

2015-16

PVP VENTURES LIMITED  
ANNUAL REPORT





30,000.00

8,500.00

100,000.00

20,000.00

\*\*\*\*\*1,000.00

00,000.00

1,050.00

## CONTENT

Chairman's Speech	4
Corporate Information	6
Notice	7
Directors Report	16
Management's Discussion and Analysis	25
Corporate Governance Report	30
Standalone Financial Section	74
Consolidated Financial Section	107
Proxy Form	137
Attendance Slip	139

# CHAIRMAN'S SPEECH

Dear Shareholders,

The year 2015-16 witnessed growth prospects in the real estate sector. Improved market fundamentals, policy reforms and liberalisation of FDI into realty sector and strengthening of information in public domain along with digitisation of land records and opening up of Infrastructural Investment Trusts (INVTs) and Real Estate Investment Trusts (REITs) were main contributors to the prospects. The much needed regulatory bill Real Estate (Regulation and Development) Act, 2016 was passed by both the Honorable Houses during March 2016 and has been made effective May 1, 2016. The bill will lead to enhanced activity in the sector, leading to more housing units supplied to the market and will bring in the much-needed confidence to infuse more investment and, in turn, stabilise house prices. Additionally, the Indian Government exhibited its continued focus and thrust on the housing sector through several initiatives, which include housing for all; 100 smart cities and tax benefits on small housing units.

During 2015 few cities like Mumbai, Hyderabad and Bangalore witnessed growth in sales and less launches lowering the inventory. Developers' initiatives like offering attractive schemes and deal terms, coupled with lowering of interest rates by the Reserve Bank of India (RBI), have attracted the customers. 2016 may well bring a new dawn to the industry with a more regulated and organized industry and lead to an upward growth trajectory.

During the financial year under review, the Company registered a total revenue of Rs. 2752.40 Lakhs on Standalone basis as compared to the previous year's total revenue of Rs. 5380.16 Lakhs. Further, total revenue on consolidated basis is Rs. 15714.67 Lakhs as compared to the previous year's total revenue of Rs. 6672.68 lakhs. The Standalone PAT (Profit after Tax) stood at Rs.106.22 lakhs as against Rs.160.53 lakhs in the year 2014-15 and the Consolidated Loss stood at (Rs. 764.71 lakhs) as against (Rs. 2540.85 lakhs) in the previous year. The decline in the total Revenue and net profit is attributable to the slow down persisting in the real estate market for the last few years.

Your Company has its ongoing project in Chennai. During Nov-Dec.2015 the city witnessed relentless rainfall and the worst since 100 years causing huge losses to the businesses and the worst hit was Real Estate. The Chennai Property Market faced wastage of hundreds of tonnes of building materials such as cement and sand at construction sites and losses due to inordinate project delays. The Chennai property market was demonstrating renewed interest from homebuyers who were fence sitting for over a year since September, but rains during Nov-Dec 2015 affected it and lead to postponing their decisions. This has attributed to the lower sales for the Company during 2015-16.

However, the company is optimistic that the sales at its North Town project will register growth in the ensuing years.

**RETAIL:** Your Company has forayed into the retail consumer services industry through its wholly owned subsidiary M/s Safetrunk Services Private Limited. The Company is into Safe Deposit Lockers Business under the brand name "SAFE TRUNK" with exclusive safe deposit locker offering for retail customers with state of the art security systems, 24x7 operational availability and white glove service standards

**ENTERTAINMENT:** The Indian Media and Entertainment (M&E) industry is a sunrise sector for the economy and is making high growth strides, with an expected growth at a CAGR of 14.3 per cent to Rs 2260 billion by 2020, predicted the KPMG-FICCI Media and Entertainment industry report 2016.

During the last year, the Government of India has supported Media and Entertainment industry's growth by taking various initiatives such as digitising the cable distribution sector to attract greater institutional funding, increasing FDI limit from 74 per cent to 100 per cent in cable and DTH satellite platforms. PVP Ventures plans to foray into this industry so as to seize the emerging opportunities available in this sector leading to the value addition in the company.

With the expected growth and prospects in the three industries viz; Real Estate, Retail and Entertainment and the Company's diversified business verticals in these industries, with a strategy of targeted growth, PVP Ventures foresee a progressive future and remarkable performance for itself in the years to come.

Sincerely yours,

Prasad V. Pottluri  
Chairman and Managing Director

## **CORPORATE INFORMATION**

### **BOARD OF DIRECTORS**

Mr. Prasad V. Potluri –  
Chairman & Managing Director  
Mr. R. Nagarajan - Independent Director  
Mr. N. S. Kumar - Independent Director  
Mrs. P. Sai Padma - Non-Executive Director

### **BOARD COMMITTEES**

Audit Committee  
Mr. R. Nagarajan - Chairman  
Mr. N. S. Kumar  
Mr. Prasad V. Potluri

Stakeholders Relationship Committee  
Mr. R. Nagarajan - Chairman  
Mr. N. S. Kumar  
Mr. Prasad V. Potluri

Nomination and Remuneration Committee  
Mr. N. S. Kumar - Chairman  
Mr. R. Nagarajan  
Ms. P. Sai Padma

CSR Committee  
Mr. R. Nagarajan - Chairman  
Mr. N. S. Kumar  
Mr. Prasad V. Potluri

### **KEY MANAGERIAL PERSONNEL**

Mr. Prasad V. Potluri  
Chairman & Managing Director  
Mr. V. R Arasu  
Associate Director-Business Development  
Mr. S. Kannan  
Chief Financial Officer  
Mr. Piyush Dwivedi  
VP - Corporate Finance & Strategy  
Mr. V. Ravi Kumar Reddy  
Company Secretary  
Mr. PV Krishna Kishore Babu  
GM-Legal

### **STATUTORY AUDITORS**

M/s CNGSN & Associates LLP  
Chartered Accountants  
No. 2, Vijayaraghava Road,  
T Nagar, Chennai 600 017

### **PRINCIPAL BANKERS**

Kotak Mahindra Bank Ltd.  
Canara Bank

### **REGISTERED OFFICE**

KRM Centre, 9th Floor, Door No. 2  
Harrington Road,  
Chetpet, Chennai 600 031  
T +91 44 3028 5570  
F +91 44 3028 5571

### **CORPORATE OFFICE**

4th Floor, Punnaiah Plaza  
Plot No. 83 and 84, Road No. 02  
Banjara Hills, Hyderabad 500 034  
T +91 40 6730 9999  
F +91 40 6730 9988  
E: investorrelations@pvpglobal.com

### **STOCK EXCHANGES WHERE COMPANY'S SECURITIES ARE LISTED**

The BSE Ltd.  
The National Stock Exchange of India Ltd.

### **REGISTRAR AND SHARE TRANSFER AGENTS**

Karvy Computershare Private Ltd.  
C/O Karvy Selenium, Tower B,  
Plot No. 31 and 32, Financial District,  
Nanakramguda, Serilingampally Mandal,  
Hyderabad 500 032  
T +91 40 6716 1591  
E: einward.ris@karvy.com

NOTICE

Notice is hereby given that the 25th Annual General Meeting of the Members of PVP Ventures Limited will be held on Tuesday, September 27, 2016 at 10.00 am at Hotel Green Park, Vauhini Hall, No. 183, NSK Salai, Arcot Road, Vadapalani, Chennai 600 026, Tamil Nadu to transact the following:

**ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statements (including consolidated financial statements) for the financial year ended March 31, 2016 and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of Mrs. Sai Padma Potluri (DIN : 01683528) who retires by rotation and being eligible offers herself for re-appointment.
3. To Consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 139, 141 and 142 of the Companies Act, 2013 read with rules made thereunder, M/s. Brahmayya & Co, Chartered Accountants, Chennai (FRN: 000511S) be and are hereby appointed as statutory auditors of the Company from the conclusion of 25th Annual General Meeting until the conclusion of the 30th Annual General Meeting, subject to ratification of the appointment by the members at every Annual General Meeting, at a remuneration as may be decided by the Board of Directors.”

**SPECIAL BUSINESS**

1. To Re-appoint Mr. Prasad V. Potluri as Chairman and Managing Director of the Company

To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act 2013, (including any statutory modifications or reenactment(s) thereof, for the time being in force) the consent of the members, be and is hereby, accorded for the reappointment of Mr. Prasad V. Potluri as Chairman & Managing Director (DIN: 00179175) of the Company for a period of 3 years from December 4, 2015 to December 3, 2018 on the following terms and conditions:

**I. SALARY & PERQUISITES:**

- a) Annual gross remuneration including salary, HRA, allowances and perquisites, not exceeding Rs. 1.2 crores (Rupees One Crore and Twenty Lacs Only)
- b) Further to the above, Mr. Prasad V. Potluri shall also be provided with the following fringe benefits and amenities:
  - i) Conveyance facilities: Suitable conveyance facilities as may be required by the Chairman and Managing Director.



- ii) Communication facilities: Telephone, fax and other communication facilities at the Chairman and Managing Director's residence.
- iii) Club Fees: Reimbursement of Membership fees for clubs in India and/or abroad including admission and life membership fee, subject to a maximum of two (2) clubs.
- iv) Miscellaneous: Reimbursement of entertainment and other expenses actually incurred in the course of business of the Company and other benefits and amenities as per rules of the Company.

**II. COMMISSION:**

Mr. Prasad V. Potluri, Chairman & Managing Director, shall also be entitled to a Commission of not exceeding 5% per annum of the Net Profits of the Company, which shall be reduced by the salary paid to him thus far.

The aforementioned remuneration payable to Mr. Prasad V. Potluri, is subject to the condition that the total remuneration including the salary, commission and other perquisites as mentioned above shall not exceed 5% of the Net Profits of the Company as calculated under Section 198 of the Companies Act, 2013.

In the event of absence or inadequacy of profits in any financial year during the remaining period of his tenure, Mr. Prasad V. Potluri will be paid above salary and perquisites subject to the limits specified under Schedule V of the Companies Act, 2013.

The terms and conditions of appointment and remuneration given herein may be altered and varied from time to time by the Board of Directors of the Company as it may, at its discretion deem fit, so that any such variation shall not exceed the limits specified in the Companies Act, 2013 (including any Statutory modification or re-enactment thereof, for the time being in force), or any amendments made thereto from time to time."

"RESOLVED FURTHER THAT the Directors and Company Secretary of the Company be and are hereby severally authorized to file the necessary forms with the Registrar of Companies and to do all such acts, deeds and things as may be required or considered necessary for this purpose"

By order of the Board of Directors  
**FOR PVP VENTURES LIMITED**

Place: Chennai  
Date: August 17, 2016

Sd/-  
V. Ravi Kumar Reddy  
Company Secretary

**NOTES**

1. The Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ('THE MEETING') IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ONLY ON A POLL ON HIS/HER/ITS BEHALF AND THE PROXY, HOWEVER, NEED NOT BE A MEMBER OF THE COMPANY.**

The instrument appointing the proxy should, however, be deposited at the Registered Office of the company not less than 48 hours before commencement of the meeting. A Proxy form for the AGM is enclosed to this Annual Report.

3. Corporate members intending to send their Authorized Representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their Representative to attend and vote on their behalf.
4. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the Meeting. Members are requested to bring their attendance slips along with their copy of Annual Report to the Meeting.
5. In case of joint holders, the first joint holder will be entitled to vote in the meeting.
6. The Register of Members and Share Transfer Books of the Company will remain closed from September 22, 2016 to September 27, 2016 (both days inclusive) for the purpose of Annual General Meeting.
7. Pursuant to Section 101 of Companies Act, 2013 read with the relevant Rules, the Company is allowed to serve documents like notices, annual reports, etc, in electronic form to its members. Accordingly, the said documents of the Company for the financial year ended March 31, 2016 are being sent in electronic form to those Members who have registered their e-mail addresses with their DPs. However, in case, a Member wishes to receive a physical copy of the said documents, such Member is requested to send an e-mail duly quoting his DP ID and Client ID or the Folio number, as the case may be, to [investorrelations@pvpglobal.com](mailto:investorrelations@pvpglobal.com) for receipt of hard copy. This would enable the Company to update its database by incorporating/updating the designated e-mail addresses in its records. The Members may also note that the said Reports are also being uploaded on the website of the Company at [www.pvpglobal.com](http://www.pvpglobal.com).
8. Members are requested to quote their Registered Folio Number, Client ID, Number of shares in all correspondences with the Company/RTA and notify the Company's RTA, or the Depository Participants, the change of registered address, if any.
9. Non-Resident Indian Members are requested to inform the Company's RTA immediately of their:
  - a. Change in their Residential status on return to India for permanent settlement.
  - b. Particulars of their Bank Account maintained in India with complete name, branch, account type, account number and address of the Bank with Pin Code Number, if not furnished earlier.

10. The Company has designated an exclusive email ID viz. [investorrelations@pvpglobal.com](mailto:investorrelations@pvpglobal.com) which would enable the investors/shareholders to post their grievances, if any, by quoting their Registered Folio Number, Client ID, and Number of shares.
11. Queries concerning Annual Accounts and operations of the Company, if any, may please be sent to the Company at least seven days in advance of the Meeting so that the answers may be made readily available at the meeting.
12. The Annual Report of the Company for the year 2015-16 being circulated with this notice to the Members of the Company is available on the Company's website, viz. [www.pvpglobal.com](http://www.pvpglobal.com).
13. The Company pursuant to Section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, is extending e-voting facility for its Members to enable them to cast their vote electronically.

Further, the facility for voting through ballot paper, will also be made available at the AGM. However, the Members attending the AGM who cannot cast their votes by remote e-voting, can also exercise their right at the AGM through ballot paper. Members who have cast their votes by e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again. In this regard, the Company has appointed M/s. D. Hanumanta Raju & Co, Practicing Company Secretaries, Hyderabad, who in the opinion of the Board is a duly qualified person, as a Scrutinizer to oversee the electronic voting process in a fair and transparent manner.

14. The e-voting facility will be available at the link <http://evoting.karvy.com> during the voting period.
15. The login ID and password for e-voting along with process, manner and instructions is being sent to the members along with email/physical copy of the Notice.
16. Any person, who acquires shares of the Company and becomes a shareholder of the Company after dispatch of the Notice of AGM and holds shares as of cut-off date i.e., September 21, 2016 may obtain the login ID and password by sending a request at [evoting@karvy.com](mailto:evoting@karvy.com). However, if you are already registered with Karvy for e-voting, then you can use your existing User ID and password for casting your vote.
17. Members are requested to note that the e-voting will open on September 24, 2016 at 9.00 a.m. and shall remain open for 3 days i.e. up to September 26, 2016 and it shall not be allowed beyond 5 p.m. on September 26, 2016.
18. The procedure and instructions for e-voting are as follows:
  - I. Remote e-voting: In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by Karvy Computershare Private Limited (Karvy) on all resolutions set forth in this Notice, from a place other than the venue of the Meeting (Remote e-voting).
- (A) In case a Member receives an email from Karvy [for Members whose email IDs are registered with the Company/Depository Participants (s)]:

- i. Launch internet browser by typing the URL: <https://evoting.karvy.com>.
- ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVENT" i.e., 'Name of the Company"
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat accounts.
- ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on "Submit".
- xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc., together with attested specimen signature (s) of the duly authorised representative(s), to the Scrutinizer at email [dh300@gmail.com](mailto:dh300@gmail.com) with a copy marked to [evoting@karvy.com](mailto:evoting@karvy.com). The scanned image of the above mentioned documents should be in the naming format " Corporate Name\_Event No."

- (B) In case of Members receiving physical copy of Notice [for Members whose email IDs are not registered with the Company/Depository Participants (s)]:
- i. E-Voting Event Number – XXXX (EVEN), User ID and Password is provided in the Attendance Slip.
  - ii. Please follow all steps from Sl. No. (i) to (xii) above to cast your vote by electronic means.

#### OTHER INSTRUCTIONS

- a. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.karvy.com> (Karvy Website) or contact [investorrelations@pvpglobal.com](mailto:investorrelations@pvpglobal.com) or Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 or at [evoting@karvy.com](mailto:evoting@karvy.com) or phone no. 040 – 6716 1500 or call Karvy’s toll free No. 1-800-34-54-001 for any further clarifications.
- b. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- c. The remote e-voting period commences on September 24, 2016 (09.00 A.M. IST) and ends on September 26, 2016 (05.00 P.M. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 21, 2016, may cast their votes electronically. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- d. The voting rights of Members shall be in proportion to their share of the paid up equity share capital of the Company as on the cut-off date i.e. September 21, 2016.
- e. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting i.e., September 21, 2016, he / she may obtain the User ID and Password in the manner as mentioned below :
- f. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399

Example for NSDL:

MYEPWD <SPACE> IN12345612345678

Example for CDSL:

MYEPWD <SPACE> 1402345612345678

Example for Physical:

MYEPWD <SPACE> XXXX1234567890

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

- ii. Member may call Karvy's toll free number 1800-3454-001.
- iii. Member may send an e-mail request to [evoting@karvy.com](mailto:evoting@karvy.com). However, Karvy shall endeavour to send User ID and Password to those new Members whose mail ids are available.

**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

Item No. 4

The Board of Directors, at its Meeting held on November 30, 2015 reappointed Mr. Prasad V. Potluri as Chairman & Managing Director with effect from December 4th, 2015 for a period of three years i.e. upto December 3rd, 2018 on the terms and conditions as recommended by the Nomination and Remuneration Committee, as set out in the resolution, subject to the approval of shareholders of the Company.

Mr. Prasad V. Potluri (aged:46) is a Bachelor in Mechanical Engineering from Nagarjuna University. A serial entrepreneur in the global outsourcing services space; he had successfully built and sold 3 companies while serving the needs of the Fortune 1000 marketplace. Within the global investment community, he is a respected thought leader. During an entrepreneurship-packed decade, he has been the driving force behind many companies, including Procon Inc, Albion Orion Company LLC, Irevna Ltd. Procon Inc. was acquired by RCM Technologies in 1998. AOC, LLC was acquired by SSI in 2000 for INR 292 Crores, the then largest cross-border deal. Irevna Limited was acquired by CRISIL (S&P India) in 2005. He is a Strategic Investor in Maven Corp and Karvy Consultants & a Founding Investor of CBay Systems.

Mr. Prasad V. Potluri is the brother of Mrs. P. Sai Padma, Director. He is not related to any other Director/KMP of the Company. He was first appointed on the Board of the Company on December 4th, 2007.

He is also the Managing Director of Picturehouse Media Limited, Director of Shakti Realtors Private Limited and Bruma Properties Private Limited. He is the member of Audit committee, CSR Committee and Stakeholders relationship committee of PVP Ventures Limited and member of Audit Committee, CSR Committee and Stakeholders relationship committee of Picturehouse Media Limited.

No director except Mr. Prasad V. Potluri & Mrs. P. Sai Padma, Key Managerial Personnel or their relatives, are interested in the resolution.

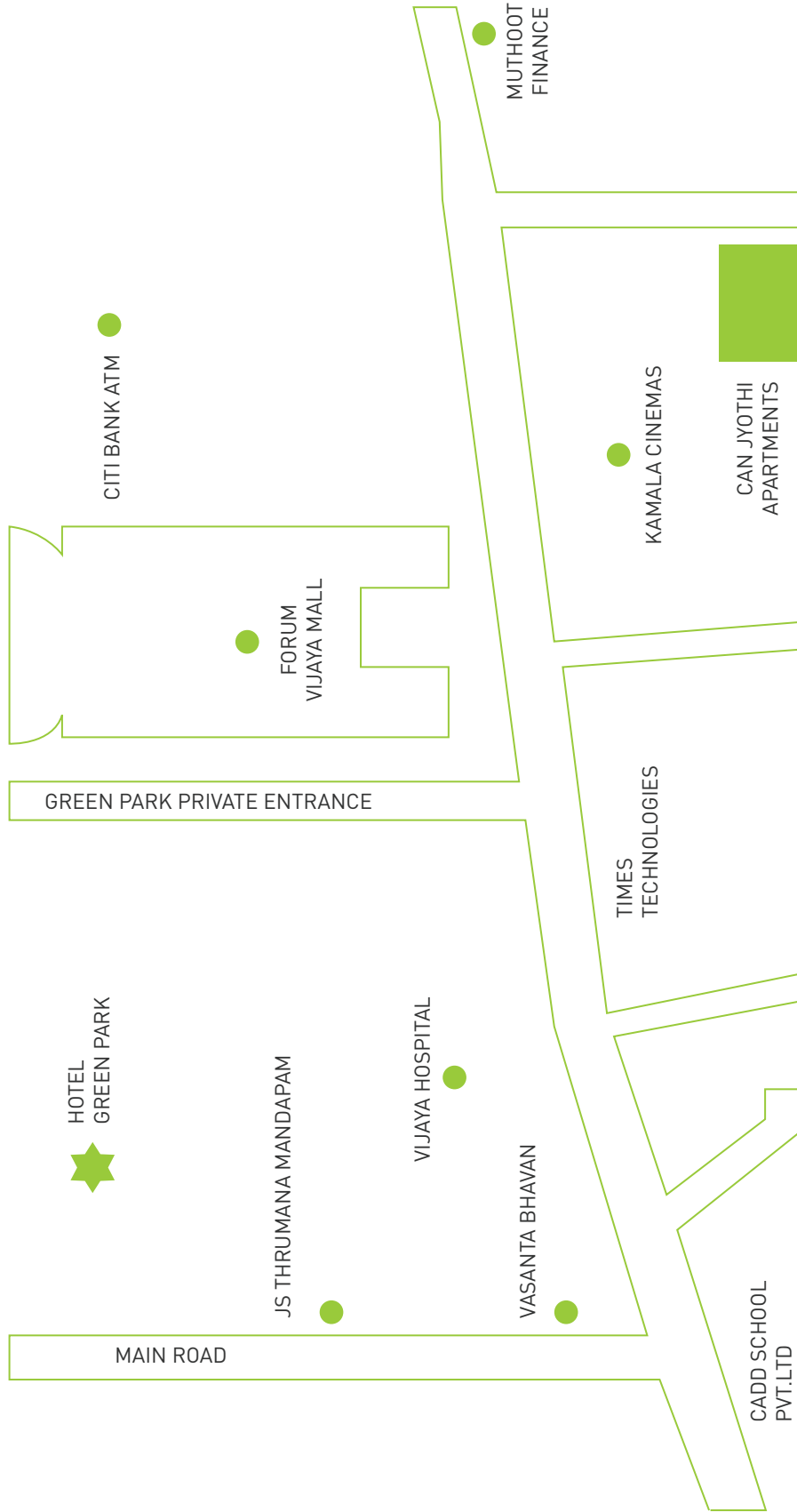
By order of the Board of Directors  
**FOR PVP VENTURES LIMITED**

Place Chennai  
Date August 17, 2016

Sd/-  
V Ravi Kumar Reddy  
Company Secretary

**ROUTE MAP TO THE VENUE OF THE AGM**

Hotel Green Park, 'Vauhini Hall'  
No. 183, NSK Salai, Arcot Road,  
Vadapalani, Chennai 600 026



# DIRECTORS REPORT



## TO THE MEMBERS,

We are pleased to present the report on the business and operations of your Company for the year ended March 31, 2016.

### Financial Highlights

[Rupees In Lakh]

Particulars	Standalone		Consolidated	
	2015-2016	2014-2015	2015-2016	2014-2015
Total Income	2752.40	5380.61	15714.67	6672.68
Operational, Administration And Other Expenses	982.49	3312.02	11277.73	6456.94
<b>Profit/(Loss) Before Depreciation Interest And Tax</b>	<b>1769.91</b>	<b>2068.59</b>	<b>4436.93</b>	<b>215.74</b>
Depreciation	54.23	60.26	115.55	60.26
Interest and Finance Charges	1960.35	1964.55	5146.44	2181.86
<b>Profit / (Loss) Before Exceptional Items</b>	<b>(244.67)</b>	<b>43.78</b>	<b>(825.05)</b>	<b>(2026.38)</b>
Exceptional Items	(350.89)	49.87	(13.43)	1039.36
<b>Profit / (Loss) Before Tax</b>	<b>106.22</b>	<b>(6.09)</b>	<b>(811.63)</b>	<b>(3065.74)</b>
Tax Expense	-	(166.62)	422.37	(263.32)
<b>Profit/ (Loss) after Tax</b>	<b>106.22</b>	<b>160.53</b>	<b>(1234.00)</b>	<b>(3329.06)</b>
<b>Profit/ (Loss) after Transfer to Minority Interest</b>	<b>-</b>	<b>-</b>	<b>(764.71)</b>	<b>(2540.85)</b>

**Note:** During the year Picturehouse Media Limited has become the subsidiary of the Company and the same is part of the consolidated financials of the Company, hence the financials for 15-16 & 14-15 are non-comparable.

## STATE OF THE COMPANY'S AFFAIRS

During the financial year under review, the Company registered a total revenue of Rs. 2752.40 lakhs on Standalone basis as compared to the previous year's total revenue of Rs. 5380.61 lakhs. Further, total revenue on Consolidated basis is Rs. 15714.67 lakhs as compared to the previous year's total revenue of Rs 6672.68 lakhs.

The Standalone PAT (Profit after Tax) stood at Rs. 1.06 crores as against Rs. 1.60 crores in 2015 and the Consolidated loss stood at Rs. (12.34) crore as against Rs. (33.29) crore in the previous year.

## **DIVIDEND**

In view of the inadequacy of the profits and in order to conserve the resources of the Company, for future Business operations, the Board of Directors did not recommend any dividend for the financial year ended March 31, 2016.

## **TRANSFER TO RESERVES**

In view of the aforesaid reason, the Board of Directors did not propose to transfer any amount to reserves for the period under review.

## **CAPITAL STRUCTURE**

During the year, there is no change in the capital structure of the Company.

## **PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS**

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

## **DEBENTURES:**

During the year the Company has not issued any Debentures and total debentures outstanding as on the date of report is 13,289, 14.5% Redeemable fully convertible Debentures (FCDs) of Rs.1,00,000 each.

## **PUBLIC DEPOSITS**

The Company has not accepted/renewed any fixed deposits during the year under review.

## **INSURANCE**

All the properties of your Company have been adequately insured.

## **RELATED PARTY TRANSACTIONS**

In line with the requirements of the Companies Act, 2013 and erstwhile Listing Agreement and the current Listing Agreement signed with the stock exchanges pursuant to SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, your company has formulated a Policy on Related Party Transactions which is also available on the Company's website at <http://www.pvpglobal.com/pdf/RPTPolicy-PVPL.pdf>. The policy intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and the Related Parties.

During the year under review, no Related Party Transactions or Material Related Party Transaction i.e., transactions, exceeding 10% of the annual consolidated turnover as per the latest audited financial statements, were noticed during the period under review. Accordingly, the disclosure of Related Party transactions as required under Section 134(3) (h) of the Companies Act, 2013 in Form AOC 2 is not applicable for the year ended March 31, 2016.

During the year, the Company had not entered into any contract / arrangement / transactions with Related Parties which could be considered as material in terms of Regulation 23 of the SEBI (LODR) Regulations, 2015. In accordance with Accounting Standard 18, the Related Party Transactions are disclosed under Note No. 24.5 of the Standalone Financial Statements.

## **MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF FINANCIAL YEAR AND DATE OF REPORT**

The Joint Development Agreement (JDA) executed with North Town Estates Private Limited (formed by its consortium partners, M/s. Arihant Foundations and Housing

Development Limited & M/s. Unitech Limited) i.e. 'the Developers' of the Perambur land, Chennai of the Company in the year 2008 (last amended in 2011) for development of residential township project on the 70 acres (approx.) land situated in perambur village, Chennai was amended on 04.05.2016, whereby the Developer will release 20 acres undeveloped land to the Company. By virtue of this understanding, the company will have at its disposal 20 acres of land parcel which can be used for development either on its own or in collaboration with third parties or in any other manner as it deems fit.

### SUBSIDIARY COMPANIES

The Company along with its subsidiaries is operating in the verticals of Urban Infrastructure, Media and Entertainment and retail customer services. During the year under review PVP Island Private Limited & Blasters Sports Ventures Private Limited ceased to be the subsidiaries of PVP Ventures Ltd. As on March 31, 2016, the Company has 4 wholly-owned subsidiaries viz., PVP Corporate Parks Private Limited, PVP Global Ventures Private Limited, PVP Media Ventures Private Limited, Safetrunk Services Private Limited, besides 2 subsidiaries viz., New Cyberabad City Projects Private Limited, Picturehouse Media Limited and 4 stepdown subsidiaries viz., Adobe Realtors Private Limited, which is a wholly-owned subsidiary of PVP Global Ventures Private Limited and PVP Capital Limited, PVP Cinema Private Limited and Picturehouse Media Private Limited, Singapore which are wholly-owned subsidiaries of Picturehouse Media Limited. Further, as on March 31, 2016, the company has no Associate Companies.

The consolidated financial statements of the Company including its subsidiaries have been prepared in accordance with Section 129(3) of the Companies Act, 2013. Further, a statement containing salient features of the financial statements of the subsidiaries in the prescribed format AOC-1 is appended as **Annexure - 1** to the Board's Report. As required under Section 136 of the Companies Act, 2013

the audited financial statements including the consolidated financial statements and related information of the Company and audited accounts of each of its subsidiaries are available on the website [www.pvpglobal.com](http://www.pvpglobal.com).

These documents will also be available for inspection during the business hours at the Registered office of the Company and any member who wish to get copies of such financial statements, may write to the Company for such requirement.

### MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review is presented in a separate section forming part of the Annual Report.

