

# Digitising Innovation Maximising Reach



# WHAT LIES AHEAD...

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# Corporate Information

## BOARD OF DIRECTORS

**Mr. Sridhar Gorthi**  
DIN: 00035824  
*Chairman and Independent Director*

**Mr. Sasha Mirchandani**  
DIN: 01179921  
*Independent Director*

**Ms. Ameeta Parpia**  
DIN: 02654277  
*Independent Director*

**Mr. Akshay Raheja**  
DIN: 00288397  
*Non-Executive Director*

**Mr. Viren Raheja**  
DIN: 00037592  
*Non-Executive Director*

**Mr. Saurabh Sancheti**  
DIN: 08349457  
*Non-Executive Director*

**Mr. Anuj Jain**  
DIN: 08351295  
*Non-Executive Director*

**Ms. Geeta Fulwadaya**  
DIN: 03341926  
*Non-Executive Director*

## CHIEF EXECUTIVE OFFICER

**Mr. Tavinderjit Singh Panesar**

## CHIEF FINANCIAL OFFICER

**Mr. Sitendu Nagchaudhuri**

## HEAD CORPORATE LEGAL, COMPANY SECRETARY AND CHIEF COMPLIANCE OFFICER

**Mr. Ajay Singh**  
FCS No.: 5189

## REGISTERED OFFICE AND CORPORATE OFFICE

805/806, Windsor,  
8<sup>th</sup> Floor, Off CST Road  
Kalina, Santacruz (E),  
Mumbai - 400 098.  
Tel No.: (022) 40542500;  
Fax No.: (022) 40542700  
CIN: L64204MH1959PLC011421

## STATUTORY AUDITORS

Nayan Parikh & Co.,  
Chartered Accountants

## SECRETARIAL AUDITORS

Rathi and Associates,  
Company Secretaries

## COST AUDITORS

Ashok Agarwal & Co.,  
Cost Accountants

## INTERNAL AUDITORS

Group internal audit cell, co-sourced  
with professional firms of  
Chartered Accountants

## ADVOCATES AND SOLICITORS

Trilegal (Mumbai)  
S. Mahomedbhai & Co. (Mumbai)  
M/s. Dua Associates (Mumbai)

## BANKERS

Axis Bank Limited  
HDFC Bank Limited  
State Bank of India


## REGISTRAR AND TRANSFER AGENT

Link Intime India Private Limited  
C-101, 247 Park, LBS Marg,  
Vikhroli West, Mumbai - 400 083.  
Tel: (022) 49186000;  
Fax: (022) 49186060  
Website: [www.linkintime.co.in](http://www.linkintime.co.in)

# Digitising Innovation Maximising Reach

The exponential surge in the demand for seamless Broadband connectivity in India has sparked a remarkable wave of digital innovation, prompting the telecom industry to embrace breakthrough technologies driven by digitisation and automation. In response to these revolutionary changes, Hathway has taken proactive steps to enhance its digital capabilities and effectively connect with an expanding network of customers.





With dynamic agility, we have scaled our innovative product and service offerings to cater to the growing demand for uninterrupted 24x7 Broadband services. Simultaneously, we are diligently pushing forward with our innovation and automation initiatives to elevate our Cable Television (CATV) value proposition. These efforts are helping us position ourselves for the next phase of our journey.



**Our focus on digitising innovation is not only maximising our reach but also revolutionising the way we connect with customers, propelling us into a new era of seamless, unparalleled connectivity and enhanced value proposition.**



# Connect to the World of Hathway

Hathway Cable and Datacom Limited (Hathway, HCDL, Company) stands as a prominent player in India's corporate landscape, providing exceptional fixed-line Broadband service and Cable Television (CATV or Cable TV) services to millions of Indians. Backed by the visionary outlook of the Reliance Group, HCDL aspires to be a single point access provider, delivering a harmonious blend of information, entertainment and services to homes and workplaces.

**Hathway's exciting range of services brings several advantages to its customers, ensuring a superior and seamless experience.**



## UNINTERRUPTED CONNECTIVITY

As a leading fixed-line ISP in India, Hathway's focus on providing uninterrupted, high-speed internet connectivity ensures that customers can stay connected at all times, allowing them to stream content, work remotely, engage in online activities, and communicate effortlessly.



## EXTENSIVE NETWORK COVERAGE

Hathway's extensive network coverage ensures that customers can access high-quality and reliable internet services across a wide geographical area. Its fiber optic cable network facilitates faster and more stable connections, enabling smooth browsing, streaming, and online activities.



## ADVANCED TECHNOLOGICAL CAPABILITIES

Hathway's adoption of advanced technologies, such as GPON Fibre to the Home (FTTH), allows the customers to experience higher broadband speeds, supporting bandwidth-intensive activities like HD streaming, online gaming, and video conferencing. The utilisation of AI and ML-based VoiceBOT for interactive voice services enhances customer support and ensures a seamless customer service experience.



## COMPREHENSIVE CATV SERVICES

Hathway's CATV services, delivered through its subsidiary Hathway Digital Limited (HDL), offer a comprehensive range of channels and programming options. Customers can access a diverse selection of television content, including live broadcasts, movies, sports, and other entertainment genres, providing them with a satisfying viewing experience.

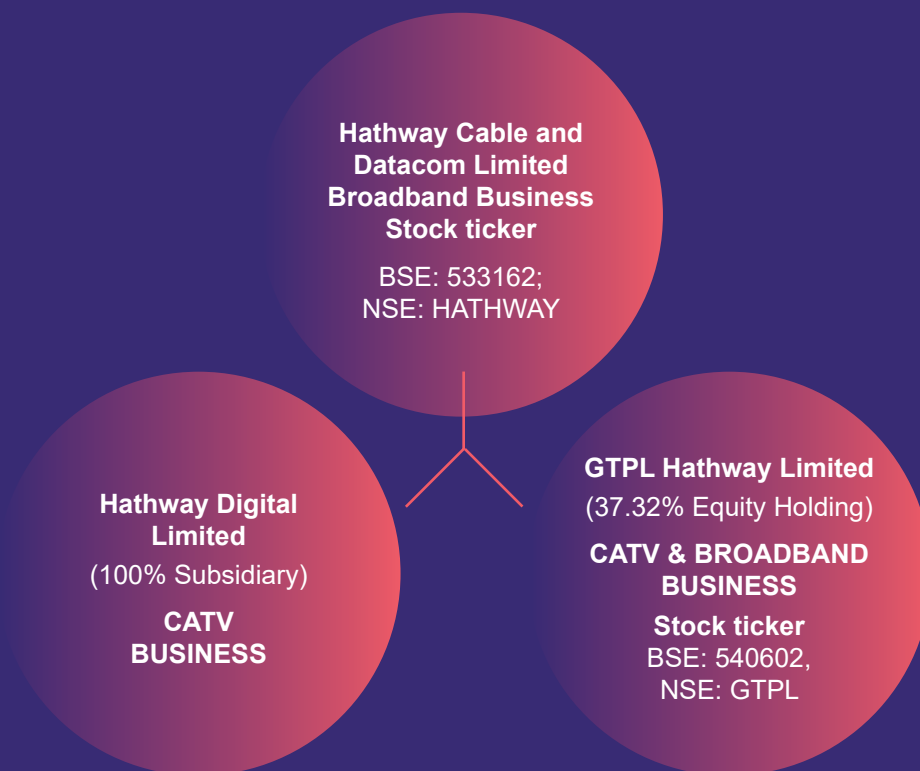


## DIVERSE ENTERTAINMENT OPTIONS

With Hathway's bouquet of OTT offerings, its Broadband customers have access to a wide range of entertainment options, including popular streaming platforms and digital content. This enables them to enjoy a rich and diversified entertainment experience comfortably.

# Our Corporate Structure

As a leading fixed-line premium Broadband Service Provider in India, HCDL offers uninterrupted, high-speed connectivity, ensuring reliable Broadband services for its expanding customer base. Through its wholly-owned subsidiary, Hathway Digital Limited (HDL), HCDL provides comprehensive CATV services, positioning itself as one of India's largest Multi-System Operators (MSOs). The Company also caters to a diverse range of customer preferences with its growing bouquet of OTT offerings. Additionally, the Company extends CATV and Broadband services in various parts of the country through its associate company, GPL Hathway Limited.



## OUR JOURNEY OF MANY FIRSTS

Hathway's ascent as a preferred Broadband and CATV service provider is fuelled by its trailblazing spirit and pioneering initiatives.

The Company prides itself on being the first MSO to provide Broadband service in the country.

In 2006, it spearheaded the launch of a digital platform. It also became the first MSO to introduce GPON Fibre to the Home (FTTH) service across major cities in India.

Hathway also blazed a trail by offering high-speed 100-500 Mbps plans using FTTH technology and 100 Mbps plans using Docsis 3.0 technology.

Innovations such as digital prepaid offerings and AI and ML-based VoiceBOT for interactive voice services have further cemented Hathway's position as a leader in the industry.

# Key Numbers that Define Us

## CATV

Served through  
Hathway Connect

**100% BASE**

Digital Headends

**7 HEADENDS**

Digital Cable Subscribers

**5.6 MILLION**

Fiber Cable Network

**31,000+ KMS.**

Online Collection

**96%**

## BROADBAND

Optic Fibre Cable Network

**73,000+ KMS.**

## GPON TECHNOLOGY

— Broadband  
speed up to 1 Gbps



# Harnessing our Robust Infrastructure

Underpinned by a robust foundation, Hathway thrives on its core strengths cultivated through decades of experience, expertise and excellence. The Company's key driving forces include a relentless focus on innovation, an experienced management team, professional workforce, technological prowess, customer-centricity, and end-to-end service offerings.

The exceptional value proposition we offer our customers is bolstered by a well-built infrastructure, developed with advanced technology and equipment from renowned vendors.

In its **ISP services**, the Company boasts of a huge fiber optic cable network, backed by high quality Network Operating Centre (NOC) and Gigabit Passive Optical Network (GPON) technology. We provide high-speed broadband connectivity by using a passive optical network architecture which is designed to deliver extensive data, voice and video services to our customers.

Our huge fiber optic cable network ensures that customers can access high-quality and reliable internet services across a wide geographical area. The network's capacity ensures improved streaming experience. As demand for high-speed

Broadband and digital services continue to grow, Hathway's infrastructure is well-equipped to handle the evolving needs.

Our **CATV services** offer high-quality digital entertainment through our nationwide network of Local Cable Operators (LCOs). Deploying our unique online portal for our LCO Partners - Hathway Connect, we serve our CATV subscribers with a portfolio of services, including easy installation, uninterrupted service, unmatched delivery and affordable packages. Our CATV services, enhance the viewing experience and provide greater flexibility and convenience for our subscribers.

Our technologically advanced set-top boxes give our customers access to a diverse selection of channels and programming options. Whether it is live broadcasts, movies, sports, or other entertainment genres, customers can enjoy a comprehensive range of television content.

Our CATV services go the extra mile to provide an immersive viewing experience by offering 16:9 widescreen viewing, resulting in five times sharper HD picture clarity. Furthermore, customers have access to a wide range of channels, including both satellite and local options. The CATV services feature 52 in-house channels with regional flavours, providing customers with a diverse selection of programming that reflects their unique preferences and interests.

# Innovating Future Technology Today

IMAGINE AN  
INTERCONNECTED  
SURVEILLANCE AND  
SECURITY SYSTEM  
COVERING 100  
HOUSES OR MORE  
IN AN APARTMENT  
COMPLEX THROUGH  
A SINGLE WIRE!  
THE FIBRE-BASED  
INTRANET COULD  
SOON MAKE  
THIS INCREDIBLE  
SCENARIO A REALITY.

The situation visualised above is just one small example of what digitisation and automation can do to the world of the Broadband. The possibilities are far bigger, and far more impactful than what we can possibly envisage today. The level of cohesiveness and integration it will drive in global communication is quite unimaginable. It will connect people like never before, bringing them closer and enabling a new level of collective progress. It will take communication to even the remotest of terrains, ensuring that every individual can experience the power of the Broadband, seamlessly and smoothly.

**At Hathway, too, the integration of new-age digital technology into our business operations is steering the growth and expansion of our Internet services. It is also enabling us to expand our offerings in the CATV segment.**

# Powering Ahead through Digital Innovation

Digitisation, when integrated with innovation, becomes a powerful tool for speedy and effective organisational growth. Our business strategy is powered by this belief, which steers our journey towards expansion and customer growth.

Though always central to our business strategy, digital innovation has now emerged as the primary driver of our business transformation post Covid, in alignment with the changing customer requirements. We are dedicated to continuously enrich customer experience through advanced technological interventions across our business segments. It is our sustained endeavour to strengthen our service proposition for both enterprise and retail clients with our digital innovation focus.

In the past two years, we have made significant strides in expanding our digital infrastructure to drive market share growth. The establishment of a comprehensive network connecting more than 250 new locations through IP links has been a major driver of this expansion. In the Cable TV business, we have executed comprehensive plans to procure and deploy a substantial number of set-top boxes, further bolstering our market share and positioning in the industry.



## INNOVATIONS IN BROADBAND

A slew of innovative measures has helped us expand our Broadband reach and network, enabling us to meet the changing demands of the consumers in the transforming market.

With the expansion of our FiberMAX Premium Broadband service, we are now delivering exceptional Broadband connectivity to a wider customer base in the cities of Pune, Indore, Hyderabad, Delhi & NCR, Bengaluru, Mumbai, Chennai, Surat, Kolkata, Aurangabad and Vellore. Our plan to progressively spread the network in other cities will further reinforce our strong edge in this segment.

The augmentation of our FTTH capacity has led to our consumers experiencing the benefits of our innovative offerings, powered by our enhanced network performance.

Further, keeping pace with the growing consumer demand for increased speeds and reliable connectivity at all times, we have scaled up our FiberMax technology to deliver to their needs more effectively.

## Maximising Hathway Broadband Service

At Hathway, continuous technical upgradation is no longer an option but an imperative for expanding our outreach to a large base of new-age customers. With our FiberMAX technology launched in FY 2021-22, we have taken a major leap in bringing fiber Broadband service to the next-generation users in several key cities of India.

This zero-lag fiber technology comes with multiple benefits, including high-speed Broadband access and unlimited data usage. It is affordable and easy to set up and use, and the free-to-use Dual Band Wi-Fi Router that comes with the new Broadband connection provides high-speed Broadband speed and reliability, and helps take gaming to the next level. "We always provision more bandwidth at backend than the speeds offered to enrich our customers' experience. We are the only player in the market to offer committed speed on Wi-Fi to each customer as per their chosen plan using the latest dual band Wi-Fi CPE."

## INNOVATIONS IN CABLE TELEVISION

The demand for rich, informative and entertaining content, delivered in the easy comfort of the customer's home, has witnessed an astonishing increase in recent years. At Hathway, we have successfully matched this trend through a continual scale-up of our CATV offerings. Our in-depth industry knowledge and consumer understanding have enabled us to intensify our thrust on the expansion and transformation of our cable TV network in the post-pandemic scenario.

**We significantly amplified our efforts over the past few quarters, through a range of impactful initiatives, driving progress and expanding our reach in the market. These initiatives included:**



### OTT apps through our new generation HD boxes

This unique feature allows millions of Hathway Cable TV customers to access OTT content without the need to purchase additional OTT boxes. This innovation provides a seamless and convenient viewing experience, enhancing the experience of our customers.



### TV Plug project

Aimed at providing reliable last-mile Cable TV connectivity by leveraging a Mobile Tower Network, we continue to test this technology which is sure to help us ensure uninterrupted and efficient cable TV services, reaching customers even in remote areas.



### Expanding our CATV reach

We successfully rolled out our services in even more towns and added more kilometres to our fiber network infrastructure. This expansion is helping us enhance our coverage, and enables us to provide high-quality Cable TV services to a broader customer base.

**These initiatives exemplify our commitment to innovation, customer satisfaction, and extending our market presence. They are continually augmenting our position as a leading provider in the industry.**

# Enhancing the Customer Journey

A SIMPLE VOICE COMMAND CAN SEARCH THE WEB OR PLAY YOUR FAVOURITE MUSIC WITHIN SECONDS. THE CLICK OF A BUTTON CAN MIRACULOUSLY HELP YOUR ROBOTIC VACUUMING EQUIPMENT TO CLEAR THE HOUSE IN A JIFFY. DIGITISED AND AUTOMATED VIRTUAL ASSISTANTS, SUCH AS ALEXA, GOOGLE AI AND SIRI ETC., ARE FAST BECOMING AN INTEGRAL PART OF OUR LIFE, HELPING TO MINIMISE EFFORTS AND SAVE TIME.



The capability of such virtual assistants (VAs), and the overall convenience they lend to humans, make them quite popular and in high demand. With AI skills to complement them, the VAs can now virtually do any realistic task without major human intervention - safely, securely and effortlessly.

**At Hathway, our intelligent virtual assistant, DIVA, has been helping enhance customer experience for our Broadband Customers for the past two years. Along with our digital platforms, such as Mobile App & Selfcare Portal, DIVA has been augmenting customer convenience and engagement. It has been helping the Company improve customer retention. The multi-tasking flexibility, the conversational ease, as well as the availability and accessibility of these digital services, has streamlined our customer service proposition manifold.**





## Broadband: Enhancing Customer Experience

In our pursuit to create a more interactive customer landscape, Hathway has placed a strong emphasis on leveraging technology and innovation to deliver exceptional Broadband services.

One notable advancement has been the implementation of an **AI & ML-based VoiceBOT** at our call centres, enabling seamless and efficient handling of interactive voice services. Besides streamlining customer interactions, this has facilitated quick issue resolution.

To further enhance customer support, our **ChatBOTS** are significantly helping improve the holistic customer experience. By enabling resolution of customer queries through web, app, and WhatsApp interfaces, we have successfully reduced the need for repeated interactions and ensured swift query resolution.

Our commitment to reducing customer wait time has led us to implement **Smart IVRs** at our call centres. This intelligent system has not only facilitated efficient issue resolution but also resulted in a substantial reduction in the volume of calls received during FY 2022-23 compared to the previous year.

Recognising the importance of empowering customers, we have made **DIY (Do It Yourself) videos** readily available. These informative videos, delivered through SMS, enable customers to troubleshoot and resolve issues independently, ensuring speedy resolution and minimising disruptions to their Broadband experience.

To optimise the Wi-Fi performance, we have implemented the **Band Steering** feature in our Dual Band ONUs. This technological advancement seamlessly directs devices to the most suitable frequency band, resulting in a superior Wi-Fi experience with enhanced connectivity with minimal interference.

As part of our commitment to innovation, the user-friendly **Hathway Broadband Mobile App** makes it easy and convenient for customers to access and manage their Broadband services.



**Our customer-centric technological advancements have not gone unnoticed, as evidenced by the notable increase in Customer Satisfaction Score (CSAT) year-on-year. Our initiatives, including the implementation of a next-generation customer authentication and rating system, underscore our commitment to delivering secure and reliable Broadband services.**



## Case Study 1

### Leveraging AI for Customer Service

Using NLP (Natural Language Processing) and ML (Machine Learning) aspects of AI, coupled with API integration with our OSS and BSS, has helped us create a VoiceBOT, which is available 24x7x365. It follows an intelligent way of handling customer queries, resolving them remotely on the call itself or else registering a complaint.

#### OUTCOME

- Improved troubleshooting, resulting in quick and effective resolution
- Lowered cost and better quality as compared with contact centre

## Case Study 2

### Advanced Devices for GPON Customers

The introduction of devices with advanced features and capabilities has helped us gain the trust of our customers. Our Broadband customers are being given these GPON devices (Customer Premise Equipment) with a promise of achieving 300 Mbps speed on Wi-Fi network. These devices are built with an intelligent feature called band steering, which ensures the optimum customer connectivity at all times, and will automatically switch between 5 Ghz and 2.4 Ghz Wi-Fi protocols for best speed and uninterrupted connectivity. This has played a pivotal role in enhancing network performance and addressing customer concerns. By adopting these advanced GPON devices, we have improved the reliability, capacity and overall browsing experience of our customers, leading to greater customer delight.

We will continue to invest in device and network enhancements and technologies to ensure that our customers receive the highest quality of service.

#### OUTCOME

- Reliable connectivity
- Seamless browsing experience

**By utilising innovative solutions, we have minimised complaints, provided efficient issue resolution, and fostered increased customer satisfaction, further cementing our position as a leader in delivering technologically advanced Broadband services.**

## CATV: Improving Service Experience

In the CATV segment, an increasing number of customers are now engaging with Hathway through digital platforms Mobile App and Selfcare Portal, which provide a smooth and hassle-free mechanism for raising queries, complaints and requests. This consumer-centric approach has boosted user engagement and improved the overall service experience.

HCDL has also leveraged automated multi-lingual technology at its call centres, facilitating easy grievance registration and redressal for customers. This streamlined process ensures prompt and efficient resolution of customer concerns, further enhancing the overall service experience.

Our customers have been empowered through the availability of online renewal facilities, allowing them to conveniently renew their subscriptions through digital platforms. This adds convenience and flexibility for customers, enabling them to manage their CATV services with ease.

Our 96% online collections underline the convenience we offer our customers to pay their bills and manage their accounts online. This feature saves time and effort, providing a seamless payment experience.



## Enhancing Customer Empowerment

To ensure greater customer delight, HCDL had rolled out next-generation High-Efficiency Video Coding (HEVC) HD boxes and OTT (Over-The-Top) Hybrid boxes, a first in the industry. These advanced set-top boxes offer innovative features that enhance the viewing experience. For instance, customers can now enjoy time-shift functionality, allowing them to watch one channel while simultaneously recording another. Additionally, the play-pause feature enables users to have control over live TV through trick play mode, enabling forward and rewind functionality.

The set-top boxes also offer regional language support in four languages, USB flash drive or hard disk support of up to 1 TB for PVR (Personal Video Recorder), Push VOD (Video on Demand) use cases, and the ability to map the TV remote to the set-top box remote for convenience.

Furthermore, HCDL provides a broadcast of popular radio channels, expanding the entertainment options available to customers.

**These initiatives have contributed to a more enriched CATV experience for customers. They demonstrate our commitment to enhancing customer gratification, and providing cutting-edge features and services to meet the evolving customer needs.**

## Transforming the Cable TV universe

With the initiation of a cable TV network transformation project, we have taken a major leap towards benchmarking our network to the highest telco standards. We aim to scale up the network through this project to the best-in-class telco touchstones in terms of uptime redundancies, resiliency, and proactive monitoring. We are investing in modern technologies like AI, ML apps and tools to stay connected with consumers at all times.

**Case Study 3****Dedicated channel for Korean content**

To bring the best of Korean entertainment to our valued viewers, we launched Kflicks, a dedicated channel for Korean content, last year. The content offered by this channel is tailored to the Tamil Nadu, Karnataka, Andhra Pradesh and Telangana markets. To effectively cater to the high demand for such content among the new generation of consumers and millennials, Kflicks features dubbed versions in Telugu and Kannada languages specifically for these regions. For other markets, subtitles are provided to ensure wider accessibility and viewership.

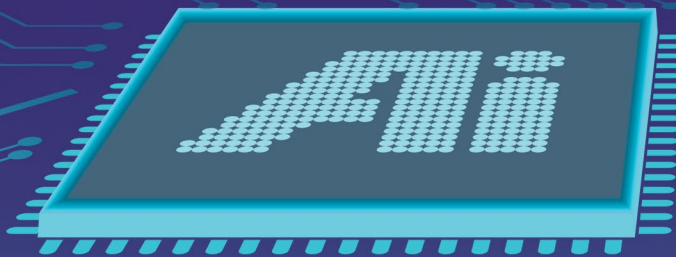
The introduction of Kflicks demonstrates our commitment to staying ahead of the evolving consumer preferences and providing content that resonates with our target audience. By offering Korean content with local language adaptations, we have successfully enhanced the viewing experience to meet the growing demand for diverse and engaging entertainment options.

The launch of Kflicks has further enriched our channel offerings and solidified our position as a leading provider of high-quality and culturally relevant content.



# Leveraging AI to Connect with the Future

THE WORLD IS EXPERIENCING THE FUTURE LIKE NEVER BEFORE. DRIVERLESS CARS AND TRAINS ARE COMPLETING TRANSFORMING THE FUTURE OF MOBILITY. COMBINING AUTOMATION WITH SENSORS, CAMERAS, RADARS ETC., THESE SELF-DRIVING VEHICLES (OR AUTONOMOUS VEHICLES) ARE MAKING DRIVING EFFORTLESS AND UNCOMPLICATED.



At the core of this fast-growing future trend is the use of Artificial Intelligence (AI), especially at the training stage. That's when convoluted neural networks help train the self-driving AI cars to move on autopilot, detect obstacles, negotiate all kinds of terrains and traffic situations and capture the destination. These AI-driven vehicles are adding a new level of ease to the monotonous task and stressful task of driving.

**Making life easier for our customers is also something we, at Hathway, are committed to doing. We are continuously investing in AI to enable our LCO partners to deliver seamlessly and expeditiously to customer needs. We are augmenting their digital strengths to make their customer engagement and service simpler and more impactful.**

# Using the Power of Digital to Amplify LCO Connect

At Hathway, we recognise the invaluable contribution of our partners and affiliates in our business ecosystem. We believe them to be the backbone of our operations, serving as the primary interface between the Company and its subscribers. The strong relationship we share with our affiliates has been instrumental in our success, enabling us to deliver high-quality digital entertainment services to millions of households across the country. We continue to take targeted initiatives to nurture and strengthen these relationships.





## STRENGTHENING THE LCO CONNECT

We have leveraged digital innovation for deepening our LCO connect, and supporting their customer engagement efforts. We have expanded our digital outreach to enhance the competencies and capabilities of the LCOs, and make their HCDL journey more empowering, exciting and exhilarating.

We are also continuing with our LCO-friendly schemes, offerings and campaigns to stay connected with them and to support their marketing efforts. We have added more stimulating features to our product packaging to differentiate and underline their USPs, thus helping our LCO partners reach out to the customers in a more impactful manner.



## LAUNCH OF POWER-PACKED LCO LIGHTHOUSE APP

To further strengthen our deep relationship with our affiliates, we launched a B2B engagement and awareness app specially designed for business partners during FY 2022-23. The app, aimed at enhancing LCO engagement and awareness, seeks to provide informative and engaging content to our community of affiliates. The ultimate goal is to enable them to serve customers better and contribute to the growth of the business.


The LCO LightHouse app incorporates a diverse range of modules, each tailored to deliver specific benefits and support to our business partners. Through these modules, we aim to:

- educate LCOs about LCO portal features,
- enhance their on-ground skills,
- offer troubleshooting assistance,
- facilitate direct interaction with our experts via live sessions,
- keep them abreast of industry updates,
- provide information related to broadcasters and their bouquets rates,
- encourage participation in exciting contests, and
- reward their dedication and commitment.

The LCO LightHouse app is a testimony to our unwavering commitment to building strong relationships with our affiliates. Through this powerful digital tool, we aim to amplify our connection, enhance awareness, and foster a culture of engagement and loyalty among LCOs. By empowering LCOs with the necessary knowledge, skills, and support, we believe that together, we can continue to provide unparalleled digital entertainment experiences to our valued customers.


# Catalysing Customer Interest through Innovative Campaigns

At Hathway, we believe digital innovation to be as critical to the marketing of our products and offerings as it is to lending them a differentiation. Our innovative marketing campaigns are designed to resonate with the customers' deep-rooted aspirations and demands. They are crafted to captivate customers and drive interest in Hathway services.




## BROADBAND FOR ALL YOUR NEEDS

Premium Speeds at Non-Premium Prices



Committed speed of  
**300 Mbps** on Wi-Fi




Attractive plans  
starting at **₹599\***



Same Upload and  
Download Speed

Same-day Installation\* • Immediate resolution with AI Chatbot



**Explore Premium OTT Plans  
@₹99\* per month**

# FREE

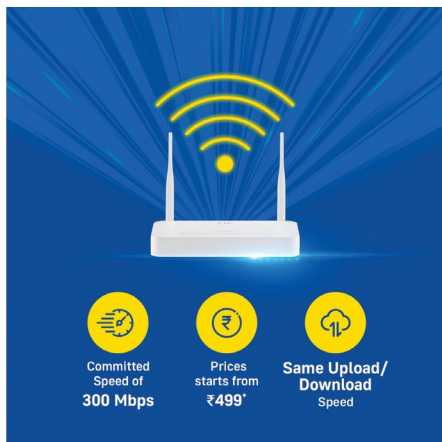
# INSTALLATION  
TO USE 5GHZ WI-FI ROUTER  
HOME VISITS

## CAPTIVATING CAMPAIGNS DRIVING TRACTION

Hathway Broadband has successfully distinguished itself over the years through its captivating marketing campaigns. The launch of our Monsoon Campaigns in multiple vernaculars created a buzz in the key markets during FY 2022-23. These campaigns translated into greater traction in terms of customer interest as well as conversion.

