets (or disposal groups) classified as held for disposal

Assets are classified as held for disposal and stated at the lower of carrying amount and fair value less costs to sell. To classify any Asset as "Asset held for disposal" the asset must be available for immediate sale and its sale must be highly probable. Such assets or group of assets are presented separately in the Balance Sheet, in the line "Assets held for disposal". Once classified as held for disposal, these non-current assets are no longer amortised or depreciated.

- The Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules are issued from time to time. For the year ended 31 March 2024, MCA has not notified any new standard or amendment to the existing standards applicable to the Company.

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

Note 4: Property, plant and equipment

Particulars	Freehold lands	Theatre and mall buildings	Leasehold improvements	Plant and equipment	Other furniture, fixtures and office equipments	Computers	Vehicles	Right to use Asset	Total
Gross block									
Balance as at 31 March 2022	-	-	-	1.00	52.15	2.99	7.29	126.60	190.03
Additions	244.08	182.04	2,502.78	2,168.92	1,956.56	150.08	-	11,858.32	19,062.78
Transferred from Investment Property (refer note: 6)	1,971.68	5,765.92	-	-	-	-	-	-	7,737.60
Sale / Reversal during year	(1,828.59)	(2,556.59)	-	(6.79)	(20.46)	(0.73)	-	-	(4,413.16)
Balance as at 31 March 2023	387.17	3,391.37	2,502.78	2,163.13	1,988.25	152.34	7.29	11,984.92	22,577.25
Additions	-	2.09	345.85	519.80	265.10	33.90	-	2,693.99	3,860.73
Sale / Reversal during year	-	-	-	-	-	-	-	(1,678.94)	(1,678.94)
Balance as at 31 March 2024	387.17	3,393.46	2,848.63	2,682.93	2,253.36	186.24	7.29	12,999.97	24,759.04

Particulars	Freehold lands	Theatre and mall buildings	Leasehold improvements	Plant and equipment	Other furniture, fixtures and office equipments	Computers	Vehicles	Right to use Asset	Total
Accumulated depreciation									
Balance as at 31 March 2022	-	-	-	1.00	45.43	1.23	6.81	25.32	79.79
Depreciation transferred from Investment Property (refer note: 6)	-	3,220.60	-	-	-	-	-	-	3,220.60
Depreciation charge for the year	-	130.56	56.78	106.21	60.18	19.11	-	653.90	1,026.72
Reversal on disposals	-	(1,189.33)	-	(0.50)	(14.37)	(0.72)	-	-	(1,204.92)
Balance as at 31 March 2023	-	2,161.83	56.78	106.71	91.24	19.62	6.81	679.20	3,122.19
Depreciation charge for the year	-	119.78	239.18	200.83	243.57	49.47	-	1,139.02	1,991.85
Reversal on disposals	-	-	-	-	-	-	-	(211.23)	(211.23)
Balance as at 31 March 2024	-	2,281.61	295.96	307.54	334.81	69.09	6.81	1,606.99	4,902.81

Particulars	Freehold lands	Theatre and mall buildings	Leasehold improvements	Plant and equipment	Other furniture, fixtures and office equipments	Vehicles	Right to use Asset	Wind energy generator	Total
Net block									
Balance as at 31 March 2024	387.17	1,111.85	2,552.67	2,375.39	1,918.55	117.15	0.48	11,392.97	19,856.23
Balance as at 31 March 2023	387.17	1,229.55	2,446.00	2,056.42	1,897.01	132.72	0.48	11,305.71	19,455.06

Note :- a) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or investment property during the current or previous year.
 b) The Company does not have any proceedings initiated or are pending against it, for holding benami property under the Benami transaction (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

Note 5.1: Capital work in progress

(₹ in Lakhs)

Sr. No.	Description of the block of asset	As at 31 March 2023	Additions during the year	Capitalised during the year	As at 31 March 2024
1	Leasehold improvements	425.15	721.90	265.87	881.18
2	Other furniture, fixtures and office equipments	-	200.33	200.33	-
3	Plant & Machinery	-	267.67	267.67	-
4	Computers	-	12.72	12.72	-
Total		425.15	1,202.62	746.59	881.18

Note 5.2: Intangible assets under development

(₹ in Lakhs)

Sr. No.	Description of the block of asset	As at 31 March 2023	Additions during the year	Capitalised during the year	As at 31 March 2024
1	Software	19.42	65.93	83.35	2.00
Total		19.42	65.93	83.35	2.00

Capital work in progress and intangible assets under development ageing schedule

(₹ in Lakhs)

Balance as on 31 March 2024	Amount in CWIP for a period of				Total*
	< 1 year	1-2 years	2-3 years	> 3 years	
Projects in Progress*	479.05	404.13	-	-	883.18
Projects temporarily suspended	-	-	-	-	-

(₹ in Lakhs)

Balance as on 31 March 2023	Amount in CWIP for a period of				Total*
	< 1 year	1-2 years	2-3 years	> 3 years	
Projects in Progress*	444.57	-	-	-	444.57
Projects temporarily suspended	-	-	-	-	-

* Capital expenditures incurred on lease acquisitions and developments during the year are transferred to CWIP.

There is no capital work in progress, of which completion or cost compared to its original plan is overdue.

Note 6: Investment property

(₹ in Lakhs)

Particulars	Freehold lands	Theatre and mall buildings	Other buildings	Total
Balance as at 31 March 2022	1,971.68	2,545.33	1,661.26	6,178.27
Additions	-	-	-	-
Sales during the year	-	-	(1,641.34)	(1,641.34)
Transferred to asset held for sale	-	-	-	-
Transferred to Property, plant and equipment (refer note 46)	(1,971.68)	(2,545.33)	-	(4,517.01)
Depreciation charge for the year	-	-	(19.92)	(19.92)
Balance as at 31 March 2023	-	-	-	-
Additions	-	-	-	-
Sales during the year	-	-	-	-
Transferred to asset held for sale	-	-	-	-
Transferred to Property, plant and equipment	-	-	-	-
Depreciation charge for the year	-	-	-	-
Balance as at 31 March 2024	-	-	-	-

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

Note 7: Intangible assets

(₹ in Lakhs)

Particulars	Software	Brand	Total
Gross block			
Balance as at 31 March 2022	-	-	-
Additions	98.79	7.49	106.28
Sale / Reversal during year	-	-	-
Balance as at 31 March 2023	98.79	7.49	106.28
Additions	90.79	-	90.79
Sale / Reversal during year	-	-	-
Balance as at 31 March 2024	189.58	7.49	197.07

(₹ in Lakhs)

Particulars	Software	Brand	Total
Accumulated depreciation			
Balance as at 31 March 2022	-	-	-
Depreciation charge for the year	8.31	-	8.31
Reversal on disposals	-	-	-
Balance as at 31 March 2023	8.31	-	8.31
Depreciation charge for the year	15.79	-	15.79
Reversal on disposals	-	-	-
Balance as at 31 March 2024	24.10	-	24.10

(₹ in Lakhs)

Particulars	Software	Brand	Total
Net block			
Balance as at 31 March 2024	165.48	7.49	172.97
Balance as at 31 March 2023	90.48	7.49	97.97

Note 8: Investments

(₹ in Lakhs)

Particulars	As at 31 March 2024		As at 31 March 2023	
	Non-current	Current	Non-current	Current
(Unquoted)				
Investment in equity shares of subsidiary company (measured at cost)				
Transquare Realty Private Limited (10,000 equity shares of ₹ 10/- each, previous year 10,000 equity shares of ₹ 10/- each)	1.00	-	1.00	-
Cineline Realty Private Limited (10,000 equity shares of ₹ 10/- each, previous year 10,000 equity shares of ₹ 10/- each)	1.00	-	1.00	-
Cineline Industries Private Limited (10,000 equity shares of ₹ 10/- each, previous year 10,000 equity shares of ₹ 10/- each)	1.00	-	1.00	-
R & H Spaces Private Limited (24,590 equity shares of ₹ 10/- each, previous year 24,590 equity shares of ₹ 10/- each)	21,947.94	-	21,947.94	-
Investment in optionally convertible debentures (OCD) of subsidiary company				
Transquare Realty Private Limited (Current year 3 OCD's of ₹ 1,00,000/- each, previous Current year 21 OCD's of ₹ 1,00,000/- each)	3.00	-	21.00	-
Total	21,953.94	-	21,971.94	-
Aggregate value of unquoted investments	21,953.94	-	21,971.94	-

During the previous year, the Company's has investment 21 optionally convertible debentures (OCD) of Transquare Realty Private Limited (TRPL) a wholly owned subsidiary amounting ₹ 1 Lakh each. Out of 21 OCD's, TRPL has redeemed and repaid the amount of 18 OCDs in current year.

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

Note 9: Other financial assets

Particulars	As at 31 March 2024		As at 31 March 2023	
	Non-current	Current	Non-current	Current
	Security deposits (Unsecured, considered good)	815.91	565.76	426.65
Interest receivable	-	78.82	-	37.61
Other assets	-	15.88	-	58.20
Total	815.91	660.46	426.65	571.25

Note 10: Other assets

Particulars	As at 31 March 2024		As at 31 March 2023	
	Non-current	Current	Non-current	Current
	Capital advances	-	508.50	-
Prepaid expenses	6.94	42.29	19.58	54.72
Deferred rent expense	-	353.59	-	176.10
Unamortised processing fees for loan	56.57	6.78	63.36	6.78
Lease equalisation reserve	-	4.51	-	0.50
Advance to suppliers	-	81.74	-	10.66
Balances with government authorities	-	450.60	-	487.50
Other assets	-	34.36	-	24.50
Total	63.51	1,482.37	82.94	760.76

Note 11: Non-current tax assets

Particulars	As at 31 March 2024	As at 31 March 2023
	Advance tax (net of provision for tax of ₹ Nil (PY ₹ 180.85 Lakhs))	160.41
Total	160.41	262.15

Note 12: Deferred tax assets (net)

Particulars	As at 31 March 2024	As at 31 March 2023
	Deferred tax assets	
Provision for:		
Doubtful debts	21.22	24.81
Gratuity	12.06	11.71
Compensated absences	1.40	0.54
Bonus	-	-
Net lease expense on right of use asset	306.06	111.77
43B disallowance	140.65	154.95
Business loss	142.96	-
MAT credit entitlement		
₹ 32.90 Lakhs upto March 2026		
₹ 184.72 Lakhs upto March 2030	348.29	172.24
₹ 2.20 Lakhs upto March 2031		
₹ 128.47 Lakhs upto March 2033		
Total	972.65	476.02

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

Particulars	As at 31 March 2024	As at 31 March 2023
	Deferred tax liability	
On timing difference between book depreciation and depreciation as per Income Tax Act, 1961	659.04	243.60
Amortisation of Processing fees for term loan	15.84	17.53
Lease equalisation reserve	1.13	0.12
	676.00	261.25
Deferred tax Assets (net)	296.64	214.77

Note 13: Inventories (Valued at lower of cost or net realisable Value)

Particulars	As at 31 March 2024	As at 31 March 2023
	Food and Beverages	169.09
Stores and Spares	32.06	45.06
Total	201.15	184.16

Note 14: Trade receivables

Particulars	As at 31 March 2024	As at 31 March 2023
	Trade receivables considered good –Secured	-
Trade receivables considered good –Unsecured	334.30	335.47
Trade receivables which has significant increase in credit risk	-	-
Trade receivables – credit impaired	84.90	98.25
Sub-Total	419.20	433.72
Less: Provision for doubtful debts	(84.90)	(98.25)
Total	334.30	335.47

Ageing as at 31 March 2024

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed	311.79	16.16	1.00	-	5.35	334.30
i) Trade Receivables - considered good						
Undisputed	-	-	-	-	-	-
ii) Trade Receivables - which have significant increase in credit risk						
Undisputed	-	-	-	-	-	-
iii) Trade Receivables - credit impaired						
"Disputed	-	-	-	-	-	-
iv) Trade Receivables - considered good						
Disputed	-	-	-	-	-	-
v) Trade Receivables - which have significant increase in credit risk						
Disputed	-	-	-	33.82	51.08	84.90
vi) Trade Receivables - credit impaired						
Total	311.79	16.16	1.00	33.82	56.43	419.20

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

Ageing as at 31 March 2023

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed	154.29	82.91	33.84	-	64.43	335.47
i) Trade Receivables - considered good						
Undisputed	-	-	-	-	-	-
ii) Trade Receivables - which have significant increase in credit risk						
Undisputed	-	-	-	-	-	-
iii) Trade Receivables - credit impaired						
Disputed	-	-	-	-	-	-
iv) Trade Receivables - considered good						
Disputed	-	-	-	-	-	-
v) Trade Receivables - which have significant increase in credit risk						
Disputed	-	-	33.82	-	64.43	98.25
vi) Trade Receivables - credit impaired						
Total	154.29	82.91	67.66	-	128.86	433.72

Note 15: Cash and cash equivalents

Particulars	As at	
	31 March 2024	31 March 2023
Balances with banks - in current accounts	816.41	130.17
Cash on hand	82.47	25.87
Investment in mutual funds #	-	2,261.49
Deposit accounts (maturity upto 3 months)	115.43	11.50
Total	1,014.31	2,429.03

Nil Units in current year , previous year 87132.270 units of Baroda BNP Paribas Liquid Fund direct growth plan @ ₹ 2595.4687 each.

Note 16: Other bank balances

Particulars	As at	
	31 March 2024	31 March 2023
Unclaimed dividend account	0.93	0.93
Total	0.93	0.93

Note 17: Loans

Particulars	As at	
	31 March 2024	31 March 2023
Loan to related party		
Loans receivable considered good –Unsecured	1,627.10	1,648.53
Total	1,627.10	1,648.53

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

Note 18: Equity share capital

Particulars	Number of shares		Amount
a) Authorised share capital			
Equity shares of ₹ 5 each			
Total authorised equity share capital as at 31 March 2022	8,00,00,000		4,000.00
Change during the year	-		-
Total authorised equity share capital as at 31 March 2023	8,00,00,000		4,000.00
Change during the year	-		-
Total authorised equity share capital as at 31 March 2024	8,00,00,000		4,000.00
Preference shares of ₹ 10 each			
Total authorised preference share capital as at 31 March 2022	2,50,000		25.00
Change during the year	-		-
Total authorised preference share capital as at 31 March 2023	2,50,000		25.00
Change during the year	-		-
Total authorised preference share capital as at 31 March 2024	2,50,000		25.00

Issued, subscribed and paid-up equity share capital:

Particulars	Number of shares		Amount
Equity shares of ₹ 5 each			
Balance as at 31 March 2022	3,00,97,902		1,504.90
Change during the year	14,68,532		73.42
Balance as at 31 March 2023	3,15,66,434		1,578.32
Equity shares of ₹ 7.5 per share paid up	-		-
Change during the year	27,00,000		135.00
Shares issued and fully paid as at 31 March 2024	3,42,66,434		1,713.32

b) Terms and rights attached to equity shares

The Company has only one class of equity shares having a face value of ₹ 5 per share. Each holder of equity shares is entitled to one vote per share. The equity shareholders are entitled to dividend to be proposed by the Board of Directors and to be approved by the shareholders in the General Meeting. 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 shares held by each shareholder holding more than 5% shares

Name of shareholder	As at 31 March 2024		As at 31 March 2023	
	Number of shares	% of total shares	Number of shares	% of total shares
Equity shares of ₹ 5 each				
Hiral Kanakia Trust (beneficiary Himanshu B. Kanakia)	30,68,800	8.96%	30,68,800	9.72%
Vrutant Benefit Trust (beneficiary Himanshu B. Kanakia)	30,68,800	8.96%	30,68,800	9.72%
Rupal Kanakia Trust (beneficiary Rasesh B. Kanakia)	30,68,800	8.96%	30,68,800	9.72%
Ashish Benefit Trust (beneficiary Rasesh B. Kanakia)	30,68,800	8.96%	30,68,800	9.72%
Rupal R. Kanakia	24,28,844	7.09%	24,28,844	7.69%
Hiral H. Kanakia	24,28,844	7.09%	24,28,844	7.69%
One Up Financial Consultants Private Limited	15,20,000	4.44%	16,03,500	5.08%
Total	1,86,52,888	54.43%	1,87,36,388	59.36%

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

d) Details of shares held by the promoters

Name of shareholder	As at 31 March 2024		As at 31 March 2023		% of change during the year
	Number of shares	% of total shares	Number of shares	% of total shares	
Equity shares of ₹ 5 each					
Himanshu B. Kanakia	12,73,824	3.72%	12,73,824	4.04%	0%
Hiral Kanakia Trust (beneficiary Himanshu B. Kanakia)	30,68,800	8.96%	30,68,800	9.72%	0%
Vrutant Benefit Trust (beneficiary Himanshu B. Kanakia)	30,68,800	8.96%	30,68,800	9.72%	0%
Rasesh B. Kanankia	12,73,924	3.72%	12,73,924	4.04%	0%
Rupal Kanakia Trust (beneficiary Rasesh B. Kanakia)	30,68,800	8.96%	30,68,800	9.72%	0%
Ashish Benefit Trust (beneficiary Rasesh B. Kanakia)	30,68,800	8.96%	30,68,800	9.72%	0%
Rupal R. Kanakia	24,28,844	7.09%	24,28,844	7.69%	0%
Hiral H. Kanakia	24,28,844	7.09%	24,28,844	7.69%	0%
Ashish Rasesh Kanakia	10,42,133	3.04%	3,67,133	0.01	184%
Niyati Rasesh Kanakia	10,42,133	3.04%	3,67,133	0.01	184%
Vrutant Himanshu Kanakia	10,42,133	3.04%	3,67,133	0.01	184%
Vrusti Benefit Trust (beneficiary Himanshu B. Kanakia)	10,42,133	3.04%	3,67,133	0.01	184%
Kanakia Gruhnirman Private Limited	140	0.00%	140	0.00%	0%
Kanakia Finance and Investments Private Limited	140	0.00%	140	0.00%	0%
	2,38,49,448	69.60%	2,11,49,448	67.00%	

Note :

The convertible warrant holder's, to whom 27,00,000 warrants of the Company were allotted on 19 July 2022 on preferential basis at issue price of ₹ 130 each warrant had exercised the option by paying the warrant exercise price of ₹ 55 per warrant totalling to ₹ 1485.00 Lakhs during the year and accordingly warrants were converted into equal number of equity shares on 23 October 2023 and 11 December 2023.

e) The Company has not issued any bonus shares, shares for consideration other than cash or has not bought back any shares during the period of five years immediately preceding the reporting date

Note 19: Other equity

Particulars	Sub-note	(₹ in Lakhs)	
		As at 31 March 2024	As at 31 March 2023
Securities premium reserve	(i)	9,310.68	5,935.68
Capital redemption reserve	(ii)	17.02	17.02
General reserve	(iii)	55.00	55.00
Retained earnings	(iv)	8,153.02	8,290.55
Warrants	(v)	-	2,025.00
Total		17,535.72	16,323.25

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

(i) Securities premium reserve

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Balance at the beginning of the year	5,935.68	4,959.10
Change during the year	3,375.00	976.58
Balance at the end of the year	9,310.68	5,935.68

Securities premium was created when shares were issued at premium. The reserve will be utilised in accordance with the provisions of the Companies Act, 2013.

(ii) Capital redemption reserve

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Balance at the beginning of the year	17.02	17.02
Change during the year	-	-
Balance at the end of the year	17.02	17.02

Capital Redemption Reserve was created when Preference shares were redeemed. The reserve will be utilised in accordance with the provisions of the Companies Act, 2013.

(iii) General reserve

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Balance at the beginning of the year	55.00	55.00
Change during the year	-	-
Balance at the end of the year	55.00	55.00

General reserve is created from time to time by way of transfer of profits from retained earnings for appropriation purpose. This reserve is a distributable reserve.

(iv) Retained earnings

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Balance at the beginning of the year	8,290.55	7,219.59
Add : Profit for the year	(155.47)	1,075.72
Less: Dividend distributed on equity shares	-	-
Less: Tax on dividend distributed on equity shares	-	-
Less: Other adjustments (net of taxes)	-	-
Items of other comprehensive income / (loss) recognised directly in retained earnings		
- Remeasurement of net defined benefit liability	17.95	(4.76)
Balance at the end of the year	8,153.02	8,290.55

Retained earnings pertain to the accumulated earnings made by the Company over the years.

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

(v) Money received against share warrants

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Warrants issued	-	2,025.00

(vi) The convertible warrant holder's, to whom 27,00,000 warrants of the Company were allotted on 19 July 2022 on preferential basis at issue price of ₹ 130 each warrant had exercised the option by paying the warrant exercise price of ₹ 55 per warrant totalling to ₹ 1485.00 Lakhs during the year and accordingly warrants were converted into equal number of equity shares on 23 October 2023 and 11 December 2023.

Note 20: Non-current financial liabilities - borrowings

Particulars	Interest rate	Maturity date	(₹ in Lakhs)		Remarks
			As at 31 March 2024	As at 31 March 2023	
Secured					
Term loan from financial institution	12.15%	January 2032	7,182.88	7,632.79	Refer note (a) below
Line of credit from financial institution	13.08%	January 2034	4,295.38	4,431.39	Refer note (a) below
Total borrowings			11,478.26	12,064.18	
Less: Current maturities of term loan			(667.08)	(586.11)	
Total			10,811.18	11,478.07	

- (a) Term loan & line of credit taken from Aditya Birla Finance Limited is secured against:
- i) First and exclusive charge / hypothecation of:
 - 1) All Busines operations of following properties:
 - a) Theatre buildings
 - ii) First and exclusive charge on movable tangible and intangible assets including all stocks, work-in-progress, receivables, inventories, goodwill, patents, trade licenses, permits and all other intellectual property rights and all plant, machinery and equipment employed and over all the contracts and insurance policies/proceeds under the insurance contract in relation to the above properties
 - iii) First and exclusive charge by way of hypothecation of the escrow account with all monies credited / deposited therein and all investments in respect thereof (in whatever form the same may be)
 - iv) Personal / corporate guarantee of Rasesh B. Kanakia and Himanshu B. Kanakia.
 - v) First and exclusive charge by way of registered mortgage on the above detailed properties together with all the buildings and structures thereon, both present and future.
 - (b) Company is not required to file any quarterly return or statement with lender.
 - (c) Term Loans were used fully for the purpose for which the same were obtained.

Net debt reconciliation

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Non-current borrowings (including current maturities)	11,478.26	12,064.18
Cash and cash equivalents	1,014.31	2,429.03
Net debt	10,463.95	9,635.15

Particulars	(in ₹ Lakhs)	
	Cash and cash equivalents	Non-current borrowings
Balance as at 31 March 2023	2,429.03	12,064.18
Cash flows (net)	(1,414.72)	(585.92)
Balance as at 31 March 2024	1,014.31	11,478.26

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

Note 21: Other financial liabilities

Particulars	(₹ in Lakhs)		(₹ in Lakhs)	
	As at 31 March 2024		As at 31 March 2023	
	Non-current	Current	Non-current	Current
Interest accrued but not due on borrowings	-	63.03	-	62.79
Unclaimed dividends	-	0.93	-	0.93
Other payables	-	37.82	-	15.86
Salary and reimbursements	-	154.10	-	119.01
Security deposits	1,545.77	1,191.36	1,852.44	1,127.99
Capital creditors	-	1,592.83	-	2,543.02
Deposits refundable	-	0.80	-	1.29
Total	1,545.77	3,040.87	1,852.44	3,870.89

Note 22: Provisions

Particulars	(₹ in Lakhs)		(₹ in Lakhs)	
	As at 31 March 2024		As at 31 March 2023	
	Non-current	Current	Non-current	Current
Provision for employee benefits obligations (refer note 33)	174.38	43.61	167.08	47.94
Total	174.38	43.61	167.08	47.94

Note 23: Other liabilities

Particulars	(₹ in Lakhs)		(₹ in Lakhs)	
	As at 31 March 2024		As at 31 March 2023	
	Non-current	Current	Non-current	Current
Deferred income	5.64	-	0.51	-
Revenue received in Advance	-	170.98	-	220.76
Other liabilities	21.50	10.75	18.22	20.48
Statutory dues payable	-	81.50	-	74.69
Total	27.14	263.23	18.73	315.93

Note 24: Trade payables

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Dues to Micro enterprises & small enterprises	159.08	5.56
Dues to creditors other than Micro enterprises & small enterprises	1,540.23	1,450.17
Total	1,699.31	1,455.73

The disclosures relating to Micro and Small Enterprises (MSME) has been furnished to the extent such parties have been identified on the basis of intimation received from suppliers regarding their status under the Micro and Small Enterprises Act, 2006.