### CORPORATE GOVERNANCE

The Company is committed to maintain the prescribed standards of Corporate Governance. The Directors adhere to the requirements set out by the Securities and Exchange Board of India's Corporate Governance practices and have implemented all the mandatory stipulations prescribed. The Report on Corporate Governance as stipulated under Regulation 34 read with Schedule V of the SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015 forms part of the Annual Report.

### BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mrs. P. Sai Padma, Director of the Company retires by rotation and being eligible offers herself for re-appointment.

The Board of Directors at their meeting held on November 30, 2015 re-appointed Mr. Prasad V. Potluri as Chairman & Managing Director of the Company for a period of three years with effect from December 4, 2015 to December 3, 2018 subject to the approval of shareholders of the Company.

Except Mr. Prasad V. Potluri, Chairman & Managing Director, there was no other change in the Composition of Board during the year.

The details of training and familiarization programs and Annual Board Evaluation process for directors have been provided in the Nomination, Remuneration & Performance Evaluation Policy annexed with this report.

Every Independent Director, at the first meeting of the Board in which he participates as a Director and thereafter at the first meeting of the Board in every financial year or whenever there is any change in the criteria which may affect his status as an independent Director, gives a declaration that he meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013.

The policy on Directors' appointment and remuneration including criteria for determining qualifications positive attributes, independence of director and also remuneration for Key Managerial Personnel and other employees and Board evaluation process also forms part of Annual Report at **Annexure 2**. The Managing Director doesn't receive any remuneration from any of the Subsidiaries of the Company.

During the year under review, Mr. GSV Ranga resigned as the Company Secretary of the Company w.e.f. March 31, 2016 and subsequently the Board in its meeting held on May 23, 2016 appointed Mr. V. Ravi Kumar Reddy as Company Secretary and Compliance officer of the Company. There is no other change in the Key Managerial Personnel of the Company.

#### **COMPOSITION OF BOARD COMMITTEES**

<b>Audit Committee</b>	
Mr. R. Nagarajan	Chairman
Mr. N. S. Kumar	Member
Mr. Prasad V. Potluri	Member
<b>Nomination and Remuneration Committee</b>	
Mr. N. S. Kumar	Chairman
Mr. R. Nagarajan	Member
Mrs. P. Sai Padma	Member
<b>Stakeholders Relationship Committee</b>	
Mr. R. Nagarajan	Chairman
Mr. N. S. Kumar	Member
Mr. Prasad V. Potluri	Member
<b>Corporate Social Responsibility Committee</b>	
Mr. R. Nagarajan	Chairman
Mr. N. S. Kumar	Member
Mr. Prasad V. Potluri	Member
<b>Executive Committee</b>	
Mr. Prasad V. Potluri	Chairman
Ms. P. Sai Padma	Member

Further details with respect to the aforesaid Committees are provided in the Corporate Governance Report attached herewith.

**NUMBER OF MEETINGS OF THE BOARD**

The Board met 6 (Six) times during the financial year on May 29, 2015, August 14, 2015, November 6, 2015, November 30, 2015, February 9, 2016 and March 18, 2016 further details of which are given in the Corporate Governance Report that forms part of this Annual Report. The intervening gap between any two meetings was well within the period prescribed under the provisions of the Companies Act, 2013.

**DIRECTORS' RESPONSIBILITY STATEMENT**

The financial statements of the Company are prepared as per applicable Accounting Standards as prescribed under Section 133 read with Rule 7 of the Companies (Accounts) Rules, 2014 of the Companies Act, 2013 and other applicable provisions if any of the said act. There are no material departures from prescribed accounting standards.

**THE DIRECTORS CONFIRM THAT:**

1. In preparation of the annual accounts for the financial year ended March 31, 2016, the applicable accounting standards have been followed;
2. The Directors 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 and loss of the company for that period;
3. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of

the company and for preventing and detecting fraud and other irregularities;

4. The Directors have prepared the annual accounts on a going concern basis;
5. The Directors have laid down internal financial controls, which are adequate and are operating effectively; and
6. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate to operate the company effectively.

**STATUTORY AUDITORS**

M/s. CNGSN & Associates LLP (FRN:004915S), the statutory auditors have expressed their unwillingness to be reappointed as Auditors at the AGM as their term expires at the ensuing AGM.

The Company had received a Special Notice from a member proposing the appointment of M/s. Brahmayya & Co pursuant to which the Board in its meeting held on August 17, 2016 has appointed M/s. Brahmayya & Co. (FRN: 000511S) as the Statutory Auditors of the Company subject to the approval of members for a period of five years from the conclusion of this AGM to the conclusion of 30th AGM.

The Company has received consent from M/s. Brahmayya & Co., Chartered Accountants, (FRN: 000511S) to the effect that their appointment, if made, would be within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and stated that they are not disqualified from being appointed as the Statutory Auditors of the Company.

The Board of Directors therefore recommends appointment of M/s. Brahmayya & Co., as the Statutory Auditors of the Company. Necessary resolution for their appointment is incorporated in the Notice calling for the AGM.

**AUDITORS' REPORT & DIRECTORS' COMMENTS ON THE QUALIFICATION MADE BY STATUTORY AUDITORS:**

The Auditors' Report for the financial year 2015-16 is a "qualified report" for the standalone financial statements and "Un-qualified report" for the Consolidated financial statements.

**AUDITORS QUALIFICATION:**

Attention is drawn to the (a) Note 12 in notes to the financial statements with regard to the investment in equity shares of subsidiary companies with provision made, (b) Note 13 loans and advances to subsidiary companies. The management is of the view that considering the market value of the assets and expected cash flows from the business of these subsidiary companies the provision already made are adequate. However considering the networth of the subsidiary companies is negative, dependence on the parent to continue as a going concern, absence of cash flows, delay in commencement of projects and other related factors indicate that the existence of material uncertainty in carrying the value of investments and loans and advances at cost less provision already made. Hence we were unable to determine whether any adjustments to these net carrying amounts are necessary and additional provision for diminution, if any, to be made are not quantifiable.

**DIRECTORS' COMMENTS ON THE ABOVE QUALIFICATION:**

The Board is of the view that considering the market value of the assets and expected cash flows from the business of the subsidiary companies the provision already made are adequate.

**SECRETARIAL AUDITOR**

M/s. D. Hanumanta Raju & Co., Company Secretaries were appointed to conduct the Secretarial Audit of the Company for the financial year 2015-16, as required under Section 204 of the Companies Act, 2013

and rules thereunder. The Secretarial Audit Report for the financial year 2015-16 forms part of the Annual Report as **Annexure-3** of the Board's Report.

**STOCK EXCHANGE LISTING**

Presently, the Equity Shares of the Company are listed on the BSE Limited (BSE) and the National Stock Exchange of India Limited. The Company confirms that it has paid the Annual Listing Fees due to both the Stock Exchanges for the year 2015-16.

During the year the Company had delisted its GDRs from the London Stock Exchange, since the GDRs were not being frequently traded.

**CHAIRMAN AND MANAGING DIRECTOR CERTIFICATION**

As required under the SEBI Guidelines, the Chairman and Managing Director and the Chief Financial Officer Certification is attached to this Report.

**SIGNIFICANT MATERIAL ORDERS**

There were no significant Material Orders passed against the Company during the year under review.

**EXTRACT OF ANNUAL RETURN**

In accordance with Section 134 (3)(a) of the Companies Act, 2013, an extract of the Annual Return in the prescribed format is appended as **Annexure -4** of the Board's Report.

**INTERNAL FINANCIAL CONTROL**

The Board has adopted the policies and procedures 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 disclosures.

## VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has a Whistle Blower Policy framed to deal with instances of fraud and mismanagement, if any. The details of the Policy are explained in the Corporate Governance Report and also posted on the website of the Company [www.pvpglobal.com](http://www.pvpglobal.com)

## CORPORATE SOCIAL RESPONSIBILITY (CSR)

As per the provisions of the Companies Act, 2013 (Act), the company shall spend 2% of the average net profits of the company's, immediately preceding the three financial years towards CSR Activities as enlisted in Schedule VII of the Act .

The Company shall have a CSR Committee for formulating and monitoring the CSR Policy of the Company of the Company. The Committee of the Company comprises of Mr. R Nagarajan, Mr. NS Kumar and Mr. Prasad V. Potluri . The CSR Policy of the Company as approved by the Board of Directors of the Company is available on website of the company [www.pvpglobal.com](http://www.pvpglobal.com). The Report on Corporate Social Responsibility as per Rule 8 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is enclosed as **Annexure - 5** to this Report.

During the financial year ended March 31, 2016, the Company was required to spend Rs. 36.98 lacs towards CSR activities. However, owing to financial constraints the Company was unable to spend the amount for the financial year ended March 31, 2016.

During the previous financial year ended March 31, 2015, the Company was required to spend Rs.32.74 lacs i.e., being 2% of the average net profits of the company's immediately preceding three financial years towards CSR activities. The Company has spent Rs. 32.74 lacs towards CSR Activities in the Education sector i.e. in Siddhartha Academy of General and Technical Education ('SAGTE') in May 2015.

## PARTICULARS OF EMPLOYEES

The table containing the names and other particulars of employees in accordance with the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is appended as **Annexure-6** to the Board's Report

A statement containing the names of top ten employees in terms of remuneration as required under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is also mentioned in **Annexure-6**.

Further, there are no employees, employed throughout the financial year and in receipt of remuneration of Rs. 102 lacs or more, or employed for part of financial year and in receipt of remuneration of Rs. 8.5 lacs or more per month.

## RISK MANAGEMENT POLICY

The Company has risk management policy in place which mitigates the risk at appropriate situations and there are no elements of risk, which in the opinion of Board of Directors may jeopardize the existence of the Company.

## DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed off during financial year ended March 31, 2016:

- No. of complaints received: Nil
- No. of complaints disposed off: Nil

Particulars regarding technology absorption, conservation of energy and foreign exchange earnings and outgo required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8 of Companies (Accounts) Rules, 2014 to the extent applicable are as under:

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING/OUTGO**

A	<b>CONSERVATION OF ENGERGY</b>		
	The operations of the Company involve low energy consumption. Adequate measures have, however, been taken to conserve energy.		
B	<b>TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION</b>		
	The Company continues to use the latest technologies for improving the quality of its operations.		
C	<b>FOREIGN EXCHANGE EARNINGS AND OUTGO:</b>		
			[Rs. In Lakh]
	Particulars	Current Year	Previous Year
1.	Foreign Exchange Earnings	Nil	Nil
2.	Foreign Exchange Outgo:		
(i)	Travel related Expenses	-	0.86
(ii.)	Professional Fees	-	1044.68
(iii.)	London Stock Exchange Fee	-	15.51
(iv.)	Interest	-	1926.91
	Total	-	2987.96

**ACKNOWLEDGEMENTS**

Your Directors wish to express their appreciation for the support and co-operation extended by the bankers, financial institutions, joint development partners, shareholders, government agencies and other business associates. Your Directors wish to place on record their deep sense of appreciation for the committed services by the employees of the Company.

For and on behalf of the Board of Directors

Place: Chennai  
Date: August 17, 2016

Sd/-  
Prasad V. Potluri  
Chairman and Managing Director



# MANAGEMENT DISCUSSION AND ANALYSIS

## **INDUSTRY STRUCTURE & DEVELOPMENT:**

### **REAL ESTATE**

By virtue of its demographic status itself, India has an unparalleled potential to be a leading destination for real estate business globally. We have close to 10 million people moving into cities annually and an urban population equivalent to the total population of US and UK. The last decade itself has seen significant urbanization with more than 2,500 new cities, > 5 crore new houses in urban areas and cities with population of more than 1 million increased from 35 to 53. And this is only the beginning. Urban areas are expected to contribute 70-75% of nations GDP by 2025 and at this rate about 2 million affordable houses are required to be developed each year.

Over and above even amidst the global turmoil and uncertainty India continues to be a bright spot. This is despite domestic hurdles such as weak monsoon, rising NPAs and gridlocked parliament. There was a sharp decline in all commodity prices with crude oil dropping to below USD 30 levels in January 2016. Many major economies were adversely hit by this volatility. The growth in developed and developing economies remained subdued. There was a correction of sorts for the Chinese economy. The world economy is predicted to have grown at just above 3% levels in FY 2016 and is estimated to grow at similar levels in 2016-17. According to Indian Monetary Fund (IMF) and Central Statistics Organization (CSO), in the same period, Indian economy is expected to grow at more than double that rate of >7% levels making it the fastest growing economy in the world ahead of China. Thus there is a clear demand, demographic support and a resilient economy to justify our faith in this industry's fundamentals.

To top this, there has been a clear intent from the government to ease tight liquidity situation in the sector and boost affordable housing and infrastructure. Initiatives such as 'Housing for All by 2022', developing 'smart cities', introduction to REIT and RERA, strong stand against black money, relaxation of FDI norms, lowering of interest rates by RBI have all been very encouraging.

However all these developments in the last two years come in the wake of extremely dis-appointing previous years. Accordingly the year 2015-16 did not see a dramatic turnaround. Various stakeholders continued to be apprehensive and preferred to wait and watch. Property prices stood more or less flat. As a result there were umpteen inventory lying around. The silver lining is that the bad times seem to have bottomed out. Sales have started picking up in few cities like Mumbai, Chennai, Hyderabad and Bangalore. Stalled projects have resumed work. It will take some-time for such large inventory to completely be utilized but the signs are, without a doubt, positive.

### **FILMS**

In films business the major positives were growth of regional films and their presence and recognition pan-India. This paves way for many good content to travel beyond our state borders to wider audience. Telugu movies specially have a great chance to capitalize on the momentum established by 'Baahubali'. Another key change in the trend was a slight decline in star driven films to more content driven films. This will help in correcting the already inflated production, remuneration and marketing cost.

### **FORAY INTO SPORTS**

We have made a conscious decision to exit from sports business for the time being and wait for any further right opportunity.

### **OPPORTUNITIES AND THREATS:**

#### **REAL ESTATE**

The biggest positive we see is the introduction of a regulator through Real Estate Regulatory Authority (RERA). This is an orbit-shifting moment for the entire industry particularly the retail buyers. The industry is largely seen as unorganized and messy one at that. The increase in regulation will not only see a more disciplined approach from builders and brokers but also attract greater organized capital. On the demand side this will convert fence-sitters to actual buyers.

In a country like India, government support becomes key for infrastructure industry. Accordingly government has introduced some very big initiatives. 'Housing for all by 2022' will encompass building six crore housing units through public private partnership model. This will include 2 crore houses in urban areas and 4 crore in rural areas. List of 20 cities to be covered under 100 smart cities has already been identified. Further 500 cities have been identified under 'Atal Mission for Rejuvenation and Urban Transformation' (AMRUT). Further, there is a housing shortage of about 18.7 million. All this points to only one thing- exponential need and demand.

India has huge potential to attract large foreign investments into real estate. With real estate reaching a point of saturation in developed countries and the demand and prices falling, global real estate players are looking at emerging economies such as India for tapping opportunities in real estate. Only recently government has relaxed FDI norms by removing size and investment restrictions. Lock-in restrictions have been relaxed to ease exit to investors. Investors have also been allowed to invest in completed properties which was not allowed earlier. All this is clearly going to attract more global players to India and help the industry to mature, become more transparent, improve management and adopt advanced construction techniques.

Investors are likely to look beyond the top three destinations - Mumbai, Bangalore and NCR and move down south towards Chennai and Hyderabad for development opportunities. As a result, we expect to see Grade-A commercial and residential properties in tier-II and tier-III cities benefiting. Meanwhile, the traditional drivers for India's real estate market remain. These include expansion in India's services industry, increased disposable income levels of the middle class consumers, tax savings on home loan products as well as real estate being considered a conventional class of investment asset.

The immediate key threat is the excess of unsold stock lying which will take a while to sell off. At the current rate of absorption, existing inventory in the northern region will

take 65 months to get absorbed, western region 30 months and southern region 24 months. Developable urban land remains a scarce resource. A city like Mumbai is already bursting at its seams. Concrete regulations on land acquisitions still remain mired in politics.

The issue of statutory clearances will be hopefully ironed out with RERA but myriad of taxes still remain a demotivating factor. This increases cost of construction making affordable housing projects financially unviable for developers. This impacts the affordability of buyers too. It is the taxation issues which are hampering REITs (Real Estate Investment Trust) from taking off.

## FILMS

The opportunity in this industry is to develop newer screens as fast as possible particularly in Tier II and Tier III cities. India continues to remain under-penetrated compared to its global counterparts. Regulatory and bureaucratic hurdles need to be removed to achieve this. If this does not happen it will convert into a threat of lost opportunities. Another threat is the advent of Hollywood content on movie screens, TV and internet which is taking away the business from many Indian movies with alarming regularity. Unless we improve on the content, we will be left behind.

## SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE

The Company is engaged in Real Estate/ Urban Infrastructure, Media, Sports activities and Interest Income. These are reportable segments for the year. Entire operations of the company is only in domestic hence reportable geographical segment does not arise except for one step down subsidiary of PHML from Singapore which does not warrant geographical segment reporting. Segment wise Income, expenses, assets and liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter-segment revenue is accounted on the basis of cost plus margins. Revenue, expenses, assets and liabilities which relate to the Company as a whole and

are not allocable to segments on reasonable basis have been included under “unallocated revenue / expenses / assets / liabilities”.

#### **OUTLOOK:**

It is safe to say that real estate in India has only seen a-tip-of-the-iceberg growth and a true revolution is yet to come. Apart from a few key short term challenges, we predict an unhindered growth for the next twenty years. The strong belief is on the basis of fundamental need and demand, government support, introduction of RERA and REIT.

Films continue to be the biggest source of entertainment in India especially in south. At its very core, entertainment is treated at par with films. We expect the forms and mode to change, but the need and demand for good content will continue to drive this industry. Like they say in films itself, the stars, technicians, music etc. will change but there will always be a happy story waiting to be told and people waiting to see it.

#### **RISKS & CONCERNS:**

##### **REAL ESTATE**

The biggest risk that we foresee is any delay in taking much-needed initiatives like RERA and REIT. With its vision in place, government now needs to focus on execution. Greater the delay in any of the above, greater will be the opportunity lost. The best part about this industry is that demand need not be generated, it is always there to capture. At times it may be subdued and needs a little warming up, but at its very core the need is omnipresent. Now it is up to the various participants in this industry- brokers, builders, governments and bureaucrats to tap this latent potential and create a win-win situation. Maintaining status quo in this industry hurts more than taking a wrong decision. The clock here is always ticking and each passing second of inaction is costing a generation (both on the demand and supply side) a life-time of opportunity. Herein lies the biggest risk of this industry. Hopefully the government particularly is listening.

##### **FILMS**

As the forms and means of entertainment change, the immediate challenge is to adapt to this changing trend. Else there is a great risk of being left behind. One must keep creating good content, hope for development of more screens and explore newer avenues to exploit it. For regional players like us the next steps should be to create a pan India content regularly. Else there is a very good risk of becoming irrelevant amidst increasing competition from domestic and international studios, TV and internet

##### **INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:**

The internal audit and other internal checks implemented in the Company are adequate and commensurate with the size and nature of operations providing sufficient assurance and safe guarding all assets, authorizing transactions and its recording and timely reporting.

##### **FINANCIAL PERFORMANCE (CONSOLIDATED BASIS):**

- A. Capital Structure:** There is no change in the capital structure during the period under report.
- B. Reserves & Surplus:** The increase in Reserves & Surplus is attributed to the change in business operations of subsidiaries during the current financial year.
- C. Borrowings:** The increase in Long Term Borrowings is due to increase in loan from other body corporate. Short Term Borrowings represent the borrowings from banks and other parties.
- D. Non-Current Investments:** Investments done in various companies both listed and unlisted considering the business objectives and long term revenue generations from those investments. The change from last

year is due to investment in debentures of Blasters Sports Ventures Pvt. Ltd. and adjustment in cross holding of Picturehouse Media Ltd.

and the relevant provisions of the Companies Act, 2013 as amended to the extent applicable.

### CAUTIONARY STATEMENTS

**E. Long term & Short term loans & advances:**

This indicates various other advances given by the Company in its regular course of business operations.

**F. Revenue from Operations:** The consolidated revenue increased to Rs.147.94 crores from Rs.53.36 crores during the previous year.

**G. Cost of Sales:** The movie production expenses for the year 2016 stood at Rs.96.04 crore, which represents the expenses incurred on production of movies by the company and released during the year.

**H. Employee Benefit Expenses:** The increase in employee benefit expenses is contributed by addition of new subsidiary company during the current financial year.

**I. Net Profit:** The consolidated net loss for the year was Rs. 7.65 crores as against a net loss of Rs.25.41 crores during the previous year.

Statements in this Management Discussion and Analysis may contain forward-looking statements, which may be identified by their use of words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' or other words of similar meaning. These statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements could thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events. Important developments that could affect the company's operations include a downtrend in media and entertainment sector, significant changes in political and economic environment in India or key financial markets abroad, tax laws, litigations, exchange rate fluctuations, interest and other costs. The term "Real Estate" wherever used by the Company includes Development of Real Estate Projects and Urban Infrastructure.

### HUMAN RESOURCES & INDUSTRIAL RELATIONS:

Industrial relations are harmonious. The company recognizes the importance and contribution of the human resources for its growth and development.

As on 31st March 2016 the Company had total strength of 36 employees.

### DISCLOSURE OF ACCOUNTING TREATMENT

The financial statements of the Company have been prepared in accordance with Accounting Standards specified by Companies (Accounts) Rules, 2014 issued by the Central Government

# REPORT ON CORPORATE GOVERNANCE

**REPORT ON CORPORATE GOVERNANCE**

[Pursuant to Schedule V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

Your Company believes that Good Corporate Governance will lead to attainment of long term goals and value addition to the Stakeholders of the Company. The Company believes in the system of accountability, transparency and business ethics in its business coupled with utmost importance to statutory compliances.

**1. COMPANY’S PHILOSOPHY ON CORPORATE GOVERNANCE :**

PVP Ventures Limited believes in the following three tier Corporate Governance Structure:

- (i) Members appoint the Board of Directors (‘Board’) and authorize to conduct business with objectivity and ensure accountability;
- (ii) Board Leads the strategic management of the Company on behalf of the Shareholders and in the best interests of all the Stakeholders, exercises supervision through direction and control and constitutes various Committees to handle specific areas of responsibilities; and
- (iii) The Committees of the Board and Executive Management appointed by the Board take up specific responsibilities and day-to-day tasks to ensure that the activities of the Company are bring managed according to the strategies and targets set by the Board.

The above principles have been the guiding force for whatever your Company does and shall continue to be so in the years to come. The Company is committed to adopting to the best practices in Corporate Governance and Disclosure.

**2 BOARD COMPOSITION:**

**(a) Composition and Category of Directors**

The Board consists of four Directors comprising 1 (one) Executive Director, 2 (two) Independent Directors and 1 (one) Non-Executive Director, as on March 31, 2016. The composition of the Board represents the finest blend of professionals from various backgrounds which enables the Board to discharge its responsibilities more efficiently and provide effective leadership by taking the Company’s business to achieve greater heights.

- (b) The attendance of the Directors at the Meeting of Board of Directors held during financial year 2015-16 is as follows:

Sl No	Name Of The Director	No. Of Board Meetings		Attendance At The Agm Held On September 29, 2015
		Held	Attended	
1	Mr. Prasad V. Potluri	6	6	Yes
2	Mr. R Nagarajan	6	6	Yes
3	Mr. N S Kumar	6	6	Yes
4	Mrs. P. Sai Padma	6	6	No

- (c) The details of each Member of the Board along with number of Directorship(s)/ Committee Membership(s) held by Directors in companies other than PVP Ventures Limited, along with age of the Director, date of appointment to the Board of PVP Ventures Limited and Director Identification Number (DIN) are provided below for the period ended March 31, 2016:

Name of the Director	Age of Years	Designation/ Position	Date of Appointment	DIN	Directorship in other companies	Position on committees of the board of other indian companies*	
Mr. N S Kumar	69	Non-Executive and Independent	19/03/2001	00552519	6	As Chairman 5	As Member 6
Mr. R. Nagarajan	78	Director Non-Executive and Independent	19/03/2001	00443963	5	6	5
Mrs. P. Sai Padma	43	Director Non-Executive	28/03/2015	01683528	4	NIL	1
Mr. Prasad V.Potluri	46	Director Chairman and Managing Director	04/12/2007	00179175	3	NIL	3

\*Position on committees includes Audit, Nomination and Remuneration, Corporate Social Responsibility and Stakeholder relationship committees of other public companies.

- (d) During the financial year 2015-16, the Board met Six (6) times i.e., on May 29, 2015, August 14, 2015, November 06, 2015, November 30, 2015, February 09, 2016 and March 18, 2016.
- (e) Mr. Prasad V. Potluri is the brother of Mrs. P. Sai Padma. None of the other Directors are related to any other Director.
- (f) Mrs. P Sai Padma holds 15,00,000(0.61%) equity shares in the Company, apart from her no other Director holds any shares in the company.
- (g) The details of Director's induction and familiarization are available on the Company's website at [www.pvpglobal.com](http://www.pvpglobal.com).

**(h) Meeting of Independent Directors**

Pursuant to Schedule IV of the Companies Act, 2013 and the Rules made thereunder, the independent directors of the Company shall hold at least 1 meeting in a year, without the attendance of non-independent directors and members of the management. All the independent directors of the Company shall strive to be present at such meetings. The Meeting shall review the performance of non-independent directors and Board as a whole, review the performance of the chairperson of the company, taking into account the views of executive directors and non-executive director and assess the quality, quantity and timelines of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.



The Independent Directors have held a meeting on February 09, 2016, in this regard and discussed, among other matters, the performance of the Company and risks faced by it, flow of information to the Board, competition, strategy, leadership strengths, weaknesses, governance, compliance, board movements, HR matters and performance of Chairman.

### 3. AUDIT COMMITTEE:

During the previous financial year 2014-15, in the Board meeting held on February 13, 2015 the Board had rechristened the nomenclature of 'Audit Committee' as 'Audit and CSR Committee' however, it was subsequently felt that as the roles of the Committee are different and it is viable to have separate committees accordingly the Board in its meeting held on November 6, 2015 had reconstituted "Audit and CSR Committee" into two separate committees as "Audit Committee" and "CSR Committee"

#### A. Brief Description Of Terms Of Reference

- i) Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- ii) Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- iii) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- iv) Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
  - b. Changes, if any, in accounting policies and practices and reasons for the same
  - c. Major accounting entries involving estimates based on the exercise of judgment by management
  - d. Significant adjustments made in the financial statements arising out of audit findings
  - e. Compliance with listing and other legal requirements relating to financial statements
  - f. Disclosure of any related party transactions
  - g. Qualifications in the draft audit report
- v) Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- vi) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization

- of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- vii) Review and monitor the auditor's independence and performance, and effectiveness of audit process;
  - viii) Approval or any subsequent modification of transactions of the company with related parties;
  - ix) Scrutiny of inter-corporate loans and investments;
  - x) Valuation of undertakings or assets of the company, wherever it is necessary;
  - xi) Evaluation of internal financial controls and risk management systems;
  - xii) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
  - xiii) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
  - xiv) Discussion with internal auditors of any significant findings and follow up there on;
  - xv) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
  - xvi) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
  - xvii) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
  - xviii) To review the functioning of the Whistle Blower mechanism;
  - xix) Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
  - xx) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee;
  - xxi) Monitoring the end use of funds raised through public offers and related matters;
  - xxii) To review the management discussion and analysis of financial condition and results of operations;
  - xxiii) To review the statement of significant related party transactions (as defined by the audit committee), submitted by management;
  - xxiv) To review the management letters / letters of internal control weaknesses issued by the statutory auditors;

- xxv) To review the internal audit reports relating to internal control weaknesses;
- xxvi) To review the appointment, removal and terms of remuneration of the chief internal auditor.
- xxvii) To review the statement of deviations of following:
  - a. Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
  - b. Annual statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice in terms of Regulation 32(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- xxviii) The Audit Committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the company; and
- xxix) The Audit Committee shall have authority to investigate into any matter in relation to the items specified above or referred to it by the Board and for this purpose shall have power to obtain professional advice from external sources and have full access to information contained in the records of the company.

**B. Details of Composition and Attendance of the Audit Committee Meetings**

Sl No	Name Of The Director	Category	Position	Number Of Audit Committee Meetings	
				Held	Attended
1	Mr. R Nagarajan	Non-Executive and Independent Director	Chairman	4	4
2	Mr. N S Kumar	Non-Executive and Independent Director	Member	4	4
3	Mr. Prasad V. Potluri	Chairman and Managing Director	Member	4	4

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

The Audit Committee met four times during the financial year 2015-16 on May 29, 2015, August 14, 2015, November 6, 2015 and February 9, 2016 and not more than four months had elapsed between two Audit Committee Meetings. The necessary quorum was present for all the Audit Committee Meetings.

#### **4. NOMINATION AND REMUNERATION COMMITTEE**

##### **A. Brief Description Of Terms Of Reference**

- (i) Determine/recommend the criteria for appointment of Executive, Non-executive and Independent Directors to the Board
- (ii) Determine/recommend the criteria for qualifications, positive attributes and independence of Director
- (iii) Review and determine all elements of remuneration package of the executive directors i.e., salary, benefits, bonuses, stock options, pension etc.
- (iv) Formulate criteria and carryout evaluation of each Director's performance and performance of the Board as a whole

##### **B. Details of Composition and Attendance of the Nomination & Remuneration Committee Meetings**

Sl No	Name Of The Director	Category	Position	Number Of Meetings	
				Held	Attended
1	Mr. N S Kumar	Non-Executive and Independent Director	Chairman	1	1
2	Mr. R Nagarajan	Non-Executive and Independent Director	Member	1	1
3	Mrs. P Sai Padma	Non-Executive Director	Member	1	1

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

The Nomination and Remuneration Committee met on November 30, 2015 during the year under review.

