

PVP Ventures Limited

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Unaudited Financial Results for the Quarter ended June 30, 2020

CIN:L92191TN2000PLC044077

Statement of Standalone unaudited Financial Results for the Quarter ended June 30, 2020				Rs. In lakhs
PARTICULARS	Standalone			
	Quarter ended			Year ended
	30.06.2020 Unaudited	31.03.2020 Unaudited	30.06.2019 Unaudited	31.03.2020 Audited
1 Income				
Revenue from operations	170.00	601.33	745.75	2,900.45
Other Income	4.74	10.25	5.89	28.05
Total Income (1)	174.74	611.58	751.64	2,928.50
2 Expenses				
(a) Cost of film production expenses	-	-	-	-
(b) Purchases of Stock-in-Trade	-	-	-	-
(c) Changes in inventories of finished goods work-in-progress	10.14	30.22	36.76	149.93
(d) Employee benefit expenses	36.63	44.11	37.56	156.26
(e) Finance Cost	710.50	734.05	723.92	2,918.04
(f) Depreciation and amortization expenses	19.58	21.45	21.84	86.83
(g) Others expenses	26.60	62.28	102.83	528.75
(h) Provision for doubtful debts and advances	-	-	-	-
Total Expenses (2)	803.45	892.11	922.91	3,839.81
3 Profit/(Loss) before exceptional items and tax (1-2)	(628.71)	(280.53)	(171.27)	(911.31)
4 Exceptional items	-	-	-	-
5 Profit before tax (3-4)	(628.71)	(280.53)	(171.27)	(911.31)
6 Tax expense				
a) Current Tax	-	269.88	-	269.88
b) Deferred Tax	-	-	-	-
c) Income tax for earlier years	-	0.17	-	0.17
7 Net Profit for the period/year (5-6)	(628.71)	(550.58)	(171.27)	(1,181.36)
8 Other Comprehensive Income				
a) (i) Items that will not be reclassified subsequently to profit and loss				
Remeasurement of defined benefit obligation	-	2.24	-	2.24
Less : Income tax expense				
Total Other Comprehensive Income (8)	-	2.24	-	2.24
9 Total Comprehensive Income (7+8)	(628.71)	(548.34)	(171.27)	(1,179.12)
10 Paid-up equity share capital (Face Value of Re. 10/- each)	24,505.27	24,505.27	24,505.27	24,505.27
11 Other Equity				35,289.58
12 Earnings per share				
(a) Basic (in Rs.)	(0.26)	(0.22)	(0.07)	(0.48)
(b) Diluted (in Rs.)	(0.26)	(0.22)	(0.07)	(0.48)



Statement of Consolidated Unaudited Financial Results for the Quarter ended June 30, 2020

Rs. In lakhs

PARTICULARS	Consolidated			
	Quarter ended			Year ended
	30.06.2020 Unaudited	31.03.2020 Unaudited	30.06.2019 Unaudited	31.03.2020 Audited
1 Income				
Revenue from operations	181.09	670.86	952.03	4,371.89
Other Income	8.08	20.72	5.97	80.30
Total Income (1)	189.17	691.58	958.00	4,452.19
2 Expenses				
(a) Cost of film production expenses	-	2.64	-	987.04
(b) Purchases of Stock-in-Trade	-	-	-	-
(c) Changes in inventories of finished goods work-in-progress and Stock-in-Trade	10.14	30.22	36.76	149.93
(d) Employee benefit expenses	52.24	64.66	58.53	236.27
(e) Finance Cost	1,686.82	1,950.67	1,632.66	6,912.06
(f) Depreciation and amortization expenses	58.83	60.65	61.92	246.22
(g) Others expenses	50.23	462.73	125.03	1,003.65
(h) Provision for doubtful debts and advances	217.74	950.97	-	970.02
(i) Provision against Sub-Standard assets	372.90	774.87	774.87	3,099.47
Total Expenses (2)	2,448.90	4,297.41	2,689.77	13,604.66
3 Profit/(Loss) before exceptional items and tax (1-2)	(2,259.73)	(3,605.83)	(1,731.77)	(9,152.47)
4 Exceptional items	-	-	-	(87.44)
5 Profit before tax (3-4)	(2,259.73)	(3,605.83)	(1,731.77)	(9,065.03)
6 Tax expense				
a) Current Tax	-	269.88	-	269.88
b) Deferred Tax	-	-	-	-
c) Income tax for earlier years	-	0.57	-	0.57
d) MAT Credit reversal	-	-	-	-
7 Net Profit for the period/year (5-6)	(2,259.73)	(3,876.28)	(1,731.77)	(9,335.48)
8 Other Comprehensive Income				
a) (i) Items that will not be reclassified subsequently to profit and loss				
Remeasurement of defined benefit obligation	-	7.36	-	7.36
Less : Income tax expense	-	-	-	-
Total Other Comprehensive Income (8)	-	7.36	-	7.36
9 Total Comprehensive Income (7+8)	(2,259.73)	(3,868.92)	(1,731.77)	(9,328.12)
10 Paid-up equity share capital (Face Value of Re. 10/- each)	24,505.27	24,505.27	24,505.27	24,505.27
11 Other Equity	-	-	-	(18,346.26)
12 Earnings per share				
(a) Basic (in Rs.)	(0.92)	(1.58)	(0.71)	(3.83)
(b) Diluted (in Rs.)	(0.92)	(1.58)	(0.71)	(3.83)



Segment wise Revenue and Results (Consolidated) for the Quarter ended 30th June, 2020

S.No.	Particulars	Quarter ended		Year ended
		30.06.2020	30.06.2019	31.03.2020
		(Unaudited)	(Unaudited)	(Audited)
1	Segment Revenue			
	Real Estate	174.74	751.64	2,933.88
	Media Production& Finance related activities	8.34	202.07	1,494.50
	Unallocable Income	6.09	4.29	23.81
	Total	189.17	958.00	4,452.19
2	Segment Profit/(Loss) before finance and tax			
	Real Estate	80.82	550.58	1,979.26
	Media Production& Finance related activities	(400.76)	(612.73)	(2,773.74)
	Unallocable Expenditure	(252.96)	(48.91)	(1,445.92)
	Segment Profit/(Loss) before finance and tax	(572.90)	(111.06)	(2,240.40)
	Less Finance Cost	(1,686.82)	(1,632.65)	(6,912.06)
	Loss before exceptional items, eliminations and tax	(2,259.72)	(1,743.71)	(9,152.46)
	Exceptional items	-	-	(87.44)
	Eliminations	-	11.94	-
	Loss before tax	(2,259.72)	(1,731.77)	(9,065.02)
	Tax Expenses	-	-	270.45
	Loss after tax	(2,259.72)	(1,731.77)	(9,335.47)



Notes to the Consolidated Financial Results of PVP Ventures Limited

1. a) The Holding Company has authorised to issue 1950 listed, (rated, secured), redeemable Non Convertible Debentures (the NCDs) of Rs. 10 Lakhs each for an aggregate amount of Rs.19,500 lakhs, out of which the holding company has issued Tranche A 386 Debentures aggregating to Rs.3,860 lakhs and Tranche B of 829 Debentures aggregating to Rs.8,290 lakhs which were, subscribed and paid up as per the debenture trust deed dated 16th June, 2017, with remaining debentures unissued.

