Vision Cinemas

VISION CINEMAS LIMITED

33rd ANNUAL REPORTS AND ACCOUNTS
FY - 2025-2026

VISION CINEMAS LIMITED
CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Bindiganavale Rangavasanth	Managing Director
Mrs. Anitha Vasanth	Executive Director
Mr. Muthuswamy Hariharan	Independent Director
Mr. Babu Reddy Srinivas Reddy	Independent Director

KEY MANAGERIAL PERSONNEL

Mr. Bindiganavale Rangavasanth	Managing Director
Mrs. Anitha Vasanth	Chief Financial Officer
Ms. Kanti Gajanana Hegde	Company Secretary & Compliance Officer

OTHER INFORMATION

Statutory Auditors	M/s. Manoj Acharya Chartered Accountants
Secretarial Auditors	Mr. CS S Suresh, Practicing Company Secretary (M. No:68778) COP: 25575
Bankers	INDIAN BANK
Registered Office	#24/1, 5th Main Road, Jayamahal Extension, Jayamahal, Benson Town, Bangalore North, Karnataka, India, 560046
CIN	L33129KA1992PLC013262
Contact	Telephone: +91 8023338227 E-mail: cs@visioncinemas.in Website: visioncinemas.in
Registrar & Share Transfer Agent	Integrated Registry Management Services Private Limited Bangalore office: No. 30, Ramanna Residency, 4th Cross Sampige Road, Bangalore-560003, Phone No:- 080-23460815, e-mail: irg@integratedindia.in

NOTICE

To
The Members,

Notice is hereby given that the33rd Annual General Meeting of the members of Vision Cinemas Limited will be held on Wednesday, 16th September 2026 at 3:00 PM (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS

Item No.1: Adoption of Accounts:

To receive, consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2026 together with the reports of the Board of Directors and Auditors thereon and in this regard to pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended 31st March 2026 together with the report of the Board of Directors and Auditors thereon, be and are hereby received, considered, approved and adopted."

Item No.2: Re-Appointment of Retiring Director:

To re-appoint Mrs. Anita Vasanth (DIN: 01763255), who retires by rotation and being eligible, offers himself for re-appointment, and in this regard, to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 152 and all other applicable provisions, if any, of the Companies Act, 2013, Mrs. Anita Vasanth (DIN: 01763255), who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS

Item No.3 To give approval for Related Party Transactions and in this regard pass the following Resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force), and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the members of the Company be and is hereby accorded to the Board of Directors to approve related party transactions, which are not on arm's length basis, entered or to be entered into by the Company for an amount not exceeding Rs.20 Crores, severally for each of the following parties:

Name of Related Party	Nature of Relationship	Nature of Transaction (s)	Duration of Contract	Section 188(1) Clause	Maximum Value (per annum)
S I Media LLP	Member & Entity with common key managerial person	Revenue Share on Screening Income	On going	188(1)(a) to (f)	Rs. 20 Crores
Vasanth Color Laboratories Ltd.	Member & Entity with common key managerial person	NA	On going	188(1)(a) to (f)	Rs. 20 Crores
Pyramid Entertainment (India) Private Limited	Wholly owned subsidiary	NA	On going	188(1)(a) to (f)	Rs. 20 Crores
Visual Communication Services (Partnership Firm)	Entity with common key managerial person	Advertiseme nt And Screening Services	On going	188(1)(a) to (f)	Rs. 20 Crores
Kavita Communications (Proprietorship Firm)	Director's Proprietorship	Advertiseme nt And Screening Services	On going	188(1)(a) to (f)	Rs. 20 Crores

RESOLVED FURTHER THAT interested directors in any contract or arrangement with the above related party will not be present at the meeting during discussion on this subject matter of the resolution relating to such contract or arrangements.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things and to finalize and execute all such documents, as may be considered necessary, expedient or desirable to give effect to this resolution, including to alter, vary or modify the terms and conditions thereof, and to settle any question or difficulty that may arise in this regard."

Item No.4: To Appoint CS S. Suresh, Practicing Company Secretary as Secretarial Auditors for conducting Secretarial Audit of the Company for a period of five consecutive years commencing from FY 2026-27 till FY 2030-31.

“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of the Company be and is hereby accorded for appointment of CS S. Suresh, Practicing Company Secretary, as the Secretarial Auditor of the Company for a period of five(5) consecutive financial years, commencing on April 01, 2026, until March 31, 2031, to conduct a Secretarial Audit of the Company and to furnish the Secretarial Audit Report.

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to fix the annual remuneration plus applicable taxes and out-of-pocket expenses payable to them during their tenure as the Secretarial Auditors of the Company, as determined by the Audit Committee in consultation with the said Secretarial Auditors".

"RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to take such steps and do all such acts, deeds, matters, and things as may be considered necessary, proper, and expedient to give effect to this Resolution".

By Order of the Board
For Vision Cinemas Limited

Sd/-

Place: Bangalore
Date: 06-08-2026

Bindiganavale Rangavasanth
Managing Director
(DIN: **01763289**)

NOTES:

1. Pursuant to General Circular number 14/2020 dt. 8.4.2020, 17/2020 dt. 13.4.2020, 20/2020 dt. 5.5.2020, 28/2020 dt. 17.8.2020, 02/2021 dt. 13.1.2021, 19/2021 dt. 8.12.2021, 21/2021 dt. 14.12.2021, 02/2022 dt. 5.5.2022, 10/2022 dated 28.12.2022, 09/2023 dated 25.09.2023, 09/2024 dated 19.09.2024 and 03/2025 dated.22.09.2025 issued by the Ministry of Corporate Affairs (MCA) and SEBI Circular no(s). SEBI/HO/CFD/CMD2/CIR/P/2022/62 dt. 13.05.2022, SEBI/HO/CFD/PoD2/P/CIR/2023/4 dt. 5.1.2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dt. 07.10.2023 and SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dt. 03.10.2024 the companies are allowed to hold the Annual General Meeting through Video Conferencing or Other Audio Visual Means ("VC/ OAVM"), without the physical presence of the Members at a common venue. In compliance with applicable provisions of the Companies Act, 2013 ("Act") read with aforesaid MCA Circulars and SEBI Circulars, the Annual General Meeting of the Company is being conducted through Video Conferencing or Other Audio Visual Means ("VC/OAVM") (hereinafter referred to as "AGM"). In accordance with the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) read with Guidance/Clarification dated April 15, 2020 issued by ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

2. A member entitled to vote at the AGM is entitled to appoint proxy to attend and vote on his/her behalf and proxy need not be a member. In terms of MCA Circulars, since physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, facility of appointment of proxies by Members under Section 105 of the Act, will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to the Notice.

3. Facility of joining the AGM through VC / OAVM shall open 30 minutes before the time scheduled for the AGM and the Members can join the AGM by following the procedure mentioned in this Notice. The facility of participation at the AGM through VC/OAVM will be made available on first come first serve basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. The Company's Registrar and Share Transfer Agent for its Share Registry work (Physical and Electronic) are M/s Integrated Registry Management Services Private Limited.

6. Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of Equity Shares of the Company will remain closed from 10 September 2026 to 16th September 2026 both days inclusive.

7. Pursuant to provisions of Section 72 of the Companies Act, 2013, Members can avail the facility of nomination in respect of shares held by them in physical form. Members desiring to avail this

facility may send their nomination in the prescribed Form SH-13 (Form attached) duly filled into the Company's Registrar and Share Transfer Agent: M/s Integrated Registry Management Services Private Limited.

8. Members holding shares in electronic form may contact their respective Depository Participant for availing this facility.

9. Members are requested to intimate immediately any change of address to their Depositories Participants (DPs) in respect of their holdings in Demat form and to the Company's Registrar and Share Transfer Agent M/s Integrated Registry Management Services Private Limited., in respect of their physical share folios, if any.

10. Members who are desirous of seeking any further information or clarification, if any, particularly with regard to the accounts are requested to write to the Company at least seven days in advance of the meeting so that the information can be made available at the meeting.

11. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts concerning the special business under Item No. 3 and 4 of the accompanying Notice, forms part of this Notice. The Board of Directors of the Company, at its meeting held on 06th August 2026, considered all the businesses mentioned in the Notice of the AGM as being unavoidable and required to be transacted at the Annual General Meeting of the Company.

12. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.visioncinemas.in. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evoting.cdslindia.com.

13. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

14. Additional information, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 read with Secretarial Standard-2 on General Meetings, in respect of the Director seeking re-appointment at the AGM is furnished as an annexure to the Notice. The concerned Director has furnished consent/ declaration for his appointment as required under the Companies Act, 2013.

15. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 and the relevant documents referred to in the accompanying Notice and Explanatory Statement, including the Memorandum of Association of the Company containing the proposed alterations, shall be available for inspection by the Members through electronic mode. Members seeking inspection of such

documents may send an e-mail to cs@visioncinemas.in and the same shall be made available electronically.

//BY ORDER OF THE BOARD//

For VISION CINEMAS LIMITED

Sd/-

Place: Bengaluru
Date: 06.08.2026

Bindiganavale Rangavasanth
Managing Director
(DIN: 01763289)

Explanatory Statement
(Pursuant to Section 102 of the Companies Act, 2013)

Item No. 3: To give approval for Related Party Transactions and in this regard pass the following Resolution as an Ordinary Resolution:

The Company frequently enters into transactions with parties as defined under section 2 (76) of the Companies Act, 2013. The Company is currently making all the transactions with related parties in ordinary course of business, which are approved by the audit committee and Board of Directors of the Company. The Company may, in future have to enter into certain business transactions with related parties during, which may or may not be on arm's length basis, and as Section 188 requires Member's approval, the Company proposes to take prior approval from Members for Nature and amount of transactions, which may have to be entered in future by the Company. The Board further assures that the management of the Company either expressly or impliedly shall not enter into any related party transaction to take any personal benefit or to defeat interest of the Company.

S I Media LLP, Vasanth Colour Laboratories Limited., Pyramid Entertainment (India) Private Limited, Visual Communication Services (Partnership Firm) and Kavita Communications (Proprietorship Firm) their related parties as covered under 2(76) & 2(77) of the Companies Act, 2013 are interested in the said resolution.
The interested directors or members of the company in any contract or arrangement with the above related party will not be present at the meeting during discussion on this subject matter of the resolution relating to such contract or arrangements.

The Board recommends above resolution to be passed as an ordinary resolution.

Item No. 4 In terms of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the board has considered the appointment of CS S Suresh, Practicing Company Secretary (M.No.68778, COP: 25575), as the secretarial auditor of the Company, for a term of five consecutive financial years, commencing from the financial year 2026-27 to the financial year 2030-31.

Disclosure under Regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Sl. No	**Particulars**	
1	Proposed fee payable	Remuneration and expenses as recommended by the Audit Committee and approved by the Board.
2	Terms of appointment	CS S Suresh, Practicing Company Secretary, will hold office for a term of five financial years commencing from the financial year 2026-27 to the financial year 2030-31, to conduct the Secretarial Audit of the Company for the said financial years.
3	Any material change in the fee payable to the auditor compared to the outgoing auditor, along with rationale	Not Applicable.
4	Basis of recommendation and credentials of the proposed auditor	CS Suresh, Practising Company Secretary, has over 4 years of professional experience in company law, secretarial compliance, corporate governance, regulatory filings, and allied advisory services. He holds a valid Peer Review Certificate.

Mr CS.S.Suresh, Secretarial Auditor, has given his consent and confirmed his eligibility for appointment as the Secretarial Auditor of the Company. The Board recommends the Ordinary Resolution set out at Item No. 04 of the Notice for the approval of the Members.
None of the Directors or Key Managerial Personnel of the Company, or their relatives, is concerned or interested, financially or otherwise, in the resolution proposed under Item No. 04.

The Board recommends the Ordinary Resolution set out in Item No. 4 of this Notice for the approval of the Member.

On behalf of the Board of Directors
Sd/-
Bindinganvale Rangavasanth
Managing Director
(DIN: 01763289)
06.08.2026
Bangalore

E-VOTING FACILITY:

As per Section 108 of the Companies Act 2013, read with Companies (Management and Administration) Rules 2014, e-voting facility is provided in respect of voting for the resolutions to be passed in the Annual General Meeting.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING ANNUAL GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on 13th September 2026 at 9:00 A.M. and ends on 15th September 2026 at 05:00 P.M. The remote e-voting module shall be disabled by CDSL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 09th September 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 09th September 2026.

CDSL e-Voting System – For e-voting and Joining Virtual meetings.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

(i) The voting period begins on 13th September 2026 at 09.00AM and ends on 15th September 2026 at 05.00PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 09th September 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, 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. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	**Helpdesk details**
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

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

(v)Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

1)The shareholders should log on to the e-voting website www.evotingindia.com.
2)Click on "Shareholders" module.
3)Now enter your User ID
a.For CDSL: 16 digits beneficiary ID,
b.For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
c.Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4)Next enter the Image Verification as displayed and Click on Login.
5)If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6)If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi)After entering these details appropriately, click on “SUBMIT” tab.

(vii)Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant Vision Cinemas Limited on which you choose to vote.

(x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xii)After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(xiii)Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xiv)You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xv)If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi)There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii)Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@visioncinemas.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@visioncinemas.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@visioncinemas.in. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@visioncinemas.in
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Assistant Vice President, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

//BY ORDER OF THE BOARD//

For VISION CINEMAS LIMITED

SD/-

Place: Bengaluru
Date: 06-08-2026

Bindiganavale Rangavasanth
Managing Director
(DIN: 01763289)

ANNEXURE TO THE NOTICE

ADDITIONAL INFORMATION ON THE DIRECTOR RECOMMENDED FOR APPOINTMENT / REAPPOINTMENT AS REQUIRED UNDER REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND AS PER SECRETARIAL STANDARDS - 2

	Mrs. Anitha Vasanth
Designation and Category of Director:	CFO And Director
Date of the first appointment on the Board:	15.11.2020
Date of Birth:	13-05-1959
Age:	66
Qualification	GRADUATE
Experience	20+ years
Number of Meetings of the Board attended during the financial year 2025-2026:	4
List of Directorship/ Membership / Chairmanship of Committees of other Board as on date (excluding Foreign Companies):	1.Vasanth Color Laboratories Limited 2.Vision Cinemas Limited 3.Pyramid Entertainment (India) Private Limited 4.Ranga Property Holdings Private Limited
Shareholding in Vision Cinemas Limited as on March 31, 2026:	73,16,519 Equity Shares
Relationship with other Directors, Managers and other Key Managerial Personnel of the Company:	Mr.Bindiganavale RangaVasanth-Husband
Terms and Conditions of appointment:	Liable to retire by rotation
Remuneration sought to be paid	As per company norms
Remuneration Last Drawn	
List of listed entities from which the director/proposed appointee has resigned in the last three years:	Not applicable
Information as required pursuant to BSE Circular No. L1ST/COMP/14/2018-19 dated June 20, 2018	**Mrs. Anitha Vasanth** is not debarred from holding the office of director pursuant to any SEBI order or any other such authority.

BOARD'S REPORT

Dear Members,

Your directors have pleasure in presenting before you the 33rd Annual Report of the Company together with the Audited Financial Statements for the year ended 31st March 2026.

1. COMPANY ACTIVITY & PERFORMANCE:

The principal activity of the company continues to be Cinema and Advertising

2. FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY:

Particulars	**Financial year ended March 31, 2026 Rs. In lakhs**	**Financial year ended March 31, 2025 Rs. In lakhs**
Revenue from Operations	89.12	320.36
Expenses	99.46	319.53
Profit before Exceptional Items and Tax	-7.43	0.83
Exceptional Items (Expenses)/Income	00	00
Net Profit / (Loss) from Operation before Tax	-7.43	0.83
Tax expenses Current & (Deferred)	-0.68	-0.32
Net Profit / (Loss) after tax	-6.75	0.51
Earnings Per Share	-0.10	0.001

During the current financial year, the Company recorded revenue of ₹89.12 lakhs and incurred a net loss of ₹6.75 lakhs, as compared to a net profit of ₹0.51 lakhs in the previous financial year.

3. BUSINESS REVIEW AND GROWTH PROSPECTS

Your Company is one of the Oldest Exhibition and Movie Processing Laboratory Companies in southern India having a group presence (through other entities) of approximately 50 years. The Promoters have restructured the Board for two major reasons; to meet regulatory requirements and to mitigate the risk with respect to Business Management, Management Up gradation and to receive expert backing from veteran professionals in the Industry. It has also been making efforts to revamp the complete compliance structure of the Company to make it stakeholder friendly and ease of access to the Information.

The Company has also upgraded its websites to include online ticket bookings for its Cinema Screens and ease to Customers for a simple and easy cinema experience.

The Company has also started identifying areas where it can set up multiplexes and F&B store. The Company also plans to develop a unique brand name for its F&B stores to make it attractive and easy recognition amongst its customers.

Your Company has started working towards production of Advertisement motion Pictures. However it is in earlier stages, based on market Condition management plans to expand this segment.

4. DIVIDEND:

Company has not declared dividend this year.

5. RESERVE:

The Company has not transferred any amount to the General Reserve during the year under review.

6. DEPOSITS

During the year the Company has not accepted any deposit under Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014. As on March 31, 2026, there are no unclaimed deposits with the Company. Further the Company has not defaulted in repayment of deposits or payment of interest thereon.

7. CHANGE IN THE NATURE OF BUSINESS

During the year under review, there was no change in the nature of business.

8. ANNUAL RETURN:

The Annual Return as required under Section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014 is available on the website of the Company and can be accessed at https://www.visioncinemas.in/investor-relations.

9. SHARE CAPITAL

a) Authorized Share Capital

During the year under review, there was a change in authorized share capital of the Company. Authorized share capital of the company as on March 31, 2026 was Rs.15,00,00,000/-, comprising of 1,50,00,000 equity shares of Rs.1/- each.

b) Paid-up Share Capital

During the year under review, there was a no change in paid up share capital of the Company. Paid up share capital of the company as on March 31, 2026 was Rs.7,89,20,455/- comprising of 7,89,20,455 equity shares of Rs.1/- each.

There is a difference of 80,96,795 shares between the Issued/Listed Equity Share Capital and the Paid-up Capital reflected in the MCA records. The difference pertains to the amount standing under "Forfeiture of Shares" arising out of reduction of capital pursuant to the Court's Order. Accordingly, the listed equity share capital is 7,08,24,205 equity shares, whereas the MCA records reflect paid-up capital of ₹7,89,21,000 including the forfeiture component.