##### **C. Performance Evaluation Criteria of Independent Directors**

During the year, committee under the guidance of Board, also formulated the criteria and framework for the performance evaluation of every Director of the Board including independent Directors and identified the ongoing training and education programs to ensure that the independent Directors are provided with adequate information regarding the business, the industry and their legal responsibilities and duties.

#### **5. REMUNERATION OF DIRECTORS:**

- (i) There is no pecuniary relationship or transaction of Non-Executive Directors with the Company during the year 2015-16
- (ii) No remuneration is paid to Non-Executive Directors, apart from sitting fee for attending the Board & Committee meetings.
- (iii) Disclosures with respect to remuneration:

- (a) All elements of remuneration package of individual Directors summarized under major groups such as salary, benefits, bonuses, stock options, pension etc.

Name of the Director	Salary	Benefits	Commission (Rs)	Sitting Fees (Rs)	Others (Rs)	Total (Rs)
Mr. Prasad V. Potluri	30,00,000	10,000	NIL	NIL	NIL	30,10,000
Mrs. P Sai Padma	NIL	NIL	NIL	1,00,000	NIL	1,00,000
Mr. R. Nagarajan	NIL	NIL	NIL	1,55,000	NIL	1,55,000
Mr. N.S Kumar	NIL	NIL	NIL	1,55,000	NIL	1,55,000

Remuneration is paid to Mr. Prasad V. Potluri, Chairman & Managing Director of the Company, no other directors receive any remuneration apart from sitting fee.

- (b) Details of fixed component and performance linked incentives, along with the performance Criteria: NA
- (c) Service contracts, notice period, severance fees:  
Company does not have any service contract with the Directors of the Company
- (d) Company has not granted any Stock options during the year

## 6. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

### The Stakeholder Relationship Committee Is Responsible For:

- Consider and resolve the grievances of shareholders of the Company with respect to transfer of shares, non-receipt of annual report, non-receipt of declared dividend etc.
- Such other matters as may from time to time, be required by any statutory, contractual or other regulatory requirements to be attended to by such Committee.

Your Company has a designated e-mail ID i.e., investorrelations@pvpglobal.com exclusively for the purpose of registering complaints and grievances of Shareholders.

Your Company has also displayed the said email ID and other relevant details prominently under the investors section in its website, www.pvpglobal.com for creating investor awareness.

Your Company maintains a functional website i.e., www.pvpglobal.com containing necessary information about the Company viz., details of its business, financial information, shareholding pattern, compliance with corporate governance, contact information of the designated officials of the Company who are responsible for assisting and handling investor grievances and details of agreements entered into with the media companies and/or their associates, etc.. The contents of the said website are updated regularly as per Clause 54 of the Listing Agreement and Regulation 46 of the SEBI(LODR)Regulations, 2015

The Committee met 3 times on May 29, 2015, August 14, 2015 and November 06, 2015 during the financial year 2015-16.

Details of Composition and Attendance of the Stakeholders’ Relationship Committee

Sl No	Name Of The Director	Category	Position	Number Of Stakeholder Committee Meetings	
				Held	Attended
1	Mr. R Nagarajan	Non-Executive and Independent Director	Chairman	3	3
2	Mr. N S Kumar	Non-Executive and Independent Director	Member	3	3
3	Mr. Prasad V. Potluri	Chairman and Managing Director	Member	3	3

The Company Secretary of the company acts as a Secretary of the Committee. Company Secretary of the Company acts as the Compliance Officer. (Mr. GSV Ranga, erstwhile Company Secretary of the Company resigned w.e.f 31.03.2016 and Mr. V. Ravi Kumar Reddy was appointed as the Company Secretary and Compliance officer of the Company w.e.f 23.05.2016)

**Investor Grievance Redressal**

The number of complaints received and resolved to the satisfaction of investors during the year under review and their break-up are as under:

- a. Number of shareholders’ complaints received so far – NIL
- b. Number of complaints not resolved to the satisfaction of shareholders is NIL.
- c. There were no pending complaints as at the year end.

**7. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE:**

The Committee is responsible for:

- a. Formulate and recommend to the Board, a CSR Policy
- b. Recommend the amount of expenditure to be incurred on the CSR activities.
- c. Monitor the implementation of the CSR Policy and expenditure incurred on CSR activities.

Details of Composition of the CSR Committee

Sl No	Name Of The Director	Category	Position
1	Mr. R Nagarajan	Non-Executive and Independent Director	Chairman
2	Mr. N S Kumar	Non-Executive and Independent Director	Member
3	Mr. Prasad V. Potluri	Chairman and Managing Director	Member

There was no CSR Committee meeting held during the year under review.

**8. GENERAL BODY MEETINGS**

**A. Annual General Meetings**

Location, date and time of the Annual General Meetings held during the preceding 3 years and the Special Resolutions passed thereat are as follows:

Year	Venue	Date & Time	Special Resolutions Passed
2012-13	Kamaraj Arangam, No. 492, (Old No. 574-A) Anna Salai, Teynampet. Chennai – 600 006	September 26,2013 10.00 A.M	1. Commencement of new Business covered under Other objects clause of Memorandum of Association 2. Variation in terms of appointment of Mr. Prasad V. Potluri as Chairman and Managing Director of the Company
2013-14	The Kings Hall The Pleasant Days Resort Chennai- Bangalore Highway Palanjur, Sembarambakkam, Chennai – 600 123	September 26,2014 10.00 A.M	1. To alter the Articles of Association of the Company.
2014-15	Hotel Green Park, Vauhini Hall, No. 183, NSK Salai, Arcot Road, Vadapalani, Chennai- 600 026	September 29, 2015 10:00 A.M	1. Corporate Guarantee and/or Collateral Security extended and to be extended to M/s. Picturehouse Media Limited 2. Corporate Guarantee or Collateral Security to Subsidiary Companies.

**B. Extraordinary General Meetings:**

No Extraordinary General Meeting held during the year.

**C. Postal Ballot:**

During the year 2015-16, no resolution was passed through a Postal Ballot.

No resolution is proposed to be conducted through postal ballot in this AGM.

**9. MEANS OF COMMUNICATION:**

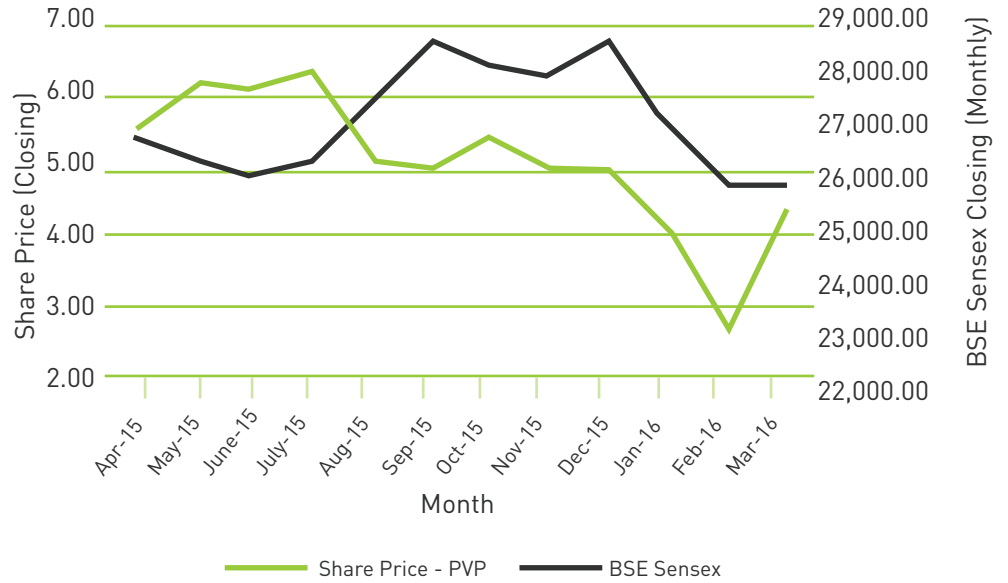
- (a) The quarterly results are published in Business Standard(English) and Makkal Kural (in Tamil)
- (b) Quarterly Financial Results are furnished within the time frame to all the concerned Stock Exchanges as per Clause 41 of the Erstwhile Listing Agreement and Regulation 33 of the Securities Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations,2015 and the same are displayed on the Company's website [www.pvpglobal.com](http://www.pvpglobal.com)
- (c) The website [www.pvpglobal.com](http://www.pvpglobal.com) also displays vital information relating to the Company and its performance and such other statutory information such as shareholding pattern, annual reports, policies/code of conduct and such other like.
- (d) No official news releases or presentations to institutional investors/analysts were made during the year.



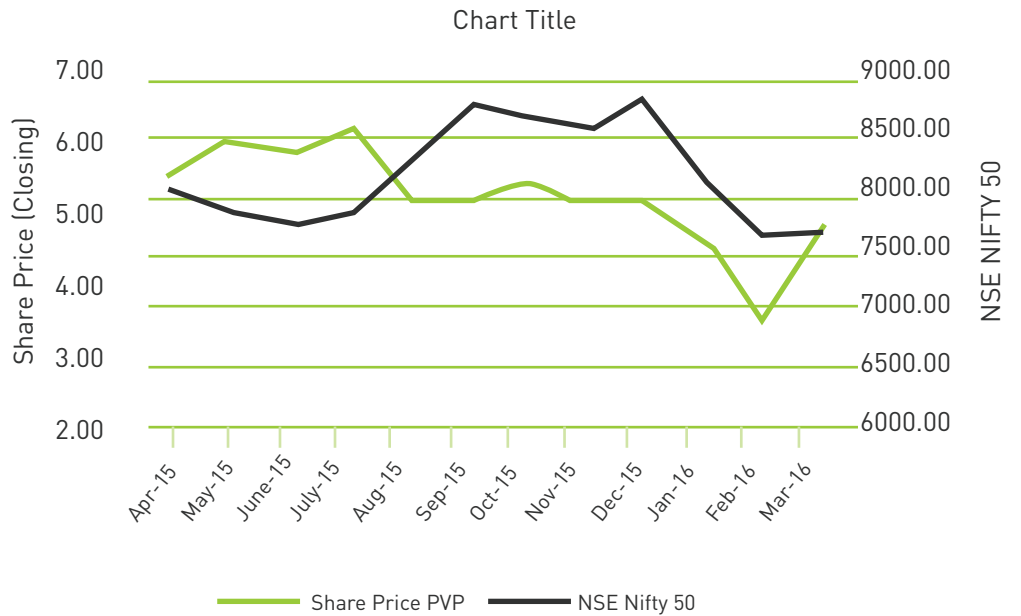
**10. GENERAL SHAREHOLDER INFORMATION:**

a.	Annual General Meeting will be held on Tuesday, the September 27, 2016 at 10.00 am at Hotel Hotel Green Park, Vauhini Hall No.183, NSK Salai, Arcot Road, Vadapalani, Chennai, Tamil Nadu – 600 026			
b.	Financial Year of the Company is 1st April to 31 March.			
c.	Dividend Payment Date: No Dividend is proposed for the year.			
d.	Financial Reporting: For the quarter ending June 30, 2016, September 30, 2016, December 31, 2016 will be within forty five days from the closure of the quarter and For the quarter and year ending March 31, 2017 within 60 days from the closure of the quarter.			
e.	Dates of Book Closure will be from September 22, 2016 to September 27, 2016 (both days inclusive).			
f.	Company's shares are listed on the BSE Limited and the National Stock Exchange of India Limited. The GDRs of the Company were delisted on 29.03.2016 from the London Stock Exchange.			
g.	Stock Code of the Company's scrip is PVP for NSE and 517556 for BSE			
h.	ISIN Code is INE362A01016			
i.	High and Low Market Price during each month in the accounting year was as follows:			
	BSE		NSE	
<b>Month</b>	<b>High Price</b>	<b>Low Price</b>	<b>High Price</b>	<b>Low Price</b>
Apr-14	7.38	5.07	7.55	5.05
May-14	5.99	4.87	6.00	4.60
Jun-14	5.47	4.28	5.45	4.25
Jul-14	6.99	4.71	6.80	4.50
Aug-14	7.84	5.07	7.90	4.90
Sep-14	7.79	5.20	7.35	5.15
Oct-14	6.99	6.15	6.80	6.10
Nov-14	6.70	5.30	6.80	5.05
Dec-14	7.21	5.76	7.20	5.90
Jan-15	7.30	4.90	7.20	4.95
Feb-15	5.75	4.11	5.75	4.05
Mar-15	5.28	4.40	5.50	4.60
J.	performance in comparison to broad-based indices such as BSE Sensex, Nifty 50			

**I. Performance of PVP Ventures Limited monthly closing prices in comparison to monthly BSE Sensex closing**



**II. Performance of PVP Ventures Limited monthly closing prices in comparison to monthly NSE Nifty closing**



K. There was no suspension of trading in securities of the Company during the year under review						
l. Registrar and Share Transfer Agents of the Company is Karvy Computershare Private Limited C/o Karvy Selenium Tower B, Plot Nos. 31 and 32, Financial District, Nanakramguda, Serlingampally Mandal, Hyderabad 500 032, Telangana; T: +91 040 – 6716 1591 E: einward.ris@karvy.com						
m. Share Transfer System: The Registrar and Share Transfer Agents, Karvy Computershare Private Limited, handle share transfers under the overall supervision of the Stakeholders' Relationship Committee.						
n. Distribution of Shareholding as on 31st March, 2016 was as follows:						
(i) Categories of Shareholders:						
<b>Category</b>		<b>No. Of Shares</b>		<b>% To Share Capital</b>		
Promoters		14,09,90,766		57.53		
FIs and Financial Institutions/Banks		4,46,340		0.18		
Private Corporate Bodies		1,14,16,234		4.66		
Indian Public		6,28,89,160		25.66		
NRIs / HUFs/Clearing Members/Others		2,93,10,201		11.96		
Custodians of GDRs		-		-		
<b>GRAND TOTAL</b>		<b>24,50,52,701</b>		<b>100.00</b>		
(ii) Distribution of Shareholding:						
<b>Sno</b>	<b>Category</b>	<b>No. of Shares</b>	<b>% of Shares</b>	<b>Amount</b>	<b>% Amount</b>	
1	upto 1 - 5000	20528	69.27	2,93,85,650	1.20	
2	5001 - 10000	3492	11.78	3,08,38,930	1.26	
3	10001 - 20000	2082	7.03	3,40,36,320	1.39	
4	20001 - 30000	894	3.02	2,36,07,540	0.96	
5	30001 - 40000	416	1.40	1,52,53,540	0.62	
6	40001 - 50000	564	1.90	2,72,62,020	1.11	
7	50001 - 100000	799	2.70	6,20,04,930	2.53	
8	100001 & ABOVE	860	2.90	222,81,38,080	90.92	
	<b>TOTAL</b>	<b>29,635</b>	<b>100.00</b>	<b>245,05,27,010</b>	<b>100</b>	
o. Dematerialization of Shares and Liquidity: To facilitate trading in dematerialized form, the Company has entered into agreement with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Shares of the Company are actively traded on the National Stock Exchange Limited and BSE Limited. As on 31st March, 2016, 99.88% shares were held in dematerialized form.						
p. Outstanding Global Depository receipts or american depository receipts or warrants or any convertible instruments, conversion date and likely impact on equity: During the year, the GDRs were delisted from London Stock Exchange and hence there are no Outstanding GDRs, ADRs or warrants or any convertible instruments.						

q.	commodity price risk or foreign exchange risk and hedging activities The Company is not carrying on any Commodity Business and has also not undertaken any hedging activities, hence same are not applicable to the Company.
r.	Compliance Officer: Mr. V. Ravi Kumar Reddy, Company Secretary; T: +91-40-6730 9999; F No: +90-40-6730 9988 E: investorrelations@pvpglobal.com
s.	Plant Location: The Company does not have any plants.
t.	Address for Correspondence: PVP Ventures Limited, 4th Floor, Punnaiah Plaza, Plot No.83 and 84, Road No.2, Banjara Hills, Hyderabad – 500034. T : +91-40-6730 9999; F No: +91-40-6730 9988. E: investorrelations@pvpglobal.com
u.	Investor Relations: The Company generally replies to all the queries of the investors within a week of their receipt.
v.	Nomination Facility: Shareholders holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013, are requested to contact the Company's Share Transfer Agents:  Karvy Computershare Private Limited, C/o Karvy Selenium Tower B, Plot Nos. 31 and 32, Financial District, Nanakramguda, Serlingampally Mandal, Hyderabad – 500032, Telangana; T: +91 040 – 6716 1591 4 <a href="mailto:einward.ris@karvy.com">E: einward.ris@karvy.com</a>

## 11. OTHER DISCLOSURES

- a. There were NO Material significant Related Party Transactions i.e. transactions of the Company of material nature, with its promoters, Directors or the management, their subsidiaries or relatives etc. during the year that may have potential conflict with the interests of the Company at large. All related party transactions are intended to further the business interests of the Company.
- b. During the year 2014-15, Securities & Exchange Board of India ('SEBI') vide Adjudication Orders nos. ASK/AO-174/2014-15 and ASK/AO-175/2014-15 and dated March 27, 2015 has imposed penalty of Rs.15,00,000/- each against the Company and Mr. Prasad V. Potluri, Chairman and Managing Director for alleged non-disclosures under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and SEBI (Prohibition of Insider Trading) Regulations, 1992.

Further, SEBI vide Adjudication Order nos. ASK/AO-172/2014-15 and ASK/AO-173/2014-15 and dated March 27, 2015 has imposed penalty of Rs.15,15,00,000/- each against PVP Global Ventures Private Limited ('wholly owned subsidiary') and Mr. Prasad V. Potluri (Promoter-Director of PVP Global Ventures Private Limited) for the alleged Insider Trading Violations during the period 2009-10.

The Company challenged the said impugned orders before the Securities Appellate Tribunal ('SAT') during June 2015 and the same is pending before the SAT

Further to the Disclosure made at point no (iii) in the Annual Report for the year 2013-14, at page no. 46, it is submitted that the provisional attachment order issued by the Enforcement Directorate, Hyderabad Zonal Office ('ED'), was confirmed by the Adjudicating authority, at New Delhi on May 20, 2015. Consequently, the ED has attached 28 acres of land held by Adobe Realtors Private Limited, at Survey No. 609, Nadargul Village, Saroor Nagar Revenue Mandal, Ranga Reddy Dist., Telangana and taken possession of the property on August 4, 2015. Adobe Realtors Private Limited has challenged the attachment order before the Appellate Tribunal on July 3, 2015 and the matter is pending before it.

- c. The Whistle blower policy as approved and adopted by the Board of Directors provides adequate safeguards against victimization of employees and provides access to the Audit Committee.
  - d. The Company has complied with all the mandatory requirements of Corporate Governance as per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has not adopted any of the clauses with regard to discretionary requirements.
  - e. The Policy for determining material subsidiaries is disclosed on the website of the Company [www.pvpglobal.com](http://www.pvpglobal.com)
  - f. The Policy on Related Party Transactions as approved and adopted by the Board of Directors is displayed on the website of the Company at [www.pvpglobal.com/html/otherstatutory-information.html](http://www.pvpglobal.com/html/otherstatutory-information.html)
  - g. The Company is not carrying on any Commodity Business and has also not undertaken any hedging activities, hence same are not applicable to the Company.
12. The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.
13. Disclosure with respect to Demat suspense account/ unclaimed suspense account – Not applicable

#### **CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT**

As the Managing Director of PVP Ventures Limited and as required by Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby declare that all the Board members and senior management personnel of the Company have affirmed compliance with the Company's Code of Conduct for the Financial Year 2015-16.

August 17, 2016  
Chennai

Sd/-  
Prasad V. Potluri  
Chairman and Managing Director

**MD AND CFO CERTIFICATION**

To  
The Board of Directors  
**PVP VENTURES LIMITED**

We, Prasad V. Potluri, Chairman & Managing Director and S. Kannan, Chief Financial Officer of PVP Ventures Limited, to the best of our knowledge and information, and on behalf of the Company certify that:

- a. We have reviewed financial statements for the year ended March 31, 2016 and that to the best of our knowledge and belief :
  - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the company during the quarter which are fraudulent, illegal or violative of the company's code of conduct.
- c. 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 and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps they have taken or propose to take to rectify these deficiencies.
- d. During the year under reference -
  - (i) there were no significant changes in the internal controls or overall financial reporting;
  - (ii) no significant changes in accounting policies were made that require disclosure in the notes to the financial statements; and
  - (iii) no instance of significant fraud and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting, has come to our notice.

For PVP Ventures Limited

Place: Hyderabad  
Date: May 23, 2016

Sd/-  
Prasad V. Potluri  
Chairman & Managing Director

Sd/-  
S Kannan  
Chief Financial Officer

**CERTIFICATE ON CORPORATE GOVERNANCE**

**TO THE MEMBERS OF M/S. PVP VENTURES LIMITED,**

We have examined the compliance of conditions of Corporate Governance by **PVP VENTURES LIMITED** ("the Company"), for the year ended on March 31, 2016, as stipulated in Clause 49 of the Listing Agreement ('Listing Agreement') entered in to by the Company with Stock Exchanges for the period 1st April, 2015 to 30th November, 2015 and as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as referred to in Regulation 15(2) of the Listing Regulations for the period 1st December, 2015 to 31st March, 2016.

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

In our opinion and to the best of our information and according to the explanations given to us, by the Directors, Officers and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement/ Listing Regulations.

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

Place: Hyderabad  
Date: August 16, 2016

For  
D.HANUMANTA RAJU & CO  
COMPANY SECRETARIES

CS SHAIK RAZIA  
PARTNER  
FCS: 7122, CP NO: 7824

## Statement containing the salient features of the financial statements of subsidiaries

Name*	Date of acquisition of subsidiary	Reporting Period	Re-reporting Currency	Share Capital	Reserves And Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit / (Loss) Before Taxation	Provision For Taxation	Profit / (Loss) After Taxation	PD**	% ***
PCPPL	01.10.2007	31.03.2016	INR	5,000,000	167,506,709	172,569,959	63,250	-	-	(107,460)	-	(107,460)	-	100%
PMVPL	29.04.2013	31.03.2016	INR	190,000	(280,929,249)	119,614,934	400,354,183	119,552,598	-	(652,762)	-	(652,762)	-	100%
PGVPL	01.12.2006	31.03.2016	INR	882,28,690	(812,241,341)	2,940,184,697	3,664,197,348	1,645,457,032	-	(111,765,815)	-	(111,765,815)	-	100%
PIPL	25.08.2014	31.03.2016	INR	-	-	-	-	-	-	-	-	-	-	-
NCCPPL	08.08.2006	31.03.2016	INR	124,70,000	334,745,783	2,531,798,967	2,184,583,184	-	-	(607,408)	-	(607,408)	-	81%
SSPL	16.01.2015	31.03.2016	INR	100,000	(39,324)	35,469,837	35,409,161	-	-	(11,450)	-	(11,450)	-	100%
BSVPL	27.08.2014	31.03.2016	INR	-	-	-	-	-	-	-	-	-	-	-
PML	25.08.2015	31.03.2016	INR	522,500,000	(61,803,769)	1,620,824,138	1,160,127,907	256,718,500	950,823,766	(165,585,864)	-	(165,585,864)	-	51.46.%
ARPL	23.10.2013	31.03.2016	INR	1,00,000	(2,10,92,236)	51,491	2,10,43,727	-	-	(45,008)	-	(45,008)	-	100%
PCPL	25.08.2015	31.03.2016	INR	3,00,000	(4,80,49,533)	21,70,066	4,99,19,599	-	-	(77,615)	-	(77,615)	-	100%
PCL	25.08.2015	31.03.2016	INR	25,00,00,000	25,07,31,570	2,04,86,98,923	1,54,79,67,353	-	34,21,45,781	11,19,33,733	4,22,35,593	6,96,98,140	-	100%
PMPL	25.08.2015	31.03.2016	USD	3,899	5,658	14,020	4,463	-	19,763	(7,572)	21	(7,593)	-	100%

\* Name Of The Subsidiary

Pvp Corporate Parks Private Limited (Pcplpl)  
Pvp Media Ventures Private Limited (Pmvpl)  
Pvp Global Ventures Private Limited (Pgvpl)  
Pvp Island Private Limited (Pipl)  
New Cyberabad City Projects Pvt Ltd (Nccppl)  
Safetrunk Services Pvt Ltd (Sspl)  
Blasters Sports Ventures Private Limited (Bsvpl)  
Picturehouse Media Limited (Pml)  
Adobe Realtors Private Limited (Arpl)  
Pvp Cinema Private Limited (Pcpl)  
Pvp Capital Limited (Pcl)  
Picturehouse Media Private Limited (Pmpl)

Note:

- Names of Subsidiaries which are yet to commence operations- PVP Corporate Parks Private Limited, PVP Media Ventures Private Limited, PVP Island Private limited, New Cyberabad City Projects Private Limited, PVP Cinema Private Limited
- Names of subsidiaries liquidated or sold or strike off during the year:
  - PVP Island Private Limited
  - Blasters Sports Ventures Private Limited
- There are no Associate Companies or joint Ventures as on the date of this report.
- ARPL is the wholly owned subsidiary of PGVPL & PCL, PCPL, PMPL (Singapore) are the wholly owned subsidiaries of PML

\*\* Proposed Dividend

\*\*\* % Of Shareholding



**ANNEXURE- 2**

Nomination, Remuneration and Performance Evaluation Policy

**1. INTRODUCTION**

The Board of Directors (the “Board”) of PVP Ventures Limited (the “Company” or “PVPVL”), has adopted the following policy and procedures with regard to Appointment, Remuneration and Evaluation of performance of Directors, Key Managerial Personnel and Senior Management. The Board/ Audit Committee will review and may amend this policy from time to time.

This policy will be applicable to the Company effective from date of approval of the Board i.e., May 29, 2015.

**2. TITLE**

This policy with regard to Performance Evaluation and Remuneration shall be called the PVP Ventures Limited – Nomination, Remuneration & Performance Evaluation Policy (herein after referred to as the “Policy”).

**3. SCOPE**

This Policy is being formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Clause 49 of the Listing Agreement, as amended from time to time. This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors.

**4. DEFINITIONS**

a. Act means Companies Act, 2013

- b. Board means Board of Directors of the Company
- c. Committee means Nomination and Remuneration Committee of the Company.
- d. Company means PVP Ventures Limited
- e. Employee means any employee of the Company (whether working in India or abroad)
- f. Independent Director means a director who meets the criteria of Independence laid down under Section 149 of the Companies Act, 2013 read with the rules made there under and the Listing Agreement entered with the stock exchanges.
- G. Key Managerial Personnel Means:
  - (i.) Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole-time Director;
  - (ii.) Chief Financial Officer;
  - (iii.) Company Secretary; and
  - (iv.) Such other officer who is reporting to Managing Director/CEO.
- h. Nomination and Remuneration Committee, by whatever name called, shall mean a Committee of Board of Directors of the Company, constituted in accordance with the provisions of Section 178 of the Act and the Clause 49 of the Listing Agreement.
- i. Senior Managerial Personnel mean the personnel of the company who are members of its core management team excluding Board of Directors. Normally, this would comprise all members of management, of rank equivalent to General Manager and above, including all functional heads.

## **5 OBJECTIVE**

The objective of the policy is to ensure that

- a. the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- b. relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- c. remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.

## **6. COMPOSITION OF THE COMMITTEE**

The composition of the Committee is / shall be in compliance with the Act, Rules made thereunder and the Clause 49, as amended from time to time.

## **7. ROLE OF THE COMMITTEE**

**THE ROLE OF THE NRC WILL BE THE FOLLOWING:**

- a. To formulate criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management and other employees.
- b. To formulate criteria for evaluation of Independent Directors and the Board.
- c. To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down

and recommend to the Board the appointment and removal of Directors and Senior Management.

- d. To carry out evaluation of Director's performance.
- e. To devise a policy on Board diversity, composition, size.

## **8. APPOINTMENT AND REMOVAL OF DIRECTOR, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT**

- a. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his / her appointment, as per Company's Policy.
- b. A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the position.
- c. Appointment of Directors, KMP's and Senior Management Personnel are subject to compliance of provisions of the Companies Act, 2013 and compliance of clause 49 of the Listing Agreement.
- d. While appointing Independent Directors, the Committee shall ensure that the person proposed to be appointed possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales & marketing, administration, research, corporate governance, technical operations, other disciplines related to the Company's business and such other criteria as may be specified by any law amended from time to time.

- e. It shall also ensure that Directors proposed to be appointed are not disqualified under any law. In case of Independent Director, it shall ensure that person proposed to be appointed meets the criteria of independence as laid down by the Companies Act, 2013 and Listing Agreement as amended from time to time.
- f. The appointment as recommended by the Nomination and Remuneration Committee further requires the approval of the Board.