b) Whereas the repayment dues of Tranche A Debentures aggregating to Rs.2,340.70 lakhs (out of which principal amounting to Rs.1,687.25 lakhs and Interest amounting to Rs.653.45 lakhs) and Tranche B Debenture aggregating to Rs.5,199.12 lakhs (out of which principal amounting to Rs.2,590.64 lakhs and Interest amounting to Rs.2,608.49 lakhs) as on 30th June, 2020 are still unpaid. The company has received extension letter dated 05th February, 2020 from the Debenture holder extending the repayment of principal and interest amount which have fallen due till 31st March, 2019 to be paid on or before 31st May, 2020 and The company has unable to pay the outstanding amount within the time limits, therefore, the company has requested and received the further extension from the debenture holder vide letter dated 23rd June, 2020 to be paid on or before 31st August, 2020. Further, the company has requested for extension till 31st December, 2020 for the outstanding dues (including interest) till 30th June, 2020, which is pending approval from the debenture holder. The debenture holder have also stipulated that, in the case of default of payment of principal repayment within the extended due date, default additional interest of 5% p.a (over and above the coupon) is to be paid on the defaulted amount from the original due date till the date of payment.

c) Whereas per the repayment dues of Tranche A and Tranche B Debentures are unpaid within the due dates as specified in the Debenture Trust Deed, and in the event of such default additional interest of 5% p.a (over and above the coupon) is to be paid on the defaulted amount till the date of payment, which has not been provided in the financial results, in view of the company's request for extension of repayment of all outstanding amounts till 30th June, 2020 is pending with the debenture holder. Auditors have drawn emphasis of matter in this regard.

d) Under the circumstances, the company defaulted the redemption of debentures which has fallen due beyond the time permitted under section 164(2)(b) of the Companies Act, 2013. However, as per the legal advice, management is of the view that eventhough the repayment has not been made within the period contemplated in the above refer section, the default has been ratified by the debenture holder with retrospective effect by virtue of which the management contents that the disqualification of directors as per the above provisions has not been attracted. Auditors have drawn qualified conclusion on this matter.

2. The Holding Company allotted 13,289 convertible or redeemable debentures of Rs.1,00,000 each convertible into preference shares and or equity shares as per scheme of amalgamation dated 25th April, 2008, sanctioned by Honourable High Court of Madras between SSI Limited and PVP Ventures Private Limited. The Debenture holder, by letter dated 4th December, 2017, has extended the conversion/redemption option, till 31stMarch, 2029.

Further, The company has received the extension letter from the Debenture holder for the repayment of Interest for the period from April 2017 to March 2019 amounting to Rs. 1,449 lakhs till the 15th December, 2019 and further it is extended till 31st May, 2020 vide letter dated 05th February, 2020. The company has unable to pay the outstanding amount within the time limits, therefore, the company has requested and received the further extension from the debenture holder vide letter dated 23rd June, 2020 to be paid on or before 31st August, 2020 and further the company has requested extension till 31st December, 2020 for the outstanding dues (including interest) till 30th June, 2020, which is pending approval from the debenture holder. The debenture holder has stipulated that, in the case of default of payment of interest amount within the extended due date, default additional interest of 2% (over and above the coupon) is to be paid on the defaulted amount from the original due date to till the date of payment.



During the quarter ended 30th June, 2020, the company has accounted finance cost of Rs.180.75 lakhs and the outstanding principal amounting to Rs.5,000 lakhs. Total Outstanding as on 30th June, 2020 is Rs.7,357.74 lakhs.

3. The Holding Company has given a corporate guarantee to its step-down subsidiary company, PVP Capital Limited ('PVPCL'), has not adhered to repayment schedule of principal and interest due to a bank consequent to which the bank has filed a case for recovery of the dues before the Debt Recovery Tribunal (DRT) amounting to Rs.17,539.69 lakhs (including interest accrued) as per the books of accounts as on 30th June, 2020. The bank has taken symbolic possession of secured, immovable property of the Group Company under Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 (SARFAESI) and issued an e-auction sale notice. There were no bidders for the aforesaid sale notice and consequently the e-auction sale proceedings have become infructuous. Further, PVPCL has applied for One Time Settlement to the bank and confident to settle the same. Auditors have drawn qualified conclusion on this matter.
4. The Holding Company has given a corporate guarantee and pledged 10,00,000 equity shares of Rs. 10/- each held in Picturehouse Media Limited. With the approval of developer, the holding company has mortgaged 20 flats of Ekanta Tower-1 of North Town Project, Chennai, for availing term loan from the Bank by its subsidiary company i.e Safe trunk Services Private Limited (SSPL).

SSPL and UCO Bank has agreed for one time settlement (OTS) of Rs.390 lakhs vide letter dated 08th August, 2019. Accordingly, SSPL has paid Rs. 300 lakhs till 31st December, 2019 and for the balance amount of Rs.90 Lakhs, the Company has requested to pay the same in two monthly instalments i.e January, 2020 and February, 2020 vide letter dated 31st December, 2019. The company has paid Rs.55 lakhs within the extended time limits and for the balance amount payable, the company has requested the bank to extension time period due to COVID-19 circumstances. Further, the company has requested the UCO Bank to release the mortgaged securities and shares pledged as collateral security.

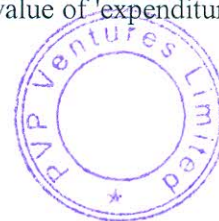
During the financial year 2019-20, The company has reversed interest payable to UCO Bank amounting to Rs.87.44 lakhs based on the One Time Settlement (OTS), which has been shown under "Exceptional Item".

5. The shares of the PVP Ventures Limited are listed in Bombay Stock Exchange (BSE) and National Stock Exchange (NSE). The Board had a Woman director till March 2017 and subsequent to the resignation, a new Woman Director was appointed on 05th December, 2018. During the previous year, the company received notice for delayed compliance of appointment of Women Director in the Board of Directors as per Regulation 17(1) and Constitution of Nomination and Remuneration Committee as per Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI LODR") imposing penalty of Rs. 12.97 lakhs by BSE.

Aggrieved by the penalty, the company filed an application under Regulation 102 of SEBI LODR with SEBI, for granting exemption from penalty for delayed compliance of SEBI LODR. However, SEBI dismissed the application vide letter dated 26th April, 2019. Aggrieved by the aforesaid letter from SEBI dismissing the application, the Company filed an appeal with the Securities Appellate Tribunal (SAT) and the management believes that it has a good case and accordingly no provision has been made in the books of accounts. Auditors have drawn emphasis of matter in this regard.

In relation to Financial Results of Picturehouse Media Limited ("PHML")

6. The current assets of the company includes loans and advances amounting to Rs.3,632.82 lakhs and 'expenditure on films under production' amounting to Rs. 4,820.49 lakhs. As regards the loans and advances, the management is confident of realising the value at which they are carried notwithstanding the period of outstanding. As regards 'expenditure on films under production' mainly comprising payments to artistes and co-producers the group is evaluating options for optimal utilization of these payments in production and release of films. Accordingly the holding company is confident of realising the entire value of 'expenditure on



films under production'. The management does not foresee any erosion in carrying value. The auditors have drawn qualified conclusion in this regard.