The campaigns were focussed on showcasing Hathway's blazing-fast Broadband speeds and reliability. Through attention-grabbing visuals and relatable scenarios, they emphasised the transformative power of uninterrupted connectivity, highlighting the ability of Hathway's services to enhance productivity, deliver exhilarating entertainment, and enrich the Broadband surfing experience of customers.

With our campaigns, we tried to convey the concept of limitless possibilities, positioning Hathway as an enabler of dreams and aspirations. Hathway aims to inspire its customers and instil confidence in their ability to reach new heights with the use of Broadband, as underscored through these campaigns.

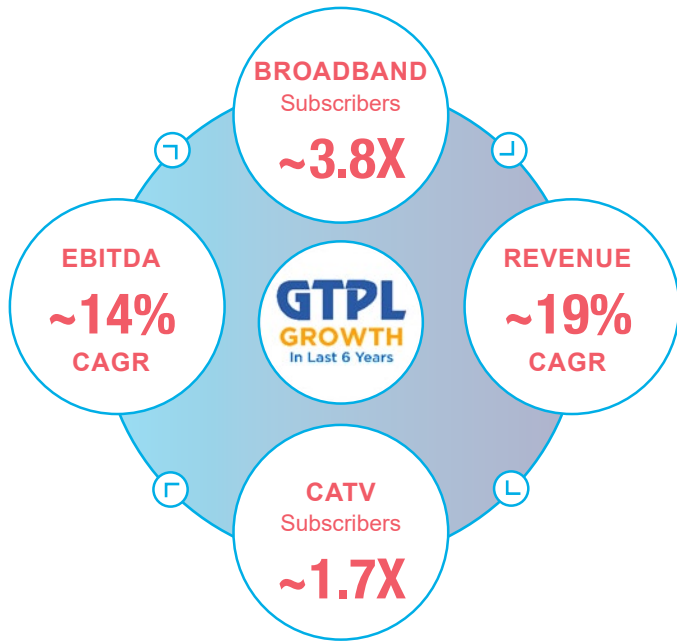


Hathway is committed to providing affordable Broadband solutions without compromising on quality. We believe that everyone deserves access to high-quality connectivity. Our goal is to break the barrier of affordability, and empower individuals and businesses to stay connected in an increasingly digital world. Our campaigns are designed to steer this goal through impactful messaging and exciting visuals.

# Mapping the GTPL Hathway Performance

GTPL Hathway Limited, in which Hathway holds 37.32% stake, is India's leading MSO. The Company has expanded its presence to 22 States and 1,400+ Towns, and has a dominant presence in the states of Gujarat, West Bengal, Maharashtra and Telangana. GTPL has emerged as the largest Broadband service provider in Gujarat with a strong 54% share through its subsidiary. The Broadband business has registered a 11% growth in its subscriber base in FY 2023 and is among the leading wireline Broadband service providers in India.





**97,000+** Kms  
Optical Fibre Cable - Owned

**5.30** Million  
Broadband Home-Pass

**1,400+**  
Towns of presence

**9,20,000**  
Active Broadband  
Subscribers

**22**  
States

**321** GB  
Data Consumption Per  
Subscriber Per Month

**8.95** Million  
Active Subscribers (CATV)

KEY PERFORMANCE INDICATORS

**₹10,982** Million

Market capitalisation as  
on March 31, 2023

**₹5,163** Million

EBITDA for FY 2022-23

**₹27,140** Million

Revenue for FY 2022-23

**₹1,145** Million

PAT for FY 2022-23

# NOTICE

**NOTICE is hereby given that the Sixty Third Annual General Meeting of the Company will be held on Tuesday, August 22, 2023 at 12:00 noon IST through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) to transact the following business:**

## ORDINARY BUSINESS:

1. To consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2023 and the report of Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolutions:**

a) **“RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

b) **“RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2023 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

2. To appoint Ms. Geeta Fulwadaya, who retires by rotation as Director and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

**“RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Ms. Geeta Fulwadaya (DIN: 03341926), who retires by rotation at this meeting, be and is hereby appointed as Non-Executive Director of the Company.”

## SPECIAL BUSINESS:

3. To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2024 and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** in accordance with the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration, as approved by the Board of Directors and set out in the Statement annexed to the Notice, to be paid to the Cost Auditors appointed by the Board of Directors, to conduct the audit of cost records of the Company for the financial year ending March 31, 2024, be and is hereby ratified.”

By Order of the Board of Directors

**Ajay Singh**

Head Corporate Legal, Company Secretary and  
Chief Compliance Officer  
FCS 5189

**Mumbai, April 17, 2023**

### Registered Office

805/806, Windsor, 8<sup>th</sup> Floor, Off CST Road,  
Kalina, Santacruz (East),  
Mumbai 400 098

CIN: L64204MH1959PLC011421

Tel No. 022 40542500, Fax: 022 40542700

Mail: [info@hathway.net](mailto:info@hathway.net)

Website: [www.hathway.com](http://www.hathway.com)

**NOTES:**

1. The Ministry of Corporate Affairs (“MCA”) has, vide its Circular No.10/2022, dated December 28, 2022 read together with circulars dated April 8, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 (collectively referred to as “MCA Circulars”), permitted convening the Annual General Meeting (“AGM/Meeting”) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), without the physical presence of the Members at a common venue. In accordance with the MCA circulars, provisions of the Companies Act, 2013 (“the Act”) read with Rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the AGM of the Company is being held through VC/ OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. A statement pursuant to Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM is annexed hereto.
3. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and such proxy need not be a member of the Company. Since this AGM is being held through VC/ OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.  
  
Since the AGM will be held through VC/OAVM, the Route Map of the venue of the AGM is not annexed hereto.
4. In terms of the provisions of Section 152 of the Act, Ms. Geeta Fulwadaya, Non-Executive Director of the Company, retires by rotation at the Meeting. The Nomination and Remuneration Committee and the Board of Directors of the Company recommended her re-appointment. Ms. Geeta Fulwadaya is interested in the ordinary resolution set out at Item No. 2, of the Notice with regard to her re-appointment. The relatives of Ms. Geeta Fulwadaya may be deemed to be interested in the resolution set out at Item No. 2 of the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item Nos. 1 to 2 of the Notice.

5. Details of Director retiring by rotation/seeking re-appointment at this AGM are provided in the “Annexure” to the notice.

**DISPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MODE:**

6. In compliance with the MCA Circulars and the Securities and Exchange Board of India (“SEBI”) Circulars dated January 05, 2023, Notice of the AGM along with the Annual Report 2022-23 is being sent through electronic mode to those members whose email address is registered with the Company/Share Transfer Agent / Depository Participants/Depositories. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company’s website at [www.hathway.com](http://www.hathway.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and on the website of KFin Technologies Limited (“KFinTech”) at <https://evoting.kfintech.com>.
7. For receiving all communication (including Annual Report) from the Company electronically:
  - a. Members holding shares in physical mode and who have not registered/ updated their email address may get their e-mail address registered with Link Intime India Private Limited (“RTA”), by submitting Form ISR-1 (available on the website of the Company: [www.hathway.com](http://www.hathway.com)) duly filled and signed along with requisite supporting documents to Link Intime India Private Limited at C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083.
  - b. Members holding shares in dematerialised mode are requested to register/ update their email address with the relevant Depository Participant with whom they maintain their account.

**PROCEDURE FOR JOINING THE AGM THROUGH VC/OAVM:**

8. The Company will provide VC/OAVM facility to its Members for participating at the AGM.
  - a. Members will be able to attend the AGM through VC/OAVM through Jio Meet by using their login credentials provided in the accompanying communication.

**Members are requested to follow the procedure given below:**

- i. Launch internet browser (Edge 80+, Firefox 78+, Chrome 83+, Safari 13+) by typing the URL: <https://t.jio/hathwayagm>
- ii. Select “Shareholders” option on the screen

- iii. Enter the login credentials

**User ID:** For demat shareholders: 16-digit DPID+Client ID is your User ID

(DP ID and Client ID to be typed continuously)

For e.g. IN12345612345678 (NSDL)

1402345612345678 (CDSL)

(Client ID is the last 8 digits of your demat account number as per your account statement / contract note / delivery instruction slip / email sent by the Company); or

For holders of shares in physical form: Your EVEN+Folio No. is your User ID (to be typed continuously)

**Password:** Enter your password for e-voting sent by the Company/KFinTech through e-mail.

- iv. After logging in, you will be directed to the AGM.

- b. Members who do not have or who have forgotten their User ID and Password, may obtain/generate/retrieve the same, for attending the AGM, by following the procedure given in the instruction at Note No. 17C. vii III.**

9. Members who would like to express their views or ask questions during the AGM may register themselves by logging on to <https://emeetings.kfintech.com> and clicking on the 'Speaker Registration' option available on the screen after log in. The Speaker Registration will be open during Thursday, August 17, 2023, to Friday, August 18, 2023. Only those members who are registered will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.
10. Members will be allowed to attend the AGM through VC/OAVM on first come first serve basis.
11. Facility to join the meeting shall be opened thirty minutes before the scheduled time of the AGM and shall be kept open throughout the proceedings of the AGM.
12. Members who need assistance before or during the AGM, can contact KFinTech on [evoting@kfintech.com](mailto:evoting@kfintech.com) or call on toll free number 1800-309-4001 (from 9:00 a.m. IST to 5:00 p.m. IST). Kindly quote your name, DP ID-Client ID/ Folio no. and E-voting Event Number ("Even") in all your communications.

13. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.

14. Institutional /Corporate Members (that is, other than Individuals, HUFs, NRIs, etc.) are required to send the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorised representative(s), to e-mail id: [js@rathiandassociates.com](mailto:js@rathiandassociates.com) with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com). Such authorisation shall contain necessary authority in favour of its authorised representative(s) to attend the AGM.

15. Members attending the AGM through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.

16. Members of the Company under the category of "Institutional Investors" are encouraged to attend and vote at the AGM.

#### **PROCEDURE FOR REMOTE E-VOTING AND E-VOTING AT THE AGM ("INSTA POLL"):**

##### **17. A. E-VOTING FACILITY:**

Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Act read with the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of SEBI Listing Regulations read with circular of SEBI on e-Voting Facility provided by Listed Entities, dated December 9, 2020, the Company is providing to its members facility to exercise their right to vote on resolutions proposed to be passed at AGM by electronic means ("**e-voting**"). Members may cast their votes remotely, using an electronic voting system on the dates mentioned herein below ("**remote e-voting**"). Further, the facility for voting through electronic voting system will also be made available at the Meeting ("**Insta Poll**") and members attending the Meeting who have not cast their vote(s) by remote e-voting will be able to vote at the Meeting through Insta Poll.

The Company has engaged the services of KFinTech as the agency to provide e-voting facility.

**The manner of voting, including voting remotely by (i) individual shareholders holding shares of the Company in demat mode, (ii) shareholders other than individuals holding shares of the Company in demat mode, (iii) shareholders holding shares of the Company in physical mode, and (iv) Members who have not registered their e-mail address is provided in the instructions given below.**





The remote e-voting facility will be available during the following voting period:

Commencement of remote e-voting	9:00 a.m. IST on Saturday, August 19, 2023
End of remote e-voting	5:00 p.m. IST on Monday, August 21, 2023

The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled by KFinTech upon expiry of the aforesaid period.

**Voting rights of a member/beneficial owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the cut-off date i.e. Tuesday, August 15, 2023 (“Cut-Off Date”).**

The Board of Directors of the Company has appointed Mr. Jayesh Shah (Membership No. FCS 2535) or failing him Mr. Himanshu Kamdar (Membership No. FCS 5171), Practicing Company Secretary, Partners-Rathi and Associates, Company Secretaries, as Scrutiniser to scrutinise the remote e-voting and Insta Poll process in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose.

#### **B. INFORMATION AND INSTRUCTIONS RELATING TO E-VOTING ARE AS UNDER:**

- i. **The members who have cast their vote(s) by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote(s) again at the Meeting.**
- ii. **Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.**
- iii. A member can opt for only single mode of voting i.e. through remote e-voting or Voting at the

Meeting (“Insta Poll”). If a Member casts vote(s) by both modes, then voting done through remote e-voting shall prevail and vote(s) cast at the Meeting shall be treated as “INVALID”.

- iv. **A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or for participation at the AGM and voting through Insta Poll. A person who is not a member as on the cut-off date, should treat the Notice for information purpose only.**
- v. The Company has opted to provide the same electronic voting system at the Meeting, as used during remote e-voting, and the said facility shall be operational till all the resolutions proposed in the Notice are considered and voted upon at the Meeting and may be used for voting only by the members holding shares as on the cut-off date who are attending the Meeting and who have not already cast their vote(s) through remote e-voting.

#### **C. REMOTE E-VOTING:**

- vi. **INFORMATION AND INSTRUCTIONS FOR REMOTE E-VOTING BY INDIVIDUAL SHAREHOLDERS HOLDING SHARES OF THE COMPANY IN DEMAT MODE:**

As per circular of SEBI on e-voting facility provided by listed entities, dated December 09, 2020, all “individual shareholders holding shares of the Company in demat mode” can cast their vote, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. The procedure to login and access remote e-voting, as devised by the Depositories/ Depository Participant(s), is given below:

## Procedure to login through websites of Depositories

National Securities Depository Limited (“NSDL”)	Central Depository Services (India) Limited (“CDSL”)
<p><b>1. Users already registered for IDeAS e-Services facility of NSDL may follow the following procedure:</b></p> <ul style="list-style-type: none"> <li>i. Type in the browser / Click on the following e-Services link: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>.</li> <li>ii. Click on the button “<b>Beneficial Owner</b>” available for login under ‘<b>IDeAS</b>’ section.</li> <li>iii. A new page will open. Enter your User ID and Password for accessing IDeAS.</li> <li>iv. On successful authentication, you will enter your IDeAS service login. Click on “<b>Access to e-Voting</b>” under <b>Value Added Services</b> on the panel available on the left hand side.</li> <li>v. You will see Company Name: “Hathway Cable and Datacom Limited” on the next screen. <b>Click on the e-Voting link available against Hathway Cable and Datacom Limited or select e-Voting service provider “KFinTech”</b> and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication.</li> </ul>	<p><b>1. Users already registered for Easi / Easiest facility of CDSL may follow the following procedure:</b></p> <ul style="list-style-type: none"> <li>i. Type in the browser / Click on any of the following links: <a href="https://web.cdslindia.com/myeasinew/home/login">https://web.cdslindia.com/myeasinew/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on <b>New System Myeasi / Login to My Easi option under Quick Login</b> (best operational in Internet Explorer 10 or above and Mozilla Firefox).</li> <li>ii. Enter your User ID and Password for accessing Easi / Easiest.</li> <li>iii. You will see Company Name: “Hathway Cable and Datacom Limited” on the next screen. <b>Click on the e-Voting link available against Hathway Cable and Datacom Limited or select e-Voting service provider “KFinTech”</b> and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication.</li> </ul>
<p><b>2. Users not registered for IDeAS e-Services facility of NSDL may follow the following procedure:</b></p> <ul style="list-style-type: none"> <li>i. To register, type in the browser / Click on the following e-Services link: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>.</li> <li>ii. Select option “<b>Register Online for IDeAS</b>” available on the left hand side of the page</li> <li>iii. Proceed to complete registration using your DP ID, Client ID, Mobile Number etc.</li> <li>iv. After successful registration, please follow steps given under Sr. No. 1 above to cast your vote.</li> </ul>	<p><b>2. Users not registered for Easi/Easiest facility of CDSL may follow the following procedure:</b></p> <ul style="list-style-type: none"> <li>i. To register, type in the browser / Click on the following link: <a href="https://web.cdslindia.com/myeasinew/Registration/EasiRegistration">https://web.cdslindia.com/myeasinew/Registration/EasiRegistration</a>.</li> <li>ii. Proceed to complete registration using your DP ID-Client ID (BO ID), etc.</li> <li>iii. After successful registration, please follow steps given under Sr. No. 1 above to cast your vote.</li> </ul>

National Securities Depository Limited (“NSDL”)	Central Depository Services (India) Limited (“CDSL”)
<p><b>3. Users may directly access the e-Voting module of NSDL as per the following procedure:</b></p>	<p><b>3. Users may directly access the e-Voting module of CDSL as per the following procedure:</b></p>
<p>i. Type in the browser / Click on the following link: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a>.</p>	<p>i. Type in the browser / Click on the following links: <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a>.</p>
<p>ii. Click on the button “<b>Login</b>” available under “<b>Shareholder/Member</b>” section.</p>	<p>ii. Provide Demat Account Number and PAN</p>
<p>iii. On the login page, enter User ID (that is, 16-character demat account number held with NSDL, starting with IN), Login Type, that is, through typing Password (in case you are registered on NSDL’s e-voting platform)/ through generation of OTP (in case your mobile/e-mail address is registered in your demat account) and Verification Code as shown on the screen.</p>	<p>iii. System will authenticate user by sending OTP on registered Mobile &amp; E-mail as recorded in the Demat Account.</p>
<p>iv. On successful authentication, you will enter the e-voting module of NSDL. Click on “<b>Active E-voting Cycles / VC or OAVMs</b>” option under E-voting. You will see Company Name: “Hathway Cable and Datacom Limited” on the next screen. <b>Click on the e-Voting link available against Hathway Cable and Datacom Limited or select e-Voting service provider “KFinTech”</b> and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication.</p>	<p>iv. On successful authentication, you will enter the e-voting module of CDSL. <b>Click on the e-Voting link available against Hathway Cable and Datacom Limited or select e-Voting service provider “KFinTech”</b> and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication.</p>

**Procedure to login through their demat accounts / Website of Depository Participant**

Individual shareholders holding shares of the Company in Demat mode can **access e-Voting facility provided by the Company using login credentials of their demat accounts** (online accounts) through their demat accounts / **websites of Depository Participants** registered with NSDL/CDSL. An option for “**e-Voting**” will be available once they have successfully logged-in through their respective logins. **Click on the option “e-Voting” and they will be redirected to e-Voting modules of NSDL/ CDSL (as may be applicable). Click on the e-Voting link available against Hathway Cable and Datacom Limited or select e-Voting service provider “KFinTech”** and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication.

**Members who are unable to retrieve User ID / Password are advised to use “Forgot User ID” / “Forgot Password” options available on the websites of Depositories / Depository Participants.**

**Contact details in case of any technical issue on NSDL Website**

Members facing any technical issue during login can contact NSDL helpdesk by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call at toll free nos.: 1800 1020 990 / 1800 22 44 30

**Contact details in case of any technical issue on CDSL Website**

Members facing any technical issue during login can contact CDSL helpdesk by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022- 23058738 or 022-23058542-43.

vii. **INFORMATION AND INSTRUCTIONS FOR REMOTE-VOTING BY (I) SHAREHOLDERS OTHER THAN INDIVIDUALS HOLDING SHARES OF THE COMPANY IN DEMAT MODE AND (II) ALL SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE**

**IA. In case member receives an e-mail from the Company/ KFinTech [for members whose e-mail address is registered with the Company/ Link Intime India Private Limited/ Depository Participant(s)]:**

- a. Launch internet browser by typing the URL: <https://evoting.kfintech.com>.
  - b. Enter the login credentials (**User ID and password given in the e-mail**). The E-Voting Event Number+Folio No. or DP ID Client ID will be your User ID. However, if you are already registered with KFinTech for e-voting, you can use the existing password for logging in. If required, please visit <https://evoting.kfintech.com> or contact toll-free number 1800-309-4001 (from 9:00 a.m. IST to 5:00 p.m. IST) for assistance on your existing password.
  - c. After entering these details appropriately, click on "LOGIN".
  - d. You will now reach Password Change Menu wherein you are required to mandatorily change your password upon logging in for the first time. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail address, 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.**
  - e. You need to login again with the new credentials.
  - f. On successful login, the system will prompt you to select the E-Voting Event Number (EVEN) for Hathway Cable and Datacom Limited.
  - g. On the voting page, enter the number of shares as on the cut-off date under either "FOR" or "AGAINST" or alternatively, you may partially enter any number under "FOR" / "AGAINST", but the total number under "FOR" / "AGAINST" taken together should not exceed your total shareholding as on the cut-off date. You may also choose to "ABSTAIN" and vote will not be counted under either head.
  - h. Members holding shares under multiple folios/demat accounts shall choose the voting process separately for each of the folios / demat accounts.
  - i. 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".
  - j. You may then cast your vote by selecting an appropriate option and click on "SUBMIT".
  - k. A confirmation box will be displayed. Click "OK" to confirm, else "CANCEL" to modify.
  - l. Once you confirm, you will not be allowed to modify your vote.
  - m. Institutional Members/ Corporate Members (i.e., other than Individuals, HUFs, NRIs, etc.) are also required to send legible scanned certified true copy (in PDF Format) of the Board Resolution/Power of Attorney/ Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutiniser at e-mail id: [js@rathianandassociates.com](mailto:js@rathianandassociates.com) with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com). Such authorization shall contain necessary authority for voting by its authorised representative(s). It is also requested to upload the same in the e-voting module in their login. The naming format of the aforesaid legible scanned document shall be "Corporate Name EVEN."
- IB. In case of a member whose e-mail address is not registered / updated with the Company/ Link Intime India Private Limited/Depository Participant(s), please follow the following steps to generate your login credentials:**
- a. The Members of the Company holding Equity Shares of the Company in physical Form and who have not registered/updated

their e-mail address with the Company/ Link Intime India Private Limited, may get their e-mail address registered, by submitting Form ISR-1 (available on the website of the Company: [www.hathway.com](http://www.hathway.com)) duly filled and signed along with requisite supporting documents to Link Intime India Private Limited at C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083.

**b. Members holding shares in dematerialised mode who have not registered their e-mail address with their Depository Participant(s) are requested to register/update their email address with the Depository Participant(s) with whom they maintain their demat accounts.**

- c. After due verification, KFinTech will forward your login credentials to your registered email address.
- d. Follow the instructions at I(A) (a) to (m) to cast your vote.

II. Members can also update their mobile number and e-mail ID in the “user profile details” in their e-voting login on <https://evoting.kfintech.com> which may be used for sending further communication(s).

III. **Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date/ any Member who has forgotten the User Id and Password, may obtain/generate/retrieve the same from KFinTech in the manner as mentioned below:**

- a. 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> 0000012

- b. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page

of <https://evoting.kfintech.com>, the member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.

- c. Member may call on KFinTech’s toll-free number 1800-309-4001 (from 9:00 a.m. IST to 5:00 p.m. IST)
- d. Member may send an e-mail request to [evoting@kfintech.com](mailto:evoting@kfintech.com). After due verification of the request, User ID and password will be sent to the member.
- e. If the member is already registered with KFinTech’s e-voting platform, then he/she/it can use his/her/its existing password for logging in.

IV. In case of any query pertaining to e-voting, members may refer to the “Help” and “FAQs” sections/ E-voting user manual available through a dropdown menu in the “Downloads” section of KFinTech’s website for e-voting: <https://evoting.kfintech.com> or contact KFinTech as per the details given under sub-point no. V below.

V. **Members are requested to note the following contact details for addressing e-voting grievances:**

Mr. S.V Raju, Deputy Vice President  
KFin Technologies Limited  
Selenium Tower B, Plot 31-32, Gachibowli,  
Financial District, Nanakramguda,  
Hyderabad 500 032, India  
Toll-free No.: 1800-309-4001  
(from 9:00 a.m. IST to 5:00 p.m. IST)  
E-mail: [evoting@kfintech.com](mailto:evoting@kfintech.com)

**D. INSTA POLL:**

**VI. INFORMATION AND INSTRUCTIONS FOR INSTA POLL:**

**Facility to vote through Insta Poll will be made available on the Meeting page (after you log into the Meeting) and will be activated once the Insta Poll is announced at the Meeting. An icon, “Vote”, will be available at the bottom left on the Meeting Screen. Once the voting at the Meeting is announced by the Chairman, Members who have not cast their vote using remote e-voting will be able to cast their vote by clicking on this icon.**

**E. E-VOTING RESULT:**

**VII.** The Scrutiniser will, after the conclusion of e-voting at the Meeting, scrutinise the votes cast at the Meeting (Insta Poll) and votes cast through remote e-voting, make a consolidated Scrutiniser's Report and submit the same to the Chairman. The result of e-voting, along with the consolidated Scrutiniser's Report, will be declared in accordance with the applicable provisions of SEBI Listing Regulations and will be placed on the website of the Company: [www.hathway.com](http://www.hathway.com) and on the website of KFinTech at: <https://evoting.kfintech.com>. The result will simultaneously be communicated to the Stock Exchanges. The result will also be displayed at the registered office of the Company.

**VIII.** Subject to receipt of requisite number of votes, the Resolutions proposed in the Notice shall be deemed to be passed on the date of the Meeting, i.e. Tuesday, August 22, 2023.

**IX.** In accordance with the MCA Circulars, the Company has made necessary arrangements for the members to register their e-mail address. (i) Members who have not registered their e-mail address are requested to register the same with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) Members holding shares in physical mode, who have not registered / updated their e-mail address with the Company, are requested to register / update their e-mail address by submitting Form ISR-1 (available on the website of the Company at [www.hathway.com](http://www.hathway.com)) duly filled and signed along with requisite supporting documents to Link Intime India Private Limited at C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400083.

**X.** Members are requested to carefully read all the Notes set out herein and in particular, instructions for joining the Meeting and manner of casting vote through remote e-voting or e-voting at the Meeting (Insta Poll).

**PROCEDURE FOR INSPECTION OF DOCUMENTS:**

18. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.

All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to [info@hathway.net](mailto:info@hathway.net)

19. Members seeking any information with regard to the accounts or any matter to be considered at the AGM, are requested to write to the Company on or before Friday, August 18, 2023 through email on [info@hathway.net](mailto:info@hathway.net). The same will be replied by the Company suitably.

**OTHER INFORMATION**

20. As mandated by the SEBI, Securities of the Company can be transferred/traded only in dematerialised form. Members holding shares in physical form are advised to avail of the facility of dematerialisation.

21. SEBI has vide Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 read with SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 3, 2021 and SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated December 14, 2021 ("SEBI Circulars") mandated furnishing of Permanent Account Number ('PAN'), KYC details viz. Contact Details (Postal Address, Mobile Number and E-mail), Bank Details, Nomination etc. by holders of physical securities. The Company/RTA has sent letters for furnishing the required details. Any Service request shall be entertained by Link Intime India Private Limited only upon registration of the PAN, KYC details and the nomination. Further, in absence of the above information on or after October 1, 2023, the folio(s) shall be frozen by Link Intime India Private Limited in compliance with the aforesaid SEBI Circulars. If the folio(s) continue to remain frozen as on December 31, 2025, the frozen folios shall be referred by Link Intime India Private Limited / Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002.

22. Members are requested to intimate/update changes, if any, in postal address, e-mail address, mobile number, PAN, nomination details, bank details such as name of the bank and branch, bank account number, IFS Code etc., as per instructions set out below:

(a) **Members holding the shares in electronic form should furnish the above details to their Depository Participant ("DP") in the prescribed form provided by the DP.**

(b) **Members holding the shares in physical form by submitting the forms given below with requisite supporting documents:**

Sr. No.	Particulars	Form
1.	Registration of PAN, postal address, e-mail address, mobile number, Bank Account Details or changes /update thereof	ISR-1
2.	Confirmation of Signature of shareholder by the Banker	ISR-2
3.	Registration of Nomination	SH-13
4.	Cancellation or Variation of Nomination	SH-14
5.	Declaration to opt out of Nomination	ISR-3

23. Members may note that the SEBI Listing Regulations mandates transfer, transmission and transposition of securities of listed companies held in physical form shall be effected only in demat mode. Further, SEBI vide its Circular No. SEBI/ HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated the listed companies to issue securities in dematerialised form only while processing service requests, viz., issue of duplicate securities certificate; claim from unclaimed suspense account / suspense escrow demat account; renewal/ exchange of securities certificate; endorsement; sub-division/ splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, members are requested to make service requests for issue of duplicate securities certificate; claim from unclaimed suspense account / suspense escrow demat account; renewal/ exchange of securities certificate etc., by submitting a duly filled and signed Form as the case may be, along with requisite supporting documents as per the requirement of the aforesaid circular.