**9. REMUNERATION TO EXECUTIVE DIRECTORS, KMPs, SENIOR MANAGEMENT PERSONNEL AND OTHER EMPLOYEES OF THE COMPANY**

- a. The Executive Directors, KMPs and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The breakup of the pay scale and quantum of perquisites including, employer's contribution to P.F., medical expenses, LTA and other expenses shall be decided and approved by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required.
- b. The Managing Director of the Company may decide the remuneration of KMP (other than Managing / Whole time Director) and Senior Management based on the standard market practice and prevailing HR policies of the Company.
- c. If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Executive Director/ KMPs in accordance with the provisions of Schedule V to the Companies Act, 2013 or prior approval of the Central Government as the case may be.
- d. The Remuneration/ Commission etc. to

be paid to Managing Director / Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

- e. The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from time to time.
- f. The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

**10. REMUNERATION TO NON- EXECUTIVE / INDEPENDENT DIRECTOR**

- a. The Non- Executive / Independent Director may receive sitting fees, accommodation, travelling and other expenses incidental thereto for attending meetings of Board or Committee thereof.
- b. Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.
- c. Remuneration /Commission, if applicable, may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the net profits of the Company computed as per the applicable provisions of the Companies Act, 2013.
- d. An Independent Director shall not be entitled to any stock option of the Company unless otherwise permitted in terms of the Act and the Clause 49, as amended from time to time.

## **11. EVALUATION**

The Committee shall carry out evaluation of performance of Director, KMP and Senior Management Personnel yearly or at such intervals as may be considered necessary. Each year the Board of the Company will carry out an evaluation of its own performance. The Board performance evaluation is designed to:

- a. review the pre-determined role of the Board collectively and individual Directors in discharge of duties as set out in the Company from time to time.
- b. annually assess how well directors are discharging their responsibilities; collectively by assessing the Board's effectiveness; and individually by assessing the quality of a Director's contribution to general discussions, business proposals and governance responsibilities;
- c. annually assess the performance of directors in discharging their responsibilities;
- d. regularly evaluate the Directors' confidence in the integrity towards the Company, the quality of the discussions at Board meetings, the credibility of the reports and information they receive, the level of interpersonal cohesion between Board members and the degree of Board knowledge; and
- e. enable Board members, individually and collectively, to develop the key skills required to meet foreseeable circumstances with timely preparation, agreed strategies and appropriate development goals.

This can be achieved by collectively assessing the Board's effectiveness and by individually assessing the quality of a Director's contribution to general discussions, business proposals and governance responsibilities.

## **Criteria for Evaluation of Performance**

The Nomination and Remuneration Committee has laid down the criteria for evaluation of performance of Independent Directors and the Board.

- a. Attendance and contribution at Board and Committee meetings
- b. His/her stature, appropriate mix of expertise, skills, behavior, experience, leadership qualities, sense of sobriety and understanding of business, strategic direction to align company's value and standards.
- c. His/her knowledge of finance, accounts, legal, investment, marketing, foreign exchange/ hedging, internal controls, risk management, assessment and mitigation, business operations, processes and Corporate Governance.
- d. His/her ability to create a performance culture that drives value creation and a high quality of debate with robust and probing discussions.
- e. Effective decisions making ability to respond positively and constructively to implement the same to encourage more transparency.
- f. Open channels of communication with executive management and other colleague on Board to maintain high standards of integrity and probity.
- g. Recognize the role which he/she is expected to play, internal Board Relationships to make decisions objectively and collectively in the best interest of the Company to achieve organizational successes and harmonizing the Board.
- h. His/her global presence, rational, physical and mental fitness, broader thinking, vision on corporate social responsibility etc.

- i. Quality of decision making on source of raw material/procurement of roughs, export marketing, understanding financial statements and business performance, raising of finance, best source of finance, working capital requirement, forex dealings, geopolitics, human resources etc.
  - j. His/her ability to monitor the performance of management and satisfy himself with integrity of the financial controls and systems in place by ensuring right level of contact with external stakeholders.
  - k. His/her contribution to overall brand image of the Company.
- will execute the Company's strategy through the efficient and effective implementation of the business objectives. In order to accomplish this:
- a. Each year the Board reviews the Company's strategy.
  - b. Following such a review the Board sets the organization performance objectives based on qualitative and quantitative measures.
  - c. These objectives are reviewed periodically to ensure that they remain consistent with the Company's priorities and the changing nature of the Company's business.

#### PROCEDURE FOR BOARD PERFORMANCE EVALUATION

- a. The Chairperson will meet with the directors either collectively or separately, as he may deem fit, seeking input in relation to the performance of the Board, each Board Committee, other Whole time Directors and his own performance.
  - b. Performance should be assessed quantitatively and qualitatively, as appropriate, based on the strategic plans and the roles/position description.
  - c. The Chairperson will collect the input and provide an overview report for discussion by the Board.
  - d. The Board as a whole will discuss and analyse the performance collectively of each director individually and its own performance during the year including suggestions for change or improvement, as well as any skills, education or development required over the forthcoming year.
- d. These objectives form part of the performance targets as assigned to the Managing Directors.
- e. Performance against these objectives is reviewed annually by the Board.
- f. The Managing Directors are responsible for assessing the performance of the key executives and a report is provided to the Board for review.

#### 12. POLICY ON BOARD DIVERSITY

- a. This Policy on Board Diversity (the "Policy") forms part of Performance Evaluation and Remuneration Policy and it sets out the Company's approach to ensuring adequate diversity in its Board of Directors (the "Board") and is devised in consultation with the Nomination and Remuneration Committee (the "Committee") of the Board.
- b. The Policy applies to the Board of PVP Ventures Limited (the "Company"). It does not apply to employees generally.
- c. The Company recognizes and embraces the benefits of having a diverse Board of Directors and sees increasing diversity at Board level as an essential element in maintaining a competitive advantage in

Procedure for Board Performance Evaluation of Managing Directors and Key Executive of the Company  
The Board will ensure that the Managing Directors and other key executives

the complex business that it operates. It is recognised that a Board composed of appropriately qualified people with broad range of experience relevant to the business of the Company is important to achieve effective corporate governance and sustained commercial success of the Company. A truly diverse Board will include and make good use of differences in the skills, regional and industry experience, background, race, gender and other distinctions amongst Directors. These differences will be considered in determining the optimum composition of the Board and when possible should be balanced appropriately. At a minimum, the Board of the Company shall consist of at least one woman Director. All Board appointments are made on merit, in the context of the skills, experience, independence, knowledge and integrity which the Board as a whole requires to be effective.

- d. The Board and the Committee will review this Policy on a regular basis to ensure its effectiveness and also compliance with revised Clause 49 of the Equity Listing Agreement (the "Clause 49").

**13. FRAMEWORK FOR SEPARATE MEETING OF INDEPENDENT DIRECTORS**

- a. As required by the provisions of Schedule IV to the Act and the provisions of Clause 49, the Independent Directors of the Company shall hold at least one meeting in a year, without the attendance of Non-independent Directors and members of the management.
- b. The meeting shall:
  - 1. review the performance of Non-independent Directors and the Board as a whole;
  - 2. review the performance of the

Chairperson of the Company, taking into account the views of Executive Directors and Non-executive Directors;

- 3. assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.
- c. This meeting could be held prior or after the Board Meeting as desired.

**14. IMPLEMENTATION**

- a. The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate.
- b. The Committee may Delegate any of its powers to one or more of its members.

**15. DISCLOSURE**

In accordance with the requirement under the Companies Act, 2013, Rules made thereunder and Listing Agreement, disclosures will be made in the Board Report regarding the manner in which the performance evaluation has been done by the Board of Directors of its own performance, performance of various Committees of Directors and individual Directors.

The Company shall disclose the same in its Annual Report.

This Policy will upload this policy on the website of the Company at [www.pvpglobal.com](http://www.pvpglobal.com). The provisions of this Policy can be amended/modified by the Board of Directors of the Company from time to time and all such amendments/modifications shall take effect from the date stated therein.

**ANNEXURE – 3**

**FORM NO. MR-3**

**SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2016**

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,  
The Members,  
**PVP VENTURES LIMITED**

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2016, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2016, 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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and 2015 ;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

- d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not applicable to the Company during the period of audit);
- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the period of audit);
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 ;(Not applicable to the Company during the period of audit); and
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the period of audit)
- i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- (vi) Other Laws specifically applicable to the company include:
  - a) Transfer of Property Act, 1882
  - b) Indian Easements Act, 1882
  - c) Registration Act, 1908
  - d) The Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act, 1996 and
  - e) The Land Acquisition Act, 1894

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India
- (ii) The Listing Agreements entered into by the Company with BSE Limited, National Stock Exchange of India Limited (NSE) and The London Stock Exchange Limited (GDRs).

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.



Decisions at the Board Meetings are carried out unanimously as recorded in the Minutes.

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

**We further report that during the period under review:**

- At the request of the Company, the Financial Conduct Authority (FCA) after the confirmation from United Kingdom Listing Authority (UKLA) has delisted Global Depository Receipts from the London Stock Exchange (LSE), a Recognised Investment Exchange, with effect from 29.03.2016, 08.00 AM.
- The Company has sold 60,000 equity shares of Rs. 10 each held in Blasters Sports Ventures Private Limited, a subsidiary of the company.
- The company has received notice from Registrar of Companies (ROC), Chennai for inspection of records which included Books of account, Minutes Book, Statutory Registers and other records and to furnish certain other information under section 206(5) of the Companies Act, 2013 vide its letter dated 18.01.2016 and the company has furnished the necessary information and records as required by the Registrar of Companies, Chennai.
- The company has extended the time limit for conversion of 13,289 Fully Convertible Debentures (FCDs) of Rs. 1,00,000 each for a period of three years i.e. upto March, 2019 on the receipt of the request for same from India Investment II Pte. Limited (Debenture Holder).

Place Hyderabad  
Date 16 August 2016

For  
D.HANUMANTA RAJU & CO  
COMPANY SECRETARIES

Sd/-  
CS SHAIK RAZIA  
PARTNER  
FCS: 7122, CP NO: 7824

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

**'Annexure A'**

To,  
The Members,  
**PVP VENTURES LIMITED**

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

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

Place Hyderabad  
Date 16 August 2016

For  
D.HANUMANTA RAJU & CO  
COMPANY SECRETARIES

Sd/-  
CS SHAIK RAZIA  
PARTNER  
FCS: 7122, CP NO: 7824

**ANNEXURE – 4**

**FORM MGT – 9**

**EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON MARCH 31, 2016**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

i.	CIN	L72300TN1991PLC020122
ii.	Registration Date	01.01.1991
iii.	Name of the Company	PVP VENTURES LIMITED
iv.	Category / Sub-Category of the Company Company and Limited by Shares	Public Company/Subsidiary of Foreign
v.	Address of the Registered office and contact details	KRM Centre, 9th Floor, Door No. 2, Harrington Road, Chetpet, Chennai 600 031, Tamil Nadu Tel: +91-44-3028 5570; Fax: +91-44-3028 5571
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Karvy Computershare Private Limited C/o Karvy Selenium Towers B, Plot No. 31-32 Gachibowli, Financial District, Nanakramguda Hyderabad 500 032, Telangana Contact Person: Mr. K. Anandan   Manager Phone: +91-040-67161 591 E-mail: anandan.k@karvy.com

**2. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the turnover of the Company shall be stated

Sr. No.	Name and Description of main	NIC Code of the Product/ service products / services	% to total turnover of the company
1	Real Estate	6810	100.00

**3. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sr. No.	Name and Address of The Company	CIN/GLN	Holding/ Sub-sidiary /Associate	% of shares held	Applicable Section
1.	Platex Limited Address: Les Cascades Building, Edith Cavell Street, Port Louis, Mauritius		Holding	54.12	2(46)
2.	PVP Corporate Parks Private Limited Address: KRM Centre, 9th Floor, Door No. 2 Harrington Road, Chetpet Chennai 600 031	U45201TN2003PTC 051595	Subsidiary	100	2(87)
3.	PVP Global Ventures Private Limited Address: KRM Centre, 9th Floor, Door No. 2 Harrington Road, Chetpet Chennai 600 031	U74999TN2006PTC 065653	Subsidiary	100	2(87)
4.	PVP Media Ventures Private Limited Address: KRM Centre, 9th Floor, Door No. 2 Harrington Road, Chetpet Chennai 600 031	U92120TN2013PTC 091100	Subsidiary	100	2(87)
5.	Safetrunk Services Private Limited Address: KRM Centre, 9th Floor, Door No. 2 Harrington Road, Chetpet Chennai 600 031	U74900TN2015PTC 098854	Subsidiary	100	2(87)
6.	New Cyberabad City Projects Private Limited Address: Plot No. 83 and 84, 4th Floor, Punnaiah Plaza, Road No. 2, Banjara Hills, Hyderabad 500 034	U45201TG2006PTC 050706	Subsidiary	81	2(87)
7.	Picturehouse Media Ltd. Address: KRM Centre, 9th Floor, Door No. 2 Harrington Road, Chetpet Chennai 600 031	L92191TN2000PLC0 44077	Subsidiary	51.46	2(87)
8.	Adobe Realtors Private Limited	U70102TG 2007PTC052826	Subsidiary	100*	2(87)
9.	PVP Capital Limited	U65191TN 1988PLC015481	Subsidiary	100**	2(87)
10.	PVP Cinema Private Limited	U51420TN 2004PTC054088	Subsidiary	100**	2(87)
11.	Picturehouse Media Private Limited(Singapore)	NA	Subsidiary	100**	2(87)

\*Adobe Realtors Private Limited is the wholly owned subsidiary company of PVP Global Ventures Private Limited

\*\*PVP Capital Limited, PVP Cinema Private Limited, Picturehouse Media Private Limited (Singapore) are the wholly owned subsidiaries of Picturehouse Media Limited.

#### 4. SHARE HOLDING PATTERN

(Equity Share Capital Breakup as percentage of Total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat		Total	% of Total Shares	
<b>A. Promoter</b>									
(1) Indian									
a) Individual/ HUF	8378000	0	8378000	3.42	8378000	0	8378000	3.42	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Others		0	0	0	0	0	0	0	0
Sub-Total A(1):	8378000	0	8378000	3.42	8378000	0	8378000	3.42	0
<b>FOREIGN</b>									
Individuals (NRIs/ Foreign Individuals)	0	0	0	0	0	0	0	0	0
Bodies Corporate	132612766	0	132612766	54.12	132612766	0	132612766	54.12	0
Institutions	0	0	0	0	0	0	0	0	0
Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
Others	0	0	0	0	0	0	0	0	0
Sub-Total A(2) :	132612766	0	132612766	54.12	132612766	0	132612766	54.12	0
Total Shareholding of Promoter A= A(1) + A(2)	140990766	0	140990766	57.53	140990766	0	140990766	57.53	0
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	300	0	300	0	300	0	300	0	0
b) Banks / FI	446340	0	446340	0.18	446340	0	446340	0.18	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FII's	919092	0	919092	0.38	0	0	0	0	-0.38
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0

**PVP VENTURES LIMITED. ANNUAL REPORT 2015-16**

Sub-total (B)(1)	1365732	0	1365732	0.56	446640	0	446640	0.18	-0.38
<b>2. Non Institutions</b>									
(a)Bodies Corp	12531281	0	12531281	5.11	11416234	0	11416234	4.66	-0.46
(i)Indian	0	0	0	0	0	0	0	0	0
(ii) Overseas	0	0	0	0	0	0	0	0	0
(b)Individuals									
(i) Individual shareholders holding nominal share capital upto Rs 1 lakh	21056437	108674	21165111	8.64	20710877	108124	20819001	8.50	-0.14
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	39468328	52500	39520828	16.13	41992159	52500	42044659	17.16	1.03
c)Others									
Foreign Bodies	24505270	0	24505270	10.00	24505270	0	24505270	10.00	0
Clearing Members	420129	0	420129	0.17	122451	0	122451	0.05	-0.12
Non Resident Indians	4318355	142710	4461065	1.82	4539469	142710	4682179	1.91	0.09
NBFC	0	0	0	0	25200	0	25200	0.01	0.01
Overseas Corporate Bodies	300	0	300	0	300	0	300	0	0
Trusts	1	0	1	0	1	0	1	0	0
Qualified Foreign Investors	0	0	0	0	0	0	0	0	0
Sub-total B2	102300101	303884	102603985	41.87	103311961	303334	103615295	42.28	0.41
Total Public Shareholding (B)=(B)(1)+ (B)(2)	103665833	303884	103969717	42.43	103758601	303334	104061935	42.47	0.04
C. Shares held by Custodian for GDRs & ADRs	92218	0	92218	0.04	0	0	0	0.04	0
Grand Total (A+B+C)	244748817	303884	245052701	100	244749367	303334	245052701	100	0

## B. SHAREHOLDING OF PROMOTERS

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	% change in shareholding during the year
1.	Platex Limited	13,26,12,766	54.12	0	13,26,12,766	54.12	0	0
2.	Sureddi Jhansi	68,78,000	2.81	2.81	68,78,000	2.81	2.81	0
3.	P. Sai Padma	15,00,000	0.61	0.41	15,00,000	0.61	0.41	0
	<b>Total</b>	<b>140990766</b>	<b>57.53</b>	<b>3.21</b>	<b>140990766</b>	<b>57.53</b>	<b>3.21</b>	<b>0</b>

## C. CHANGE IN PROMOTERS' SHAREHOLDING

Sl. No		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
	At the beginning of the year	No Change in Promoter's Shareholding during the year under review.			
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reason for increase / decrease				

**D. SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS**

[Other than Directors, Promoters and Holders of GDR and ADR]

S.no	For Each Of The Top 10 Shareholders	Shareholding At The Beginning	Cumulative Shareholding During The Year		
		Of The Year	The Beginning	No.of Shares	%Of Total Shares Of The Company
		No.of Shares	%Of Total Shares Of The Company	No.of Shares	%Of Total Shares Of The Company
1	SSG India Opportunities I Limited	2,45,05,270	10	2,45,05,270	10
	At the beginning of the year				
	Date wise increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g allotment/transfer/ bonus/sweat equity etc)	0	0	0	0
At the end of the year				2,45,05,270	10
2	Arasu Vadasiruvelur Rajavelu	38,01,627	1.55	38,01,627	1.55
	At the beginning of the year				
	Date wise increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g allotment/transfer/ bonus/sweat equity etc)	0	0	0	0
At the end of the year				38,01,627	1.55
3	Vinay Chilakapati	19,83,700	0.81	19,83,700	0.81
	At the beginning of the year				
	Date wise increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g allotment/transfer/ bonus/sweat equity etc)	0	0	0	0
At the end of the year				19,83,700	0.81
4	Ravi Bokka Reddy	14,38,379	0.59	14,38,379	0.59
	At the beginning of the year				
	Date wise increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g allotment/transfer/ bonus/sweat equity etc)	0	0	0	0
At the end of the year				14,38,379	0.59
5	Pvp Global Ventures Private Limited	10,90,235	0.44	10,90,235	0.44
	At the beginning of the year				
	Date wise increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g allotment/transfer/ bonus/sweat equity etc)	0	0	0	0
At the end of the year				10,90,235	0.44



6	Windy Investments Pvt. Ltd	10,16,000	0.41	10,16,000	0.41
	At the beginning of the year				
	Date wise increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year			10,16,000	0.41
7	Parthasarathy Comadur	10,08,943	0.41	10,08,943	0.41
	At the beginning of the year				
	Date wise increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g allotment/transfer/bonus/sweat equity etc)	0	0	0	0
	At the end of the year			10,08,943	0.41
8	PCS Securities Limited	9,81,704	0.40	9,81,704	0.40
	At the beginning of the year				
	Sale - 10.04.2015	9,69,805	0.40	11,899	0.00
	Purchase-17.04.2015	9,65,850	0.39	9,77,749	0.40
	Purchase-24.04.2015	10,001	0.00	9,87,750	0.40
	Purchase-08.05.2015	17,005	0.01	10,04,755	0.41
	Purchase-15.05.2015	2,685	0.00	10,07,440	0.41
	Sale -03.07.2015	13,074	0.01	9,94,366	0.41
	Sale -10.07.2015	5	0.00	9,94,361	0.41
	Sale -17.07.2015	1,901	0.00	9,92,460	0.40
	Purchase-24.07.2015	1,000	0.00	9,93,460	0.41
	Sale -31.07.2015	6,999	0.00	9,86,461	0.40
	Sale -07.08.2015	2,35,000	0.10	7,51,461	0.31
	Sale -14.08.2015	1,75,404	0.07	5,76,057	0.24
	Purchase-28.08.2015	18,000	0.01	5,94,057	0.24
	Sale -04.09.2015	1,000	0.00	5,93,057	0.24
	Sale -25.09.2015	1,000	0.00	5,92,057	0.24
	Purchase-30.09.2015	2,000	0.00	5,94,057	0.24
	Sale -09.10.2015	3,799	0.00	5,90,258	0.24
	Purchase-23.10.2015	20	0.00	5,90,278	0.24
	Sale -13.11.2015	19,000	0.01	5,71,278	0.23
	Purchase-20.11.2015	19,000	0.01	5,90,278	0.24
	Purchase-04.12.2015	1,750	0.00	5,92,028	0.24
	Purchase-18.12.2015	5	0.00	5,92,033	0.24
	Purchase-31.12.2015	6,000	0.00	5,98,033	0.24
	Sale -08.01.2016	1,80,839	0.07	4,17,194	0.17
	Purchase-05.02.2016	1,100	0.00	4,18,294	0.17
	Purchase-12.02.2016	629	0.00	4,18,923	0.17
	Purchase-19.02.2016	5,371	0.00	4,24,294	0.17
	Sale -18.03.2016	20	0.00	4,24,274	0.17
	Purchase -25.03.2016	8,000	0.00	4,32,274	0.17
		At the end of the year			4,32,274

**PVP VENTURES LIMITED. ANNUAL REPORT 2015-16**

9.	Citigroup Global Market Mauritius Private Limited	9,19,092	0.37	9,19,092	0.37
	At the beginning of the year				
	Sale -10.04.2015	3,00,000	0.12	6,19,092	0.25
	Sale -17.04.2015	1,50,000	0.06	4,69,092	0.19
	Sale -24.04.2015	1,77,021	0.07	2,92,071	0.12
	Sale -01.05.2015	1,92,071	0.08	1,00,000	0.04
	Sale -07.08.2015	1,00,000	0.04	0	0.00
At the end of the year				0	0.00
10.	Pragmatic Real Estate Developers Private Limited	9,12,812	0.37	9,12,812	0.37
	At the beginning of the year				
	Date wise increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g allotment/transfer/ bonus/sweat equity etc)	0	0	0	0
	At the end of the year			9,12,812	0.37

**E. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Sl. No	For Each of the Directors/KMPS	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No.of Shares	% of total shares of the Company	No.of shares	% of total shares of the Company
1	Mr. Prasad V. Potluri Chairman & Managing Director At the beginning of the year	0	0	0	0
	Increase/ Decrease during the year	0	0	0	0
	At the end of the year			0	0
2.	Mr. N S Kumar Director At the beginning of the year	0	0	0	0
	Increase/ Decrease during the year	0	0	0	0
	At the end of the year			0	0
3.	Mr. R. Nagarajan Director At the beginning of the year	0	0	0	0
	Increase / Decrease during the year	0	0	0	0
	At the end of the year			0	0

4.	Mrs. Sai Padma Potluri Director At the beginning of the year	15,00,000	0.61	15,00,000	0.61
	Increase / Decrease during the year	0	0	0	0
	At the end of the year			15,00,000	0.61
5.	Mr. V R Arasu-KMP (Associate Director – Business Development) At the beginning of the year	38,01,627	1.55	38,01,627	1.55
	Increase / Decrease during the year	0	0	0	0
	At the end of the year			38,01,627	1.55
6.	Mr. Piyush Dwivedi-KMP VP (Strategies and Corporate Finance) At the beginning of the year	0	0	0	0
	Increase / Decrease during the year	0	0	0	0
	At the end of the year			0	0
7.	Mr. S. Kannan-KMP Chief Financial Officer At the beginning of the year	0	0	0	0
	Increase / Decrease during the year	0	0	0	0
	At the end of the year			0	0
8	Mr. G S V Ranga-KMP Head-Legal & Company Secretary At the beginning of the year	0	0	0	0
	Increase / Decrease during the year	0	0	0	0
	At the end of the year			0	0
9	Mr. P V Krishna Kishore Babu-KMP GM-Legal At the beginning of the year	0	0	0	0
	Increase / Decrease during the year	0	0	0	0
	At the end of the year			0	0

## F. Indebtedness

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposit	Total Indebtedness
Indebtedness at the beginning of the financial year				
(i) Principal Amount	31,76,477.89	1,43,38,84,176	-	1,43,70,60,654.73
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>31,76,477.89</b>	<b>1,43,38,84,176</b>	-	<b>1,43,70,60,654.73</b>
Change in Indebtedness during the financial year				
• Addition	-	-	-	-
• Reduction	(7,26,344)	(1,44,449)	-	(8,70,793)
<b>Net Change</b>	<b>(7,26,344)</b>	<b>(1,44,449)</b>	-	<b>(8,70,793)</b>
Indebtedness at the end of the financial year				
(i) Principal Amount	24,50,134	1,43,37,39,727	-	1,43,61,89,861
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>24,50,134</b>	<b>1,43,37,39,727</b>	-	<b>1,43,61,89,861</b>

## 6. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER

Sl No	Particulars of Remuneration	Prasad V. Potluri	Total Amount
1	Gross Salary		
(a)	Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	30,00,000	30,00,000
(b)	Value of Perquisites u/s 17(2) Income Tax Act, 1961	10,000	10,000
(c)	Profit in lieu of salary under section 17(3) Income-tax Act, 1961	0	0
2	Stock Option	0	0
3	Sweat Equity	0	0
4	Commission	0	0
	As % of profit	0	0
	Others	0	0
5.	Others	0	0
	<b>Total (A)</b>	<b>30,10,000</b>	<b>30,10,000</b>
	Ceiling as per the Act	62,43,924	62,43,924

**B. REMUNERATION TO OTHER DIRECTOR:**

Other Directors are not paid remuneration except the Sitting Fees.

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANGER/WTD**

Sl No	Particulars of Remuneration	Key Managerial Personnel						Total
		CEO	CS	CFO	V R Arasu [Associate Director-Business Development]	Piyush Dwivedi [Vp Strategy And Corporate Finance]	Pv Krishna Kishore Babu [Gm-Legal]	
1	Gross Salary							
(a)	Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	-	28,15,619	32,77,308	60,00,000	32,91,876	20,40,000	1,74,24,803
(b)	Value of Perquisites u/s 17(2) Income Tax Act, 1961	-	39,600	39,600	39,600	-	-	1,18,800
(c)	Profit in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-	-	-	-
2	Stock Option	-	-	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-	-	-
4	Commission	-	-	-	-	-	-	-
	As % of profit	-	-	-	-	-	-	-
	Others, specify	-	-	-	-	-	-	-
5.	Others, please specify	-	-	-	-	-	-	-
	<b>Total (A)</b>		<b>28,55,219</b>	<b>33,16,908</b>	<b>60,39,600</b>	<b>32,91,876</b>	<b>20,40,000</b>	<b>1,75,43,603</b>
	Ceiling as per the Act							

**7. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:**

There were no penalties/punishment/compounding of offences for the year ended March 31,2016.

**ANNEXURE – 5**

**ANNUAL REPORT ON CSR ACTIVITIES**

- (1) A brief outline of the company’s CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or Programmes.

This Policy is framed, in accordance with the requirement of Section 135 of the Companies Act 2013 read with Companies (Corporate Social Responsibility) Rules, 2014 including all statutory modifications / amendments made thereof.

The Company believes in looking beyond business and strives to create a positive impact on the communities it serves and on the environment. The Company is committed not just to profits, but also towards leaving a deeper imprint on the society as whole. The Management understands that there is a need to strike a balance between the overall objectives of achieving corporate excellence vis-à-vis the company’s responsibilities towards the community.

The objective of the policy is to actively contribute to the social, environmental and economic development of the society in which the company operates.

The Company shall undertake the activities as recommended by the CSR committee and approved by the Board in accordance with the provisions of Section 135 of the Companies Act, 2013 read with Schedule VII and Companies (CSR Policy) Rules, 2014.

The CSR Policy and the activities undertaken for CSR is available on the Company’s website [www.pvpglobal.com](http://www.pvpglobal.com)

- (2) Composition of the CSR Committee.

Corporate Social Responsibility Committee	
Mr. R. Nagarajan	Chairman
Mr. N. S. Kumar	Member
Mr. Prasad V. Potluri	Member

- 3) Average net profit of the company for last three financial years: 1848.79 Lakhs
- (4) Prescribed CSR Expenditure (two per cent. Of the amount as in item 3 above): 36.98 Lakhs
- (5) Details of CSR spent during the financial year.
- (a) Total amount to be spent for the financial year: 36.98 Lakhs
- (b) Amount unspent: 36.98 lakhs
- (c) Amount spent during the year which was supposed to be spent in the last financial year 2014-15: 32.74 Lakhs

(c) Manner in which the amount spent during the financial year is detailed below  
 The below amounts spent during the financial year 2015-16, represents the amount which was required to be spent during the previous financial year 2014-15, however, as the amount could not be spent in that year, it was spend during the year 2015-16

S.No	Particulars	
1	CSR project or activity identified	Educational Institution
2	Sector in which the project is covered	Sector (ii) -Promoting Education
3	Projects or programme (1) Local area or other (2) Specify the state and district where projects or programs was undertaken	Andhra Pradesh, Vijaywada (Krishna District)
4	Amount outlay (budget project or programme wise	N.A.
5	Amount spent on the project or programme (1) Direct expenditure on projects or programmes (2) Overheads	Rs. 32.74 lacs
6	Cumulative expenditure up to the reporting period	Rs. 32.74 lac
7	Amount Spent direct or through implementing agency	Direct

The Company should have spent Rs. 36.98 lakhs, towards CSR activities during the year 2015-16, but could not effect payment before 31st March 2016 and the same will be expensed during the current financial year 2016-17.