7. The shares of the company is listed in BSE. The Board had a Woman director till Mar'17 and subsequent to the resignation, a new Woman Director was appointed in Dec'18. SEBI issued a Circular in May'18, that non-appointment will attract fine. So the stock exchange has imposed a penalty under regulation 17 and 19 for the quarter ended 30th Sep'18 amounting to Rs.7.59 lakhs. The company has filed an appeal with Securities Appellate Tribunal (SAT). However SAT has dismissed the appeal. Therefore, during the quarter ended 30th June, 2020, the group has accounted provision of Rs.7.59 lakhs in the consolidated financial results.
8. The Principal Commissioner of CGST and Central Excise has passed an order in 2017 for the Financial Years 2011-12 to 2014-15 with regard to the Service Tax on the perpetual sale of various copyrights, demanding a sum of Rs.802.33 lakhs and penalty of Rs.802.43 lakhs. This is a Film Industry's issue and most of the producers have gone for appeal. Aggrieved by the order, the company has disputed the demand with Honourable Customs, Excise and Service Tax Appellate Tribunal (CESTAT) by paying the required Deposit of Rs.60.18 lakhs, which is shown Under Non- Current Assets.

In continuation of above Show Cause Notice, during the previous year Additional Commissioner of CGST and Central Excise passed another order for the Financial year 2015-16, 2016-17 and 2017-18 (Till June 2017) on the same grounds demanding a sum of Rs. 155.42 lakhs and penalty of Rs. 15.64 lakhs and further passed an order demanding a sum of Rs. 117.59 lakhs for the Financial year 2015-16 without allowing CENVAT credit. The company has disputed this demand and filed an appeal with CESTAT by paying the required Deposit of Rs.27.31 lakhs, which is shown under Non-Current Assets. The management believes that it is a good case and accordingly no provision has been made in the books of accounts.

In relation to Financial Results of PVP Capital Limited

9. The Company, has not adhered to repayment schedule of principal and interest due to a bank consequent to which the bank has filed a case for recovery of the dues before the Debt Recovery Tribunal (DRT) amounting to Rs.17,539.69 lakhs (including interest accrued) as per the books of accounts as on 30th June, 2020. The bank has taken symbolic possession of secured, immovable property of the Group Company under Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 (SARFAESI) and issued an e-auction sale notice. There were no bidders for the aforesaid sale notice and consequently the e-auction sale proceedings have become infructuous. Further, PVPCL has applied for One Time Settlement to the bank and confident to settle the same.

Further, The company has received communication letter from the Reserve Bank of India (RBI) letter dated 20th November, 2019, stating that the company has not maintained the mandatory amount of Net Owned Fund of Rs.200 Lakhs. Further, RBI has instructed to furnish an action plan to achieve the mandatory amount of Net Owned Fund of Rs.200 Lakhs on or before 31stMarch, 2020, failing which RBI would be constrained to initiate strict action including the cancellation of Certificate of Registration.

Management has evaluating the action plans to realize the dues to the company and settlement the existing vendors, further company can carry the movie financing business after taking necessary approvals from the RBI. Hence management is of the view that the financial results shall continue to be prepared on the assumption that the company is a going concern. The auditors have drawn qualified conclusion in this regard.

10. The company has a loan book of Rs. 15,381.04 lakhs given to various film producers. Due to significant delay in completing the films, the Company's customers did not service the interest and loan repayment. Consequently, the company has made a cumulative provision of Rs. 12,770.76 lakhs for the expected credit loss. Management asserts that no adjustment to the carrying value is required as it is confident of recovery from the borrowers. The auditors have drawn qualified conclusion in this regard.

In relation to Financial Results of Safe Trunk Services Private Limited



11. Safetrunk Services Pvt Ltd (SSPL) is engaged in the business of providing private locker facility center. The company has 4294 lockers with high-end security facilities, which can be considered as a State of art infrastructure facility. The Company commenced its operation during the financial year 2018 and is in the process of consolidating the market. There is no intention to liquidate and the Company has got foreseeable future. Despite low cash flows from the cash generating unit (CGU), impairment of the carrying value of entire assets of the CGU of Rs.972.78 lakhs has not been provided for, due to which the Loss is lesser by this amount. Considering the gestation period for market capitalisation, the financial results are prepared on Going Concern basis though the Company's income is far less than the operational expenditure and the management does not foresee any erosion in carrying value of Cash Generating Unit. Auditors have drawn qualified conclusion on this matter.

In relation to Financial Results of PVP Global Ventures Private Limited

12. PVP Global Ventures Private Limited has advanced a sum of Rs. 13,755.48 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, the group may demand payment of the advance and shall not be obliged to acquire the land parcel from these parties. Consequently, the company has accounted cumulative provision of Rs.1,104.09 lakhs as on 30th June, 2020. Management asserts that no further adjustment is required as it is confident that full amount will be received from the party. Auditors have drawn Qualified Conclusion in this regard.
13. The Enforcement Directorate had provisionally attached the land measuring 28 Acres and 8 Guntas of the Group in connection with the redemption of the investments in Mahalakshmi Energy Ventures Private Limited by the Group. 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.
14. PVP Global Ventures Private Limited (PVP Global), Mr. Prasad V Potluri and PVP Ventures Limited (PVP) received Orders from Adjudicating Officer dated 27th March, 2015 for non-compliance of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and SEBI (Prohibition of Insider Trading) Regulations, 1992. PVP Global, Mr. Prasad V Potluri and PVP filed appeals before the Securities Appellate Tribunal (SAT) vide Appeal No. 356 and 357 of 2015 challenging the orders of Adjudicating Officer.

SAT vide order dated 20th June, 2018 reduced the penalty of Rs. 1,530 lakhs on Mr. Prasad V Potluri to Rs. 515 Lakhs, upheld the penalties of Rs. 1,500 lakhs imposed on PVP Global and Rs.15 Lakhs on PVP. Hence, miscellaneous Applications No.180 and 181 dt. 2nd July, 2018 were filed before the Honourable SAT for staying its order for which the SAT granted 6 weeks' time to appeal with Honourable Supreme Court. Also on 6th July 2018, as Security, the appellants deposited Original Title deeds of Land valuing more than Rs.3000 lakhs, held by its subsidiaries for realization and payment of the aforesaid demand. Civil appeal No.9092 dated 16th August 2018, was filed before the Honourable Supreme Court, which was dismissed on 14th September, 2018, and the SAT Orders were upheld. A demand was raised by the Recovery Officer, SEBI, Vide No.1770, 1771 and 1772 dated 26th October, 2018 with Interest from, 27th March, 2015, the date of order from Adjudicating Officer. The appellants filed review petitions before the Honorable SEBI/SAT, Mumbai on 10th November 2018 and 21st November, 2018, stating technical and legal reasons, that the final SAT order was dated 20th June 2018, whereas the Interest was calculated since 2015 and the orders dated 27th March, 2015 and 28th June, 2018 are silent on levy of interest.

SEBI initiated attachment proceedings on 19th November, 2018 of the Demat Accounts and Bank accounts of the three appellants. The holding company, PVP Ventures Limited paid Rs.15 lakhs and disputed interest of Rs. 6.46 lakhs on 07th December, 2018 and the freezing of accounts was lifted for PVP Ventures Limited. SAT, dismissed the company's appeal on interest in April, 2019. The Company has appealed with the Honorable Supreme Court and received Stay Order dated 12th July, 2019 for payment of interest. The



appellants have written to SEBI, requesting to keep the order on record and to keep the recovery proceedings in abeyance.

