



VISION CINEMAS LTD.
CIN: L33129KA1992PLC013262.

#24/1, 5th Main Road, Jayamahal Extension, Jayamahal, Bengaluru KA 560046 IN

To
Bombay Stock Exchange
Department of Corporate Affairs
Floor No.25, Phiroze Jeejeebhoy Towers,
Dalal Street, MUMBAI-400 001
Telephone: 22721234

Date: 03-08-2024

Dear Sirs,

Subject: Out Come of the Board Meeting held on 03th August 2024.

We wish to inform you that Board of Directors of the Company at their meeting held today, i.e., 03rd August 2024 ("the Board Meeting") has approved the following:

1. Approved Un-Audited Financial Results for the quarter ended 30th June 2024 – Standalone and Consolidated.
2. Approved resignation of Statutory Auditor Pradeep Kumar Devaraj & Associates with effect from 03rd August 2024.
3. Approved appointment of Statutory Auditor Manoj Acharya & Associates with effect from 03rd August 2024.
4. Approved the draft of the notice convening Annual General Meeting through Video Conference.
5. Annual general meeting Fixed on 30th September 2024.
6. And any other business with the permission of chair.

The Meeting commenced at 11.30 AM and concluded at 3.20 PM.

Kindly take the same on your records and acknowledge the same.

Yours faithfully,

for VISION CINEMAS LIMITED

B
RANGAVASANTH
RANGAVASANTH
Digitally signed by B
RANGAVASANTH
Date: 2024.08.03
15:16:02 +05'30'

Bindiganavale Rangavasanth
Managing Director (DIN: 01763289)

Encl: Un-Audited Financial Results
Brief Profile of Auditor
Resignation of Auditor

Website: <https://www.visioncinemas.in/> Email : visiontechindia@yahoo.com
Phone: +91 80 2333 8227 +91 80 2333 1074



PRADEEP KUMAR DEVARAJ & ASSOCIATES

CHARTERED ACCOUNTANTS

Independent Auditor's Review Report on Standalone Unaudited Quarterly and Year to Date Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Quarter ended June 30, 2024

To,

The Board of Directors
Vision Cinemas Limited
24/1,5th Main Road
Jayamahala Extension, Jayamahala
Bengaluru-560004

1. We have reviewed the accompanying statement of Standalone Unaudited Financial Results of Vision Cinemas Limited ("the Company") having its registered office at 24/1,5th Main Road, Jayamahala Extension, Jayamahala, Bengaluru-560004, for the quarter ended June 30, 2024 ("the Statement") being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements), 2015, as amended.
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under Section 133 of the Companies Act, 2013 (the 'Act'), SEBI Circular CIR/CFD/FAC/62/2016 dated 5 July 2016, (hereinafter referred to as 'the SEBI Circular'), and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. Without qualifying our report, we draw attention on the following non-compliances or non-disclosures under the Companies Act, 2013 and rules thereon:
 - Non-disclosure on the impact of pending litigations on its financial position in the financial statements of the Company, as the management has not furnished to me, requisite information/ evidences in this regard.



PRADEEP KUMAR DEVARAJ & ASSOCIATES
CHARTERED ACCOUNTANTS

6. This report on the Standalone Unaudited Financial Results has been issued solely in connection with preparation of the Company's quarterly financial information.

For Pradeep Kumar Devaraj & Associates.
Chartered Accountants
FRN.: 23317s



Pradeep Kumar Devaraj
(Proprietor)
M.No. : 242223

UDIN NO.: 24242223BKCPQV7809

Date: 03/08/2024
Place: Bangalore

VISION CINEMAS LIMITED
(CIN-L33129KA1992PLC013262)
Reg.Off: #24/1, 5th Main Road, Jayamahall Extension, Jayamahall, Bangalore - 560046
Email: cs@visioncinemas.in | www.visioncinemas.in

Statement of Unaudited Financial Results for the Quarter ended June 30, 2024

(Rs. In lakhs)