Also Further, Management of the Company has also, in their board meeting, resolved to make necessary changes to update the capital in the books of Account and also provide required explanation and reconciliation to the Auditors for reporting accordingly to match the same with records furnished by Depositories, which actually stands correct and is presented correctly.

c) BUY BACK OF SECURITIES:
The Company has not bought back any of its securities during the year under review.

d) SWEAT EQUITY:
The Company has not issued any Sweat Equity Shares during the year under review.

e) BONUS SHARES:
No Bonus Shares were issued during the year under review.

f) RIGHTS ISSUE:
The Company has not issued any Rights issue during the year under review.

g) EMPLOYEES STOCK OPTION PLAN:
The Company has not provided any Stock Option Scheme to the employees.

h) SHARES WITH DIFFERENTIAL RIGHTS:
Company has not issued any shares with Differential Rights for the year under review.

i) ISSUE AND ALLOTMENT OF EQUITY SHARES ON THE BASIS PREFERENTIAL ALLOTMENT:

Company has not issued equity shares on preferential basis.

10. THE MATERIAL CHANGES AND COMMITMENTS, IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THESE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

No material changes and commitments affecting the financial position of the company occurred from the end of the financial year 2025-26 till the date of this report. Further there was no change in the nature of the business of the company.

11. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The particulars of loans given, guarantees provided, and investments made by the Company during the financial year under review, as required under Section 186 of the Companies Act, 2013, are provided in the notes to the financial statements forming part of this Annual Report.

12. DETAILS OF CREDIT RATING

The Company has not obtained any credit rating during the Financial Year.

13. DIRECTORS & KEY MANAGERIAL PERSONNEL:

As on March 31, 2026, your Board comprises of 4 Directors including 2 Independent Directors. Pursuant to the provisions of Section 152 of the Companies Act, 2013 and the Articles of Association of the Company Mrs. Anita Vasanth (DIN: 01763255 Director retires by rotation at forthcoming Annual General Meeting and being eligible offers herself for re-appointment. The brief resume and other details as required under the Listing Regulations are provided in the Notice of the 33rd Annual General Meeting of the Company.

Pursuant to the provisions of Section 149, 152 of the Companies Act, 2013 Mr. Muthuswamy Hariharan (DIN: 08497968) and Babu Reddy Srinivas Reddy (DIN: 11276910) Independent Director of the Company.

In terms of Section 203 of the said Act, the following were designated as Key Managerial Personnel of your company by the Board:

- Mr. Bindiganavale Rangavasanth– Managing Director
- Mr. Anita Vasanth– Chief Financial Officer
- Ms. Kanti Gajanana Hegde – Company Secretary & Compliance Officer

14. <u>CHANGE IN COMPOSITION OF BOARD OF DIRECTORS AFTER THE CLOSURE OF FINANCIAL YEAR:</u>

During the financial year 2025–26, Mr. Babu Reddy Srinivas Reddy (DIN: 11276910) was appointed as a Non-Executive Independent Director on the Board of the Company for a term of five consecutive years with effect from September 5, 2025. There has been no further change in the composition of the Board of Directors after the closure of the financial year and up to the date of this Report.

15. <u>NUMBER OF BOARD MEETINGS HELD:</u>

The Board of Directors duly met six times during the financial year from 01st April 2025 to 31st March 2026 The dates on which the meetings were held are as follows:

Date of Meeting	No. of Directors as on the date	No. of Directors Present
28.05.2025	4	4
14.08.2025	4	4
03.11.2025	4	4
31.01.2026	4	4

16. <u>NUMBER OF AUDIT COMMITTEE MEETINGS HELD:</u>

The Committee consisting of three Directors namely Babu Reddy Srinivas Reddy, Independent Director, Mr. Bindiganavale Rangavasanth, Director and Mr. Hariharan Muthuswamy, Independent Director:

Date of Committee Meeting	No. of Members as on date	No. of Members Present.
28.05.2025	3	3
14.08.2025	3	3
03.11.2025	3	3
31.01.2026	3	3

17. <u>STAKEHOLDER RELATIONSHIP COMMITTEE:</u>

The Board of Directors of the Company has constituted a Stakeholders Relationship Committee as per Companies Act, 2013. Presently, the Stakeholders Relationship Committee comprising of Shri. Hariharan Muthuswamy, Chairman of the Committee, Shri.Babu Reddy Srinivas Reddy, Shri Bindiganavale Rangavasanth and Smt. Anita Vasanth. During the fiscal 2025, 26 2 meeting were held on 28-05-2025 and 31-01-2026.

Members of the Committee, inter alia, approve issue of duplicate certificates and oversee and reviews all matters connected with the securities transfers. The Committee also looks into redressal of shareholders' complaints like transfer of shares, non-receipts of balance sheet, non-receipt of declared dividends etc. The Committee overseas the performance of the Registrar and Transfer

Agents and recommends measures for overall improvement in the quality of investor services.

The Company has designated the below cited e-mail ID of the Grievance Redressal exclusively for the purpose of registering complaints by investors. E-mail ID – cs@visioncinemas.in

18. BOARD & PERFORMANCE EVALUATION:

During the year, the Board has carried out the annual evaluation of its own performance, the performance of the Directors individually as well as the evaluation of Committees of Board.

19. NOMINATION AND REMUNERATION POLICY:

The Nomination and Remuneration Committee of Directors reviews the composition of the Board to ensure an appropriate mix of abilities, experience, and diversity to serve the interests of all shareholders of the Company.

Nomination and Remuneration Policy was approved by the Board at its meeting held on 27-05-2023. In terms of Section 178 of the Act, 2013. The objective of such policy shall be to attract, retain and motivate executive management and remuneration structured to link to Company's Strategic long-term goals, appropriateness, relevance, and risk appetite of the company.

20. DECLARATION BY INDEPENDENT DIRECTORS:

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under Section 149 of the Act, and the SEBI LODR.

In the opinion of the Board, the independent directors possess necessary expertise and experience and also they were independent towards any decision of the management.

21. MEETING OF INDEPENDENT DIRECTORS

In accordance with the provisions of Schedule IV to the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors was held on March 28, 2026, without the attendance of Non-Independent Directors and members of the management.
At the meeting, the Independent Directors reviewed the performance of the Non-Independent Directors, the Chairman and the Board as a whole and assessed the quality, quantity and timeliness of the flow of information between the management and the Board. The Independent Directors noted that the Board and its Committees were functioning effectively and expressed satisfaction with the overall governance framework of the Company.

22. PARTICULARS OF EMPLOYEES:

The details of ratio of the remuneration of each whole-time Director and Key Managerial Personnel (KMP) to the median of employees' remuneration as per the provisions of Section 197(12) of the Companies Act, 2013, read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is as in **Annexure D** to this Report.

23. DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, Directors of your Company hereby state and confirm that:

a) In the preparation of the annual accounts for the year ended 31st March 2026, the applicable accounting standards have been followed and there is no material departures.
b) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for the same period;
c) the directors have taken proper and sufficient care 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) they have prepared the annual accounts on a going concern basis.
e) They have laid down internal financial controls that are adequate and were operating effectively.
f) They have devised proper systems to ensure compliance with the provisions of all applicable laws and these are adequate and are operating effectively.

Based on the Internal Financial Controls and Compliance Systems established and maintained by the company, work performed by the internal, statutory and secretarial auditors and reviews performed by the management, the Board is of the opinion that the company's internal financial controls were adequate and effective during the financial year 2025-26.

24. REGISTRAR AND SHARE TRANSFER AGENT (RTA)

The Company has appointed M/s Integrated Registry Management Services Private Limited as its Registrar and Share Transfer Agent (RTA).Any queries relating to transfer or transmission of shares of the Company may be brought to the knowledge of RTA by the Shareholders.

25. AUDITORS & REPORTS

i. Statutory Auditors:

Mr. Manoj Acharya (Membership Number: 045714), M/s Manoj Acharya & Associates., Chartered Accountant (FRN: 114984W) shall be appointed as the Statutory Auditors of the Company for a term of 5 years from conclusion of 31st Annual General meeting till conclusion of 36th Annual General Meeting.

The notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

ii. Cost Auditors:

In terms of the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, the Company is not required to maintain cost records for the financial year ended March 31, 2026

iii. Secretarial Auditor:

During the financial year 2025-26, M/s. Sharvari Kulkarni and Associates resigned as the Secretarial Auditor of the Company in January 2026, resulting in a casual vacancy in the office of Secretarial Auditor. Accordingly, CS S. Suresh, Practising Company Secretary, was appointed by the Board of Directors to fill the said casual vacancy and to conduct the Secretarial Audit of the Company for the financial year 2025-26.
The Secretarial Audit Report issued by CS S. Suresh, Practising Company Secretary, for the financial year 2025-26 is annexed to this Report as **Annexure-A** and forms part of the Annual Report.

The Secretarial Auditors in their report have qualified the following points:

A. COMPANIES ACT, 2013 AND RULES MADE THERE UNDER:

1. The paid-up share capital reflected in the records/information provided by the Statutory Auditor does not correspond with the paid-up share capital displayed on the MCA portal. The Company should undertake a reconciliation of its Register of Members, financial statements, annual filings and MCA master data and complete the requisite statutory filings, if any, for regularization of the position.

   Reply by Board of Directors: The Company has taken note of the observation regarding the difference in the paid-up share capital appearing in the records/information provided to the Statutory Auditor and the paid-up share capital reflected in the MCA records. The Company is in the process of reconciling the relevant statutory records, including the Register of Members, financial statements, annual filings and MCA master data.

   The Company will undertake the necessary review and, wherever applicable, complete the requisite statutory filings/updates to ensure consistency across the records. The matter will be appropriately addressed and regularised, if required, during the ensuing financial year.

2. The records produced for audit did not evidence complete compliance by the Independent Director(s) with the applicable registration and related requirements of the Independent Directors' Databank during the Audit Period. The Company should obtain, verify and preserve documentary evidence of registration/renewal, the declaration under Section 149(7), and completion of or exemption from the online proficiency self-assessment test, wherever applicable, in terms of Section 149 of the Act and Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. In view of the above observations, the Board should provide full explanations in its Board's Report for every qualification, reservation, adverse remark or disclaimer, wherever required under Section 134 of the Companies Act, 2013.

Reply by Board of Directors: The Company has requested all the Independent Directors to pass the online proficiency self- assessment test conducted by the Indian Institute of Corporate affairs (IICA) and update the company at the earliest.

SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:-

- Regulation 46: Website of the Company though being functional does not have certain contents and disclosures as required under Regulation 46 of SEBI (LODR), 2015 and also not fully updated as on date of this report.

Your directors wish to clarify as under: -
The website updation process is currently in progress, and certain data may be temporarily unavailable during this period. The same will be reviewed and rectified, and the required information will be updated on the website during the upcoming financial year.

iv. Internal Auditor:

Pursuant to the provisions of Section 138 of the Act and the Rules thereunder, your Board had appointed Mr. Vinodh Kumar H Has Internal Auditors of the Company for the FY 2025-26 and conducted the internal audit of the Company's operations and processes.

26. CORPORATE SOCIAL RESPONSIBILITY:

The provisions for corporate social responsibility ("CSR") under the Companies Act, 2013, are not applicable to the company for the current financial year.

27. POLICY ON VIGIL MECHANISM:

The Audit committee has adopted a policy on vigil Mechanism in accordance with the provisions of the Act, 2013 and Regulation 22 of SEBI (LODR) Regulations, which provides a formal mechanism for all Directors, employees and other stakeholders of the company to report to the management, their genuine concerns or grievances about unethical behaviours, actual or suspected fraud and any violation of the Company's Code of Conduct or ethics policy.

The policy also provides a direct access to the Chairperson of the Audit Committee to make protective disclosures to the Management about grievances or violation of the Company's code of conduct.
The policy disclosed on the Company's website in the following link https://www.visioncinemas.in/investor-relations.

28. SECRETARIAL STANDARDS

The Directors confirm that, during the Financial Year 2025–26, the Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India under Section 118(10) of the Companies Act, 2013.

29. DETAILS OF REVISION OF FINANCIAL STATEMENT OR THE REPORT

There is no revision of financial statement or the Report.

30. **LISTING OF SHARES**

The equity shares of the Company are listed on BSE Limited. The Company has paid the annual listing fees for the Financial Year 2025–26 to the Stock Exchange.

31. **CONTRACTS AND ARRANGEMENT WITH RELATED PARTIES:**

All contracts/arrangements/transactions entered into by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. The Company has not entered into any material related party transactions during the year under review as defined under Section 188 of the Companies Act, 2013. Form AOC-2, containing the note on the aforesaid related party transactions is enclosed herewith as **Annexure – B.**

32. **DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS:**

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

33. **INFORMATION ABOUT SUBSIDIARY/ JV/ ASSOCIATE COMPANY:**

As on March 31, 2026, the Company had One (1) subsidiary company namely Pyramid Entertainment (lndia) Private Limited. There has been no material change in the nature of business of the subsidiary. The Company did not have any Associate Companies or Joint Ventures at the end of this Financial Year. A statement in **Form AOC-1** pursuant to the first proviso to Section 129 of the Act read with rule 5 of the Companies (Accounts) Rules, 2014 containing salient features of the financial statement of subsidiaries/associate companies/ joint ventures forms part of this Report.

34. **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

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

A. Conservation of Energy

The Company continues to take appropriate measures for the conservation of energy and efficient utilisation of energy resources across its operations. The Company endeavours to adopt energy-efficient practices and optimise energy consumption wherever feasible.

B. Technology Absorption, Adaptation and Innovation

The Company continues to adopt and utilise appropriate technology and digital solutions in its business operations, with a view to improving operational efficiency, enhancing customer experience and keeping pace with developments in the entertainment and cinema industry.

The Company continues to evaluate and implement suitable technological advancements, wherever considered appropriate for its business operations.

C. Research and Development

During the year under review, the Company did not undertake any significant research and development activities requiring separate disclosure under this section.

D. Foreign Exchange Earnings and Outgo

The Company had no foreign exchange earnings or outgo during the year under review.

35. Court Orders / Orders of Other Statutory Authorities

The Company has received an order from the Regional Director (South east Region) (RD (SER)) Hyderabad, based on the Joint compounding application filed by the company and its directors for non-compliance of section 134 of the Companies Act, 2013. As per the order of RD (SER), the company and its directors have paid the penalty payment as instructed in the said order. and necessary filing has been filed with the Registrar of companies, Bengaluru no further proceeding pending against the company or its directors.

36. INTERNAL FINANCIAL CONTROL:

The Internal Financial Control with reference to financial statements were operating effectively.

37. TRANSFER OF UNPAID/UNCLAIMED AMOUNTS TO IEPF

Pursuant to the provisions of Sections 124 and 125 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, dividends remaining unclaimed for a period of seven consecutive years from the date of transfer to the Unpaid Dividend Account of the Company are required to be transferred to the Investor Education and Protection Fund ("IEPF").

During the Financial Year 2025–26, there were no amounts required to be transferred by the Company to the Investor Education and Protection Fund.

38. PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Company is committed to providing a safe, secure and conducive work environment and has zero tolerance for sexual harassment at the workplace. In accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("PoSH Act"), the Company has adopted a Policy on Prevention of Sexual Harassment and constituted an Internal Committee to redress complaints relating to sexual harassment.

The Policy applies to all employees of the Company, including permanent, contractual, temporary and trainee personnel.

The summary of complaints received and disposed of under the PoSH Act during the Financial Year ended March 31, 2026 is provided below:

Particulars	No. of Cases
Number of complaints pending at the beginning of the year	Nil
Number of complaints received during the year	Nil
Number of complaints disposed of during the year	Nil
Number of complaints pending as on March 31, 2026	Nil

39. <u>THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR</u>

During the Financial Year 2025–26, no application was made and no proceeding was pending against the Company under the Insolvency and Bankruptcy Code, 2016 as on March 31, 2026.

40. <u>MANAGEMENT DISCUSSION AND ANALYSIS REPORT</u>

In accordance with Schedule V(B) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report forms part of this Annual Report and is enclosed as "**ANNEXURE – C**".

41. <u>MATERNITY BENEFIT PROVIDED BY THE COMPANY UNDER THE MATERNITY BENEFIT ACT, 1961</u>

The Company has complied with the provisions of the Maternity Benefit Act, 1961 and has extended all statutory benefits to eligible women employees in accordance with the applicable provisions of the Act.

42. <u>GREEN INITIATIVES</u>

In support of the Green Initiative undertaken by the Ministry of Corporate Affairs and to contribute towards environmental sustainability, electronic copies of the Notice of the Annual General Meeting and the Annual Report for the Financial Year 2025–26 are being sent to all Members whose e-mail addresses are registered with the Company or their respective Depository Participant(s).

43. ACKNOWLEDGEMENT:

Directors take this opportunity to express their thanks to various departments of the Central and State Government, Bankers, Material Suppliers, Customers and Shareholders for their continued support and guidance.

The Directors wish to place on record their appreciation for the dedicated efforts put in by the Employees of the Company at all levels.

For and on behalf of the Board of Directors

SD/-	**SD/-**
MUTHUSWAMY HARIHARAN	**BINDIGANAVALE RANGAVASANTH**
DIRECTOR (DIN: 08497968)	MANAGING DIRECTOR (DIN: 01763289)

Place: Bangalore
Date: 20.05.2026

CEO AND CFO COMPLIANCE CERTIFICATE

We, Bindiganavale Ranganasanth, Chairman & Managing Director, Anita Vasanth, Chief Financial Officer certify that:

1. We have reviewed the financial statements, including the cash flow statement, for the year ended 31st March, 2026 and 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 Indian Accounting Standards, applicable laws and regulations.

2. To the best of our knowledge and belief, no transactions entered into by the Company during the year ended on 31st March, 2026 are fraudulent, illegal or violative of the Company's code of conduct.

3. We accept responsibility for establishing and maintaining internal controls for financial reporting, and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.

4\.

1\. There has not been any significant change in internal control over financial reporting during the year under reference;

2\. There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and

3\. We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Sd/-
Anita Vasanth
Chief Financial Officer
Bangalore | August 06, 2026

Annexure- A

Form No. MR-3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

(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,
VISION CINEMAS LIMITED
#24/1, 5th Main Road, Jayamahal Extension, Jayamahal, Benson
Town, Bangalore North, Karnataka, India, 560046

I/~~We~~ have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **VISION CINEMAS LIMITED**, **(CIN: L33129KA1992PLC013262)** (hereinafter called the **"Company"**). Secretarial Audit was conducted for the financial year ended on 31st March 2026 in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.
Based on my verification of the **VISION CINEMAS LIMITED "Company"** 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 authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2026 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I/~~we~~ have examined the books, papers, minute books, forms and returns filed and other records maintained by **VISION CINEMAS LIMITED** ("the Company") for the financial year ended on 31st March, 2026 according to the provisions of:

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

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

(iii) The Depositories Act, 1996 and the Regulations and 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 (Listing Obligations and Disclosure Requirements) Regulations, 2015.