Arete Real Estate Developers Private Limited and Expressions Real Estate Private Limited subsidiaries of PVP Global Ventures Private Limited, has provided land as security against the SEBI's penalty order. Further, PVP Global Ventures Private Limited has made provisions, for the principal amount of Rs. 1500 lakhs and disputed interest of Rs. 645.53 lakhs.

15. The Company had issued 707, Zero Percent Compulsory Convertible Debentures of Rs.1,00,000/- each ("CCDs") to Platex Limited, the ultimate holding company. These CCDs are mandatorily convertible into equity shares of 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. The Debentures were supposed to be converted by June 16, 2019.

Platex Limited requested to continue and not to convert the CCDs as per the agreement and further requested to extend the term of conversion of another next five years in view of expecting perpetual returns for our investments vide letter dated 15th May, 2019. Therefore, the company has extended the conversion period till 16th June, 2024.

16. The Company holds investments of 13,097.00 lakhs in M/s. Jagati Publications Limited. The transfer of share certificates for the said investments in the name of the Company is still pending. Since, the original certificates are seized by Central Board of Investigation (CBI) during search operation in connection with quid pro quo case relating to investments in Jagati Publications Limited by the group, the same couldn't be delivered along with the share transfer form. The CBI couldn't establish any quid pro quo against the group and therefore the Company as part of the group is not charge sheeted. However the CBI is yet to return the original share certificates.

Due to the ongoing case filed by CBI, the High Court of Telangana is monitoring the day to day operations of the Investee Company and transfer of shares of the Investee Company has kept in abeyance until the final Order is issued. In the back drop of these facts, the valuation of the equity shares of Jagati Publication has been done by the Company by considering the profitability of the Investee Company and the general rate of return on equity by other listed publishing companies after being adjusted for factors affecting the Investee Company. Based on the availability of information, management has estimated the provision of Rs.12,566.27 lakhs as at 30th June, 2020.

17. The Company continues to hold 10,90,235 equity shares of PVP Ventures Limited, its holding company, 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, the Company does not have any rights to vote at meetings of PVP Ventures Limited or any class of members thereof over these shares. The trading in shares of PVP Ventures Limited is under suspension with effect from 9th April, 2019 by the stock exchanges for default in payment of penalty for non appointment of woman director.

General Notes to Consolidated Financial Results

18. The Group has unable to honour its obligations towards repayment of principal and interest dues to its debenture holders and bank, further the company has obligations pertaining to operations includes unpaid creditors and statutory dues and incurring continuous losses. However, the group has taken various initiatives in relation to saving cost and optimizing revenue management opportunities. Further, the group is planning to launch residential lay out with infrastructure and amenities in 20 acres of land by considering the current situation of real estate sector. Therefore, the group is confident of meeting of all the obligations by way of time bound monetisation of it assets and receipts of various claims, which resultant into improving operating performance and sustainable cash flows. Accordingly, notwithstanding the dependence on these material uncertain events, the group continues to prepare the consolidated financial results on a Going Concern basis. The Auditors have drawn Emphasis of Matter in this regard.



19. The spread of COVID-19 has impacted global economic activity as has been witnessed in several countries. There have been severe disruptions in businesses in India during the Lockdown period. The Group has assessed recoverability and carrying value of assets comprising property, plant and equipment, trade receivables, inventory, Loans and Advances and investments at balance sheet date. Based on the assessment by the management the net carrying values of the said assets will be recovered at values stated and there is no change in its ability to continue as Going Concern. The Group evaluated the internal controls with reference to financial results which have found to be operating effectively given that there has been no dilution of such controls due to factors caused by COIVD-19 situation. The auditors have drawn Emphasis of matter paragraph in this regard.
20. Appeals have been filed and are pending adjudication in regard to various income tax disputes, demands aggregating to Rs.1,893.13 lakhs. The company has been advised that it has a good case to support its stand hence does not warrant any provision in this regard. Auditors have drawn emphasis of matter in this regard.
21. With reference and in continuation to the Point No. 4, UCO Bank Ltd invoked the 10 lakhs pledged shares of Picturehouse Media Ltd held by PVP Ventures Ltd. Consequently, the total investments of 51.46% in Picturehouse Media Limited held by PVP Ventures Limited along with its subsidiaries have reduced to 49.55%.
- PVP Ventures Limited along with its subsidiaries has less than a majority of voting rights (49.55%) on Picturehouse Media Limited but still holds control over the management. Hence the Financial results of Picturehouse Media Limited along with its subsidiaries are consolidated while preparing the Consolidated Financial Statements for the periods ending 31st March, 2020 and 31st March, 2019 and for the period ended 30th June, 2020 in compliance with Section 2(87) of the Companies Act, 2013.
22. During the Quarter, Lease deeds entered with the lessor at Hyderabad for building has been expired for PVP Ventures Limited and Picturehouse Media Limited, The management of the group has a intention to renew the lease deed on the same terms and conditions of the previous Lease Deed. Accordingly, the company has accounted Rs.11.57 Lakhs as Finance Cost and Rs.20.53 Lakhs as Depreciation for the quarter ended 30th June, 2020, as per the Ind AS 116 "Leases".
23. The above consolidated financial results for the quarter ended 30th June, 2020 were reviewed by the Audit Committee and approved by the Board of Directors at the meeting held on 14th September, 2020 and have been subjected to limited review by the statutory auditors.
24. The figures for the Quarters ended 31st March, 2020 are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto the end of the third quarter. Previous period figures have been regrouped wherever necessary to confirm to current period classification.
25. These results are also available at the website of the company www.pvpglobal.com, www.bseindia.com and www.nseindia.com.

For and on behalf of the Board of Directors

Place: Hyderabad
Date: 14.09.2020



Prasad V. Potluri
Chairman & Managing Director

Notes to the Standalone Financial Results of PVP Ventures Limited

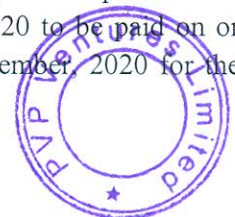
1. a) The Company has authorised to issue 1950 listed, (rated, secured), redeemable Non Convertible Debentures (the NCDs) of Rs. 10 Lakhs each for an aggregate amount of Rs.19,500 lakhs, out of which the company has issued Tranche A 386 Debentures aggregating to Rs.3,860 lakhs and Tranche B of 829 Debentures aggregating to Rs.8,290 lakhs which were, subscribed and paid up as per the debenture trust deed dated 16th June, 2017, with remaining debentures unissued.

b) Whereas the repayment dues of Tranche A Debentures aggregating to Rs.2,340.70 lakhs (out of which principal amounting to Rs.1,687.25 lakhs and Interest amounting to Rs.653.45 lakhs) and Tranche B Debenture aggregating to Rs.5,199.12 lakhs (out of which principal amounting to Rs.2,590.64 lakhs and Interest amounting to Rs.2,608.49 lakhs) as on 30th June, 2020 are still unpaid. The company has received extension letter dated 05th February, 2020 from the Debenture holder extending the repayment of principal and interest amount which have fallen due till 31st March, 2019 to be paid on or before 31st May, 2020 and The company has unable to pay the outstanding amount within the time limits, therefore, the company has requested and received the further extension from the debenture holder vide letter dated 23rd June, 2020 to be paid on or before 31st August, 2020. Further, the company has requested for extension till 31st December, 2020 for the outstanding dues (including interest) till 30th June, 2020, which is pending approval from the debenture holder. The debenture holder have also stipulated that, in the case of default of payment of principal repayment within the extended due date, default additional interest of 5% p.a (over and above the coupon) is to be paid on the defaulted amount from the original due date till the date of payment.