Particulars	3 months ended (30/06/2024)	Preceding 3 months ended (31/03/2024)	Corresponding 3 months ended previous year (30/06/2023)	Year to date figures for current period ended (30/06/2024)	Year to date for previous year ended (30/06/2024)	Previous year ended (31/03/2024)
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited
I. Revenue from Operations	11.02	57.15	32.35	11.02	32.35	157.74
II. Other Income	-	81.30	-	-	-	81.30
III. Total Revenue (I + II)	11.02	138.45	32.35	11.02	32.35	239.04
IV. Expenses:						
Cost of Materials Consumed	-	-	-	-	-	-
Purchases of Stock-in-Trade	-	-	-	-	-	-
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	-	-	-	-	-	-
Employee benefits expense	3.54	6.04	1.40	3.54	1.40	17.21
Finance costs	-	-	-	-	-	-
Depreciation and amortisation expense	0.91	0.91	0.91	0.91	0.91	3.65
Other expenses	28.18	126.31	21.45	28.18	21.45	216.23
Excise / GST on Sales	-	-	-	-	-	-
Total expenses	32.63	133.26	23.76	32.63	23.76	237.09
V. Profit before exceptional and extraordinary items and tax (III - IV)	-21.61	5.19	8.58	-21.61	8.58	1.95
VI. Exceptional items	-	-	-	-	-	-
VII. Profit before extraordinary items and tax (V - VI)	-21.61	5.19	8.58	-21.61	8.58	1.95
VIII. Extraordinary items	-	-	-	-	-	-
IX. Profit before tax (VII- VIII)	-21.61	5.19	8.58	-21.61	8.58	1.95
X. Tax expense:						
(1) Current tax	-	-	-	-	-	0.80
(2) Deferred tax	-	-0.63	-	-	-	-0.63
(2) MAT Credit entitlement	-	-	-	-	-	-
XI. Profit/(Loss) for the period from continuing operations (VII-VIII)	-21.61	5.82	8.58	-21.61	8.58	1.78
XII. Profit/(loss) from discontinuing operations	-	-	-	-	-	-
XIII. Tax expense of discontinuing operations	-	-	-	-	-	-
XIV. Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)	-	-	-	-	-	-
XV. Profit / (Loss) for the period (XI + XIV)	-21.61	5.82	8.58	-21.61	8.58	1.78
XVI. (1) Share of Profit from Associates (2) Minority Interest	-	-	-	-	-	-
XVII. Profit / (Loss) for the period (XV + XVI)	-21.61	5.82	8.58	-21.61	8.58	1.78
XVIII. Other Comprehensive Income (Net of Tax)	-	-	-	-	-	-
XIX. Total Comprehensive Income (after Tax) (XVII+XVIII)	-21.61	5.82	8.58	-21.61	8.58	1.78
XX. Paid up Equity Share Capital	789.21	789.21	789.21	789.21	789.21	789.21
XXI. Reserves excluding Revaluation Reserve Face Value of Equity Share Capital	715.56 789.21	745.26 789.21	743.98 789.21	715.56 789.21	743.98 789.21	745.26 789.21
XXII. Earnings per equity share:						
(1) Basic	-0.03	0.01	0.01	-0.03	0.01	0.00
(2) Diluted	-0.03	0.01	0.01	-0.03	0.01	0.00

Place: Bengaluru
Date: 03/08/2024

For Vision Cinemas Limited
Kan
Bangalore
B Rangavasanth
Director
DIN: 01763289



PRADEEP KUMAR DEVARAJ & ASSOCIATES

CHARTERED ACCOUNTANTS

Independent Auditor's Review Report on Consolidated Unaudited Quarterly and Year to Date Financial Results of the Company Pursuant to the Regulation 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing Regulations")

To,
The Board of Directors
Vision Cinemas Limited

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of Vision Cinemas Limited ("the Parent") and its subsidiary M/s. Pyramid Entertainment Private Limited ("the Subsidiary") (the Parent and its subsidiary together referred to as "the Group"), and its share of the net profit/(loss) after tax and total comprehensive income / loss of its associates and joint ventures for the quarter ended June 30, 2024 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the result of the following Subsidiary entity:
 1. Pyramid Entertainment (India) Private Limited
5. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.