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

Disclosure U/s 22 of Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act)

Particulars	(₹ in Lakhs)	
	31 March 2024	31 March 2023
a) the principal amount and the interest due thereon remaining unpaid	159.08	5.40
b) the amount of interest paid, along with the amounts of the payment made to the supplier beyond the appointed day during the accounting year	-	-
c) the amount of interest due and payable for the period of delay in making payment without interest	-	-
d) the amount of interest accrued and remaining unpaid at the end of financial year	37.82	0.16
e) 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.	-	-

Ageing as at 31 March 2024

Particulars	Outstanding for following periods from due date of payment				Total
	< 1 year	1-2 years	2-3 years	> 3 years	
	(₹ in Lakhs)				
MSME	156.06	3.02	-	-	159.08
Others	1,466.42	73.81	-	-	1,540.23
Disputed Dues - MSME	-	-	-	-	-
Disputed Dues - Others	-	-	-	-	-
Total	1,622.48	76.83	-	-	1,699.31

Ageing as at 31 March 2023

Particulars	Outstanding for following periods from due date of payment				Total
	< 1 year	1-2 years	2-3 years	> 3 years	
	(₹ in Lakhs)				
MSME	5.56	-	-	-	5.56
Others	1,368.55	81.62	-	-	1,450.17
Disputed Dues - MSME	-	-	-	-	-
Disputed Dues - Others	-	-	-	-	-
Total	1,374.11	81.62	-	-	1,455.73

Note 25: Revenue from operations

Particulars	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Sale of services		
Sale of movie tickets	12,548.04	5,682.51
Advertisement income	477.41	307.16
Virtual print fees	162.20	109.05
Convenience fees	439.95	163.82
Rental income	65.30	26.52
	13,692.90	6,289.06
Other operating revenue		
Food & beverages sale	5,223.90	2,207.05
Gaming revenue	0.47	15.77
Income from car parking	43.79	43.75
Sale of power	-	1.50
	5,268.16	2,268.07
Total	18,961.06	8,557.13

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

Note 26: Other income

Particulars	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Interest income	249.83	820.89
Sundry balances written back	46.52	0.02
Provisions no longer required written back	13.35	4.39
Gain / Loss on Short term investments-fair value	-	9.74
Gain / Loss on sale of short term investments	56.60	60.50
Gain due to modification of lease liability	141.48	1.03
Financial liabilities measured at amortised cost	2.01	-
Miscellaneous income	166.76	87.52
Total	676.55	984.09

Note 27: Employee benefits expense

Particulars	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Salaries and bonus	1,397.28	1,013.97
Contribution to provident and other funds (refer note 33)	122.58	81.86
Staff welfare expenses	77.02	27.06
Total	1,596.88	1,122.89

Note 28: Finance costs

Particulars	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Interest expense		
on term loan	1,486.27	1,474.28
on others	2.20	3.35
Finance charges	55.55	30.46
Interest on lease liability	1,325.27	735.23
Total	2,869.29	2,243.32

Note 29: Depreciation and amortisation expense

Particulars	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Depreciation on right of use asset	1,139.02	653.89
Depreciation on property, plant and equipment	852.83	350.96
Amortisation on intangible assets	15.79	8.31
Total	2,007.64	1,013.16

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

Note 30: Other expenses

Particulars	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Rates and taxes	522.63	416.76
Repairs and maintenance	478.59	309.28
Common area maintenance	772.45	352.46
Housekeeping charges	397.24	229.45
Security charges	196.23	138.04
Rent	1,121.30	135.28
Travelling and conveyance	148.19	109.06
Communication expenses	29.42	25.42
Insurance	21.74	16.11
Legal and professional fees	201.18	260.62
Advertising & marketing	73.39	281.26
Outsourced labour	755.95	350.00
Printing and stationery	16.36	20.57
Director's sitting fees	4.30	4.70
Profit / Loss on sale of assets	-	6.01
Provision for doubtful debts	-	0.99
Sundry Balance Written Off	3.75	-
Payment gateway charges	55.81	22.55
Contribution towards corporate social responsibility	4.15	12.80
Miscellaneous expenses	140.95	117.46
Modification of Lease Liability	2.87	-
Reversal of lease income on straightlining	-	1.37
Audit fees	14.25	11.75
Total	4,960.75	2,821.94
a) Auditor's remuneration (exclusive of taxes)		
- Statutory audit fees	14.25	11.75
Total	14.25	11.75

Note 31: Current tax

(a) Income-tax expense through the statement of profit and loss

Particulars	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Profit or loss section		
Tax on Continued Operations		
Current tax		
Current tax on profits for the year	-	-
Adjustments for current tax of prior periods	(22.38)	-
Reversal of MAT credit	-	-
	(22.38)	-
Deferred tax charge / (credit)		
In respect of current year origination and reversal of temporary differences	88.16	(467.25)
Total tax expense on continuing operations	65.78	(467.25)
Tax on Discontinued Operations		
Current tax		
Current tax on profits for the year	-	135.36
Reversal of MAT credit	-	46.43
	-	181.79
Deferred tax charge / (credit)		
In respect of current year origination and reversal of temporary differences	-	(21.58)
Total tax expense on discontinuing operations	-	160.21

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:

Particulars	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Accounting profit before income-tax	(89.69)	(1,722.32)
Applicable Indian statutory income-tax rate	27.82%	27.82%
Computed tax expense	(24.95)	(479.15)
Tax effect of items deductible in calculating tax income (net)	113.23	12.01
Effect of income that is exempt from tax	(0.11)	(0.11)
MAT credit reversal / (creation)	-	-
Adjustment of current tax of prior periods	(22.38)	-
Income-tax expense reported in the statement of profit and loss	65.78	(467.25)

Note 32: Earnings per share

Particulars	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
The numerators and denominators used to calculate the basic and diluted earnings per share are as follows:		
Net profit attributable to shareholders for basic/diluted earnings per share		
Continuing operation	(155.47)	(1,255.07)
Discontinued operation	-	2,330.79
Continuing operation and Discontinued operation	(155.47)	1,075.72
Weighted average number of equity shares for basic/diluted earnings per share (in Lakhs)	314.14	314.14
Basic and Diluted earnings per share		
Continuing operation	(0.48)	(4.00)
Discontinued operation	-	7.43
Continuing operation and Discontinued operation	(0.48)	3.43

Note 33: Employee benefits

Particulars	(₹ in Lakhs)			
	As at 31 March 2024		As at 31 March 2023	
	Non-current	Current	Non-current	Current
Gratuity	157.97	38.93	152.59	44.49
Compensated absences	16.41	4.68	14.49	3.45
Total	174.38	43.61	167.08	47.94

The Company has a defined benefit gratuity plan. Every employee who has completed continuous services of five years or more gets a gratuity on death or resignation or retirement at 15 days salary (last drawn salary) for each completed year of service. The following tables summarise the components of net benefit expense recognised in the statement of profit and loss and the amount recognised in the balance sheet for the defined benefit plan.

Particulars	(₹ in Lakhs)	
	Gratuity benefits	
	As at 31 March 2024	As at 31 March 2023
Change in the present value of the defined benefit obligation:		
Opening defined benefit obligation	197.07	30.24
Transfer In / (Out)	-	152.32
Interest cost	13.73	11.95
Service Cost	33.05	9.58
Benefits paid	(23.00)	(13.74)
Actuarial losses/(gains) on obligation	(23.94)	6.72
Closing defined benefit obligation	196.91	197.07
Amount recognised in the balance sheet:		
Liability at the beginning of the year	197.07	30.24
Current year's expense	46.78	21.53
Transferred to OCI	(23.94)	6.72
Contributions by employer	(23.00)	(13.74)
Liability recognised in the Balance Sheet	196.91	44.75
Expense recognised in the statement of profit and loss:		
Service cost	33.05	9.58
Interest cost	13.73	11.95
Expected return on plan assets	-	-
	46.78	21.53

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Expense/(income) recognised in the other comprehensive income:		
Actuarial loss / (gain) on defined benefit obligations	(23.94)	6.72
Net expense / (income) recognised in the total comprehensive income	(23.94)	6.72
Breakup of actuarial gain/loss		
Actuarial (gain) / loss arising from change in financial assumption	2.48	(7.75)
Actuarial (gain) / loss arising from experience adjustment	(26.42)	14.47
	(23.94)	6.72

Actuarial assumptions used

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Discount rate (per annum)	7.20%	7.40%
Salary growth rate (per annum)		
-for first year	3.00%	3.00%
-for second year	5.00%	5.00%
-thereafter	10.00%	10.00%

Demographic assumptions used

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Mortality table	IALM(2012-14)	IALM(2012-14)
Retirement age	60 years	60 years
Average remaining life (years)	7.28	7.22
Withdrawal rates for all ages	12% per annum	12% per annum

These assumptions were developed by the management with the assistance of independent actuarial appraisers. Discount factors are determined close to each year end by reference to government bonds of relevant economic markets and that have terms to maturity approximating to the terms of the related obligation. Other assumptions are based on management's historical experience.

Sensitivity analysis

The financial results are sensitive to the actuarial assumptions. The changes to the defined benefit obligations for increase & decrease of 1% from assumed salary escalation, withdrawal and discount rates are given below. The following table summarises the effects of changes in these actuarial assumptions on the defined benefit liability at 31 March 2024.

Particulars	(₹ in Lakhs)			
	As at 31 March 2024		As at 31 March 2023	
	Increase by 1%	Decrease by 1%	Increase by 1%	Decrease by 1%
Discount rate				
Increase/ (decrease) in the defined benefit liability	185.11	210.25	185.37	210.33
Salary escalation rate				
Increase/ (decrease) in the defined benefit liability	208.19	186.67	208.28	186.91
Withdrawal rates				
Increase/ (decrease) in the defined benefit liability	195.29	198.73	195.56	198.78

The present value of the defined benefit obligation calculated with the same method (projected unit credit) as the defined benefit obligation recognised in the balance sheet. The sensitivity analysis is based on a change in one assumption while not changing all other assumptions. This analysis may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in the assumptions would occur in isolation of one another since some of the assumptions may be co-related.

Compensated absences

The Company has a defined benefit compensated absences plan. Employees are eligible to avail the unutilised accumulated compensated absences subject to the maximum of forty five days. Leaves accumulated are not encashable. The obligation for compensated absences is recognised in the same manner as gratuity and net charge to the statement of profit and loss for the year is ₹ 5.31 Lakhs (Previous year: net reversal to the statement of profit and loss for the year is ₹ 0.93 Lakhs).

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

Actuarial assumptions used

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Discount rate	7.20%	7.40%
Expected salary escalation rate		
-for first year	3.00%	3.00%
-for second year	5.00%	5.00%
-thereafter	10.00%	10.00%
Mortality table	IALM(2012-14)	IALM(2012-14)
Withdrawal rate	12% per annum	12% per annum

Note 34: Related party transactions

In accordance with the requirement of Indian Accounting Standard (Ind AS) 24 "Related Party Disclosures", names of the related parties, related party relationships, transactions and outstanding balances including commitments where control exists and with whom transactions have taken place during the reported period are as follows:

a) List of related parties

Relationship	Name of the related party
Directors	Rasesh B. Kanakia
	Himanshu B. Kanakia
	Hiral H. Kanakia
Relative of director	Manisha Vora
Key management personnel (KMP)	Ashish R. Kanakia
	Vipul Parekh
	Rashmi Shah
Entities under common control	Kanakia Spaces Realty Private Limited
	Kanakia Hotels & Resorts Private Limited
	RBK Education Solutions Private Limited
	Kanakia Future Realty Private Limited
Subsidiary company	Transquare Realty Private Limited
	R&H Spaces Private Limited
	Cineline Industries Private Limited
	Cineline Realty Private Limited

Details of transaction between the Company and its related parties are disclosed below:

b) Transactions during the year

Particulars	Nature of relationship	(₹ in Lakhs)	
		Year ended 31 March 2024	Year ended 31 March 2023
Loan given to			
Kanakia Spaces Realty Private Limited	Entity under common control	3,884.37	573.00
R&H Spaces Private Limited	Subsidiary company	458.36	1,433.47
Transquare Realty Private Limited	Subsidiary company	2.17	-
Cineline Industries Private Limited	Subsidiary company	1.03	-
Cineline Realty Private Limited	Subsidiary company	1.03	0.27
Conversion of loan given into investment in equity shares			
R&H Spaces Private Limited	Subsidiary company	-	13,021.58
Purchase of equity shares of subsidiary			
Transquare Realty Private Limited	Subsidiary company	-	8,925.00
Received towards redemption of OCD			
Transquare Realty Private Limited	Subsidiary company	18.00	8,939.00
Guarantee received			
R&H Spaces Private Limited	Subsidiary company	-	2,500.00

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

Particulars	Nature of relationship	(₹ in Lakhs)	
		Year ended 31 March 2024	Year ended 31 March 2023
Loan given received back			
Kanakia Spaces Realty Private Limited	Entity under common control	4,043.14	994.32
R&H Spaces Private Limited	Subsidiary company	325.23	342.93
Deposit received back			
Kanakia Spaces Realty Private Limited	Entity under common control	15.90	-
Interest received from			
Kanakia Spaces Realty Private Limited	Entity under common control	135.90	147.09
R&H Spaces Private Limited	Subsidiary company	82.85	655.47
Advertisement income received			
Kanakia Future Realty Private Limited	Entity under common control	-	6.00
RBK Education Solutions Private Limited	Entity under common control	-	2.59
Other expenses			
Kanakia Hotels & Resorts Private Limited	Entity under common control	-	1.63
Rent expense			
Kanakia Spaces Realty Private Limited	Entity under common control	2.65	31.80
Reimbursement of expenses paid			
Kanakia Spaces Realty Private Limited	Entity under common control	-	-
Vipul Parekh	KMP	7.20	9.84
Rashmi Shah	KMP	0.15	-
Professional fees paid			
Manisha Vora	Relative of director	9.53	10.58
Rashmi Shah	KMP	5.40	6.00
Remuneration paid			
Rasesh B. Kanakia	Director	16.00	13.60
Himanshu B. Kanakia	Director	16.00	13.60
Hiral H. Kanakia	Director	15.00	12.75
Vipul Parekh	KMP	27.93	27.93
Ashish R. Kanakia	KMP	29.40	22.08

The Related Party relationships are identified by the management and relied upon by the auditors

There are no other type of remuneration paid to KMP.

c) Balances outstanding at the year end

Particulars	Nature of relationship	(₹ in Lakhs)	
		As at 31 March 2024	As at 31 March 2023
Loan given			
Kanakia Spaces Realty Private Limited	Entities under common control	510.85	669.62
R&H Spaces Private Limited	Subsidiary Company	1,107.43	974.31
Transquare Realty Private Limited	Subsidiary Company	6.30	4.13
Cineline Industries Private Limited	Subsidiary Company	1.13	0.10
Cineline Realty Private Limited	Subsidiary Company	1.40	0.37
Investment in equity capital			
Transquare Realty Private Limited	Subsidiary Company	1.00	1.00
Cineline Industries Private Limited	Subsidiary Company	1.00	1.00
Cineline Realty Private Limited	Subsidiary Company	1.00	1.00
R & H Spaces Private Limited	Subsidiary Company	21,947.94	21,947.94
Investment in debentures			
Transquare Realty Private Limited	Subsidiary Company	3.00	21.00
Guarantee received			
R & H Spaces Private Limited	Subsidiary Company	2,070.83	2,500.00
Interest receivable			
R&H Spaces Private Limited	Subsidiary Company	43.22	12.43
Kanakia Spaces Realty Private Limited	Entities under common control	35.60	25.13

Particulars	Nature of relationship	(₹ in Lakhs)	
		As at 31 March 2024	As at 31 March 2023
Security deposit given			
Kanakia Spaces Realty Private Limited	Entities under common control	-	15.90
Trade receivables			
Kanakia Future Realty Private Limited	Entities under common control	7.08	7.08
Trade payable			
Manisha Vora	Relative of director	0.79	0.79
Vipul Parekh	KMP	0.60	0.60
Rashmi Shah	KMP	0.45	0.45
Other payable			
Rashmi Shah	KMP	-	0.15

Note 35: Segment information

Operating segments

Considering the nature of operations and the manner in which the chief operating decision maker of the Company reviews the operating results, the Company is engaged primarily in the business of theatrical exhibition and allied activities under the brand "Movie Max". Accordingly, in the context of Indian Accounting Standard Ind AS 108 "Operating Segments", it is considered to contribute single reportable segment.

Note 36: Discontinued Operations

In the month of July 2022, the Company has entered into an agreement with Ramsons Holdings Private Limited for sale of its undertaking i.e. Eternity Mall at Nagpur at a consideration of ₹ 6,000 Lakhs

The profit/loss of discontinued operations and the resultant profit/loss on disposal has been included in the financial statements as loss from discontinued operations.

Analysis of profit/ loss for the year from discontinued operations:

The results of the discontinued operations included in the profit for the year are as set below. The comparative results and cash flow from discontinued operations have been presented as if these operations were discontinued in the prior year as well

Particular	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Revenue	-	198.29
Expenses	-	502.01
Profit/(loss) before Tax from discontinued operations	-	(303.72)
Profit on disposal of divisions	-	2,794.72
Tax expense of discontinued operations	-	(160.21)
Profit/(loss) after Tax from discontinued operations	-	2,330.79
Profit after Tax from discontinued operations attributable to Owners of the Company	-	2,330.79

Analysis of cash flow from discontinued operations	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Net cash (outflow) from operating activities	-	(72.34)
Net cash (outflow) from investing activities	-	7,215.53
Net cash (outflow) from financing activities	-	(6,575.35)

Computation of profit on disposal	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Cash Consideration received (if any)	-	7,397.32
(-) Carrying value of net asset sold	-	4,602.59
Profit on Disposal	-	2,794.73

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

Note 37: 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.

Particular	Year ended	
	31 March 2024	31 March 2023
	(₹ in Lakhs)	
Legal and professional fees	30.81	211.68
Salaries and bonus	171.82	214.02
Common area maintenance	6.97	53.28
Travelling and conveyance	18.97	75.40
Security charges & Housekeeping Charges	8.13	17.90
Electricity & Water Charges	20.28	13.18
Miscellaneous expenses	39.48	30.33
Total Capital work-in-progress	296.46	615.79
Add Brought forward from Previous Year	337.40	175.25
Less Capitalised/Charges during the Year	(245.96)	(453.64)
Balance Included in Capital Work-in-Progress	387.90	337.40

Note 38: Financial instruments

The management assessed that cash and bank balances, trade receivables, trade payables, cash credits and other financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair values of the financial assets and liabilities are 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.

The Company has established the following fair value hierarchy that categorises the values into 3 levels. The inputs to valuation techniques used to measure fair value of financial instruments are:

- Level 1: This hierarchy uses quoted (unadjusted) prices in active markets for identical assets or liabilities. The fair value of all equity investments and units of mutual funds which are traded in the stock exchanges is valued using the closing price or dealer quotations as at the reporting date.
- Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on company specific estimates. The mutual fund units are valued using the closing Net Asset Value. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.
- Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

i) Financial instruments by category

As at 31 March 2024

Particulars	Year ended			
	Fair value through P&L	Fair value through OCI	Amortised Cost	Total
	(₹ in Lakhs)			
Financial assets				
Trade receivables	-	-	334.30	334.30
Investments - Non current	-	-	21,953.94	21,953.94
Loans - Current	-	-	1,627.10	1,627.10
Cash and cash equivalents	-	-	1,014.31	1,014.31
Other Bank balances	-	-	0.93	0.93
Other financial assets	-	-	1,476.37	1,476.37
Total	-	-	26,406.95	26,406.95
Financial liabilities				
Trade payables	-	-	1,699.31	1,699.31
Lease liabilities	-	-	12,001.80	12,001.80
Borrowings (including current maturity)	-	-	11,478.26	11,478.26
Other financial liabilities - Non current	-	-	1,545.77	1,545.77
Other financial liabilities - Current	-	-	3,040.87	3,040.87
Total	-	-	29,766.01	29,766.01

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

As at 31 March 2023

Particulars	Year ended			Total
	Fair value through P&L	Fair value through OCI	Amortised Cost	
	(₹ in Lakhs)			
Financial assets				
Trade receivables	-	-	335.47	335.47
Investments - Non current	-	-	21,971.94	21,971.94
Loans - Current	-	-	1,648.53	1,648.53
Cash and cash equivalents	2,261.49	-	167.54	2,429.03
Other Bank balances	-	-	0.93	0.93
Other financial assets	-	-	997.90	997.90
Total	2,261.49	-	25,122.31	27,383.80
Financial liabilities				
Trade payables	-	-	1,455.74	1,455.74
Lease liabilities	-	-	11,191.69	11,191.69
Borrowings (including current maturity)	-	-	12,064.18	12,064.18
Other financial liabilities - Non current	-	-	1,852.44	1,852.44
Other financial liabilities - Current	-	-	3,870.89	3,870.89
Total	-	-	30,434.93	30,434.93

ii) Financial instruments by category

Particulars	Fair value measurement using			Total Amount
	(Level 1) Amount	(Level 2) Amount	(Level 3) Amount	
	(₹ in Lakhs)			
As at 31 March 2024				
Financial assets				
Fair value through other comprehensive income				
Investment in equity shares - quoted	-	-	-	-
Fair value through profit and loss				
Investment in mutual funds	-	-	-	-
Total	-	-	-	-
As at 31 March 2023				
Financial assets				
Fair value through other comprehensive income				
Investment in equity shares - quoted	-	-	-	-
Fair value through profit and loss				
Investment in mutual funds	-	2,261.49	-	2,261.49
Total	-	2,261.49	-	2,261.49

Note 39: Risk Management

The Company's activities expose it to credit risk, liquidity risk and market risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

The Company's risk management is carried out by finance team under policies approved by the Board of Directors. The Board of Directors provide written principles for overall risk management, as well as policies covering specific areas, interest rate risk, credit risk and investment of excess liquidity.

A) Credit risk

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or pay amounts due to the Company causing financial loss. It arises from cash and cash equivalents, deposits with banks and financial institutions, security deposits, loans given and principally from credit exposures to customers relating to outstanding receivables. The Company's maximum exposure to credit risk is limited to the carrying amount of financial assets recognised at reporting date.

The Company continuously monitors defaults of customers and other counterparties, identified either individually or by the Company, and incorporates this information into its credit risk controls. The Company's policy is to deal only with creditworthy counterparties.

In respect of trade and other receivables, the Company is not exposed to any significant credit risk exposure to any single counterparty or any company of counterparties having similar characteristics. Trade receivables consist of a large number of customers. The Company has very limited history of customer default, and considers the credit quality of trade receivables that are not past due or impaired to be good.