c) Whereas per the repayment dues of Tranche A and Tranche B Debentures are unpaid within the due dates as specified in the Debenture Trust Deed, and in the event of such default additional interest of 5% p.a (over and above the coupon) is to be paid on the defaulted amount till the date of payment, which has not been provided in the financial results, in view of the company's request for extension of repayment of all outstanding amounts till 30th June, 2020 is pending with the debenture holder. Auditors have drawn emphasis of matter in this regard.

d) Under the circumstances, the company defaulted the redemption of debentures which has fallen due beyond the time permitted under section 164(2)(b) of the Companies Act, 2013. However, as per the legal advice, management is of the view that eventhough the repayment has not been made within the period contemplated in the above refer section, the default has been ratified by the debenture holder with retrospective effect by virtue of which the management contents that the disqualification of directors as per the above provisions has not been attracted. Auditors have drawn qualified conclusion on this matter.
2. The company allotted 13,289 convertible or redeemable debentures of Rs.1,00,000 each convertible into preference shares and or equity shares as per scheme of amalgamation dated 25th April, 2008, sanctioned by Honourable High Court of Madras between SSI Limited and PVP Ventures Private Limited. The Debenture holder, by letter dated 4th December, 2017, has extended the conversion/redemption option, till 31st March, 2029.

Further, The company has received the extension letter from the Debenture holder for the repayment of Interest for the period from April 2017 to March 2019 amounting to Rs. 1,449 lakhs till the 15th December, 2019 and further it is extended till 31st May, 2020 vide letter dated 05th February, 2020. The company has unable to pay the outstanding amount within the time limits, therefore, the company has requested and received the further extension from the debenture holder vide letter dated 23rd June, 2020 to be paid on or before 31st August, 2020 and further the company has requested extension till 31st December, 2020 for the



outstanding dues (including interest) till 30th June, 2020, which is pending approval from the debenture holder. The debenture holder has stipulated that, in the case of default of payment of interest amount within the extended due date, default additional interest of 2% (over and above the coupon) is to be paid on the defaulted amount from the original due date to till the date of payment.

During the quarter ended 30th June, 2020, the company has accounted finance cost of Rs.180.75 lakhs and the outstanding principal amounting to Rs.5,000 lakhs. Total Outstanding as on 30th June, 2020 is Rs.7,357.74 lakhs.

3. The spread of COVID-19 has impacted global economic activity as has been witnessed in several countries. There have been severe disruptions in businesses in India during the Lockdown period. The company has assessed recoverability and carrying value of assets comprising property, plant and equipment, trade receivables, inventory, loans and advances and investments at balance sheet date. Based on the assessment by the management the net carrying values of the said assets will be recovered at values stated and there is no change in its ability to continue as Going Concern. The company evaluated the internal controls with reference to financial results which have found to be operating effectively given that there has been no dilution of such controls due to factors caused by COVID-19 situation. The auditors have drawn Emphasis of matter paragraph in this regard.
4. The company has unable to honour its obligations towards repayment of principal and interest dues to its debenture holders, due to this, the current liabilities exceeds the current assets by 10,243.18 lakhs, further the company has obligations pertaining to operations includes unpaid creditors and statutory dues. However, the company has taken various initiatives in relation to saving cost and optimizing revenue management opportunities. Further, the company is planning to launch residential lay out with infrastructure and amenities in 20 acres of land by considering the current situation of real estate sector which resultant into improving operating performance and sustainable cash flows. The company is confident that such cash flows which contemplates realization of assets and settlement of liabilities. Accordingly, notwithstanding the dependence on these material uncertain events, the group continues to prepare the consolidated financial results on a Going Concern basis. The auditors have drawn Emphasis of Matter paragraph in this regard.
5. The value of investments in subsidiaries and loans and advances to these companies net of provisions made are currently standing at Rs.25,008.90 Lakhs and Rs.33,016.65 Lakhs respectively. Considering the intrinsic value of the assets held by these companies and potential cash flows that may accrue on account of their business operations the management is of view that the carrying value of net investments and loans and advances does not warrant any adjustment in the long run. Auditors have drawn qualified conclusion in this regard.
6. The Company has given a corporate guarantee to its step-down subsidiary company, PVP Capital Limited ('PVPCL'), has not adhered to repayment schedule of principal and interest due to a bank consequent to which the bank has filed a case for recovery of the dues before the Debt Recovery Tribunal (DRT) amounting to Rs.17,539.69 lakhs (including interest accrued) as per the books of accounts as on 30th June, 2020. The bank has taken symbolic possession of secured, immovable property of the Group Company under Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 (SARFAESI) and issued an e-auction sale notice. There were no bidders for the aforesaid sale notice and consequently the e-auction sale proceedings have become infructuous. Further, PVPCL has applied for One Time Settlement to the bank and confident to settle the same. Auditors have drawn qualified conclusion in this regard.



7. The Company has given a corporate guarantee and pledged 10,00,000 equity shares of Rs. 10/- each held in Picturehouse Media Limited. With the approval of developer, the company has mortgaged 20 flats of Ekanta Tower-1 of North Town Project, Chennai, for availing term loan from the Bank by its subsidiary company i.e Safe trunk Services Private Limited (SSPL).

SSPL and UCO Bank has agreed for one time settlement (OTS) of Rs.390 lakhs vide letter dated 08th August, 2019. Accordingly, SSPL has paid Rs. 300 lakhs till 31st December, 2019 and for the balance amount of Rs.90 Lakhs, the Company has requested to pay the same in two monthly instalments i.e January, 2020 and February, 2020 vide letter dated 31st December, 2019. The company has paid Rs.55 lakhs within the extended time limits and for the balance amount payable, the company has requested the bank to extension time period due to COVID-19 circumstances. Further, the company has requested the UCO Bank to release the mortgaged securities and shares pledged as collateral security.

8. Appeals have been filed and are pending adjudication in regard to various income tax disputes, demands aggregating to Rs.1,783.25 Lakhs. The company has been advised that it has a good case to support its stand hence does not warrant any provision in this regard. Auditors have drawn emphasis of matter in this regard.
9. The shares of the company are listed in Bombay Stock Exchange (BSE) and National Stock Exchange (NSE). The Board had a Woman director till March 2017 and subsequent to the resignation, a new Woman Director was appointed on 05th December, 2018. During the previous year, the company received notice for delayed compliance of appointment of Women Director in the Board of Directors as per Regulation 17(1) and Constitution of Nomination and Remuneration Committee as per Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (“SEBI LODR”) imposing penalty of Rs. 12.97 lakhs by BSE.

Aggrieved by the penalty, the company filed an application under Regulation 102 of SEBI LODR with SEBI, for granting exemption from penalty for delayed compliance of SEBI LODR. However, SEBI dismissed the application vide letter dated 26th April, 2019. Aggrieved by the aforesaid letter from SEBI dismissing the application, the Company filed an appeal with the Securities Appellate Tribunal (SAT) and the management believes that it has a good case and accordingly no provision has been made in the books of accounts. Auditors have drawn emphasis of matter in this regard.