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993; regarding the Companies Act and dealing with stakeholders;

d) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; ***(Not applicable to the Company during the audit period)***

e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; ***(Not applicable to the Company during the audit period)***

f) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the SEBI (Share Based Employee Benefits) Regulations, 2014; ***(Not applicable to the Company during the audit period)***

(vi) The following Regulations, as amended from time to time and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), are not applicable for the period under review;

a. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; as the Company has not issued any shares to employees during the year under review;
b. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; as the Company has not issued any debt securities during the year under review;
c. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; as the Company has not opted for delisting process during the year under review;
d. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; as the Company has not opted for any buy back of its securities during the year under review;
e. Environment Protection Act, 1986 and other applicable environmental laws
f. Employees Provident Fund and Miscellaneous Provisions Act, 1952
g. Employees State Insurance Act, 1948
h. Indian Contract Act, 1872
i. Income Tax Act, 1961, Goods and Service Tax Act, 2017 and other related laws
j. Payment of Bonus Act, 1965
k. Payment of Gratuity Act, 1972 and such other applicable labour laws.
l. Trade Marks Act, 1999

m. All Cinematograph Acts and Rules as applicable to the Company.

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

o. The Cinematograph Act, 1952 & the Cinematograph (Certification) Rules, 1983.

Further, the sectoral laws applicable to the company were as under:

a) The Water (Prevention and Control of Pollution) Act, 1974 and Rules, 1975 3)
b) The Air (Prevention and Control of Pollution) Act 1981 and Rules 1982 4)
c) Central Ground Water Authority (Guidelines to regulate and control ground water extraction in India) 2020
d) Revised National Ambient Air Quality Standard, Notification, 2009
e) The Explosives Act, 1884 and The Explosive Rules, 2008,
f) The Ammonium Nitrate Rules, 2012.
g) The Karnataka Shops and Commercial Establishments act, 1961
h) Minimum Wages Act, 1948
i) Payment of Gratuity Act, 1972
j) Contract Labour (Abolition and Regulation) Act, 1970
k) Employee State Insurance Act, 1948
l) Employee Provident Fund and Miscellaneous Provisions Act, 1952
m) Workmen Compensation Act, 1923
n) Industrial Employment Standing Orders Act, 1946
o) Child Labour (Prohibition & Regulation) Act, 1986
p) The Factories Act, 1948
q) The Indian Fatal Accidents Act, 1985
r) The Industrial Disputes Act, 1947
s) Trade Union Act, 1926
t) The Karnataka Industrial Areas Development Act, 1966.

I have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws, Rules and Regulations to the Company. I have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards with respect to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India

(ii) T
he Listing Agreements entered into by the Company with Bombay Stock Exchange (BSE LIMITED), read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I report that:

REMARKS / OBSERVATIONS:

COMPANIES ACT, 2013 AND RULES MADE THERE UNDER:

The Company has not complied as mentioned below:

1. *The paid-up share capital reflected in the records/information provided by the Statutory Auditor does not correspond with the paid-up share capital displayed on the MCA portal. The Company should undertake a reconciliation of its Register of Members, financial statements, annual filings and MCA master data and complete the requisite statutory filings, if any, for regularisation of the position.*

2. *The records produced for audit did not evidence complete compliance by the Independent Director(s) with the applicable registration and related requirements of the Independent Directors' Databank during the Audit Period. The Company should obtain, verify and preserve documentary evidence of registration/renewal, the declaration under Section 149(7), and completion of or exemption from the online proficiency self-assessment test, wherever applicable, in terms of Section 149 of the Act and Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. In view of the above observations, the Board should provide full explanations in its Board's Report for every qualification, reservation, adverse remark or disclaimer, wherever required under Section 134 of the Companies Act, 2013.*

3. Adequate notice is given to all Directors to schedule the meetings of the Board and Committees and, wherever applicable, General Meetings/Postal Ballot. Agenda and detailed notes on agenda were sent to the Directors 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 meetings.

4. Majority decisions are carried through while the views of the dissenting members, if any, are captured and recorded as part of the minutes.

5. Based on the information and explanations provided to us, there are adequate systems and processes commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

6. During the Audit Period, the Company had no major decisions taken by the members in pursuance to Section 180 of the Companies Act, 2013 having a major bearing on the Company's affairs, in pursuance of the above referred laws, rules, regulations, guidelines and standards.

7. We further report that, during the Audit Period, the Company did not have any significant transactions placed before the shareholders having a significant impact on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines and standards.

SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:-

The Company has complied with The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, except following;

- Regulation 46: Website of the Company though being functional does not have certain contents and disclosures as required under Regulation 46 of SEBI (LODR), 2015 and also not fully updated as on date of this report.

- There are Physical Shares held by Promoters in the Company; Compulsory conversion to Demat is not done yet by Promoters.

SEBI (PROHIBITION OF INSIDER TRADING) AMENDMENT REGULATIONS, 2018: NA

COMPLIANCES UNDER THE REGULATIONS OF THE RESERVE BANK OF INDIA (RBI) AND THE FOREIGN EXCHANGE MANAGEMENT ACT, 1999 (FEMA):

NA

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.

For S Suresh and Associates
Practicing Company Secretaries
ICSI Unique Code: I2022TN2369300

Sd/-
CS Subramani Suresh
Proprietor
ACS No. 68878 CP No. 25575
Peer Review Certificate No: 7575/2025

Place: Hosur
Date: 05-08-2026
UDIN: A068778H001029001

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

Annexure A
The Members,
VISION CINEMAS LIMITED
#24/1, 5th Main Road, Jayamahal Extension, Jayamahal, Benson Town, Bangalore North, Karnataka, India, 560046

My 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. My responsibility is to express an opinion on these secretarial records based on my audit.

2. My Audit report is limited to the verification and reporting of the statutory compliances on law / regulation / guidelines listed in our report and the same pertains to the Financial Year ended 31st March, 2026. Our report does not include those statutory compliances the filing whose dates are extended by Ministry of Corporate Affairs/ Securities Exchange Board of India/ Reserve Bank of India as the case may be, from time to time and accordingly such extended time limits remain beyond the date of our audit report.

3. I 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. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.

4. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and relied upon the Reports given by statutory auditors or other designated professionals.

5. Wherever required, I have obtained the Management representation/ or confirmation about the compliance of laws, rules and regulations and happening of events etc.

6. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.

7. 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 S Suresh and Associates
Practicing Company Secretaries
ICSI Unique Code: I2022TN2369300

Sd/-
CS Subramani Suresh
Proprietor
ACS No. 68878 CP No. 25575
Peer Review Certificate No: 7575/2025

Place: Hosur
Date: 05-08-2026
UDIN: A068778H001029001

Form AOC-1
(Pursuant to the 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 statements of subsidiaries/associate companies/joint ventures
Part "A": Subsidiaries
(Information in respect of each subsidiary to be presented with amounts in Rs. -Lakhs)

Particulars	Details
Sr. No.	1
Name of the subsidiary	PYRAMID ENTERTAINMENT INDIA PRIVATE LIMITED
Reporting period for the subsidiary concerned	31st March, 2026
Reporting currency	Indian Rupees (INR) – Lakhs
Share capital	5.00
Reserves & surplus	(699.32)
Investments	-
Turnover	-
Profit/Loss before taxation	(7.38)
Provision for taxation	-
Profit/Loss after taxation	(6.29)
Proposed Dividend	-
% of shareholding	99.8%

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures.
There are no Associate Companies or Joint Ventures of the Company.

Annexure - B

FORM NO. AOC.2

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto ***(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)***

1. Details of contracts or arrangements or transactions not at arm's length basis:

Vision Cinemas Limited has not entered into any contract/arrangement/transaction with its related parties which is not in ordinary course of business or at arm's length during FY 2025-26

(a) Name(s) of the related party and nature of relationship- **Not applicable**.

(b) Nature of contracts/arrangements/transactions- **Not applicable**.

(c) Duration of the contracts/arrangements/transactions- **Not applicable**.

(d) Salient terms of the contracts or arrangements or transactions including the value, if any- **Not applicable**.

(e) Justification for entering into such contracts or arrangements or transactions- **Not applicable**.

(f) date(s) of approval by the Board- **Not applicable**.

(g) Amount paid as advances, if any: - **Not applicable**.

(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188- **Not applicable**.

2. Details of Material contracts or arrangements or transactions at arm's length basis: Can be referred Balance Sheet and its Notes FY 25-26

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements / transactions	Duration of the contracts/ arrangemens / transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board, if any:	Amount in Rs.
Kavita Communications/ Director's Proprietorship	Advertisement and Screening Services	2025-26	In the ordinary course of business	20.05.2025	-
SI Media LLP/ Member & Entity with common key managerial person	Advertisement and Screening	2025-26	In the ordinary course of business		58,57 ,525
Vasanth Color Laboratories India Ltd/ Entity with Common KMP	NA	2025-26	In the ordinary course of business		-
Ranga Vasanth/Managing Director of the company	Reimbursement of Expenditure	2025-26	In the ordinary course of business		1,80,000
Anitha Vasanth/ Director of the Company	Reimbursement of Expenditure	2025-26	NA		1,20,600
M/s Visual Communication services/ Entity with Common KMP	Revenue SShare on Screening Income	2025-26	NA		89,12,397

For and on behalf of the Board of Directors

SD/- **Sd/-**

MUTHUSWAMY HARIHARAN
DIRECTOR
(DIN: 08497968)

BINDIGANAVALE RANGAVASANTH
MANAGING DIRECTOR
(DIN: 01763289)

Place: Bangalore
Date: 20-05-2026

ANNEXURE - C

MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

MANAGEMENT DISCUSSION AND ANALYSIS

1. INDUSTRY STRUCTURE AND DEVELOPMENTS

The Indian media and entertainment industry continues to evolve with changing consumer preferences, technological advancements and increasing digital consumption. The cinema exhibition sector remains an important part of the entertainment industry, while digital platforms and content consumption are creating new opportunities for the sector.

The Company is primarily engaged in movie exhibition and has also undertaken advertisement film production activities during the year under review. The Company continues to monitor developments in the industry and adapt its business strategies to changing market conditions.

2. OPPORTUNITIES AND THREATS

The Company sees opportunities arising from the growing demand for quality entertainment, increasing digital content consumption and the expanding market for advertisement and visual content production. The Company also continues to explore opportunities to diversify its revenue streams and improve operational efficiency.

The major challenges include competition from other cinema operators and OTT/digital platforms, changing consumer preferences, dependence on the performance of films and content, rising operating costs, technological changes and regulatory requirements.

3. SEGMENT-WISE / PRODUCT-WISE PERFORMANCE

The Company is engaged in the entertainment sector, primarily comprising movie exhibition and advertisement film production activities.

During the year under review, the Company commenced advertisement film production and continues to evaluate opportunities for strengthening and expanding its business activities.

The detailed financial performance of the Company for the year under review is provided in the Directors' Report forming part of this Annual Report.

4. OUTLOOK

The Company remains focused on strengthening its presence in the entertainment industry and exploring sustainable opportunities in cinema exhibition, advertisement film production and other related activities.

The management will continue to evaluate market conditions and undertake appropriate business initiatives based on their commercial viability, with a focus on improving operational performance and creating long-term stakeholder value.

5. RISKS AND CONCERNS

The Company's business is subject to risks associated with competition, changing consumer preferences, performance and availability of film content, OTT and digital platforms, operating costs, technology and regulatory changes.
The Company regularly reviews these risks and takes appropriate measures to mitigate their potential impact on its operations and financial performance.

6. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate internal control systems commensurate with the size and nature of its operations. The controls are designed to ensure proper recording of financial and operational information, safeguarding of assets, prevention and detection of errors and frauds, compliance with applicable laws and reliability of financial reporting.
The adequacy and effectiveness of the internal control systems are periodically reviewed by the management and the Audit Committee.

7. FINANCIAL AND OPERATIONAL PERFORMANCE

The financial performance of the Company for FY 2025-26 as compared with FY 2024-25 is summarised below:

Particulars	FY 2025-26 (₹ Lakhs)	FY 2024-25 (₹ Lakhs)
Revenue from Operations	89.12	320.30
Other Revenue	2.90	0.06
Total Revenue	92.03	320.36
Employee Benefits Expense	4.86	21.15
Other Expenses	90.94	294.72
Finance Cost	0.01	0.01
Depreciation & Amortisation	3.65	3.65
Profit/(Loss) Before Tax	(7.43)	0.83
Profit/(Loss) After Tax	(6.75)	0.51
Basic EPS (₹)	(0.0095)	0.0007

Analysis

During FY 2025-26, the Company recorded revenue from operations of ₹89.12 lakhs as compared to ₹320.30 lakhs in the previous year. The decrease in revenue was primarily due to lower business activity during the year. The Company incurred a net loss of ₹6.75 lakhs as against a net profit of ₹0.51 lakhs in the previous year, mainly due to the lower revenue in relation to the operating cost structure.
Employee benefit expenses and other operating expenses decreased during the year in line with the level of business operations, while depreciation and finance costs remained broadly stable.

The financial position of the Company remained stable during the year under review. The Company maintained adequate liquidity and continues to monitor its working capital and cash flow position closely. The improvement in operating cash flows was primarily attributable to changes in working capital, including reduction in trade receivables.

The Company continues to focus on strengthening its operations, improving revenue generation and exploring opportunities for sustainable growth.

8. HUMAN RESOURCES AND INDUSTRIAL RELATIONS

Human resources continue to be an important part of the Company's operations. The Company maintains a conducive work environment and focuses on employee development and operational efficiency.

The industrial relations remained cordial during the year under review. The Company had [4] employees as at 31 March 2026.

9. KEY FINANCIAL RATIOS

In accordance with the applicable requirements of Schedule V of the SEBI LODR Regulations, significant changes in key financial ratios, i.e. changes of 25% or more as compared to the immediately preceding financial year, together with the reasons for such changes, are required to be disclosed.

Based on the standalone financial statements, the significant changes are as follows:

Sl. No	Ratio	FY 2025-26	FY 2024-25	Variance
a	Current Ratio (in times)	3.56	3.54	2.56%
b	Debt-Equity Ratio (in times)	0	0	0.00%
c	Debt Service Coverage Ratio (in times)	0	0	0.00%
d	Return on Equity Ratio (in %)	-0.004	0	0.00%
e	Trade Receivables Turnover Ratio (in times)	0.52	1.97	-0.48%
f	Trade Payables Turnover Ratio (in times)	0.33	1.55	-0.79%
g	Net Capital Turnover Ratio (in times)	0.11	0.4	-0.89%
h	Net Profit Ratio (in %)	-0.08	0	-1.08%
i	Return on Capital Employed (in %)	0	0	0.00%
j	Return on Investment (in %)	–	–	0.00%

The Company continues to monitor its financial performance and key operating parameters on a regular basis.
The above ratios have been considered with reference to the standalone financial statements. Where the denominator or numerator is not meaningful due to the nature of the underlying figures, the ratio may not provide a meaningful comparison.

10. RETURN ON NET WORTH

The Return on Net Worth of the Company declined during the year under review, primarily due to the net loss incurred during FY 2025-26 as compared to the net profit recorded in the previous financial year.

11. CONSOLIDATED FINANCIAL PERFORMANCE

The consolidated financial statements of the Company include the financial performance of its subsidiary, prepared in accordance with the applicable accounting standards.

The management reviews the performance of the subsidiary on a regular basis and continues to explore opportunities for improving the overall performance of the Group.

12. CAUTIONARY STATEMENT

Statements in this Management Discussion and Analysis describing the Company's objectives, expectations and projections may constitute forward-looking statements. Actual results may differ materially from those expressed or implied due to various factors including changes in economic conditions, industry developments, competition, regulatory changes, consumer preferences, technological developments and other factors beyond the Company's control.

For and on behalf of the Board of Directors

Sd/-	**Sd/-**
MUTHUSWAMY HARIHARAN	**BINDIGANAVALE RANGAVASANTH**
DIRECTOR	MANAGING DIRECTOR
(DIN: 08497968)	(DIN: 01763289)

Place: Bangalore
Date: 20-05-2026

Annexure - D

Information relating to remuneration of Directors / Key Managerial Personnel as required 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.

Sl. No.	**Particulars**	**Details**
1	Ratio of the remuneration of each Director to the median remuneration of the employees of the Company	Nil Due to the financial position of the Company and in view of the losses incurred during the financial year, no remuneration was actually paid to the Managing Director during the year under review.
2	Percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary or Manager, if any, in the financial year	**Nil**, as no remuneration was paid to the Directors during the financial year.
3	Percentage change in the median remuneration of employees in the financial year	The median remuneration of employees decreased during the financial year.
4	Number of permanent employees on the rolls of the Company	4
5	Average percentile increase 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	Overall employee-benefit expense decreased from ₹21.15 lakh to ₹4.86 lakh, a decrease of **77.02%**.
6	Key parameters for any variable component of remuneration availed by the Directors	Nil, as no variable component of remuneration has been provided.
7	Affirmation that the remuneration is as per the remuneration policy of the Company	The Company affirms that the remuneration paid is as per the Remuneration Policy of the Company.

For and on behalf of the Board of Directors

Sd/-
MUTHUSWAMY HARIHARAN
DIRECTOR
(DIN: 08497968)

Sd/-
BINDIGANAVALE RANGAVASANTH
MANAGING DIRECTOR
(DIN: 01763289)

Place: Bangalore
Date:20-05-2026

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
VISION CINEMAS LIMITED
#24/1, 5th Main Road, Jayamahal Extension, Jayamahal,
Benson Town, Bangalore North, Karnataka, India, 560046

I have examined the relevant documents, registers, records, forms, returns and disclosures received under Section 164 and 184 of the Companies Act, 2013, from the Directors of **Vision Cinemas Limited** having **CIN L33129KA1992PLC013262** and having registered office at #24/1, 5th Main Road, Jayamahal Extension, Jayamahal, Benson Town, Bangalore North, Karnataka, India, 560046 , (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as a disclosure in its Corporate Governance Report of the Financial Year ended 31st March 2065. I have considered non-disqualification status to include non-debarment by Regulatory or Statutory Authorities.

In my opinion and to the best of information made available to me and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2026 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, or any such other Statutory Authority.

