PVR

02nd September, 2021

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051
Fax: 022-26598237/38

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring,
PJ Towers, Dalal Street,
Fort, Mumbai - 400 001
Fax: 022-22723121/1278

Company Code: PVR / 532689

Sub: Compliance under Regulation 30 & 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 & 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed notice of 26th Annual General Meeting of PVR Limited scheduled to be held on Tuesday, 28th September, 2021 at 11:00 A.M. through Video Conferencing/ Other Audio Visual Means along with Annual Report of the Company for the financial year 2020-21.

Please be informed that the Tuesday, September 21, 2021 has been fixed as cut-off date for the determination of Members of the Company holding shares either in physical form or in demat form and those Members shall only be entitled to avail the facility of remote e-voting as well as e-voting during the Annual General Meeting.

This is for your information and records.

Thanking you.

Yours truly
For **PVR Limited**

MUKESH KUMAR
Digitally signed by MUKESH KUMAR
Date: 2021.09.02 16:10:35 +05'30'

Mukesh Kumar
SVP - Company Secretary
& Compliance Officer

PVR

PVR LIMITED

(CIN: L74899DL1995PLC067827)
Registered office: 61, Basant Lok, Vasant Vihar, New Delhi – 110057
Corporate Office: Block A, 4th Floor, Building No. 9A, DLF Cyber City, Phase-III, Gurugram-122002, Haryana
Email: cosec@pvrcinemas.com, Website: www.pvrcinemas.com
Phone: 0124 4708100; Fax: 0124 4708101

Notice of the Annual General Meeting

NOTICE is hereby given that the 26th Annual General Meeting of PVR LIMITED will be held through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") Facility, on Tuesday, the September 28, 2021 at 11:00 A.M.(IST) to transact the following businesses:

ORDINARY BUSINESS:

Item No. 1 - To consider and adopt: (a) the audited standalone financial statements of the Company for the Financial Year ended March 31, 2021, 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 March 31, 2021 and the report of auditors thereon.

Item No. 2 - To appoint a Director in place of Mr. Sanjeev Kumar (DIN 00208173) who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

Item No. 3 – To consider and appoint Mr. Gregory Adam Foster (DIN 08926167) as an Independent Director on the Board of the Company and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and 161 of the Companies Act, 2013 ("Act") read with Regulations 17 and 25 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations") and any other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), read with Schedule IV of the Act, Articles of Association of the Company, Mr. Gregory Adam Foster (DIN 08926167) who was appointed as an Additional Director with the designation of Independent Director of the Company by the Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee of the Company, with effect from October 21, 2020, and whose term of office expires at the ensuing 26th Annual General Meeting be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation for a term of five consecutive years, effective from October 21, 2020.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 197, 198, Schedule V and all other applicable provisions, if any, of the Act and Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 and other applicable provisions of SEBI (LODR) Regulations, Mr. Gregory Adam Foster be paid such fees and remuneration as the Board of Directors of the Company (including any Committee thereof) may approve from time to time and subject to such limits as may be prescribed from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or any Committee thereof be and is hereby authorised to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Item No. 4– To consider and approve payment of remuneration for FY 2020-21 to Mr. Sanjai Vohra, a Non-Executive Independent Director of the Company and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to Section 197 and 198 read with Schedule V and all other applicable provisions of the Companies Act, 2013, and Rules made thereunder as amended from time to time, the consent of the Members of the Company be and is hereby accorded for payment of ₹ 24,00,000/- (Rupees Twenty Four Lakhs Only) towards remuneration for the FY 2020-21 to Mr. Sanjai Vohra, a Non-Executive Independent Director of the Company.

RESOLVED FURTHER THAT the Executive Directors, Chief Financial Officer and the Company Secretary of the Company be and are hereby severally authorised to execute all the documents and to do all such acts and deeds as may be necessary to give effect to this resolution."

Item No. 5 – To consider and approve remuneration paid to Mr. Gregory Adam Foster, a Non-Executive Independent Director of the Company for FY 2020-21 and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to Section 197 and 198 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and Rules made thereunder as amended from time to time, the consent of the Members of the Company be and is hereby accorded for payment of remuneration made to Mr. Gregory Adam Foster, Non-Executive Independent Director of the Company amounting to ₹ 8,04,983/- (Rupees Eight Lakhs Four Thousand Nine Hundred Eighty Three Only) (USD 10,746) for the FY 2020-21 .

RESOLVED FURTHER THAT the Executive Directors, Chief Financial Officer and the Company Secretary of the Company be and are hereby severally authorised to execute all the documents and to do all such acts and deeds as may be necessary to give effect to this resolution."

Item No. 6 – To consider and approve remuneration paid to Ms. Deepa Misra Harris, a Non-Executive Independent Director of the Company for FY 2020-21 and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to Section 197 and 198 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and Rules made thereunder as amended from time to time, the consent of the Members of the Company be and is hereby accorded for payment of remuneration made to Ms. Deepa Misra Harris, Non-Executive Independent Director of the Company amounting to ₹18,00,000/- (Rupees Eighteen Lakhs Only) for the FY 2020-21.

RESOLVED FURTHER THAT the Executive Directors, Chief Financial Officer and the Company Secretary of the Company be and are hereby severally authorised to execute all the documents and to do all such acts and deeds as may be necessary to give effect to this resolution."

Item No. 7 – To consider and approve payment of remuneration for FY 2020-21 to Mr. Vikram Bakshi, a Non-Executive Independent Director of the Company and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to Section 197 and 198 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and Rules made thereunder, as amended from time to time, the consent of the Members of the Company be and is hereby accorded for payment of ₹ 20,00,000/- (Rupees Twenty Lakhs Only) towards remuneration for the FY 2020-21 to Mr. Vikram Bakshi, a Non-Executive Independent Director of the Company.

RESOLVED FURTHER THAT the Executive Directors, Chief Financial Officer and the Company Secretary of the Company be and are hereby severally authorised to execute all the documents and to do all such acts and deeds as may be necessary to give effect to this resolution."

Item No. 8 – To consider and approve payment of remuneration for FY 2020-21 to Ms. Pallavi Shardul Shroff, a Non-Executive Independent Director of the Company and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to Section 197 and 198 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and Rules made thereunder as amended from time to time, the consent of the Members of the Company be and is hereby accorded for payment of ₹ 18,00,000/- (Rupees Eighteen Lakhs Only) towards remuneration for the FY 2020-21 to Ms. Pallavi Shardul Shroff, a Non-Executive Independent Director of the Company.

RESOLVED FURTHER THAT the Executive Directors, Chief Financial Officer and the Company Secretary of the Company be and are hereby severally authorised to execute all the documents and to do all such acts and deeds as may be necessary to give effect to this resolution."

Item No. 9 – To consider and approve managerial remuneration paid to Mr. Ajay Bijli, Chairman and Managing Director of the Company for the FY 2020-21 and if thought fit, to pass, the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 196, 197 and 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("Act") (including any amendment, modification or re-enactment thereof), the rules, regulations, directions, and notifications issued/ framed thereunder and the Articles of Association of the Company and basis the recommendation of the Nomination and Remuneration Committee and that of the Board of Directors of the Company, consent of the members be and is hereby accorded for payment of fixed managerial remuneration made to Mr. Ajay Bijli, Chairman and Managing Director of the Company, amounting to ₹ 6,41,51,532/- (Rupees Six Crores Forty One Lakhs Fifty One Thousand Five Hundred and Thirty Two Only) for the FY 2020-21, on such terms and conditions as approved by the shareholders vide resolutions dated July 3, 2018 and September 29, 2020.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or any committee thereof be and is hereby authorised to do all such acts, deeds and things as may be required to give effect to the above resolution."

Item No. 10 – To consider and approve managerial remuneration paid to Mr. Sanjeev Kumar, Joint Managing Director of the Company for the FY 2020-21 and if thought fit, to pass, the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 196, 197 and 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("Act") (including any amendment, modification or re-enactment thereof), the rules, regulations, directions, and notifications issued/ framed thereunder and the Articles of Association of the Company and basis the recommendation of the Nomination and Remuneration Committee and that of the Board of Directors of the Company consent of the members be and is hereby accorded for payment of fixed managerial remuneration made to Mr. Sanjeev Kumar, Joint Managing Director of the Company, amounting to ₹ 4,43,22,264/- (Rupees Four Crores Forty Three Lakhs Twenty Two Thousand Two Hundred and Sixty Four Only) for the FY 2020-21, on such terms and conditions as approved by the shareholders vide resolutions dated July 3, 2018 and September 29, 2020.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or any committee thereof be and is hereby authorised to do all acts, deeds and things as may be required to give effect to the above resolution."

Item No. 11- To approve offer or invitation to subscribe to Non-Convertible Debentures on private placement basis 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 42, 71 and 180(1)(c) of the Companies Act 2013, read with Companies (Prospectus and Allotment of Securities) Rules, 2014, Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, Securities and Exchange Board of India (Issue and

Listing of Debt Securities), Regulations, 2008, the Foreign Exchange Management Act, 1999 and Rules, regulations, circulars, directions and notifications made/ issued thereunder (including any statutory modification/amendment thereto or re-enactment thereof for the time being in force), the relevant provision(s) of the Memorandum & Articles of Association of the Company, and further subject to such terms and conditions as may be prescribed while granting such approvals, consents, permissions and sanctions, which may be agreed to by the Board of Directors of the Company ("Board") (which term shall be deemed to include any Committee which the Board may constitute/ have constituted for this purpose), the approval of the Members of the Company be and is hereby accorded to the Board to issue, make offer(s) or invitation(s) to subscribe to the secured/ unsecured/ redeemable/ listed/ unlisted, Non-Convertible Debentures ("NCDs") of the Company, on private placement basis, in one or more than one tranches, through issuance of a private placement offer letter on such terms and conditions and to such person(s) as the Board deems fit, for an aggregate amount not exceeding ₹ 500,00,00,000/- (Rupees Five Hundred Crores).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board or Finance Committee or any other committee which the Board may constitute thereof be and are hereby severally authorised to finalise, settle, execute and amend such documents including but not limited to private placement offer letter, information memorandum, debenture subscription agreement, debenture trust deed, addendum, memoranda, deeds, documents, writings, undertaking, guarantee, indemnity, etc. as may be required and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable, incidental or expedient in respect of issuance of the NCDs."

By order of the Board
For PVR Limited

Place: New Delhi
Date: June 02, 2021

Mukesh Kumar
Company Secretary

NOTES:

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, is enclosed herewith and forms part of this Notice.

2. In view of the prevailing situation across the country due to outbreak of the COVID-19 pandemic and restrictions on the movement apart from social distancing, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read together with circulars dated April 8, 2020, April 13, 2020 and January 13, 2021 (collectively referred to as "MCA Circulars") permitted convening of the Annual General Meeting through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Annual General Meeting of the Company is being held through VC / OAVM. The deemed venue for the Annual General Meeting shall be the Registered Office of the Company. In compliance with applicable provisions of the Act read with aforesaid MCA circulars, the 26th Annual General Meeting of the Company is being conducted through Video Conferencing (VC) herein after called as "e-AGM".

3. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this e-AGM is being held pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the e-AGM and hence the Proxy Form and Attendance Slip are not annexed hereto. Kindly also note that the participation of Members through VC will be reckoned for the purpose of quorum in accordance with Section 103 of the Act. It is hereby clarified that pursuant to Section 113 of the Companies Act, 2013 representatives of Members other than Individuals, may be appointed for the purpose of voting through remote e-voting or for participation in the meeting held through VC/ OAVM.

4. Since this Annual General Meeting will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.

5. In compliance with the MCA Circulars and SEBI Circulars dated May 12, 2020 and January 15, 2021, Notice of the Annual General Meeting along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report will also be available on the websites of the Company, the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited and that of the Registrar and Transfer Agent, KFin Technologies Private Limited ("KFinTech") at https://evoting.kfintech.com.

6. For the purpose of e-mail of this notice, members of the Company holding shares either in physical form or in de-materialised form as on August 27, 2021, have been considered. Members who have acquired shares after August 27, 2021 and before September 21, 2021 may approach the Company/KFinTech for issuance of the User ID and Password for exercising their right to vote by electronic means.

7. Queries, if any, regarding accounts may please be sent to the Company Secretary at least 10 days before the date of Annual General Meeting so as to enable the Company to suitably reply.

8. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 ("the Act"), the Register of Contracts or arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be open for inspection during the e-AGM.

All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of e-AGM.

Members seeking to inspect such documents can send an email to the Company.

9. Certificate(s) from Statutory Auditors of the Company certifying that PVR Employee Stock Option Plan(s) are being implemented in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and in accordance with the resolution(s) of the Members of the Company, will be available for inspection by the Members at the Annual General Meeting.

10. Members holding shares in de-mat/physical form are requested to notify any change in address, bank mandates, if any, and their E-mail ID for dispatch of Annual Reports and all other information, correspondences to the Company's Registrar and Share Transfer Agent- KFinTech, by e-mail at einward.ris@kfintech.com or at their address at Selenium Tower B, Plot 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500032, Telangana.

11. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with Depositories/Company for sending soft copies of Annual Report, notice and all other documents issued by Company from time to time.

12. As per the provisions of the Companies Act, 2013, facility for making nomination is available to the members in respect of the shares held by them.

13. Members are requested to note that dividend remaining unclaimed for a period of seven years from the date of transfer to the Company's Unpaid Dividend Account shall be transferred under Section 124 of the Companies Act, 2013 to the Investor Education and Protection Fund ("**IEPF**"), established under Section 125 of the Companies Act, 2013. Further pursuant to the provisions of Section 124 of the Companies Act, 2013 and IEPF Rules, all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to IEPF Authority as notified by the Ministry of Corporate Affairs.

    It is in the Members interest to claim any un-encashed dividends and for future, opt for Electronic Clearing Service, so that dividends paid by the Company are credited to the investor's account on time.

14. Members who have not yet encashed the dividend warrant(s) from the Financial Year ended March 31, 2014 onwards are requested to forward their claims to the Company's Registrar and Share Transfer Agent. It may be noted that once the unclaimed dividend is transferred to IEPF as above, no claim shall rest with the Company in respect of such amount. It may also be noted that the unclaimed dividend amounts which were lying with the Company up to the Financial Year ("FY") ended on March 31, 2014 pertaining to final dividend have been transferred to IEPF. The details of the unclaimed dividends are available on the Company's website. Members are requested to contact KFinTech, to claim the unclaimed / unpaid dividends.

15. The relevant details as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on the General Meetings, of the persons seeking appointment/ re-appointment are also attached with this notice. The Company has received relevant disclosures/ consents from the Directors seeking appointment/ re-appointment.

16. SEBI vide its Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018 has directed all the listed companies to update Bank Account details and Permanent Account Number (PAN) of the Members holding shares in physical form. Therefore, members, who have not yet updated their details, are requested to send the following documents to KFinTech:

    i. Self-attested copy of PAN card including that of joint Members; and

    ii. An original cancelled cheque of 1st Member (Name of 1st Member should be printed on cheque leaf). If name of 1st Member is not printed on cheque leaf, photocopy of passbook or bank statement duly attested by the banker along with cancelled cheque (Photocopy of cheque will not be accepted/ entertained). Members are also requested to update Email ID for our records and send their consent for receipt of communications by electronic means in accordance with various Circulars issued by the Ministry of Corporate Affairs from time to time.

17. SEBI vide its notifications dated June 8, 2018 and November 30, 2018, mandated that securities of listed companies can be transferred only in dematerialised form effective from April 1, 2019. Accordingly, the Company has stopped accepting any fresh lodgment of transfer of shares in physical form. In view of the above and to avail various benefits of dematerialisation, Members holding shares of the Company in physical form are requested to get their shares dematerialised.

18. Shareholders who have not registered their e-mail address and in consequence the Annual Report and Notice of AGM could not be serviced, may temporarily get their email address and mobile number provided with KFinTech, by clicking the link: https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx for sending the same. Shareholders are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, shareholder may write to einward.ris@kfintech.com.

19. Attention of the individual shareholders holding the securities in demat mode is also brought to recent SEBI circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020. In order to increase the efficiency of the voting process, SEBI has enabled e-voting to all the demat account holders, by way of a single login credential, through the demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the E-voting service providers (ESPs). Accordingly, vide this circular, the shareholders can register directly with the depository or can choose an option of accessing various ESP portals directly from their demat accounts. The shareholders are requested to go through the contents of the circular for seamless e-voting process.

20. **PROCEDURE FOR REMOTE E-VOTING AND JOINING THE e-AGM THROUGH VC / OAVM:**

i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 in relation to e-Voting facility provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFintech, on all the resolutions set forth in this Notice. The instructions for e-Voting are given herein below. The Board has appointed M/s Arun Gupta & Associates, Practising Company Secretaries as a Scrutinzer to scrutinize the e-voting in a fair and transparent manner.

ii. However, in pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the **individual demat account holders**, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

iv. The remote e-Voting period commences from September 25, 2021 to September 27, 2021 (both days inclusive) between 9.00 A.M. to 5.00 P.M.

v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. 21st September 21, 2021.

vi. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. September 21, 2021, may obtain the login ID and password by sending a request at evoting@Kfintech.com. However, if he / she is already registered with KFinTech for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.

vii. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. September 21, 2021, may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."

viii. The details of the process and manner for remote e-Voting and e-AGM are explained herein below:

Step 1: Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access to KFinTech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Step 3: Access to join virtual meetings (e-AGM) of the Company on KFinTech system to participate e-AGM and vote at the AGM.

Details on Step 1 are mentioned below:

I) Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	**1. User already registered for IDeAS facility:** I. Visit URL: https://eservices.nsdl.com II. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period. **2. User not registered for IDeAS e-Services** I. To register click on link : https://eservices.nsdl.com II. Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp III. Proceed with completing the required fields. IV. Follow steps given in points 1 **3. Alternatively by directly accessing the e-Voting website of NSDL** I. Open URL: https://www.evoting.nsdl.com/ II. Click on the icon "Login" which is available under 'Shareholder/Member' section. III. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. IV. Post successful authentication, you will requested to select the name of the company and the e-Voting Service Provider name, i.e.KFinTech. V. On successful selection, you will be redirected to KFinTech e-Voting page for casting your vote during the remote e-Voting period.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	**1. Existing user who have opted for Easi / Easiest** I. Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com II. Click on New System Myeasi III. Login with your registered user id and password. IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal. V. Click on e-Voting service provider name to cast your vote. **2. User not registered for Easi/Easiest** I. Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration II. Proceed with completing the required fields. III. Follow the steps given in point 1 **3. Alternatively, by directly accessing the e-Voting website of CDSL** I. Visit URL: www.cdslindia.com II. Provide your demat Account Number and PAN No. III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. IV. After successful authentication, user will be provided links for the respective ESP, i.e **KFinTech** where the e- Voting is in progress.
Individual Shareholder login through their demat accounts / Website of Depository Participant	I. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility. II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. III. Click on options available against company name or e-Voting service provider – **KFinTech** and you will be redirected to e-Voting website of **KFinTech** for casting your vote during the remote e-Voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: **1800 1020 990** and **1800 22 44 30**
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at **022- 23058738** or **022-23058542-43**

Details on Step 2 are mentioned below:

I) Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.

(A) Members whose email IDs are registered with the Company/ Depository Participants(s), will receive an email from KFinTech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

i. Launch internet browser by typing the URL: https://emeetings.kfintech.com/

ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFinTech for e-voting, you can use your existing User ID and password for casting the vote.

iii. After entering these details appropriately, click on "LOGIN".

iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

v. You need to login again with the new credentials.

vi. On successful login, the system will prompt you to select the "EVEN" i.e., 'PVR LIMITED - AGM" and click on "Submit".

vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.

ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

x. You may then cast your vote by selecting an appropriate option and click on "Submit".

xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorising its representative to attend the AGM through VC / OAVM on its behalf and to cast its vote through remote e-voting. Together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutiniser at email id aruncs.gupta@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "PVR LIMITED Event No. 6157"

(B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced will have to follow the following process:

i. Members who have not registered their email address and in consequence the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, may temporarily get their email address and mobile number provided with KFinTech, by accessing the link: https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx. Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, member may write to einward.ris@kfintech.com.

ii. Alternatively, member may send an e-mail request at the email id einward.ris@kfintech.com along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Annual report, Notice of AGM and the e-voting instructions.

iii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

Details on Step 3 are mentioned below:

II) Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the AGM of the Company through VC/OAVM and e-Voting during the meeting.

i. Member will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFinTech. Members may access the same at https://emeetings.kfintech.com/ by using the e-voting login credentials provided in the email received from the Company/KFinTech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.

ii. Facility for joining AGM though VC/ OAVM shall open at least fifteen minutes before the commencement of the Meeting.

iii. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.

iv. Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

v. As the AGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number / folio number, email id, mobile number at cosec@pvrcinemas.com. Questions /queries received by the Company till 05:00 p.m. on September 25, 2021 shall only be considered and responded during the AGM.

vi. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.

vii. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member casts votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

viii. Facility of joining the AGM through VC / OAVM shall be available for at least 2000 members on first come first served basis.

ix. Institutional Members are encouraged to attend and vote at the AGM through VC / OAVM.

21. **GENRAL INSTRUCTIONS FOR MEMBERS**

I. **Speaker Registration:** The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit https://emeetings.kfintech.com and login through the user id and password provided in the mail received from KFinTech. On successful login, select 'Speaker Registration' which will open from 09:00 a.m. on September 23, 2021 till 05:00 p.m. on September 25, 2021. Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

II. **Post your Question:** The Members who wish to post their questions prior to the meeting can do the same by visiting https://emeetings.kfintech.com. Please login through the user id and password provided in the mail received from KFinTech. On successful login, select 'Post Your Question' option which will open from 09:00 a.m. on September 23, 2021 and will available till 05:00 p.m. on September 25, 2021

III. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of https://evoting.kfintech.com (KFinTech Website) or contact at evoting@kfintech.com or call KFinTech's toll free No. 1-800-309-4001 for any further clarifications.

IV. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on 21st September, 2021, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.

V. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date i.e. September 21, 2021, he/she may obtain the User ID and Password in the manner as mentioned below:

i. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399

1. Example for NSDL:
2. MYEPWD <SPACE> IN12345612345678
3. Example for CDSL:
4. MYEPWD <SPACE> 1402345612345678
5. Example for Physical:
6. MYEPWD <SPACE> XXXX1234567890

ii. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of https://evoting.kfintech.com/ , the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.

iii. Members who may require any technical assistance or support before or during the AGM are requested to contact KFinTech at toll free number 1-800-309-4001 or write to them at evoting@kfintech.com.

The results of the electronic voting shall be declared to the Stock Exchanges after the e-AGM. The results along with the Scrutiniser's Report, shall also be placed on the website of the Company.

By order of the Board
For PVR Limited

Place: New Delhi
Date: June 02, 2021

Mukesh Kumar
Company Secretary

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3

Mr. Gregory Adam Foster was appointed as an Additional Director with the designation of an Independent Director on October 21, 2020 to hold the office of the Independent Director pursuant to Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mr. Foster holds office up to the date of ensuing 26th Annual General Meeting. The Company has received a Notice under Section 160 of the Companies Act 2013 ("the Act") from a shareholder proposing the name of Mr. Gregory Adam Foster for his appointment as an Independent Director on the Board of the Company for term of five years.

In terms of Section 149 of the Act read with Schedule IV thereto and the Companies (Appointment and Qualification of Directors) Rules 2014, an Independent Director can hold office for a period of up to five consecutive years and shall not be liable to retire by rotation.

The Company has received from Mr. Gregory Adam Foster (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under sub section (2) of the Section 164 of the Act; and (iii) a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of the Section 149 of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations").

Mr. Gregory Adam Foster is a globally recognised leader in the Entertainment, Media and Technology industries. Mr. Foster is a member of the Academy of Motion Pictures, Arts & Sciences. Mr. Foster was the CEO of IMAX Entertainment for 18 years and he also served as Senior Executive Vice President, IMAX Corp.

Mr. Foster is Senior Theatrical & Industry Consultant for Apple Corp. and Global Entertainment Ambassador for Samsung's CJ. He is also a member of the Board of Directors of Premiere Digital, a private, full service post production company as well as the Chairman of Hollywood's "ONLY IN THEATRES" initiative, which is working with studios, talent and exhibition to help re-open the cinema industry globally following COVID-19.

His expertise in global capital markets and revenue generation is extensive and this will help the organisation in the future.

In the opinion of the Board and the Nomination and Remuneration Committee of the Company, Mr. Gregory Adam Foster fulfils the conditions of appointment as an Independent Director as specified in the Act and Rules made thereunder and the SEBI (LODR) Regulations and is independent of the management. Considering the vast experience and knowledge of Mr. Gregory Adam Foster it will be in the interest of the Company to appoint him as an Independent Director.

In terms of Section 149 and other applicable provisions of the Act and Rules made thereunder, the approval of Members is sought by way of an ordinary resolution for the appointment of Mr. Gregory Adam Foster as an Independent Director for a term of five consecutive years.

A copy of the draft letter for the appointment of Mr. Gregory Adam Foster as an Independent Director setting out the terms and conditions is available for inspection as per the details given in the Notes forming part of this Notice.

The Board recommends the ordinary resolution as set out at Item No. 3 for your approval.

Mr. Gregory Adam Foster is interested in this resolution to the extent of his appointment as Independent Director of the Company. No other Director of the Company, Key Managerial Personnel or their relatives , is in any way concerned or interested in the proposed resolution, except to the extent of their respective shareholding, if any.

ITEM NO(s). 4 to 8

Pursuant to the provisions of Section 149 read with Section 197 and 198 of the Companies Act, 2013 ("the Act"), Rules made thereunder and Schedule V of the Act, company may pay to its Non-executive directors (including Independent Directors) remuneration upto 1% of the Net Profits of the company (excluding sitting fees).

Further, Ministry of Corporate Affairs has vide its notification dated March 18, 2021 amended Schedule V of the Act, by allowing the companies to pay remuneration to the Non-Executive Directors (including Independent Directors) upto the defined thresholds (excluding sitting fees), even in the case of loss or inadequacy of profits.

During the FY 2020-21, the Company's operations were adversely affected due to COVID-19 pandemic and thus it has incurred significant losses calculated in accordance with Section 198 of the Act. In accordance with the provisions of Schedule V to the Act, in case of inadequacy of profits or loss, a company may pay remuneration to its Non-executive directors based on the Effective Capital of the company. The Effective Capital of your Company as of March 31, 2021 was ₹ 3,19,928 Lakhs. In terms of the thresholds given under Section II Part II of Schedule V of the Act, the Board proposes to pay/has paid following remuneration to the Independent Directors of the Company for the FY 2020-21 (excluding sitting fees):

(a) Mr. Sanjai Vohra- ₹ 24 Lacs

(b) Mr. Gregory Adam Foster- ₹ 8,04,983 (USD 10,746);

(c) Ms. Deepa Misra Harris- ₹ 18 Lacs;

(d) Mr. Vikram Bakshi- ₹ 20 Lacs; and

(e) Ms. Pallavi Shardul Shroff- ₹ 18 Lacs

Further, in accordance with the provisions of Schedule V of the Act, the payment of above remuneration requires approval of the members vide ordinary resolution.

The Board recommends the said resolutions as set out at Item No(s). 4 to 8 for your approval.

Mr. Sanjai Vohra, Mr. Gregory Adam Foster, Ms. Deepa Misra Harris, Mr. Vikram Bakshi and Ms. Pallavi Shardul Shroff are concerned or interested in their respective resolutions to the extent of their remuneration. No other Director of the Company, Key Managerial Personnel or their relatives, are in any way concerned or interested in the proposed resolution, except to the extent of their respective shareholdings, if any.

ITEM NO(s). 9 and 10

The members of the Company had on July 3, 2018 approved the re-appointment and the payment of managerial remuneration to (i) Mr. Ajay Bijli, Chairman and Managing Director of the Company, comprising annual fixed salary of ₹ 5,49,99,600 plus variable remuneration by way of commission @ 3.90% of net profits of the Company payable annually (with an increment @ 8% per annum of the fixed remuneration) from FY 2018-19 up to expiry of his term in FY 2022-23; and (ii) Mr. Sanjeev Kumar, Joint Managing Director of the Company, comprising annual fixed salary of ₹ 3,79,99,200 plus variable remuneration by way of commission @ 2.10 % of net profits of the Company payable annually (with an increment @ 8% per annum of fixed remuneration) from FY 2018-19 up to expiry of his term in FY 2022-23. Later, the members had approved that the commission shall be computed without considering impact of Ind AS 116 (Lease Accounting) in its meeting held on September 29, 2020.

Further, the members of the Company had at their meeting held on September 29, 2020, also approved minimum remuneration of ₹ 45,83,300 per month (plus an annual hike @ 8% of fixed remuneration) for Mr. Ajay Bijli and ₹ 31,66,600 per month (plus an annual hike @ 8% of fixed remuneration) for Mr. Sanjeev Kumar, subject to regulatory approvals pursuant to Section 197 read with Schedule V of Companies Act, 2013 ("the Act").

The members may kindly note that a large part of the remuneration of Mr. Ajay Bijli and Mr. Sanjeev Kumar, as approved by the shareholders earlier, are in form of variable pay linked to the profitability of the Company. Please see below the summary of compensation paid to Mr. Ajay Bijli and Mr. Sanjeev Kumar for FY 2019-20 and FY 2020-21 respectively

Remuneration	Mr. Ajay Bijli		Mr. Sanjeev Kumar	
	FY 19-20	FY 20-21	FY 19-20	FY 20-21
Basic Salary	39,864,960	**43,054,152**	27,540,000	**29,743,200**
Perquisite	1,95,34,608	**2,10,97,380**	1,34,99,136	**14,579,064**
Commission	7,71,56,638	**-**	5,73,53,606	**-**
Total	**136,556,206**	**64,151,532**	**98,392,742**	**44,322,264**

The FY 2020-21 was an un-precedented year and the performance of the Company was severally impacted due to COVID-19 pandemic. Since majority of compensation paid to MD and JMD is variable in nature, in the form of commission computed as a percentage of net profit, no such variable payment will be made for FY 2020-21, given the losses incurred by the company. This has resulted in their gross compensation reduced by ~54%.

The cinema industry was amongst the worst hit by COVID-19 with business of the Company coming to a complete standstill in FY 2020-21. The Government of India announced a nation-wide lockdown on March 24, 2020. All our screens across India were non-operational between March 24, 2020 and October 15, 2020. Subsequently, pursuant to the Order issued by the Ministry of Home Affairs, Government of India, on September 30, 2020 allowed opening of cinemas/ theatres/ multiplexes upto 50% of their seating capacity which was thereafter raised to 100% occupancy. Staggered re-opening and limited content availability resulted in a delayed business recovery between October 2020 and March 2021. However, due to the surge in COVID cases with the second wave, the business again got severely impacted as State Governments / Local Bodies started announcing lockdowns from the month of March 2021 onwards.

However, inspite of the tough ongoing times, under the stewardship of Mr. Ajay Bijli and Mr. Sanjeev Kumar, the Company was able to manage the crisis to a great extent. Mr. Bijli and Mr. Kumar have been the back bone of the organisation since its inception. They have played instrumental role in making PVR as the largest and most premium brand in the Indian Exhibition sector by delivering exceptional growth and profitability throughout the years. They have been able to attract investments from marquee investors in the Company and have ensured great returns to all the stakeholders.

During the last financial year, where the business was impacted significantly due to the pandemic, the Executive Directors of your Company have successfully steered the Company and put the Company in a position to be able to capitalise the opportunities that lie ahead. Some of the key achievements during the last fiscal year were:

i. **Fixed Cost Reduction**
   - Reduction of 63% in fixed costs during FY 21
   - Successfully negotiated with almost all developers / landlords for rental and Common Area Maintenance expenses with savings in excess of ₹ 500 crores;

ii. **Liquidity Enhancement for the Company**
   - Successful completion of Rights issue of ₹ 300 crores in August 2020;
   - Successful closure of Qualified Institutional Placement of ₹ 800 crores in February 2021;
   - Raising additional liquidity from existing and new lenders of ₹ 500 crores;

iii. Ensuring retention of key employees and majority of manpower;

iv. Liaison with Central and State Governments to seek approvals for re-opening of cinemas and have simplified SOPs;

v. Ensuring content availability post re-opening.

Pursuant to the provisions of Section 197 read with Schedule V of the Act, where a company is into loss or has inadequate profits, it may pay the minimum remuneration, subject to the approval of the shareholders, vide special resolution.

As mentioned above, since the profits of your Company for the FY 2020-21 is inadequate, as calculated in accordance with the provisions of Section 198 of the Act, and in view of the contributions made by Mr. Ajay Bijli and Mr. Sanjeev Kumar during the FY 2020-21, the Company has paid only the minimum remuneration i.e. ₹ 6,41,51,532 to Mr. Ajay Bijli and ₹ 4,43,22,264 to Mr. Sanjeev Kumar during the previous fiscal year, subject to members approval. A statement containing additional information as required under Schedule V to the Act is annexed to the Notice.

The Board recommends the special resolutions as set out at Item No(s). 9 and 10 for your approval.

None of the Directors (except Mr. Ajay Bijli and Mr. Sanjeev Kumar for their respective resolutions), any other Key Managerial Person(s) of the Company or their relatives are, in any way, concerned or interested in the passing of these resolutions, except to the extent of their respective shareholdings, if any.

ITEM No. 11

As per provisions of Section 42 of the Companies Act, 2013 ("the Act"), read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Company shall not make a private placement of its securities unless the proposed offer of securities or invitation to subscribe to securities has been previously approved by the Members of the Company by a Special Resolution for each of the offers or invitations. However, in case of offer or invitation for non-convertible debentures, where the proposed amount to be raised through such offer or invitation exceeds the limit as specified in clause (c) of sub-section (1) of section 180, it shall be sufficient if the company passes a previous special resolution only once in a year for all the offers or invitations for such debentures during the year.

In view of COVID-19 pandemic, the FY 2021-22 seems to be a challenging year for the operations of the Company. The Board is of the view that in order to meet the stated objective of maintaining adequate liquidity during this uncertain business environment it is prudent to enable the Company to issue Non-Convertible Debentures, on private placement basis, as & when required, for a sum not exceeding ₹ 500 Crores, in one or more tranches. The funds raised would be utilised to meet the working capital requirements, repay / prepay existing debt obligations, fund capex or any inorganic growth opportunities, meet operational expenses and for general corporate needs of the Company.

In view of the above and to meet the requirements of Section 42 of the Act read with applicable Rules, approval of the Members of the Company by way of Special Resolution is sought for authorising the Board of Directors of the Company to issue NCDs on a private placement basis, up to the aggregate of ₹ 500,00,00,000/- (Rupees Five Hundred Crores), from domestic as well as overseas market in one or more tranches from time to time. The proposed issue of NCDs for ₹ 500,00,00,000/- (Rupees Five Hundred Crores) will be within the overall borrowing limits of the Company as approved by the Shareholders.

The Board recommends the special resolution as set out at Item No. 11 for your approval.

None of the Directors or Key Managerial Persons of the Company and their relatives, is concerned or interested in the resolution, except to the extent of their respective shareholdings, if any.

DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

(Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India)

Particulars	Mr. Sanjeev Kumar	Mr. Gregory Adam Foster
Director Identification Number (DIN)	00208173	08926167
Date of Birth (Age)	April 01, 1972 (49 years)	July 22, 1962 (58 years)
Date of Appointment	Since inception	October 21, 2020
Qualification	MBA from Imperial College, London University	Graduate from Georgetown University
Expertise in specific functional areas	Mr. Sanjeev Kumar oversees the programming activities of the Company, constantly endeavours with Hollywood studios, film distribution, content selection, development & growth strategy, new business opportunities including digital & franchise opportunities, operations and marketing.	Mr. Gregory Adam Foster is a globally recognised leader in the Entertainment, Media and Technology industries. He is Senior Theatrical & Industry Consultant for Apple Corp. and Global Entertainment Ambassador for Samsung's CJ. His expertise in global capital markets and revenue generation is extensive.
Terms and conditions of appointment	Five years with effect from April 1, 2018 as Joint Managing Director and liable to retire by rotation as Executive Director	Appointed for a period of 5 years, effective October 21, 2020, not liable to retire by rotation
Details of remuneration and remuneration last drawn	As per the details given in the Report on Corporate Governance, forming part of the Annual Report for the FY 2020-21	USD 35000 as remuneration p.a. subject to shareholders approval. He was paid ₹ 8,04,983 (USD 10,746) remuneration for the the FY 2020-21. No sitting fee has been paid to him.
Directorship held in other companies (excluding foreign companies)	PVR Pictures Limited and Priya Exhibitors Private Limited	NIL
Committees membership/ chairmanships held in other companies (excluding foreign companies)	NIL	NIL
Number of shares/Convertible Instrument, either in individual capacity or on a beneficial basis, held in the Company, as on the date of appointment	40,86,950 as on the date of this Notice	NIL
Membership/ Chairmanships of Committees of the Board	As per the details given in the Report on Corporate Governance, forming part of the Annual Report for the FY 2020-21	NIL
Relationship with any Director(s) , Manager(s) and other Key Managerial Personnel of the Company	None	None
Number of Board meetings attended during the FY 2020-21	7 of 7	2 of 3*

*Mr. Gregory Adam Foster was appointed as an Additional Director on the Board of the Company w.e.f. October 21, 2020.

THE STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED UNDER SCHEDULE V TO THE ACT

I. General Information

Nature of Industry	The Company has been engaged in the business of Film Exhibition and Food & Beverages.
Date or expected date of commencement of commercial production	The Company was incorporated on April 26, 1995. The Company had since then commenced its business.
In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:	Not Applicable
Financial Performance based on given indicators	(₹ in Lakhs)

Particulars	FY 2020-21	FY 2019-20	FY 2018-19	FY 2017-18
Revenue from Operations	**22,572**	3,28,436	3,03,935	2,24,612
Profit/(Loss) for the year	**(72,358)**	2,334	17,757	11,142
Profit/(Loss) under Section 198	**N.A. (loss in this year)**	13,677	35,465	20,908

Foreign Investment or collaborations, if any:	Not Applicable

II. Details regarding information about the appointee as provided in Schedule V to the Act are as under:

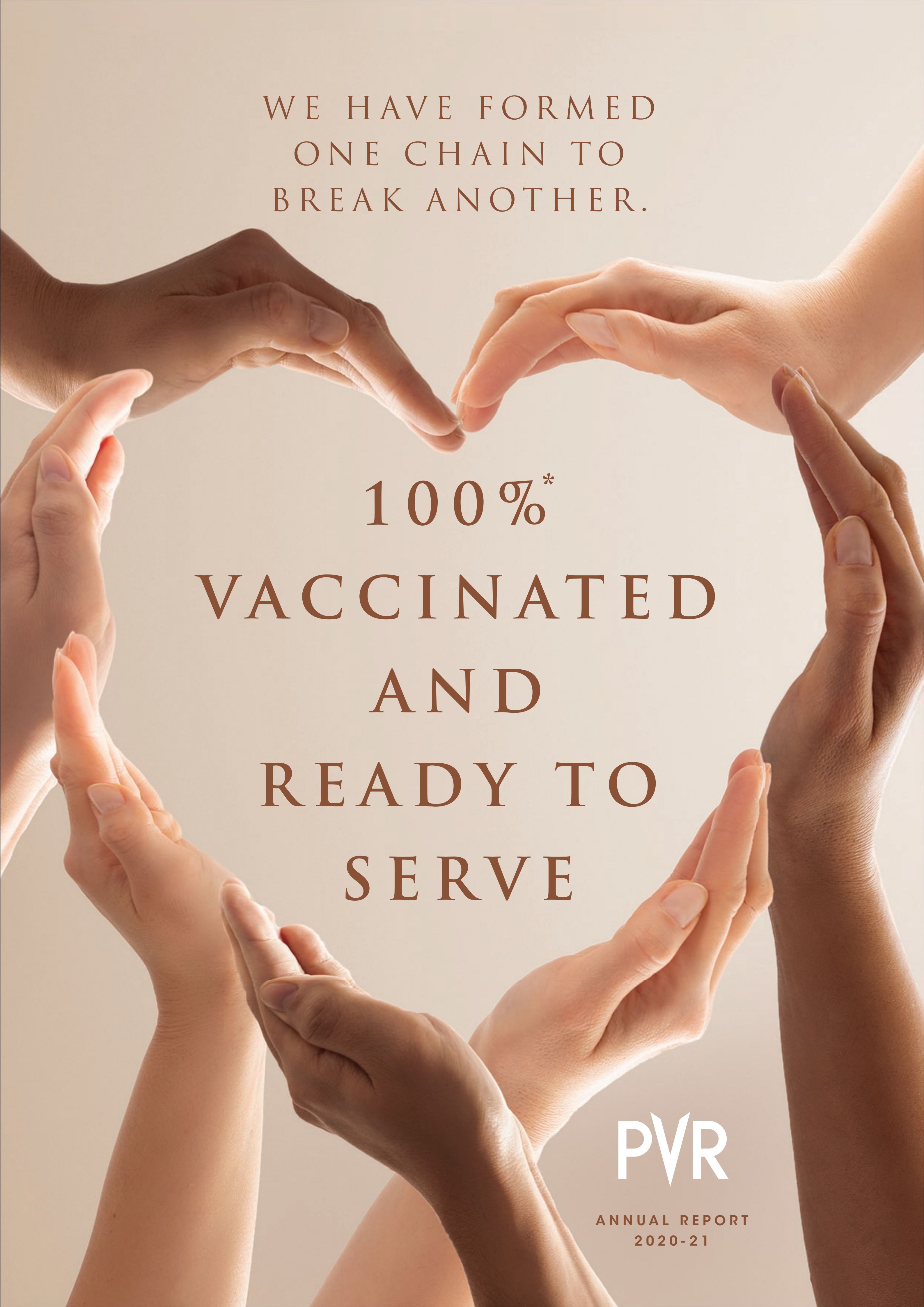
Particulars	Mr. Ajay Bijli	Mr. Sanjeev Kumar	Mr. Sanjai Vohra	Mr. Vikram Bakshi	Ms. Deepa Misra Harris	Ms. Pallavi Shardul Shroff	Mr. Gregory Adam Foster*
Background details, Job profile and suitability	The details for each of these Directors can be found on the website of the company at https://www.pvrcinemas.com/about						
Past remuneration i.e. For the FY 2019-20	₹ 13,65,56,206/- (Rupees Thirteen Crores Sixty Five Lakhs Fifty Six Thousand Two Hundred and Six Only)	₹ 9,83,92,742/- (Rupees Nine Crores Eighty Three Lakhs Ninety Two Thousand Seven Hundred and Forty Two Only)	₹ 24,00,000/- (Rupees Twenty Four Lakhs Only)	₹ 7,50,000/- (Rupees Seven Lakhs and Fifty Thousand Only)	₹ 23,00, 000/- (Rupees Twenty Three Lakhs Only)	NIL	NIL
Recognition or awards	• EY Entrepreneur of the year Award for Business Transformation" in 2013, • The "Most Admired Multiplex Professional of the year" award at the CMO Asia's Multiplex Excellence Awards in the year 2014, • The "Business Icon of the year" award at the Indywood Film Business Awards at the Indywood Film Market and ALIIFF in 2015 and the "Exhibitor of the year" award at the Cine Asia awards in 2017.	A highly recognised person in the field of Cinema Exhibition Industry and instrumental for the success & growth of the Company.	• Received Prof Warren Haynes award at IIMA. • Climbed B.C. Roy peak in Western Sikkim.	• "Nominated as the 'Entrepreneur of the Year' by The Economic Times for two years (2004 & 2005) in succession, • Recognised as 'The Most Admired Food Professional of the Year' at The Golden Spoon Awards 2008: The Images Award for Excellence in food retailing, • Admitted as the only Restaurateur in the 'Hall of fame' by the Federation of Hotels & Restaurants of India (FHRAI) at their 45th convention in Agra in 2010 • Mr. Vikram Bakshi has contributed immensely to the growth of F & B Retail and has been Chairman of International Hospitality Fair, Confederation of Indian Industry (CII) – 2010, Sub-Committee on Tourism (Northern Region), CII(The Confederation of Indian Industry) 2004 – 2006, CII National Committee on Retailing 2002-2004, CII Delhi State Council 2003-2004.	• A highly recognised influencer and opinion leader in hospitality, travel and tourism with numerous achievements to her credit. • Featured in Impact's list of Most Influential Women in Marketing across 3 years and the Business Today list of Most Powerful Business Women for 2 years. • A unique luxury hospitality and brand specialist with proficiency in Branding, Marketing, Sales and Public Relations. • Ex-Head of Sales & Marketing for Taj Hotels, Palaces, Resorts, Safaris. • She has served on various travel & tourism entities such as CII & FICCI tourism entities, FAITH, TAAI, HAI during her tenure with the Taj.	'Lifetime Achievement Award' at the Chambers India Awards 2019 and also been recognised as one of the Most Powerful Women in Indian Business by Business Today, seven years in succession	• Member of the Academy of Motion Pictures, Arts & Sciences (since 2006) • Member of the Board of Directors of Premiere Digital, a prominent Post Production Corporation based in Los Angeles & Bangalore • Recipient of the OUR HOUSE Founders Award, • Recipient of the American Cinematheque annual Sid Grauman Award, • Former Director of the IMAX's corporate Board of Directors and IMAX China, a subsidiary of IMAX Corporation and Member of the Board of Trustees of the University of Southern California School of Dramatic Arts (2013-2018)

Particulars	Mr. Ajay Bijli	Mr. Sanjeev Kumar	Mr. Sanjai Vohra	Mr. Vikram Bakshi	Ms. Deepa Misra Harris	Ms. Pallavi Shardul Shroff	Mr. Gregory Adam Foster*
Remuneration proposed for approval	₹ 6,41,51,532/- (Rupees Six Crores Forty One Lakhs Fifty One Thousand Five Hundred and Thirty Two Only)	₹ 4,43,22,264/- (Rupees Four Crores Forty Three Lakhs Twenty Two Thousand Two Hundred and Sixty Four Only)	₹ 24,00,000/- (Rupees Twenty Four Lakhs Only)	₹20,00,000/- (Rupees Twenty Lakhs Only)	₹18,00,000/- (Rupees Eighteen Lakhs Only)	₹ 18,00,000/- (Rupees Eighteen Lakhs Only)	₹ 8,04,983/- (Rupees Eight Lakhs Four Thousand Nine Hundred Eighty Three Only)
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The remuneration has been considered by the Nomination & Remuneration Committee and the Board of Directors of the Company and is in line with the remuneration being drawn by similar positions in the similar industry.						
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any	Please refer to the related party transaction as provided in the Financial Statements which forms part of Annual Report for the FY 2020-21.						

*Appointed as an Independent Director on the Board of the Company w.e.f October 21, 2020.

III. Other information:

Reasons of loss or inadequate profits	The financial results of the Company for the FY 2020-21 were impacted on account spread of COVID-19 pandemic and the measures taken by government bodies to prevent its transmission. As per Government Orders, the cinema halls were closed for major part of the year and also very few film were released for exhibition in cinema halls during the period.
Steps taken or proposed to be taken for improvement	The key measures undertaken in view of COVID-19 crisis are: • Significant reduction of ~63% in fixed costs during FY 21 including negotiation with all landlords for rental & common area maintenance charges (CAM) waivers/ discounts worth more than ₹ 500 crores; • Liquidity Enhancement for the company. • Raising additional liquidity from existing and new lenders of ₹ 500 crores ; • Successful completion of Rights issue of ₹ 300 crores in July 2020. • Successful closure of QIP offering of ₹ 800 crores in February 2021; • Developed stringent and detailed protocols and guidelines, aimed at ensuring a safe and hygienic environment for our customers and employees while implementing social distancing norms. • Undertaking UVC sterilisation and packaging of all our F&B offerings. We have also introduced the concept of private screenings, which is a premium and personalised offering wherein a small group of audience books the entire auditorium to enjoy the content of their choice, and no other guests apart from the group members are allowed during that show, thereby reducing the risk of spread of virus amongst patrons. • Enable contactless booking, tickets are available on our website and mobile application along with partner websites and mobile applications. Customers can also purchase tickets by scanning 'quick response' codes at entrance gates. Further, we have discontinued paper tickets and instead started issuing booking confirmations only via SMS and e-mails. We have also introduced 'quick response' code-based food ordering, limited the menu under our F&B offerings, and included some healthy choices and options which include ingredients that help to optimise immunity. • The Government has also taken aggressive steps for vaccination of general public, this will also help in restoring the business.
Expected increase in productivity and profits in measurable terms	**Vaccination drive:** The Company has been at the forefront of getting its employees and their family vaccinated and has achieved approx. 100% vaccination of all its employees. The Company is bearing the cost of vaccination for its employees and their family members and is getting ready to restart operations in a safe environment for its patrons. The Company will continue to work towards the goal of spreading the awareness about the benefits of vaccination. **Good Content Pipeline:** Ensuring content availability post re-opening – blockbuster line up of content in FY 2021-22 that will improve footfall leading to profitability of the Company and liaison with Central and State Governments to seek approvals for re-opening of cinemas and have simplified SOPs. **Higher occupancy rate:** The occupancy rate of multiplexes has risen consistently over the past several years from 31.2% in FY 2014-15 to 34.9% in FY 2019-20. We expect the occupancy rate is expected to go back to normalised levels from FY 2022-23 onwards. **Improving lifestyle:** Improving lifestyle choices of a young and large working population have led to increasing footfall at multiplexes. Lack of out-of-home entertainment options in India, coupled with great aural and visual experience, good ambience, and comfortable seating are some of the factors driving this demand. **Superior technology:** Multiplexes' adoption of the latest technologies in the market (video, audio, and seating, among others) ensure that they can give customers a premium experience. **Increasing number of malls:** The number of malls has significantly gone up over the past decade. Once ubiquitous only in Tier-I cities earlier, they are on a track of steady expansion in Tier-II cities as well. This deepening footprint will help the expansion of multiplexes as well.


WE HAVE FORMED
ONE CHAIN TO
BREAK ANOTHER.
100%*
VACCINATED
AND
READY TO
SERVE
PVR
ANNUAL REPORT
2020-21

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FY 2020-21 Key Highlights

COST CONTROL MEASURES#

₹ 63,580 LAKHS
Fixed expenses
63% Y-O-Y savings

₹ 21,708 LAKHS
Personnel cost
45% Y-O-Y savings

₹ 11,987 LAKHS
Rental cost
79% Y-O-Y savings

₹ 9,052 LAKHS
Common Area Maintenance (CAM) cost
42% Y-O-Y savings

₹ 5,661 LAKHS
Electricity and water charges
72% Y-O-Y savings

₹ 15,172 LAKHS
Other Overheads excluding 'Movie production, distribution and print charges'
60% Y-O-Y savings

FORWARD-LOOKING STATEMENT

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

DISCLAIMER

*100% vaccination includes all employees working for PVR as on July 31, 2021, who have taken at least the 1st dose of the vaccine. It excludes employees who are ineligible to take any approved vaccine for any reason whatsoever.

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

Ready to Serve

PVR Limited is the country's largest and most premium multiplex company, with a diverse portfolio of premium formats across the length and breadth of the country, under its belt. We leverage robust technologies to offer our consumers an unparalleled movie-watching experience and differentiated service.

The quality of our proposition appeals to cinema connoisseurs. This helped us fast-track India's evolution from single screens to multiplexes. Long-standing customer relationships, technological innovation, strategic presence across key Indian locations and a seasoned leadership team are the strengths that have kept our resilience up and service offerings, impeccable.

While the uncertainties birthed by the pandemic slowed the film and cinema industry down, our dedication to offer safe and an exceptional experience outshone every adversity. 'PVR Cares' is a step towards serving our stakeholders in a safe environment and showcases the brand's ability to re-model its operations to meet the needs of the business. As we continue to meaningfully engage consumers as well as introduce them to newer cinematic experiences, our focus will remain on bringing winning stories to the screen and adding joy and comfort to the life of our stakeholders.

Corporate Identity

INDIA'S FOREMOST CINEMA POWERHOUSE

Since its inception in 1997, PVR revolutionised the cinema business and the way people in the nation view and interact with films. We have emerged as an industry leader in the country, in terms of number of screens, admissions in a year (101.7 Million in FY2019-20), and screens added during a single year (87 screens in FY2019-20). Our diverse streams of revenue apart from movie screening, include food and beverage sales, advertising, convenience fees, and movie distribution.

Through a well-conceived strategy and key acquisitions over the years, we have increased the number of screens to 846*, expanding our presence across 176 multiplexes in 71 Indian cities.

JOURNEY OVER THE YEARS

1997
Opened the first cinema theatre in Delhi

2003
Received first private equity investment

2004
Launched India's largest multiplex and India's first Gold class cinema

Launched India's largest multiplex at Forum Mall, Bengaluru

2006
Listed on BSE and NSE stock exchanges

2008
Launched new sub-brand, PVR Premiere

Reached the 100-screens milestone

2011
Reached 150-screens milestone

2013
Acquired Cinemax Cinemas to become the #1 chain in the country (crossed 350 screens)

2016
Acquired 32 screens of DT Cinemas (29 operational, 3 under construction), Crossed over 500 screens

Launched North India's largest 15 screen superplex

2017
Market cap crossed $1 billion

2018
Acquired SPI Cinemas Crossed over 700 screens

2019
Crossed over 800 screens

Raised ₹ 500 Crores through Qualified Institutional Placement (QIP)

Expanded footprint in Sri Lanka

2020
Raised ₹ 300 Crores through Rights Issue (Subscribed more than 2.24 times, highest in last 15 years for a Rights Issue)

2021
Raised ₹ 800 Crores through QIP; oversubscribed by over 6.3 times

LEADERSHIP HIGHLIGHTS

MARKET LEADER IN TERMS OF

Screen Count at
846*

Occupancy at
35%#

Spend per head at
₹ 99#

*Includes 4 screens of Director's Cut unveiled at Ambience Mall, Gurugram on August 5, 2021
#The number pertains to FY 2019-20. Numbers for FY 2020-21 are not comparable due to the impact of COVID-19.

Brand Portfolio

Bringing New Customers Into the Fold

The enduring customer loyalty as well as enhanced brand recall and perception associated with our brand is an outcome of our customer obsession. It's also a direct benefit of always exploring a holistic gamut of creative formats to extend an elevated experience to the consumer. Innovation has been our cornerstone to building a more delightful, cinematic atmosphere and delivering an exceptional experience to our patrons.

Premium Screen Format Break-Up

37 Gold Class/Luxe	8* Director's Cut	18 4DX	13 Playhouse
9 IMAX	8 P[XL]	1 Onyx	4 Sapphire

Brands

THE ICON OF CINEMA
With a value proposition that combines beauty, magnificence and comfort, PVR ICON is a phenomenon suited for cinema connoisseurs. Soothing design and exquisite architecture reflect opulence and innovation, ensuring unmatched moments of luxury and entertainment.

A DREAM DESTINATION FOR MOVIE LOVERS
Superplex as a concept pre-empts all possible needs of cinema-goers with a 12 or more screen cinema offering, as well as cherry-picked cinema formats from across the world under one roof.

Superplex is designed to wow customers with its sheer space, technology, aesthetics and functionality. The project is destined to attract massive footfalls from cinema lovers and non-cinema-goers alike.

ABSOLUTE CINEMA EXPERIENCE
4DX changes the cinematic paradigm from just 'watching' to 'experiencing'. The realistic effects stimulate the consumers' senses with high-tech motion seats and special effects, including wind, fog, lightning, bubbles, water, rain and scents, in both 2D and 3D formats. These effects work in perfect synchrony with the action on screen - creating an exhilarating experience. Movies are no longer confined to the screen, 4DX draws you into the movie in a way that makes ones feel like they are living inside its world.

*Includes 4 screens of Director's cut unveiled at Ambience Mall, Gurugram on August 5, 2021

PVR'S UNIQUE KIDS AUDITORIUM
PVR Playhouse is a dream world created for kids. An auditorium designed to trigger excitement among children through colourful interiors, characters on walls, in-audi slide, playful seating and a special kids menu that all combine to create the ultimate movie-watching destination for children. Playhouse also serves as a perfect venue for birthday parties and other events hosted for children.

LUXURIOUS CINEMA EXPERIENCE
The luxury arm of PVR, this blends the best in high-end hospitality with entertainment. It comes with ultra-plush auditoriums, featuring 3D-enabled projection technology, world-class surround sound, fully reclaimable armchairs configured with pillow and blankets, personal attendant call system and an exciting in-seat food and beverage menu. It also has a live kitchen serving gourmet food, complemented by Simply Sushi, a Japanese specialty haunt that serves an eclectic range of sushi and japadogs.

LED SCREEN CINEMA
Ushering in the next generation in cinema technology, we offer a projector-less movie-going experience by bringing the visual power of LED-picture quality to the big screen. The sensation of watching a movie on the backlit cinema LED screen, with its High Dynamic Range (HDR) picture quality and infinite contrast ratio, is unlike anything experienced before and offers the audience a detail-rich cinema experience.

A GAME CHANGER IN LUXURY CINEMA
PVR LUXE indulges the customers' senses by pushing the boundaries of a superlative cinema experience, with a selection of gourmet food,well-designed interiors and premium amenities that set a new benchmark for luxury cinema.

PREMIUM LARGE SCREEN CINEMA FOR AN UNPARALLELED EXPERIENCE
With this, consumers can experience a world of heightened realism with auditoriums equipped with extra-large screens, state-of-the-art Dual 4K or RGB laser projection systems and advanced Dolby Atmos sound to bring alive every little detail. Each element in a P[XL] auditorium is designed to create a large-than-life impact.

THE WORLD'S MOST IMMERSIVE MOVIE EXPERIENCE
Every element in the IMAX theatre is planned, designed and positioned to create an immersive atmosphere. IMAX draws you into an experience that appears very close to the reality.

IMAX WITH LASER
The IMAX with Laser experience is set apart by its next-generation, 4K laser projection system, which features a new optical engine and a suite of proprietary IMAX technologies that deliver increased resolution, sharper and brighter images, deeper contrast as well as the most distinct, and exotic colours on screen.

DESIGNED FOR COMFORT
This is a new cinema format that serves as a bridge to luxury for a smarter movie watching experience. It fits between premium mainstream and luxury format, with comfort and exclusivity at the core. The Sapphire experience is designed to offer more comfort with new seating and extra leg room between seats. A selection of exclusive offerings and a dedicated staff helps deliver a personalised experience.

LETTING MOTION TECH TAKEOVER
D-Box creates hyper-realistic, immersive entertainment experiences by sparking imagination using motion. Its technology applies an algorithm or a code to sounds and motion in a film, which translates into the haptic feedback offered by D-Box motion seats. The D-Box seats move in sync with the film and its sounds.

PVR Privilege

ELEVATING EXPERIENCE WITH PVR PRIVILEGE

The PVR Privilege programme began as a paid membership in September 2017 and transitioned to being a free-tier programme a year later. Currently, 'PVR Privilege' is one of the country's most popular loyalty programmes with over one Crore members, a milestone we achieved last year. It has more than 11.7 Million members, having grown by 4% since then.

Our premier loyalty programme allows customers to earn points when they transact with us, which may then be redeemed for products and services in the future. Members may get transactional perks, such as a Privilege Popcorn Voucher after their first transaction and loyalty points for every transaction.

It reflects our ability to gain insight on customer preferences and accordingly enhance their experience through personalised engagements. With new features in the programme, new product releases, and unique discounts, our emphasis now is to deliver the appropriate reward to the right costumer, at the opportune moment.

The programme also carries certain exclusive privileges, which include birthday bonuses, invites to special events, advance screenings and movie premieres, as well as masterclass sessions with industry experts. All in all, it's the perfect package for our loyal customers who wish to enrich their association with us and subsequently, leverage their subscription.

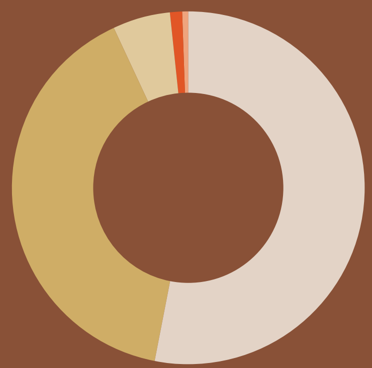
Enrollment in the programme is available at the Box Office by POS, kiosk, or Candy, as well as through our digital channel PVR website and mobile app.

CUSTOMER DEMOGRAPHICS

Gender wise Distribution

- Male 83.9%
- Female 16.1%

Age Group Distribution



- <18 years 0.4%
- 18-25 years 53.3%
- 26-40 years 39.9%
- 41-60 years 5.4%
- 60+ years 1.1%

1ST
Ever loyalty programme in the Indian multiplex industry

>11.7 MILLION
Loyal patrons benefiting from their PVR Privilege membership

INITIATIVES UNDER PVR PRIVILEGE

Member were engaged via email and SMS. They received a message from the MD along with voucher extension.

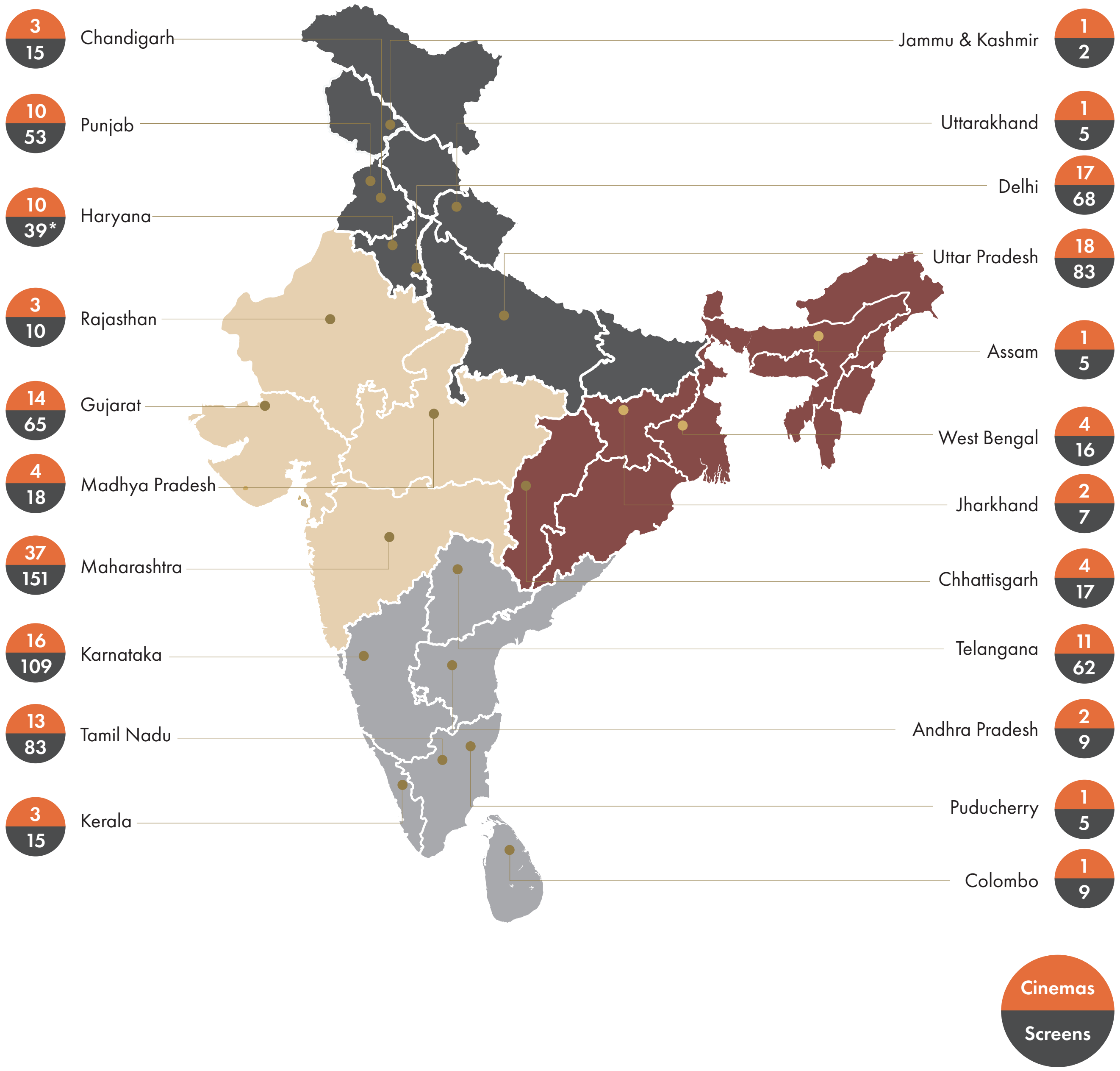
Magzter has partnered with us to engage more customers. Unlimited reads are included as part of the free subscription.

Movie Card was offered to patrons with an extra 5% discount as an exclusive benefit.

Post-lockdown, a survey was conducted to determine the movie watching habits of members.

Presence

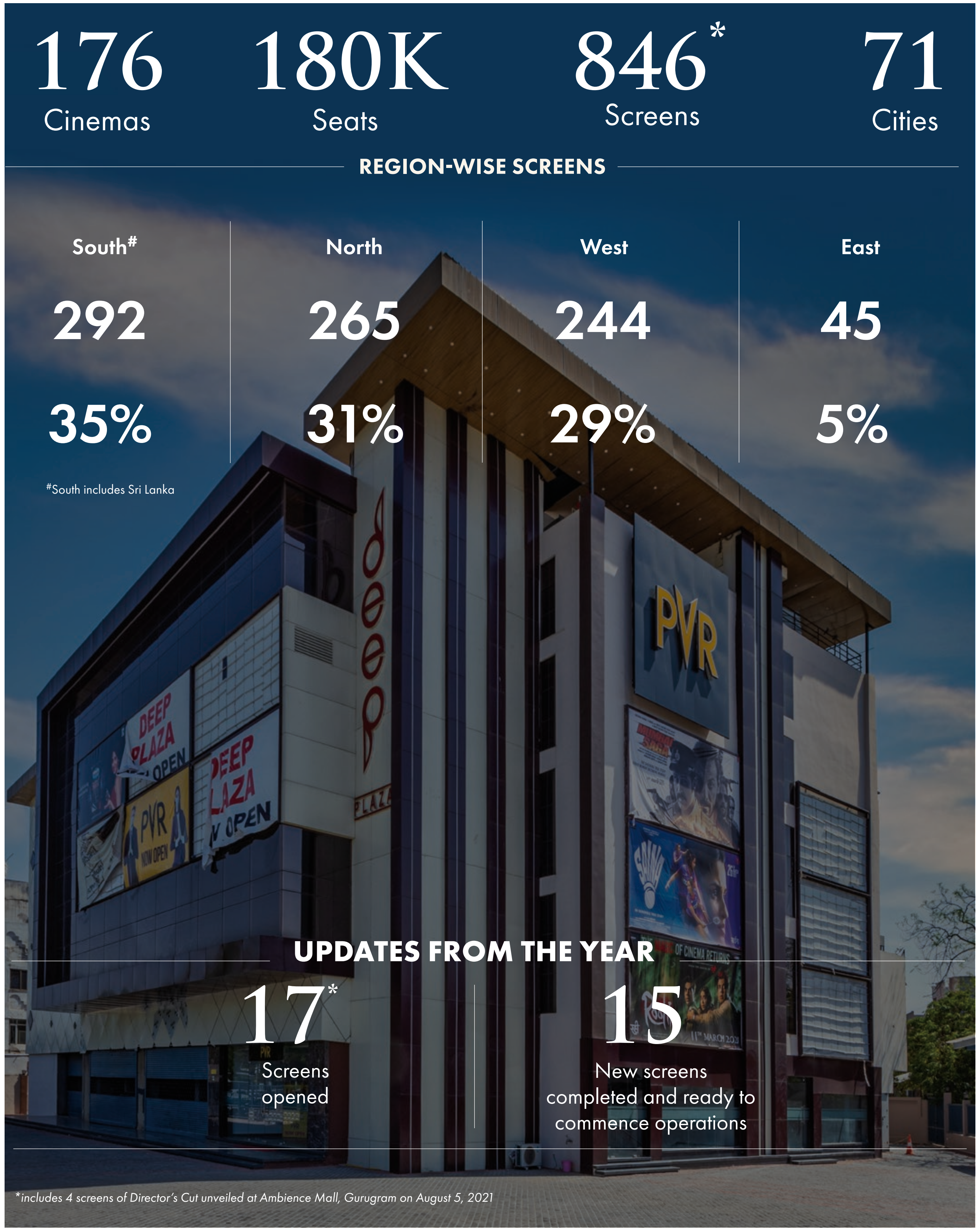
GOING PLACES WITH OUR REFINED PROPOSITION



Note: Map not to scale

North	West	South	East

*Includes 4 screens of Director's cut unveiled at Ambience Mall, Gurugram on August 5, 2021



176	180K	846*	71
Cinemas	Seats	Screens	Cities

REGION-WISE SCREENS

South#	North	West	East
292	265	244	45
35%	31%	29%	5%

#South includes Sri Lanka

UPDATES FROM THE YEAR

17*	15
Screens opened	New screens completed and ready to commence operations

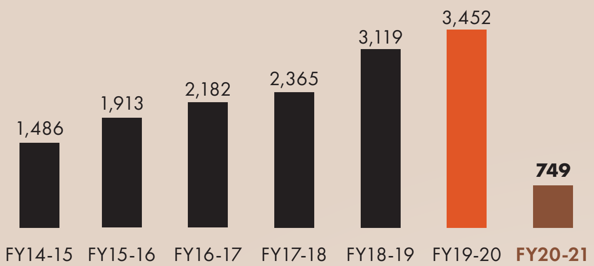
*includes 4 screens of Director's Cut unveiled at Ambience Mall, Gurugram on August 5, 2021

Key performance indicators

PERSEVERING WITH FORETHOUGHT

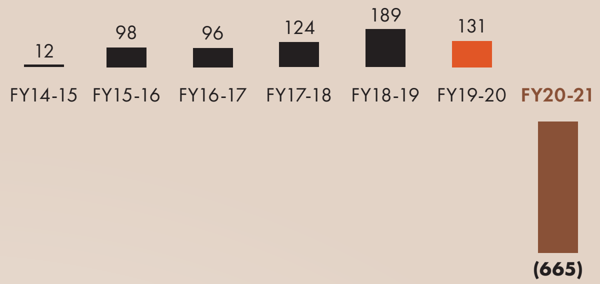
FINANCIAL PERFORMANCE

REVENUE
₹ (in Crores)



5 YEAR CAGR
18%

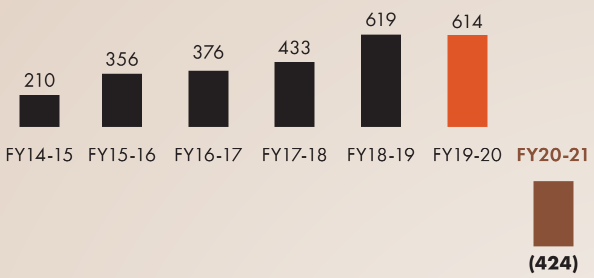
PAT*
₹ (in Crores)



5 YEAR CAGR
61%

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

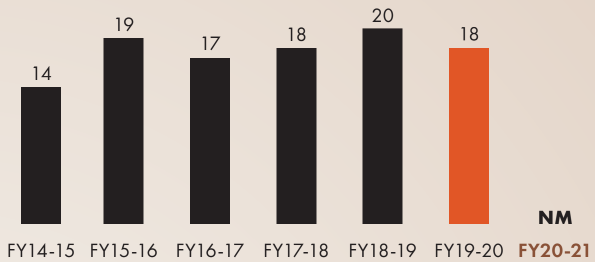
EBITDA*
₹ (in Crores)



5 YEAR CAGR
24%

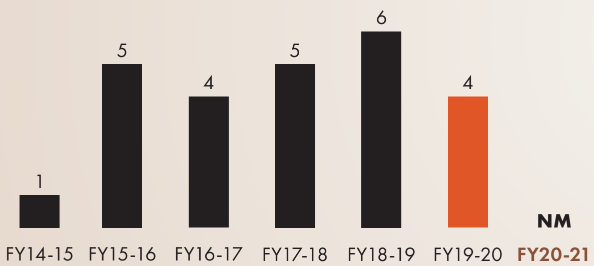
* EBITDA is computed without considering the impact of Ind AS 116 'Leases'

EBITDA MARGIN*
(%)



* EBITDA margin is computed without considering the impact of Ind AS 116 'Leases'.