10. PVP Ventures Limited (PVP), Mr. Prasad V Potluri and PVP Global Ventures Private Limited (PVP Global) received Orders from Adjudicating Officer dated 27th March, 2015 for non-compliance of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and SEBI (Prohibition of Insider Trading) Regulations, 1992. PVP Global, Mr. Prasad V Potluri and PVP filed appeals before the Securities Appellate Tribunal (SAT) vide Appeal No. 356 and 357 of 2015 challenging the orders of Adjudicating Officer.

SAT vide order dated 20th June, 2018 reduced the penalty of Rs. 1,530 lakhs on Mr. Prasad V Potluri to Rs. 515 Lakhs, upheld the penalties of Rs. 1,500 lakhs imposed on PVP Global and Rs.15 Lakhs on PVP. Hence, miscellaneous Applications No.180 and 181 dt. 2nd July, 2018 were filed before the Honourable SAT for staying its order for which the SAT granted 6 weeks’ time to appeal with Honourable Supreme Court. Also on 6th July 2018, as Security, the PVP Global, appellant deposited Original Title deeds of Land valuing more than Rs.3000 lakhs, held by its subsidiaries for realization and payment of the aforesaid demand. Civil appeal No.9092 dated 16th August 2018, was filed before the Honourable Supreme Court, which was dismissed on 14th September, 2018, and the SAT Orders were upheld. A demand was raised by the Recovery Officer, SEBI, Vide No.1770, 1771 and 1772 dated 26th October, 2018 with Interest from, 27th March, 2015, the date of order from Adjudicating Officer. The appellants filed review petitions before the Honorable SEBI/SAT.



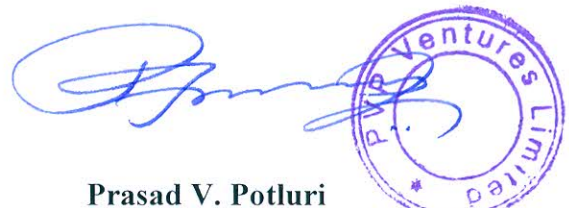
Mumbai on 10th November 2018 and 21st November, 2018, stating technical and legal reasons, that the final SAT order was dated 20th June 2018, whereas the Interest was calculated since 2015 and the orders dated 27th March, 2015 and 28th June, 2018 are silent on levy of interest.

SEBI initiated attachment proceedings on 19th November, 2018 of the Demat Accounts and Bank accounts of the three appellants. The holding company, PVP Ventures Limited paid Rs.15 lakhs towards principal and Rs. 6.79 lakhs towards disputed interest on 07th December, 2018 and the freezing of accounts was lifted for PVP Ventures Limited. SAT, dismissed the company's appeal on interest in April, 2019. The Company has appealed with the Honourable Supreme Court and received Stay Order dated 12th July, 2019 for payment of Interest. The appellants have written to SEBI, requesting to keep the order on record and to keep the recovery proceedings in abeyance. The company has made provision for disputed interest amounting to Rs.6.79 lakhs.

11. During the Quarter, Lease deed entered with the lessor at Hyderabad for building has been expired, management has a intention to renew the lease deed on the same terms and conditions of the previous Lease Deed. Accordingly, the company has accounted Rs.4.29 Lakhs as Finance Cost and Rs.8.31 Lakhs as Depreciation during the quarter ended 30th June, 2020, as per the Ind AS 116 "Leases".
12. The above standalone financial results for the quarter ended 30th June, 2020 were reviewed by the Audit Committee and approved by the Board of Directors at the meeting held on 14th September, 2020 and have been subjected to limited review by the statutory auditors of the company.
13. The figures for the Quarters ended 31st March, 2020 are the balancing figures between the audited annual figures in respect of the full financial year and the published year to date figures upto the end of the third quarter.
14. Based on the management approach, as defined in Ind AS 108, The business operations of the company is considered as single operating segment by the considering the performance as whole in the Real Estate and Allied Activities. Hence segment reporting is not applicable.
15. Previous period figures have been regrouped wherever necessary to confirm to current period classification.
16. These results are also available at the website of the company www.pvpglobal.com, www.bseindia.com and www.nseindia.com.

For and on behalf of the Board of Directors

Place: Hyderabad
Date: 14.09.2020



Prasad V. Potluri
Chairman & Managing Director

Limited Review Report on Unaudited Quarterly Standalone Financial Results of “PVP Ventures Limited” pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors
PVP Ventures Limited
Chennai.

1. We have reviewed the accompanying statement of the unaudited standalone financial results of **PVP Ventures Limited** (“the Company”), for the quarter ended 30th June 2020 (the statement), being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended. This Statement is the responsibility of the Company’s Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 “Interim Financial Reporting” (“Ind AS 34”), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, ‘Review of Interim Financial Information Performed by the Independent Auditor of the Entity’ issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial results are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to the financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. *Attention is invited to Note no. 5 to the standalone financial results, in relation to investment in equity shares includes investments in three subsidiary companies net off provision made amounting to Rs.25,008.90 Lakhs and loans and advances to subsidiary companies of net off provision made amounting to Rs.33,016.65 Lakhs. 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 is adequate. However, considering erosion in the net worth of the subsidiary companies and their dependence on the holding company to continue as a going concern, and in the absence of visible cash flows, delay in commencement of projects and other related factors indicate the existence of material uncertainty in the ability of the company to realize the values thus, the carrying value of investments and loans and advances (net of provision already made) is unascertain of recoverability. Therefore, we are of the view that the carrying amounts of the investments as well as loans shall be adjusted for their realisability by making additional provision taking cognizance of erosion in the networth of the investee/loanee companies and also taking to consideration their inability to continue as a going concern. Accordingly, loss for the quarter-ended 30th June, 2020 is understated to this extent.*

4. Attention is invited to Note No.6 to the standalone financial results, the Company has mortgaged its land situated at perambur as a security and also given corporate guarantee to a bank for the borrowings made by PVP Capital Limited (i.e. wholly owned step down subsidiary company) amounting to Rs.10,000 Lakhs. The outstanding amount is Rs.17,539.69 lakhs as per the books of accounts as on 30th June, 2020.

PVP Capital Limited has not adhered to repayment schedule for principal and interest dues to its bank, consequent to which the bank filed for recovery of its dues before the Debt Recovery Tribunal (DRT) and also initiated recovery proceedings against the company under Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 (SARFAESI Act, 2002). Further, the bank has taken symbolic possession of immovable property and issued sale notice for e-auction of the property given by the ultimate holding company as corporate guarantee but there were no bidders. We were informed that the PVP Capital Limited is in negotiation with the bank for one time settlement (OTS).

The management asserts that no adjustment to the carrying value is required as it is confident that the payment obligation by the PVP Capital Limited will be met in due course. Whereas, in our view the carrying value of the relevant mortgaged assets is dependent on the repayment of the loan by the PVP Capital Limited. In this background, we are unable to express our view whether the company is justified in carrying the assets that have been mortgaged where the underlying loan have already been defaulted and similarly whether the company is justified in not taking cognizance of financial obligation that may devolve on the company towards corporate guarantee issued. Accordingly, to the extent of the carrying value of assets or the guarantees issued should be considered as obligation of the company. Accordingly, the loss for the quarter-ended 30th June, 2020 is understated to this extent.