6. The company has failed to spend the two per cent of the average net profit of the last three financial years during the FY 2015-16 due to financial constraints as mentioned in the Boards' report.
7. The CSR Committee confirms that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and Policy of the company.

Place: Chennai  
Date: August 17, 2016

Sd/-  
Prasad V. Potluri  
Managing Director

Sd/-  
R. Nagarajan  
Chairman of the Committee

**ANNEXURE – 6**

**Statement of Disclosure of Remuneration under Section 197 of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration) of Managerial Personnel) Rules, 2014**

- Ratio of remuneration of each Executive Director to the median remuneration of the Employees of the Company for the financial year 2015-16, the percentage increase in remuneration of Key Managerial Personnel (KMP) and other Executive Directors during the financial year 2015-16.

Sl.no	Name Of The Director/Kmp	Designation	Ratio Of Remuneration Of Each Director To Median Remuneration Of Employees	% Increase In Remuneration
1	Mr. Prasad V. Potluri	Chairman and Managing Director	3.95	0.00
2	Mr. V R Arasu	KMP (Associate Director-Business Development)	Not Applicable	0.00
3.	Mr. Piyush Dwivedi	KMP (VP-Strategies and Corporate Finance)	Not Applicable	0.00
4.	Mr. S Kannan	KMP (Chief Financial Officer)	Not Applicable	0.00
5.	Mr. GSV Ranga	KMP (Head – Legal and Company Secretary)	Not Applicable	0.00
6.	Mr. P Krishna Kishore Babu	KMP (GM- Legal)	Not Applicable	0.00

- The Company has 36 permanent employees on the rolls of the Company as on March 31, 2016.
- The Median Remuneration for the financial year under review is Rs.7, 62, 500/-
- Average Percentage decrease made in the salaries of the employees other than the Managerial Personnel in the financial year was 31.5% whereas the decrease in the Managerial Personnel was 10.82%.
- It is hereby affirmed that the remuneration paid during the year is as per the Remuneration policy.

Information as per Rule 5(2) of Chapter XIII of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014



a. Names of the top 10 employees in terms of remuneration drawn

S.No.	Name of the Employee	Age	Designation	Educational qualification	Date of Joining	Gross Remuneration paid
1	Arasu V.R.	49	Associate Director- Business Development	B.tech., MBA	15.01.2007	60,39,600
2	S. Kannan	48	Head - Finance & Accounts	Chartered Accountant	22.03.2012	33,16,908
3	Piyush Dwivedi	35	Vp-Strategy & Corporate Finance	MBA	10.01.2013	32,91,876
4	Mohanarao Adhikari	46	Vice President	Chartered Accountant	30.09.2013	35,00,000
5	Prasad V. Potluri	46	Chairman & Managing Director Engineering	Bachelor In Mechanical	04.12.2007	30,00,000
6	G.S.V. Ranga	50	Head Legal & Company Secretary	Company Secretary & LLB	01.04.2013	28,55,219
7	Vinay Kasturi	34	Avp-Strategy & Corporate	B.tech - IIT (Guwahati)	03.09.2014	22,00,000
8	P. V. Krishna Kishore Babu	51	General Manager - Legal	Master Of Law - Nagarjuna University	06.03.2014	20,40,000
9	S.S. Rao	38	Deputy General Manager - Finance	MBA - Finance	17.05.2013	17,25,000
10	Sudheer Kumar	43	Agm - Liasioning	Graduate	14.03.2007	14,00,000

- b. There are no employees who were in receipt of remuneration in excess of Rs.1,02,00,000 who were employed throughout the financial year.
- c. There are no employees who were in receipt of remuneration for any part of the year, at a rate which, in the aggregate, was in excess of Rs. 8,50,000 per month.

INDEPENDENT  
AUDITOR'S  
REPORT  
STANDALONE

To the Shareholders of PVP Ventures Limited, Chennai

## **REPORT ON THE FINANCIAL STATEMENTS**

We have audited the accompanying financial statements of PVP Ventures Limited (herein after referred to "the Company") which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements).

## **MANAGEMENT'S RESPONSIBILITY FOR THE 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 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, read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended. 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 for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of 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.

## **AUDITOR'S RESPONSIBILITY**

Our responsibility is to express an opinion on these 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 the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosure in the financial statements. These procedures selected depend on the auditor's judgment, including the assessment of the risk 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. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Board of Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our qualified audit opinion on the financial statements.

### **BASIS FOR QUALIFIED OPINION**

*Attention is drawn to the (a) Note 12 in notes to the financial statements with regard to the investment in equity shares of subsidiary companies with provision made, (b) Note 13 loans and advances to subsidiary companies. The management is of the view that considering the market value of the assets and expected cash flows from the business of these subsidiary companies the provision already made are adequate. However considering the networth of the subsidiary companies is negative, dependence on the parent to continue as a going concern, absence of cash flows, delay in commencement of projects and other related factors indicate that the existence of material uncertainty in carrying the value of investments and loans and advances at cost less provision already made. Hence we were unable to determine whether any adjustments to these net carrying amounts are necessary and additional provision for diminution, if any, to be made are not quantifiable.*

### **QUALIFIED OPINION**

In our opinion and to the best of our information and according to the explanations given to us, except to the possible effects of the matters described in Basis for Qualified Opinion paragraph, the aforesaid 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 Company as at 31st March, 2016, and their Profit, and its cash flows for the year ended on that date.

### **EMPHASIS OF MATTERS**

We draw the attention to (a) the Note No.24.6 with regard to the Income Taxes disputed before respective authorities, which describes the uncertainty related to the outcome of the Appeals filed against the Orders of the Authorities; and (b) the Note No.24.6.4 with regard to the security by way of mortgage of property given to the lenders for the borrowings by other body corporates and they have not repaid the loan with interest to the lenders. All these items describe the uncertainty related to the outcome of the future events. Our opinion in respect of these matters is not modified.

### **REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

1. As required by the Companies (Auditor's Report) Order, 2016 ( the Order), issued by the Central Government of India, in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure-A a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
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 appears from our examination of those books.
  - c. the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account.

- d. except for the possible effects of the matter described in Basis for Qualified Opinion paragraph, in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended.
- e. on the basis of written representation received from the Directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors of the Company is disqualified as on 31st March, 2016, 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 the financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure-B; and
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - i) The Company has disclosed the impact of pending litigations on its financial statements – Refer Note: 24.6 to the financial statements
  - ii) The Company did not have long term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

Camp: Hyderabad  
Date : 23rd May, 2016

for M/s CNGSN & ASSOCIATES LLP  
CHARTERED ACCOUNTANTS  
Firm Registration No: 004915S

Sd/-  
R. Thirumalmarugan  
Partner  
Membership No: 200102

**ANNEXURE-A TO THE INDEPENDENT AUDITORS' REPORT**

(Referred to in paragraph 1 of Report on Other Legal and Regulatory Requirements in our Independent Auditors' Report of even date)

In terms of the information and explanations sought by us and given by the Company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

1.
  - a. The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
  - b. The company has physically verified the fixed assets at reasonable intervals and there are no discrepancies noticed on such verification.
  - c. The company's fixed assets do not have any immovable properties.
2. The company holds inventory of Land. The physical verification of the lands was conducted at reasonable intervals by the management and there is no material discrepancies noticed on such verification.
3. During the year the company has granted unsecured loans to the parties covered in the register maintained under section 189 of the Act. The outstanding loans Rs.58843.71 lakhs is due from four parties. It is represented that these loans are repayable on demand. The other clauses regarding repayment of principal, interest and overdue are not applicable.
4. The company has complied with the provisions of section 185 and 186 of the Companies Act in respect of securities and guarantees given.
5. The Company has not accepted deposits from public during this year. Therefore the provision of clause 3 (v) of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company for the year under audit.
6. The Company has made and maintained the cost records prescribed by the Central Government under sub-section (1) of Section 148 of the Act.
7.
  - a. The Company is depositing, with delays, undisputed statutory dues with appropriate authorities, like Provident Fund, Employee's State insurance, Income-tax, Sales-tax, Wealth-tax, Service tax, Customs Duty, Excise Duty, Value Added Tax, Cess, wherever applicable. The ULT tax of Rs.9.03 lakhs is arrears of outstanding dues as at 31st March, 2016 for a period of more than six months from the date they become payable.
  - b. The details of disputed statutory dues, which have not been deposited on account of dispute are as under:

Nature Of Statute	Nature Of Dues	Amount Rs In Lakhs	Period To Which Amount Relates	Forum Where Dispute Is Pending
Income Tax Act	Income Tax	78.21	AY 2007-08	ITAT, Hyderabad
Income Tax Act	Income Tax	1480.00	AY 2008-09	High Court, Chennai
Income Tax Act	Penalty	1276.58	AY 2008-09	CIT-A, Chennai
Income Tax Act	Income Tax	13.24	AY 2009-10	CIT-A, Chennai
Income Tax Act	Income Tax	493.43	AY 2013-14	CIT-A, Chennai

8. The company has not defaulted in repayment of loans or borrowings from financial institutions, bank or government. The interest on Debentures amounting to Rs.963.45 lakhs due and not paid for the period from 15-12-2015.
9. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments). The term loans obtained were applied for the purpose for which those were raised.
10. There are no fraud by the company or any fraud on the company by its officers or employees and hence the provision of clause 3 (x) of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company for the year under audit.
11. The company has paid managerial remuneration in accordance with the provisions of section 197 read with Schedule V to the Companies Act.
12. The company is not a Nidhi company and hence the provision of clause 3 (xii) of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company for the year under audit.
13. The transactions with the related parties are in compliance with section 177 and 188 of the Act wherever applicable and the details have been disclosed in the financial statements as required by the applicable accounting standards.
14. The company has not made any preferential allotment of shares or private placement of shares or convertible debentures during the year and hence the provision of clause 3 (xiv) of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company for the year under audit.
15. The company is not entered into any non-cash transactions with directors or persons connected with them and hence the provision of clause 3 (xv) of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company for the year under audit.
16. The company is not required to be registered under section 45-IA of Reserve Bank of India Act, 1934 and hence the provision of clause 3 (xvi) of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company for the year under audit.

for M/s CNGSN & ASSOCIATES LLP  
CHARTERED ACCOUNTANTS  
Firm Registration No: 004915S

Camp: Hyderabad  
Date : 23rd May, 2016

Sd/-  
R. Thirumalmarugan  
Partner  
Membership No: 200102

## **ANNEXURE - B TO THE AUDITORS' REPORT**

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") (Referred to in paragraph 2(f) of Report on Other Legal and Regulatory Requirements in our Independent Auditors' Report of even date)

We have audited the internal financial controls over financial reporting of PVP Ventures Limited ("the Company") as on 31 March 2016 in conjunction with our audit of the 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **AUDITORS' 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, issued by ICAI and deemed to be prescribed 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 ICAI. 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.

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 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 Company's 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 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## **INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS 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.

## **QUALIFIED OPINION**

According to the information and explanations given to us and based on our audit, the following weakness has been identified as at 31st March, 2016. "The Companies internal control system for advance given to subsidiary companies and investments in subsidiary companies, which could potentially result in existence of uncertainty that may cast significant doubt about the recoverability or otherwise of these advances and investments and thereby non provision for the shortfall as at the balance sheet date could not have been reasonably established".

A material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the company's annual financial statements will not be prevented or detected on a timely basis.

In our opinion, except for the possible effects of the material weaknesses described above on the achievement of the objectives of the control criteria, the Company has maintained, in all material respects, adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, 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 issued by

the ICAI.

We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the March 31, 2016 standalone financial statements of the Company, and the material weaknesses does affect our opinion on the standalone financial statements of the Company.

for M/s CNGSN & ASSOCIATES LLP  
CHARTERED ACCOUNTANTS  
Firm Registration No: 004915S

Camp: Hyderabad  
Date : 23rd May, 2016

Sd/-  
R. Thirumalmarugan  
Partner  
Membership No: 200102

₹.in Lakhs

BALANCE SHEET AS AT 31ST MARCH, 2016

	Note No.	As at 31-03-2016		As at 31-03-2015	
<b>I. EQUITY AND LIABILITIES</b>					
(1) Shareholders' Funds:					
(a) Share Capital	2	24,505.27		24,505.27	
(b) Reserves and Surplus	3	38,853.76		40,265.46	
(c) Money Received against Share warrants		-	63,359.03	-	64,770.73
(2) Share application money pending allotment		-		-	
(3) Non-current liabilities:					
(a) Long-term borrowings	4	14,361.90		14,370.61	
(b) Deferred tax liabilities (Net)		-		-	
(c) Other Long-term liabilities	5	8,152.57		8,216.47	
(d) Long-term provisions	6	68.27	22,582.74	73.02	22,660.10
(4) Current liabilities:					
(a) Short-term borrowings		-		-	
(b) Trade payables	7	597.10		1,070.73	
(c) Other current liabilities	8	7,256.86		6,331.78	
(d) Short-term provisions	9	59.12	7,913.08	39.50	7,442.01
<b>Total</b>			<b>93,854.85</b>		<b>94,872.84</b>
<b>II. ASSETS:</b>					
(1) Non-current assets					
(a) Fixed Assets					
(i) Tangible assets	10	190.24		233.41	
(ii) Intangible assets	11	3,036.59		4,554.51	
(iii) Capital work-in-progress		-		-	
(iv) Intangible assets under developemnt		-		-	
(b) Non-current investments	12	28,328.52		28,013.52	
(c) Deferred tax assets (Net)		-		-	
(d) Long-term loans and advances	13	54,528.90		54,198.94	
(e) Other non-current assets	14	6,893.45	92,977.70	7,077.51	94,077.89
(2) Current assets					
(a) Current investments		-		-	
(b) Inventories		-		-	
(c) Trade receivables	15	343.90		302.48	
(d) Cash and cash equivalents	16	32.24		72.29	
(e) Short-term loans and advances	17	205.10		190.33	
(f) Other current assets	18	295.91	877.15	229.85	794.95
<b>Total</b>			<b>93,854.85</b>		<b>94,872.84</b>

See accompanying notes to the financial statements

As per our Report of even date  
For M/s CNGSN & ASSOCIATES LLP  
CHARTERED ACCOUNTANTS  
Firm.Reg.No. 004915S

For and on behalf of the Board of Directors

Sd/-  
R.THIRUMALMARUGAN  
Partner  
Membership No. 200102

Sd/-  
PRASAD V. POTLURI  
Chairman & Managing Director

Sd/-  
R. NAGARAJAN  
Director

Sd/-  
V. RAVI KUMAR REDDY  
Company Secretary

Sd/-  
KANNAN .S  
Head - Finance & Accounts

Place : Hyderabad  
Date : May 23, 2016

Place : Hyderabad  
Date : May 23, 2016

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2016

₹.in Lakhs

		Note No	For the Year ended 31-03-2016	For the Year ended 31-03-2015
I	Revenue from operations	19a	1,852.12	5,336.13
II	Other income	19b	900.28	44.48
III	Total Revenue (I + II)		2,752.40	5,380.61
<b>IV</b>	<b>Expenses:</b>			
	a Cost of Sales & Services		-	1,494.61
	b Purchases of Stock-in-Trade		-	-
	c Changes in inventories of finished goods work-in-progress and Stock-in-Trade	20	184.06	510.90
	d Employee benefit expenses	21	340.40	497.31
	e Finance costs		1,960.35	1,964.55
	f Depreciation	10	54.23	60.26
	g Other expenses	22	458.03	809.20
	<b>Total expenses</b>		<b>2,997.07</b>	<b>5,336.83</b>
V	Profit/(Loss) before exceptional and extraordinary items and tax (III - IV)		(244.67)	43.78
VI	Exceptional items	23	(350.89)	49.87
VII	Profit/(Loss) before extraordinary items and tax (V - VI)		106.22	(6.09)
VIII	Extraordinary items		-	-
IX	Profit/(Loss) before tax (VII - VIII)		106.22	(6.09)
X	Tax expenses			
	(1) Current tax	21.71	-	38.80
	Less: MAT Credit	21.71	-	-
	(2) Deferred tax		-	-
	(3) of Earlier Year		-	(205.42)
XI	Profit / (Loss) for the year from continuing operations (IX -X)		106.22	160.53
XII	Profit / (Loss) from discontinuing operations		-	-
XIII	Tax expenses of discontinuing operations		-	-
XIV	Profit / (Loss) from discontinuing operations (after tax) ( XII - XIII)		-	-
<b>XV</b>	<b>Profit / (Loss) for the year (XI + XIV)</b>		<b>106.22</b>	<b>160.53</b>
XVI	Earnings per share after extraordinary items: Basic & Diluted		0.04	0.07

As per our Report of even date  
For M/s CNGSN & ASSOCIATES LLP  
CHARTERED ACCOUNTANTS  
Firm.Reg.No. 004915S

For and on behalf of the Board of Directors

Sd/-  
R.THIRUMALMARUGAN  
Partner  
Membership No. 200102

Sd/-  
PRASAD V. POTLURI  
Chairman & Managing Director

Sd/-  
R. NAGARAJAN  
Director

Sd/-  
V. RAVI KUMAR REDDY  
Company Secretary

Sd/-  
KANNAN .S  
Head - Finance & Accounts

Place : Hyderabad  
Date : May 23, 2016

Place : Hyderabad  
Date : May 23, 2016

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2016

₹.in Lakhs

	31st March 2016	31st March 2015
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit Before Tax	106.22	(6.08)
Adjustments for:		
Depreciation	54.23	60.26
Interest paid	1,960.35	1,964.55
Provision for employee benefits	-	26.79
Loss on Sale of Asset/Investment	0.02	0.24
Interest received	(899.87)	(23.82)
Dividend Income	-	(7.49)
Provision for Investments	-	200.00
<b>Operating Profit Before Working Capital changes</b>	<b>1,220.95</b>	<b>2,214.45</b>
Adjustments for:		
Increase/(Decrease) in Other Long Term Liabilities	(63.90)	(95.08)
Increase/(Decrease) in Long Term Provisions	(4.75)	-
Increase/(Decrease) in Trade Payables	(473.63)	412.13
Increase/(Decrease) in Other Current Liabilities	925.08	(2,474.19)
Increase/(Decrease) in Short Term Provisions	36.72	-
(Increase)/Decrease in Long Term Advances	(329.96)	8,718.38
(Increase)/Decrease in Non Current Assets	184.06	510.91
(Increase)/Decrease in Trade Receivables	(41.42)	(52.11)
(Increase)/Decrease in Short Term Loans and Advances	(14.77)	(20.73)
(Increase)/Decrease in Other Current Assets	(44.36)	426.48
Cash Generated from Operations	1,394.01	9,640.24
Direct Taxes paid	(38.81)	(334.40)
<b>Net Cash from Operating Activities</b>	<b>1,355.20</b>	<b>9,305.84</b>
<b>B. CASH FROM INVESTING ACTIVITIES</b>		
Purchase/addition to Fixed Assets	(11.28)	(8.59)
Sale proceeds of Fixed Assets	0.20	0.26
(Purchase)/Proceeds on sale of Investments	(314.98)	(3,325.22)
Dividend Received	-	7.49
Interest received	899.87	23.82
<b>Net Cash used in Investing Activities</b>	<b>573.81</b>	<b>(3,302.24)</b>
<b>C. CASH FROM FINANCING ACTIVITIES</b>		
Interest paid	(1,960.35)	(1,964.55)
Proceeds from long term borrowings (Net)	(8.71)	(4,142.08)
<b>Net Cash from Financing Activities</b>	<b>(1,969.06)</b>	<b>(6,106.62)</b>
Net increase in cash and cash equivalents	(40.05)	(103.03)
Cash and cash equivalents at the beginning of the year	72.29	175.32
<b>Cash And Cash Equivalents At The End Of The Year</b>	<b>32.24</b>	<b>72.29</b>

As per our Report of even date  
For M/s CNGSN & ASSOCIATES LLP  
CHARTERED ACCOUNTANTS  
Firm.Reg.No. 004915S

For and on behalf of the Board of Directors

Sd/-  
R.THIRUMALMARUGAN  
Partner  
Membership No. 200102

Sd/-  
PRASAD V. POTLURI  
Chairman & Managing Director

Sd/-  
R. NAGARAJAN  
Director

Sd/-  
V. RAVI KUMAR REDDY  
Company Secretary

Sd/-  
KANNAN .S  
Head - Finance & Accounts

Place : Hyderabad  
Date : May 23, 2016

Place : Hyderabad  
Date : May 23, 2016

NOTES TO THE ACCOUNTS AS AT 31ST MARCH 2016

₹.in Lakhs

NOTE: 2	SHARE CAPITAL	As at		As at	
		31-03-2016		31-03-2015	
	(A) Authorised, Issued, Subscribed and Paid-up share capital and par value per share				
	Authorised Share Capital 300000000 Equity Shares of Rs. 10/- each	30,000.00		30,000.00	
	Issued, Subscribed and Paid Up 245,052,701 equity shares of Rs. 10 each	24,505.27		24,505.27	
		24,505.27		24,505.27	
	(B) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year:				
	Number of equity shares outstanding as at the beginning of the year	24,50,52,701		24,50,52,701	
	Add: Number of Shares allotted during the year	-		-	
	Less: Number of Shares bought back	-		-	
	Number of equity shares outstanding as at the end of the year	24,50,52,701		24,50,52,701	
	(C) Shareholding in the company held by holding company Platex Limited	13,26,12,766		13,26,12,766	
	(D) Shares in the company held by each shareholder holding more than 5%:				
	<b>Name of the share holder</b>	<b>No of shares at year end 31-03-16</b>	<b>No of shares a end 31-03-16</b>	<b>% as at year year end 31-03-15</b>	<b>% as at year end 31-03-15</b>
	Platex Limited	13,26,12,766	54.12	13,26,12,766	54.12
	Black Kite Investments Limited	2,45,05,270	10.00	2,45,05,270	10.00
	a) 13,409,314 equity shares of ₹.10 each fully paid-up in cash has been issued to Platex Ltd upon conversion of 27,355 FCDs of ₹.100,000 each at conversion price of ₹. 204 per share in terms of the Scheme of Amalgamation during 2010-11.				
NOTE: 3	RESERVES AND SURPLUS	As at	Additions	Deductions	As at
		31-03-2015	during the year	during the year	31-03-2016
	Securities Premium Reserve	77,511.10	-	-	77,511.10
	Surplus ( P&L a/c ) as under:	(37,245.64)	(1,411.70)	-	(38,657.34)
	40,265.46	(1,411.70)	-	38,853.76	
	Opening Balance	(35,888.25)			(37,245.64)
	Profit / (Loss) for the year - From P & L	160.53	106.22	-	106.22
	Less: Proposed dividends	-	-	-	-
	Tax on distributed profits	-	-	-	-
	Less: Amortization of Goodwill	1,517.92	1,517.92		1,517.92
	<b>Balance of Profit / (Loss)</b>	<b>(37,245.64)</b>	<b>(1,411.70)</b>	<b>-</b>	<b>(38,657.34)</b>

- Consequent upon merger of erstwhile PVP Ventures Private Limited with the Company, goodwill of Rs. 15,179.21 lakhs was created which represented the excess of liabilities over assets taken over on merger. In terms of the Scheme of Amalgamation and the decision of the Board, it is being written off in a phased manner over a period of 10 years beginning April 01, 2008. Accordingly, during the year, the Company has amortized goodwill of Rs. 1,517.92 lakhs.

<b>NOTE: 4 LONG-TERM BORROWINGS:</b>			
<b>UNSECURED LOANS</b>			
From Banks - Vehicle Loans		24.50	31.77
Debentures 13,289, 14.5% Redeemable Fully Convertible Debentures (FCDs) of Ra. 100,000 each.		13,289.00	13,289.00
Other loans and advances - From Subsidiary Companies		1,048.40	1,049.84
		14,361.90	14,370.61
- The debenture holders has extended the conversion/redemption option of the outstanding FCDs to March 31, 2019. - Vehicle Loans are as per Hypothication Agreement. - Interest on deentures of ₹. 963.45 laks not paid from 15.12.2015.			
<b>NOTE: 5 OTHER LONG TERM LIABILITIES</b>			
	Security Deposit from Developer - Unsecured	8,152.57	8,216.47
		8,152.57	8,216.47
<b>NOTE: 6 LONG TERM PROVISIONS</b>			
	Employee Benefits (Refer Note No 24.8)	68.27	73.02
		68.27	73.02
<b>NOTE: 7 TRADE PAYABLE</b>			
	Sundry Creditors for services	597.10	1,070.73
		597.10	1,070.73
<b>NOTE: 8 OTHER CURRENT LIABILITIES</b>			
	Advance received for sale of UDS	5,312.53	6,251.03
	Statutory Liabilities payable	17.43	80.75
	Interest on Debentures	963.45	-
	Interest accrued but not due Debentures	963.45	
		7,256.86	6,331.78
<b>NOTE: 9 SHORT TERM PROVISIONS</b>			
	Provision for income tax	21.71	38.81
	Provision for CSR	36.98	-
	Provision for Employee Benefits (Refer Note No. 24.8)	0.43	0.69
		59.12	39.50

PVP VENTURES LIMITED

NOTE-10 :FIXED ASSETS - TANGIBLE

Description	Gross Carrying Amount			Accumulated Depreciation			Net Carrying Amount		
	As at 1st April, 2015	Addition	Deletion	As at 31st March, 2016	As at 1st April, 2015	Addition	Deletion	As at 31st March, 2016	As at 31st March, 2015
Plant & Equipment	6.85	-	-	6.85	4.50	0.32	-	4.82	2.03
Furniture & Fixtures	100.62	-	-	100.62	27.19	10.71	-	37.90	62.72
Vehicles	86.30	0.63	-	86.93	31.71	10.95	-	42.66	44.27
Computers and Related Assets	50.47	10.32	0.75	60.04	39.33	5.72	0.54	44.51	15.53
Office Equipments	132.47	0.33	0.25	132.55	40.57	26.53	0.24	66.86	65.69
Previous Year	<b>376.71</b>	<b>11.28</b>	<b>1.00</b>	<b>386.99</b>	<b>143.30</b>	<b>54.23</b>	<b>0.78</b>	<b>196.75</b>	<b>190.24</b>
NOTE-11 - FIXED ASSETS - INTANGIBLE	369.26	8.59	1.14	376.71	83.68	60.26	0.64	143.30	233.41
Goodwill	15,179.21	-	-	15,179.21	10,624.70	1,517.92	-	12,142.62	3,036.59
Previous Year	<b>15,179.21</b>	<b>-</b>	<b>-</b>	<b>15,179.21</b>	<b>10,624.70</b>	<b>1,517.92</b>	<b>-</b>	<b>12,142.62</b>	<b>4,554.51</b>
Previous Year	15,179.21	-	-	15,179.21	9,106.78	1,517.92	-	10,624.70	4,554.51

₹.in Lakhs

Note: Pursuant to the enactment of Companies Act 2013, The Company has applied the estimated usefull lives as specified in Schedule II. Accordingly the unamortised carrying value is being Depreciated/Amortised over the revised/remaining usefull lives. Hence the Depreciation charges is more 2016: Nil (2015: ₹. 34.15 lakhs).



**NOTE: 12 NON CURRENT INVESTMENTS**

<b>A INVESTMENT IN EQUITY INSTRUMENTS</b>		
<b>LONG TERM - AT COST - TRADE</b>		
(i) Quoted		
Picturehouse Media Limited 3,353,114 equity shares of ₹. 10 each [Market value as at March 31, 2016: ₹ 325.92 Lakhs (2015: ₹. 301.78 Lakhs)]	531.05	531.05
	531.05	531.05
Less: Provision for diminution in value of investment	200.00	200.00
(A)	331.05	331.05
(ii) Unquoted		
PVP Corporate Parks Private Limited 500,000 equity shares of ₹.10 each	50.00	50.00
PVP Global Ventures Private Limited 88,22,869 (PY.2015 - 56,02,869) equity shares of ₹.10 each fully paid up	54,527.00	54,205.00
New Cyberabad City Projects Private Limited 1,010,000 equity shares of Rs.10 each fully paid up	101.00	101.00
PVP Media Ventures Private Limited 19,000 equity shares of ₹.10 each fully paid up	1.90	1.90
PVP Island Private Limited 10,000 equity shares of ₹.10 each fully paid up	-	1.00
Blasteres Sports Ventures Private Limited 60,000 equity shares of ₹.10 each fully paid up	-	6.00
Safetrunk Services Private Limited 10,000 equity shares of ₹.10 each fully paid up	1.00	1.00
	54,680.90	54,365.90
Less: Provision for diminution in value of investment	30,000.00	30,000.00
(B)	24,680.90	24,365.90
II. Other than Trade in Non Subsidiaries		
(i) Quoted		
Aptech Limited 100 equity shares of ₹.10 each paid up [Market value as at March 31, 2016 - ₹0.04Lakhs (2015: ₹. 0.04 Lakhs)]	0.05	0.05
(C)	0.05	0.05
<b>B INVESTMENT IN DEBENTURES</b>		
Blasteres Sports Ventures Private Limited 3,31,65,200 1% Redeemable Non Convertible Cumulative Unsecured Debentures (NCCUDs)of ₹. 10 each (Refer Note No. 24.1)	3,316.52	3,316.52
(D)	3,316.52	3,316.52
Aggregate amount of quoted investments	531.10	531.10
Aggregate amount of unquoted investments	54,680.90	54,365.90
Aggregate amount of debentures	3,316.52	3,316.52
	58,528.52	58,213.52
Less: Aggregate provision made for diminution in value	30,200.00	30,200.00
A+B+C+D	28,328.52	28,013.52

-Considering the provisions already made for the diminution in the value of investments and considering the fact that the market value of the assets and expected cash flows from the business of these subsidiaries, the management is of the opinion that the provisions already made are adequate.