PAT MARGIN*
(%)

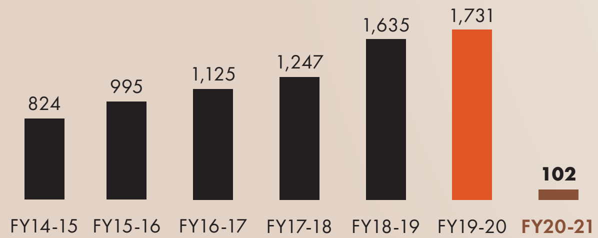


* PAT margin is computed without considering the impact of Ind AS 116 'Leases'

Notes:
FY 2020-21 numbers were impacted due to COVID-19 and are not comparable.
CAGR% is calculated from FY 2014-15 to FY 2019-20 only
NM stands for not meaningful

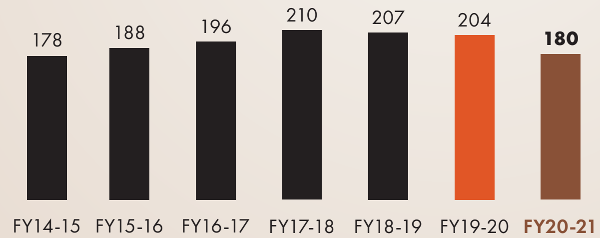
BOX OFFICE PERFORMANCE

BOX OFFICE REVENUE
₹ (in Crores)



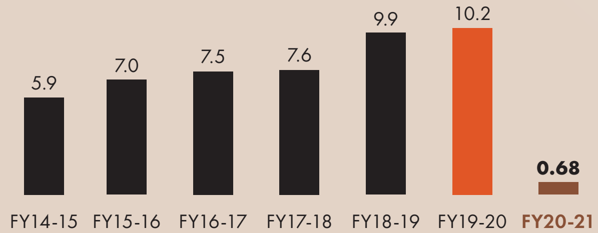
5 YEAR CAGR
16%

AVERAGE TICKET PRICE (ATP)
(₹)



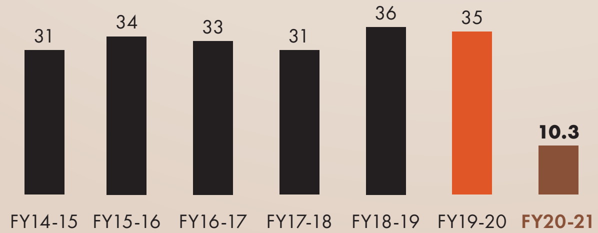
5 YEAR CAGR
3%

ADMISSIONS
(in Crores)



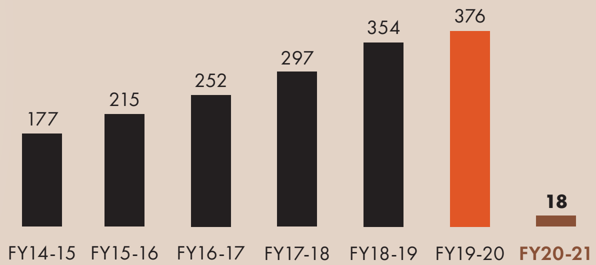
5 YEAR CAGR
12%

OCCUPANCY
(%)



ADVERTISING PERFORMANCE

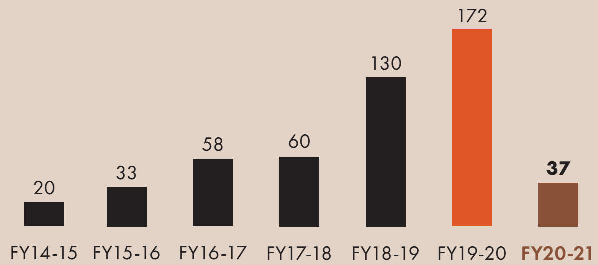
ADVERTISING INCOME
₹ (in Crores)



5 YEAR CAGR
16%

REVENUE FROM CONVENIENCE FEES

CONVENIENCE FEE INCOME
₹ (in Crores)



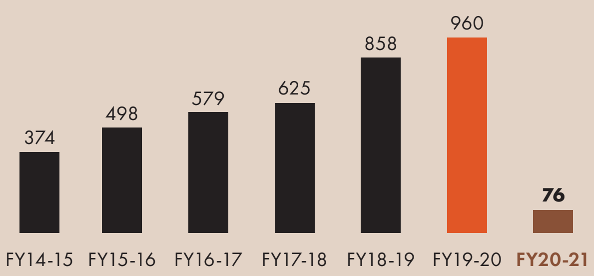
5 YEAR CAGR
54%

FY 2020-21 numbers were impacted due to COVID-19 and are not comparable.
CAGR% is calculated from FY 2014-15 to FY 2019-20 only

FOOD AND BEVERAGE

REVENUE FROM THE SALE OF F&B PRODUCTS

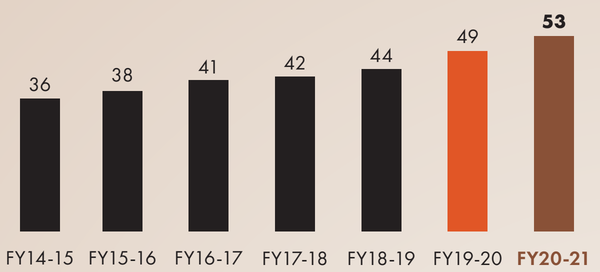
₹ (in Crores)



5 YEAR CAGR
21%

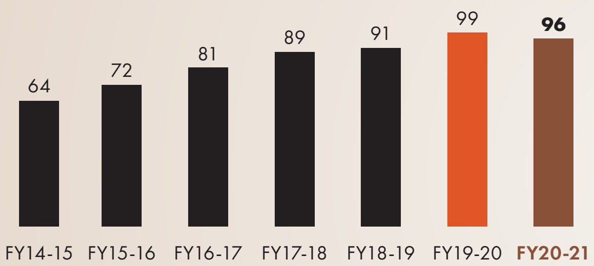
SPEND PER HEAD TO AVERAGE TICKET PRICE RATIO

(₹)



SPEND PER HEAD (SPH)

(₹)



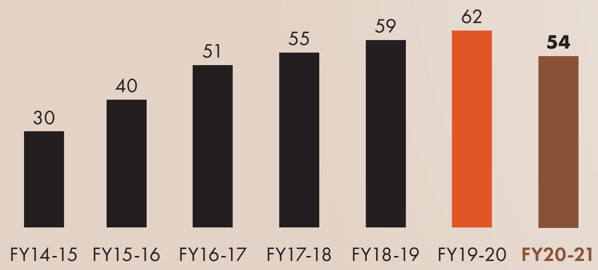
5 YEAR CAGR
9%

Notes:
FY 2020-21 numbers were impacted due to COVID-19 and are not comparable
CAGR% is calculated from FY 2014-15 to FY 2019-20 only

ONLINE MOVIE TICKET SALES

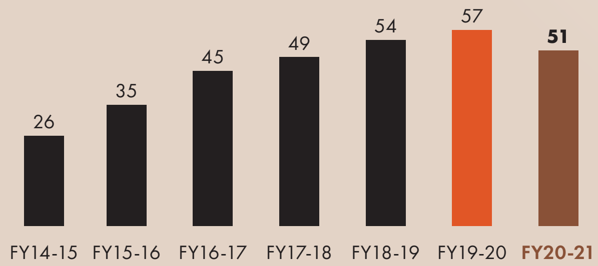
ONLINE GROSS BOX OFFICE COLLECTION

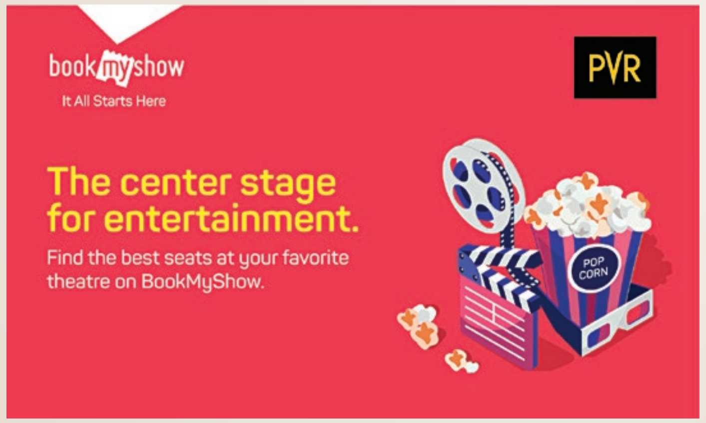
(%)

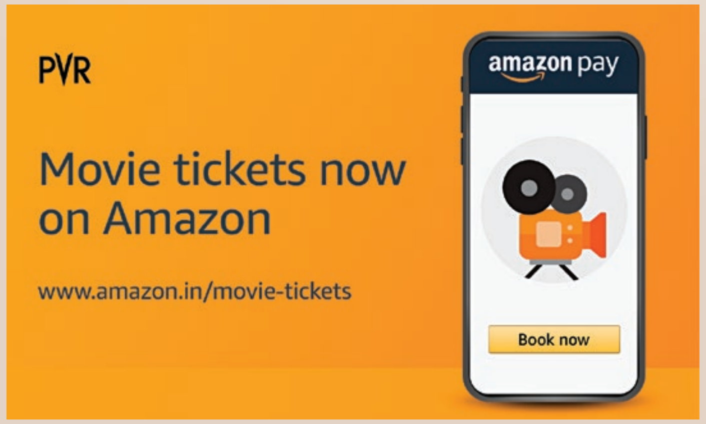


ONLINE ADMITS

(%)







BOOK TICKETS WITH

PVR
BOOK NOW

SPI CINEMAS
BOOK NOW

bookmyshow
BOOK NOW

Paytm
BOOK NOW

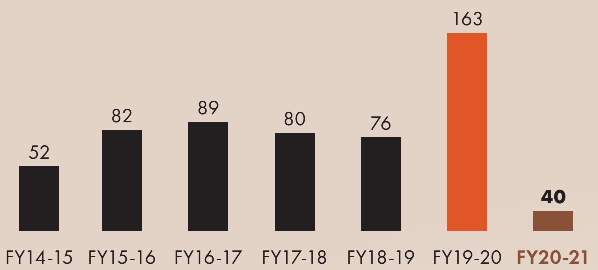
amazon pay
BOOK NOW

PVR Pictures

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

REVENUE

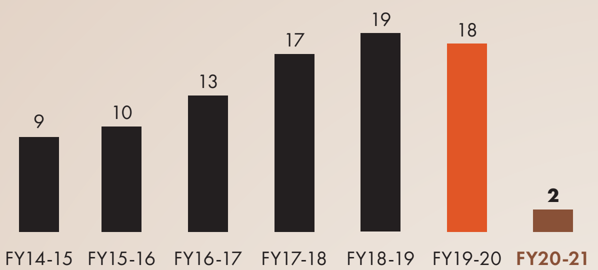
₹ (in Crores)



5 YEAR CAGR
26%

EBITDA

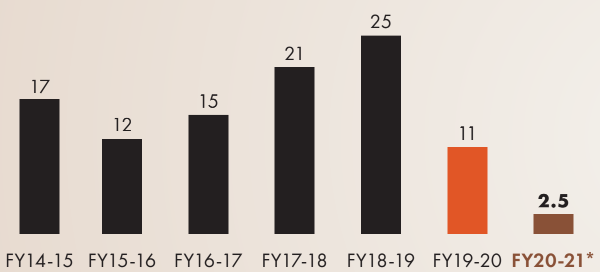
₹ (in Crores)



5 YEAR CAGR
15%

EBITDA MARGIN

(%)



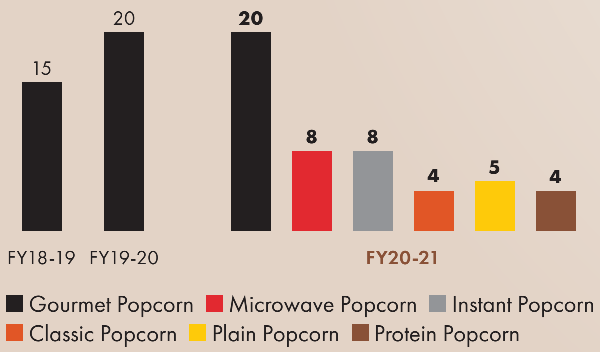
*Includes financial performance of Distribution Business of SPI Cinemas Private Ltd.

Notes:
FY 2020-21 numbers were impacted due to COVID-19 and are not comparable
CAGR% is calculated from FY 2014-15 to FY 2019-20 only
NM stands for not meaningful

Zea Maize

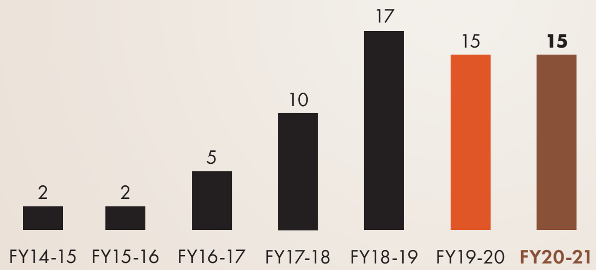
Zea Maize is a corn/popcorn products focused brand, under the brand name of '4700BC'. We started with gourmet popcorn and during the last 1 year, forayed into complete popcorn category, introducing products like microwave popcorn, instant popcorn (pan based), raw corn and many more. It now has the highest assortment of SKUs (>50) in this category and has started exports into 9+ countries from India. Currently selling through retail, e-commerce, institutional and stores, it has shown >200% growth in retail & e-commerce, while institutional and stores were majorly impacted due to the pandemic.

NUMBER OF SKUs



REVENUE

₹ (in Crores)



5 YEAR CAGR
51%

DISTINCTIVE FLAVOURS OF 4700BC

Savoury Category	Sweet Category
Sour Cream and Wasabi	Orange Chilly Caramel
Sriracha Lime	Himalayan Salt Caramel
Barbeque Cheese	Nutty Tuxedo

CMD's and JMD's Message

Revival and Reimagination

AJAY BIJLI
Chairman and Managing Director

DEAR SHAREHOLDERS,

FY 2020-21 was a challenging year for the entire world, and being in a customer-centric industry, we travelled together with our patrons through the trough and crest of the year. As the year began, we had a fair understanding that things would not be smooth sailing, and the way the year panned out, showed that our assessment had been right. We worked amid many constraints, restrictions and shutdowns. Despite all this, our people came together to help us overcome these unprecedented times in what will forever remain one of the most remarkable years in recent memory.

SANJEEV KUMAR
Joint Managing Director

There were two things we turned our attention to during this time. One, taking care of our people and two, managing the operational challenges. We created five task forces for liquidity management, government relations, the film industry, customer engagement, and operations. Together with our partners, we worked on cost optimisation measures while our corporate team and staff took a pay cut on their own volition to further bring down operating costs. We were able to balance all fronts and were looking eagerly for resumption of the joy run even as second wave of the pandemic made its appearance.

As the vaccination drive in India picks up, we are hopeful that this phase will soon be behind us. We believe that India's robust film-making sector and pent-up customer demand will bring back the audiences to the theatres sooner rather than later. In any case, we will find our way to continue delighting our patrons with best-in-class service and safety standards.

SAFETY-FIRST APPROACH

Our priority right now is to safeguard our people and prepare for the impending reopening of the theatres. PVR employs around 7,763 (including off roll) people as of FY 2020-21. As of July 31, 2021, 100% of our employees are vaccinated with at least a single dose of vaccination. During the year, we set up a task force to take care of our employees and their dependants who were impacted by COVID-19. We provided food, transportation, ambulances, medicines, oxygen concentrators, doctors on call and assistance on vaccination to our staff.

CMD's and JMD's Message (contd.)

100%*

PVR employees vaccinated

At the operational level, our focus was on managing our fixed costs, so that the cash burn is reduced. We were successfully able to reduce our fixed cost substantially, to the tune of 63% in FY 2020-21 compared to the previous year. This was made possible due to the support from all our stakeholders, including developers, employees and vendors. Without their belief and trust in the business we would not have been able to reduce our costs so significantly.

Together with this, we were able to maintain sufficient liquidity to cover all our obligations. The enormous confidence that our investors have in the PVR brand was evidenced from the fact that we were able to successfully raise ₹ 1,800 Crores of additional liquidity (₹ 1,100 Crores of equity and ₹ 700 Crores of debt) during the pandemic. We also maintained a healthy market rating (CRISIL A1+) on the back of our strong market position and established brand, healthy operating efficiency, strong financial risk profile and ample liquidity.

KEY STRATEGIC INITIATIVES

We were in the rescue phase earlier; we are in the revival phase now; and then comes the reimagination phase. In the reimagination phase, we are looking at some diversification strategies, which leverages our strengths of the core cinema business, 100 Million loyal customer base and the PVR brand.

Gourmet Popcorn: We manufacture and sell gourmet popcorn in cinemas, malls, airlines, railways, and online through e-commerce platforms. This year we also launched our own microwaveable popcorn brand, 'Popmagic', the first of a slew of different products that we are conceptualising. Although the popcorn business outside of cinemas in India is still in its infancy, we are likely to get strong traction. We believe we have an excellent product in our premium popcorn, with 100% organic premium quality imported corn, specially curated flavours by Celebrity Chef Sarah Todd, a strong brand to back it up, and our market entry has been at the most opportune time.

Online Food Delivery: We have been popular for its F&B offerings, continuously evolving menu and innovative additions in cuisines and culinary techniques from time to time. We bring together some of the world's most renowned chefs and industry pioneers, helping our food divisions to bring the finest quality in food to the movie lovers. We have tied up with Swiggy and Zomato so that our patrons can enjoy the same from the comfort of their homes as well. We beta tested the same during H2 FY 2020-21 from our select cinema kitchens. We plan to launch the same in FY 2021-22 from ~90 cinema kitchens across India once the pandemic subsides and cinemas are allowed to operate.

EXPERIMENTING WITH VIEWING FORMATS

As before, we will keep up the momentum of expanding our presence in Tier 2 and Tier 3 cities, where cinema enthusiasts are growing in number. Rapid urbanisation, growing aspirations and the need to seek out quality entertainment have made it a win-win situation for both cine goers and multiplex owners in these regions. Although single screen cinemas are seen to be dying out, we are employing our capabilities to revive these. One such example is Deep Cinemas in Kanpur. Our design and project team has extensive expertise in transforming old facilities, giving them modern, high-end interiors that reflect PVR's aspirations. We're willing to work with partners to revitalise these properties and support formats that will improve the customer experience and boost traffic.

After a lengthy hiatus, PVR Sahu, Lucknow's popular single-screen cinema was renovated and reopened as an exemplar of a modern movie theatre, complete with new-age amenities.

In the coming days, we expect the premium format to gain traction, delivering a unique movie-going experience to consumers in theatres equipped with the necessary technology. Even with premium formats, going to the movies will continue to be the most affordable form of entertainment when compared to other leisure activities. We also expect luxury formats to expand in Tier 2 and Tier 3 cities, due to increased consumerism, brand awareness, higher discretionary incomes, and limited out-of-home entertainment options. Our aim is to grow our screen network even further, with an emphasis on diversifying our portfolio's premium offerings.

DIGITAL ENGAGEMENT WITH OUR CUSTOMERS

We want to enhance our engagement with our costumer through the Digital universe and that would be a core part of our growth strategy. We will continue investing in PVR Privilege, our loyalty programme, which had a fantastic response so far and our investments in digital and omni-channel technologies to engage our customers better and widen our access. We already partner with Google Home, allowing Android users a seamless pre-visit experience. This experience is also available to Apple watch users. We are on the lookout for more such technology partnerships that enhance customer convenience.

CO-EXISTING WITH OTT

OTT has been around for a long time. In the US, OTT and cinemas have co-existed for almost 10 years and in this period Box Office ticket sales have only increased. Comparing OTT platforms to closed theatres, in our opinion, is unfair and similar to comparing an injured player to a healthy one.

> "The growing popularity of OTT in India and globally has often been seen as a counterproductive development for cinema halls. However, we do not see it that way. If anything, OTT has furthered the cause of entertainment and its growth is not inversely proportional to that of the cinemas as is commonly believed. There is no denying that the pandemic has had a huge role to play in the proliferation of OTT in India.

India as a market leader, releases the highest number of movies globally. It's a heterogeneous, disparate and volume driven market and the majority of ticket sales are generated from Bollywood and regional content and is not solely dependant on Hollywood content.

The growing popularity of OTT in India and globally has often been seen as a counterproductive development for cinema halls. However, we do not see it that way. If anything, OTT has furthered the cause of entertainment and its growth is not inversely proportional to that of the cinemas as is commonly believed. There is no denying that the pandemic has had a huge role to play in the proliferation of OTT in India. But remember, we have weathered several developments in the home entertainment industry – from television to satellite, VCRs, DVDs, and now streaming. Since both OTTs and movie halls deliver differentiated experiences and, sometimes, diverse content, they are not mutually exclusive. People will throng the cinemas for that bigger-than-life experience while OTT will hold its attraction with its offer of long-form series.

The pandemic has seen a number of movies being released on OTT platforms. This trend might continue even when the cinemas open. But film producers will continue to prefer a theatrical release for their films. A release in the theatres has its own attraction. For one, better earnings at the box office compared to the one-time payment of a fixed fee paid. There is again the attraction of creating a visual feast for cinema-goers or the mega optics, generating more enthusiasm or talking points and grabbing more attention that a theatre release invariably promises.

That these 2 medium of cinema exhibition will co-exist is also evident from the success of regional movies like Master, Uppena and Jathi Ratnalu released in Q4 FY 2020-21. China managed to control the pandemic early and saw phenomenal numbers at the Box Office. Chinese New Year brought an all-time high of $ 1.2 billion with a staggering 160 Million viewers. Also, it is the first time that the Chinese Box Office has earned more than $ 155 Million for 5 straight days. 'Detective China Town 3' scored the largest opening day and weekend gross of any movie in any single market anywhere, overtaking 'Avengers End Game'. It earned a record-breaking $ 393 Million, which is the highest-ever opening weekend earned by a film in a single market, topping the $ 356 Million earned by 'Avengers Endgame' in US on its opening weekend in 2019. 'Hi Mom' surpassed Detective China Town 3 as far as Opening Day gross is concerned (grossed $ 195 Million on its opening weekend). 'Demon Slayer: Mugen Train' the Japanese anime film has become the all-time biggest Japanese film with $ 368 Million Box Office collections in Japan. In addition, we can look at box office collections of Hollywood tentpoles like F9:The Fast Saga ($ 620 Million), A Quiet Place 2 ($ 290 Million+), Conjuring: The Devil made me do it ($ 190 Million+) and we can be rest assured that the growth prospects of the cinema exhibition industry remain intact.

COMPETITIVE LANDSCAPE

Undoubtedly this has been a devastating time for cinema exhibitors, more so for single screen owners. We believe that once the pandemic subsides, single screens will make way for larger and stronger multiplex players which will lead to market share gains and opportunities for inorganic expansion for the well capitalised players. Of ~9,500 screens in India, 3,200 are multiplex screens and the remaining are single screens. We believe some screens may not open post pandemic and will provide greater market share to us as industry leaders.

LOOKING AHEAD

We look forward to the joyous return of our patrons to the movie hall. We assure them complete safety under our SOPs, which have been drawn up keeping international guidelines in mind. Our staff is fully vaccinated to serve and we will continue to prioritise the health concerns of cine goers without compromising on the viewing experience. We have been fortunate to have investors who trust our capabilities. We have superb employees who understand their responsibilities to ensure people's faith in our brand. We hope that our patrons, employees, partners and all our stakeholders will continue to retain their confidence in us.

Sincerely

Ajay Bijli
Chairman and Managing Director

Sanjeev Kumar
Joint Managing Director

*100% vaccination includes all employees working for PVR as on date, who have taken atleast 1 dose of the vaccine. It excludes employees who are ineligible to take any approved vaccine for any reason whatsoever

CEO's message

Ever Cautious, Always Optimistic

DEAR SHAREHOLDERS,

This has been a year when the world experienced uncertainty and the impediments of the ongoing health crisis. Amid the adversity, the pandemic paved the way for the best of humanity to shine, even as vaccination provided the long-term solution towards normalisation. While our cinemas were closed for seven months, the organisational values that we built over the past two decades showed its brilliance through a determined and united front. We look forward to the next year with optimism, as a vaccinated workforce and completely safe cinemas welcome it patrons back.

CONSTANT COMMUNICATION, THE SOLE AGENDA

As we went into lockdown, the senior leadership made sure to maintain constant communication with their teams to inquire about their well-being. We saw a dramatic shift in the work culture, team engagement and a keen sense of ownership and determination among employees. There was a lot more empathy and gratitude seen among our people towards the organisation. We stayed connected through special newsletters, publishing verified information on advisories on COVID-19 management and town hall meetings.

GETTING READY FOR THE UNKNOWN

As a brand that sets its benchmark with the world's best, we sought guidance from the Global Cinema Federation to develop SOPs, and designed trainings for our staff to prepare for an evolved way of work. As leaders within the cinema exhibition industry, we played a significant role with Multiplex Association of India to arrive at a detailed and enhanced safety and precaution plan. We also made several representations to the government to assure them on our preparedness to re-open cinemas.

~100
New screens were to be launched when COVID-19 struck

We unveiled our own set of enhanced safety measures and procedures, 'PVR Cares' for customers and employees, as part of our commitment to provide a secure movie-going experience. We covered every touch point in the customer journey at the cinema. In order to achieve higher levels of excellence, we set the Standard Operation Process (SOP) as Minimum Operating Process (MOP). We partnered with Dettol to deliver an industry-defining standard of cleanliness and disinfection.

We also ensured continuous training of our staff to hone their skills and inspire them to re-discover themselves. We maximised the capability of our learning platform, through self-paced learnings as well as virtual, instructor-led workshops. Equipping our future leaders with necessary skills, our workshops were aimed at influencing the adaptability quotient of our staff to make them more versatile.

The teams brainstormed to redefine the movie-viewing experience for our patrons such that it makes them feel safe, special and emotionally connected. The programmes that we developed were aimed at transitioning from reactive to proactive customer connect.

STAYING CONNECTED WITH OUR PATRONS

As per our endeavour to delight, create and retain loyal customers, we ran targeted campaigns to renew their enthusiasm around watching movies after we reopen. We kept our patrons engaged on our social channels, website and app every month, with regular updates on the suite of amazing movies coming their way after the lockdown. We engaged in meaningful storytelling with our consumers that amplified the experiences at PVR and kept the spirit high.

The PVR Care Film was extensively promoted to build consumer confidence, including inviting media for a demonstration of the on-ground safety mandates being followed by us.

THINKING OUT OF THE BOX

Being a restless brand that thinks way ahead of times, we always try to reinvent and adapt with the changing business landscape. During the lockdown, we wanted to start a few 'Out of Cinema' initiatives to go beyond brick and mortar. We realised that while our patrons were consuming movies on OTT platforms at home, they were missing the PVR popcorn.

In order to rekindle the relationship of great content with tasty popcorn for our patrons, PVR Popmagic was born as a homegrown popcorn brand. It is a first-time microwave popcorn offered with specially curated seasonings for the Indian market by Celebrity Chef Sarah Todd. A gluten-free, 100% whole grain, imported, premium quality corn with the highest expansion was launched with four popular flavours, Cinema Butter, Light Salted, Lemon Pepper and Mexican Cheese.

A LONG WAIT FINALLY COMES TO AN END

Cinemas were allowed to open with 50% capacity under Unlock 5.0 guidelines on October 15, announced by the Ministry of Information and Broadcasting. We saw staggered opening of cinemas as every state took its own time to extend permission to reopen.

Our revival strategy of regaining confidence and rebuilding business revolved around four phases. The Relaunch phase in the first two weeks was to reinforce our preparedness, the Evangelist phase from September to October was aimed at mitigating the impact of guest apprehension and lack of content through goodwill screenings for corona warriors, film festivals, such as 'Unmissable Hits', 'Return of the Blockbusters', 'Yash Raj Film Festival', 'Valentine Week Festival' playing old movies while keeping ticket prices lower than usual. We launched 'Private Viewing Cinema', offering patrons the option to book an entire auditorium for a private and exclusive screening in the company of their friends and family on a date and time of their choice.

The Excitement phase between October and December played on the consumers' festive mood. New Bengali movies released during Durga Puja and South Indian movies during Pongal drew huge opening week footfalls to theatres and boosted the confidence of the industry. The Sustenance phase between January and March aimed at moving business to normalcy, leading to encouraging response from movies, such as Tenet, Wonder Woman 1984, Master (Tamil), Uppena (Telugu), Vakeel Saab (Telugu), Godzilla vs Kong, demonstrating pent-up demand for quality films.

NEW CINEMAS OPENED WITH CAUTION

Before the pandemic, our plan was to open ~100 new screens but the lockdown resulted in muted and selective unveiling of new cinemas. Post the long halt in operations, we reintroduced Lucknow's iconic popular single-screen cinema 'Sahu' in a modern avatar, equipped with new-age amenities like Barco RGB+ Laser Projection and Dolby Atmos sound system. This was followed by a property in Faridabad designed to offer a modern cinematic experience in the tier 2 and tier 3 markets. The third new property launch post reopening was when the iconic Deep Cinemas in Kanpur was upgraded into a 3-screen multiplex. The fourth and last property launched last year was at Forum Centre City Mall in Mysuru. The property boasts of 6 screens with Dolby ATMOS sound system, plush recliner seats, next gen 3D viewing and 4K projection systems.

EVER OPTIMISTIC ABOUT CINEMA

The second wave took everyone by a rude shock, and brought in a state of aberration. However, as a business, we understand deeply the need to stay optimistic and proactive through such upheavals.

We are channelling our resources to support our employees in every way possible during these uncertain times. Understanding vaccination as the best line of defense, we have taken the complete expense of vaccination for our employees and their dependants. There is an aggressive content pipeline comprising big ticket Bollywood movies, South Indian films and already released Hollywood films. All this would result in a power-packed calendar and eventful year of movies.

We are all in this together, and as a forward-thinking brand, we are hopeful that conditions will change for the better. We shall return stronger than ever to welcome back the many millions of devoted film fans who miss the big screen as much as we do.

Gautam Dutta
Chief Executive Officer

CFO's Q&A

THE SHOW MUST GO ON

It has been a difficult year for the entertainment business. Owing to the closure of movie theatres for most of the year, the industry incurred massive losses and saw wage cuts and layoffs. Nitin Sood, PVR's Chief Financial Officer, talks about how the Company overcame the challenges and how it expects to take things from here.

How has PVR been dealing with pandemic-related hurdles?

We have India's largest theatre network, with high brand equity and an asset-light business model where we don't own any cinema premises. Our approach has been to stay flexible and adaptable, and we have taken action at the right moment to address the pandemic's unpredictability.

Ensuring employee well-being
All workers in our corporate and regional offices were eligible to work from home. To ensure continuous operations, our workforce continues to operate through protected remote access. To protect data privacy, confidentiality and ward off cyber risks, strong IT controls were implemented. We organised vaccination drives for our employees throughout India, covering the entire cost for employees and their families. Through Zoom or our own LMS, Springboard, we have also continued our training and upskilling programmes.

Patron safety and reopening of cinemas
To ensure patron and employee safety, we developed detailed SOPs, leveraging 'best-in-class' processes and latest technologies. Guests may scan and buy tickets as well as meals immediately from their phone using QR codes for current shows also for advance reservations. We are promoting digital tickets and also accepting NFC-based contactless payments/digital wallets.

What were the major financial highlights for the year?

Due to huge fixed cost base, we recognised early on that the business would require greater liquidity to get through the crisis. We, thus paid the matter adequate attention and successfully raised a total of ₹ 1,800 Crores through a combination of debt and equity during the pandemic. Here is a snapshot of the drive:

- Raised ₹ 500 Crores in debt
- Raised ₹ 300 Crores in equity through a rights issue. The issue was oversubscribed 2.24x, the highest for a rights issue in the last 15 years
- Raised ₹ 800 Crores in equity through a QIP, which was oversubscribed 6.3x
- Raised an additional ₹ 200 Crores in debt under the ECLGS 3.0 scheme in the first half of FY 2021-22

What were the key cost optimisation measures taken by PVR in light of the pandemic's impact?

We concentrated on the following areas:

Rental and common area maintenance (CAM)
We used the force majeure clause with the majority of developers/landlords, and we were able to secure significant rent and CAM discounts for FY 2020-21, reflected in our year-on-year fixed cost savings. We were fortunate in obtaining whole or partial waivers/discounts from our landlords/developers for the bulk of our properties in FY 2020-21. Full discounts were negotiated during the lockdown period, and considerable reductions were achieved even after the lockdown ended. We have recommenced talks with our landlords about extending the rent savings till business returns to normal to mitigate the impact of the 2nd wave of COVID-19. Rent and CAM expenses amounted to ₹ 210 Crores in FY 2020-21 as compared to ₹ 732 Crores in FY 2019-20. 71% Y-O-Y reduction in Rent and CAM expenses.

Personnel
We undertook compensation reduction on a temporary basis at various levels of the organisation and downsized our workforce in order to preserve liquidity. We deferred increments and incentives. Personnel costs amounted to ₹ 217 Crores in FY 2020-21 as compared to ₹ 394 Crores in 2019-20. 45% Y-O-Y reduction in personnel costs.

Electricity and water
Due to the shutdown of theatres, electricity and water charges were reduced during the impacted lockdown period. However, they will progressively increase once screens become operational. Electricity and water costs amounted to ₹ 57 Crores in FY 2020-21 as compared to ₹ 206 Crores in FY 2019-20. 72% Y-O-Y reduction in electricity and water charges.

Additional overheads
Other overheads have been significantly reduced. Housekeeping and security contracts renegotiated last year are still in effect but with new terms and conditions. We closely monitor all non-essential and discretionary spending, such as marketing and promotional activities, travel and entertainment. Other overheads amounted to ₹ 152 Crores in FY 2020-21 as compared to ₹ 382 Crores in FY 2019-20. Total fixed costs amounted to ₹ 636 Crores in FY 2020-21 as opposed to ₹ 1,714 Crores in FY 2019-20. Other Overheads and total fixed costs mentioned above exclude 'Movie production, distribution and print charges'.

60%
Y-O-Y reduction in other overheads

63%
Y-O-Y total reduction in fixed costs

Apart from cost reduction what measures were taken by the Company to manage its liquidity and what is the current debt and liquidity position?

Managing cash flow
To maintain liquidity, we sought out vendors and renegotiated payment dates. In the regular course of business, we cleared the majority of creditor/vendor dues pertaining to FY 2020-21.

Benefit of Moratorium extended by the RBI
We availed the benefit of RBI's loan moratorium scheme announced in response to the 1st wave of COVID-19. Under this scheme all principal and interest payments between March 2020 and August 2020 were deferred.

Deferring Capex
We deferred all new project handovers since the start of the pandemic and all capex for new properties were put on hold. During the year, we unveiled only 13 additional screens, which is a far cry from the 87 new screens we opened in FY 2019-20. These 13 screens required very little capex outlay as they were in advanced stages of construction before the pandemic hit us.

Debt
As of March 31, 2021, the total gross debt and liquidity of the company was ₹ 1,352 Crores and ₹ 732 Crores as compared to ₹ 1,295 Crores and ₹ 323 Crores as on March 31, 2020.

(The debt figures for March 2021 includes debt raised of 500 Crores raised during the pandemic, but excludes ₹ 200 Crores of debt raised under ECLGS 3.0 scheme in H1 FY 2021-22)

Could you highlight the business continuity measures adopted by the Company?

In addition to work from home, we adopted technologies that enabled seamless operations across the Company. The backend IT architecture was enhanced, and made scalable on cloud, and the Web/App journeys were synchronised across PVR, SPI, and Lanka applications. We also enhanced IT flexibility by transferring more IT infrastructure to the cloud, such that technology servers were scaled down during the lockdown, resulting in cost savings of over 70%.

We enhanced our digital consumer engagement by focusing on end-to-end customer journeys. From movie discovery through online booking (on PVR and aggregator apps), in-cinema experience, and post-visit interaction, the whole customer lifecycle of a moviegoer was examined.

We are expanding the Ready to Eat (RTE) and Ready to Consume (RTC) categories. We are also looking into microwave popcorn varieties that are presently accessible globally while exploring the possibility of bringing in first-of-its kind categories. We collaborated with online food delivery companies like Zomato and Swiggy and entered into new projects like online meal delivery from our kitchens at cinemas.

What is the blueprint that the Company will be following going forward?

We believe that once the pandemic is behind us and we are back to pre-COVID level of operations, shareholders will see a structural reduction in our fixed costs (excluding Rent and CAM) of 10-15%, which will lead to margin expansion going forward.

Consolidation is inevitable in this industry. As we come out of the pandemic, we believe there will be lots of opportunities for large, well-capitalised players like us to consolidate as weaker players are forced to concede ground. The top players in this industry will experience market share gains and have their choice of locations as mall developers will prefer to have market leaders as their anchor tenants. Although, we are always open to examining all organic and inorganic possibilities to expand, as we have in the past (through acquisitions of DT cinemas, Cinemax and SPI cinemas), the current focus is on controlling expenditures and limiting cash burn.

We strongly believe that the long-term drivers for the cinema industry are as strong as ever. Compared to other leisure activities, cinema remains one of the cheapest forms of out-of-home entertainment in the world and people always look forward to participating in a shared experience. I am confident that after the pandemic is over, people will return to cinemas decent numbers to watch their favourite new releases on the big screen. For now, we will continue to mitigate our fixed costs and help our business negotiate the immediate challenges.

Nitin Sood
Chief Financial Officer

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

Megatrends

EQUIPPED TO EMBRACE OPPORTUNITY

In FY 2020-21, industry operations were disrupted due to lockdowns and social distancing norms. The Indian M&E industry's revenues fell by 24% year on year to ₹ 1.38 trillion in 2020, sliding down to 2017 levels. Domestic box office receipts are expected to account for 53% of total earnings. As fewer films released early in the year, in addition to shutdowns and low attendance, Indian cinema revenue can expect a 70% drop in revenues in 2021[1]. The lack of strict anti-piracy legislation, regulatory hurdles, delays in film production, and the proliferation of OTT platforms also pose as additional hindrances.

India has been the world's biggest film-producing country since 2007. It is also the most popular movie market in terms of ticket sales. Subsequently, screens per capita are low, indicating that there is opportunity for expansion.

GROWING URBANISATION

Over the past few decades, a large number of people shifted to urban cities in search of higher standards of living, better pay and diverse employment opportunities. The demand for multiplexes increased substantially as a result of improved decor, picture quality, and comfortable seating. The average household income is expected to grow over the next few years, resulting in a greater number of people with capabilities for discretionary spending. This is likely to have a positive impact on ticket sales and viewership.

1/3RD
of India's population lives in cities

POTENTIAL IN TIER 1 AND TIER 2 CITIES

Regional films are an important element of the Indian cinema industry, accounting for a considerable portion of net box office earnings. Films are being released in a variety of languages and the popularity and presence of regional cinema is growing at a rapid pace. Multiplexes are more common in Metros and Tier 1 cities, while single screens are the norm in rural areas. Tier 2 and Tier 3 cities have a mix of both. In Tier 2 cities, the number of malls increased dramatically during the last decade. The expanding coverage will aid multiplex growth in the near future.

AGE DEMOGRAPHICS

Young people are more extroverted and interested in movies, which will be a significant driver of the film business. A younger generation is driving the entertainment industry forward.

28.2 YEARS
India's median age is the lowest in the world

DEMAND FOR QUALITY CONTENT

The movie-going culture and love for films have long been ingrained in the public consciousness. Customer tastes have shifted over recent years; consumer demand for multiplexes rose several-fold, with earnings in this category increasing to ₹ 126 billion in FY 2020-21.

PENT-UP DEMAND

Customers' movie-going habits are likely to return when theatres reopen immediately after the second wave, due to big-ticket Bollywood and regional films awaiting producer announcements and globally released Hollywood blockbusters. Regardless of the industry environment, occupancy rates are expected to rise FY 2022-23 onwards.

Major Hollywood flicks in PVR's pipeline for the months of August and September include The Suicide Squad 2, Mortal Kombat, The Conjuring: The Devil Made Me Do It, Fast & Furious 9, The Croods: A New Age and Nobody.

[1] https://www.moneycontrol.com/news/trends/entertainment/indian-film-industry-may-see-70-drop-in-revenue-in-2021-as-lockdown-extends-in-many-states-6831971.html

COVID-19 Response

CREATING THE SAFEST CINEMA EXPERIENCE

Our operations suffered during the year as a result of the pandemic-induced shutdown, making it one of the most difficult years in the Company's history. However, we responded by adopting newer ways of working, creating a delightful experience, optimising costs, and ensuring that stakeholders, such as customers, employees and communities are protected from the virus. Social distancing norms were maintained without compromising on the PVR experience and our customers were assured of the finest and safest cinema-going experience.

COVID-19 STRATEGY

A thought-through approach to dealing with the outbreak became the key to our resilience. As of the July 31, 2021, all of our workers have received at least one dose of vaccine. Earlier in the year, we formed a task group to assist our workers and their families who had been affected by COVID-19.

BEST IN CLASS SAFETY THROUGH FULLY DEVELOPED SOPs

We created specific rules and standards aimed at maintaining a safe and sanitised workplace for our clients and staff while also facilitating the implementation of social distancing norms.

SOCIAL DISTANCING

- Marked queuing
- Limited workforce
- Staggered seating in auditoriums

MINIMISED HUMAN CONTACT

- Disposable food containers and packaging
- Modified procedures
- Digital transactions
- Mobile food ordering through QR-based food ordering system
- Paperless billing

SANITISATION AND HYGIENE

- Deep cleaning and sanitisation of all surfaces from box office to exit gates
- Advanced sanitisation using ULV technology for lasting protection
- UV food packaging sterilisation cabinets
- Anti-microbial film on handles and bars
- Temperature screening at entry
- Arogya Setu App
- Regular staff health check
- Face shield, masks and gloves for staff

ENSURING SAFETY IN THE WORKPLACE

- Continued focus on employee vaccinations
- Several box office initiatives adopted at our multiplexes to help curb the impact of the pandemic

100% vaccination includes all employees working for PVR as on date, who have taken atleast 1 dose of the vaccine. It excludes employees who are ineligible to take any approved vaccine for any reason whatsoever.

BOX OFFICE INITIATIVES

Contactless Tickets Sales
Tickets are accessible on our website and mobile application, as well as partner websites and mobile applications, to facilitate contactless booking. Customers can also buy tickets at the entrance gates by scanning 'quick response' codes. We stopped distributing paper tickets and now exclusively provide booking confirmations through SMS and e-mail. Contactless payments can be made via NFC and digital wallets

Food and Beverage
We included a 'quick response' code-based meal ordering system, restricted the menu under our Food and Beverage (F&B) offers, and included some healthy alternatives that boost immunity. All of our food and beverage items are UVC sterilised and packaged. We only use ingredients of the highest quality and international standards are maintained in terms of sustainable packaging and quality. When it comes to home delivery, we will initially begin with 90 cinemas that will be selling food through Zomato and Swiggy.

Private Screenings
We introduced the idea of private screenings, which is a premium and personalised service in which a small group of audience members books the entire auditorium to enjoy content of their choice, with no other guests allowed during the show.

CASH FLOW AND LIQUIDITY MANAGEMENT

- Build liquidity buffers
- Negotiate rent and CAM exemptions/reductions from landlords/developers
- Reduce fixed operational expenses
- Putting cost-cutting measures in place

Successfully raised
₹ 1,800 CRORES
of additional liquidity (₹ 1,100 Crores of equity and ₹ 700 Crores of debt) during the pandemic

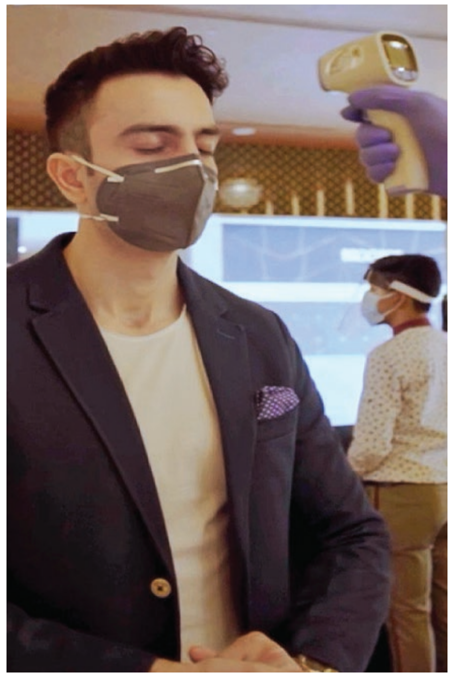
>71%*
Savings from renegotiated CAM and rentals

63%*
Reduction in fixed costs across the board

Empathetic Action

Inclusive Approach for Customer Satisfaction

Taking care of our customers is a top focus for us. They are our real brand ambassadors that enable us to maintain and expand our industry leadership.



#CINEMA4ALL PROJECT

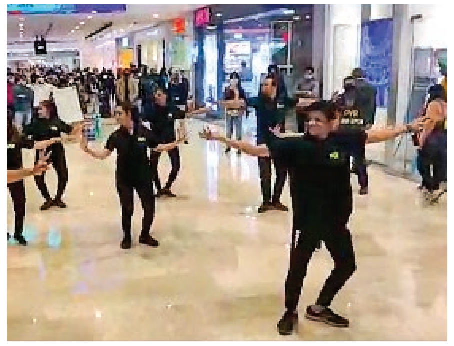
As part of our promise under #Cinema4All project, we launched our 'Accessible Cinema Programme' for persons with motion, hearing, and vision impairment. Under this,

- Patrons with hearing impairments can watch Hindi and regional programming with English subtitles
- Shows include audio explanations for visually impaired customers. We also provide audio description on mobile devices, as well as screenings with subtitles and captions
- For guests with visual impairments, shows with audio descriptions are available. We also provide audio narration on mobile devices, as well as subtitles and captions during screenings.

GOING THE EXTRA MILE

Some of our activities are dedicated to creating more engaging customer experiences and spread more joy within our ecosystem. These activities are as follows:

- Welcoming and entertaining patrons
- Flash mob in malls
- Spreading awareness of on COVID-19
- Cyclathon to spread awareness



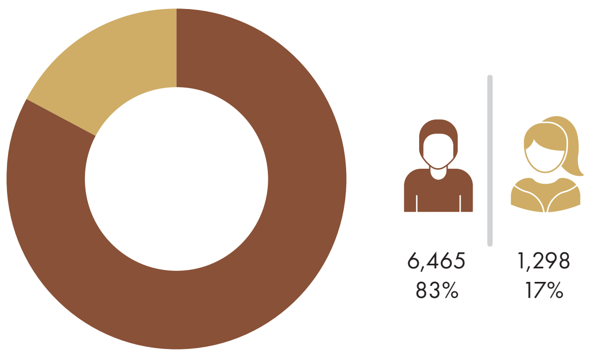
Our People

Creating an Environment that is Beneficial to Our Employees

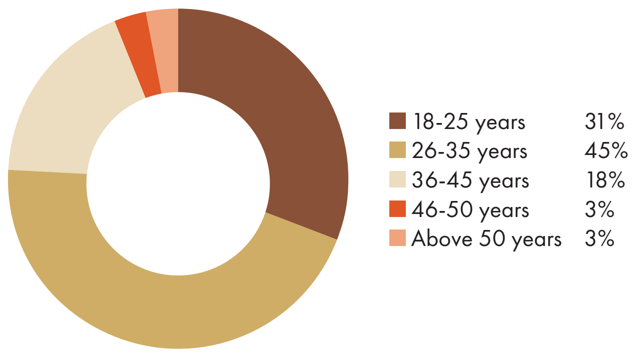
In our movie, the growth trajectory and our success are being written and directed by our employees on a daily basis. We have a robust talent pool that we are doing our best to nurture. Additionally, several learning and development, as well as employee engagement programmes keep employees motivated and on the path to meeting their full potential.

7,763*	1,298	452	20
Employees	Women employees	Permanent women employees	Employees with disabilities

GENDER DIVERSITY



AGE-WISE EMPLOYEE BREAK-UP



ACTIVITY HIGHLIGHTS FROM THE YEAR

- Vaccination drives are being held across India
- Task force teams were created to mobilise vaccination coverage across India
- HR Connect – Advisory on vaccination camps at the cinemas as well as precautions to take while going for vaccination, pre-registration for vaccination, and so on
- POSH trainings
- Employee health check ups
- Virtual employee engagement sessions

LEARNING AND DEVELOPMENT

- The majority of the courses, whether TTT (Train the trainer), #SELFIE – Cinema Manager Development Centre; #DISCOVER – Regional Managers Development Centre, MOP training, Leadership Development, or soft skills, were performed online through Zoom or through Springboard, our internal Learning Management System, thereby leveraging technology to meet our engagement needs.
- Enguru, an online English speaking and comprehension app, is being used to help our staff enhance their communication abilities.

CELEBRATIONS FOLLOWING REOPENING OF CINEMAS

- Cinema anniversary and pooja
- Christmas and Diwali celebrations
- Women's Day and Republic Day

The number of employees is as on March 31, 2021

CSR Initiatives

Ensuring Safety and Sustainability

We are committed to having a positive social impact among the most disadvantaged sections of society. PVR NEST (Network for Enablement and Social Transformation) is our flagship and the first cinema CSR trust that provides financial assistance and(volunteer services) to underprivileged people living in cities and acts to mitigate the vulnerability that exists in their daily lives. Our initiatives are designed to provide long-term solutions to the most pressing issues that the underprivileged confront, such as safety, health, education, and employment.

Our CSR Vision

In alignment with our sustainable Development goals, to work via Public Private Partnership models towards transforming urban spaces and facilities to make them more safe, inclusive, accessible and cater to the basic needs of people from the marginalised communities and make cities more liveable.

Our CSR Mission

Building capabilities of spaces in urban areas, which will especially empower people from economically weaker and marginalised sections of the society.

Fostering inclusion by building awareness, acceptance and understanding about intersectionality of issues faced by economically weaker sections of the society.

STANDING BY COMMUNITIES IN TIMES OF CRISES

The unprecedented and dynamic challenges during the pandemic were taken by PVR NEST Team head-on by reskilling, reworking, and re-strategising. Our team feels relieved for being helping hands through various partnerships, alliances, and associations which have introduced an interdependant and effective eco-system of support, for the vulnerable.

A series of online meetings with various Government Departments, Deputy Commissioners of Municipal Corporation of Delhi and likeminded organisations namely UN Women, UNICEF India, Swachh Bharat Mission, Department of Women & Child Development, National Commission for Protection of Child Rights etc. were conducted. The aim was to strengthen our current corpus and programmes.

Although the pandemic hampered our plans of ongoing initiatives such as Aanchal Childscapes, Childscapes Child Friendly Railway Stations and Pink Toilets, it brought with it current needs that we could respond to and make a difference to the evolving needs of the community. One such project that we are thrilled about is the distribution of Peanut Butter from ConAgra as a supplement to children's diet in the slums and resettlement camps in Delhi with this protein-rich food. Additionally, we contributed to the PM Cares Fund. In Harikesh Nagar, Delhi, we worked with SEWA to offer COVID-19 assistance to women informal workers and their families. Additionally, food and sanitary kits were provided to migrant workers with the aid of Oxfam India.

PARTNERSHIP WITH UNICEF

We partnered with UNICEF to dispel myths and misconceptions around COVID-19 vaccines for frontline workers. Dr. Rajib Dasgupta, Chairman, Jawaharlal Nehru University's Centre For Social Medicine and Community Health, answered the attendees' questions.

REAPING THE REWARDS

In July 2021, we completed CineGreen, an education programme on environmental sustainability and stewardship launched in 2020, through collaboration with American Express, Samhita and Swechha. Over 2,500 students participated in the virtual finale.

We successfully incubated and guided 10 innovative green solutions under ECO Grants, an initiative in partnership between PVR NEST, Plan India, and Centre for Youth (C4Y). We provided young teams across five categories connected to environmental concerns with a grant of up to ₹ 5 Lakhs per project (Accessible Green Space; Air Pollution and Health Effects; Sanitation and Hygiene; Waste Management; Water Security) in the five cities, National Capital Region (NCR) of Delhi, Dehradun, Jaipur, Lucknow and Udaipur.

ENVISIONING SAFE AND LIVEABLE CITIES FOR WOMEN AND CHILDREN

Sanitation workers are one of India's most disadvantaged groups, with unfavourable perceptions attributed to them, resulting in a lack of respect from the general public. Therefore, PVR NEST conducted a programme to empower women who work at the Pink Toilets in Delhi. The aim was to equip them with skills, which would encourage their upward mobility.

Pink toilets are specifically designed to meet the needs of women, adolescent girls and children. These are public rooms fitted with sanitary napkin vending machines, incinerators, and areas for breast-feeding/changing, as well as a lounge-like space for simply taking a break. Each toilet has two attendants who work in two shifts of 6-8 hours each to ensure that the facilities are always clean and sanitised. Over the past two years, 4 of these spaces witnessed a footfall of 1.5 Lakhs. This is an initiative undertaken by PVR NEST in collaboration with the Municipal Corporations of Delhi, and it enables women to step out of their homes and work for a living.

During the year, we laid down the groundwork to focus more on the people who help maintain and manage these toilets. Various workshops were conducted for stakeholders to understand women's needs in terms of usage patterns, menstrual health management, POSH, Child Protection Policy, Youth Safeguarding Policy, operations and community ownership of these spaces.

1,39,584

Footfall recorded at Pink Toilets between January 2020 and June 2021.

Workshop organised by UNICEF delivered by Dr. Rajib Dasgupata, Chairman, Centre for Social Medicine and Community Health, Jawaharlal Nehru University to address the myths and misconceptions around COVID vaccinations for the frontline workers.

Left to right Dr. Rajni Wadhwa - Director Programme Implementations - Plan India, Dr. Sonal Swaroop (IAS) Dy. Comm. MCD South Zone (in the centre) and Pink Toilets Staff in uniform during Women Empowerment Programme.

No Child Should Go Hungry

Board of Directors

A DIVERSE AND DEDICATED BOARD

AJAY BIJLI
Promoter and Founder
Chairman and Managing Director

- Completed the 28th session of the Owner/President Management Programme from the Graduate School of Business Administration, Harvard University
- Has over two decades of experience in the movie exhibition industry. Recognised as a pioneer in the multiplex industry in India
- He is on the Board of Trustees of the Mumbai Academy of the Moving Image (MAMI, the founding member of FICCI Multiplex Association (India), member of The Film and TV Producers Guild (India), Young Presidents' Organisation and associated with the Central Board of Film Certification, Government of India
- Received numerous awards, such as the 'Business Icon of the Year' at the Indywood Film Business Awards at the Indywood Film Market and ALIIFF in 2015, the 'Exhibitor of the year' at the Cine Asia Awards in 2017, Asia Innovator of the Year at India Business Leader awards, 2016 (IBLA) by CNBV TV18. Honoured as one of the 100 Retail ICONS of INDIA 2019 by images retail. Other awards include E&Y Entrepreneurial Award for Business Transformation, CNBC's Emerging India Award and Most Admired Multiplex Professional by CMO Asia's Multiplex Excellence Award

SANJEEV KUMAR
Promoter and Co-Founder
Joint Managing Director

- Holds a Bachelor's degree in Finance and Accounting from Salford University, Manchester and a Master's degree in Business Administration from Imperial College, London University
- Over two decades of experience in the movie exhibition industry
- Responsible for managing the film acquisition and distribution business and programming activities, along with the development and growth strategy of our Company

ANISH KUMAR SARAF
Non-executive Director

- Holds a Chartered Accountancy degree from the ICAI and an MBA from the Indian Institute of Management, Ahmedabad
- Over 15 years of experience across industries
- Working with Warburg Pincus' India affiliate handling investment Advisory. Prior to joining Warburg Pincus, he had his own mild steel manufacturing business
- Director on the Board of Kalyan Jewellers India Limited, PRL Developers Private Limited, BIBA Apparels Private Limited, Hamstede Living Private Limited and R. Retail Ventures Private Limited

DEEPA MISRA HARRIS
Independent Director

- She holds a Master's degree from Lady Shri Ram College, Delhi University
- With an experience of over 31 years in the high-end hospitality category, she has contributed significantly to the success of the Taj Group of Hotels
- In mid-2015, she founded her own Brand & Marketing Consultancy firm and has been working with leading FMCG & Hospitality brands. She has a proven track record of delivering double-digit growth and escalating brands to leadership positions

COMMITTEE DETAILS

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee
- CSR Committee
- Finance Committee
- Fund Raise Committee
- Risk Management Committee

C Chairman M Member

PALLAVI SHARDUL SHROFF
Independent Director

- Has over 37 years of vast experience in representing public and private enterprises before various national courts
- A Director on the Boards of prestigious companies viz. Apollo Tyres Ltd., Trident Ltd., Asian Paints Ltd., Interglobe Aviation (Indigo Airlines) and One97 Communications Ltd. (Paytm)
- Appointed on the International Chamber of Commerce (ICC) Court of Arbitration, she was recently conferred the 'Lifetime Achievement Award' at the Chambers India Awards 2019 and recognised as one of the Most Powerful Women in Indian Business by Business Today, seven years in succession (2013-19)

SANJAI VOHRA
Independent Director

- Holds a Bachelor's degree in Science from the University of Delhi and Post-graduate diploma in Management from the Indian Institute of Management, Ahmedabad
- Over 31 years of experience in the banking industry, private finance and risk management
- A Director on the Board of Tivass Strategies (India) Private Limited

RENUKA RAMNATH
Non-executive Director

- Holds a Bachelor's degree in Textiles from V.J. Technical Institute, University of Mumbai, and a Master's degree in Management Studies from the Chetna R.K. Institute of Management & Research, University of Mumbai
- Completed the 156th session of the 'Advanced Management Programme, the International Senior Managers Programme 'from the Graduate School of Business Administration, Harvard University
- She has worked in the Indian financial sector for over 30 years, in private equity, investment banking, and structured finance successfully building several businesses in the ICICI Group, including Investment Banking, e-commerce and private equity. Currently the Managing Director of Multiples Alternate Asset Management Private Ltd, a private equity firm
- In addition to being a Director on the Board of Tata Communications Ltd, she is a Board member of EMPEA. She is also the vice-chairperson of the Executive Committee of Indian Venture Capital Association

GREGORY ADAM FOSTER
Independent Director

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

VIKRAM BAKSHI
Independent Director

- A Director on the Board of Ascot Estates (Manesar) Private Ltd., Brite India Private Ltd. among others
- Successfully established McDonald's in North India
- Over 31 years of experience

Leadership Team

LEADERS PROPELLING THE BIG PICTURE

GAUTAM DUTTA
Chief Executive Officer

- Associated with us for over 15 years
- Involved in enhancing revenue and profitability, technology adoption, innovation and growth as an organisation
- Awarded the 'CEO of the Year' in 2018 as part of the global awards for retail excellence for leadership in multiplex cinemas and entertainment presented by ET Now and the 'CEO with HR Orientation' by Times Ascent in 2018

KAMAL GIANCHANDANI
Chief of Business Planning & Strategy

- Associated with us for over 21 years
- Responsible for handling film financing, distribution, syndication, licencing, and cinema exhibition (for both Indian and foreign language films in India)
- Oversees business planning and strategy

NITIN SOOD
Chief Financial Officer

M M M

- Associated with us for over 19 years
- Played a key role in Company growth and expansion
- Oversees finance function and legal compliance
- Responsible for managing activities relating to mergers and acquisitions, fund raising, including QIP and Right issue and strategic business expansion opportunities
- Awarded the 'Best CFO – Excellence in Mergers & Acquisitions' by ET Now, as part of the 'Stars of the Industry Awards' in 2018

PRAMOD ARORA
Chief Growth & Strategy Officer

- Overall association with us for over 20 years
- Responsible for overseeing growth and development of new screen portfolio, execution and fitouts of new screens

RAHUL SINGH
COO Strategic Operations

- Associated with us for over 12 years
- Oversees cinema operations and procedures and is responsible for business growth and efficiency
- Responsible for designing and implementing business strategies, plans and procedures, setting comprehensive goals for performance and growth, establishing policies that promote our culture and vision, managing relationships with partners and chartering new avenues for growth
- Oversees and champions the Food & Beverages function from the strategic and operational perspective

RAJAT TYAGI
Chief Information Officer

- Associated with us for over 5 years
- Drives digital engagement for customers through interactions on digital platforms, focused on building deeper customer loyalty, automating back-end operations with cloud native technologies to provide security, scale and reliability of business operations at lower costs

MUKESH KUMAR
Company Secretary cum Compliance Officer

M

- Member of the Institute of Companies Secretaries of India, a law graduate and holds Bachelor's degree in commerce from Delhi University.
- Brings in rich experience of 20 years in the company secretarial and legal arena
- Seasoned professional who ensures the smooth functioning of Secretarial and other Corporate Compliances of PVR and our group companies
- Plays a key role in conducting Board Meetings, Court and NCLT Convened Meetings and General Meetings.
- Actively involved in several re-structuring exercises, acquisitions, mergers, demergers, fund raise, among others

SUNIL KUMAR
Chief Human Resource Officer

- Associated with the Company for over 5 years
- Responsible for managing day-to-day business, HR operations and provide strategic leadership and support in developing HR business strategy
- Steers the talent strategy and practices, and leads efforts to create necessary infrastructure and quality of recruitment processes for profitable growth, substantial cost and strengthening management discipline
- Recognised as one of the '100 HR Innovators' and '101 top HR Minds in India' in 2018. Under his leadership, PVR was awarded 'North India's Best Employer Brand' and 'National Best Employer Brand 2018'

COMMITTEE DETAILS

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee
- CSR Committee
- Finance Committee
- Fund Raise Committee
- Risk Management Committee

C Chairman   M Member

Awards

RECOGNITIONS THAT VALIDATE OUR EFFORTS

2020

- Award for 'Most Outstanding Company in India' in media sector at Asiamoney Asia's Outstanding Companies Poll 2020
- 10th Indian Digital Awards for 'Best Use of Real-Time Streaming - Silver' in digital content and 'Best Messaging Campaign - Gold' in digital advertising

2019

- Award for 'Most Outstanding Company in India' in media sector at Asiamoney Asia's Outstanding Companies Poll 2019
- Award for 'Most Innovative Mid Sized Company' at ET Innovation Awards 2019
- 'IMAGES Most Admired Retail Tech Implementation of the Year: Special Jury Award' for PVR's Accessible Cinemas program
- Award for 'best content in a mobile marketing campaign – PVR mobile app marketing campaign', 'best experiential marketing campaign (digital) – Alexa movie booking campaign', 'best multichannel campaign by a media/ entertainment enterprise – Avengers Endgame campaign', 'digital campaign by a media/ entertainment enterprise – special mention: PVR mobile app marketing campaign' and 'content in an email marketing campaign – special mention: Personalised newsletter campaign' at the Master of Modern Marketing Awards (mcube) in 2019
- Nipman Foundation Microsoft Equal Opportunity Award for 'Physical Accessibility'

2018

- Received the 'Best Tech Award supporting Energy Efficiency' at Future of Energy Management Summit & Awards 2018
- Award for 'Best Leadership Development Program for Middle Management' at 5th Global Training Development Leadership Awards
- Received the Kotler Award of Excellence for Digital Transformation, World Marketing Summit (India)
- Received 'Rank 28' at Dream Companies to work for (7th Edition)

2017

- Received 'Asia's Best Employer Brand Award' at 12th Employer Branding Awards 2017
- Award for 'Dream Company to work for – Entertainment' at Dream Companies to work for (Asia Edition)
- Award for 'Exhibitor of the Year' at CineAsia 2017

2016

- Award for CNBC TV-18 'Asia's India Innovator of the Year' at 11th India Business Leader Awards
- Award for Fortune India's Next 500

2015

- Award for 'Best Marketing Initiatives' (for multiplexes above 20 screens) at the Fridays - BW | Businessworld Cinema

2013

- Award for 'Recognition of Outstanding Achievement' at Emerging India Awards

2011

- Award for 'Industry Leadership' at Indian Film Festival of Los Angeles

Corporate Information

AJAY BIJLI
Promoter and Founder,
Chairman and Managing Director

SANJEEV KUMAR
Promoter and Co-Founder,
Joint Managing Director

ANISH KUMAR SARAF
Director

DEEPA MISRA HARRIS
Director

GREGORY ADAM FOSTER
Director

PALLAVI SHARDUL SHROFF
Director

RENUKA RAMNATH
Director

SANJAI VOHRA
Director

VIKRAM BAKSHI
Director

NITIN SOOD
Chief Financial Officer

MUKESH KUMAR
Company Secretary cum Compliance Officer

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

INTERNAL AUDITOR
Ernst & Young LLP

MAIN BANKERS
HDFC Bank Limited
IndusInd Bank Limited
ICICI Bank Limited
Axis Bank Limited
Kotak Mahindra Bank Limited
IDFC First Bank

PVR LIMITED
Corporate Identity Number:
L74899DL1995PLC067827

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

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

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

Board Report

Dear Members,

Your Directors have pleasure in presenting the Twenty-Sixth Board Report on the business and operations of your Company along with audited financial statements for the Financial Year ended March 31, 2021.

1. Financial Summary and highlights

In compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as amended and modified from time to time, the Company has prepared its financial statements as per Indian Accounting Standards (Ind AS) for the FY 2020-21. The financial highlights of the Company's operations (on standalone basis) are as follows:

(₹ in Lakhs)

Particulars	FY 2020-21	FY 2019-20
Revenue from operations	**22,572**	3,28,436
Other Income	**47,275**	4,286
Profit/Loss before Depreciation, Finance costs, Exceptional items and tax expense	**14,321**	1,10,834
Less: Depreciation/Amortisation	**56,349**	53,306
Profit/Loss before Finance costs, Exceptional items and tax expense	**-42,028**	57,528
Less: Finance costs	**49,347**	47,984
Profit/Loss before Exceptional items and tax expense	**-91,375**	9,544
Add/(less): Exceptional items	**-**	-
Profit/Loss before tax expense	**-91,375**	9,544
Less: Tax expense (Current/Deferred)	**-19,025**	6,528
Profit/loss for the year (1)	**-72,350**	3,016
Total Comprehensive Income/loss (2)	**-8**	-682
Total (1)+(2)	**-72,358**	2,334
Balance of profit/loss for earlier years	**13,395**	57,601
Less: Transfer to Debenture Redemption Reserve	**-**	-
Add: Transfer from Debenture Redemption Reserve	**-**	7,930
Less: Transfer to reserves	**-**	-
Less: Dividend paid on Equity shares	**-**	-2,989
Less: Dividend distribution tax	**-**	-615
Add: Adjustment on adoption of Ind AS 115	**-**	-
Less: Adjustment on adoption of Ind AS 116	**-**	-50,866
Balance carried forward	**-58,963**	13,395

Revenue from operations of the Company for the FY 2020-21 was ₹ 22,572 Lakhs as compared to ₹ 3,28,436 Lakhs in the previous Financial Year. Further, your Company registered EBITDA of ₹ 14,321 Lakhs as compared with ₹ 1,10,834 Lakhs for the Financial Year ended March 31, 2020, showing a de-growth of 87.08 %. Further the financial results of the Company for the FY 2020-21 were impacted on account of spread of COVID -19 pandemic and the measures taken by government bodies to prevent its transmission. The financial results have been discussed in detail in the Management Discussion and Analysis Report forming part of this Report. Further, during the FY 2020-21, there was no change in the nature of business of the Company.

2. Dividend and Dividend Distribution Policy

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

The Board of Directors of your Company has approved and adopted the Dividend Distribution Policy and dividends declared/recommended are in accordance with the said policy. The dividend distribution policy is placed as **Annexure-'1'** to the report and is also available on the Company website www.pvrcinemas.com.

3. Transfer within Reserves

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

4. Major events occurred during the year and post closure

(i) Rent Concession Accounting (Ind AS 116)

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

(ii) Rights Issue of Equity Shares

During the year under review, your Company raised approx. ₹ 300 Crore (Rupees Three Hundred Crores Only) by allotment of 38,23,872 Equity Shares through rights issue of equity shares ("Rights Issue") at an issue price of ₹ 784 per share (including a premium of ₹ 774 per share). The Company has utilised the full amount of funds raised through Rights Issue. Further, it is confirmed that there has been no deviation in the utilisation of funds raised through Rights Issue, for the period ended March 31, 2021. For further information, please refer to the 'Letter of Offer' dated July 6, 2020 which is available on BSE and NSE.

(iii) Qualified Institutional Placement (QIP)

During the year under review, your Company raised approx. ₹ 800 Crores (Rupees Eight Hundred Crore Only) by allotment of 55,55,555 Equity Shares under Qualified Institutional Placement at an issue price of ₹ 1,440 per share (including a premium of ₹ 1,430 per share). The Company has utilised ₹ 240 Crores in accordance with the objects of the issue for the period ended March 31, 2021 and balance amount of ₹ 560 Crores is available for future purposes. Further, it is confirmed that there has been no deviation in the utilisation of funds raised through QIP, for the period ended March 31, 2021. For further information, please refer to the 'Placement Document' dated February 1, 2021 which is available on BSE, NSE and Company's website.