5. Attention is invited to note no.1(d) to the standalone financial results, which explains the management view point and understanding of the implications arising on account of defaults committed in redeeming the debentures as per the schedule of redemption, though the management obtained an extension from the debenture holder, we are unable to express our view whether such extension of redemption period (covering all the defaults happened upto 30th June, 2019) with retrospective effect will exonerate the board of directors from the implications of section 164(2)(b) of the Companies Act, 2013.

6. Without qualifying our audit conclusion, attention is invited to

- i) Attention is invited to note no.1(c) to the standalone financial results, where many aspects of debenture trust deed have not been adhered by the company including repayment of principal and interest. We are unable to assess the current implications as the eventual outcome of these defaults which are unascertainable at this stage, as various concessions and approvals from the debenture holders, seeking exemptions from implications arising from the defaults in debenture trust deed are awaited.

- ii) Attention is invited to Note no.3 to the standalone financial results, which describes the uncertainties due to the outbreak of COVID-19 pandemic and management's evaluation of the impact on the consolidated financial results as on 30th June, 2020. The assessment of management of the group is dependent on the circumstance as they evolve considering the uncertainties prevailing in the economic situation.
- iii) Attention is invited to Note No.4 to the standalone financial results, which indicates that the company's current liabilities exceeded its current assets and the company was unable to honour its obligation towards repayment of principal and interest to its debenture holders and with its non-current investments are to be impaired significantly. Further, the impact of outbreak of Coronavirus (COVID -19) on the business operations especially considering the prevalent situation in real estate sector in which the company has significant exposure and along with the other matters as stated in said note, indicates that there is a material uncertainty exists that may cast doubt on the company's ability to continue as a going concern.
- iv) Attention is invited to note no. 8 to the standalone financial results, the obligations towards disputed income tax matters amounting to Rs.1,783.25 lakhs are pending before different judicial forums. Pending disposal of these appeals the eventual obligation in this regard is unascertainable at this time. Based on the management's assessment and based on the experts view on the merits of the dispute, no provision is made in the standalone financial results in this regard.
- v) Attention is invited to Note no. 9 to the standalone financial results, Bombay Stock Exchange Limited (BSE) has imposed penalty on the company amounting to Rs.12.97 lakhs as per regulation 17 and 19 of the SEBI (LODR) Regulations, 2015 for non compliance with the requirements pertaining to the composition of Board regarding failure to appoint Women Director and for non-compliance with the constitution of Nomination and Remuneration Committee. The company has disputed the same and filed an appeal before Securities Appellate Tribunal (SAT), the eventual obligation if any, in this regard is unascertainable at this stage. Based on the management's assessment, that it has good case to succeed, hence no provision is made in the standalone financial results.

Our conclusion is not modified in respect of above matters.

7. Based on our review conducted as stated above, *except for the possible effects of the matters described in the paragraphs 3,4 and 5*, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with aforesaid Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

8. Attention is drawn to the fact that the figures for three months ended 31st March, 2020 as reported in these standalone financial results are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures upto the third quarter of the previous financial year. The figures upto the third quarter of the previous financial year had only been reviewed not subjected to audit.

For Brahmayya & Co.,
Chartered Accountants
Firm Regn No: 000511S



K. Jitendra Kumar

K.Jitendra Kumar
Partner
Membership No. 201825
UDIN:20201825AAA AEG5700

Place: Chennai
Date: 14th September, 2020

Independent Auditor's Review Report on Unaudited Consolidated Quarterly Financial Results of "PVP Ventures Limited" Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Board of Directors
PVP Ventures Limited

1. We have reviewed the accompanying Statement of unaudited consolidated financial results of **PVP Ventures Limited** ("the Parent"), and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") for the quarter ended 30th June 2020 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. The Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information performed by the Independent Auditor of the entity" issued by the Institute of Chartered Accountants of India ("ICAI"). This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial results are free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

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

3. *Attention is invited to note no.3 to the consolidated financial results, the holding company has mortgaged its land situated at perambur as a security and also given corporate guarantee to a bank for the borrowings made by PVP Capital Limited (i.e. wholly owned step down subsidiary company) amounting to Rs.10,000 Lakhs. The outstanding amount is Rs.17,539.69 lakhs (including interest accrued) as per the books of accounts as on 30th June, 2020.*

PVP Capital Limited has not adhered to repayment schedule for principal and interest dues to its bank, consequent to which the bank filed for recovery of its dues before the Debt Recovery Tribunal (DRT) and also initiated recovery proceedings against the company under Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 (SARFAESI Act, 2002). Further, the bank has taken symbolic possession of immovable property and issued sale notice for e-auction of the property given by the ultimate holding company as corporate guarantee but there were no bidders. We were informed that the PVP Capital Limited is in negotiation with the bank for one time settlement (OTS).

The management asserts that no adjustment to the carrying value is required as it is confident that the payment obligation by the PVP Capital Limited will be met in due course. Whereas, in our view the carrying value of the relevant mortgaged assets is dependent on the repayment of the loan by the PVP Capital Limited. In this background, we are unable to express our view whether the company is justified in carrying the assets that have been mortgaged where the underlying loan have already been defaulted

and similarly whether the company is justified in not taking cognizance of financial obligation that may devolve on the company towards corporate guarantee issued. Accordingly, to the extent of the carrying value of assets or the guarantees issued should be considered as obligation of the company. Accordingly, the loss for the quarter-ended 30th June, 2020 is understated to this extent.

4. Attention is invited to note no.1(d) to the consolidated financial results, which explains the management view point and understanding of the implications arising on account of defaults committed in redeeming the debentures as per the schedule of redemption, though the management obtained an extension from the debenture holder, we are unable to express our view whether such extension of redemption period (covering all the defaults happened upto 30th June, 2019) with retrospective effect will exonerate the board of directors from the implications of section 164(2)(b) of the Companies Act, 2013.
5. Attention is invited to note no.6 to the consolidated financial results includes financial results of Picturehouse Media Limited, in relation to loans and advances made for film production (including interest accrued) amounting to Rs.3,632.82 lakhs, whose realisability is significantly dependent on timely completion of production of films and the commercial viability of the films under production etc. Management is of the view that loans and advances can be realised at the time of release of the movies and accordingly, the company is confident of realizing the entire amount of loans with interest and does not foresee any erosion in carrying value. We were unable to obtain sufficient appropriate audit evidence about the carrying amounts of loans and advances as on 30th June, 2020 as the management was unable to provide us the current status of production films and confirmation of balances from the borrowers. Consequently, we were unable to determine whether any adjustments to the carrying amounts of loans and advances were necessary and to this extent, loss for the quarter-ended 30th June, 2020 is understated to this extent.
6. As explained in Note No.6 to the consolidated financial results includes financial results of Picturehouse Media Limited, in relation to inventory i.e films production expenses amounting to Rs.4,820.49 lakhs, mainly consists of advances given to artists and co-producers. As the management has not commenced the production of films, the advances continued to be carried as inventory. However, management states that it is evaluating options for optimal utilization of these payments. In the absences of demonstrable approach towards commencement and completion of production of films and also in the absence of confirmation of balances from the parties, we are of the view that the realisability of the inventory is doubtful and in the absence of any provision in this regard, the loss for the quarter-ended 30th June, 2020 is understated to this extent.
7. The independent auditor of subsidiary company have drawn Qualified Conclusion which has been reproduced by us as under:
 - a. Attention is invited to note no.9 to the consolidated financial results includes the results of PVP Capital Limited, company has not adhered to repayment schedule for principal and interest dues to its bank, consequent to which the bank filed for recovery of its dues before the Debt Recovery Tribunal (DRT) and also initiated recovery proceedings against the company under Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 (SARFAESI Act, 2002). Further, the bank has taken symbolic possession of immovable property and issued sale notice for e-auction of the property given by the ultimate holding company as corporate guarantee but there were no bidders and consequently the e-auction sale proceedings has become in fructuous. The outstanding amount is Rs.17,539.69 lakhs (including interest accrued) as per books of accounts as on 30th June, 2020.