The credit risk for cash and cash equivalents and loans is considered negligible, since the counterparties are reputable organisations with high quality external credit ratings.

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

B) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates. In addition, the Company's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

(₹ in Lakhs)				
31 March 2024	Up to 1 year	1-5 years	More than 5 years	Total
Non-derivatives				
Borrowings	667.08	6,027.30	4,783.88	11,478.26
Lease Liability	628.11	3,787.43	7,586.26	12,001.80
Trade payables	1,622.48	76.83	-	1,699.31
Other financial liabilities	3,040.87	1,545.77	-	4,586.64
Total	5,958.54	11,437.32	4,783.88	29,766.01

(₹ in Lakhs)				
31 March 2023	Upto 1 year	1-5 years	More than 5 years	Total
Non-derivatives				
Borrowings	586.11	5,132.05	6,346.02	12,064.18
Lease Liability	1,298.41	2,755.45	7,137.83	11,191.69
Trade payables	1,374.12	81.62	-	1,455.74
Other financial liabilities	3,870.89	1,852.44	-	5,723.33
Total	7,129.52	9,821.56	13,483.85	30,434.93

C) Market risk - foreign exchange

The Company is not exposed to any foreign exchange risk arising from foreign currency transactions.

D) Market risk - interest rate risk

The Company's policy is to minimise interest rate cash flow risk exposures on long-term financing. 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 Company's variable rate borrowings. The Company is not exposed to changes in market interest rates in so far it relates to fixed rate borrowings.

Interest rate risk exposure

Below is the overall exposure of the Company to interest rate risk:

(₹ in Lakhs)		
Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Variable rate borrowing	11,478.26	12,064.18

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 Company's profit before tax is affected through the impact on variable rate borrowing, as follows:

(₹ in Lakhs)		
Particulars	Gain / (loss) on profit before tax	
	31 March 2024	31 March 2023
Interest rate increases by 50 basis points	(57.39)	(60.32)
Interest rate decreases by 50 basis points	57.39	60.32

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

Note 40: Capital management

The Company's capital management objectives are:

- to ensure the Company's ability to continue as a going concern
- to provide an adequate return to shareholders

The Company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of balance sheet.

The Management assesses the Company's capital requirements in order to maintain an efficient overall financing structure while avoiding excessive leverage. This takes into account the subordination levels of the Company's various classes of debt. The Company manages the capital structure and makes adjustments to it in the light of changes in the economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

(₹ in Lakhs)		
Particulars	31 March 2024	31 March 2023
Net debts	10,463.95	9,635.15
Total equity	19,249.04	17,901.57
Gearing ratio	54.36%	53.82%

Note 41: Leases INDAS

a) As Lessee:

Following is the information pertaining to leases for the year ended:

(₹ in Lakhs)		
Particulars	31 March 2024	31 March 2023
(a) Depreciation charge for Right of Use asset	1,139.02	653.90
(b) Interest expense on lease liability	1,325.27	735.23
(c) Expense relating to short term leases accounted in profit & loss	130.96	14.26
(d) Expense relating to variable lease payments not included in the measurement of lease liabilities	955.65	116.76
(e) Total cash outflow for leases for the period	1,529.78	944.13
(f) Additions to Right of Use asset	2,693.99	11,858.32
(g) Carrying amount of Right of use Asset at the year end	11,392.97	11,305.71

Table showing contractual maturities of lease liabilities on undiscounted basis:

(₹ in Lakhs)		
Due	31 March 2024	31 March 2023
Due not later than one year	1,921.82	1,639.77
Due later than one year but not later than five years	8,630.18	7,216.06
Due Later than Five Years	11,726.98	12,376.14

b) As Lessor:

The Company has given certain part of its property on operating lease. These lease arrangements are long term and cancellable solely at discretion of the lessees. Rental income from leasing of property of ₹ 59.78 Lakhs (P.Y. ₹ 57.70 Lakhs) is recognised in the Statement of Profit and Loss. The initial direct cost (if any) is charged off to expenses in the year in which it is incurred.

The Company has not given any property under non -cancellable operating lease.

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

Note 42: Corporate social responsibility

The Average Profit/(Loss) before tax was ₹ (405.71) Lakhs, basis with the company was required to spend ₹ NIL towards Corporate Social Responsibility (CSR) activities for the current financial year.

(₹ in Lakhs)		
Particulars	31 March 2024	31 March 2023
a) Gross amount required to be spent by Company during the year	-	7.56
b) Amount spent during the year:		
In cash	4.15	12.80
Yet to be paid in cash	-	-
Total	4.15	12.80
(i) Construction / acquisition of any asset	-	-
(ii) On purposes other than (i) above	4.15	12.80

(₹ in Lakhs)		
c) In case of Section 135(5) Unspent amount:	31 March 2024	31 March 2023
Opening Balance	-	-
Less: Amount deposited in Specified Fund of Sch.VII within 6 months	-	-
Add: Amount required to be spent during the year	-	-
Less: Amount spent during the year	-	-
Closing Balance	-	-

(₹ in Lakhs)		
d) In case of Section 135(5) Excess Spent amount:	31 March 2024	31 March 2023
Opening Balance	11.82	6.58
Less: Amount required to be spent during the year	-	7.56
Add: Amount spent during the year	4.15	12.80
Closing Balance	15.97	11.82

- e) Nature of CSR: CSR activity amount spent on education.
f) Company has not spent any CSR amount on related party.

Note 43:

- (i) The Company do not have any material pending litigation which would impact its financial position.
(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
(iii) The Company has received corporate guarantee from its wholly owned subsidiary R&H Spaces Private Limited of which amount of ₹ 2071 Lakhs is outstanding in the current year.(₹ 2500 Lakhs in previous year.)

Note 44:

- I. The disclosure on the following matters required under Schedule III as amended not being relevant or applicable in case of the Company, same are not covered such as-
- a) The Company has not traded or invested in crypto currency or virtual currency during the financial year.
b) There are no transactions which are not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

- c) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
d) The Company has not entered into any scheme of arrangement.
e) No Registration or satisfaction of charges are pending to be filed with ROC.
f) The provision relating to compliance with number of layers of companies prescribed under clause (87) of section 2 of the Companies Act is not applicable to the Company.
- II. No dividend is declared & paid during the current financial year.
- III. a) 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 person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend to or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
b) No funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend to or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Note 45: Financial Performance

(₹ in Lakhs)						
Ratios	Numerator	Denominator	31 March 2024	31 March 2023	Variance	Reason
a) Current ratio	Current assets	Current liabilities	0.84	0.78	7.16%	-
b) Debt-equity ratio	Total debt	Shareholders' equity	0.60	0.67	(11.52%)	-
c) Debt service coverage ratio	Earnings available for debt service (1)	Debt service (2)	1.61	0.42	283.80%	Loss reduced as compared to previous year
d) Return on equity ratio	Net profits after taxes	Average shareholders' equity	(0.84%)	6.74%	(112.42%)	Loss in current year as compared profit in previous year
e) Inventory turnover ratio	Cost of goods Sold	Closing balance of Inventory	5.76	3.36	71.46%	Increase in cost by but increased inventory by 9% as comared to previous year
f) Trade receivables turnover ratio	Revenue	Average trade receivable	56.62	35.98	57.38%	Increase in revenue by as compared to previous year
g) Trade payables turnover ratio	Operating expenses	Average trade payables	8.40	8.58	(2.10%)	-
h) Net capital turnover ratio	Revenue	Working capital (3)	(18.56)	(5.20)	256.77%	Revenue increase as compared to previous year
i) Net profit ratio	Net profit after tax	Revenue	(0.82%)	12.57%	(106.52%)	Revenue increase as compared to previous year

Summary of significant accounting policies and other explanatory information to the standalone financial statements as at and for the year ended 31 March 2024 (Contd.)

(₹ in Lakhs)

Ratios	Numerator	Denominator	31 March 2024	31 March 2023	Variance	Reason
j) Return on capital employed	Earning before interest and taxes	Capital employed (4)	4.60%	(0.79%)	(685.03%)	Loss reduced as compared to previous year
k) Return on invested capital	Earning before interest and taxes	Invested capital (5)	13.38%	2.72%	392.69%	Loss reduced as compared to previous year
h) Adjusted debt Service cover ratio	Earnings available for debt service (1)	Adjusted Debt service (6)	1.61	1.73	(6.79%)	Loss reduced as compared to previous year

- (1) Net profit after taxes + non cash operating expenses (depreciation) + interest (finance costs) + other adjustments
- (2) Instalments made for borrowings with interest
- (3) Working capital = current assets - current liabilities
- (4) Capital employed = average equity + average debt - average deferred tax assets.
- (5) Invested capital = total equity + total debt - investments subsidiaries
- (6) Instalments made for borrowings with interest less prepayment of loan

Note 46:

Details of loans and advances in the nature of loans granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are:

- (a) repayable on demand; or
- (b) without specifying any terms or period of repayment

(₹ in Lakhs)

Type of borrower	Amount of loan / advance in the nature of loan outstanding	Percentage to total loans/ advances in the nature of loans
31 March 2024		
Entities under common control	510.85	31.40%
Subsidiary company	1,116.25	68.60%
Total loan	1,627.10	100.00%
31 March 2023		
Entities under common control	669.62	40.62%
Subsidiary company	978.91	59.38%
Total loan	1,648.53	100.00%

Note 47:

The Company has transaction or relation with any company struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956

(₹ in Lakhs)

Name of Struck off Company	Nature of transaction with struck off Company	Relation with Struck off Company, If any to be disclosed	31 March 2024	31 March 2023
Netflow Broadband Private Limited	Internet Operator	Vendor	-	0.01

Note 48:

The Company have used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has not operated throughout the year for all relevant transactions recorded in the software.

Note 49: Authorisation of financial statements

These financial statements as at and for the year ended 31 March 2024 (including comparatives) were approved and authorised for issue by the Board of Directors (BOD) on 22 May 2024.

As per our audit report of even date

For KKC & Associates LLP
Chartered Accountants
(Formerly Khimji Kunverji & Co LLP)
Firm Registration No.:105146W / W100621

Divesh B Shah
Partner
Membership No. : 168237

Place: Mumbai
Date: 22 May 2024

For and on behalf of the Board of Directors

Rasesh B. Kanakia
Chairman
DIN: 00015857

Vipul N. Parekh
Chief Financial Officer

Place: Mumbai
Date: 22 May 2024

Himanshu B. Kanakia
Managing Director
DIN: 00015908

Rashmi Shah
Company Secretary

Independent Auditor's Report

To
The Members of
Cineline India Limited

Report on the audit of the Consolidated Financial Statements

Opinion

- We have audited the accompanying Consolidated Financial Statements of Cineline India Limited ('the Holding Company' or 'the Parent' or 'the Company') and its subsidiaries (the parent and its subsidiaries together referred to as 'the Group'), which comprise the Consolidated Balance Sheet as at 31 March 2024 and the Consolidated Statement of Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows for the year ended on that date, and notes to the Consolidated Financial Statements, including a summary of material accounting policy information and other explanatory information ('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 our reports, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ('Ind AS') and other accounting principles generally accepted in India, of the Consolidated State of Affairs of the Group as at 31 March 2024, and its Consolidated Loss And Other Comprehensive Income, Consolidated Changes in Equity and its Consolidated 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 Consolidated Financial Statements section of our report. We are independent of the Group, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the Consolidated 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 we have obtained along with the consideration of our reports is sufficient and appropriate to provide a basis for our opinion on the Consolidated Financial Statements.

Key Audit Matters

- Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements of the current year. We have determined that there are no key audit matters to be communicated in our report.

Other Information

- The Holding Company's 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 auditors' report thereon. The Other Information is expected to be made available to us after the date of this auditor's report.
- 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 identified above when it becomes available 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, we are required to report that fact.
- When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate action as applicable under the relevant laws and regulations.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

- The Holding Company's Board of Directors are responsible for the preparation and presentation of these Consolidated Financial Statements, that give a true and fair view of the Consolidated State of Affairs, Consolidated Loss and Other Comprehensive Income, Consolidated Changes in Equity and Consolidated Cash Flows of the Group is in conformity with the Indian

Independent Auditor's Report (Contd.)

Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection of the appropriate accounting software for ensuring compliance with applicable laws and regulations including those related to retention of audit logs; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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 Directors of the Holding Company, as aforesaid.

- In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group 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 Board of Directors either intends to liquidate the Group 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 are responsible for overseeing the financial reporting process of the Group.

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 judgment 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 Holding Company has adequate internal financial controls with reference to the Consolidated Financial Statements 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.
 - Conclude on the appropriateness of Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group 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 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 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

Independent Auditor's Report (Contd.)

underlying transactions and events in a manner that achieves fair presentation.

13.6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors.

14. 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.

15. 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.

16. 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 year 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

17. As required by section 143(3) of the Act, based on our audit we report, to the extent applicable, that:

17.1. 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.

17.2. In our opinion, proper books of accounts 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 except for the matters stated in paragraph 18.8 below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

17.3. 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 flow 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.

17.4. In our opinion, the aforesaid Consolidated Financial Statements comply with the Ind AS specified under Section 133 of the Act read with the relevant rules thereunder.

17.5. On the basis of the written representations received from the directors of the Holding Company as on 31 March 2024, taken on record by the Board of Directors of the Holding Company and subsidiary company, incorporated in India, none of the directors of the Group companies, incorporated in India are disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.

17.6. The modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 17.2 above on reporting under Section 143(3)(b) and paragraph 18.8 below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

17.7. With respect to the adequacy of internal financial controls with reference to the Consolidated Financial Statements of the Holding Company, its subsidiary companies, incorporated in India and the operating effectiveness of such controls, refer to our separate report in 'Annexure A'.

17.8. In our opinion and according to the information and explanations given to us, the remuneration paid during the current year by the Holding Company, its subsidiary companies, incorporated in India to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company, its subsidiary companies, incorporated in India is not in excess of the limit laid down under Section 197 of the Act.

Independent Auditor's Report (Contd.)

18. 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 as amended, in our opinion and to the best of our information and according to the explanations given to us:

18.1. The Consolidated Financial Statements disclose the impact of pending litigations as at 31 March 2024 on the consolidated financial position of the Group, – Refer Note 50 to the consolidated financial statements.

18.2. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.

18.3. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies.

18.4. The respective managements of the Holding Company and its subsidiaries, whose financial statements have been audited under the Act have represented to us, to best of their knowledge and belief, that 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 any of such subsidiaries to or in any other person(s) or entity(ies), including foreign entities ('Intermediaries'), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiaries ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

18.5. The respective managements of the Holding Company and its subsidiaries, have represented to us, to best of their knowledge and belief, that no funds have been received by the Holding Company or any of such subsidiaries from any person(s) or entity(ies), including foreign entities ('Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries, shall, whether, 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 provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

18.6. Based on such audit procedures, that have been considered reasonable and appropriate in the circumstances, performed by us nothing has come to our notice that has caused us to believe that the representation under para 18.4 and 18.5 contain any material misstatement.

18.7. In our opinion and according to information and explanation given to us, the Holding Company has not declared or paid dividend during the year, accordingly compliance with section 123 of the Act by the Company is not applicable.

18.8. Based on our examination which included test checks, the Holding Company and its subsidiaries, incorporated in India have used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility which was not enabled throughout the year for all relevant transactions recorded in the software, as described in Note 58 to the Consolidated Financial Statements. Further, we cannot comment upon whether during the year there any instance of audit trail feature was being tampered with in respect of the accounting software.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from 1 April 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended 31 March 2024.

19. With respect to the matters specified in paragraphs 3(xxii) and 4 of the Companies (Auditor's Report) Order, 2020 ('CARO') issued by Central Government, Section 143(11) of the Act, to be included in Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries, we report that there are no qualifications or adverse remarks in these CARO reports.

For **KKC & Associates LLP**
Chartered Accountants
(formerly Khimji Kunverji & Co LLP)
Firm Registration Number: 105146W/W100621

Divesh B Shah
Partner

ICAI Membership No: 168237
UDIN: 24168237BKBHPC8027

Place: Mumbai
Date: 22 May 2024

Annexure 'A'

To the Independent Auditors' report on the Consolidated Financial Statements of Cinline India Limited for the year ended 31 March 2024

(Referred to in paragraph '17.6' under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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 ('the Act')

Opinion

- In conjunction with our audit of the Consolidated Financial Statements of Cinline India Limited as of and for the year ended 31 March 2024, we have audited the internal financial controls with reference to the Consolidated Financial Statements of Cinline India Limited ('the Holding Company') and its subsidiary companies, which are companies incorporated in India, as of that date.
- According to the information and explanations given to us, the Holding Company, and its subsidiary companies, which are companies incorporated in India, have, in all material respects, maintained an internal financial control system with reference to the Financial Statements, design whereof needs to be enhanced to make it comprehensive. In our opinion, based on verification of process controls matrixes on test check basis and the internal control over financial reporting criteria established by the Holding Company and its subsidiary companies, 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'), the operating effectiveness of such process controls and appropriate documentation thereof needs to be strengthened to make the same commensurate with the size of the Company and nature of its business. The enhancements required in the design and the operating effectiveness of the internal financial control system with reference to financial statements does not affect our opinion on the financial statements of the Company.

Management's responsibility for Internal Financial Controls

- The respective Board of Directors of the Holding Company, its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the internal controls over financial reporting criteria established by the respective companies

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 Act.

Auditor's responsibility

- Our responsibility is to express an opinion on the Holding Company, its subsidiaries, which are companies incorporated in India, internal financial controls with reference to the Consolidated Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing ('SA '), prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to the Consolidated Financial Statements. Those SAs 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 the 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 the Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to the Consolidated Financial Statements included obtaining an understanding of internal financial controls with reference to the 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, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to the Consolidated Financial Statements.

Annexure 'A' (Contd.)

Meaning of Internal Financial controls with reference to the Consolidated Financial Statements

- A company's internal financial controls with reference to the 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 the 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 financial statements.

Inherent Limitations of Internal Financial Controls with reference to the consolidated Financial Statements

- Because of the inherent limitations of internal financial controls with reference to the 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 the Consolidated Financial Statements to future periods are subject to the risk that the internal financial controls with reference to the Consolidated Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **KKC & Associates LLP**
Chartered Accountants
(Formerly Khimji Kunverji & Co LLP)
Firm Registration Number: 105146W/W100621

Divesh B Shah

Partner

ICAI Membership No: 168237

UDIN: 24168237BKBHPC8027

Place: Mumbai

Date: 22 May 2024

Consolidated Balance Sheet

As at 31 March 2024

Particulars	Notes	(in ₹ Lakhs)	
		As at 31 March 2024 (Audited)	As at 31 March 2023 (Audited)
ASSETS			
Non-current assets			
a) Property, plant and equipment	4	30,439.33	31,131.38
b) Capital work in progress	5	889.89	460.73
c) Right to use Assets	4	11,410.60	11,324.75
e) Intangible Assets	7	190.40	115.01
f) Goodwill on Consolidation	8	5,906.27	5,906.27
Financial assets			
(i) Other non-current financial assets	9	1,145.74	694.11
h) Other non-current assets	10	219.99	238.61
i) Non-current tax assets (net)	11	160.41	287.70
j) Deferred Tax Assets (net)	12	2,414.17	2,344.24
Total non-current assets		52,776.80	52,502.80
Current assets			
a) Inventories	13	237.55	210.37
Financial assets			
i) Trade receivables	14	515.42	532.31
ii) Cash and cash equivalents	15	1,215.33	2,465.88
iii) Bank balances other than (ii) above	16	22.01	92.58
iv) Loans	17	510.85	669.62
v) Other financial assets	18	678.21	565.14
c) Other current assets	19	1,781.76	947.62
Total current assets		4,961.13	5,483.53
Total assets		57,737.93	57,986.33
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	20	1,713.32	1,578.32
(b) Other Equity	21	13,233.52	12,316.54
Total equity		14,946.84	13,894.86
LIABILITIES			
Non-current liabilities			
Financial liabilities			
(i) Borrowings	22	21,850.76	22,188.57
(ii) Lease liabilities		11,384.96	9,904.44
(iii) Other non current financial liabilities	23	1,562.51	1,865.39
(b) Provisions	24	186.65	188.86
(c) Other non-current liabilities	25	8.56	5.78
Total non-current liabilities		34,993.44	34,153.04
Current liabilities			
Financial liabilities			
(i) Borrowings			
- Current maturities on long Term borrowings	26	1,091.88	2,046.38
(ii) Lease liabilities		633.72	1,306.30
(iii) Trade payables	27		
- Total outstanding dues of Micro Enterprise & Small Enterprise		190.97	53.43
- Total outstanding dues of Other Creditors		2,164.82	2,002.10
(iv) Other current financial liabilities	28	3,191.22	4,010.20
(b) Other current liabilities	29	461.10	461.08
(c) Provisions	30	63.94	58.93
Total current liabilities		7,797.65	9,938.42
Total liabilities		42,791.09	44,091.45
Total equity and liabilities		57,737.93	57,986.32

Notes 1 to 59 form an integral part of these financial statements

As per our audit report of even date

For KKC & Associates LLP

Chartered Accountants
(Formerly Khimji Kunverji & Co LLP)
Firm Registration No.:105146W / W100621

Divesh B Shah

Partner
Membership No. : 168237

Place: Mumbai
Date: 22 May 2024

For and on behalf of the Board of Directors

Rasesh B. Kanakia
Chairman
DIN: 00015857

Vipul N. Parekh
Chief Financial Officer

Place: Mumbai
Date: 22 May 2024

Himanshu B. Kanakia
Managing Director
DIN: 00015908

Rashmi Shah
Company Secretary

Consolidated statement of Profit and Loss

For the year ended 31 March 2024

Sr. No.	Particulars	Notes	(in ₹ lakhs, except per share data)	
			Year ended 31 March 2024	Year ended 31 March 2023
Revenue				
I	Revenue from operations	31	24,781.87	14,057.40
II	Other income	32	634.13	347.67
III	Total Revenue (I+II)		25,416.00	14,405.07
IV Expenses				
	Movie exhibition cost		5,611.12	2,502.45
	Consumption of food and beverages		1,574.75	1,037.92
	Power and Fuel		2,190.89	1,275.47
	Employee benefits expense	33	2,473.98	1,989.88
	Finance costs	34	4,140.58	3,394.43
	Depreciation & impairment expenses	35	3,080.99	2,183.97
	Other expenses	36	6,718.36	4,814.70
	Total Expenses (IV)		25,790.67	17,198.82
V	Profit/(Loss) before exceptional items and tax (III-IV)		(374.67)	(2,793.75)
VI	Exceptional Items		-	-
VII	Profit/(Loss) before tax (V-VI)		(374.67)	(2,793.75)
VIII	Tax expense / (credit)			
	Current tax	37	2.53	-
	Deferred tax charge / (credit)	37	99.13	(638.07)
	Prior year's tax adjustments		(22.38)	-
			79.28	(638.07)
IX	Profit/(Loss) for the period continuing operation (VII-VIII)		(453.95)	(2,155.68)
X	Profit/(Loss) from discontinued operation		-	2,491.00
XI	Tax on discontinued operation		-	(160.21)
XII	Profit/(Loss) from discontinued operation (after tax) (X-XI)		-	2,330.79
XIII	Profit/(Loss) for the period (IX+XII)		(453.95)	175.11
XIV	Other comprehensive income for the period			
	Items that will not be reclassified to statement of profit or loss			
	Remeasurement of post employment benefit obligations		27.90	12.56
	Income tax effect on above		(6.98)	(3.40)
			20.93	9.15
XV	Total comprehensive income for period (XIII+XIV)		(433.03)	184.27
	Earnings per equity share (Face value of ₹ 5 each)	38		
	Basic and Diluted earnings per share (Continuing operation)		(1.40)	(6.86)
	Basic and Diluted earnings per share (Discontinued operation)		-	7.43
	Basic and Diluted earnings per share (Continuing operation and Discontinued operation)		(1.40)	0.56