The aforesaid forms can be downloaded from the Company's website at [www.hathway.com](http://www.hathway.com) and is also available on the website of Link Intime India Private Limited at <https://www.linkintime.co.in/>. For additional information, the

members may refer the shareholders' referencer uploaded on the Company's website at <https://www.hathway.com/About/Notices/ShareHoldersInformation>

All aforesaid documents/requests should be submitted to Link Intime India Private Limited, at the address mentioned below:

Mr. Satyan Desai, Associate Client Relations  
Link Intime India Private Limited  
C 101, 247 Park,  
L.B.S. Marg, Vikhroli (West),  
Mumbai - 400 083, India.  
Toll-free No.: 1800 1020 878  
E-mail: [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

24. The Shareholders' Referencer gives guidance on securities related matters and it is uploaded on the Company's website and can be accessed at link: <https://www.hathway.com/About/Notices/ShareHoldersInformation>.

By Order of the Board of Directors

**Ajay Singh**

Head Corporate Legal, Company Secretary and  
Chief Compliance Officer  
FCS 5189

**Mumbai, April 17, 2023**

**Registered Office**

805/806, Windsor, 8<sup>th</sup> Floor, Off CST Road,  
Kalina, Santacruz (East),  
Mumbai - 400 098  
CIN: L64204MH1959PLC011421  
Tel No. 022 40542500, Fax: 022 40542700  
Mail: [info@hathway.net](mailto:info@hathway.net)  
Website: [www.hathway.com](http://www.hathway.com)

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

The following Statement sets out all material facts relating to the Special Business mentioned in the Notice:

**Item No. 3**

The Board of Directors has, on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. Ashok Agarwal & Co. (Firm Registration No. 000510), as Cost Auditors to conduct the audit of the cost records of the Company, for the financial year ending March 31, 2024 and also approved the remuneration of Rs. 6,00,000/- (Rupees Six Lacs only) to be paid to the Cost Auditors.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board, has to be ratified by the members of the Company.

Accordingly, ratification by the members is sought for the remuneration payable to the Cost Auditors for the financial year ending March 31, 2024, by passing an Ordinary Resolution as set out at Item No. 3 of the Notice.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for ratification by the members.

By Order of the Board of Directors

**Ajay Singh**

Head Corporate Legal, Company Secretary and  
Chief Compliance Officer  
FCS 5189

**Mumbai, April 17, 2023**

**Registered Office**

805/806, Windsor, 8<sup>th</sup> Floor, Off CST Road,  
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CIN: L64204MH1959PLC011421  
Tel No. 022 40542500, Fax: 022 40542700  
Mail: [info@hathway.net](mailto:info@hathway.net)  
Website: [www.hathway.com](http://www.hathway.com)



**ANNEXURE TO THE NOTICE DATED APRIL 17, 2023****Details of Directors retiring by rotation/ seeking re-appointment at the meeting:**

<b>Name of Director</b>	<b>Ms. Geeta Fulwadaya</b>
Age	43
Nationality	Indian
Date of First Appointment on the Board	30/01/2019
Qualification	B Com, CS and LLB
Experience (including expertise in Specific Functional Area) / Brief resume	Extensive experience in the field of Corporate laws and allied matters.
Terms and Conditions of Re-appointment	In terms of Section 152(6) of the Act, Ms. Geeta Fulwadaya, who was appointed as a Non-executive Director at the Annual General Meeting held on July 31, 2019, is liable to retire by rotation.
Remuneration last drawn (FY 2022-23)	NIL However, sitting fees was paid for the Board Meetings attended by her.
Remuneration proposed to be paid	NIL Sitting fees to be paid for attending the Board or any other Committee Meeting as approved by the Board.
Number of shares held in the Company as on March 31, 2023	NIL
Disclosure of relationships between directors inter-se/ Key Managerial Personnel	Ms. Geeta Fulwadaya is not related, directly or indirectly, to any Directors/ Key Managerial Personnel of the Company.
Number of meetings of the Board attended during the financial year (2022-23)	Four
Names of listed entities in which the director holds the directorship and the membership of the Committees of the Board as on March 31, 2023	<p><b>Listed entities in which the director holds the directorship</b></p> <p>a) Hathway Cable and Datacom Limited</p> <p>b) Den Networks Limited</p> <p>c) Just Dial Limited</p> <p><b>Listed entities in which the director holds the membership of the Committees of the Board</b></p> <p><b>a) Hathway Cable and Datacom Limited</b></p> <p>i. Stakeholders' Relationship Committee-Member</p> <p>ii. Investment and Loan Committee-Member</p> <p>iii. Administrative-Cum-Regulatory Committee-Member</p> <p><b>b) Den Networks Limited</b></p> <p>Finance Committee-Member</p>
Listed entities from which the Director has resigned in the past three years	NIL

**Mumbai, April 17, 2023****Registered Office**

805/806, Windsor, 8<sup>th</sup> Floor, Off CST Road,  
Kalina, Santacruz (East),  
Mumbai 400 098

CIN: L64204MH1959PLC011421

Tel No. 022 40542500, Fax: 022 40542700

Mail: [info@hathway.net](mailto:info@hathway.net)

Website: [www.hathway.com](http://www.hathway.com)

# Board's Report

Dear Members,

The Board of Directors are pleased to present the Company's 63<sup>rd</sup> Annual Report and the Company's audited financial statement for the financial year ended March 31, 2023.

## 1. FINANCIAL RESULTS

The Company's financial performance (Standalone and Consolidated) for the year ended March 31, 2023 is summarized below:  
(₹ in crores)

	STANDALONE		CONSOLIDATED	
	2022-23	2021-22	2022-23	2021-22
<b>Revenue from Operations</b>	<b>638.72</b>	<b>621.94</b>	<b>1,858.44</b>	<b>1793.02</b>
<b>Other Income</b>	<b>65.97</b>	<b>50.81</b>	<b>100.55</b>	<b>77.42</b>
<b>Profit/(Loss) before Tax</b>	<b>88.84</b>	<b>70.04</b>	<b>90.44</b>	<b>156.13</b>
Less: Current Tax	-	-	-	0.01
Deferred Tax	24.42	22.88	25.07	25.77
<b>Profit/(Loss) for the year</b>	<b>64.42</b>	<b>47.16</b>	<b>65.37</b>	<b>130.35</b>
<b>Add: Other Comprehensive Income (OCI)</b>	<b>(3.02)</b>	<b>(0.09)</b>	<b>(7.29)</b>	<b>(1.45)</b>
<b>Total Comprehensive Income for the year</b>	<b>61.40</b>	<b>47.07</b>	<b>58.08</b>	<b>128.90</b>
<b>Add: Opening Balance in Retained Earnings and OCI (Adjusted)</b>	<b>(602.63)</b>	<b>(649.71)</b>	<b>(953.30)</b>	<b>(1081.98)</b>
Less: Appropriation	-	-	-	-
- General Reserve	-	-	-	-
<b>Closing Balance of Retained Earnings and OCI</b>	<b>(541.24)</b>	<b>(602.63)</b>	<b>(895.22)</b>	<b>(953.30)</b>

## 2. TRANSFER TO RESERVES

The Board of Directors of the Company have not transferred any amount to the Reserves for the year under review.

## 3. RESULTS OF OPERATIONS AND STATE OF COMPANY'S AFFAIRS

During the year under review, the total revenue from operations was ₹ 638.72 crores on standalone basis and ₹ 1,858.44 crores on consolidated basis as compared to the last year's revenue of ₹ 621.94 crores on standalone basis and ₹ 1793.02 crores on consolidated basis respectively. The post-tax profit of your Company was ₹ 64.42 crores on standalone basis and ₹ 65.37 crores on consolidated basis as compared to the last year's post-tax profit of ₹ 47.16 crores on standalone basis and ₹ 130.35 crores on consolidated basis respectively.

## 4. DETAILS OF MATERIAL CHANGES FROM THE END OF THE FINANCIAL YEAR TILL THE DATE OF THIS REPORT

No Material Changes have taken place from the end of the financial year till the date of this report.

## 5. DIVIDEND

The Board of Directors of the Company have not recommended any dividend on Equity Shares for the year under review. The Dividend Distribution Policy of the Company is put on the Company's website and can be accessed at <https://www.hathway.com/assets/pdf/Policies/Dividend%20Distribution%20Policy.pdf>.

## 6. MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis Report for the year under review, as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), is presented in a separate section, forming part of the Annual Report.

## 7. BUSINESS OPERATIONS/PERFORMANCE OF THE COMPANY AND ITS MAJOR SUBSIDIARIES

The developments in business operations/performance of the Company and its major subsidiaries consolidated with the Company are as below:

**A. Broadband Business**

During the year, the Company continued to focus on delighting its customers. GPON customers were offered with plans of 300 with a commitment that they would get the 300 Mbps speed on WiFi with our new high gain and long range Optical Network Terminal ("ONT") devices which work in both the WiFi bands of 2.4 Ghz and 5 Ghz. 5 Ghz band has less interference and is able to give 300 Mbps speed on the latest mobiles and laptops that support 802.11 ac WiFi protocol whereas 2.4 Ghz provides an extensive coverage in customer homes, so even if they are far from their WiFi device, they would still remain connected with the Band Steering feature that have been implemented in our Dual Band ONTs.

With the redundancy to 1<sup>st</sup> level splitter in many of the key Optical Line Transmission Equipment (OLTEs) we were able to offer reliable connectivity to our customers. Our technical complaint rate measured in terms of TT/1000 is at 74, with repeat complaints within 7 days at 4%. We are able to complete 84% of our installations within 48 hrs of the login of the order.

It is the endeavour of the Company to ensure that in the coming months our AI based ChatBOT and VoiceBOT should be able to address more than 50% of the customer queries in less than 2 minutes.

We are focused on improving our GPON offering in terms of quick installation and problem resolution.

During the year under review, the Broadband business revenue stood at ₹ 638.72 crores and the subscribers stood at 1.12Mn (Previous Years' Broadband business revenue stood at ₹ 621.94 crores and subscribers stood at 1.11 Mn).

**B. Cable Television Business:**

Hathway Digital Limited ("Hathway Digital"), a wholly owned subsidiary (material subsidiary) of the Company provides Cable Television Services on Pan India basis. During the year under review, Telecom Regulatory Authority of India "TRAI" came out with The Telecommunication (Broadcasting and Cable) Services (Eighth) (Addressable Systems) Tariff (Third Amendment) Order, 2022 (No. 4 of 2022) "New Tariff Order 3.0" effective from February 1, 2023. Though the date of implementation of New Tariff Order 3.0 was February 01, 2023, the tariff order could not be implemented on ground during the financial year, due to multiple litigation by Local Cable Operators Associations and Association of Multi System Operators, who were against any increase in the

subscriber price, which was bound to happen due to sharp increase in prices of Bouquets announced by various Broadcasters under New Tariff Order 3.0.

At the same time, Hathway Digital continued to work towards delighting its customers and took various new initiatives during the year for enhancing customer experience and provide better market offerings.

Some of the Key initiatives were:

- Continued to expand the Hathway Digital footprint through incremental infrastructure, enabling us to expand our market share. Hathway Digital connected 90 new locations with IP links and added ~1800kms of fiber network;
- Widen the bouquet of STBs that can be offered to Customers by Implementation of New CAS (Nagra Vision);
- Rolled out a new product/ Go To Market (GTM) strategy including new products and schemes to make Hathway infrastructure-ready to seize the benefit of the more conducive prevailing market;
- Hathway Digital was one of the few MSO which managed to hold ground and increase their base and market share in a situation where most of other MSOs were losing their base and share to Over the Top (OTT);
- Partnered with third party vendor to:
  - Enable QR Code on Electronic Programming Guides (EPG) for digital payments with credit going to LCOs Bank Account directly and providing instant activation;
  - Application Programming Interface (API) creation for enabling instant activation through any App that LCO may be currently using.

**8. CREDIT RATING**

During the year under review, the Company was not required to obtain any credit rating.

**9. CONSOLIDATED FINANCIAL STATEMENT**

In accordance with the provisions of the Companies Act, 2013 ("the Act") and SEBI (LODR) read with Ind AS-110 (Consolidated Financial Statement), Ind AS-28 (Investments in Associates and Joint Ventures), the consolidated audited financial statement forms part of the Annual Report.

## 10. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

During the year under review and till the date of this report, there was no Company which has become or ceased to be Subsidiary of the Company.

A statement providing details of performance and salient features of the financial statements of Subsidiary/ Associate/ Joint Venture companies, as per Section 129(3) of the Act is annexed herewith and marked as **Annexure I** to this report.

The audited financial statement including the consolidated financial statement of the Company and all other documents required to be attached thereto is available on the Company's website and can be accessed at <https://www.hathway.com/About/AnnualReport>.

The financial statements of the subsidiaries, as required, are put up on the Company's website and can be accessed at <https://www.hathway.com/About/Subsidiaries>.

The Board has approved and adopted the updated policy for determining Material Subsidiaries and the same is put up on the Company's website and can be accessed at <https://www.hathway.com/assets/pdf/Policies/Policy%20for%20determining%20Material%20Subsidiaries.pdf>.

Hathway Digital Limited is material Subsidiary of the Company as per the SEBI(LODR).

## 11. SECRETARIAL STANDARDS

The Company has followed the applicable Secretarial Standards i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively.

## 12. DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors state that:

- a) in the preparation of the annual accounts for the financial year ended March 31, 2023, the applicable accounting standards read with requirements set out under Schedule III to the Act have been followed and there were no material departures from the same;
- b) the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2023 and of the profit of the Company for the financial year ended on that date;
- c) the Directors have taken proper and sufficient care for the 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 fraud and other irregularities;
- d) the Directors have prepared the annual accounts on a 'going concern' basis;
- e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

## 13. CORPORATE GOVERNANCE

The Company is committed to maintain the highest standards of Corporate Governance and adhere to the Corporate Governance requirements set out by the Securities and Exchange Board of India ("SEBI").

The detailed Corporate Governance Report of the Company in pursuance of the SEBI (LODR) forms part of the Annual Report of the Company. The requisite Certificate from a Practicing Company Secretary confirming compliance with the conditions of Corporate Governance as stipulated under the SEBI (LODR) is enclosed to the Corporate Governance Report.

## 14. CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in its ordinary course of business and on an arm's length basis.

During the year, the Company had not entered into any contract/ arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions or which is required to be reported in Form No. AOC-2 in terms of Section 134(3)(h) read with Section 188 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

During the year under review, the Board has approved and adopted the updated Policy defining materiality of related party transactions, material modification in related party transactions and dealing with related party transactions and the same is put up on the Company's website and the same can be accessed at <https://www.hathway.com/assets/pdf/Policies/Related%20Party%20Transactions%20Policy.pdf>.

There were no materially significant related party transactions which could have potential conflict with interest of the Company at large.

Members may refer Note 4.11 to the Standalone Financial Statement which sets out related party disclosures pursuant to Ind AS.

## 15. CORPORATE SOCIAL RESPONSIBILITY

The Corporate Social Responsibility ("CSR") Committee's prime responsibility is to assist the Board in discharging its social responsibilities by way of formulating and monitoring implementation of the objectives set out in the 'Corporate Social Responsibility Policy' ("CSR Policy"). The CSR Policy of the Company, inter alia, covers CSR vision and objective and also provides for governance, implementation, monitoring and reporting framework.

The CSR Policy is put up on the Company's website and can be accessed at <https://www.hathway.com/assets/pdf/Policies/CSR%20Policy.pdf>. There has been no change in the policy during the year.

In terms of the CSR Policy, the focus areas of engagement shall be eradicating hunger, poverty, preventative health care, education, rural areas development, gender equality, empowerment of women, environmental sustainability and protection of national heritage, art and culture and other need based initiatives.

During the year under review, the Company has spent ₹ 2,19,54,000 (rounded off to nearest hundred) i.e. 2% of the average net profit of last three financial years on CSR activities.

The Annual Report on CSR activities as stipulated under the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed herewith and marked as **Annexure II** to this Report.

## 16. RISK MANAGEMENT

Hathway Cable and Datacom Limited ("the Company"), has adopted Risk Management Policy which is detailed and provides for exhaustive Risk Management framework which is applicable to its Subsidiaries and Joint Ventures. The Risk Management framework defines the risk management process which focuses on four key elements viz. Risk Identification, Risk assessment, Risk Management and Risk Monitoring. The Board of Directors of the Company is entrusted with the responsibility of overseeing effective implementation, monitoring of risk management plan and policy, continuous review and obtaining assurance from the management for timely identifying, managing and mitigating the emerging risk associated with the Company.

Further details on Risk Management activities are covered in Management Discussion and Analysis section, which forms part of the Annual Report.

## 17. INTERNAL FINANCIAL CONTROLS

The Company has established adequate internal financial controls commensurate with the size of the business and nature of its operations, designed to provide reasonable assurance with regard to the accuracy and completeness of the accounting records and timely preparation and provision of reliable financial statements.

The internal financial controls are embedded in the business processes. Assurance on the effectiveness of internal financial controls is obtained through management reviews, continuous monitoring by Functional Heads as well as sample testing of the internal financial control systems by the independent Auditors during the course of their audits.

Audit Committee reviews adequacy and effectiveness of Company's Internal Controls and implementation of audit recommendations on quarterly basis.

## 18. DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the provisions of the Act and the Articles of Association of the Company, Ms. Geeta Kalyandas Fulwadaya (DIN: 03341926), Director of the Company, retire by rotation at the ensuing Annual General Meeting. The Board of Directors on the recommendation of the Nomination and Remuneration Committee ("NRC") has recommended her re-appointment.

Mr. Rajan Gupta has resigned as Managing Director and Director of the Company w.e.f March 09, 2023 due to personal reasons.

Save and except aforementioned, there were no other changes in the Board of Directors and Key Managerial Personnel of the Company.

The Company has received declarations from all Independent Directors of the Company confirming that:

- (a) they meet the criteria of independence prescribed under the Act and SEBI (LODR); and
- (b) they have registered their names in the Independent Directors' Databank.

## 19. PERFORMANCE EVALUATION

The Company has a policy for performance evaluation of the Board, Committees and other individual Directors (including Independent Directors) which includes criteria for performance evaluation of Non-Executive Directors and Executive Directors.

In accordance with the manner of evaluation specified by the NRC, the Board carried out annual performance evaluation of the Board, its Committees and Individual Directors. The Independent Directors carried out annual performance evaluation of the Chairman, the non-independent directors

and the Board as a whole. The Chairman of the respective Committees shared the report on evaluation with the respective Committee members. The performance of each Committee was evaluated by the Board based on the report of evaluation received from the respective Committees. A consolidated report on performance evaluation was shared with the Chairman of the Board for his review and giving feedback to each Director.

## 20. AUDITORS AND AUDITORS' REPORT

### Statutory Auditors

During the year under review, M/s. Nayan Parikh & Co. Chartered Accountants (Firm Registration No.107023W) were reappointed as Statutory Auditors of the Company for second term of 5 (five) consecutive years, at the Sixty-Second Annual General Meeting of the Company held on June 28, 2022. The Statutory Auditors have confirmed their eligibility and qualifications required under the Act for holding office as Statutory Auditors of the Company.

The Auditor's Report does not contain any qualification, reservation, adverse remark or disclaimer. The Notes on financial statement referred to in the Auditor's Report are self-explanatory and do not call for any further comments.

### Secretarial Auditors

The Board of Directors of the Company had appointed M/s. Rathi & Associates, to conduct Secretarial Audit for the financial year 2022-23. The Secretarial Audit Report for the financial year ended March 31, 2023 is annexed herewith and marked as **Annexure III** to this Report.

The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

### Cost Auditors

The Board of Directors of the Company had appointed M/s. Ashok Agarwal & Co., Cost Accountants, as Cost Auditors of the Company for conducting the audit of the cost records relating to Broadband Operations of the Company for the financial year 2022-23 under Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014.

In accordance with the provisions of Section 148(1) of the Act, read with the Companies (Cost Records and Audit) Rules, 2014, the Company has maintained cost accounts and records.

## 21. DISCLOSURES

### Meetings of the Board

During the financial year ended March 31, 2023, 4 (four) Board Meetings were held. Further, details of the meetings of the Board and its Committees are given in the Corporate Governance Report, which forms part of the Annual Report.

### Audit Committee

The Audit Committee of the Company comprises Mr. Sridhar Gorthi (Chairman), Mr. Sasha Mirchandani,

Mr. Viren Raheja and Ms. Ameeta Parpia. During the year, all the recommendations made by the Audit Committee were accepted by the Board.

### Corporate Social Responsibility ("CSR") Committee

Pursuant to the resignation of Mr. Rajan Gupta as Managing Director and Director of the Company, the CSR Committee was reconstituted by the Board through Circular resolution dated April 07, 2023 and it comprises Mr. Viren Raheja (Chairman), Mr. Sridhar Gorthi and Mr. Saurabh Sancheti.

### Nomination and Remuneration Committee ("NRC")

The NRC comprises Mr. Sasha Mirchandani (Chairman), Mr. Sridhar Gorthi and Mr. Viren Raheja.

The Company has devised inter alia, following Policies namely (i) Policy for Selection of Directors and Determining Directors' Independence, (ii) Remuneration Policy for Directors, Key Managerial Personnel and Senior Management and (iii) Policy on Board Diversity. The Policies are available on the Company's website and can be accessed at: <https://www.hathway.com/assets/pdf/Policies/Policy%20for%20Selection%20of%20Directors.pdf>.

<https://www.hathway.com/assets/pdf/Policies/Remuneration%20Policy%20for%20Directors.pdf>.

<https://www.hathway.com/assets/pdf/Policies/Policy%20on%20Board%20Diversity.pdf>.

There has been no change in the policies during the year.

The aforesaid Policies set out the guiding principles for the NRC for identifying persons who are qualified to become Directors and to determine the independence of Directors, in case of their appointment as independent directors of the Company; recommending to the Board the remuneration of the directors, Key Managerial Personnel and Senior Management of the Company and the approach to diversity of the Board of the Company.

### Stakeholders Relationship Committee ("SRC")

Pursuant to the resignation of Mr. Rajan Gupta as Managing Director and Director of the Company, the SRC was reconstituted by the Board through Circular resolution dated April 07, 2023 and it comprises Ms. Ameeta Parpia (Chairperson), Mr. Viren Raheja and Ms. Geeta Fulwadaya.

### Risk Management Committee ("RMC")

Pursuant to the resignation of Mr. Rajan Gupta as Managing Director and Director of the Company, the RMC was reconstituted by the Board through Circular resolution dated April 07, 2023 and it comprises Ms. Ameeta Parpia (Chairperson), Mr. Sridhar Gorthi, Mr. Saurabh Sancheti and Mr. Ajay Singh.

## Business Responsibility and Sustainability Committee ("BRSC")

During the year under review, the Business Responsibility ("BR") Committee was renamed as Business Responsibility and Sustainability Committee ("BRSC").

Pursuant to the resignation of Mr. Rajan Gupta as Managing Director and Director of the Company, the BRSC was reconstituted by the Board through Circular resolution dated April 07, 2023 and it comprises Mr. Viren Raheja, who was designated as Chairman (earlier, he was Member) and Mr. Saurabh Sancheti.

As required under Regulation 34(2)(f) of SEBI (LODR), your Company has published the Business Responsibility and Sustainability Report on its website which can be accessed at [https://www.hathway.com/assets/pdf/Business%20Responsibility%20and%20Sustainability%20Report\\_2022-23.pdf](https://www.hathway.com/assets/pdf/Business%20Responsibility%20and%20Sustainability%20Report_2022-23.pdf).

The details of the dates of the meetings, attendance and terms of reference of the various Committees are disclosed in the Corporate Governance Report, which forms part of the Annual Report.

## 22. VIGIL MECHANISM

The Company promotes ethical behaviour in all its business activities. Towards this, the Company has adopted a Vigil Mechanism and Whistle Blower Policy. Protected disclosures can be made by a whistle blower through an e-mail or a letter to the Compliance Officer or to the Chairman of the Audit Committee. The Audit Committee also reviews complaints/issues (if any) raised through Vigil Mechanism or by any Whistle blower on a quarterly basis.

The Vigil Mechanism and Whistle Blower Policy is put up on the Company's website and can be accessed at <https://www.hathway.com/assets/pdf/Policies/Vigil%20Mechanism%20and%20Whistle-Blower%20Policy.pdf>.

During the year under review, the Company has received 2 (two) complaints which were duly investigated by the Chief of Internal Affairs and CHRO under the guidance of the Audit Committee and necessary actions were initiated pursuant to the investigations.

## 23. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED

The Company, being a Company providing Infrastructural facilities, is exempted from the provisions of Section 186 of the Act relating to loan and guarantee given, and security provided by the Company.

## 24. PREVENTION OF SEXUAL HARASSMENT AT WORK PLACE

In accordance with the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ("POSH Act") and Rules made thereunder, the Company has formed Internal Complaint Committee for various work places to address complaints pertaining to sexual harassment in accordance with the POSH Act. The Company has a policy for prevention of Sexual Harassment, which ensures a free and fair enquiry process with clear timelines for resolution. There were no cases/complaints filed during the year under POSH Act.

## 25. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under the Act, is annexed herewith and marked as **Annexure IV** to this Report.

## 26. ANNUAL RETURN

The Annual Return of the Company as on March 31, 2023 is available on the Company's website and can be accessed at [https://www.hathway.com/assets/pdf/Annual%20Return%20AGM\\_2023.pdf](https://www.hathway.com/assets/pdf/Annual%20Return%20AGM_2023.pdf)

## 27. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names of the top ten employees in terms of remuneration drawn and names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules forms part of this Report.

Disclosures relating to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 also forms part of this Report.

Having regard to the provisions of the second proviso to Section 136(1) of the Act and as advised, the Annual Report excluding the aforesaid information is being sent to the members of the Company. Any member interested in obtaining such information may write to the Company on email id [info@hathway.net](mailto:info@hathway.net).

**28. GENERAL**

The Board of Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions or applicability pertaining to these matters during the year under review:

- i) Details relating to deposits covered under Chapter V of the Act.
- ii) Issue of equity shares with differential rights as to dividend, voting or otherwise.
- iii) Issue of shares (including sweat equity shares and Employees' Stock Options Schemes) to employees of the Company under any scheme.
- iv) Significant or material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
- v) Fraud reported by the Auditors to the Audit Committee or the Board of Directors of the Company.
- vi) Scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
- vii) Payment of remuneration or commission from any of its holding or subsidiary companies to the Managing Director of the Company.
- viii) Change in the nature of business of the Company.
- ix) Instances of transferring the funds to the Investor Education and Protection Fund.
- x) Issue of debentures/bonds/warrants/any other convertible securities.
- xi) There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

xii) Instance of one-time settlement with any Bank or Financial Institution.

xiii) Statement of deviation or variation in connection with preferential issue.

**29. ACKNOWLEDGEMENT**

The Board of Directors wish to place on record their deep sense of appreciation for the committed services by the Company's Executives, Staff and Employees.

The Board of Directors would also like to express their sincere appreciation for the assistance and co-operation received from the Financial Institutions, Banks, Government Authorities, Customers, Vendors and Members during the year under review.