(iv) COVID-19 Impact and Measures

The Year under review was an unprecedented year which has witnessed unimaginable trouble for the mankind around the world, due to ruthless impact of COVID-19. During the year under review, the operations of your Company were adversely impacted because of COVID 19 and restrictive guidelines issued by various Central & State Governments across the County. As per the said guidelines, movie theatres remained completely closed across the country from March 2020 to mid-October 2020. Even post October 2020, the movie theatres were permitted to gradually open across the country by respective State Governments with restricted seating capacity. Most of the cinema circuit across the country was operational only by January 2021. In view of the capacity restrictions and release of very few movies, it had grave bearing on the performance of the Company.

Since, the year under review had put unexpected distress which required your Board to deal with agility, your Board ensured frequent meetings and discussions to respond to the evolving situation and met 7 times during the year. The focus of the company was to manage its costs and reduce cash burn, ensure enough liquidity on the balance sheet to tide thru these tough times, ensure health and well being of all its employees, build customer trust and confidence as we re-opened cinemas with revised safety protocols.

Further, no other material change and commitment have occurred after the closure of the FY 2020-21 till the date of this Report, which would affect the financial position of your Company.

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

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

6. Capital Structure

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

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

- 33,600 Equity Shares of face value of ₹ 10 each were allotted under PVR Employees Stock Option Scheme 2017 to the specified employee(s) of the Company at the pre-determined exercise price against same number of options exercised by them;
- 38,23,872 Equity Shares of face value of ₹ 10 each were allotted under Rights Issue to the existing shareholders on August 7, 2020 at an issue price of ₹ 784 per share; and
- 55,55,555 Equity Shares of face value of ₹ 10 each were allotted under Qualified Institutional Placement on February 1, 2021 at an issue price of ₹ 1,440 per share.

The paid up equity share capital as on March 31, 2021 was ₹ 60,76,21,720.

During the year under review, the Company has not issued any shares with differential voting rights nor issued sweat equity shares.

7. Details of Employee Stock options

During the FY 2019-20, your Company had introduced PVR Employees Stock Option Plan 2020 ('PVR ESOP 2020') for issuance of 5,20,000 stock options. In the same Financial Year, the Nomination and Remuneration Committee ("NRC") had approved grant of 4,34,000 options at an issue price of ₹ 1,500 per option in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 ('SEBI SBEB Regulations'). However, during the FY 2020-21, on account of the difficulties faced by the Company due to lock-down imposed by the Government of India and various other State Governments and the impact of Covid-19 on the stock price, the employee stock options were withdrawn by NRC at its meeting held on June 5, 2020.

Subsequently on July 15, 2020, NRC approved grant of 5,20,000 options under PVR ESOP 2020 at an exercise price of ₹ 981/-. During the year, out of the above issued options, 4,000 options were cancelled due cessation of employment of an ESOP holder and the same options were granted to another employee at an exercise price of ₹ 1,287/-.

Post the closure of the FY 2020-21, NRC at its meeting held on April 12, 2021, took note of cancellation of 41,000 options granted under PVR Employees Stock Option Plan 2017 ('PVR ESOP 2017') and re-granted the same to certain employees at an exercise price of ₹ 1400/-.

Disclosure pursuant to the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 for the year ended March 31, 2021 is available on the website of the Company at www.pvrcinemas.com.

The details of the existing Employees Stock Options Plans are also available on the website of the Company at www.pvrcinemas.com.

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

8. Credit Rating of Securities

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

9. Transfer to Investor Education and Protection Fund

The Company has transferred a sum of ₹ 60,570 during the FY 2020-21 to Investor Education and Protection Fund (Fund) established by the Central Government, in compliance with the Companies Act, 2013. The said amount represents unclaimed dividend which was lying with the Company for a period of seven years. Further, the Company has transferred 2,753 shares to the Fund in compliance with the Companies Act, 2013.

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

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

A. Appointment and regularisation of Additional Directors:

During the year under review, the Board had appointed Mr. Anish Kumar Saraf as a Non-executive Director with effect from June 8, 2020.

Further, during the FY 2020-21, the appointment of Mr. Anish Kumar Saraf, Non-executive Director and Ms. Pallavi Shardul Shroff, Independent Director, was regularised by the shareholder's at their meeting held on September 29, 2020.

On October 21, 2020, the Company has appointed Mr. Gregory Adam Foster as an Independent Director (Additional Director) on the Board of the Company. Mr. Foster is a globally recognised leader in the Entertainment, Media and Technology industries. He is Senior Theatrical & Industry Consultant for Apple Corp. and Global Entertainment Ambassador for Samsung's CJ Group. He is also a member of the Board of Directors of Premiere Digital, a private, full service post production company based in US as well as the Chairman of Hollywood's "ONLY IN THEATRES". Mr. Foster is a member of the Academy of Motion Pictures, Arts & Sciences. He was the long-time CEO of IMAX Entertainment and Senior Executive Vice President, IMAX Corp. His expertise in global capital markets and revenue generation is extensive. Mr. Foster graduated from Georgetown University in 1984. His appointment as an Independent Director for a period of five years, effective October 21, 2020, is subject to the approval of the shareholders in the ensuing Annual General Meeting of the Company. The Board recommends his appointment to the shareholders. Further necessary detail as required under Regulation 36 of Listing Regulations is included in the Notice calling the ensuing Annual General Meeting.

B. Directors retiring by rotation:

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

C. Confirmations & declarations from the Independent Directors:

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

The Independent Directors have also confirmed that they have registered their names in the Independent Directors' Databank. Further, the Board members are satisfied with regard to integrity, expertise and experience (including the proficiency) of the Independent Directors of the Company.

D. Adherence to the Code of Conduct:

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

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

11. Key Managerial Personnel

As of March 31, 2021, the Key Managerial Personnel (KMP) of the Company as per Section 2(51) and 203 of the Companies Act, 2013 were as follows:

Name	Designation
Mr. Ajay Bijli	Chairman cum Managing Director
Mr. Nitin Sood	Chief Financial Officer
Mr. Pankaj Dhawan	Company Secretary cum Compliance Officer

There was no change in the KMPs of the Company during the year under review. Subsequent to the closure of FY 2020-21, Mr. Pankaj Dhawan, retired from the services of the Company effective from the close of business hours of April 15, 2021. Mr. Mukesh Kumar was appointed as the Company Secretary cum Compliance Officer effective June 02, 2021 and was also designated as one of the Key Managerial Personnel of the Company.

12. Meetings of the Board of Directors

During the FY 2020-21, the Board of Directors had met seven times. The details of Board Meetings and Committee Meetings are given in the Corporate Governance Report.

13. Audit Committee

As on March 31, 2021, the Audit Committee comprised of the following independent directors:

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

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

14. Policy on Directors Appointment and Remuneration Policy

Pursuant to the requirements under Section 134(3)(e) and Section 178(3) of the Companies Act, 2013, the policy on appointment of Board Members including criteria for determining qualifications, positive attributes, independence of a director and remuneration of directors, KMP and other employees is annexed as **Annexure '2'**, which forms part of this Report.

There has been no change in the Policy during the current year.

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

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

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

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

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

The Directors expressed their satisfaction with the evaluation process.

16. Remuneration of Directors and Employees

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as **Annexure '3'** which forms part of this Report.

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

17. Directors' Responsibility Statement

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

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

(b) That such accounting policies have been selected by them and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2021 and of the profit and loss of the Company for the year ended on that date;

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

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

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

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

18. Internal Financial Control and their adequacy

The Company has an internal control system, commensurate with the size, scale and complexity of its operations. The Company has in place adequate controls, procedures and policies, ensuring orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records and timely preparation of reliable financial information. Further, Audit committee interacts with the statutory auditors, internal auditors and management in dealing with matters within its terms of reference. During the year under review, such controls were assessed and no reportable material weakness in the design or operations were observed. Accordingly, the Board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2020-21.

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

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

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

20. Report on the Performance & Financial Position of Subsidiaries

As on March 31, 2021, following is the list of subsidiaries of the Company:

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

In terms of Companies Act, 2013, your Company does not have any direct associate Company or joint venture Company during the FY 2020-21.

Pursuant to Section 134 of the Companies Act, 2013 and Rule 8(1) of the Companies (Accounts) Rules, 2014 report on performance and financial position of subsidiaries in prescribed Form AOC-1 is annexed as per **Annexure '4'** which forms part of this Report.

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

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

21. Disclosure on Deposit under Chapter V

The Company has neither accepted nor renewed any deposits during the FY 2020-21 in terms of Chapter V of the Companies Act, 2013.

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

Pursuant to Section 134(3)(g) of the Companies Act, 2013, a statement containing details of loans, guarantee and investment made under Section 186 of the Companies Act, 2013, for the FY 2020-21, is given in the financial statements, forming part of this Annual Report.

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

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

During the FY 2020-21, the Company has not entered into any contract or arrangement with related parties which could be considered 'material' according to the Policy of the Company on Materiality of Related Party Transactions.

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

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

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

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

(b) Hunger, Poverty, Malnutrition and Health;

(c) Sanitation and Safety;

(d) Gender Equality; and

(e) Environmental Sustainability

A report on CSR activities is furnished in **Annexure '5'** which forms part of this Report.

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

Pursuant to the provisions of Section 134 of Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 the details of Conservation of Energy, Technology Absorption, Foreign Exchange Earning and Outgo are attached as **Annexure '6'** which forms part of this Report.

26. Development and Implementation of Risk Management

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

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

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

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

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

27. Disclosure on Vigil Mechanism

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

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

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

The said Policy is also available on the website of the Company.

28. Material orders of Judicial Bodies/ Regulators

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

29. Statutory Auditors and their Report

Pursuant to the provisions of Section 139 of the Companies Act, 2013, M/s. B S R & Co. LLP, Chartered Accountants (Firm Registration Number: 101248W/W-100022) were appointed as Statutory Auditors of the Company for a term of five consecutive years, to hold office from the conclusion of the twenty-second Annual General Meeting held on July 24, 2017 until the conclusion of twenty-seventh Annual General Meeting of the Company.

Pursuant to Sections 139 and 141 of the Companies Act, 2013 and relevant rules prescribed thereunder, the Auditors have confirmed, that their appointment would be within the limits laid and as per the term provided under the Act, that they are not disqualified for such appointment under the provisions of applicable laws and also that there are no pending proceedings against them or any of their partners with respect to professional matters of conduct.

The Auditor have also confirmed that they have subjected themselves to the peer review process of the Institute of Chartered Accountants of India (ICAI) and holds a valid certificate issued by Peer Review Board of the ICAI.

M/s. B S R & Co. LLP, Chartered Accountants, have submitted their report on the financial statements of the Company for the FY 2020-21, which forms part of this Report. They have issued an unmodified Audit opinion without any qualification, reservation or adverse remark.

30. Secretarial Auditors and their Report

M/s. Arun Gupta & Associates, Company Secretaries, were appointed as Secretarial Auditors of the Company for the FY 2020-21 pursuant to Section 204 of the Companies Act, 2013. The Secretarial Audit Report submitted by them in prescribed Form MR-3 is annexed as **Annexure '7'** to this Report.

There are no qualifications or observations or other adverse remarks or disclaimer of the Secretarial Auditors in the report for the FY 2020-21.

31. Compliance with Secretarial Standard

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

32. Annual Return

Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, the extract of Annual Return as on March 31, 2021 is available on the website of the Company www.pvrcinemas.com.

33. Consolidated Financial Statements

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

34. Prevention of Sexual Harassment Policy

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

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

Particulars	Nos.
Number of complaints pending at the beginning of the year	2
Number of complaints received during the year	20
Number of complaints disposed off during the year	21
Number of cases pending at the end of the year	*1

*The complaint was received on March, 26, 2021 and the enquiry is going on.

35. Business Responsibility Report

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

36. Management Discussion and Analysis Report

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

37. Corporate Governance

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

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

38. Acknowledgements

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

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

Place: New Delhi
Date: June 02, 2021

Ajay Bijli
Chairman cum Managing Director

Annexure 1 to Board Report

DIVIDEND DISTRIBUTION POLICY OF PVR LIMITED

PVR Limited (the "Company") has adopted the Dividend Distribution Policy (the "Policy") of the Company as required in terms of Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") on February 03, 2017.

EFFECTIVE DATE

The Policy became effective from the date February 03, 2017.

PURPOSE, OBJECTIVES AND SCOPE

The Securities and Exchange Board of India ("SEBI") vide its Notification dated July 08, 2016 has amended the Listing Regulations by inserting Regulation 43A in order to make it mandatory to have a Dividend Distribution Policy in place by the top five hundred listed companies based on their market capitalisation calculated as on the 31st day of March of every year. Considering the provisions of the aforesaid Regulation 43A, the Board of Directors (the "Board") of the Company recognises the need to lay down a broad framework for considering decisions by the Board of the Company, with regard to distribution of dividend to its shareholders and/ or retaining or plough back of its profits. The Policy also sets out the circumstances and different factors for consideration by the Board at the time of taking such decisions of distribution or of retention of profits, in the interest of providing transparency to the shareholders.

The Policy is not an alternative to the decision of the Board for recommending dividend, which is made every year after taking into consideration all the relevant circumstances enumerated hereunder or other factors as may be decided as relevant by the Board.

Declaration of dividend on the basis of parameters in addition to the elements of this Policy or resulting in amendment of any element or the Policy will be regarded as deviation. Any such deviation on elements of this Policy in extraordinary circumstances, when deemed necessary in the interests of the Company, along with the rationale will be disclosed in the Annual Report by the Board of Directors.

The Policy reflects the intent of the Company to reward its shareholders by sharing a portion of its profits after retaining sufficient funds for growth of the Company. The Company shall pursue this Policy, to pay progressive dividend, subject to the circumstances and factors enlisted hereon, which shall be preferably consistent with the performance of the Company over the years.

A. GENERAL POLICY OF THE COMPANY AS REGARDS DIVIDEND

The general considerations of the Company for taking decisions with regard to dividend payout or retention of profits shall be as following-

- Subject to the considerations as provided in the Policy, the Board shall determine the dividend payout in a particular year after taking into consideration the operating and financial performance of the Company, the advice of executive management including the CFO, and other relevant factors.

B. CONSIDERATIONS RELEVANT FOR DECISION OF DIVIDEND PAY-OUT

The Board shall consider the following, while taking decisions of a dividend payout during a particular year-

Statutory requirements

The Company shall observe the relevant statutory requirements including those with respect to mandatory transfer of a certain portion of profits to any specific reserve such as Debenture Redemption Reserve, Capital Redemption Reserve etc. as provided in the Companies Act, 2013, which may be applicable to the Company at the time of taking decision with regard to dividend declaration or retention of profit.

Agreements with lending institutions/ Debenture Trustees

The decision of dividend pay-out shall also be affected by the restrictions and covenants contained in the agreements as may be entered into with the lenders of the Company from time to time.

Extent of realised profits as a part of the IND AS profits of the Company

The extent of realised profits out of its profits calculated as per IND AS, affects the Board's decision of determination of dividend for a particular year. The Board is required to consider such factors before taking any dividend or retention decision.

Expectations of major stakeholders, including small shareholders

The Board, while considering the decision of dividend pay-out or retention of a certain amount or entire profits of the Company, shall, as far as possible, consider the expectations of the major stakeholders including the small shareholders of the Company who generally expects for a regular dividend payout.

C. FACTORS THAT MAY AFFECT DIVIDEND PAYOUT

External Factors

Taxation and other regulatory concern

- Dividend distribution tax or any tax deduction at source as required by applicable tax regulations in India, as may be applicable at the time of declaration of dividend.
- Any restrictions on payment of dividends by virtue of any regulation as may be applicable to the Company at the time of declaration of dividend.

Product/ market expansion plan

The Company's growth oriented decision to conserve cash in the Company for future expansion plan impacts shareholders expectation for the long run which shall have to consider by the Board before taking dividend decision.

Macroeconomic conditions

Considering the state of economy in the Country, the policy decisions that may be formulated by the Government and other similar conditions prevailing in the international market which may have a bearing on or affect the business of the Company, the management may consider retaining a larger part of the profits to have sufficient reserves to absorb unforeseen circumstances.

Internal Factors

Past performance/ reputation of the Company

The trend of the performance/ reputation of the Company that has been during the past years determine the expectation of the shareholders.

Working capital management in the Company

The current working capital management system within the Company also impacts the decision of dividend declaration.

Age of the Company and its product/market

The age of the Company and its business of Multiplex in which the Company operates will be one of the most significant determining factors to the profitability of the Company and dividend declaration or retention.

D. MANNER OF UTILISATION OF RETAINED EARNINGS

The Board may retain its earnings in order to make better use of the available funds and increase the value of the stakeholders in the long run. The decision of utilisation of the retained earnings of the Company shall be based on the following factors:

- Market expansion plan;
- Modernisation plan;
- Diversification of business;
- Long term strategic plans;
- Other such criteria as the Board may deem fit from time to time.

E. PARAMETERS FOR VARIOUS CLASSES OF SHARES

- The factors and parameters for declaration of dividend to different class of shares of the Company shall be same as covered above.
- The payment of dividend shall be based on the respective rights attached to each class of shares as per their terms of issue.
- The dividends shall be paid out of the Company's distributable profits and/or general reserves and shall be allocated among shareholders on a pro-rata basis according to the number of each type and class of shares held.
- Dividend when declared shall be first paid to the preference shareholders of the Company as per the terms and conditions of their issue.

AMENDMENT

To the extent any change/amendment is required in terms of any applicable law, the Managing Director, Chief Financial Officer or Company Secretary of the Company shall be jointly/severally authorised to review and amend the Policy, to give effect to any such changes/ amendments.

For PVR Limited

Place: New Delhi
Date: June 02, 2021

Ajay Bijli
Chairman cum Managing Director

Annexure 2 to Board Report

POLICY ON DIRECTORS APPOINTMENT AND REMUNERATION POLICY

A. Introduction

This Policy on Directors Appointment and Remuneration on Directors, Key Managerial Personnel, Senior Management Personnel has been formulated in accordance with the provisions of Section 178 of the Companies Act, 2013 (the Act) and the Listing Agreement with the Stock Exchanges by the Nomination and Remuneration Committee of the Directors of the Company.

B. Definitions

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

C. Terms of Reference

The terms of reference are as follows:-

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

D. Criteria for Recommending a person to become Director

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

1. Qualifications & Experience

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

2. Attributes/Qualities

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

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

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

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

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

The eligibility criteria for appointment of Key Managerial Personnel and Senior Management Personnel shall be in accordance with the job description of the relevant position.

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

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

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

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

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

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

1. Organisation Structure
2. Compensation
3. Performance Management

1. Organisation structure:

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

2. Compensation:

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

3. Performance Management:

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

a) Financial

b) People

c) Customer

d) Process

For and on behalf of the Board
For PVR Limited

Place: New Delhi
Date: June 02, 2021

Ajay Bijli
Chairman cum Managing Director

Annexure 3 to Board Report

Details under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the FY 2020-21

Rule	Particulars			
(i)	The ratio of the remuneration of each director to the median remuneration of the employees	A	Mr. Ajay Bijli, Chairman Cum Managing Director	1:240
		B	Mr. Sanjeev Kumar, Joint Managing Director	1:166
			Median Salary – (In INR)	2,98,836
(ii)	The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary	A	Mr. Ajay Bijli, Chairman cum Managing Director	-10%
		B	Mr. Sanjeev Kumar, Joint Managing Director	-3%
		C	Mr. Nitin Sood, CFO	-56%
		D	Mr. Pankaj Dhawan, CS	-32%
(iii)	The percentage increase/decrease in the median remuneration of the employees as on March 31 , 2021			24%
(iv)	The number of permanent employees on the rolls of company		As on March 2021 Payroll	3481
(v)	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration		: - Average Percentage increase in Salaries of the Employees: 0 % (E Grades) : - Average Percentage increase in Salaries of Managerial Personnel: 0 % (M Grades) There has been no increase in the salary (except @ 8% for MD & JMD) for the year, however a decrease in actual payout due to paycuts.	
(vi)	Affirmation that the remuneration is as per the remuneration policy of the company.		It is hereby affirmed that the remuneration is as per remuneration policy of the Company	

For and on behalf of the Board
For PVR Limited

Place: New Delhi
Date: June 02, 2021

Ajay Bijli
Chairman cum Managing Director

Annexure 4 to Board Report

FORM –AOC 1

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

For the Financial Year 2020-21

(₹ In Lakhs)

Sl. No.	Particulars				
1	Name of the Subsidiary	**PVR Pictures Ltd.**	**Zea Maize Private Ltd.**	**P V R Lanka Ltd.**	**SPI Entertainment Projects (Tirupati) Private Ltd.**
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	**01-Apr-20 to 31-Mar-21**	**01-Apr-20 to 31-Mar-21**	**01-Apr-20 to 31-Mar-21**	**01-Apr-20 to 31-Mar-21**
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	**INR**	**INR**	**INR**	**INR**
4	Share Capital	2,680	7	1,406	1
5	Reserves & surplus	2,666	0	-2,180	-9
6	Total assets	12,211	1,255	6,988	-
7	Total liabilities	6,864	1,247	7,761	8
8	Investments	-	-	-	-
9	Turnover	3,995	1,513	659	-
10	Profit before taxation	-589	-375	-1,787	0
11	Provision for taxation	-72	-	34	-
12	Profit after taxation	-517	-375	-1,820	0
13	Proposed Dividend	-	-	-	-
14	% of shareholding	100%	83.30% (88.66% through compulsory convertible preference share)	100%	100%

Notes:

1. Names of subsidiaries which are yet to commence operations- None

For and on behalf of the Board
For PVR Limited

Ajay Bijli
Chairman cum Managing Director

Sanjeev Kumar
Joint Managing Director

Place: New Delhi
Date: June 02, 2021

Mukesh Kumar
Company Secretary

Nitin Sood
Chief Financial Officer

Annexure 5 to Board Report

ANNUAL REPORT ON CSR ACTIVITIES

To be Included in the Board's Report for Financial Year Ended on March 31, 2021

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

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

3	Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.	https://www.pvrcinemas.com/corporate
4	Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report).	Not Applicable
5	Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any i.e. 2020-21	

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

6	Average net profit of the company as per section 135(5). i.e. F.Ys. 2017-18, 2018-19 and 2019-20	₹ 23,350 Lakhs
7. a	Two percent of average net profit of the company as per section 135(5)	₹ 467 Lakhs
b	Surplus arising out of the CSR projects or programmes or activities of the previous financial years. i.e. 2019-20	NIL
c	Amount required to be set off for the financial year, if any i.e. 2020-21	NIL
d	Total CSR obligation for the financial year i.e. 2020-21 (7a+7b-7c).	₹ 467 Lakhs

8. a CSR amount spent for the financial year:

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

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/ No).	Location of the project.		Project duration.	Amount allocated for the project (₹ In Lakhs).	Amount spent in the current financial Year (₹ In Lakhs).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹).	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
				State.	District.						Name	CSR Registration number.
1.	PINK TOILET	i	YES	DELHI	DELHI	ONGOING	242	242	NA	NO	PVR Nest	9024
	TOTAL						**242**	**242**	**0**			

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/ No).	Location of the project.		Amount spent for the project (₹ In Lakhs)	Mode of implementation - Direct (Yes/No).	Mode of implementation -Through implementing agency.	
				State.	District.			Name	CSR Registration number.
1.	Spent funds for CoVID-19 crisis	i	YES	DELHI	DELHI	225.00	Yes	-	-
	TOTAL					**225.00**			

d	Amount spent in Administrative Overheads	NIL
e	Amount spent on Impact Assessment, if applicable	NIL
f	Total amount spent for the Financial Year (8b+8c+8d+8e)	₹ 467 Lakhs
g	Excess amount for set off, if any	

Sl. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per section 135(5)	467 Lakhs
(ii)	Total amount spent for the Financial Year	467 Lakhs
(iii)	Excess amount spent for the financial year [(ii)-(i)]	NIL
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	NIL

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

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section135 (6) (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
1.	2017-18	NIL					
2.	2018-19						
3.	2019-20						
	TOTAL						

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

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

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

For and on behalf of the Board
For PVR Limited

Place: New Delhi
Date: June 02, 2021

Ajay Bijli
Chairman & Managing Director and Chairman of CSR Committee

Annexure 6 to Board Report

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

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

(i) Conservation of Energy

Energy conservation measures taken:

- Awareness of Staff towards benefits of reduction in energy wastage and how and what of energy conservation is being continuously done, by conducting trainings and knowledge sharing sessions.
- Incentivisation policy is implemented and contributors to the cause are appreciated and incentivised accordingly. Idea sharing and its successful implementation across all the sites is recognised and awarded.
- Onboard BEE Certified Energy Auditor and Manager to supervise and implement energy conservation measures. Outside consultants have also been appointed to provide energy saving measures over and above the existing system. They provide suggestions on optimising energy usage, lux level of various areas, design aspects of Electrical and HVAC systems etc. so that equipment optimal efficiency can be maintained and energy conservation can be done.
- We have also audited equipments under mall catering to PVR and other tenants to identify inefficiencies and suggested operational and equipment change to reduce wastage of energy. Mall's have also come forward and approved Energy auditing by 3rd party to identify inefficiencies at their end though at the cost borne by PVR.
- APFC's are being used to maintain power factor above 0.98 and thus ensure that the reactive power in the system remains as low as possible. As a result rebates from the power supply companies are being received in electrical bills.
- Load running is optimised by following switching On/Off procedure. Timers are being used to ensure equipment usage optimisation. Mechanical Timers on loads and areas with intermittent usage are implemented across sites and new sites are being equipped as and when they are added to the PVR fleet. This helps in safety against fire due to long unattended over usage and helps in energy conservation.
- Occupancy Sensors have been installed in washrooms to save energy by reducing the lighting load to minimum by switching off lights when washrooms are unoccupied. Implemented across PVR to conserving energy.
- Replacing major lighting by LED lights using retrofits in existing locations. Upcoming sites using LED mainly.
- New and Efficient Screw Chillers are installed at locations giving energy savings. Old and inefficient chillers are being phased out and being replaced with new technology- high efficiency chillers.
- We have installed one of the most energy efficient Chiller Plant. It is equipped with Danfoss Turbocor compressor the most advanced technology in medium size HVAC systems to deliver best part load efficiency.
- HVAC plants and sub systems under PVR are being closely monitored and regular PPM is being carried out to ensure less breakdown, increased guest comfort, reduced wear and tear resulting in energy conservation due to maintained efficiency of the complete system.
- Centralised monitoring of all water cooled chiller plants from corporate office.
- Centralised monitoring of Chilled & Condense water parameters implemented in the FY 2017-18 on all sites having Chiller high side under PVR scope. This has helped us to ensure that our systems are running at peak performance and help us in saving energy wastage.
- Installed Electronic water softeners on cooling towers reducing the chemical dosing of cooling tower water to maintain chiller energy efficiency; monitoring from corporate office.
- Effective monitoring of energy consumption from corporate office to ensure optimal utilisation of energy.
- VFD's are installed on AHU's for energy savings while ensuring guest comfort by using a closed loop temperature feedback for the VFD's. All New/Upcoming Sites will also be equipped with VFD's in FY 2021-22
- Water Conservation across PVR sites in India is facilitated by Installation of water flow restrictors in wash basin taps. This has help reduce tap water consumption by 78% thus reducing the energy consumed in pumping and helping in water conservation. Some of the malls have shown interest towards water conservation and have implemented the same taking help from PVR.
- State of art Energy Monitoring, Temperature Monitoring and Fire Hydrant pressure monitoring system has been implemented at 110 Locations, 34 across North India in Phase I, 48 Sites in Western India under Phase II and 28 sites in Phase III in FY 2019-20. This system is a cloud based remote monitoring system, enabling us to become proactive rather than being reactive.
- Energy monitoring system to all the cinemas got delayed due to the pandemic and thus we have planned to take it up in FY 2021-22.
- Building Signage's with LED based technology to save energy and longer life span.

- Poster Windows having FTL's have been replaced with LED based lighting.
- AC discipline is being followed to avoid leakage of cooled air/ infiltration of hot air.
- V3F Drive equipped Lifts are being used wherever we have them as our own.
- Automatic start stop for the escalators in PVR premises/scope has been implemented to avoid idle running of the escalators and thus conserve energy.
- Solar Energy Utilisation for energy conservation by using rooftop solar photovoltaic grid connected system is under implementation at two locations (installation delayed due to COVID 19), other sites will be taken up in FY 2021-22 with available space on roof.
- We have piloted high efficiency fans for AHU's with minimum 15% efficiency improvement & plan to implement same across sites in a phased manner. This got delayed due to pandemic and we have planned to take it up in FY 2021-22.
- We have taken a proactive step towards Indoor air quality by introducing clean air auditoriums ("Audit-Air-Ium") where we have implemented state of the art technology to curb Indoor air pollution by controlling PM2.5 and PM10 to provide cleanest possible air. We are maintaining AQI (Air Quality Index) levels below US standard of 50.
- Clean Air Auditoriums implemented at 4 locations and will be expanded to other locations in a phased manner.
- We have Implemented UVGI (Ultraviolet Germicidal Irradiation System) at 9 locations in FY 2019-20 and balance will be implemented across sites in a phased manner. It serves two fold benefit:
    - provides bacteria free air, improved air quality and odour elimination- will prevent patrons getting infected by communicable disease; and
    - this system also helps in sterlising the covid 19 virus that may travel through the airconditioning system.
    - energy savings in air handling units by ensuring clean coils free from mould and fungus growth.
- Laser Projection for the upcoming projects this will have the following benefits:
    - Energy Savings – as the overall consumption for the Laser projection is less as compared to xenon projection **expected savings of 5500 Units / projector per year.**
- We have been observing Earth Hour across cinemas every Thursday during which all non-essential loads are being switched off or brought down to the lowest possible level of power consumption for 1.5 hours.

(ii) Technology Absorption:

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

(iii) Foreign Exchange Earnings & Outgo

a) Expenditure in foreign currency (on accrual basis)

(₹ in Lakhs)

Particulars	March 31, 2021	March 31, 2020
Travelling	19	180
Professional fees (including expenses, net of withholding tax)	730	1,025
Others	191	570
Total	**930**	**1,775**

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

(₹ in Lakhs)

Particulars	March 31, 2021	March 31, 2020
Advertisement Income	19	484
Income from sale of tickets and food and beverages	-	7

(c) CIF value of imports

(₹ in Lakhs)

Particulars	March 31, 2021	March 31, 2020
Capital Goods	572	4,446
Store and spares	28	108

For and on behalf of the Board
For PVR Limited

Place: New Delhi
Date: June 02, 2021

Ajay Bijli
Chairman cum Managing Director

Annexure 7 to Board Report

Form No. MR-3

SECRETARIAL AUDIT REPORT

For the Financial Year Ended on March 31, 2021

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

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

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by PVR Limited (hereinafter called the "Company"). Secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorised representatives during the conduct of secretarial audit, the explanations and clarifications made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, warranted due to spread of the COVID-19 pandemic, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2021 and made available to me, according to the provisions of:

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

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

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

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): —

   a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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

   d) The Securities and Exchange Board of India (Share Based Employee Benefit) Regulations, 2014;

   e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not applicable to the Company during the audit period)**;

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

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

   h) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; and

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

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

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

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

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

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

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

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

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

In the matter of the managerial remuneration paid to two executive directors of the Company which was approved by the shareholders in their meeting held on September 29, 2020, in order to comply with the terms of existing managerial remuneration and the provisions of Section 197 read with Schedule V to the Companies Act, 2013 ("Act"), the Company, owing to inadequacy of profits for the financial year ended March 31, 2021 shall seek approval of the shareholders for the aforesaid managerial remuneration by way of special resolution in its forthcoming Annual General Meeting.

We further report that:

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

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

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

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

We further report that:

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

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

We further report that during the audit period:

(i) The Members of the Company by way of postal ballot on January 19, 2021 authorised the Board of Directors to make offer or invitation for subscription of equity shares or securities convertible into equity shares or NCDs with warrant for a sum not exceeding ₹ 800 Crores including premium by way of a qualified institutional placement.

(ii) The Company had issued and allotted Non-Convertible Debentures for an aggregate amount not exceeding ₹ 50 Crores on private placement basis on October 09, 2020.

(iii) The Company had redeemed 1650 (Sixteen Hundred Fifty) Non-Convertible Debentures.

(iv) The Company had issued and allotted a total of 33,600 (Thirty Three Thousand Six Hundred) equity shares pursuant to PVR ESOP 2017 Scheme.

(v) The Company had on August 7, 2020, allotted 38,23,872 (Thirty Eight Lakhs Twenty Three Thousand Eight Hundred Seventy Two) to the equity shareholders of the Company pursuant to Right Issue.

(vi) The Company had on February 1, 2021, allotted 55,55,555 (Fifty Five Lakhs Fifty Five Thousand Five Hundred Fifty Five) equity shares to Qualified Institutional Buyers by way of Qualified Institutional Placement.

For **Arun Gupta & Associates**

Arun Kumar Gupta
Company Secretary
ACS: 21227
C.P. No. 8003
UDIN: A021227C000411738

Date: June 02, 2021
Place: New Delhi

Note 1: We have conducted online verification & examination of records, as facilitated by the company, due to Covid -19 and subsequent lockdown situation (wherever Applicable) for the purpose of issuing this report / certification documents (as applicable).

Note 2: This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.

"ANNEXURE A"

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

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

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

For **Arun Gupta & Associates**

Arun Kumar Gupta
Company Secretary
ACS: 21227
C.P. No. 8003
UDIN: A021227C000411738

Date: June 02, 2021
Place: New Delhi

Management Discussion and Analysis

Prelude

PVR Limited (the Company) is the largest and most prominent multiplex player in the country with a distinguished portfolio of cinema formats, ranging from mainstream to Luxe, Director's Cut, Playhouse and PVR ICON to PVR Superplex, among others. We are leveraging cutting-edge technology to ensure that our customers have the best movie-viewing experience with IMAX, Onyx, 4DX and Enhanced Cinema Experience (ECX). We also have exclusive experiential offerings, including a premium extra-large P[XL] screen experience and D-Box, with motion-effect recliners. We, along with our subsidiaries, are an integrated film and retail brand, with a keen interest in box office collections, film distribution, Food and Beverage (F&B) outlets at our cinemas and the manufacturing and distribution of gourmet popcorn.

We have pioneered the Indian movie lover's transformational journey from the single screen to the multiplex. We place great emphasis on customer experience, technology and innovation and consistent financial performance. Our strategically located cinemas and the experience they offer, superior performance across all key operating metrics and experienced leadership (which includes our promoters, key managerial personnel and senior management) ensure that we are always one step ahead of our peers in the Indian film exhibition industry.

FY 2020-21 was a challenging year for the film exhibition industry due to the disruptions caused by the COVID-19 pandemic. PVR deftly managed the challenges despite a tough macro environment and benefited from pro-active cost control and liquidity management.

PVR'S Presence

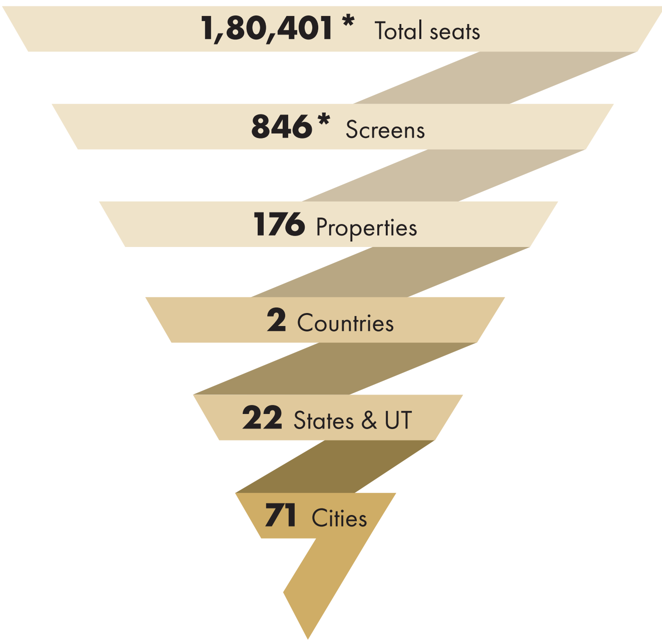


*Figure includes 246 seats & 4 screens of Director's Cut unveiled at Ambience Mall, Gurgaon on 5th Aug

Industry overview

Global economic review

The year 2020 was marked by a once-in-a-century health crisis caused by COVID-19, which forced most countries to close their borders to curb the spread of the virus. Apart from untold human suffering, the pandemic caused massive trade and business disruptions. This marked the beginning of an economic slowdown that saw the business activities come to a standstill across countries leading to enormous job losses. The result is that the global economy is projected to have de-grown by 3.2% in 2020. The beginning of the vaccine roll-out across the world by the end of 2020 and phased removal of lockdown restrictions across various countries kick-started the revival of the global economy, which also received major fiscal stimuli from governments and central banks in several countries, amounting close to 14% of the world output in 2020.

REGION-WISE GROWTH ESTIMATES (%)

Region	2020	2021 (P)	2022 (P)
World	**-3.2**	**6**	**4.4**
Advanced Market Economies (AMEs)	**-4.6**	**5.6**	**4.4**
Emerging Markets and Developing Economies (EMDEs)	**-2.1**	**6.3**	**5.2**
US	-3.5	7	4.9
Euro Area	-6.5	4.6	4.3
UK	-9.8	7	4.8
China	2.3	8.1	5.7
Japan	-4.7	2.8	3

(Source: IMF)

Outlook

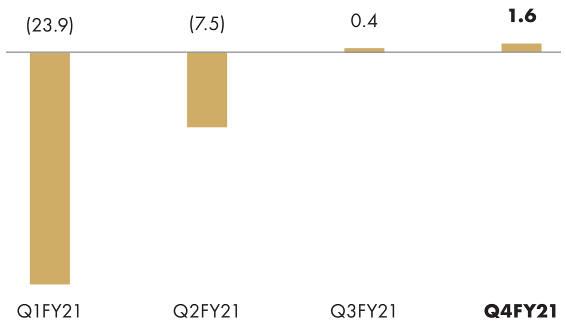
The global economy recovered at a faster-than-expected rate in the second half of 2020 and is expected to register a positive global output growth at 6% in 2021 and 4.4% in 2022. In line with global output recovery, global trade volumes are expected to grow by about 8.4% in 2021, mainly due to the optimism created by the vaccine breakthrough. Multiple vaccines received approval at the end of 2020, and vaccination drives have started globally. The global fiscal support of close to US$ 12 Trillion and the extensive rate cuts, liquidity injections, and asset purchases by various central banks could lead to a faster recovery, generate stronger consumption and investment appetite and boost employment. However, surging infections in some countries may threaten the pace of recovery. (Source: World Economic Outlook – April 2021, World Bank, World Economic Situations and Prospects 2021)

Indian economic overview

The year under review was perhaps the most challenging one in recent history, characterised by volatility and instability.

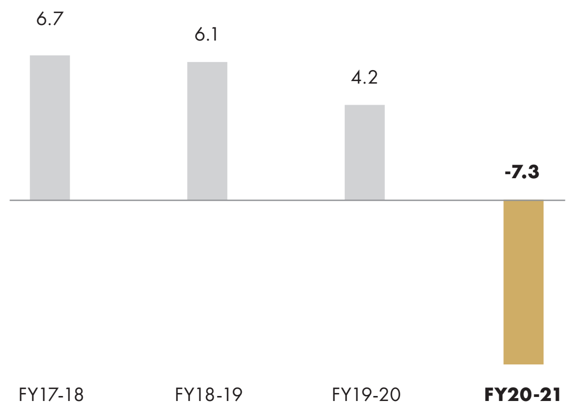
The Indian economy was also affected by the unprecedented crisis caused by COVID-19, recording a de-growth of -7.3% during FY 2020-21, compared to the growth rate of 4.2% in the previous year. The economy contracted by 23.9% and 7.5% in the first and second quarters, respectively, before showing green shoots of recovery in the third quarter with a growth of 0.4%, and a growth of 1.6% in the fourth quarter. The sharp economic slowdown and surge in inflation resulted in the Indian rupee emerging as one of the worst performers among its Asian peers, depreciating by 2.83% in 2020 from ₹ 71.28 to ₹ 73.30. Consumer sentiment remained muted due to macroeconomic factors like the increasing unemployment rate and reduced per capita income; unemployment rate increased to ~26.2% and per capita income is projected to have declined by ~5.4% to reach ~₹ 1.27 Lakhs in FY 2020-21.

Quarterly growth rate of the Indian economy (%)



(Source: IMF)

India's GDP Trajectory (%)



(Source: IMF)

Outlook

India had taken proactive measures to ensure the containment of the virus with the announcement of a nationwide lockdown by the end of March 2020. Lockdown restrictions had gradually been lifted from June, and India experienced a pick-up in demand as economic activities gathered pace. However, the second wave of the virus towards the end of FY 2020-21 and partial lockdowns across states are impeding a faster recovery. Despite the surge in COVID-19 cases across the country, the International Monetary Fund has raised its growth forecast for the Indian economy to 12.5% for FY 2021-22 and 6.9% for FY 2022-23 in its latest report.

This optimism is being driven by India's focus on normalising economic activities, coupled with the quick roll-out of the vaccine. The approval of the PLI schemes for 10 major sectors will also help India attract investments, catalysing its position as the fastest-growing emerging market. Besides these factors, a favourable young demography and steady urbanisation are projected to drive the India growth story in the foreseeable future. (Source: Bloomberg, IMF)

Media & Entertainment industry

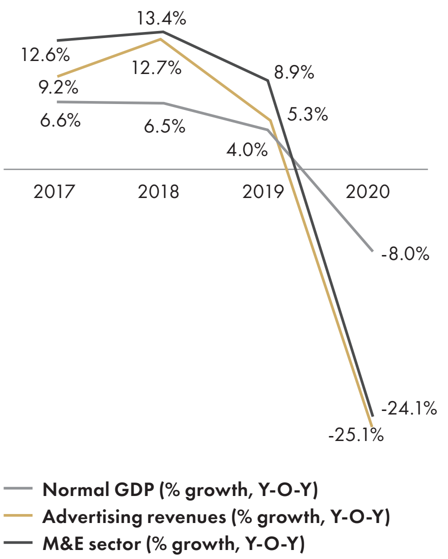
The outbreak of COVID-19 and the resulting restrictions had an adverse effect on the Indian economy and consumer sentiments, which had a domino effect on the Indian Media and Entertainment (M&E) industry. Revenues from the Indian M&E industry decreased by a staggering ~24% over the previous year to reach ₹ 1.38 Trillion in 2020, falling to 2017 levels.

	2019	2020	2021E	2023E	CAGR 2020-23
Television	787	685	760	847	7%
Digital media	221	235	291	425	22%
Print	296	190	237	258	11%
Online gaming	65	76	99	155	27%
Filmed entertainment	191	72	153	244	50%
Animation and VFX	95	53	74	129	35%
Live events	83	27	53	95	52%
Out of Home media	39	16	22	32	27%
Radio	31	14	23	27	24%
Music	15	15	18	23	15%
Total	**1,822**	**1,383**	**1,729**	**2,234**	**17%**

All figures are gross of taxes (INR in billion) for calendar years | EY estimates

(Source: EY)

Considering the discretionary nature of advertising, and the dependence of the M&E industry on it, both advertising and the M&E sector de-grew at a faster pace than the Indian economy by 25% and 24% respectively.



(Source: EY)

Outlook

The M&E sector was projected to rebound from the effects of a cataclysmic year and reach revenues of ₹ 1.73 Trillion in 2021. The growth estimate was based on India's fast-paced economic recovery and favourable consumer sentiment with the gradual return to normalcy. However, the second wave of the virus towards the end of the financial year under review could alter the projection significantly. The sectoral environment notwithstanding, the digital and online gaming segment will continue to grow at a favourable pace on the back of the increasing shift towards digital platforms and the deepening penetration of smartphone and internet across the country.

Filmed entertainment

The global film industry was one of the worst hit sectors in this pandemic as cinemas had to be shut down due to the spread of the virus. India is the world's largest producer of films and it has held on to this position since 2007. Besides, India is also the leading film market in terms of tickets sold. It is the fifth-largest box office market in terms of revenues (India shares this position with the UK, Germany, and South Korea), generating revenues of US$ 0.4 Billion in 2020. China was the leading global box office market in 2020 (led by its sharp-paced recovery from the pandemic) followed by the US/Canada market, with respective revenues of US$ 3 Billion and US$ 2.2 Billion.

TOP 10 BOX OFFICE MARKETS IN 2020

Countries	US$ Billion
China	3
US/Canada	2.2
Japan	1.3
France	0.5
Germany	0.4
United Kingdom	0.4
India	0.4
South Korea	0.4
Australia	0.3
Russia	0.3

(Source: Statista)

Following the outbreak of COVID-19 in India, the theatres were the first to shut down, even before the announcement of the nation-wide lockdown. Theatres were shut for seven months, before receiving permission to operate at 50% capacity from October 2020. Cinema halls throughout the country opened up at a staggered pace. Some producers resumed shooting intermittently amid strict safety measures. The Central government lifted its 50% cap on seating in cinema halls with effect from February 1, 2021. Night curfews and restrictions have once again curbed visit to the halls.

Timeline of key events

› **March, 2020 -** Pan-India closure of theatres

› **October, 2020 -** Central government allows opening of theatres with 50% capacity

› **November, 2020 -** Maharashtra, Tamil Nadu and Telangana reopen theatres

› **January, 2021 -** Release of the first big-budget regional movie 'Master'

› **February, 2021 -** Central Government allows 100% occupancy

› **April, 2021 –** Restrictions were imposed and theatres in many states had to be closed due to the second wave of the virus

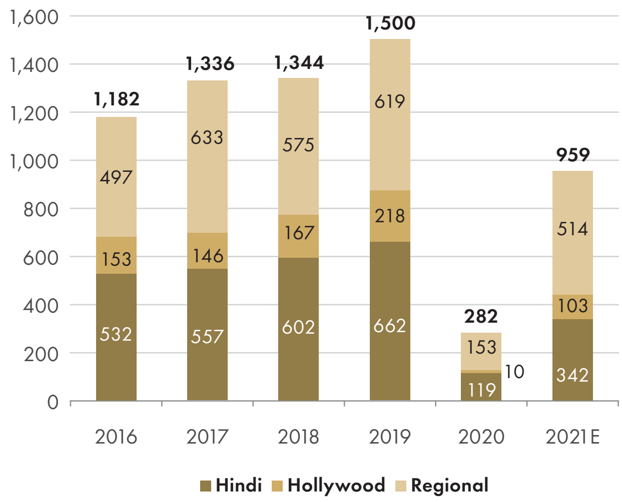
› **July, 2021 - Various state governments allow reopening of cinemas with varying restrictions around social distancing and vaccination**

Despite the resurgence in latter part of the year, the Indian film industry's revenues are projected to decline by ~70-80% to reach a value of ₹ 40 Billion in FY21, which could be attributed to lockdown-induced lower occupancies, footfall and movie releases. Domestic theatrical revenue is projected to account for ~53% of the overall revenues whereas the rest will be accounted for by the international markets, cable and satellite (C&S), and home video segments.

Regional movies

The Indian film industry is mainly recognised due to Hindi films on the global stage; however, regional movies are an integral part of the Indian film industry and account for a significant share of the overall box office collections. During CY 2020, regional movies recorded a GBOC of US$ 153 Million compared to the US$ 619 Million in CY 2019. The decline in regional GBOC, driven by pandemic, was still lower than Hindi or Hollywood segments and consequently, regional movies' share in total GBOC increased from 41% in CY 2019 to 54% in CY 2020.

Gross Box Office Collection



Source: Ormax Media, Media Partners Asia

Indian multiplex industry overview

Over the past several years, the movie-going taste has undergone transformation in India, with audience's preference for multiplexes going up multi-fold. This reflects in the increasing revenue of multiplexes, that has grown at a CAGR of 18% from ₹ 55 Billion in FY 2014-15 to ₹ 126 Billion in FY 2019-20. However, due to the pandemic-induced headwinds, revenue from this segment is projected to decline by ~93-97% to ₹ 6-7 Billion in FY 2020-21. Even though the government had allowed the opening up of theatres from October 2020 onwards, a staggered cinema re-opening and limited content availability led to a gradual recovery of business. With the second wave of infection surfacing in the fourth quarter of FY 2020-21, the industry will take even more time to reach pre-COVID-19 levels of revenue and profitability. The resurgence of the virus has further delayed the release of big-ticket movies that were expected to hit the screens in the first quarter of FY 2021-22, thereby further exacerbating industry losses.

MULTIPLEX EXHIBITION INDUSTRY REVENUES FY15 TO FY25

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

E: Estimated; P: Projected;

Source: CRISIL Research, Industry

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

Vaccination drive: The nationwide vaccination drive is projected to improve consumer sentiments. The return of normalcy, post the second wave of infections, would eventually lead to more footfalls at the theatres and propel the film industry towards its pre-COVID-19 levels of business.

Higher occupancy rate: The occupancy rate of multiplexes has risen consistently over the past several years from 28% in FY 2014-15 to 31% in FY 2019-20. The sectoral context notwithstanding, the occupancy rate is expected to go back to growth territory from FY 2022-23 onwards.

Improving lifestyle: Improving lifestyle choices of a young and large working population have led to increasing footfall at multiplexes. Lack of out-of-home entertainment options in India, coupled with great aural and visual experience, good ambience, and comfortable seating are some of the factors driving this demand.

Superior technology: Multiplexes' adoption of the latest technologies in the market (video, audio, and seating, among others) ensure that they can give customers a premium experience.

Increasing number of malls: The number of malls has significantly gone up over the past decade. Once ubiquitous only in Tier-I cities earlier, they are on a track of steady expansion in Tier-II cities as well. This deepening footprint will help the expansion of multiplexes as well.

Average household spending on movies: The average household spend on movies was pegged at ₹ 620 in FY 2019-20 and it is projected to increase to ~₹ 660-680 by FY 2024-25.

Lower screen penetration: India's screen penetration, pegged at 7 screens per million people in 2019, is significantly lower than that of other leading countries; the corresponding figures are 125, 68, and 50 for the US, UK, and China, respectively. This assures a significant headroom for growth in the foreseeable future.

Single screens on the backfoot: India had a total of ~9,500 screens at the start of the pandemic, out of which, multiplexes accounted for ~3,200 screens and ~55% of overall box office collections. Heavy losses suffered during the pandemic are expected to shut down ~15-20% of the single screens across the country, which in turn, will increase the share of multiplexes in the overall movie exhibition business.

Market outlook

Even though it was a catastrophic year for the global movie industry, there was a resurgence in business during the second half of the fiscal on the back of the global vaccination drive and the proactive initiatives undertaken by governments.

After a dismal CY 2020, the Chinese film industry recorded a growth in the first quarter of CY21 due to the rising consumer demand after the successful containment of the COVID-19 pandemic in China. New releases generated impressive box office numbers. Among these, the most notable ones were 'Hi, Mom' and 'Detective Chinatown 3'. 'Detective Chinatown 3' earned a record-breaking US$ 393 Million in its opening weekend, which is the highest ever opening weekend earning by any movie in a single market, topping 'Avengers Endgames' collection of US$ 356 Million in 2019. 'Hi, Mom' also recorded an impressive earning of US$ 195 Million in in opening weekend. Even the re-run of old movies like 'Avatar' and 'The Lord of the Rings: The Fellowship of the Ring' did reasonably well, indicating the changing sentiments of movie-goers. (Source: The Wrap, Maoyan)

Detective Chinatown 3

Highest ever opening weekend earning by any movie in a single market

The US film industry was also able to bounce back from a dismal situation as it recorded the best weekend since the pandemic with collections of >US$ 50 Million towards the end of April 2021, largely driven by the success of 'Mortal Kombat' and Japanese film, 'Demon Slayer - Kimetsu no Yaiba - The Movie: Mugen Train', which recorded the highest opening for any foreign-language film in the US with collections of US$ 19.5 Million in its opening weekend. This was an encouraging development for the film industry and Hollywood production houses as this will catalyse releases over the next few months. (Source: Vanity Fair)

Demon Slayer - Kimetsu no Yaiba - The Movie: **Mugen Train**

Biggest opening for any foreign film in the United States

The Indian film industry was also hoping for a similar recovery before the second wave of the coronavirus rattled the country. South India was the first region to rebound with the release of 'Master', a Tamil film with Vijay in the lead cast. The film garnered net box office collections of >₹ 2.5 Billion. Besides this, films such as 'Krack', 'Red', 'Uppena' and 'Godzilla vs Kong' performed strongly at the box office. Following the example set by the South Indian movie market, the Hindi film industry also witnessed initial successes, with movies like 'Roohi' performing well at the box office. The impressive footfalls in South India's cinemas and the numbers racked up by international films like Godzilla, Tenet and Wonder Woman 1984, indicated that the box office would bounce back as soon as the situation normalised, but the surge in infections towards the end of the financial year under review, especially in the key state of Maharashtra, which constitutes ~25% of the Hindi box office revenue, has altered the pace of recovery. The virus has spread across the country and lockdowns are being implemented strategically across states. In a bid to tackle this crisis, the Government of India has announced the vaccination eligibility for individuals over 18. This is a welcome move as an additional 595 Million citizens are eligible for the vaccine, and this could boost economic recovery on the whole. As seen in the movie industries in China, the US, and Japan, large vaccination drives and successful containment of the virus invariably propel the film industry towards normalcy and growth. (Source: Box Office of India, Investec)

Business overview

During the year under review, the Company's performance was adversely affected by the COVID-19 pandemic which resulted in the complete closure of movie theatres from mid-March to mid-October in FY2020-21.

1. Impact of COVID–19 pandemic on the business

The COVID-19 pandemic disrupted business across the country and impacted the company's operations. During this challenging phase, the Company placed greater emphasis on safeguarding the health and well-being of its employees, customers, and communities on one hand, and continuing the business operations with greater responsibility on the other. The key events of the year gone by are summarised below:

Key events of FY 2020-21

- The company started closing its screens in mid-March 2020 as per the order passed by various regulatory authorities.
- The company did not generate any revenues from operations from mid-March to mid-October 2020. Post 15th October 2020, the Ministry of Home Affairs ("MHA") permitted cinemas to reopen across the country with a maximum of 50% capacity. The operations resumed across the country in a staggered manner with state governments gradually allowing cinemas to restart operations.
- Subsequently, on January 30, 2021, a revised standard operating procedure was issued by MHA, which allowed cinemas/ theatres/ multiplexes to open with up to 100% of their seating capacity.
- The onset of 2nd Covid – 19 wave in March 2021 resulted in fresh restrictions being imposed by State Governments. Some states have ordered complete cinema shut- down while others have implemented onerous operating restrictions such as limited seating capacity, limited timing or night / weekend curfews etc. These restrictions have negatively impacted operations along with limited content availability and low consumer confidence, and has made running business unviable in the near term. Given this, we decided to completely shut down operations till the time situation normalises. We have started to reopen cinemas from 30th July 2021 onwards. The reopening will be staggered over the next few weeks.

2. Operational steps to ensure continuity

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

- We have developed stringent and detailed protocols and guidelines, aimed at ensuring a safe and hygienic environment for our customers and employees while implementing social distancing norms.
- To enable contactless booking, tickets are available on our website and mobile application along with partner websites and mobile applications. Customers can also purchase tickets by scanning 'quick response' codes at entrance gates. Further, we have discontinued paper tickets and instead started issuing booking confirmations only via SMS and e-mails. We have also introduced 'quick response' code-based food ordering, limited the menu under our F&B offerings, and included some healthy choices and options which include ingredients that help to optimise immunity.

- We are undertaking UVC sterilisation and packaging of all our F&B offerings. We have also introduced the concept of private screenings, which is a premium and personalised offering wherein a small group of audience books the entire auditorium to enjoy the content of their choice, and no other guests apart from the group members are allowed during that show, thereby reducing the risk of spread of virus amongst patrons.

3. Financial Initiatives to ensure continuity

- The Company undertook decisive action to mitigate the adverse impact of COVID-19 on businesses by:
  - Implementing cost optimisation strategies
  - Enhancing liquidity
  - Prudent cash-flows management

A. Implementation of cost reduction: Steps taken for each of these costs and its outcome is summarised below (standalone basis)

Expense (₹ Lacs)	FY21	FY20	% Change	Remarks
Rental and Common Area Maintenance (CAM) cost	**20,774**	72,988	-72%	• Invoked the force majeure clause under various contractual arrangements with the mall developers, landlords, lessors, and partners • Received partial/ complete rental waivers / discounts for the lockdown period and agreed for revenue share arrangements or discounts for the post lockdown period till end FY 2020-21 • Given the ongoing 2nd wave, we have again reached out to landlords to extend the period of waivers / discounts till the time business normalises
Personnel cost	**20,742**	38,166	-46%	• Temporary compensation reduction across various levels in the organisation • Reduced workforce • Deferred increments
Electricity & Water charges	**5,566**	20,477	-73%	• Significant reduction in electricity and water expenses due to closure of cinemas and lower occupancy post re-opening • Few state governments waived off minimum load charges during the lockdown period
Other overheads	**13,818**	37,314	-63%	• Renegotiated terms for contracts pertaining to housekeeping and security • All discretionary expenses such as advertising, travel, administrative, capital expenditure, and other non-essential expenses were significantly reduced or deferred
Total	**60,763**	**168,945**	**-64%**	

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

2) Other Overheads excludes 'Movie production, distribution and print charges'

- All such initiatives are constantly reviewed by the CFO and the approval process for all outgoing procurement and payment requests is monitored with rigor.
- As part of the cost reduction initiative, all processes, roles, organisation structure and systems were critically reviewed to bring in long term operational efficiencies. It is anticipated that these steps will help in reducing fixed overheads by 10-15% on a longer term basis even once business normalises in the post- Covid world.

B. Liquidity enhancement: The second key aspect of the Covid–19 crisis management was to maintain adequate liquidity at all points of time. The Company undertook multiple initiatives to achieve that and these are summarised below:

- Rights Issue: During the 2nd quarter of FY21 we raised ₹ 30,000 Lakhs from existing shareholders through a rights issue. The issue had received a robust response and was oversubscribed 2.24 times. The shares were issued at a price of ₹ 784 per share.
- Qualified Institutional Placement: In the 4th quarter of FY21 we raised ₹ 80,000 Lakhs from investors through qualified institutional placement (QIP). QIP witnessed an allotment of over 55.55 Lakhs equity shares at a price of ₹ 1440 per share and was oversubscribed by 6.3 times.
- Raised additional borrowings of ₹ 70,000 Lakhs from banks / investors during the pandemic.
- PVR's consolidated cash and bank balance stood at ~₹ 73,220 Lakhs as of 31 March 2021.

C. Cash flow management: Actively managed cash flows through active engagement with all stakeholders

- Working capital management: During the year we worked with our suppliers and vendors to negotiate alternative payment schedules for our creditors' outstanding amounts. In addition we also aggressively collected amount due to us from our debtors to make our working capital cycle more efficient and preserve liquidity.
- Capital expenditure: The Company opened 13 new screens in FY21 which were already under fit-out prior to lockdown. Since the beginning of the pandemic, we have not taken any fresh handovers of project and all additional Capex plans for new screens has currently been put on hold.

- RBI Loan Moratorium: The Company had availed the benefit of the moratorium on interest and principal repayment provided by the RBI for the period between March 2020 and August 2020.
- Going forward, we will continue to take necessary measures to further reduce the impact at all cost levels, including fixed costs and outgoing cash flows.

4. "Best in Class" Standard Operating Procedures Developed

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

- Social Distancing
  - Marked Queuing at Box office, security check, concessions, rest rooms, elevator etc
  - Staggered Audi seating
  - Limited staff back of the house
- Minimal Human Contact
  - Disposable food containers and packaging
  - Modified processes & procedures
  - Digital transactions
- Sanitisation and Cleanliness
  - Deep cleaning and sanitisation of all surfaces – Box Office to Exit
  - Advance sanitisation using ULV technology for long lasting protection
  - Anti-microbial film on handles and bars
  - 70+ cinema touch points to be sanitised every hour with color coded dusters as per authorised grades
- Health and Hygiene
  - Temperature screening at entry
  - Arogya App
  - Regular staff health check
  - Stringent hygiene protocol
  - Entry restricted for employees and gusts with symptoms
  - Staff awareness and training

The company is fully geared up in terms of strategy and resources to manage the ongoing 2nd wave of Covid – 19. The principles laid in the note above have been implemented again and we expect that the business will come back strongly as soon as pandemic is brought under control.

SCOT analysis

Strengths

- Movie exhibition industry leader in India
- Diversified products and services offerings and premium guest experience
- Strategically-located cinemas
- Strong relationships with developers
- Stable financial position
- Leadership position across key operating metrics
- Experienced promoters and senior management team with in-depth industry know-how
- Usage of superior technology such as Dolby stereo sound system, digital cinema technology for superior customer experience

Challenges

- Absence of stringent piracy laws
- Sluggish real estate developments
- Long and tedious regulatory processes

Opportunities

- Low screens per capita, indicating headroom for growth
- Young demographics driving the entertainment industry
- Private screening
- Release of movies in multiple languages
- Growing disposable incomes
- Alternative content options such as musical concerts, films, documentaries, and live sports events

Threats

- COVID-19 induced-lockdown disrupting operations and affecting business performance
- Rising popularity for live events and performances
- Bans, restrictions from Central Board of Film Certification
- Delays in film production or releases
- New content distribution platforms like OTT platforms

FINANCIAL PERFORMANCE AND ANALYSIS

FY 2020-21 was a year like no other marked by the outbreak of COVID -19. Amid, increasing disruptions, PVR's relentless focus on managing costs and maintaining adequate liquidity enabled your Company to better navigate the challenging market conditions. The discussion in this section relates to the standalone financial results pertaining to the year ended March 31, 2021. The financial statements of the Company have been prepared in accordance with the Indian Accounting standards (Referred to as Ind AS), prescribed under Section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules as amended from time to time. Significant accounting policies used in the preparation of the financial statements are disclosed in the notes to the standalone financial statements.

The table below gives an overview of the standalone financial and operating results for FY 2020-21 compared with FY 2019-20. The numbers exclude figures of our property in Colombo, Sri Lanka having 9 screens and is housed in our wholly owned subsidiary PVR, Lanka. Further comparative financials after adjusting for impact of Ind – AS 116 have also been reproduced below for both the financial years. The MD&A section below has been drafted basis the Ind AS 116 adjusted numbers for ease of understanding of the stakeholders.

Particulars (₹ in Lakhs)	March 31, 2021 Reported	IND AS 116 Adjustment	March 31, 2021 Adjusted	March 31, 2020 Reported	IND AS 116 Adjustment	March 31, 2020 Adjusted	Growth/De-growth
Income							
Revenue from operations	**22,572**	-	**22,572**	3,28,436	-	3,28,436	↓ -93%
Other income	**47,275**	-43,489*	**3,786**	4,286	-	4,286	↓ -12%
Total Income	**69,847**	**-43,489**	**26,358**	**3,32,722**	**-**	**3,32,722**	↓ **-92%**
Expenses							
Movie exhibition cost	**4,680**	-	**4,680**	77,021	-	77,021	↓ -94%
Consumption of food and beverages	**1,833**	-	**1,833**	25,927	-	25,927	↓ -93%
Employee benefits expense	**20,742**	-	**20,742**	38,166	-	38,166	↓ -46%
Other operating expenses	**28,271**	11,887	**40,158**	80,774	50,005	1,30,779	↓ -69%
Total expenses	**55,526**	**11,887**	**67,413**	**2,21,888**	**50,005**	**2,71,893**	↓ **-75%**
EBITDA	**14,321**	**(55,375)**	**-41,054**	**1,10,834**	**(50,005)**	**60,829**	↓ **-167%**
EBITDA Margin (%)	**21%**		**-156%**	**33%**		**18%**	
Finance costs	**49,347**	-34,479	**14,868**	47,984	-32,806	15,178	↓ -2%
Depreciation and amortisation expense	**56,349**	-33,250	**23,099**	53,306	-30,831	22,475	↑ 3%
Profit before tax	**-91,375**	**12,353**	**-79,022**	**9,544**	**13,632**	**23,176**	**NM**
PBT Margin (%)	**-131%**		**-300%**	**3%**		**7%**	
Tax expense	**-19,025**	**4,317**	**-14,708**	**6,528**	**3,403**	**9,931**	**NM**
Profit after tax	**-72,350**	**8,037**	**-64,313**	**3,016**	**10,229**	**13,245**	**NM**
PAT Margin (%)	**-104%**		**-244%**	**1%**		**4%**	
Operating Numbers							
Locations (Nos.)	**175**		**175**	175		175	↑ 1%
Screens (Nos.)	**833**		**833**	836		836	↑ 1%
Admits (Lakhs)	**68**		**68**	1,015		1,015	↓ -93%
Gross ATP	**179**		**179**	204		204	↓ -12%
Net ATP	**148**		**148**	171		171	↓ -14%
Gross SPH	**95**		**95**	99		99	↓ -3%
Occupancy %	**10%**		**10%**	35%		35%	↓ -71%

* Total rent concessions received during year ended March 31, 2021 amounted to ₹ 44,478 Lakhs. Out of this ₹ 42,525 Lakhs is recognised in "Other income" after adjusting the rent expense of ₹ 1,953 Lakhs for the Year ended March 31, 2021. In addition, adjustment of ₹ 964 Lakhs has been made in 'Other Income' for net lease liability reversal for properties closed during the year. For more details, refer to Note 24 of Notes to Accounts to the standalone financial statements.

I. REVENUE:

Total Revenue decreased by 92% or ₹ 3,06,364 Lakhs during the year ended March 31, 2021 as compared to previous year ended March 31, 2020. Total Revenue comprised of following:

₹ Lakhs	FY 2020-21	FY 2019-20	% Change
Income from sale of movie tickets	**10,018**	1,72,610	-94.2%
Sale of food and beverages	**6,104**	94,579	-93.5%
Advertisement income	**1,777**	37,565	-95.3%
Convenience fees	**3,738**	17,193	-78.3%
Other operating revenue and Other Income	**4,721**	10,775	-56.2%
Total	26,358	3,32,722	-92.1%

A. Income from Sale of Movie tickets

Income from the sale of movie tickets decreased by 94% or ₹ 162,592 Lakhs during the year ended March 31, 2021, as compared to the previous year ended March 31, 2020.

Primarily the decrease was on account of curbs placed due to nationwide lockdown induced by COVID-19.

(i) 13 new screens made operational during the year;

(ii) Admits decreased by 93% and Gross ATP decreased by 12%; the decline in footfall was led by the closure of cinema for the most part of the year due to COVID-19. However, a pickup was witnessed towards the latter part of the year when theatres were allowed to operate at 100% capacity and a strong slate of big-budget movie releases was announced. Entering FY22, the industry is battling through the second wave of the pandemic, which may slow PVR's recovery.

B. Income from Sale of Food and Beverages

Income from the sale of Food & Beverages decreased by 94% or ₹ 88,475 Lakhs during the year ended March 31, 2021, as compared to the previous year ended March 31, 2020. The decrease was mainly due to the cinema shut down amidst pandemic.

C. Advertising Revenue

Advertising revenue decreased by 95% or ₹ 35,788 Lakhs during the year ended March 31, 2021, as compared to the previous year ended March 31, 2020.

D. Convenience fees

Convenience fees decreased by 78% or ₹ 13,455 Lakhs during the year ended March 31, 2021, as compared to the previous year ended March 31, 2020.

E. Other operating Revenue and Other Income

Other operating revenue including other income decreased by 56% or ₹ 6,053 Lakhs during the year ended March 31, 2021, as compared to the previous year ended March 31, 2020. It includes income from movie production and distribution, Food court Income, Gaming Income, Management fees, Interest Income, and other non-operating Income.

II. Expenses

Total expenses decreased by 66% or ₹ 2,04,166 Lakhs during the year ended March 31, 2021, as compared to the previous year ended March 31, 2020, led by cost controls initiated by the management. Total expense comprised of the following:

Particulars (₹ in Lakhs)	FY 2020-21	FY 2019-20	% Change
Variable Cost			
Movie exhibition cost	**4,680**	77,021	-94%
Consumption of food and beverages	**1,833**	25,927	-93%
Total Variable Cost	**6,513**	**1,02,948**	**-94%**
Fixed Cost			
Employee benefits expense	**20,742**	38,166	-46%
Rent and CAM	**20,774**	72,988	-72%
Other operating expenses	**19,384**	57,791	-66%
Total Fixed Cost	**60,900**	**1,68,945**	**-64%**
Finance Cost and Depreciation			
Finance costs	**14,868**	15,178	-2%
Depreciation and amortisation expense	**23,099**	22,475	3%
Total	**1,05,380**	**3,09,546**	**-66%**

A. Movie Exhibition cost

Movie Exhibition cost decreased 94%, or 72,341 Lakhs, during the year ended March 31, 2021, compared to the year ended March 31, 2020, primarily due to a decrease in revenue from the sale of movie tickets. This cost is fully variable and linked to the sale of movie tickets.

Particulars	FY 2020-21	FY 2019-20
Movie Exhibition cost (as a % to Box office Revenue)	**47%**	45%

B. Consumption of food and Beverages

Consumption of food and beverages decreased 93%, or 24,094 Lakhs during the year ended March 31, 2021, compared to the year ended March 31, 2020, primarily due to a decrease in revenue from the sale of food and beverages. This cost is fully variable and is linked to the sale of Food & Beverages.

Particulars	FY 2020-21	FY 2019-20
Cost of Goods sold (as a % to Food & Beverages Revenue)	**30%**	27%

C. Employee Benefit Expenses

Employee benefit expenses decreased by 46%, or 17,424 Lakhs, during the year ended March 31, 2021, compared to the year ended March 31, 2020, primarily due to the reduction of manpower and temporary salary cuts implemented during the pandemic.

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

Rent and CAM expenses decreased 72%, or 52,214 Lakhs, during the year ended March 31, 2021, compared to the year ended March 31, 2020, primarily due to rental waivers and rebates received during the year.

E. Other operating expenses

Other operating expenses primarily include Electricity and water charges, Repairs and maintenance, Marketing expenses, Rates and taxes, Security service charges, Travelling and conveyance, Legal and professional fees, and other expenses. The expense decreased 66% or 38,407 Lakhs for the year ended March 31, 2021, as compared to March 31, 2020. The decrease in operating expenses was in line with the steps taken to control costs in view of the pandemic.