Note-13	LONG TERM LOANS AND ADVANCES		
	Advance to Subsidiaries - Secured and Considered good	21,843.48	21,818.51
	Advance to Subsidiaries - Unsecured and Considered good	31,840.07	31,348.51
	Advance to Subsidiaries - Considered Doubtful Unsecured and Considered good	5,160.16	5,160.16
	Security Deposit	19.76	177.83
	Advance to Others	825.59	854.09
		59,689.06	59,359.10
	Less: Provision for doubtful advances	5,160.16	5,160.16
		54,528.90	54,198.94
<p>- Considering the provisions already made for the doubtful advances and considering the fact that the market value of the assets and expected cash flows from the business of the subsidiaries, the management is of the opinion that the provisions already made are adequate.</p>			
Note-14	OTHER NON CURRENT ASSETS		
	Others - Inventory of land - (Valued at cost or net realised value which ever is less and as certified by the Management.)	6,893.45	7,077.51
		6,893.45	7,077.51
Note-15	TRADE RECEIVABLE		
	- Considered Good Trade receivables outstanding for less than six months from the date they became due for payment	343.90	302.48
		343.90	302.48
Note-16	CASH AND CASH EQUIVALENTS		
	Balance with banks	32.20	72.19
	Cash in hand	0.04	0.10
		32.24	72.29
Note-17	SHORT TERM LOANS AND ADVANCES		
	Unsecured - Considered good Staff Advances	205.10	190.33
		205.10	190.33
Note-18	OTHER CURRENT ASSETS		
	Interest accrued and due	0.53	0.53
	Advance Income Tax	265.61	219.57
	MAT credit	21.71	-
	Prepaid Expenses	8.06	9.75
		295.91	229.85

NOTES TO THE STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH 2016

₹ in Lakhs

		For the year ended 31/03/16	For the year ended 31/03/15
Note-19a	<b>REVENUE FROM OPERATIONS</b>		
	Income from Real Estate	1,852.12	3,841.52
	Income from Sports Activity	-	1,494.61
		1,852.12	5,336.13
Note-19b	<b>OTHER INCOME</b>		
	Interest income	899.87	23.82
	Dividend Income from Mutual Fund	-	7.49
	Miscellaneous Income	0.41	13.17
		900.28	44.48
Note-20	<b>CHANGES IN INVENTORY</b>		
	Opening Stock of Land	7,077.51	7,588.41
	Add: Current year Expenses	-	-
		7,077.51	7,588.41
	Less: Closing Stock of Land	6,893.45	7,077.51
		184.06	510.90
Note-21	<b>EMPLOYEE BENEFIT EXPENSES</b>		
	Salaries and wages	325.10	444.78
	Contribution to PF and other funds	5.15	4.71
	Staff welfare expenses	7.46	15.58
	Retirement Benefits	2.69	32.24
		340.40	497.31
Note-22	<b>OTHER EXPENSES</b>		
	Rent	65.52	64.01
	Power & Fuel	13.22	10.73
	Communication Expenses	10.54	11.43
	Legal, Professional and consultancy	118.88	249.54
	Books & Periodicals	0.19	0.30
	Insurance	9.79	8.84
	Printing & Stationery	21.95	20.44
	Postage & Telegrams	5.72	6.90
	Listing Fees & Others Expenses	15.98	29.51
	Security Charges	7.39	7.12
	Office Expenses	31.00	54.99

₹ in Lakhs

		For the year ended 31/03/16	For the year ended 31/03/15
	Business Development Expenses	-	19.64
	CSR Expenses (Refer Note.24.14)	36.98	-
	Directors Sitting Fees	4.63	3.75
	Repairs & Maintenance		
	- For Others	42.59	14.46
	Rates and taxes	11.69	11.73
	Payment to statutory auditors		
	for statutory audit	14.31	14.05
	for tax audit	2.86	2.81
	for certification	3.43	3.65
	Bank Charges & Commission	0.22	2.43
	Travelling Expenses and Conveyance	40.45	72.37
	Provision for Diminution in value of investment	-	200.00
	Loss on sale of Asset	0.02	0.24
	Miscellaneous expenses	0.68	0.26
		458.03	809.20
Note-23	<b>EXCEPTIONAL ITEMS</b>		
	Income from Liabilities Written off	(387.88)	-
	Priorperiod Expenses	33.50	-
	Advances & Investments written off	3.49	49.87
		(350.89)	49.87

**NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2016**

Note 1. Significant Accounting Policies

**1.1 Basis of Accounting**

- (a) The financial statements of the Company have been prepared under the historical cost convention in accordance with the Accounting standards specified by Companies (Accounts) Rules, 2014 and provisions of the Companies Act, 2013, as amended and to the extent applicable.
- (b) All financial transactions have been recognized on accrual basis. The preparation of financial statements in conformity with the GAAP requires that the management makes estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and the reported amounts of revenue and expenses during the reported period. The Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Future results could differ from those estimates.

**1.2 Use of Estimates**

In preparation of financial statements conforming to GAAP requirements certain estimates and assumptions are essentially required to be made with respect to items such as provision for doubtful debts, future obligations under employee retirement benefit plans, income taxes and the useful life period of Fixed Assets. Due care and diligence have been exercised by the Management in arriving at such estimates and assumptions since they may directly affect the reported amounts of income and expenses during the year as well as the balances of Assets and Liabilities including those which are contingent in nature as at the date of reporting of the financial statements.

To comply with GAAP requirements relating to impairment of assets, if any, the Management periodically determines such impairment using external and internal resources for such assessment. Loss, if any, arising out of such impairment is expensed as stipulated under the GAAP requirements. Contingencies are recorded when a liability is likely to be incurred and the amount can be reasonably estimated. To this extent the results may differ from such estimates.

**1.3 Revenue Recognition**

As a consistent practice, the Company recognizes revenues on accrual basis. Revenue from sale of undivided share of land is recognised upon transfer of all significant risks and rewards of ownership. Revenue from dividend is recognised upon right to receive the dividend is established. Revenue from Sporting activity are recognized on accrual basis, with cost of services provided for proportionately. Interest income is recognized on time proportion basis taking into account the amount outstanding and rate applicable as per the agreements.

#### **1.4 Fixed Assets**

Fixed Assets are stated at the cost of acquisition less accumulated depreciation. The cost of acquisition includes taxes, duties, freight and other incidental expenses related to the acquisition and installation of the respective assets.

#### **1.5 Depreciation**

Depreciation is provided on straight-line method at the rates prescribed under Schedule II of the Companies Act, 2013, as amended.

#### **1.6 Impairment**

All the fixed assets are assessed for any indication of impairment at the end of each financial year. On such indication, the impairment loss being the excess of carrying value over the recoverable value of the assets, are charged to the Statement of Profit and Loss in the respective financial years. The impairment loss recognized in the prior years is reversed in cases where the recoverable value exceeds the carrying value, upon reassessment in the subsequent years.

#### **1.7 Investments**

Long-term investments are stated at cost, less diminution other than temporary in the value of such investments, if any. Current investments are valued at cost or market value whichever ever is lower.

#### **1.8 Inventories**

Inventories primarily constitute land and related development activities, which is valued at lower of cost or Net Realizable Value. Cost comprises of all expenses incurred for the purpose of acquisition of land, development of the land and other related direct expenses.

#### **1.9 Employee Benefits**

##### **Gratuity**

The liability as at the Balance Sheet date is provided for based on the actuarial valuation carried out in accordance with revised Accounting Standard 15 (Revised 2005) on "Employee Benefits" as at the end of the period. Actuarial Gains/Losses are recognized immediately in statement of Profit & Loss.

##### **Leave Encashment**

Leave encashment is paid for in accordance with the rules of the Company and provided based on an actuarial valuation as at the balance sheet date. Actuarial Gains/Losses are recognized immediately in statement of Profit & Loss.

### Other Benefit Plans

Contributions paid/ payable under defined contribution plans are recognized in the statement of Profit and Loss in each year. Contribution plans primarily consist of Provident Fund administered and managed by the Government of India. The company makes monthly contributions and has no further obligations under the plan beyond its contributions.

#### 1.10 Taxes on Income

- (i) Provision for current tax is made for the amount of tax payable in respect of taxable income for the year under Income Tax Act, 1961.
- (ii) Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the company has unabsorbed depreciation or carry forward tax losses, deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that such deferred tax assets can be realised against future taxable profits.

#### 1.11 Earnings Per Share

The earnings considered for ascertaining the Company's Earnings Per Share comprises the net profit after tax. The number of shares used in computing Basic EPS is the weighted average number of shares outstanding during the period. The number of shares used in computing diluted EPS comprises the weighted average shares considered for deriving basic EPS, and also the weighted average number of equity shares that would be issued on the conversion of all dilutive potential equity shares.

#### 1.12 Borrowing Cost

Expenditure on borrowing cost on the loans obtained specifically for acquisition, construction or production of qualifying assets are capitalized as part of the cost of that asset. All other borrowing costs are charged to statement of profit and loss.

#### 1.13 Foreign Currency Transactions

Foreign currency transactions are translated at the exchange rates prevailing on the respective date of transactions.

Assets and Liabilities outstanding in foreign currency as on the date of the Balance Sheet are translated at exchange rates prevailing as on the last day of the relevant financial year. Differences arising out of such translations are charged to the statement of profit and loss.

#### **1.14 Leases**

The assets purchased under hire purchase agreements are included in the Fixed Assets block. The value of the asset purchased is capitalized in the books. A liability for the same amount is created at the time of entering into the agreement. The payments are made to the HP vendors as per the EMI's given in the hire purchase agreements. The finance charges are debited to the statement of profit and loss and the principal amount is adjusted against the liability created for the vendor.

Lease rental in respect of operating lease arrangements are charged to expense on a straight-line basis over the term of the related lease agreement.

#### **1.15 Cash Flow Statement**

The Cash flow statement is prepared under the indirect method as per Accounting Standard 3 "Cash Flow Statements".

#### **1.16 Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognized when the Company has an obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for.

Contingent Liabilities are recognized only when there is a possible obligation arising from past events due to occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made and the fact is disclosed.

#### **1.17 Segment reporting**

The Company is engaged in Real Estate/Urban Infrastructure, Sports activities and Interest Income. These are reportable segments for the year. Entire operations of the company is only in domestic hence reportable geographical segment does not arise. Segment wise Income, expenses, assets and liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter-segment revenue is accounted on the basis of cost plus margins. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities".



**Note 24.1 Other Items****a. Joint Development Agreement (JDA) for Perambur Project**

Based on the JDA entered between the company and the developers, the Company received Rs.764.56 lakhs (PY: Rs.1029.73lakhs) as its share of collections from the Project. As per the policy on the revenue recognition, the company has recognized revenue for the year Rs.1852.12 lakhs (PY 3841.52lakhs) and the balance are shown as Advance received for sale of UDS. The Company has negotiated and modified the terms and conditions of the JDA vide Amendment agreement dated 04th May 2016 whereby the Developer is releasing 20 acres undeveloped land to PVP Ventures Limited. By virtues of this the company will have at its disposal 20 acres of land parcel and the management is exploring development either on its own or in collaboration with third parties or in any other manner as it deems fit.

**b. Sports Activities**

Company has disinvested and moved away from the sports activities in all the sports ventures undertaken during the year. Blaster Sports Ventures Private Ltd, which is a subsidiary company has been dis invested and it ceased to be a subsidiary with effect from 19th November 2015. As a part of dis investment exercise the debentures subscribed in Blaster sports ventures Private Ltd ie 1% Compulsory Convertible Cumulative Debentures has been converted to 1% Redeemable Non-convertible Cumulative Unsecured Debentures as of 19th October 2015.

**c. Interest Income**

Company has provided certain advances to subsidiary companies for various business purposes. Subsidiary company has provided a sum of Rs.9428.59 lakhs to a party for identifying land parcels for commercial development and energy related projects. Since no land were identified by the party, on the insistence by the company they assigned the interest accrued for the year amounting to Rs.847.94 lakhs which are shown under Interest Income.

**24.2** The Company is engaged in the development of Real Estate/Urban infrastructure and Interest Income. Disclosure as required by Accounting Standard 17 "Segment Reporting" issued by the Institute of Chartered Accountants of India is given below.

	Year ended 31st March 2015 (Rs.in lakhs)	Year ended 31st March 2016 (Rs.in lakhs)
Segment revenues		
• Real estate/Urban Infrastructure	3841.52	1852.12
• Sports Activities	1494.61	Nil
• Interest	23.82	899.87
• Unallocated	(29.21)	351.30
<b>Total</b>	<b>5330.74</b>	<b>3103.29</b>

Segment Expenses		
• Real estate/Urban Infrastructure	3842.22	2997.07
• Sports Activities	1494.61	Nil
• Interest	Nil	Nil
• Un allocated	Nil	Nil
<b>Total</b>	<b>5336.83</b>	<b>2997.07</b>
Segment Assets		
• Real estate/Urban Infrastructure	54835.17	56832.90
• Sports Activities	3510.08	Nil
• Interest	9286.39	9428.59
• Un allocated	27241.20	27593.36
<b>Total</b>	<b>94872.84</b>	<b>93854.85</b>
Segment Liabilities		
• Real estate/Urban Infrastructure	29523.73	30495.82
• Sports Activities	578.38	Nil
• Interest	Nil	Nil
• Un allocated	Nil	Nil
<b>Total</b>	<b>30102.11</b>	<b>30495.82</b>

### 24.3 Lease Rentals

The Company has entered into operating leases agreements for office premises and an amount of Rs. 65.52 lakhs (2015: Rs. 64.01 lakhs) paid under such agreement have been charged to statement of Profit & Loss. The details with regard to finance lease obligations are as under.

	Year ended March 31 2015 (In Rs lakhs)	Year ended March 31 2016 (In Rs lakhs)
Due within 1 year from the Balance Sheet date	10.26	7.68
Due between 1 and 5 years	18.92	18.48
Due after 5 years	Nil	Nil

Details of assets under Hire purchase Particulars	Gross Block (Rs.in lakh)	Depreciation (Rs.in lakh)	Net_Block (Rs.in lakh)
Vehicles	64.75	22.55	42.20

## 24.4 Earnings per Share (EPS)

Particulars		Year ended March 31, 2015	Year ended March 31, 2016
Nominal Value of Equity Shares (Rs. per Share)	A	10	10
Weighted average number of Equity Shares outstanding during the period	B	245,052,701	245,052,701
Profit/(Loss) after Taxes After Exceptional items (Rs. in Lakhs)	C	160.53	106.22
Earnings Per Share – Basic and diluted (After Extraordinary items) (in Rs.)	C*100000/B	0.07	0.04

## 24.5 Related Party Disclosures

List of related parties where control exists and related parties with whom transactions have taken place and relationships are as follows:

Names of the Related party	Relationship
Platex Limited (PL)	Holding Company
PVP Global Ventures Private Limited (PGPL) New Cyberabad City Projects Private Limited (NCCPPL) PVP Corporate Parks Private Limited (PCPL) PVP Media Ventures Private Limited (PMPL) PVP Island Private Ltd(PVPIL) wound up as of 13/1/2016 Safetrunk Services Private Limited(SSPL) Blaster Sports Ventures Private Limited(BSVPL) till 19/11/2015 Picturehouse Media Ltd(PHML) PVP Capital Ltd(PCL)	Subsidiary Companies
Mr. Prasad V. Potluri, Chairman and Managing Director (PV) Mr. S. Kannan , Head -Finance & Accounts Mr. GSV Ranga , Head – Legal & Company Secretary till 31st March 2016 Mr. V. R. Arasu Mr. Piyush Diwedi	Key Managerial Personnel (KMP)
Mrs. Jhansi Sureddi(JS)	Related to Chairman & Managing Director
Mrs. Padma Potluri(PP) Mr. R.Nagarajan Mr. N.S.Kumar	Director
Bruma Properties Private Limited (BPPL)	Enterprises where KMP exercise significant influence

**Summary of transactions with the related parties, during the year ended March 31, 2016**

Nature of transactions	Transactions for the year ended		
	March 31, 2015 (Rs. in Lakhs)	March 31, 2016 (Rs. in Lakhs)	
a. Advances/Loans given			
Subsidiary Company	- PGPL	(5262.09)	(669.60)
	- PVPIL	3.06	(3.06)*
	- SSPL	35.94	304.80
	-NCCPL	21818.52	24.97
	-PCPL	(19.56)	1.44
	-PMPL	1.60	859.42
b. Investment in Subsidiaries PGPL purchased from JS & PP			322.00
c. Debenture subscribed			
	-BSVPL	3316.52	-
d. Salary & Perquisites to Chairman & Managing Director		30.10	30.10
e. Salary to other KMPs		197.56	180.56
Interest on Loan given to KMP		(18.76)	(18.76)
f. Sitting Fees to Directors		3.75	4.63

\*write off

**The outstanding balances as at the March 31, 2016**

Particulars	Outstanding balance as at		
	March 31, 2015 (Rs. in Lakhs)	March 31, 2016 (Rs. in Lakhs)	
a) Advances Receivable			
Subsidiary Company	PGPL	36468.02	35798.42
	- PVPIL	3.06	-
	- SSPL	35.94	340.74
	- NCCPL	21818.52	21843.49
	-PMPL	1.65	861.07
Enterprises where significant influence exists	- BPPL	35.00	35.00
b) Doubtful advances	- PGPL	(5160.16)	(5160.16)
c) Loan outstanding from KMPs		185.81	204.57
d) Unsecured Loans payable			
Subsidiary Company	- PCPL	(1049.84)	(1048.40)
e) Debentures subscribed			
	-BSVPL	3316.52	NA
f) Corporate Guarantee			
-	PHML	3325.00	3000.00
	-PCL	10000.00	10000.00

## 24.6 Contingent Liabilities

1. Based on the Issues and circumstances in consideration for the below cases and based on the expert advice the Company is confident of success, hence provision for the disputed amount were not provided in the books.
  - AY 2007-08: While giving effect to the order of ITAT, Hyderabad, the Assessing Officer (AO) raised demand of Rs.78.21 lakhs, which was disputed with CIT – Appeals, Hyderabad, the said appeal was dismissed. Aggrieved by the Order, the company has disputed the order with ITAT, Hyderabad.
  - AY 2008-09: The AO passed an order demanding a sum of Rs.16497 lakhs for the AY 2008-09. The appeal filed by company before CIT (A), Chennai was allowed in favor of the company to the extent of Rs. 15017 lakhs. On CIT(A),Chennai order the department has filed a appeal before ITAT and for the balance disallowance the company has filed a separate appeal before ITAT, Chennai . During the year ITAT, Chennai has set aside the order of AO to redo the assessment. Aggrieved by the order passed by ITAT, Chennai, company has filed appeal before Honorable High Court of Madras and it has admitted the case and stayed the proceeding of the order of ITAT. Further on the disallowance made by CIT(A) , the AO has initiated penalty proceedings and issued demand notice amounting to Rs.1276.58 lakhs , which is disputed before CIT(A), Chennai.
  - AY 2008-09 AO reopened the assessment proceedings u/s148 of Income tax Act, 1961. Company disputed the re-opening proceeding before Honorable High Court of Madras. In the meantime AO passed an order with a demand of Rs.1112.35 lakhs and the said order is disputed before Honorable High Court of Madras and the appeal of the company has been allowed and quashed the re-opening proceedings.
  - AY 2009-10: The re-assessment proceeding u/ 148 of Income tax Act 1961 was initiated and order passed with a demand of Rs.13.24 lakhs Aggrieved by the order the company has disputed the demand with CIT – Appeals , Chennai.
  - AY 2013-14 : During the year, The Assessing Officer has passed order demanding a sum of Rs. 493.43 lakhs for the AY 2013-14. Aggrieved by the order the company has disputed the demand with CIT – Appeals, Chennai. Further the company has filed the rectification petition u/s. 154 with the Assessing officer, consequent upon which, the aforesaid demand shall become Nil.
  - Company has received an order during the previous year from SEBI imposing a penalty of Rs.15.00 lakhs for the PVP Ventures Ltd and further penalty of Rs.15.00 lakhs for Prasad V Potluri as Chairman & Managing Director of the company towards alleged violation of Prohibition of Insider Trading (PIT) Regulations during 2009. The company has challenged the orders before the Securities Appellate Tribunal (SAT).

2. Company has given a corporate guarantee and mortgage of perambur land for Rs.3000.00 lakhs(Rs.3325 lakhs as of 31st March 2015) for its group company Picturehouse Media Limited(PHML) as security for availing term loan from the bank for production of films. The outstanding loan with bank by PHML as on 31st March 2016 is Rs.1518.51 lakhs. (Rs.3006.57 lakhs as of 31st March 2015)
3. Company has given a corporate guarantee and mortgage of perambur land for Rs. 10000.00 lakhs for its group company ie PVP Capital Limited(PVPCL) as security for availing working capital limits from the Bank. The company has outstanding loan with bank by PVPCL as on 31st March 2016 is Rs.10116.06 lakhs (Rs.9940.56 lakhs as on 31st March 2015.)
4. Company has given mortgage of Perambur land for Business Corporates for a consolidated sum of Rs.2000.00 lakhs with a Non-Banking Financial Company for Financial assistance to the company. The outstanding loan by these companies as of 31st March 2016 is Rs. 2300.75 lakhs.(Rs.2028.19 lakhs as on 31st March 2015.)

## 24.7 EMPLOYEE BENEFITS

The following table sets forth the status of the Gratuity Plan of the Company and the amounts recognized in the financial statements

Principal Actuarial assumptions used		
	Year ended March 31, 2015	Year ended March 31, 2016
Discount rates	7.80%	7.80%
Expected salary increase rates	7.50%	7.50%
Expected rate of return on plan assets	-	-
Expected Average remaining working lives of employees (years)	22 years	21 years
Reconciliation of opening and closing balances of the present value of the obligations		
	Year ended March 31, 2015 ( Rs.in lakhs)	Year ended March 31, 2016 ( Rs.in lakhs)
Present Value of Obligation at the beginning of the period	11.05	17.45
Current service cost	4.98	2.78
Interest cost	1.01	1.36
Actuarial loss/(gain)	0.41	(8.53)
Benefits paid	Nil	Nil
Present Value of obligation at the end of the period	17.45	13.05
Actuarial gain/loss recognised		
	Year ended March 31, 2015 ( Rs.in lakhs)	Year ended March 31, 2016 (Rs.in lakhs)
Actuarial (gain)/loss for the year		
Obligations	(0.41)	8.53
Assets	Nil	Nil
Total (gain)/loss for the year	0.41	(8.53)
Amounts recognized in the balance sheet		
	Year ended March 31, 2015 ( Rs.in lakhs)	Year ended March 31, 2016 ( Rs. In lakhs)
Present value of funded obligation	17.45	13.05
Less: Fair value of assets*	Nil	Nil
Net Liability / (Asset)	17.45	13.05
*The Company has not created any Trust for meeting the liability and not funded so far and hence no assets are available for valuation and hence there are no disclosures pertaining to plan assets.		
Expenses recognised in the profit & loss statement		
	Year ended March 31, 2015 ( Rs.in lakh)	Year ended March 31, 2016 ( Rs.in lakh)
Current service cost	4.98	2.78
Interest cost	1.01	1.36
Actuarial (gain)/loss	0.41	(8.53)
Cost recognized	6.39	(4.40)

The following table sets forth the status of the Leave Encashment Plan of the Company and the amounts recognized in the financial statements

Principal Actuarial assumptions used		
	Year ended March 31, 2015 ( Rs.in lakh)	Year ended March 31, 2016 ( Rs.in lakh)
Discount rates	7.80%	7.80%
Expected salary increase rates	7.50%	7.50%
Expected rate of return on plan assets	-	-
Expected Average remaining working lives of employees (years)	22 years	23 years
Reconciliation of opening and closing balances of the present value of the obligations		
	Year ended March 31, 2015 ( Rs. In lakh)	Year ended March 31, 2016 ( Rs. In lakh)
Present Value of Obligation at the beginning of the year	35.86	56.26
Current service cost	20.40	(0.61)
Interest cost	3.26	4.39
Actuarial loss/(gain)	2.18	3.88
Benefits paid	(5.44)	(8.27)
Projected benefit obligation at the end of the period	56.26	55.65
Actuarial gain/loss recognised		
	Year ended March 31, 2015 (Rs.in lakh)	Year ended March 31, 2016 ( Rs. In lakh)
Actuarial (gain)/loss for the year		
Obligations	(2.18)	(3.88)
Assets	Nil	Nil
Total (gain)/loss for the year	2.18	3.88
Amounts recognized in the balance sheet		
	Year ended March 31, 2015 (Rs. In lakh)	Year ended March 31, 2016 ( Rs.in lakh)
Present value of funded obligation	56.26	55.65
Less: Fair value of assets	-	-
Net Liability / (Asset)	56.26	55.65
Expenses recognised in the profit & loss statement		
	Year ended March 31, 2015 ( Rs.in lakh)	Year ended March 31, 2016 ( Rs.in lakh)
Current service cost	20.40	(0.61)
Interest cost	3.26	4.39
Actuarial (gain)/loss	2.18	3.88
Cost recognized	25.85	7.66

#### **Defined contribution plans**

In respect of the defined contribution plans, an amount of Rs. 5.15 lakhs (2015: Rs. 4.71 lakhs) has been recognized in the Statement of Profit and Loss during the year.



**24.8 PARTICULARS RELATING TO EXPENDITURE IN FOREIGN CURRENCY (ON PAYMENT BASIS)**

(Rs. In lakhs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2016
Travel related Expenses	0.86	-
Professional fees	1044.68	-
London Stock exchange fee	15.51	-
Interest	1926.91	-
<b>Total</b>	<b>2987.96</b>	<b>-</b>

**24.9** Secured loan provided to the subsidiary company ie NCCPL, has been secured by creation of charge on the property of lands with ROC along with Deposit of Title deeds in the land assets for the loan amount and same have been shown under Secured loans and advances.

**24.10** With regard to the Investments and Loans and Advances to subsidiary companies, considering the business potential of these companies, generation of future revenues, expected development of Projects, expected cash flows and recoverability of the securities, the provisions already made have been reviewed. The Management considers that the provision made is adequate and do not foresee any diminution in carrying value as of 31st March 2016.

**24.11** The Company has not received any intimation from suppliers, regarding their status, under Micro, Small and Medium Enterprises Development Act, 2006 and hence the required disclosures such as amounts unpaid as at the yearend together with interest paid/payable as required under the said Act have not been given.

**24.12** The Company has not entered into any Derivative transactions during the year. There are no outstanding foreign currency exposures.

**24.13** The Company has accumulated business losses and depreciation of earlier years. Considering the principles of prudence, the net deferred tax asset has not been recognized as at 31.03.2016.

**24.14 Corporate Social Responsibility (CSR) :**

Sl. No	Particulars	31.03.2016 (Rs. In lakhs)	31.03.2015 (Rs. In lakhs)
1	Average Net Profits of the Company for last three financial years	1848.79	1637.17
2	CSR Expenditure to be incurred for the current year	36.98	32.74
3	Unspent Amount of the Previous year	32.74	-
4	Total Amount to be spent for the current financial year	69.72	32.74
5	Amount Spent During the Year	32.74	-
6	Amount Unspent [ 4- 5 ]	36.98	32.74

24.15 The previous years figures have been regrouped/rearranged wherever necessary to make it comparable with the current year figures.

As per our Report of even date  
For M/s CNGSN & ASSOCIATES LLP  
CHARTERED ACCOUNTANTS  
Firm.Reg.No. 004915S

Sd/-  
R.THIRUMALMARUGAN  
Partner  
Membership No. 200102

Place : Hyderabad  
Date : May 23, 2016

For and on behalf of the Board of Directors

Sd/-  
PRASAD V. POTLURI  
Chairman & Managing Director  
  
Sd/-  
V. RAVI KUMAR REDDY  
Company Secretary

Place : Hyderabad  
Date : May 23, 2016

Sd/-  
R. NAGARAJAN  
Director

Sd/-  
KANNAN .S  
Head - Finance & Accounts

INDEPENDENT  
AUDITOR'S  
REPORT  
CONSOLIDATED

**TO THE MEMBERS, PVP VENTURES LIMITED, CHENNAI.**

**REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS**

We have audited the accompanying consolidated financial statements of PVP Ventures Limited (herein after referred to "the Holding Company"), and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), comprising of the Consolidated Balance Sheet as at 31st March, 2016, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

**MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS**

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and the irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

**AUDITOR'S RESPONSIBILITY**

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the 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 the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosure in the consolidated financial statements. These procedures selected depend on the auditor's judgment, including the assessment of the risk of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated 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 Holding Company has an adequate internal financial controls system over financial reporting in place and the operating effectiveness of such control.