Notes 1 to 59 form an integral part of these financial statements

As per our audit report of even date

For KKC & Associates LLP

Chartered Accountants
(Formerly Khimji Kunverji & Co LLP)
Firm Registration No.:105146W / W100621

Divesh B Shah

Partner
Membership No. : 168237

Place: Mumbai
Date: 22 May 2024

For and on behalf of the Board of Directors

Rasesh B. Kanakia
Chairman
DIN: 00015857

Vipul N. Parekh
Chief Financial Officer

Place: Mumbai
Date: 22 May 2024

Himanshu B. Kanakia
Managing Director
DIN: 00015908

Rashmi Shah
Company Secretary

Consolidated Statement of Changes in Equity

For the year ended 31 March 2024

A. Equity share capital

Issued, subscribed and fully paid up

As at 31 March 2024 (Audited)

(₹ in Lakhs)

Particulars	Balance at the beginning of year	Changes in equity due to prior period errors	Restated balance at the beginning of year	Changes in equity capital during the year	Balance at the end of year
No. of shares	3,15,66,434	-	-	27,00,000	3,42,66,434
Amount	1,578.32	-	-	135.00	1,713.32

As at 31 March 2023 (Audited)

(₹ in Lakhs)

Particulars	Balance at the beginning of year	Changes in equity due to prior period errors	Restated balance at the beginning of year	Changes in equity capital during the year	Balance at the end of year
No. of shares	3,00,97,902	-	-	14,68,532	3,15,66,434
Amount	1,504.90	-	-	73.43	1,578.32

B. Other equity

As at 31 March 2024 (Audited)

(₹ in Lakhs)

Particulars	Reserves and surplus						
	Securities premium reserve	General reserve	Capital redemption reserve	Furniture Fixture & Expenditure Reserve	Retained earnings	Share warrants	Total
Balance as at 31 March 2023	5,935.70	55.00	17.02	46.34	4,237.48	2,025.00	12,316.54
Profit for the year	-	-	-	-	(453.95)	-	(453.95)
Issued during the year	3,375.00	-	-	-	-	-	3,375.00
Converted to equity during the year	-	-	-	-	-	(2,025.00)	(2,025.00)
Other comprehensive income	-	-	-	-	20.93	-	20.93
Transferred to Furniture Fixture & Expenditure Reserve	-	-	-	-	46.34	-	46.34
Expenses from Furniture Fixture & Expenditure Reserve	-	-	-	(46.34)	-	-	(46.34)
Balance as at 31 March 2024	9,310.70	55.00	17.02	-	3,850.80	-	13,233.52

As at 31 March 2023 (Audited)

(₹ in Lakhs)

Particulars	Reserves and surplus						
	Securities premium reserve	General reserve	Capital redemption reserve	Furniture Fixture & Expenditure Reserve	Retained earnings	Share warrants	Total
Balance as at 31 March 2022	4,959.10	55.00	17.02	132.95	3,966.61	262.57	9,393.25
Profit for the year	-	-	-	-	175.11	-	175.11
Issued during the year	976.60	-	-	-	-	1,762.43	2,739.03
Converted to equity during the year	-	-	-	-	-	-	-
Issued during the year	-	-	-	-	-	-	-
Converted to equity during the year	-	-	-	-	-	-	-
Other comprehensive income	-	-	-	-	9.15	-	9.15
Transferred to Furniture Fixture & Expenditure Reserve	-	-	-	125.85	(125.85)	-	-
Expenses from Furniture Fixture & Expenditure Reserve	-	-	-	(212.46)	212.46	-	-
Balance as at 31 March 2023	5,935.70	55.00	17.02	46.34	4,237.48	2,025.00	12,316.54

As per our audit report of even date

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Company Secretary

Consolidated cash flow statement

For the year ended 31 March 2024

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
(in ₹ Lakhs)		
Cash flow from operating activities		
Profit before tax		
Profit/(Loss) from Continuing Operations	(374.67)	(2,793.75)
Profit/(Loss) from Discontinuing Operations	-	2,491.00
Profit/(Loss) before tax	(374.67)	(302.75)
Adjustments for:		
Depreciation expense	3,080.99	2,225.77
Impairment assets	-	(6.38)
(Profit) / loss on sale of assets	0.47	(2,780.44)
Loss on Sale of shares	-	-
Provision for doubtful debts	0.69	3.64
Provisions and balances no longer required written back	(30.64)	(4.39)
Finance costs	4,058.21	3,364.94
Interest income	(181.09)	(185.40)
Other Expenses Ind AS	26.42	-
(Gain) / loss on sale of short term investments	(56.60)	(70.23)
(Gain) / loss due to modification of lease liability	(139.85)	-
Operating profit before working capital changes	6,383.90	2,244.77
Changes in working capital		
(Increase)/Decrease in inventories	(27.18)	(185.73)
(Increase)/Decrease in trade receivables	29.55	(213.72)
(Increase)/Decrease in other assets	(791.44)	(427.41)
(Increase)/Decrease in financial assets	(568.98)	(144.09)
Decrease/(Increase) in trade payables	300.27	1,376.39
Decrease/(Increase) in provisions	30.70	191.78
Decrease/(Increase) in other liabilities	(0.34)	218.81
Decrease/(Increase) in financial liabilities	(1,125.76)	4,516.74
Cash generated from operations	4,230.74	7,577.53
Income taxes (paid) / refunds (net)	(54.88)	53.35
Net cash generated from operating activities	4,175.86	7,630.88
Cash flow from investing activities:		
Sale/(Purchase) of property, plant and equipment & investment property (net)	(1,746.91)	45.54
Interest received	173.17	1,098.97
Loan (given to)/ received back from related party (net)	158.78	421.32
Net cash generated from / (used) in investing activities	(1,414.94)	1,565.83
Cash flow from financing activities:		
Interest paid	(2,700.65)	(3,279.15)
Interest paid on lease liability	(1,326.96)	(736.57)
Decrease/(Increase) in principal towards lease liability	(211.98)	(339.92)
Net proceeds / (repayments) of long term borrowings	(1,292.31)	(7,895.09)
Increase/(Decrease) in fixed deposit	12.12	37.96
Interest received	23.31	19.98
Proceeds from issue of equity shares	1,485.00	787.43
Proceeds from issue of warrants	-	2,025.00
Net cash used in financing activities	(4,011.47)	(9,380.36)
Net Increase/(Decrease) in cash and cash equivalents	(1,250.55)	(183.65)
Cash and cash equivalents as at the beginning of the year	2,465.88	2,649.53
Cash and cash equivalents as at the end of the year	1,215.33	2,465.88

Notes to cash flow statement

	Year ended 31 March 2024	Year ended 31 March 2023
Cash on hand	95.61	33.29
Balances with banks - in current accounts	903.08	134.57
Investment in liquid funds	-	2,261.50
Deposits	216.64	36.52
	1,215.33	2,465.88

As per our audit report of even date

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Place: Mumbai

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Himanshu B. Kanakia

Managing Director

DIN: 00015908

Rashmi Shah

Company Secretary

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024

1. Corporate information

Cineline India Limited (the 'Company') is a company domiciled in India, incorporated under the Companies Act, 1956 on 22 May 2002. The Company is listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE). The Company is engaged in business of movie exhibition in India. The Company earns revenue from sale of movie tickets, in-cinema advertisements/ product displays and sale of food and beverages.

2. Material accounting policies

a. Statement of Compliance:

The Holding Company has prepared the consolidated financial statements of the Group which comprise the balance sheet as at 31 March 2024, the statement of profit and loss, the statement of cash flows and the statement of changes in equity for the year ended 31 March 2024, and a summary of the material accounting policies and other explanatory information (together hereinafter referred to as "consolidated financial statements").

- The consolidated financial statements have been prepared on the following basis:

The consolidated financial statements incorporate the results of Cineline India Limited and its subsidiaries, being the entity that it controls. The financial statements of the subsidiaries is prepared for the same reporting year as the Parent Company, using consistent accounting policies to the extent applicable. The financial statements of the Group have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses. The intra-group balances, intra-group transactions and resulting unrealised profits and losses have been fully eliminated.

- Following company has been considered in the preparation of Consolidated financial statements:

Name of the Subsidiaries Company	% holding as at	
	31 March 2024	31 March 2023
Transquare Realty Private Limited	100%	100%
R&H Spaces Private Limited (w.e.f 01 January 2021)	100%	100%
Cineline Industries Private Limited (w.e.f 18 February 2021)	100%	100%
Cineline Realty Private Limited (w.e.f 04 February 2021)	100%	100%

b. Basis of preparation

The consolidated financial statements have been prepared on a going concern basis under the historical cost basis except for the following –

- Certain financial assets and liabilities have been measured at fair value (refer accounting policy regarding financial instruments); and
- Defined benefit plans – measured using actuarial valuation.

The financial statements have been prepared using the material accounting policies and measurement basis summarised below. These were used throughout all periods presented in the financial statements, except where the Company had applied certain accounting policies and exemptions upon transition to Ind AS.

Functional and presentation currency

The consolidated financial statements are prepared in Indian Rupees, which is the Company's functional and presentation currency. All financial information presented in Indian Rupees has been rounded to the nearest lakhs, unless otherwise stated.

Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is classified as current when it is:

- Expected to be realised or intended to 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 classified as current when:

- 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

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Based on the nature of business and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as not exceeding twelve months for the purpose of current / non-current classification of assets and liabilities.

c. Critical estimates and judgements

The preparation of financial statements in conformity with Ind AS requires management to make estimates, assumptions and exercise judgement in applying the accounting policies that affect the reported amount of assets, liabilities and disclosure of contingent liabilities at the date of financial statements and the reported amounts of income and expenses during the year.

The management believes that these estimates are prudent and reasonable and are based upon the management's best knowledge of current events and actions. Actual results could differ from these estimates and differences between actual results and estimates are recognised in the periods in which the results are known or materialised.

Below is an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

- Useful lives of property, plant and equipment and investment property** - Property, plant and equipment and investment property represent a significant proportion of the asset base of the Group. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined by the management, based on those prescribed under Schedule II to the Act, at the time the asset is acquired and reviewed periodically, including at each financial year end.

- Defined benefit obligation** - The cost of post-employment benefits is determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, future salary increases and mortality rates. Due to the long term nature of these plans, such estimates are subject to material uncertainty. The assumptions used are disclosed in the notes to these financial statements.
- Fair value measurements** - Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instrument.
- Impairment of assets** - In assessing impairment, management estimates the recoverable amounts of each asset (in case of non-financial assets) based on expected future cash flows and uses an interest rate to discount them. Estimation uncertainty relates to assumptions about future cash flows and the determination of a suitable discount rate.
- Income tax** - Significant judgments are involved in determining the provision for income tax, including the amount expected to be paid or recovered in connection with uncertain tax positions.
- Provisions** - Provisions are recognised when the Group has a present obligation 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 (excluding retirement obligation and compensated expenses) are not discounted to its present value and are determined based on the best estimate required to settle obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.
- Right to Use assets and liabilities** - 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.

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024

d. Revenue recognition

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract. Revenue is recognised only when it can be reliably measured and it is probable that the economic benefits will flow to the Group. Amount disclosed as revenue are reported net of applicable taxes, which are collected on behalf of the government or on behalf of third parties. 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. 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.

iv. 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.

v. Virtual print fees income

Revenue is recognised on an accrual basis in accordance with the terms of the relevant agreements.

vi. Revenue from gift vouchers

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 revenue in proportion to the pattern of rights exercised by the customer as there is an expectation that the Company will be entitled to revenue and that it is considered highly probable and a significant reversal will not occur in the future.

vii. Rental Income

Revenue from rent and common area maintenance is recognised based upon the agreement, for the period the property has been let out and when no significant uncertainty exists regarding the amount of consideration that will be derived. Ind AS 116 mandates straight lining of lease rental income, only if the escalation rate is not in line with the general inflation rate.

viii. Gaming income

Revenue from gaming is recognised as and when the games are played by customers.

ix. Income from operations Rooms, Food and Beverage & Banquets

Revenue is recognised at the transaction price that is allocated to the performance obligation. Revenue includes room revenue, food and beverage sale and banquet services which is recognised once the rooms are occupied, food and beverages are sold and banquet services have been provided as per the contract with the customer.

x. Other Allied services

In relation to the laundry income, communication income, transfers income and other allied services, the revenue has been recognised by reference to the time of service rendered.

e. Other income

- a) Other income is recognised when no significant uncertainty as to its determination or realisation exists.
- b) Interest income is recognised using the effective interest method.
- c) Dividend income is accounted for when the right to receive the income is established.

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024

f. Leases

i. The Group as Lessee

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated on a straight-line basis over the lease term. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets.

The lease liability is initially measured at amortised cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and Right-of-use asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

ii. The Group as Lessor

The Company has recognised rental income on straight line basis in the statement of profit and loss in accordance with IND AS 116.

Income taxes

Tax expense recognised in statement of profit and loss comprises the sum of deferred tax and current tax not recognised in Other Comprehensive Income ('OCI') or directly in equity.

Current 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. Current income-tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in OCI or in equity).

Deferred tax

Deferred tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the balance sheet date. Deferred tax liabilities are generally recognised in full for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss, unused tax credits or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Group's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss (either in the OCI or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in the OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off such amounts.

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024

Minimum alternate tax

Minimum alternate tax (MAT) paid in accordance with the tax laws gives rise to future economic benefits in the form of adjustments of future income tax liability. The same is considered as an asset if there is convincing evidence that the Group will pay normal income tax after the tax holiday period. Accordingly, MAT credit is recognised as a deferred tax asset in the balance sheet when it is probable that the future economic benefits associated with it will flow to the Group and the asset can be measured reliably.

g. 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.

i. Recognition, initial measurement and derecognition

Financial assets and liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial assets or financial liability. However, trade receivables that do not contain a significant financing component are measured at transaction price.

The transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.

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 Group'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 under an eligible transaction.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

ii. Subsequent Measurement

Non-Derivative Financial Instruments

Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVOCI)

A financial asset is subsequently measured at FVOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are subsequently fair valued through statement of profit or loss.

Financial liabilities

Financial liabilities are subsequently carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

iii. Impairment of financial assets

The Group assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Group recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the twelve month expected credit losses or at an amount equal to the life time expected credit

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024

losses if the credit risk on the financial asset has increased significantly since initial recognition.

h. Equity shares

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

i. Cash and cash equivalents and cash flows

Cash and cash equivalents comprise cash on hand and demand deposits, together with other current / short-term, highly liquid investments (original maturity less than 3 months) that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

The Cashflow Statement of the Company is prepared under 'Indirect' method as per Ind AS.

j. Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes inward freight and expenses incidental to acquisition and installation, net of tax credits up to the point the asset is ready for its intended use. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the entity and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the statement of profit and loss when incurred.

Gains or losses arising on the disposal of property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets, and are recognised in the statement of profit and loss within 'other income' or 'other expenses' respectively.

k. Capital work-in-progress

Amount paid towards the acquisition of property, plant and equipment and leasehold improvements outstanding as of each reporting date and the cost of property, plant and equipment and leasehold improvements under construction and not ready for intended use before such date are classified under Capital work-in-progress. These assets are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

l. Intangible assets

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 acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

m. Intangible assets under development

Cost related to brand creation and development are capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. The cost which can be capitalised include the cost of material, direct labour, overhead cost that are directly attributable to preparing the asset for its intended use.

n. Depreciation

Depreciation is provided on property, plant and equipment on pro rata basis for the period of use, on the straight line method (SLM) as per the useful life of the assets prescribed under 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 III (In Years)	Management estimate of Useful life (in Years)
Plant & Machinery	13-15	5-13
Other furniture, fixtures and office equipments	5-10	8-10

The Company has estimated the residual value @ 5% of original cost for all assets except for sound and projections equipment's.

Depreciation is provided on property, plant and equipment on pro rata basis for the period of use, on the Written Down method (WDV) as per the useful life of the assets prescribed under Schedule II to the Companies Act, 2013 in case of R&H Spaces Private Limited (a Wholly Owned Subsidiary).

Freehold land is not depreciated. Depreciation on assets under construction commences only when the assets are ready for their intended use.

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024

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.

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 method, useful life and residual value are reviewed periodically and, when necessary, revised. No further charge is provided in respect of assets that are fully written down but are still in use.

o. Amortisation

Amortisation is provided on intangible assets on pro rata basis for the period of use, on the straight line method (SLM) as per the useful life of the assets estimated by the management. Cost relating to purchased software and software licenses are capitalised and amortised on a straight-line basis over their estimated useful lives or 10 years whichever is lower.

Amortisation method, useful life and residual value are reviewed periodically and, when necessary, revised. No further charge is provided in respect of assets that are fully written down but are still in use.

p. Investment in subsidiaries

Investment in subsidiaries are carried at cost less accumulated impairment, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries the difference between net disposal proceeds and the carrying amounts are recognised in the Statement of Profit and Loss.

q. 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.

r. Derivative financial instruments and hedge accounting

Hedging instrument is initially recognised at fair value on the date on which a derivative contract is entered into and is subsequently measured at fair value at each reporting date. Gain or loss arising from changes in the fair value of hedging instrument is recognised in the Statement of Profit and Loss. Hedging instrument is recognised as a financial asset in the Balance Sheet if its fair value as at reporting date is positive as compared to carrying value and as a financial liability if its fair value as at reporting date is negative as compared to carrying value.

Hedged item (recognised financial liability) is initially recognised at fair value on the date of entering into contractual obligation and is subsequently measured at amortised cost. The hedging gain or loss on the hedged item is adjusted to the carrying value of the hedged item as per the effective interest method and the corresponding effect is recognised in the Statement of Profit and Loss.

s. Impairment of non-financial assets

The carrying amount of the non-financial assets are reviewed at each balance sheet date if there is any indication of impairment based on internal / external factors. An impairment loss is recognised whenever the carrying amount of an asset or a cash generating unit exceeds its recoverable amount. The recoverable amount of the assets (or where applicable, that of the cash generating unit to which the asset belongs) is estimated as the higher of its net selling price and its value in use. Impairment loss is recognised in the statement of profit and loss.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life. A previously recognised impairment loss is increased or reversed depending on changes in circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation if there were no impairment.

t. 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

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024

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 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
- **Level 3** - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

u. Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to

complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are expensed in the period in which they are incurred.

v. Foreign currency transaction and translations

In preparing the financial statements of the Company, transactions in currencies other than the Company's functional currency (i.e. foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of initial transactions.

w. Employee benefits

• Defined contribution plans

The Holding Company contributes to statutory provident fund in accordance with Employees Provident Fund and Miscellaneous Provisions Act, 1952 that is a defined contribution plan and contribution paid or payable is recognised as an expense in the period in which the employee renders services.

• Defined benefit plans

The Holding Company's gratuity benefit scheme is a unfunded defined benefit plan. The Holding Company's obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that employees have earned in return for their services in the current and prior periods recognised as a liability at the present value of the defined benefit obligations at the balance sheet date based on an actuarial valuation carried out by an independent actuary using the Projected Unit Credit Method. The discount rates used for determining the present value of the obligations under the defined benefit plan are based on the market

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024

yields on government bonds as at the balance sheet date.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the statement of OCI in the year in which such gains or losses are determined. Re-measurement recognised in OCI is reflected immediately in retained earnings and will not be reclassified to Statement of Profit and Loss in the subsequent period.

Other long-term employee benefits

Liability in respect of compensated absences is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method. Actuarial gains and losses arising from past experience and changes in actuarial assumptions are charged to statement of profit and loss in the year in which such gains or losses are determined.

Short-term employee benefits

Expense in respect of other short-term benefits is recognised on the basis of the amount paid or payable for the period during which services are rendered by the employee.

x. Provisions, contingent liabilities and contingent assets

A provision is recognised when the Group has a present obligation as a result of past events 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 management estimate of the amount required to settle the obligation at the date of the balance sheet. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events, existence of which would be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

Contingent assets are not recognised in the financial statements. However, it is disclosed only when an inflow of economic benefits is probable.

y. Earnings per share

Basic earnings per share are computed by dividing net profit after tax (excluding other comprehensive income) by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share after considering the income tax effect of all finance costs associated with dilutive potential equity shares, and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share.

z. Operating segments

An operating segment is a component of a Group that engages in business activities from which it may earn revenue and incur expenses, including revenue and expenses that relates to transactions with any of the Group's other components, for which discrete financial information is available, and such information is regularly reviewed by the Group's Chief Operating Decision Maker (CODM) to make key decision on operations of the segments and assess its performance.

aa. Non-current assets (or disposal groups) classified as held for disposal

Assets are classified as held for disposal and stated at the lower of carrying amount and fair value less costs to sell. To classify any Asset as "Asset held for disposal" the asset must be available for immediate sale and its sale must be highly probable. Such assets or group of assets are presented separately in the Balance Sheet, in the line "Assets held for disposal". Once classified as held for disposal, these non-current assets are no longer amortised or depreciated.

3. The Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules are issued from time to time. For the year ended 31 March 2024, MCA has not notified any new standard or amendment to the existing standards applicable to the Company.