**For and on behalf of the Board**

**Viren Raheja**

Non-Executive Director  
DIN 00037592

**Saurabh Sancheti**

Non-Executive Director  
DIN 08349457

Place: Mumbai

Date: April 17, 2023

**Registered Office**

805/806, Windsor, 8<sup>th</sup> Floor, Off CST Road,

Kalina, Santacruz (East),

Mumbai 400 098

CIN: L64204MH1959PLC011421

Tel No. 022 40542500, Fax: 022 40542700

Mail: [info@hathway.net](mailto:info@hathway.net)

Website: [www.hathway.com](http://www.hathway.com)





## ANNEXURES TO THE DIRECTORS REPORT

Annexure I	Details of performance and salient features of the financial statements of Subsidiary/ Associate/ Joint Venture Companies
Annexure II	Annual Report on CSR Activities
Annexure III	Secretarial Audit Report
Annexure IV	Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo

## Annexure - I

AOC - I  
Part - ASTATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENTS OF SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES,  
PURSUANT TO SECTION 129 (3) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (ACCOUNTS) RULES, 2014Reporting period : 01/04/2022 to 31/03/2023 and Reporting Currency in INR  
(₹ In Crores unless Otherwise Stated)

Sr. No.	Name of the Subsidiary	Note	Date of Acquisition	Share Capital	Other Equity <sup>5</sup>	Total Assets	Total Liabilities	Investments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed Dividend	% of Shareholding
1	Channels India Network Private Limited		20/04/1995	0.09	(1.41)	0.02	1.34	-	-	-	-	-	NA	95.63%
2	Hathway Channel 5 Cable & Datacom Private Limited		07/04/1998	0.49	(0.17)	4.15	3.83	-	0.00 <sup>7</sup>	(0.00) <sup>7</sup>	-	(0.00) <sup>7</sup>	NA	51.00%
3	Chennai Cable Vision Network Private Limited		30/09/1999	0.18	(2.18)	0.00	2.00	-	-	-	-	-	NA	75.99%
4	Hathway Nashik Cable Network Private Limited		17/06/2000	0.05	(10.45)	0.00	10.40	-	-	-	-	-	NA	90.06%
5	Hathway Prime Cable & Datacom Private Limited		03/02/2006	0.45	(0.52)	0.23	0.31	-	0.00 <sup>7</sup>	-	-	-	NA	51.00%
6	Hathway Kokan Crystal Cable Network Limited	2	01/11/2011	3.15	(3.04)	0.12	0.01	-	3.65	1.81	1.84	(0.03)	NA	100.00%
7	Hathway Latur MCN Cable & Datacom Private Limited		15/01/2008	0.10	1.01	2.05	0.94	-	5.43	0.04	(0.14)	0.17	NA	51.00%
8	Hathway MCN Private Limited		01/06/2007	1.89	8.56	12.15	1.70	0.41	18.34	0.68	(0.64)	1.32	NA	51.00%
9	Hathway Sonali OM Crystal Cable Private Limited		01/06/2008	3.90	(1.94)	2.07	0.11	-	0.10	(0.56)	(0.00) <sup>7</sup>	(0.55)	NA	68.00%
10	Hathway ICE Television Private Limited		15/10/2007	0.20	(0.83)	1.02	1.66	-	-	(0.00) <sup>7</sup>	-	(0.00) <sup>7</sup>	NA	51.00%
11	Hathway Digital Limited		31/12/2007	355.73	1,240.74	1,976.65	380.17	2.46	1,259.92	(13.46)	(1.29)	(12.18)	NA	100.00%
12	Hathway Sai Star Cable & Datacom Private Limited		01/09/2008	0.16	24.33	38.51	14.01	-	33.52	(4.93)	-	(4.93)	NA	51.00%
13	Hathway Cable MCN Nanded Private Limited	1	17/06/2008	3.36	(1.69)	2.57	0.90	-	7.37	(0.28)	(0.36)	0.08	NA	45.05%
14	Hathway Mantra Cable & Datacom Limited		30/08/2008	0.01	(17.28)	9.03	26.30	-	9.83	(0.39)	-	(0.39)	NA	100.00%
15	Hathway Dattatray Cable Network Private Limited		13/05/2009	0.04	(0.77)	4.99	5.73	-	13.13	(0.88)	(0.00) <sup>7</sup>	(0.88)	NA	51.00%
16	Hathway Bhaskar CCN Multi Entertainment Private Limited	2	29/09/2011	0.51	(0.50)	0.12	0.11	-	0.19	(0.44)	-	(0.44)	NA	100.00%
17	Hathway Bhawani NDS Network Limited	3	13/10/2010	1.55	(1.15)	0.46	0.05	-	0.75	(0.13)	0.03	(0.16)	NA	26.32%
18	Elite Cable Network Private Limited		07/04/1998	0.06	(0.08)	-	0.02	-	-	-	-	-	NA	80.00%
19	Hathway Bhawani Cabletel & Datacom Limited	4	31/08/2009	8.10	(6.12)	2.81	0.83	0.40	3.12	0.34	0.09	0.25	NA	51.60%

## Notes

- Held through its subsidiary Hathway MCN Private Limited and has control over the composition of the Board of Directors.
- Held through wholly owned subsidiary Hathway Digital Limited
- Held through subsidiary Hathway Bhawani Cabletel & Datacom Limited
- Partly held directly by Hathway Cable and Datacom Limited and partly through its subsidiary Hathway Digital Limited
- Other Equity includes Reserves and Surplus
- Names of subsidiaries which are yet to commence operation  
NIL
- Amount less than ₹ 50,000/-

## AOC - I

## Part - B

## Statement Pursuant To section 129(3) of the Companies Act, 2013 Relating to Associate Companies and Joint Ventures

(₹ In Crores unless Otherwise Stated)

Sr. No.	Name of Associates/ Joint Ventures	GTPL Hathway Limited (f.k.a GTPL Hathway Private Limited)	Pan Cable Services Private Limited *	Hathway VCN Cablenet Private Limited	Hathway SS Cable & Datacom LLP
1	Latest Audited Balance Sheet	31 March 2023	31 March 2023	31 March 2023	31 March 2023
2	Date of Acquisition	12 October 2007	10 May 1995	18 March 2009	30 September 2012
3	Shares of Associate/Joint Ventures held by the Company on the year end				
	No.	41972694	10	12520	-
	Amount of Investment in Associates/Joint Venture	168.75	0.00 <sup>4</sup>	0.10	0.00 <sup>4</sup>
	Extent of Holding %	37.32%	33.33%	25.03%	51.00%
4	Description of how there is significant influence	By virtue of holding more than 20% of the total share capital of the Company.	The Holding Company by virtue of the Share Holding Agreement signed with JV Partners, has power to participate in the Operations and Financial activities of the Company	By virtue of control over composition of Board of Directors of the Company	By virtue of joint arrangement whereby the Company has joint control and has the rights to the net assets of the arrangement.
5	Reason why the Associate/Joint Venture is not Consolidated	NA	NA	NA	NA
6	Networth attributable to Shareholding as per latest audited Balance sheet	325.82	-0.21	-1.74	-0.75
7	Profit/Loss for the year				
	(i) Considered in Consolidation	42.71	0.00 <sup>4</sup>	0.00 <sup>4</sup>	-0.03
	(ii) Not Considered in Consolidation	NA	NA	NA	NA

## Notes:

- The investment in equity shares of Hathway Patiala Cable Private Limited was being classified as investment in Joint Venture. However, as the Management no longer intended to exercise its influence in operations of Hathway Patiala Cable Private Limited, such equity interest in Hathway Patiala Cable Private Limited was reclassified and measured as financial assets in terms of Ind AS 109 since financial year 2017-18
- Names of associates or joint ventures which are yet to commence operations  
- NIL
- Names of associates or joint ventures which have been liquidated or sold during the year  
- NIL
- Amount less than ₹ 50,000/-  
\* Dormant Company

For and on behalf of the Board

**Viren Raheja**Non-Executive Director  
DIN 00037592**Saurabh Sancheti**Non-Executive Director  
DIN 08349457**Ajay Singh**Head Corporate Legal,  
Company Secretary & Chief Compliance Officer  
FCS No. - 5189

Place: Mumbai

Date: April 17, 2023

**Annexure - II****ANNUAL REPORT ON CSR ACTIVITIES FOR THE FINANCIAL YEAR 2022-23****1. Brief outline of the Company's CSR Policy:**

Refer to the Section on Corporate Social Responsibility in the Board's report.

**2. Composition of the CSR Committee:**

Sl. No.	Name of the Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Viren Raheja	Chairman, Non-Executive Director	3	2
2.	*Mr. Rajan Gupta	Member, Managing Director		2
3.	Mr. Sridhar Gorthi	Member, Independent Director		3
4.	^Mr. Saurabh Sancheti	Member, Non-Executive Director		-

\*Resigned as Managing Director and Director with effect from the close of business hours on March 09, 2023.

^Appointed as Member dated April 07, 2023.

**3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:**

Composition of CSR Committee	<a href="https://www.hathway.com/assets/pdf/Notices/Compliances/Composition%20of%20the%20Committees%20of%20Board%20of%20Directors_07.04.2023.pdf">https://www.hathway.com/assets/pdf/Notices/Compliances/Composition%20of%20the%20Committees%20of%20Board%20of%20Directors_07.04.2023.pdf</a>
CSR Policy	<a href="https://www.hathway.com/assets/pdf/Policies/CSR Policy.pdf">https://www.hathway.com/assets/pdf/Policies/CSR Policy.pdf</a>
CSR projects approved by the Board	<a href="https://www.hathway.com/assets/pdf/Notices/Compliances/CSR%20approved%20Projects%20for%20FY%202022-23.pdf">https://www.hathway.com/assets/pdf/Notices/Compliances/CSR%20approved%20Projects%20for%20FY%202022-23.pdf</a>

**4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable:** Not Applicable for the financial year under review.

5. (a) Average net profit of the Company as per sub-section (5) of section 135: ₹ 1,09,76,97,308  
 (b) Two percent of average net profit of the Company as per sub-section (5) of section 135: ₹ 2,19,53,946  
 (c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years: Nil  
 (d) Amount required to be set-off for the financial year, if any: Nil  
 (e) Total CSR obligation for the financial year [(b)+(c)-(d)] : ₹ 2,19,53,946
6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹ 2,19,54,000  
 (b) Amount spent in Administrative Overheads: Not Applicable  
 (c) Amount spent on Impact Assessment, if applicable: Not Applicable  
 (d) Total amount spent for the Financial Year [(a)+(b)+(c)]: ₹ 2,19,54,000

**(e) CSR amount spent or unspent for the financial year:**

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
2,19,54,000		NIL		NIL	

**(f) Excess amount for set off, if any:**

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

**7. (a) Details of Unspent CSR amount for the preceding three financial years: Not Applicable**

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135(6) (in ₹)	Balance amount in Unspent CSR section 135(6) (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(5), if any.		Amount remaining to be spent in succeeding financial years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of transfer		
Not Applicable								

**8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:**

Yes  No

If Yes, enter the number of Capital assets created/ acquired: Not Applicable

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of Creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if Applicable	Name	Registered address
Not Applicable							

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/ Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

9. **Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135:** Not Applicable

For and on behalf of the Board

**Viren Raheja**

Chairman of the CSR Committee  
(Non-Executive Director)  
DIN 00037592

**Saurabh Sancheti**

Non-Executive Director  
DIN 08349457

Place: Mumbai

Date: April 17, 2023

**Registered Office**

805/806, Windsor, 8<sup>th</sup> Floor,

Off CST Road, Kalina, Santacruz (East),

Mumbai 400 098

CIN: L64204MH1959PLC011421

Tel No. 022 40542500, Fax: 022 40542700

Mail: [info@hathway.net](mailto:info@hathway.net)

Website: [www.hathway.com](http://www.hathway.com)

**Annexure - III****SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023**

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

To,  
The Members  
**HATHWAY CABLE AND DATACOM LIMITED**  
805/806, Windsor, 8<sup>th</sup> Floor,  
Off CST Road, Kalina,  
Santacruz (East), Mumbai – 400 098

Dear Sirs,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practices by Hathway Cable and Datacom Limited (hereinafter called "the Company"). The 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.

We have conducted online verification & examination of records, as facilitated by the Company, for purpose of issuing this report and 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 31<sup>st</sup> March, 2023, 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 Hathway Cable and Datacom Limited, for the financial year ended on March 31, 2023, according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable: -
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations"); and
- vi. Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") were not applicable to the Company under the said Financial Year under report: -
  - a) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
  - b) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
  - c) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
  - d) 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;
  - e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; and
  - f) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
- vii. Provisions of the Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of External Commercial Borrowings and Overseas Direct Investment were not attracted to the Company under the financial year under report.

We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws specifically applicable to the Company:

- a) Indian Wireless Telegraphy Act, 1933;
- b) Telecom Regulatory Authority of India Act, 1997;
- c) Indecent Representation of Women (Prohibition) Act, 1986; and
- d) Information Technology Act, 2000.

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India under the provisions of the Companies Act, 2013 and during the financial year under report, the Company has:

- generally complied with the provisions of the Secretarial Standards referred to above;
- complied with the provisions of the other applicable Acts, Rules, Regulations, Guidelines etc. mentioned above.

**We further report that:**

The Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors and Independent Directors including one-woman director in compliance with the provisions of the Companies Act, 2013. The changes in the composition of the Board of Directors took place during the period under report were carried out in compliance with the provisions of the Act.

Adequate Notice was given to all Directors to schedule the Board meetings and the agenda and detailed notes on agenda were sent atleast seven days in advance. Further, 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.

As per the minutes of the meetings, the decisions of the Board were taken unanimously.

None of the members have communicated dissenting views, in the matters / agenda proposed from time to time for consideration of the Board and its Committees thereof, during the year under the report, hence were not required to be captured and recorded as part of the minutes.

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

We further report that during the year under report, the Company has not undertaken any event/action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

**For RATHI & ASSOCIATES**  
Company Secretaries

**HIMANSHU S. KAMDAR**

Partner

M. NO. FCS: 5171

COP: 3030

UDIN: F005171E000119450

Peer Review Certificate No: 668/2020

Place: Mumbai

Date: April 17, 2023

Note: This report should be read with our letter of even date which is attached as Annexure and forms an integral part of this report.





## ANNEXURE TO THE SECRETARIAL AUDIT REPORT

To,  
The Board of Directors of  
**HATHWAY CABLE AND DATACOM LIMITED**  
805/806, Windsor, 8<sup>th</sup> Floor Off CST Road,  
Kalina, Santacruz (East),  
Mumbai – 400 098

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 that 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 with which the management has conducted the affairs of the company.

For **RATHI & ASSOCIATES**  
Company Secretaries

**HIMANSHU S. KAMDAR**

Partner

M. NO. FCS: 5171

COP: 3030

UDIN: F005171E000119450

Place: Mumbai

Date: April 17, 2023

Peer Review Certificate No.: 668/2020

**Annexure - IV****ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO****A. Conservation of Energy****(i) Steps taken for conservation of energy:**

During the year under review, the Company was not engaged in any manufacturing or processing activity. Considering the nature of the Company's business, there is no reporting to be made on conservation of energy in its operations.

Notwithstanding, the Company recognises the importance of energy conservation in reducing the adverse effects of global warming and climate change. The Company carries on its activities in an environmental friendly and energy efficient manner.

**(ii) Steps taken by the Company for utilizing alternate sources of energy:**

Nil

**(iii) The capital investment on energy conservation equipment:**

Nil

**B. Technology Absorption****(i) Major efforts made towards technology absorption:**

The Company has not entered into any technology agreement or collaborations.

**(ii) The benefits derived like product improvement, cost reduction, product development or import substitution:**

None

**(iii) Information regarding imported technology (Imported during last three years):**

The Company has not imported any technology during the last three years.

**(iv) Expenditure incurred on research and development:**

None

**C. Foreign Exchange Earnings and Outgo:**

Foreign Exchange earned in terms of actual inflows - NIL  
(Previous Year ₹ NIL)

Foreign Exchange outgo in terms of actual outflows - ₹ 6.01  
Crore (Previous Year ₹ 74.73 crore)

**For and on behalf of the Board**

**Viren Raheja**

Non-Executive Director  
DIN 00037592

**Saurabh Sancheti**

Non-Executive Director  
DIN 08349457

Place: Mumbai

Date: April 17, 2023

**Registered Office**

805/806, Windsor, 8<sup>th</sup> Floor, Off CST Road,  
Kalina, Santacruz (East),  
Mumbai 400 098

CIN: L64204MH1959PLC011421

Tel No. 022 40542500, Fax: 022 40542700

Mail: [info@hathway.net](mailto:info@hathway.net)

Website: [www.hathway.com](http://www.hathway.com)

# Management Discussion & Analysis

## GLOBAL ECONOMY OVERVIEW:

On the surface, the global economy appears poised for a gradual recovery from the powerful blows of the pandemic and of Russia's unprovoked war on Ukraine. China is rebounding strongly following the reopening of its economy. Supply-chain disruptions are unwinding, while the dislocations to energy and food markets caused by the war are receding. Simultaneously, the massive and synchronous tightening of monetary policy by most central banks should start to bear fruit, with inflation moving back toward its targets. As per latest forecast, global growth will bottom out at 2.8 percent this year before rising modestly to 3.0 percent in 2024. Global inflation will decrease, although more slowly than initially anticipated, from 8.7 percent in 2022 to 7.0 percent this year and 4.9 percent in 2024.

Notably, emerging market and developing economies are already powering ahead in many cases, with growth rates (Q4 Y-O-Y) jumping from 2.8 percent in 2022 to 4.5 percent this year. The slowdown is concentrated in advanced economies, especially the European Union area and the United Kingdom, where growth (also fourth quarter over fourth quarter) is expected to fall to 0.7 percent and -0.4 percent, respectively, this year before rebounding to 1.8 and 2.0 percent in 2024.

Inflation is much stickier than anticipated even a few months ago. While global inflation has declined, that reflects mostly the sharp reversal in energy and food prices. But core inflation, excluding the volatile energy and food components, has not yet peaked in many countries. It is expected to decline to 5.1 percent this year (fourth quarter over fourth quarter), a sizable upward revision of 0.6 percentage point from our January update, well above target.

Activity too shows signs of resilience as labour markets remain historically tight in most advanced economies. At this point in the tightening cycle, we would expect to see stronger signs of output and employment softening. Instead, both output and inflation estimates have been revised upward for the past two quarters, suggesting stronger-than-expected demand, which may require monetary policy to tighten further or to stay tighter for longer.

The stability of any financial system hinges on its ability to absorb losses without recourse to taxpayers' money. The financial instability last fall in the gilt market in the United Kingdom and the recent banking turbulence in the United States with the collapse of a few regional banks illustrate that significant vulnerabilities exist both among banks and nonbank financial institutions. In both cases the authorities took quick and strong action and have been able to contain the spread of the crisis so far (April 2023 Global Financial Stability Report). Yet the financial system may well be tested again.

With persistent downside risks, countries with weaker perceived fundamentals face the challenge of Investor concerns. A sharp tightening of global financial conditions—a “risk-off” shock—could have a dramatic impact on credit conditions and public finances especially in emerging market and developing economies, with large capital outflows, a sudden increase in risk premia, a dollar appreciation in a rush towards safety, and major declines in global activity amid lower confidence, household spending, and investment. In such a severe downside scenario, global GDP per capita could come close to falling—an outcome whose probability we estimate at about 15 percent.

We are therefore entering a perilous phase during which economic growth remains low by historical standards and financial risks have risen, yet inflation has not yet decisively turned the corner. More than ever, policymakers will need a steady hand and clear communication. The appropriate course of action is contingent on the state of the financial system.

As per the latest projections of IMF, an overall slowdown is indicated in medium-term growth forecasts. Five-year-ahead growth forecasts declined steadily from 4.6 percent in 2011 to 3.0 percent in 2023. Some of this decline reflects the growth slowdown of previously rapidly growing economies such as China and Korea.

Source: <https://www.imf.org/en/Publications>

## INDIAN ECONOMY OVERVIEW:

The Indian economy, however, appears to have moved on after its encounter with the pandemic, staging a full recovery in FY22 ahead of many nations and positioning itself to ascend to the pre-pandemic growth path in FY23. Yet in the current year, India has also faced the challenge of reining in inflation that the European strife accentuated. Measures taken by the government and RBI, along with the easing of global commodity prices, have finally managed to bring retail inflation below the RBI upper tolerance target in November 2022. However, the challenge of the depreciating rupee, although better performing than most other currencies, persists with the likelihood of further increases in policy rates by the US Fed.

Despite these, agencies worldwide continue to project India as the fastest-growing major economy at 6.5-7.0 per cent in FY23. These optimistic growth forecasts stem in part from the resilience of the Indian economy seen in the rebound of private consumption seamlessly replacing the export stimuli as the leading driver of growth. The uptick in private consumption has also given a boost to production activity resulting in an increase in capacity utilisation across sectors. The rebound in consumption was engineered by the near-universal vaccination

coverage that brought people back to the streets to spend on contact-based services, such as restaurants, hotels, shopping malls, and cinemas, among others. The world's second-largest vaccination drive involving more than 2 billion doses also served to lift consumer sentiments that may prolong the rebound in consumption. Vaccinations have facilitated the return of migrant workers to cities to work in construction sites as the rebound in consumption spilled over into the housing market. This is evident in the housing market witnessing a significant decline in inventory overhang to 33 months in Q3 of FY23 from 42 months last year.

The Capital Expenditure (Capex) of the central government, which increased by 63.4 per cent in the first eight months of FY23, was another growth driver of the Indian economy in the current year, crowding in the private Capex since the January-March quarter of 2022. On current trend, it appears that the full year's capital expenditure budget will be met. A much-improved financial health of well-capitalised public sector banks has positioned them better to increase the credit supply. The increase in the overall bank credit has also been influenced by the shift in borrower's funding choices from volatile bond markets, where yields have increased, and external commercial borrowings, where interest and hedging costs have increased, towards banks. If inflation declines in FY24 and if real cost of credit does not rise, then credit growth is likely to be brisk in FY24.

India's economic growth in FY23 has been principally led by private consumption and capital formation. It has helped generate employment as seen in the declining urban unemployment rate and in the faster net registration in Employee Provident Fund.

Global growth has been projected to decline in 2023 and is expected to remain generally subdued in the following years as well. The slowing demand will likely push down global

commodity prices and improve India's CAD in FY24. However, a downside risk to the Current Account Balance stems from a swift recovery driven mainly by domestic demand and, to a lesser extent, by exports.

#### Outlook Year 23-24:

India's recovery from the pandemic was relatively quick, and growth in the upcoming year will be supported by solid domestic demand and a pickup in capital investment. The current 22 Economic Survey 2022-23 growth trajectory will be supported by multiple structural changes that have been implemented over the past few years. The private sector – financial and non-financial – was repairing balance sheets, which led to a slowdown in capital formation in the previous decade. Budgeted capital expenditure rose 2.7x in the last seven years, from FY16 to FY23, re-invigorating the Capex cycle. Structural reforms such as the introduction of the Goods and Services Tax and the Insolvency and Bankruptcy Code enhanced the efficiency and transparency of the economy and ensured financial discipline and better compliance.

Source : <https://www.indiabudget.gov.in/economicsurvey>

#### INDIAN M&E SECTOR OVERVIEW:

The Indian M&E sector continued its strong growth trajectory. It grew by ₹ 348 billion (19.9%) to reach ₹ 2.1 trillion (US\$ 26.2 billion), 10% above its pre-pandemic 2019 levels. The Share of traditional media stood at 58% of M&E sector revenue in 2022 down from 71% in 2019

We expect the M&E sector to grow 11.5% in 2023 to reach ₹ 2.34 trillion (US\$ 29.2 billion), then grow at a CAGR of 10% to reach ₹ 2.83 trillion (US\$ 35.4 billion) by 2025

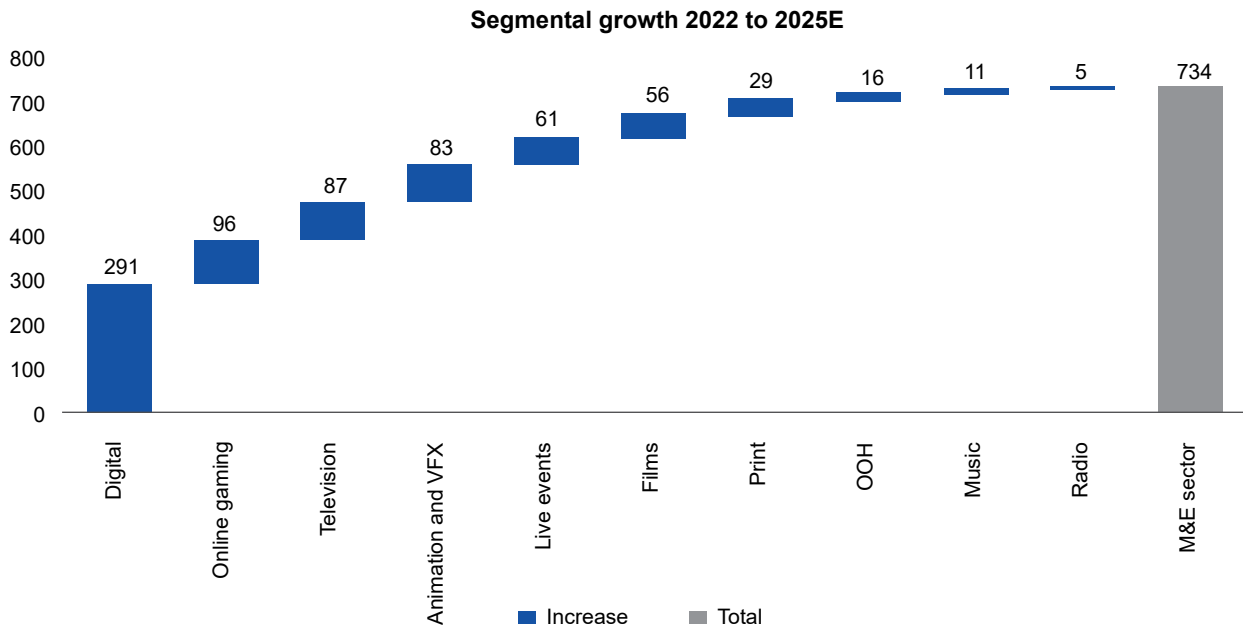
#### INDIAN M&E SECTOR GREW 20% IN 2022 TO REACH ₹ 2.1 TRILLION

	2019	2020	2021	2022	2023 E	2025 E	CAGR 2022-2025
Television	787	685	720	709	727	796	3.9%
Digital Media	308	326	439	571	671	862	14.7%
Print	296	190	227	250	262	279	3.7%
Filmed Entertainment	191	72	93	172	194	228	9.8%
Online Gaming	65	79	101	135	167	231	19.5%
Animation and VFX	95	53	83	107	133	190	21.1%
Live Events	83	27	32	73	95	134	22.2%
Out of Home Media	39	16	20	37	41	53	12.8%
Music	15	15	19	22	25	33	14.7%
Radio	31	14	16	21	22	26	7.5%
<b>Total</b>	<b>1910</b>	<b>1476</b>	<b>1750</b>	<b>2096</b>	<b>2339</b>	<b>2832</b>	<b>10.5%</b>

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

## M&E FUTURE OUTLOOK

Continuing the Growth Estimate for M&E sector will grow ₹ 734 Bn to reach ₹ 2.8 trillion in 2025



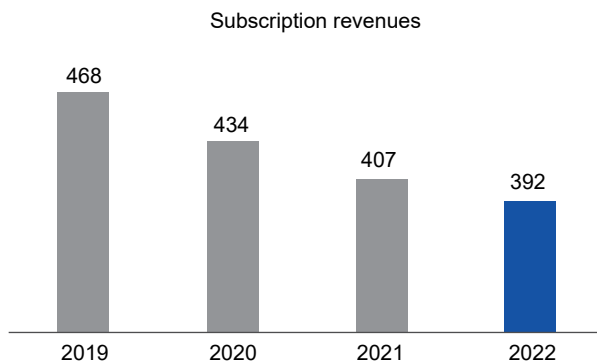
All figures are gross of taxes (₹ in billion) | EY estimates

### THE M&E SECTOR HAS BECOME MEDIUM AGNOSTIC

The M&E sector is projected to grow 10.5% in 2025 and add ₹ 734 Billion in three year, The key contributors to this growth will be digital, online gaming and television (together contributing to 65% of the growth), followed by animation and VFX (11%), live events (8%) and films (8%).

Video remained the largest earning segment in 2022, and despite resumption of normal life after the pandemic, held on to a 11% gain in revenue share since 2019.

### Distribution income continued to fall in 2022

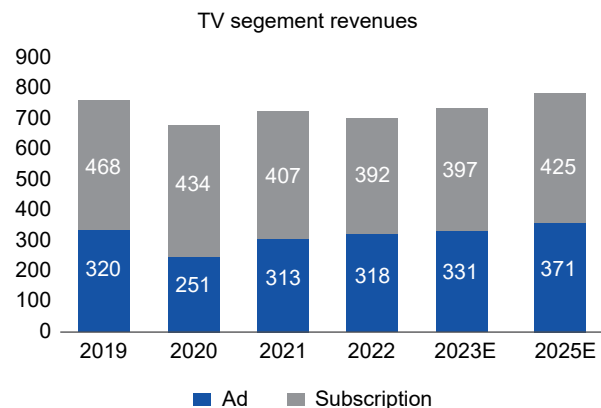


₹ billion (gross of taxes) | EY estimates

### TELEVISION

Television subscription revenues in India decreased 4% in 2022 due to a reduction in the paid subscriber base by around five million television homes, while ARPU remained stable as channel pricing was not increased during the year. The fall in pay television homes has been attributed to both cord-cutting at the top end as well as movement to free Television (DD FreeDish) at the bottom end of the customer pyramid.