Sl. No	Name of the Director	DIN	Date of Appointment in the Company *	Date of Cessation*
1.	Muthuswamy Hariharan	08497968	01/07/2019	-
2.	Babu Reddy Srinivas Reddy	11276910	05/09/2025	-
3.	Anita Vasanth	01763255	15/11/2000	
4.	Bindiganavale Rangavasanth	01763289	18/06/1992(Re-appointed in 2024)	

***the date of appointment/cessation is as per the MCA Portal.**
Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification.

The DIN Status on website of Ministry of Corporate Affairs, New Delhi is "Approved" for all the Directors as on 19.08.2026.

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.

Sd/-

Place: Hosur
Date: 19.08.2026
UDIN: A068778H001159021

S Suresh
Membership No.:68778
COP No.:25575
Peer Review No.:7575/2025

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

INDEPENDENT AUDITOR'S REPORT

To,

The Members of Vision Cinemas Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone financial statements of Vision Cinemas Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2026, the statement of Profit and Loss, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 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, 2026, and its profit, 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 Companies Act, 2013. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provision of the Companies Act, 2013 and the rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

Other Information – Board of Directors' Report

A. The Company's Board of Directors is responsible for the preparation and presentation of its Board Report which comprises various information required under section 134(3) of the Companies Act 2013 but does not include the financial statements and our auditor's report thereon.
   Our opinion on the financial statements does not cover the other information and we do not express any form of assurance/conclusion thereon.

B. In connection with our audit of the financial statements, our responsibility is to read the other information and in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwiseappears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement in this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards 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 judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the board of directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the Company's financial reporting process.

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

Auditor's responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatements, whether due to fraud or error, and to issue an auditor's reports that include 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 financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

• Identify and assess the risks of material misstatement of the 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 but not for the purpose of expressing our opinion on whether the Company has adequate internal Financial control systems in place and the operating effectiveness of such controls.

• Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management

• Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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 tothe related disclosures in the 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure '1' a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.

2. 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 purpose 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 balance sheet, the statement of profit and loss, the cash flow statement and statement of changes in equity dealt with by this report are in agreement with the books of account.

   d) In our opinion, the aforesaid Financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.

   e) On the basis of the written representation received from the Directors as on 31st March, 2026 taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March, 2026 from being appointed as a Director in terms of Section 164(2) of the Act.

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

f) With respect to the adequate internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report; and

g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 ofthe 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 does not have any pending litigations which would impact its financial position except some cases as separately mentioned in Point vii) b) of Annexure 1 of our report and other litigations mentioned separately in secretarial audit report for the year ended March 31, 2026.

ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii) There have been no amounts which are required to be transferred to the Investor Education and Protection Fund by the company.

iv) (i) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts vide Note 34, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(ii) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts vide Note 34, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding,whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

v) The company has neither declared nor paid any dividend during the year.

vi) Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility, and the same has operated throughout the year for all relevant transactions recorded in the respective software. Further, during the course of our audit, we did not come across any instance ofthe audit trail feature being tampered with during the course of our audit.

3. With respect to other matters to be included in the Auditors' Report under Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the company to its directors during the year is in accordance with the provisions of section 197 of the Act.

For, MANOJ ACHARYA & ASSOCIATES

Chartered Accountants

Reg. No. 0114984W

MANOJ ACHARYA & ASSOCIATES CA CHARTERED ACCOUNTANTS

Place : Ahmedabad

Date : 20/05/2026

UDIN : 26045714WBTNRZ6193

CA MANOJ ACHARYA

(PARTNER)

MEM. No.045714

ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 1 'Report on Other Legal and Regulatory Requirements' in our Independent Auditors' Report of even date to the members of Vision Cinemas Limited on the Standalone financial statements as of and for the year ended March 31, 2026.

Statement on Matters specified in paragraphs 3 and 4 of the Companies (Auditor's Report) Order, 2020:

i) In respect of Company's Property Plant and Equipment, Right-of-use assets and Intangible assets

a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

b) According to information and explanation given to us, during the year, the management conducted physical verification of certain fixed assets in accordance with its policy of physical verification in a phased manner. In our opinion, such frequency is reasonable having regard to the size of the Company and the nature of its fixed assets. As per the information and explanations given to us, the Company has physically verified property, plant and equipment, in accordance with the above policy during the year and no material discrepancies were noticed in respect of assets verified during the year.

c) We are unable to form an opinion on whether the title deeds of immovable property are held in the name of company since the management has not provided necessary documentary evidences, in order to certify whether, the title deeds of immovable properties are held in the name of the company.

d) The Company has not revalued any of its Property, Plant and Equipment (including right of-use assets) and tangible assets during the year.

e) According to the information and explanations given to us, representation obtained from Management and on the basis of our examination of the records of the Company, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2026, for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) (as amended in 2016) and rules made there under.

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

ii) Inventory:

a) The Company is a Service company. The Company earns its revenue from production of advertisement films. Accordingly, it does not hold any physical inventory. Thus, reporting under paragraph 3(ii) of the order is not applicable.

b) The Company has not been sanctioned working capital limits in excess of Rs. 5 Crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b)of the order is not applicable.

iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year. The Company has made investments in companies and other parties, granted interest free unsecured loans to companies, limited liability partnership and other parties in respect of which the requisite information is as below.

a) The Company has provided loans, during the year as under:
The Company has extended the loans to its group entity. Balances outstanding for the same during the year are Rs. 828.51 lakhs.

Loans extended by the Company to its subsidiary outstanding on the balance sheet are Rs. 675.10 Lakhs.

The Company has not provided any advances in the nature of loans, guarantee and security to any other entity during the year.

b) In our opinion, the investments are made in subsidiary company for which no terms and conditions for granting of loans are specified. However, as per information and explanation given by the company, the loan granted is prima facie, not prejudicial to the Company’s interest.

c) In respect of loans granted by the Company, the loan is solely granted to its subsidiary company which is interest free loan so schedule of repayment of principal has not been stipulated.

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

d) In respect of loans granted by the Company, the loan is granted to it's subsidiary company which is interest free loan and no schedule of repayment has been stipulated. In absence of repayment schedule, we could not comment whether the loan is overdue or not.

e) In respect of loans granted by the Company, the loan is granted to its subsidiary company which is interest free loan and no schedule of repayment has been stipulated. Hence, we cannot comment as to whether the loan granted by the company has been renewed or extended or fresh loans has been granted to settle the overdue of existing loans given to the same party.

f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has granted loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

iv) According to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of the loans and investments made, and guarantees and security provided by it, as applicable.

v) According to the information and explanations given to us, the Company has not accepted any deposit during the year and does not have any unclaimed deposits and hence reporting under clause 3(v) of the Order is not applicable.

vi) According to the information and explanations given to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of any of its activities carried out by the Company. Accordingly, paragraph 3 (vi) of the Order is not applicable to the Company.

vii) According to the information and explanations given to us, in respect of statutory due:

a) The company has not been regularly depositing undisputed statutory dues, including Income–tax and Service Tax Statutory Dues applicable to it with the appropriate authorities. Details of Dues are as under :

Name of the Statute	Nature of Dues	Amount unpaid as on 31/03/2026 (in Rs.)
Finance Act, 1994	Service Tax	3,12,304
Income Tax Act, 1961	Tax deducted at source	2,60,750

b) There were no undisputed amounts payable in respect of Provident fund, Employees' State Insurance, Customs Duty, cess and other material statutory dues in arrears except, Service Tax under Finance Act, 1994 and TDS applicable under Income tax Act, 1961 as at March 31, 2026 for a period of more than six months from the date they became payable.

viii) According to the information and explanations given to us and on the basis of the records examined by us, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

ix) Borrowings:

a) In our opinion and according to the information and explanations given to us, and representation obtained from Management, the Company has not defaulted in repayment of loans or other borrowings or payment of interest thereon to any bank during the year. The Company has not taken any loan and borrowings from financial institutions and the Government.

b) In our opinion and according to the information and explanations given to us and representation obtained from Management, the Company has not been declared willful defaulter by any bank or financial institution or other lender.

c) In our opinion and according to the information and explanations given to us and representation obtained from Management, the company has not taken any term loans and there are no outstanding term loans at the beginning of the year and hence reporting on clause 3(ix)(c) of the Order is not applicable.

d) In our opinion and according to the information and explanations given to us and representation obtained from Management, on an overall examination of the Financial Statements of the Company, funds raised on short-term basis have not been used during the year for long-term purposes by the Company.

e) According to the information and explanations given to us, on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

x) Allotment of Shares

a) According to the information and explanations given to us, representation obtained from Management, the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

xi) Frauds

a) According to the information and explanations given to us, on the basis of the records examined by us and representation from Management, no frauds by the Company or material frauds on the Company have been noticed or reported during the year.

b) No report under sub-section (12) of Section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

c) According to the information and explanations given to us and representation from Management, no whistle-blower complaints have been received by the Company during the year by the company and hence reporting under clause 3 (xi) (c) of the order is not applicable to the company.

xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company, Company hence reporting under clause (xii) (a), (b) and (c) of the Order are not applicable to the Company.

xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act with respect to applicable transactions with the related parties and details of such transactions have been disclosed in the Standalone Financial Statements as required by the applicable accounting standards.

xiv) Internal Audit System

a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with Directors or persons connected with them, and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

xvi) a) In our opinion, 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 and has also not conducted any Non-Banking Financial or Housing Finance activities. Hence, reporting under clause 3(xvi)(a) of the Order are not applicable.

b) The Company has not conducted non-banking financial / housing finance activities during the year. Hence, reporting under clause 3(xvi)(b) of the Order are not applicable.

c) Neither the Company nor any company in the Group is a part of the Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Hence, reporting under clause 3(xvi) (c) and (d) of the Order are not applicable.

xvii) The Company has made a profit during the financial year under audit. The details are as follows:

PARTICULARS	2025-26 (Rs. In Lakhs)	2024-25 (Rs. In Lakhs)
Profit/(Loss) before tax	(7.43)	0.83
Ad Adjustments for Non- cash items: Add: Deprecation	3.65	3.65
Cash Profit/(los)s incurred during the year	(3.78)	4.48

xviii) During the year, previous statutory auditor has resigned and there were no issues, objections or concerns raised by such outgoing auditor.

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and representation from Management. Our report does not give any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx) Corporate Social Responsibility

Since the provisions of Section 135 of the Companies Act, 2013 with regard to corporate social responsibility are not applicable to the company. Hence, reporting under clause 3(xx) of the Order are not applicable.

For, MANOJ ACHARYA & ASSOCIATES

Chartered Accountants

Reg. No. 0114984W

MANOJ ACHARYA & ASSOCIATES CA CHARTERED ACCOUNTANTS

Place : Ahmedabad

Date : 20/05/2026

UDIN : 26045714WBTNRZ6193

CA MANOJ ACHARYA

(PARTNER)

MEM. No.045714

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 2(f) 'Report on Other Legal and Regulatory Requirements' in our Independent Auditors' Report of even date to the members of Vision Cinemas Limited on the financial statements as of and for the year ended March 31, 2026

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Vision Cinemas Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 over financial reporting was established and maintained and if such controls operated effectively in all material respects.

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 Ind-AS Financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting 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 authorizations of managementand directors of the Company; and

3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial Control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our knowledge and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For, MANOJ ACHARYA & ASSOCIATES

Chartered Accountants

Reg. No. 0114984W

MANOJ ACHARYA & ASSOCIATES
CA
CHARTERED ACCOUNTANTS

Place : Ahmedabad

Date : 20/05/2026

UDIN : 26045714WBTNRZ6193

CA MANOJ ACHARYA

(PARTNER)

MEM. No.045714

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

INDEPENDENT AUDITOR’S REPORT
To the Members of M/s VISION CINEMAS LIMITED
Report on the Financial Statements

We have audited the accompanying consolidated financial statements of M/s. VISION CINEMAS LIMITED (“the Company”), which comprise the Consolidated Balance Sheet as at 31st March, 2026, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement, and a Summary of the significant accounting policies and other explanatory information for the year then ended.

Responsibilities of Management and Those charged with Governance for the Consolidated Financial Statements

The company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 (“the Act”) with respect to preparation of consolidated financial statements that give a true and fair view of the financial position, financial performance, cash flows and Changes in Equity of the Group in accordance with the accounting principles generally accepted in lndia, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounting) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities 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 their respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

Auditor's Responsibilities

Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and Matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company and its subsidiaries has in place adequate internal financial control system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors and Directors of its Subsidiary, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Basis for Opinion

We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing (SA's) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 lndia

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

(lCAl) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the lCAl's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, except the matter given in the "Emphasis of Matter" section, the aforesaid consolidated financial statements give the information required by the 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 Group as at 31st March, 2026, and its profit/loss, its cash flows and changes in equity for the year ended on that date.

Emphasis of Matter

- The balances reported as Trade Payable, Trade Receivables, Loans and Advances are subject to confirmation of balances from the parties.

Auditor's opinion is not modified in respect of the matter emphasized.

Report On Other Legal and Regulatory Requirements

1. 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 and its subsidiary so far as it appears from our examination of those books.

   (c) The Consolidated Balance sheet, the consolidated statement of Profit and Loss, the Consolidated Cash Flow statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with those books of accounts.

   (d) ln our opinion, the financial statements does not comply with the Ind AS specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

(e) On the basis of the written representations received from the Directors as on 31st March, 2026 taken on record by the Board of Directors none of the directors is disqualified as on 31st March, 2026 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 over financial reporting and the operating effectiveness of such controls, refer to our separate report in "Annexure A" which is based on the auditor's reports of the Company and its subsidiary company incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial controls over financial reporting of those companies.

(g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, we report that no remuneration was paid to any of the Directors during the year.

(h) With respect to the other matters to be included in the Auditors' 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 Group does not have any long-term contracts including derivative contracts for which there are any foreseeable losses.

ii. There were no amounts which are required to be transferred to Investor Education and Protection Fund by the Company and its Subsidiary.

iii. The respective managements of the Company and its Subsidiary has represented that, to the best of their knowledge and belief, other than as disclosed in the notes to the
accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company and its subsidiary to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company or its subsidiary ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

iv. The respective managements of the Company and its subsidiary have represented, that, to the best of their knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company and its subsidiary from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (v) and (vi) contain any material mis-statement.

v. The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.

2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For Manoj Acharya & Associates
Chartered Accountants
Firm Registration No.:114984W

MANOJ ACHARYA & ASSOCIATES
CHARTERED ACCOUNTANTS

Manoj Acharya
Partner
Membership No. 045714
UDIN 26045714PMSPSP1607

Place: Ahmedabad
Date: 20/05/2026

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT
(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2026, we have audited the internal financial controls over financial reporting of Vision Cinemas Limited (hereinafter referred to as “the Company”) and its subsidiary company, which is a company incorporated in India, as of that date.

Management’s Responsibility for Internal Financial Controls
The respective Board of Directors of the Company and its subsidiary company, which is incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal Control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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.

Auditors’ Responsibility
Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company and its subsidiary company, which is a company incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 over financial reporting was established and maintained and if such controls operated effectively in all material respects.

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 Procedure selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company and its subsidiary company which is a company incorporated in India.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting 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 control over financial reporting 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

8, Subh Bunglows,
Nr. Geet Govind Society, Thaltej,
Ahmedabad-380059
manojca1991@gmail.com

INDIA
MANOJ ACHARYA & ASSOCIATES
CHARTERED ACCOUNTANTS

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Company and its subsidiary Company which is a company incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the criteria for Internal financial Control over financial reporting established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Manoj Acharya & Associates
Chartered Accountants
Firm Registration No.:114984W

Manoj Acharya
Partner
Membership No. 045714
UDIN 26045714PMSPSP1607

Place: Ahmedabad
Date: 20/05/2026

Vision Cinemas Limited
L33129KA1992PLC013262
Standalone Balance Sheet as at 31st March

(Rs. In Lakhs)

Particulars	Notes	2026	2025
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	4	58.49	62.14
Financial Assets		-	-
Investment in subsidiary	5	4.99	4.99
Deferred Tax Assets (net)		-	-
Long Term Loans & Advances	6	675.10	674.74
Other Non Current Assets			-
		738.58	**741.86**
Current Assets			
Trade Receivables	7	80.57	262.42
Cash and Cash Equivalents	8	178.90	0.82
Short-term Loans and Advances	9	828.51	829.12
Other Current Assets	10	19.21	23.22
		1,107.19	**1,115.57**
TOTAL		**1,845.77**	**1,857.44**
EQUITIES AND LIABILITIES			
Equity			
Equtiy Share Capital	11	789.21	789.21
Other Equity	12	739.02	745.77
		1,528.23	**1,534.98**
Non-Current Liabilities			
Long-Term Borrowings		-	-
Deferred Tax Liabilities (Net)		6.61	7.29
Other Long Term Liabilities		-	-
Long-Term Provisions		-	-
		6.61	**7.29**
Current Liabilities			
Short Term Borrowings	13	-	-
Trade Payables			
(A) Total outstanding dues of micro enterprises and small enterprises.			-
(B) Total outstanding dues of creditors other than micro & small enterpr	14	272.69	277.31
Other Current Liabilities	14	36.63	36.33
Short-Term Provisions		1.60	1.53
		310.93	**315.17**
TOTAL		**1,845.77**	**1,857.44**

Summary of significant accounting policies the accompanying notes are an integral part of the financial statements - 3

For Manoj Acharya & Associates
Chartered Accountants
Firm Registration No. 114984W

MANOJ ACHARYA & ASSOCIATES CA CHARTERED ACCOUNTANTS

Manoj Acharya
Partner
Membership No:045714
UDIN: 26045714WBTNRZ6193
Place: Ahmedabad
Date: 20/05/2026

For and on behalf of the board
Vision Cinemas Limted

B Rangavasanth
(Director)
DIN: 01763289

Anitha Vasanth
(Director)
DIN: 01763255

Place : Bengalaru
Date: 20/05/2026

Vision Cinemas Limited
L33129KA1992PLC013262
Staddalone Statement of Profit & Loss for the year ended 31st March

(Rs. In Lakhs Except EPS)