PRADEEP KUMAR DEVARAJ & ASSOCIATES CHARTERED ACCOUNTANTS

6. The consolidated unaudited financial results include the interim financial results of the subsidiary, whose interim financial results reflect total revenue of Rs. Nil and Total Net Loss after tax of Rs. 4.51 Lakhs, total comprehensive loss of Rs. 4.51 Lakhs for the quarter ended June 30, 2024 as considered in the consolidated unaudited financial results.

Our conclusion on the statement is not modified in respect of the above matter.

For Pradeep Kumar Devaraj & Associates.

Chartered Accountants

FRN.: 023317s



Pradeep Kumar Devaraj

(Proprietor)

M.No. : 242223

UDIN NO.: 24242223BKCPQW6722

Dated: 03/08/2024

VISION CINEMAS LIMITED (CIN-L33129KA1992PLC013262) Reg.Off: #24/1, 5th Main Road, Jayamahal Extension, Jayamahal, Bangalore - 560046 Email: cs@visioncinemas.in www.visioncinemas.in							
Statement of Unaudited Consolidated Financial Results for the Quarter ended June 30, 2024							(Rs. In lakhs)
Particulars	3 months ended (30/06/2024)	Preceding 3 months ended (31/03/2024)	Corresponding 3 months ended previous year (30/06/2023)	Year to date figures for current period ended (30/06/2024)	Year to date for previous year ended (30/06/2023)	Previous year ended (31/03/2024)	
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	
I. Revenue from Operations	11.02	57.15	32.35	11.02	32.35	157.74	
II. Other Income	-	81.30	-	-	-	81.34	
III. Total Revenue (I + II)	11.02	138.45	32.35	11.02	32.35	239.08	
IV. Expenses:							
Cost of Materials Consumed	-	-	-	-	-	-	
Purchases of Stock-in-Trade	-	-	-	-	-	-	
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	-	-	-	-	-	-	
Employee benefits expense	3.54	6.04	1.40	3.54	1.40	17.21	
Finance costs	-	-	-	-	-	-	
Depreciation and amortisation expense	5.16	3.56	5.16	5.16	5.16	14.22	
Other expenses	28.44	127.07	21.45	28.44	21.45	219.26	
Excise / GST on Sales	-	-	-	-	-	-	
Total expenses	37.14	136.66	28.01	37.14	28.01	250.69	
V. Profit before exceptional and extraordinary items and tax (III - IV)	-26.12	1.78	4.33	-26.12	4.33	-11.61	
VI. Exceptional items	-	-	-	-	-	-	
VII. Profit before extraordinary items and tax (V - VI)	-26.12	1.78	4.33	-26.12	4.33	-11.61	
VIII. Extraordinary items	-	-	-	-	-	-	
IX. Profit before tax (VII- VIII)	-26.12	1.78	4.33	-26.12	4.33	-11.61	
X. Tax expense:							
(1) Current tax	-	-	-	-	-	1.29	
(2) Deferred tax	-	-1.99	-	-	-	-1.99	
(2) MAT Credit entitlement	-	-	-	-	-	-	
XI. Profit/(Loss) for the period from continuing operations (VII-VIII)	-26.12	3.78	4.33	-26.12	4.33	-10.91	
XII. Profit/(loss) from discontinuing operations	-	-	-	-	-	-	
XIII. Tax expense of discontinuing operations	-	-	-	-	-	-	
XIV. Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)	-	-	-	-	-	-	
XV. Profit/(Loss) for the period (XI + XIV)	-26.12	3.78	4.33	-26.12	4.33	-10.91	
XVI. (1) Share of Profit from Associates (2) Minority Interest	-	-	-	-	-	-	
XVII. Profit/(Loss) for the period (XV + XVI)	-26.12	3.78	4.33	-26.12	4.33	-10.91	
XVIII. Other Comprehensive Income (Net of Tax)	-	-	-	-	-	-	
XIX. Total Comprehensive Income (after Tax) (XVII+XVIII)	-26.12	3.78	4.33	-26.12	4.33	-10.91	
XX. Paid up Equity Share Capital	789.21	789.21	789.21	789.21	789.21	789.21	
XXI. Reserves excluding Revaluation Reserve Face Value of Equity Share Capital	27.53 789.21	68.89 789.21	51.03 789.21	27.53 789.21	68.89 789.21	61.72 789.21	
XXII. Earnings per equity share:							
(1) Basic	-0.03	0.00	0.01	-0.03	0.01	-0.01	
(2) Diluted	-0.03	0.00	0.01	-0.03	0.01	-0.01	