F. Finance cost

Finance Cost includes Interest on Debentures, Term loan, Banks, and other financial charges. Finance cost decreased by 2% or 310 Lakhs for the year ended March 31, 2021, as compared to March 31, 2020.

G. Depreciation and amortisation expense

Depreciation and amortisation expense increased by 3% or 624 Lakhs.

Balance Sheet

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

Particulars (₹ in Lakhs)	March 31, 2021 Ind AS 116 Adjusted	March 31, 2020 Ind AS 116 Adjusted	Growth/De-growth
Assets			
Non-current assets	**3,57,399**	3,57,125	↑ 0%
Current assets	**96,200**	69,414	↑ 39%
Total	**4,53,600**	**4,26,539**	↑ **6%**
Equity and liabilities			
Equity	**2,53,174**	2,01,496	↑ 26%
Non-current liabilities	**1,13,578**	1,20,222	↓ -6%
Current liabilities	**86,847**	1,04,821	↓ -17%
Total	4,53,600	**4,26,539**	↑ **6%**

I. Non-Current Assets

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

II. Current Assets

Current Assets include Inventories, Trade Receivables, Cash and cash equivalents, and other current assets. Primarily the increase is on account of increase in cash and equivalents held by the Company

III. Equity

Equity comprises of Equity share capital and Reserves and surplus. Primarily the increase is on account of ₹ 30,000 Lakhs of capital received during the year through Rights Issue and ₹ 80,000 Lakhs of capital received during the year through QIP.

IV. Non-current Liability

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

V. Current Liability

Current liability includes Short term Borrowings, Trade payables, other financial liabilities, current portion of Gratuity and leave encashment, and other current liabilities. Primarily the decrease is on account of payments of Trade Payables.

Ratios

Particulars	Formula	Units	FY 2020-21	FY 2019-20
Debtors Turnover Ratio	Advertisement Income/Average Trade Receivables	in days	**1,962**	167
Inventory Turnover Ratio	Sale of food & Beverages/Average F&B Inventory	in days	**85**	7
Interest Coverage Ratio	EBIT/Finance cost	times	**-0.9**	1.2
Current Ratio	Current Assets/Current liabilities	times	**0.9**	0.6
Debt Equity Ratio	Debt/Equity	times	**0.7**	0.9
EBITDA Margin	EBITDA/Total Income	%	**21%**	33%
Operating Profit Margin	EBIT/Total Income	%	**-60%**	17%
Net Profit Margin	Profit after tax/Total Income	%	**-104%**	1%
Return on Net Worth	Profit after tax/Equity	%	**-39%**	**2%**

Notes:

1) For computing above ratios reported standalone numbers are considered.
2) Ratios include impact of Ind AS 116 'Leases'.

Governance

Corporate governance facilitates our pursuit of excellence, growth, and value creation. The Company pursues policies and procedures to satisfy its legal and ethical responsibilities. Its philosophy is to achieve business excellence and optimise long-term shareholders' value on a sustained basis through ethical business conduct. The Company is committed to transparency in all its dealings and places a strong emphasis on business ethics.

Corporate governance at PVR is driven by the highest levels of transparency, accountability, and equity in all the fields of its operations, and in all its dealings with its stakeholders – from shareholders and employees to the government, lenders, etc. We believe that all our operations and actions must serve the goals of enhancing overall enterprise value and safeguarding the shareholder's trust.

Internal control systems and their adequacy

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

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

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

Based on its evaluation (as defined in Section 177 of Companies Act, 2013 and Clause 18 of SEBI Regulations 2015), the Company's Audit Committee has concluded that as of March 31, 2021, its internal financial controls were adequate and operating effectively. The same is also confirmed by auditors through their report on Internal Financial Control.

Risk management

We continuously endeavour to leverage the available resources for translating opportunities into reality. During the year under review, the Board of Directors, Management and employees continued their focus on these objectives through the adoption and monitoring of prudent business plans and monitoring of major risks of the business.

Political and economic risk

Our revenues are dependent on customer sentiment and discretionary spending. Political or economic disruption may adversely affect that outlook, resulting in reduced spending that could restrict revenue growth opportunities.

Mitigation: We closely monitor the entire political and economic scenario. We mitigate these risks through promotions, offers and other value propositions.

Reputation risk

Our industry is a very consumer-centric one and a bad customer experience could lead to negative publicity, resulting in boycotts and declining sales.

Mitigation: Customer service is the focal point of our business model and we have stringent measures in place to ensure that it is always at the optimal level. Our F&B menu, bringing global cinema technology to the Indian customer through IMAX and 4DX, customer care, employing trained manpower at our theatres, and offering attractive incentives is a testament to the importance we attach to customer service and the enhancement of our reputation.

Business model change risk

Rapidly evolving technologies are changing technology consumption patterns, putting the Company at risk of facing new competition. This requires us to be extremely agile and adaptive.

Mitigation: We are well-versed with the dynamics of the evolving M&E sector and have invested in newer developments like Onyx, 4DX, Playhouse, IMAX screens, ticket cancellation, and Alexa, among others. We conduct regular market surveys to stay up-to-date with the evolving market trends.

Property risk

We could incur losses on account perils such as earthquake, fire, flood, terrorism, and also rent and CAM cost due to COVID-19.

Mitigation: We have in place adequate insurance coverage to secure us against natural calamities. We have invoked the force majeure clause under various contractual arrangements with mall developers, landlords, lessors, and partners to cut down on the rent and CAM costs.

Non-compliance risk

We have to comply with laws across India, where each state has its own local laws and compliances, which include taxation, no-objection certificates, clearances, approvals, health safety, and environmental regulations, anti-corruption laws, and data privacy, among others. Failure to comply could result in penalties and reputational damage.

Mitigation: We have structured internal processes and put in place adequate controls to ensure compliance with tax and other regulations.

Interest rate risk

There is a risk that the fair value or future cash flows of a financial instrument may fluctuate because of changes in market interest rates. We are always exposed to the risk of changes in market interest rates, primarily to the long-term debt obligations with floating interest rates.

Mitigation: We manage our interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

Currency risk

The volatility of currency could affect our revenues.

Mitigation: The majority of our revenue and expenses are in Indian Rupees. We consider currency risk to be low and do not hedge our currency risk.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

Mitigation: We use the expected credit loss model to assess impairment loss or gain. We use a provision matrix to compute the expected credit loss allowance for trade receivables; the provision matrix accounts for available internal credit risk factors such as our historical experience for customers and period of default or delay in recovery, based on which, we create the necessary provisions.

Liquidity risk

This is the risk we will encounter when facing difficulties in meeting obligations associated with our financial liabilities.

Mitigation: We monitor this risk by using a liquidity planning tool. Our objective is to maintain a balance between continuity of funding and the flexibility of using bank overdrafts, bank loans, debentures, finance leases, and advance payment terms. We want to be well-prepared in advance so that we do not ever suffer a liquidity crunch. We recently sold 55.55 Lakhs equity shares through QIP to raise ₹ 800 Crores.

Corporate Governance Report

Company's philosophy on Corporate Governance

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

Salient features of PVR's Corporate Governance Philosophy:

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

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

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

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

The Board of Directors ("The Board")

Composition of the Board:

As on March 31, 2021, the Company had Nine Directors on the Board. The Board is comprised of two Executive Directors and seven Non-Executive Directors out of which five are Independent Directors. The Board included three Women Non-Executive Directors. The composition of the Board was in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations") and Companies Act, 2013.

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

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

The composition of the Board of Directors during the FY 2020-21, shareholding in the Company, details regarding directorship/membership in committees of other companies, attendance in last Annual General Meeting & Board Meetings of the Company held during the FY 2020-21 are as under:

Name of the Directors	Category	Shareholding in the Company as on March 31, 2021 (No. of equity shares)	[$]No. of Board Meetings attended during the FY 2020-21	Name of other Listed Entity in which the person is a director and category	Attendance at the last AGM held on September 29, 2020	Number of other Directorships* as on March 31, 2021	[&]Number of Committee Memberships and Chairmanship in other public Companies as on March 31, 2021	
							Memberships	Chairmanships
Ajay Bijli	Promoter, Chairman and Managing Director	59,87,205	7 of 7	NIL	Yes	3	NIL	NIL
Sanjeev Kumar	Promoter, Joint Managing Director	40,86,950	7 of 7	NIL	Yes	2	NIL	NIL
Renuka Ramnath	Non-Executive, Non-Independent, Woman Director	-	7 of 7	Independent Director in Arvind Limited, TV18 Broadcast Limited and Tata Communications Limited	No	13	1	1
Vikram Bakshi	Non –Executive, Independent Director	-	7 of 7	NIL	Yes	13	NIL	NIL
Sanjai Vohra	Non –Executive, Independent Director	1,343	7 of 7	NIL	Yes	1	NIL	NIL

Name of the Directors	Category	Shareholding in the Company as on March 31, 2021 (No. of equity shares)	$No. of Board Meetings attended during the FY 2020-21	Name of other Listed Entity in which the person is a director and category	Attendance at the last AGM held on September 29, 2020	Number of other Directorships* as on March 31, 2021	&Number of Committee Memberships and Chairmanship in other public Companies as on March 31, 2021	
							Memberships	Chairmanships
Deepa Misra Harris	Non – Executive, Independent, Woman Director	-	6 of 7	Independent Director in ADF Foods Limited, Prozone Intu Properties Limited, TCPL Packaging Limited and in Jubilant Foodworks Limited	No	6	3	NIL
#Anish Kumar Saraf	Non-Executive, Non-Independent Director	-	5 of 6	Independent Director in Kalyan Jewellers Limited	Yes	7	1	NIL
##Gregory Adam Foster	Non –Executive, Independent Director	-	2 of 3	NIL	Not Applicable	NIL	NIL	NIL
Pallavi Shardul Shroff	Non –Executive, Independent Director	-	5 of 7	Independent Director in Asian Paints Limited, Apollo Tyres Limited. Interglobe Aviation Limited and Trident Limited	No	15	4	NIL

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

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

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

#Mr. Anish Kumar Saraf was appointed as Director on the Board of the Company w.e.f. June 08, 2020.

##Mr. Gregory Adam Foster was appointed as an Additional Director on the Board of the Company w.e.f. October 21, 2020.

None of the Independent Directors resigned during the FY 2020-21.

Meetings, agenda and proceedings etc. of the Board Meeting

The Board of Directors of the Company met seven times during the FY 2020-21 as per the details given below:

- June 08, 2020;
- July 06, 2020;
- September 14, 2020;
- October 05, 2020;
- November 03, 2020;
- December 18, 2020 and
- January 15, 2021

Separate Meeting of Independent Directors:

As stipulated under the Code of Independent Directors under the Companies Act, 2013 and Regulation 25 of Listing Regulations, a separate meeting of the Independent Directors of the Company was held on March 26, 2021 to review the performance of Non-Independent Directors (including the Chairman of the Company) and the Board as whole. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and it's Committees which is necessary to effectively and reasonably perform and discharge their duties.

Limit on the number of Directorships:

In compliance with Regulation 17A of Listing Regulations, during the Financial Year ended March 31, 2021, none of the Directors on the Board of the Company serve as a Director/ Independent Directors in more than 7 listed companies or if serving as a Whole Time Director in any other listed Company, does not hold such position in more than 3 listed companies.

Agenda:

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

Invitees & Proceedings:

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

Post Meeting Action:

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

Support and Role of Company Secretary:

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

Induction and Training of Board Members:

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

Evaluation of Board's Performance:

The Board has in place a mechanism for evaluating its performance as well as that of its Committees and individual Directors, including the Chairman of the Board. The exercise of board evaluation for the FY 2020-21 was duly carried out through a structured evaluation process covering various aspects of the Board's functioning, such as composition of the Board & Committees, experience & competencies, performance of specific duties & obligations, governance issues etc. Separate exercise was carried out to evaluate the performance of individual Directors including the Board's Chairman who was evaluated on parameters such as attendance, contribution at the meetings and otherwise, independent judgement, safeguarding of minority shareholders interest etc. The evaluation of the Independent Directors was carried out by the entire Board and that of the Chairman and the Non-Independent Directors were carried out by the Independent Directors. The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

Code of Conduct:

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

Prevention of Insider Trading Code:

The Company has in place a Code of Conduct to regulate, monitor and report trading by Designated Persons. The Designated Persons and immediate relatives of the Designated Persons in the Company are governed by said code of conduct governing dealing in securities.

The trading window is closed from the end of every quarter till 48 hours after the declaration of financial results and on happening of any other material event which require closing of trading window. The Company Secretary is responsible for setting forth procedures and implementation of the code for trading in Company's securities.

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

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

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

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

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

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

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

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

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

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

For the FY 2020-21, all the Board members of your Company have the above set of skills/expertise and are competent to make the judgements in the best interests of the Company and that of its stakeholders.

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

1. Mr. Ajay Bijli Chairman and Managing Director of PVR Ltd is pioneer of the multiplex industry in India. Mr. Bijli has over two decades of experience in the movie exhibition industry. Mr Bijli transformed the way millions of Indians consume entertainment content over the past two-and-a-half decades. Mr. Bijli has received numerous awards namely 'Business Icon of the year' at the Indywood Film Business Awards in 2015 and the 'Exhibitor of the year' at the Cine Asia awards in 2017, among others. As an industry leader of Indian film exhibition, Mr. Bijli is on the Board of Trustees of the Mumbai Academy of the Moving Image (MAMI) and the founding member of FICCI Multiplex Association (India). He is also a member of The Film and TV Producers Guild (India), Young Presidents' Organisation and is associated with the Central Board of Film Certification, Government of India.

2. Mr. Sanjeev Kumar has over two decades of experience in the movie exhibition industry. Mr. Kumar has expertise in film distribution business and programming activities, along with the development and growth strategy of PVR. His 20 years of experience in the cinema exhibition stretches the full spectrum of the Company's business, propelling PVR to greater heights and redefining the movie watching experience in India, serving more than 100 Million patrons annually. Sanjeev holds a Bachelor's degree in Finance and Accounting from Salford University, Manchester and a Master's degree in Business Administration from Imperial College, London University.

3. Ms. Renuka Ramnath is currently Managing Director of Multiples Alternate Asset Management Private Ltd-Private Equity firm. Ms. Ramnath has rich and relevant experience in banking & finance and plays an active role in all strategic decision making for the Company.

4. Mr. Vikram Bakshi has over three decades of rich and relevant experience of hospitality and retail sectors. Mr. Bakshi had successfully established McDonald's in North India.

5. Mr. Sanjai Vohra has over three decades of experience in the banking industry, private finance and risk management. Mr. Vohra plays an active role in fund raising activities for the Company and provides his valuable contribution in strategic decision making.

6. Ms. Deepa Misra Harris has over three decades of experience in the high-end hospitality category. Ms. Harris has proven track record of delivering double digit growth and escalating brands to leadership positions. Ms. Harris has from time to time played a pivotal role towards PVR brand building.

7. Ms. Pallavi Shardul Shroff is the Managing Partner of Shardul Amarchand Mangaldas & Co. with over 38 years of extensive experience. Her broad and varied representation of public and private corporations and other entities, before various national courts, tribunals and legal institutions has earned her national and international acclaim. She is a member of the Competition Law Review Committee, constituted by the Government of India. She has been appointed on the ICC (International Chamber of Commerce) Court of Arbitration. Ms. Shroff was recently conferred the 'Lifetime Achievement Award' at the Chambers India Awards 2019 and also been recognised as one of the Most Powerful Women in Indian Business by Business Today, seven years in succession (2013-19).

8. Mr. Anish Kumar Saraf is involved in the investment advisory activities for Warburg Pincus in India and evaluates opportunities in Real Estate, Industrial and Consumer sectors in India and helped the Company to accelerate its long-term objectives. Mr. Saraf's added diversity and strategic value to the Board and has enabled the Company to explore and undertake new business opportunities in line with global practices and industry trends.

9. Mr. Gregory Adam Foster is a respected global entertainment executive and business adviser and his expertise in identifying new opportunities for growth is a good resource for the operations of the Company.

Declarations from Independent Directors:

In the opinion of the Board, the declaration(s) under Section 149 of the Companies Act, 2013 and Regulation 25 of Listing Regulations, as received from the Independent Directors, confirm that their independency fulfills the conditions specified in these regulations and that they are independent of the management.

Rights Issue of Equity Shares:

During the year under review, your Company raised approx. ₹ 300 Crores (Rupees Three Hundred Crores Only) by allotment of 38,23,872 Equity Shares through rights issue of equity shares ("Rights Issue") at an issue price of ₹ 784 per share (including a premium of ₹ 774 per share). The Letter of Offer detailing Risk factors, Business overview, Financial Position of the Company among other details, as required under SEBI (Issue of Capital & Disclosure Requirements) Regulations 2018, is available on the website of the stock exchanges, where Company's securities are listed. The Company has utilised the full amount of funds raised through Rights Issue. Further, the details of utilisation of funds as specified under Regulation 32(7A) is been provided in financial statements.

Qualified Institutional Placement:

During the year under review, the Company raised funds to the tune of ₹ 800 Crores (Rupees Eight Hundred Crores Only) through Qualified Institutions Placement. Placement document detailing Risk factors, Company's Strength & Strategies, Industry overview, Business overview, Financial Position of the Company among other details, as required under SEBI (Issue of Capital & Disclosure Requirements) Regulations 2018, is available on Company's website and on stock exchanges. Company issued 55,55,555 equity shares at an issue price of ₹ 1,440 per equity share (including premium of ₹ 1,430 per equity share). Further, the details of utilisation of funds as specified under Regulation 32(7A) is been provided in financial statements.

Committee's recommendation:

The Board of your Company has accepted the recommendations made by various committees of the Board, during the FY 2020-21.

Governance by the Committees of the Board:

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

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

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

Composition of statutory committees:

As on March 31, 2021, the composition of statutory committees is as under:

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

Attendance at Committee meetings during the FY 2020-21:

Name of the Director	Category of Directors	Audit Committee	Nomination and Remuneration Committee	Stakeholder's Relationship Committee	Corporate Social Responsibility Committee	Risk Management Committee
Mr. Sanjai Vohra	Independent Non-Executive	4 of 4	1 of 1	NA	No meeting held during the financial year	1 of 1
Ms. Deepa Misra Harris	Independent Non-Executive	3 of 4	1 of 1	NA	No meeting held during the financial year	NA
Ms. Pallavi Shardul Shroff	Independent Non-Executive	NA	NA	NA	NA	NA
Mr. Vikram Bakshi	Independent Non-Executive	4 of 4	NA	0 of 1	NA	NA
Mr. Ajay Bijli	Executive	NA	1 of 1	1 of 1	No meeting held during the financial year	1 of 1
Ms. Renuka Ramnath	Non-Executive Non-Independent	NA	1 of 1	NA	NA	NA
Mr. Sanjeev Kumar	Executive	NA	NA	1 of 1	No meeting held during the financial year	1 of 1
Mr. Anish Kumar Saraf	Non-Executive Non-Independent	NA	NA	NA	NA	NA

Name of the Director	Category of Directors	Audit Committee	Nomination and Remuneration Committee	Stakeholder's Relationship Committee	Corporate Social Responsibility Committee	Risk Management Committee
Mr. Gregory Adam Foster	Independent Non-Executive	NA	NA	NA	NA	NA
Mr. Gautam Dutta	Chief Executive Officer	NA	NA	NA	NA	1 of 1
Mr. Nitin Sood	Chief Financial Officer	NA	NA	NA	NA	1 of 1

Audit Committee:

The terms of reference of the Audit Committee are as per the guidelines set out in the Listing Regulations read with Section 177 of the Companies Act, 2013. These broadly includes (i) develop an annual plan (ii) review of financial reporting processes, (iii) review of risk management, internal control and governance processes, (iv) discussions on quarterly, half yearly and annual financial statements, (v) interaction with statutory and internal auditors, (vi) recommendation for appointment, remuneration and terms of appointment of auditors (vii) reviewing and examining with the management the annual financial statements and auditor's report thereon before submission to the Board for approval (viii) reviewing of related party transactions (ix) review the Whistle Blower mechanism, etc.

As on March 31, 2021, the Audit Committee was comprised of three Independent Non-Executive Directors. The Chief Financial Officer, the Statutory Auditors and the Internal Auditors are the invitees in the Committee meetings. The Committee met 4 times in the year under review: (i) June 08, 2020; (ii) September 14, 2020; (iii) November 03, 2020; and (iv) January 15, 2021.

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

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

Nomination and Remuneration Committee:

As on March 31, 2021, the Nomination and Remuneration Committee comprised of four members of which half are Independent Directors. The Nomination and Remuneration Committee is empowered to:

i. Formulate criteria for determining qualifications, positive attributes and independence of Directors;

ii. Identify and assess potential individuals with respect to their expertise, skills, attributes, personnel and professional standing for appointment and re-appointment as Directors/Independent Directors on the Board and as Key Managerial Personnel;

iii. Conduct Annual performance review of MD ;

iv. Administer Employee Stock Option Scheme (ESOS);

v. Formulate a policy relating to remuneration for the Directors and also the Senior Management; etc.

The Committee met one time in the year under review on June 05, 2020.

Remuneration Policy:

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

Remuneration paid to Directors during the FY 2020-21:

Executive Directors:

The details of remuneration and perquisites paid/payable to Mr. Ajay Bijli, Chairman and Managing Director (CMD) and Mr. Sanjeev Kumar, Joint Managing Director (JMD) of the Company for the FY 2020-21 are as follows:

Amount (₹)

*Remuneration	Mr. Ajay Bijli	Mr. Sanjeev Kumar
Salary	4,30,54,152	2,97,43,200
Perquisites (HRA)	2,10,97,380	1,45,79,064
Commission for CMD at 3.90% of Profit for JMD at 2.10% of Profit	Nil	Nil
Total	**6,41,51,532**	**4,43,22,264**

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

Remuneration details of Executive Directors for FY 2020-21 are also mentioned in the Notice calling ensuing Annual General Meeting. Also, the terms of service contract, notice period and severance fees etc. are governed by the appointment letter issued to respective Executive Directors at the time of their appointment.

Non-Executive Directors:

Further, the remuneration including sitting fees and commission to the Non-Executive Directors due/paid for the FY 2020-21 are as follows:

Name of the Directors	Sitting Fees (₹)	*Commission (₹)	No. of Equity Shares held
Ms. Renuka Ramnath	NIL	NIL	Nil
Mr. Anish Kumar Saraf	NIL	NIL	Nil
Mr. Vikram Bakshi	6,000,00	20,00,000	Nil
Mr. Sanjai Vohra	7,00,000	24,00,000	1,343
Ms. Deepa Misra Harris	5,00,000	18,00,000	Nil
Ms. Pallavi Shardul Shroff	2,50,000	18,00,000	Nil
Mr. Gregory Adam Foster	NIL	8,04,983 (USD 10,746)	Nil
Total	**20,50,000**	**88,04,983**	**1,343**

* Subject to shareholders approval.

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

Stakeholders Relationship Committee:

This Committee is responsible for the satisfactory redressal of investors' complaints and recommends measures for overall improvement in the quality of investor services. The Committee met once on January 15, 2021, during the year under review.

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

The detailed particulars of investors' complaints handled by the Company and its Registrar & Share Transfer Agent during the FY 2020-21 are as under:

Particulars	Number
Complaints as on April 1, 2020	0
Complaints received during the FY 2020-21	55
Complaints redressed during the FY 2020-21	55
Complaints as on March 31, 2021	0

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

Corporate Social Responsibility Committee (CSR):

The Company has constituted a CSR Committee as required under Section 135 of the Companies Act, 2013.

The Terms of Reference of the Committee are as follows:-

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

b) To ensure effective implementation and monitoring of the CSR activities as per the approved policy, plans and budget.

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

During the year under review, no meeting of CSR Committee was held.

The details on amount spend during the FY 2020-21 on CSR alongwith its utilisation is given in a separate Annexure to Board Report.

Detailed CSR Policy is provided on the Company's Website www.pvrcinemas.com.

Risk Management Committee:

The Company has constituted a Risk Management Committee as required under Regulation 21 of Listing Regulations.

The purpose of this Committee is to ensure timely risk identification and to provide a framework for proactive, rather than reactive risk management. Effective risk management maximises opportunities for improvement and eliminates or minimises the risk of losses.

Risks are identified by considering what may happen and then why, where, when and how it can occur.

The Committee met once on March 16, 2021, during the year under review.

CMD/CFO Certification:

The Certificate from Mr. Ajay Bijli, Chairman and Managing Director and Mr. Nitin Sood, Chief Financial Officer in terms of Regulation 17(8) of Listing Regulations, 2015 for the year under review as placed before the Board is attached as annexure to this Report.

Last three AGM's of the Company:

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

Financial Year	Day & Date	Time	Venue	Special Resolutions passed
2017-18	Thursday, September 27, 2018	10:30 a.m.	The Mapple Emerald, Rajokri, NH-8, Delhi-110038	None
2018-19	Thursday, July 25, 2019	10.30 a.m.	The Mapple Emerald, Rajokri, NH-8, Delhi-110038	1. Re-appointment of Mr. Sanjai Vohra as an Independent Director; 2. Re-appointment of Mr. Amit Burman as an Independent Director; 3. Re-appointment of Mr. Vikram Bakshi as an Independent Director; 4. To Offer or invitation to subscribe to Non-Convertible Debentures on private placement basis; and 5. Payment of remuneration for FY 2018-19 to Mr. Sanjai Vohra, a Non-Executive Independent Director
2019-20	Tuesday, September 29, 2020	03:00 P.M.	Held through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") Facility	1. Payment of remuneration for FY 2019-20 to Mr. Sanjai Vohra, a Non-Executive Independent Director 2. Continuation of payment of managerial remuneration to Mr. Ajay Bijli 3. Continuation of payment of managerial remuneration to Mr. Sanjeev Kumar 4. Computation of net profits of the Company under Section 198 of the Companies Act, 2013 after disregarding the adjustments made pursuant to Indian Accounting Standard (IndAS) 116 – 'Leases' for determining the remuneration and limits thereof payable to Mr. Ajay Bijli 5. Computation of net profits of the Company under Section 198 of the Companies Act, 2013 after disregarding the adjustments made pursuant to Indian Accounting Standard (IndAS) 116 – 'Leases' for determining the remuneration and limits thereof payable to Mr. Sanjeev Kumar

POSTAL BALLOT

Following resolution was passed during the FY 2020-21 through Postal Ballot:

Resolution	Date of Postal Ballot Notice	Type of resolution	Mode of Voting
To make Offer(s) Or Invitation for Subscription of Equity Shares and/or Issuance of Depository Receipts including American Depository Receipts And Global Depository Receipts or Bonds Including Foreign Currency Convertible Bonds or Securities Convertible Into Equity Shares or Non-Convertible Debt Instruments Along With Warrants or Any Combination thereof for a sum not exceeding ₹ 800 Crores including premium by way of Qualified Institutions Placement/Preferential Allotment/ Issue of Depository Receipts or Issue of Foreign Currency Convertible Bonds or such other permissible mode or combinations thereof.	December 18, 2020	Special	Postal Ballot (Remote E-Voting)

Procedure followed for the resolution passed vide Postal Ballot Notice dated December 18, 2020, result whereof was announced on January 19, 2021.

i. The Board of Directors of the Company, vide resolution dated December 18, 2020 had appointed M/s. Arun Gupta & Associates, Company Secretaries as the Scrutiniser for conducting the Postal Ballot process through remote e-voting;

ii. The Company had completed the dispatch of the Postal Ballot Notice together with the Explanatory Statement on December 19, 2020, to the members whose name(s) appeared on the Register of Members/list of beneficiaries as on December 11, 2020;

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

iv. The voting under the postal ballot through remote e-voting was kept open from December 21, 2020 to January 19, 2021 (both for physical and through electronic mode);

v. The remote e-voting module was disabled by KFin Technologies Private Limited, for remote e-voting after 05:00 p.m. IST on 19th January, 2021

vi. On January 20, 2021, Mr. Pankaj Dhawan, then Company Secretary and Compliance Officer, so authorised by Chairman announced the results of the postal ballot as per the scrutiniser's report; and

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

There is no immediate proposal for passing any resolution through Postal Ballot as on the date of this Report.

MEANS OF COMMUNICATION:

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

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

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

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

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

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

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

General Shareholders' Information

1.	**Annual General Meeting**	: Tuesday, September 28, 2021 at 11: 00 a.m. (IST) through Video Conferencing/ Other Audio Visual Means as set out in the Notice convening the Annual General Meeting
2.	**Financial Calendar**	: Tentative Schedule
	The Company follows the period of April 1 to March 31, as the Financial Year.	
	Meeting of Board of Directors	
	First quarterly results	: July, 2021
	Second quarterly / Half yearly results	: October, 2021
	Third quarterly results	: January, 2022
	Annual results for the year ending on March 31, 2022	: May, 2022
	The above schedule is tentative and the exact dates will be duly communicated as per statutory requirements.	
	Annual General Meeting for the year ending on March 31, 2022: on or before September 30, 2022.	
3.	**Dividend Payment**	: N.A.
4.	**Listing on Stock Exchanges**	: National Stock Exchange of India Limited (NSE) Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051
		BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001
5.	**Stock Code**	: NSE Symbol: PVR; BSE Script Code: 532689 ISIN: INE191H01014

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

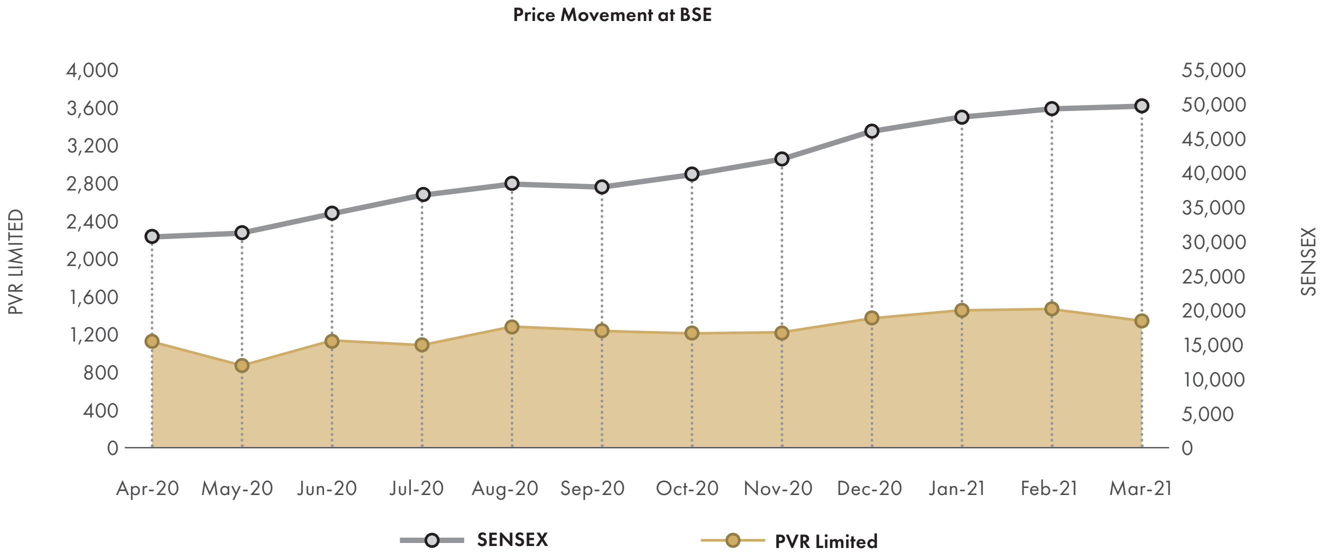
6. Market Price Data

Monthly High Low for the year under review

Month	NSE		BSE	
	High	Low	High	Low
Apr-20	1262.05	923.75	1260.25	924.45
May-20	977.95	718.3	986.9	719.5
Jun-20	1303	905.3	1349	907
Jul-20	1172	985.2	1172.1	985
Aug-20	1469.25	1065	1468.9	1065
Sep-20	1444.5	1051.85	1445.15	1015
Oct-20	1395.15	1045	1395	1045.1
Nov-20	1342.9	1067.55	1342.45	1067.45
Dec-20	1507.65	1212.15	1506.75	1212.05
Jan-21	1591.9	1323	1592	1325.1
Feb-21	1580	1321	1580	1321.25
Mar-21	1501.95	1193.85	1500	1193.85

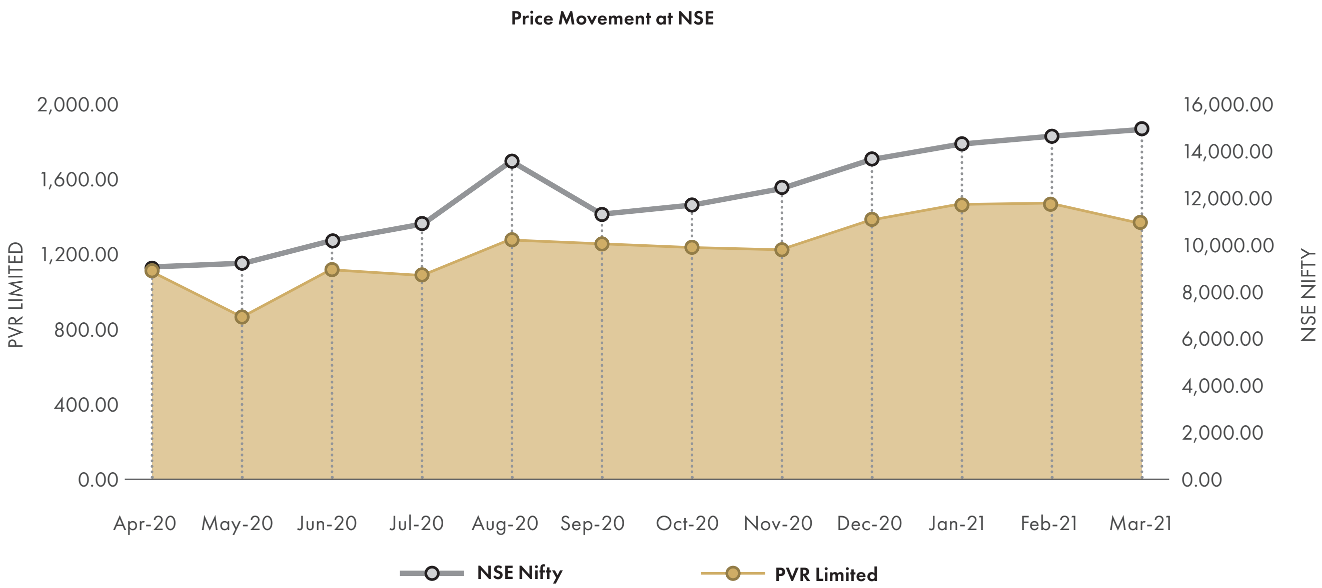
7. Performance of PVR Share Price in Comparison to:

BSE SENSEX



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

NSE NIFTY



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

8. Registrar and Transfer Agent

: KFin Technologies Private Limited (KTPL)
(Formerly known as Karvy Fintech Private Limited),
Selenium Tower B, Plot 31-32, Gachibowli
Financial District, Nanakramguda,
Hyderabad- 500 032
Ph No. 6716 2222
Toll Free Number: 18003094001
Website: www.kfintech.com
Email: einward.ris@kfintech.com

9. Share Transfer System

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

10(a) Distribution Schedule

Distribution Schedule - Consolidated As on March 31, 2021

Category (Amount)	No. of Cases	% of Cases	Total Shares	Amount	% of Amount
1-5000	1,66,520	99.18	44,75,751	4,47,57,510	7.37
5001 - 10000	740	0.44	5,38,428	53,84,280	0.89
10001 - 20000	262	0.16	3,71,335	37,13,350	0.61
20001 - 30000	76	0.05	1,90,797	19,07,970	0.31
30001 - 40000	39	0.02	1,38,544	13,85,440	0.23
40001 - 50000	28	0.02	1,28,491	12,84,910	0.21
50001 - 100000	47	0.02	3,41,266	34,12,660	0.56
100001 & Above	191	0.11	5,45,77,560	54,57,75,600	89.82
Total	**1,67,903**	**100.00**	**6,07,62,172**	**60,76,21,720**	**100.00**

10 (b) Shareholding Pattern

Consolidated Shareholding Pattern As on March 31, 2021

Category	No. of Holders	Total Shares	% To Equity
Foreign Portfolio - Corp	142	2,28,17,379	37.56
Promoters	2	1,00,74,155	16.57
Mutual Funds	28	64,47,244	10.61
Resident Individuals	1,63,921	55,29,328	9.10
Foreign Corporate Bodies	3	49,79,165	8.19
Mutual Funds	18	34,57,329	5.69
Foreign Portfolio Investors	17	30,42,119	5.01
Qualified Institutional Buyer	5	25,49,032	4.20
Bodies Corporates	369	6,95,278	1.14
Clearing Members	250	3,29,720	0.54
Promoter Group	2	2,94,106	0.48
Employees	10	1,92,539	0.32
Non Resident Indians	1,184	1,14,072	0.19
HUF	1,325	1,02,230	0.17
Non Resident Indian Non Repatriable	617	56,101	0.09
Alternative Investment Fund	2	49,466	0.08
Foreign Institutional Investors	1	27,672	0.05
IEPF	1	4,874	0.01
Banks	2	174	0.00
Trusts	2	131	0.00
NBFC	1	34	0.00
Foreign Nationals	1	24	0.00
Total	**1,67,903**	**6,07,62,172**	**100.00**

11. Dematerialisation of shares and liquidity

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

The breakup of Equity Share capital in dematerialised form held with depositories and in physical form as on March 31, 2021 is as follows:

Summary of Shareholding As on March 31, 2021

Category	No. of Holders	Total Shares	% to Equity
PHYSICAL	58	251	0.00
N S D L	53,264	5,74,69,030	94.58
C D S L	1,14,581	32,92,891	5.42
Total	**1,67,903**	**6,07,62,172**	**100.00**

Details of Demat Suspense Account

The Company had opened Demat Suspense Account- "PVR LIMITED-UNCLAIMED SHARES DEMAT SUSPENSE ACCOUNT" for the unclaimed shares. During the year, none of shareholders have approached the Company for transfer of unclaimed shares from the Suspense Account. Accordingly, the outstanding shares in the Suspense Account as on April 1, 2020 and March 31, 2021, were 25 in number (only 1 shareholder).

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

12. Details on Outstanding Securities as on March 31, 2021 and details of commodity price risk, foreign exchange risk & hedging activity

As on March 31, 2021, the Company has not issued any GDRs, ADRs, Warrants or any other convertible instruments. Details of commodity price risk, foreign exchange risk & hedging activity (commodity or otherwise), as applicable, during the FY 2020-21 are provided in financial statements. It is hereby confirmed that the Company is not involved in commodity and/or derivative market.

13. Other Information

Service of documents through Email

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

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

Reconciliation of Share Capital Audit

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

Compliance with Secretarial Standards

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

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

Compliance with Regulations 17 to 27 and 46 of Listing Regulations

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

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

Plant Locations

In view of the nature of the Company's business i.e. Movie Exhibition Business, the Company operates through various locations in India and Sri Lanka.

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

List of all Credit Ratings

The Company has received the credit ratings from various agencies for the FY 2020-21, for its debt instruments, details whereof is given below:

Sr. No.	Company	Name of Agency	Rating	Name of Instrument	Date of Rating	Amount (₹ Crores)
1	PVR	CRISIL*	CRISIL AA/Negative	Bank Loan	07.12.20	983.33
			CRISIL A1+	Bank Loan	07.12.20	50.00
			CRISIL AA-/Negative	NCD	07.12.20	370.00**
			CRISIL PPMLD AAr /Negative	Principal Protected Market Linked Debentures	07.12.20	50.00
2		ICRA	ICRA A1+	Commercial Paper	24.06.20	200.00***
3		India Ratings & Research	IND AA/Negative/IND A1+	Fund-based facility	23.12.20	65.00

* On April 16, 2021, CRISIL has downgraded its rating on the long-term bank facilities and NCD of PVR Ltd to 'CRISIL AA-/Negative' from 'CRISIL AA/Negative'. The rating on the ₹ 50 Crores long-term principal-protected market linked debentures has been downgraded to 'CRISIL PPMLD AA- r /Negative' from 'CRISIL PPMLD AA r /Negative'.

** ₹ 75 Crores NCDs has been withdrawn as the instruments have been fully repaid.

*** ₹ 150 Crores of rating withdrawn in Mar'21.

Certificates from Practicing Company Secretaries:

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

(b) A certificate confirming the Company that none of the Directors on the Board of the Company, as on March 31, 2021, have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority. The same also forms part of this Report.

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

Total fees for all services paid by the Company and its subsidiaries, during the FY 2020-21, on a consolidated basis, to the statutory auditors of the Company and all entities in the network firm/network entity of which the statutory auditors is a part is given below:

(₹ In Lakhs)

Nature	Total	Amount paid by the Company to M/s. B S R & Co. LLP	Amount paid by the subsidiaries of the Company to M/s. B S R & Co. LLP and its network entities
Audit fee	45	34	11
Limited Review	31	31	0
Tax audit fee	0	0	0
Other Certifications	52	52	0
Reimbursement of out of pocket expenses	4	4	0
Total	**132**	**121**	**11**

Prevention of Sexual Harassment Policy:

The Company is committed to provide a protective environment at work place for all its women employees to ensure that every woman employee is treated with dignity and respect and as mandated under "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013". The Company has in place a formal policy for prevention of sexual harassment of its women employees and also constituted an Internal Complaints Committee for them. The details of total number of complaints filed, disposed and pending in this regard during the FY 2020-21 are disclosed in the Board Report.

Related Party Transaction Policy

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

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

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

The Company has complied with Listing Regulations in relation to related party transactions. During the FY 2020-21, no materially significant related party transaction has been entered by the Company which may have potential conflict with the interests of the Company at large.

Vigil Mechanism Policy/Whistle Blower Policy:

Section 177(9) of Companies Act 2013 and Regulation 22 of Listing Regulations requires that the Company shall establish a vigil mechanism for directors and employees for reporting concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The vigil mechanism provides for adequate safeguards against victimisation of persons who use such mechanism. It is confirmed that during the FY 2020-21, no personnel was denied direct access to any member of the Whistle Blower Investigation Committee. Detailed Whistle Blower Policy is provided on the Company's website www.pvrcinemas.com.

Material Subsidiary

As on March 31, 2021, none of the subsidiaries of the Company qualify as Material Subsidiary as defined in Regulation 24 of Listing Regulations. The Policy for Determination of Material Subsidiary is available on the website of the Company-www.pvrcinemas.com.

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

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

A. We have reviewed financial statements and the cash flow statement of the Company for the Financial Year ended March 31, 2021 and that to the best of our knowledge and belief :

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

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

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

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

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

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

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

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

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

Place: New Delhi
Date: June 02, 2021

Ajay Bijli
Chairman and
Managing Director

Nitin Sood
Chief Financial Officer

Certification on compliance with Code of Conduct of the Company

I declare that all Board Members and Senior Management personnel have affirmed compliances with the code of conduct for the FY 2020-21.

Place: New Delhi
Date: June 02, 2021

Ajay Bijli
Chairman and Managing Director

Certificate Regarding Compliance of Conditions of Corporate Governance

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

1. We have examined the compliance of conditions of Corporate Governance by the PVR Limited ("the Company") for the year ended on 31st March, 2021, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and paragraph C, D and E of Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Management's Responsibility

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

Auditors' Responsibility

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

4. We have examined the relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

Opinion

5. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and paragraph C, D and E of Schedule V to the Listing Regulations during the year ended 31st March 2021.

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

For **Arun Gupta & Associates**

Arun Kumar Gupta
Company Secretary
ACS: 21227
C.P. No. 8003
UDIN: A021227C000304334

Date: June 02, 2021
Place: New Delhi

Certificate of Non-Disqualification of Directors

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

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

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

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its Officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, New Delhi or any such other Statutory Authority.

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

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

For **Arun Gupta & Associates**

Arun Kumar Gupta
Company Secretary
ACS: 21227
C.P. No. 8003
UDIN: A021227C000304334

Date: June 02, 2021
Place: New Delhi

Business Responsibility Report

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

SECTION A: General Information about the Company

1.	Corporate Identity Number (CIN) of the Company	L74899DL1995PLC067827
2.	Name of the Company	PVR Limited
3.	Registered address	61, Basant Lok, Vasant Vihar, New Delhi 110057
4.	Website	www.pvrcinemas.com
5.	E-mail id	investorrelations@pvrcinemas.com
6.	Financial Year reported:	April 01, 2020 to March 31, 2021
7.	Sector(s) that the Company is engaged in (industrial activity code-wise):	59141
8.	List three key products/services that the Company manufactures/provides (as in balance sheet) :	• Movie exhibition; • Sale of Food and beverages in Cinema; • On-Screen and off-Screen Advertisement in Cinema
9.	Total number of locations where business activity is undertaken by the Company: a) Number of International Locations (Provide details of major 5) b) Number of National Locations	a) 1 Cinema with 9 screens in Colombo, Sri Lanka b) 175 Cinemas with 833 screens in 70 cities of India
10.	Markets served by the Company	

SECTION B: Financial details of the Company (On standalone basis)

1	Paid up Capital in INR:	**6,076 Lakhs**
2	Total Turnover (INR):	69,847 Lakhs
3	Total profit after taxes (INR):	(72,350) Lakhs
4	Total Spending on CSR as percentage of profit after tax (%):	₹ 467 Lakhs which is 2% of average net profit for immediately preceding three financial years
5	List of activities in which expenditure in 4 above has been incurred:	As disclosed in the Board Report – **Annexure 5**

SECTION C: Other details

Other Details

1. **Does the Company have any Subsidiary Company/ Companies?**
Yes, as on March 31, 2021, Company had following subsidiaries:

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

2. **Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)**
As of now our subsidiary companies do not participate in our Business Responsibility initiatives.

3. **Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with; participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]**
Yes, Less than 30% entities that do business with the Company participate in the Company's BRR initiatives.

SECTION D: BR Information

1. Details of Director/Directors responsible for BR

a. Details of the Director/Director responsible for implementation of the BR Policy/ Policies

Implementation of BR policies is the responsibility of the Corporate Social Responsibility Committee of the Board of Directors, which comprises of following members as on March 31, 2021:

S. No.	DIN	Name	Designation
1	00531142	Mr. Ajay Bijli	Chairman cum Managing Director
2	00208173	Mr. Sanjeev Kumar	Joint Managing Director
3	00700879	Mr. Sanjai Vora	Independent Director
4	00064912	Ms. Deepa Misra Harris	Independent Director

b. Details of the Business Responsibility Head

Particulars	Details
Name	Mr. Nitin Sood
Designation	CFO
Telephone Number	0124-4708100
e-mail id	nitin.sood@pvrcinemas.com

2. Principle-wise (as per NVGs) BR Policy/policies - Details of compliance (Reply in Y/N)

S. No.	Questions	P1	P2	P 3	P4	P 5	P 6	P 7	P 8	P 9
1	Do you have a policy/ policies for #	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3	Does the policy conform to any national / international standards? If yes, specify? (50 words)	Yes. The policies are based on the National Guidelines for Responsible Business Conduct 2019 (Earlier NVGs) released by the Ministry of Corporate Affairs								
4	Has the policy being approved by the Board? If yes, has it been signed by MD/owner/ CEO/ appropriate Board Director?	Our Policies are approved by MD and CEO								
5	Does the company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	Relevant Senior Management officials oversee the implementation of each of these policies.								
6	Indicate the link for the policy to be viewed online	https://www.pvrcinemas.com/corporate Employee Wellbeing Policies are available on the Company Intranet www.pvrhive.com available only to employees								
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
8	Does the company have in-house structure to implement the policy/ policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
9	Does the Company have a grievance redressal mechanism related to the policy/ policies to address stakeholders' grievances related to the policy/ policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10	Has the company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	While we have not carried out an independent audit of these policies yet, the framework are based on the National Guidelines for Responsible Business 2019								

*Principles (P1 -9):

Principle P1: Business Ethics, Transparency & Accountability	**Principle P4:** Stakeholder Engagement	**Principle P7:** Policy Advocacy
Principle P2: Product Responsibility	**Principle P5:** Human Rights	**Principle P8:** Inclusive Growth
Principle P3: Employee Development	**Principle P6:** Environment	**Principle P9:** Customer Value

3 Governance related to BR

a) **Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year**

The Board of Directors assesses BR performance annually.

b) **Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?**

Your company publishes its Business Responsibility Report as part of its Annual Report. The disclosures for FY 2020-21 are included in this annual report and can be accessed online on our website www.pvrcinemas.com/ corporate

Special note: The year 2020-21 has been a year of reckoning all over the world. The Covid-19 pandemic has had devastating effects on the businesses globally; with certain businesses getting hit much worse than the others. The Cinema Exhibition business in particular, has been hit the worst and the hardest. With Cinemas in India remaining closed till October 2020 (after 7 months), business took a huge hit. To make matters worse, a lot of content got screened on the OTT platform and even when the cinemas did open, major markets like Maharashtra continued to have restrictions. With cinemas being open just for 5 months effectively, even the rest of the country saw very scanty footfalls. Ever since, most of the Company's efforts have gone into ensuring extremely stringent adherence to enhanced COVID protocols to ensure that our patrons remain safe from the infection. It may be noted therefore, that most of our efforts in this Business Responsibility Report have been towards making cinema viewing Covid-free as that has been one of the most significant responsibility towards our patrons, with the other being, the health and safety of our employees. You will therefore not find too many other Sustainability initiatives in this BRR since our key priority has been to fight the pandemic.

Section E: Principle-wise Performance

Principle 1: Ethics, Transparency & Accountability

- **Does the policy relating to ethics, bribery and corruption cover only the company? Yes/No. Does it extend to the Group/ Joint Ventures/Suppliers/Contractors/NGOs Others?**

  The Company's policy on Ethics, Transparency and Accountability along with the Code of Conduct, is applicable to all individuals working in the Company including its directors, senior management and employees. The Company encourages its business partners to follow the code by extending certain statutes in the contracts and MoUs that the Company signs with its various Contractors, suppliers, partners etc.

- **How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.**

  Our grievance redressal mechanism is open to complaints of a wide nature.

Particulars	Stakeholder Complaint received in FY 2020-21	Complaints resolved in FY 2020-21	Complaints Resolved (%)
Investor Complaints	55	55	100
Consumer Complaints	5949	5908	99.3
Total	**6004**	**5963**	**99.3**

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

Principle 2: Products Lifecycle Sustainability

1. **List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/ or opportunities.**

   2020-21 has been a year like no other; and therefore, protection from Covid and the health and safety of our patrons and employees from infection were of paramount concern. We put in all possible efforts to ensure this and towards this, we scouted for the best available solutions that would help us combat the virus. The following services were put in place keeping in mind social concerns with respect to the looming risk of infection to our patrons and employees:

   i. Antimicrobial film imported from South Korea that ensures that surfaces remain sanitised as any virus coming in contact is destroyed immediately.

   ii. Long lasting ULV (Ultra Low Volume) treatment done at the cinemas with the help of Electrostatic duns.

   iii. Bio hazard Bins placed at various points in the cinema to collect medical waste (gloves, masks, hair nets etc.) and staff has been trained on safe handling and appropriate disposal as per Government guidelines.

2. **For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):**

   It may be noted that 2020-21 has been an exceptional year with challenges that had never been faced. Hence the measures required to ensure safety of patrons and our employees had to be exceptional too. In this regard, while the cinemas were closed for major part of the year, the consumables mentioned in point-1 above, have never needed to be used earlier and therefore not comparable. Similarly, quantities and constitution of waste has also changed as this was the need of the hour.

3. **Does the company have procedures in place for sustainable sourcing (including transportation)?**

   i. **If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.**

   Owing to the nature of our business, the Company's vendor and supplier base consists of various categories of Vendors & Suppliers that include:

   - Cinema Equipment and Technology Providers
   - Film Producers & Distributors
   - Mall Developers
   - Contractors and Architects
   - F&B suppliers
   - Others

   During the last two-three years we have been looking at all our consumables through a sustainability lens and have taken various steps to ensure sustainability in our supply chain. Some of the initiatives, particularly those on eliminating the use of plastic and replacing it with bio degradable material have shown encouraging results during the year (as detailed Principle 2). In the coming years we will be looking at other aspects of our supply chain and moving more and more towards sustainable sourcing.

4. **Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?**

   We are consciously incorporating sustainable and local sourcing in our supply chain till as far as possible. In addition, we are also expanding our footprint to smaller cities; thereby creating employment opportunities in smaller towns and cities like Satna, Jalgaon, Latur, Kota, Pathankot etc. For many of our sustainable initiatives, we are working with local Indian Startups.

5. **Does the company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.**

   In previous years, we have eliminated plastic in our cinemas and replaced it with bio degradable material. However, in the wake of the pandemic, we had to add a lot of disposable consumables like masks, gloves, face shields, aprons, hairnets etc. These are disposed as per Government regulations. Uses of alcohol-based sanitisers and stronger cleaning solutions have replaced regular cleaning material.

   In the wake of the pandemic, contact-less order taking, paper-less billing and UV sanitising of disposables has also been introduced.

Principle 3: Employee's Well-Being

1. **Employee data (Questions 1-4):**

S. No.	Head	2020-21
1	Total number of employees	7763
2	Total number of contractual employees	Total 4115 comprising: • Off Roll : 2835 • Retainer:29 • Activity Outsourced HK: 756 • Activity Outsourced Security :495
3a	Total number of women employees	1298
3b	Total number of permanent women employees	452
4	Total number of employees with Disabilities	20

5. **Do you have an employee association that is recognised by management?**

   No, we do not have any employee association recognised by management.

6. **What percentage of your permanent employees is members of this recognised employee association?**

   Not Applicable.

7. **Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, and sexual harassment in the last financial year and pending, as on the end of the financial year.**

Particulars	No of complaints filed during the FY	No of complaints pending as on end of the FY
Child labour/forced labour/involuntary labour	Nil	Nil
No. of Sexual Harassment complaints filed	20	1#
Discriminatory Employment	Nil	Nil

(#the complaint was received on 26 Mar'21 and the enquiry is going on.)

8. **What percentage of your under mentioned employees were given safety & skill upgradation training in the last year?**

   In the advent of the Covid-19 pandemic, cinemas were the first to close (Mid-March 2020) and the last to open (Mid-October 2020) in India. However, our L&D team took the lead and was the early adopters of technology. Virtual Instructor-led Training (through collaborative platforms) and self-paced learning through our internal LMS (PVR Springboard) were brought into effect with full rigour. The team were not only upskilled through functional & soft-skills training but were also engaged virtually through various activities like quiz competitions, crosswords, newsletters, leader talks, workshops on positive thinking, and counselling support with the help of a reputed partner.

The L&D team partnered with business operations to draft minimum operating procedures (MOP) for Post-Covid protocols (PVR Cares) and ensured that the employees are fully trained and evaluated at the shop floor. Staff was trained on multi-skilling too i.e. Housekeeping staff was also trained to handle Security duties in the wake of any kind of exigency etc.

Program	# Modules	Female	Male	Completion Ratio
PVR Cares Welcome Back the Patrons	1	90%	89%	89%
Business Skills	5	60%	58%	59%
Customer Service Skills	2	65%	60%	61%
People & Sales Skills	3	71%	67%	68%

Various skill development workshops were conduct, which include:

- Embracing Change Workshop – Expanding your potential
- MS Excel Training
- Change Management Workshop
- English Skill Development
- FSSAI Training -Kitchen Staff & Duty Officers on Corona Prevention Measures
- Sessions for IT Team : ITIL, MS Azure
- Skill Development Courses through MOOC (Massive open online courses)

Many new programs were initiated during FY 2020-21 like –

- Parivartan – Upskilling programme for first-time managers
- #SELFIE – Development Centre for our Centre Custodians
- #DISCOVER – Development Centre for Business Heads / RGM's
- Pro-active Delight Engagement – new & creative ways of reassurance for our patrons post-Covid

Principle 4: Stakeholder Engagement:

1. **Has the company mapped its internal and external stakeholders?**

   PVR recognises existing and potential customers, employees, shareholders, investors and regulatory authorities, media, public at large as its stakeholders.

2. **Out of the above, has the company identified the disadvantaged, vulnerable & marginalised stakeholders?**

   The Company has identified the following as disadvantaged, vulnerable and marginalised stakeholders:

   1. Underprivileged communities (particularly Children at Risk) around its business locations; and
   2. People with Disabilities.

3. **Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalised stakeholders? If so, provide details thereof, in about 50 words or so.**

   PVR Nest: PVR Nest is a Trust set up by the Company to execute development projects under its Corporate Social Responsibility commitment. Established in 2006, and long before CSR became a mandate in India, PVR has been steadfast in its commitment to give back to the society in which it operates. A pioneering endeavor in the Indian entertainment industry, PVR NEST (PVR Network for Enablement & Social Transformation) works to rehabilitate 'Children at Risk' through various programmes in the vicinity of its cinemas. The Trust undertakes numerous initiatives on rehabilitation, education, nutrition, healthcare and employability.

   #Cinema 4 All: Under its Inclusive Entertainment program #Cinema 4 All, PVR launched Phase 1 of its Accessible Cinema programme in December 2018 to enable people with disabilities and the elderly to enjoy movies. The programme addresses infrastructural issues, makes assistive equipment, technology and platforms available to its patrons with different abilities across mobility, vision, hearing and cognition. In the first Phase we announced, make discoverable and branded the first 50 Accessible cinemas with regard to mobility, made subtitled films discoverable and tied up with a Mobile phone app XL Cinema to enable people with visual impairment to stream Audio Description (AD) for films that have AD.

   However, with the cinemas being closed for most of the year, this program was put on hold temporarily keeping in mind the vulnerability of this group of stakeholders who need physical assistance which would not be possible in these times.

Principle 5: Human Rights

1. **Does the policy of the company on human rights cover only the company or extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs/Others?**

   PVR's policy on Human Rights is applicable to all employees in the Company including subsidiaries in India. For its International subsidiaries, the policy is applicable in line with the local requirements prevailing in the country of operation. The Company encourages its Business Partners to follow the policy. PVR discourages dealing with any supplier/contractor if it is in violation of human rights and also prohibits the use of forced or child labour at all manufacturing units /with business associates.

2. **How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?**

   There were no complaints reported on violation of any human rights during the financial year.

Principle 6: Environment

1. **Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures/ Suppliers/Contractors/NGOs/others.**

During the year, owing to the Covid crisis, no new initiative could be taken in the area of reducing environmental impact. The benefit of earlier programmes has been accruing in the cinemas where these were installed:

- Water flow restrictors in wash rooms taps
- Minimising non-biodegradable waste
- Technology absorption to enhance efficiency and reduce energy consumption.

The Company's policy on environment outlines effective Resource optimisation (Energy, Water, F&B Packaging), Safety and Security of our patrons as the most material Sustainability aspects. However, the Policy does not cover suppliers and contractors. Nevertheless, we are taking the following initiatives to encourage our partners and suppliers to get sensitised to our requirements.

On-going initiatives:

1. Guidance to Malls from PVR on energy conservation initiatives and sharing our successes;
2. The agreement with Developers now has an additional clause that ensures that the structure we take over is accessible by wheelchair at least one exit/ entry point for people with Mobility issues;
3. Designers, Architects and Contractors have been sensitised on the Harmonised Guidelines 2016 to ensure alignment.

2. **Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc.? Y/N. If yes, please give hyperlink for webpage etc.**

Yes, the Company has been working on environment conservation issues by improving its process efficiency and undertaking initiatives related to energy efficiency. Some of these initiatives include:

Continued Sensitisation of employees at Cinemas: Since the bulk of our energy consumption is at the Cinema level, it is very critical that employees who manage operational day-to-day activities at the ground level are in tune with the Management's objectives. The following initiatives have been undertaken to create a culture that supports Technological interventions to conserve energy:

a) Awareness and sensitisation workshops for employees on benefits of energy conservation initiatives;

b) Involvement of employees is encouraged through Idea sharing and successful implementation of the selected ideas is recognised and rewarded;

c) A Certified Energy Auditor supervises and leads the implementation of energy conservation initiatives;

d) Third party Energy Audits are conducted periodically in order to ensure that our equipment is operating at optimum efficiency levels and to curb wastage due to leakage and lack of maintenance of Plant and machinery, we actively engage with Mall Management on Energy Conservation initiatives and auditing by 3rd party to identify inefficiencies at their end as well.

Emission Reduction planned in 2019-2021: We are targeting 2000 tons of CO2 reduction per year till 2021 (on account of projects commissioned in late Q3 & beginning of Q4) with the help of the following initiatives:

Renewable Energy Utilisation (expected to get delayed due to current circumstances):

a) Solar Energy Utilisation for energy conservation by using rooftop solar photovoltaic grid connected system is under implementation at two locations (installation delayed due to COVID 19), other sites will be taken up in Financial Year 2021-22 with available space on roof

b) Solar PPA finalised for Roof Top Solar at 2 locations, namely PVR Kirti Mall, Jalgaon and PVR GMS City Centre Satna will help us in reducing our carbon footprint by ~300 tons/ year.

Technology Absorption:

a) High Efficiency Fans For AHU: Have been piloted in Jan 2020 and will help us to reduce 3.7 tons of Co2 per AHU per year (will be implemented in 2021-22).

b) We have replaced 3 chiller plants in 2019-20 and this will help us in Co2 Mitigation of 910 Tons per year

c) Laser Projection: While these are being implemented in our new projects to create an enhanced experience for patrons, they will also result in 4.5 tons of Co2 reduction per projector per year. Laser Projectors are also not hazardous on disposal.

d) Chiller Plants are being replaced and will result in CO2 mitigation to the tune of 910 Tons/Year (being implemented in Plaza, Escape, and Wonder Thane & Oberon Cochin).

e) Silent Fans: Are being installed and will save Energy, enhance guest comfort, mitigate hot and cold pockets. Pilots have been conducted in a few cinemas successfully (Forum, Velachery, Ampa, VR Mall Bangalore).

3. **Does the company identify and assess potential environmental risks? Y/N**

PVR identifies and assesses potential environmental risks with respect to its business and takes appropriate measures to ensure we minimise our adverse impact on the environment across various functions and processes.

In addition to Environmental risks, PVR recognises that our industry is extremely vulnerable to Safety and Security risks and we undertake numerous initiatives to ensure the safety and security of our patrons and employees. We conduct regular audits and safety checks to ensure smooth and safe running of our operations. Our staff is given regular fire safety and emergency evacuation training to deal with any kind of emergency where they would need to safely evacuate large numbers of people with varying abilities.

4. **Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?**

   No, The Company does not have any Clean Development Mechanism (CDM) projects.

5. **Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.**

   As mentioned earlier, we are in process of finalising PPA (Power Purchase Agreement) for Solar Power in two stand-alone cinemas contributing towards Green Initiative; which will further be replicated in others. A certain percentage of our energy consumption will be subset by Solar Energy Utilisation by using rooftop solar photovoltaic grid connected system and was ready for implementation but has been delayed due to the lock down. However, this may now get delayed due to the pandemic.

6. **Are the Emissions/ Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?**

   Not applicable. We are a Film Exhibition Company and have no harmful emissions emitted during screening of films. Our waste comprises:

   - F&B waste: Where we are moving towards more bio-degradable materials;
   - E-waste: Disposed through SPCB/ CPCB Certified e-waste recyclers.

7. **Number of show cause/ legal notices received from CPCB/ SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.**

   Nil

Principle 7: Policy Advocacy

1. **Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:**

   Yes, the Company is a member inter alia of:

   - Northern India Motion Pictures Association (NIMPA);
   - National Association of Motion Pictures & Exhibitors (NAMPE);
   - Federation of Karnataka Chambers of Commerce & Industry (FKCCI);
   - FICCI Multiplex Association of India (FICCI-MIA);
   - Retailers Association of India (RAI); and
   - National Association of Theatre Owners.

2. **Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/ No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)**

   The Company is part of various task forces and forums within the above listed industrial and trade bodies. We actively participate in these forums on issues and policy matters that impact the interest of our stakeholders. We prefer to be part of the broader policy development process and do not participate lobbying on any specific issue. In the past, we have participated in forums pertaining to:

   - Corporate Governance;
   - Consumer Interest; and
   - Tackling Counterfeiting.

   On the Business Responsibility side, PVR has been working diligently to make entertainment inclusive for all; irrespective of barriers created by lack of mobility, vision or hearing. PVR recognises that more than 5-7% of India's population is Differently-abled and is spearheading Accessible and Inclusive Cinema in the country. Towards this, the Company has been working closely with concerned Government Departments, Ministries, State Government officials, NGOs, Producers and Distributers to implement Clause #42 of the Rights of People with Disabilities Act 2016 in letter and spirit in the Cinematograph Act, 1952. This will make it possible for Visually Impaired and Hearing Impaired patrons to enjoy all Indian films with Captions and Audio Description. During the year, a formal communication has gone out from the Ministry of I&B encouraging Producers to make films that can be enjoyed by a wider audience by making them accessible for the visually and hearing impaired.

Principle 8: Inclusive Growth

1. **Does the company have specified programmes/ initiatives/projects in pursuit of the policy related to Principle 8? If yes, details thereof.**

   PVR NEST is the Corporate Social Responsibility arm of PVR Ltd. and was founded in 2006. It is also registered as a non-profit trust. At PVR NEST, we are working with the governments, civil society, and other partners to build inclusive, resilient, and sustainable cities and communities - especially for the urban poor on their education, care and protection and provide safer opportunities for women and children. Our vision is in alignment with the Sustainable Development Goals, and we work via Public Private Partnership models, towards promoting gender equality by transforming urban spaces and facilities to be more inclusive, safe, and accessible for urban poor.

   Keeping in mind the losses of lives and livelihoods due to COVID-19 pandemic, sanitation and hygiene has been included as a focus area for any project undertaken by PVR NEST.

The intervention areas are chosen as per PVR Ltd.'s CSR policy and the projects are selected on key parameters and covering the above vision.

In accordance with the Sustainable Development Goals, PVR NEST works in areas where the objectives of the following goals intersect.

GOAL 1: End poverty in all its forms everywhere,

GOAL 4: Ensure inclusive and equitable quality education and promote lifelong learning opportunities for all

GOAL 5: Achieve gender equality and empower all women and girls

GOAL 10: Reduce inequality within and among countries

GOAL 11: Make cities and human settlements inclusive, safe, resilient and sustainable.

PROJECTS 2020-2021

PROJECTS ON HOLD due to Covid-19 Impact:

AANCHAL CHILDSCAPES – Care and Protection Centres.

In collaboration with Municipal Corporation and Mobile Crèches, we set up 10 care and protection centers in North Delhi Municipal Corporation Schools. The centers functioned from 7 AM to 7 PM, and provided crèche facilities, educational, health and nutrition support to children between 6 months to 12 years of age. Special focus was given to malnourished children. A key outcome of this program has been that it has created livelihood opportunities for women and girls (who are primary caregivers) to earn and have an access to employment and education as they no longer had to stay home to take care of their children.

Reason of Closure: Due to lockdown and COVID pandemic, the centers had to be closed.

CHILDSCAPES – CHILD FRIENDLY RAILWAY STATIONS

PVR NEST has partnered with Railway Children India (an NGO), Indian Railways, Railway Protection Force, and Government Railway Police Force to launch the Child-friendly Railway Stations project.

The 6 month project was implemented at 3 railway stations in 3 zones of the Indian Railways–

West Zone: Dadar (Mumbai, Maharashtra)

South East Central Zone: Raipur (Chhattisgarh)

North Zone: Ghaziabad (Uttar Pradesh).

The primary aim of the project was to reduce the risks for children who arrived alone at railway stations by ensuring that they were rescued and restored to their families or safely rehabilitated. The secondary aim of the project was to train officials from RPF and GRPF, Commercial staff of Indian Railways to identify these children and follow the mandated SOPs set by railways and National Commission for Protection of Child Rights (NCPCR) for their safety and security. In addition, officials and commercial staff at railway stations (Ticket checkers, Station Masters, porters, vendors etc. and passengers who were educated) could identify a child who was alone, lost or runaway at the station and would follow the SOPs.

The program resulted in securing 1000 children across these 3 railway stations in just 6 months in 2019-2020.

Reason of Closure: The initial program was valid till 31 March 2020 and could not be renewed owing to the COVID pandemic and lockdown.

ACTIVE PROJECTS: 2020 -21

PINK TOILETS

South Delhi Municipal Corporation (SDMC) and PVR NEST - initiated the concept of Pink Toilets. On the International Day for the Girl Child, NCPCR and South Delhi Municipal Corporation inaugurated the first Pink Toilet in the capital at PVR Vikaspuri Complex on 12th October, 2017. This one-of-its-kind facility is a significant step towards creation of a hygienic public restroom for women and children. To ensure safe menstrual hygiene, the Pink Toilet is equipped with a sanitary napkin vending machine and incinerator facility. This program clearly gives a boost to the ambitious Swachh Bharat Mission. In addition to expressing confidence in the way Pink Toilets are run, the government has expressed in numerous ways the crucial role the project plays in supporting the people of Delhi during this trying time by providing women a safe space in the society. In the wake of Covid-19 and PVR NEST'S tie up with government, the government has urged PVR NEST to open all the toilets thereby making mobility possible for women and children, setting up and supporting sanitation and hygiene services, and improving their participation in public health.

Total Pink Toilets: 25 sites (approx. 75 toilet blocks), in the various zones - South, West, Central Zone, City SP Zone, Karol Bagh of Municipal Corporation of Delhi.

2. **Are the programmes/projects undertaken through in-house team/own foundation/ external NGO/ government structures / any other organisation?**
   Our CSR policy guides our philosophy that is operationalised through on-boarding sessions, identification program and specific project-related research conducted by our own Foundation team members. We work heavily on training our in-house team's capabilities time and again. Government, NGOs and civil society support the work of PVR NEST, lending us their special expertise, partnership model, local infrastructure and execution capabilities.

3. **Have you done any impact assessment of your initiative?**
   The policy and its structures are governed with transparent monitoring mechanism for implementation of its projects. PVR NEST team has set up **monitoring and evaluation indicators, Gantt chart of activities & log-frames, regular site visits and detailed reporting framework.** All reports on project progress and impact are presented to the PVR CSR Committee and the Board for review and approval.

   During the year, the CSR team and M&E partners (wherever applicable) adopted a pragmatic approach with new decisions and processes, programs and partners towards a unified vision. We built a systematic framework of ownership and design, financing maintenance and operation of facilities. This has tremendously improved the efficiency of PVR NEST project outcomes as it harnesses the skills and knowledge of government and non-profit organisations thus adding expertise and scale to our co-created sustainable projects.