Particulars	Notes	2026	2025
Income			
Revenue from operations	15	89.12	320.30
Other Revenue	16	2.90	0.06
Total revenue (1)		**92.03**	**320.36**
Expenses			
Employee benefits expense	17	4.86	21.15
Other Expenses	18	90.94	294.72
Finance Cost	19	0.01	0.01
Depreciation and Amortization Expense	20	3.65	3.65
Total Expenses (2)		**99.46**	**319.53**
Profit before Exceptional and Extraordinary Items and Tax		**(7.43)**	**0.83**
Exceptional Items			
Profit before Extraordinary Items and Tax		(7.43)	0.83
Extraordinary Items			
Profit before Tax		(7.43)	0.83
Tax expenses			
Current tax		-	0.98
Deferred tax		(0.68)	(0.66)
Profit/(loss) for the year		**(6.75)**	**0.51**
Other comprehensive income			
Items that will not be reclassified to profit or loss in subsequent period:		-	-
Remeasurement of post employment benefit obligations		-	-
Income tax relating to these items		-	-
Other comprehensive income for the year, net of tax Total		-	-
Comprehensive Income for the year (A+B)		**(6.75)**	**0.51**
Earnings per equity share			
Basic			
Computed on the basis of total profit for the year		(0.010)	0.001
Diluted			
Computed on the basis of total profit for the year		(0.010)	0.001

Summary of significant accounting policies the accompanying notes are an integral part of the financial statements - 3

For Manoj Acharya & Associates
Chartered Accountants
Firm Registration No. 114984W

MANOJ ACHARYA & ASSOCIATES CA CHARTERED ACCOUNTANTS

Manoj Acharya
Partner
Membership No:045714
UDIN: 26045714WBTNRZ6193

Place: Ahmedabad
Date: 20/05/2026

For and on behalf of the board
Vision Cinemas Limted

B Rangavasanth
(Director)
DIN: 01763289

Anitha Vasanth
(Director)
DIN: 01763255

Place : Bengalaru
Date: 20/05/2026

Vision Cinemas Limited
L33129KA1992PLC013262
Standalone Cash Flow Statement for the year ended 31st March

Amount in Rs.'00000

Particulars	2026	2025
Cash flow from operating activities		
Profit before tax	(7.43)	0.83
Non-cash adjustment to reconcile profit before tax to net cash flows		
Depreciation Expenses	3.65	3.65
Operating profit before working capital changes	**(3.78)**	**4.48**
Movements in working capital :		
Increase/(Decrease) in Trade Payables	(4.62)	175.25
Increase/(Decrease) in Short Term Provisions	0.08	(1.83)
Increase/(Decrease) in Other current liabilities	0.31	26.67
Decrease/(increase) in Trade Receivables	181.85	(199.78)
Decrease/(increase) in Other Assets	4.62	(6.70)
Cash generated from /(used in) operations	**178.45**	**(1.91)**
Direct taxes paid (net of refunds)	-	0.98
Net cash flow from/ (used in) operating activities (A)	**178.45**	**(2.88)**
Cash flows from investing activities		
Purchase of fixed assets, including intangible assets and capital adva	-	-
Interest received	-	-
Sale of Fixed Asstets	-	-
Decrease in Other Non-current assets	-	-
Net cash flow from/(used in) investing activities (B)	**-**	**-**
Cash flows from Financing activities		
Proceeds from borrowings	-	-
Proceeds from issue of shares	-	-
(Increase)/Decrease in Loans & Advances	(0.37)	(0.46)
(Increase)/Decrease in Borrowings	-	-
Net cash flow from/(used in) in financing activities (C)	**(0.37)**	**(0.46)**
Net increase/(decrease) in cash and cash equivalents (A + B + C)	178.08	(3.34)
Cash and cash equivalents at the beginning of the year	0.82	3.87
Cash and cash equivalents at the end of the year	**178.90**	**0.53**
Components of cash and cash equivalents		
Cash on hand	1.03	0.21
Balances with banks	-	-
In Current Account	177.86	0.61
In Deposit Account	-	-
Total cash and cash equivalents	**178.90**	**0.82**

The above Cash Flow Statement has been prepared under the Indirect Method set out in Accounting Stanc

For Manoj Acharya & Associates
Chartered Accountants
Firm Registration No. 114984W

For and on behalf of the board

Manoj Acharya
Partner
Membership No:045714
UDIN: 26045714WBTNRZ6193

B Rangavasanth
Director
DIN: 01763289

Anitha Vasanth
Director
DIN: 01763255

Place:Ahmedabad
Date: 20/05/2026

Place: Bengaluru
Date: 20/05/2026

(Rs. In Lakhs

4.5. Property, Plant & Equipment			**Tangible Assets**				
Assets	**Land & Building**	**Plant & Machinery**	**Furniture & Fixtures**	**Office Equipment**	**Vehicles**	**Computers**	**Total**
Cost or valuation							
At 1st April 2024	109.34	260.06	25.26	12.53	17.78	108.99	533.95
Additions	-	-		-	-	-	-
Disposals	-	-		-	-	-	-
Other adjustments	-	-		-	-	-	-
At 31 March 2025	**109.34**	**260.0571**	**25.26**	**12.53**	**17.78**	**108.99**	**533.95**
Additions							
Disposals	-	-		-	-	-	-
Other adjustments	-	-		-	-	-	-
At 31 March 2026	**109.34**	**260.06**	**25.26**	**12.53**	**17.78**	**108.99**	**533.95**

(Rs. In Lakhs

Depreciation	Land & Building	Plant & Machinery	Furniture & Fixtures	Office Equipment	Vehicles	Computers	Total
At 1st April 2024	64.77	247.0542	24.01	11.90	16.89	103.54	468.16
Additions	3.65	-	-	-	-	-	3.65
Disposals	-	-	-	-	-	-	-
Other adjustments	-	-	-	-	-	-	-
At 31 March 2025	**68.42**	**247.05**	**24.01**	**11.90**	**16.89**	**103.54**	**471.81**
Charge for the year	**3.65**	**-**	**-**	**-**	**-**	**-**	3.65
Disposals	**-**	**-**		**-**	**-**	**-**	-
At 31 March 2026	**72.07**	**247.05**	**24.01**	**11.90**	**16.89**	**103.54**	**475.46**

Impairment Loss	Land & Building	Plant & Machinery	Furniture & Fixtures	Office Equipment	Vehicles	Computers	Total
Depreciation	-	-		-	-	-	-
At 1st April 2025	-	-		-	-	-	-
Additions	-	-		-	-	-	-
Disposals	-	-		-	-	-	-
At 31 March 2026		**-**		**-**	**-**	**-**	**-**

Net Block							
At 31 March 2025	**40.92**	**13.0029**	**1.25**	**0.63**	**0.89**	**5.45**	**62.14**
At 31 March 2026	**37.27**	**13.00**	**1.25**	**0.63**	**0.89**	**5.45**	**58.49**

Vision Cinemas Limited
L33129KA1992PLC013262
Notes forming part of Standalone Financial Statements for the year ended 31st March

Amount in Rs.'00000

5. Investment In Subsidiary	Non-Current Maturities		Current Maturities	
	2026	2025	2026	2025
Investment in Wholly Owned Subsidiary	4.99	4.99	-	-
49,900 Equity shares of Rs 10/- each, fully paid up	-	-	-	-
(Pyramid Entertainment (lndia) Private Limited)	**4.99**	**4.99**	**-**	**-**

6. Long Term Loans & Advances	2026	2025
Pyramid Entertainment (lndia) Private Limited	675.10	674.74
	675.10	**674.74**

7. Trade Receivables	2026	2025
(Unsecured, considered good unless otherwise stated)[4]		
Debts due for a period exceeding six months		
Considered Good	80.57	262.42
Considered Doubtful	-	-
	80.57	**262.42**
Other Debts:		
Considered Good	-	-
Considered Doubtful	-	-
	-	**-**
Less: Provision for Doubtful Debts	-	-
	-	**-**

[4] *Balances in the accounts of Trade Receivable are subject to confirmation from the respective parties.*

8. Cash and Cash Equivalents	2026	2025
Balances with banks		
In Current Account	-	-
INDIAN BANK 461654164	177.63	0.38
Kotak Mahindra Bank 7711127590	0.23	0.23
Cash In Hand	1.03	0.21
	178.90	**0.82**

9. Long Term Loans & Advances	2026	2025
Advances to Vendors	-	-
Short-term Loans and Advances	828.51	829.12
	828.51	**829.12**

10. Other Current Assets	2026	2025
Balance with Statutory Authorities		
GST Receivables	11.78	16.16
TDS Receivables	7.43	7.21
Accrued Interest	-	(0.15)
	19.21	**23.22**

Amount in Rs.'00000

11. Equity Share Capital	2026	2025
Authorized Share Capital		
15,00,00,000 (Previous Year 15,00,00,000) Equity Shares of Rs. 1/- each	1,500.00	1,500.00
Total Authorised Share Capital	**1,500.00**	**1,500.00**
(A)Issued and Subscribed and fully Paid-up		
7,08,24,705 (Previous Year 7,08,24,705) Equity Shares of Rs. 1/- each fully paid up	708.25	708.25
Total issued, subscribed and fully paid-up share capital	**708.25**	**708.25**
(arising out of reduction in capital as per court order)		
Opening balance		
	80.96	80.96
Add : Transfer During the year	-	-
Balance as at the end of the year	80.96	80.96
Total	**789.21**	**789.21**

The Company has only one class of shares referred to as equity shares having a par value of Re.1/-. Each holder of equity shares is entitled to one vote per share

The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the

Dividend, if approved, is payable to the shareholders in proportion to their shareholding. In the event of liquidation of the Company, the holders of equity shares

11.1 Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity Shares	2026		2025	
	No	Amount	No	Amount
At the beginning of the period	70,824,705	708.25	70,824,705	708.25
Issued during the period	-	-	-	-
Bought Back during the period	-	-	-	-
Outstanding at the end of the period	**70,824,705**	**708.25**	**70,824,705**	**708.25**

11.2 Details of shareholders holding more than 5% shares in the company

Particulars	2026		2025	
	No	%	No	%
S.I.Media LLP	10,000,000	14.12%	10,000,000	14.12%
Anita Vasanth	6,950,170	9.81%	6,950,170	9.81%
Vasanth Color Labs	5,000,000	7.06%	5,000,000	7.06%
	21,950,170	**30.99%**	**21,950,170**	**30.99%**

As per records of the company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest,

Promoter's Shareholding
As at 31st March 2026

Amount in Rs.'00000

Promoter Name	Description	No. of shares at the beginning of the year	% of Total Shares	No. of shares at the end of the year	% of Total Shares	% change during the year
S.I.Media LLP	Equity Shares	10,000,000	14.12%	10,000,000	14.12%	0%
Anita Vasanth	Equity Shares	6,950,170	9.81%	6,950,170	9.81%	0%
Vasanth Color Labs	Equity Shares	5,000,000	7.06%	5,000,000	7.06%	0%
Bindiganavale Ranga Vasanth Kumar	Equity Shares	2,726,263	3.85%	2,726,263	3.85%	0%
Vishnu Vasanth	Equity Shares	2,106,450	2.97%	2,106,450	2.97%	0%
Vinitha Vasanth	Equity Shares	711,963	1.01%	711,963	1.01%	0%

Promoter's Shareholding
As at 31st March 2025

Promoter Name	Description	No. of shares at the beginning of the year	% of Total Shares	No. of shares at the end of the year	% of Total Shares	% change during the year
S.I.Media LLP	Equity Shares	10,000,000	14.12%	10,000,000	14.12%	0%
Anita Vasanth	Equity Shares	6,950,170	9.81%	6,950,170	9.81%	0%
Vasanth Color Labs	Equity Shares	5,000,000	7.06%	5,000,000	7.06%	0%
Bindiganavale Ranga Vasanth Kumar	Equity Shares	2,726,263	3.85%	2,726,263	3.85%	0%
Vishnu Vasanth	Equity Shares	2,106,450	2.97%	2,106,450	2.97%	0%
Vinitha Vasanth	Equity Shares	711,963	1.01%	711,963	1.01%	0%

Amount in Rs.'00000

12. Other Equity	2026	2025
(a) Capital Reserve		
Opening balance	0.55	0.55
Add : Transfer During the year	-	
Balance as at the end of the year	0.55	0.55
(b) Securities Premium Account		
Opening balance	791.61	791.61
Add : Transfer During the year	-	
Balance as at the end of the year	791.61	791.61
(c) Profit and Loss Account		
Opening balance	(46.39)	(46.90)
Add : Transfer During the year	(6.75)	0.51
Balance as at the end of the year	(53.14)	(46.39)
(d) Other Comprehensive Income		
Opening balance	-	
Add : Transfer During the year	-	
Balance as at the end of the year	-	-
Total Other Equity	739.02	745.77

13. Borrowings	Non-Current Maturities		Current Maturities	
	2026	2025	2026	2025
Loan and Advances from Related Parties				
Loan from Directors[1]	-	-	-	-
	-	-	-	-
The above amount includes				
Secured borrowings	-	-	-	-
Unsecured borrowings	-	-	-	-
Amount disclosed under the head "Other Current Liabilities"	-	-	-	-
	-	**-**	**-**	**-**

[1] *Reflects unsecured interest free loan by director. Since the amount is repayable on demand, the same has been considered as short-term loan.*

Amount in Rs.'00000

14. Trade Payables & Other Current Liabilities	**Current Liabilities**	
	2026	**2025**
Trade Payables (including acceptances)[2]		
Total outstanding dues of Micro Small and Medium Enterprises		
A. The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of		
i. Principal Amount Due[3]	-	-
ii. Interest Payable on Dues	-	-
B. The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act,	-	-
C. The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the	-	-
D. The amount of interest accrued and remaining unpaid at the end of each accountang year; and	-	-
E. The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues	-	-
Total outstanding dues of Creditors other than Micro Small and Medium Enterprises		
For Capital Expenditure	-	-
For Others	272.69	277.31
	272.69	**277.31**
Other Liabilities		
Director's Reimbursement	34.03	31.83
	34.03	**31.83**
Statutory Payables	2.61	4.50
	2.61	**4.50**
Short Term Provisions	1.60	1.53
	1.60	**1.53**

2 Balances in the accounts of Trade Payables are subject to confirmation from the respective parties.

15. Revenue From Operation	**2026**	**2025**
Ad Film Production Income	-	-
Revenue Share on Screening Income	89.12	320.30
	89.12	**320.30**

16. Other Revenue	**2026**	**2025**
Balances No Longer Payable	2.82	-
Interest on IT Refund	0.09	0.06
	2.90	**0.06**

Vision Cinemas Limited
L33129KA1992PLC013262
Notes forming part of Standalone Financial Statements for the year ended 31st March

Amount in Rs.'00000

17. Employee benefits expense	2026	2025
Director's Remuneration	-	-
Bhavesh Thakur Conveyance A/c	-	-
CONVEYANCE	-	-
EKTA KHANDELWAL - Salary	-	-
Kanti Gajanana Hegde-Salary A/c	3.00	3.00
Salaries & Wages	0.36	13.83
STAFF WELFARE	-	1.88
Vinodh Remuneration A/c	1.50	1.80
Security & Housekeeping Expenses	-	0.65
	4.86	**21.15**

18. Other Expenses	2026	2025
Audit fees - Statutory	1.50	1.50
Administrative Exp	-	4.62
Advertising & Print Media Exp.	0.53	0.77
	0.51	
Annual Issuer Fees	1.80	1.26
Annual Listing Fee	3.25	3.25
Balance No Longer Receivable	-	-
BSE Penalty and Levy Charges	-	20.00
CONVEYANCE	0.57	
Digital Signature Charges	0.03	
E-TDS Processing & Filing Charges	0.00	
EVS Charges A/c	0.04	
Interest on TDS	0.01	
Discount Allowed	-	-
General Expenses	-	3.25
MCA Fees	2.21	
MISCELLANEOUS EXPENSES	1.15	
NSDL Annual Custody Fee	0.34	0.32
Telephone & Internet Expnese	-	0.11
Editing Charges	-	3.53
Lighting Expenses	-	0.86
Other Production Expenses	-	8.60
Post Production Expenses	-	-
Purchase of Other Advertising Services	58.58	223.60
Production Property Expenses	-	15.00
Production Team Salary	-	2.06
Legal Charges A/c.	-	-
Professional Charges	18.36	4.78
Voice Over Expenses	-	-
Rates & Taxes	0.31	
R O C Charges Account	0.05	
Round Off	0.00	
Saral XBRL Software Subscription Exp.	0.08	

Amount in Rs.'00000

SDD Software Subscription Charges	0.03	
TRAVELLING EXPENSES	0.40	
Office Rent	1.20	1.20
	90.94	**294.72**

19. Finance Costs	**2026**	**2025**
Bank Charges	0.01	0.01
	0.01	**0.01**

20. Depreciation and Amortisation	**2026**	**2025**
Depreciation	3.65	3.65
	3.65	**3.65**

Particulars	As at 31.03.2026	As at 31.03.2025
Deferred Tax Computation		
A. Deferred Tax on Account of WDV		
WDV as per IT Act	565,027	633,674
WDV as per Companies Act	5,848,539.00	6,213,539
	-5,283,512	-5,579,865
Deferred Tax Asset /(Liability) @ 22.88%	-1,208,868	-1,276,673
B. **Unabsorbed Depreciation as per IT Act, 1961**		
AY 2022-23		
AY 2022-23	111,872	111,872
AY 2021-22	126,627	126,627
Total Unabsorbed Depreciation	238,499	238,499
Deferred Tax Asset /(Liability) @ 22.88%	54,569	54,569
C. Brought forward losses		
AY 2022-23		
AY 2021-22	987,629	987,629
AY 2022-23	1,168,146	1,168,146
Total Unabsorbed losses	2,155,775	2,155,775
Deferred Tax Asset /(Liability) @ 22.88%	493,241	493,241
Total Deferred Tax Asset / (Liability)	(661,058)	(728,863)
Deferred Tax	(728,863)	(795,014)
Profit and Loss Acc	67,806	66,151

WDV as per Income Tax Act - AY 2026-27

Particulars	ate of Depreciatic	Opening WDV	reciation for the y	Closing WDV
Plant and Machinery	15%	123,693	18,554	105,139
Land	0%	9,050	-	9,050
Building	10%	301,953	30,195	271,758
Furniture and Fittings	10%	198,978	19,898	179,080
Total		633,674	68,647	565,027

WDV as per Income Tax Act - AY 2025-26

Particulars	ate of Depreciatic	Opening WDV	reciation for the y	Closing WDV
Plant and Machinery	15%	145,521	21,828	123,693
Land	0%	9,050	-	9,050
Building	10%	335,504	33,550	301,953
Furniture and Fittings	10%	221,086	22,109	198,978
Total		711,161	77,487	633,674

WDV as per Income Tax Act - AY 2024-25

Particulars	ate of Depreciatic	Opening WDV	reciation for the y	Closing WDV
Plant and Machinery	15%	171,201	25680.1575	145,521
Land	0%	9,050	0	9,050
Building	10%	372,620	37261.98	335,358
Furniture and Fittings	10%	245,651	24565.14	221,086
Total		798,522	87,507	711,015