### We expect television revenues to grow to ₹ 796 billion by 2025



₹ billion (gross of taxes) | EY estimates

**TV WILL REACH 200 MILLION HOMES BY 2025**

	2020	2021	2022	2025E
Pay TV (cable + DTH + HITS)	131	125	120	116
Free TV	40	43	45	50
<b>Unidirectional TV</b>	<b>171</b>	<b>168</b>	<b>165</b>	<b>166</b>
Connected TV (bi-directional)	5	10	15	40
<b>Total TV subscriptions</b>	<b>176</b>	<b>178</b>	<b>180</b>	<b>206</b>

EY estimates | millions of subscriptions

**Future outlook**

Subscription income is likely to see a 2.7% CAGR growth to reach ₹ 425 billion by 2025, on account of several conflicting factors:

There were 120 million active pay TV homes and 45 million free TV homes and average Time spent on linear television fell 7% in 2022 due to a fall in both Hindi and regional language viewership Smart TV sets, however, increased to 25 million though only 8 to 10 million connected to the internet daily. Total television screens (linear and bi-directional) are expected to reach 206 million by 2025 from 180 million today

However, the mix would be different We estimate that growth of overall television households shall be driven by connected TVs which could cross 40 million by 2025 and free television which could cross 50 million and Pay TV households are expected to decline by two million in 2023, before falling slowly to 116 million households by 2025

In addition, increased acceptance of permanent and temporary work-from-home culture has created a large “laptop audience” – possibly a reason why second TV sets are not getting reconnected, and a good case for parity-pricing between linear feeds on TV and on OTT

Subject to implementation of ad caps and regulatory restrictions on pricing, we expect pricing growth will be around half of inflation for subscription and inflationary for advertising, and hence television revenues will overall continue to grow to ₹ 796 billion by 2025

End-customer prices remained stable at an average of ₹ 223 per month (net of taxes), given that regulations prohibited pricing changes for a large part of the year

Industry discussions indicated that most consumers opted for packs created by the DPOs and LCOs with minimal customisation, however, periods of temporarily suspended connections increased marginally as alternate – and even free – entertainment options were available on mobile phones, which reduced the need to recharge in a timely manner

- Television households will grow from 176 million to 206 million by 2025E:
  - Growth in population will increase Indian households by nine million till 2025
  - Low entry barrier to consume free television
  - While 44% Indian sports fans watch live sports only on TV, a sizeable 36% are using both traditional and digital media to watch live sports, while the remaining 20% are watching exclusively on Digital
  - Strong performance of regional channels and sports on Free TV
  - State elections in 2023 and national elections in 2024
  - Distribution of free STBs (as envisaged by Prasar Bharati) and subsidised STBs by private players
  - Relative pricing of television to broadband remains — currently — much in favor of television
  - Availability of television sets for as low as ₹ 6,000
  - Growth of India's per capita income from approx. US\$ 2,500 today to US\$ 3,000 by 2025
- But active television homes will face downward pressures as well:
  - Continued movement of the pay TV base to OTT platforms as broadband and 5G penetration increase
  - Increased time spent on alternate platforms like YouTube, social media, and gaming platforms, which are vying for a share of free time
  - Inability to completely pass on inflationary pricing growth to end consumers in a falling market
  - Rise of a new sector to replace ad income lost from sectors such as gaming, crypto and betting
  - Free IPL on digital and its impact on TVs share of ad revenues from the property



44% Indian sports fans watch live sports only on TV, a sizeable 36% are using both traditional and digital media to watch live sports, while the remaining 20% are watching exclusively on Digital



## THE FUTURE OF TELEVISION:

Consumer segment	Video consumed via	2022	2025E
<b>Digital only</b>	SVOD	2	10
<b>Digital 1<sup>st</sup></b>	SVOD	45m SVOD	52 or 100+m SVOD
	Pay TV		
<b>TV 1<sup>st</sup></b>	AVOD	120m Pay TV	74 to 77
	Pay TV		
<b>Free consumers</b>	AVOD	45	50
	Pay TV		
		167m	176 to 179m
<b>TV dark</b>		152	149 to 152
<b>Total Indian households</b>		319	328

Millions of Indian households | EY estimates | SVOD includes AVOD

- **Digital only:** Consume content only on digital platforms, rarely access television
- **Digital 1<sup>st</sup>:** Consume pay TV and at least one paid OTT service
- **TV 1<sup>st</sup>:** Consume pay TV and generally only bundled/ free OTT content
- **Free consumers:** Consumer do not pay for content, either on TV or OTT
- **TV dark:** Consumer do not have access to large screen television but may have access to a smart or feature phone and consequently some households may access YouTube and AVOD platforms before TV Bi-directional television households will reach 52 million (or cross 100 million)

### Connected TV sets will exceed 40 million

- Smart connected TVs will exceed 40 million (daily active users) by 2025, thereby ending the monopoly of broadcasters on the large screen and leading to around 30% of content consumed on large screens to be social, gaming, digital, etc.
- The unified interface – whether on app, device or platform – will become the new landing page and earn placement and marketing revenues
- OTT aggregation will be a key driver of growth on CTV

### The 2 x 4 LCO model will be the de facto reach driver

- LCOs will rejuvenate their last-mile distribution businesses with digital offerings, and will drive connectivity for India, supported by larger telcos and ISPs
- The LCO will evolve to provide two wires into each home – a linear TV connection for live television and a broadband connection
- Last-mile digital services will include aggregation of content (across TV and OTT), data, smart home capabilities and community social interaction and news

## INDIAN BROADBAND INDUSTRY:

Subscriptions (In million)	Dec 2020	Dec 2021	Dec 2025 <sup>7</sup>
Wired broadband	22	26	32
Wireless broadband	725	766	800
<b>Total broadband</b>	<b>747</b>	<b>792</b>	<b>832</b>

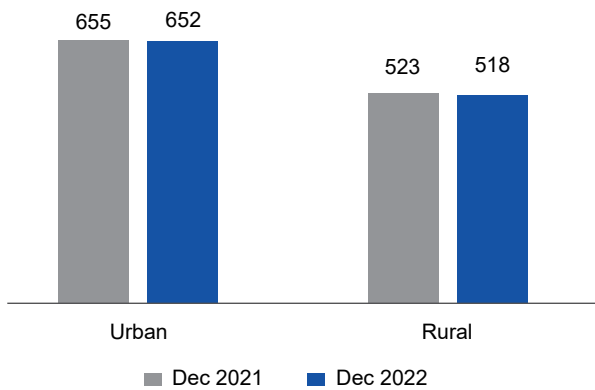
Internet Broadband penetration increased 4% to reach 832.0 million as on Dec 22, of which 800.0 million had broadband access Only 32.0 million Indian households had a wired broadband connection.

Wired Broadband reach to 32.0 Mn in Dec 22 has increased by 23% compared to the 26 Mn in Dec-21

With over 800 million broadband subscriptions, India has the second largest broadband subscriber base in the world, after China Currently, less than one in ten Indian households has a wired broadband connection Data published by Ookla in January 2023 it indicates that Indian consumers can expect to receive in 18.26 Mbps & 49.09 Mbps in Mobility and fixed line respectively.

Total telecom subscriptions were 1,170 million in December 2022 as compared to 1,178 million in December 2021 Urban subscriptions comprised 56% while rural subscriptions were 44%.

Telecom subscriptions

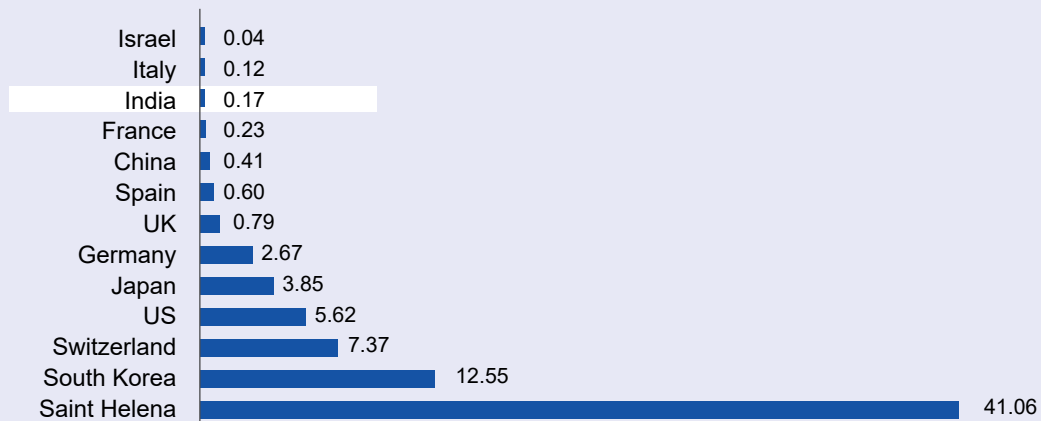


We also estimate the revenue will grow to ~ 860 Million at the CAGR 15% by 2025, driven by the various platform of revenue stream such as OTT, Digital advertisement, SME & E-commerce etc.

India's low data prices are the key reason for growing telecom internet user base, and consequently, the growth being witnessed across online entertainment, audio streaming, gaming, social media, etc.

Despite the low prices, there are still an estimated 300 million feature phone users who are yet to migrate to smartphones

Average cost of 1 GB of mobile date in 2022 (US\$)



**ONLINE CONSUMPTION INCREASED**

Indians spent 4.9 hours a day on their phones in 2022, aggregating 748 billion hours of consumption (second highest in the world) in 2022 which is increase by 6.8% hours compare to 2021.

Average time spent on social media by the Indians is around 82%

In India, average monthly mobile data usage per smartphone was 25GB per month in 2022, and this is set to increase at a CAGR of 14% to reach 54GB by 2028 Growth was driven by increased adoption of 4G and 5G, which grew to 74% of total subscriptions as compared. Average App download by an Indian is around 28.9 billion in 2022 a over a 8% growth in 2021

**COMPANY OVERVIEW**

Hathway Cable and Datacom Limited (the Company), a subsidiary of Reliance Group business conglomerate, is a vibrant Organisation engaged to provide fixed line through Fiber ISP and CATV services to millions of homes across the Pan India. As one

of the leading fixed line internet service providers in the country, HCDL provides uninterrupted and rapid-speed connectivity through its fast-growing ISP business along with OTT offering, The first Indian MSO to launch GPON FTTH and having 6.2 Mn Home passes and 1.12 Mn subscribers base, and approximately 72,000 Kms of Fiber Optic Cable covered Pan India to service the customers.

Hathway Digital Limited (HDL), a wholly owned subsidiary of HCDL, provides CATV services, which is one of India's largest Multi System Operators (MSOs), with 7+ main head ends and a network of approximately 31,000 Kms of Fiber Optic Cable providing cable services to 5.6 Mn viewers (including through its fellow subsidiaries & JV's) pan India and reach to 700+ towns and adjoining areas.

HCDL also delivers both CATV and Broadband services in certain parts of the country through its associate company, GTPL Hathway Limited.



## BROADBAND BUSINESS:

Broadband Customers (1.12 Mn wireline broadband subscribers as of 31<sup>st</sup> March, 2023) increasingly prefer wireline broadband as it allows online media consumption and seamless accessibility of data to multiple devices while at home. The broadband industry saw a significant surge in demand in many tier 2 and 3 towns as many professionals shifted base to their home towns. Online education also became a key growth driver for broadband in smaller cities.

The Company's focus on FTTH-led technology edge and improving consumer experience through enhanced digitisation and automation helped in increasing the FTTH consumer base by more than 20%. Through enabling consumers to handle multiple digital engagements from OTT consumption needs to office video calls and online demand from schools, FTTH consumers enjoying unlimited data, Average Usage per customer is ~ 300 GB p.m., with high traction in Southern InfoTech hubs. This shows the level of engagement of consumers with the Company network. With high-speed unlimited plans, while Company focused to provide uninterrupted service, it also started giving consumers dual band routers which allowed them to get consistent speed on multiple devices.

The average data usage per customer per month reached 300 GB in March 2023 exit which showed customers preference for watching online media.

Company is committed in providing exceptional customer service and has oriented a step further in this direction by focusing on AI driven automations which are resolving more than 50% customer queries in less than 2 minutes. Entire support function has been reoriented to provide within 4 hrs support to the customers and same day installation for new customers. This journey is continuing with re-engineering its customer front-end to make it technology-enabled, so as to drive operational efficiencies and strategic thrust on continuous innovation, in which lies a strong ambition to empower customers. The key innovation Initiatives taken during the year were as below :

- GPON customers are being committed of 300 Mbps speed on Wi-Fi on our 300 Mbps plans with our new high gain and long range ONT devices which work in both the Wi-Fi bands of 2.4 Ghz and 5 Ghz. 5 Ghz band has less interference and is able to give 300 Mbps speed on the latest mobiles and laptops that support 802.11 ac Wi-Fi protocol whereas 2.4 Ghz provides an extensive coverage in customer homes, so even if they are far from their Wi-Fi device, they will still remain connected with the Band Steering feature that we have implemented in our Dual Band ONTs.
- With the launch of Digital CAF which has built in Artificial Intelligence (AI) features of Aadhar based photo and address verification with the live photo of the subscriber, 50% of our new GPON customers are being connected and activated, the same day.

- 42% of the technical complaints including that of field pertaining to both network and customers are being resolved within 4 Hrs

During the year under review, the Broadband business revenue stood at ₹ 638.7 crores and the subscribers stood at 1.12Mn (Previous Years' Broadband business revenue stood at ₹ 621.9 crores and subscribers stood at 1.11 Mn).

## CABLE TELEVISION BUSINESS:

Hathway Digital Limited (HDL), a wholly owned subsidiary of the Company, provides Cable Television Services on Pan India basis. Post implementation of New Tariff Order (NTO), customers have the freedom to watch channels of their choice with best-in-class technology.

To enhance the systems capabilities using the technical feasibility and to delight customers, numerous initiatives were undertaken during the year, including :

- Continuous focus to expand network footprint through incremental infrastructure, enabling to expand HDL's market share. HDL connected ~ 75 new locations with IP links and added ~ 1,800 kms of fiber network;
- Product/GTM strategy including new products and schemes to make Hathway infrastructure-ready to seize the benefit of the more conducive prevailing market;
- Hathway was one of the few MSOs which managed to hold ground in a situation where most of other MSOs are losing their base and share to OTT
- New Initiatives and Partnered with third party vendors:
  - Enabling QR Code on EPG based digital payments with credit going to LCOs Bank Account directly and providing instant activation
  - API creation for enabling instant activation through any App that LCO may be currently using Next generation HEVC HD box and OTT hybrid box were launched during the year to give Cable Television Customers enhanced viewing experience
- Online renewal facility to empower customers by giving them the freedom to renew their packages at the click of a button through MyJio App, at their own convenient time and place
- Leveraging platforms like WhatsApp for continuous customer engagement

## FINANCIALS REVIEW:

Standalone Operating Gross Revenue stood at ₹ 638.7 Cr. compared to previous year ₹ 621.9 Cr. Total Comprehensive Income stands at ₹ 61.4 Cr (P.Y. ₹ 47.1 Cr)

Consolidated Gross Revenue stand at ₹ 1,858.4 Cr compared to previous year ₹ 1,793.0 Cr and Total Comprehensive profit stand at ₹ 58.1 Cr. (P.Y. ₹ 128.9 Cr)

	₹ Crs.		
<b>Stand Alone</b>	<b>FY23</b>	<b>FY22</b>	<b>Growth%</b>
Operating Revenue	638.7	621.9	3%
Operating EBITDA	194.8	195.4	0%
EBITDA Margin %	31%	31%	-1%
Total comprehensive income for the Year	61.4	47.1	30%
<b>Consolidated</b>	<b>FY23</b>	<b>FY22</b>	<b>Growth%</b>
Operating Revenue	1,858.4	1,793.0	4%
Operating EBITDA	315.4	393.4	-20%
EBITDA Margin %	17%	22%	-5%
<b>Total comprehensive income for the Year</b>	<b>58.1</b>	<b>128.9</b>	<b>-55%</b>

## RATIO ANALYSIS

Sr. No.	Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022	Variance	Remark
1.	Current Ratio	3.00	2.33	29%	Movement from non current investment and other non current financial assets to cash & cash equivalents and current investment
2.	Debt-Equity Ratio	0.00	0.00	-	
3.	Debt Service Coverage Ratio	NA	NA	NA	The Company is Debt-free through the current and previous F.Y.
4.	Inventory Turnover Ratio	NA	NA	NA	
5.	Trade Receivables Turnover Ratio	18.82	61.89	-70%	Trade Receivables Turnover Ratio decreased due to Increase in Average Trade Receivables
6.	Operating Profit Margin	17%	22%	-23%	Reduction in Operating Profit on account of reduction in Revenue and increase in Operations Cost
7.	Net Profit Ratio	0.04	0.07	-52%	Reduction in Net Profit on account of reduction in Revenue and increase in Operations Cost
8.	Return on Capital Employed (Excluding Working Capital Financing)	-0.01	0.00	-	

The Company has 349 & 277 employees on roll in the Company & HDL respectively as at 31<sup>st</sup> March 2023.

## DISCLOSURE OF INTERNAL FINANCIAL CONTROLS:

Hathway's internal controls are commensurate with its size and the nature of its operations. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorised use, executing transactions with proper authorisation and ensuring compliance of corporate policies. Hathway has a well-defined delegation of power with authority limits for approving revenue as well as expenditure. Hathway uses a state-of-the-art enterprise resource planning (ERP) system to record data for accounting and management information purposes and connects to different locations for efficient exchange of information. Entity Level Control framework document has been documented. The documentation of process maps and key controls has been completed during previous financial year for all material operating processes. It has continued its efforts to align all its processes and controls with global best practices.

Detailed reviews are conducted on a periodic basis to evaluate the design, adequacy and operating effectiveness of the Internal Financial Controls of the Company. Management testing has been conducted on a sample basis for Revenue, Expenses & payables, Fixed Assets, Inventory, Compliance, Related Party, Borrowings, Consolidation, Contingent Liability, Loans and Advances, Cash management, Current investment, Forex exposure and hedging, Finalisation, Retirement benefits and remedial actions have been taken or agreed upon with a finite closure date where control improvement areas were identified.

Based on the above, the Management believes that adequate Internal Financial Controls exist in relation to its Financial Statements.

## SWOT ANALYSIS

Strengths	Challenges
<p><b>Broadband:</b></p> <ul style="list-style-type: none"> <li>• First MSO to Launch GPON with assured speed of 300 Mbps and above on Wi-Fi</li> <li>• Highly engaged customer base with Average data consumption 300 Gb per subscriber per month</li> <li>• First ISP Company to provide VoiceBOT, an Artificial Intelligence (AI) and Machine Learning (ML) applications &amp; tools, for handling interactive Voice Services</li> <li>• Smart IVR system at call centers, which further strengthened First Time Response (FTR)</li> </ul> <p><b>Cable:</b></p> <ul style="list-style-type: none"> <li>• 5.6 Million digital subscribers base; Offers its cable television services across 700+ towns, operating in pan India regions</li> <li>• Next generation best in industry HD Set top box</li> <li>• Enhanced system and technical capabilities based on JIO fibre backend support to meet customer expectations for best in class TV viewing experience</li> <li>• Encouraging LCO's to empower their customers with online renewal facility</li> <li>• Provision of Mobile Apps and Portals to our customers and LCOs</li> <li>• Rolled out a new product/GTM strategy to make Hathway infrastructure-ready to seize the benefit of the more conducive prevailing market. We are in the process of rolling out new plans</li> </ul>	<p><b>Broadband:</b></p> <ul style="list-style-type: none"> <li>• To retain Lower GB usage customers as they can manage their usage from mobility at lower price</li> <li>• Aggressive pricing plan from competition impeding ARPU Growth</li> </ul> <p><b>Cable:</b></p> <ul style="list-style-type: none"> <li>• Lower paying capacity of consumers and poor infrastructure in Phase 3 and 4 markets</li> <li>• Revenue sharing with LCOs making it difficult to compete with DTH</li> <li>• Continued movement of the pay TV base to free TV (at the lower end) and OTT platforms at the upper end</li> <li>• Economic slow down during covid impacting renewal of multiple TV subscription</li> </ul>
Opportunities	Threats
<p><b>Broadband:</b></p> <ul style="list-style-type: none"> <li>• Rapid growth of the Tier II cities, increasing trend for demand for high speed fixed broadband</li> <li>• Increase in Media content through OTT platform main driver for online content consumption</li> <li>• Covid lead sampling of online education and other use cases of online working will help in continuous increase in demand for fixed line broadband</li> </ul> <p><b>Cable:</b></p> <ul style="list-style-type: none"> <li>• Launch of Value Add Services</li> <li>• Geographical expansion</li> <li>• Increase ARPU through HD packs at right price</li> <li>• Increase customer engagement through better regional content</li> </ul>	<p><b>Broadband:</b></p> <ul style="list-style-type: none"> <li>• Low end users may move to wireless service providers due to competitive pricing and improvement in wireless technology</li> <li>• Technology Changes can lead to need for network upgradation resulting in increased capex</li> </ul> <p><b>Cable:</b></p> <ul style="list-style-type: none"> <li>• Free Dish offering stiff competition in Phase 3 and 4 Markets</li> <li>• High end consumers / Nuclear families / Bachelors can move to TV viewing through OTT apps</li> </ul>

## RISKS AND CONCERNS

### Product / Technology Risk

**Consequence:** The traditional cable customer preferences are very slowly changing and in long term some of them may move towards getting content in a non-linear manner. Inability to meet the customer's demand might lead to loss in business. Also Rapid advancements in technology leading to obsolescence of existing assets

**Risk Mitigation Strategy:** The company is well placed to serve the arising needs of the customers by offering OTT & broadband services to existing cable customers

The shift to MPEG-4/HEVC STBs in cable and provision of providing broadband through DOCSIS 3.1 /GPON network is testament to the fact that the Company is sensitive towards the rapidly evolving technology trends

### Awareness Risk

**Consequence:** LCOs function as primary facilitators of our business expansion. Therefore, delay in updating/on boarding them on latest initiatives undertaken by the company would negate the first mover advantage.

**Risk Mitigation Strategy:** The company has launched Hathway Connect portal for LCOs by imparting real-time training to help them manage their customers.

### Competition

**Consequence:** Broadband and Cable business verticals where Hathway is present, has low entry barriers and multiple players across geographies

**Risk Mitigation Strategy:** To take early lead over competition, Hathway has offered cutting edge products & solutions at value for money pricing to enhance customers delight Hathway is well poised to grow in this new segment of the market

# Corporate Governance Report

In accordance with Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendments thereto), hereinafter referred to as "SEBI (LODR)", the Board of Directors of Hathway Cable and Datacom Limited (Hathway) have pleasure in presenting the Company's report containing the details of governance systems and processes for the Financial Year 2022-23.

Any reference to "the Act" in the Report means the Companies Act, 2013, as amended from time to time.

## COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Strong and effective Corporate Governance helps to cultivate a culture of integrity leading to positive performance and sustainable business overall. Essentially it exists to increase the accountability of individuals and teams within the organisation.

The Company's philosophy on Corporate Governance imbibes the above culture throughout the organisation. It ensures fiscal accountability, ethical corporate behavior and fairness to all stakeholders comprising of regulators, employees, customers, vendors, investors and the society at large. This has enabled the Company in setting up of efficient processes, visibility of errors, reduce cost and also instrumental in the Company's robust business practices to ensure ethical and responsible leadership both at the Board and Management level.

In accordance with this philosophy, the Company has adopted Code of Conduct for its Senior Management Personnel and Board of Directors.

## APPROPRIATE GOVERNANCE STRUCTURE WITH DEFINED ROLES AND RESPONSIBILITIES

The Company has put in place an internal governance structure with defined roles and responsibilities of every constituent of the system. The Company's shareholders appoint the Board of Directors, which in turn governs the Company. The Board has established various committees to discharge its responsibilities in an effective manner.

The Company has Chairman to guide the functioning of the Board. The Company also had a Managing Director (MD) till March 09, 2023, who in consultation with the Chairman and Board of Directors provided overall direction and guidance to the Company. In the operations and functioning of the Company, the MD was assisted by a core group of senior executives. The MD was responsible for corporate strategy, brand equity, planning, external contacts and the overall management of the Company.

The Chairman being a member of the Nomination and Remuneration Committee of the Board of Directors, actively works to plan the Board and Committees' composition, induction of Directors to the Board, plan for Directors' succession and provide constructive feedback and advice on performance evaluation to the Directors.

The Company Secretary assists the Chairman and MD in management of the Board's administrative activities such as convening and conducting the Board, Committee and Shareholders meetings, dissemination of information to all stakeholders of the Company, strengthening the compliance culture of the Company, co-ordination with the Regulators and all other stakeholders of the Company.

## ETHICS/GOVERNANCE POLICIES

At Hathway, we strive to conduct our business and strengthen our relationships in a manner that is dignified, distinctive and responsible. We adhere to ethical standards to ensure integrity, transparency, independence and accountability in dealing with all stakeholders. Therefore, we have adopted various codes and policies to carry out our duties in an ethical manner. Some of these codes and policies are:

1. Code for Independent Directors
2. Code of Conduct for Board Members and Senior Management Personnel
3. Hathway Code to regulate, monitor and report trading by Directors, Promoters, Designated Persons and specified Connected Persons of the Company and Material Subsidiaries of the Company
4. Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information
5. Corporate Social Responsibility Policy
6. Dividend Distribution Policy
7. Succession Plan
8. Archival Policy
9. Policy for Selection of Directors and Determining Directors' Independence
10. Remuneration Policy for Directors, Key Managerial Personnel and Senior Management
11. Policy on Board Diversity
12. Prevention of Sexual Harassment Policy
13. Policy on Preservation & Utilization of stationery
14. Policy for determining Material Subsidiaries

15. Preservation of Records Policy
16. Policy for determination of Material Events
17. Risk Management Policy
18. Related Party Transactions Policy
19. Vigil Mechanism and Whistle-blower Policy
20. Director & Designated Partners Nomination Policy in Company's Subsidiary/Associates/Joint Venture/LLPs
21. Human Rights Policy
22. Employee Welfare Policy
23. Responsible Marketing Policy
24. Environment, Health & Safety Policy
25. Code of Conduct for Business Associates
26. Sustainable Development Policy

### AUDITS AND INTERNAL CHECKS AND BALANCES

M/s. Nayan Parikh & Co, Chartered Accountants, is the Statutory Auditors of the Company. The Statutory Auditors and the Group Internal Audit Function perform independent reviews of the ongoing effectiveness of Company's various components of the systems of internal controls and present the same before the Audit Committee on quarterly basis for their review and necessary action.

### RISK MANAGEMENT, INTERNAL CONTROLS AND COMPLIANCE

The Board of Directors of the Company have designed Risk Management Policy and framework to avoid events, situations or circumstances which may lead to negative impact on the Company's business as a whole and have defined a structured approach to manage uncertainty and outcomes. Key business risks and their mitigation are considered as a part of the annual/strategic business plans and is reviewed by the Risk Management Committee on frequent basis.

The Company's internal as well as operational controls are commensurate with its size and the nature of its operations. The Company has put in place a defined risk management framework to identify, assess, monitor and mitigate the risks at Enterprise level. Organisation adopts a systematic approach to mitigate risks associated with accomplishment of objectives, operations, performance and regulations. Company believes that such steps would help to achieve stated objectives of the organisations.

The Company shall continue to have periodic review mechanism for monitoring of various risk events in relation to various functional activities being undertaken by the organisation.

### BEST CORPORATE GOVERNANCE PRACTICES

Hathway strives for highest Corporate Governance standards and practices. It, therefore, endeavours to continuously improve and adopt the best of Corporate Governance codes and practices. Some of the implemented best governance norms and practices include the following:

- All securities related filings with Stock Exchanges are reviewed every quarter by the Stakeholders' Relationship Committee and the Board of Directors.
- The Company has independent Board Committees covering matters related to Risk Management, Stakeholder Relationship, Business Responsibility and Sustainability (Formerly Business Responsibility), the Nomination and Remuneration for selection of Directors and determining their Independence and recommending to the Board the remuneration to the Directors, Key Management Personnel and Senior Management of the Company.
- The Senior Management Personnel i.e. CXO Level and respective business heads of the Company, review the ongoing effectiveness of operational and financial risk mitigations and governance practices.
- The Company undertakes Annual Secretarial Audit and Secretarial Compliance Certification from an Independent Company Secretary who is in whole-time practice.