Further, the company is currently pursuing the realization of dues to the company and settlement of existing lenders, other than this the company has not been carrying any business activity, the regulatory authorities may cancel the registration to carry the principal business activity as a Non-Banking Finance Company due to non-maintenance of minimum net owned fund of Rs.200 lakhs as

stated in said note to the financial results, the company's ability to meet its financial obligations, non payment of statutory dues and in the absence of visible cash flows, doubts are cast on its ability to continue as a going concern to achieve its future business plans. Taking into consideration, pending ultimate outcome of the legal proceedings as well as liquidity constraints, we are unable to express our view whether it would be appropriate to treat the company as going concern. However based on the management assertions the company's financial results have been prepared on the basis of going concern, the impact if any, if the company was to be treated as not a going concern is not ascertainable at this stage.

b. *Attention is invited to note no.10 to the consolidated financial results includes the results of PVP Capital Limited, in relation to loans for film production amounting to Rs.15,381.04 lakhs, whose realisability is significantly dependent on timely completion of production of films and the commercial viability of the films under production etc. Management has assessed the recoverability of the loan amount and accordingly made a provision amounting to Rs.12,770.76 lakhs as adequate, no additional provision is necessary in this regard. However, Management is not able to provide us the status of production of films and recoverability of the whole amount. Accordingly, we are unable to express our view, whether any adjustments to the carrying value, if any required, is not ascertainable at this stage.*

c. *Attention is invited to note no.11 to the consolidated financial results includes the results of Safe Trunk Services Private Limited, no impairment assessment of property, plant and equipment and intangible assets in carrying value amounting to Rs.972.78 lakhs as on 30th June, 2020 is made for the business of safe locker facility centre, despite low cash flows from cash generating unit (CGU). Therefore, we are unable to comment on consequential impairment, if any, that is required to be made in carrying value of property, plant and equipment and intangible assets.*

d. *Attention is invited to note no.12 to the consolidated financial results includes the results of PVP Global Ventures Private Limited, The Company has given advances to body corporates of Rs. 13,755.48 lakhs for scouting of land for the proposed power projects. The long duration of outstanding of these advances and other factors like low probability of getting a big chunk of land for a power project indicate the existence of uncertainty on the eventual realisability of these advances. The financial impact if any due to non realisability after considering the provision of Rs. 1,104.09 lakhs is not ascertainable at this stage.*

8. Without qualifying our audit conclusion, attention is invited to:

a. Attention is invited to note no.1(c) to the consolidated financial results, where many aspects of debenture trust deed have not been adhered by the company including repayment of principal and interest. We are unable to assess the current implications as the eventual outcome of these defaults which are unascertainable, as various concessions and approvals from the debenture holders, seeking exemptions from implications arising from the defaults in debenture trust deed are awaited.

b. Attention is invited to note no.5 to the consolidated financial results, Bombay Stock Exchange Limited (BSE) has imposed penalty on the company amounting to Rs. 12.97 lakhs as per regulation 17 and 19 of the SEBI (LODR) Regulations, 2015 for non compliance with the requirements pertaining to the composition of Board regarding failure to appoint Women Director and for non-compliance with the constitution of Nomination and Remuneration Committee. The company has disputed the same and filed an appeal before Securities Appellate Tribunal (SAT). Pending disposal of the appeal, the eventual obligation in this regard is unascertainable at this stage. Based on the management's assessment, that it has good case to succeed, hence, no provision is made in the consolidated financial results in this regard.



- c. Attention is invited to Note No.18 to the consolidated financial results, which indicates that the group was unable to honour its obligation towards repayment of principal and interest to its debenture holders and bank. Further, the impact of outbreak of Coronavirus (COVID -19) on the business operations especially considering the prevalent situation in real estate sector and movie production sector in which the group has significant exposure and along with the other matters as stated in said note, indicates that there is a material uncertainty exists that may cast doubt on the company's ability to continue as a going concern.
- d. Attention is invited to Note no.19 to the consolidated financial results, which describes the uncertainties due to the outbreak of COVID-19 pandemic and management's evaluation of the impact on the standalone financial results as on 30th June, 2020. The assessment of management is dependent on the circumstance as they evolve considering the uncertainties prevailing in the economic situation.
- e. Attention is invited to note no.20 to the consolidated financial results, the obligations towards disputed income tax matters amounting to Rs.1,893.13 lakhs are pending before different judicial forums. Pending disposal of these appeals the eventual obligation in this regard is unascertainable at this time. Based on the management's assessment and based on the experts view on the merits of the dispute, no provision is made in the consolidated financial results in this regard.

Our conclusion is not modified in respect of the above matters.

9. The Statement includes the financial results of the entities attached in ANNEXURE 1.
10. Based on our review conducted and procedures performed as stated in paragraph 2 above, *except for the possible effects of the matters described in the paragraphs 3,4,5,6 and 7*, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.
11. We did not review interim financial results of ten subsidiaries; included in the Statement, whose financial results reflect total revenue of Rs.6.09 Lakhs, total net loss after tax of 1,391.48 Lakhs, total comprehensive loss of Rs.1,391.48 Lakhs for the quarter ended on 30th June 2020, as considered in the Statement. These financial results has been reviewed by the other auditor whose report has been furnished to us by the Management, and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, is based solely on the report of the other auditor and the procedures performed by us as stated in paragraph 2 above.

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



12. The consolidated financial results include the results for the quarter ended 31st March, 2020 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For Brahmayya & Co.,
Chartered Accountants
Firm Reg. No. 000511S



K. Jitendra Kumar

K. Jitendra Kumar
Partner

Membership No. 201825
UDIN: 20201825AAAAEH3874

Place :Chennai
Date : 14th September, 2020

Annexure 1:

List of companies consolidated in the PVP Ventures Limited

Name of the Entity	Relationship
PVP Corporate Parks Private Limited (PCPPL)	Wholly Owned Subsidiary
PVP Global Ventures Private Limited (PVGPL)	Wholly Owned Subsidiary
PVP Media Ventures Private Limited (PMVPL)	Wholly Owned Subsidiary
Safetrunk Services Private Limited (SSPL)	Wholly Owned Subsidiary
New Cyberabad City Projects Private Limited (NCCPPL)	Subsidiary
Picturehouse Media Limited (PHML)	Subsidiary
Adobe Realtors Private Limited (ARPL)	Step Down Wholly Owned Subsidiary
Arete Real Estate Developers private limited	Step Down Wholly Owned Subsidiary
Expressions Real Estates Private Limited	Step Down Wholly Owned Subsidiary
PVP Capital Limited (PCL)	Step Down Subsidiary
PVP Cinema Private Limited (PCPL)	Step Down Subsidiary