4. **What is your company's direct contribution to community development projects (Amount in ₹ and the details of the projects undertaken)?**
For the year 2020-21, PVR's CSR allocation and contribution has been as follows:

Particulars	Amount (In Lakhs)
Total amount required be Spent	467
Inventory distributed as CSR	225
Amount Transferred to PVR Nest	242

5. **Have you taken steps to ensure that these community development initiatives are successfully adopted by the members of the community?**
In practice, PVR NEST believes that community development is a collaborative effort. It supports communities, to use their own assets to improve the quality of community life and helps communities and government/public agencies to work together to improve services and the way in which decisions are made. All our programs have direct community connect, engagement and their participation.

The various stages of our projects include brainstorming with experts and government officials for identification of 'need of the intervention' areas, research and mapping the need requirement of these areas, conceptualisation in consultation with subject matter experts and community members, identification of sites with the help of the Government, and identification of partner NGOs with Government.

Direct work with Communities involves hiring staff from within the communities, sustained community outreach and awareness campaigns, meetings with community members on issues and developments of projects, identification of community champions for referrals, involving community members – especially women, in projects via volunteer programs.

Principle 9: Customer Value

1. **What percentage of customer complaints/consumer cases are pending as on the end of financial year.**
~0.69% of the consumer complaints/cases are pending as on March 31, 2021.

2. **Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A./remarks (additional information)**
Yes, the Company displays product information on the packaging of its F&B products for the benefit of consumers, over and above what is mandated by local laws like Bureau of Indian Standards Act. The additional information is provided to enhance the value consumers can derive from the product and to ensure safe and appropriate use. The additional information on the product label relates to proven active ingredients contained, directions for use, safety, caution etc. and varies from product to product.

3. **Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year? If so, provide details thereof, in about 50 words or so.**
There are few cases filed against PVR before different Hon'ble High Courts in India praying therein for allowing the outside foods inside the multiplexes amongst other matter. The Hon'ble Supreme Court has stayed the proceedings and pending for final hearing.

In another case, a complaint was filed against Bookmyshow and PVR before Hyderabad District consumer forum alleging that Company is wrongfully charging Internet handling fees from customers. Subsequently, PVR filed an appeal before the State Consumer Disputes Redressal Forum. PVR was granted a stay vide order dated 26.03.2021, thereby suspending all further proceedings in the captioned matter, till further orders. The matter is currently pending before the Forum and will be listed after the lockdown.

4. **Did your company carry out any consumer survey/ consumer satisfaction trends?**
We have an on-site mechanism to collect feedback at the cinemas with the help of tabs, installed at various experience points within the cinema to get instant feedback. These tabs have been implemented in 39 cinemas (106 were in process when the lock down happened.) For the balance, currently, we are using offline methods like internal surveys and mystery audits; till such time that we are able to digitise all our cinemas. Customer satisfaction trends as per our new approach will be available once we deploy the digital system across all our cinemas.

In addition, we get regular cinema Audits conducted by Independent third party agencies to assess various aspects of service delivery, like:

- House-keeping issues
- Safety and security issues
- Electrical and maintenance issues
- Display of branding and marketing material
- Structural damage and repair issues
- Personal grooming and neatness of staff
- Ethics issues and due diligence
- Cinema sound/ light quality
- Optimal Airconditioning
- Quality of records maintained.

Independent Auditor's Report

To the Members of PVR Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of PVR Limited ('the Company'), which comprise the Standalone Balance Sheet as at March 31, 2021 and the Standalone Statement of Profit and Loss (including other comprehensive income), Standalone Statement of Changes in Equity and Standalone Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as 'standalone financial statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021 and 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 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.

Emphasis of Matter

We draw attention to Note 48 to the standalone financial statements, which describes the economic and social disruptions as a result of COVID-19 pandemic on the Company's operations and financial statements as assessed by the management.

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters ('KAM') are those matters that, in our professional judgement, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Description of Key Audit Matters

Sr. No.	The key audit matter	How the matter was addressed in our audit
1.	**Revenue recognition** See Note 23 to the standalone financial statements The Company's significant portion of revenue comes from income from sale of movie tickets and food and beverages ('revenue'). We have identified revenue recognition as a key audit matter, because revenue is one of the key performance indicator of the Company and its reliance on the Company's IT system. Further, as the revenue comprises of high volumes of individually small transactions, the process of summarising and recording sales revenue is critical.	**Audit procedures** In this area our procedures included: • Evaluated the design and implementation and operating effectiveness of key controls in relation to recognition of revenue. • Involvement of our Subject Matter Experts on information technology with respect to testing of key IT system controls which impacts revenue recognition. • Performed substantive testing (including year-end cutoff testing) by selecting samples of revenue transactions recorded during and after the year and verifying the underlying documents. • Tested the reconciliation between sales recorded and cash/card/online transactions and agreed those reconciliations through underlying documents on sample basis. • Assessed the adequacy of related disclosures in the standalone financial statements.

Sr. No.	The key audit matter	How the matter was addressed in our audit
2.	**Impairment of Goodwill, other intangible assets, property, plant and equipment, capital work-in-progress and ROU assets** See Notes 3, 4A and 4B to the standalone financial statements The carrying value of the Company's goodwill is ₹ 104,256 Lakhs and that of other intangible assets, property, plant and equipment, capital work-in-progress, ROU assets as at March 31, 2021 amounts ₹ 454,670 Lakhs. Due to the impact of COVID-19 pandemic, an impairment assessment of the non-financial assets is to be performed. The impairment testing of above requires significant judgements and estimates in assessing the Value in Use ('VIU') regarding assessment and measurement for impairment loss, if any. The risk relates to uncertainties involved in forecasting of cash flows, for key assumptions such as future revenue, margins, overheads, growth rates and weighted average cost of capital for the purpose of determining VIU. We have identified impairment assessment of such assets as a key audit matter because of the significance of the carrying value of such assets and involvement of judgements and estimates.	**Audit procedures** In this area our procedures included: • Tested the design and implementation of key controls with respect to impairment assessment of Goodwill and other intangible assets, property, plant and equipment, capital work-in-progress and ROU assets and tested operating effectiveness of such controls. • Evaluated the impairment model which is based on discounted cash flows including the adverse effects which could arise from the outbreak of COVID-19 pandemic. This includes evaluation of the assumptions used in key inputs such as forecasted revenue, gross margin and discount rate based on our knowledge of the Company and the industry with the assistance of our Subject Matter Experts. • Performed sensitivity analysis to evaluate whether any foreseeable change in assumptions could lead to a significant change in the VIU. • Assessed the adequacy of related disclosures in the standalone financial statements.

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

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Directors' Responsibility for the Standalone Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/loss (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone financial statements made by the management and Board of Directors.
- Conclude on the appropriateness of the management's and Board of Directors' 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 to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2016 ('the Order') issued by the Central Government in terms of Section 143 (11) of the Act, we give in the 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. (A) As required by Section 143(3) of the Act, we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including other comprehensive income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

   d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B'.

   (B) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company has disclosed the impact of pending litigations as at March 31, 2021 on its financial position in its standalone financial statements – Refer Note 34 to the standalone financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company; and

iv. The disclosures in the standalone financial statements regarding holdings as well as dealings in specified bank notes during the period from November 08, 2016 to December 30, 2016 have not been made in these standalone financial statements since they do not pertain to the financial year ended March 31, 2021.

(C) With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

We draw attention to Note 50 to the standalone financial statements, which explains that the managerial remuneration aggregating ₹ 1,085 Lakhs paid to two executive directors of the Company for the financial year ended March 31, 2021 was in accordance with the minimum remuneration as was originally approved by the shareholders of the Company vide their resolutions dated July 03, 2018 and September 29, 2020. Pursuant to the provisions of Section 197 read with Schedule V to the Companies Act, 2013 ('Act'), owing to inadequacy of profits for the financial year ended March 31, 2021, the Company shall seek approval of the shareholders for the aforesaid managerial remuneration by way of special resolution in its forthcoming Annual General Meeting. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us. Our opinion is not modified in respect of this matter.

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No.: 101248W/W-100022

Adhir Kapoor
Partner
Membership No.: 098297
ICAI UDIN.: 21098297AAAABC7534

Place: New Delhi
Date: June 02, 2021

Annexure A referred to in our Independent Auditor's Report to the members of PVR Limited on the standalone financial statements for the year ended March 31, 2021

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The Company has a regular programme of physical verification of its fixed assets by which all fixed assets are verified in a phased manner over a period of three years. In our opinion, this periodicity of physical verification by management is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this programme, certain fixed assets were physically verified by the management during the year. As informed to us, no material discrepancies were noted on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of the immovable properties of land and buildings which are freehold, are held in the name of the Company, except leasehold land situated at Chennai, Tamil Nadu having gross block and net block of ₹ 797 Lakhs and ₹ 776 Lakhs, respectively as at March 31, 2021, the conveyance deed in respect of which is in the name of SPI Cinemas Private Limited, which was acquired pursuant to the Scheme of merger approved by the National Company Law Tribunal. Due to the merger, the mutation of name is pending in the favor of the Company.

(ii) According to the information and explanations given to us, the inventories have been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable having regard to the size of the Company and nature of its business. The discrepancies noticed on verification between the physical stocks and the book records were not material and have been properly adjusted in the books of account.

(iii) According to the information and explanations given to us, the Company has granted loans to companies and an other party covered in the register maintained under Section 189 of the Companies Act, 2013.

(a) In our opinion, the rate of interest and other terms and conditions on which the loans had been granted to the companies and an other party listed in the register maintained under Section 189 of the Companies Act, 2013 were not, *prima facie*, prejudicial to the interest of the Company.

(b) The loans granted (including interest thereon) are repayable on demand. The said companies and an other party have been regular in repayment of principal and interest, wherever demanded by the Company.

(c) There are no overdue amounts in respect of the loans granted to the companies and other party listed in the register maintained under Section 189 of the Companies Act, 2013.

According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to firms or limited liability partnerships covered in the register maintained under Section 189 of the Companies Act, 2013.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantee, as applicable. Moreover, the Company has not provided any security as specified under Section 185 and 186 of the Companies Act, 2013.

(v) As per the information and explanations given to us, the Company has not accepted any deposits as mentioned in the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder. Accordingly, the provisions of paragraph 3(v) of the Order are not applicable to the Company.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under sub-section (1) of Section 148 of the Companies Act, 2013, for any of the services rendered or goods sold by the Company. Accordingly, the provisions of paragraph 3(vi) of the Order are not applicable to the Company.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and services tax, duty of customs, value added tax, cess and other material statutory dues have generally been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of duty of excise, sales tax and service tax.

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, value added tax, cess and other material statutory dues were in arrears as at March 31, 2021 for a period of more than six months from the date they became payable.

(vii) (b) According to the information and explanations given to us, there are no dues in respect of income-tax, goods and services tax, service tax, duty of customs and value added tax which have not been deposited on account of any dispute as at March 31, 2021, except for the following:

Name of the Statute	Nature of the dues	Period to which the amount relates	Forum where dispute is pending	Amount (₹ in Lakhs)	Amount paid under protest (₹ in Lakhs)
Income-tax Act, 1961	Income-tax	AY 2006-07, AY 2009-10 and AY 2011-12	High Court	54	10
Income-tax Act, 1961	Income-tax	AY 2007-08 to AY 2015-16	Income Tax Appellate Tribunal (ITAT)	631	801
Income-tax Act, 1961	Income-tax	AY 2010-11, AY 2013-14 to AY 2017-18	Commissioner of Income Tax (Appeals)	1,608	248
Finance Act, 1994	Service tax	FY 2007-08 to FY 2017-18	Customs Excise and Service Tax Appellate Tribunal (CESTAT)	15,578	860
Finance Act, 1994	Service tax	FY 2013-14	Commissioner	355	-
UP VAT Act, 2007/Rajasthan VAT Act, 2003/Maharashtra VAT Act, 2002/KVAT Act, 2003	Value Added Tax	FY 2010-11 to FY 2012-13 and FY 2014-15 to FY 2017-18	Tribunal/ Commissioner (Appeals)/Commissioner	316	22

(viii) In our opinion and according to the information and explanations given to us and on the basis of records examined by us, the Company has not defaulted in repayment of loans or borrowings to banks and dues to debenture holders. Further, the Company did not have any outstanding loans or borrowings from financial institutions or government during the year.

(ix) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the term loans have been applied by the Company during the year for the purposes for which they were raised. 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, during the current year, the Company has raised ₹ 5,000 Lakhs through private placement of non-convertible debentures. The proceeds of the issue have been utilised for repayment of borrowings, working capital requirements and general corporate purposes. Moreover, the moneys raised by way of further public offer (rights issue) during the year have been applied for the purposes for which they were raised. Also, refer to sub-para (xiv) below in respect of the Qualified Institutions Placement made by the Company during the year.

(x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

(xi) According to the information and explanations given to us and on the basis of our examination of records of the Company, the managerial remuneration aggregating ₹ 1,085 Lakhs paid to two executive directors of the Company for the financial year ended March 31, 2021 was in accordance with the minimum remuneration as was originally approved by the shareholders of the Company vide their resolutions dated July 03, 2018 and September 29, 2020. Pursuant to the provisions of Section 197 read with Schedule V to the Companies Act, 2013 ('Act'), owing to inadequacy of profits for the financial year ended March 31, 2021, the Company shall seek approval of the shareholders for the aforesaid managerial remuneration by way of special resolution in its forthcoming Annual General Meeting.

(xii) According to the information and explanations given to us, the Company is not a nidhi company. Accordingly, the provisions of paragraph 3(xii) of the Order are not applicable to the Company.

(xiii) 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 transactions with the related parties are in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the standalone financial statements as required by the accounting standards.

(xiv) According to the information and explanations given by the management, the Company has complied with the provisions of Section 42 of the Companies Act, 2013 in respect of the shares issued through Qualified Institutions Placement (QIP) during the year. The proceeds from QIP were ₹ 80,000 Lakhs. The proceeds of the issue (net of share issue expenses of ₹ 893 Lakhs) have been utilised for the purposes for which the funds were raised except for unutilised funds amounting to ₹ 55,957 Lakhs which pending utilisation for the objects of QIP, have temporarily been invested in highly liquid debt mutual funds and fixed deposits with banks. During the year, the Company did not make preferential allotment/ private placement of fully/ partly convertible debentures.

(xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with them. Accordingly, the provisions of paragraph 3(xv) of the Order are not applicable to the Company.

(xvi) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No.: 101248W/W-100022

Adhir Kapoor
Partner
Membership No.: 098297
ICAI UDIN.: 21098297AAAABC7534

Place: New Delhi
Date: June 02, 2021

Annexure B to the Independent Auditor's Report on the standalone financial statements of PVR Limited for the year ended March 31, 2021

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013

(Referred to in paragraph (2) (A) (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to standalone financial statements of PVR Limited ('the Company') as of March 31, 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at March 31, 2021, based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the 'Guidance Note').

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as 'the Act').

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements were established and maintained and whether such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to standalone financial statements.

Meaning of Internal Financial Controls with Reference to Standalone Financial Statements

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Standalone Financial Statements

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal financial controls with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No.: 101248W/W-100022

Adhir Kapoor
Partner
Membership No.: 098297
ICAI UDIN.: 21098297AAAABC7534

Place: New Delhi
Date: June 02, 2021

Standalone Balance Sheet

as at March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	Note	March 31, 2021	March 31, 2020
ASSETS			
Non-current assets			
Property, plant and equipment	3	**145,184**	159,002
Capital work-in-progress	3	**21,710**	15,471
Right-of-use assets	4A	**272,320**	296,910
Goodwill	4B	**104,256**	104,256
Other intangible assets	4B	**15,456**	16,866
Financial assets			
Investments in subsidiaries	5A	**6,199**	6,059
Other investments	5B	**30**	50
Loans	13	**28,132**	26,682
Other financial assets	6	**2,716**	2,166
Deferred tax assets (net)	7	**39,567**	20,197
Income tax assets (net)	8A	**4,566**	4,527
Other non-current assets	8B	**8,729**	11,640
Total non-current assets (A)		**648,865**	**663,826**
Current assets			
Inventories	9	**2,325**	2,896
Financial assets			
Investments	10	**90**	117
Trade receivables	11	**1,985**	17,122
Cash and cash equivalents	12A	**54,573**	31,335
Bank balances other than cash and cash equivalents, above	12B	**17,580**	671
Loans	13	**5,845**	5,833
Other financial assets	6	**2,555**	2,516
Other current assets	8B	**11,248**	8,924
Total current assets (B)		**96,201**	**69,414**
Total assets (A+B)		**745,066**	**733,240**
Equity and liabilities			
Equity			
Equity share capital	14	**6,076**	5,135
Other equity	15	**177,966**	141,187
Total equity (A)		**184,042**	**146,322**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	16	**97,999**	91,344
Lease liabilities	17	**337,329**	353,250
Other financial liabilities	21	**7,796**	10,347
Provisions	18	**1,709**	1,257
Other non-current liabilities	22	**5,237**	5,709
Total non-current liabilities (B)		**450,070**	**461,907**
Current liabilities			
Financial liabilities			
Borrowings	19	**11,899**	18,556
Lease liabilities	17	**24,107**	20,190
Trade payables	20		
Total outstanding dues of micro enterprises and small enterprises		**1,046**	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		**17,895**	29,325
Other financial liabilities	21	**34,177**	30,158
Provisions	18	**409**	418
Other current liabilities	22	**21,421**	26,364
Total current liabilities (C)		**110,954**	**125,011**
Total liabilities (B+C)		**561,024**	**586,918**
Total equity and liabilities (A+B+C)		**745,066**	**733,240**
Summary of significant accounting policies	2.2		

The accompanying notes are an integral part of the standalone financial statements.
As per our report of even date attached.

For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

Adhir Kapoor
Partner
ICAI Membership Number: 098297

Place: New Delhi
Date: June 02, 2021

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

Ajay Bijli
Chairman cum Managing Director
DIN: 00531142

Sanjeev Kumar
Joint Managing Director
DIN: 00208173

Mukesh Kumar
Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: June 02, 2021

Standalone Statement of Profit and Loss

for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	Note	March 31, 2021	March 31, 2020
INCOME			
Revenue from operations	23	**22,572**	328,436
Other income	24	**47,275**	4,286
Total income		**69,847**	**332,722**
EXPENSES			
Movie exhibition cost		**4,680**	77,021
Consumption of food and beverages		**1,833**	25,927
Employee benefits expense	25	**20,742**	38,166
Finance costs	26	**49,347**	47,984
Depreciation and amortisation expense	27	**56,349**	53,306
Other operating expenses	28	**28,271**	80,774
Total expenses		**161,222**	**323,178**
Profit/(loss) before tax		**(91,375)**	**9,544**
Tax expense:			
Current tax		**(64)**	2,882
Deferred tax (including MAT credit entitlement) (refer note 7)		**(18,961)**	3,646
Total tax expense		**(19,025)**	**6,528**
Profit/(loss) for the year (A)		**(72,350)**	**3,016**
Other comprehensive income			
Items that will not be reclassified to profit or loss in subsequent period	29	**(8)**	(682)
Items that will be reclassified to profit or loss in subsequent period		**-**	-
Other comprehensive income for the year (net of tax) (B)		**(8)**	**(682)**
Total comprehensive income for the year (A+B) (comprising profit/(loss) and other comprehensive income for the year)		**(72,358)**	**2,334**
Earnings per equity share on Net Profit/(loss) after tax	30		
[Nominal Value of share ₹ 10 each (March 31, 2020: ₹10 each)]			
Basic		**(131.23)**	5.96
Diluted		**(131.23)**	5.93
Summary of significant accounting policies	2.2		

The accompanying notes are an integral part of the standalone financial statements.
As per our report of even date attached.

For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

Adhir Kapoor
Partner
ICAI Membership Number: 098297

Place: New Delhi
Date: June 02, 2021

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

Ajay Bijli
Chairman cum Managing Director
DIN: 00531142

Sanjeev Kumar
Joint Managing Director
DIN: 00208173

Mukesh Kumar
Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: June 02, 2021

Standalone Statement of Cash Flows

for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	March 31, 2021	March 31, 2020
Cash flows from operating activities:		
Profit/(loss) before tax	**(91,375)**	**9,544**
Adjustments to reconcile profit/(loss) before tax to net cash flows:		
Depreciation on tangible assets	**20,996**	20,346
Amortisation on intangible assets	**1,683**	1,706
Amortisation on right-of-use assets	**33,670**	31,254
Allowance for doubtful debts and advances	**1,034**	1,457
Bad debts/advances written off	**-**	56
Net (gain)/loss on disposal of property, plant and equipment	**(6)**	(42)
Interest income	**(2,256)**	(1,902)
Finance costs	**49,063**	47,118
Share based payment expense	**296**	120
Inventories written off	**560**	183
Convenience fees (Time value of money adjustment)	**(3,174)**	(2,452)
Liabilities written back (including COVID-19 related rent concessions)	**(43,502)**	(183)
Miscellaneous income	**(457)**	(231)
	(33,468)	**106,974**
Working capital adjustments:		
Increase/(Decrease) in provisions	**431**	(143)
(Decrease) in trade and other payables	**(19,391)**	(16,423)
Decrease/(Increase) in trade receivables	**13,812**	(985)
Decrease/(Increase) in inventories	**10**	(191)
Decrease/(Increase) in loans and advances and other assets	**(2,987)**	(4,386)
Cash generated from operations	**(41,593)**	**84,846**
Direct taxes paid (net of refunds)	**600**	(2,977)
Net cash flows from/(used in) operating activities (A)	**(40,993)**	**81,869**
Cash flows from investing activities		
Purchase of PPE, intangible assets, CWIP and capital advances	**(11,616)**	(34,595)
Proceeds from sale of PPE	**11**	129
Security deposits given to Mall Developers	**(625)**	(784)
Investment in subsidiaries	**(140)**	(1,300)
Loans given to subsidiaries	**(812)**	(8,625)
Loans repaid by subsidiaries	**-**	2,561
Interest received on deposits	**157**	801
Fixed deposits with banks	**(16,870)**	11
Net cash flows from/(used in) investing activities (B)	**(29,895)**	**(41,802)**
Cash flows from financing activities		
Proceeds from issue of equity shares	**109,305**	50,405
Proceeds from long-term borrowings	**31,257**	26,419
Repayment of long-term borrowings	**(20,414)**	(33,163)
Proceeds from short-term borrowings	**72,407**	35,000
Repayment of short-term borrowings	**(65,607)**	(35,000)
Repayment of lease liabilities (includes interest on lease liabilities)	**(9,590)**	(49,621)
Payment of dividend and tax thereon	**-**	(3,600)
Interest paid on borrowings	**(9,802)**	(11,488)
Net cash flow from/(used in) financing activities (C)	**107,556**	**(21,048)**
Net increase in cash and cash equivalents (A + B + C)	**36,668**	**19,019**
Cash and cash equivalents at the beginning of the year	**17,779**	(1,240)
Cash and cash equivalents at the end of the year	**54,447**	**17,779**

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	March 31, 2021	March 31, 2020
Components of cash and cash equivalents		
Cash on hand	**211**	89
Balance with banks:		
On current accounts	**5,782**	10,040
On deposits with original maturity of less than three months	**-**	10,000
Investment in Mutual fund	**48,580**	11,206
Cash and cash equivalents (refer note 12A)	**54,573**	**31,335**
Less: Secured bank overdraft (refer note 19)	**(126)**	(13,556)
Total cash and cash equivalents	**54,447**	**17,779**

Notes:

- The Standalone Statement of Cash Flows has been prepared in accordance with 'Indirect method' as set out in the Ind AS - 7 'Statement of Cash Flows'.
- During the year, the Company paid in cash ₹ 242 Lakhs (March 31, 2020: ₹ 468 Lakhs) towards corporate social responsibility (CSR) expenditure (Refer note 37).
- Reconciliation between the opening and closing balances in the standalone balance sheet for liabilities arising from financing activities is as below:

Particulars	Non-current borrowings[1]	Current borrowings
Opening balance as at April 01, 2020[2]	**110,848**	**5,000**
Cash flows during the year:		
- Proceeds	**31,257**	72,407
- Repayments	**(20,414)**	(65,607)
Non-cash changes due to:		
- Moratorium interest converted to loan	**1,968**	-
Closing balance as at March 31, 2021[2]	**123,659**	**11,800**
[1]Includes current maturities of non-current borrowings.		
[2]Opening and closing balance excludes transaction cost.		
Summary of significant accounting policies	**2.2**	

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date attached.

For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

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

Ajay Bijli
Chairman cum Managing Director
DIN: 00531142

Sanjeev Kumar
Joint Managing Director
DIN: 00208173

Adhir Kapoor
Partner
Membership Number: 098297

Mukesh Kumar
Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: June 02, 2021

Place: New Delhi
Date: June 02, 2021

Standalone Statement of Changes in Equity

for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

A. Equity Share Capital

	March 31, 2021	March 31, 2020
Balance at the beginning of the year	5,135	4,674
Changes in equity share capital during the year	941	461
Balance at the end of the year	**6,076**	**5,135**

B. Other Equity

Particulars	Reserves and Surplus							Other comprehensive income		Total
	Capital reserve	Securities premium	Debenture redemption reserve	General reserve	Share options outstanding account	Share Pending Issuance	Retained earnings	Re-measurement gains/(loss) on defined benefit plans	Gain/(loss) on equity instruments designated at FVTOCI	
As at March 31, 2019	602	47,125	7,930	4,030	611	24,999	59,975	(612)	(1,762)	142,898
Adjustment on adoption of Ind AS 116	-	-	-	-	-	-	(50,866)	-	-	(50,866)
Restated balance as at March 31, 2019	602	47,125	7,930	4,030	611	24,999	9,109	(612)	(1,762)	92,032
Profit/(loss) for the year	-	-	-	-	-	-	3,016	-	-	3,016
Other comprehensive income (net of tax) (refer note 29)	-	-	-	-	-	-	-	138	(820)	(682)
	602	47,125	7,930	4,030	611	24,999	12,125	(474)	(2,582)	94,366
Employee stock compensation for options granted	-	1,620	-	-	124	-	-	-	-	1,744
Transferred from stock options outstanding	-	-	-	-	(203)	-	-	-	-	(203)
Transfer to Debenture redemption reserve[2]	-	-	(7,930)	-	-	-	7,930	-	-	-
Securities premium received on account of QIP[3]	-	49,044	-	-	-	-	-	-	-	49,044
Securities premium on account of business combination	-	24,839	-	-	-	(24,999)	-	-	-	(160)
Dividends (including CDT[1])	-	-	-	-	-	-	(3,604)	-	-	(3,604)

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	Reserves and Surplus							Other comprehensive income		Total
	Capital reserve	Securities premium	Debenture redemption reserve	General reserve	Share options outstanding account	Share Pending Issuance	Retained earnings	Re-measurement gains/(loss) on defined benefit plans	Gain/(loss) on equity instruments designated at FVTOCI	
As at March 31, 2020	**602**	**122,628**	**-**	**4,030**	**532**	**-**	**16,451**	**(474)**	**(2,582)**	**141,187**
Profit/(loss) for the year	-	-	-	-	-	-	(72,350)	-	-	(72,350)
Other comprehensive income (net of tax) (refer note 29)	-	-	-	-	-	-	-	(8)	-	(8)
	602	**122,628**	**-**	**4,030**	**532**	**-**	**(55,899)**	**(482)**	**(2,582)**	**68,829**
Employee stock compensation for options granted	-	467	-	-	391	-	-	-	-	858
Transferred from stock options outstanding	-	93	-	-	(93)	-	-	-	-	-
Securities premium received on account of rights issue [4]	-	29,450	-	-	-	-	-	-	-	29,450
Securities premium received on account of QIP [5]	-	78,846	-	-	-	-	-	-	-	78,846
Debenture issue expenses (net of deferred tax of ₹ 9 Lakhs)	-	(17)	-	-	-	-	-	-	-	(17)
As at March 31, 2021	**602**	**231,467**	**-**	**4,030**	**830**	**-**	**(55,899)**	**(482)**	**(2,582)**	**177,966**

[1] Corporate Dividend Tax

[2] Pursuant to Companies (Share Capital and Debentures) Amendment Rules, 2019, the requirement with respect to creation of DRR has been done away with accordingly the outstanding balance of DRR is transferred to retained earnings.

[3] Securities premium on issues of shares via QIP is net of Share issue expenses amounting to ₹ 665 Lakhs (net of deferred tax ₹ 358 Lakhs).

[4] Securities premium on issues of shares via rights issue is net of Share issue expenses amounting to ₹ 147 Lakhs (net of deferred tax ₹ 78 Lakhs).

[5] Securities premium on issues of shares via QIP is net of Share issue expenses amounting to ₹ 598 Lakhs (net of deferred tax ₹ 295 Lakhs).

Summary of significant accounting policies 2.2

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date attached.

For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

Adhir Kapoor
Partner
Membership Number: 098297

Place: New Delhi
Date: June 02, 2021

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

Ajay Bijli
Chairman cum Managing Director
DIN: 00531142

Sanjeev Kumar
Joint Managing Director
DIN: 00208173

Mukesh Kumar
Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: June 02, 2021

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

1 Reporting entity

PVR Limited ('the Company') is a public limited company domiciled in India and incorporated under the provisions of the Indian Companies Act with its registered office located at '61, Basant lok, Vasant Vihar, New Delhi – 110 057, India. The Company's equity shares are listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) in India.

The Company is in the business of movie exhibition & production and operates largest cinema circuit across India. The Company earns revenue from sale of movie tickets, in-cinema advertisements/product displays and sale of food and beverages and restaurant business.

2 Significant accounting policies

2.1 Basis of preparation

(a) Statement of compliance

These Standalone Financial Statements comply with the Indian Accounting Standards ('Ind AS') as prescribed under Section 133 of the Companies Act, 2013 (the 'Act'), read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, relevant provisions of the Act and other accounting principles generally accepted in India.

These Standalone Financial Statements for the year ended March 31, 2021 are approved by the Audit Committee and Board of Directors at its meeting held on June 02, 2021.

(b) Functional and presentation currency

These Standalone Financial Statements are presented in Indian ₹ (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest Lakhs, unless otherwise indicated.

(c) Basis of Measurement

These Standalone Financial Statements have been prepared on an accrual basis and under the historical cost convention, except for the following assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments, refer note 2.2(v))

(d) Critical accounting estimates and judgements

In preparing these Standalone Financial Statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Information about significant areas of estimation and judgements in applying accounting policies that have the most significant effect on the Standalone Financial Statements are as follows:

- Note 2.2 (o) (iii) and 31 – measurement of defined benefit obligations: key actuarial assumptions;
- Note 2.2 (b), (c), (d), 3 and 4B – measurement of useful life and residual values of property, plant and equipment and intangible assets;
- Note 34 – Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/ claim/ litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy;
- Note 2.2 (t) – judgement required to determine ESOP assumptions;
- Note 2.2 (p) – judgement required to determine probability of recognition of current tax, deferred tax assets and MAT credit entitlement;
- Note 2.2 (v)– fair value measurement of financial instruments, and
- Note 2.2 (i)(iii) and 4A– Determination of lease term for computation of lease liabilities and right of use assets and discount rate used for discounting the lease payments to compute the present value of lease liabilities.

There are no assumptions and estimation uncertainties that have a significant risk resulting in a material adjustment within the next financial year.

2.2 Summary of significant accounting policies

(a) Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is treated as current when it satisfies any of the following criteria:

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when it satisfies any of the following criteria:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle

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to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

for the purpose of classification of assets and liabilities as current and non-current.

(b) Property, plant and equipment (PPE)

(i) Recognition and measurement:

PPE are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price (net of trade discounts, rebates and refundable taxes) and any directly attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition or construction of PPE which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready for their intended use. Leasehold improvements represent expenses incurred towards civil works, interior furnishings, etc. on the leased premises at various cinema locations.

Expenditure directly relating to construction activity are capitalised. Indirect expenditure incurred during construction period is capitalised as part of the indirect construction cost to the extent expenditure is directly related to construction or is incidental thereto. Other indirect expenditure (including borrowing costs) incurred during the construction period, which is not related to the construction activity nor is incidental thereto is charged to the Statement of Profit and Loss. Expenses those are capitalised are considered as pre-operative expenses and are disclosed under capital work-in-progress until the project is capitalised.

An item of property, plant and equipment and any significant part initially recognised is de-recognised upon disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognised.

The Company identifies any particular component embedded in the main asset having significant value to total cost of asset and also a different life as compared to the main asset.

The residual values, useful lives and methods of depreciation of PPE are reviewed at each financial year end and adjusted prospectively, if appropriate.

Amount paid towards the acquisition of property, plant and equipment outstanding as of each reporting date and the cost of property, plant and equipment not ready for intended use before such date are disclosed under Capital advances and Capital work-in-progress respectively.

(ii) Subsequent expenditure:

Subsequent expenditure on additions and betterment of operational properties are capitalised, only if, it is probable that the future economic benefits associated with the expenditure will flow to the Company and expenditures for maintenance and repairs are charged to Statement of Profit and Loss as incurred.

(c) Depreciation on property, plant and equipment (PPE)

Depreciation is calculated on cost of items of PPE less their estimated residual values over their useful lives using straight-line method and is generally recognised in the Statement of Profit and Loss. Estimated useful life of the assets are generally in line with the useful lives as prescribed under Part C of Schedule II to the Companies Act, 2013 except in the following cases, where the management based on technical and internal assessment considers life to be different than prescribed under Schedule II. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Particulars	Useful life as per Schedule II (in years)	Management estimate of Useful life (in years)
Concession equipments	15	8
Gaming equipments	15	13.33
Projectors	13	10
Furniture & fixtures	8	5 to 10.53
Vehicles	8	5
LCD's	5	4

The Company has estimated the residual value @ 5% of original cost for all assets except for sound and projections equipment's which are taken @ 10% of original cost based on technical assessment done by management.

Leasehold improvements are amortised on a straight-line basis over the estimated period of lease including renewals or unexpired period of lease, whichever is shorter. The Company has estimated the residual value @ 20% of original cost for leasehold improvement where the lease term considered is shorter than the agreed lease term as per agreement.

Depreciation is not recorded on capital work-in-progress until construction and installation are complete and the asset is ready for its intended use.

Depreciation on addition (disposal) is provided on a pro-rata basis i.e. from (up to) the date on which assets is ready for use (disposed off). Further, depreciation includes accelerated depreciation of ₹ 501 Lakhs (March 31, 2020: ₹ 705 Lakhs) on account of change in estimate of useful lives of property, plant and equipment resulting from Cinema closure earlier than planned or due to renovation.

(d) Intangible assets

(i) Recognition and Measurement:

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

(ii) Subsequent Expenditure:

Subsequent expenditure is capitalised only when it increase the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in the statement of profit or loss as incurred.

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to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

(iii) The useful life and the basis of amortisation and impairment losses are as under:

a) Software

Cost relating to purchased software and software licenses are capitalised and amortised on a straight-line basis over their estimated useful lives of 6 years.

b) Goodwill

Goodwill on acquisitions is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses if any. Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes.

c) Film Right's

The intellectual property rights acquired/created in relation to films are capitalised as film rights. The amortisation policy is as below:

(a) In respect of films which have been co-produced/co-owned/acquired and in which the Company holds rights for a period of 5 years and above as below:

- 60% to 80% of the cost of film rights on first domestic theatrical release of the film based on the management estimates. The said amortisation relates to domestic theatrical rights, international theatrical rights, television rights, music rights and video rights etc.

In case these rights are not exploited along with or prior to their first domestic theatrical release, proportionate cost of such right is carried forward to be written off as and when such right is commercially exploited or at the end of 1 year from the date of first domestic theatrical release, whichever occurs earlier.

- Balance 40% to 20% is amortised over the remaining license period based on an estimate of future revenue potential subject to a maximum period of 10 years.

(b) In respect of films, where the Company holds rights for a limited period of 1 to 5 years, entire cost of movies rights acquired or produced by the Company is amortised on first theatrical release of the movie. The said amortisation relates to domestic theatrical rights, international theatrical rights, television rights, music rights and video rights and others.

In case these rights are not exploited along with or prior to the first domestic theatrical release, proportionate cost of such right is carried forward to be written off as and when such right is commercially exploited or at the end of 1 year from the date of first theatrical release, whichever occurs earlier.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Amortisation method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

d) Brands and Beneficial lease rights

Intangible assets resulting from acquisition of SPI Cinemas comprise of 'Beneficial Lease Rights' which are amortised on straight-line basis over remaining lease period and 'Brands' which are amortised on straight-line basis over a period of 20 years and tested for impairment annually.

(e) Borrowing costs and for further points

Borrowing cost includes interest, amortisation of ancillary costs incurred in connection with the arrangement of borrowings. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective asset. All other borrowing costs are expensed in the Statement of Profit and Loss as incurred.

(f) Impairment of non-financial assets

The Company assesses at each reporting date whether, there is an indication that an asset may be impaired. If an indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

Impairment loss, if any is recognised in the Statement of Profit and Loss.

For assets excluding goodwill, an assessment is made at each reporting date to determine, whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years.

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Such reversal is recognised in the Statement of Profit and Loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

(g) Investment

Investment in subsidiaries are carried at cost less accumulated impairment, if any.

(h) Inventories

Inventories are valued as follows:

(a) Food and beverages

Lower of cost and net realisable value. Cost is determined on weighted average basis.

(b) Stores and spares

Lower of cost and net realisable value. Cost is determined on First In First Out (FIFO) basis.

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs necessary to make the sale.

The comparison of cost and Net realisable value is made on an item-by-item basis.

(i) Leases

(i) Determining whether an arrangement contains a lease

An arrangement is, or contains, a lease if the arrangement conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

(ii) Assets held under lease

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of- use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of estimated lease term or useful life of right-of-use asset.

Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Company has elected not to apply the requirements of Ind AS 116 'Leases' to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

(iii) Transition to Ind AS 116 – 'Leases':

Ministry of Corporate Affairs ('MCA') through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, had notified Ind AS 116 Leases which replaces the existing lease standard, Ind AS 17 Leases and other interpretations. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet lease accounting model for lessees. The Company had adopted Ind AS 116, effective annual reporting period beginning April 01, 2019 and applied the standard to its leases, retrospectively, with the cumulative effect of initially applying the standard, recognised on the date of initial application (April 01, 2019).

(j) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company, and the revenue can be reliably measured regardless of when the payment is being made. Revenue excludes goods and service tax, sales tax and local body taxes if any which are collected by the Company on behalf of the Government and deposited to the credit of respective Governments.

The following specific recognition criteria must also be met before revenue is recognised:

(i) Income from sale of movie tickets (Box office revenue)

Revenue from sale of movie tickets is recognised as and when the film is exhibited.

(ii) Sale of food and beverages

Revenue from sale of food and beverages is recognised upon passage of title to customers, which coincides with their delivery to the customer.

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(₹ in lakhs, except for per share data and if otherwise stated)

(iii) Revenue from gift vouchers and breakage revenue

Non-refundable Gift cards and vouchers are sold to customers, that give customers the right to receive goods or services in the future. The prepayment amount received from the customer is recognised as unearned revenue liability. If a customer does not exercise their right, this amount is recognised as breakage revenue in proportion to the pattern of rights exercised by the customer as there is an expectation that the Company will be entitled to breakage revenue and that it is considered highly probable and a significant reversal will not occur in the future.

(iv) Income from movie production

Revenues from film produced, co-produced/co-owned are accounted for based on the terms of the agreement.

(v) Advertisement revenue

Advertisement revenue is recognised as and when advertisement are displayed at the cinema halls and in accordance with the term of the agreement.

(vi) Management fee

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

(vii) Convenience fee

Convenience fee is recognised as and when the movie tickets are sold on digital platforms. Further, in case of fixed contracts with digital ticketing partners, revenue is recognised on accrual basis in accordance with the terms of the agreement.

(viii) Rental and food court income

Rental Income is recognised on accrual basis for the period the space in cinema and food court is let out as per the lease arrangement.

(ix) Gaming income

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

(x) Virtual print fees income

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

(xi) Interest income

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the Statement of Profit and Loss.

(xii) Dividend income

Dividend Income is recognised when the Company's right to receive dividend is established, which is generally when shareholders approve the dividend.

(xiii) Loyalty

The Company operates a loyalty programme 'PVR PRIVILIGE' where a customer earn points as and when the customer transacts with the Company, these points can be redeemed in the future for goods and services. Under Ind AS 115, the loyalty programme gives rise to a separate performance obligation as it provides a material right to the customer. The Company allocates a portion of transaction price to the loyalty programme based on relative standalone selling price, instead of allocating using the fair value of points issued.

(k) Government grant

Grants and subsidies from the government are recognised when there is reasonable assurance that the grant/subsidy will be received and all attaching conditions will be complied with. When the grant or subsidy relates to an expense item, it is recognised as income over the periods necessary to match them on a systematic basis to the costs, which it is intended to compensate. Similarly, where the grant relates to an asset, it is recognised as deferred income and released to income in equal instalments over the expected useful life of the related assets.

(l) Foreign currency transaction and translations

Transactions and balances

Transactions in foreign currencies are initially recorded in functional currency's spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies remaining unsettled are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

(m) Business combination and goodwill

Business combinations are accounted for using the acquisition method. At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired

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(₹ in lakhs, except for per share data and if otherwise stated)

in a business combination are measured at the basis indicated below:

- Liabilities or equity instruments related to share based payment arrangements of the acquiree or share – based payments arrangements of the Company entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payments at the acquisition date;
- Assets (or disposal Company's) that are classified as held for sale in accordance with Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that standard; and
- Reacquired rights are measured at a value determined on the basis of the remaining contractual term of the related contract. Such valuation does not consider potential renewal of the reacquired right.

When the Company acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

If the business combination is achieved in stages, any previously held equity interest is re-measured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss or Other comprehensive income, as appropriate.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS 109 Financial Instruments, is measured at fair value with changes in fair value recognised in profit or loss. If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind AS. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and subsequent its settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Company re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through Other comprehensive income.

As a result from business combination, the Company as whole has gained synergies relating to increase in revenue, decrease of certain operational cost and effective vendor negotiation. The Company as a whole is considered as a CGU, and there are no other CGU's identifiable to which Goodwill from business combinations is allocated.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed off, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Company reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognised at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date.

(n) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the Standalone Financial Statements are categorised

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within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the Standalone Financial Statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

External valuer's are involved for valuation of significant assets, liabilities, such as ESOP, Gratuity etc.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Financial instruments (including those carried at amortised cost) (note 2.2(v))

(o) Employee benefits

The Company participates in various employee benefit plans. Post-employment benefits are classified as either defined contribution plans or defined benefit plans.

The Company has the following employee benefit plans:

(i) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services is provided. A liability is recognised for the amount expected to be paid e.g. under short-term cash bonus, incentives, if the Company has a present legal or constructive obligation to pay this amount as a result of past services provided by the employee, and the amount of obligation can be estimated reliably.

(ii) Defined contribution plan

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as expenditure, when an employee renders service.

(iii) Defined benefit plan

Gratuity is a defined benefit obligation. The Company has approved gratuity funds managed with ICICI Prudential Life Insurance Company Limited and Bajaj Allianz Life Insurance Company Limited, Birla Sunlife Insurance Company Limited and Life Insurance Corporation of India for the payment of gratuity to the employees. The Company's obligation in respect of the gratuity plan, which is a defined benefit plan, is provided for based on actuarial valuation using the projected unit credit method. Actuarial gains or losses are recognised in other comprehensive income.

(iv) Other long-term employee benefits

The employees of the Company are entitled to compensated absences. The employees can carry forward a portion of the unutilised accumulating compensated absences and utilise it in future periods or receive cash at retirement or termination of employment. The Company records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement. The Company measures the expected cost of compensated absences as the additional amount that the Company expects to pay as a result of the unused entitlement that has accumulated at the end of the reporting period. The Company recognises accumulated compensated absences based on actuarial valuation. Non-accumulating compensated absences are recognised in the period in which the absences occur.

(p) Income taxes

Income tax comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. It is recognised in Statement of Profit and Loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in OCI.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except

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(₹ in lakhs, except for per share data and if otherwise stated)

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

At each reporting date, the Company re-assesses unrecognised deferred tax assets. It recognises unrecognised deferred tax asset to the extent that it has become reasonably certain, that sufficient future taxable income will be available against which such deferred tax assets can be realised.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain, as the case may be, that sufficient future taxable income will be available.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The Company recognises MAT credit entitlement as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e. the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognises MAT credit as an asset, the said asset is created by way of credit to the Statement of Profit and Loss and shown as 'MAT Credit Entitlement.' The Company reviews the 'MAT Credit Entitlement' asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

(q) Earnings per share

The Company presents basic and diluted earnings per share ('EPS') data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares (unless the effect is anti-dilutive), which includes all stock options granted to employees.

(r) Provisions

General

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on best management estimate required to settle the obligation at each Balance Sheet date. These are reviewed at each Balance Sheet date and are adjusted to reflect the current best management estimates.

Contingent liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the Standalone Financial Statements.

(s) Cash and Cash equivalents

Cash and cash equivalents comprise cash at bank, cash in hand and short-term investments with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

(t) Share based payments

In accordance, with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and Ind AS 102 Share-based Payments, the cost of equity-settled transactions is measured using the fair value method. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The expense or credit recognised in the Statement of Profit and Loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense, together with a corresponding increase in the 'Employee Stock options outstanding account' in reserves. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest.

(u) Dividend

The Company recognises a liability to make dividend distributions to equity holders when the distribution is approved by the shareholders.

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

(v) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e. the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI).

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the statement of profit and loss. This category generally applies to trade and other receivables.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). However, the Company recognises interest income, impairment losses & reversals and foreign exchange gain or loss in the statement of profit & loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to the Statement of Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorisation as at amortised cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortised cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Company has not designated any debt instrument as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

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to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognised in OCI. These gains/loss are not subsequently transferred to statement of profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The Company has not designated any financial liability as at fair value through profit and loss.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss. This category generally applies to borrowings.

Trade and other payable

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are generally unsecured. Trade and other payable are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using effective interest method.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- Financial assets that are debt instruments, and are measured at amortised cost e.g. loans, debt securities, deposits, trade receivables and bank balance;
- Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18.

The Company impairs its trade receivables basis past experience and trend. Other financial asset, are impaired on case to case basis.

(w) Corporate Social Responsibility ('CSR') expenditure:

CSR expenditure incurred by the Company is charged to the Statement of Profit and Loss.

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

3 Property, plant and equipment

Particulars	Freehold Land	Leasehold Land	Building	Leasehold Improvements	Plant & Machinery	Furniture & Fittings	Office Equipments	Vehicles	Total	Capital Work-in-progress
As at March 31, 2019	2	797	10	77,566	90,545	22,021	4,987	611	196,539	
Additions	-	-	70	12,884	15,099	5,024	969	894	34,940	
Adjustment on account of adoption of Ind AS 116	-	(797)	-	-	(4,468)	-	-	-	(5,265)	
Disposals and discard	-	-	-	(402)	(1,916)	(694)	(368)	(320)	(3,700)	
As at March 31, 2020	**2**	**-**	**80**	**90,048**	**99,260**	**26,351**	**5,588**	**1,185**	**222,514**	
Additions	-	-	-	2,181	3,810	917	272	3	7,183	
Disposals and discard	-	-	-	(39)	(25)	(192)	-	(20)	(276)	
As at March 31, 2021	**2**	**-**	**80**	**92,190**	**103,045**	**27,076**	**5,860**	**1,168**	**229,421**	
Depreciation										
As at March 31, 2019	**-**	**11**	**-**	**16,572**	**21,535**	**6,996**	**2,543**	**397**	**48,054**	
Charge for the year	-	-	2	7,267	8,797	3,153	1,005	122	20,346	
Adjustment on account of adoption of Ind AS 116	-	(11)	-	-	(1,263)	-	-	-	(1,274)	
Disposals and discard	-	-	-	(400)	(1,863)	(677)	(368)	(306)	(3,614)	
As at March 31, 2020	**-**	**-**	**2**	**23,439**	**27,206**	**9,472**	**3,180**	**213**	**63,512**	
Charge for the year	-	-	3	7,489	9,221	3,207	843	233	20,996	
Disposals and discard	-	-	-	(39)	(24)	(189)	-	(19)	(271)	
As at March 31, 2021	**-**	**-**	**5**	**30,889**	**36,403**	**12,490**	**4,023**	**427**	**84,237**	
Net Block										
As at March 31, 2020	**2**	**-**	**78**	**66,609**	**72,054**	**16,879**	**2,408**	**972**	**159,002**	**15,471**
As at March 31, 2021	**2**	**-**	**75**	**61,301**	**66,642**	**14,586**	**1,837**	**741**	**145,184**	**21,710**

Notes:

i. Capital Work-in-progress

Capital work-in-progress represents leasehold improvements, plant and machinery and other assets under installation and cost relating thereto.

ii. For details regarding charge on property plant and equipment, refer note 16.

iii. Capitalised borrowing costs

The amount of borrowing costs capitalised during the year ended March 31, 2021 was ₹ 278 Lakhs (March 31, 2020: ₹ 541 Lakhs).

4A Right-of-use assets

Particulars	Class of assets			
	Cinema Properties	Plant and Machinery	Leasehold Land	Right-of-use assets
	A	B	C	A+B+C
Addition on account of adoption of Ind AS 116	261,312	3,205	786	265,303
Additions	63,213	-	-	63,213
Disposals and discard	(352)	(10)	-	(362)
As at March 31, 2020	**324,173**	**3,195**	**786**	**328,154**
Additions	11,824	-	-	11,824
Disposals and discard	(3,248)	-	-	(3,248)
As at March 31, 2021	**332,749**	**3,195**	**786**	**336,730**
Amortisation				
For the year	30,830	422	2	31,254
Deductions/Adjustments	-	(10)	-	(10)
As at March 31, 2020	**30,830**	**412**	**2**	**31,244**
For the year	33,249	413	8	33,670
Deductions/Adjustments	(504)	-	-	(504)
As at March 31, 2021	**63,575**	**825**	**10**	**64,410**
Net Block				
As at March 31, 2020	**293,343**	**2,783**	**784**	**296,910**
As at March 31, 2021	**269,174**	**2,370**	**776**	**272,320**

Leasehold land situated at Chennai, Tamil Nadu amounting to ₹ 797 Lakhs (March 31, 2020: ₹ 797 Lakhs) (Gross block), is in the name of SPI Cinemas Private Limited, which was acquired pursuant to the Scheme of Amalgamation approved by the National Company Law Tribunal. Due to the amalgamation, the mutation of name is pending in the favor of the Company.

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

4B Intangible assets

Particulars	Goodwill	Other intangible assets				
		Software Development	Brand	Beneficial lease rights	Movie Rights	Other Intangible Assets
	A	B	C	D	E	B+C+D+E
As at March 31, 2019	104,383	3,634	7,263	9,422	606	20,925
Additions	-	582	-	-	-	582
Adjustment on account of Business combination (refer note 42)	(127)	-	-	-	-	-
As at March 31, 2020	**104,256**	**4,216**	**7,263**	**9,422**	**606**	**21,507**
Additions	-	273	-	-	-	273
As at March 31, 2021	**104,256**	**4,489**	**7,263**	**9,422**	**606**	**21,780**
Amortisation						
As at March 31, 2019	-	1,586	298	445	606	2,935
For the year	-	580	405	721	-	1,706
As at March 31, 2020	**-**	**2,166**	**703**	**1,166**	**606**	**4,641**
For the year	-	607	357	719	-	1,683
As at March 31, 2021	**-**	**2,773**	**1,060**	**1,885**	**606**	**6,324**
Net Block						
As at March 31, 2020	**104,256**	**2,050**	**6,560**	**8,256**	**-**	**16,866**
As at March 31, 2021	**104,256**	**1,716**	**6,203**	**7,537**	**-**	**15,456**

Note:

Impairment testing of Goodwill:

Goodwill represents excess of consideration paid over the net assets acquired. This is monitored by the management at the level of cash generating unit (CGU) and is tested annually for impairment. Cinemax India Limited, Cinema exhibition undertaking of DLF Utilities Limited and SPI Cinemas Private Limited acquired in financial year 2012-13, 2016-17 and 2018-19 respectively is now completely integrated with the existing cinema business of the Company, and accordingly is monitored together as one CGU. The Company tested goodwill for impairment using a post-tax discounted cash flow methodology with a peer-based, risk-adjusted weighted average cost of capital, using discount rate of 10% to 12.5% p.a. and terminal growth rate of 5% to 10%. This long-term growth rate takes into consideration external macroeconomic sources of data. Such long-term growth rate considered does not exceed that of the relevant business and industry sector. We believe use of a discounted cash flow approach is the most reliable indicator of the fair values of the businesses. The Company believes that any reasonably possible change in the key assumptions on which a recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the cash-generating unit.

No impairment of goodwill was identified as of March 31, 2021.

5 Non-current investments

5A Investment in subsidiaries (unquoted, valued at cost)

	March 31, 2021	March 31, 2020
PVR Pictures Limited[1]	**3,102**	3,102
Equity share of ₹ 4 each 67,006,173 (March 31, 2020: 67,006,173)		
P V R Lanka Limited	**1,406**	1,406
Equity share of LKR 100 each 3,494,030 (March 31, 2020: 3,494,030)		
Zea Maize Private Limited	**1,070**	850
Equity share of ₹ 10 each 40,669 (March 31, 2020: 32,355)		
Zea Maize Private Limited [2]	**620**	700
0.01% Compulsory convertible preference shares of ₹10 each 23,095 (March 31, 2020: 26,198)		
PVR Middle East FZ LLC[3]		
Equity share of AED 1,000 each Nil (March 31, 2020: 50)	**-**	10
Less: Provision against value of investment	**-**	(10)
SPI Entertainment Project (Tirupati) Private Limited	**1**	1
Equity share of ₹ 10 each 10,000 (March 31, 2020: 10,000)		
	6,199	**6,059**

[1]During the previous year ended March 31, 2020, there was an additional capital infusion of ₹ 1,000 Lakhs in PVR Pictures Limited to subscribe 25,000,000 number of equity shares of ₹ 4/- each.

[2] During the year ended March 31, 2021, there was an additional capital infusion of ₹ 140 Lakhs (March 31, 2020: ₹ 300 Lakhs) in Zea Maize Private Limited, ₹ 70 Lakhs through 0.01% Compulsory convertible preference shares and ₹ 70 Lakhs through Equity shares. Further, 5,709 (March 31, 2020: 13,322) 0.01% Compulsory convertible preference shares were converted into 5,709 (March 31, 2020: 13,322) equity shares during the year ended March 31, 2021.

[3] During the previous year ended March 31, 2020, PVR Middle East FZ LLC was deregistered on January 30, 2020. Provision against the full investment value was taken during the previous financial year. Further, during year ended March 31, 2021 this investment has been written off.

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

5B Other Investments

Quoted equity shares	March 31, 2021	March 31, 2020
iPic Entertainment Inc.[1]	**2,581**	2,581
Common membership units of $ 18.13 each 220,629 (March 31, 2020: 220,629)		
Less: Diminution in the value of investment (refer note 29)	**(2,581)**	(2,581)
Net value of investment	**-**	-
Unquoted Government securities		
Government Securities– at amortised cost		
National savings certificates[2]	**120**	167
(Deposited with various tax authorities)		
	120	**167**
Less: Amount disclosed under current investments (refer note 10) (being due for maturity within next 12 months)	**90**	117
	30	**50**
Aggregate amount of unquoted investments	**6,319**	6,226
Aggregate amount of quoted investments	**2,581**	2,581
Aggregate amount of impairment in value of investments	**2,581**	2,591

[1] During the year ended March 31, 2018, the Company had acquired a minority stake for a value of USD 4 Million (equivalent to ₹ 2,581 Lakhs), in an American luxury restaurant-and-theatre Company "iPic Entertainment Inc." (formerly known as iPic-Gold Entertainment LLC). The Company designated this investment as equity shares at FVTOCI because these equity shares represent investments that the Company intends to hold for long-term strategic purpose. Accordingly, the fair value changes with respect to such investment has been recognised in OCI – 'Equity investments at FVTOCI'. Since IPIC had filed for bankruptcy under Chapter XI during FY 2019-20, the Company had created provision against the full investment value.

[2] The following National Saving Certificates held in the interest of the Company are pledged with various Indirect Tax Authorities.

	March 31, 2021	March 31, 2020
Managing Director	**20**	20
Employees	**83**	130
Promoters of the erstwhile subsidiary Company	**17**	17

6 Other financial assets

	Non-current		Current	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
Non-current bank balances (refer note 12B)	**160**	152	**-**	-
Interest accrued on:				
Fixed deposits	**11**	7	**116**	33
National saving certificate	**9**	13	**50**	66
Others[1]	**542**	-	**573**	17
	562	**20**	**739**	**116**
Revenue earned but not billed	**-**	-	**494**	987
Government grant receivable[2]	**1,994**	1,994	**1,322**	1,413
Total	**2,716**	**2,166**	**2,555**	**2,516**

[1] Includes interest accrued amounting to ₹ 1,114 Lakhs on loans given to related companies.

[2] The Entertainment tax/GST exemption in respect of some of the Multiplexes of the Company has been accounted on the basis of eligibility criteria as laid down in the respective erstwhile/current State Government schemes and applications filed with the authorities.

7 Deferred tax assets/liabilities (net) (includes MAT credit entitlement)

	March 31, 2021	March 31, 2020
Deferred tax liabilities		
Impact of differences in depreciation/amortisation in block of tangible and intangible assets as per tax books and financial books*	**27,304**	15,665
Gross deferred tax liabilities	**27,304**	**15,665**
Deferred tax assets[1]		
Impact of expenditure charged to the statement of profit and loss in the current year but allowable for tax purposes on payment basis	**742**	777
Allowance for doubtful debts and advances	**1,248**	1,169

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

	March 31, 2021	March 31, 2020
Ind AS 116 impact	21,117	22,774
Business loss carried forward	27,624	-
Others	6,298	1,322
Gross deferred tax assets	**57,029**	**26,042**
Net deferred tax (liabilities)/assets	**29,725**	**10,377**
Add: MAT credit entitlement[2]	9,842	9,820
Net deferred tax assets/(liabilities) (including MAT Credit entitlement)	**39,567**	**20,197**

[1] The Company has not accounted for Deferred tax assets on loss on fair valuation of 'iPic Entertainment Inc.' investment on account of absence of reasonable certainty.

[2] The MAT credit entitlement recognised by the Company represents that portion of MAT liability, which can be recovered and set off in subsequent years based on provisions of the Income Tax Act, 1961. The management, based on future projections, is of the view that there would be sufficient taxable income in foreseeable future, which will enable the Company to utilise MAT credit entitlement.

During the previous year, on September 20, 2019 the Government of India vide the Taxation Laws (Amendment) Ordinance, 2019 inserted Section 115BAA in the Income-tax Act, 1961 which provided domestic companies an option to pay corporate income tax at 22% plus applicable surcharge and cess ('New tax rate') subject to certain conditions therein. The Company had made an assessment of the impact of the Ordinance and decided to continue with existing tax structure until utilisation of accumulated MAT credit.

Further, Ind AS 12 requires deferred tax assets and liabilities to be measured using the enacted (or substantively enacted) tax rates expected to apply to taxable income in the years in which the temporary differences are expected to reverse. The Company had made estimates, based on its budgets, regarding income anticipated in foreseeable future years when those temporary differences are expected to reverse and measured the same at the New tax rate. The full impact of re-measurement of deferred tax assets/liabilities, including deferred tax assets created on transition to Ind AS 116 as at April 01, 2019, on account of this change has been recognised in Standalone Statement of Profit and Loss. The tax expense for the previous year ended March 31, 2020 include one time net charge of ₹ 3,174 Lakhs on account of re-measurement of deferred tax assets/liabilities.

* The Finance Act, 2021 has introduced amendments in various provisions of the Income Tax Act, 1961 to exclude 'goodwill of a business/profession' from the purview of intangible assets u/s 32(1)(ii) of the Income Tax Act, 1961 eligible for depreciation effective April 01, 2020 onwards. In accordance with the requirements of Ind AS 12 – Income Taxes, during the year ended March 31, 2021 the Company has recognised one time deferred tax expense amounting to ₹ 11,299 Lakhs as the outcome of difference between Goodwill as per books of account and its remaining unutilised tax base of ₹ Nil as per the aforementioned amendment. This deferred tax liability is not expected to be a cash flow item.

8A Income tax assets (net)

	Non-current		Current	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
Advance income tax (net of provision)	3,507	3,468	-	-
Income tax paid under protest (refer note 34(a))	1,059	1,059	-	-
	4,566	**4,527**	**-**	**-**

8B Other assets

	Non-current		Current	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
Prepaid expenses	2,197	2,113	1,045	1,174
	2,197	**2,113**	**1,045**	**1,174**
Capital advances				
Unsecured, considered good	5,103	8,681	-	-
	5,103	**8,681**	**-**	**-**
Advances recoverable in cash or kind				
Unsecured, considered good	242	208	2,362	3,140
Unsecured, considered doubtful	-	-	470	420
	242	**208**	**2,832**	**3,560**
Allowance for doubtful advances	-	-	(470)	(420)
	242	**208**	**2,362**	**3,140**
Others				
Balances with statutory authorities	1,187	638	7,841	4,610
	1,187	**638**	**7,841**	**4,610**
Total	**8,729**	**11,640**	**11,248**	**8,924**

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

9 Inventories (Valued at lower of cost or net realisable value)

	March 31, 2021	March 31, 2020
Food and beverages	1,211	1,634
Stores and spares	1,114	1,262
	2,325	2,896

10 Investments

	March 31, 2021	March 31, 2020
Investments (unquoted)		
National savings certificates (refer note 5B)	90	117
(Deposited with various State tax authorities)	90	117

11 Trade receivables

	March 31, 2021	March 31, 2020
Secured, considered good	-	2
Unsecured, considered good	1,985	17,120
Unsecured, credit impaired	3,770	3,646
	5,755	20,768
Less: Allowance for doubtful debts	(3,770)	(3,646)
	1,985	17,122

12A Cash and cash equivalents

	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Cash on hand	-	-	211	89
Balances with banks:				
On current accounts	-	-	5,782	10,040
Deposits with original maturity of less than 3 months (refer note (a) below)	-	-	-	10,000
Investment in Mutual fund	-	-	48,580	11,206
	-	-	54,573	31,335

12B Bank balances other than cash and cash equivalents, above

	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Deposits with remaining maturity for more than 3 months but less than 12 months (refer note (c) below)	-	-	17,569	659
Deposits with remaining maturity for more than 12 months (refer note (c) below)	160	152	-	-
Unpaid and unclaimed dividend accounts (refer note (b) below)	-	-	11	12
	160	152	17,580	671
Less: Amount disclosed under non-current other financial assets (refer note 6)	(160)	(152)	-	-
	-	-	17,580	671

Notes:

(a) Deposits with original maturity of less than 3 months are made for varying periods ranging between one day to three months, depending on the immediate cash requirements of the Company, and earn interest at the respective short-term deposit rates.

(b) Earmarked unpaid dividend accounts are restricted in use as it relates to unclaimed dividends or unpaid dividend.

(c) Bank deposits includes deposits under lien as security amounting to ₹ 1,589 Lakhs (March 31, 2020: ₹ 811 Lakhs) and Margin money for issue of Bank Guarantee amounting to ₹ 139 Lakhs (March 31, 2020: ₹ Nil).

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

13 Loans

	Non-current		Current	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
Loans and advances to related parties				
Unsecured, considered good	**3,529**	2,827	**5,110**	5,000
Unsecured, considered doubtful	**-**	-	**52**	52
	3,529	**2,827**	**5,162**	**5,052**
Allowance for doubtful loans	**-**	-	**(52)**	(52)
	3,529	**2,827**	**5,110**	**5,000**
Loans to others				
Loans to employees				
Unsecured, considered good	**-**	-	**363**	346
Loans to body corporate				
Unsecured, considered doubtful	**-**	-	**187**	187
	-	**-**	**550**	**533**
Allowance for doubtful loan	**-**	-	**(187)**	(187)
	-	**-**	**363**	**346**
Security deposits				
Unsecured, considered good	**24,603**	23,855	**372**	487
Unsecured, considered doubtful	**480**	223	**-**	-
	25,083	**24,078**	**372**	**487**
Allowance for doubtful security deposits	**(480)**	(223)	**-**	-
	24,603	**23,855**	**372**	**487**
	28,132	**26,682**	**5,845**	**5,833**

	Non-current		Current	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
a) Loans and advances to related parties include				
PVR Pictures Limited (unsecured loan)	**-**	-	**4,950**	4,950
P V R Lanka Limited (unsecured loan)	**3,529**	2,827	**-**	-
Zea Maize Private Limited (unsecured loan)	**-**	-	**160**	50
b) Loans and advances in the nature of loans given to subsidiaries (refer note 38)				
PVR Pictures Limited				
Balance at the end of the year	**-**	-	**4,950**	4,950
Maximum amounts outstanding during the year	**-**	-	**4,950**	4,950
P V R Lanka Limited				
Balance at the end of the year	**3,529**	2,827	**-**	-
Maximum amounts outstanding during the year	**3,529**	2,827	**-**	-
Zea Maize Private Limited				
Balance at the end of the year	**-**	-	**160**	50
Maximum amounts outstanding during the year	**-**	-	**230**	300

There is no repayment schedule in respect of the loans given to PVR Pictures Limited and Zea Maize Private Limited and it is repayable on demand. Further loan given to P V R Lanka Limited is repayable within 14 days on demand of PVR Limited after 3 years from the date of disbursement of the loan.

14 Share capital

	March 31, 2021	March 31, 2020
Authorised share capital		
Equity shares of ₹ 10 each	**12,370**	12,370
0.001% Non-cumulative convertible preference shares of ₹ 341.52 each	**2,015**	2,015
Total	**14,385**	**14,385**
Issued, subscribed and fully paid-up share capital		
Equity shares of ₹ 10 each fully paid	**6,076**	5,135
Total	**6,076**	**5,135**

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

i. Authorised Equity shares

	March 31, 2021		March 31, 2020	
	Number	Amount	Number	Amount
Balance at the beginning of the year	123,700,000	12,370	110,700,000	11,070
Increase on account of Business combination	-	-	13,000,000	1,300
Balance at the end of the year	**123,700,000**	**12,370**	**123,700,000**	**12,370**

ii. Authorised Non-cumulative convertible preference shares

	March 31, 2021		March 31, 2020	
	Number	Amount	Number	Amount
Balance at the beginning of the year	590,000	2,015	590,000	2,015
Balance at the end of the year	**590,000**	**2,015**	**590,000**	**2,015**

iii. Issued, Subscribed and fully paid up equity shares

	March 31, 2021		March 31, 2020	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	51,349,145	5,135	46,738,588	4,674
Shares issued during the year on account of:				
Employee stock options plan (ESOP) (refer note 32)	33,600	3	102,000	10
Merger of SPI Cinemas Private Limited (refer note 42)	-	-	1,599,974	160
Qualified Institutions Placement (refer note 14(f))	5,555,555	556	2,908,583	291
Rights Issue (refer note 14(g))	3,823,872	382	-	-
Shares outstanding at the end of the year	**60,762,172**	**6,076**	**51,349,145**	**5,135**

b) Terms and rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual 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 shareholders holding more than 5% shares in the Company as on year end

Name of Shareholders	March 31, 2021		March 31, 2020	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Equity shares of ₹ 10 each fully paid				
Mr. Ajay Bijli	5,987,205	9.85	5,508,796	10.73
ICICI Prudential Equity Saving Fund	-	-	4,852,883	9.45
Mr. Sanjeev Kumar	4,086,950	6.73	3,740,242	7.28
Berry Creek Investment Limited	-	-	3,582,585	6.98
Gray Birch Investment Limited	-	-	2,958,888	5.76
ICICI Prudential Dividend Yield Equity Fund	4,117,587	6.78	-	-

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

d) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date, wherever applicable is given below:

(Aggregate No. of Shares)

	March 31, 2020	March 31, 2019	March 31, 2018	March 31, 2017	March 31, 2016
Equity shares allotted as fully paid up pursuant to contracts for consideration other than cash (refer note 42)	1,599,974	-	-	-	-

e) Shares reserved for issue under option

For details of equity shares reserved for issue under the employees stock option (ESOP) plan of the Company, refer note 32.

f) Qualified Institutions Placement

(i) During the year ended March 31, 2021, the Company has completed the Qualified Institutions Placement ('QIP') under Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, pursuant to which 55,55,555 equity shares having a face value of ₹ 10 each were issued and allotted, at an issue price of ₹ 1,440 per equity share (including a securities premium of ₹ 1,430 per equity share), aggregating to ₹ 80,000 Lakhs.

The proceeds of such Qualified Institutions Placement amounts to ₹ 79,107 Lakhs (net of issue related expenses which has been adjusted against securities premium). As per the placement document, QIP proceeds can be utilised for repayment/prepayment of outstanding borrowings along with interest, ongoing capital expenditure, funding suitable organic and inorganic growth opportunities including investment in subsidiaries, meeting short- and long-term working capital requirements, meeting operating expenses and general corporate purposes. As on March 31, 2021, 70% of QIP proceeds are unutilised and have been temporarily invested in highly liquid debt mutual funds and fixed deposits with banks. There is no deviation in use of proceeds from the objects stated in the placement document for the QIP.

(ii) During the previous year ended March 31, 2020, the Company had completed the Qualified Institutions Placement ('QIP') under Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, pursuant to which 29,08,583 equity shares having a face value of ₹ 10 each were issued and allotted, at an issue price of ₹ 1,719.05 per equity share (including a securities premium of ₹ 1,709.05 per equity share), aggregating to ₹ 50,000 Lakhs.

The proceeds of such Qualified Institutions Placement amounted to ₹ 48,977 Lakhs (net of issue related expenses which has been adjusted against securities premium). As per the placement document, QIP proceeds were to be utilised for repayment/prepayment of a part of our outstanding indebtedness, funding expenditure towards implementation of our strategy on expanding our screen network, general corporate purposes and other corporate exigencies, including but not limited to, funding balance milestone based payments in relation to our acquisition of SPI Cinemas, long and short-term working capital requirements, strategic investments/acquisitions and expenditure towards refurbishment of our existing cinemas. As on March 31, 2021, entire QIP proceeds have been utilised and there is no deviation in use of proceeds from the objects stated in the placement document for the QIP.

g) Rights issue

(i) During the year ended March 31, 2021, the Company has issued and allotted 3,823,872 equity shares on August 07, 2020 of face value ₹ 10/- each (Rights Equity Shares) to the eligible equity shareholders at an issue price ₹ 784 per Rights Equity Share (including premium of ₹ 774 per Rights Equity Share) aggregating to ₹ 29,979 Lakhs.