### ROLE OF THE COMPANY SECRETARY IN OVERALL GOVERNANCE PROCESS

The Company Secretary plays a key role in ensuring compliances with all applicable laws to the Company and that the Board (including Committees thereof) procedures are followed and regularly reviewed. The Company Secretary acts as Secretary to all the Committees of the Board of Directors of the Company. The Company Secretary also ensures that all relevant information, details and documents are made available to the Directors and Senior Management for effective decision-making at the meetings. The Company Secretary is primarily responsible to assist and advise the Board in the conduct of affairs of the Company to ensure compliance with applicable statutory requirements, to provide guidance to Directors and to facilitate convening of meetings. The Company Secretary interfaces and act as link between the management and regulatory authorities for governance matters.

### BOARD OF DIRECTORS

#### BOARD LEADERSHIP

At Hathway, the Board strives hard to achieve the long term vision of the Company. The Board's actions and decisions are aligned with the Company's best interests. The Board is committed to the goal of sustainably elevating the Company's value and brand creation. The Company has defined guidelines and an established framework for the meetings of the Board and Committees. These guidelines seek to systematise the

decision-making process at the meetings of the Board and Committees in an informed and efficient manner.

The Board critically evaluates the Company's strategic direction, management policies and their effectiveness. The agenda for the Board inter alia includes strategic review from each of the Committees, a detailed analysis and review of annual operating plans, capital allocation and budgets. Additionally, the Board reviews risks and risk mitigation measures, financial reports and business reports from each of the departmental heads. Frequent and detailed interaction sets the agenda and provides the strategic roadmap for the Company's future growth.

## BOARD COMPOSITION AND CATEGORY OF DIRECTORS

As per the provisions of Regulation 17 of SEBI (LODR), the Board of Directors of the Company has optimum combination of Executive, Non-Executive and Independent Directors.

Post the resignation of Mr. Rajan Gupta, Managing Director of the Company with effect from March 09, 2023, the Board of the Company comprised of 8 (Eight) Non-Executive Directors of which 3 (Three) are Independent Directors who are not liable to retire by rotation. The Chairman of the Board is Non-Executive, Independent Director and one third of the total number of Directors are Independent Directors. Ms. Ameeta Parpia is the Woman Independent Director.

None of the Directors of the Company holds directorship in more than 7 (Seven) Listed entities or act as an Independent Director of more than 7 (Seven) Listed Companies. Further, none of the Directors is member of more than 10 (Ten) committees or chairperson of more than 5 (Five) committees across all Public Limited Companies in which they hold the office of Directors.

The composition of the Board and other relevant details relating to Directors for the financial year ended March 31, 2023 are as under:

Name of Director and DIN	Relationship With other Directors	Designation	Category of Directorship	Other Directorship <sup>1</sup>	No. of Directorship in listed entities including this listed entity	Names of other listed entities along with category of directorship	No. of memberships in Statutory Committees <sup>2</sup> [As per Regulation 26 of SEBI (LODR)]	No. of post of Chairperson of Statutory Committees <sup>2</sup> [As per Regulation 26 of SEBI (LODR)]
Mr. Sridhar Gorthi 00035824	None	Chairman	Independent Director	5	4	1. Glenmark Pharmaceuticals Limited- Independent Director 2. Glenmark Life Sciences Limited-Independent Director 3. Exide Industries Limited-Independent Director	4	1
Mr. Sasha Mirchandani 01179921	None	Director	Independent Director	7	3	1. Zee Entertainment Enterprises Limited- Independent Director 2. Nazara Technologies Limited-Independent Director	2	0
Ms. Ameeta Parpia 02654277	None	Director	Independent Director	5	4	1. Supreme Petrochem Limited- Independent Director 2. Prism Johnson Limited- Independent Director 3. The Supreme Industries Limited-Independent Director	10	4
Mr. Akshay Raheja 00288397	Brother of Mr. Viren Raheja	Director	Non-Executive and Non-Independent Director	15	3	1. EIH Associated Hotels Limited-Non-Executive & Non-Independent Director 2. Prism Johnson Limited- Additional Non-Executive & Non – Independent Director	1	0
Mr. Viren Raheja 00037592	Brother of Mr. Akshay Raheja	Director	Non-Executive and Non-Independent Director	10	2	1. Sonata Software Limited-Promoter, Non-Executive & Non-Independent Director	3	0
Mr. Saurabh Sancheti 08349457	None	Director	Non-Executive and Non-Independent Director	1	2	1. Den Networks Limited-Non-Executive & Non-Independent Director	1	0

Name of Director and DIN	Relationship With other Directors	Designation	Category of Directorship	Other Directorship <sup>1</sup>	No. of Directorship in listed entities including this listed entity	Names of other listed entities along with category of directorship	No. of memberships in Statutory Committees <sup>2</sup> [As per Regulation 26 of SEBI (LODR)]	No. of post of Chairperson of Statutory Committees <sup>2</sup> [As per Regulation 26 of SEBI (LODR)]
Ms. Geeta Fulwadaya 03341926	None	Director	Non-Executive and Non-Independent Director	5	3	1. Den Networks Limited-Non-Executive & Non-Independent Director 2. Just Dial Limited - Non-Executive & Non-Independent Director	0	0
Mr. Anuj Jain 08351295	None	Director	Non-Executive and Non-Independent Director	2	2	1. Den Networks Limited-Non-Executive & Non-Independent Director	0	0
*Mr. Rajan Gupta	None	Managing Director	Executive Director	1	2	1. GTPL Hathway Limited-Chairman, Non-Executive & Non-Independent Director	2	0

1 Excluding Directorship(s) in foreign Companies and Section 8 Companies under Companies Act, 2013.

2 It excludes Private Companies, Foreign Companies, high value debt listed Entities and Companies under Section 8 of the Act and for determination of limit of committees, chairpersonship and membership of the Audit Committee and Stakeholders' Relationship Committee alone shall be considered.

\*Resigned as Managing Director and Director with effect from the close of business hours on March 09, 2023.

## SHARES AND CONVERTIBLE INSTRUMENTS HELD BY THE DIRECTORS

There are no convertible instruments issued by the Company. The details of equity shares of the Company held by Directors are given below:

Sr. No.	Name of the Director	Shares Held
1.	Mr. Akshay Raheja Non-Executive Director	12,14,13,000
2.	Mr. Viren Raheja Non-Executive Director	11,95,53,000
3.	Ms. Ameeta Parpia Independent Director	38,240
<b>TOTAL</b>		<b>24,10,04,240</b>

Apart from the details mentioned hereinabove, no other Directors holds any shares in the Company.

## FAMILIARISATION PROGRAMMES FOR BOARD MEMBERS

As a general practice, in case of appointment of a new director, the Director is taken through a formal induction program including the presentation from the CXO's of the Company on the Company's general business profile, industry in which it operates, legal, marketing, finance and other important aspects.

Aside to this throughout the year, Periodic presentations are made at the Board and Committee Meetings, the directors are provided with regular updates on progress of the Business, its key challenges, about the industry, its competition, and the proposed way forward. The Board Members are also provided with necessary documents / brochures, reports, programs, and internal policies to enable them to familiarize and get acquainted with the Company's business, procedures and practices.

The Company Secretary also briefs the Directors about their legal and regulatory responsibilities as a Director as well as provides Directors with various updates on relevant statutory and regulatory changes encompassing important laws applicable to the company.

The details of familiarization programmes for Independent Directors are put up on the Company's website as well.

## CODE OF CONDUCT

The Company has in place a comprehensive Code of Conduct for Board Members, Independent Directors and Senior Management. The Code gives guidance and support needed for ethical conduct of business and compliance of law.

A copy of the Code of Conduct has been put up on the Company's website.

The Company has obtained the confirmation of the compliance with the Code from all Board Members and Senior Management Personnel.



## SUCCESSION PLANNING

The Company believes that sound succession plans for the senior leadership are very important for creating a robust future for the Company. The Nomination and Remuneration Committee works along with the Human Resource team of the Company for a structured leadership succession plan.

## CORE SKILLS / EXPERTISE / COMPETENCIES AVAILABLE WITH THE BOARD

The Board comprises qualified members who possess required skills, expertise and competencies that allow them to make effective contributions to the Board and its Committees.

The following skills / expertise / competencies have been identified for the effective functioning of the Company and are currently available with the Board:

- Leadership / Operational experience
- Strategic Planning
- Industry Experience
- Research & Development and Innovation
- Global Business
- Financial Acumen
- Regulatory / Legal & Risk Management
- Corporate Governance

While all the Board members possess the skills identified, their area of core expertise is given below:

Name of Director	Area of Expertise
Sridhar Gorthi	<ul style="list-style-type: none"> <li>• Leadership / Operational experience</li> <li>• Strategic Planning</li> <li>• Research &amp; Development and Innovation</li> <li>• Global Business</li> <li>• Financial, Regulatory / Legal &amp; Risk Management</li> <li>• Corporate Governance</li> <li>• Financial Acumen</li> </ul>
Sasha Mirchandani	<ul style="list-style-type: none"> <li>• Leadership / Operational experience</li> <li>• Strategic Planning</li> <li>• Research &amp; Development and Innovation</li> <li>• Global Business</li> <li>• Financial, Regulatory / Legal &amp; Risk Management</li> <li>• Corporate Governance</li> <li>• Financial Acumen</li> </ul>
Ameeta Parpia	<ul style="list-style-type: none"> <li>• Leadership / Operational experience</li> <li>• Financial, Regulatory / Legal &amp; Risk Management</li> <li>• Corporate Governance</li> </ul>
Saurabh Sancheti	<ul style="list-style-type: none"> <li>• Leadership / Operational experience</li> <li>• Strategic Planning</li> <li>• Industry Experience</li> <li>• Research &amp; Development and Innovation</li> <li>• Global Business</li> <li>• Financial, Regulatory / Legal &amp; Risk Management</li> <li>• Corporate Governance</li> <li>• Financial Acumen</li> </ul>
Anuj Jain	<ul style="list-style-type: none"> <li>• Leadership / Operational experience</li> <li>• Strategic Planning</li> <li>• Industry Experience, Research &amp; Development and Innovation</li> <li>• Global Business</li> <li>• Corporate Governance</li> </ul>

Name of Director	Area of Expertise
Geeta Fulwadaya	<ul style="list-style-type: none"> <li>• Leadership / Operational experience</li> <li>• Strategic Planning</li> <li>• Financial, Regulatory / Legal &amp; Risk Management</li> <li>• Corporate Governance</li> </ul>
Akshay Raheja	<ul style="list-style-type: none"> <li>• Leadership / Operational experience</li> <li>• Strategic Planning</li> <li>• Industry Experience</li> <li>• Research &amp; Development and Innovation</li> <li>• Global Business</li> <li>• Financial, Regulatory / Legal &amp; Risk Management</li> <li>• Corporate Governance</li> </ul>
Viren Raheja	<ul style="list-style-type: none"> <li>• Leadership / Operational experience</li> <li>• Strategic Planning</li> <li>• Industry Experience</li> <li>• Research &amp; Development and Innovation</li> <li>• Global Business</li> <li>• Financial, Regulatory / Legal &amp; Risk Management</li> <li>• Corporate Governance</li> </ul>
*Rajan Gupta	<ul style="list-style-type: none"> <li>• Leadership / Operational experience</li> <li>• Strategic Planning</li> <li>• Industry Experience</li> <li>• Research &amp; Development and Innovation</li> <li>• Global Business</li> <li>• Financial, Regulatory / Legal &amp; Risk Management</li> <li>• Corporate Governance</li> </ul>

\*Resigned as Managing Director and Director with effect from the close of business hours on March 09, 2023.

## SELECTION OF INDEPENDENT DIRECTORS

Considering the requirement of skill sets on the Board, eminent people having an independent standing in their respective field / profession and who can effectively contribute to the Company's business and policy decisions are considered by the Nomination and Remuneration Committee, for appointment, as Independent Director on the Board. The Committee, inter alia, considers qualification, positive attributes, area of expertise and number of Directorship(s) and Membership(s) held in various Committees of other Companies by such persons in accordance with its policy for selection of Directors and determining Directors' Independence. The Board considers the Committee's recommendation and takes appropriate decision.

Every Independent Director, at the first meeting of the Board in which he / she participates as a Director and thereafter at the first meeting of the Board in every financial year, gives a declaration that he/she meets the criteria of independence as provided under the law and that he/she is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that

could impair or impact his / her ability to discharge his / her duties with an objective independent judgment and without any external influence.

In the opinion of the Board, the independent Directors fulfil the conditions specified in the SEBI (LODR) and are Independent of the management.

## SEPARATE MEETING OF INDEPENDENT DIRECTORS

The Company's Independent Directors met once during the financial year 2022-23. Such meeting was conducted to enable the Independent Directors to discuss matters pertaining to the Company's affairs and put forth their views as well as on matters prescribed under Schedule IV of the Act.

## BOARD MEETINGS, COMMITTEE MEETINGS AND PROCEDURES

### BOARD DECISION-MAKING PROCESS

The Board of Directors is the apex body constituted by Shareholders for overseeing the Company's overall functioning.

The Board provides and evaluates the Company's strategic direction, management policies and their effectiveness and ensures that shareholders' long-term interests are being served.

The Board has constituted 8 (Eight) Committees of the Board of Directors, viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Risk Management Committee, Administrative-Cum-Regulatory Committee, Investment & Loan Committee and Business Responsibility and Sustainability

Committee (formerly Business Responsibility Committee). The Board is authorized to constitute other functional Committees, from time to time, depending upon the business needs.

#### NUMBER OF BOARD MEETINGS

During the financial year 2022-23, 4 (Four) Board Meetings were held and the gap between two Board Meetings was not more than 120 days. The details of Board Meetings held during the year are given below:

Sr. No.	Date of Meeting (s)	Total Strength	No. of Directors Present	Mode
1	April 12, 2022	9	7	Electronic
2	July 20, 2022		8	
3	October 16, 2022		7	
4	January 17, 2023		7	Physical

The details of attendance of Directors in Board Meetings and the last Annual General Meeting are as follows:

Name of the Director(s)	No. of Board Meetings held during the year	No. of Board Meetings Attended	Attendance at Annual General Meeting dated June 28, 2022
Mr. Sridhar Gorthi	4	4	Yes
Mr. Akshay Raheja		3	No
Mr. Viren Raheja		3	Yes
Mr. Sasha Mirchandani		2	No
Ms. Ameeta Parpia		4	Yes
*Mr. Rajan Gupta		3	Yes
Ms. Geeta Fulwadaya		4	Yes
Mr. Saurabh Sancheti		4	Yes
Mr. Anuj Jain		2	No

\*Resigned as Managing Director and Director with effect from the close of business hours on March 09, 2023.

#### PROCEDURE AT COMMITTEE MEETINGS

The statutory requirements relating to Board meetings are applicable to meetings of the Committees duly constituted by the Board of Directors. The Committees may engage outside experts, advisors and counsels to the extent it considers appropriate to assist in its functioning. Minutes of proceedings of Committee meetings are circulated to the respective committee members and placed before respective Committee and Board meetings for noting. The composition and terms of reference of all the committees are in compliance with the Act and SEBI (LODR) as applicable.

#### COMMITTEES

##### AUDIT COMMITTEE

###### Constitution

The Committee comprises 4 (Four) Non-Executive Directors out of which 3 (Three) are Independent Directors. All the members of the Committee are financially literate and Mr. Sasha Mirchandani, who has done his Business Administration from Strayer University, USA and MMDP program at IIM, Ahmedabad, has financial management expertise. The Chairman of the Audit Committee is an Independent Director.

**Composition and Number of Meetings held and Attended by Members during the financial year 2022-23**

The composition of the Audit Committee and details of attendance at the meetings are as under:

Committee Members	Category	Designation	Directors Attended
Number of Committee Meetings Held during the year			5
Mr. Sridhar Gorthi	Independent	Chairman	5
Mr. Viren Raheja	Non - Executive & Non-Independent	Member	3
Mr. Sasha Mirchandani	Independent	Member	4
Ms. Ameeta Parpia	Independent	Member	5

During the financial year 2022-23, the Audit Committee have met 5 (five) times and the gap between two meetings was not more than 120 days. The dates of meetings held during the financial year 2022-23 are as below:

Sr. No.	Date of Meeting (s)	Mode
1.	April 12, 2022	Electronic
2.	July 20, 2022	
3.	October 16, 2022	
4.	January 17, 2023	Physical
5.	March 16, 2023	

The Chairman of the Audit Committee attended the last AGM held on June 28, 2022.

**Attendees**

The Audit Committee invites the Managing Director, Board Members and Senior Management Personnel, as it considers appropriate to be present at its meetings. The Statutory Auditors and the Internal Auditors are also invited to these meetings.

**Terms of Reference**

The Terms of Reference of the Audit Committee inter alia include the following:

- Hold discussions with the auditors periodically about internal control systems, the scope of audit including the observations of the auditors and review the quarterly, half-yearly and annual financial statements before submission to the Board and also ensure compliance of internal control systems;
- 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;
- Recommending to the Board, the appointment, remuneration and terms of appointment, re-appointment and, if required, the replacement or removal of the auditors.
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
  - i) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's

Report in terms of clause (c) of sub-section 3 of section 134 of the Act.

- ii) Changes, if any, in accounting policies and practices and reasons for the same.
  - iii) Major accounting entries involving estimates based on the exercise of judgment by the management.
  - iv) Significant adjustments made in the financial statements arising out of audit findings.
  - v) Compliance with listing and other legal requirements relating to financial statements.
  - vi) Disclosure of any related party transactions.
  - vii) Modified Opinion(s) in the draft audit report.
- Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
  - 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;
  - Review and monitor the auditor's independence and performance, and effectiveness of audit process;
  - Approval or any subsequent modification of transactions of the company with related parties;
  - Scrutiny of inter-corporate loans and investments;
  - Valuation of undertakings or assets of the company, wherever it is necessary;
  - Evaluation of internal financial controls and risk management systems;
  - Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
  - 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;

- Discussion with internal auditors on any significant findings and follow up there on;
- 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;
- 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;
- 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;
- To review the functioning of the Whistle Blower mechanism;
- Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
- Reviewing the utilization of loans and/ or advances from/ investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
- Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders.

Apart from the powers stated in the foregoing paragraph, the Committee would further review the matters related to:

- Management discussion and analysis of financial condition and results of operations;

- Management letters / letters of internal control weaknesses issued by the statutory auditors;
- Internal audit reports relating to internal control weaknesses; and
- The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee;
- Statement of deviations:
  - 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 (LODR).
  - 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 (LODR).
- The financial statements, in particular, the investments made by the unlisted subsidiary company;
- The details of Related Party Transactions entered into by the Company pursuant to each of the omnibus approval granted, if any on a quarterly basis.

## NOMINATION AND REMUNERATION COMMITTEE (“NRC”)

### Constitution

The Committee comprises 3 (Three) members. All the members of the Committee are Non-Executive Directors out of which 2 (Two) members are Independent Directors. The Chairman of the Committee is an Independent Director and the Chairman of the Company is also the member of the Committee.

## Composition and Number of Meetings held and attended by members during financial year 2022-23

The composition of the NRC and details of attendance at the meetings are as under:

Committee Members	Category	Designation	Directors Attended
No. of Committee Meeting held during the year			1
Mr. Sasha Mirchandani	Independent	Chairman	1
Mr. Viren Raheja	Non - Executive & Non-Independent	Member	1
Mr. Sridhar Gorthi	Independent	Member	1

During the Financial year 2022-23, the Nomination and Remuneration Committee have met once and the date is given below:

Sr. No.	Date of Meeting (s)	Mode
1	April 12, 2022	Electronic

### Terms of Reference

Terms of Reference of the Committee inter alia include the following:

- Formulate criteria for determining qualifications, positive attributes and independence of Directors and

recommendation to the Board of Directors a policy relating to the remuneration of the Directors, key managerial personnel and other employees;

- Identification and assessing potential individuals with respect to their expertise, skills, attributes, personal and professional standing for appointment and re-appointment as Directors/Independent Directors on the Board and as Key Managerial Personnel;

- Support Board in performance evaluation of all the Directors and annual self-assessment of the Board's overall performance;
- Conduct annual performance review of Managing Director and Senior Management Personnel;
- Administration of Employee Stock Option Scheme (ESOS);
- Formulate the criteria for evaluation of performance of Independent Directors and the Board of Directors;
- Devising a policy on diversity of Board of Directors;
- Recommend to the Board, all remuneration, in whatever form, payable to Senior Management Personnel.

## STAKEHOLDERS' RELATIONSHIP COMMITTEE ("SRC")

### Constitution

The SRC has been constituted to look into investor's grievances and take necessary steps for redressal thereof. The Company has taken necessary steps to adequately comply with Regulation 20 of SEBI (LODR).

The SRC comprises 3 (Three) members out of which 2 (Two) are Non-Executive Directors. The Chairperson of the Committee is an Independent Director.

### Composition and Number of Meetings held and attended by members during financial year 2022-23

The composition of the SRC and details of attendance at the meetings are as under:

Sr. No.	Committee Members	Category	Designation	Directors Attended
	No. of Committee meetings held during the year			4
1	Ms. Ameeta Parpia	Independent Director	Chairperson	4
2	Mr. Viren Raheja	Non-Executive Director	Member	3
3	*Mr. Rajan Gupta	Managing Director	Member	3
4	^Ms. Geeta Fulwadaya	Non-Executive Director	Member	-

\*Resigned as Managing Director and Director with effect from the close of business hours on March 09, 2023.

^Appointed as Member dated April 07, 2023.

During the financial year 2022-23, the SRC have met 4 (Four) times and the details are given below:

Sr. No.	Date of Meeting (s)	Mode
1	April 12, 2022	Electronic
2	July 20, 2022	
3	October 16, 2022	
4	January 17, 2023	Physical

The Chairperson of the SRC attended the last AGM held on June 28, 2022.

### Terms of Reference

Terms of Reference of the Committee inter alia include the following:

- Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc;
- Review of measures taken for effective exercise of voting rights by shareholders;

- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent;
- Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/statutory notices by the shareholders of the Company.

### Name and designation of the Compliance Officer

Mr. Ajay Singh, Head Corporate Legal, Company Secretary and Chief Compliance Officer of the Company is the Compliance Officer for complying with the requirements of SEBI (LODR) and other Securities Laws.

### Prevention of Insider Trading Code

The Company has adopted the Code to regulate, monitor and report trading by Directors, promoters, designated persons and specified connected persons of the Company and material subsidiaries of the Company ("Hathway Code"). Mr. Ajay Singh, Head Corporate Legal, Company Secretary and Chief Compliance Officer is responsible for setting forth procedures and implementation of Hathway Code and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.

## Investor Grievance Redressal

As of at the end of the Financial year 2022-23, there were no complaints pending

Received from	Received During 2022-23	Redressed during 2022-23	Pending as on March 31, 2023
SEBI	0	0	0
NSE	2	2	0
BSE	0	0	0
NSDL/CDSL	0	0	0
Direct from Investors	0	0	0
<b>Total</b>	<b>2</b>	<b>2</b>	<b>0</b>

## RISK MANAGEMENT COMMITTEE

### Constitution

The Risk Management Committee (RMC) comprises 3 (Three) members, majority members consist of Board of Directors. The Chairperson is an Independent Director.

### Composition and Number of Meetings held and attended by members during financial year 2022-23

The composition of the RMC and details of attendance at the meetings are as under:

Sr. No.	Committee Members	Category	Designation	Directors Attended
No. of Committee meetings held during the year				2
1	Ms. Ameeta Parpia	Independent Director	Chairperson	2
2	*Mr. Rajan Gupta	Managing Director	Member	2
3	Mr. Ajay Singh	Company Secretary and Compliance Officer	Member	2
4	^Mr. Sridhar Gorthi	Independent Director	Member	-
5	^Mr. Saurabh Sancheti	Non-Executive Director	Member	-

\*Resigned as Managing Director and Director with effect from the close of business hours on March 09, 2023.

^Appointed as Member dated April 07, 2023.

During the financial year 2022-23, the RMC have met 2 (Two) times and the details are given below:

Sr. No.	Date of Meeting (s)	Mode
1	July 13, 2022	Electronic
2	January 05, 2023	Physical

The Chairperson of the RMC attended the last AGM held on June 28, 2022.

### Terms of Reference

The Terms of Reference of the Committee, which inter alia include the following:

- To formulate a detailed risk management policy which shall include:
  - i) A framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly, Environmental, Social and Governance

(ESG) related risks), information, cyber security risks or any other risk as may be determined by the Committee.

- ii) Measures for risk mitigation including systems and processes for internal control of identified risks.
  - iii) Business continuity plan.
- To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
  - To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
  - To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
  - To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;

- To review the appointment, removal and terms of remuneration of the Chief Risk Officer (if any);
- To seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary.

## CORPORATE SOCIAL RESPONSIBILITY (“CSR”) COMMITTEE

### Constitution

Pursuant to Section 135 of the Act, the CSR Committee comprises 3 (Three) Directors, out of which 1 (One) is an Independent Director.

### Composition and Number of Meetings held and attended by members during financial year 2022-23

The composition of the CSR Committee and details of attendance at the meetings are as under:

Sr. No.	Committee Members	Category	Designation	Directors Attended
	No. of Committee meetings held during the year			3
1	Mr. Viren Raheja	Non-Executive Director	Chairperson	2
2	*Mr. Rajan Gupta	Managing Director	Member	2
3	Mr. Sridhar Gorthi	Independent Director	Member	3
4	^Mr Saurabh Sancheti	Non-Executive Director	Member	-

\*Resigned as Managing Director and Director with effect from the close of business hours on March 09, 2023.

^Appointed as Member dated April 07, 2023.

During the financial year 2022-23, the CSR Committee have met 3 (three) times and the details are given below:

Sr. No.	Date of Meeting (s)	Mode
1	April 12, 2022	Electronic
2	July 20, 2022	
3	January 17, 2023	Physical

### Terms of reference

Terms of Reference of the Committee inter alia include the following:

- Formulate and recommend to the Board, a Corporate Social Responsibility (CSR) Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII;

- Recommend the amount of expenditure to be incurred on the activities referred to in the CSR policy of the Company; and
- Monitor the CSR Policy of the Company from time to time.

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY (“BRS”) COMMITTEE (FORMERLY BUSINESS RESPONSIBILITY COMMITTEE)

### Composition and Number of Meetings held and attended by members during financial year 2022-23

During the year 2022-23, the Committee was renamed from Business Responsibility Committee to Business Responsibility and Sustainability (“BRS”) Committee at the Board Meeting held on January 17, 2023.

The composition of the BRS Committee and details of attendance at the meeting is as under:

Sr. No.	Committee Members	Category	Designation	Directors Attended
	No. of Committee meeting held during the year			1
1	#Mr. Viren Raheja	Non-Executive Director	Chairman	1
2	*Mr. Rajan Gupta	Managing Director	Chairman	1
3	^Mr. Saurabh Sancheti	Non-Executive Director	Member	-

\*Resigned as Managing Director and Director with effect from the close of business hours on March 09, 2023.

^Appointed as Member dated April 07, 2023.

#Mr. Viren Raheja was designated as Chairman w.e.f April 07, 2023 (earlier he was a Member).

During the financial year 2022-23, the BRS Committee have met once and the detail is given below:

Sr. No.	Date of Meeting (s)	Mode
1	April 12, 2022	Electronic



### Terms of reference

During the year under review, the terms of reference of the Committee were updated at the Board Meeting held on January 17, 2023 inter alia include the following:

- To formulate and recommend to the Board, a Business Responsibility and Sustainability Policy or framework inter alia covering Environment, Social and Governance ('ESG') principles and to recommend appropriate changes / modifications to the policy, from time to time;
- Oversee the effective implementation of Business Responsibility and Sustainability Policy or framework of the Company from time to time;
- To review performance on Business Sustainability goals, targets and strategy and provide guidance to achieve the same;
- To review and recommend Business Responsibility and Sustainability Report to the Board;
- To appoint advisors/consultants to assist the Committee;
- To authorize any other official of the Company to assist the Committee in implementation and execution of Business Responsibility and Sustainability Policy;
- Carry out all the functions as may be entrusted (i) by the Board of Directors, from time to time; and (ii) by the virtue of applicable provisions of the Companies Act, 2013, Rules made thereunder and other guidelines clarifications or regulations as may be issued by concerned the authorities, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other applicable provisions of Laws, as amended from time to time.