WDV as per Income Tax Act - AY 2023-24

Particulars	ate of Depreciatic	Opening WDV	reciation for the y	Closing WDV
Plant and Machinery	15%	201,413	30211.95	171,201
Land	0%	9,050	0	9,050
Building	10%	414,022	41402.2	372,620
Furniture and Fittings	10%	272,946	27294.6	245,651
Total				798,522

Vision Cinemas Limited

Previous Year 2025-2026
Assessment Year 2026-27

Statement of Computation of Depreciation U/s 32 of the Income Tax Act, 1961

Sl No	Asset Description	Depn Rate	W.D.V As On 01.04.2024	Additions		Salvage value	Balance As on 31.03.2025	Depreciation		Total Depreciation	W.D.V As On 31.03.2025
				Equal to and more than 180 days	Less Than 180 days			On Opening and additions for more than 180 days	On additions for less than 180 days		
1	Land	0%	9,050			-	9,050	-	-	-	9,050
2	Building	10%	335,504			-	335,504	33,550	-	33,550	301,954
3	Plant & Machinery	15%	145,521			-	145,521	21,828	-	21,828	123,693
4	Furniture and Fixtures	10%	221,086			-	221,086	22,109	-	22,109	198,977
	Total		**711,161**	**-**	**-**	**-**	**711,161**	**77,487**	**-**	**77,487**	**633,674**

Vision Cinemas Limited
L33129KA1992PLC013262
Consolidated Balance Sheet as at 31st March

(Rs. In Lakhs)

Particulars	Notes	2026	2025
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	4	89.95	100.62
Financial Assets		-	-
Investment in subsidiary		-	-
Deferred Tax Assets (net)		31.46	29.68
Long Term Loans & Advances		-	-
Other Non Current Assets			-
		121.41	**130.31**
Current Assets			
Trade Receivables	5	80.57	262.42
Cash and Cash Equivalents	6	179.45	1.37
Short-term Loans and Advances	7	828.51	829.12
Other Current Assets	8	19.21	23.22
		1,107.74	**1,116.12**
TOTAL		**1,229.15**	**1,246.43**
EQUITIES AND LIABILITIES			
Equity			
Equtiy Share Capital	9	789.21	789.21
Other Equity	10	39.71	52.75
		828.92	**841.96**
Non-Current Liabilities			
Long-Term Borrowings		-	-
Deferred Tax Liabilities (Net)		-	-
Other Long Term Liabilities		-	-
Long-Term Provisions		-	-
		-	**-**
Current Liabilities			
Short Term Borrowings	11	-	-
Trade Payables			
(A) Total outstanding dues of micro enterprises and small enterprises.			-
(B) Total outstanding dues of creditors other than micro & small enterpr	12	291.53	296.15
Other Current Liabilities	14	106.84	106.55
Short-Term Provisions		1.85	1.78
		400.23	**404.48**
TOTAL		**1,229.15**	**1,246.43**

Summary of significant accounting policies the accompanying notes are an integral part of the financial statements - 3

For CA Manoj Acharya & Associates
Chartered Accountants
Firm Registration No. 114984W

MANOJ ACHARYA & ASSOCIATES CA CHARTERED ACCOUNTANTS

Manoj Acharya
Partner
Membership No:045714
UDIN: 26045714PMSPSP1607

Place: Ahmedabad
Date: 20/05/2026

For and on behalf of the board
Vision Cinemas Limted

B Rangavasanth
(Director)
DIN: 01763289

Anitha Vasanth
(Director)
DIN: 01763255

Place: Bengaluru
Date: 20/05/2026

Vision Cinemas Limited
L33129KA1992PLC013262
Consolidated Statement of Profit & Loss for the year ended 31st March

(Rs. In Lakhs Except EPS)

Particulars	Notes	2026	2025
Income			
Revenue from operations	15	89.12	320.30
Other Revenue	16	2.90	0.11
Total revenue (1)		**92.03**	**320.41**
Expenses			
Employee benefits expense	17	4.86	21.15
Other Expenses	18	91.31	295.44
Finance Cost	19	0.01	
Depreciation and Amortization Expense	20	10.67	12.26
Total Expenses (2)		**106.84**	**328.85**
Profit before Exceptional and Extraordinary Items and Tax		**(14.82)**	**(8.45)**
Exceptional Items			
Profit before Extraordinary Items and Tax		(14.82)	(8.45)
Extraordinary Items			
Profit before Tax		(14.82)	(8.45)
Tax expenses			
Current tax		-	0.98
Deferred tax		(1.78)	(0.44)
Profit/(loss) for the year		**(13.04)**	**(8.99)**
Other comprehensive income			
Items that will not be reclassified to profit or loss in subsequent period:		-	-
Remeasurement of post employment benefit obligations		-	-
Income tax relating to these items		-	-
Other comprehensive income for the year, net of tax Total		-	-
Comprehensive Income for the year (A+B)		**(13.04)**	**(8.99)**
Earnings per equity share			
Basic			
Computed on the basis of total profit for the year		(0.017)	(0.011)
Diluted			
Computed on the basis of total profit for the year		(0.017)	(0.011)

Summary of significant accounting policies the accompanying notes are an integral part of the financial statements - 3

For CA Manoj Acharya & Associates
Chartered Accountants
Firm Registration No. 114984W

MANOJ ACHARYA & ASSOCIATES CA CHARTERED ACCOUNTANTS

Manoj Acharya
Proprietor
Membership No:045714
UDIN: 26045714PMSPSP1607

Place: Ahmedabad
Date: 20/05/2026

For and on behalf of the board
Vision Cinemas Limted

B Rangavasanth
(Director)
DIN: 01763289

Anitha Vasanth
(Director)
DIN: 01763255

Place: Bengaluru
Date: 20/05/2026

Vision Cinemas Limited
L33129KA1992PLC013262
Consolidated Cash Flow Statement for the year ended 31st March

(Rs. In Lakhs)

Particulars	2026	2025
Cash flow from operating activities		
Profit before tax	(14.81)	(8.45)
Non-cash adjustment to reconcile profit before tax to net cash flows		
Depreciation Expenses	10.68	12.24
Operating profit before working capital changes	**(4.14)**	**3.79**
Movements in working capital :		
Increase/(Decrease) in Trade Payables	(4.62)	174.11
Increase/(Decrease) in Short Term Provisions	0.08	(1.83)
Increase/(Decrease) in Other current liabilities	0.30	27.83
Decrease/(increase) in Trade Receivables	181.85	(199.78)
Decrease/(increase) in Other Assets	4.01	(4.74)
Cash generated from /(used in) operations	**177.47**	**(0.62)**
Direct taxes paid (net of refunds)	-	0.98
Net cash flow from/ (used in) operating activities (A)	**177.47**	**(1.60)**
Cash flows from investing activities		
Purchase of fixed assets, including intangible assets and capital advances	-	-
Interest received	-	-
Sale of Fixed Asstets	-	-
Decrease in Other Non-current assets	-	-
Net cash flow from/(used in) investing activities (B)	**-**	**-**
Cash flows from Financing activities		
Proceeds from borrowings	-	-
Proceeds from issue of shares	-	-
(Increase)/Decrease in Loans & Advances	0.61	(1.96)
(Increase)/Decrease in Borrowings	-	-
Net cash flow from/(used in) in financing activities (C)	**0.61**	**(1.96)**
Net increase/(decrease) in cash and cash equivalents (A + B + C)	178.08	(3.56)
Cash and cash equivalents at the beginning of the year	1.37	4.93
Cash and cash equivalents at the end of the year	**179.45**	**1.37**
Components of cash and cash equivalents		
Cash on hand	1.44	0.61
Balances with banks	-	-
In Current Account	178.01	0.75
In Deposit Account	-	-
Total cash and cash equivalents	**179.45**	**1.37**

The above Cash Flow Statement has been prepared under the Indirect Method set out in Accounting Standard - 3

For CA Manoj Acharya & Associates
Chartered Accountants
Firm Registration No. 114984W

Manoj Acharya
Partner
Membership No:045714
UDIN: 26045714PMSPSP1607

MANOJ ACHARYA & ASSOCIATES CA CHARTERED ACCOUNTANTS

Place: Ahmedabad
Date: 20/05/2026

For and on behalf of the board

B Rangavasanth
(Director)
DIN: 01763289

Anitha Vasanth
(Director)
DIN: 01763255

Place: Bengaluru
Date: 20/05/2026

4. PROPERTY, PLANT AND EQUIPMENT (Method: Straight Line basis)

		Gross Block				Accumulated Depreciation				Net Block	
Sl No	Particulars	Balance as at 1st April 2025	Additions/ (Disposals)	Revaluations/ (Impairments)	Balance as at 31st March 2026	Balance as at 1st April 2025	Transfer to General reserve	Depreciation for the Year	Balance as at 31st March 2026	Balance as at 31st March 2026	Balance as at 31st March 2025
	Tangible Assets										
1	Building	825.71			825.71	784.79		3.65	788.44	37.27	40.92
2	Plant & Machinery	895.93			895.93	845.17		6.83	852.00	43.92	50.76
3	Furniture & Fixtures	70.07			70.07	68.82		-	68.82	1.25	1.25
4	Office Equipment	15.13			15.13	14.49		-	14.49	0.64	0.64
5	Vehicles	55.78			55.78	54.31		0.18	54.50	1.29	1.47
6	Computers	111.58			111.58	106.00		-	106.00	5.58	5.58
	Intangible Assets										
1	Multiplex Software	1.80			1.80	1.80		-	1.80	-	-
	Total	1,975.99	-	-	1,975.99	1,875.38	-	10.67	1,886.05	89.95	100.62
	Previous Year	1,976.01	-	-	1,976.01	1,863.12	-	12.26	1,875.38	100.63	112.89

Notes forming part of Financial Statements

1. CORPORATE INFORMATION

Vision Cinemas Limited is a public limited company incorporated in India and the Company has its primary listing on Bombay Stock Exchange.

The Company is engaged in the business of movie exhibition and commenced production of Advertisement Films during the year. The company primarily earned revenue from Advertisement film production.

2. SIGNIFICANT ACCOUNTING POLICIES

(a) Statement of Compliance

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules as amended from time to time.

(b) Basis of preparation of financial statements

The financial statements are prepared in accordance with Division II of the Schedule III of the Companies Act, 2013 i.e. "General Instructions for preparation of financial statements of a company required to comply with Ind AS" as notified vide notification number G.S.R. 404(E) dated 06.04.2016 and Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. The financial statements are prepared under the historical cost convention, except for certain financial instruments which are measured at fair value at the end of each reporting period, as explained in the accounting policy below.

(c) Basis of measurement

The financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain financial instruments which are measured at fair value at end of the each reporting period, as explained in the accounting policies below.

(d) Use of judgement, estimates and assumptions

The preparation of the financial statements requires the management to make judgements, estimates and assumptions considered in the reported amounts of assets and liabilities and disclosure relating to contingent liabilities as at the date of financial statement and the reported amounts of income and expenditure during the reported year. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes:

i) Income taxes

The Company's major tax jurisdiction is India. Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions. In assessing the realizability of deferred income tax assets, management considers whether some portion or all of the deferred income tax assets will not be realized. The realization of deferred income tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. Management considers the scheduled reversals of deferred income tax liabilities, projected future taxable income and tax planning strategies in making this assessment. Based on the level of historical taxable income and projections for future taxable income over the periods in which the deferred income tax assets are deductible, management believes that the company will realize the benefits of those deductible differences. The amount of the deferred income tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry forward period are reduced.

ii) Impairment testing

Investments in subsidiaries, goodwill and intangible assets are tested for impairment annually and when events occur or changes in circumstances indicate that the recoverable amount of the asset or cash generating units to which these pertain is less than its carrying value. The recoverable amount of cash generating units is higher of value-in-use and fair value less cost to dispose. The calculation of value in use of a cash generating unit involves use of significant estimates and assumptions which includes turnover and earnings multiples, growth rates and net margins used to calculate projected future cash flows, risk-adjusted discount rate, future economic and market conditions.

iii) Depreciation and amortisation

Depreciation and amortization is based on management estimates of the future useful lives of certain class of property, plant and equipment and intangible assets. Estimates may change due to technological developments, competition, changes in market conditions and other factors and may result in changes in the estimated useful life and in the depreciation and amortization charges.

iv) Other estimates

The preparation of financial statements involves estimates and assumptions that affect the reported amount of assets, liabilities, disclosure of contingent liabilities at the date of financial statements and the reported amount of revenues and expenses for the reporting period. Specifically, the Company estimates the probability of collection of accounts receivable by analyzing historical payment patterns, customer concentrations, customer credit worthiness and current economic trends. If the financial condition of a customer deteriorates, additional allowances may be required.

The stock compensation expense is determined based on the Company's estimate of equity instruments that will eventually vest.

Fair valuation of derivative hedging instruments designated as cash flow hedges involves significant estimates relating to the occurrence of forecast transaction.

2.2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Functional and presentation currency

Items included in these Standalone financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (i.e. the "functional currency"). The Standalone financial statements are presented in Indian Rupee, the national currency of India, which is the functional currency of the Company.

(b) Investment In Subsidiary:

Investment in subsidiary company is carried at cost less accumulated impairment losses, if any. Where an indication of Impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiary companies, associate and joint venture companies, the difference between net disposal of proceeds and the carrying amounts are recognised in the statement of Profit and Loss.

(c) Property, plant and equipment

Property, plant and equipment are measured at historical cost or its deemed cost less accumulated depreciation and impairment losses, if any. Historical Cost includes expenditures directly attributable to the acquisition of the asset.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Subsequent expenditure relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in the statement of profit and loss when incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss.

The residual values, useful lives and methods of depreciation of PPE are reviewed at each financial year end and adjusted prospectively, if appropriate.

Subsequent expenditure on additions and betterment of operational properties are capitalized, 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 & Loss as incurred.

(d) Depreciation/ Amortisation

Depreciable amount for assets is the cost of asset less its estimated residual value.

Depreciation has been provided on assets on the straight line method, as per the useful life prescribed in Schedule II of the Companies Act, 2013.

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. The Company assesses at each Balance Sheet date whether there is objective evidence that a asset or a group of assets is impaired. An asset’s carrying amount is written down immediately to its recoverable amount if the asset’s carrying amount is greater than its estimated recoverable amount.

All the assets except building are at residual value as on 1st April, 2020 and hence depreciation is provided only on building value amount.

The residual values are not more than 5% of the original cost of assets.

(e) Leases

From April 1, 2019, Ind AS 116 ‘Leases’ is applicable to all the listed companies. Ind AS 116 has certain exemptions from the application of Ind AS – 116:

As per explanation and books of accounts provided to us, there are no leases payments done by the company and as per the explanation provided to us, no lease agreements are entered into by the company.

(f) Financial Instruments

All financial instruments are recognised initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset (other than financial assets recorded at fair value through profit or loss) are included in the fair value of the financial assets. Purchase 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 trade) are recognised on trade date. While, loans and borrowings and payables are recognised net of directly attributable transaction costs.

For the purpose of subsequent measurement, financial instruments of the Company are classified in the following categories: non-derivative financial assets comprising amortised cost, debt instruments at fair value through other comprehensive income(FVTOCI), equity instruments at FVTOCI or fair value through profit and loss account (FVTPL), non derivative financial liabilities at amortised cost or FVTPL and derivative financial instruments (under the category of financial assets or financial liabilities) at FVTPL.

The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.

Non-derivative financial assets

i. Financial assets at amortised cost

A financial asset shall be measured at amortised cost if both of the following conditions are met:

(a) the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and

(b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Financial assets are measured initially at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest rate method, less any impairment loss.

Financial assets at amortised cost are represented by trade receivables, security deposits, cash and cash equivalents, employee and other advances and eligible current and non-current assets.

Cash and cash equivalents comprise cash on hand and in banks and demand deposits with banks which can be withdrawn at any time without prior notice or penalty on the principal.

For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, in banks and demand deposits with banks, net of outstanding bank overdrafts that are repayable on demand, book overdraft and are considered part of the Company’s cash management system.

ii. **Financial Assets at Fair Value through Other Comprehensive Income (FVTOCI)**

For assets, if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and where the company has exercised the option to classify the equity investment as at FVTOCI, all fair value changes on the investment are recognised in OCI. The accumulated gains or losses on such investments are not recycled to the Statement of Profit and Loss even on sale of such investment.

iii. **Financial assets at Fair Value through Profit and loss (FVTPL)**

A financial asset which is not classified in any of the above category is measured at FVTPL. These include surplus funds invested in mutual funds etc.

Financial assets included within the FVTPL category are measured at fair values with all changes recorded in the statement of profit and loss.

Non-derivative financial liabilities

Financial liabilities at amortised cost

Financial liabilities at amortised cost represented by borrowings, trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest rate method. For trade and other payable maturing within one year from the Balance Sheet date, the carrying value approximates fair value due to short maturity.

Financial liabilities at Fair Value through Profit and loss (FVTPL)

Financial liabilities at FVTPL represented by contingent consideration are measured at fair value with all changes recognized in the statement of profit and loss.

Derivative financial instruments and hedging activities

A derivative is a financial instrument which changes value in response to changes in an underlying asset and is settled at a future date. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. The method of recognizing the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.
The Company enters into derivative contracts to hedge the risks asserted with currency fluctuations relating to firm commitments and highly probable transactions. The Company does not use derivative instruments for speculative purposes.

The Company documents, at the inception of the transaction, the relationship between hedging instruments and hedged items, as well as its risk management objectives and strategy for undertaking various hedging transactions. The Company also documents its assessment, both at hedge inception and on an on-going basis, of whether the derivatives that are used in hedging transactions are effective in offsetting changes in cash flows of hedged items.

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in Other Comprehensive Income. The ineffective portion of changes in the fair value of the derivative is recognised in the Statement of Profit and Loss.

Amounts accumulated in hedging reserve are reclassified to the Statement of Profit and Loss in the periods when the hedged item affects the Statement of Profit and Loss.

The full fair value of a hedging derivative is classified as a current/ non-current, asset or liability based on the remaining maturity of the hedged item.

When a hedging instrument expires, swapped or unwound, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in Statement of Changes in Equity is recognised in the Statement of Profit and Loss.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

Fair value measurement

The Company classifies the fair value of its financial instruments in the following hierarchy, based on the inputs used in their valuation:

i) Level 1 - The fair value of financial instruments quoted in active markets is based on their quoted closing price at the Balance Sheet date.

ii) Level 2 - The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques using observable market data. Such valuation techniques include discounted cash flows, standard valuation models based on market parameters for interest rates, yield curves or foreign exchange rates, dealer quotes for similar instruments and use of comparable arm’s length transactions.

iii) Level 3 - The fair value of financial instruments that are measured on the basis of entity specific valuations using inputs that are not based on observable market data (unobservable inputs). When the fair value of unquoted instruments cannot be measured with sufficient reliability, the Company carries such instruments at cost less impairment, if applicable.