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Note 4: Property, plant and equipment

Particulars	₹ in Lakhs													Total		
	Land at Goa	Freehold lands	Building	Theatre and mail buildings	Leasehold improvements	Plant and equipment	Consumables	Kitchen Equipments	Theatre furniture and fixtures	Electricals Fittings	Other furniture, fixtures and office equipments	Computers	Vehicles		Right to use Asset	
Gross block																
Balance as at 31 March 2022	5,828.86	-	20,104.45	-	-	1,783.78	997.14	785.43	0.49	942.73	685.01	563.30	56.68	126.60	31,874.46	
Opening balance of assets acquired during the year	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Additions	-	244.08	36.09	182.04	2,502.78	2,359.15	3.83	-	-	4.65	1,960.50	150.94	-	11,883.46	19,327.54	
Goodwill Reversal (refer note 8)	-	1,971.68	-	5,765.92	-	-	-	-	-	-	-	-	-	-	7,737.60	
Sale during year	-	(1,828.59)	-	(2,556.59)	-	(86.03)	-	-	-	-	(20.46)	(0.73)	-	-	(4,492.40)	
Balance as at 31 March 2023	5,828.86	387.18	20,140.54	3,391.37	2,502.78	4,056.90	1,000.97	785.43	0.49	947.38	2,625.04	713.51	56.68	12,010.06	54,447.20	
Opening balance of assets acquired during the year	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Additions	-	-	10.07	2.09	345.85	540.58	1.59	5.18	-	3.31	2,776.7	36.59	-	2,713.84	3,936.77	
Transferred from Investment Property (refer note:6)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Sale during year/ Reversal during year	-	-	-	-	-	-	-	-	-	(2.05)	-	-	-	(1,704.09)	(1,706.14)	
Balance as at 31 March 2024	5,828.86	387.18	20,150.62	3,393.46	2,848.63	4,597.48	1,002.56	790.61	0.49	948.64	2,902.71	750.10	56.68	13,019.81	56,677.83	

Particulars	₹ in Lakhs													Total		
	Land at Goa	Freehold lands	Building	Theatre and mail buildings	Leasehold improvements	Plant and equipment	Consumables	Kitchen Equipments	Theatre furniture and fixtures	Electricals Fittings	Other furniture, fixtures and office equipments	Computers	Vehicles		Right to use Asset	
Accumulated depreciation																
Balance as at 31 March 2022	-	-	3,432.72	3,220.60	-	1,119.04	908.00	509.79	0.47	709.25	554.80	532.46	45.05	25.32	7,836.89	
Depreciation transferred from Investment Property (refer note:6)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Accumulated depreciation on assets acquired	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Depreciation charge for the year	-	-	842.48	130.56	56.78	2,431.0	277.8	49.89	-	60.94	99.46	201.5	3.47	659.99	2,194.60	
Reversal on disposals	-	-	-	(1,189.33)	-	(56.60)	-	-	-	-	(14.37)	(0.72)	-	-	(1,261.02)	
Balance as at 31 March 2023	-	-	4,275.21	2,161.84	56.78	1,305.54	935.78	559.68	0.47	770.20	639.88	551.89	48.52	685.32	11,991.08	
Depreciation transferred from Investment Property (refer note:6)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Accumulated depreciation on assets acquired	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Depreciation charge for the year	-	-	800.96	119.78	239.18	328.40	13.98	41.02	-	46.24	271.87	50.67	2.39	1,470.2	3,061.51	
Reversal on disposals	-	-	-	-	-	-	-	-	-	(1.59)	-	-	-	(223.13)	(224.72)	
Balance as at 31 March 2024	-	-	5,076.17	2,281.62	295.96	1,633.94	949.76	600.70	0.47	814.85	911.75	602.56	50.90	1,609.21	14,827.87	

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Particulars	Land at Goa	Freehold lands	Building	Theatre and mall buildings	Leasehold improvements	Plant and equipment	Consumables	Kitchen Equipments	Theatre furniture and fixtures	Electricals Fittings	Other furniture, fixtures and office equipments	Computers	Vehicles	Right to use Asset	Total
Net block															
Balance as at 31 March 2024	5,828.86	38718	15,074.45	1,111.84	2,552.67	2,963.53	52.80	189.91	0.02	133.79	1,990.96	147.54	5.78	11,410.60	41,849.93
Balance as at 31 March 2023	5,828.86	38718	15,865.34	1,229.54	2,446.00	2,751.36	65.19	225.74	0.02	177.19	1,985.16	161.62	8.16	11,324.75	42,456.13

- a) Fixed assets at Hyatt Centric Goa have been lien marked towards loan facility availed from Aditya Birla Finance Limited and Axis Bank Limited(also refer note 22)
- b) Investment properties have been lien marked towards loan facility availed from Aditya Birla Finance Limited (also refer note 22).
- c) The Group does not have any proceeding initiated or are pending against it,for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- d) The Group has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or investment property during the current or previous year.

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Note 5.1: Capital work in progress

Note 5.1: Tangible assets under development

Description of the block of asset	(₹ in Lakhs)			
	As at 31 March 2023 (Audited)	Additions during the year	Capitalised during the year	As at 31 March 2024 (Audited)
1) Leasehold improvements	425.15	721.90	265.87	881.18
2) Other furniture, fixtures and office equipments	0.90	200.45	201.35	-
3) Plant & Machinery	2.87	273.15	270.54	5.48
4) Computers	1.32	12.99	14.31	0.00
5) Building	10.45	0.85	10.07	1.23
6) Electrical Fittings	0.62	0.68	1.30	-
Total	441.31	1,210.02	763.45	887.89

Note 5.2: Intangible assets under development

Description of the block of asset	(₹ in Lakhs)			
	As at 31 March 2023 (Audited)	Additions during the year	Capitalised during the year	As at 31 March 2024 (Audited)
1) Brand development	-	-	-	-
2) Software	19.42	65.93	83.35	2.00
Total	19.42	65.93	83.35	2.00

Capital work in progress and intangible assets under development ageing schedule

CWIP as on 31 March 2024	Amount in CWIP for a period of				Total*
	< 1 year	1-2 years	2-3 years	> 3 years	
Projects in Progress*	485.76	404.13	-	-	889.89
Projects temporarily suspended	-	-	-	-	-

Capital work in progress and intangible assets under development ageing schedule

CWIP as on 31 March 2023	Amount in CWIP for a period of				Total*
	< 1 year	1-2 years	2-3 years	> 3 years	
Projects in Progress*	460.73	-	-	-	460.73
Projects temporarily suspended	-	-	-	-	-

* Capital expenditures incurred on lease acquisitions and developments during the year are transferred to CWIP.

There is no capital work in progress, of which completion or cost compared to its original plan is overdue.

Note 6: Note 6: Investment Property

Particulars	(₹ in Lakhs)			Total
	Freehold lands	Theatre and mall buildings	Other buildings	
Balance as at 31 March 2022	1,971.68	2,545.33	1,661.25	6,178.26
Additions	-	-	-	-
Sales during the year	-	-	(1,641.34)	(1,641.34)
Transferred to asset held for sale	(1,971.68)	(2,545.33)	-	(4,517.01)
Depreciation charge for the year	-	-	(19.91)	(19.91)
Balance as at 31 March 2023	-	-	-	-
Additions	-	-	-	-
Sales during the year	-	-	-	-
Transferred to Property,plant and equipment	-	-	-	-
Depreciation charge for the year	-	-	-	-
Balance as at 31 March 2024	-	-	-	-

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Note 7: Intangible assets

Particulars	(₹ in Lakhs)		
	Computer software	Brand	Total
Balance as at 31 March 2022	13.07	-	13.07
Additions/Acquisition	105.69	7.49	113.18
Sales during the year	-	-	-
Depreciation charge for the year	(11.24)	-	(11.24)
Balance as at 31 March 2023	107.52	7.49	115.01
Additions/Acquisition	94.87	-	94.87
Sales during the year	-	-	-
Depreciation charge for the year	19.48	-	19.48
Balance as at 31 March 2024	182.91	7.49	190.40

Note 8: Goodwill on consolidation

Particulars	Goodwill on consolidation	
	As at 31 March 2024	As at 31 March 2023
Balance as at 31 March 2022		5,904.91
Additions/Acquisition		1.36
Sales during the year		-
Depreciation charge for the year		-
Balance as at 31 March 2023		5,906.27
Additions/Acquisition		-
Sales during the year		-
Depreciation charge for the year		-
Balance as at 31 March 2024		5,906.27

The excess of purchase consideration paid over fair value of net assets and intangible assets acquired of "R & H Spaces Private Limited" has been attributed to goodwill on consolidation amounting to CY ₹ 5906.27 Lakhs (PY ₹ 5,906.27 Lakhs).

Note 9: Other non current financial assets

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Security deposits	831.45	438.26
(Unsecured, considered good)		
Balances with banks to the extent held as margin money	311.29	255.85
Deposit Account	3.00	-
Total	1,145.74	694.11

Note 10: Other non current assets

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Prepaid expenses	19.78	30.73
Unamortised processing fees for loan	194.49	207.88
Lease Equalisation Reserve-Income	5.72	-
Total	219.99	238.61

Note 11: Non-current tax assets

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Advance tax (net of provision for tax of ₹ Nil (PY ₹ 244.20 Lakhs))	160.41	287.70
Total	160.41	287.70

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Note 12: Deferred tax assets

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Deferred tax liability		
On timing difference between book depreciation and depreciation as per Income Tax Act, 1961	1,193.86	715.28
Amortisation of Processing fees for term loan	15.85	17.54
Deferred processing fees	41.36	42.46
Lease equalisation reserve	1.13	0.12
	1,252.18	775.40
Deferred tax assets		
Provision for:		
Doubtful debts	22.46	25.88
Gratuity	14.97	15.99
Compensated absences	6.65	4.46
Bonus	-	-
Net lease expense on right of use asset	306.56	111.98
Accumulated unabsorbed depreciation	2,474.92	2,415.68
Accumulated business loss	208.90	208.90
Foreign exchange fluctuation	-	0.06
43B disallowance	140.65	164.45
Business loss	142.96	-
MAT credit entitlement	348.29	172.24
	3,666.36	3,119.64
Deferred tax Assets	2,414.17	2,344.24

Note 13: Inventories (Valued at lower of cost or net realisable Value)

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Food & Beverages	205.49	165.31
Stores and Spares	32.06	45.06
Total	237.55	210.37

Note 14: Trade receivables

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Trade receivables considered good –Secured	-	-
Trade receivables considered good –Unsecured	515.42	532.31
Trade receivables which has significant increase in credit risk	-	-
Trade receivables – credit impaired	89.86	102.52
Sub-Total	605.28	634.83
Less: Provision for doubtful debts	(89.86)	(102.52)
Total	515.42	532.31

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Ageing as at 31 March 2024

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed	489.58	16.74	3.75	-	5.35	515.42
i) Trade Receivables - considered good						
Undisputed						-
ii) Trade Receivables - which have significant increase in credit risk						
Undisputed						-
iii) Trade Receivables - credit impaired						
Disputed						-
iv) Trade Receivables - considered good						
Disputed						-
v) Trade Receivables - which have significant increase in credit risk						
Disputed	-	0.26	-	38.52	51.08	89.86
vi) Trade Receivables - credit impaired						
Total	489.58	17.00	3.75	38.52	56.43	605.28

Ageing as at 31 March 2023

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed	346.57	87.47	33.84	-	64.43	532.31
i) Trade Receivables - considered good						
Undisputed	-	-	-	-	-	-
ii) Trade Receivables - which have significant increase in credit risk						
Undisputed						-
iii) Trade Receivables - credit impaired						
Disputed						-
iv) Trade Receivables - considered good						
Disputed						-
v) Trade Receivables - which have significant increase in credit risk						
Disputed	-	0.34	33.82	3.93	64.43	102.52
vi) Trade Receivables - credit impaired						
Total	346.57	87.81	67.66	3.93	128.86	634.83

Note 15: Cash and cash equivalents

Particulars	As at 31 March 2024	As at 31 March 2023
Balances with banks - in current accounts	903.08	134.57
Cash on hand	95.61	33.29
Investment in mutual funds #	-	2,261.50
Deposit accounts (maturity upto 3 months)	216.64	36.52
Total	1,215.33	2,465.88

#Nil Units in current year, previous year 87132.270 units of Baroda BNP Paribas Liquid Fund direct growth plan @ ₹ 2,595.4687 each.

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Note 16: Other bank balances

Particulars	As at 31 March 2024	As at 31 March 2023
Unclaimed dividend account	0.93	0.93
Deposit accounts (maturity up to 12 months)	21.08	91.65
Total	22.01	92.58

Note 17: Current financial assets - loans

Particulars	As at 31 March 2024	As at 31 March 2023
Loan to related party		
Loans receivable considered good –Unsecured	510.85	669.62
Total	510.85	669.62

Note 18: Other current financial assets

Particulars	As at 31 March 2024	As at 31 March 2023
Security Deposits	565.76	475.44
(Unsecured, considered good)		
Interest receivable	35.60	25.18
Other assets	76.85	64.52
Total	678.21	565.14

Note 19: Other current assets

Particulars	As at 31 March 2024	As at 31 March 2023
Capital advances	508.50	-
Prepaid expenses	116.49	119.86
Deferred rent expense	353.59	176.10
Unamortised processing fees for loan	34.29	32.11
Lease equalisation reserve	4.51	0.50
Advance to suppliers	187.76	51.40
Other assets	34.36	24.81
Balances with government authorities	542.26	542.84
Total	1,781.76	947.62

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Note 20: Equity share capital

Particulars	Number of shares	(₹ in Lakhs)
		Amount
a) Equity shares of ₹ 5 each		
Total authorised equity share capital as at 31 March 2022	8,00,00,000	4,000.00
Change during the year	-	-
Total authorised equity share capital as at 31 March 2023	8,00,00,000	4,000.00
Change during the year	-	-
Total authorised equity share capital as at 31 March 2024	8,00,00,000	4,000.00
Preference shares of ₹ 10 each		
Total authorised preference share capital as at 31 March 2022	2,50,000	25.00
Change during the year	-	-
Total authorised preference share capital as at 31 March 2023	2,50,000	25.00
Change during the year	-	-
Total authorised preference share capital as at 31 March 2024	2,50,000	25.00

Issued, subscribed and paid-up equity share capital:

Particulars	Number of shares	(₹ in Lakhs)
		Amount
Equity shares of ₹ 5 each		
Balance as at 31 March 2022	3,00,97,902	1,504.90
Change during the year	14,68,532	73.43
Balance as at 31 March 2023	3,15,66,434	1,578.32
Change during the year	27,00,000	135.00
Shares issued and fully paid as at 31 March 2024	3,42,66,434	1,713.32

b) Terms and rights attached to equity shares

The Company has only one class of equity shares having a face value of ₹ 5 per share. Each holder of equity shares is entitled to one vote per share. The equity shareholders are entitled to dividend to be proposed by the Board of Directors and to be approved by the shareholders in the General Meeting.

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 shares held by each shareholder holding more than 5% shares

Name of shareholder	As at 31 March 2024		As at 31 March 2023	
	Number of shares	% of total shares	Number of shares	% of total shares
Equity shares of ₹ 5 each				
Hiral Kanakia Trust (beneficiary Himanshu B. Kanakia)	30,68,800	8.96%	30,68,800	9.72%
Vrutant Benefit Trust (beneficiary Himanshu B. Kanakia)	30,68,800	8.96%	30,68,800	9.72%
Rupal Kanakia Trust (beneficiary Rasesh B. Kanakia)	30,68,800	8.96%	30,68,800	9.72%
Ashish Benefit Trust (beneficiary Rasesh B. Kanakia)	30,68,800	8.96%	30,68,800	9.72%
Rupal R. Kanakia	24,28,844	7.09%	24,28,844	7.69%
Hiral H. Kanakia	24,28,844	7.09%	24,28,844	7.69%
One Up Financial Consultants Private Limited	15,20,000	4.44%	16,03,500	5.08%
	1,86,52,888	54.43%	1,87,36,388	59.36%

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

d) Details of shares held by the promoters

Name of shareholder	As at 31 March 2024		As at 31 March 2023		% of change during the year
	Number of shares	% of total shares	Number of shares	% of total shares	
Equity shares of ₹ 5 each					
Himanshu B. Kanakia	12,73,824	3.72%	12,73,824	4.04%	0%
Hiral Kanakia Trust (beneficiary Himanshu B. Kanakia)	30,68,800	8.96%	30,68,800	9.72%	0%
Vrutant Benefit Trust (beneficiary Himanshu B. Kanakia)	30,68,800	8.96%	30,68,800	9.72%	0%
Rasesh B. Kanakia	12,73,924	3.72%	12,73,924	4.04%	0%
Rupal Kanakia Trust (beneficiary Rasesh B. Kanakia)	30,68,800	8.96%	30,68,800	9.72%	0%
Ashish Benefit Trust (beneficiary Rasesh B. Kanakia)	30,68,800	8.96%	30,68,800	9.72%	0%
Rupal R. Kanakia	24,28,844	7.09%	24,28,844	7.69%	0%
Hiral H. Kanakia	24,28,844	7.09%	24,28,844	7.69%	0%
Ashish Rasesh Kanakia	10,42,133	3.04%	3,67,133	0.01	184%
Niyati Rasesh Kanakia	10,42,133	3.04%	3,67,133	0.01	184%
Vrutant Himanshu Kanakia	10,42,133	3.04%	3,67,133	0.01	184%
Vrusti Benefit Trust (beneficiary Himanshu B. Kanakia)	10,42,133	3.04%	3,67,133	0.01	184%
Kanakia Gruhnirman Private Limited	140	0.00%	140	0.00%	0%
Kanakia Finance and Investments Private Limited	140	0.00%	140	0.00%	0%
	2,38,49,448	69.60%	2,11,49,448	67.00%	

Note :

Pursuant to the approval of share holders of the Company at the Company's Extra Ordinary General Meeting held on 11 December, 2023

a) The convertible warrant holder's, to whom 27,00,000 warrants of the Company were allotted on 19 July 2022 on preferential basis at issue price of ₹ 130 each warrant had exercised the option by paying the warrant exercise price of ₹ 55 per warrant totalling to ₹ 1485.00 Lakhs during the quarter and accordingly warrants were converted into equal number of equity shares on 23 October 2023 and 11 December 2023.

e) **The Company has not issued any bonus shares, shares for consideration other than cash or has not bought back any shares during the period of five years immediately preceding the reporting date**

Note 21: Other equity

Particulars	Sub-note	(₹ in Lakhs)	
		As at 31 March 2024	As at 31 March 2023
Securities premium reserve	(i)	9,310.70	5,935.70
Capital redemption reserve	(ii)	17.02	17.02
General reserve	(iii)	55.00	55.00
Furniture Fixture & Expenditure Reserve	(iv)	-	46.34
Retained earnings	(v)	3,850.80	4,237.48
Money received against warrants	(vi)	-	2,025.00
Total		13,233.52	12,316.54

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

(i) **Securities premium reserve**

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Balance at the beginning of the year	5,935.70	4,959.10
Change during the year	3,375.00	976.60
Balance at the end of the year	9,310.70	5,935.70

Securities premium was created when shares were issued at premium. The reserve will be utilised in accordance with the provisions of the Companies Act, 2013.

(ii) **Capital redemption reserve**

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Balance at the beginning of the year	17.02	17.02
Change during the year	-	-
Balance at the end of the year	17.02	17.02

Capital Redemption Reserve was created when Preference shares were redeemed. The reserve will be utilised in accordance with the provisions of the Companies Act, 2013.

(iii) **General reserve**

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Balance at the beginning of the year	55.00	55.00
Change during the year	-	-
Balance at the end of the year	55.00	55.00

General reserve is created from time to time by way of transfer of profits from retained earnings for appropriation purpose. This reserve is a distributable reserve.

(iv) **Furniture Fixture & Expenditure Reserve**

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Balance at the beginning of the year	46.34	132.95
Add: Additions during the year	-	125.85
Less: Transfer to retained earning during the year	(46.34)	(212.46)
Balance at the end of the year	-	46.34

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

(v) **Retained earnings**

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Balance at the beginning of the year	4,237.48	3,966.61
Add: Additions during the year	(453.95)	175.11
Less: Dividend distributed on equity shares	-	-
Less: Tax on dividend distributed on equity shares	-	-
Less: Other adjustments (net of taxes)	-	-
Less: Transferred to Furniture Fixture & Expenditure Reserve	-	(125.85)
Add: Transferred from Furniture Fixture & Expenditure Reserve	46.34	212.46
Items of other comprehensive income / (loss) recognised directly in retained earnings		
- Remeasurement of net defined benefit liability	20.93	9.15
Balance at the end of the year	3,850.80	4,237.48

Retained earnings pertain to the accumulated earnings made by the Group over the years.

(vi) **Money received against share warrants**

Particulars	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Warrants issued	-	2,025.00

(vii) Pursuant to the approval of share holders of the Company at the Company's Extra Ordinary General Meeting held on 11 December 2023

- a) The convertible warrant holder's, to whom 27,00,000 warrants of the Company were allotted on 19 July 2022 on preferential basis at issue price of ₹ 130 each warrant had exercised the option by paying the warrant exercise price of ₹ 55 per warrant totalling to ₹ 1485.00 Lakhs during the quarter and accordingly warrants were converted into equal number of equity shares on 23 October 2023 and 11 December 2023.

Note 22: Non-current financial liabilities - borrowings

Particulars	Interest rate	Maturity date	(₹ in Lakhs)		Remarks
			As at 31 March 2024	As at 31 March 2023	
Secured					
Term loan from financial institution-ABFL	12.15%	January 2032	7,182.88	7,632.78	Refer note (a) below
Line of credit from financial institution-ABFL	13.08%	January 2034	4,295.38	4,431.39	Refer note (a) below
Term loan from financial institution-TFCIL	11.50%	October 2033	3,992.00	-	Refer note (a) below
Term Loan from Bank-Axis Bank	9.25%	March 2033	7,472.38	7,855.99	Refer note (c) below
Emergency credit line guarantee scheme (ECLGS)-Axis Bank	9.25%	January 2026	-	1,214.79	Refer note (d) below
Emergency credit line guarantee scheme (ECLGS)-Axis Bank	9.25%	May 2027	-	3,100.00	Refer note (d) below
Total borrowings			22,942.64	24,234.95	
Less: Current maturities of loan			(1,091.88)	(2,046.38)	
Total			21,850.76	22,188.57	

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

- (a) Term loan & line of credit taken from Aditya Birla Finance Limited is secured against:
- First and exclusive charge / hypothecation of all rental receivables arising out of leasing of Theatre buildings.
 - First and exclusive charge on movable tangible and intangible assets including all stocks, work-in-progress, receivables, inventories, goodwill, patents, trade licenses, permits and all other intellectual property rights and all plant, machinery and equipment employed and over all the contracts and insurance policies/proceeds under the insurance contract in relation to the above properties.
 - First and exclusive charge by way of hypothecation of the escrow account with all monies credited / deposited therein and all investments in respect thereof (in whatever form the same may be)
 - Personal / corporate guarantee of Rasesh B. Kanakia and Himanshu B. Kanakia.
 - First and exclusive charge by way of registered mortgage on the above detailed properties together with all the buildings and structures thereon, both present and future.
- (b) Term loan taken from Axis Bank is secured against:
- Exclusive EM / RM charge on the land & building of the subsidiary company.
 - Exclusive hypothecation charge on the entire moveable fixed assets
 - Exclusive charge on the entire current assets
 - Hypothecation on all receivables
 - Pledge of shares to the extent of 29.99% of the total paid up capital of the subsidiary company.
 - Debt service reserve (DSRA)
 - Personal guarantee of Rasesh B. Kanakia and Himanshu B. Kanakia
- (c) Emergency credit line guarantee scheme (ECLGS) credit taken during the year from Axis Bank is secured against:
Second charge by way of registered mortgage on the properties mentioned in above note 22 (c) (i) to (vi)
- (d) Vehicle loans taken from banks and financial institutions are secured against mortgaged vehicles
- (e) Group is not required to file any quarterly return or statement with lender.
- (f) Term Loans were used fully for the purpose for which the same were obtained.