An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph (a) of the Other Matters paragraph below, 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, 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 consolidated state of affairs of the Group and its associates as at 31st March, 2016, and their consolidated Loss, and their consolidated cash flows for the year ended on that date.

### **EMPHASIS OF MATTERS**

We draw the attention to the Note relating to (a) the Income Taxes, Service Tax, attachment of properties are disputed before respective authorities, which describes the uncertainty related to the outcome of the Appeals filed against the Orders of the Authorities; (b) loans and advances for film finance and under-production expenses-WIP, considered by the management as good and recoverable in the normal course of business; (c) the security and mortgage of properties and corporate guarantee issued for securing borrowings by others from banks and other lenders, and those parties have not repaid the loan with interest; and (d) investment in companies which are carried at cost where diminution, if any, not ascertained considering all these are long term investment.. All these items describe the uncertainty related to the outcome of the future events. Our opinion in respect of these matters is not modified.

### **OTHER MATTER**

We did not audit the financial statements / financial information of four subsidiaries, whose financial statements / financial information reflect total assets (net) of Rs.47011.37 lakhs as at 31st March, 2016, total revenues of Rs.NIL lakhs and net cash flows amounting to (-)Rs.6.09 lakhs for the year then ended, as considered in the consolidated financial statements. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub section (3) and (11) of Section 143 of the Act, insofar as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors. Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

**REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

1. As required by section 143(3) of the Act, we report, to the extent applicable, that
  - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements.
  - b. in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as appears from our examination of those books and the reports of the other auditors.
  - c. the Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
  - d. in our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended.
  - e. on the basis of written representation received from the Directors of the Holding Company as on 31st March, 2016 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, none of the directors of the Group Companies is disqualified as on 31st March, 2016, 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 the financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure – A; and
  - g. with respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditor’s) Rules, 2014 as amended, in our opinion and to the best of our information and according to the explanations given to us:
    - i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group – Refer Note 24.4 to the consolidated financial statements
    - ii) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
    - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies.

for M/s CNGSN & ASSOCIATES LLP  
CHARTERED ACCOUNTANTS  
Firm Registration No: 004915S

Camp: Hyderabad  
Date : 23rd May, 2016

Sd/-  
R.THIRUMALMARUGAN  
Partner  
Membership No: 200102

## **ANNEXURE - A TO THE AUDITORS' REPORT**

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") (Referred to in paragraph 2(f) of Report on Other Legal and Regulatory Requirements in our Independent Auditors' Report of even date)

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2016, we have audited the internal financial controls over financial reporting of PVP Ventures Limited ("the Holding Company") and its subsidiary companies, which are companies incorporated in India, as of that date.

### **MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS**

The respective Board of Directors of the Holding Company, its subsidiary Companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **AUDITORS' 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, issued by ICAI and deemed to be prescribed 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 ICAI. 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.

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 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 and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's 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 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS 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.

### **QUALIFIED OPINION**

According to the information and explanations given to us and based on our audit, the following weakness has been identified as at 31st March, 2016. "The Companies internal control system for loans and advance given to film finance and under-production expenses; security of properties and corporate guarantees given for others to borrow money from banks and others; and investments in companies carrying at cost, which could potentially result in existence of uncertainty that may cast significant doubt about the recoverability or otherwise of these items and thereby non provision for the shortfall as at the balance sheet date could not have been reasonably established".

A material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the company's annual financial statements will not be prevented or detected on a timely basis.

In our opinion, *except for the possible effects of the material weaknesses described above on the achievement of the objectives of the control criteria*, the Company has maintained, in all material respects, adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, 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 issued by the ICAI.



We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the March 31, 2016 consolidated financial statements of the Company, and the material weaknesses does affect our opinion on the consolidated financial statements of the Company.

#### **OTHER MATTERS**

Our aforesaid reports under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to four subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

for M/s CNGSN & ASSOCIATES LLP  
CHARTERED ACCOUNTANTS  
Firm Registration No: 004915S

Camp: Hyderabad  
Date : 23rd May, 2016

Sd/-  
R. Thirumalmarugan  
Partner  
Membership No: 200102

CONSOLIDATED  
FINANCIAL  
STATEMENTS

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2016					
	Note No	As at 31-03-2016		As at 31-03-2015	
<b>I. EQUITY AND LIABILITIES</b>					
<b>(1) Shareholders' Funds:</b>					
(a) Share Capital	2	24,396.25		24,396.25	
(b) Reserves and Surplus	3	18,987.18		14,260.14	
(c) Money Received against Share warrants	-		43,383.43	-	38,656.39
(d) Minority Interest			4,116.48		(665.87)
<b>(2) Share application money pending allotment</b>		-		-	
<b>(3) Non-current liabilities:</b>					
(a) Long-term borrowings	4	22,552.13		14,273.50	
(b) Deferred tax liabilities (Net)		-		-	
(c) Other Long-term liabilities	5	8,152.57		8,216.46	
(d) Long-term provisions	6	153.29	30,857.99	73.02	22,562.98
<b>(4) Current liabilities:</b>					
(a) Short-term borrowings		15,219.39		-	
(b) Trade payables	7	705.30		1,099.81	
(c) Other current liabilities	8	7,608.45		6,333.53	
(d) Short-term provisions	9	975.43	24,508.57	132.89	7,566.24
<b>Total</b>			<b>1,02,866.47</b>		<b>68,119.74</b>
<b>II. ASSETS:</b>					
<b>(1) Non-current assets</b>					
<b>(a) Fixed Assets</b>					
(i) Tangible assets	10	376.86		233.41	
(ii) Intangible assets	11	9,524.45		6,714.84	
(iii) Capital work-in-progress		275.96		9.76	
(iv) Intangible assets under developemnt	-		-		
(b) Non-current investments	12	16,456.56		15,019.43	
(c) Deferred tax assets (Net)		-		-	
(d) Long-term loans and advances	13	13,780.32		15,262.46	
(e) Other non-current assets	14	38,754.02	79,168.17	29,267.30	66,507.20
Good will on Consolidation					
<b>(2) Current assets</b>					
(a) Current investments		-		-	
(b) Inventories		-		-	
(c) Trade receivables	15	594.05		302.48	
(d) Cash and cash equivalents	16	119.61		94.10	
(e) Short-term loans and advances	17	21,615.48		190.64	
(f) Other current assets	18	1,369.16	23,698.30	1,025.32	1,612.54
<b>Total</b>			<b>1,02,866.47</b>		<b>68,119.74</b>

See accompanying notes to the financial statements

As per our Report of even date  
For M/s CNGSN & ASSOCIATES LLP  
CHARTERED ACCOUNTANTS  
Firm.Reg.No. 004915S

For and on behalf of the Board of Directors

Sd/-  
R.THIRUMALMARUGAN  
Partner  
Membership No. 200102

Sd/-  
PRASAD V. POTLURI  
Chairman & Managing Director

Sd/-  
R. NAGARAJAN  
Director

Sd/-  
V. RAVI KUMAR REDDY  
Company Secretary

Sd/-  
KANNAN .S  
Head - Finance & Accounts

Place : Hyderabad  
Date : May 23, 2016

Place : Hyderabad  
Date : May 23, 2016

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2016**

	Note No	For the Year ended 31-03-2016	For the Year ended 31-03-2015
I Revenue from operations	19a	14,794.95	5,336.13
II Other income	19b	919.72	1,336.55
III Total Revenue (I + II)		15,714.67	6,672.68
IV Expenses:			
a Cost of Sales & Services		-	4,811.12
Cost of film production expenses		9,603.81	
b Purchases of Stock-in-Trade		-	-
c Changes in inventories of finished goods work-in-progress and Stock-in-Trade	20	184.06	510.90
d Employee benefit expenses	21	608.17	497.32
e Finance costs		5,146.44	2,181.86
f Depreciation and amortization expenses	10	115.55	60.26
g Other expenses	22	871.84	637.62
h Contingent Provision on Standard Assets		9.86	-
Total expenses		16,539.73	8,699.07
V Profit/(Loss) before exceptional and extraordinary items and tax (III - IV)		(825.05)	(2,026.38)
VI Exceptional items	23	(13.43)	1,039.36
VII Profit/(Loss) before extraordinary items and tax (V - VI)		(811.63)	(3,065.74)
VIII Extraordinary items		-	-
IX Profit/(Loss) before tax (VII - VIII)		(811.63)	(3,065.74)
X Tax expenses			
(1) Current tax	21.71	422.37	231.95
Less: MAT Credit	21.71		
(2) Deferred tax		-	-
(3) of Earlier Year		-	(194.65)
(4) MAT Credit Entitlement		-	226.02
XI Profit / (Loss) for the year (before adjustment for Minority Interest) (IX - X)		(1,234.00)	(3,329.06)
XII Less: Share of Loss transferred to Minority Interest		(469.29)	(788.21)
XV Profit / (Loss) for the year (XI - XII)		(764.71)	(2,540.85)
XVI Earnings per share after extraordinary items: Basic & Diluted		(0.31)	(1.04)

As per our Report of even date  
For M/s CNGSN & ASSOCIATES LLP  
CHARTERED ACCOUNTANTS  
Firm.Reg.No. 004915S

For and on behalf of the Board of Directors

Sd/-  
R.THIRUMALMARUGAN  
Partner  
Membership No. 200102

Sd/-  
PRASAD V. POTLURI  
Chairman & Managing Director

Sd/-  
R. NAGARAJAN  
Director

Sd/-  
V. RAVI KUMAR REDDY  
Company Secretary

Sd/-  
KANNAN .S  
Head - Finance & Accounts

Place : Hyderabad  
Date : May 23, 2016

Place : Hyderabad  
Date : May 23, 2016

₹.in Lakhs

CONSOLIDATED CASH FLOW STATEMENT for the year ended March 31, 2016

	31st March 2016	31st March 2015
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit Before Tax	(811.63)	(3,065.75)
Adjustments for:		
Depreciation	115.58	60.26
Provision no longer written back	(18.91)	(2,860.51)
Profit on sale of Investments	-	-
Interest paid	5,146.44	2,181.86
Interest received	(919.10)	(1,210.81)
Dividend Income	-	(7.49)
Provision for employee benefits	24.94	26.79
Bad debts written off	-	49.87
Provision for diminution in value of investment	756.13	3,850.00
Loss on sale of Asset	0.02	0.24
Contingent Provision against standered asset	9.86	
Loans & Advances Written off	-	-
<b>Operating Profit Before Working Capital changes</b>	<b>4,303.33</b>	<b>(975.54)</b>
Adjustments for:		
Increase/(Decrease) in Other Long Term Liabilities	(70.31)	(113.00)
Increase/(Decrease) in Long/Short Term Provisions	31.97	-
Increase/(Decrease) in Trade Payables	(423.77)	423.45
Increase/(Decrease) in Other Current Liabilities	1,094.47	(2,482.65)
(Increase)/Decrease in Long Term Advances	1,519.58	9,414.00
(Increase)/Decrease in Inventories	(1,953.51)	
(Increase)/Decrease in Non Current Assets	184.06	511.39
(Increase)/Decrease in Trade Receivables	(291.57)	(52.09)
(Increase)/Decrease in Short Term Loans and Advances	(988.77)	(21.02)
(Increase)/Decrease in Other Current Assets	(93.26)	429.08
Cash Generated from Operations	3,312.21	7,133.62
Direct Taxes paid including TDS	(76.06)	(565.19)
<b>Net Cash from Operating Activities</b>	<b>3,236.15</b>	<b>6,568.43</b>
<b>B. CASH FROM INVESTING ACTIVITIES</b>		
Purchase/addition to Fixed Assets including WIP	(372.63)	(18.35)
Purchase of Investments	(1,482.46)	(4,106.15)
Proceeds from Sale of Fixed Assets	0.20	0.26
Proceeds from Sale of Investments	-	597.00
Dividend Received	-	7.49
Interest received	919.10	1,210.81
<b>Net Cash used in Investing Activities</b>	<b>(935.79)</b>	<b>(2,308.94)</b>
<b>C. CASH FROM FINANCING ACTIVITIES</b>		
Interest paid	(5,146.44)	(2,181.86)
Procceds from Issue of Share Capital	-	4.00
Proceeds from short term borrowings	2,272.26	-
Proceeds from Long Term Borrowings	334.88	(2,188.23)
<b>Net Cash from Financing Activities</b>	<b>(2,539.30)</b>	<b>(4,366.09)</b>
Net increase in cash and cash equivalents	(238.94)	(106.61)
Cash and cash equivalents at the beginning of the year	94.10	200.71
Opening cash balance of subsidiary company	264.45	-
<b>CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR</b>	<b>119.61</b>	<b>94.10</b>

As per our Report of even date  
For M/s CNGSN & ASSOCIATES LLP  
CHARTERED ACCOUNTANTS  
Firm.Reg.No. 004915S

For and on behalf of the Board of Directors

Sd/-  
R.THIRUMALMARUGAN  
Partner  
Membership No. 200102

Sd/-  
PRASAD V. POTLURI  
Chairman & Managing Director

Sd/-  
R. NAGARAJAN  
Director

Sd/-  
V. RAVI KUMAR REDDY  
Company Secretary

Sd/-  
KANNAN .S  
Head - Finance & Accounts

Place : Hyderabad  
Date : May 23, 2016

Place : Hyderabad  
Date : May 23, 2016

NOTES TO THE CONSOLIDATED ACCOUNTS AS AT 31ST MARCH 2016

Note: 2	(A) Authorised, Issued, Subscribed and Paid-up share capital and par value per share	As at 31-03-2016	As at 31-03-2015		
	Authorised Share Capital 300000000 Equity Shares of Rs. 10/- each	30,000.00	30,000.00		
	Issued, Subscribed and Paid Up 245,052,701 equity shares of Rs. 10 each	24,505.27	24,505.27		
	Less: 10,90,235 equity shares held by PVP Global Ventures Private Limited, Subsidiary Company.	(109.02)	(109.02)		
		24,396.25	24,396.25		
	(B) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year:				
	Number of equity shares outstanding as at the beginning of the year	24,50,52,701	24,50,52,701		
	Add: Number of Shares allotted during the year	-	-		
	Less: Number of Shares held by Subsidiary company	(10,90,235)	(10,90,235)		
	Number of equity shares outstanding as at the end of the year	24,39,62,466	24,39,62,466		
	(C) Shareholding in the company of the holding company. Platex Limited	13,26,12,766	13,26,12,766		
	(D) Shares in the company held by each shareholder holding more than 5%:				
	Name of shareholder	No of shares at year end 2016	% as at year end	No of shares at year end 2015	% as at year end
	Platex Limited	13,26,12,766	54.36	13,26,12,766	54.36
	Black Kite Investments Limited	2,45,05,270	10.04	2,45,05,270	10.04
	a) 13,409,314 equity shares of ₹.10 each fully paid-up in cash has been issued to Platex Ltd upon conversion of 27,355 FCDs of ₹.100,000 each at conversion price of ₹. 204 per share in terms of the Scheme of Amalgamation during 2010-11.				
	b) PVP Global Ventures Private Limited (PVPGVPL) holds 10,90,235 equity shares of PVP Ventures Ltd, as these shares were acquired before the Company became its subsidiary. However, in terms of the provisions of section 19 (1) (C) of the Act, PVPGVPL does not have any rights to vote at meetings of PVP Ventures Ltd or any class of members thereof over these shares.				
Note: 3	<b>RESERVES AND SURPLUS</b>				
	Securities Premium Reserve		85,685.81	85,591.90	
	Capital Reserve		2,926.04	2,914.27	
	General Reserve		0.44	-	
	Statutory Reserve		257.67	-	
	Exchange Fluctuation Reserve		(6.20)	-	
	Surplus ( P&L a/c ) net of write off		(69,876.58)	(74,246.03)	
			18,987.18	14,260.14	

- Consequent upon merger of erstwhile PVP Ventures Private Limited with the Company, goodwill of ₹. 15,179.21 lakhs was created which represented the excess of liabilities over assets taken over on merger. In terms of the Scheme of Amalgamation and the decision of the Board, it is being written off in a phased manner over a period of 10 years beginning April 01, 2008. Accordingly, during the year, the Company has amortized goodwill of ₹. 1,517.92 lakhs.

Note-4	LONG-TERM BORROWINGS:		
	Un-Secured Loans		
	From Banks - Vehicle Loans	24.50	31.76
	Debentures		
	13,289, 14.5% Redeemable Fully Convertible Debentures (FCDs) of ₹. 100,000 each.	13,289.00	13,289.00
	707 Compulsorily Convertible Debentures (CCDs) of ₹. 1,00,000/- each held by Platex Limited the Holding Company.	707.00	707.00
	Other loans and advances		
	- From Other Body Corporate	8,531.63	245.74
		22,552.13	14,273.50
		22,552.13	14,273.50
	<p>- The debenture holders has extended the conversion/redemption option of the outstanding FCDs to March 31, 2019.</p> <p>-PVPGVPL had issued 707, Zero Percent CCDs of ₹. 100000/- each, which are mandatorily convertible into equity shares f the Company either upon occurrence of a trigger event (which is defined to include public offering, takeover or merger etc. of the Company) or in case of non-occurrence of a Trigger Event, at any time during the period between Five (5) years to Ten (10) years from the date of issuance of the CCDs i.e. between June 16, 2014 and June 16, 2019. During the year, no such trigger event has taken place.</p> <p>- Vehicle Loans are as per Hirepurchase Agreement</p> <p>- Interest on deentures of ₹. 963.45 laks not paid from 15.12.2015.</p>		
Note-5	OTHER LONG TERM LIABILITIES		
	Security Deposit from Developer - Unsecured	8,152.57	8,216.46
	From Banks - Vehicle Loan	7.12	-
	The loans are secured by vehicle purchased on Hire Purchase.		
	Current Maturity of Long Term Debt (Note: 9)	(7.12)	-
		8,152.57	8,216.46
Note-6	LONG TERM PROVISIONS		
	Employee Benefits (Refer Note No. 24.10)	153.29	73.02
		153.29	73.02
Note-7	SHORT TERM BORROWINGS		
	From Banks - Secured (Refer No.24.15)	11,634.57	-
	From other parties - Secured (Refer No. 24.15)	3,584.81	-
		15,219.39	-
Note-7	TRADE PAYABLE		
	Sundry Creditors for services	705.30	1,099.81
		705.30	1,099.81
Note-8	OTHER CURRENT LIABILITIES		
	Advance received for sale of UDS	5,312.53	6,251.03
	Income Received in advacne	4.87	-
	Provision for CSR	64.40	
	Statutory Liabilities payable	292.63	82.50
	Current Maturity of Long Term Debt	7.12	-
	Interest on Debentures	963.45	-
	Interest accrued but not due Debentures	963.45	
		7,608.45	6,333.53
Note-9	SHORT TERM PROVISIONS		
	Provision for income tax	910.71	132.20
	Provision for Employee Benefits	3.34	0.69
	Contigent Provision against Standard Assets (Made at @ 0.25% of the outstanding loans)	61.38	-
		975.43	132.89

PVP VENTURES LIMITED

NOTE-10 :FIXED ASSETS - TANGIBLE

Description	Gross Carrying Amount			Accumulated Depreciation			Net Carrying Amount			
	As at 1st April, 2015	Addition/ Adjustments	Deletion	As at 31st March, 2016	As at 1st April, 2015	Addition/ Adjustments	Deletion	As at 31st March, 2016	As at 31st March, 2015	
Plant & Equipment	6.85	1.72	-	8.57	4.50	0.75	-	5.25	3.32	2.35
Furniture & Fixtures	100.62	25.59	-	126.21	27.19	20.34	-	47.53	78.68	73.43
Vehicles	86.30	193.48	-	279.78	31.71	85.74	-	117.45	162.33	54.59
Computers and Related Assets	50.47	52.98	0.75	102.70	39.33	43.18	0.54	81.97	20.73	11.14
Office Equipments	132.47	98.86	0.25	231.08	40.57	78.95	0.24	119.28	111.80	91.90
Previous Year	376.71	372.63	1.00	748.34	143.30	228.96	0.78	371.48	376.86	233.41
NOTE-11 - FIXED ASSETS - INTANGIBLE	369.26	8.59	1.14	376.71	83.68	60.26	0.64	143.30	233.41	285.58
Goodwill	15,179.21	-	-	15,179.21	10,624.70	1,517.92	-	12,142.62	3,036.59	4,554.51
Goodwill On Consolidation	21,603.33	4327.53	-	64,87.86	-	-	-	-	6,487.86	2,160.33
Previous Year	17,339.54	4327.53	-	2,166.07	10,624.70	1,517.92	-	12,142.62	9524.45	6714.84
Previous Year	17,339.54	-	-	17,339.54	9,106.78	1,517.92	-	10,624.70	6,714.84	8,232.76

Note: Pursuant to the enactment of Companies Act 2013, The Company has applied the estimated useful lives as specified in Schedule II. Accordingly the unamortised carrying value is being Depreciated/Amortised over the revised/remaining useful lives. Hence the Depreciation charges is more 2016: Nil (2015: ₹. 34.15 lakhs).



Note-12 NON CURRENT INVESTMENTS			
Investment in equity instruments			
LONG TERM - AT COST - TRADE			
	(i) Quoted		
1	Picturehouse Media Limited 1,87,89,405 equity shares of ₹. 10 each	-	5,772.39
2	Aptech Limited 100 equity shares of ₹..10 each paid up	0.05	0.05
		<b>0.05</b>	<b>5,772.44</b>
	Less: Provision for diminution in value of investment	-	3,850.00
	<b>(A)</b>	<b>0.05</b>	<b>1,922.44</b>
	(ii) Unquoted		
	Jagati Publications Private Limited (JPL) 36,38,053 equity shares of ₹. 10/- each fully paid up at a premium of ₹. 350/- per equity share.	13,096.99	13,096.99
	<b>(B)</b>	<b>13,096.99</b>	<b>13,096.99</b>
	(iii) Investment in debentures		
	Blaster Sports Ventures Private Limited		
	3,31,65,200 1% Compulsory Convertible Debentures of ₹.. 10 each	3,316.52	
	Crust Realtors Private Limited		
	3280 - 0% Optionally Convertible Debentures of ₹. 10,000/- each	328.00	328.00
	Mantel realtors Private Limited		
	5000 - 0% Optionally Convertible Debentures of ₹. 10,000/- each	500.00	500.00
	P'n'V Real Estates & Developers Private Limited		
	4500 - 0% Optionally Convertible Debentures of ₹. 10,000/- each	450.00	450.00
	Stone Valley Real Estates Private Limited		
	3500 - 0% Optionally Convertible Debentures of ₹. 10,000/- each	350.00	350.00
	Hercules Real Estates & Projects Private Limited		
	200 - 0% Optionally Convertible Debentures of ₹.10,000/- each	20.00	20.00
		<b>4,964.52</b>	<b>1,648.00</b>
	Less: Provision for diminution in value of investment	1,648.00	1,648.00
	<b>(C)</b>	<b>3,316.52</b>	-
	Investment in Canara Robeco Mutual Funds (MV 43.32)	43.00	-
	<b>(D)</b>	<b>43.00</b>	-
	<b>Total - A+B+C+D</b>	<b>16,456.56</b>	<b>15,019.43</b>
	Aggregate amount of quoted investments	0.05	5,772.44
	Aggregate amount of unquoted investments	13,096.99	13,096.99
	Aggregate amount of debentures	4,964.52	1,648.00
	Aggregate amount of Mutual Funds	43.00	-
		<b>18,104.56</b>	<b>20,517.43</b>
	Less: Aggregate provision made for diminution in value	1,648.00	5,498.00
		<b>16,456.56</b>	<b>15,019.43</b>
<p>- PCPPL had invested a sum of ₹. 1,648.00 lakhs in 0% Optionally Convertible Debentures (OCDs) of certain companies, which are engaged in developing real estate projects. These OCDs are convertible at any time with in 10 years into fully paid equity shares of ₹.10/- each at price to be determined by Board of Directors of PCPPL at the time of conversion. The Management has provided for the entire investment value as on 31.03.2014.</p> <p>- The management is of the opinion that the investments in JPL are fully represented by the value of the assets and business potential of the investee companies and hence no provision towards diminution in the value of such investments.</p>			

Note-13	<b>LONG TERM LOANS AND ADVANCES</b>		
	Security Deposits - Unsecured and considered good	126.92	201.83
	Loans and advances to Others - Unsecured and considered good	13,653.40	15,060.63
	Loans and advances to Others - Considered doubtful	90.00	90.00
		<b>13,870.32</b>	<b>15,352.46</b>
	Less: Provision for doubtful advances	90.00	90.00
		<b>13,780.32</b>	<b>15,262.46</b>
	<p>- PVPGVPL has advanced as sum of ₹. 16,999.78 lakhs (PY: ₹. 16,999.78 lakhs) towards acquisition of land and other rights for its proposed power project's. In terms of the arrangements, these parties are required to facilitate acquisition of certain areas of land parcels within 48 months against which these advances are paid off, failing the completion of the land parcel, PVPGVPL may demand repayment of the advance and shall not be obliged to acquire the land parcel from these parties.</p>		
Note-14	<b>OTHER NON CURRENT ASSETS</b>		
	Land - Inventory	29,103.26	29,267.30
	Under Film Production Expenses (Valued at lower of cost or net realisable value - as ascertified by the Management)	9,650.76	-
		<b>38,754.02</b>	<b>29,267.30</b>
Note-15	<b>TRADE RECEIVABLE</b>		
	- Unsecured considered good. Trade receivables outstanding for less than six months from the date they became due for payment	594.05	302.48
		<b>594.05</b>	<b>302.48</b>
Note-16	<b>CASH AND CASH EQUIVALENTS</b>		
	Balance with banks	114.12	93.46
	Cash In hand	5.49	0.64
		-	-
		<b>119.61</b>	<b>94.10</b>
Note-17	<b>SHORT TERM LOANS AND ADVANCES</b>		
	- Considered Good		
	Advances for Film Finance (Refer Note. 24.16)	21,187.08	
	Advances for Others	16.93	0.28
	Advances for Staff	411.47	190.35
		21,615.48	190.63
Note-18	<b>OTHER CURRENT ASSETS</b>		
	Interest accrued and due on investments	0.62	0.52
	Advance Income Tax	1,326.67	1,013.05
	Service Tax Input	9.80	-
	MAT Credit	21.71	-
	Prepaid Expenses	10.36	11.75
		<b>1,369.16</b>	<b>1,025.32</b>

NOTES TO THE CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH 2016

Note-19a	<b>REVENUE FROM OPERATIONS</b>		
	Income from Movie Rights & Related Activities	12,942.83	-
	Income from Real Estate	1,852.12	3,841.52
	Income from Sports Activity	-	1,494.61
		<b>14,794.95</b>	<b>5,336.13</b>
Note-19b	<b>OTHER INCOME</b>		
	Interest Income	919.10	1,210.81
	Dividend Income from Mutual Fund	-	7.49
	Miscellaneous income	0.62	118.25
		<b>919.72</b>	<b>1,336.55</b>
Note-20	<b>COST OF SALES</b>		
	Opening Stock of Land	7,077.51	7,588.41
	Add: Current year Expenses	-	-
		7,077.51	7,588.41
	Less: Closing Stock of Land	6,893.45	7,077.51
		<b>184.06</b>	<b>510.90</b>
Note-21	<b>EMPLOYEE BENEFIT EXPENSES</b>		
	Salaries and wages	581.33	444.78
	Contribution to PF and other funds	7.77	4.71
	Staff welfare expenses	16.38	15.59
	Retirement Benefits	2.69	32.24
		<b>608.17</b>	<b>497.32</b>
Note-22	<b>OTHER EXPENSES</b>		
	Rent	159.64	64.01
	Power & Fuel	27.48	10.73
	Communication Expenses	27.49	11.43
	Legal, Professional and consultancy	168.72	254.69
	Books & Periodicals	0.19	0.30
	Insurance	13.63	8.84
	Printing & Stationery	29.27	20.44
	Postage & Telegrams	5.72	6.90
	Listing Fees & Others Expenses	21.81	29.51
	Security Charges	15.57	7.12
	Office Expenses	77.29	55.42
	Business Development Expenses	-	29.64
	CSR Expenses	64.40	-
	Directors Sitting Fees	10.25	3.75
	Repairs & Maintenance - For Others	47.79	14.46
	Rates and taxes	14.50	12.14
	Payment to statutory auditors or statutory audit f for tax audit	36.46	19.01
	for certification	5.88	3.37
	for taxation matters	6.65	3.65
		-	0.11
	Bank Charges & Commission	0.23	2.44
	Provision for Doubtful Advances	0.64	-
	Travelling Expenses and Conveyance	136.01	75.14

**PVP VENTURES LIMITED. ANNUAL REPORT 2015-16**

	TDS Receivable Written Off	1.34	-
	Loss on sale of Asset	0.02	0.24
	Goodwill & Merger Expenses Written off	-	2.34
	Miscellaneous expenses	0.90	1.94
		<b>871.84</b>	<b>637.62</b>
Note-23	<b>EXCEPTIONAL ITEMS</b>		
	Goodwill on Merger (Refer Note. 24.14)	321.49	-
	Provision No Longer Required written back	(18.91)	(2,860.51)
	Merger Expenses	14.77	-
	Income from Liabilities Written off	(387.88)	-
	Loans & Advances Written Off	3.50	49.87
	Priorperiod Expenses	53.61	-
	Provision for diminution in value of Investment	-	3,850.00
		<b>(13.43)</b>	<b>1,039.36</b>

Notes forming part of the Consolidated financial statements for the year ended March 31, 2016

## **NOTE 1 SIGNIFICANT ACCOUNTING POLICIES**

### **1.1 Basis of preparation of financial statements**

- (i) The financial statements of the Group have been prepared under the historical cost convention in accordance with the Accounting standards specified by Companies (Accounts) Rules, 2014 issued by the Central Government and the relevant provisions of the Companies Act, 2013, as amended and to the extent applicable.
- (ii) All financial transactions have been recognized on accrual basis. The preparation of financial statements in conformity with the GAAP requires that the management makes estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and the reported amounts of revenue and expenses during the reported period. The actual results could differ from those estimates. Examples of such estimates include future obligations under employee retirement benefit plans and the useful life of the fixed assets.