(f) Employee Benefits

Salaries and wages paid to employees is recognized as an expense at the undiscounted amounts in the Statement of Profit and Loss of the year in which the related service is rendered.

The Company does not have any policy for deduction of professional Tax, Provident Fund, ESIC and/or any other employee benefit plans.

(g) Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract. Provisions for onerous contracts are measured at the present value of lower of the expected net cost of fulfilling the contract and the expected cost of terminating the contract.

(h) Income Taxes

Income tax comprises current and deferred tax. Income tax expense is recognized in the Statement of Profit and Loss except to the extent it relates to items directly recognized in equity or in other comprehensive income.

a) Current income tax - Current income tax liability/ (asset) for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the year. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted by the reporting date and applicable for the year. The Company off sets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realize the asset and liability simultaneously.

b) Deferred tax - Deferred income tax is recognized using the Balance Sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

Deferred income tax asset is recognized 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 utilized. Deferred income tax liabilities are recognized for all taxable temporary differences.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

(i) Cash flow Statement:

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of anon-cash nature, any deferrals or accruals of past or future operating cash receipt or payments and item of income or expense associated with investing or financing cash-flows. The cash flow from operating, investing and financing activities of the Company are segregated.

(j) Revenue Recognition

The Company derives revenue primarily from screening and distribution income. Revenue is recognized 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 entertainment tax which are collected by the Company on behalf of the Government and deposited to the credit of respective Governments.

(k) Dividend and dividend distribution tax

Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors. The Company declares and pays dividends in Indian rupees and are subject to applicable distribution taxes. The applicable distribution taxes are treated as an appropriation of profits.

(l) Foreign Currency transactions and translations

Transactions in foreign currency are translated into the respective functional currencies using the exchange rates prevailing at the dates of the respective transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the exchange rates prevailing at reporting date of monetary assets and liabilities denominated in foreign currencies are recognized in the Statement of Profit and Loss and reported within foreign exchange gains/ (losses).

Non-monetary assets and liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction.

Foreign currency gains and losses are reported on a net basis. This includes changes in the fair value of foreign exchange derivative instruments, which are accounted at fair value through profit or loss.

(m) Finance Income and expense

Finance income consists of interest income on funds invested, dividend income and fair value gains on the FVTPL financial assets. Interest income is recognized as it accrues in the statement of profit and loss, using the effective interest method.

Dividend income is recognized in the statement of profit and loss on the date that the Company's right to receive payment is established.

Finance expenses consist of interest expense on loans and borrowings. Borrowing costs are recognized in the Statement of Profit and Loss using the effective interest method.

(n) Earnings per share

Basic earnings per equity share are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period.

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as at the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

(o) Contingent Liabilities

Contingent liabilities exist when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or nonoccurrence of one or more uncertain future events not wholly within the control of the Company, or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required or the amount cannot be reliably estimated. Contingent liabilities are appropriately disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

The company has defaulted in timely submission of SEBI statutory statements and has been late in filing statements. The basic fine payable is of Rs. 1,03,32,472 pursuant to SEBI SOP Circular for the period from March 2014 to March, 2024 as per information given by the management.

The company has not made provision for above referred contingent liabilities in its financial statements.

(p) Contingent Assets

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. The Company does not recognize a contingent asset.

(q) Events after the reporting period

Adjusting events are events that provide further evidence of conditions that existed at the end of the reporting period. The financial statements are adjusted for such events before authorisation for issue.

Non-adjusting events are events that are indicative of conditions that arose after the end of the reporting period. Non-adjusting events after the reporting date are not accounted, but disclosed.

(r) Borrowing Costs

Borrowing costs include interest and amortization of ancillary costs incurred to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalisation of such asset is added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

During the year company has not incurred any borrowing expenses.

(s) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest rupees as per the requirement of Schedule III, unless otherwise stated.

(t) Goods & Service Tax:

GST credit on materials purchased for production / service availed for production / input service are taken into account at the time of purchase and GST credit on purchase of capital items wherever applicable are taken into account as and when the assets are acquired.

The GST credits so taken are utilized for payment of excise duty/GST on sales. The unutilized GST credit is carried forward in the books. The GST credits so taken are utilized for payment of tax on goods sold. The unutilized GST credit, if any, is carried forward in the books.

18. Segment reporting:

The company is engaged in the business of providing Screening and distribution Services. The company is therefore having one business segment, only.

19. Details of dues to Micro and Small Enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006.

Total creditors as on 31.03.2026 are Rs 272.69 lakhs. Details of classification of creditors into MSME and non MSME are not available. In the absence of additional information, we are not able to comment on the actual outstanding balance as on March 31, 2026 payable to Micro and Small Enterprise as defined under the Micro, Small and Medium Enterprise Development Act, 2006.

20. In the opinion of Management, any of the assets other than items of property, plant and equipment, intangible assets and Non-Current Investments have a value on realization in the ordinary course of business at least equal to the amount at which they are stated, unless otherwise stated.

21. On periodical basis and as and when required, the Company reviews the carrying amounts of its assets and found that there is no indication that those assets have suffered any impairment loss. Hence, no such impairment loss have been provided in the Financial Year 2025-26 (Previous Year Rs. Nil)

22. Financial Instruments and Risk Management

Risk Management Framework

The Company's risk management is governed by policies and approved by the board of directors. Company's identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The company has policies for overall risk management, as well as policies covering specific areas, such as - exchange risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments.

The audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

a. Credit Risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The Company maintains its cash and cash equivalents and bank deposits with banks having good reputation, good past track record and high quality credit rating and also reviews their credit-worthiness on an on-going basis. The maximum exposure to credit risk at the reporting date is primarily from trade receivables. Credit risk has always been managed by the company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the company grants credit terms in the normal course of business. On account of the adoption of Ind AS 109, the company uses ECL model to assess the impairment loss or gain. The company uses a provision matrix to compute the ECL allowance for trade receivables and unbilled revenues. The provision matrix takes into account available external and internal credit risk factors and the company's experience for customers.

The Company reviews trade receivables on periodic basis and charges to profit and loss account when management feels the amount will not be receivable in future. The Company also calculates the expected credit loss (ECL) for non-collection of receivables.

b. Liquid 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 asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.
Management regularly monitors the position of cash and cash equivalents vis-à-vis projections. Assessment of maturity profiles of financial assets and liabilities

including debt financing plans and maintenance of balance sheet liquidity ratios are considered while reviewing the liquidity position.

c. Exposure to Liquid Risk:

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

d. Market Risk

Market risk is the risk that the fair value or future cash flow of a financial instrument will fluctuate because of changes in market factors. Market risk comprises two types of risks:

a) Currency Risk

The functional currency of the Company is Indian Rupee. The Company is exposed to currency risk on account of receivables in foreign currency. Company is exposed to currency risk on account of receivables in foreign currency. The company does not have any unhedged foreign currency exposure as on 31/03/2026.

b) Price Risk

As of 31st March 2026, the company has nil exposure on security price risks.

e. 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 under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows:

(a) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
(b) Level 2 inputs are inputs that are observable, either directly or indirectly, other than quoted prices included within level 1 for the asset or liability.
(c) Level 3 inputs are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants.

The carrying amount of cash and cash equivalents, trade receivables, trade payables considered to be the same as their values due to their short term nature.

23. Ageing of Trade Receivable : Current outstanding as at March 31,2026

(Rs. In Lakhs)

Particulars	Outstanding for the following periods from the due date of payment					
	Less than 6 months	6 months- 1 years	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables- considered good		80.57	-	-	-	80.57
ii)Undisputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-
iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
iv) Disputed Trade Receivables- considered good	-	-	-	-	-	-
v) Disputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-
vi)Disputed Trade Receivables- credit impaired	-	-	-	-	-	-
Total		80.57				80.57

Ageing of Trade Receivable : Current outstanding as at March 31,2025 (Rs. In Lakhs)

Particulars	Outstanding for the following periods from the due date of payment					
	Less than 6 months	6 months- 1 years	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables- considered good	199.77	50.93	-	11.72	-	262.42
ii)Undisputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-
iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
iv) Disputed Trade Receivables- considered good	-	-	-	-	-	-
v) Disputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-
vi)Disputed Trade Receivables- credit impaired	-	-	-	-	-	-
Total	199.77	50.93	-	11.72	-	262.42

24. Ageing of Trade Payables : Current outstanding as at March 31,2026

(Rs. In Lakhs)

Particulars	Outstanding for the following periods from the due date of payment					
	Less than 6 months	6 months- 1 years	1-2 years	2-3 years	More than 3 years	Total
MSME						
Others	47.63	175.06	1.93	-	48.07	272.69
Disputed dues – MSME	-	-	-	-	-	-
Disputed dues- Other	-	-	-	-	-	-

Ageing of Trade Payables : Current outstanding as at March 31, 2025

(Rs. In Lakhs)

Particulars	Outstanding for the following periods from the due date of payment					
	Less than 6 months	6 months- 1 years	1-2 years	2-3 years	More than 3 years	Total
MSME	-	-	-	-	-	-
Others	175.06	1.93	-	0.45	99.87	277.31
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues- Other	-	-	-	-	-	-

25. Related Party Transactions

Following are the name and relationship of related parties with which company have transactions/balances:

Associate/Subsidiary/Related Company/Enterprise/Firms:

- M/s Pyramid Entertainment India Pvt Ltd
- M/s Vasanth Color Laboratories India Ltd
- M/s SI Media LLP
- M/s Visual Communication Services
- Kavita Communications

Key Management Personnel along with their relatives having significant influence:

a. Key Management Personnel

- Ranga Vasanth
- Anita Vasanth

a. **Disclosures in respect of significant transactions with related parties during the year:**

b.

Transactions	Year Ended March 31,2026	Year Ended March 31,2025
Sale of Services		
Kavita Communications	-	
Visual Communication Services	89,12,397	1,75,07,686
SI Media LLP	-	1,45,22,170
Purchase of Services		
SI Media LLP	58,57,525	-
Kavita Communication	-	2,23,60,347

Investment in Subsidiary Shares		
Pyramid Entertainment India Pvt Ltd	4,99,000	4,99,000
Loan given to		
Visual Communication Services	1,89,93,104	-
Pyramid Entertainment India Pvt Ltd	36,800	26,200
SI Media LLP	-	-
Vasanth Color Laboratories India Ltd	-	1,96,000
Repayment of Loan from		
Visual Communication Services	1,30,16,629	
SI Media LLP	1,39,59,729	-
Vasanth Color Laboratories India Ltd	61,000	
Receipt of Loan		
Vasanth Color Laboratories India Ltd	-	-
Ranga Vasanth	1,80,000	14,08,900
Anitha Vasanth	1,20,600	17,74,207
Kavita Communications	18,54,927	-
Repayment of Loan		
Kavita Communications	25,00,000	-
Ranga Vasanth	81,000	-
Disclosure of closing balances:		
Amount Due to		
	-	
Ranga Vasanth	15,07,900	14,08,900
Anita Vasanth	18,94,807	17,74,207
Kavita Communications	1,70,29,570	1,76,74,643
Amount Due from		
SI Media LLP	7,87,488	1,47,47,217
Visual Communication Services	72,70,011	1,32,46,486
Pyramid Entertainment India Pvt Ltd	6,75,10,464	6,74,53,964
Vasanth Color Laboratories India Ltd	8,28,50,537	8,29,11,537
Advances to Trade Creditors		
Visual Communication Services		

26. <u>Disclosure of Ratio</u>

Ratio	Numerator	Denominator	Current Year	Previous Year	Variance (in%)
Current Ratio (in times)	Current Assets	Current Liabilities	3.56	3.54	2.56
Debt-Equity Ratio (in times)	Long term debts	Shareholders Fund	0.00	0.00	0.00
Debt Service Coverage Ratio (in times)	EBITDA	Interest + Principal	0.00	0.00	0.00
Return on Equity Ratio (in %)	Profit After Tax	Shareholders Fund	-0.004	0.00	0.00
Trade Receivables Turnover Ratio (in times)	Revenue From Operation	Average Trade Receivables	0.52	1.97	-0.48
Trade Payables Turnover Ratio (in times)	Cost of Materials Consumed+Other Expense	Average Trade Payable	0.33	1.55	-0.79
Net Capital Turnover Ratio (in times)	Revenue From Operation	Average working capital(CA-CL)	0.11	0.40	-0.89
Net Profit Ratio (in %)	Profit After Tax	Revenue From Operation	-0.08	0.00	-1.08
Return on Capital employed (in %)	Profit before tax and finance cost	Capital Employed = Networth + Non Current Borrowings	0.00	0.00	0.00
Return on Investment (in %)	Income generated from investments	Time weighted average investments	-	-	0.00

27. Previous year's figures have been regrouped and rearranged wherever necessary, to make them comparable with those of current year.

As per our report of even date
For, **Manoj Acharya & Associates**
Chartered Accountants

for and on behalf of the Board of Directors of
VisionCinemas Limited

MANOJ ACHARYA & ASSOCIATES
CA
CHARTERED ACCOUNTANTS

Manoj Acharya
(Partner)
M. No. 045714

Ranga Vasanth
Director
DIN: 01763255

Anitha Vasanth
Director
DIN: 01763289

Place: Ahmedabad
Date: May 20th, 2026

Place: Bengaluru
Date: May 20th, 2026

Notes forming part of Consolidated Financial Statements

1. CORPORATE INFORMATION

The Consolidated financial statements of Vision Cinemas Limited are made up of the Vision Cinemas Limited together with its subsidiaries Pyramid Entertainment India Pvt Ltd. (collectively referred to as the "Group").

The Company Is engaged in the business of movie exhibition. The company earns revenue from screening income and distribution income.
The Vision Cinemas Limited is a public limited company incorporated in India and the Company has its primary listing on Bombay Stock Exchange.

The principal accounting policies applied in the preparation of the consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION & PRESENTATION OF FINANCIAL STATEMENTS

(a) Statement of Compliance

These consolidated financial statements have not been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules as amended from time to time.

(b) Basis of measurement

The consolidated financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain financial instruments which are measured at fair value at end of the each reporting period, as explained in the accounting policies below.

(c) Use of judgement, estimates and assumptions

The preparation of the financial statements requires the management to make judgements, estimates and assumptions considered in the reported amounts of assets and liabilities and disclosure relating to contingent liabilities as at the date of consolidated financial statement and the reported amounts of income and expenditure during the reported year. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements is included in the following notes:

i) Income taxes

The Group's major tax jurisdictions are India. Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions. In assessing the realizability of deferred income tax assets, management considers whether some portion or all of the deferred income tax assets will not be realized. The realization of deferred income tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. Management considers the scheduled reversals of deferred income tax liabilities, projected future taxable income and tax planning strategies in making this assessment. Based on the level of historical taxable income and projections for future taxable income over the periods in which the deferred income tax assets are deductible, management believes that the company will realize the benefits of those deductible differences. The amount of the deferred income tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry forward period are reduced.

ii) Impairment testing

Investments in goodwill and intangible assets are tested for impairment annually and when events occur or changes in circumstances indicate that the recoverable amount of the asset or cash generating units to which these pertain is less than its carrying value. The recoverable amount of cash generating units is higher of value-in-use and fair value less cost to dispose. The calculation of value in use of a cash generating unit involves use of significant estimates and assumptions which includes turnover and earnings multiples, growth rates and net margins used to calculate projected future cash flows, risk-adjusted discount rate, future economic and market conditions.

iii) Depreciation and amortisation

Depreciation and amoritisation is based on management estimates of the future useful lives of certain class of property, plant and equipment and intangible assets. Estimates may change due to technological developments, competition, changes in market conditions and other factors and may result in changes in the estimated useful life and in the depreciation and amortisation charges.

iv) Other estimates

The preparation of consolidated financial statements involves estimates and assumptions that affect the reported amount of assets, liabilities, disclosure of contingent liabilities at the date of consolidated financial statements and the reported amount of revenues and expenses for the reporting period. Specifically, the Company estimates the probability of collection of accounts receivable by analyzing historical payment patterns, customer concentrations, customer credit worthiness and current economic trends. If the financial condition of a customer deteriorates, additional allowances may be required.

The stock compensation expense is determined based on the Company's estimate of equity instruments that will eventually vest.

Fair valuation of derivative hedging instruments designated as cash flow hedges involves significant estimates relating to the occurrence of forecast transaction.

2.2 Basis of Consolidation

Name of the Company	Country of Incorporation	Proportion of Ownership as on March 31, 2026	Proportion of Ownership as on March 31, 2025
Pyramid Entertainment India Pvt Ltd.	India	99.8%	99.8%

Principles of Consolidation and equity accounting

- **Subsidiary companies**

  Subsidiary companies are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiary companies are fully consolidated from the date on which control is obtained by the Group. They are deconsolidated from the date that control ceases.

  The acquisition method of accounting is used to account for business combinations by the Group.

  The Group combines the Consolidated Financial Statements of the parent and its subsidiary companies line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealized gains on transactions between Group companies are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting Policies of subsidiary companies have been changed where necessary to ensure consistency with the policies adopted by the Group.

  Non-controlling interests in the results and equity of subsidiary companies are shown separately in the Consolidated Statement of Profit and Loss, Consolidated Statement of changes in equity and Consolidated Balance Sheet respectively.

- **Equity Method**

  Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognize share of the

Group in post-acquisition profit and loss of the investee in profit and loss, and share of the Group in Other Comprehensive Income of the investee in Other Comprehensive Income. Dividends received or receivable from subsidiary Company are recognised as a reduction in the carrying amount of the investment.

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealized gains on transactions between the Group and its subsidiary Company are eliminated to the extent of the Group interest in these entities. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting Policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

The carrying amount of equity accounted investments are tested for impairment in accordance with the policy described in (ix) below.

- **Change in ownership interest**

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interest in the subsidiary companies. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in the Consolidated Statement of Profit and Loss. This fair value becomes the initial carrying amount for the purpose of subsequent accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amount previously recognised in Other Comprehensive Income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in Other Comprehensive Income are reclassified to the Consolidated Statement of Profit and Loss.

If the ownership interest in a joint venture Company or an associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognised in Other Comprehensive Income are reclassified to the Consolidated Statement of Profit and Loss where appropriate.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Functional and presentation currency

Items included in the consolidated financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (i.e. the “functional currency”). The financial statements are presented in Indian Rupee, the national currency of India, which is the functional currency of the Company. The functional currency of its subsidiary is also Indian Rupee.