### RECOMMENDATION BY COMMITTEES OF THE BOARD OF DIRECTORS OF THE COMPANY

During financial year 2022-23, the Board of Directors of the Company has accepted all recommendations, received from its Committees.

### PERFORMANCE EVALUATION CRITERIA FOR DIRECTORS

The NRC has devised the criteria for evaluation of the performance of the Directors including the Independent Directors. The said criteria provide certain parameters like attendance, acquaintance with business, communication inter se between Board members, effective participation, domain knowledge, compliance with code of conduct, strategy etc., which is in compliance with applicable laws, regulations and guidelines.

## DIRECTORS' REMUNERATION

### REMUNERATION POLICY

During the year under review, the Company has devised Remuneration Policy for Directors, Key Managerial Personnel and Senior Management of the Company and the same can be accessed on its website [www.hathway.com](http://www.hathway.com).

The salient features of the said Policy are as under:

- 1) Remuneration to Executive Directors and Key Managerial Personnel;
- 2) Remuneration to Non-Executive Directors;
- 3) Remuneration to Senior Management

The Remuneration Policy is in consonance with the industry practice.

#### I. Remuneration of Directors

##### Independent and Non-Executive Directors

Independent and Non-Executive Directors of the Company receive sitting fees for attending Board Meetings while no sitting fee is paid for attending Committee Meetings except Audit Committee. The sitting fees paid to Independent and Non-Executive Directors is within the limits prescribed under the Act.

Details of the sitting fees paid during the financial year 2022-23 are as under:

Sl. No.	Name of Director (s)	Sitting Fees (in ₹)
1	Mr. Akshay Raheja	1,50,000
2	Ms. Ameeta Parpia	4,00,000
3	Mr. Sasha Mirchandani	2,60,000
4	Mr. Sridhar Gorthi	4,00,000
5	Mr. Viren Raheja	2,70,000
6	Ms. Geeta Fulwadaya	2,00,000
7	Mr. Saurabh Sancheti	2,00,000
8	Mr. Anuj Jain	1,00,000
<b>Grand Total</b>		<b>19,80,000</b>

During the year, there were no other pecuniary relationships or transactions of Non Executive Directors with the Company. The Company has not granted any stock options to Non Executive Directors.

#### II. Executive Director

During the year under review, Mr. Rajan Gupta, Managing Director was the only Executive Director of the Company. He resigned as Managing Director and Director of the Company with effect from March 09, 2023.

Details of ^remuneration paid to Mr. Rajan Gupta during the financial year ended March 31, 2023 is given below:

Particulars	Rajan Gupta
All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc. of all the Directors (Applicable only in case of Managing Director)	₹ *5,90,47,392
Details of fixed component and performance linked incentives along with the performance criteria	Fixed: ₹ *4,18,47,392 Variable: ₹ 1,72,00,000
Service Contracts	Yes
Severance Fee	Nil
Notice Period	6 months
Stock option details, if any and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable	Nil

^Remuneration figures upto March 09, 2023 \*Includes provident fund of ₹ 2,19,355/-

## FRAMEWORK FOR MONITORING SUBSIDIARY COMPANIES

During the year under review, Hathway Digital Limited (HDL) is the material subsidiary of the Company as per SEBI (LODR). As per SEBI (LODR) Amendment Regulation, 2023, requisite disclosures with regard to HDL, the material Subsidiary of the Company is given below:

- HDL has been incorporated on September 20, 2007 at Bhopal, Madhya Pradesh and its present registered office is situated at Mumbai, Maharashtra.
- G.M. Kapadia & Co is the Statutory Auditor of the Company who has been appointed for the period of five years from the conclusion of the AGM held on July 05, 2022 upto the conclusion of the AGM to be held in the year 2027.

In terms of the provisions of Regulation 24(1) of SEBI (LODR), Ms. Ameeta Parpia is the Independent Director of the Company on the Board of HDL. The Company is in compliance with Regulation 24A of SEBI (LODR). The Company's unlisted material subsidiary has undergone Secretarial Audit. Copy of Secretarial Audit Report of HDL forms part of this report. The Secretarial Audit Report of HDL does not contain any qualification, reservation or adverse remark or disclaimer.

The Company monitors performance of subsidiary companies, inter alia, by the following means:

- Financial statements, in particular investments made by Subsidiary Companies, are reviewed quarterly by the Company's Audit Committee.
- Minutes of Board meetings of Subsidiary Companies are placed before the Company's Board regularly.
- A statement containing all significant transactions and arrangements entered into by Subsidiary Companies is placed before the Company's Board.
- Presentations are made to the Company's Board on business performance by the senior management on major Subsidiaries of the Company.

During the year under review, the Board has approved and adopted the updated Policy for determining Material Subsidiaries of the Company and is put up on the Company's website.

## GENERAL BODY MEETINGS

### ANNUAL GENERAL MEETING

#### Location, time and date of holding of the last 3 (Three) Annual General Meetings

Financial Year	Date of AGM	Venue	Time
2022-23	June 28, 2022	Through video conferencing ("VC")/ Other Audio-Visual Means ("OAVM"). The deemed venue was the Registered Office of the Company.	12:00 noon
2020-21	August 24, 2021	Through video conferencing ("VC")/ Other Audio-Visual Means ("OAVM"). The deemed venue was the Registered Office of the Company.	02:00 pm
2019-20	September 25, 2020	Through video conferencing ("VC")/ Other Audio-Visual Means ("OAVM"). The deemed venue was the Registered Office of the Company.	12:00 noon

## Special Resolutions passed during previous 3 (Three) Annual General Meetings

Date of AGM	Particulars of Special Resolutions Passed
September 25, 2020	Re-appointment of Ms. Ameeta Parpia as an Independent Director
August 24, 2021	None
June 28, 2022	None

## Postal Ballot

No postal Ballot was conducted during the financial year 2022-23. There is no immediate proposal for passing any special resolution through Postal Ballot.

### DISCLOSURE ON MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTIONS THAT MAY HAVE POTENTIAL CONFLICT WITH THE COMPANY'S INTERESTS AT LARGE

The Company's major related party transactions are generally with its subsidiaries and fellow subsidiaries. The related party transactions are entered into based on considerations of various business exigencies, optimization of market share, profitability, legal requirements, liquidity and capital resources of subsidiaries.

All the contracts / arrangements / transactions entered by the Company during the financial year with related parties were in its ordinary course of business and on an arm's length basis.

During the year under review, the Board has approved and adopted updated Related Party Transactions Policy defining materiality of related party transactions, material modification in related party transactions and dealing with related party transactions and is put up on the Company's website.

During the year 2022-23, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the revised policy of the Company on Materiality of Related Party Transactions and material modification of the Related Party Transactions. The Company has made full disclosure of transactions with the related parties as set out in Note 4.11 of Standalone Financial Statements, which forms part of the Annual Report.

There were no transactions of material nature with Directors/Promoters or any related entity, which will have any potential conflict with the interests of the Company at large.

### DETAILS OF NON-COMPLIANCE BY THE COMPANY, PENALTIES, STRICTURES IMPOSED ON THE COMPANY BY STOCK EXCHANGE OR SEBI, OR ANY STATUTORY AUTHORITY, ON ANY MATTER RELATED TO CAPITAL MARKETS, DURING THE LAST THREE YEARS

## FY 2022-23

NIL

## FY 2021-22

Sr. No.	Action taken by	Details of Violation	Details of action taken	Observations/ Remarks
1.	BSE Limited (BSE) and The National Stock Exchange of India Limited (NSE)	Maintenance of minimum public shareholding (MPS) of at least 25% pursuant to Regulation 38 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Rule 19(2) and Rule 19A of the Securities Contracts (Regulation) Rules, 1957.	The Company had received notices from BSE and NSE: 1) dated July 05, 2021, for payment of penalty of ₹ 7,19,800 (Rupees Seven Lakhs Nineteen Thousand and Eight Hundred only) for the period of January 01, 2021 to March 31, 2021, and 2) dated September 17, 2021 for payment of ₹ 3,06,800 (Rupees Three Lakhs Six Thousand and Eight Hundred Only) for the period April 01, 2021 to April 26, 2021.  With regard to aforementioned notices, the Company had suo moto made payment of ₹ 7,13,900/- (Rupees Seven Lakhs Thirteen Thousand and Nine Hundred Only) on April 03, 2021, while it made payment of ₹ 5,900/- (Rupees Five Thousand and Nine Hundred Only) on July 07, 2021 and ₹ 3,06,800 (Rupees Three Lakhs Six Thousand and Eight Hundred Only) on September 17, 2021.	Effective April 27, 2021, the Company was fully compliant with MPS requirements.

## FY 2020-21

Sr. No.	Action taken by	Details of Violation	Details of action taken	Observations/ Remarks
1.	BSE Limited and The National Stock Exchange of India Limited	Maintenance of minimum public shareholding of at least 25%, pursuant to Regulation 38 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Rule 19(2) and Rule 19A of the Securities Contracts (Regulation) Rules, 1957.	Penalty of ₹ 5,000 per day for the period from February 28, 2020 to December 31, 2020 levied by BSE Limited and The National Stock Exchange of India Limited	<p>During financial year 2018-19, Jio Content Distribution Holdings Private Limited (JCDHPL), Jio Internet Distribution Holdings Private Limited (JIDHPL) and Jio Cable and Broadband Holdings Private Limited (JCBHPL) ("Promoters") acquired sole control of the Company through a preferential offer followed by an open offer. Consequently, the public shareholding fell below the minimum public shareholding ("MPS") prescribed under the Securities Contracts (Regulation) Rules, 1957</p> <p>To achieve compliance of 25% MPS (against 5.91% public shareholding), the Promoters had made an offer for sale of 33,79,83,855 equity shares representing 19.09% of the total issued and paid-up equity share capital of the Company, in accordance with the provisions of the applicable SEBI Circulars. Pursuant to the said offer for sale, effective March 30, 2021, the public shareholding of the Company increased from 5.91% to 13.39%.</p> <p>Thereafter, the Promoters made another offer for sale of 20,54,43,340 equity shares representing 11.61% of the total issued and paid-up equity share capital of the Company, in accordance with the provisions of the applicable SEBI Circulars. Pursuant to the said offer for sale, effective April 27, 2021, the public shareholding of the Company has increased from 13.39 % to 25%.</p> <p>Accordingly, the Company achieved compliance with the MPS requirement w.e.f April 27, 2021</p>

## WHISTLE BLOWER POLICY

The Company promotes safe, ethical and compliant conduct of all its business activities and has put in place a mechanism for reporting illegal or unethical behaviour. The Company has framed a Vigil Mechanism and Whistle Blower Policy under which the employees are encouraged to report violations of applicable laws and regulations and the Code of Conduct without fear of any retaliation. The Company's personnel have access to the Chairman of the Audit Committee in cases such as concerns about unethical behavior, frauds and other grievances. No personnel of the Company have been denied access to the Audit Committee. The Vigil Mechanism and Whistle blower Policy is available on the website of the Company.

During the year under review, the Company had received 2 (two) complaints which were duly investigated by the Chief of Internal Affairs and CHRO under the guidance of the Audit Committee and necessary actions were initiated pursuant to the investigations.

## PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Company is committed to provide a work environment that ensures every employee is treated with dignity, respect and afforded equal treatment. The Company has complied with the provision relating to the constitution of Internal Complaints Committee and during the year under review, the Company has not received any complaints under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

## DISCLOSURE OF LOANS AND ADVANCES

During the year under review, no loans and advances in the nature of loans to any firms/Companies have been granted by the Company and its Subsidiaries in which Directors are interested.

## ADOPTION OF MANDATORY REQUIREMENTS

The Company has complied with all mandatory requirements of Regulation 34 of SEBI (LODR).

The Company has adopted the following discretionary requirements of the SEBI (LODR) :

### Audit Qualification

The Company is in the regime of unmodified opinions on financial statements.

### Reporting of Internal Auditors

The Internal Auditors directly reports to the Audit Committee.

## MEANS OF COMMUNICATION

- i. All the vital information relating to the Company like quarterly results, annual results, presentations, if any, made to Institutional Investors or Analysts are posted on the website of the Company [www.hathway.com](http://www.hathway.com) on timely basis.

- ii. The quarterly and annual financial results of the Company is published in Mumbai Lakshadeep (Marathi Newspaper) and Financial Express (English Newspaper). The said financial results are also submitted to the National Stock Exchange of India Limited and BSE Limited.
- iii. The Annual Report containing, inter alia, Audited Financial Statement, Audited Consolidated Financial Statement, Board's Report, Auditors' Report and other important information is circulated to the members and others entitled thereto. The Management Discussion and Analysis Report forms part of the Annual Report. The Annual Report is also available in downloadable form on the website of the Company.

## GENERAL SHAREHOLDER INFORMATION

### DATE, TIME AND VENUE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

The Annual General Meeting of the Company would be held on Tuesday, August 22, 2023 at 12:00 noon (I.S.T) through Video Conferencing /other Audio Visual means as setout in the notice convening the Annual General Meeting . The Deemed venue of the meeting is 805/806, Windsor, 8<sup>th</sup> Floor, Off CST Road, Kalina, Santacruz (East), Mumbai 400 098.

### FINANCIAL YEAR

The Company follows April 1 to March 31 as its financial year. The results for every quarter beginning from April are declared as per the SEBI (LODR).

### DIVIDEND PAYMENT DATE

The Board of Directors of the Company have not recommended any dividend for the financial year ended March 31, 2023.

### LISTING INFORMATION

The Company's equity shares are listed on National Stock Exchange of India Limited and BSE Limited.

- National Stock Exchange of India Limited  
Address: Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (East), Mumbai-400051  
(Code: HATHWAY)
- BSE Limited  
Address: P.J. Towers, 1<sup>st</sup> Floor, Dalal Street, Mumbai-400001  
(Code: 533162)

ISIN: INE982F01036

### ADDRESS FOR CORRESPONDENCE

For General Correspondence:

Mr. Ajay Singh-Head Corporate Legal, Company Secretary and Chief Compliance Officer  
805/806, 8<sup>th</sup> floor, Windsor, Off C.S.T Road,  
Kalina, Santacruz (East), Mumbai - 400 098.

For matters related to Share transfers, Dematerialization etc.:

### REGISTRAR AND TRANSFER AGENTS

Link Intime India Private Limited  
C-101, 247 Park,  
LBS Marg, Vikhroli West,  
Mumbai - 400 083  
Tel: (022) 49186000  
Fax: (022) 49186060  
Toll free Number : 91 22 49186000  
Email ID : [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)  
Website : [www.linkintime.co.in](http://www.linkintime.co.in)

### SHARE TRANSFER SYSTEM

As mandated by SEBI, securities of the Company can be transferred / traded only in dematerialised form. Shareholders holding shares in physical form are advised to avail the facility of dematerialisation. In this regard, communication regarding dematerialisation of shares and explaining procedure thereof, is available on the website of the Company.

During the year, the Company obtained, a certificate (annual) from a Company Secretary in Practice, certifying that all certificates for transfer, transmission, sub-division, consolidation, renewal, exchange and deletion of names, were issued as required under Regulation 40(9) of the SEBI (LODR). These certificates were duly filed with the Stock Exchanges.

### PLANT LOCATIONS

The Company is not engaged in manufacturing activities.

### PAYMENT OF LISTING FEES

Annual listing fee for the financial year 2023-24 has been paid by the Company to BSE Limited and National Stock Exchange of India Limited.

### PAYMENT OF DEPOSITORY FEES

Annual Custody / Issuer fee is being paid by the Company within the due date based on invoices received from the Depositories.

### FEES PAID TO STATUTORY AUDITORS

During the year, an amount of ₹ 90,68,000.00 /- (Rupees Ninety Lacs and Sixty Eight thousand only) excluding taxes was paid to M/s. Nayan Parikh & Co. the statutory auditors of the Company for all services rendered by it to the Company, its subsidiaries, and all entities in the network firm/network entity of which the statutory auditors is a part, on a consolidated basis.

### CREDIT RATING

During the year under review, the Company was not required to obtain any credit rating.

### DETAILS OF UTILIZATION OF FUNDS RAISED THROUGH PREFERENTIAL ALLOTMENT

During the financial year 2018-19, the Company had raised funds through following 2 (two) preferential allotments:

Sr. No.	Date of Allotment	Name of the Allottee	Number of Equity Shares	Amount (Rs.)
1.	29/08/2018	Hathway Investments Private Limited	30,800,000	996,380,000
2.	30/01/2019	Jio Content Distribution Holdings Private Limited	534,698,609	17,297,500,001
3.	30/01/2019	Jio Internet Distribution Holdings Private Limited	214,296,755	6,932,500,024
4.	30/01/2019	Jio Cable and Broadband Holdings Private Limited	159,814,636	5,170,003,475
<b>TOTAL</b>			<b>939,610,000</b>	<b>30,396,383,500</b>

The funds raised by the Company through preferential issue, have been utilised for the purpose stated in the explanatory statement of postal ballot dated July 20, 2018 and EGM Notice dated October 17, 2018.

The details of utilization of funds during the year are as follows:

Sr. No.	Purpose	Amount Utilized as on 31.03.2022 (Rs.)	Utilized during the year	Amount Utilized as on 31.03.2023 (Rs.)
1.	General Corporate Purpose	28,583,180,000	-	28,583,180,000
2.	Balance to be utilized	1,813,203,500	-	1,813,203,500

## STOCK MARKET PRICE DATA

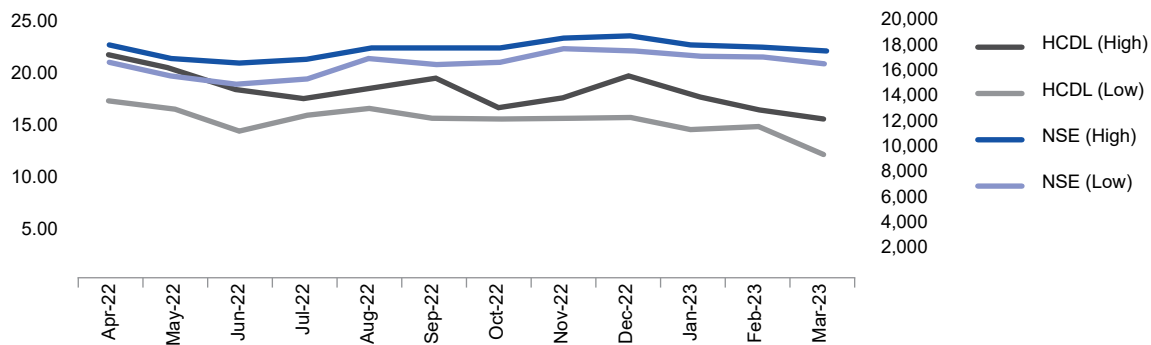
### The National Stock Exchange of India Limited

Monthly High and Low of closing prices of the Company's Equity Shares traded at the National Stock Exchange of India Limited for the financial year ended March 31, 2023 is given below:

Month	NSE (High)	NSE (Low)	Hathway (High)	Hathway (Low)
Apr-22	18,114.65	16,824.70	21.80	17.35
May-22	17,132.85	15,735.75	20.35	16.55
Jun-22	16,793.85	15,183.40	18.40	14.35
Jul-22	17,172.80	15,511.05	17.65	16.00
Aug-22	17,992.20	17,154.80	18.60	16.60
Sep-22	18,096.15	16,747.70	19.65	15.60
Oct-22	18,022.80	16,855.55	16.70	15.60
Nov-22	18,816.05	17,959.20	17.60	15.60
Dec-22	18,887.60	17,774.25	19.60	15.85
Jan-23	18,251.95	17,405.55	17.90	14.55
Feb-23	18,134.75	17,255.20	16.50	14.85
Mar-23	17,799.95	16,828.35	15.55	12.25

### Performance in comparison to NSE Nifty

Monthly High-Low Share Price / NSE NIFTY 50



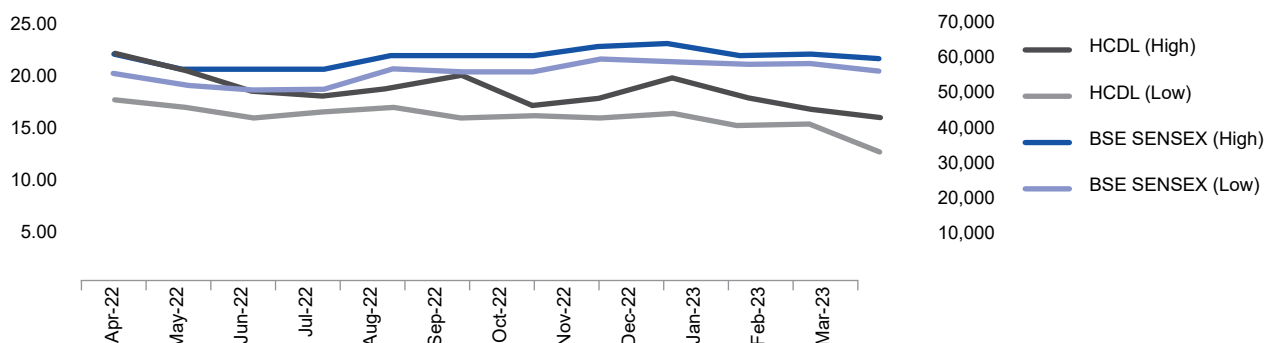
### BSE Limited

Monthly High and Low of closing prices of the Company's equity shares traded at BSE Limited for the financial year ended March 31, 2023 is given below:

Month	BSE SENSEX (High)	BSE SENSEX (Low)	Hathway (High)	Hathway (Low)
Apr-22	60,845.10	56,009.07	21.90	17.40
May-22	57,184.21	52,632.48	20.30	16.60
Jun-22	56,432.65	50,921.22	18.25	15.55
Jul-22	57,619.27	52,094.25	17.65	16.10
Aug-22	60,411.20	57,367.47	18.55	16.60
Sep-22	60,676.12	56,147.23	19.70	15.55
Oct-22	60,786.70	56,683.40	16.70	15.70
Nov-22	63,303.01	60,425.47	17.55	15.60
Dec-22	63,583.07	59,754.10	19.60	15.80
Jan-23	61,343.96	58,699.20	17.85	14.75
Feb-23	61,682.25	58,795.97	16.45	14.85
Mar-23	60,498.48	57,084.91	15.56	12.21

## Performance in comparison to BSE SENSEX

## Monthly High-Low Share Price / BSE SENSEX



## Distribution of Shareholding as on March 31, 2023 -Based on Nominal Value

Sl. No.	Shareholding of Nominal Value (INR)		Number of Shareholders	% of Total	Share Amount (INR)	% of Total Issued Capital
	From	To				
1	1	1000	237183	77.3021	59217014	1.67
2	1001	2000	30928	10.0800	51645142	1.46
3	2001	4000	17830	5.8111	55420044	1.57
4	4001	6000	6720	2.1902	34757556	0.98
5	6001	8000	3244	1.0573	23549652	0.67
6	8001	10000	3117	1.0159	29834958	0.84
7	10001	20000	4434	1.4451	67211390	1.90
8	20001	*****	3370	1.0983	3218573244	90.91
<b>TOTAL</b>			<b>306826</b>	<b>100.0000</b>	<b>3540209000</b>	<b>100.00</b>

## Distribution of Shareholding as on March 31, 2023- Based on Shares Held

Sl. No.	Shareholding of Shares		Number of Shareholders	% of Total Shareholders	Total Shares For The Range	% of Total Issued Capital
	From	To				
1	1	500	237183	77.3021	29608507	1.67
2	501	1000	30928	10.0800	25822571	1.46
3	1001	2000	17830	5.8111	27710022	1.57
4	2001	3000	6720	2.1902	17378778	0.98
5	3001	4000	3244	1.0573	11774826	0.67
6	4001	5000	3117	1.0159	14917479	0.84
7	5001	10000	4434	1.4451	33605695	1.90
8	10001	*****	3370	1.0983	1609286622	90.91
<b>TOTAL</b>				<b>100.0000</b>	<b>1770104500</b>	<b>100.00</b>



**Category wise Distribution Schedule as on March 31, 2023**

Sr. No.	Category	No. of Shares held	% of Total Issued Capital
	Directors	241004240	13.6153
	Corporate Bodies (Promoter Companies)	1086612375	61.3869
	Clearing Members	702850	0.0397
	Other Bodies Corporate	27656169	1.5624
	Foreign Portfolio Investors (Corporate)	116792823	6.5981
	Mutual Funds	13867331	0.7834
	Body Corporate-LLP	1245591	0.0704
	Non-Resident Indians	18577139	1.0495
	Public	253715141	14.3340
	Hindu Undivided Family	9409443	0.5316
	Insurance Companies	319890	0.0181
	Nationalised Banks	1508	0.0001
	Alternate Investment Funds	200000	0.0113
<b>Total</b>		<b>1,770,104,500</b>	<b>100.00</b>

**DEMATERIALIZATION OF SHARES AND LIQUIDITY**

The shares of the Company are compulsorily in demat segment and are available for trading in the depository systems of both the depositories i.e. National Securities Depository Limited and Central Depository Services (India) Limited under the ISIN INE982F01036.

As on March 31, 2023, except 16 equity shares, all the shares are held in dematerialized form.

**FURNISHING OF PAN, KYC DETAILS AND NOMINATION**

As per SEBI circular no SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, the extension was provided to the Physical shareholders of the Company for furnishing of PAN, KYC details and Nomination upto September 30, 2023. On and after October 01, 2023, the folios for which the PAN, KYC details and Nomination has not been updated by the physical security holders the same shall be frozen by the RTA.

**GDR'S/ADR'S/WARRANTS OR ANY CONVERTIBLE INSTRUMENTS**

The Company has not issued any GDR's/ADR's/Warrants or any convertible instruments pending conversion and hence it does not have any outstanding GDR's/ADR's/Warrants or any convertible instruments pending conversion likely to impact the Equity Share Capital of the Company.

**DETAILS AS PER CLAUSE F OF SCHEDULE V OF SEBI (LODR)**

Disclosures with respect to Demat Suspense Account/Unclaimed Suspense Account:

Aggregate number of shareholders and the outstanding shares in the suspense account lying as on April 01, 2022		Details of Shareholders approached during FY 2022-23 for claiming of shares		Details of Shareholders to whom the shares have been transferred during FY 2022-23		Aggregate number of shareholders and outstanding shares in the suspense account lying as on March 31, 2023	
No. of share holders	No. of Shares	No. of share holders	No. of Shares	No. of share holders	No. of Shares	No. of share holders	No. of Shares
11	4,250	-	-	-	-	11	4,250

Note: Shareholders may please note that voting rights on the said shares shall remain frozen till the rightful owner of such shares claims the same.

**EMPLOYEE STOCK OPTIONS**

During the year under review, no shares have been allotted under Employee Stock Options Scheme.

**COMMODITY PRICE RISKS / FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES**

The Company does not deal in commodities. The Company does not have any foreign receivable however it has foreign exchange exposure in terms of letter of credit or other arrangements with foreign suppliers for import of capital goods and services. The Company has in place a robust risk management framework for identification and monitoring and mitigation of foreign exchange risk. The risk are monitored and tracked on regular basis and mitigation strategy are adopted in line with risk management framework.