Net debt reconciliation

	(₹ in Lakhs)	
	As at 31 March 2024	As at 31 March 2023
Non-current borrowings (including current maturities)	22,942.64	24,234.95
Cash and cash equivalents	1,215.33	2,465.88
Net debt	21,727.31	21,769.08

	(in ₹ Lakhs)	
Particulars	Cash and cash equivalents	Non-current borrowings
Balance as at 31 March 2023	2,465.88	24,234.95
Cash flows (net)	(1,250.54)	(1,292.31)
Balance as at 31 March 2024	1,215.33	22,942.64

Note 23: Other non current financial liabilities

	(₹ in Lakhs)	
Particulars	As at 31 March 2024	As at 31 March 2023
Security deposits	1,562.51	1,865.39
Total	1,562.51	1,865.39

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Note 24: Non current provisions

	(₹ in Lakhs)	
Particulars	As at 31 March 2024	As at 31 March 2023
Provision for employee benefits obligations	186.65	188.86
Total	186.65	188.86

Note 25: Other non current liabilities

	(₹ in Lakhs)	
Particulars	As at 31 March 2024	As at 31 March 2023
Deferred income	5.64	0.51
Deferred Gurantee Income	-	-
Deferred Rent Received	2.92	-
Other liabilities	-	5.27
Total	8.56	5.78

Note 26: Current maturities of long term borrowings

	(₹ in Lakhs)	
Particulars	As at 31 March 2024	As at 31 March 2023
Current maturities of term loans	1,091.88	2,046.38
Total	1,091.88	2,046.38

Note 27: Trade payables

	(₹ in Lakhs)	
Particulars	As at 31 March 2024	As at 31 March 2023
Dues to Micro enterprises & small enterprises	190.97	53.43
Dues to creditors other than Micro enterprises & small enterprises	2,164.82	2,002.10
Total	2,355.79	2,055.53

	(₹ in Lakhs)	
Particulars	31 March 2024	31 March 2023
a) the principal amount and the interest due thereon remaining unpaid	190.97	53.27
b) the amount of interest paid , along with the amounts of the payment made to the supplier beyond the appointed day during the accounting year	-	-
c) the amount of interest due and payable for the period of delay in making payment without interest	-	-
d) the amount of interest accrued and remaining unpaid at the end of financial year	37.82	0.16
e) 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.	-	-

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Ageing as at 31 March 2024

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment				Total
	< 1 year	1-2 years	2-3 years	> 3 years	
MSME	187.95	3.02	-	-	190.97
Others	2,070.55	79.25	15.02	-	2,164.82
Disputed Dues - MSME	-	-	-	-	-
Disputed Dues - Others	-	-	-	-	-
Total	2,258.50	82.27	15.02	-	2,355.79

Ageing as at 31 March 2023

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment				Total
	< 1 year	1-2 years	2-3 years	> 3 years	
MSME	53.25	0.18	-	-	53.43
Others	1,913.10	89.00	-	-	2,002.10
Disputed Dues - MSME	-	-	-	-	-
Disputed Dues - Others	-	-	-	-	-
Total	1,966.35	89.18	-	-	2,055.53

Note 28: Other current financial liabilities

(₹ in Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Interest accrued but not due on borrowings	84.60	62.79
Unclaimed dividends	0.93	0.93
Other payables	38.35	15.85
Salary and reimbursements	199.83	160.79
Security deposits	1,212.86	1,148.48
Capital creditors	1,653.86	2,620.07
Deposits refundable	0.80	1.29
Total	3,191.22	4,010.20

Note 29: Other current liabilities

(₹ in Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Advances from customers	254.66	273.32
Statutory dues payable	206.19	187.08
Other payables	0.25	0.67
Total	461.10	461.08

Note 30: Current provisions

(₹ in Lakhs)

Particulars	As at 31 March 2024	As at 31 March 2023
Provision for employee benefits obligations (refer note 40)	63.94	58.93
Total	63.94	58.93

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Note 31: Revenue from operations

(₹ in Lakhs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Sale of services		
Sale of movie tickets	12,548.04	5,682.51
Advertisement income	477.41	307.16
Virtual print fees	162.20	109.05
Convenience fees	439.95	163.82
Rental income	109.53	26.52
	13,737.13	6,289.06
Income from car parking	43.79	43.75
Sale of power	-	1.50
Gaming revenue	0.47	15.77
Room & banquet income	4,695.86	4,432.25
Food & beverages income	6,218.46	3,173.95
Other income	86.17	101.12
	11,044.74	7,768.34
Total	24,781.87	14,057.40

Note: Other income include car hire income of ₹ 15.63 Lakhs (previous year ₹ 7.90 Lakhs).

Note 32: Other income

(₹ in Lakhs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Interest income	181.09	185.40
Sundry balances written back	46.52	0.02
Provisions no longer required written back	13.35	4.39
Gain / Loss on Short term investments-fair value	-	9.73
Gain / Loss on sale of short term investments	56.60	60.50
Gain due to modification of lease liability	142.72	1.03
Financial liabilities measured at amortised cost	2.01	-
Miscellaneous income	191.83	86.60
Total	634.13	347.67

Note 33: Employee benefits expense

(₹ in Lakhs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Salaries and bonus	2,098.42	1,699.70
Contribution to provident and other funds (refer note 40)	187.94	150.20
Staff welfare expenses	187.62	139.98
Total	2,473.98	1,989.88

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Note 34: Finance costs

Particulars	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Interest expense		
on term loan	2,728.26	2,597.52
on vehicle loan	-	0.21
on others	2.27	3.35
Finance charges	83.09	56.78
Interest on lease liability	1,326.96	736.57
Total	4,140.58	3,394.43

Note 35: Depreciation and amortisation expense

Particulars	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Depreciation and amortisation on property, plant and equipment (refer note 4)	1,914.49	1,512.73
Depreciation on right of use asset	1,147.02	660.00
Amortisation of Intangible Assets (refer note 7)	19.48	11.24
Total	3,080.99	2,183.97

Note 30: Other expenses

Particulars	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Rates and taxes	556.03	466.76
Repairs and maintenance	488.23	343.43
Common area maintenance	772.45	352.46
Housekeeping charges	397.24	229.45
Security charges	241.18	138.04
Other operating expenses	1,541.39	1,778.58
Rent	1,121.30	135.28
Travelling and conveyance	151.64	111.32
Communication expenses	29.42	25.42
Insurance	38.96	31.56
Legal and professional fees	246.78	336.30
Loss on sale of assets	0.47	20.30
Directors' sitting fees	4.30	4.70
Advertising & marketing	73.39	281.26
Outsourced labour	812.00	350.00
Auditor's remuneration (refer note (a) below)	20.25	17.36
Bank charges	4.84	2.54
Printing and stationery	16.36	20.57
Provision for doubtful debts	0.69	0.99
Payment gateway charges	55.81	22.55
Provision for doubtful Advances	-	2.65
Contribution towards corporate social responsibility (refer note 49)	4.15	12.80
Donation	-	0.88
Sundry balance written off	3.75	-
Modification of Lease Liability	2.87	-
Reversal of lease income on straightlining	-	1.37

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Particulars	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Business Promotion Expenses	-	2.73
Miscellaneous expenses	134.86	125.40
Total	6,718.36	4,814.70

a) Auditor's remuneration (exclusive of taxes)

- Statutory audit fees	20.25	17.36
Total	20.25	17.36

Note 37: Current tax**(a) Income-tax expense through the statement of profit and loss**

Particulars	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Current tax		
Current tax on profits for the year	2.53	-
Adjustments for current tax of prior periods	(22.38)	-
Reversal of MAT credit	-	-
	(19.85)	-
Deferred tax charge / (credit)		
In respect of current year origination and reversal of temporary differences	99.13	(638.07)
Total tax expense	79.28	(638.07)
Tax on Discontinued Operations		
Current tax		
Current tax on profits for the year	-	135.36
Reversal of MAT credit	-	46.43
	-	181.79
Deferred tax charge / (credit)		
In respect of current year origination and reversal of temporary differences	-	(21.58)
Total tax expense on discontinuing operations	-	160.21

(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:

Particulars	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Accounting profit before income-tax	(374.67)	(2,793.75)
Applicable Indian statutory income-tax rate	27.82%	27.82%
Computed tax expense	(104.23)	(777.22)
Tax effect of items deductible in calculating tax income (net)	210.51	143.98
Effect of income that is exempt from tax	(4.61)	(4.83)
MAT credit reversal / (creation)	-	-
Adjustment of current tax of prior periods	(22.38)	-
Income-tax expense reported in the statement of profit and loss	79.28	(638.07)

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Note 38: Earnings per share

(₹ in Lakhs)

Particulars	Year ended	
	31 March 2024	31 March 2023
The numerators and denominators used to calculate the basic and diluted earnings per share are as follows:		
Net profit attributable to shareholders for basic/diluted earnings per share		
Continuing operation	(453.95)	(2,155.68)
Discontinued operation	-	2,330.79
Continuing operation and Discontinued operation	(453.95)	175.11
Weighted average number of equity shares for basic/diluted earnings per share (in Lakhs)	325.14	314.14
Basic and Diluted earnings per share		
Continuing operation	(1.40)	(6.86)
Discontinued operation	-	7.43
Continuing operation and Discontinued operation	(1.39)	0.56

Note 39: Foreign exchange transactions & earnings

- i) Foreign Exchange Earnings during the financial year - USD 11.62 Lakhs (Previous Year - USD 11.67 Lakhs) equivalent to ₹ 963.19 Lakhs (Previous Year ₹ 944.40 Lakhs).
- ii) Foreign exchange expenditure during the financial year

Particulars	Currency	31 March 2024	
		(Foreign Currency in Lakhs)	(₹ in Lakhs)
Commission	USD	0.49	40.80
Insurance	USD	0.09	7.82
Marketing Fee	USD	1.26	104.43
Professional Fees	USD	0.90	74.62
Professional Fees	GBP	0.01	0.98

* Amount less than GBP 1000/-

Note 40: Employee benefits

(₹ in Lakhs)

Particulars	As at 31 March 2024		As at 31 March 2023	
	Non-current	Current	Non-current	Current
	Gratuity	165.41	43.11	165.81
Compensated absences	21.24	20.83	23.05	10.55
Total	186.65	63.94	188.86	58.93

The Group has a defined benefit gratuity plan. Every employee who has completed continuous services of five years or more gets a gratuity on death or resignation or retirement at 15 days salary (last drawn salary) for each completed year of service.

The following tables summarise the components of net benefit expense recognised in the statement of profit and loss and the amount recognised in the balance sheet for the defined benefit plan.

(₹ in Lakhs)

Particulars	Gratuity benefits	
	As at 31 March 2024	As at 31 March 2023
Change in the present value of the defined benefit obligation:		
Opening defined benefit obligation	214.17	54.26
Transfer In / (Out)	-	152.32
Interest cost	14.65	13.16

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

(₹ in Lakhs)

Particulars	Gratuity benefits	
	As at 31 March 2024	As at 31 March 2023
Service Cost	39.49	23.98
Benefits paid	(31.90)	(16.99)
Actuarial losses/(gains) on obligation	(27.90)	(12.56)
Closing defined benefit obligation	208.51	214.17
Amount recognised in the balance sheet:		
Liability at the beginning of the year	214.17	54.26
Current year's expense	54.14	37.14
Transferred to OCI	(27.90)	(12.56)
Contributions by employer	(31.90)	(16.99)
Liability recognised in the Balance Sheet	208.51	61.85
Expense recognised in the statement of profit and loss:		
Service cost	39.49	23.98
Interest cost	14.65	13.16
	54.14	37.14

(₹ in Lakhs)

Particulars	As at 31 March 2024	
	As at 31 March 2024	As at 31 March 2023
Expense/(income) recognised in the other comprehensive income:		
Actuarial loss / (gain) on defined benefit obligations	(27.90)	(12.56)
Net expense / (income) recognised in the total comprehensive income	(27.90)	(12.56)
Breakup of actuarial gain/loss		
Actuarial (gain) / loss arising from change in financial assumption	2.59	0.44
Demographic (Gain) / Loss on plan liabilities	(2.70)	
Actuarial (gain) / loss arising from experience adjustment	(27.79)	(5.64)
	(27.90)	(5.20)

Assumptions used in Celine India Limited

Actuarial assumptions used

Particulars	As at 31 March 2024	
	As at 31 March 2024	As at 31 March 2023
Discount rate (per annum)	7.20%	7.40%
Salary growth rate (per annum)		
- for first year	3.00%	3.00%
- for second year	5.00%	5.00%
- thereafter	10.00%	10.00%

Demographic assumptions used

Particulars	As at 31 March 2024	
	As at 31 March 2024	As at 31 March 2023
Mortality table	IALM(2012-14)	IALM(2012-14)
Retirement age	60 years	60 years
Average remaining life (years)	7.28	7.22
Withdrawal rates for all ages	12% per annum	12% per annum

These assumptions were developed by the management with the assistance of independent actuarial appraisers. Discount factors are determined close to each year end by reference to government bonds of relevant economic markets and that have terms to maturity approximating to the terms of the related obligation. Other assumptions are based on management's historical experience.

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Assumptions used in R & H Spaces Private Limited

Actuarial assumptions used

Particulars	As at 31 March 2024	As at 31 March 2023
Discount rate (per annum)	7.10%	7.30%
Salary growth rate (per annum)		
- for first year	7.00%	6.00%
- for second year	7.00%	6.00%
- thereafter	7.00%	6.00%

Demographic assumptions used

Particulars	As at 31 March 2024	As at 31 March 2023
Mortality table	IALM(2012-14)	IALM(2012-14)
Retirement age	58 years	58 years
Average remaining life (years)	1.51	2.77
Withdrawal rates for all ages	66% per annum	36% per annum

These assumptions were developed by the management with the assistance of independent actuarial appraisers. Discount factors are determined close to each year end by reference to government bonds of relevant economic markets and that have terms to maturity approximating to the terms of the related obligation. Other assumptions are based on management's historical experience.

Sensitivity analysis

The financial results are sensitive to the actuarial assumptions. The changes to the defined benefit obligations for increase & decrease of 1% from assumed salary escalation, withdrawal and discount rates are given below. The following table summarises the effects of changes in these actuarial assumptions on the defined benefit liability at 31 March 2024.

(₹ in Lakhs)

Particulars	As at 31 March 2024		As at 31 March 2023	
	Increase by 1%	Decrease by 1%	Increase by 1%	Decrease by 1%
Discount rate				
Increase/ (decrease) in the defined benefit liability	184.93	210.44	184.90	210.82
Salary escalation rate				
Increase/ (decrease) in the defined benefit liability	208.27	186.59	208.61	186.59
Withdrawal rates				
Increase/ (decrease) in the defined benefit liability	195.22	198.80	195.50	198.85

The present value of the defined benefit obligation calculated with the same method (projected unit credit) as the defined benefit obligation recognised in the balance sheet. The sensitivity analysis is based on a change in one assumption while not changing all other assumptions. This analysis may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in the assumptions would occur in isolation of one another since some of the assumptions may be co-related.

Compensated absences of Cineline India Limited

The Company has a defined benefit compensated absences plan. Employees are eligible to avail the unutilised accumulated compensated absences subject to the maximum of forty five days. Leaves accumulated are not encashable. The obligation for compensated absences is recognised in the same manner as gratuity and net charge to the statement of profit and loss for the year is ₹ 5.31 Lakhs (Previous year: net reversal to the statement of profit and loss for the year is ₹ 0.93 Lakhs).

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Actuarial assumptions used

Particulars	As at 31 March 2024	As at 31 March 2023
Discount rate	7.20%	7.40%
Expected salary escalation rate		
- for first year	3.00%	3.00%
- for second year	5.00%	5.00%
- thereafter	10.00%	10.00%
Mortality table	IALM(2012-14)	IALM(2012-14)
Withdrawal rate	12% per annum	12% per annum

Compensated absences of R & H Spaces Private Limited

The Company has a defined benefit compensated absences plan. It is payable to all the eligible employees at the rate of daily salary subject to a maximum of forty two days. The obligation for compensated absences is recognised in the same manner as gratuity and net charge to the statement of profit and loss for the year is ₹ 18.13 Lakhs (Previous year: net charge to the statement of profit and loss of ₹ 14.45 Lakhs).

Actuarial assumptions used

Particulars	As at 31 March 2024	As at 31 March 2023
Discount rate	7.10%	7.30%
Expected salary escalation rate		
-for first year	7.00%	6.00%
-for second year	7.00%	6.00%
-thereafter	7.00%	6.00%
Mortality table	IALM(2012-14)	IALM(2012-14)
Withdrawal rate	66% per annum	36% per annum

Note 41: Related party transactions

In accordance with the requirement of Indian Accounting Standard (Ind AS) 24 "Related Party Disclosures", names of the related parties, related party relationships, transactions and outstanding balances including commitments where control exists and with whom transactions have taken place during the reported period are as follows:

a) List of related parties

Relationship	Name of the related party
Directors	Rasesh B. Kanakia
	Himanshu B. Kanakia
	Hiral H. Kanakia
Relative of director	Manisha Vora
Key management personnel (KMP)	Ashish R. Kanakia
	Vipul Parekh
	Rashmi Shah
Entities under common control	Kanakia Spaces Realty Private Limited
	Kanakia Residential Private Limited
	Kanakia Hotels & Resorts Private Limited
	Kanakia Future Realty Private Limited
	RBK Education Solutions Private Limited

Details of transaction between the Company and its related parties are disclosed below:

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

b) Transactions during the year

(₹ in Lakhs)			
Particulars	Nature of relationship	Year ended 31 March 2024	Year ended 31 March 2023
Loan given to			
Kanakia Spaces Realty Private Limited	Entity under common control	3,884.38	573.00
Loan given received back			
Kanakia Spaces Realty Private Limited	Entity under common control	4,043.15	994.32
Deposit received back			
Kanakia Spaces Realty Private Limited	Entity under common control	15.90	-
Interest received from			
Kanakia Spaces Realty Private Limited	Entity under common control	135.90	147.09
Other expenses			
Kanakia Hotels & Resorts Private Limited	Entity under common control	-	1.63
Rent expense			
Kanakia Spaces Realty Private Limited	Entity under common control	2.65	31.80
Rent income			
Kanakia Hotels & Resorts Private Limited	Entity under common control	1.25	-
Advertisement income received			
Kanakia Future Realty Private Limited	Entity under common control	-	6.00
RBK Education Solutions Private Limited	Entity under common control	-	2.59
Sale of Fixed Assets			
Kanakia Future Realty Private Limited	Entity under common control	-	5.36
Sale of Goods & Services			
Kanakia Spaces Realty Private Limited	Entity under common control	-	2.87
Reimbursement of expenses			
Kanakia Spaces Realty Private Limited	Entity under common control	0.05	0.00*
Vipul Parekh	KMP	7.20	9.84
Rashmi Shah	KMP	0.15	-
Professional fees paid			
Manisha Vora	Relative of director	9.53	10.58
Rashmi Shah	KMP	5.40	6.00
Remuneration paid			
Rasesh B. Kanakia	Director	16.00	13.60
Himanshu B. Kanakia	Director	16.00	13.60
Hiral H. Kanakia	Director	15.00	12.75
Vipul Parekh	KMP	27.93	27.93
Ashish R. Kanakia	KMP	29.40	22.08

* Amount less than ₹1,000/-

The Related Party relationships are identified by the management and relied upon by the auditors. There are no other type of remuneration paid to KMP.

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

c) Balances outstanding at the year end

(₹ in Lakhs)			
Particulars	Nature of relationship	Year ended 31 March 2024	Year ended 31 March 2023
Loan given			
Kanakia Spaces Realty Private Limited	Entities under common control	510.85	669.62
Interest receivable			
Kanakia Spaces Realty Private Limited	Entities under common control	35.60	25.13
Trade Receivables			
Kanakia Future Realty Private Limited	Entity under common control	7.08	13.40
Kanakia Spaces Realty Private Limited	Entity under common control	2.75	2.81
Kanakia Hotels & Resorts Private Limited	Entity under common control	0.54	-
Security deposit given			
Kanakia Spaces Realty Private Limited	Entity under common control	-	15.90
Trade payables			
Manisha Vora	Relative of director	0.79	0.79
Vipul Parekh	KMP	0.60	0.60
Rashmi Shah	KMP	0.45	0.45
Other payables			
Rashmi Shah	KMP	-	0.15

Note 42: Segment information

Operating segments

Considering the nature of operations and the manner in which the chief operating decision maker of the Group reviews the operating results, the Group has concluded that there are two major reporting segment as per Ind AS 108 "Operating Segments". Accordingly, separate disclosures of segment information have been made as under:

Particulars	As at 31 March 2024			As at 31 March 2023		
	Cinema exhibition	Hospitality	Total	Leased Assets	Hospitality	Total
Segment Revenue	18,961.06	5,820.81	24,781.87	8,557.13	5,500.27	14,057.40
Segment Result Profit/(Loss) before tax and interest	2,536.49	1,064.42	3,600.91	33.36	738.52	771.88
Add : Unallocated	-	-	14.02	-	-	(2.40)
Total			3,614.93			769.48
Less: Interest			(4,140.58)			(3,394.43)
Total Profit before Tax			7,755.51			4,163.91
Segment Assets	25,863.55	31,323.98	57,187.53	25,228.09	32,059.68	57,287.77
Add : Unallocated	-	-	550.40	-	-	698.55
Total Assets			57,737.94			57,986.33
Segment Liabilities	30,274.37	12,513.40	42,787.77	30,984.61	13,106.08	44,090.69
Add : Unallocated	-	-	3.31	-	-	0.77
Total Liabilities			42,791.08			44,091.46

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Note 43: Discontinued Operations

In the month of July 2022, the Company has entered into an agreement with Ramsons Holdings Private Limited for sale of its undertaking i.e. Eternity Mall at Nagpur at a consideration of ₹ 6,000 Lakhs

The profit/loss of discontinued operations and the resultant profit/loss on disposal has been included in the financial statements as loss from discontinued operations.

Analysis of profit/ loss for the year from discontinued operations:

The results of the discontinued operations included in the profit for the year are as set below. The comparative results and cash flow from discontinued operations have been presented as if these operations were discontinued in the prior year as well

Particular	Year ended	
	31 March 2024	31 March 2023
	(₹ in Lakhs)	
Revenue	-	198.29
Expenses	-	502.01
Profit/(loss) before Tax from discontinued operations	-	(303.72)
Profit on disposal of divisions	-	2,794.73
Tax expense of discontinued operations	-	160.21
Profit/(loss) after Tax from discontinued operations	-	2,330.79
Profit after Tax from discontinued operations attributable to Owners of the Company	-	2,330.79

Analysis of cash flow from discontinued operations	Year ended	
	31 March 2024	31 March 2023
	(₹ in Lakhs)	
Net cash (outflow) from operating activities	-	(72.34)
Net cash (outflow) from investing activities	-	7,215.53
Net cash (outflow) from financing activities	-	(6,575.35)

Computation of profit on disposal	Year ended	
	31 March 2024	31 March 2023
	(₹ in Lakhs)	
Cash Consideration received (if any)	0	7397.32
(-) Carrying value of net asset sold	0	4602.59
Profit on Disposal	0	2794.73

Note 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 Company.

Particular	Year ended	
	31 March 2024	31 March 2023
	(₹ in Lakhs)	
Legal and professional fees	30.81	211.68
Salaries and bonus	171.82	214.02
Common area maintenance	6.97	53.28
Travelling and conveyance	18.97	75.40
Security charges & Housekeeping Charges	8.13	17.90
Electricity & Water Charges	20.28	13.18
Miscellaneous expenses	39.48	30.33
Total Capital work-in-progress	296.46	615.78
Add Brought forward from Previous Year	337.39	175.25
Less Capitalised/Charges during the Year	(245.96)	(453.64)
Balance Included in Capital Work-in-Progress	387.89	337.39

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Note 45: Financial instruments

The management assessed that cash and bank balances, trade receivables, trade payables, cash credits and other financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair values of the financial assets and liabilities are 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.