(ii) The proceeds of Rights issue amounts to ₹ 29,754 Lakhs (net of issue related expenses which has been adjusted against securities premium). As per the letter of offer, Rights issue proceeds can be utilised for repayment/prepayment of outstanding borrowings along with interest and general corporate purposes. As on March 31, 2021, entire Rights issue proceeds were utilised and there is no deviation in use of proceeds from the objects stated in the Offer document for the Rights issue.

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

15 Other equity (refer Standalone statement of changes in equity)

	March 31, 2021	March 31, 2020
Securities premium		
Amount received (on issue of shares) in excess of the face value has been classified as securities premium.	**231,467**	122,628
Share option outstanding account (refer note 32)		
The share option outstanding account is used to record value of equity-settled share based payment transactions with employees. The amount recorded in this account are transferred to securities premium upon exercise of stock options by employees. In case of forfeiture, corresponding balance is transferred to general reserve.	**830**	532
Capital reserve		
Reserve created under the scheme of arrangement (Business Combination). The reserve is utilised in accordance with the provisions of the Companies Act, 2013.	**602**	602
General reserve		
The General reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the General reserve will not be reclassified subsequently to Statement of Profit and Loss.	**4,030**	4,030
Retained earnings		
Retained earnings comprise of the Company's accumulated undistributed earning after taxes including Other Comprehensive Income (OCI).	**(58,963)**	13,395
Total other equity	**177,966**	**141,187**

15A Distribution made and proposed dividend

	March 31, 2021	March 31, 2020
Dividends on equity shares declared, approved and paid during the year		
Final Dividend ₹ Nil per share for FY 2019-20 (FY 2018-19: ₹ 2 per share)	-	935
Interim Dividend of ₹ Nil per share for FY 2020-21 (FY 2019-20:₹ 4 per share)	-	2,054
	-	**2,989**

16 Long-term borrowings

(at amortised cost – net of transaction cost)

	Non-current portion		Current maturities	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Debentures				
Secured Rated Listed Non-convertible Debentures	**14,000**	26,996	**15,489**	13,962
Term loans				
Secured term loans from banks	**83,999**	64,348	**9,570**	5,429
	97,999	**91,344**	**25,059**	**19,391**
Amount disclosed under the head 'Other financial liabilities' (refer note 21)	-	-	**(25,059)**	(19,391)
	97,999	**91,344**	-	-

Notes:

a) Secured Rated Listed Non-convertible Debentures (NCD):

Particulars	Effective Interest Rate (p.a.)	Date of Allotment	Repayment Period	Repayment Ratio	Amount
250 (March 31, 2020: 500) of ₹ 1,000,000 each	11.00%	16-Oct-14	4th to 7th year	25:25:25:25	2,500
200 (March 31, 2020: 350) of ₹ 1,000,000 each	11.00%	24-Nov-14	5th to 7th year	30:30:40	2,000
500 (March 31, 2020: 1,000) of ₹ 1,000,000 each	10.75%	9-Jan-15	6th and 7th year	50:50	5,000
500 (March 31, 2020: 500) of ₹ 1,000,000 each	8.15%	3-Apr-17	5th year	100	5,000
500 (March 31, 2020: 500) of ₹ 1,000,000 each	7.85%	18-Aug-17	5th year	100	5,000
500 (March 31, 2020: 500) of ₹ 1,000,000 each	8.72%	16-Apr-18	3rd, 4th and 5th year	20:40:40	5,000
500 (March 31, 2020: Nil) of ₹ 1,000,000 each	10.50%	9-Oct-20	15 months	100	5,000
					29,500

All Debentures are secured by mortgage on immovable properties (excluding immovable properties at Gujarat, a flat at Bangalore and assets taken on lease) ranking *pari passu* and secured by first *pari passu* charge on movable assets of the Company (excluding vehicles hypothecated to banks and assets taken on lease) and all receivables of the Company both present and future.

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

b) (i) Term loan from banks are secured by first *pari passu* charge over all movable and immovable property plant & equipment of the Company (excluding immovable properties at Gujarat, a flat at Bangalore, vehicles hypothecated to banks and assets taken on lease) and receivables of the Company both present and future.

(ii) Above loans are repayable in equal/unequal monthly/quarterly instalments as follows:

Particulars	March 31, 2021	March 31, 2020
Secured Rated Listed Non-convertible Debentures:		
Repayable within 1 year	**15,500**	14,000
Repayable within 1 - 3 year	**14,000**	25,000
Repayable after 3 years	**-**	2,000
Term Loan:		
Repayable within 1 year	**9,662**	5,465
Repayable within 1 - 3 year	**29,773**	22,154
Repayable after 3 years	**54,724**	42,229

(iii) Term Loan from banks carries variable interest rate based on respective bank benchmark rate, effective rate of interest varying in between 7.70% p.a to 10.25% p.a.

(iv) The Company has availed the moratorium announced by Reserve Bank of India and has adjusted the current and non-current balance of term loan based on revised repayment schedule agreed with Banks.

(v) Outbreak of COVID-19 and consequent lockdowns announced by the various governments has had material negative impact on the financial performance of the business. This has resulted in Company being in non-compliance with certain financial covenants agreed with its lenders.The Company has sought and received waiver letters from all its lenders for financial year 2020-21 wherever these covenants were required to be tested.

17 Lease liabilities

	Non-current		Current	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
Lease liabilities	**337,329**	353,250	**24,107**	20,190
	337,329	**353,250**	**24,107**	**20,190**

Notes:

a) Reconciliation of Lease liabilities:

	March 31, 2021	March 31, 2020
Lease liabilities at the beginning of the year	**373,440**	329,691
Add: Lease liabilities addition for new leases entered during the year (net of lease liabilities reversed amounting to ₹ 3,707 Lakhs)	**7,450**	60,335
Add: Finance cost charged on lease liabilities during the year	**34,618**	33,035
Less: Actual rent paid during the year	**(9,590)**	(49,621)
Less: Rebate received/adjustments during the year	**(44,482)**	-
Lease liabilities at the end of the year	**361,436**	**373,440**

b) Expenses relating to variable lease payments amounting to ₹ Nil for the year ended March 31, 2021 (March 31, 2020: ₹ 3,984 Lakhs) has been included under the head other operating expenses (Rent).

c) Expenses relating to short-term lease amounting to ₹ Nil for the year ended March 31, 2021 (March 31, 2020: ₹ 1,183 Lakhs) has been included under the head other operating expenses (Rent).

d) Income relating to subleasing of right to use assets amounting to ₹ 289 Lakhs is clubbed in food court income (Other operating revenue) for the year ended March 31, 2021 (March 31, 2020: ₹ 831 Lakhs).

e) Maturity analysis of lease liabilities

Particulars	March 31, 2021	March 31, 2020
Lease Liabilities		
Repayable within 1 year	**24,107**	20,190
Repayable within 1 - 3 year	**52,703**	48,464
Repayable after 3 years	**284,626**	304,786

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

f) Finance lease obligation is secured by hypothecation of plant and machinery taken on lease. The interest rate implicit in the lease is varying between 11.37% p.a. to 13.99% p.a. The payment is scheduled in 28 equal quarterly instalments from the start of lease agreements.

g) Consequent to the COVID-19 pandemic, the Company has invoked Force Majeure clause in various lease agreements for its cinema properties, for a complete waiver of rent expenses during the lockdown period. The Company has been successful in getting relief from almost all landlords.

The Company has elected to apply the practical expedient of not assessing the rent concessions as a lease modification, as per MCA notification dated July 24, 2020 on Ind AS 116 for rent concessions which are granted due to COVID-19 pandemic. As per requirements of MCA notification, total rent concessions recorded during year ended March 31, 2021 amounted to ₹ 44,478 Lakhs. Out of this ₹ 42,525 Lakhs is recognised in 'Other income' after adjusting the rent expense of ₹ 1,953 Lakhs for the year ended March 31, 2021.

18 Provisions

	Non-current		Current	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
Provision for gratuity (net) (refer note 31)	**950**	585	**-**	-
Provision for leave benefits	**759**	672	**409**	418
	1,709	**1,257**	**409**	**418**

19 Short-term borrowings (at amortised cost)

	March 31, 2021	March 31, 2020
Short-term loan	**11,773**	5,000
Secured bank overdraft	**126**	13,556
	11,899	**18,556**

Notes:

i. Bank overdraft is secured by first *pari passu* charge on all current assets of the Company including inventories and receivables both present and future. It carries variable interest rate based on respective banks benchmark rate, effective rate of interest varying in between 8.85% to 10.7% p.a.

ii. In respect of Short-term loan from Banks, maximum amount outstanding during the year was ₹ 17,167 Lakhs (March 31, 2020: ₹ 5,000 Lakhs) with a maturity period of 7 days to 1 year , effective rate of interest 5.3 % p.a. to 10.25 % p.a.

iii. As at March 31, 2021, the Company had ₹ 7,563 Lakhs (March 31, 2020: ₹ 1,344 Lakhs) of undrawn committed borrowing facilities.

20 Trade payables

	March 31, 2021	March 31, 2020
Total outstanding dues of micro enterprises and small enterprises (refer note below)	**1,046**	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	**17,895**	29,325
	18,941	**29,325**

Notes:

Due to Micro, Small and Medium Enterprises:

Particulars	**March 31, 2021**	March 31, 2020
The amount remaining unpaid to any supplier as at the end of the year.		
- Principal amount	**966**	-
- Interest thereon	**4**	-
The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006)	**-**	-
The amount of payments made to Micro and Small Suppliers beyond the appointed day during each accounting year	**3,188**	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	**76**	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	**80**	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	**80**	-

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

21 Other financial liabilities

	Non-current		Current	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
Payables on purchase of property plant and equipment	**-**	-	4,515	6,384
Payable for acquisition of business - Deferred consideration (refer note 42)	**2,923**	6,118	3,200	2,480
Security deposits	**4,873**	4,229	526	1,325
Current maturities of long-term borrowings (refer note 16)	**-**	-	25,059	19,391
Interest accrued but not due on borrowings				
- Debentures and others	**-**	-	867	566
Unpaid dividends[1]	**-**	-	10	12
	7,796	**10,347**	**34,177**	**30,158**

[1]Unclaimed amounts are transferred to Investor Education and Protection Fund after seven years from the due date.

22 Other liabilities

	Non-current		Current	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
Advances from customers	**5,237**	5,709	18,253	19,466
Employee benefits payables	**-**	-	630	3,811
Statutory dues payable	**-**	-	2,538	3,087
	5,237	**5,709**	**21,421**	**26,364**

23 Revenue from operations

	March 31, 2021	March 31, 2020
Sale of services [refer (a) below]	15,887	231,982
Sale of food and beverages	6,104	94,579
Other operating revenue [refer (b) below]	581	1,875
	22,572	**328,436**

(a) Sale of services

	March 31, 2021	March 31, 2020
Income from sale of movie tickets	10,018	172,610
Advertisement income	1,777	37,565
Convenience fees	3,738	17,193
Virtual print fees	204	3,635
Income from film production and distribution	150	979
	15,887	**231,982**

During the year ended March 31, 2021 ₹ 987 Lakhs (March 31, 2020: ₹ 1,077 Lakhs) of opening unbilled revenue has been reclassified to Trade receivables upon billing to customers.

During the year ended March 31, 2021, the Company recognised revenue of ₹ 1,803 Lakhs (March 31, 2020: ₹ 12,251 Lakhs) from opening unearned revenue.

(b) Details of other operating revenue

	March 31, 2021	March 31, 2020
Food court income	573	1,302
Gaming income	6	523
Management fees	2	50
	581	**1,875**

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

24 Other income

	March 31, 2021	March 31, 2020
Government grant	**7**	256
Net gain on redemption of mutual fund investments	**932**	485
Interest earned on		
Bank deposits	**382**	123
NSC's Investments	**9**	8
Interest Income from financial assets at amortised cost	**933**	1,091
Others	**932**	680
Liabilities written back*	**43,502**	183
Exchange differences (net)	**-**	178
Net gain on disposal of property, plant and equipment	**6**	42
Other non-operating income (net)	**572**	1,240
	47,275	**4,286**

* Includes COVID-19 related rent concessions of ₹ 42,525 Lakhs (March 31, 2020: ₹ Nil)

25 Employee benefits expense

	March 31, 2021	March 31, 2020
Salaries, wages, allowances and bonus	**18,994**	33,734
Contribution to provident and other funds	**1,227**	1,835
Employee stock option scheme (refer note 32)	**296**	120
Staff welfare expenses	**225**	2,477
	20,742	**38,166**

26 Finance costs

	March 31, 2021	March 31, 2020
Interest on		
Debentures	**3,424**	4,124
Term loans	**7,470**	6,000
Banks and others	**977**	621
Interest on lease liabilities (refer note 17)	**34,618**	33,035
Other financial charges	**2,858**	4,204
	49,347	**47,984**

27 Depreciation and amortisation expense

	March 31, 2021	March 31, 2020
Amortisation on right-of-use assets	**33,670**	31,254
Depreciation on tangible assets	**20,996**	20,346
Amortisation on intangible assets	**1,683**	1,706
	56,349	**53,306**

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

28 Other operating expenses

		March 31, 2021		March 31, 2020
Rent (refer note 17(g))		-		7,591
Electricity and water charges (net of recovery)		**5,566**		20,477
Common area maintenance (net of recovery)		**8,887**		15,392
Repairs and maintenance		**3,484**		9,517
Movie production, distribution and print charges		-		813
Marketing expenses		**854**		4,312
Rates and taxes		**1,209**		1,690
Housekeeping charges		**1,332**		4,592
Security service charges		**684**		3,515
Travelling and conveyance		**351**		2,836
Legal and professional fees[1]		**1,851**		2,820
Communication costs		**858**		1,661
Net loss on disposal of property, plant and equipment		-		-
Printing and stationery		**70**		532
Insurance		**638**		652
CSR expenditure (refer note 37)		**467**		468
Allowance for doubtful debts and advances		**1,034**		1,457
Bad debts/advances written off	614	-	284	56
Less: Utilised from provisions	(614)	-	(228)	-
Inventories written off [2]		**560**		183
Directors' sitting fees		**23**		12
Contribution to political parties [3]		-		1,200
Exchange differences (net)		**76**		-
Miscellaneous expenses		**327**		998
		28,271		**80,774**

Notes:

[1]Payment to auditors (included in legal and professional fees above) *	March 31, 2021	March 31, 2020
As auditor:		
Audit fees	**34**	33
Limited Review	**31**	31
Tax audit fees	**3**	3
Other certifications	**8**	8
Reimbursement of out of pocket expenses	**3**	8
	79	**83**

* Excludes fees paid to statutory auditors of ₹ 44 Lakhs (March 31, 2020: ₹ 32 Lakhs) and out of pocket expenses of ₹ 1 Lakh (March 31, 2020:₹ 2 Lakhs) for Qualified Institutions Placement and Rights issue related services.

[2] Due to COVID-19 outbreak, all perishable inventories expiring in short span of time has been written off.

[3] Contribution to political parties represents contribution under Section 182 of the Companies Act, 2013.

29 Other comprehensive income

	March 31, 2021	March 31, 2020
The disaggregation of changes to OCI by each type of reserve in equity is shown below:		
Items that will not be reclassified to profit or loss in subsequent period:		
Re-measurement gains/(loss) on defined benefit plans	**(13)**	212
Gain/(loss) on equity instruments designated at FVTOCI (refer note 5B)	-	(820)
Tax impact on re-measurement loss on defined benefit plans	**5**	(74)
	(8)	**(682)**

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to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

30 Earnings per share (EPS) *

The following reflects the profit/(loss) and shares data used in the basic and diluted

	March 31, 2021	March 31, 2020
EPS computations:		
Net Profit/(loss) after tax	**(72,350)**	3,016
Weighted average number of equity shares outstanding during the year for computation of Basic EPS	**55,132,058**	50,583,563
Add: Weighted average number of potential equity shares on account of employee stock options	**523,770**	250,352
Weighted average number of equity shares (including dilutive shares) outstanding during the year for computation of Diluted EPS	**55,655,828**	50,833,915
Basic earnings per equity share (in ₹) (Face value of ₹ 10 per equity share)	**(131.23)**	5.96
Diluted earnings per equity share (in ₹) (Face value of ₹ 10 per equity share)**	**(131.23)**	5.93

*Basic and diluted earnings/(loss) per share for the previous year ended March 31, 2020, have been adjusted retrospectively for the bonus element in respect of rights issue made during the year ended March 31, 2021.

**As the Company has incurred loss during the year ended March 31, 2021, dilutive effect on weighted average number of shares would have an anti-dilutive impact and hence, not considered in diluted EPS computation.

31 Gratuity

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure @15 days last drawn salary for each completed year of service, in terms of Payment of Gratuity Act, 1972. The scheme is funded with four insurance companies in the form of a qualifying insurance policies. The fund has the form of a trust and it is governed by the Board of Trustees. The Board of Trustees is responsible for the administration of the plan assets. Each year, the Board of Trustees reviews the level of funding in the India gratuity plan. This includes employing the use of annuities and longevity swaps to manage the risks. The Board of Trustees decides its contribution based on the results of this annual review. Generally, it aims to have a portfolio mix of equity instruments and debt instruments. The Board of Trustees aim to keep annual contributions relatively stable at a level such that no plan deficits (based on valuation performed) will arise.

As the plan assets include investments in quoted mutual funds, the Company has diversified the market risk.

The following tables summarise the components of net benefit expense recognised in the Statement of Profit and Loss and the funded status and amounts recognised in the balance sheet for the gratuity plan.

Statement of Profit and Loss

Net employee benefit expense recognised in employee benefits expense

Particulars	March 31, 2021	March 31, 2020
Current service cost	**318**	440
Interest cost on benefit obligation	**34**	44
Net benefit expense	**352**	**484**

The estimates of future salary increases, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. The expected return on plan assets is based on expectation of the average long-term rate of return expected on investments of the fund during the estimated term of the obligations.

Balance sheet

Benefit Assets/liabilities

Particulars	March 31, 2021	March 31, 2020
Defined benefit obligation	**3,499**	3,240
Fair value of plan assets	**2,549**	2,655
Plan asset/(liability)	**(950)**	**(585)**

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

Changes in the present value of the defined benefit obligation are as follows:

Particulars	March 31, 2021	March 31, 2020
Opening defined benefit obligation	3,240	3,066
Interest cost	176	206
Current service cost	318	440
Benefits paid	(415)	(203)
Actuarial losses/(gain) – experience	140	146
Actuarial losses/(gain) – demographic assumptions	-	(111)
Actuarial losses/(gain) – financial assumptions	40	(305)
Past service cost – plan amendments	-	1
Closing defined benefit obligation	**3,499**	**3,240**

Amount routed through OCI ₹ (13) Lakhs (March 31, 2020: ₹ 212 Lakhs).

Changes in the fair value of plan assets are as follows:

Particulars	March 31, 2021	March 31, 2020
Opening fair value of plan assets	2,655	2,160
Return on plan assets greater/(lesser) than discount rate	167	(56)
Interest income on plan assets	142	162
Benefits paid	(415)	(203)
Contribution by employer	-	592
Closing fair value of plan assets	2,549	2,655

The Company expects to contribute ₹ 1,053 Lakhs (March 31, 2020 ₹ 948 Lakhs) to gratuity fund in the financial year 2021-22.

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

Particulars	March 31, 2021	March 31, 2020
Funds managed by Insurer*	97.57	98.42
Bank balances	2.43	1.58

* Plan assets are held by 'ICICI Prudential Life Insurance Company Limited' primarily into Group Balanced fund & Group Debt fund, 'Bajaj Allianz Life Insurance Company Limited' into Bajaj Secure gain fund , 'Birla Sunlife Insurance Company Limited' into Group secure fund and Group bond fund and Life Insurance Corporation of India.

The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

Particulars	March 31, 2021	March 31, 2020
	(%)	(%)
Discount rate (p.a.)	5.50	5.80
Expected rate of return on plan assets (p.a)	5.50	5.80
Increase in compensation cost (p.a)	7.50	0.00 for the first year and 7.50 thereafter
Employee turnover		
Manager Grade	14	14
Executive Grade	53	53

Demographic assumption

Particulars	March 31, 2021	March 31, 2020
Retirement age	60 Years	60 Years
Mortality rate	IALM (2006-08)	IALM (2006-08)

The estimates of future salary increases considered in actuarial valuation, taking into account of inflation, seniority, promotion and other relevant factors, including supply and demand in the employment market.

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

Historical information:

Particulars	2020-21	2019-20	2018-19	2017-18	2016-17
Present value of defined benefit obligation	**3,499**	3,240	3,066	1,882	1,556
Fair value of plan assets	**2,549**	2,655	2,160	1,365	1,268
Asset/(liability) recognised	**(950)**	(585)	(906)	(517)	(288)

The experience adjustments, meaning difference between changes in plan assets and obligations expected on the basis of actuarial assumption and actual changes in those assets and obligations are as follows:

Particulars	March 31, 2021	March 31, 2020
Experience adjustment on plan liabilities	**5.50**	5.80
Experience adjustment on plan assets	**5.50**	5.80

Sensitivity analysis

A quantitative sensitivity analysis for significant assumptions of the Parent company as at March 31, 2021 is as follows:

Particulars	Increase effect	Decrease effect
Effect of Increase/decrease in discount rate by 1% on Defined benefit obligations	**(129.70)**	142.29
Effect of Increase/decrease in Salary escalation by 1% on Defined benefit obligations	**147.14**	(136.85)
Effect of Increase/decrease in withdrawal rate by 5% on Defined benefit obligations	**(75.46)**	106.19

A quantitative sensitivity analysis for significant assumptions as at March 31, 2020 is as follows:

Particulars	Increase effect	Decrease effect
Effect of Increase/decrease in discount rate by 1% on Defined benefit obligations	**(121.38)**	133.32
Effect of Increase/decrease in Salary escalation by 1% on Defined benefit obligations	**111.38**	(103.50)
Effect of Increase/decrease in withdrawal rate by 5% on Defined benefit obligations	**(67.49)**	94.04

Maturity profile of defined benefit obligation:

Expected benefit payments for the year ended March 31, 2021	Amount
March 31, 2022	1,053
March 31, 2023	708
March 31, 2024	538
March 31, 2025	470
March 31, 2026	415
March 31, 2027 to March 31, 2031	2,060

Expected benefit payments for the year ended March 31, 2020	Amount
March 31, 2021	948
March 31, 2022	689
March 31, 2023	540
March 31, 2024	429
March 31, 2025	393
March 31, 2026 to March 31, 2030	1,769

The sensitivity analysis above has been determined on the basis of actuarial certificate.

Defined Contribution Plan:

Particulars	March 31, 2021	March 31, 2020
Charged to Statement of Profit and Loss (excluding Capital work-in-progress of ₹ 51 Lakhs (March 31, 2020: ₹ 65 Lakhs))	**875**	1,351

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(₹ in lakhs, except for per share data and if otherwise stated)

32 Employee Stock Option Plans

The Company has provided stock options to its employees. During the year 2020-21, the following schemes were in operation:

PVR ESOS 2017:

Particulars	Description
Date of grant	July 26, 2017
Date of Shareholder's approval	July 24, 2017
Date of Board approval	May 30, 2017
Number of options granted	240,000
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not less than one year and not more than three years from the date of grant of options.
Exercise Period	Within a period of two years from the date of vesting.
Vesting Conditions	Subject to continued employment with the Company.
Market value on grant date	₹ 1,381.70
Weighted average fair value of options granted on the date of grant	₹ 252.48

The details of activity under PVR ESOS 2017 have been summarised below:

Particulars	2020-21		2019-20	
	Number of Options	**Weighted Average Exercise Price (₹)**	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	**176,000**	**1,400**	240,000	1,400
Granted during the year	**-**	**-**	-	-
Forfeited during the year	**-**	**-**	-	-
Exercised during the year	**32,000**	**1,400**	64,000	1,400
Expired during the year	**32,000**	**1,400**	-	-
Outstanding at the end of the year	**112,000**	**1,400**	176,000	1,400
Exercisable at the end of the year	**112,000**	**1,400**	-	-

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2021	March 31, 2020
Dividend yield (%)	**0.12%**	0.12%
Expected volatility	**24.59%**	24.59%
Risk-free interest rate	**6.33%**	6.33%
Exercise price (₹)	**1,400**	1,400
Expected life of option granted in years	**3.17**	3.17

The Company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹ 1,400. As a result, an expense of ₹ (40) Lakhs (March 31, 2020: ₹ 98 Lakhs) is recorded in Statement of Profit and Loss in the current year.

PVR ESOS 2017:

Particulars	Description
Date of grant	August 11, 2017
Date of Shareholder's approval	July 24, 2017
Date of Board approval	May 30, 2017
Number of options granted	60,000
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not less than one year and not more than three years from the date of grant of options.
Exercise Period	Within a period of two years from the date of vesting.
Vesting Conditions	Subject to continued employment with the Company.
Market value on grant date	₹ 1,381.7
Weighted average fair value of options granted on the date of grant	₹ 252.48

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

The details of activity under PVR ESOS 2017 have been summarised below:

Particulars	2020-21		2019-20	
	Number of Options	Weighted Average Exercise Price (₹)	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	22,000	1,400	60,000	1,400
Granted during the year	-	-	-	-
Forfeited during the year	-	-	-	-
Exercised during the year	1,600	1,400	38,000	1,400
Expired during the year	9,000	1,400	-	-
Outstanding at the end of the year	11,400	1,400	22,000	1,400
Exercisable at the end of the year	11,400	1,400	-	-

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2021	March 31, 2020
Dividend yield (%)	0.12%	0.12%
Expected volatility	24.59%	24.59%
Risk-free interest rate	6.33%	6.33%
Exercise price (₹)	1,400	1,400
Expected life of option granted in years	3.17	3.17

The Company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹ 1,400. As a result, an expense of ₹ (19) Lakhs (March 31, 2020: ₹ 26 Lakhs) is recorded in financial statements in current year of which ₹ 1 Lakh (March 31, 2020: ₹ 4 Lakhs) is capitalised under Capital work-in progress and balance ₹ (20) Lakhs (March 31, 2020: ₹ 22 Lakhs) is (credited)/debited in Statement of Profit and Loss.

PVR ESOS 2020:

Particulars	Description
Date of grant	July 15, 2020
Date of Shareholder's approval	March 07, 2020
Date of Board approval	January 23, 2020
Number of options granted	520,000
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not less than one year and not more than four years from the date of grant of options.
Exercise Period	Within a period of two years from the date of vesting.
Vesting Conditions	Subject to continued employment with the Company.
Market value on grant date	₹ 1,026.80
Weighted average fair value of options granted on the date of grant	₹ 220.79

The details of activity under PVR ESOS 2020 have been summarised below:

Particulars	2020-21		2019-20	
	Number of Options	Weighted Average Exercise Price (₹)	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	-	-	-	-
Granted during the year	520,000	981	-	-
Forfeited during the year	4,000	981	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	516,000	981	-	-
Exercisable at the end of the year	-	-	-	-

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to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2021	March 31, 2020
Dividend yield (%)	0.57%	-
Expected volatility	30.15%	-
Risk-free interest rate	3.48%	-
Exercise price (₹)	981	-
Expected life of option granted in years	1	-

The Company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹ 981. As a result, an expense of ₹ 445 Lakhs is recorded in financial statements in current year of which ₹ 93 Lakhs is capitalised under Capital work-in progress and balance ₹ 352 Lakhs is debited in Statement of Profit and Loss.

PVR ESOS 2020:

Particulars	Description
Date of grant	September 08, 2020
Date of Shareholder's approval	March 07, 2020
Date of Board approval	January 23, 2020
Number of options granted	4,000
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not less than one year and not more than four years from the date of grant of options.
Exercise Period	Within a period of two years from the date of vesting.
Vesting Conditions	Subject to continued employment with the Company.
Market value on grant date	₹ 1,354.20
Weighted average fair value of options granted on the date of grant	₹ 295.39

The details of activity under PVR ESOS 2017 have been summarised below:

Particulars	2020-21		2019-20	
	Number of Options	Weighted Average Exercise Price (₹)	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	-	-	-	-
Granted during the year	4,000	1,287	-	-
Forfeited during the year	-	-	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	4,000	1,287	-	-
Exercisable at the end of the year	-	-	-	-

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2021	March 31, 2020
Dividend yield (%)	0.47%	-
Expected volatility	26.57%	-
Risk-free interest rate	3.86%	-
Exercise price (₹)	1,287	-
Expected life of option granted in years	1	-

The Company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹ 1,287. As a result, an expense of ₹ 4 Lakhs (March 31, 2020: ₹ Nil) is recorded in Statement of Profit and Loss in current year.

33 Capital & other commitments

(a) Capital Commitments

Particulars	March 31, 2021	March 31, 2020
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advances)	6,813	13,271

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

(b) Other Commitments

The Company was availing Entertainment tax/GST exemptions, in respect of certain Multiplexes as per the erstwhile State Government schemes & is under obligation to operate respective Multiplexes for a certain number of years.

34 Contingent liabilities

Sr. No.	Particulars	March 31, 2021	March 31, 2020
a)	Estimated tax exposure against various appeals filed by the Company against the demand with Commissioner of Income Tax (Appeals), Income Tax Appellate Tribunal and High Court with regard to certain expenses disallowed by the assessing officer in respect of financial year ended March 31, 2017, 2016, 2015, 2014, 2013, 2012, 2011, 2010, 2009, 2008, 2007, 2006. (The Company has paid an amount of ₹ 1,059 Lakhs (March 31, 2020: ₹ 1,059 Lakhs) which is appearing under Note 8A).	**2,293**	2,734
b)	Demand of Entertainment tax under Assam Amusement and Betting Tax Act, 1939 where appeal is pending before Supreme Court	**334**	334
c)	Notice from Entertainment tax department Chennai against short deposit of entertainment tax on regional movies	**43**	43
d)	Notice from Commercial Tax Department, Indore against alleged collection of Entertainment tax during exemption period.	**823**	823
e)	Notice from Entertainment tax department Maharashtra in respect of levy of entertainment tax on convenience fees	**161**	161
f)	Show cause notices raised by Service tax authorities on levy of service tax on 3D glass charges, TM charges, convenience fee, activity of movie distribution/exhibition, admission to alleged bowling alleys (The Company has already deposited under protest an amount of ₹ 249 Lakhs (March 31, 2020: 249 Lakhs))	**5,663**	5,663
g)	Demand raised with regard to service tax on food and beverages (The Company has already deposited under protest an amount of ₹ 185 Lakhs (March 31, 2020: ₹ 185 Lakhs))	**3,668**	3,668
h)	Estimated tax exposure of service tax on sale of food and beverages (The Company has already deposited under protest an amount of ₹ 426 Lakhs (March 31, 2020: ₹ Nil))	**6,600**	6,032
i)	Demand of VAT under various states VAT Acts where appeal is pending before competent authority (The Company has already deposited under protest an amount of ₹ 21 Lakhs (March 31, 2020: ₹ 21 Lakhs))	**316**	407
j)	Demand from Entertainment tax department of Tamil Nadu in respect of levy of entertainment tax on convenience fees.	**-**	2,314
k)	Demand of Entry tax in the state of Telangana for various material imported into the State (The Company has already deposited under protest an amount of ₹ 20 Lakhs (March 31, 2020: ₹ 25 Lakhs))	**-**	101
l)	Demand of Entertainment tax under Rule 22 of Punjab Entertainment Tax (Cinematographs shows) Rules, 1954 (The Company has already deposited under protest an amount of ₹ 40 Lakhs (March 31, 2020: ₹ 40 Lakhs))	**160**	160
m)	Demand under Employees Provident Fund Act, 1952 (The Company has already deposited under protest an amount of ₹ 38 Lakhs (March 31, 2020: ₹ 38 Lakhs))	**106**	106
n)	Tax assessment & Demand bill issued by Superintendent of Tax Kolhapur Municipal Corporation. (The Company has already deposited under protest an amount of ₹ 3 Lakhs (March 31, 2020: ₹ 3 Lakhs))	**20**	20
o)	Bank Guarantees given	**275**	-
p)	Corporate Guarantee given to bank against credit facility availed by a subsidiary company	**200**	-
q)	Labour cases pending*	**Amount not ascertainable**	Amount not ascertainable

* In view of the several number of cases, pending at various forums/courts, it is not practicable to furnish the details of each case, however as per management estimate, the amount in aggregate is not material. Based on the discussions with the solicitors, the management believes that the Company has strong chances of success in the cases and hence no provision is considered necessary.

35 Un-hedged foreign currency exposure

Particulars of un-hedged foreign currency exposure as at the balance sheet date:

Particulars		Currency	March 31, 2021	March 31, 2020
a)	Cash on Hand	Thai Bhat	**0.88**	0.87
		Hong Kong Dollar	**0.21**	0.21
		Korean Won	**0.00**	0.00
		UK Pound	**0.21**	0.19
		Singapore Dollar	**0.70**	0.68
		US Dollar	**4.18**	4.00
		Euro	**4.15**	4.01
		Dirham	**1.18**	1.24
		Malaysian Ringgit	**0.33**	0.33
		LKR	**0.25**	0.25
	Total		**12.09**	**11.78**

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars		Currency	March 31, 2021	March 31, 2020
b)	Balances with bank	US Dollar	75	189
c)	Payable for purchase of Property, Plant and Equipment (net of advances)	US Dollar	349	-
d)	Loan given to a subsidiary company	US Dollar	3,529	2,827
	Interest receivable from a subsidiary company	US Dollar	542	194

36 The Company has established a comprehensive system of maintenance of information and documents as required by the transfer pricing legislation under Sections 92-92F of the Income-tax Act, 1961. Since the law requires such information and documentation to be contemporaneous in nature, the Company is in the process of updating the documentation of international transactions with the associated enterprises during the financial year and expects such records to be in existence latest by the due date of filing the return of income. The management is of the opinion that its international transactions with the associated enterprises are at arm's length so that the aforesaid legislation will not have any impact on these standalone financial statements, particularly on the amount of tax expense and that of provision for taxation.

37 Corporate Social Responsibility

As per Section 135 of the Companies Act, 2013, a Company meeting the applicability threshold, is required to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, care for destitute women and rehabilitation of under privileged person, environment sustainability, disaster relief and rural development projects. A CSR committee has been formed by the Company as per the Companies Act, 2013.

During the year, the Company has spent ₹ 225 Lakhs in combating the COVID-19 crisis and the balance ₹ 242 Lakhs has been paid to PVR Nest. PVR Nest focusses on providing education, healthcare, nutrition and rehabilitation to children.

Particulars	March 31, 2021	March 31, 2020
Gross amount required to be spent by the Company during the year	467	468
Amount spent during the year (refer note 28)	467	468

38 Disclosure required under Section 186(4) of the Companies Act, 2013

Full particulars of loans given, investment made, guarantee given, security provided together with purpose in terms of Section 186(4) of the Companies Act, 2013

Particulars	Rate of Interest (p.a)	Due Date	Secured/ Unsecured	March 31, 2021	March 31, 2020
PVR Pictures Limited[1]	11% p.a.	Repayable on demand, within a period of 14 days from such demand	Unsecured	4,950	4,950
Zea Maize Private Limited[1]	11% p.a.	Repayable on demand, within a period of 14 days from such demand	Unsecured	160	50
P V R Lanka Limited [1]	11% p.a.	Repayable on or after 3 year from the date of disbursement, within a period of 14 days from such demand.	Unsecured	3,529	2,827
Sandhya Prakash Limited [2]	18% p.a.	13 monthly instalments adjusted with lease rentals till April 2018.	Unsecured	54	54
Evergreen Cine Services Pvt. Ltd.[3]	Nil	Repayable on demand	Unsecured	133	133
SPI Entertainment Projects (Tirupati) Pvt. Ltd.[3]	Nil	Repayable on demand	Unsecured	52	52

[1]The loan had been given to PVR Pictures Limited, Zea Maize Private Limited and P V R Lanka Limited subsidiary companies, for meeting their working capital requirements.

[2] The loan had been given to Sandhya Prakash Limited (Mall Developer) for their capital expenditure requirement, where the Company has an existing operational cinema. The Company is carrying a provision against the outstanding loan amount.

[3] Provision has been created against the outstanding loan amount. These loans were transferred from SPI Cinemas Private Limited by virtue of merger.

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

39 Significant investments in subsidiaries, joint ventures and associates:

The Company has following investments in subsidiaries as at March 31, 2021

Particulars	Nature	Country of Incorporation	Percentage of holding	
			March 31, 2021	March 31, 2020
PVR Pictures Limited	Subsidiary	India	100%	100%
SPI Entertainment Projects (Tirupati) Pvt. Ltd.	Subsidiary	India	100%	99.99%
Zea Maize Private Limited	Subsidiary	India	83.3% (88.66% through compulsory convertible preference share)	80% (87.8% through compulsory convertible preference share)
P V R Lanka Limited	Subsidiary	Sri Lanka	100%	100%

40 Fair value

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair value.

The carrying value & fair value of financial instruments by categories as of March 31, 2021 were as follows:

Particulars	Note	Level of hierarchy	Carrying Amount		
			Amortised Cost	Financial Assets/ liabilities at fair value through profit or loss	Financial Assets/ liabilities at fair value through OCI
Financial Assets					
Investments – FVTOCI	5B	-	-	-	-
Investments – Amortised cost	5B	-	120	-	-
Trade receivables	11	-	1,985	-	-
Cash and cash equivalents	12A	-	54,573	-	-
Bank balances other than cash and cash equivalents, above	12B	-	17,580	-	-
Loans	13	3	33,977	-	-
Other financial assets	6	-	5,271	-	-
Total			113,506	-	-
Financial Liabilities					
Borrowings (including current maturities)					
- Secured Rated Listed Non-convertible Debentures	16	1	29,489	-	-
- Other borrowings	16 and 19	3	105,468	-	-
Trade payables	20	-	18,941	-	-
Lease liabilities	17	3	361,436	-	-
Other financial liabilities – Deferred consideration (refer note 42)	21	3	6,123	-	-
Other financial liabilities	21	-	10,791	-	-
Total			532,248	-	-

The carrying value & fair value of financial instruments by categories as of March 31, 2020 were as follows:

Particulars	Note	Level of hierarchy	Carrying Amount		
			Amortised Cost	Financial Assets/ liabilities at fair value through profit or loss	Financial Assets/ liabilities at fair value through OCI
Financial Assets					
Investments – FVTOCI	5B	-	-	-	-
Investments – Amortised cost	5B	-	167	-	-
Trade receivables	11	-	17,122	-	-
Cash and cash equivalents	12A	-	31,335	-	-
Bank balances other than cash and cash equivalents, above	12B	-	671	-	-
Loans	13	3	32,515	-	-
Other financial assets	6	-	4,682	-	-
Total			86,492	-	-

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	Note	Level of hierarchy	Carrying Amount		
			Amortised Cost	Financial Assets/ liabilities at fair value through profit or loss	Financial Assets/ liabilities at fair value through OCI
Financial Liabilities					
Borrowings (including current maturities)					
- Secured Rated Listed Non-convertible Debentures	16	1	40,958	-	-
- Other borrowings	16 and 19	3	88,333	-	-
Trade payables	20	-	29,325	-	-
Lease liabilities	17	3	373,440		
Other financial liabilities - Deferred consideration (Refer note 42)	21	3	8,598	-	-
Other financial liabilities	21	-	12,516	-	-
Total			**553,170**	**-**	**-**

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

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

Long-term fixed-rate and variable-rate receivables/deposit are evaluated by the Company based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables/deposits.

The fair values of the quoted instruments are based on price quotations at the reporting date. The fair value of unquoted instruments, loans from banks and other financial liabilities, obligations under leases, as well as other non-current financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities.

There is no significant estimate involved in level 3. Further, the deferred consideration is based on the present value of the expected cash outflows discounted using risk adjusted discount rate i.e. 9.50% p.a. The estimated fair value of deferred consideration would increase/decrease if the expected cash outflows were higher/ lower or the risk adjusted discount rate was higher/lower.

41 Segment

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Chairman of the Company has been identified as being the chief operating decision maker to assess the financial performance and position of the Company and make strategic decisions. The Company is engaged primarily in the business of theatrical exhibition and allied activities under the brand 'PVR'. Accordingly, in the context of Indian Accounting Standard 108 – Operating Segments, it is considered to constitute single reportable segment.

42 Business combination

Acquisition and merger of SPI Cinemas Private Limited:

The Board of Directors in its meeting held on August 12, 2018, approved the acquisition of SPI Cinemas Private Limited ('SPI') via Share Purchase Agreement (SPA) signed on August 12, 2018 by way of acquisition of 71.69% equity shares in SPI for a cash consideration (including deferred consideration) of ₹ 63,560 Lakhs and for the balance 28.31% stake, through issue of 1,599,974 equity shares of the Company to SPI shareholders in the ratio of 1: 18.19 equity shares in the Company, pursuant to the proposed scheme of amalgamation. Consequent to above, on fulfilment of condition precedent in the said SPA, on August 17, 2018, the Company completed the acquisition of 71.69% shareholding in SPI. The scheme of amalgamation got approved by National Stock Exchange of India Limited, BSE Limited, by the members, secured and unsecured creditors of the Company and unsecured creditors of SPI in the NCLT convened meetings on April 24, 2019.

Pursuant to an application filed with National Company Law Tribunal for final order on aforesaid matter, the Hon'ble Principal Bench of The National Company Law Tribunal at New Delhi vide its Order dated August 23, 2019 had approved the Scheme of Amalgamation ('Scheme') between the Company, SPI Cinemas Private Limited ('SPI') and their respective shareholders and creditors, under Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013 and the rules and regulations framed thereunder, effective from the appointed date of August 17, 2018. With effect from the appointed date and upon the Scheme becoming effective, entire business of SPI including its assets, properties, rights, benefits, interests and liabilities has been transferred to and vested in the Company, as a going concern.

The acquisition of SPI is of significant strategic value for the Company and will further cement the Company's market leadership position in India. The acquisition will make the Company leader in the South Indian market and provide an attractive platform for us to expand in that geography, which currently is highly underpenetrated in terms of multiplexes. The Company expects to realise synergies and cost savings related to this acquisition as a result of purchasing and procurement economies of scale and general and administrative expense savings, particularly with respect to the consolidation of corporate related functions and elimination of redundancies.

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

A) Fair value of consideration transferred:-

Particulars	Amount
Cash consideration	53,560
Deferred consideration *	10,000
Value of Equity shares issued **	25,000
Less: Adjustment pursuant to SPA	(310)
Total consideration for business combination	**88,250**

* Deferred Consideration amounting to ₹ 6,667 Lakhs is outstanding as on March 31, 2021 and is payable to SPI Cinemas shareholders on achievement of certain milestones (opening of cinema hall and getting certain regulatory approvals), where achievement of certain milestones, with regard to opening of new cinema hall and obtaining regulatory approval is more probable. Since the regulatory approvals were still under process, the management has reassessed the classification of the same during the year ended March 31, 2020 and accordingly, accounted for the fair value adjustment in the deferred consideration amount (refer note 40 for fair value disclosure).

** The valuation equity share has been done at the rate of ₹ 1,562.5 per share for 1,599,974 equity shares. To arrive at the relative value of SPI and PVR, appropriate weights were given to the value per share determined as per the Income Approach and Market Approach. These equity shares have been issued and allotted on September 03, 2019.

B) Fair value of identifiable assets acquired and liabilities assumed (as adjusted for measurement period adjustment) as on the date of acquisition is as below:

Particulars	Amount
Property, plant and equipment	20,204
Land	797
Capital work-in-progress	3,388
Intangible assets	17,000
Other non-current assets	8,248
Inventories	277
Trade receivables	1,844
Other financial assets	435
Other current assets	1,943
Total assets	**54,136**
Non-current Borrowings	12,993
Current Borrowings	550
Other non-current liabilities #	4,954
Trade payables	2,361
Other financial liabilities	3,629
Other current liabilities	2,995
Total Liabilities	**27,482**
Total Fair Value of the Net Assets**	**26,654**

Includes Deferred tax liabilities of1,432 Lakhs
Note: The adjustment between the measurement period and final valuation was not significant.

.C. Amount recognised as goodwill

Particulars	Amount
Total consideration for business combination (refer A above)	88,250
Less: Fair value of net assets acquired (refer B above)	26,654
**Goodwill ** **	**61,596**

** Basis purchase price allocation to various identifiable acquired assets and assumed liabilities, Goodwill has been recognised. Goodwill amounting to ₹ 60,164 Lakhs is deductible for tax purposes.

D. As on date of acquisition, gross contractual amount of the acquired Trade Receivables and Other Financial Assets was ₹ 2,279 Lakhs against which no provision has been considered, since fair value of acquired receivables and other financial assets are equal to carrying value as on date of acquisition.

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

43 Related Party Disclosures

Names of related parties and related party relationship

Subsidiaries	PVR Pictures Limited
	Zea Maize Private Limited
	P V R Lanka Limited
	SPI Entertainment Projects (Tirupati) Private Ltd.
	PVR Middle East FZ LLC (up to January 30, 2020)
Key management personnel	Mr. Ajay Bijli, Chairman cum Managing Director
	Mr. Sanjeev Kumar, Joint Managing Director
	Ms. Renuka Ramnath, Director
	Mr. Amit Burman – Independent Director (up to July 26, 2019)
	Mr. Sanjai Vohra – Independent Director
	Mr. Vikram Bakshi – Independent Director
	Mr. Sanjay Khanna – Independent Director (up to April 15, 2019)
	Mr Vishal Mahadevia – Director (up to March 26, 2020)
	Ms. Pallavi Shardul Shroff – Independent Director (w.e.f. October 22, 2019)
	Mr. Anish Kumar Saraf – Director (w.e.f June 08, 2020)
	Mr. Gregory Adam Foster – Independent Director (w.e.f. October 21, 2020)
	Ms. Deepa Misra Harris – Independent Director
Relatives of Key Management Personnel	Mrs. Selena Bijli, Wife of Mr. Ajay Bijli
	Ms. Nayana Bijli, Daughter of Mr. Ajay Bijli
	Mr. Aamer Krishan Bijli, Son of Mr. Ajay Bijli
Joint Ventures	Vkaao Entertainment Private Limited (50% each held by PVR Pictures Limited and Big tree Entertainment Private Limited)
Enterprises over which Key management personnel and their relatives are able to exercise significant influence	PVR Nest
	Priya Exhibitors Private Limited
	Shardul Amarchand Mangaldas & Co.

Particulars	Subsidiary Companies		Key Management Personnel and their relatives		Joint Ventures		Enterprises owned or significantly influenced by key management personnel or their relatives	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020	**March 31, 2021**	March 31, 2020	**March 31, 2021**	March 31, 2020
Transactions during the year								
Remuneration paid								
Ajay Bijli	**-**	-	**1,413**	1,670	**-**	-	**-**	-
Sanjeev Kumar	**-**	-	**1,017**	1,093	**-**	-	**-**	-
Nayana Bijli	**-**	-	**14**	21	**-**	-	**-**	-
Sitting fees and commission								
Amit Burman	**-**	-	**-**	5	**-**	-	**-**	-
Deepa Misra Harris	**-**	-	**19**	10	**-**	-	**-**	-
Pallavi Shardul Shroff	**-**	-	**2**	-	**-**	-	**-**	-
Sanjai Vohra	**-**	-	**31**	24	**-**	-	**-**	-
Vikram Bakshi	**-**	-	**9**	8	**-**	-	**-**	-
Rent Expense								
Priya Exhibitors Private Limited	**-**	-	**-**	-	**-**	-	**153**	-
Professional fees								
Shardul Amarchand Mangaldas & Co.	**-**	-	**-**	-	**-**	-	**175**	-
Film Distributors Share expense								
PVR Pictures Limited	**45**	3,952	**-**	-	**-**	-	**-**	-
Vkaao Entertainment Private Limited	**-**	-	**-**	-	**-**	150	**-**	-
Expenses on Food, Brewerage & Bowling (Staff Welfare etc.)								
Zea Maize Private Limited	**2**	13	**-**	-	**-**	-	**-**	-

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	Subsidiary Companies		Key Management Personnel and their relatives		Joint Ventures		Enterprises owned or significantly influenced by key management personnel or their relatives	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020	**March 31, 2021**	March 31, 2020	**March 31, 2021**	March 31, 2020
Purchases of Goods								
Zea Maize Private Limited	**113**	308	**-**	-	**-**	-	**-**	-
Purchases of Capital Goods								
Zea Maize Private Limited	**-**	5	**-**	-	**-**	-	**-**	-
Income From Film Production								
PVR Pictures Limited	**149**	140	**-**	-	**-**	-	**-**	-
Income From Sales of Tickets of Films								
PVR Pictures Limited	**6**	49	**-**	-	**-**	-	**-**	-
Vkaao Entertainment Private Limited	**-**	-	**-**	-	**-**	1	**-**	-
VPF Income								
PVR Pictures Limited	**3**	156	**-**	-	**-**	-	**-**	-
Vkaao Entertainment Private Limited	**-**	-	**-**	-	**-**	4	**-**	-
Interest Received								
PVR Pictures Limited	**545**	414	**-**	-	**-**	-	**-**	-
Zea Maize Private Limited	**16**	16	**-**	-	**-**	-	**-**	-
P V R Lanka Limited	**348**	194	**-**	-	**-**	-	**-**	-
Advance given								
Ajay Bijli	**-**	-	**400**	-	**-**	-	**-**	-
Advance refunded								
Ajay Bijli	**-**	-	**400**	-	**-**	-	**-**	-
Issuance of equity share capital (right issue)								
Ajay Bijli	**-**	-	**3,719**	-	**-**	-	**-**	-
Sanjeev Kumar	**-**	-	**2,686**	-	**-**	-	**-**	-
Sanjai Vohra	**-**	-	**1**	-	**-**	-	**-**	-
Final Dividend Paid								
Ajay Bijli	**-**	-	**-**	108	**-**	-	**-**	-
Sanjeev Kumar	**-**	-	**-**	75	**-**	-	**-**	-
Selena Bijli	**-**	-	**-**	4	**-**	-	**-**	-
Aamer Krishan Bijli	**-**	-	**-**	3	**-**	-	**-**	-
Interim Dividend Paid								
Ajay Bijli	**-**	-	**-**	219	**-**	-	**-**	-
Sanjeev Kumar	**-**	-	**-**	149	**-**	-	**-**	-
Selena Bijli	**-**	-	**-**	8	**-**	-	**-**	-
Aamer Krishan Bijli	**-**	-	**-**	3	**-**	-	**-**	-
Inter Corporate Loans Given								
PVR Pictures Limited	**-**	5,300	**-**	-	**-**	-	**-**	-
Zea Maize Private Limited	**180**	425	**-**	-	**-**	-	**-**	-
P V R Lanka Limited	**702**	2,900	**-**	-	**-**	-	**-**	-
Inter Corporate Loans Refund								
P V R Lanka Limited	**-**	73	**-**	-	**-**	-	**-**	-
Zea Maize Private Limited	**70**	375	**-**	-	**-**	-	**-**	-
PVR Pictures Limited	**-**	2,100	**-**	-	**-**	-	**-**	-
Security Deposit Paid								
Priya Exhibitors Private Limited	**-**	-	**-**	-	**-**	-	**-**	22
Donation given								
PVR Nest	**-**	-	**-**	-	**-**	-	**242**	450
Investment during the year								
PVR Pictures Limited	**-**	1,000	**-**	-	**-**	-	**-**	-
Zea Maize Private Limited	**140**	300	**-**	-	**-**	-	**-**	-

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	Subsidiary Companies		Key Management Personnel and their relatives		Joint Ventures		Enterprises owned or significantly influenced by key management personnel or their relatives	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020	**March 31, 2021**	March 31, 2020	**March 31, 2021**	March 31, 2020
Balance outstanding at the end of the year								
Trade Payable								
Shardul Amarchand Mangaldas & Co.	**-**	-	**-**	-	**-**	-	**38**	-
Vkaao Entertainment Private Limited	**-**	-	**-**	-	**3**	34	**-**	-
Interest Accrued on Loan								
PVR Pictures Limited	**543**	-	**-**	-	**-**	-	**-**	-
Zea Maize Private Limited	**29**	-	**-**	-	**-**	-	**-**	-
P V R Lanka Limited	**542**	-	**-**	-	**-**	-	**-**	-
Advance Recoverable								
P V R Pictures Limited	**217**	494	**-**	-	**-**	-	**-**	-
Zea Maize Private Limited	**44**	84	**-**	-	**-**	-	**-**	-
P V R Lanka Limited	**-**	194	**-**	-	**-**	-	**-**	-
Security Deposits Given								
Priya Exhibitors Private Limited	**-**	-	**-**	-	**-**	-	**166**	166
Inter Corporate Loans Given								
PVR Pictures Limited	**4,950**	4,950	**-**	-	**-**	-	**-**	-
Zea Maize Private Limited	**160**	50	**-**	-	**-**	-	**-**	-
P V R Lanka Limited	**3,529**	2,827	**-**	-	**-**	-	**-**	-
Investment in Equity Share Capital								
P V R Lanka Limited	**1,406**	1,406	**-**	-	**-**	-	**-**	-
PVR Pictures Limited	**3,102**	3,102	**-**	-	**-**	-	**-**	-
Zea Maize Private Limited	**1,070**	850	**-**	-	**-**	-	**-**	-
SPI Entertainment Project (Tirupati) Private Limited	**1**	1	**-**	-	**-**	-	**-**	-
Investment in Preference Share Capital								
Zea Maize Private Limited	**620**	700	**-**	-	**-**	-	**-**	-

Notes:

(a) The remuneration to the key managerial personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the Company as a whole.

(b) The financial figures in above note exclude expenses reimbursed to/by related parties.

(c) The financial figures in above note excludes GST/ Sales tax/ Local body taxes as applicable.

(d) For Zea Maize Private Limited, share capital movement refer note 5.

(e) Corporate Guarantee given to bank against credit facility availed by Zea Maize Private Limited.

(f) All transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions and within the ordinary course of business. Outstanding balances at the year end are unsecured and settlement occurs in cash. Transactions relating to dividend, subscriptions for new equity shares are on the same terms and conditions that are offered to other shareholders.

44 Financial risk management objective and policies

The Company's principal financial liabilities comprise of loans and borrowings, lease liabilities, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk, legal, taxation and accounting risk and liquidity risk. The Company's treasury team overseas the management of these risks supported by senior management.

Impact of COVID-19 pandemic:

In light of COVID-19 outbreak, the Company has considered the likely impact on its financial risk management policies, refer note 48 for details.

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

(a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits and FVTOCI investments.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the long-term debt obligations with floating interest rates.

The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on loans and borrowings. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Increase effect		Decrease effect	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
Effect of Increase/decrease in floating Interest rate by 100 basis points (1%) for term loans	**895**	570	(878)	(566)

(ii) Currency risk

Currency risk is the risk that the fair value of future cash flows of financial instruments will fluctuate because of the change in foreign currency exchange rates.

The majority of the Company's revenue and expenses are in Indian ₹, with the remainder denominated in US Dollars. Management considers currency risk to be low and does not hedge its currency risk. As variations in foreign currency exchange rates are not expected to have a significant impact on the results of operations, a sensitivity analysis is not presented.

(b) Legal, taxation and accounting risk

The Company is presently involved into various judicial, administrative, regulatory and litigation proceedings concerning matters arising in the ordinary course of business operations including but not limited to personal injury claims, landlord-tenant disputes, commercials disputes, tax disputes (including entertainment tax subsidy and other direct and indirect tax matters like GST, Service tax, Sales tax etc.), employment disputes and other contractual disputes. Many of these proceedings seek an indeterminate amount of damages. In situations where management believes that a loss arising from a proceeding is probable and can reasonably be estimated, the Company records the amount of the probable loss. As additional information becomes available, any potential liability related to these proceedings is assessed and the estimates are revised, if necessary.

To mitigate these risks, the Company employs in-house counsel and uses third party tax & legal experts to assist in structuring significant transactions and contracts. PVR also has systems and controls that ensure the timely delivery of financial information in order to meet contractual and regulatory requirements and has implemented disclosure controls and internal controls over financial reporting which are tested for effectiveness on an ongoing basis.

(c) Credit risk

The maximum exposure to credit risks is represented by the total carrying amount of these financial assets in the Standalone Balance Sheet

Particulars	March 31, 2021	March 31, 2020
Trade receivables	**1,985**	17,122
Loans	**33,977**	32,515
Cash and cash equivalents	**54,573**	31,335
Other bank balances other than cash and cash equivalents	**17,580**	671
Other financial assets	**5,271**	4,682

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

Credit risk on cash and cash equivalents and bank deposits is limited as the Company generally invests in deposits with banks with high credit ratings assigned by domestic credit rating agencies. Loans primarily represents security deposits given to Mall Developers/lessors. Such deposit will be returned to the Company on expiry of lease entered with Mall developers/lessors. The credit risk associated with such security deposits is relatively low.

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to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

Trade receivables are typically unsecured and are derived from revenue earned from customers located in India. Trade receivables also includes receivables from Debit/credit card companies and online movie ticketing partners which are realisable within a period 1 to 3 working days. The Company monitors the economic environment in which it operates. The Company manages its credit risk through establishing credit limits and continuously monitoring credit worthiness of customers to which the Company grants credit terms in the normal course of business.

The Company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available internal credit risk factors such as the Company's historical experience for customers. Based on the business environment in which the Company operates, management considers that the trade receivables (other than Government dues) are in default/doubtful if the payment is outstanding for more than 270 days and more than 365 days in case of government dues. Basis above, as at March 31, 2021, Company has impaired Trade receivables of ₹ 3,770 Lakhs (March 31, 2020: ₹ 3,646 Lakhs).

Majority of trade receivables are from domestic customers, which are fragmented and are not concentrated to individual customers.

Movement in the allowance for impairment in respect of trade receivables

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Balance at the beginning of the year	**3,646**	2,582
Impairment loss recognised/(reversed)	**738**	1,064
Amount written off	**(614)**	-
Balance at the end of the year	**3,770**	3,646

(d) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial assets. The Company's approach to manage liquidity is to have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed circumstances, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans, debentures and advance payment terms.

The Company's liquidity management process as monitored by management, includes the following:

- Day to Day funding, managed by monitoring future cash flows to ensure that requirements can be met.

- Maintaining rolling forecasts of the Company's liquidity position on the basis of expected cash flows.

- Maintaining diversified credit lines.

Particulars	Borrowings (including current maturities)*		Trade and other payables	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
On demand	**126**	13,556	**-**	-
Less than 3 months	**9,589**	414	**24,859**	37,601
3 to 12 months	**27,373**	24,051	**3,200**	2,491
1 to 5 years	**80,824**	76,975	**7,796**	10,347
More than 5 years	**17,673**	14,408	**-**	-
Total	**135,585**	**129,404**	**35,855**	**50,439**

*Borrowing includes Non-convertible Debentures, Term loans, Bank overdraft, Short-term borrowings and commercial papers excluding transaction cost.

The Company has also significant contractual obligations in the form of lease liabilities (refer note 17) and capital & other commitments (refer note 33).

45 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return on capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is long-term debts plus amount payable for purchase of property plant and equipment divided by total equity.

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars		March 31, 2021	March 31, 2020
Long-term debt (includes current maturities)		123,058	110,735
Payables on purchase of property plant and equipment		4,515	6,384
Total	(A)	**127,573**	**117,119**
Equity	(B)	**184,042**	**146,322**
Gearing ratio	(A/B)	**69%**	**80%**

46 Expenses capitalised

The Company has capitalised following expenses through capital work-in-progress (CWIP) which directly or indirectly relates to setting up of cinemas. Consequently, expenses disclosed under the respective notes are net of amounts capitalised by the Company.

Particulars	March 31, 2021	March 31, 2020
Salaries, wages, allowances and bonus	1,164	1,699
Contribution to provident and other funds	51	65
Rent	502	9
Electricity and water charges	46	16
Repairs and maintenance	24	33
Rates and taxes	22	577
Architects & professional	303	927
Insurance	8	1
Communication cost	-	2
Security service charges	169	275
Finance costs	278	541
Other miscellaneous expenses	27	150
Total	**2,594**	**4,295**

47 Income tax expense

Particulars		March 31, 2021	March 31, 2020
(a)	**Income tax expense reported in the Statement of Profit and Loss comprises:**		
	Current income tax:		
	Current tax	-	2,917
	Adjustments in respect of current income tax of previous years	(42)	50
	Deferred tax:		
	Relating to origination and reversal of temporary differences	(18,961)	3,646
	MAT credit (entitlement)/reversal for earlier years	(22)	(85)
	Total deferred tax	**(18,983)**	**3,561**
	Income tax expense reported in the statement of profit and loss	**(19,025)**	**6,528**
	Effective Income tax rate	**20.8%**	**68.4%**
(b)	**Statement of Other Comprehensive Income**		
	Net loss/(gain) on remeasurements of defined benefit plans	5	(74)
(c)	**Reconciliation of effective tax rate**		
	Reconciliation of tax expense and the accounting profit multiplied by statutory income tax rate for the year indicated are as follows:		
	Accounting profit/(loss) before tax	(91,375)	9,544
	Statutory income tax rate	34.94%	34.94%
	Computed tax expense	(31,930)	3,335
	Adjustments in respect of current income tax and MAT of previous years	(64)	(35)
	Adjustments in respect of deferred tax of previous years	59	-
	Non-deductible expenses for tax purposes	204	54
	Tax impact related to change in law	11,299	-
	Tax impact related to change in tax rate	1,407	3,174
	Income tax charged to statement of profit and loss	**(19,025)**	**6,528**

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars		March 31, 2021	March 31, 2020
(d)	**MAT credit entitlement**		
	Opening Balance	**9,820**	10,743
	Add: MAT credit entitlement/(reversal) for earlier years	**22**	85
	Add: Amount adjusted with provision for taxes	**-**	(31)
	Less: MAT credit utilisation during the year	**-**	977
	Closing Balance	**9,842**	**9,820**
(e)	**Deferred tax asset/(liability)**		
	Opening Balance	**10,377**	(13,334)
	Less: Impact of differences in W.D.V. block under Income Tax and Books of Account	**(11,639)**	1,803
	Add: Tax income/(expenses) on other timing differences	**30,987**	21,908
	Closing balance	**29,725**	**10,377**

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

48 Estimation of uncertainties relating COVID-19 pandemic:

The COVID-19 situation across the country continued to adversely affect the operations of the Company during the FY 2020-21. Cinemas across the country started operations during October 2020 – December 2020 period in line with the guidelines from respective state authorities and by March 2021 there were signs of revival of the business. However due to sudden spurt of second wave of COVID-19 during April 2021 the Cinema operations of the Company paused and all our screens are once again closed in line with respective state government or regulatory bodies guidelines.

We have undertaken various cost saving initiatives to mitigate the adverse impact of COVID-19 on the business, which *inter alia* includes reduction in employee costs by temporary salary cuts and headcount reduction, received waivers of rental and maintenance charges during lockdown and further rebates in rentals post opening till end of the financial year from our landlords and significant reduction in all other overhead expenses during the FY 2020-21. With these actions, we have been able to bring down the cash burn significantly. In view of second wave of COVID-19, we have once again initiated discussions with our landlords to seek rebates in rental and maintenance charges for the period cinema operations are likely to be impacted during FY 2021-22.

We have made an assessment of likely impact from the COVID-19 pandemic on business and believe that this pandemic is not likely to impact the recoverability of the carrying value of its assets. We believe while the COVID-19 pandemic may adversely impact the business in the short-term, we do not anticipate material medium to long-term risks to the business prospects.

We have carried out an assessment of the appropriateness of going concern, impairment of assets and other related aspects and we believe that there is no impact on the same. We are closely monitoring the developments and possible effects that may result from the present pandemic on its financial condition, liquidity and operations and working to minimise the impact of this unprecedented situation. As the situation is continuously evolving, the eventual impact may be different from the estimates made as of the date of approval of these financial statements.

During the year ended March 31, 2021 the Company has raised additional funds by way of Rights issue and QIP amounting to ₹ 29,979 Lakhs and ₹ 80,000 Lakhs respectively to strengthen the liquidity position of the Company.

49 During the previous year, upon the recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Company in their meeting dated June 08, 2020 had approved the remuneration for Mr. Ajay Bijli, Chairman & Managing Director and Mr. Sanjeev Kumar, Joint Managing Director as was originally approved by the shareholders vide resolution dated July 03, 2018, by taking into account the net profits of the Company computed under Section 198 of the Companies Act, 2013 after disregarding the adjustments made pursuant to Ind AS 116. Adoption of Ind AS 116 ('Leases') w.e.f. April 01, 2019 and its impact on PBT of the Company has resulted in their overall managerial remuneration exceeding the maximum remuneration permissible under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Since such remuneration (individually and overall) was in excess of the limits prescribed under Section 197 read with Schedule V of the Companies Act, 2013 by ₹ 982 Lakhs, Shareholder's approval was taken in the AGM held on September 29, 2020 and the same was paid subsequent to Shareholder's approval during the current financial year.

Notes

to the Standalone Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

50 Upon the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company in their meeting dated June 02, 2021 has approved remuneration of ₹ 642 Lakhs and ₹ 443 Lakhs paid to Mr. Ajay Bijli, Chairman & Managing Director and Mr. Sanjeev Kumar, Joint Managing Director, respectively, during the Financial Year 2020-21. The same is in accordance with the minimum remuneration as was originally approved by the shareholders vide their resolutions dated July 03, 2018 and September 29, 2020. Pursuant to the provisions of Section 197 read with Schedule V to the Companies Act, 2013 and in view of the inadequacy of profits for the Financial Year 2020-21, the Company shall seek approval of the shareholders by way of special resolution in its forthcoming Annual General Meeting for the above-mentioned remuneration.

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

Adhir Kapoor
Partner
Membership Number: 098297

Place: New Delhi
Date: June 02, 2021

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

Ajay Bijli
Chairman cum Managing Director
DIN: 00531142

Sanjeev Kumar
Joint Managing Director
DIN: 00208173

Mukesh Kumar
Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: June 02, 2021

Independent Auditor's Report

To the Members of PVR Limited

Report on the Audit of Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of PVR Limited (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as 'the Group'), and its joint venture, which comprise the Consolidated Balance Sheet as at March 31, 2021, and the Consolidated Statement of Profit and Loss (including other comprehensive income), Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as 'the consolidated financial statements').

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements of such subsidiaries and joint venture as were audited by the other auditors, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and joint venture as at March 31, 2021, of its consolidated loss and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group and its joint venture in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in sub-paragraph (a) of the 'Other Matter' paragraph below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Emphasis of Matter

We draw attention to Note 51 to the consolidated financial statements, which describes the economic and social disruptions as a result of COVID-19 pandemic on the Group's operations and financial statements as assessed by the management.

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Description of Key Audit Matters

Sr. No.	The key audit matter	How the matter was addressed in our audit
1.	**Revenue Recognition**	**Audit procedures**
	See Note 25 to the consolidated financial statements The Group's significant portion of revenue comes from income from sale of movie tickets and food and beverages ('revenue'). We have identified revenue recognition as a key audit matter, because revenue is one of the key performance indicator of the Group and its reliance on the Group's IT system. Further, as the revenue comprises of high volumes of individually small transactions, the process of summarising and recording sales revenue is critical.	In this area our procedures included: • Evaluated the design and implementation and operating effectiveness of key controls in relation to recognition of revenue. • Involvement of our Subject Matter Experts on information technology with respect to testing of key IT system controls which impacts revenue recognition. • Performed substantive testing (including year-end cutoff testing) by selecting samples of revenue transactions recorded during and after the year and verifying the underlying documents. • Tested the reconciliation between sales recorded and cash/card/ online transactions and agreed those reconciliations through underlying documents on sample basis. • Assessed the adequacy of related disclosures in the consolidated financial statements.

Sr. No.	The key audit matter	How the matter was addressed in our audit
2.	**Impairment of Goodwill, other intangible assets, property, plant and equipment, capital work-in-progress and ROU assets** See Notes 3, 4A and 4B to the consolidated financial statements The carrying value of the Group's goodwill is ₹ 105,204 Lakhs and that of other intangible assets, property, plant and equipment, capital work-in-progress, ROU assets as at March 31, 2021 amounts ₹ 464,026 Lakhs. Due to the impact of COVID-19 pandemic, an impairment assessment of the non-financial assets is to be performed. The impairment testing of above requires significant judgements and estimates in assessing the Value in Use ('VIU') regarding assessment and measurement for impairment loss, if any. The risk relates to uncertainties involved in forecasting of cash flows, for key assumptions such as future revenue, margins, overheads, growth rates and weighted average cost of capital for the purpose of determining VIU. We have identified impairment assessment of such assets as a key audit matter because of the significance of the carrying value of such assets and involvement of judgements and estimates.	**Audit procedures** **In this area our procedures included:** • Tested the design and implementation of key controls with respect to impairment assessment of Goodwill and other intangible assets, property, plant and equipment, capital work-in-progress and ROU assets and tested operating effectiveness of such controls. • Evaluated the impairment model which is based on discounted cash flows including the adverse effects which could arise from the outbreak of COVID-19 pandemic. This includes evaluation of the assumptions used in key inputs such as forecasted revenue, gross margin and discount rate based on our knowledge of the Group and the industry with the assistance of our Subject Matter Experts. • Performed sensitivity analysis to evaluate whether any foreseeable change in assumptions could lead to a significant change in the VIU. • Assessed the adequacy of related disclosures in the consolidated financial statements.

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

The Holding Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed and based on the work done/audit report of other auditors, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group and its joint venture in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group and of its joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgements 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 Management and Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group and of its joint venture are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its joint venture is responsible for overseeing the financial reporting process of each company.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on the internal financial controls with reference to the consolidated financial statements and the operating effectiveness of such controls based on our audit.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of Management and Board of Directors' use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its joint venture to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group and its joint venture to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in para (a) of the section titled 'Other Matter' in this audit report.

We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in sub-paragraph (a) of the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

(a) We did not audit the financial statements of two subsidiaries, whose financial statements reflect total assets of ₹ 6,988 Lakhs as at March 31, 2021, total revenues of ₹ 659 Lakhs and net cash outflows amounting to ₹ 52 Lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss (and other comprehensive income) of ₹ 59 Lakhs for the year ended March 31, 2021, in respect of one joint venture, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and joint venture, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and joint venture is based solely on the audit reports of the other auditors.

Report on Other Legal and Regulatory Requirements

A. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate financial statements of such subsidiaries and joint venture as were audited by other auditors, as noted in the 'Other Matter' paragraph, we report, to the extent applicable, that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

c) The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2021 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies and joint venture , none of the directors of the Group companies and joint venture incorporated in India is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, its subsidiary companies, and joint venture incorporated in India and the operating effectiveness of such controls, refer to our separate Report in 'Annexure A'.