The above results were reviewed by Audit Committee and approved & taken on record by the Board of Directors at their meeting.

In accordance with Regulation 33 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, the Statutory Auditors of the Company have carried out Limited Review of the above results.

The Company operates in a single segment.

The figures for the previous period have been regrouped / rearranged wherever necessary, to make them comparable with those of the current period.

Place: Bengaluru
Date: 03/08/2024

For Vision Cinemas Limited
B Bangavasanth
Director
DIN: 01763289



VISION CINEMAS LTD.

CIN: L33129KA1992PLC013262.

#24/1, 5th Main Road, Jayamahal Extension, Jayamahal, Bengaluru KA 560046 IN

Annexure A

Details with respect to change in Auditors of the Company as required under Regulation 30 Read with Schedule III of the Listing Regulations and SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015

Sl No	Particulars	Details
1	Name of the Company	VISION CINEMAS LIMITED
2	Name of the Auditor	M/s Pradeep Kumar Devaraj & Associates Chartered Accountants
3	Reason for change viz. Appointment, Re Appointment , Resignation, Removal, Death or otherwise	Resignation as Statutory Auditor vide as mentioned in resignation letter dated. 26 th July 2024
4	date of Appointment/Re Appointment Cessation (as applicable) & term of Appointment/Re-appointment	26 th July 2024
5	brief profile (in case of appointment)	Not applicable
6	Disclosure of Relationships between Directors (in case of Appointment of a Director)	Not applicable



PRADEEP KUMAR DEVARAJ & ASSOCIATES
CHARTERED ACCOUNTANTS

Dated 26th July, 2024

To,

The Board of Directors
VISION CINEMAS LIMITED
CIN: L33129KA1992PLC013262
Address: #24/1, 5th Main Road, Jayamahal Extension, Jayamahal, Benson Town,
Bangalore, Karnataka, India, 560046.

Subject: Resignation as Statutory Auditor of VISION CINEMAS LIMITED ('the company')

We, M/s. Pradeep Kumar Devaraj & Associates., Chartered Accountants (ICAI Firm Registration number: 0233175) Were appointed as the statutory auditors of the Company to Perform the audit of financials Statements of the company for a period of 5 years from the Financial Year 2022-2023 to Financial Year 2026-2027 at its Annual General Meeting held on 24th September, 2022.

We had completed our statutory Audit for the financial year ended on March 31, 2023 and March 31, 2024 and issued our audit reports on 24th May, 2024. In view of the above and as discussed and Agreed with the management, we express to discontinue as the as statutory Auditors of the Company. However, we will issue our limited review report for the quarter ended Jun 30, 2024 in compliance with Part 6(A) (ii) of SERI circular no. CIR /CFD/CMD1/114/2019 dated October 18, 2019.

This is to inform that we would like to tender our resignation as statutory Auditors of the Company for the reasons mentioned hereunder:

- Owing to sudden health concerns of our Proprietor, it will be difficult to perform our duties as Statutory Auditor of the Company and in the best interest of both the Company and everyone involved, we feel it in right to resign and let some other professional to take over the responsibility.

In View of the above and as discussed and agreed with the management and in order to enable the company to make the desired changes, we tender our resignation as the statutory auditors of the company. Our resignation does not result from an inability to obtain sufficient appropriate audit evidence. There are no other circumstances connected with our resignation which we consider should be brought to the notice of the board. Please accept our resignation with immediate effect.

As per the requirement of the Companies Act, 2013, we shall be forwarding the copy of the ADT-3 to be filed with Register of the Companies, in due course. It is clarified that our firm neither have any sort of dispute nor the have any concern relating to suppression of the information by the management of the company for the purpose of carrying out audit procedures.