The Company has established the following fair value hierarchy that categorises the values into 3 levels. The inputs to valuation techniques used to measure fair value of financial instruments are:

- Level 1: This hierarchy uses quoted (unadjusted) prices in active markets for identical assets or liabilities. The fair value of all equity investments and units of mutual funds which are traded in the stock exchanges is valued using the closing price or dealer quotations as at the reporting date.
- Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on company specific estimates. The mutual fund units are valued using the closing Net Asset Value. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.
- Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

i) Financial instruments by category

As at 31 March 2024

Particulars	Fair value through P&L	Fair value through OCI	Amortised Cost	Total
				(₹ in Lakhs)
Financial assets				
Measured at amortised cost				
Trade receivables	-	-	515.42	515.42
Loans - Current	-	-	510.85	510.85
Cash and cash equivalents	-	-	1,215.33	1,215.33
Other Bank balances	-	-	22.01	22.01
Other financial assets	-	-	1,823.95	1,823.95
Total	-	-	4,087.56	4,087.56
Financial liabilities				
Measured at amortised cost				
Trade payables	-	-	2,355.80	2,355.80
Lease liabilities	-	-	12,018.67	12,018.67
Borrowings (including current maturity)	-	-	22,942.64	22,942.64
Other financial liabilities - Non current	-	-	1,562.51	1,562.51
Other financial liabilities - Current	-	-	3,191.22	3,191.22
Total	-	-	42,070.84	42,070.84

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

As at 31 March 2023

Particulars	(₹ in Lakhs)			Total
	Fair value through P&L	Fair value through OCI	Amortised Cost	
Financial assets				
Measured at amortised cost				
Trade receivables	-	-	532.31	532.31
Loans - Current	-	-	669.62	669.62
Cash and cash equivalents	2,261.50	-	204.38	2,465.88
Other Bank balances	-	-	92.58	92.58
Other financial assets	-	-	1,259.24	1,259.24
Total	2,261.50	-	2,758.13	5,019.63
Financial Liabilities				
Measured at amortised cost				
Trade payables	-	-	2,055.53	2,055.53
Lease Liabilities	-	-	11,210.74	11,210.74
Borrowings (including current maturity)	-	-	24,234.95	24,234.95
Other financial liabilities - Non current	-	-	1,865.39	1,865.39
Other financial liabilities - Current	-	-	4,010.20	4,010.20
Total	-	-	43,376.81	43,376.81

ii) **Financial instruments by category**

Particulars	(₹ in Lakhs)			Total Amount
	(Level 1) Amount	(Level 2) Amount	(Level 3) Amount	
As at 31 March 2024				
Financial assets				
Fair value through other comprehensive income				
Investment in equity shares - quoted	-	-	-	-
Fair value through profit and loss				
Investment in mutual funds	-	-	-	-
Total	-	-	-	-
As at 31 March 2023				
Financial assets				
Fair value through other comprehensive income				
Investment in equity shares - quoted	-	-	-	-
Fair value through profit and loss				
Investment in mutual funds	-	2,261.50	-	2,261.50
Total	-	2,261.50	-	2,261.50

Note 46: Risk Management

The Group's activities expose it to credit risk, liquidity risk and market risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

The Group's risk management is carried out by finance team under policies approved by the Board of Directors. The Board of Directors provide written principles for overall risk management, as well as policies covering specific areas, interest rate risk, credit risk and investment of excess liquidity.

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

A) **Credit risk**

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or pay amounts due to the Group causing financial loss. It arises from cash and cash equivalents, deposits with banks and financial institutions, security deposits, loans given and principally from credit exposures to customers relating to outstanding receivables. The Group's maximum exposure to credit risk is limited to the carrying amount of financial assets recognised at reporting date.

The Group continuously monitors defaults of customers and other counterparties, identified either individually or by the Group, and incorporates this information into its credit risk controls. The Group's policy is to deal only with creditworthy counterparties.

In respect of trade and other receivables, the Group is not exposed to any significant credit risk exposure to any single counterparty or any company of counterparties having similar characteristics. Trade receivables consist of a large number of customers. The Group has very limited history of customer default, and considers the credit quality of trade receivables that are not past due or impaired to be good.

The credit risk for cash and cash equivalents and loans is considered negligible, since the counterparties are reputable organisations with high quality external credit ratings.

B) **Liquidity risk**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Group maintains flexibility in funding by maintaining availability under committed facilities.

Management monitors rolling forecasts of the Group's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Group takes into account the liquidity of the market in which the entity operates. In addition, the Group's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

Contractual maturities of financial liabilities

The tables below analyse the Group's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying amounts as the impact of discounting is not significant.

31 March 2024	(₹ in Lakhs)			Total
	Up to 1 year	1-5 years	More than 5 years	
Non-derivatives				
Borrowings	1,091.88	11,192.30	10,658.46	22,942.64
Lease Liability	633.72	3,798.69	7,586.26	12,018.67
Trade payables	2,278.96	76.84	-	2,355.80
Other financial liabilities	3,191.22	1,562.51	-	4,753.73
Total	7,195.78	16,630.34	18,244.73	42,070.85

31 March 2023	(₹ in Lakhs)			Total
	Upto 1 year	1-5 years	More than 5 years	
Derivatives				
Borrowings	-	-	-	-
Non-derivatives				
Borrowings	2,046.38	12,158.56	10,030.00	24,234.94
Lease Liability	1,306.30	2,766.62	7,137.83	11,210.74
Trade payables	2,055.53	-	-	2,055.53
Other financial liabilities	4,010.20	1,865.39	-	5,875.58
Total	9,418.40	16,790.57	17,167.83	43,376.79

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

C) Market risk - foreign exchange

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate due to changes in foreign exchange rates.

The primary market risk to the Company is foreign exchange risk. The exchange rate between the rupee and foreign currencies has changed substantially in recent years and may fluctuate substantially in the future.

When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged exposure. The Company evaluates exchange rate exposure arising from foreign currency transactions. It uses derivative instruments like forward contracts to hedge exposure to foreign currency risk.

D) Market risk - interest rate risk

The Group's policy is to minimise interest rate cash flow risk exposures on long-term financing. 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 Group's exposure to the risk of changes in market interest rates relates primarily to the Group's variable rate borrowings. The Group is not exposed to changes in market interest rates in so far it relates to fixed rate borrowings.

Interest rate risk exposure

Below is the overall exposure of the Group to interest rate risk:

Particulars	As at	
	31 March 2024	31 March 2023
Variable rate borrowing	22,942.64	24,234.95

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 Group's profit before tax is affected through the impact on variable rate borrowing, as follows:

Particulars	Gain / (loss) on profit before tax	
	As at 31 March 2024	As at 31 March 2023
Interest rate increases by 50 basis points	(114.71)	(121.17)
Interest rate decreases by 50 basis points	114.71	121.17

Note 47: Capital management

The Group's capital management objectives are:

- to ensure the Group's ability to continue as a going concern
- to provide an adequate return to shareholders

The Group monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of balance sheet.

The Management assesses the Group's capital requirements in order to maintain an efficient overall financing structure while avoiding excessive leverage. This takes into account the subordination levels of the Group's various classes of debt. The Group manages the capital structure and makes adjustments to it in the light of changes in the economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

Particulars	As at	
	31 March 2024	31 March 2023
Net debts	21,705.30	21,769.08
Total equity	14,946.84	13,894.86
Gearing ratio	145.22%	156.67%

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Note 48: Leases INDAS

a) As Lessee:

Following is the information pertaining to leases for the year ended March 2024:

Particulars	As at	
	31 March 2024	31 March 2023
(a) Depreciation charge for Right of Use asset	1,147.02	659.99
(b) Interest expense on lease liability	1,326.96	736.57
(c) Expense relating to short term leases accounted in profit & loss	130.96	14.26
(d) Expense relating to variable lease payments not included in the measurement of lease liabilities	955.65	116.76
(e) Total cash outflow for leases for the period	964.77	950.51
(f) Additions to Right of Use asset	2,713.84	11,883.46
(g) Carrying amount of Right of use Asset at the year end	11,410.60	11,324.75

Table showing contractual maturities of lease liabilities on undiscounted basis:

Due	As at	
	31 March 2024	31 March 2023
Due not later than one year	1,921.82	1,647.65
Due later than one year but not later than five years	8,630.18	7,227.23
Due Later than Five Years	11,726.98	12,376.14

b) As Lessor:

The Company has given certain part of its property on operating lease. These lease arrangements are long term and cancellable solely at discretion of the lessees. Rental income from leasing of property of ₹ 59.78 Lakhs (P.Y. ₹ 57.70 Lakhs) is recognised in the Statement of Profit and Loss. The initial direct cost (if any) is charged off to expenses in the year in which it is incurred.

The Holding Company has not given any property under non -cancellable operating lease.

Note 49: Corporate social responsibility

The Average profit/(loss) before tax of the holding company was ₹(405.71) Lakhs, basis of which the holding company was required to spend ₹NIL towards Corporate Social Responsibility (CSR) activities for the current financial year.

Particulars	As at	
	March 2024	March 2023
a) Gross amount required to be spent by Company during the year	-	7.56
b) Amount spent during the year:		
In cash	4.15	12.80
Yet to be paid in cash	-	-
Total	4.15	12.80
(i) Construction / acquisition of any asset	-	-
(ii) On purposes other than (i) above	4.15	12.80

Particulars	As at	
	March 2024	March 2023
c) In case of Section 135(5) Unspent amount:		
Opening Balance	-	-
Less: Amount deposited in Specified Fund of Sch.VII within 6 months	-	-
Add: Amount required to be spent during the year	-	-
Less: Amount spent during the year	-	-
Closing Balance	-	-

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

	(₹ in Lakhs)	
d) In case of Section 135(5) Excess Spent amount:	March 2024	March 2023
Opening Balance	11.82	6.58
Less: Amount required to be spent during the year	-	7.56
Add: Amount spent during the year	4.15	12.80
Closing Balance	15.97	11.82

- e) Nature of CSR: CSR activity amount spent on education.
- f) Company has not spent any CSR amount on related party.

Note 50: Corporate social responsibility

- (i) The Group do not have any material pending litigation which would impact its financial position.
- (ii) The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

Note 51:

- I The disclosure on the following matters required under Schedule III as amended not being relevant or applicable in case of the Group, same are not covered such as-
 - a) The Group has not traded or invested in crypto currency or virtual currency during the financial year.
 - b) There are no transactions which are not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
 - c) No proceedings have been initiated or are pending against the Group for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
 - d) The Group has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
 - e) The Group has not entered into any scheme of arrangement.
 - f) No Registration or satisfaction of charges are pending to be filed with ROC.
 - g) The provision relating to compliance with number of layers of companies prescribed under clause (87) of section 2 of the Companies Act is not applicable to the Group.
- II. No dividend is declared & paid during the current financial year.
- III.
 - a) 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 Group to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend to or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - b) No funds have been received by the Group from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Group shall, whether, directly or indirectly, lend to or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Note 52: Financial Performance

		(₹ in Lakhs)				
Ratios	Numerator	Denominator	31 March 2024	31 March 2023	Variance	Reason
a) Current ratio	Current assets	Current liabilities	0.64	0.55	15.31%	-
b) Debt-equity ratio	Total debt	Shareholders' equity	1.53	1.74	(12%)	-
c) Debt service coverage ratio	Earnings available for debt service (1)	Debt service (2)	0.57	0.21	163.67%	Due to Loss in Current year
d) Return on equity ratio	Net profits after taxes	Average shareholders' equity	(3.15%)	1.34%	(334.52%)	Due to Loss in Current year
e) Inventory turnover ratio	Cost of goods sold	Closing balance of Inventory	6.63	4.93	34.36%	Increase in consumption in current year
f) Trade receivables turnover ratio	Revenue	Average trade receivable	47.31	32.90	43.78%	Increase in Revenue in current year
g) Trade payables turnover ratio	Operating expenses	Average trade payables	7.30	7.04	3.61%	-
h) Net capital turnover ratio	Revenue	Working capital (3)	(8.74)	(3.16)	176.87%	Increase in Revenue in current year
i) Net profit ratio	Net profit after tax	Revenue	(0.02)	0.01	(247.05%)	Due to Loss in Current year
j) Return on capital employed	Earning before interest and taxes	Capital employed (4)	6.22%	(0.51%)	(1,330.56%)	Due to EDITA reduced in current year
k) Return on invested capital	Earning before interest and taxes	Invested capital (5)	0.11	(0.01)	NA	Due to Loss in Current year
h) Adjusted debt Service cover ratio	Earnings available for debt service (1)	Adjusted Debt service (6)	0.57	0.55	NA	Due to Loss in Current year

- (1) Net profit after taxes + non cash operating expenses (depreciation)+ interest (finance costs) + other adjustments
- (2) Instalments made for borrowings with interest
- (3) Working capital = current assets - current liabilities
- (4) Capital employed = average equity + average debt - average deferred tax assets.
- (5) Invested capital = total equity + total debt - investments subsidiaries
- (6) Instalments made for borrowings with interest less prepayment of loan

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Note 53: Note 53: Additional Information as required under Schedule III to the Companies Act, 2013 pertaining to Parent company & its Subsidiary for the year ended 31 March, 2024

Name of the entity	31 March 2024							
	Net Assets i.e. total assets minus total liabilities		Share in profit/(loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated OCI	Amount	As % of consolidated TCI	Amount
Parent								
Cineline India Limited	128.78%	19,249.04	34.25%	(155.47)	85.81%	17.96	31.76%	(137.52)
Subsidiary								
Transquare Realty Private Limited	(0.07%)	(10.95)	(2.86%)	12.97	0.00%	-	(3%)	12.97
R and H Spaces Private Limited	16.21%	2,422.16	(8.47%)	38.43	14.19%	2.97	(9.56%)	41.40
Cineline Industries Private Limited	(0.01%)	(1.07)	0.19%	(0.85)	0.00%	-	0.20%	(0.85)
Cineline Realty Private Limited	0.00%	(0.53)	0.15%	(0.70)	0.00%	-	0.16%	(0.70)
Intergroup Transactions	(44.90%)	(6,711.81)	76.73%	(348.33)	0.00%	-	80.44%	(348.33)
Total	100.00%	14,946.84	100.00%	(453.95)	100.00%	20.93	100.00%	(433.03)

Name of the entity	31 March, 2023							
	Net Assets i.e. total assets minus total liabilities		Share in profit/(loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated OCI	Amount	As % of consolidated TCI	Amount
Parent								
Cineline India Limited	121.79%	16,922.64	614.29%	1,075.72	(52.13%)	(4.77)	581.20%	1,070.96
Subsidiary								
Transquare Realty Private Limited	(0.02%)	(2.92)	(11.71%)	(20.51)	0.00%	-	(11.13%)	(20.50)
R and H Spaces Private Limited	17.12%	2,378.78	(302.88%)	(530.39)	152.13%	13.92	(280.29%)	(516.48)
Cineline Industries Private Limited	0.00%	(0.22)	(0.41%)	(0.73)	0.00%	-	(0.39%)	(0.73)
Cineline Realty Private Limited	0.00%	0.17	(0.29%)	(0.50)	0.00%	-	(0.27%)	(0.50)
Intergroup Transactions	(38.89%)	(5,403.59)	(198.00%)	(348.48)	0.00%	-	(189.12%)	(348.49)
Total	100.00%	13,894.86	100.00%	175.11	100.00%	9.15	100.00%	184.27

Note 54: IND AS 115 'Revenue from Contracts with Customers'

Particulars	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Contract with customers		
Details of revenue from contracts with customers recognised by the group Company "R & H Spaces Private Limited", net of indirect taxes in its statement of profit and loss.		
Revenue from operations		
Revenue from contract with customers		
- Room income, food & beverages and banquets	10,914.32	7,606.20
Total revenue from contract with customers	10,914.32	7,606.20
Other operating revenue		
- Car hire income	37.66	30.29
- Others	48.51	70.83

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Particulars	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Total other operating revenue	86.17	101.12
Total income from operations	11,000.49	7,707.32

Disaggregate Revenue

The following table presents revenue disaggregated by type of revenue stream

Revenue based on product and services:

Particulars	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
Revenue from contract with customers		
- Room & banquet income	4,695.86	4,432.25
- Food & beverages income	6,218.46	3,173.95
Other operating revenue		
- Car Hire Income	37.66	30.29
- Others	48.51	70.83

The Group derives its revenue from the transfer of goods and services over time in its major service lines.

Contract balances

Advance Collections is recognised when payment is received before the related performance obligation is satisfied. This includes advances received from the customer towards rooms/restaurant/Banquets. Revenue is recognised once the performance obligation is met i.e. on room stay/ sale of food and beverage / provision of banquet services.

Particulars	(₹ in Lakhs)	
	Year ended 31 March 2024	Year ended 31 March 2023
At April	52.56	54.47
At March	83.68	52.56

Note 55:

Details of loans and advances in the nature of loans granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are:

- (a) repayable on demand; or
- (b) without specifying any terms or period of repayment

Type of borrower	(₹ in Lakhs)	
	Amount of loan / advance in the nature of loan outstanding	Percentage to total loans/advances in the nature of loans
As at 31 March 2024		
Entities under common control	510.85	100.00%
Total loan	510.85	100.00%
As at 31 March 2023		
Entities under common control	669.62	100.00%
Total loan	669.62	100.00%

Summary of material accounting policies and other explanatory information to the consolidated financial statements as at year ended 31 March 2024 (Contd.)

Note 56:

The Group has transaction or relation with any company struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956

(₹ in Lakhs)				
Name of Struck off Company	Nature of transaction with struck off Company	Relation with Struck off Company, If any to be disclosed	Year ended 31 March 2024	Year ended 31 March 2023
Netflow Broadband Private Limited	Internet Operator	Vendor	-	0.01

Note 57:

The financial statements of subsidiaries “Transquare Realty Private Limited”, “Cineline Industries Private Limited” and “Cineline Realty Private Limited” are prepared on a going concern basis, despite negative networth and/or net losses, having regard to the business plan of the respective companies and necessary financial support from holding company.

Note 58:

The Holding company and its subsidiaries incorporated in India have used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has not operated throughout the year for all relevant transactions recorded in the software.

Note 59: Authorisation of financial statements

These financial statements as at and for the year ended 31 March 2024 (including comparatives) were approved and authorised for issue by the Board of Directors (BOD) on 22 May 2024.

As per our audit report of even date

For KKC & Associates LLP

Chartered Accountants
(Formerly Khimji Kunverji & Co LLP)
Firm Registration No.:105146W / W100621

Divesh B Shah

Partner
Membership No. : 168237

Place: Mumbai
Date: 22 May 2024

For and on behalf of the Board of Directors

Rasesh B. Kanakia
Chairman
DIN: 00015857

Vipul N. Parekh
Chief Financial Officer

Place: Mumbai
Date: 22 May 2024

Himanshu B. Kanakia
Managing Director
DIN: 00015908

Rashmi Shah
Company Secretary

CINELINE INDIA LIMITED

Corporate Identity Number: L92142MH2002PLC135964
Registered Office Address: 2nd Floor, A & B Wing, Vilco Centre, Subhash Road, Opp. Garware, Vile Parle (East) – 400 057, Mumbai City, Maharashtra.
India Contact Number: 91-22-67266688
E-mail ID: investor@cineline.co.in | **Website:** www.moviemax.co.in

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 22ND (TWENTY-SECOND) ANNUAL GENERAL MEETING (“AGM”) OF THE MEMBERS OF CINELINE INDIA LIMITED (THE “COMPANY”) WILL BE HELD ON FRIDAY, 27 SEPTEMBER 2024 AT 11:00 A.M. (IST) THROUGH VIDEO CONFERENCING (“VC”) OR OTHER AUDIO-VISUAL MEANS (“OAVM”), FOR WHICH PURPOSE THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 2ND FLOOR, A & B WING, VILCO CENTRE, SUBHASH ROAD, OPP GARWARE, VILE PARLE (E), MUMBAI - 400 057, INDIA SHALL BE DEEMED AS THE VENUE FOR THE AGM AND THE PROCEEDINGS OF THE AGM SHALL BE DEEMED TO BE MADE THEREAT, TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS

Item No. 1: Adoption of financial statements

To consider and adopt: (a) the audited standalone financial statements of the Company for the Financial Year ended 31 March 2024, along with the notes forming part thereof and the report of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statements of the Company for the Financial Year ended 31 March 2024 along with the notes forming part thereof and the report of Auditors thereon.

Item No. 2: Appointment of Director

To appoint a Director in place of Mr. Himanshu Kanakia (DIN: 00015908) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

Item No. 3: Re-appointment of Mrs. Hiral Kanakia (DIN: 00015924) as Executive Director of the Company

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and Rules made thereunder including the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, Articles of Association of the Company, (including any statutory modifications or re-enactment thereof for the time being in force), subject to necessary approvals, if any, the consent of the Company be and is hereby accorded for the re-appointment of Mrs. Hiral Kanakia (DIN: 00015924) as Whole-time Director of the Company for a period of 5 (five) years i.e. 1 April 2025 to 31 March 2030 effective from expiry of her present term ending on 31 March 2025, on the terms and conditions as set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting (including the remuneration to be paid in the event of loss or inadequacy of Profits in any financial year during the tenure of her appointment), with the liberty and powers to the Board of Directors to increase, alter and vary the salary, commission and perquisites and other terms in such manner as the Board in its absolute discretion deems fit and is acceptable to Mrs. Hiral Kanakia within the limits specified in Section 197 and Schedule V to the Companies Act, 2013 or any amendments, modifications, re-enactments thereof in force from time to time in this behalf;

RESOLVED FURTHER THAT pursuant to the regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of the members of the Company be and is hereby accorded to pay the remuneration to Mrs. Hiral Kanakia within the annual increment as per discretion of the Board and subject to review of the Nomination and Remuneration Committee, keeping in view Company’s and individual performance, notwithstanding that the remuneration payable to her in any year exceeds ₹5 Crores or 2.5% of the net profits of the Company, whichever is higher or the aggregate annual remuneration of all the Executive Directors exceeds 5% of the net profits of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013, during the currency of his tenure i.e. up to 31 March 2030.

RESOLVED FURTHER THAT the Board of the Company, be and is hereby authorised to do all such acts, deeds and action as it may, in its absolute discretion, consider necessary, expedient, usual, proper or incidental for giving effect to this Resolution, enter into agreement or issue letter if necessary, and to settle questions, remove any difficulty or doubt that may arise from time to time and to take such action or give such directions as may be necessary or desirable and to obtain any approvals, permissions or sanctions which may be necessary or desirable, as it may think fit.”

By Order of the Board of Directors
For **CINELINE INDIA LIMITED**

Sd/-
Rasesh Kanakia
Executive Director & Chairperson of the Company
DIN: 00015857

Place: Mumbai
Date: 13 August 2024

CINELINE INDIA LIMITED

Corporate Identity Number: L92142MH2002PLC135964

Registered Office Address:

2nd Floor, A & B Wing,
Vilco Centre, Subhash Road, Opp Garware,
Vile Parle (E), Mumbai – 400 057,
Maharashtra India.

E-mail ID: investor@cineline.co.in

Website: www.moviemax.co.in

Notes:

1. Annual General Meeting through Video Conferencing facility or Other Audio-Visual Means: Pursuant to the General Circulars 10/2022 and 11/2022, other circulars issued by the Ministry of Corporate Affairs (“MCA”), the latest being 09/2023 dated 25 September 2023 and Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 issued by SEBI (hereinafter collectively referred to as “Circulars”), and other applicable provisions of the Companies Act, 2013 (“the Act”) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) read with various circulars issued from time to time (together referred to as “applicable provisions”), the 22nd Annual General Meeting (“AGM”/“Meeting”) of the Company is being held through video conferencing (“VC”) or other audio-visual means (“OAVM”). The registered office of the Company shall be deemed to be the venue for the AGM

2. Proxies, Attendance Slip & route map of the AGM venue: Pursuant to MCA Circulars and SEBI Circular, since the AGM will be held through VC/OAVM, the physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Meeting and hence the Proxy Form, Attendance Slip and route map of the AGM venue are not annexed to this Notice

3. Authorised Representative: Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorisation etc., authorising its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting.

The said Resolution/Authorisation shall be sent to investor@cineline.co.in not less than 48 (forty-eight) hours before the commencement of the AGM i.e. by 11.00 A.M. on 25 September 2024

4. Prior registration of Speakers at AGM: Members who would like to speak during the meeting, express views or ask questions, shall register as a speaker by sending email at investor@cineline.co.in. Please mention name, folio or DP ID and client ID, email, mobile number etc. The said request should reach the Company on or before 24 September 2024. If any member would like to ask question or want information, please mention the same in the aforementioned request. This would help to conduct the meeting smoothly keeping in view the AGM is being held through VC.