### **1.2 PRINCIPLES OF CONSOLIDATION**

PVP Ventures Limited ("PVP") is the holding company of the Group. The Consolidated Financial Statements have been prepared on the following basis:

- (i) The Financial statements of the Company and its subsidiaries are combined line-by-line basis adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions in accordance with Accounting Standard(AS) 21- "Consolidated Financial Statements".
- (ii) Consistency in adoption of accounting polices among all group companies is ensured to the extent practicable.
- (iii) The difference between the costs of investment in the holding company over the net assets at the time of acquisition of shares in the holding company (before merger) is recognized in the financial statements as Goodwill or Capital Reserve as the case may be.
- (iv) Minority Interest's share of net profit or loss of consolidated subsidiary for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Company.
- (v) Minority Interest's share of net assets of consolidated subsidiary for the year is identified and presented in the consolidated balance sheet separate from liabilities and the equity of the Company's shareholders.
- (vi) The Financial Statements of all the subsidiaries are drawn upto March 31, 2016.
- (vii) Investment in Associate Companies has been accounted under the equity method as per the Accounting Standard (AS) 23 - "Accounting for Investment in Associates in Consolidated Financial Statements".
- (viii) The difference between the cost of Investment in the associates and the share of net assets at the time of acquisition of shares in the associates is identified in the financial statements as Goodwill or Capital Reserve as the case may be.

(ix) List of Subsidiaries of PVP and their stepdown subsidiaries as at March 31, 2016 considered for consolidation are as follows:

Name of subsidiary company	Country of incorporation	%age holding of PVP	
		2014-2015	2015-2016
New Cyberabad City Projects Pvt. Ltd. (NCCPPL)	India	81	81
PVP Global Ventures Private Ltd (VGPL)	India	100	100
Picture House Media Ltd (PHML)#	India	35.96	51.46
PVP Corporate Parks Private Limited (PCPPL)	India	100	100
PVP Media Ventures Private Limited (PMVPL)	India	100	100
PVP ISLAND Private Limited (VPIL)	India	100	-
Safetrunk Services Private Limited (SSPL)	India	100	100
Blaster Sports Ventures Private Limited (BSVPL)	India	60	-
BSVPL Disinvested as of 19/10/2015 and VPIL wound up as of 13/01/2016			
Name of step down subsidiary company	Country of incorporation	%age holding of PVP	
		2014-2015	2015-2016
Step Down subsidiary of VGPL - Adobe Realtors Private Limited	India	100	100
Step Down subsidiary of PHML - PVP Cinema Private LTD (PCPL)	India	100	100
PVP Capital Ltd (PCL)	India	100	100
Picturehouse Media Private Ltd (PHMPL)	Singapore	100	100

# Since Share holding exceeds 20% in 2014-15, As per AS 23 "Accounting for Investments in Associates in Consolidated Financial Statements" – Accounting of Investment has been accounted under the equity method and for the current year the shareholding is more than 50% accordingly AS 21 is applied for preparation of Consolidated Financial Statements.

### 1.3 REVENUE RECOGNITION

As a consistent practice, the Group recognizes revenues on accrual basis. Revenue from sale of undivided share of land is recognised upon transfer of all significant risks and rewards of ownership. Revenue from dividend is recognised upon right to receive the dividend is established. Interest income is recognized on time proportion basis taking into account the amount outstanding and rate applicable.

### 1.4 FIXED ASSETS AND DEPRECIATION

Fixed Assets are stated at acquisition cost. Depreciation is charged as per Schedule II to the Companies Act, 2013, as amended

### 1.5 IMPAIRMENTS

All the fixed assets are assessed for any indication of impairment at the end of each financial year. On such indication, the impairment loss being the excess of carrying value over the recoverable value of the assets, are charged to the Profit and Loss Account in the

respective financial years. The impairment loss recognized in the prior years is reversed in cases where the recoverable value exceeds the carrying value, upon reassessment in the subsequent years.

## 1.6 INVESTMENTS

Long-term investments are stated at cost, less diminution other than temporary in the value of such investments, if any. Current investments are valued at cost or market value whichever is lower.

## 1.7 Inventories

Inventories primarily constitute land and land development rights and activities, which are valued at cost or net realizable value, whichever is lower. Cost comprises of all expenses incurred for the purpose of acquisition of land, land development rights and other related direct expenses.

## 1.8 EMPLOYEE BENEFITS

### GRATUITY

The liability as at the Balance Sheet date is provided for based on the actuarial valuation carried out in accordance with revised Accounting Standard 15 (Revised 2005) on "Employee Benefits" as at the end of the period. Actuarial gains /losses are recognized immediately in the statement of profit and loss.

### LEAVE ENCASHMENT

Leave encashment is paid for in accordance with the rules of the Group and provided based on an actuarial valuation as at the balance sheet date. Actuarial gains /losses are recognized immediately in the statement of profit and loss.

### OTHER BENEFIT PLANS

Contributions paid/ payable under defined contribution plans are recognized in the Profit and Loss Account in each year. Contribution plans primarily consist of Provident Fund administered and managed by the Government of India. The Group makes monthly contributions and has no further obligations under the plan beyond its contributions.

## 1.9 BORROWING COST

Expenditure on borrowing cost on the loans obtained specifically for acquisition, construction or production of qualifying assets are capitalized as part of the cost of that asset. All other borrowing costs are charged to statement of profit and loss.

## 1.10 FOREIGN CURRENCY TRANSACTIONS

Foreign currency transactions during the year under review are translated at the exchange rates prevailing on the respective date of transactions. Assets and Liabilities outstanding in foreign currency as on the date of the Balance Sheet are translated at exchange rates prevailing as on the last day of the relevant financial year. Differences arising out of such translations are charged to the respective revenue accounts.

### **1.11 LEASES**

The assets purchased under hire purchase agreements are included in the Fixed Assets block. The value of the asset purchased is capitalized in the books. A liability for the same amount is created at the time of entering into the agreement. The payments are made to the HP vendors as per the EMI's given in the hire purchase agreements. The finance charges are debited to the profit & loss statement and the principal amount is adjusted against the liability created for the vendor.

Lease rental in respect of operating lease arrangements are charged to expense on a straight-line basis over the term of the related lease agreement.

### **1.12 TAXES ON INCOME**

Provision for current tax is made for the amount of tax payable in respect of taxable income for the year under Income Tax Act, 1961. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the company has unabsorbed depreciation or carry forward tax losses, deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that such deferred tax assets can be realised against future taxable profits.

### **1.13 EARNINGS PER SHARE**

The earnings considered for ascertaining the Group's Earnings Per Share comprises the net profit after tax. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the period. The number of shares used in computing diluted EPS comprises of the weighted average shares considered for deriving basic EPS, and also the weighted average number of equity shares that would be issued on the conversion of all dilutive potential equity shares.

### **1.14 CASH FLOW STATEMENT**

The Cash flow statement is prepared under the indirect method as per Accounting Standard 3 "Cash Flow Statements".

### **1.15 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS**

Provisions are recognized when the Group has an obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for.

Contingent Liabilities are recognized only when there is a possible obligation arising from past events due to occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made and the same is disclosed.



## 1.16 SEGMENT REPORTING

The Company is engaged in Real Estate/Urban Infrastructure, Media, Sports activities and Interest Income. These are reportable segments for the year. Entire operations of the company is only in domestic hence reportable geographical segment does not arise except for one step down subsidiary of PHML from Singapore which does not warrant geographical segment reporting. Segment wise Income, expenses, assets and liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter-segment revenue is accounted on the basis of cost plus margins. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities".

## NOTE 24. NOTES ON ACCOUNTS

### 24.1 A. JOINT DEVELOPMENT AGREEMENT (JDA) FOR PERAMBUR PROJECT

Based on the JDA entered between the company and the developers, the Company received Rs.764.56 lakhs (PY: Rs.1029.73lakhs) as its share of collections from the Project. As per the policy on the revenue recognition, the company has recognized revenue for the year Rs.1852.12 lakhs (PY 3841.52lakhs) and the balance are shown as Advance received for sale of UDS. The Company has negotiated and modified the terms and conditions of the JDA vide Amendment agreement dated 04th May 2016 whereby the Developer is releasing 20 acres undeveloped land to PVP Ventures Limited. By virtues of this the company will have at its disposal 20 acres of land parcel and the management is exploring development either on its own or in collaboration with third parties or in any other manner as it deems fit.

### B. SPORTS ACTIVITIES

Company has disinvested and moved away from the sports activities in all the sports ventures undertaken during the year. Blaster Sports Ventures Private Ltd, which is a subsidiary company has been dis invested and it ceased to be a subsidiary with effect from 19th November 2015. As a part of dis investment exercise the debentures subscribed in Blaster sports ventures Private Ltd ie 1% Compulsory Convertible Cumulative Debentures has been converted to 1% Redeemable Non-convertible Cumulative Unsecured Debentures as of 19th October 2015.

### C. MEDIA AND RELATED ACTIVITIES

Group has acquired a majority stake in PHML during the year. PHML along with its subsidiaries are into Media and related segments and the same is accounted under this segment.

### D. INTEREST INCOME

Company has provided certain advances to subsidiary companies for various business purposes. Subsidiary company has provided a sum of Rs.9428.59 lakhs to a party for identifying land parcels for commercial development and energy related projects. Since no land were identified by the party, on the insistence by the company they assigned the interest accrued for the year amounting to Rs.847.94 lakhs which are shown under Interest Income.

- 24.2 The Group owns land admeasuring 50 acres and 5 guntas and development rights over another 679 acres and 28 guntas at Nadergul at Shamshabad and 9.25 acres in Visakhapatnam. As per the independent valuation done, which has considered the present market and political conditions in Hyderabad and other factors, the fair market value of the above land and land development rights of 729 Acres and 33 Guntas is assessed to be Rs. 36466 lakhs, which is higher than their carrying cost of Rs. 22435 lakhs (PY: Rs. 22435 lakhs). The Company has received expression of Interest from developer indicating the potential to generate revenues seeking permission to survey and come out with a plan for development of the said land.
- 24.3 The Group holds investments aggregating to Rs. 13097 lakhs (2015: Rs. 13097 lakhs) in the equity shares of Jagati Publications Limited. The valuation based on the business potential provided by the companies, generation of revenues and recoverability of the securities the provisions have been reviewed and accordingly provision made is adequate and do not foresee any additional provision required for the year 2015-16.

#### **24.4 CONTINGENT LIABILITIES**

##### **PVP VENTURES LTD :**

1. Based on the Issues and circumstances in consideration for the below cases and based on the expert advice the Company is confident of success, hence provision for the disputed amount were not provided in the books.
  - AY 2007-08: While giving effect to the order of ITAT, Hyderabad, the Assessing Officer (AO) raised demand of Rs.78.21 lakhs, which was disputed with CIT – Appeals, Hyderabad, the said appeal was dismissed. Aggrieved by the Order, the company has disputed the order with ITAT, Hyderabad.
  - AY 2008-09: The AO passed an order demanding a sum of Rs.16497 lakhs for the AY 2008-09. The appeal filed by company before CIT (A), Chennai was allowed in favor of the company to the extent of Rs. 15017 lakhs. On CIT(A),Chennai order the department has filed a appeal before ITAT and for the balance disallowance the company has filed a separate appeal before ITAT, Chennai . During the year ITAT, Chennai has set aside the order of AO to redo the assessment. Aggrieved by the order passed by ITAT, Chennai, company has filed appeal before Honorable High Court of Madras and it has admitted the case and stayed the proceeding of the order of ITAT. Further on the disallowance made by CIT(A) , the AO has initiated penalty proceedings and issued demand notice amounting to Rs.1276.58 lakhs , which is disputed before CIT(A), Chennai.
  - AY 2008-09 AO reopened the assessment proceedings u/s148 of Income tax Act, 1961. Company disputed the re-opening proceeding before Honorable High Court of Madras. In the meantime AO passed an order with a demand of Rs.1112.35 lakhs and the said order is disputed before Honorable High Court of Madras and the appeal of the company has been allowed and quashed the re-opening proceedings.
  - AY 2009-10: The re-assessment proceeding u/ 148 of Income tax Act 1961 was initiated and order passed with a demand of Rs.13.24 lakhs Aggrieved by the order the company has disputed the demand with CIT – Appeals , Chennai.
  - AY 2013-14 : During the year, The Assessing Officer has passed order demanding a sum of Rs. 493.43 lakhs for the AY 2013-14. Aggrieved by the order the company has disputed

the demand with CIT – Appeals, Chennai. Further the company has filed the rectification petition u/s. 154 with the Assessing officer, consequent upon which, the aforesaid demand shall become Nil.

- Company has received an order during the previous year from SEBI imposing a penalty of Rs.15.00 lakhs for the PVP Ventures Ltd and further penalty of Rs.15.00 lakhs for Prasad V Potluri as Chairman & Managing Director of the company towards alleged violation of Prohibition of Insider Trading (PIT) Regulations during 2009. The company has challenged the orders before the Securities Appellate Tribunal (SAT).
- 2. Company has given a corporate guarantee and mortgage of perambur land for Rs.3000.00 lakhs(Rs.3325 lakhs as of 31st March 2015) for its group company Picturehouse Media Limited(PHML) as security for availing term loan from the bank for production of films. The outstanding loan with bank by PHML as on 31st March 2016 is Rs.1518.51 lakhs. (Rs.3006.57 lakhs as of 31st March 2015)
- 3. Company has given a corporate guarantee and mortgage of perambur land for Rs. 10000.00 lakhs for its group company ie PVP Capital Limited(PVPCL) as security for availing working capital limits from the Bank. The company has outstanding loan with bank by PVPCL as on 31st March 2016 is Rs.10116.06 lakhs (Rs.9940.56 lakhs as on 31st March 2015.)
- 4. Company has given mortgage of Perambur land for Business Corporates for a consolidated sum of Rs.2000.00 lakhs with a Non-Banking Financial Company for Financial assistance to the company. The outstanding loan by these companies as of 31st March 2016 is Rs. 2300.75 lakhs.(Rs.2028.19 lakhs as on 31st March 2015.)

#### **PVP CORPORATE PARKS PRIVATE LTD :**

1. During the Year 2012-13 the Income tax officer has passed assessment order dt.29.03.2013 u/s 143(3) for A.Y.2010-11 for which raised demand of Rs 7,93,29,890/-. The CIT(A) has dismissed the Appeal and the same is disputed before Hon'ble Income Tax Appellate Tribunal, Chennai Bench. Out of the demand a sum of Rs. 6,33,42,158 has been recovered by Income tax authorities from the parent company , which has been shown under current assets. Considering the chance of success in appeal the disputed demand has not been provided for.
2. The additional commissioner of Service tax has passed an order dt.04.01.2003 for the period 01.04.2009 to 31.03.2010, demanding a sum of Rs 8,83,519/- and penalty 8,83,519/- . The Commissioner Appeals has rejected the Appeal and the same is disputed before Customs, Excise, and Service Tax Appellate Tribunal, Chennai. A sum of Rs. 88,400/- has been paid pending dispute which is shown under Current Assets. Considering the chance of success in appeal and the disputed demand has not been provided for.

#### **PVP GLOBAL VENTURE PRIVATE LTD**

1. The Enforcement Directorate had provisionally attached the land measuring 28 Acres and 8 Guntas of the subsidiary Company in connection with the redemption of the investments in M/s. Mahalakshmi Energy Ventures Private Limited by the Company. The said attachment order has been confirmed by the Adjudicating Authority of the Enforcement Directorate. The Company has filed an appeal against the said Order. Based on the expert advice, the Company is confident of succeeding before the appellate authority.

2. The Company has received an order from Securities and Exchange Board of India (SEBI) imposing a penalty of Rs.15 crores for the Company and further penalty of Rs.15 crores for Prasad V Potluri as Promoter Director of the Company towards alleged violation of Prohibition of Insider Trading (PIT) regulations during 2009. Aggrieved by the said orders, the Company has filed an appeal challenging the impugned orders before the Securities Appellate Tribunal (SAT). Considering the facts and circumstances of the issues, the Company is hopeful of succeeding in the appeal, provisions has not been made in the books of accounts.
3. There is an Income Tax demand of Rs. 4.86 lakhs for Assessment Year 2012-13 pursuant to the scrutiny proceedings under section 143(3) of the Income Tax Act. The Company has preferred an appeal before the Commissioner of Income Tax (Appeals) and is confident of getting the demand quashed in appeal. Hence no provision has been made.

#### **NEW CYBERABAD CITY PROJECTS PRIVATE LTD**

1. For the Assessment Year 2008-09, the Company received a demand from the Income Tax Department for Rs. 16,21,324/-. The Company has preferred an appeal before the Commissioner of Income Tax (Appeals) against the aforesaid demand. The Company did not provide any amount for the said demand as the Company is confident of succeeding in the appeal
2. The Company has given has given a Corporate Guarantee for Rs. 45 Crores to State Bank of India for the loan availed by some third party. The Company has created a charge on 2 Acres 60 Cents of land at Vishakhapatnam. The outstanding loan as at the year-end is 25.68 crores to the banker by the third party.

#### **PVP MEDIA VENTURES PRIVATE LTD**

1. The Company has pledged 11,55,000 shares of Picturehouse Media Limited with State Bank of India with regard to a loan availed by a third party. The outstanding loan as at the year-end is 25.68 crores to the banker by the third party.

#### **PICTUREHOUSE MEDIA LTD (PHML AND ITS SUBSIDIARIES)**

1. PHML- Company has issued a Bank guarantee of Rs.5.00 lakhs to 'The Public Relation Officer, Southern Railway for the Production related activities in Railways and the same is pending as of 31st March 2016.
2. In PVP Cinema Private Limited :The Income tax assessment for the AY 2009-10 has been completed. The ITAT, Chennai has set aside the order of Assessing Officer (AO) to redo the Assessment which was completed by the AO on 25/03/2016 with the demand of Rs. 1,35,97,670/-. The said order has been disputed before CIT (A). The ITAT has directed to pay a sum of Rs. 20 lakhs pending dispute during the FY 2014-15, which was paid and shown under "Other Current Assets". Considering the chances of success, the Provision for Income Tax not provided for.

## 24.5 SEGMENT REPORTING

The Company is engaged in the development of Real Estate/Urban infrastructure and Sports activities. Disclosure as required by Accounting Standard 17 "Segment Reporting" issued by the Institute of Chartered Accountants of India is given below.

Segment revenues	Year ending 31st March 2015 (Rs.in lakhs)	Year ending 31st March 2016 (Rs.in lakhs)
• Real estate/Urban Infrastructure	3841.52	1852.12
• Sports Activities	1494.61	-
• Media and Related	-	12942.83
• Interest Income	1210.81	919.10
• Unallocated	125.74	0.62
<b>Total</b>	<b>6672.68</b>	<b>15714.67</b>
<b>Segment Expenses</b>		
• Real estate/Urban Infrastructure	3842.22	2997.07
• Sports Activities	1494.61	-
• Media and Related	-	13484.22
• Interest Income	-	-
• Un allocated	3362.23	58.44
<b>Total</b>	<b>8699.06</b>	<b>16539.71</b>
<b>Segment Assets</b>		
• Real estate/Urban Infrastructure	54835.17	55761.16
• Sports Activities	187.56	3510.08
• Media and Related	-	31934.50
• Interest Income	9286.39	9428.59
• Un allocated	3810.62	2232.14
<b>Total</b>	<b>68119.74</b>	<b>102866.47</b>
<b>Segment Liabilities</b>		
• Real estate/Urban Infrastructure	29550.83	30553.45
• Sports Activities	578.38	-
• Media and Related	-	24813.10
• Interest Income	-	-
• Un allocated	-	-
<b>Total</b>	<b>30129.21</b>	<b>55366.55</b>

**24.6** As per prudent accounting policy the net deferred tax assets has not been recognized as at 31st March 2016.

**24.7** Particulars relating to expenditure in foreign currency (on payment basis) ₹in lakhs

Particulars	Year ended March 31, 2015	Year ended March 31, 2016
Travel related Expenses	0.86	-
Professional fees	1044.68	-
London Stock exchange fee	15.51	-
Interest	1926.91	-
Film Production expenses	22.62	207.88
<b>Total</b>	<b>2987.96</b>	<b>207.88</b>

**24.8** The Group has not received any intimation from suppliers, regarding their status, under Micro, Small and Medium Enterprises Development Act, 2006 and hence the required disclosures such as amounts unpaid as at the yearend together with interest paid/payable as required under the said Act have not been given.

**24.9** The Group has not entered into any Derivative transactions during the year. There are no outstanding foreign currency exposures.

**24.10** Company's part of the Group has accumulated business losses and depreciation of earlier years. Considering the principles of prudence, the net deferred tax asset has not been recognised as at 31.03.2016.

**24.11 EARNINGS PER SHARE (EPS):**

Particulars		Year ended March 31, 2015	Year ended March March 31, 2016
Nominal Value of Equity Shares (Rs. per Share)	A	10	10
No. of Shares outstanding as at the year end	B	24,39,62,466	24,39,62,466
Weighted average number of Equity Shares outstanding during the year	C	24,39,62,466	24,39,62,466
Profit/(Loss) after Taxes (Rs. in Lakhs)	D	(2540.84)	(764.71)
Earnings Per Share–Basic and diluted (in Rs.)	(D*100000)/C	(1.04)	(0.31)

Note: Cross holding of equity shares are not considered in computing the EPS

## 24.12 LEASE RENTALS

The Company has entered into operating leases agreements for office premises and an amount of Rs. 159.64 lakhs (2014: Rs. 64.01 lakhs) paid under such agreement have been charged to statement of Profit & Loss. The details with regard to finance lease obligations are as under.

	Year ended March 31, 2015 (in Rs.lakhs)	Year ended March 31, 2016 (in Rs.laks)	
Due within 1 year from the Balance Sheet date	16.48	13.33	
Due between 1 and 5 years	40.28	19.66	
Due after 5 years	Nil	Nil	
<b>Details of assets under Hire purchase</b>			
Particulars	Gross Block (Rs.in lakh)	Depreciation (Rs.in lakh)	Net_Block (Rs.in lakh)
Vehicles	221.04	82.95	138.08

## 24.13 Related Party Disclosures

List of related parties where control exists and with whom transactions have taken place and relationships are as follows:

Name of Party	Relationship
Platex Limited (PL)	Holding Company
Mr. Prasad V. Potluri (PV)	Key Managerial Personnel (KMP)
Mr.V.R.Arasu	
Mr.Vinay Chilakapathi	
Mr.Rajeev Kamineni	
Mr.S.Kannan	
Mr.G.S.V.Ranga till 31/03/2016	
Mr.Ravi Kumar Reddy from 9/05/2016	
Mr.A.Praveen Kumar	
Ms.Mona Rajora	
Mr.Piyush Diwedi	
Mr.Kishore Pasam	
Mrs. Jhansi Sureddi	Relative of KMP
Mrs.Padma Potluri	Directors
Mr.R.Nagarajan	
Mr.N.S.Kumar	
Bruma Properties Private Limited (BPPL)	Enterprise where KMP and relatives exercise significant influence

Summary of transactions and outstanding balances with the above related parties:

Summary of transactions and outstanding balances with the above related parties:

Nature of Transaction	Transaction for the year ended (Rs. in lakhs)		Balance as at (Rs. in lakhs)	
	March 31, 2015	March 31, 2016	March 31, 2015	March 31, 2016
Share application Money- BPPL	Nil	Nil	35.00	35.00
Salary & Perquisites to Chairman & Managing Director	30.10	30.10	-	-
Salaries & Perquisites paid to KMPs	289.60	273.86	-	-
Interest Accrued and Loan outstanding from KMP	37.94	37.99	371.84	409.83
Sitting fees to Directors	3.75	10.25		

24.14 During the year Bloomfield Power Projects Private Limited was merged with the PVP Global Ventures Private Ltd, which is a 100% subsidiary of PVP Ventures Ltd in all share swap deal as per the scheme of merger approved by High Court of Madras on 24th July 2015 with the appointed date of merger as 10th November 2014. After the said merger the Group has become subsidiary of PVP Ventures Ltd(PVP). Total Investment of 51.46% in PHML is held by PVP along with its subsidiaries, goodwill arising on merger amounting to Rs.321.49 lakhs and merger expenses of Rs.14.77 lakhs have been written off as exceptional items during the year.

24.15 Long Term and Short Term Secured Loans are borrowed for the purpose of advancing film production/film finance. Bank loans are secured by charge on the film production rights undertaken by the company and collateral security of land given by promoters. Borrowings from banks and others are secured by way of charge on some of the advance to film production/finance. All the loans are personally guaranteed by Mr.Prasad V Potluri, Managing Director and Mrs.Jhansi Sureddi wife of Managing Director.

24.16 Advance made for film finance are on the security of hypothecation of assets , mortgage of property, personal guarantee, assignment of rights, lien on film negative , undertaking to create security, etc.

24.17 The previous year figures have been regrouped/rearranged wherever necessary to make it comparable with the current year figures.

As per our Report of even date  
For M/s CNGSN & ASSOCIATES LLP  
CHARTERED ACCOUNTANTS  
Firm.Reg.No. 004915S

For and on behalf of the Board of Directors

Sd/-  
R.THIRUMALMARUGAN  
Partner  
Membership No. 200102

Sd/-  
PRASAD V. POTLURI  
Chairman & Managing Director

Sd/-  
R. NAGARAJAN  
Director

Sd/-  
V. RAVI KUMAR REDDY  
Company Secretary

Sd/-  
KANNAN .S  
Head - Finance & Accounts

Place : Hyderabad  
Date : May 23, 2016

Place : Hyderabad  
Date : May 23, 2016



**PVP VENTURES LIMITED**

**(CIN: L72300TN1991PLC020122)**

Regd. Office: KRM Centre, 9th Floor, Door No.2, Harrington Road,  
Chetpet, Chennai – 600 031

**FORM NO. MGT – 11  
PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]

Name of the Company	PVP Ventures Limited
Registered Office	KRM Centre, 9th Floor, Door No.2, Harrington Road, Chetpet, Chennai – 600 031
Name of the Member(s):	
Registered Address:	
E-mail id:	
Folio No./Client Id:	
DP ID:	

I/We, being the member(s) of .....shares of the above named Company, hereby appoint:

1. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email Id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him/her
2. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email Id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him/her
3. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email Id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him/her

as may/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25 th Annual General Meeting of the Company, to be held on Tuesday, September 27, 2016 at 10.00 A.M. at Hotel Green Park, 'Vauhini Hall', No.183, NSK Salai, Arcot Road, Vadapalani, Chennai, Tamil Nadu – 600 026 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Vote**	
		for	Against
<b>Ordinary Business:</b>			
1	To Consider and adopt audited Financial Statements, Reports of the Board of Directors' and Auditors' thereon for the financial year ended March 31, 2016		
2	To appoint a Director in place of Mrs. Sai Padma Potluri (DIN : 01683528) who retires by rotation and being eligible offers herself for re-appointment.		
3	To appoint M/s. Brahmayya & Co., as Statutory Auditors of the Company from the conclusion of this 25th Annual General Meeting till the conclusion of 30th Annual General Meeting.		
<b>Special Business:</b>			
1	To Re-appoint Mr. Prasad V. Potluri as Chairman and Managing Director of the Company		

Signed this.....day of .....2016

Signature of Shareholder.....

Signature of Proxy holder(s).....

Please Affix Re.1/- Revenue Stamp and sign across
--

**Notes:**

1. The proxy duly completed should be deposited at the Registered Office of the Company not less than 48 hours (forty eight hours) before the time fixed for holding the meeting.
2. A proxy need not be a member of the Company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. \*\* This is only optional. Please put 'X' in the appropriate column against the resolution indicated in the box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
5. Appointing a proxy does not prevent a member from attending in person if he so wishes.
6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

**PVP VENTURES LIMITED**  
**(CIN: L72300TN1991PLC020122)**

Regd. Office: KRM Centre, 9th Floor, Door No.2, Harrington Road,  
Chetpet, Chennai – 600 031

**ATTENDANCE SLIP**

I hereby record my presence at the 25th Annual General Meeting of the company being held on Tuesday, September 27, 2016 at 10.00 A.M. at Hotel Green Park, 'Vauhini Hall', No.183, NSK Salai, Arcot Road, Vadapalani, Chennai, Tamil Nadu – 600 026

Name of the Shareholder : \_\_\_\_\_

Name of the Proxy : \_\_\_\_\_

Signature of member/proxy : \_\_\_\_\_

Regd. Folio/\*Client ID : \_\_\_\_\_

\*Applicable for members holding shares in electronic form

**Note: To be signed and handed over the entrance of the meeting venue.**



Notes:



KRM Centre, 9th Floor, Door No.2, Harrington Road, Chetpet, Chennai-600031.  
T: +91-44-3028 5570, E: [investorrelations@pvppglobal.com](mailto:investorrelations@pvppglobal.com)