(b) Property, plant and equipment

Property, plant and equipment are measured at historical cost or its deemed cost less accumulated depreciation and impairment losses, if any. Historical Cost includes expenditures directly attributable to the acquisition of the asset.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Subsequent expenditure relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in the statement of profit and loss when incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss.

(c) Depreciation/ Amortisation

Depreciable amount for assets is the cost of asset less its estimated residual value.

Depreciation has been provided on all assets on the straight line method, as per the useful life prescribed in Schedule II of the Companies Act, 2013.

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. The Company assesses at each Balance Sheet date whether there is objective evidence that a asset or a group of assets is impaired. An asset’s carrying amount is written down immediately to its recoverable amount if the asset’s carrying amount is greater than its estimated recoverable amount.

All the assets of Parent Company except building are at residual value as on 1st April, 2021 and hence depreciation is provided only on building value amount. Depreciation on all the assets of subsidiary company are provided according to the applicable rates.

The residual values are not more than 5% of the original cost of assets.

(d) Leases

From April 1, 2019, Ind AS 116 'Leases' is applicable to all the listed companies. Ind AS 116 has certain exemptions from the application of Ind AS – 116:

As per explanation and books of accounts provided to us, there are no lease payments done by the company and as per the explanation provided to us, no lease agreements are entered into by the company.

(e) Financial Instruments

All financial instruments are recognised initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset (other than financial assets recorded at fair value through profit or loss) are included in the fair value of the financial assets. Purchase or sale of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognised on trade date. While, loans and borrowings and payables are recognised net of directly attributable transaction costs.

For the purpose of subsequent measurement, financial instruments of the Group are classified in the following categories: non-derivative financial assets comprising amortised cost, debt instruments at fair value through other comprehensive income (FVTOCI), equity instruments at FVTOCI or fair value through profit and loss account (FVTPL), non derivative financial liabilities at amortised cost or FVTPL and derivative financial instruments (under the category of financial assets or financial liabilities) at FVTPL.

The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.

Non-derivative financial assets

i. Financial assets at amortised cost

A financial asset shall be measured at amortised cost if both of the following conditions are met:

(a) the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and

(b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Financial assets are measured initially at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest rate method, less any impairment loss.

Financial assets at amortised cost are represented by trade receivables, security deposits, cash and cash equivalents, employee and other advances and eligible current and non-current assets.

Cash and cash equivalents comprise cash on hand and in banks and demand deposits with banks which can be withdrawn at any time without prior notice or penalty on the principal.

For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, in banks and demand deposits with banks, net of outstanding bank overdrafts that are repayable on demand, book overdraft and are considered part of the Company's cash management system.

ii. Financial Assets at Fair Value through Other Comprehensive Income (FVTOCI)

For assets, if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and where the company has exercised the option to classify the equity investment as at FVTOCI, all fair value changes on the investment are recognised in OCI. The accumulated gains or losses on such investments are not recycled to the Statement of Profit and Loss even on sale of such investment.

iii. Financial assets at Fair Value through Profit and loss (FVTPL)

Financial assets which is not classified in any of the above category is measured at FVTPL. These include surplus funds invested in mutual funds etc.

Financial assets included within the FVTPL category are measured at fair values with all changes recorded in the statement of profit and loss.

Non-derivative financial liabilities

Financial liabilities at amortised cost

Financial liabilities at amortised cost represented by borrowings, trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest rate method. For trade and other payable maturing within one year from the Balance Sheet date, the carrying value approximates fair value due to short maturity.

Financial liabilities at Fair Value through Profit and loss (FVTPL)

Financial liabilities at FVTPL represented by contingent consideration are measured at fair value with all changes recognized in the statement of profit and loss.

Derivative financial instruments and hedging activities

A derivative is a financial instrument which changes value in response to changes in an underlying asset and is settled at a future date. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. The method of recognizing the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

The Group enters into derivative contracts to hedge the risks asserted with currency fluctuations relating to firm commitments and highly probable transactions. The Company does not use derivative instruments for speculative purposes.

The Group documents, at the inception of the transaction, the relationship between hedging instruments and hedged items, as well as its risk management objectives and strategy for undertaking various hedging transactions. The Group also documents its assessment, both at hedge inception and on an on-going basis, of whether the derivatives that are used in hedging transactions are effective in offsetting changes in cash flows of hedged items.

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in Other Comprehensive Income. The ineffective portion of changes in the fair value of the derivative is recognised in the Consolidated Statement of Profit and Loss.

Amounts accumulated in hedging reserve are reclassified to the Consolidated Statement of Profit and Loss in the periods when the hedged item affects the Consolidated Statement of Profit and Loss.

The full fair value of a hedging derivative is classified as a current/ non-current, asset or liability based on the remaining maturity of the hedged item.

When a hedging instrument expires, swapped or unwound, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in Consolidated Statement of Changes in Equity is recognised in the Consolidated Statement of Profit and Loss.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the Consolidated Balance Sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

Fair value measurement

The Group classifies the fair value of its financial instruments in the following hierarchy, based on the inputs used in their valuation:

i) Level 1 - The fair value of financial instruments quoted in active markets is based on their quoted closing price at the Balance Sheet date.

ii) Level 2 - The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques using observable market data. Such valuation techniques include discounted cash flows, standard valuation models based on market parameters for interest rates, yield curves or foreign exchange rates, dealer quotes for similar instruments and use of comparable arm's length transactions.

iii) Level 3 - The fair value of financial instruments that are measured on the basis of entity specific valuations using inputs that are not based on observable market data (unobservable inputs). When the fair value of unquoted instruments cannot be measured with sufficient reliability, the Company carries such instruments at cost less impairment, if applicable.

(f) Employee Benefits

Salaries and wages paid to employees is recognized as an expense at the undiscounted amounts in the Statement of Profit and Loss of the year in which the related service is rendered.

The Company does not have any policy for deduction of professional Tax, Provident Fund, ESIC and/or any other employee benefit plans.

(g) Provisions

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Group from a contract are lower than the unavoidable costs of meeting the future obligations under the contract. Provisions for onerous contracts are measured at the present value of lower of the expected net cost of fulfilling the contract and the expected cost of terminating the contract.

(h) Income Taxes

Income tax comprises current and deferred tax. Income tax expense is recognized in the Consolidated Statement of Profit and Loss except to the extent it relates to items directly recognized in equity or in other comprehensive income.

a) **Current income tax -** Current income tax liability/ (asset) for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the year. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted by the reporting date and applicable for the year. The Group off sets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realize the asset and liability simultaneously.

b) **Deferred tax -** Deferred income tax is recognized using the Balance Sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

Deferred income tax asset is recognized 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 utilized. Deferred income tax liabilities are recognized for all taxable temporary differences.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

(i) Cash flow Statement:

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipt or payments and item of income or expense associated with investing or financing cash-flows. The cash flow from operating, investing and financing activities of the Group are segregated.

(j) Revenue Recognition

The Group derives revenue primarily from screening and distribution income. Revenue is recognized 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 entertainment tax which are collected by the Group on behalf of the Government and deposited to the credit of respective Governments.

(k) Dividend and dividend distribution tax

Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors. The Company declares and pays dividends in Indian rupees and are subject to applicable distribution taxes. The applicable distribution taxes are treated as an appropriation of profits.

(l) Foreign Currency transactions and translations

Transactions in foreign currency are translated into the respective functional currencies using the exchange rates prevailing at the dates of the respective transactions.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the exchange rates prevailing at reporting date of monetary assets and liabilities denominated in foreign currencies are recognized in the consolidated Statement of Profit and Loss and reported within foreign exchange gains/ (losses).

Non-monetary assets and liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction.

Foreign currency gains and losses are reported on a net basis. This includes changes in the fair value of foreign exchange derivative instruments, which are accounted at fair value through profit or loss.

(m) Finance Income and expense

Finance income consists of interest income on funds invested, dividend income and fair value gains on the FVTPL financial assets. Interest income is recognized as it accrues in the statement of profit and loss, using the effective interest method.

Dividend income is recognized in the Consolidated statement of profit and loss on the date that the Group's right to receive payment is established.

Finance expenses consist of interest expense on loans and borrowings. Borrowing costs are recognized in the Consolidated Statement of Profit and Loss using the effective interest method.

(n) Earnings per share

Basic earnings per equity share are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period.

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as at the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

(o) Contingent Liabilities

Contingent liabilities exist when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or nonoccurrence of one or more uncertain future events not wholly within the control of the Group, or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required or the amount cannot be reliably estimated. Contingent liabilities are appropriately disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

The group has defaulted in timely submission of SEBI statutory statements and has been late in filing statements. The basic fine payable is of Rs. 1,03,32,472 pursuant to SEBI SOP Circular for the period from March – 2014 to March-2024.
The group has not made provision for above referred contingent liabilities in its financial statements.

(p) Contingent Assets

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. The Group does not recognize a contingent asset.

(q) Events after the reporting period

Adjusting events are events that provide further evidence of conditions that existed at the end of the reporting period. The financial statements are adjusted for such events before authorisation for issue.

Non-adjusting events are events that are indicative of conditions that arose after the end of the reporting period. Non-adjusting events after the reporting date are not accounted, but disclosed.

(r) Borrowing Costs

Borrowing costs include interest and amortization of ancillary costs incurred to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalisation of such asset is added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

During the year company has not incurred any borrowing expenses.

(s) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest rupees as per the requirement of Schedule III, unless otherwise stated.

(t) Goods & Service Tax:

GST credit on materials purchased for production / service availed for production / input service are taken into account at the time of purchase and GST credit on purchase of capital items wherever applicable are taken into account as and when the assets are acquired.

The GST credits so taken are utilized for payment of excise duty/GST on sales. The unutilized GST credit is carried forward in the books. The GST credits so taken are utilized for payment of tax on goods sold. The unutilized GST credit, if any, is carried forward in the books.

16. **Segment reporting:**

The company is engaged in the business of providing Screening and distribution Services. The company is therefore having one business segment, only.

17. **Details of dues to Micro and Small Enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006.**

Total creditors of group as on 31.03.2026 is Rs. 2,91,53,355. Details of classification of creditors into MSME and non MSME are not available. In the absence of additional information, we are not able to comment on the actual outstanding balance as on March 31, 2026 payable to Micro and Small Enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006.

18. In the opinion of Management, any of the assets other than items of property, plant and equipment, intangible assets and Non-Current Investments have a value on realization in the ordinary course of business at least equal to the amount at which they are stated, unless otherwise stated.

19. On periodical basis and as and when required, the Company reviews the carrying amounts of its assets and found that there is no indication that those assets have suffered any impairment loss. Hence, no such impairment loss have been provided in the Financial Year 2025-26 (Previous Year Rs. Nil)

20. **Financial Instruments and Risk Management**

Risk Management Framework

The Company's risk management is governed by policies and approved by the board of directors. Company's identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The company has policies for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments.

The audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

a. Credit Risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The Company maintains its cash and cash equivalents and bank deposits with banks having good reputation, good past track record and high quality credit rating and also reviews their credit-worthiness on an on-going basis. The maximum exposure to credit risk at the reporting date is primarily from trade receivables. Credit risk has always been managed by the company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the company grants credit terms in the normal course of business. On account of the adoption of Ind AS 109, the company uses ECL model to assess the impairment loss or gain. The company uses a provision matrix to compute the ECL allowance for trade receivables and unbilled revenues. The provision matrix takes into account available external and internal credit risk factors and the company's experience for customers.

The Company reviews trade receivables on periodic basis and charges to profit and loss account when management feels the amount will not be receivable in future. The Company also calculates the expected credit loss (ECL) for non-collection of receivables.

b. Liquid 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 asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.
Management regularly monitors the position of cash and cash equivalents vis-à-vis projections. Assessment of maturity profiles of financial assets and liabilities including debt financing plans and maintenance of balance sheet liquidity ratios are considered while reviewing the liquidity position.

Exposure to Liquid Risk:

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

c. Market Risk

Market risk is the risk that the fair value or future cash flow of a financial instrument will fluctuate because of changes in market factors. Market risk comprises two types of risks:

a) Currency Risk

The functional currency of the Company is Indian Rupee. The Company is exposed to currency risk on account of receivables in foreign currency. Company is exposed to currency risk on account of receivables in foreign currency.

b) Price Risk

As of 31st March, the company has nil exposure on security price risks.

d. 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 under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows:

(a) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
(b) Level 2 inputs are inputs that are observable, either directly or indirectly, other than quoted prices included within level 1 for the asset or liability.
(c) Level 3 inputs are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants

The carrying amount of cash and cash equivalents, trade receivables, trade payables considered to be the same as their values due to their short term nature.

21. Ageing of Trade Receivable : Current outstanding as at March 31, 2026 (Rs. In Lakhs)

Particulars	Outstanding for the following periods from the due date of payment					
	Less than 6 months	6 months-1 years	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables- considered good		80.57				80.57
ii)Undisputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-
iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
iv) Disputed Trade Receivables- considered good	-	-	-	-	-	-
v) Disputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-
vi)Disputed Trade Receivables- credit impaired	-	-	-	-	-	-
		80.57				80.57

Ageing of Trade Receivable : Current outstanding as at March 31, 2025
(Rs. In Lakhs)

Particulars	Outstanding for the following periods from the due date of payment					
	Less than 6 months	6 months- 1 years	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables- considered good	199.77	50.93	-	11.72		262.42
ii)Undisputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-
iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
iv) Disputed Trade Receivables- considered good	-	-	-	-	-	-
v) Disputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-
vi)Disputed Trade Receivables- credit impaired	-	-	-	-	-	-
Total	199.77	50.93	-	11.72		262.42

22. **Ageing of Trade Payables : Current outstanding as at March 31,2026**

(Rs. In Lakhs)

Particulars	Outstanding for the following periods from the due date of payment					
	Less than 6 months	6 months- 1 years	1-2 years	2-3 years	More than 3 years	Total
MSME						
Others	47.998	174.11	1.93	-	67.50	291.53
Disputed dues – MSME	-	-	-	-	-	-
Disputed dues- Other	-	-	-	-	-	-

Ageing of Trade Payables : Current outstanding as at March 31, 2025
(Rs. In Lakhs)

Particulars	Outstanding for the following periods from the due date of payment					
	Less than 6 months	6 months- 1 years	1-2 years	2-3 years	More than 3 years	Total
MSME						
Others	174.11	1.93		0.45	119.66	296.15
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues- Other	-	-	-	-	-	-

23. Related Party Transactions

Following are the name and relationship of related parties with which company have transactions/balances:

Associate/Subsidiary/Related Company/Enterprise/Firms:

- M/s Pyramid Entertainment India Pvt Ltd
- M/s Vasanth Color Laboratories India Ltd
- M/s SI Media LLP
- M/s Visual Communication Services
- Kavita Communications
- Vision Technology India Ltd

Key Management Personnel along with their relatives having significant influence:

a. Key Management Personnel

- Ranga Vasanth
- Anita Vasanth

a. Disclosures in respect of significant transactions with related parties during the year:

Transactions	Year Ended March 31, 2026	Year Ended March 31, 2025
Purchase of Services		
Kavita Communications	-	2,23,60,347
SI MEDIA LLP	58,57,525	-
Sale of Services		
SI MEDIA LLP	-	1,45,22,170
VISUAL COMMUNICATION SERVICES	89,12,397	1,75,07,686
Kavita Communication	-	-

Loan given to		
SI Media LLP	-	-
Vasanth Color Laboratories India Ltd	-	1,96,000
Repayment of Loan from		
VISUAL COMMUNICATION SERVICES	1,30,16,629	-
Vasanth Color Laboratories India Ltd	61,000	
Receipt of Loan		
Vasanth Color Laboratories India Ltd		1,14,500
Ranga Vasanth	1,80,000	14,08,900
Anitha Vasanth	1,20,600	17,74,207
Vision Technology India Ltd	36,800	45,900
Kavita Communications	18,54,927	2,60,17,540
Repayment of Loan		
SI Media LLP	1,39,59,729	
Visual Communication Services	1,89,93,104	
Ranga Vasanth	81,000	
Kavita Communications	25,00,000	
Disclosure of closing balances:		
Amount Due to (CREDIT BALANCE)		
Ranga Vasanth	39,08,733	38,09,733
Anita Vasanth	18,94,807	17,74,207
Kavita Communications	1,70,29,570	1,76,74,643
Vasant Color Labs	43,59,508	-
		-
Amount Due From (DEBIT BALANCE)		
SI Media LLP	5,27,480	1,44,87,209
Visual Communication Services	61,76,073	1,21,52,548
Vasant Color Labs Limited	7,84,90,629	7,85,51,629
Advances to Trade Creditors		

24. Disclosure of Ratio

Ratio	Numerator	Denominator	Current Year	Previous Year	Variance (in%)
Current Ratio (in times)	Current Assets	Current Liabilities	2.77	2.76	0.30%
Debt-Equity Ratio (in times)	Long term debts	Shareholders Fund	-	-	0
Debt Service Coverage Ratio (in times)	EBITDA	Interest + Principal	0	0	0
Return on Equity Ratio (in %)	Profit After Tax	Shareholders Fund	-0.017	-0.011	0.47
Trade Receivables Turnover Ratio (in times)	Revenue From Operation	Average Trade Receivables	0.52	1.97	-0.74
Trade Payables Turnover Ratio (in times)	Cost of Materials Consumed + Other Expense	Average Trade Payable	0.31	1.57	-80.21%
Net Capital Turnover Ratio (in times)	Revenue From Operation	Average working capital(CA-CL)	0.084	0.45	-0.814
Net Profit Ratio (in %)	Profit After Tax	Revenue From Operation	-14.63	-2.81	-421.22%
Return on Capital employed (in %)	Profit before tax and finance cost	Capital Employed= Networth + Non Current Borrowings	-1.79	-1.01	78.15%
Return on Investment (in %)	Income generated from investments	Time weighted average investments	-	-	-

25. Previous year's figures have been regrouped and rearranged wherever necessary, to make them comparable with those of current year.

As per our report of even date

For, **Manoj Acharya & Associates**
Chartered Accountants

for and on behalf of the Board of Directors of
Vision Cinemas Limited

Manoj Acharya
(Partner)
M. No. 045714

Ranga Vasanth
Director
DIN: 01763289

Anitha Vasanth
Director
DIN: 01763255

Place: Ahmedabad
Date: May 20th, 2026

Place: Bengaluru
Date: May 20th, 2026