PRADEEP KUMAR DEVARAJ & ASSOCIATES

CHARTERED ACCOUNTANTS

Please find attached in Annexure –A, the information to be obtained by the Company from the Auditors for the resignation as required by Securities and Exchange Board of India circular CIR/CFD/CDM1/114/2019, dated 18 October 2019.

We take this opportunity to reiterate our appreciation to the management of the company for the co – operation extended to us.

Thanking you.

Yours faithfully,



Your's Sincerely
CA Pradeep Kumar Devaraj
Chartered Accountant
Mem No. 242223

Annexure- A

**Disclosure of Information as per Securities and Exchange Board of India circular
CIR/CFD/CMD1/114/2019, dated 18 October 2019**

SR NO	PARTICULARS	DETAILS
1	Name of the listed entity/ material subsidiary	Vision Cinemas Limited
2	Details of the statutory auditor	M/s Pradeep Kumar Devaraj & Associates Chartered Accountants
	Name	Pradeep Kumar Devaraj
	Address	No, 829, 24 Floor, 26" Main, Opp: 9A Cross, Sector 1, HSR Layout, Bangalore 560 102
	Phone Number	+91 99861 93034
	E-mail id	d.pradeepkumar.ca@gmail.com
3	Details of association with the listed entity/ material subsidiary	
	a. Date on which the statutory auditor was appointed:	24 th September 2022
	b. Date on which the term of the statutory auditor was scheduled to expire:	FY 2025-26
	c. Prior to resignation, the latest audit report/limited review report submitted by the auditor and date of its submission.	30 th June 2024
4	Detailed reasons for resignation	Refer to letter dated 26th July 2024
5	In case of any concerns, efforts made by the auditor prior to resignation (including approaching the Audit Committee/Board of Directors along with the date of communication made to the Audit Committee/Board of Directors)	Not Applicable
6	In case the information requested by the auditor was not provided, then following shall be disclosed	Not Applicable
	a. Whether the inability to obtain sufficient appropriate audit evidence was due to a management -imposed limitation or circumstances beyond the control of the management.	
	b. Whether the lack of information would have significant impact on the financial statements/results.	
	c. Whether the auditor has performed alternative procedures to obtain appropriate evidence for the purposes of audit/limited review as laid down in SA 705 (Revised)	
	d. Whether the lack of information was prevalent in the previous reported financial statements/results. If yes,	

	on what basis the previous audit/limited review reports were issued	
7	Any other facts relevant to the resignation:	None

Declaration:

- 1. We hereby confirm that the information given in this letter and its attachment is correct and complete.**
- 2. We hereby confirm that there are no other material reasons other than those provided above for resignation of our firm.**

Thanking you.

Yours faithfully,



Your's Sincerely
CA Pradeep Kumar Devaraj
Chartered Accountant
Mem No. 242223



Brief Profile of Auditor

Appointment of Statutory Auditors to fill up the Casual Vacancy in the Office of Statutory Auditor:

SR NO	PARTICULARS	REMARKS
1.	Name of the Statutory Auditors:	MANOJ ACHARYA & ASSOCIATES
2.	Date of Appointment:	03-08-2024
3.	Reasons for Appointment:	To fill up the Casual Vacancy in the Office of Statutory
4.	Term of Appointment	Till the conclusion of the ensuing 31 st Annual General Meeting for the FY 2023-2024.
5.	Brief Profile of the Audit Firm	Manoj Acharya & Associates, Chartered Accountants was founded in 25/04/1995 by CA Manoj Acharya. Number of Partner 2 and is providing services in the field of: Auditing, Income Tax & Planning, Goods & Services Tax (GST), Financial Arrangement and Bank Loan syndication, Startup Companies, Company / LLP Incorporation, Company Law & SEBI Matters, Co-operative Societies & Trust Audit & Tax Planning, Corporate Planning, legal Advise and Financial controls, With years of rich experience and credibility to back up, we have always been able to meet the client's specific requirement.