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiaries, and joint venture, as noted in the 'Other Matter' paragraph:

i. The consolidated financial statements disclose the impact of pending litigations as at March 31, 2021 on the consolidated financial position of the Group and its joint venture. Refer Note 36 to the consolidated financial statements.

ii. The Group and its joint venture did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended March 31, 2021.

iii. There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Holding Company or its subsidiary companies and joint venture incorporated in India during the year ended March 31, 2021.

iv. The disclosures in the consolidated financial statements regarding holdings as well as dealings in specified bank notes during the period from November 08, 2016 to December 30, 2016 have not been made in the financial statements since they do not pertain to the financial year ended March 31, 2021.

C. With respect to the matter to be included in the Auditor's report under Section 197(16) of the Act:

We draw attention to Note 53 to the consolidated financial statements, which explains that the managerial remuneration aggregating ₹ 1,085 Lakhs paid to two executive directors of the Holding Company for the financial year ended March 31, 2021 was in accordance with the minimum remuneration as was originally approved by the shareholders of the Holding Company vide their resolutions dated July 03, 2018 and September 29, 2020. Pursuant to the provisions of Section 197 read with Schedule V to the Companies Act, 2013 ('Act'), owing to inadequacy of profits for the financial year ended March 31, 2021, the Holding Company shall seek approval of the shareholders for the aforesaid managerial remuneration by way of special resolution in its forthcoming Annual General Meeting. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us. Our opinion is not modified in respect of this matter.

Further, in case of one subsidiary company, incorporated in India, where provisions of Section 197 of the Act are applicable, such subsidiary company has not paid/provided for any remuneration to its directors during the current year.

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No.: 101248W/W-100022

Adhir Kapoor
Partner
Membership No.: 098297
ICAI UDIN.: 21098297AAAABD6560

Place: New Delhi
Date: June 02, 2021

Annexure A to the Independent Auditor's Report on the Consolidated Financial Statements of PVR Limited for the year ended March 31, 2021

Report on the internal financial controls with reference to the aforesaid Consolidated Financial Statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013

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

Opinion

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2021 we have audited the internal financial controls with reference to consolidated financial statements of PVR Limited (hereinafter referred to as 'the Holding Company') and such companies incorporated in India under the Companies Act, 2013 which are its subsidiary companies and its joint venture companies, as of that date.

In our opinion, the Holding Company and such companies incorporated in India which are its subsidiary companies, and joint venture companies, have, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at March 31, 2021 based on the internal financial controls with reference to consolidated financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the 'Guidance Note').

Management's Responsibility for Internal Financial Controls

The respective Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the criteria established by the respective Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as 'the Act').

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of the internal controls based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the relevant subsidiary companies and joint venture companies in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

Meaning of Internal Financial Controls with Reference to Consolidated Financial Statements

A company's internal financial controls with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the consolidated financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Consolidated Financial Statements

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to consolidated financial statements to future periods are subject to the risk that the internal financial controls with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Other Matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements insofar as it relates to one subsidiary company, which are incorporated in India, is based on the corresponding report of the auditor of such company incorporated in India.

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No.: 101248W/W-100022

Adhir Kapoor
Partner
Membership No.: 098297
ICAI UDIN.: 21098297AAAABD6560

Place: New Delhi
Date: June 02, 2021

Consolidated Balance Sheet

as at March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	Note	March 31, 2021	March 31, 2020
ASSETS			
Non-current assets			
Property, plant and equipment	3	**149,036**	163,580
Capital work-in-progress	3	**21,717**	15,471
Right-of-use assets	4B	**275,542**	300,473
Goodwill	4A	**105,204**	105,204
Other intangible assets	4A	**17,731**	19,346
Financial assets			
Equity accounted investees	5A	**-**	59
Investments	5B	**30**	50
Loans	14	**24,706**	23,956
Other financial assets	6	**2,174**	2,169
Deferred tax assets (net)	7A	**39,937**	20,631
Income tax assets (net)	8	**5,020**	4,774
Other non-current assets	9	**8,932**	11,846
Total non-current assets (A)		**650,029**	**667,559**
Current assets			
Inventories	10	**2,495**	3,067
Financial assets			
Investments	11	**90**	117
Trade receivables	12	**3,069**	18,911
Cash and cash equivalents	13A	**55,561**	31,559
Bank balances other than cash and cash equivalents, above	13B	**17,580**	671
Loans	14	**763**	867
Other financial assets	6	**1,996**	2,531
Other current assets	9	**18,673**	17,638
Total current assets (B)		**100,227**	**75,361**
Total assets (A+B)		**750,256**	**742,920**
Equity and liabilities			
Equity			
Equity share capital	15	**6,076**	5,135
Other equity	16	**177,263**	142,887
Equity attributable to equity holders of the Parent Company		**183,339**	**148,022**
Non-controlling interests	17	**1**	29
Total equity (A)		**183,340**	**148,051**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	18	**98,031**	91,344
Lease liabilities	19	**340,910**	356,911
Other financial liabilities	23	**7,801**	10,352
Provisions	20	**1,815**	1,362
Deferred tax liabilities (net)	7B	**71**	143
Other non-current liabilities	24	**5,237**	5,709
Total non-current liabilities (B)		**453,865**	**465,821**
Current liabilities			
Financial liabilities			
Borrowings	21	**12,094**	18,734
Lease liabilities	19	**24,205**	20,236
Trade payables	22		
Total outstanding dues of micro enterprises and small enterprises		**1,062**	215
Total outstanding dues of creditors other than micro enterprises and small enterprises		**19,254**	31,028
Other financial liabilities	23	**34,371**	30,630
Provisions	20	**431**	433
Other current liabilities	24	**21,634**	27,772
Total current liabilities (C)		**113,051**	**129,048**
Total liabilities (B+C)		**566,916**	**594,869**
Total equity and liabilities (A+B+C)	A+B+C	**750,256**	**742,920**
Summary of significant accounting policies	2.3		

The accompanying notes are an integral part of the Consolidated Financial Statements.

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

Adhir Kapoor
Partner
Membership Number: 098297

Place: New Delhi
Date: June 02, 2021

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

Ajay Bijli
Chairman cum Managing Director
DIN: 00531142

Sanjeev Kumar
Joint Managing Director
DIN: 00208173

Mukesh Kumar
Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: June 02, 2021

Consolidated Statement of Profit and Loss

for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	Note	March 31, 2021	March 31, 2020
INCOME			
Revenue from operations	25	**28,001**	341,444
Other income	26	**46,934**	3,779
Total income		**74,935**	**345,223**
EXPENSES			
Movie exhibition cost		**4,720**	73,345
Consumption of food and beverages		**2,576**	26,369
Employee benefits expense	27	**21,708**	39,381
Finance costs	28	**49,784**	48,179
Depreciation and amortisation expense	29	**57,482**	54,246
Other operating expenses	30	**32,490**	94,690
Total expenses		**168,760**	**336,210**
Profit/(loss) before share of (loss) of equity accounted investees and tax		**(93,825)**	**9,013**
Share of (loss) of equity accounted investees (net of tax)	5A	**(59)**	(54)
Profit/(loss) before tax		**(93,884)**	**8,959**
Tax expense:			
Current tax		**(64)**	2,988
Deferred tax (including MAT credit entitlement) (refer note 7A)		**(18,999)**	3,286
Total tax expense		**(19,063)**	**6,274**
Net profit/(loss) after tax		**(74,821)**	**2,685**
Non-controlling interests		**42**	45
Net profit/(loss) after tax and after adjustment of non-controlling interests (A)		**(74,779)**	**2,730**
Other Comprehensive Income			
Items that will not be reclassified to profit or loss in subsequent period	31	**(3)**	(668)
Items that will be reclassified to profit or loss in subsequent period		**50**	7
Other comprehensive income for the year (net of tax) (B)		**47**	**(661)**
Total comprehensive income for the year (comprising profit/(loss) and other comprehensive income) (A+B)		**(74,732)**	**2,069**
Net Profit/(loss) attributable to:			
Owners of the Company		**(74,779)**	2,730
Non-controlling interests		**(42)**	(45)
Other Comprehensive Income attributable to:			
Owners of the Company		**47**	(661)
Non-controlling interests		**-**	-
Total Comprehensive Income attributable to:			
Owners of the Company		**(74,732)**	2,069
Non-controlling interests		**(42)**	(45)
Earnings per equity share on Net profit/(loss) after tax	32		
[Nominal Value of share ₹ 10 each (March 31, 2020: ₹10 each)]			
Basic		**(135.64)**	5.40
Diluted		**(135.64)**	5.37
Summary of significant accounting policies	2.3		

The accompanying notes are an integral part of the Consolidated Financial Statements.

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

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

Ajay Bijli
Chairman cum Managing Director
DIN: 00531142

Sanjeev Kumar
Joint Managing Director
DIN: 00208173

Adhir Kapoor
Partner
Membership Number: 098297

Mukesh Kumar
Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: June 02, 2021

Place: New Delhi
Date: June 02, 2021

Consolidated Statement of Cash Flows

for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	March 31, 2021	March 31, 2020
Cash flows from operating activities:		
Profit/(loss) before tax	**(93,884)**	8,959
Adjustments to reconcile profit/(loss) before tax to net cash flows:		
Depreciation of property, plant and equipment	**21,458**	20,499
Amortisation of intangible assets	**1,953**	2,321
Amortisation of right of use assets	**34,071**	31,426
Net (gain) on disposal of property, plant and equipment	**(6)**	(43)
Interest income	**(1,480)**	(1,367)
Allowance for doubtful debts and advances	**1,058**	1,483
Bad debts/advances written off	**-**	56
Finance costs	**49,489**	47,297
Share based payment expense	**296**	120
Liabilities written back (including COVID-19 related rent concessions)	**(43,905)**	(183)
Miscellaneous income	**(457)**	(231)
Share of loss of equity accounted investees	**59**	54
Inventories written off	**564**	183
Convenience fees (Time value of money adjustment)	**(3,174)**	(2,452)
	(33,958)	**108,122**
Working capital adjustments:		
Increase/(Decrease) in provisions	**445**	(128)
Increase/(Decrease) in trade & other payables	**(21,188)**	(15,016)
Decrease/(Increase) in trade receivables	**14,194**	(1,501)
Decrease/(Increase) in inventories	**7**	(216)
Decrease/(Increase) in loans and advances and other assets	**(1,492)**	(9,612)
Cash generated/(used in) from operations	**(41,992)**	**81,649**
Direct taxes paid (net of refunds)	**724**	(2,945)
Net cash flows from/(used in) operating activities (A)	**(41,268)**	**78,704**
Cash flows from investing activities		
Purchase of PPE, Intangible assets, CWIP and capital advances	**(11,674)**	(38,505)
Security deposits given to Mall Developers	**(610)**	(929)
Proceeds from sale of PPE	**11**	129
Interest received	**278**	260
Fixed deposits placed with banks	**(16,868)**	12
Net cash flows from/(used in) investing activities (B)	**(28,863)**	**(39,033)**
Cash flows from financing activities		
Proceeds from issue equity shares	**109,305**	50,405
Proceeds from long-term borrowings	**31,297**	26,419
Repayment of long-term borrowings	**(20,414)**	(33,163)
Proceeds from short-term borrowings	**72,407**	35,000
Repayment of short-term borrowings	**(65,607)**	(35,000)
Repayment of lease liabilities (includes interest on lease liabilities)	**(9,618)**	(49,654)
Payment of dividend and tax thereon	**-**	(3,600)
Interest paid on borrowings	**(9,824)**	(11,510)
Net cash flows from/(used in) financing activities (C)	**107,546**	**(21,103)**
Net increase in cash and cash equivalents (A+B+C)	**37,415**	**18,568**
Cash and cash equivalents at the beginning of the year	**17,825**	(743)
Cash and cash equivalents at the end of the year	**55,240**	**17,825**

Consolidated Statement of Cash Flows

for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	March 31, 2021	March 31, 2020
Cash and cash equivalents		
Cash on hand	**216**	91
Balance with banks:		
On current accounts	**6,765**	10,262
On deposits with original maturity of less than three months	**-**	10,000
Investment in Mutual fund	**48,580**	11,206
Cash and cash equivalents	**55,561**	**31,559**
Less: Secured bank overdraft (refer note 21)	**(321)**	(13,734)
Total cash and cash equivalents	**55,240**	**17,825**

Notes:

- The Consolidated Statement of Cash Flows has been prepared under the indirect method as set out in the Ind AS 7 'Statement of Cash Flows'.
- During the year, the Group paid in cash ₹ 273 Lakhs (March 31, 2020: ₹ 468 Lakhs) towards corporate social responsibility (CSR) expenditure (refer note 39).

Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities is as below:

Particulars		Non-current borrowings[1]	Current borrowings
Opening balance as at April 01, 2020[2]		110,848	5,000
Cash flows during the year:			
- Proceeds		31,297	72,407
- Repayment		(20,414)	(65,607)
Non-cash changes due to:			
- Moratorium interest converted to loan		1,969	-
Closing balance as at March 31, 2021[2]		123,700	11,800
[1]Includes current maturities of non-current borrowings.			
[2]Opening and closing balance excludes transaction cost.			
Summary of significant accounting policies	2.3		

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

Adhir Kapoor
Partner
Membership Number: 098297

Place: New Delhi
Date: June 02, 2021

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

Ajay Bijli
Chairman cum Managing Director
DIN: 00531142

Sanjeev Kumar
Joint Managing Director
DIN: 00208173

Mukesh Kumar
Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: June 02, 2021

Consolidated Statement of Changes in Equity

for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

A. Equity Share Capital

	March 31, 2021	March 31, 2020
Balance at the beginning of the year	5,135	4,674
Changes in equity share capital during the year	941	461
Balance at the end of the year	**6,076**	**5,135**

B. Other Equity

Particulars	Reserves and Surplus							Other comprehensive income			Total
	Capital Reserve	Securities Premium	Debenture redemption reserve	General reserve	Share options outstanding account	Share pending issuance	Retained Earnings	Re-measurement gains/(loss) on defined benefit plans	Exchange difference in translating foreign subsidiary	Gain/(loss) on equity instruments designated at FVTOCI	
As at March 31, 2019	**602**	**47,124**	**7,930**	**4,716**	**611**	**24,999**	**61,327**	**(630)**	**(22)**	**(1,762)**	**144,895**
Adjustment on adoption of IND AS 116	-	-	-	-	-	-	(50,868)	-	-	-	(50,868)
As at March 31, 2019	**602**	**47,124**	**7,930**	**4,716**	**611**	**24,999**	**10,459**	**(630)**	**(22)**	**(1,762)**	**94,027**
Profit/(loss) for the year	-	-	-	-	-	-	2,729	-	-	-	2,729
Other comprehensive income (net of taxes)	-	-	-	-	-	-	-	152	7	(820)	(661)
	602	**47,124**	**7,930**	**4,716**	**611**	**24,999**	**13,188**	**(478)**	**(15)**	**(2,582)**	**96,095**
Employee stock compensation for options granted	-	1,620	-	-	124	-	-	-	-	-	1,744
Transferred from stock options outstanding	-	-	-	-	(203)	-	-	-	-	-	(203)
Transfer to Debenture redemption reserve[2]	-	-	(7,930)	-	-	-	7,930	-	-	-	-
Dividends (including CDT)[1]	-	-	-	-	-	-	(3,604)	-	-	-	(3,604)
Securities premium received on account of QIP[3]	-	49,044	-	-	-	-	-	-	-	-	49,044
Securities premium on account of business combination	-	24,839	-	-	-	(24,999)	-	-	-	-	(160)
Adjustment on account of dissolution of PVR Middle East FZ LLC	-	-	-	-	-	-	10	-	-	-	10
Exchange differences on translation of P V R Lanka Limited	-	-	-	-	-	-	-	-	(10)	-	(10)
Adjustment on account of change in ownership in Zea Maize Private Limited	-	-	-	(29)	-	-	-	-	-	-	(29)
As at March 31, 2020	**602**	**122,627**	**-**	**4,687**	**532**	**-**	**17,524**	**(478)**	**(25)**	**(2,582)**	**142,887**

(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	Reserves and Surplus							Other comprehensive income			Total
	Capital Reserve	Securities Premium	Debenture redemption reserve	General reserve	Share options outstanding account	Share pending issuance	Retained Earnings	Re-measurement gains/(loss) on defined benefit plans	Exchange difference in translating foreign subsidiary	Gain/(loss) on equity instruments designated at FVTOCI	
Profit/(loss) for the year	-	-	-	-	-	-	(74,778)	-	-	-	(74,778)
Other comprehensive income (net of taxes)	-	-	-	-	-	-	-	(3)	50	-	47
	602	**122,627**	**-**	**4,687**	**532**	**-**	**(57,254)**	**(481)**	**25**	**(2,582)**	**68,156**
Employee stock compensation for options granted	-	467	-	-	391	-	-	-	-	-	858
Transferred from stock options outstanding	-	93	-	-	(93)	-	-	-	-	-	-
Securities premium received on account of rights issue [4]	-	29,450	-	-	-	-	-	-	-	-	29,450
Securities premium received on account of QIP [5]	-	78,846	-	-	-	-	-	-	-	-	78,846
Debenture issue expenses (net of deferred tax of ₹ 9 Lakhs)	-	(16)	-	-	-	-	-	-	-	-	(16)
Exchange differences on translation of P V R Lanka Limited	-	-	-	-	-	-	(17)	-	-	-	(17)
Adjustment on account of change in ownership in Zea Maize Private Limited	-	-	-	(14)	-		-	-	-	-	(14)
As at March 31, 2021	**602**	**231,467**	**-**	**4,673**	**830**	**-**	**(57,271)**	**(481)**	**25**	**(2,582)**	**177,263**

[1] Corporate Dividend Tax

[2] Pursuant to Companies (Share Capital and Debentures) Amendment Rules, 2019, the requirement with respect to creation of DRR has been done away with accordingly the outstanding balance of DRR is transferred to retained earnings.

[3] Securities premium on issues of shares via QIP is net of Share issue expenses amounting to ₹ 665 Lakhs (net of deferred tax ₹ 358 Lakhs).

[4] Securities premium on issues of shares via rights issue is net of Share issue expenses amounting to ₹ 147 Lakhs (net of deferred tax ₹ 78 Lakhs).

[5] Securities premium on issues of shares via QIP is net of Share issue expenses amounting to ₹ 598 Lakhs (net of deferred tax ₹ 295 Lakhs).

Summary of significant accounting policies 2.3

The accompanying notes are an integral part of the consolidated financial statements.
As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

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

Ajay Bijli
Chairman cum Managing Director
DIN: 00531142

Sanjeev Kumar
Joint Managing Director
DIN: 00208173

Adhir Kapoor
Partner
Membership Number: 098297

Mukesh Kumar
Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: June 02, 2021

Place: New Delhi
Date: June 02, 2021

Notes

to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

1 Reporting entity

PVR Limited ('the Company' or the 'Parent Company' is a public limited Company domiciled in India and incorporated under the provisions of the Indian Companies Act and its equity shares are listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) in India. The Consolidated Financial Statements of the Company as at and for the year ended on March 31, 2021 comprise the Company and its subsidiaries (collectively referred to as 'the Group') and the group interest in joint ventures. The Group is engaged in the business of Movie exhibition, distribution & production and also earns revenue from in-house advertisement, sale of food & beverages, gaming and restaurant business.

(i) The Subsidiaries which are considered in the consolidation and the Group's holdings therein is as under:

Sr. No.	Subsidiary Company	Country of Incorporation	Parent Company	Percentage of ownership as on March 31, 2021
1	PVR Pictures Limited	India	PVR Limited	100%
2	Zea Maize Private Limited	India	PVR Limited	83.3% (88.66% through compulsory convertible preference shares)
3	P V R Lanka Limited	Sri Lanka	PVR Limited	100%
4	SPI Entertainment Projects (Tirupati) Private Limited	India	PVR Limited	100%

(ii) The Subsidiaries which are considered in the consolidation and the Group's holdings therein is as under:

Sr. No.	Joint Venture	Country of Incorporation	Shareholder	Percentage of ownership as on March 31, 2021
1	Vkaao Entertainment Private Limited (refer note 5A)	India	PVR Pictures Limited	50%

2.1 Basis of preparation

(a) Statement of compliance

These Consolidated Financial Statements of Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

These Consolidated Financial Statements for the year ended March 31, 2021 are approved by the Audit Committee and Board of Directors at its meeting held on June 02, 2021.

(b) Functional and presentation currency

These Consolidated Financial Statements are presented in Indian ₹ (INR), which is also the Group's functional currency. All amounts have been rounded-off to the nearest Lakhs, unless otherwise indicated.

(c) Basis of Measurement

These Consolidated Financial Statements have been prepared on an accrual basis and under the historical cost convention, except for the following assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments, refer note 2.3 (x))

(d) Critical accounting estimates and judgements

In preparing these Consolidated Financial Statements, management has made judgements, estimates and assumptions that effect the application of accounting policies and the reported amounts of assets, liabilities, Income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised prospectively.

Information about significant areas of estimation and judgements in applying accounting policies that have the most significant effect on the Consolidated Financial Statements are as follows:

- Note 2.3 (p) (iii) and 33 – measurement of defined benefit obligations: key actuarial assumptions;
- Note 2.3 (b), (c), (d), 3 and 4A – measurement of useful life and residual values of property, plant and equipment and useful life of intangible assets;
- Note 36 - Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/ claim/litigations against the Group as it is not possible to predict the outcome of pending matters with accuracy;
- Note 2.3 (u) – judgement required to determine ESOP assumptions;
- Note 2.3 (q) – judgement required to determine probability of recognition of current tax, deferred tax assets and MAT credit entitlement;
- Note 2.3 (x) – fair value measurement of financial instruments: and
- Note 2.3 (i)(iii) and 4B– Determination of lease term for computation of lease liabilities and right of use assets and discount rate used for discounting the lease payments to compute the present value of lease liabilities.

There are no assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year.

2.2 Basis of consolidation

(i) Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable

Notes

to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the Consolidated Financial Statements from the date on which control commences until the date on which control ceases.

(ii) Non-controlling interests (NCI)

NCI are measured at their proportionate share of the acquiree's net identifiable assets at the date of acquisition.

(iii) Loss of control

When the Group loses control over subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any interest retained in the former subsidiary is measured at fair value at the date of control is lost. Any resulting gain or loss is recognised in the statement of profit and loss.

(iv) Equity accounted investees

The Group's interest in equity accounted investees comprise interests in joint ventures. A Joint venture is an arrangement in which the Group has joint control and has rights to the net assets of the arrangements, rather than rights to its assets and obligations for its liabilities.

Interest in Joint Venture is accounted for using the equity method. They are initially recognised at cost which includes transaction costs. Subsequent to initial recognition, the Consolidated Financial Statements include the Group's share of profit or loss and OCI of equity-accounted investees until the date on which significant influence or joint control ceases.

(v) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated. Unrealised gains arising from transactions with equity accounted investees are eliminated against the investment to the extent of the Group's interest in the investees. unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

2.3 Summary of Significant accounting policies

(a) Current and non-current classification

The Group presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is treated as current when it satisfies any of the following criteria:

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period;, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

Group classifies all other assets as non-current.

A liability is current when it satisfies any of the following criteria:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period;, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle for the purpose of classification of assets and liabilities as current and non-current.

(b) Property, plant and equipment (PPE)

(i) Recognition and Measurement:

PPE are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price (net of trade discounts, rebates and refundable taxes) and any directly attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition or construction of PPE which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready for their intended use. Leasehold improvements represent expenses incurred towards civil works, interior furnishings, etc. on the leased premises at various cinema locations.

Expenditure directly relating to construction activity are capitalised. Indirect expenditure incurred during construction period is capitalised as part of the indirect construction cost to the extent expenditure is directly related to construction or is incidental thereto. Other indirect expenditure (including borrowing costs) incurred during the construction period, which is not related to the construction activity nor is incidental thereto is charged to the statement of profit and loss. Expenses those are capitalised are considered as pre-operative expenses and are disclosed under capital work-in-progress until the project is capitalised.

An item of property, plant and equipment and any significant part initially recognised is de-recognised upon disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

The Group identifies any particular component embedded in the main asset having significant value to total cost of asset and also a different life as compared to the main asset.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Amount paid towards the acquisition of property, plant and equipment outstanding as of each reporting date and the cost of property, plant and equipment not ready for intended use before such date are disclosed under Capital advances and Capital work-in-progress respectively.

Notes

to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

(ii) Subsequent expenditure:
Subsequent expenditure on additions and betterment of operational properties are capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group and expenditures for maintenance and repairs are charged to statement of profit & loss as incurred.

(c) Depreciation on Property, plant and equipment

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their useful lives using Straight-line method. Estimated useful life of the assets are generally in line with the useful lives as prescribed under Part C of Schedule II to the Companies Act, 2013 except in the following cases, where the management based on technical and internal assessment considers life to be different than prescribed under Schedule II. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Particulars	Useful life as per Schedule II (in years)	Management estimate of Useful life (in years)
Concession equipments	15	8
Gaming equipments	15	13.33
Projectors	13	10
Furniture & fixtures	8	5 to 10.53
Vehicles	8	5
LCD's	5	4

The Parent Company has estimated the residual value @ 5% of original cost for all assets except for sound and projections equipment's which are taken @ 10% of original cost based on technical assessment done by management.

Leasehold improvements are amortised on a straight-line basis over the total period of lease including renewals or unexpired period of lease, whichever is shorter. The Group has estimated the residual value @ 20% of original cost for leasehold improvement where the lease term considered is shorter than the agreed lease term as per agreement.

Depreciation is not recorded on capital work-in-progress until construction and installation are complete and the asset is ready for its intended use.

Depreciation on addition (disposal) is provided on a pro-rata basis i.e. from (up to) the date on which assets is ready for use (disposed of). Further, depreciation includes accelerated depreciation of ₹ 501 Lakhs (March 31, 2020: ₹ 705 Lakhs) on account of change in estimate of useful lives of property, plant and equipment resulting from Cinema closure earlier than planned or due to renovation.

(d) Intangible assets

(i) Recognition and Measurement:
Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

(ii) Subsequent Expenditure:
Subsequent expenditure is capitalised only when it increase the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in the statement of profit or loss as incurred.

(iii) The useful life and the basis of amortisation and impairment losses are as under:

a) Software
Cost relating to purchased software and software licenses are capitalised and amortised on a straight-line basis over their estimated useful lives of 6 years.

b) Goodwill
Goodwill on acquisitions is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses if any. Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes.

c) Trademarks and copyrights
Trademark and copyrights for the brand name acquired and registered by the Group are capitalised and are amortised over an estimated life of five years.

d) Film Right's
The intellectual property rights acquired/created in relation to films are capitalised as film rights. The amortisation policy is as below:

(a) In respect of films which have been co-produced/co owned/ acquired and in which the Group holds rights for a period of 5 years and above as below:

- 60% to 80% of the cost of film rights on first domestic theatrical release of the film based on the management estimates. The said amortisation relates to domestic theatrical rights, international theatrical rights, television rights, music rights and video rights etc.

In case these rights are not exploited along with or prior to their first domestic theatrical release, proportionate cost of such right is carried forward to be written off as and when such right is commercially exploited or at the end of 1 year from the date of first domestic theatrical release, whichever occurs earlier.

- Balance 40% to 20% is amortised over the remaining license period based on an estimate of future revenue potential subject to a maximum period of 10 years.

(b) In respect of films, where the Group holds rights for a limited period of 1 to 5 years, entire cost of movies rights acquired or produced by the Group is amortised on first theatrical release of the movie. The said amortisation relates to domestic theatrical

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rights, international theatrical rights, television rights, music rights and video rights and others.

In case these rights are not exploited along with or prior to the first domestic theatrical release, proportionate cost of such right is carried forward to be written off as and when such right is commercially exploited or at the end of 1 year from the date of first theatrical release, whichever occurs earlier.

(c) In one of the subsidiary Company, PVR Pictures Limited, acquiring films and associated rights are recorded at their acquisition costs less accumulated amortisation and impairment losses, if any. Cost includes acquisition cost. When ready for exploitation, advances granted to secure rights are transferred to film rights. These rights are amortised over the period of useful life of the content rights. Amortisation of film rights is presented under line item 'Depreciation and amortisation expense' in the statement of profit and loss.
The intellectual property rights acquired in relation to films are capitalised as Film rights. The amortisation policy is as below:

- In case where theatrical rights/satellite rights/home video rights are acquired (primarily for foreign films)

  - Cost of theatrical rights is amortised on domestic theatrical release of the movie as per allocation mentioned in the agreement, in cases where allocation is not mentioned then 25% of the cost is amortised.

  - 40% of the cost amortised on the sale of Satellite rights. In cases where there is no theatrical release, 65% of the cost is amortised at time of sale of satellite rights.

  - 10% of the cost is amortised on the outright sale of Home Video rights.

  - balance 25% cost is amortised on the second sale of satellite rights.

  a) In cases where the sale is on Minimum Guarantee Basis, such 10% is amortised at the time of sale.

  b) In cases where the sale is on Consignment basis, an estimate of future revenue potential is expected up to 3 years from the date of release on Home Video. In such cases 7.5% of the total cost (75% of 10% cost) is amortised in the First year of sale and balance 1.25% (12.5% of 10%) is amortised equally for Second and Third year.

- In case where theatrical rights/satellite rights/home video rights are acquired for a limited period of 1 to 5 years entire cost of movie rights acquired is amortised on first theatrical release of the movie. The said amortisation relates to domestic theatrical rights, international theatrical rights, television rights, music rights, video rights and others. In case these rights are not exploited along with or prior to the first domestic theatrical release, proportionate cost of such right is carried forward to be written off as and when such right is commercially exploited or at the end of 1 year from the date of first theatrical release, whichever occurs earlier. In case circumstances indicate that the realisable value of a right is less than its unamortised cost, an impairment loss is recognised for the excess of unamortised cost over the management estimate of film rights realisable value.
  In respect of unreleased films, payments towards film rights are classified under 'Other assets' as Capital advances.

(e) Brands and Beneficial Lease Rights

Intangible assets resulting from acquisition of SPI Cinemas comprise of 'Beneficial Lease Rights' which are amortised on straight-line basis over remaining lease period and 'Brands' which are amortised on straight-line basis over a period of 20 years and tested for impairment annually.

(f) Borrowing costs and for further points

Borrowing cost includes interest and amortisation of ancillary costs incurred in connection with the arrangement of borrowings. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective asset. All other borrowing costs are expensed in the period they are incurred.

(g) Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Group's of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses, if any are recognised in the statement of profit and loss.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

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(h) Inventories

Inventories are valued as follows:

(a) Food and beverages

Lower of cost and net realisable value. Cost is determined on weighted average basis. In case of one of our Subsidiary Zea Maize Private Limited F&B inventories are valued on FIFO basis.

(b) Stores and spares

Lower of cost and net realisable value. Cost is determined on First In First Out (FIFO) basis.

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition;

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs necessary to make the sale.

The comparison of cost and Net realisable value is made on an item-by-item basis.

(i) Leases

(i) Determining whether an arrangement contains a lease

An arrangement is, or contains, a lease if the arrangement conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

(ii) Assets held under lease

The Group recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of- use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of estimated lease term or useful life of right-of-use asset.

Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Group has elected not to apply the requirements of Ind AS 116 'Leases' to shorta-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

(iii) Transition to Ind AS 116 – 'Leases'

Ministry of Corporate Affairs ('MCA') through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, had notified Ind AS 116 Leases which replaces the existing lease standard, Ind AS 17 Leases and other interpretations. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet lease accounting model for lessees. The Group had adopted Ind AS 116, effective annual reporting period beginning April 01, 2019 and applied the standard to its leases, retrospectively, with the cumulative effect of initially applying the standard, recognised on the date of initial application (April 01, 2019).

(j) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group, and the revenue can be reliably measured regardless of when the payment is being made. Revenue excludes goods and service tax, sales tax and local body taxes if any which are collected by the Group on behalf of the Government and deposited to the credit of respective Governments.

The following specific recognition criteria must also be met before revenue is recognised:

(i) Income from sale of movie tickets (Box office revenue)

Revenue from sale of movie tickets is recognised as and when the film is exhibited.

(ii) Sale of food and beverages

Revenue from sale of food and beverages is recognised upon passage of title to customers, which coincides with their delivery to the customer.

(iii) Revenue from Gift vouchers and Breakage revenue

Non-refundable Gift cards and vouchers are sold to customers, that give customers the right to receive goods or services in the future. The prepayment amount received from the customer is recognised as unearned revenue liability. If a customer does not exercise their right, this amount is recognised as breakage revenue in proportion to the pattern of rights exercised by the customer as there is an expectation that the Group will be entitled to breakage revenue and that it is considered highly probably a significant reversal will not occur in the future.

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(iv) Advertisement revenue
Advertisement revenue is recognised as and when advertisement are displayed at the cinema halls and in accordance with the term of the agreement.

(v) Income from movie production and distribution
Revenues from film produced, co –produced/co -owned are accounted for based on the terms of the agreement.

(vi) Convenience Fee
Convenience fee is recognised as and when the movie tickets are sold on digital platforms. Further, in case of fixed contracts with digital ticketing partners, revenue is recognised on accrual basis in accordance with the terms of the agreement.

(vii) Virtual Print fees (VPF)
Revenue is recognised on an accrual basis in accordance with the terms of the relevant agreements.

(viii) Gaming Income
Revenue from bowling games is recognised as and when the games are played by patrons.

(ix) Management fee
Revenue is recognised on an accrual basis in accordance with the terms of the relevant agreements.

(x) Rental and food court income
Rental Income is recognised on accrual basis for the period the space in cinema and food court is let out under the operating lease arrangement.

(xi) Interest income
For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

(xii) Dividend income
Dividend Income is recognised when the Group's right to receive dividend is established by the reporting date, which is generally when shareholders approve the dividend.

(xiii) Loyalty
The Group operates a loyalty programme 'PVR PRIVILIGE' where a customer earn points as and when the customer transacts with the Group, these points can be redeemed in the future for goods and services. Under Ind AS 115, the loyalty programme gives rise to a separate performance obligation as it provides a material right to the customer. The Group allocates a portion of transaction price to the loyalty programme based on relative standalone selling price, instead of allocating using the fair value of points issued.

(k) Government grants

Grants and subsidies from the government are recognised when there is reasonable assurance that the grant/subsidy will be received and all attaching conditions will be complied with. When the grant or subsidy relates to an expense item, it is recognised as income over the periods necessary to match them on a systematic basis to the costs, which it is intended to compensate. Similarly, where the grant relates to an asset, it is recognised as deferred income and released to income in equal instalments over the expected useful life of the related assets.

(l) Cost Recognition

Cost and expenses are recognised when incurred and have been classified according to their nature.

The costs of the Group are broadly categorised in Movie exhibition, distribution cost, consumption of food and beverages, Employee benefit expenses, depreciation and amortisation expenses, finance cost and other operating expenses. Other operating expense mainly includes, Rent, common area maintenance, Electricity, legal and professional fees, travel expenses, Repair and Maintenance and other expenses. Other expenses is an aggregation of costs which are individually not material.

(m) Business Combination and Goodwill

Business combinations are accounted for using the acquisition method. At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits respectively;
- Liabilities or equity instruments related to share based payment arrangements of the acquiree or share – based payments arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payments at the acquisition date;
- Assets (or disposal Group's) that are classified as held for sale in accordance with Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that standard; and
- Reacquired rights are measured at a value determined on the basis of the remaining contractual term of the related contract. Such valuation does not consider potential renewal of the reacquired right.

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When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

If the business combination is achieved in stages, any previously held equity interest is re-measured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss or Other comprehensive income, as appropriate.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS 109 Financial Instruments, is measured at fair value with changes in fair value recognised in profit or loss. If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind AS. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and subsequent its settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through Other comprehensive income.

As a result from business combination the Group as whole has gained synergies relating to increase in revenue, decrease of certain operational cost and effective vendor negotiation. The Group as a whole is considered as a CGU, and there are no other CGU's identifiable to which Goodwill from business combinations is allocated, unless mentioned separately.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognised at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date.

(n) Foreign currency

(i) Foreign currency transaction

Transactions in foreign currencies are translated into the respective functional currencies of Group Companies at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined.

(ii) Foreign operations

The assets and liabilities of foreign operations (subsidiaries and joint ventures) including goodwill and fair value adjustments arising on acquisition, are translated into INR, the functional currency of the Group, at the exchange rates at the reporting date. The Income and expenses of foreign operations are translated into INR at the exchange rates at the dates of the transactions or an average rate approximates the actual rate at the date of the transaction.

(o) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the Consolidated Financial Statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the Consolidated Financial Statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

External valuer's are involved for valuation of significant assets, liabilities, such as ESOP, Gratuity etc.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Financial instruments (including those carried at amortised cost) (note 2.3(x))

(p) Employee benefits

The Group participates in various employee benefit plans. Post-employment benefits are classified as either defined contribution plans or defined benefit plans.

The Group has the following employee benefit plans:

(i) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services is provided. A liability is recognised for the amount expected to be paid e.g. under short-term cash bonus, incentives, if the Group has a present legal or constructive obligation to pay this amount as a result of past services provided by the employee, and the amount of obligation can be estimated reliably.

(ii) Defined contribution Plan

Retirement benefit in the form of provident fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognises contribution payable to the provident fund scheme as expenditure, when an employee renders service.

(iii) Defined Benefit Plan

Gratuity is a defined benefit obligation. The Parent company has approved gratuity funds managed with ICICI Prudential Life Insurance Company Limited and Bajaj Allianz Life Insurance Company Limited, Birla Sunlife Insurance Company Limited and Life Insurance Corporation of India for the payment of gratuity to the employees. The Group's obligation in respect of the gratuity plan, which is a defined benefit plan, is provided for based on actuarial valuation using the projected unit credit method. Actuarial gains or losses are recognised in other comprehensive income.

(iv) Other long-term Employee benefits

The employees of the Group are entitled to compensated absences. The employees can carry forward a portion of the unutilised accumulating compensated absences and utilise it in future periods or receive cash at retirement or termination of employment. The Group records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement. The Group measures the expected cost of compensated absences as the additional amount that the Group expects to pay as a result of the unused entitlement that has accumulated at the end of the reporting period. The Group recognises accumulated compensated absences based on actuarial valuation. Non-accumulating compensated absences are recognised in the period in which the absences occur. The Group recognises actuarial gains and losses immediately in the statement of profit and loss.

(q) Income taxes

Income Tax comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Group operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. It is recognised in profit or loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in OCI.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the

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carry forward of unused tax credits and unused tax losses can be utilised, except

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised

At each reporting date, the Group re-assesses unrecognised deferred tax assets. It recognises unrecognised deferred tax asset to the extent that it has become reasonably certain, that sufficient future taxable income will be available against which such deferred tax assets can be realised.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Group writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain, as the case may be, that sufficient future taxable income will be available.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Group recognises MAT credit entitlement as an asset only to the extent that there is convincing evidence that the Group will pay normal income tax during the specified period, i.e. the period for which MAT credit is allowed to be carried forward. In the year in which the Group recognises MAT credit as an asset, the said asset is created by way of credit to the statement of profit and loss and shown as 'MAT Credit Entitlement.' The Group reviews the 'MAT credit entitlement' asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified period.

(r) Earnings per share

The Group presents basic and diluted earnings per share ('EPS') data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Group by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares (unless the effect is anti-dilutive), which includes all stock options granted to employees.

(s) Provisions

General

A provision is recognised when the Group has a present obligation (legal or constructive) as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on best management estimate required to settle the obligation at each Balance Sheet date. These are reviewed at each Balance Sheet date and are adjusted to reflect the current best management estimates.

Contingent liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Group does not recognise a contingent liability but discloses its existence in the Consolidated Financial Statements.

(t) Cash and Cash equivalents

Cash and cash equivalents comprise cash at bank, cash in hand and shorta-term investments with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

(u) Share based payments

In accordance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and Ind AS 102 Share-based Payments, the cost of equity-settled transactions is measured using the fair value method. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The expense or credit recognised in the statement of profit and loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense, together with a corresponding increase in the 'Employee Stock options outstanding account' in reserves. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest.

(v) Dividend

The Company recognise a liability to make dividend distributions to equity holders when the distribution is approved by the shareholders.

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(₹ in lakhs, except for per share data and if otherwise stated)

(w) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Chairman of the Parent company is responsible for allocating resources and assessing performance of the operating segments and accordingly identified as the chief operating decision maker. Revenues, expenses, assets and liabilities, which are common to the enterprise as a whole and are not allocable to segments on a reasonable basis, have been treated as 'unallocated revenues/ expenses/assets/liabilities', as the case may be.

(x) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e. the date that the Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Group. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). However, the Group recognises interest income, impairment losses & reversals and foreign exchange gain or loss in the P&L. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to Statement of Profit & Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorisation as at amortised cost or as FVTOCI, is classified as at FVTPL.

In addition, the Group may elect to designate a debt instrument, which otherwise meets amortised cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Group has not designated any debt instrument as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit & Loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Group 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 Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises

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(₹ in lakhs, except for per share data and if otherwise stated)

an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risk are recognised in OCI. These gains/loss are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

Trade and other payable

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are generally unsecured. Trade and other payable are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using effective interest method.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- Financial assets that are debt instruments, and are measured at amortised cost e.g. loans, debt securities, deposits, trade receivables and bank balance;
- Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18;

The Group impairs its trade receivables basis past experience and trend. Other financial asset, are impaired on case to case basis.

(y) Corporate Social Responsibility ('CSR') expenditure:

CSR expenditure incurred by the group is charged to the Statement of Profit and Loss.

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to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

3 Property, plant and equipment

Particulars	Freehold Land	Leasehold Land	Building	Plant and Machinery	Furniture and Fittings	Office Equipments	Vehicles	Leasehold Improvements	Total	Capital work-in-progress
As at March 31, 2019	**2**	**797**	**10**	**90,893**	**22,115**	**5,037**	**631**	**77,753**	**197,238**	
Additions	-	-	70	16,914	5,413	1,051	900	14,874	39,222	
Adjustment on account of adoption of Ind AS 116	-	(797)	-	(4,468)	-	-	-	-	(5,265)	-
Disposals and discard	-	-	-	(1,935)	(698)	(368)	(320)	(402)	(3,723)	
Translation difference	-	-	-	10	2	-	-	11	23	
As at March 31, 2020	**2**	**-**	**80**	**101,414**	**26,832**	**5,720**	**1,211**	**92,236**	**227,495**	
Additions	-	-	-	3,829	921	272	3	2,181	7,206	
Disposals and discard	-	-	-	(29)	(192)	-	(20)	(39)	(280)	
Translation difference	-	-	-	(137)	(29)	(6)	-	(153)	(325)	
As at March 31, 2021	**2**	**-**	**80**	**105,077**	**27,532**	**5,986**	**1,194**	**94,225**	**234,096**	
Depreciation										
As at March 31, 2019	**-**	**11**	**-**	**21,607**	**7,040**	**2,568**	**405**	**16,610**	**48,241**	
Charge for the year	-	-	2	8,896	3,186	1,022	126	7,350	20,582	
Adjustment on account of adoption of Ind AS 116	-	(11)	-	(1,263)	-	-	-	-	(1,274)	
Disposals and discard	-	-	-	(1,881)	(679)	(368)	(306)	(400)	(3,634)	
As at March 31, 2020	**-**	**-**	**2**	**27,359**	**9,547**	**3,222**	**225**	**23,560**	**63,915**	
Charge for the year	-	-	3	9,413	3,266	871	238	7,667	21,458	
Disposals and discard	-	-	-	(28)	(189)	-	(19)	(39)	(275)	
Translation difference	-	-	-	(15)	(5)	(2)	-	(16)	(38)	
As at March 31, 2021	**-**	**-**	**5**	**36,729**	**12,619**	**4,091**	**444**	**31,172**	**85,060**	
Net Block										
As at March 31, 2020	**2**	**-**	**78**	**74,055**	**17,285**	**2,498**	**986**	**68,676**	**163,580**	**15,471**
As at March 31, 2021	**2**	**-**	**75**	**68,348**	**14,913**	**1,895**	**750**	**63,053**	**149,036**	**21,717**

Notes:

i. Capital work-in-progress

Capital work-in-progress represents leasehold improvements, plant and machinery and other assets under installation and cost relating thereto.

ii. For details regarding charge on property plant and equipment, refer note 18.

iii. Capitalised borrowing cost

The amount of borrowing costs capitalised during the year ended March 31, 2021 was ₹ 278 Lakhs (March 31, 2020: ₹ 624 Lakhs).

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to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

4A Intangible assets

Particulars	Goodwill* Other Intangible assets (Including Goodwill on consolidation)	Other Intangible assets				
		Software Development	Brand	Beneficial Lease Rights	Film Rights	Total
	A	B	C	D	E	B+C+D+E
As at March 31, 2019	**105,330**	**3,632**	**7,263**	**9,422**	**5,324**	**25,641**
Additions	-	598	-	-	1,148	1,746
Adjustment on account of Business combination (refer note 42)	(127)	-	-	-	-	-
Disposals and discard	-	(1)	-	-	(233)	(234)
As at March 31, 2020	**105,204**	**4,229**	**7,263**	**9,422**	**6,239**	**27,153**
Additions	-	273	-	-	66	339
Disposals and discard	-	(4)	-	-	(552)	(556)
Translation difference	-	(1)	-	-	-	(1)
As at March 31, 2021	**105,204**	**4,497**	**7,263**	**9,422**	**5,753**	**26,935**
Amortisation						
As at April 01, 2019	-	1,589	298	445	3,388	5,720
Charge for the year	-	581	405	721	614	2,321
Deductions/Adjustments	-	(1)	-	-	(233)	(234)
As at March 31, 2020	**-**	**2,169**	**703**	**1,166**	**3,769**	**7,807**
Charge for the year	-	611	357	719	266	1,953
Deductions/Adjustments	-	(4)	-	-	(552)	(556)
As at March 31, 2021	**-**	**2,776**	**1,060**	**1,885**	**3,483**	**9,204**
Net Block						
As at March 31, 2020	**105,204**	**2,060**	**6,560**	**8,256**	**2,470**	**19,346**
As at March 31, 2021	**105,204**	**1,721**	**6,203**	**7,537**	**2,270**	**17,731**

*Includes Goodwill on consolidation amounting to ₹ 948 Lakhs (March 31, 2020: ₹ 948 Lakhs).

Note:

Impairment testing of Goodwill:

Goodwill represents excess of consideration paid over the net assets acquired. This is monitored by the management at the level of cash generating unit (CGU) and is tested annually for impairment. Cinemax India Limited, Cinema exhibition undertaking of DLF Utilities Limited and SPI Cinemas Private Limited acquired in financial year 2012-13, 2016-17 and 2018-19 respectively is now completely integrated with the existing cinema business of the Parent company, and accordingly is monitored together as one CGU. The Parent company tested goodwill for impairment using a post-tax discounted cash flow methodology with a peer-based, risk-adjusted weighted average cost of capital, using discount rate of 10% to 12.5% p.a. and terminal growth rate of 5% to 10%. This long-term growth rate takes into consideration external macroeconomic sources of data. Such long-term growth rate considered does not exceed that of the relevant business and industry sector. We believe use of a discounted cash flow approach is the most reliable indicator of the fair values of the businesses. The Parent company believes that any reasonably possible change in the key assumptions on which a recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the cash-generating unit.

No impairment of goodwill was identified as of March 31, 2021.

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to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

4B Right-of-use assets

Particulars	Class of assets			
	Cinema Properties	Plant and Machinery	Leasehold Land	Right-of-use Assets
	A	B	C	A+B+C
Addition on account of adoption of Ind AS 116	261,347	3,205	786	265,338
Additions	66,894	-	-	66,894
Disposals and discard	(352)	(10)	-	(362)
Translation difference	20	-	-	20
As at March 31, 2020	**327,909**	**3,195**	**786**	**331,890**
Additions	12,129	-	-	12,129
Disposals and discard	(3,248)	-	-	(3,248)
Translation difference	(282)	-	-	(282)
As at March 31, 2021	**336,508**	**3,195**	**786**	**340,489**
Amortisation				
Charge for the year	31,002	422	2	31,426
Deductions/Adjustments	-	(10)	-	(10)
Translation difference	1	-	-	1
As at March 31, 2020	**31,003**	**412**	**2**	**31,417**
Charge for the year	33,650	413	8	34,071
Deductions/Adjustments	(504)	-	-	(504)
Translation difference	(37)	-	-	(37)
As at March 31, 2021	**64,112**	**825**	**10**	**64,947**
Net Block				
As at March 31, 2020	**296,906**	**2,783**	**784**	**300,473**
As at March 31, 2021	**272,396**	**2,370**	**776**	**275,542**

Leasehold land situated at Chennai, Tamil Nadu amounting to ₹ 797 Lakhs (March 31, 2020: ₹ 797 Lakhs) (Gross block), is in the name of SPI Cinemas Private Limited, which was acquired pursuant to the Scheme of Amalgamation approved by the National Company Law Tribunal. Due to the amalgamation, the mutation of name is pending in the favor of the Parent company.

5A Equity accounted investees

		March 31, 2021	March 31, 2020
Investment in joint ventures (unquoted)			
(i)	**Vkaao Entertainment Private Limited**	-	59
	Equity share of ₹ 10 each 3,000,000 (March 31, 2020: 3,000,000)		
		-	**59**
	During the year ended March 31, 2018, PVR Pictures Limited (wholly-owned subsidiary of the Parent company) had entered into a Joint venture with Bigtree Entertainment Private Limited (BookMyShow) and incorporated Vkaao Entertainment Private Limited (Vkaao). Vkaao is engaged in the business of private screening of movies for its consumers through theatres. It operates through an entertainment ticketing website namely www.Vkaao.com. Both PVR Pictures and Book My Show have invested ₹ 300 Lakhs each into this entity. *Subsequent to the year ended March 31, 2021 the board of directors of the Joint Venture on April 19, 2021 have decided to close its business operations. Accordingly, we have impaired the full value of investment in the Joint Venture.		
	The following table summarise the financial information of Vkaao Entertainment Private Limited and the carrying amount of Group's interest therein:		
	Percentage ownership interest	**50%**	**50%**
	Non-current assets	-	24
	Current assets (including cash and cash equivalents ₹ 32 Lakhs (March 31, 2020: ₹ 65 Lakhs)	**88**	194
	Current liabilities	**(61)**	(101)
	Net assets	**27**	**117**
	Group's share of net assets (50%)	**13**	**59**
	Carrying amount of interest in joint ventures*	**-**	**59**

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(₹ in lakhs, except for per share data and if otherwise stated)

	March 31, 2021	March 31, 2020
Statement of profit and loss		
Revenue	**20**	252
Employee benefits expense	**(38)**	(56)
Depreciation and amortisation expense	**(23)**	(95)
Other expenses	**(50)**	(208)
Profit/(loss)	**(91)**	**(107)**
Other comprehensive income	**-**	-
Total comprehensive income	**(91)**	**(107)**
Group's share of profit/(loss) (50%)	**(45)**	(54)
Group's share of OCI (50%)	**-**	-
Group's share of Total Comprehensive Income (50%)	**(45)**	**(54)**

5B Investments

		March 31, 2021	March 31, 2020
(i)	**Quoted equity shares**		
	Equity shares at FVTOCI		
	iPic Entertainment Inc.[1]	**2,581**	2,581
	Common membership units of $ 18.13 each 220,629 (March 31, 2020: 220,629)		
	Less: Diminution in the value of investment (refer note 31)	**(2,581)**	(2,581)
	Net value of investment	**-**	**-**
(ii)	**Unquoted Government securities**		
	Government Securities–at amortised cost		
	National savings certificates	**120**	167
	(Deposited with various tax authorities)		
		120	**167**
	Less: Amount disclosed under current investments	**90**	117
	(refer note 11) (being due for maturity within next 12 months)		
		30	**50**
	Aggregate amount of unquoted investment	**120**	226
	Aggregate amount of quoted investment	**2,581**	2,581
	Aggregate amount of impairment in value of investments	**2,581**	2,581

[1] During the year ended March 31, 2018, the Parent company had acquired a minority stake for a value of USD 4 Million (equivalent to ₹ 2,581 Lakhs), in an American luxury restaurant-and-theatre Company 'iPic Entertainment Inc.' (formerly known as iPic-Gold Entertainment LLC). The Parent company designated this investment as equity shares at FVTOCI because these equity shares represent investments that the Parent company intends to hold for long-term strategic purpose. Accordingly, the fair value changes with respect to such investment has been recognised in OCI – 'Equity investments at FVTOCI'. Since IPIC had filed for bankruptcy under Chapter XI during FY 2019-20, the Parent company had created provision against the full investment value.

[2] National saving certificates are held in various names in the Interest of the Parent company as follows:

	March 31, 2021	March 31, 2020
Managing Director	**20**	20
Employees	**83**	130
Promoters of the erstwhile subsidiary company	**17**	17

6 Other financial assets

	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Non-current bank balances (refer note 13B)	**160**	154	**-**	-
Interest accrued on:				
Fixed deposits	**11**	8	**117**	33
National saving certificate	**9**	13	**50**	66
Others	**-**	-	**1**	17
	20	**21**	**168**	**116**
Revenue earned but not billed	**-**	-	**506**	1,002
Government grant receivable[1]	**1,994**	1,994	**1,322**	1,413
Total	**2,174**	**2,169**	**1,996**	**2,531**

[1]The Entertainment tax/GST exemption in respect of some of the Multiplexes of the Parent company has been accounted on the basis of eligibility criteria as laid down in the respective erstwhile/current State Government schemes and applications filed with the authorities.

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to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

7 Deferred tax assets (net) (includes MAT credit entitlement)

7A Deferred tax assets (net)

	March 31, 2021	March 31, 2020
Deferred tax assets[1]		
Impact of expenditure charged to the statement of profit and loss in the current year but allowable for tax purposes on payment basis	742	778
Allowance for doubtful debts and advances	1,248	1,169
Impact on lease liability	21,267	22,860
Business loss carried forward	27,972	419
Others	6,364	1,364
Gross deferred tax assets	**57,593**	**26,590**
Less: Deferred tax liabilities		
Impact of differences in depreciation/amortisation in block of tangible and intangible assets as per tax books and financial books *	27,498	15,779
Gross deferred tax liabilities	**27,498**	**15,779**
Net deferred tax assets	**30,095**	**10,811**
Add: MAT credit entitlement[2]	9,842	9,820
Net deferred tax assets (Includes MAT credit entitlement)	**39,937**	**20,631**

[1] The Parent company has not accounted for Deferred tax assets on loss on fair valuation of 'iPic Entertainment Inc.' investment on account of absence of reasonable certainty.

[2] The MAT credit entitlement recognised by the Group represents that portion of MAT liability, which can be recovered and set off in subsequent years based on provisions of the Income Tax Act, 1961. The management, based on future projections, is of the view that there would be sufficient taxable income in foreseeable future, which will enable the Group to utilise MAT credit entitlement.

During the previous year, on September 20, 2019 the Government of India vide the Taxation Laws (Amendment) Ordinance, 2019 inserted Section 115BAA in the Income-tax Act, 1961 which provided domestic companies an option to pay corporate income tax at 22% plus applicable surcharge and cess ('New tax rate') subject to certain conditions therein. The Parent company had made an assessment of the impact of the Ordinance and decided to continue with existing tax structure until utilisation of accumulated MAT.

Further, Ind AS 12 requires deferred tax assets and liabilities to be measured using the enacted (or substantively enacted) tax rates expected to apply to taxable income in the years in which the temporary differences are expected to reverse. The Parent company had made estimates, based on its budgets, regarding income anticipated in foreseeable future years when those temporary differences are expected to reverse and measured the same at the New tax rate. The full impact of re-measurement of deferred tax assets/liabilities, including deferred tax assets created on transition to Ind AS 116 as at April 01, 2019, on account of this change has been recognised in Consolidated Statement of Profit and Loss. The tax expense for the previous year ended March 31, 2020 include one time net charge of ₹ 3,174 Lakhs on account of re-measurement of deferred tax assets/liabilities.

*The Finance Act, 2021 has introduced amendments in various provisions of the Income Tax Act,1961 to exclude 'goodwill of a business/profession' from the purview of intangible assets u/s 32(1)(ii) of the Income Tax Act,1961 eligible for depreciation effective April 01, 2020 onwards. In accordance with the requirements of Ind AS 12 - Income Taxes, during the year ended March 31, 2021 the Parent company has recognised one time deferred tax expense amounting to ₹ 11,299 Lakhs as the outcome of difference between Goodwill as per books of account and its remaining unutilised tax base of ₹ Nil as per the aforementioned amendment. This deferred tax liability is not expected to be a cash flow item.

7B Deferred tax liabilities (net) (Includes MAT credit entitlement)

	March 31, 2021	March 31, 2020
Deferred tax liabilities		
Impact of differences in depreciation/amortisation in block of tangible and intangible assets as per tax books and financial books	**485**	437
Gross deferred tax liabilities	**485**	**437**
Deferred tax assets		
Impact of expenditure charged to the statement of profit and loss in the current year but allowable for tax purposes on payment basis	**29**	26
Allowance for doubtful debts and advances	**15**	11
Business loss carried forward	**113**	-
Gross deferred tax assets	**157**	**37**
Net deferred tax liabilities	**328**	**400**
Less: MAT credit entitlement	**257**	257
Deferred tax liabilities (net) (Includes MAT credit entitlement)	**71**	**143**

The MAT credit entitlement asset recognised by the Group represents that portion of MAT liability, which can be recovered and set off in subsequent years based on provisions of the Income Tax Act, 1961. The management, based on the future projections, is of the view that there would be sufficient taxable income in foreseeable future, which will enable the Group to utilise MAT credit assets.

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(₹ in lakhs, except for per share data and if otherwise stated)

8 Income tax assets (net)

	Non-current		Current	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
Advance income tax (net of provision)	**3,939**	3,693	**-**	-
Income tax paid under protest (refer note 36(a))	**1,081**	1,081	**-**	-
	5,020	**4,774**	**-**	**-**

9 Other assets

(unsecured, considered good unless otherwise stated)

	Non-current		Current	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
Prepaid expenses	**2,197**	2,113	**1,061**	1,194
	2,197	**2,113**	**1,061**	**1,194**
Capital advances				
Unsecured, considered good	**5,304**	8,887	**-**	-
Unsecured, considered doubtful	**6**	6	**-**	-
	5,310	**8,893**	**-**	**-**
Allowance for doubtful capital advances	**(6)**	(6)	**-**	-
	5,304	**8,887**	**-**	**-**
Advances recoverable in cash or kind				
Unsecured, considered good	**242**	208	**8,918**	11,218
Unsecured, considered doubtful	**-**	-	**470**	420
	242	**208**	**9,388**	**11,638**
Allowance for doubtful advances	**-**	-	**(470)**	**(420)**
	242	**208**	**8,918**	**11,218**
Others				
Balances with statutory authorities	**1,189**	638	**8,694**	5,226
	1,189	**638**	**8,694**	**5,226**
Total	**8,932**	**11,846**	**18,673**	**17,638**

10 Inventories (Valued at lower of cost and net realisable value)

	March 31, 2021	March 31, 2020
Food and beverages	1,380	1,793
Stores and spares	1,115	1,274
	2,495	**3,067**

11 Current investments

	March 31, 2021	March 31, 2020
Unquoted debt securities (Government Securities – at amortised cost)		
National Savings Certificates (refer note 5B)	90	117
(Deposited with various State tax authorities)		
	90	**117**

12 Trade receivables

	March 31, 2021	March 31, 2020
Secured, considered good	-	2
Unsecured, considered good	3,069	18,909
Unsecured, credit impaired	3,859	3,684
	6,928	**22,595**
Allowance for doubtful debts	(3,859)	(3,684)
	3,069	**18,911**

Notes

to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

13A Cash and cash equivalents

	Non-current		Current	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
Cash on hand	**-**	-	**216**	91
Balances with banks:				
On current accounts	**-**	-	**6,765**	10,262
Deposits with original maturity of less than 3 months (refer note (a) below)	**-**	-	**-**	10,000
Investment in Mutual fund	**-**	-	**48,580**	11,206
	-	-	**55,561**	31,559

13B Bank balances other than cash and cash equivalents, above

	Non-current		Current	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
Deposits with remaining maturity for more than 3 months but less than 12 months (refer note (c) below)	**-**	-	**17,569**	659
Deposits with remaining maturity for more than 12 months (refer note (c) below)	**160**	154	**-**	-
Unpaid and unclaimed dividend accounts (refer note (b) below)	**-**	-	**11**	12
	160	**154**	**17,580**	**671**
Less: Amount disclosed under non-current assets (refer note 6)	**(160)**	(154)	**-**	-
	-	**-**	**17,580**	**671**

Notes:

(a) Deposits with original maturity of less than 3 months are made for varying periods ranging between one day to three months, depending on the immediate cash requirements of the Group, and earn interest at the respective short-term deposit rates.

(b) Earmarked unpaid dividend accounts are restricted in use as it relates to unclaimed dividends or unpaid dividend.

(c) Bank deposits includes deposits under lien as security amounting to ₹ 1,591 Lakhs (March 31, 2020: ₹ 813 Lakhs) and Margin money for issue of Bank Guarantee amounting to ₹ 139 Lakhs (March 31, 2020: ₹ Nil)

14 Loans

	Non-current		Current	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
Loan to others				
Loan to employees				
Unsecured, considered good	**-**	-	**363**	346
Loan to body corporate (refer note 40)				
Unsecured, considered doubtful	**-**	-	**187**	187
	-	**-**	**550**	**533**
Allowance for doubtful loans	**-**		**(187)**	(187)
	-	**-**	**363**	**346**
Security deposit				
Unsecured, considered good	**24,706**	23,956	**400**	521
Unsecured, considered doubtful	**480**	223	**-**	-
	25,186	**24,179**	**400**	**521**
Allowance for doubtful security deposit	**(480)**	(223)	**-**	-
	24,706	**23,956**	**400**	**521**
Total	**24,706**	**23,956**	**763**	**867**

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(₹ in lakhs, except for per share data and if otherwise stated)

15 Share capital

	March 31, 2021	March 31, 2020
Authorised share capital		
Equity shares of ₹ 10 each	12,370	12,370
0.001% Non-cumulative convertible preference shares of ₹ 341.52 each	2,015	2,015
	14,385	**14,385**
Issued, subscribed and fully paid-up equity shares		
Equity shares of ₹ 10 each fully paid	6,076	5,135
Total issued, subscribed and fully paid-up share capital	**6,076**	**5,135**

a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

i. Authorised equity shares

	March 31, 2021		March 31, 2020	
	Number	Amount	Number	Amount
Balance at the beginning of the year	123,700,000	12,370	110,700,000	11,070
Increase on account of Business combination	-	-	13,000,000	1,300
Balance at the end of the year	**123,700,000**	**12,370**	**123,700,000**	**12,370**

ii. Authorised Non-cumulative convertible Preference shares

	March 31, 2021		March 31, 2020	
	Number	Amount	Number	Amount
Balance at the beginning of the year	590,000	2,015	590,000	2,015
Balance at the end of the year	**590,000**	**2,015**	**590,000**	**2,015**

iii. Issued, subscribed and fully paid-up equity shares

	March 31, 2021		March 31, 2020	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	51,349,145	5,135	46,738,588	4,674
Shares Issued during the year:				
Employee stock options plan (refer note 34)	33,600	3	102,000	10
Merger of SPI Cinemas Private Limited (refer note 42)	-	-	1,599,974	160
Qualified Institutions Placement (refer note 15(f))	5,555,555	556	2,908,583	291
Rights Issue (refer note 15(g))	3,823,872	382	-	-
Shares outstanding at the end of the year	**60,762,172**	**6,076**	**51,349,145**	**5,135**

b) Terms and rights attached to equity shares

The Parent company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The Parent company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Parent company, the holders of equity shares will be entitled to receive remaining assets of the Parent company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Details of shareholders holding more than 5% shares in the Parent Company as on year end

Name of Shareholders	March 31, 2021		March 31, 2020	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Equity shares of ₹ 10 each fully paid				
Mr. Ajay Bijli	5,987,205	9.85	5,508,796	10.73
ICICI Prudential Equity saving Fund	-	-	4,852,883	9.45
Mr. Sanjeev Kumar Bijli	4,086,950	6.73	3,740,242	7.28
Berry Creek Investment Limited	-	-	3,582,585	6.98
Gray Birch Investment Limited	-	-	2,958,888	5.76
ICICI Prudential Dividend Yield Equity Fund	4,117,587	6.78	-	-

As per records of the Parent company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

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(₹ in lakhs, except for per share data and if otherwise stated)

d) Aggregate number of bonus shares issued, share issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date, wherever applicable is given below:

(Aggregate No. of Shares)

	March 31, 2020	March 31, 2019	March 31, 2018	March 31, 2017	March 31, 2016
Equity shares allotted as fully paid up pursuant to contracts for consideration other than cash (refer note 42)	1,599,974	-	-	-	-

e) Shares reserved for issue under option

For details of equity shares reserved for issue under the employees stock option (ESOP) plan of the Parent Company, (refer note 34).

f) Qualified Institutions Placement

i During the year ended March 31, 2021, the Parent company has completed the Qualified Institutions Placement ('QIP') under Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, pursuant to which 55,55,555 equity shares having a face value of ₹ 10 each were issued and allotted, at an issue price of ₹ 1,440 per equity share (including a securities premium of ₹ 1,430 per equity share), aggregating to ₹ 80,000 Lakhs.

The proceeds of such Qualified Institutions Placement amounts to ₹ 79,107 Lakhs (net of issue related expenses which has been adjusted against securities premium). As per the placement document, QIP proceeds can be utilised for repayment/prepayment of outstanding borrowings along with interest, ongoing capital expenditure, funding suitable organic and inorganic growth opportunities including investment in subsidiaries, meeting short- and long-term working capital requirements, meeting operating expenses and general corporate purposes. As on March 31, 2021, 70% of QIP proceeds are unutilised and have been temporarily invested in highly liquid debt mutual funds and fixed deposits with banks. There is no deviation in use of proceeds from the objects stated in the placement document for the QIP.

ii During the previous year ended March 31, 2020, the Parent company had completed the Qualified Institutions Placement ('QIP') under Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, pursuant to which 29,08,583 equity shares having a face value of ₹ 10 each were issued and allotted, at an issue price of ₹ 1,719.05 per equity share (including a securities premium of ₹ 1,709.05 per equity share), aggregating to ₹ 50,000 Lakhs.

The proceeds of such Qualified Institutions Placement amounted to ₹ 48,977 Lakhs (net of issue related expenses which has been adjusted against securities premium). As per the placement document, QIP proceeds were to be utilised for repayment/prepayment of a part of our outstanding indebtedness, funding expenditure towards implementation of our strategy on expanding our screen network, general corporate purposes and other corporate exigencies, including but not limited to, funding balance milestone based payments in relation to our acquisition of SPI Cinemas, long and shorta-term working capital requirements, strategic investments/acquisitions and expenditure towards refurbishment of our existing cinemas. As on March 31, 2021, entire QIP proceeds have been utilised and there is no deviation in use of proceeds from the objects stated in the placement document for the QIP.

g) Rights issue

(i) During the year ended March 31, 2021, the Parent company has issued and allotted 3,823,872 equity shares on August 07, 2020 of face value ₹ 10/- each (Rights Equity Shares) to the eligible equity shareholders at an issue price ₹ 784 per Rights Equity Share (including premium of ₹ 774 per Rights Equity Share) aggregating to ₹ 29,979 Lakhs.

(ii) The proceeds of Rights issue amounts to ₹ 29,754 Lakhs (net of issue related expenses which has been adjusted against securities premium). As per the letter of offer, Rights issue proceeds can be utilised for repayment/prepayment of outstanding borrowings along with interest and general corporate purposes. As on March 31, 2021, entire Rights issue proceeds were utilised and there is no deviation in use of proceeds from the objects stated in the Offer document for the Rights issue.

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(₹ in lakhs, except for per share data and if otherwise stated)

16 Other equity

	March 31, 2021	March 31, 2020
Securities premium	**231,467**	122,627
Amount received (on issue of shares) in excess of the face value has been classified as securities premium.		
Share option outstanding account (Refer note 34)	**830**	532
The share option outstanding account is used to record value of equity-settled share based payment transactions with employees. The amount recorded in this account are transferred to securities premium upon exercise of stock options by employees. In case of forfeiture, corresponding balance is transferred to general reserve.		
Capital reserve	**602**	602
Reserve created under the scheme of arrangement (Business Combination). The reserve is utilised in accordance with the provisions of the Companies Act, 2013.		
General reserve	**4,673**	4,687
The General reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the General reserve will not be reclassified subsequently to statement of profit and loss.		
Retained earnings	**(60,309)**	14,439
Retained earnings comprise of the Group's accumulated undistributed earning after taxes including Other Comprehensive Income (OCI).		
Total other equity	**177,263**	**142,887**

16A Distribution made and Proposed

	March 31, 2021	March 31, 2020
Dividends on equity shares declared, approved and paid during the year		
Final Dividend ₹ Nil per share for FY 2019-20 (FY 2018-19: ₹ 2 per share)	-	935
Interim Dividend of ₹ Nil per share for FY 2020-21 (FY 2019-20: ₹ 4 per share)	-	2,054
	-	**2,989**

17 Non-controlling interest (NCI)

		March 31, 2021	March 31, 2020
(a)	**Zea Maize Private Limited**		
	Non-controlling Interest in Equity	**1**	1
	Non-controlling Interest in Securities premium	**175**	175
	Non-controlling Interest in Non-equity		
	Share of profit/(loss) brought forward	**(147)**	(130)
	Impact of change in share of profit/(loss) pertaining to earlier years due to change in ownership percentage	**14**	29
	Share of profit/(loss) of the current year	**(42)**	(46)
		1	**29**
	Notes:		
	Non-controlling Interest in Equity of subsidiaries	**1**	1
	Non-controlling Interest in Securities premium of a subsidiaries	**175**	175
	Non-controlling Interest in Non-equity of subsidiaries	**(175)**	(147)
		1	**29**

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to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

18 Long-term borrowings (at amortised cost - net of transaction cost)

	Non-current portion		Current maturities	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
Debentures				
Secured Rated Listed Non-convertible Debentures	14,000	26,996	15,489	13,962
Term loans				
Secured term loans from banks	84,031	64,348	9,579	5,429
	98,031	**91,344**	**25,068**	**19,391**
Amount disclosed under the head 'other financial liabilities' (refer note 23)	-	-	(25,068)	(19,391)
	98,031	**91,344**	**-**	**-**

Notes:

a) Secured Rated Listed Non-convertible Debentures (NCD):

Particulars	Effective Interest Rate	Date of Allotment	Repayment Period	Repayment Ratio	Amount
250 (March 31, 2020: 500) of ₹ 1,000,000 each	11.00%	16-Oct-14	4th to 7th year	25:25:25:25	2,500
200 (March 31, 2020: 350) of ₹ 1,000,000 each	11.00%	24-Nov-14	5th to 7th year	30:30:40	2,000
500 (March 31, 2020: 1,000) of ₹ 1,000,000 each	10.75%	9-Jan-15	6th and 7th year	50:50	5,000
500 (March 31, 2020: 500) of ₹ 1,000,000 each	8.15%	3-Apr-17	5th year	100	5,000
500 (March 31, 2020: 500) of ₹ 1,000,000 each	7.85%	18-Aug-17	5th year	100	5,000
500 (March 31, 2020: 500) of ₹ 1,000,000 each	8.72%	16-Apr-18	3rd, 4th and 5th year	20:40:40	5,000
500 (March 31, 2020: Nil) of ₹ 1,000,000 each	10.50%	9-Oct-20	15 Months	100	5,000
					29,500

All Debentures are secured by mortgage on immovable properties (excluding immovable properties at Gujarat, a flat at Bangalore and assets taken on finance lease) ranking *pari passu* and secured by first *pari passu* charge on movable assets of the Parent company (excluding vehicles hypothecated to banks and assets taken on finance lease) and all receivables of the Parent company both present and future.

b) (i) Term loan from banks are secured by first *pari passu* charge over all movable and immovable fixed assets of the Parent company (excluding immovable properties at Gujarat, a flat at Bangalore, vehicles hypothecated to banks and assets taken on finance lease) and receivables of the Parent company both present and future. In One of the subsidiary company, the loan is secured by way of hypothecation of current and movable property, plant and equipment of the subsidiary company.