5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made

available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis

The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act

6. Brief resume of the Directors including those proposed to be appointed/re-appointed, their functional expertise and qualification, names of the Companies in which they hold directorships etc. as stipulated under Companies Act, 2013, Secretarial Standard on General Meetings (SS-2) and Regulation 36(3) of SEBI (LODR) Regulations, 2015, are provided below as Annexure to notice and forming part of the Notice

7. Cut-off Date for Dispatch: Members of the Company, holding shares either in dematerialised form or physical form, as on 23 August 2024, (cut-off date for receiving Notice and Annual Report), shall be entitled for receiving of the Annual Report for the period FY 2023-24, through their registered mail id. Any person, who acquires shares of the Company and becomes Member of the Company after sending of the Notice and holding shares as on cut-off date i.e. Friday, 20 September 2024, may obtain login ID and password by writing to Registrar & Share Transfer Agent of the Company, Link Intime India Private Limited at e-mail at helpdesk@linkintime.co.in

8. Communication: Notice of the AGM and the Annual Report for FY 2023-24 are being sent electronically to the Members whose E-mail IDs are registered with the Depository Participant(s) and/or Company's Registrar and Share Transfer Agents. Any member, who has not registered his Email ID, may register his/her Email ID with the Registrar and Share Transfer Agents and may also request for a copy of Annual Report electronically. Annual Report for FY 2023-24 along with Notice of the AGM is available at the website of the Company at www.moviemax.co.in and website of the Stock Exchanges i.e. National Stock Exchange Limited of India at www.nseindia.com and BSE Limited at www.bseindia.com

9. In case of joint holder attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote

10. Link Intime India Private Limited is our Registrar and Transfer Agent (RTA) of the Company. All the investor related communication and grievances may be addressed to them at their following address:

Link Intime India Private Limited (Cineline Division)
C-101, 247 Park, L.B.S. Marg,
Vikhroli (W) – 400 083, Mumbai, India.
Website: www.linkintime.co.in
Email: rnt.helpdesk@linkintime.co.in
Tel No: 022-2596 0320/Fax No: 022-2596 0329

11. Members holding shares in dematerialised form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Link Intime India Private Limited (LIPL) to provide efficient and better services
12. Members holding shares in physical form are requested to intimate such changes to LIPL. Members holding shares in physical form are requested to consider converting their holding to dematerialised form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or LIPL for assistance in this regard
13. SEBI vide its notification dated 8 June 2018 has amended Regulation 40 of the Listing Regulations, 2015 and it has been stated that (except in case of transmission or transposition of securities), the transfer of securities shall be processed only in dematerialised form with effect from 1 April 2019. In compliance with the aforesaid notifications, the members are advised to dematerialise their shares immediately
14. Non-Resident Indian Members are requested to inform the RTA immediately about the change in residential status on their return to India, if any
15. **Nomination Facility:** Members holding shares in the physical form and desirous of making/changing Nomination in respect of their shareholdings in the Company, as permitted under Section 72 of the Companies Act, 2013 and Rules made thereunder, are requested to submit the prescribed Form No. SH-13, as applicable for this purpose to the Company's Registrar and Share Transfer Agents (RTA), Link Intime India Private Limited, who will provide the form on request. In respect of shares held in electronic/demat form, the Members may please contact their respective depository participant
16. Members holding shares under multiple folios in the identical order of names are requested to consolidate their holdings into one folio by submitting duly filled and signed form ISR-4
17. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, 20 September 2024

18. Any person who is not a Member as on the cut-off date should treat this Notice for information purposes only
19. Members seeking any information with regard to the Accounts, operations, etc. are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting
20. **Go Green Initiative:** Members holding Shares in physical form are requested to register their email IDs with the Company's RTA i.e. Link Intime India Private Limited and Members holding Shares in electronic/demat mode are requested to register their email IDs with their respective Depository Participants (DPs). Members whose email IDs have undergone any change or whose IDs require any correction, may kindly update the same with the RTA or the DPs, as stated above
21. **Mandatory PAN Submission:** The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding Shares in electronic form are, therefore, requested to submit the PAN details to their Depository Participants with whom they are maintaining their demat accounts. Members holding Shares in physical form can submit their PAN details to the Company's RTA, Link Intime India Private Limited
22. **Unclaimed Dividend:** Members are requested to note that as per Section 124(5) of the Companies Act, 2013, dividends not encashed/claimed within seven years from the date of declaration will be transferred to the Investor Education and Protection Fund (IEPF). After transfer of the said amount to IEPF, no claims in this respect shall lie against the Company. Members are requested to contact M/s. Link Intime India Private Limited/Secretarial Department of the Company for encashing the unclaimed dividends standing to the credit of their account
23. All the relevant documents referred to in this AGM Notice, Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 and Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 and other documents shall be available electronically for inspection by the members at the AGM. Members seeking to inspect such documents or have any other queries, may write to us at investor@cineline.co.in or + 91-22-67266688
24. If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may write an email to instameet@linkintime.co.in or call on +91 (022) 4918 6175
25. All grievances connected with the facility for voting by electronic means may be addressed to instameet@linkintime.co.in or call on +91 (022) 4918 6175

EXPLANATORY STATEMENT

(Pursuant to section 102 of the Companies Act, 2013)

As required by section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 3 of the accompanying Notice:

Item No. 3: Re-appointment of Mrs. Hiral Kanakia (DIN: 00015924) as Executive Director of the Company.

The Members at the Seventeenth Annual General Meeting held on 26 September 2019 approved the appointment of Mrs. Hiral Kanakia as a Whole-time Director of the Company with effect from 1 April 2020. Mrs. Hiral Kanakia will complete her present term on 31 March 2025. The Board of Directors in the meeting held on 13 August 2024, on the recommendation of the Nomination & Compensation Committee, recommended for the approval of the Members, the re-appointment of Mrs. Hiral Kanakia as a Director of the Company, as set out in the Resolution relating to her re-appointment. The principal terms and conditions of appointment of Mrs. Hiral Kanakia (herein after referred to as an "Executive Director") are as follows:

A. TENURE OF APPOINTMENT:

The appointment of the Executive Director is for a period of five years with effect from 1 April 2025 to 31 March 2030.

B. NATURE OF DUTIES:

The Executive Director shall devote her whole time and attention to the business of the Company and shall perform such duties as may be entrusted to her by the Board from time to time and separately communicated to her and exercise such powers as may be assigned to her, subject to the superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of one or more of its associated companies and/or subsidiaries, including performing duties as assigned to the Executive Director from time to time by serving on the Boards of such associated companies and/or subsidiaries or any other executive body or any committee of such a Company.

C. REMUNERATION:

I. Basic Salary:

Current Basic Salary of up to ₹ 1,25,000/- per month. The annual increments which will be effective from 1 April each year, will be decided by the Board based on the recommendations of the Nomination and Remuneration Committee ("NRC") or by the NRC on authority of the Board and will be performance-based and take into account the Company's performance as well, provided that the total remuneration shall not exceed the limits specified under the Companies Act, 2013.

II. Benefits, Perquisites & Allowances:

- a. Housing Allowances: As per the rules of the Company
- b. Medical Reimbursement incurred for herself and her family: As per the rules of the Company
- c. Personal accident/Medical Insurance: As may be decided by the Board/Nomination and Remuneration Committee
- d. Leave Travel Assistance: As per the rules of the Company
- e. Provident Fund, Gratuity: Company's contribution to the Provident Fund and payment of gratuity shall be as per the rules of the Company
- f. Club Memberships: Subscription or reimbursement of membership fees (including admission and life membership) for two clubs in India and/or abroad
- g. Leave/Leave Encashment: As per the rules of the Company
- h. Personal Accident Insurance: As may be decided by the Board/Nomination and Remuneration Committee
- i. Benefits, if any, assigned under Keyman Insurance Policy
- j. Other Allowances: As may be decided by the Board/Committee from time to time, subject to the provisions of the Companies Act, 2013 and Schedule V thereto

Explanation:

Perquisites shall be evaluated as per Income-tax Rules, wherever applicable and in the absence of any such rule, perquisites shall be evaluated at actual cost.

III. Commission/Performance Bonus:

An amount as may be decided by the Board of Directors, on the recommendations of the Nomination and Remuneration Committee, from year to year.

IV. Amenities:

- a. Communication facilities: The Company shall provide telephone, cellular phone, telefax, internet and other communication facilities at the Director's residence
- b. Mrs. Hiral Kanakia shall be entitled to the expenses actually incurred on traveling and board and lodging for self and also for spouse and attendant, if required, accompanying him during domestic and overseas business trips

Explanation:

The amenities shall not be included for the purposes of computation of the remuneration as aforesaid.

D. MINIMUM REMUNERATION:

Notwithstanding anything to the contrary herein contained, where in any financial year during the tenure of the Executive Director, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Salary, Benefits, Perquisites, Allowances and Commission subject to further approvals as required under Schedule V of the Companies Act, 2013, or any modification(s) thereto.

E. OTHER TERMS OF APPOINTMENT:

- a. The Executive Director shall not become interested or otherwise concerned, directly or through her spouse and/or children, in any selling agency of the Company
- b. The terms and conditions of the appointment of the Executive Director may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and the Executive Director, subject to such approvals as may be required
- c. The Agreement may be terminated by either party by giving to the other party six months' notice of such termination or the Company paying six months' remuneration in lieu thereof
- d. The employment of the Executive Director may be terminated by the Company without notice or payment in lieu of notice:
 - if the Executive Director is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company or any subsidiary or associated Company to which she is required to render services; or
 - in the event of any serious repeated or continuing breach (after prior warning) or non-observance by the Executive Director of any of the stipulations contained in the Agreement;
- e. Upon the termination by whatever means of the Executive Director's employment:
 - the Executive Director shall immediately cease to hold offices held by her in any holding Company, subsidiaries or associated companies without claim for compensation for loss of office by virtue of Section 167(1)(h) of the Act and shall resign as trustee of any trusts connected with the Company;
 - the Executive Director shall not without the consent of the Company, at any time thereafter represent herself as connected with the Company or any of the subsidiaries or associated companies.
- f. All Personnel Policies of the Company and the related Rules which are applicable to other employees of the Company shall also be applicable to the Executive Director, unless specifically provided otherwise
- g. The terms and conditions of appointment of the Executive Director also include clauses pertaining to adherence with the Company's Code of Conduct, non-solicitation and maintenance of confidentiality
- h. If and when the Agreement expires or is terminated for any reason whatsoever, the Executive Director will cease to be the Executive Director, and also cease to be a Director. If at any time, the Executive Director ceases to be a Director of the Company for any reason whatsoever, she shall cease to be the Executive Director, and the Agreement shall forthwith terminate. If at any time, the Executive Director ceases to be in the employment of the Company for any reason whatsoever, she shall cease to be a Director and Executive Director of the Company

Requisite Notice under Section 160 of the Act proposing the re-appointment of Mrs. Hiral Kanakia has been received by the Company, and consent has been filed by Mrs. Hiral Kanakia pursuant to Section 152 of the Act.

The Directors are of the view that the appointment of Mrs. Hiral Kanakia as Executive Director will be beneficial to the operations of the Company and the remuneration payable to her is commensurate with her abilities and experience and accordingly commend the Resolutions at Item Nos. 3 of the accompanying Notice for approval by the Members of the Company by way of Special Resolution.

Regulation 17(6)(e) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, prescribe that the fee or compensation payable to all the Executive Directors who are promoters or members of the promoter group, shall be subject to the approval of the Shareholders by special resolution in General Meeting, if the remuneration payable to any such Executive Director in any year exceeds ₹5 Crores or 2.5% of the net profits of the Company, whichever is higher or the aggregate annual remuneration of all the Executive Directors exceeds 5% of the net profits of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013, during the currency of the tenure of the Executive Director. Hence, the approval of the members is sought by way of a special resolution for item 3 wherein the remuneration of Mrs. Hiral Kanakia, Whole-time Director of the Company is being approved.

In compliance with the provisions of Sections 196, 197 and other applicable provisions of the Act, read with Schedule V to the Act, the terms of remuneration specified above are now being placed before the Members for their approval. The brief profile of Mrs. Hiral Kanakia is given in the annexure and forms part of this Notice.

The Resolution and Explanatory Statement should be considered as disclosure and information under applicable statutory provisions including that of the written memorandum pursuant to section 190 of the Act.

Mrs. Hiral Kanakia, Mr. Himanshu Kanakia and Mr. Rasesh Kanakia, who are related to each other, are deemed interested in the said resolution No. 3.

None of the other Directors or Key Managerial Persons and their relatives except Mrs. Manisha Vora, who is relative of Mr. Himanshu Kanakia and Mr. Rasesh Kanakia, are deemed to be interested in the said resolution No 3.

Annexure

Details of Directors seeking appointment/re-appointment at the Annual General Meeting, Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Particulars	Mr. Himanshu Kanakia	Mrs. Hiral Kanakia
DIN	00015908	00015924
Date of Birth	1 January 1964	29 August 1970
Date of Appointment	1 May 2006	5 February 2015
Nationality	Indian	Indian
Qualification	Engineer	Bachelor's in arts
Experience in Functional Area	Mr. Himanshu B. Kanakia, Managing Director is the member of the Board since incorporation and has as career spanning of around 36 years. He forms an integral part of the Company and is the energy behind the day-to-day management. He has contributed largely to the success of the Company with his keen focus on the management, operations and the administration of the Company. In his guidance the Kanakia Group has developed and successfully delivered 14 Million sq. ft. of the commercial, residential, entertainment, education and industrial spaces.	Mrs. Hiral Kanakia has a career spanning of around 29 years. She has been associated with the Company since 1998 and is closely involved in the operation and administration of the Company. She is head of "Employee Relations & Improvement Management" in Kanakia Group of Companies.
Directorship in other Companies (Public Limited Companies)	NIL	NIL
Membership/Chairmanship of Board Committees of other Companies (Includes only Audit Committee and Stakeholders Relationship Committee)	Member in Stakeholder Relationship Committee Meeting	NIL
Number of Board Meetings attended in FY 2023-2024	4 Meetings	4 Meetings
No. of shares held in the Company	12,73,824	24,28,844
Terms & Conditions of Appointment/ Re-appointment	Appointed as a Director liable to retire by rotation	Re-appointed as Wholtime Director of the Company for a period of 5 (five) years i.e. 1 April 2025 to 31 March 2030 effective from expiry of her present term ending on 31 March 2025, and liable to retire by rotation.
Relationship with other Directors/Managers/KMP	Husband of Mrs. Hiral Kanakia and Brother of Mr. Rasesh Kanakia	Wife of Mr. Himanshu Kanakia
Resignation details in the listed entities during the last three years.	Nil	Nil
Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	He is a Promoter of the Company and holds 12,73,824 Equity shares (i.e. 3.72%) of the Company of Face Value of ₹5/- (Rupees Five only) each. The relationship with Managerial personnel is as stated above.	She is a Promoter of the Company and holds 24,28,844 Equity shares (i.e. 7.09%) of the Company of Face Value of ₹5/- (Rupees Five only) each. The relationship with Managerial personnel is as stated above.
Remuneration	The remuneration details are given in the Corporate Governance Section of the Annual Report.	The remuneration details are given in the Corporate Governance Section of the Annual Report.

INFORMATION AND OTHER INSTRUCTIONS RELATING TO E-VOTING ARE AS UNDER:

Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated 9 December 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

Login method for Individual shareholders holding securities in demat mode is given below:

Individual Shareholders holding securities in demat mode with NSDL:

METHOD 1 - If registered with NSDL IDeAS facility

Users who have registered for NSDL IDeAS facility:

- Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "Login"
- Enter user ID and password. Post successful authentication, click on "Access to e-voting"
- Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period

OR

User who have not registered for NSDL IDeAS facility:

- To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- Proceed with updating the required fields
- Post registration, user will be provided with Login ID and password
- After successful login, click on "Access to e-voting"
- Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period

METHOD 2 - By directly visiting the e-voting website of NSDL:

- Visit URL: <https://www.evoting.nsdl.com/>
- Click on the "Login" tab available under 'Shareholder/Member' section
- Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen
- Post successful authentication, you will be re-directed to NSDL depository website wherein you can see "Access to e-voting"
- Click on "LINKINTIME" or "e-voting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period

Individual Shareholders holding securities in demat mode with CDSL:

METHOD 1 – If registered with CDSL Easi/Easiest facility

Users who have registered for CDSL Easi/Easiest facility.

- Visit URL: <https://web.cdslindia.com/myeasitoken/home/login> or www.cdslindia.com
- Click on New System Myeasi
- Login with user ID and password
- After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period
- Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period

OR

Users who have not registered for CDSL Easi/Easiest facility.

- To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration>
<https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- Proceed with updating the required fields
- Post registration, user will be provided Login ID and password
- After successful login, user able to see e-voting menu
- Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period

METHOD 2 - By directly visiting the e-voting website of CDSL.

- Visit URL: <https://www.cdslindia.com/>
- Go to e-voting tab
- Enter Demat Account Number (BO ID) and PAN No. and click on "Submit"
- System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period

Individual Shareholders holding securities in demat mode with Depository Participant:

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

- Login to DP website
- After Successful login, members shall navigate through "e-voting" tab under Stocks option
- Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu
- After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period

Login method for Individual shareholders holding securities in physical form/Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the Company, holding shares in physical form/Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

- Visit URL: <https://instavote.linkintime.co.in>
- Click on "Sign Up" under 'SHAREHOLDER' tab and register with your following details: -

A. User ID:

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable)

C. DOB/DOI: Enter the Date of Birth (DOB)/Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company

Shareholders holding shares in **physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above*

Shareholders holding shares in **NSDL form, shall provide 'D' above*

- Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter)
 - Click "confirm" (Your password is now generated)
- Click on 'Login' under '**SHARE HOLDER**' tab
 - Enter your User ID, Password, and Image Verification (CAPTCHA) Code and click on '**Submit**'

Cast your vote electronically:

- After successful login, you will be able to see the notification for e-voting. Select 'View' icon.
- E-voting page will appear
- Refer the Resolution description and cast your vote by selecting your desired option '**Favour/Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link)
- After selecting the desired option i.e. Favour/Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote

Guidelines for Institutional shareholders ("Corporate Body/Custodian/Mutual Fund"):

STEP 1 – Registration

- Visit URL: <https://instavote.linkintime.co.in>
- Click on Sign up under "Corporate Body/Custodian/Mutual Fund"
- Fill up your entity details and submit the form
- A declaration form and organisation ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up at Sr. No. 2 above). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in
- Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person's email ID
- While first login, entity will be directed to change the password and login process is completed

STEP 2 –Investor Mapping

- Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above
- Click on "Investor Mapping" tab under the Menu Section
- Map the Investor with the following details:
 - 'Investor ID' -
 - Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN0000012345678
 - Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
 - 'Investor's Name' - Enter full name of the entity
 - 'Investor PAN' - Enter your 10-digit PAN issued by Income Tax Department
 - 'Power of Attorney' - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card
- Click on Submit button and investor will be mapped now
- The same can be viewed under the "Report Section"

STEP 3 – Voting through remote e-voting.

The corporate shareholder can vote by two methods, once remote e-voting is activated:

METHOD 1 - VOTES ENTRY

- Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above
- Click on 'Votes Entry' tab under the Menu section

- c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote evoting
- d) Enter '16-digit Demat Account No.' for which you want to cast vote
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour/Against' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link)
- f) After selecting the desired option i.e., Favour/Against, click on 'Submit'
- g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently)

OR

VOTES UPLOAD:

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above
- b) You will be able to see the notification for e-voting in inbox
- c) Select '**View**' icon for '**Company's Name/Event number**'. E-voting page will appear.
- d) Download sample vote file from 'Download Sample Vote File' option
- e) Cast your vote by selecting your desired option 'Favour/Against' in excel and upload the same under 'Upload Vote File' option
- f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently)

Helpdesk:

Helpdesk for Individual shareholders holding securities in physical form/Non-Individual Shareholders holding securities in demat mode:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual shareholders holding securities in physical form has forgotten the password:

If an Individual shareholder holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT"

In case shareholders is having valid email address, Password will be sent to his/her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID

User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

Institutional shareholders ("Corporate Body/Custodian/Mutual Fund") has forgotten the password:

If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on '**Login**' under '**Corporate Body/Custodian/Mutual Fund**' tab and further Click '**forgot password?**'
- Enter User ID, Organisation ID and Enter Image Verification code (CAPTCHA). Click on "SUBMIT"

In case shareholders is having valid email address, Password will be sent to his/her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential
- For shareholders/members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice
- During the voting period, shareholders/members can login any number of time till they have voted on the resolution(s) for a particular "Event"

GENERAL INSTRUCTIONS

1. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of Friday, 20 September 2024
2. The e-voting period commences on Monday, 23 September 2024 (9.00 a.m. IST) and ends on Thursday, 26 September 2024 (5.00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialised form, as on Friday, 20 September 2024 i.e. cut-off date for the purpose of voting, may cast their vote electronically
3. The facility for e-voting shall also be available at the AGM. Members who have already cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote at the AGM. Only those Members who attend the AGM and have not cast their votes through remote e-voting and are otherwise not barred from doing so will be allowed to vote through the e-voting facility available at the AGM
4. Any person, who acquires shares of the Company and becomes its Member after the sending of Notice of the AGM and holds shares as on the cut-off date for voting i.e. Friday, 20 September 2024, may obtain the login ID and password by sending a request to enotices@linkintime.co.in. However, if he/she is already registered with LIPL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote
5. Mr. Dharmesh Zaveri, proprietor of M/s. D. M. Zaveri & Co., Company Secretaries (FCS No. 5418 CP. No. 4363) has been appointed as the Scrutiniser to scrutinise the remote e-voting and ensure that the voting process at the AGM is conducted in a fair and transparent manner
6. The Scrutiniser shall after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than forty-eight hours of the conclusion of the AGM, a consolidated Scrutiniser's Report of the total votes cast in favour/against, if any, to the Chairperson or a person authorised in writing, who shall countersign the same and declare the result of the voting forthwith
7. The Results declared along with the Report of the Scrutiniser shall be placed on the website of the Company www.moviemax.co.in and on the LIPL website <https://instavote.linkintime.co.in> and shall also be forwarded to BSE Limited (BSE) and National Stock Exchange of India Limited (NSE)

Process and manner for attending the Extra Ordinary General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> & Click on “Login”

- ▶ Select the “Company” and ‘Event Date’ and register with your following details: -
- A. Demat Account No. or Folio No:** Enter your 16-digit Demat Account No. or Folio No
- Shareholders/members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
 - Shareholders/members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
 - Shareholders/members holding shares in **physical form shall provide** Folio Number registered with the Company
- B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable)
- C. Mobile No.:** Enter your mobile number
- D. Email ID:** Enter your email id, as recorded with your DP/Company
- ▶ Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting)

Instructions for Shareholders/Members to Speak during the Extra Ordinary General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request with the Company
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device

Shareholders are requested to speak only when moderator of the meeting/management will announce the name and serial number for speaking.

Instructions for Shareholders/Members to Vote during the Extra Ordinary General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutiniser during the meeting, shareholders/members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16-digit Demat Account No./Folio No. and OTP (received on the registered mobile number/registered email ID) received during registration for InstaMEET and click on 'Submit'
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/Against” for voting
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently

Note: Shareholders/Members, who will be present in the Extra Ordinary General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/Members who have voted through Remote e-Voting prior to the Extra Ordinary General Meeting will be eligible to attend/participate in the Extra Ordinary General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/Members are encouraged to join the Meeting through Tablets/Laptops connected through broadband for better experience.

Shareholders/Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/members have any queries regarding login/e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

CINELINE
CINELINE INDIA LIMITED

MOVIE **MX**

CINELINE INDIA LIMITED

2nd Floor, A & B wing, Vilco Centre,
Subhash Road, Opp Garware, Vile Parle (E),
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Tel.No.: 022-67266688

Website: www.moviemax.co.in | Email: investor@cineline.co.in

CIN: L92142MH2002PLC135964