(ii) Above loans are repayable in equal/unequal monthly/quarterly instalments as follows:

Particulars	March 31, 2021	March 31, 2020
Secured Rated Listed Non-convertible Debentures:		
Repayable within 1 year	**15,500**	14,000
Repayable within 1 - 3 year	**14,000**	25,000
Repayable after 3 years	**-**	2,000
Term Loan:		
Repayable within 1 year	**9,670**	5,465
Repayable within 1 - 3 year	**29,806**	22,154
Repayable after 3 years	**54,724**	42,229

(iii) Term Loan from banks carries variable interest rate based on respective bank benchmark rate, effective rate of interest varying in between 7.70% p.a to 10.25% p.a.

(iv) The Parent company has availed the moratorium announced by Reserve Bank of India and has adjusted the current and non-current balance of term loan based on revised repayment schedule agreed with Banks.

(v) Outbreak of COVID-19 and consequent lockdowns announced by the various governments has had material negative impact on the financial performance of the business. This has resulted in Parent company being in non-compliance with certain financial covenants agreed with its lenders. The Parent Company has sought and received waiver letters from all its lenders for financial year 2020-21 wherever these covenants were required to be tested.

Notes

to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

19 Lease liabilities

	Non-current		Current	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
Lease liabilities	340,910	356,911	24,205	20,236
	340,910	**356,911**	**24,205**	**20,236**

Notes:

a) Reconciliation of Lease liabilities:

	March 31, 2021	March 31, 2020
Lease liabilities at the beginning of the year	**377,147**	329,731
Add: Lease liabilities addition for new leases entered during the year (net of lease liability reversed amounting to ₹ 3,707 Lakhs)	**7,752**	63,876
Add: Finance cost charged on lease liabilities during the year	**35,020**	33,194
Less: Actual rent paid during the year	**(9,618)**	(49,654)
Less: Rebate received/adjustments during the year	**(45,186)**	-
Lease liabilities at the end of the year	**365,115**	377,147

b) Expenses relating to variable lease payments amounting to ₹ Nil for the year ended March 31, 2021 (March 31, 2020: ₹ 3,984 Lakhs) has been included under the head other operating expenses (Rent).

c) Expenses relating to shorta-term lease amounting to ₹ 35 Lakhs for the year ended March 31, 2021 (March 31, 2020: ₹ 1,261 Lakhs) has been included under the head other operating expenses (Rent).

d) Income relating to subleasing of right to use assets amounting to ₹ 289 Lakhs is clubbed in food court income (Other operating revenue) for the year ended March 31, 2021 (March 31, 2020: ₹ 831 Lakhs).

e) Maturity analysis of lease liabilities

Particulars	March 31, 2021	March 31, 2020
Lease Liabilities		
Repayable within 1 year	**24,205**	20,236
Repayable within 1 - 3 year	**53,302**	48,765
Repayable after 3 years	**287,608**	308,146

f) Finance lease obligation is secured by hypothecation of plant and machinery taken on lease. The interest rate implicit in the lease is varying between 11.37% p.a. to 13.99% p.a. The payment is scheduled in 28 equal quarterly instalments from the start of lease agreements.

g) Consequent to the COVID-19 pandemic, the Group has invoked Force Majeure clause in various lease agreements for its cinema properties, for a complete waiver of rent expenses during the lockdown period. The Group has been successful in getting relief from almost all landlords.

The Group has elected to apply the practical expedient of not assessing the rent concessions as a lease modification, as per MCA notification dated July 24, 2020 on Ind AS 116 for rent concessions which are granted due to COVID-19 pandemic. As per requirements of MCA notification, total rent concessions recorded during year ended March 31, 2021 amounted to ₹ 44,897 Lakhs. Out of this ₹ 42,928 Lakhs is recognised in 'Other income' after adjusting the rent expense of ₹ 1,969 Lakhs for the year ended March 31, 2021.

20 Provisions

	Non-current		Current	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
Provision for gratuity (net) (refer note 33)	**1,035**	668	**15**	8
Provision for leave benefits	**780**	694	**416**	425
	1,815	**1,362**	**431**	**433**

Notes

to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

21 Short-term borrowings (at amortised cost)

	March 31, 2021	March 31, 2020
Short-term borrowing (net of transaction cost)	**11,773**	5,000
Secured bank overdraft	**321**	13,734
	12,094	**18,734**

Notes:

i. Bank overdraft is secured by first *pari passu* charge on all current assets of the Parent Company including inventories and receivables both present and future. It carries variable interest rate based on respective banks benchmark rate, effective rate of interest varying in between 8.85% to 10.7% p.a. In one of the subsidiary, the Bank Overdrafts facility from a bank is secured by way of hypothecation of current and movable property, plant and equipment of the subsidiary company.Interest rate @ 11% per annum.

ii. In respect of Short-term loan from a Bank, maximum amount outstanding during the year was ₹ 17,167 Lakhs (March 31, 2020: ₹ 5,000 Lakhs) with a maturity period of 7 days to 1 year , effective rate of interest 5.3 % p.a. to 10.25 % p.a.

iii. As at March 31, 2021, the Group had available 7,568 Lakhs (March 31, 2020: ₹ 1,366 Lakhs) of undrawn committed borrowing facilities.

22 Trade payables

	March 31, 2021	March 31, 2020
Total outstanding dues of micro enterprises and small enterprises (refer note below)	**1,062**	215
Total outstanding dues of creditors other than micro enterprises and small enterprises	**19,254**	31,028
	20,316	**31,243**

Notes:

Due to Micro, Small and Medium Enterprises:

Particulars	March 31, 2021	March 31, 2020
The amount remaining unpaid to any supplier as at the end of the year.		
- Principal amount	**980**	215
- Interest thereon	**5**	-
The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006)		
The amount of payments made to Micro and Small Suppliers beyond the appointed day during each accounting year	**3,194**	11
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	**77**	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	**82**	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the Micro Small and Medium Enterprise Development Act, 2006.	**82**	-

23 Other financial liabilities

	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Payables on purchase of property plant and equipment	**-**	-	4,700	6,855
Payable for acquisition of business – Deferred consideration (refer note 42)	**2,923**	6,118	3,200	2,480
Security deposits	**4,878**	4,234	526	1,325
Current maturities of long-term borrowings (refer note 18)	**-**	-	25,068	19,391
Interest accrued but not due on borrowings				
- Debentures and others	**-**	-	867	567
Unpaid dividends[1]	**-**	-	10	12
	7,801	**10,352**	**34,371**	**30,630**

[1]Unclaimed amounts are transferred to Investor Education and Protection Fund after seven years from the due date.

Notes

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(₹ in lakhs, except for per share data and if otherwise stated)

24 Other liabilities

	Non-current		Current	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
Advances from customers	**5,237**	5,709	18,345	20,747
Employee benefits payables	**-**	-	696	3,897
Statutory dues payable	**-**	-	2,593	3,128
	5,237	**5,709**	**21,634**	**27,772**

25 Revenue from operations

	March 31, 2021	March 31, 2020
Sale of services [refer (a) below]	19,865	243,523
Sale of food and beverages	7,555	96,046
Other operating revenue [refer (b) below]	**581**	1,875
	28,001	**341,444**

(a) Details of services rendered

	March 31, 2021	March 31, 2020
Income from sale of movie tickets	10,185	173,115
Advertisement income	1,780	37,588
Income from movie production and distribution	3,958	12,149
Convenience fees	3,742	17,193
Virtual print fees	200	3,478
	19,865	**243,523**

During the year ended March 31, 2021 ₹ 1,002 Lakhs (March 31, 2020: ₹ 1,077 Lakhs) of opening unbilled revenue has been reclassified to Trade receivables upon billing to customers.

During the year ended March 31, 2021 the Group recognised revenue of ₹ 2,043 Lakhs (March 31, 2020: ₹ 12,871 Lakhs) from opening unearned revenue.

(b) Details of other operating revenue

	March 31, 2021	March 31, 2020
Food court income	573	1,302
Gaming income	6	523
Management fees	2	50
	581	**1,875**

26 Other income

	March 31, 2021	March 31, 2020
Government grant	**7**	256
Net gain on redemption of mutual fund investments	**932**	485
Interest earned on		
Bank deposits	**383**	123
NSC's investments	**9**	8
Interest Income from financial assets at amortised cost	**943**	1,096
Others	**146**	140
Liabilities written back*	**43,905**	183
Exchange differences (net)	**-**	189
Net gain on disposal of property, plant and equipment	**6**	43
Other non-operating income (net)	**603**	1,256
	46,934	**3,779**

* Includes COVID-19 related rent concessions of ₹ 42,928 Lakhs (March 31, 2020: ₹ Nil).

Notes

to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

27 Employee benefits expense

	March 31, 2021	March 31, 2020
Salaries, wages, allowances and bonus	**19,897**	34,870
Contribution to provident and other funds	**1,261**	1,875
Employee stock option scheme (refer note 34)	**296**	120
Gratuity expense (unfunded) (refer note 33)	**23**	26
Staff welfare expenses	**231**	2,490
	21,708	**39,381**

28 Finance costs

	March 31, 2021	March 31, 2020
Interest on		
Debentures	**3,424**	4,124
Term loans	**7,470**	6,000
Banks and others	**1,000**	643
Interest on lease liabilities (refer note 19)	**35,020**	33,194
Other financial charges	**2,870**	4,218
	49,784	**48,179**

29 Depreciation and amortisation expense

	March 31, 2021	March 31, 2020
Amortisation on right-of-use assets	**34,071**	31,426
Depreciation on tangible assets	**21,458**	20,499
Amortisation on intangible assets	**1,953**	2,321
	57,482	**54,246**

30 Other operating expenses

		March 31, 2021		March 31, 2020
Rent (refer note 19(g))		**35**		7,698
Electricity and water charges (net of recovery)		**5,661**		20,560
Common area maintenance (net of recovery)		**9,052**		15,478
Repairs and maintenance		**3,520**		9,607
Movie production, distribution and print charges		**2,570**		12,708
Marketing expenses		**1,027**		4,866
Rates and taxes		**1,224**		1,701
Housekeeping charges		**1,371**		4,592
Security service charges		**696**		3,525
Travelling and conveyance		**394**		3,032
Legal and professional fees[1]		**2,266**		3,243
Communication costs		**869**		1,680
Printing and stationery		**73**		540
Insurance		**661**		660
CSR Expenditure (refer note 39)		**498**		468
Allowance for doubtful debts and advances		**1,058**		1,483
Bad Debts/advances written off	614		284	
Less: Utilised from provisions	(614)	**-**	(228)	56
Inventories Written off [2]		**564**		183
Directors' sitting fees		**23**		12
Contribution to political parties[3]		**-**		1,200
Exchange differences (net)		**320**		142
Miscellaneous expenses		**608**		1,256
		32,490		**94,690**

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(₹ in lakhs, except for per share data and if otherwise stated)

Notes:

[1] Payment to auditors (included in legal and professional charges above)*

	March 31, 2021	March 31, 2020
As auditor:		
Audit fee	**45**	45
Limited Review	**31**	31
Tax audit fee	**4**	5
Other Certifications	**8**	8
Reimbursement of out of pocket expenses	**3**	9
	91	**98**

* Excludes fees paid to statutory auditors of ₹ 44 Lakhs (March 31, 2020: ₹ 32 Lakhs) and out of pocket expenses of ₹ 1 Lakh (March 31, 2020:₹ 2 Lakhs) for Qualified Institutions Placement and Rights issue related services.

[2] Due to COVID-19 outbreak, all perishable inventories expiring in short span of time has been written off.

[3] Contribution to political parties represents contribution under Section 182 of the Companies Act, 2013.

31 Other comprehensive income

	March 31, 2021	March 31, 2020
The disaggregation of changes to OCI by each type of reserve in equity is shown below:		
Items that will not be reclassified to profit or loss in subsequent period:		
Re-measurement gains/(loss) on defined benefit plans	**(8)**	226
Gain/(loss) on equity instruments designated at FVTOCI (refer note 5B)	**-**	(820)
Income tax on re-measurement loss on defined benefit plans	**5**	(74)
	(3)	(668)
Items that will be reclassified to profit or loss in subsequent period:		
Exchange difference in translating foreign subsidiary	**50**	7
	47	**(661)**

32 Earnings per share (EPS) *

The following reflects the profit/(loss) and shares data used in the basic and diluted EPS computations:

	March 31, 2021	March 31, 2020
Profit/(loss) after tax	(74,779)	2,730
Weighted average number of equity shares outstanding during the year for computation of Basic EPS	55,132,058	50,583,563
Add: Weighted average number of potential equity shares on account of employee stock options	523,770	250,352
Weighted average number of equity shares (including dilutive shares) outstanding during the year for computation of Diluted EPS	55,655,828	50,833,915
Basic earnings per equity share (in ₹)	(135.64)	5.40
Diluted earnings per equity share (in ₹) **	**(135.64)**	5.37

*Basic and diluted earnings/(loss) per share for the previous year ended March 31, 2020, have been adjusted retrospectively for the bonus element in respect of rights issue made during the year ended March 31, 2021.

**As the Group has incurred losses during the year ended March 31, 2021, dilutive effect on weighted average number of shares would have an anti-dilutive impact and hence, not considered in diluted EPS computation.

33 Gratuity

The Group has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure @15 days last drawn salary for each completed year of service, in terms of Payment of Gratuity Act, 1972. The Parent Company Gratuity scheme is funded with four insurance companies in the form of a qualifying insurance policies. The fund has the form of a trust and it is governed by the Board of Trustees. The Board of Trustees is responsible for the administration of the plan assets. Each year, the Board of Trustees reviews the level of funding in the India gratuity plan. This includes employing the use of annuities and longevity swaps to manage the risks. The Board of Trustees decides its contribution based on the results of this annual review. Generally, it aims to have a portfolio mix of equity instruments and debt instruments. The Board of Trustees aim to keep annual contributions relatively stable at a level such that no plan deficits (based on valuation performed) will arise. Gratuity scheme of subsidiaries is unfunded.

Notes

to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

As the plan assets include investments in quoted mutual funds, the Group has diversified the market risk.

The following tables summarise the components of net benefit expense recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for the gratuity plan.

Statement of Profit and Loss

Net employee benefit expense recognised in employee cost

Particulars	Funded		Unfunded	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Current service cost	318	440	18	20
Interest cost on benefit obligation	34	44	6	6
Expected return on plan assets	-	-	-	-
Net benefit expense	**352**	**484**	**24**	**26**

The estimates of future salary increases, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. The expected return on plan assets is based on expectation of the average long-term rate of return expected on investments of the fund during the estimated term of the obligations.

Balance sheet

Benefit Assets/liabilities

Particulars	Funded		Unfunded	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Defined benefit obligation	3,499	3,240	101	91
Fair value of plan assets	2,549	2,655	-	-
Plan asset/(liability)	**(950)**	**(585)**	**(101)**	**(91)**

Changes in the present value of the defined benefit obligation are as follows:

Particulars	Funded		Unfunded	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Opening defined benefit obligation	3,240	3,066	91	83
Interest cost	176	206	6	6
Past service cost	-	1	-	-
Current service cost	318	440	18	20
Benefits paid	(415)	(203)	(9)	(5)
Actuarial losses/(gain) – experience	140	146	(3)	(9)
Actuarial losses/(gain) – demographic assumptions	-	111	2	-
Actuarial losses/(gain) – financial assumptions	40	(305)	(5)	(4)
Exchange differences	-	-	1	-
Closing defined benefit obligation	3,499	3,240	101	91

Amount routed through OCI ₹ (8) Lakhs (March 31, 2020: ₹ 226 Lakhs)

Changes in the fair value of plan assets are as follows:

Particulars	March 31, 2021	March 31, 2020
Opening fair value of plan assets	2,655	2,160
Return on plan assets greater/(lesser) than discount rate	167	(56)
Interest income on plan assets	142	162
Benefits paid	(415)	(203)
Contribution by employer	-	592
Closing fair value of plan assets	**2,549**	**2,655**

The Parent Company expects to contribute ₹ 1,053 Lakhs (March 31, 2020 ₹ 948 Lakhs) to gratuity fund in the financial year 2021-22.

Notes

to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

Particulars	March 31, 2021	March 31, 2020
Funds managed by Insurer*	97.57	98.42
Bank balances	2.43	1.58

* Plan assets are held by 'ICICI Prudential Life Insurance Company Limited' primarily into Group Balanced fund & Group Debt fund, 'Bajaj Allianz Life Insurance Company Limited' into Bajaj Secure gain fund , 'Birla Sunlife Insurance Company Limited' into Group secure fund and Group bond fund and Life Insurance Corporation of India.

The principal assumptions used in determining gratuity obligations for the Parent Company's plans are shown below:

Particulars	March 31, 2021	March 31, 2020
	(%)	(%)
Discount rate (p.a.)	5.5	5.8
Expected rate of return on plan assets (p.a)	5.5	5.8
Increase in compensation cost (p.a)	7.5	0.00 for the first year and 7.50 thereafter
Employee turnover		
Manager Grade	14	14
Executive Grade	53	53

The estimates of future salary increases considered in actuarial valuation, taking into account of inflation, seniority, promotion and other relevant factors, including supply and demand in the employment market.

Demographic assumption

Particulars	March 31, 2021	March 31, 2020
Retirement age	60 Years	60 Years
Mortality rate	IALM (2006-08)	IALM (2006-08)

Historical information: Funded

Particulars	2020-21	2019-20	2018-19	2017-18	2016-17
Present value of defined benefit obligation	3,499	3,240	3,066	1882	1556
Fair value of plan assets	2,549	2,655	2160	1365	1268
Asset/(liability) recognised	(950)	(585)	(906)	(517)	(288)

Historical information: Non-funded

Particulars	2020-21	2019-20	2018-19	2017-18	2016-17
Present value of defined benefit obligation	101	91	83	46	70
Fair value of plan assets	-	-	-	-	-
Asset/(liability) recognised	(101)	(91)	(83)	(46)	(70)

The experience adjustments, meaning difference between changes in plan assets and obligations expected on the basis of actuarial assumption and actual changes in those assets and obligations for the Parent company are as follows:

Particulars	March 31, 2021	March 31, 2020
Experience adjustment on plan liabilities	5.50	5.80
Experience adjustment on plan assets	5.50	5.80

Sensitivity analysis

A quantitative sensitivity analysis for significant assumptions of the Parent company as at March 31, 2021 is as follows:

Particulars	Increase effect	Decrease effect
Effect of Increase/decrease in discount rate by 1% on Defined benefit obligations	(129.70)	142.29
Effect of Increase/decrease in Salary escalation by 1% on Defined benefit obligations	147.14	(136.85)
Effect of Increase/decrease in withdrawal rate by 5% on Defined benefit obligations	(75.46)	106.19

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(₹ in lakhs, except for per share data and if otherwise stated)

A quantitative sensitivity analysis for significant assumptions of the Parent Company as at March 31, 2020 is as follows:

Particulars	Increase effect	Decrease effect
Effect of Increase/decrease in discount rate by 1% on Defined benefit obligations	**(121.38)**	133.32
Effect of Increase/decrease in Salary escalation by 1% on Defined benefit obligations	**111.38**	(103.50)
Effect of Increase/decrease in withdrawal rate by 5% on Defined benefit obligations	**(67.49)**	94.04

The sensitivity analysis above has been determined on the basis of actuarial certificate.

Maturity profile of defined benefit obligation of the Group:

Expected benefit payments for the year ended March 31, 2021	Amount
March 31, 2022	**1068**
March 31, 2023	**723**
March 31, 2024	**554**
March 31, 2025	**487**
March 31, 2026	**434**
March 31, 2027 to March 31, 2031	**2154**

Expected benefit payments for the year ended March 31, 2020	Amount
March 31, 2021	956
March 31, 2022	698
March 31, 2023	550
March 31, 2024	441
March 31, 2025	408
March 31, 2026 to March 31, 2030	1860

The sensitivity analysis above has been determined on the basis of actuarial certificate.

Defined Contribution Plan:

Particulars	March 31, 2021	March 31, 2020
Charged to Statement of Profit and Loss (excluding Capital work-in-progress of ₹ 51 Lakhs (March 31, 2020: ₹ 65 Lakhs))	**936**	1,453

34 Employee Stock Option Plans

The Parent company has provided stock options to its employees. During the year 2020-21, the following schemes were in operation:

PVR ESOS 2017:

Particulars	Description
Date of grant	July 26, 2017
Date of Shareholder's approval	July 24, 2017
Date of Board approval	May 30, 2017
Number of options granted	240,000
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not less than one year and not more than three years from the date of grant of options.
Exercise Period	Within a period of two years from the date of vesting
Vesting Conditions	Subject to continued employment with the Parent Company.
Market value on grant date	₹ 1,381.7
Weighted average fair value of options granted on the date of grant	₹ 252.48

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to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

The details of activity under PVR ESOS 2017 have been summarised below:

Particulars	2020-21		2019-20	
	Number of Options	Weighted Average Exercise Price (₹)	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	176,000	1,400	240,000	1,400
Granted during the year	-	-	-	-
Forfeited during the year	-	-	-	-
Exercised during the year	32,000	1,400	64,000	1,400
Expired during the year	32,000	1,400	-	-
Outstanding at the end of the year	112,000	1,400	176,000	1,400
Exercisable at the end of the year	**112,000**	**1,400**	-	-

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2021	March 31, 2020
Dividend yield (%)	**0.12%**	0.12%
Expected volatility	**24.59%**	24.59%
Risk-free interest rate	**6.33%**	6.33%
Exercise price (₹)	**1400**	1400
Expected life of option granted in years	**3.17**	3.17

The Parent company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹ 1,400. As a result, an expense of ₹ (40) Lakhs (March 31, 2020: ₹ 98 Lakhs) is recorded in Statement of Profit and Loss in current year.

PVR ESOS 2017:

Particulars	Description
Date of grant	August 11, 2017
Date of Shareholder's approval	July 24, 2017
Date of Board approval	May 30, 2017
Number of options granted	60,000
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not less than one year and not more than three years from the date of grant of options.
Exercise Period	Within a period of two years from the date of vesting.
Vesting Conditions	Subject to continued employment with the Parent Company.
Market value on grant date	₹ 1,381.70
Weighted average fair value of options granted on the date of grant	₹ 252.48

The details of activity under PVR ESOS 2017 have been summarised below:

Particulars	2020-21		2019-20	
	Number of Options	Weighted Average Exercise Price (₹)	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	**22,000**	**1,400**	60,000	1,400
Granted during the year	**-**	**-**	-	-
Forfeited during the year	**-**	**-**	-	-
Exercised during the year	**1,600**	**1,400**	38,000	1,400
Expired during the year	**9,000**	**1,400**	-	-
Outstanding at the end of the year	**11,400**	**1,400**	22,000	1,400
Exercisable at the end of the year	**11,400**	**1,400**	-	-

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to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2021	March 31, 2020
Dividend yield (%)	**0.12%**	0.12%
Expected volatility	**24.59%**	24.59%
Risk-free interest rate	**6.33%**	6.33%
Exercise price (₹)	**1,400**	1,400
Expected life of option granted in years	**3.17**	3.17

The Parent company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹ 1,400. As a result, an expense of ₹ (19) Lakhs (March 31, 2020: ₹ 26 Lakhs) is recorded in financial statements in current year of which ₹ 1 Lakhs (March 31, 2020: ₹ 4 Lakhs) is capitalised under Capital work-in progress and balance ₹ (20) Lakhs (March 31, 2020: ₹ 22 Lakhs) is debited in Statement of Profit and Loss.

PVR ESOS 2020:

Particulars	Description
Date of grant	July 15, 2020
Date of Shareholder's approval	March 07, 2020
Date of Board approval	January 23, 2020
Number of options granted	520,000
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not less than one year and not more than four years from the date of grant of options.
Exercise Period	Within a period of two years from the date of vesting.
Vesting Conditions	Subject to continued employment with the Parent Company.
Market value on grant date	₹ 1,026.80
Weighted average fair value of options granted on the date of grant	₹ 220.79

The details of activity under PVR ESOS 2020 have been summarised below:

Particulars	2020-21		2019-20	
	Number of Options	Weighted Average Exercise Price (₹)	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	-	-	-	-
Granted during the year	**520,000**	**981**	-	-
Forfeited during the year	**4,000**	**981**	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	**516,000**	**981**	-	-
Exercisable at the end of the year	-	-	-	-

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2021	March 31, 2020
Dividend yield (%)	**0.57%**	-
Expected volatility	**30.15%**	-
Risk-free interest rate	**3.48%**	-
Exercise price (₹)	**981**	-
Expected life of option granted in years	**1**	-

The Parent company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹ 981. As a result, an expense of ₹ 445 Lakhs is recorded in financial statements in current year of which ₹ 93 Lakhs is capitalised under Capital work-in progress and balance ₹ 352 Lakhs is debited in Statement of Profit and Loss.

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(₹ in lakhs, except for per share data and if otherwise stated)

PVR ESOS 2020:

Particulars	Description
Date of grant	September 08, 2020
Date of Shareholder's approval	March 07, 2020
Date of Board approval	January 23, 2020
Number of options granted	4,000
Method of Settlement (Cash/Equity)	Equity
Vesting Period	Not less than one year and not more than four years from the date of grant of options.
Exercise Period	Within a period of two years from the date of vesting
Vesting Conditions	Subject to continued employment with the Parent Company.
Market value on grant date	₹ 1,354.20
Weighted average fair value of options granted on the date of grant	₹ 295.39

The details of activity under PVR ESOS 2020 have been summarised below:

Particulars	2020-21		2019-20	
	Number of Options	**Weighted Average Exercise Price (₹)**	Number of Options	Weighted Average Exercise Price (₹)
Outstanding at the beginning of the year	**-**	**-**	-	-
Granted during the year	**4,000**	**1,287**	-	-
Forfeited during the year	**-**	**-**	-	-
Exercised during the year	**-**	**-**	-	-
Expired during the year	**-**	**-**	-	-
Outstanding at the end of the year	**4,000**	**1,287**	-	-
Exercisable at the end of the year	**-**	**-**	-	-

The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs:

Particulars	March 31, 2021	March 31, 2020
Dividend yield (%)	**0.47%**	-
Expected volatility	**26.57%**	-
Risk-free interest rate	**3.86%**	-
Exercise price (₹)	**1,287**	-
Expected life of option granted in years	**1**	-

The Parent company measures the cost of ESOP using the fair value method. The option has been granted on an exercise price of ₹ 1,287. As a result, an expense of ₹ 4 Lakhs (March 31, 2020: ₹ Nil) is recorded in Statement of Profit and Loss in current year.

35 Capital & Other Commitments

(a) Capital Commitments

Particulars	March 31, 2021	March 31, 2020
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advances)	**7,649**	14,288

(b) Other Commitments

The Group was availing Entertainment tax/GST exemptions, in respect of certain Multiplexes as per the erstwhile State Government schemes & is under obligation to operate respective Multiplexes for a certain number of years.

Notes

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(₹ in lakhs, except for per share data and if otherwise stated)

36 Contingent Liabilities

Sr. No.	Particulars	March 31, 2021	March 31, 2020
a)	Estimated tax exposure against various appeals filed by the Group against the demand with Commissioner of Income Tax (Appeals), Income Tax Appellate Tribunal and High Court with regard to certain expenses disallowed by the assessing officer in respect of financial year ended March 31, 2017, 2016, 2015, 2014, 2013, 2012,2011, 2010, 2009, 2008, 2007, 2006. (The Group has paid an amount of ₹ 1,081 Lakhs (March 31, 2020: ₹ 1,081 Lakhs) which is appearing under Note 8).	**2,328**	2,769
b)	Demand of entertainment tax under Assam Amusement and Betting Tax Act, 1939 where appeal is pending before Supreme Court.	**334**	334
c)	Notice from Entertainment Tax Department Chennai against short deposit of Entertainment Tax on regional movies.	**43**	43
d)	Notice from Commercial Tax Department, Indore against alleged collection of Entertainment tax during exemption period.	**823**	823
e)	Notice from Entertainment Tax Department Maharashtra in respect of levy of Entertainment tax on Convenience fees.	**161**	161
f)	Show cause notices raised by Service tax authorities on levy of service tax on 3D glass charges, TM charges, convenience fee, activity of movie distribution/exhibition, admission to alleged bowling alleys (The Group has already deposited under protest an amount of ₹ 249 Lakhs (March 31, 2020: ₹ 249 Lakhs))	**5,663**	5,663
g)	Demand raised with regard to service tax on food and beverages (The Group has already deposited under protest an amount of ₹ 185 Lakhs (March 31, 2020: ₹ 185 Lakhs))	**3,668**	3,668
h)	Estimated tax exposure of Service tax on sale of food and beverages.(The Group has already deposited under protest an amount of ₹ 426 Lakhs (March 31, 2020: ₹ Nil))	**6,600**	6,032
i)	Demand of VAT under various states VAT Acts where appeal is pending before competent authority (The Group has already deposited under protest an amount of ₹ 28 Lakhs (March 31, 2020: ₹ 28 Lakhs))	**653**	717
j)	Demand from Entertainment tax department of Tamil Nadu in respect of levy of entertainment tax on convenience fees.	**-**	2,314
k)	Demand of Entry tax in the state of Telangana for various material imported into the State (The Group has already deposited under protest an amount of ₹ 20 Lakhs (March 31, 2020: ₹ 25 Lakhs))	**-**	101
l)	Demand of Entertainment tax under Rule 22 of Punjab Entertainment Tax (Cinematographs shows) Rules, 1954 (The Group has already deposited under protest an amount of ₹ 40 Lakhs (March 31, 2020: ₹ 40 Lakhs))	**160**	160
m)	Demand under Employees Provident Fund Act, 1952 (The Group has already deposited under protest an amount of ₹ 38 Lakhs (March 31, 2020: ₹ 38 Lakhs))	**106**	106
n)	Tax assessment & Demand bill issued by Superintendent of Tax Kolhapur Municipal Corporation. (The Group has already deposited under protest an amount of ₹ 3 Lakhs (March 31, 2020: ₹ 3 Lakhs))	**20**	20
o)	Bank Guarantees given	**275**	-
p)	Labour cases pending *	**Amount not ascertainable**	Amount not ascertainable

*In view of the several number of cases, pending at various forums/courts, it is not practicable to furnish the details of each case, however, as per management estimate, the amount in aggregate is not material. Based on the discussions with the solicitors, the management believes that the Group has strong chances of success in the cases and hence no provision is considered necessary.

37 Un-hedged Foreign Currency exposure

Particulars of un-hedged foreign currency exposure as at the balance sheet date:

	Particulars	Currency	March 31, 2021	March 31, 2020
a)	Cash on Hand	Thai Bhat	**0.88**	0.87
		Hong Kong Dollar	**0.21**	0.21
		Korean Won	**0.00**	0.00
		UK Pound	**0.21**	0.19
		Singapore Dollar	**0.70**	0.68
		US Dollar	**4.18**	4.00
		LKR	**0.25**	0.25
		Malaysian Ringgit	**0.33**	0.33
		Euro	**4.15**	4.01
		Dirham	**1.18**	1.24
	Total		**12.09**	**11.78**
b)	Balances with bank	US Dollar	**75**	189
c)	Payable for purchase of Property, Plant and Equipment (net of advances)	US Dollar	**353**	-
		Euro	**10**	-
d)	Trade receivable	US Dollar	**99**	-

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(₹ in lakhs, except for per share data and if otherwise stated)

38 The Group has established a comprehensive system of maintenance of information and documents as required by the transfer pricing legislation under Sections 92-92F of the Income-tax Act, 1961. Since the law requires such information and documentation to be contemporaneous in nature, the Group is in the process of updating the documentation of international transactions with the associated enterprises during the financial year and expects such records to be in existence latest by the due date of filing the return of income. The management is of the opinion that its international transactions with the associated enterprises are at arm's length so that the aforesaid legislation will not have any impact on these consolidated financial statements, particularly on the amount of tax expense and that of provision for taxation.

39 Corporate Social Responsibility

As per Section 135 of the Companies Act, 2013, the Group meeting the applicable threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, care for destitute women and rehabilitation of under privileged person, environment sustainability, disaster relief and rural development projects. A CSR committee has been formed by the Parent Company as per the Act.

During the year, the Group has spent ₹ 225 Lakhs in combating the COVID-19 crisis and the balance ₹ 273 Lakhs has been paid to PVR Nest. PVR Nest focuses on providing education, healthcare, nutrition and rehabilitation to children.

Particulars	March 31, 2021	March 31, 2020
Gross amount required to be spent by the Group during the year	**479**	468
Amount spent during the year (refer note 30)	**498**	468

40 Disclosure required under Section 186(4) of the Companies Act, 2013

Full particulars of loans given, investment made, guarantee given, security provided together with purpose in terms of Section 186(4) of the Companies Act, 2013

Investment made

Particulars	Full particulars	Purpose	March 31, 2021	March 31, 2020
Vkaao Entertainment Private Limited	Equity share of ₹ 10 each 3,000,000 (March 31, 2020: Equity share of ₹ 10 each 3,000,000)	Vkaao is engaged in the business of private screening of movies (Movie on Demand) for its consumers through theatres	-	59

Loan given

Particulars	Rate of Interest (p.a)	Due Date	Secured/ Unsecured	March 31, 2021	March 31, 2020
Sandhya Prakash Limited[1]	18%	13 monthly instalments adjusted with lease rentals till April 2018.	Unsecured	**54**	54
Evergreen Cine Services Pvt. Ltd. [2]	Nil	Repayable on demand	Unsecured	**133**	133

[1] The loan had been given to Sandhya Prakash Ltd. (Mall Developer) for their capital expenditure requirement, where the Parent Company has an existing operational cinema. The Parent Company has created a provision against the outstanding loan amount.

[2] Provision has been created against the outstanding loan amount. These loans were transferred from SPI Cinemas Private Limited by virtue of merger.

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(₹ in lakhs, except for per share data and if otherwise stated)

41 Fair Value

Set out below, is a comparison by class of the carrying amounts and fair value of the Group's financial instruments, other than those with carrying amounts that are reasonable approximations of fair value.

The carrying value & fair value of financial instruments by categories as of March 31, 2021 were as follows:

Particulars	Note	Level of hierarchy	Carrying Amount		
			Amortised Cost	Financial Assets/ liabilities at fair value through profit or loss	Financial Assets/ liabilities at fair value through OCI
Financial Assets:					
Investments – FVTOCI	5B	-	-	-	-
Investments – Amortised cost	5B	-	120	-	-
Loans	14	3	25,469	-	-
Trade receivables	12	-	3,069	-	-
Cash and cash equivalents	13A	-	55,561	-	-
Bank balances other than cash and cash equivalents, above	13B	-	17,580	-	-
Other financial assets	6	-	4,170	-	-
Total			**105,969**	-	-
Financial Liabilities:					
Borrowings (including current maturities)					
- Secured Rated Listed Non-convertible Debentures	18	1	29,489	-	-
- Other borrowings	18 and 21	3	105,704	-	-
Lease Liabilities	19	3	365,115		
Trade payables	22	-	20,316	-	-
Other financial liabilities - Deferred consideration (Refer note 42)	23	3	6,123	-	-
Other payables	23	-	10,981	-	-
Total			**537,728**	-	-

The carrying value & fair value of financial instruments by categories as of March 31, 2020 were as follows:

Particulars	Note	Level of hierarchy	Amortised Cost	Carrying Amount	
				Financial Assets/ liabilities at fair value through profit or loss	Financial Assets/ liabilities at fair value through OCI
Financial Assets:					
Investments – FVTOCI	5B	-	-	-	-
Investments – Amortised cost	5B	-	167	-	-
Loans	14	3	24,823	-	-
Trade receivables	12	-	18,911	-	-
Cash and cash equivalents	13A	-	31,559	-	-
Bank balances other than cash and cash equivalents, above	13B	-	671	-	-
Other financial assets	6	-	4,700	-	-
Total			**80,831**	-	-
Financial Liabilities:					
Borrowings (including current maturities)					
- Secured Rated Listed Non-convertible Debentures	18	1	40,958	-	-
- Other borrowings	18 and 21	3	88,511	-	-
Lease Liabilities	19	3	377,147		
Trade payables	22	-	31,243	-	-
Other financial liabilities - Deferred consideration (Refer note 42)	23	3	8,598	-	-
Other payables	23	-	12,993	-	-
Total			**559,450**	-	-

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

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(₹ in lakhs, except for per share data and if otherwise stated)

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

- Long-term fixed-rate and variable-rate receivables/deposit are evaluated by the Group based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables/deposits.
- The fair values of the quoted notes and bonds are based on price quotations at the reporting date. The fair value of unquoted instruments, loans from banks and other financial liabilities, obligations under leases, as well as other non-current financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities.
- There is no significant estimate involved in level 3. Further, the deferred consideration is based on the present value of the expected cash outflows discounted using risk adjusted discount rate i.e. 9.50% p.a. The estimated fair value of deferred consideration would increase/decrease if the expected cash outflows were higher/ lower or the risk adjusted discount rate was higher/ lower.

42 Business Combinations

Acquisition and merger of SPI Cinemas Private Limited:

The Board of Directors in its meeting held on August 12, 2018, approved the acquisition of SPI Cinemas Private Limited ('SPI') via Share Purchase Agreement (SPA) signed on August 12, 2018 by way of acquisition of 71.69% equity shares in SPI for a cash consideration (including deferred consideration) of ₹ 63,560 Lakhs and for the balance 28.31% stake, through issue of 1,599,974 equity shares of the Parent company to SPI shareholders in the ratio of 1: 18.19 equity shares in the Parent company, pursuant to the proposed scheme of amalgamation. Consequent to above, on fulfilment of condition precedent in the said SPA, on August 17, 2018, the Parent company completed the acquisition of 71.69% shareholding in SPI. The scheme of amalgamation got approved by National Stock Exchange of India Limited, BSE Limited, by the members, secured and unsecured creditors of the Parent company and unsecured creditors of SPI in the NCLT convened meetings on April 24, 2019.

Pursuant to an application filed with National Company Law Tribunal for final order on aforesaid matter, the Hon'ble Principal Bench of The National Company Law Tribunal at New Delhi vide its Order dated August 23, 2019 had approved the Scheme of Amalgamation ('Scheme') between the Parent company, SPI Cinemas Private Limited ('SPI') and their respective shareholders and creditors, under Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013 and the rules and regulations framed thereunder, effective from the appointed date of August 17, 2018. With effect from the appointed date and upon the Scheme becoming effective, entire business of SPI including its assets, properties, rights, benefits, interests and liabilities has been transferred to and vested in the Parent company, as a going concern.

The acquisition of SPI is of significant strategic value for the Parent company and will further cement the Parent company's market leadership position in India. The acquisition will make the Parent company leader in the South Indian market and provide an attractive platform for us to expand in that geography, which currently is highly underpenetrated in terms of multiplexes. The Parent company expects to realise synergies and cost savings related to this acquisition as a result of purchasing and procurement economies of scale and general and administrative expense savings, particularly with respect to the consolidation of corporate related functions and elimination of redundancies.

A. Fair value of consideration transferred:-

Particulars	Amount
Cash consideration	53,560
Deferred consideration *	10,000
Value of Equity shares issued **	25,000
Less: Adjustment pursuant to SPA	(310)
Total consideration for business combination	**88,250**

* Deferred Consideration amounting to ₹ 6,667 Lakhs is outstanding as on March 31, 2021 and is payable to SPI Cinemas shareholders on achievement of certain milestones (opening of cinema hall and getting certain regulatory approvals), where achievement of certain milestones, with regard to opening of new cinema hall and obtaining regulatory approval is more probable. Since the regulatory approvals were still under process, the management has reassessed the classification of the same during the year ended March 31, 2021 and accordingly, accounted for the fair value adjustment in the deferred consideration amount (refer note 41 for fair value disclosure).

** The valuation equity share has been done at the rate of ₹ 1562.5 per share for 1,599,974 equity shares. To arrive at the relative value of SPI and PVR, appropriate weights were given to the value per share determined as per the Income Approach and Market Approach. These equity shares have been issued and allotted on September 03, 2019.

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(₹ in lakhs, except for per share data and if otherwise stated)

B. Fair value of identifiable assets acquired and liabilities assumed (as adjusted for measurement period adjustment) as on the date of acquisition is as below:

Particulars	Amount
Property, plant and equipment	20,204
Land	797
Capital work-in-progress	3,388
Intangible assets	17,000
Other non-current assets	8,248
Inventories	277
Trade receivables	1,844
Other financial assets	435
Other current assets	1,943
Total assets	**54,136**
Non-current Borrowings	12,993
Current Borrowings	550
Other non-current liabilities #	4,954
Trade payables	2,361
Other financial liabilities	3,629
Other current liabilities	2,995
Total Liabilities	**27,482**
Total Fair Value of the Net Assets * *	**26,654**

Includes Deferred tax liabilities of ₹ 1,432 Lakhs

Note: The adjustment between the measurement period and final valuation was not significant.

C. Amount recognised as goodwill

Particulars	Amount
Total consideration for business combination (refer A above)	88,250
Less: Fair value of net assets acquired (refer B above)	26,654
Goodwill * *	**61,596**

* * Basis purchase price allocation to various identifiable acquired assets and assumed liabilities, Goodwill has been recognised. Goodwill amounting to ₹ 60,164 Lakhs is deductible for tax purposes.

D. As on date of acquisition, gross contractual amount of the acquired Trade Receivables and Other Financial Assets was ₹ 2,279 Lakhs against which no provision has been considered, since fair value of acquired receivables and other financial assets are equal to carrying value as on date of acquisition.

43 Financial risk Management objective and policies

The Group's financial liabilities comprise of loans and borrowings, lease liabilities trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations and to provide guarantees to support its operations. Group's financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Group is exposed to market risk, credit risk, legal, taxation and accounting risk and liquidity risk. The Group's Treasury teams overseas the management of these risks supported by senior management.

Impact of COVID-19 pandemic:

In light of COVID-19 outbreak, the Group has assessed the likely impact on its financial risk management policies, refer note 51 for details.

(a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits and FVTOCI investments.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Group's exposure to the risk of changes in market interest rates relates primarily to the long-term debt obligations with floating interest rates.

Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

Notes

to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

Interest Rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Parent Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Increase effect		Decrease effect	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020
Effect of Increase/decrease in floating Interest rate by 100 basis points (1%) for term loans	**896**	570	(878)	(566)

(ii) Currency risk

Currency risk is the risk that the fair value of future cash flows of financial instruments will fluctuate because of the change in foreign currency exchange rates.

The Majority of Group's revenue and expenses are in Indian ₹, with the remainder denominated in US Dollars. Management considers currency risk to be low and does not hedge its currency risk. As variations in foreign currency exchange rates are not expected to have a significant impact on the results of operations, a sensitivity analysis is not presented.

(b) Legal, taxation and Accounting risk

Group is presently involved into various judicial, administrative, regulatory and litigation proceedings concerning matters arising in the ordinary course of business operations including but not limited to personal injury claims, landlord-tenant disputes, commercials disputes, tax disputes(including entertainment tax subsidy and other direct and indirect tax matters like GST, service tax, sales tax etc.), employment disputes and other contractual disputes. Many of these proceedings seek an indeterminate amount of damages. In situations where management believes that a loss arising from a proceeding is probable and can reasonably be estimated, Group records the amount of the probable loss. As additional information becomes available, any potential liability related to these proceedings is assessed and the estimates are revised, if necessary.

To mitigate these risks, Group employs in-house counsel and uses third party tax & legal experts to assist in structuring significant transactions and contracts. Group also has systems and controls that ensure the timely delivery of financial information in order to meet contractual and regulatory requirements and has implemented disclosure controls and Internal controls over financial reporting which are tested for effectiveness on an ongoing basis.

(c) Credit Risk

The maximum exposure to credit risks is represented by the total carrying amount of these financial assets in the Consolidated Balance Sheet

Particulars	March 31, 2021	March 31, 2020
Trade Receivables	**3,069**	18,911
Cash and cash equivalents	**55,561**	31,559
Other bank balances	**17,580**	671
Loans	**25,469**	24,823
Other financial assets	**4,170**	4,700

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

Credit risk on cash and cash equivalents and bank deposits is limited as the Group generally invests in deposits with banks with high credit ratings assigned by domestic credit rating agencies. Other financial assets primarily represents security deposits given to Developers/lessors. Such deposits will be returned to the Group on expiry of lease entered with developers/lessors. The credit risk associated with such security deposits is relatively low.

Trade receivables are typically unsecured and are derived from revenue earned from customers located in India. Trade receivables also includes receivables from Debit/credit card companies and online movie ticketing partners which are realisable within a period 1 to 3 working days. The Group monitors the economic environment in which it operates. The Group manages its credit risk through establishing credit limits and continuously monitoring credit worthiness of customers to which the Group grants credit terms in the normal course of business.

The Group uses expected credit loss model to assess the impairment loss or gain. The Group uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available internal credit risk factors such as the Group's historical experience for customers. Based on the business environment in which the Group operates, management considers that the trade receivables (other than Government dues) are in default/doubtful if the payment is outstanding for more than 270 days and more than 365 days in case of government dues. Basis above, as at March 31, 2021, Group has impaired Trade receivables of ₹ 3,859 Lakhs (March 31, 2020: ₹ 3,684 Lakhs).

Majority of trade receivables are from domestic customers, which are fragmented and are not concentrated to individual customers.

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to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

Movement in the allowance for impairment in respect of trade receivables

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Balance at the beginning of the year	**3,684**	2,619
Impairment loss recognised/(reversed)	**789**	1,065
Amount written off	**(614)**	-
Balance at the end of the year	**3,859**	3,684

(d) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations associated with its financial liabilities. The Group monitors its risk of a shortage of funds using a liquidity planning tool.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans, debentures and advance payment terms.

The Group's liquidity management process as monitored by management, includes the following:
- Day to Day funding, managed by monitoring future cash flows to ensure that requirements can be met.
- Maintaining rolling forecasts of the Group's liquidity position on the basis of expected cash flows.
- Maintaining diversified credit lines.

Particulars	Borrowings (including current maturities)*		Trade and other payables	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
On demand	**321**	13,734	**-**	-
Less than 3 months	**9,589**	414	**26,121**	39,575
3 to 12 months	**27,381**	24,051	**3,498**	2,907
1 to 5 years	**80,856**	76,975	**7,801**	10,352
More than 5 years	**17,673**	14,409	**-**	-
Total	**135,820**	**129,583**	**37,420**	**52,834**

*Borrowing includes Non-convertible Debentures, Term loans, Bank overdraft and commercial papers excluding transaction cost.

The Group has also significant contractual obligations in the form of lease liabilities (refer note 19) and capital & other commitments (refer note 35).

44 Capital management

For the purpose of Group's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity holders. The primary objective of the Group's capital management is to maximise the shareholder value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return on capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is long-term debts plus amount payable for purchase of property plant and equipment divided by total equity.

Particulars		March 31, 2021	March 31, 2020
Long-term debt (including current maturities)		**123,099**	110,735
Payable for purchase of property plant and equipment		**4,700**	6,855
Total	(A)	**127,799**	**117,590**
Equity	(B)	**183,339**	**148,022**
Gearing ratio	(A/B)	**70%**	**79%**

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to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

45 Expenses capitalised

The Group has capitalised following expenses through capital work-in-progress (CWIP) which directly or indirectly relates to setting up of cinemas. Consequently, expenses disclosed under the respective notes are net of amounts capitalised by the Group.

Particulars	March 31, 2021	March 31, 2020
Salary, allowance and bonus	**1,164**	1,723
Contribution to provident and other funds	**51**	65
Rent	**502**	12
Electricity and water charges	**46**	22
Repairs and maintenance	**24**	33
Rates and taxes	**22**	577
Travelling and conveyance	**-**	3
Architects & professional	**303**	1,195
Insurance	**8**	5
Communication cost	**-**	2
Security service charges	**169**	275
Finance costs	**278**	624
Other miscellaneous expenses	**27**	179
Total	**2,594**	**4,715**

46 Income tax expense

	Particulars	March 31, 2021	March 31, 2020
(a)	**Income tax expense reported in the Statement of Profit and Loss comprises:**		
	Current income tax:		
	Current tax	**-**	2,988
	Income tax for earlier years	**(42)**	50
	Total current tax	**(42)**	**3,038**
	Deferred tax (refer note 7A):		
	Relating to origination and reversal of temporary differences	**(18,999)**	3,286
	MAT credit (entitlement)/reversal for earlier years	**(22)**	(50)
	Total deferred tax	**(19,021)**	**3,236**
	Income tax expense reported in the statement of profit and loss	**(19,063)**	**6,274**
	Effective Income tax rate	**20.3%**	**70.0%**
(b)	**Statement of Other Comprehensive Income**		
	Net loss/(gain) on re-measurements of defined benefit plans	**5**	(74)
(c)	**Reconciliation of effective tax rate**		
	Reconciliation of tax expense and the accounting profit multiplied by statutory income tax rate for the year indicated are as follows:		
	Accounting profit/(loss) before tax	**(93,884)**	8,959
	Statutory income tax rate	**34.94%**	34.94%
	Computed tax expense	**(32,807)**	3,131
	Adjustments in respect of current income tax of previous years	**(64)**	0
	Non-deductible expenses for tax purposes	**1,100**	(31)
	Tax impact related to change in law	**11,299**	0
	Tax impact related to change in tax rate	**1,409**	3,174
	Income tax charged to statement of profit and loss	**(19,063)**	6,274
(d)	**MAT credit entitlement**		
	Opening Balance	**10,077**	10,939
	Add: MAT credit entitlement/(reversal) for earlier years	**22**	50
	Less: MAT credit entitlement/(utilisation) for the year	**-**	(912)
	Closing Balance	**10,099**	10,077
(e)	**Deferred tax asset/(Liability)**		
	Opening Balance	**10,411**	(13,602)
	Impact of differences in W.D.V. block under Income tax and Books of Account	**(11,767)**	(7,176)
	Tax income/(expenses) on other timing differences	**31,123**	31,189
	Closing balance	**29,767**	10,411

The Group offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Notes

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(₹ in lakhs, except for per share data and if otherwise stated)

47 Related Party Disclosure

Names of related parties and related party relationship

Subsidiaries	PVR Pictures Limited
	Zea Maize Private Limited
	P V R Lanka Limited
	SPI Entertainment Projects (Tirupati) Pvt. Ltd.
	PVR Middle East FZ LLC (up to January 30, 2020)
Key management personnel	Mr. Ajay Bijli, Chairman cum Managing Director
	Mr. Sanjeev Kumar, Joint Managing Director
	Mrs. Renuka Ramnath, Director
	Mr. Amit Burman, Independent Director (up to July 26, 2019)
	Mr. Sanjai Vohra, Independent Director
	Mr. Vikram Bakshi, Independent Director
	Mr. Sanjay Khanna, Independent Director (up to April 15, 2019)
	Mr. Vishal Mahadevia, Director (up to March 26, 2020)
	Ms. Pallavi Shardul Shroff, Independent Director (w.e.f. October 22, 2019)
	Mr. Anish Kumar Saraf - Director (w.e.f. June 08, 2020)
	Mr. Gregory Adam Foster - Independent Director (w.e.f. October 21, 2020)
	Ms Deepa Misra Harris, Director (w.e.f. March 27, 2019)
	Mr. Aruna Siriwardane, Director of a Subsidiary
	Mr. Chirag Gupta, Director of a Subsidiary
	Mr. Ankur Gupta, Director of a Subsidiary
Relatives of Key Management Personnel	Mrs. Selena Bijli, Wife of Mr. Ajay Bijli
	Ms. Nayana Bijli, Daughter of Mr. Ajay Bijli
	Mr. Aamer Krishan Bijli, Son of Mr. Ajay Bijli
	Mr. Satya Narain, Father of Mr. Ankur Gupta
Joint Ventures	Vkaao Entertainment Private Limited (50% each held by PVR Pictures Limited and Big tree Entertainment Private Limited)
Enterprises over which Key management personnel and their relatives are able to exercise significant influence	PVR Nest
	Priya Exhibitors Private Limited
	Shardul Amarchand Mangaldas & Co.

Particulars	Key Management Personnel and their relatives		Joint Ventures		Enterprises owned or significantly influenced by key management personnel or their relatives	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020	**March 31, 2021**	March 31, 2020
Transactions during the year						
Remuneration paid						
Ajay Bijli	**1,413**	1,670	**-**	-	**-**	-
Sanjeev Kumar	**1,017**	1,093	**-**	-	**-**	-
Nayana Bijli	**14**	21	**-**	-	**-**	-
Mr. Aruna Siriwardane	**4**	-	**-**	-	**-**	-
Chirag Gupta	**29**	22	**-**	-	**-**	-
Ankur Gupta	**12**	13	**-**	-	**-**	-
Sitting fees and commission						
Amit Burman	**-**	5	**-**	-	**-**	-
Deepa Misra Harris	**19**	10	**-**	-	**-**	-
Pallavi Shardul Shroff	**2**	-	**-**	-	**-**	-
Sanjai Vohra	**31**	24	**-**	-	**-**	-
Vikram Bakshi	**9**	8	**-**	-	**-**	-
Rent Expense						
Priya Exhibitors Private Limited	**-**	-	**-**	-	**153**	-
Satya Narain	**33**	35	**-**	-	**-**	-
Professional fees						
Shardul Amarchand Mangaldas & Co.	**-**	-	**-**	-	**175**	-
Sale of Goods						
Chirag Gupta[#]	**1**	0	**-**	-	**-**	-

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(₹ in lakhs, except for per share data and if otherwise stated)

Particulars	Key Management Personnel and their relatives		Joint Ventures		Enterprises owned or significantly influenced by key management personnel or their relatives	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020	**March 31, 2021**	March 31, 2020
Film Distributors Share expense						
Vkaao Entertainment Private Limited	-	-	-	150	-	-
Income From Sales Of Tickets of Films						
Vkaao Entertainment Private Limited	-	-	-	1	-	-
VPF Income						
Vkaao Entertainment Private Limited	-	-	-	4	-	-
Income from movie production and distribution						
Vkaao Entertainment Private Limited	-	-	-	34	-	-
Final Dividend Paid						
Ajay Bijli	-	108	-	-	-	-
Sanjeev Kumar	-	75	-	-	-	-
Selena Bijli	-	4	-	-	-	-
Aamer Krishan Bijli	-	3	-	-	-	-
Interim Dividend Paid						
Ajay Bijli	-	219	-	-	-	-
Sanjeev Kumar	-	149	-	-	-	-
Selena Bijli	-	8	-	-	-	-
Aamer Krishan Bijli	-	3	-	-	-	-
Advance given						
Ajay Bijli	**400**	-	-	-	-	-
Advance refunded						
Ajay Bijli	**400**	-	-	-	-	-
Issuance of equity share capital (right issue)						
Ajay Bijli	**3,719**	-	-	-	-	-
Sanjeev Kumar	**2,686**	-	-	-	-	-
Sanjai Vohra	**1**	-	-	-	-	-
Security Deposit Paid						
Priya Exhibitors Private Limited	-	-	-	-	-	22
Donation given						
PVR Nest	-	-	-	-	**273**	450
Balance outstanding at the end of the year						
Trade Payable						
Vkaao Entertainment Private Limited	-	-	**9**	34	-	-
Shardul Amarchand Mangaldas & Co.	-	-	-	-	**38**	-
Satya Narayan	**7**	3	-	-	-	-
Chirag Gupta	-	4	-	-	-	-
Ankur Gupta	**13**	9	-	-	-	-
Trade Receivable						
Chirag Gupta	**1**	1	-	-	-	-
Vkaao Entertainment Private Limited	-	-	-	13	-	-
Security Deposits Given						
Priya Exhibitors Private Limited	-	-	-	-	**166**	166
Satya Narayan	-	-	-	-	**6**	6
Investment in Equity Share Capital						
Vkaao Entertainment Private Limited	-	-	-	300	-	-

Amount below ₹1 Lakh

Notes:

(a) The remuneration to the key managerial personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the company as a whole.

(b) The financial figures in above note exclude expenses reimbursed to/by related parties

(c) No amount has been provided as doubtful debts or advance/written off or written back in the year in respect of debts due from/to above related parties.

(d) The financial figures in above note excludes GST/ Sales tax/ Service tax, as applicable.

(e) All transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions and within the ordinary course of business. Outstanding balances at the year end are unsecured and settlement occurs in cash. Transactions relating to dividend, subscriptions for new equity shares are on the same terms and conditions that are offered to other shareholders.

Notes

to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

48 Segment Information

Operating Segments:

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Chairman of the Parent Company has been identified as being the chief operating decision maker to assess the financial performance and position of the Group and make strategic decisions. The Group is engaged primarily in the business of Movie exhibition and Others allied activities (includes Movie production, distribution & gaming etc.).

Chief operating decision maker does not review assets and liabilities at reportable segments level, hence segment disclosure relating to total assets and liabilities have not been provided.

The Group prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the consolidated financial statements of the Group as a whole.

Movie exhibition is primarily the main segment and movie production, distribution & gaming etc. are less than 10% and hence aggregated under 'Others'.

Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs. Revenue, expenses, assets and liabilities which relate to the Group as a whole and not allocable to segments on reasonable basis have been included under 'unallocated revenue/expenses/assets/liabilities'.

Finance costs and fair value gains and losses on financial assets are not allocated to individual segments as the underlying instruments are managed on a Company basis.

Particulars	Movie exhibition*		Others (includes Movie production, distribution & gaming etc.) **		Elimination		Total	
	March 31, 2021	March 31, 2020	**March 31, 2021**	March 31, 2020	**March 31, 2021**	March 31, 2020	**March 31, 2021**	March 31, 2020
Revenue								
Revenue from operations	**21,959**	325,676	**6,042**	15,768	**-**	-	**28,001**	341,444
Inter segment sales	**9**	205	**160**	4,413	**(169)**	(4,618)	**-**	-
Other income	**47,688**	4,289	**155**	114	**(909)**	(624)	**46,934**	3,779
Total Revenue	**69,656**	**330,170**	**6,357**	**20,295**	**(1,078)**	**(5,242)**	**74,935**	**345,223**
Segment Results								
Operating profit/(loss)	**(92,856)**	8,569	**(1,327)**	390	**299**	-	**(93,884)**	8,959
Income tax	**-**	-	**-**	-	**-**	-	**19,063**	(6,274)
Net Profit/(loss) before NCI	**-**	**-**	**-**	**-**	**-**	**-**	**(74,821)**	**2,685**
Other information								
Total assets	**735,843**	726,972	**14,413**	15,948	**-**	-	**750,256**	742,920
Unallocated assets	**117,181**	57,730	**2,331**	1,369	**-**	-	**119,512**	59,099
Total allocated assets	**618,662**	**669,242**	**12,082**	**14,579**	**-**	**-**	**630,744**	**683,821**
Total liabilities	**564,748**	591,305	**2,168**	3,564	**-**	-	**566,916**	594,869
Unallocated liabilities	**135,825**	129,857	**306**	322	**-**	-	**136,131**	130,179
Total allocated liabilities	**428,923**	**461,448**	**1,862**	**3,242**	**-**	**-**	**430,785**	**464,690**
Capital Employed (allocable)	**189,739**	207,794	**10,220**	11,337	**-**	-	**199,959**	219,131
Capital Employed (unallocable)							**(16,619)**	(71,080)
Capital expenditure	**11,571**	37,312	**102**	1,193	**-**	-	**11,673**	38,505
Depreciation/amortisation	**23,061**	22,123	**350**	697	**-**	-	**23,411**	22,820
Provision for doubtful debts and advances	**1,038**	1,456	**20**	27	**-**	-	**1,058**	1,483

* Revenue from operations include Income from sale of movie tickets – ₹ 10,185 Lakhs (March 31, 2020: ₹ 1,73,115 Lakhs), Advertisement income – ₹ 1,780 Lakhs (March 31, 2020: ₹ 37,588 Lakhs), Convenience fees – ₹ 3,742 Lakhs (March 31, 2020: ₹ 17,193 Lakhs) , Virtual print fees – ₹ 200 Lakhs (March 31, 2020: ₹ 3,478 Lakhs), Movie exhibition portion of Sale of food and beverages – ₹ 6,050 Lakhs (March 31, 2020: ₹ 94,252 Lakhs) and Management fees – ₹ 2 Lakhs (March 31, 2020 – ₹ 50 Lakhs).

** Revenue from operations include Income from movie production and distribution – ₹ 3,958 Lakhs (March 31, 2020: ₹ 12,149 Lakhs), Gaming Income – ₹ 6 Lakhs (March 31, 2020: ₹ 523 Lakhs), Food court income – ₹ 573 Lakhs (March 31, 2020: ₹ 1,302 Lakhs) and remaining portion of Sale of food and beverages – ₹ 1,505 Lakhs (March 31, 2020: ₹ 1,794 Lakhs).

- **Secondary Segment – Geographical Segment:** Group mainly caters to the needs of the domestic market and the export turnover is less than 10% of the total revenue. Hence, no Geographical segment is disclosed.

- The Group does not have revenue more than 10% of total revenue from a single customer.

Notes

to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

49 Additional Information pursuant to Schedule III to the Companies Act, 2013 – General Instructions for the preparation of consolidated financial statements for the year ending March 31, 2021:

Name of the Entity	Net assets i.e. Total assets minus total liabilities		Share in Profit or Loss		Share in other comprehensive income (OCI)		Share in Total comprehensive income (OCI)	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated OCI	Amount	As % of consolidated Total comprehensive Income	Amount
Parent Company:								
PVR Limited	100.38	184,042	96.75	(72,350)	(17.02)	(8)	96.82	(72,358)
Indian Subsidiaries:								
PVR Pictures Limited	2.92	5,347	0.69	(518)	-	-	0.69	(518)
Zea Maize Private Limited	-	7	0.50	(375)	12.77	6	0.49	(369)
SPI Entertainment Projects (Tirupati) Pvt. Ltd.	(0.01)	(8)	-	-	-	-	-	-
Foreign Subsidiaries:								
P V R Lanka Limited	(0.42)	(773)	2.43	(1,820)	104	49	2.37	(1,771)
Share of Non-controlling interest								
Zea Maize Private Limited	-	-	(0.06)	42	-	-	(0.06)	42
Elimination	(2.88)	(5,275)	(0.40)	301	-	-	(0.40)	301
Share of profit/(loss) of Joint venture	-	-	0.08	(59)	-	-	0.08	(59)
Total	**100**	**183,340**	**100**	**(74,779)**	**100**	**47**	**100**	**(74,732)**

General Instructions for the preparation of consolidated financial statements for the year ended March 31, 2020:

Name of the Entity	Net assets i.e. Total assets minus total liabilities		Share in Profit or Loss		Share in other comprehensive income (OCI)		Share in Total comprehensive income (OCI)	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated OCI	Amount	As % of consolidated Total comprehensive Income	Amount
Parent Company:								
PVR Limited	98.83	146,323	110.46	3,016	103.18	(682)	112.81	2,334
Indian Subsidiaries:								
PVR Pictures Limited	3.96	5,863	16.77	458	(0.30)	2	22.23	460
Zea Maize Private Limited	0.16	237	(13.99)	(382)	(1.82)	12	(17.93)	(371)
SPI Entertainment Projects (Tirupati) Pvt. Ltd.	(0.01)	(8)	-	-	-	-	-	-
Foreign Subsidiaries:								
P V R Lanka Limited	0.67	997	(12.75)	(348)	(1.06)	7	(16.43)	(340)
PVR Middle East FZ LLC	-	-	(0.18)	(5)	-	-	(0.24)	(5)
Share of Non-controlling interest								
Zea Maize Private Limited	-	-	1.65	45	-	-	2.17	45
Elimination	(3.46)	(5,120)	-	-	-	-	-	-
Share of profit/(loss) of Joint ventures	(0.15)	(241)	(1.96)	(54)	-	-	(2.61)	(54)
Total	**100**	**148,051**	**100**	**2,730**	**100**	**(661)**	**100**	**2,069**

Notes:

There are no subsidiaries which have not been considered in the consolidated financial statements.

Notes

to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

50 (a) During the previous year ended March 31, 2020, there was an additional capital infusion of ₹ 1,000 Lakhs in PVR Pictures Limited (one of the subsidiary) to subscribe 25,000,000 number of equity shares of ₹ 4/- each. by the Parent company.

(b) During the year ended March 31, 2021, there was an additional capital infusion of ₹ 140 Lakhs (March 31, 2020: ₹ 300 Lakhs) in Zea Maize Private Limited (one of the subsidiary), ₹ 70 Lakhs through 0.01% Compulsory convertible preference shares and ₹ 70 Lakhs through Equity shares by the Parent company. Further, 5,709 (March 31, 2020: 13,322) 0.01% Compulsory convertible preference shares were converted into 5,709 (March 31, 2020: 13,322) equity shares during the year ended March 31, 2021.

51 Estimation of uncertainties relating COVID-19 pandemic:

The COVID-19 situation across the country continued to adversely affect the operations of the Group during the FY 2020-21. Cinemas across the country started operations during October 2020– December 2020 period in line with the guidelines from respective state authorities and by March 2021 there were signs of revival of the business. However due to sudden spurt of second wave of COVID-19 during April 2021, the Cinema operations of the Group paused and all our screens are once again closed in line with respective state government or regulatory bodies guidelines.

We have undertaken various cost saving initiatives to mitigate the adverse impact of COVID-19 on the business, which *inter alia* includes reduction in employee costs by temporary salary cuts and headcount reduction, received waivers of rental and maintenance charges during lockdown and further rebates in rentals post opening till end of the financial year from our landlords and significant reduction in all other overhead expenses during the FY 2020-21. With these actions, we have been able to bring down the cash burn significantly. In view of second wave of COVID-19, we have once again initiated discussions with our landlords to seek rebates in rental and maintenance charges for the period cinema operations are likely to be impacted during FY 2021-22.

We have made an assessment of likely impact from the COVID-19 pandemic on business and believe that this pandemic is not likely to impact the recoverability of the carrying value of our assets. We believe while the COVID-19 pandemic may adversely impact the business in the shorta-term, we do not anticipate material medium to long-term risks to the business prospects.

We have carried out an assessment of the appropriateness of going concern, impairment of assets and other related aspects and we believe that there is no impact on the same. We are closely monitoring the developments and possible effects that may result from the present pandemic on our financial condition, liquidity and operations and working to minimise the impact of this unprecedented situation. As the situation is continuously evolving, the eventual impact may be different from the estimates made as of the date of approval of these consolidated financial statements.

During the year ended March 31, 2021 the Group has raised additional funds by way of Rights issue and QIP amounting to ₹ 29,979 Lakhs and ₹ 80,000 Lakhs respectively to strengthen the liquidity position of the Group.

52 During the previous year, upon the recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Parent company in their meeting dated June 08, 2020 had approved the remuneration for Mr. Ajay Bijli, Chairman & Managing Director and Mr. Sanjeev Kumar, Joint Managing Director as was originally approved by the shareholders vide resolution dated July 03, 2018, by taking into account the net profits of the Company computed under Section 198 of the Companies Act, 2013 after disregarding the adjustments made pursuant to Ind AS 116. Adoption of Ind AS 116 ('Leases') w.e.f. April 01, 2019 and its impact on PBT of the Company has resulted in their overall managerial remuneration exceeding the maximum remuneration permissible under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Since such remuneration (individually and overall) was in excess of the limits prescribed under Section 197 read with Schedule V of the Companies Act, 2013 by ₹ 982 Lakhs, Shareholder's approval was taken in the AGM held on September 29, 2020 and the same was paid subsequent to Shareholder's approval during the current financial year.

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to the Consolidated Financial Statements for the year ended March 31, 2021

(₹ in lakhs, except for per share data and if otherwise stated)

53 Upon the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Parent company in their meeting dated June 02, 2021 has approved remuneration of ₹ 642 Lakhs and ₹ 443 Lakhs paid to Mr. Ajay Bijli, Chairman & Managing Director and Mr. Sanjeev Kumar, Joint Managing Director, respectively, during the Financial Year 2020-21. The same is in accordance with the minimum remuneration as was originally approved by the shareholders vide their resolutions dated July 03, 2018 and September 29, 2020. Pursuant to the provisions of Section 197 read with Schedule V to the Companies Act, 2013 and in view of the inadequacy of profits for the Financial Year 2020-21, the Parent company shall seek approval of the shareholders by way of special resolution in its forthcoming Annual General Meeting for the above mentioned remuneration.

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 101248W/W-100022

Adhir Kapoor
Partner
Membership Number: 098297

Place: New Delhi
Date: June 02, 2021

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

Ajay Bijli
Chairman cum Managing Director
DIN: 00531142

Sanjeev Kumar
Joint Managing Director
DIN: 00208173

Mukesh Kumar
Company Secretary
ICSI M. No. A-17925

Nitin Sood
Chief Financial Officer

Place: New Delhi
Date: June 02, 2021

PVR Limited
Registered Office: 61, Basant Lok, Vasant Vihar, New Delhi 110 057, India
Corporate Office: Block A, 4th Floor, Building No. 9A, DLF Cyber City,
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Tel: +91 124 4708 100
E-mail: cosec@pvrcinemas.com; Website: www.pvrcinemas.com
Corporate Identity Number: L74899DL1995PLC067827

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