**WEBLINKS FOR THE MATTERS REFERRED IN THIS REPORT ARE AS UNDER**

<b>Particulars</b>	<b>Website link</b>
Composition of Board of Directors	<a href="https://www.hathway.com/About/AboutUs">https://www.hathway.com/About/AboutUs</a>
Composition of various Committees of the Board	<a href="https://www.hathway.com/assets/pdf/Notices/Compliances/Composition%20of%20the%20Committees%20of%20Board%20of%20Directors_07.04.2023.pdf">https://www.hathway.com/assets/pdf/Notices/Compliances/Composition%20of%20the%20Committees%20of%20Board%20of%20Directors_07.04.2023.pdf</a>
Familiarization Programme for Independent Directors	<a href="https://www.hathway.com/assets/pdf/Notices/Compliances/Familiarization%20Programme_2022-23.pdf">https://www.hathway.com/assets/pdf/Notices/Compliances/Familiarization%20Programme_2022-23.pdf</a>
Code for Independent Directors	<a href="https://www.hathway.com/assets/pdf/Policies/Code%20of%20Conduct%20for%20Independent%20Directors_2014-15_29.05.2014.pdf">https://www.hathway.com/assets/pdf/Policies/Code%20of%20Conduct%20for%20Independent%20Directors_2014-15_29.05.2014.pdf</a>
Code of Conduct for Board Members and Senior Management Personnel	<a href="https://www.hathway.com/assets/pdf/Policies/Code%20of%20Conduct%20%20for%20Board%20Members%20and%20Senior%20Management%20Personnel.pdf">https://www.hathway.com/assets/pdf/Policies/Code%20of%20Conduct%20%20for%20Board%20Members%20and%20Senior%20Management%20Personnel.pdf</a>
Policy for Selection of Directors and Determining Directors' Independence	<a href="https://www.hathway.com/assets/pdf/Policies/Policy%20for%20Selection%20of%20Directors.pdf">https://www.hathway.com/assets/pdf/Policies/Policy%20for%20Selection%20of%20Directors.pdf</a>
Remuneration Policy for Directors, Key Managerial Personnel and Senior Management	<a href="https://www.hathway.com/assets/pdf/Policies/Remuneration%20Policy%20for%20Directors.pdf">https://www.hathway.com/assets/pdf/Policies/Remuneration%20Policy%20for%20Directors.pdf</a>
Policy on Board Diversity	<a href="https://www.hathway.com/assets/pdf/Policies/Policy%20on%20Board%20Diversity.pdf">https://www.hathway.com/assets/pdf/Policies/Policy%20on%20Board%20Diversity.pdf</a>
Succession Plan	<a href="https://www.hathway.com/assets/pdf/Policies/HathwayCable_Sucession_Plan.pdf">https://www.hathway.com/assets/pdf/Policies/HathwayCable_Sucession_Plan.pdf</a>
Policy on Material Subsidiaries	<a href="https://www.hathway.com/assets/pdf/Policies/Policy%20for%20determining%20Material%20Subsidiaries.pdf">https://www.hathway.com/assets/pdf/Policies/Policy%20for%20determining%20Material%20Subsidiaries.pdf</a>
Related Party Transactions Policy	<a href="https://www.hathway.com/assets/pdf/Policies/Related%20Party%20Transactions%20Policy.pdf">https://www.hathway.com/assets/pdf/Policies/Related%20Party%20Transactions%20Policy.pdf</a>
Policy for Determination of Material Events	<a href="https://www.hathway.com/assets/pdf/Policies/Policy%20for%20determination%20of%20Material%20Events.pdf">https://www.hathway.com/assets/pdf/Policies/Policy%20for%20determination%20of%20Material%20Events.pdf</a>
Archival Policy	<a href="https://www.hathway.com/assets/pdf/Policies/Archival%20Policy.pdf">https://www.hathway.com/assets/pdf/Policies/Archival%20Policy.pdf</a>
Vigil Mechanism and Whistle-blower Policy	<a href="https://www.hathway.com/assets/pdf/Policies/Vigil%20Mechanism%20and%20Whistle-Blower%20Policy.pdf">https://www.hathway.com/assets/pdf/Policies/Vigil%20Mechanism%20and%20Whistle-Blower%20Policy.pdf</a>
Quarterly, Half-yearly and Annual Financial Results	<a href="https://www.hathway.com/About/QuarterlyFinancialResults#/panel7/q4">https://www.hathway.com/About/QuarterlyFinancialResults#/panel7/q4</a>
Annual Report	<a href="https://www.hathway.com/About/AnnualReport">https://www.hathway.com/About/AnnualReport</a>

## COMPLIANCE WITH REGULATION 17 TO 27 AND CLAUSES (B) TO (I) OF SUB-REGULATION (2) OF REGULATION 46 OF SEBI (LODR)

The Company has on a timely basis disclosed the compliance as specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (LODR).

Sr. No.	Particulars	Regulation	Compliance Status Yes / No / N.A.	Key Compliance observed
1.	Board of Directors	17	Yes	<ul style="list-style-type: none"> <li>• Composition and Appointment of Directors</li> <li>• Meetings and quorum</li> <li>• Review of compliance reports</li> <li>• Plans for orderly succession for appointments</li> <li>• Code of Conduct</li> <li>• Fees / compensation to non-executive Directors</li> <li>• Minimum information to be placed before the Board</li> <li>• Compliance Certificate by CEO and CFO</li> <li>• Risk assessment and risk management plan</li> <li>• Performance evaluation of Independent Directors</li> <li>• Recommendation of Board for each item of special business</li> </ul>
2.	Maximum Number of Directorships	17A	Yes	<ul style="list-style-type: none"> <li>• Directorships in listed entities</li> </ul>
3.	Audit Committee	18	Yes	<ul style="list-style-type: none"> <li>• Composition</li> <li>• Meetings and quorum</li> <li>• Chairperson present at Annual General Meeting</li> <li>• Role of the Committee</li> </ul>
4.	Nomination and Remuneration Committee	19	Yes	<ul style="list-style-type: none"> <li>• Composition</li> <li>• Chairperson present at Annual General Meeting</li> <li>• Meetings and quorum</li> <li>• Role of the Committee</li> </ul>
5.	Stakeholders' Relationship Committee	20	Yes	<ul style="list-style-type: none"> <li>• Composition</li> <li>• Chairperson present at Annual General Meeting</li> <li>• Meetings</li> <li>• Role of the Committee</li> </ul>
6.	Risk Management Committee	21	Yes	<ul style="list-style-type: none"> <li>• Composition</li> <li>• Meetings</li> <li>• Role of the Committee</li> </ul>
7.	Vigil Mechanism	22	Yes	<ul style="list-style-type: none"> <li>• Vigil Mechanism for Directors and employees</li> <li>• Adequate safeguards against victimization</li> <li>• Direct access to Chairperson of Audit Committee</li> </ul>
8.	Related Party Transactions	23	Yes	<ul style="list-style-type: none"> <li>• Policy on Materiality of Related Party transactions, material modification in related party transactions and dealing with Related Party Transactions</li> <li>• Prior approval including omnibus approval of Audit Committee for Related Party Transactions</li> <li>• Periodical review of Related Party transactions</li> <li>• Disclosure on Related Party Transactions</li> </ul>

Sr. No.	Particulars	Regulation	Compliance Status Yes / No / N.A.	Key Compliance observed
9.	Subsidiaries of the Company	24	Yes	<ul style="list-style-type: none"> <li>Appointment of Company's Independent Director on the Board of material subsidiary</li> <li>Review of financial statements and investments of subsidiary by the Audit Committee</li> <li>Minutes of the Board of Directors of the subsidiaries are placed at the meeting of the Board of Directors</li> <li>Significant transactions and arrangements of subsidiary are placed at the meeting of the Board of Directors</li> </ul>
10.	Secretarial Audit	24A	Yes	<ul style="list-style-type: none"> <li>Secretarial Audit of the Company</li> <li>Secretarial Audit of material unlisted subsidiaries incorporated in India</li> <li>Annual Secretarial Compliance Report</li> </ul>
11.	Obligations with respect to Independent Directors	25	Yes	<ul style="list-style-type: none"> <li>Maximum directorships and tenure</li> <li>Meetings of Independent Directors</li> <li>Cessation and appointment of Independent Directors</li> <li>Familiarisation of Independent Directors</li> <li>Declaration from Independent Directors that he / she meets the criteria of independence</li> <li>Directors and Officers insurance for all the Independent Directors</li> </ul>
12.	Obligations with respect to employees including Senior Management, Key Managerial Personnel, Directors and Promoters	26	Yes	<ul style="list-style-type: none"> <li>Memberships / Chairmanships in Committees</li> <li>Affirmation on compliance of Code of Conduct by Directors and Senior Management</li> <li>Disclosure of shareholding by non-executive Directors</li> <li>Disclosures by Senior Management about potential conflicts of interest</li> <li>No agreement with regard to compensation or profit sharing in connection with dealings in securities of the Company by Key Managerial Personnel, Director and Promoter</li> </ul>
13.	Other Corporate Governance requirements	27	Yes	<ul style="list-style-type: none"> <li>Filing of quarterly, half-yearly and yearly compliance report on Corporate Governance</li> </ul>
14	Website	46(2)(b) to (i)	Yes	<ul style="list-style-type: none"> <li>Terms and conditions of appointment of Independent Directors</li> <li>Composition of various Committees of the Board of Directors</li> <li>Code of Conduct of Board of Directors and Senior Management Personnel</li> <li>Details of establishment of Vigil Mechanism and Whistle-blower policy</li> <li>Policy on dealing with Related Party Transactions</li> <li>Policy for determining material subsidiaries</li> <li>Details of familiarisation programmes imparted to Independent Directors</li> </ul>

### NO DISQUALIFICATION CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

The Company has obtained a Certificate from M/s. Rathi and Associates, Company Secretaries confirming that none of the directors on the board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/Ministry of Corporate Affairs or any such statutory authority, as stipulated under Regulation 34 (3) of SEBI (LODR) which forms part of this Report as **Annexure - A**.

**CEO and CFO CERTIFICATION**

The Chief Financial Officer (CFO) of the Company have certified to the Board regarding his review of the Financial Statements, Cash Flow Statement and other matters related to internal controls in the prescribed format for the year ended March 31, 2023 in terms of Regulation 17 (8) of SEBI (LODR). The Managing Director (upto quarter 3) and CFO also gave quarterly certification on financial results while placing the financial results before the board in terms of Regulation 33(2) of SEBI (LODR).

**CODE OF CONDUCT DECLARATION**

I hereby confirm that the Company has obtained from all the members of the Board and Senior Management Personnel, the affirmation that they have complied with the 'Code of Conduct' in respect of the financial year 2022-23.

**Saurabh Sancheti**

Director

DIN: 08349457

Place: Mumbai

Date: April 17, 2023

To,  
The Members,  
**HATHWAY CABLE AND DATACOM LIMITED**

### Corporate Governance Certificate

We have conducted online verification & examination, for the purpose of issuing this certification for the compliance of conditions of Corporate Governance by **Hathway Cable and Datacom Limited** ("the Company") for the financial year ended March 31, 2023, as stipulated in Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We have conducted our examination on the basis of the relevant records and documents maintained by the Company and furnished to us for the purpose of review and the information and explanations given to us by the Company during the course of such review.

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 the 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, and the representations made by the Directors and the Management, we certify that the Company has in all material aspect complied with the conditions of Corporate Governance as stipulated in Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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.

**FOR RATHI & ASSOCIATES**  
COMPANY SECRETARIES

**HIMANSHU S. KAMDAR**

Partner

M. NO. FCS 5171

C.P. No. 3030

UDIN: F005171E000113807

Peer Review Certificate No.: 668/2020

Date: April 17, 2023

Place: Mumbai

**ANNEXURE - A**

To,  
The Board of Directors  
**Hathway Cable and Datacom Limited**  
805/806, Windsor, 8<sup>th</sup> Floor,  
Off CST Road, Kalina,  
Santacruz (East), Mumbai – 400 098

Dear Sir(s),

**Re: Certificate pursuant to Clause 10(i) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Hathway Cable and Datacom Limited (CIN: L64204MH1959PLC011421) (“the Company”), a Public Limited Company incorporated under the provisions of the erstwhile Companies Act, 1956 whose equity shares are listed on the National Stock Exchange of India Limited (“NSE”) and the BSE Limited (“BSE”), has approached us to issue certificate confirming that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as director of the Company by the Securities and Exchange Board of India (SEBI or Board)/Ministry of Corporate Affairs or any such statutory authority and based on the individual confirmations received from the Board of Directors of the Company who were in their respective office as on 31<sup>st</sup> March 2023 viz.

Sr. No.	Name of the Director	DIN
1.	Mr. Sridhar Gorthi	00035824
2.	Mr. Viren Rajan Raheja	00037592
3.	Mr. Akshay Rajan Raheja	00288397
4.	Mr. Sasha Gulu Mirchandani	01179921
5.	Ms. Ameeta Aziz Parpia	02654277
6.	Ms. Geeta Kalyandas Fulwadaya	03341926
7.	Mr. Saurabh Sancheti	08349457
8.	Mr. Anuj Jain	08351295
9.	Mr. Rajan Gupta*	07603128

\*Resigned with effect from the closure of business hours on March 09, 2023.

and we certify that:

None of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

This certificate is issued by us only for the purpose of disclosure to be furnished in the Corporate Governance Report of the Company for the financial year ended March 31, 2023, pursuant to Clause 10(i) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and should not be used for any other purpose.

**FOR RATHI & ASSOCIATES**  
COMPANY SECRETARIES

**HIMANSHU S. KAMDAR**  
Partner

M. NO. FCS 5171

C.P. No. 3030

UDIN: F005171E000117514

Peer Review Certificate No.: 668/2020

Date: April 17, 2023

Place: Mumbai

## SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2023

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To  
The Members,  
**HATHWAY DIGITAL LIMITED**  
805/806, 8<sup>th</sup> Floor, Windsor,  
Off. CST Road, Kalina, Santacruz (East),  
Mumbai – 400 098

Dear Sirs,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practices by **Hathway Digital Limited** (hereinafter called “**the Company**”), wholly owned subsidiary of Hathway Cable and Datacom Limited, company whose equity shares are listed on the BSE Limited and the National Stock Exchange of India Limited. The Company is a Material Subsidiary Company within the meaning of Regulation 16(1)(c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended. The 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.

We have conducted online verification & examination of records, as facilitated by the Company, for purpose of issuing this report and 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 31<sup>st</sup> March, 2023, 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.

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by Hathway Digital Limited, for the financial year ended on 31<sup>st</sup> March, 2023, according to the provisions of the Companies Act, 2013 and the rules made there under;
2. Provisions of the following Acts were not applicable to the Company under the Financial Year under report:
  - (a) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
  - (b) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
  - (c) Foreign Exchange Management Act, 1999 and the rules and regulations made there under;
3. Provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulation, 2011, were applicable to the Company to the extent of compliances related disclosures to be given in the capacity as Promoter of the listed entity.
4. Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company under the Financial Year under report:
  - (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015;
  - (d) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
  - (e) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
  - (f) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
  - (g) 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; and
  - (h) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
5. We further report that, having regard to the compliance system prevailing in the Company and on examination of



the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws specifically applicable to the Company:

- (a) Cable Television Networks (Regulation) Act, 1995, Cable Television Network (Regulation) Rules, 1994 and Content Certification Rules, 2008;
- (b) The Cinematography Act, 1952;
- (c) Telecom Regulatory Authority of India Act, 1997;
- (d) Indecent Representation of Women (Prohibition) Act, 1986.

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by the Institute of Company Secretaries of India under the provisions of Companies Act, 2013 for the Board Meetings and General Meetings.

During the financial year under report, the Company has generally complied with the provisions of the Secretarial Standards and has complied with the provisions of the Act, Rules, Regulations, Guidelines etc. mentioned above.

#### **We further report that:**

The Board of Directors of the Company was duly constituted as per the provisions of the Companies Act, 2013 and rules made thereunder. There were no changes in the composition of the Board of Directors during the period under report.

Adequate Notice was given to all Directors to schedule the Board meetings and the agenda and detailed notes on agenda were sent atleast seven days in advance. Further, a system exists for seeking further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings, the decisions of the Board were taken unanimously.

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 year under report, the following event(s)/action(s) had a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to herein above:

- 1) The Company subscribed to 5,00,000 Equity Shares of Rs. 10/- each for cash at par aggregating to Rs. 50,00,000/- of Hathway Bhaskar CCN Multi Entertainment Private Limited (offered under Rights Issue – 3,50,000 Equity Shares and applied additionally through Renunciation by other shareholder - 1,50,000 Equity Shares). After the said acquisition of equity shares, the Company's shareholding in the said subsidiary company rose to 99.41% with effect from May 19, 2022;
- 2) The Company acquired balance 3,000 Equity Shares of Rs. 10/- each aggregating to Rs. 30,000/- of Hathway Bhaskar CCN Multi Entertainment Private Limited from other shareholder of the said subsidiary company and accordingly the said company became the Wholly Owned Subsidiary of the Company with effect from August 1, 2022;
- 3) The Company acquired Cable Television business of Hathway Konkan Crystal Cable Network Limited with effect from September 28, 2022 through slump sale; and
- 4) The Company also acquired 1,50,623 Equity Shares of Rs. 10/- each at a nominal value of Rs. 10,000/- of Hathway Konkan Crystal Cable Network Limited. Consequent to acquisition of the said shares, the said company became the Wholly Owned Subsidiary of the Company with effect from August 22, 2022.

**For RATHI & ASSOCIATES**  
Company Secretaries

**HIMANSHU S. KAMDAR**  
Partner

M. NO. FCS: 5171

COP: 3030

UDIN: F005171E000117569

Peer Review Certificate No: 668/2020

Place: Mumbai

Date: April 17, 2023

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

**ANNEXURE**

To  
The Board of Directors of  
**HATHWAY DIGITAL LIMITED**  
805/806, 8<sup>th</sup> Floor, Windsor Off CST Road,  
Kalina Santacruz (East)  
Mumbai – 400 098

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 that 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 with which the management has conducted the affairs of the Company.

**For RATHI & ASSOCIATES**  
Company Secretaries

**HIMANSHU S. KAMDAR**

Partner

M. NO. FCS: 5171

COP: 3030

UDIN: F005171E000117569

Peer Review Certificate No.: 668/2020

Place: Mumbai

Date: April 17, 2023

# Financial Statements

# Independent Auditor's Report

## To the Members of Hathway Cable and Datacom Limited

### Report on the Audit of the Standalone Financial Statements

#### OPINION

We have audited the accompanying standalone financial statements of **Hathway Cable and Datacom Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the Cash Flow Statement for the year ended on that date and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023 and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### BASIS FOR OPINION

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics issued by ICAI. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

#### KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No	Key Audit Matters	How our audit addressed the Key Audit Matter
1.	<p><b>Contingent liabilities:</b></p> <p>The Company is in receipt of certain demands from Statutory authority including show cause notice from licensing authority. The Company has disputed such claims. The review of claims involve high degree of judgement to determine the possible outcome, and estimates relating to the timing and the amount of outflow of resources embodying economic benefits.</p> <p>The audit of Contingent Liabilities is significant to our audit as any adverse outcome may have material impact on this Company.</p>	<p>Principal Audit Procedures Performed:</p> <p>a) We obtained summary of all tax, regulatory and litigation including management's assessment.</p> <p>b) We obtained an understanding, evaluated the design, and tested the operating effectiveness of the controls related to management's risk assessment process for taxation, regulatory and legal matters.</p> <p>c) We obtained and read external legal opinions (where considered necessary) and other evidences provided by management to corroborate management's assessment of the regulatory and legal matters.</p> <p>d) Assessed the relevant accounting policies and disclosures in the standalone financial statements for compliance with the requirements of accounting standards.</p>
2.	<p><b>Valuation and Disclosure of Deferred Tax Assets</b></p> <p>The Company has a significant amount of deferred tax assets, mainly resulting from unabsorbed depreciation allowance.</p>	<p>Principal Audit Procedures Performed:</p> <p>We tested management's assumptions used to determine that there is a reasonable certainty that deferred tax assets recognized in the balance sheet will be realized. This is based upon forecasted taxable income and the periods when the deferred tax assets can be utilized.</p>

Sr. Key Audit Matters No	How our audit addressed the Key Audit Matter
<p>The accounting for deferred tax assets is significant to our audit since the Company makes judgments and estimates of forecasted taxable income in relation to the realization of deferred tax assets. As at March 31, 2023, the deferred tax assets are valued at ₹96.89 crores. Further reference is made to Note 2.06.</p>	<p>The forecasts were evaluated by us considering the performance of the Company and related business plans approved by the management. Such evaluation included obtaining an understanding of management's planned strategies around business expansion, revenue stream growth strategies. We have also tested the effectiveness of the Company's internal controls around the working and recognition of deferred tax assets. We also assessed the adequacy of the Company's disclosures included in Note 2.06.</p>

## INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility and Sustainability Report, Corporate Governance Report but does not include the consolidated financial statements, the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

## RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. 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; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design,

implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

## AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud

may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of section 143 (11) of the Act, we give in the "Annexure A", a statement on the matters specified in the paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, based on our audit we report that:
  - (i) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (ii) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (iii) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account;
  - (iv) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under section 133 of the Act, read with relevant rules issued thereunder and relevant provisions of the Act;
  - (v) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of section 164(2) of the Act;
  - (vi) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements;
  - (vii) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors



during the year is in accordance with the provisions of section 197 of the Act;

(viii) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

- a) The Company has disclosed the impact of pending litigations as at March 31, 2023 on its financial position in its standalone financial statements - Refer Note 4.02 to the standalone financial statements;
- b) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses - Refer Note 4.02(h) to the standalone financial statements; The Company did not have any long-term derivative contracts.
- c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
- d) (i) The Management has represented that, to the best of its knowledge and belief, as stated in Note no. 4.20(iv), no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(ii) The Management has represented, that, to the best of its knowledge and belief, as stated in Note no. 4.20(v), no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(iii) Based on the audit procedures performed by us that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement;

- e) The Company has neither declared nor paid any dividend during the year; and
- f) As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only w.e.f. April 1, 2023, reporting under this clause is not applicable.

**For Nayan Parikh & Co.**

Chartered Accountants  
Firm Registration No. 107023W

**K.Y. Narayana**

Partner

Place: Mumbai

Date : April 17, 2023

Membership No. 060639

UDIN: 23060639BGRYTQ9099

# Annexure A to the Independent Auditor's Report

Referred to in paragraph 1 under "Report on Other Legal and Regulatory Requirements" of our report on even date to the members of the Company on standalone financial statements for the year ended March 31, 2023:

- |   |  |
|---|--|
| <p>(i) (a) (A) The Company has maintained proper records of Property, Plant and Equipment showing particulars of assets including quantitative details and situation except in case of certain types of distribution equipments like cabling, line equipments, access devices with end users. In view of the management, nature of such assets and business is such that maintaining location-wise particulars is impractical;</p> <p>(B) The Company has maintained proper records showing full particulars of Intangible Assets;</p> <p>(b) Distribution equipments like cabling and other line equipments of selected networks were verified. The management plans to verify balance networks in a phased manner. Property, Plant and Equipment, other than distribution equipments and access devices with the end users were physically verified during the year based on verification programme adopted by the management. As per this programme, all assets will be verified at least once in a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. The management has represented that physical verification of access devices with the end users is impractical; however, the same can be tracked, in case of most of the networks, through subscribers management system;</p> <p>The Company has a process of reconciling book records with outcome of physical verification, wherever physical verification was carried out and have accounted for the discrepancies observed on such verification;</p> <p>(c) The Company does not hold any immovable properties and hence reporting under clause 3(i)(c) of the Order is not applicable. Further the properties where the Company is Lessee, the agreements are duly executed in favour of the lessee;</p> <p>(d) The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year. The Company does not have any Right of use Assets.</p> | <p>(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder;</p> <p>(ii) (a) Inventories have been physically verified during the year by the management. In our opinion, the coverage and procedure of verification is appropriate and the frequency of verification is reasonable. There were no discrepancies of 10% or more in aggregate for each class of inventory noticed on physical verification as compared to the book of accounts;</p> <p>(b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions on the basis of security of current assets and hence reporting under paragraph 3(ii)(b) of the Order is not applicable;</p> <p>(iii) (a) During the year the Company has not provided loans or advances in the nature of loans, or stood guarantee, or provided security to any other entity. Accordingly, reporting under paragraph 3(iii)(a) of the Order is not applicable to the Company;</p> <p>(b) During the year, the Company has not made any investment or provided guarantee or given security to any entity. Accordingly, reporting under paragraph 3(iii)(b) of the Order is not applicable to the Company;</p> <p>(c) During the year, the Company has not provided loans or advances in the nature of loans to any entity. Accordingly, reporting under paragraph 3(iii)(c) of the Order is not applicable to the Company;</p> <p>(d) Since loans granted by the Company are repayable on demand and no demand for repayment being made till date, there is no overdue amount of loans granted to such parties. Accordingly, reporting under paragraph 3(iii)(d) of the Order is not applicable to the Company;</p> <p>(e) Since loans granted by the Company are repayable on demand, neither loan nor advance in the nature of loan has fallen due during the year. Accordingly, reporting under paragraph 3(iii)(e) of the Order is not applicable to the Company;</p> |
|---|--|



- (f) As stated above, during the year, no loans or advances in the nature of loan or security were given or guarantees were provided. Accordingly, reporting under paragraph 3(iii)(f) of the Order is not applicable to the Company;
- (iv) The Company has not made investments, granted loans, guarantees and made securities, during the year under audit, which require compliance in terms of the provisions contained in the section 185 or section 186 of the Act. Accordingly, reporting under paragraph 3(iv) of the Order is not applicable to the Company;
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits. Accordingly, reporting under paragraph 3(v) of the Order is not applicable to the Company. We have been informed by the management that no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal in this regard;
- (vi) The Central Government has prescribed maintenance of cost records under section 148(1) of the Act, for the services rendered by the Company. We have broadly reviewed the books of account maintained and in our opinion; prima facie, the prescribed accounts and records have been made and maintained by the Company. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete;
- (vii) (a) The Company has generally been regular in depositing with appropriate authorities undisputed statutory dues such as goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other applicable statutory dues. According to information and explanations given to us, no undisputed statutory dues payable were in arrears as at March 31, 2023, for a period of more than six months from the date they became payable;
- (b) The details of statutory dues referred to in sub-clause (a) which have not been deposited with the concerned authorities as on March 31, 2023, on account of dispute are given below:

Sr. No.	Nature of the Dues	Nature of the Statute	Period to which amount relates	Forum where dispute is pending	Amount involved (₹ in crores)
1	License Fees	The Indian Telegraph Act, 1885	2005-06 to 2020-21	TDSAT	3,706.73 <sup>[1]</sup>
2	Income Tax	The Income tax Act, 1961	2009-2010	Commissioner of Income Tax (Appeals)	7.99
			2011-2012	Hon'ble High Court of Bombay	0.24
			2011-2012	Hon'ble High Court of Bombay	1.60
			2015-2016	Commissioner of Income Tax (Appeals)	0.15
			2016-2017	Office of The Assistant Commissioner of Income Tax, Central Circle 3(2), Mumbai	1.39
			2016-2017	Commissioner of Income Tax (Appeals)	2.08
			2017-2018	Commissioner of Income Tax (Appeals)	50.98 <sup>[2]</sup>
			2018-2019	Commissioner of Income Tax (Appeals)	4.03
3	Central Sales Tax	The Central Sales Tax Act, 1956	2016-2017	Deputy Commissioner of Sales Tax, Mumbai	3.81
			2019-2020	Commissioner of Customs ACC	4.49 <sup>[5]</sup>
4	Custom duty	The Custom Act, 1962	2011-12	Customs and Excise and Service Tax Appellate Tribunal (CESTAT)	11.45 <sup>[4]</sup>
			2019-2020	Commissioner of Customs ACC	4.49 <sup>[5]</sup>

<sup>1</sup> Amount paid ₹100.19

<sup>2</sup> Amount paid ₹27.48

<sup>3</sup> Amount paid ₹8.57

<sup>4</sup> Amount paid ₹0.67

<sup>5</sup> Amount paid ₹0.32

Sr. No.	Nature of the Dues	Nature of the Statute	Period to which amount relates	Forum where dispute is pending	Amount involved (₹ in crores)
			2020-2021	Commissioner of Customs ACC Account	12.93
			2021-2022	Commissioner of Customs ACC Account	31.12
5	Goods and Service Tax	The Central Goods and Services Tax Act, 2017 Uttar Pradesh	2017-2018	Deputy Commissioner of StateTax, UP	0.01
		The Central Goods and Services Tax Act, 2017 Maharashtra	2017-2018	Commissioner Appeals II, Mumbai	0.17 <sup>[6]</sup>
		The Central Goods and Services Tax Act, 2017 West Bengal	July 2017-March 2018	Assistant Commissioner, Salt Lake Charge.	0.15
		The Central Goods and Services Tax Act, 2017 Maharashtra	2018-2019	Office of Deputy Commissioners of State Tax, Maharashtra	0.20
6	Value Added Tax	The Delhi Value added tax 2004	2016-17	Department of Trade and Taxes, Delhi	3.50

In addition to above, there are other custom duty and GST related disputed demands which have been fully paid.

<sup>6</sup> Amount paid ₹0.01

- (viii) There are no transactions which are not recorded in the books of account and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961;
- (ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under paragraph 3(ix)(a) of the Order is not applicable to the Company;
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or any other lender;
- (c) The Company has not taken any terms loan. Accordingly, reporting under paragraph 3(ix)(c) of the Order is not applicable to the Company;
- (d) The Company has not raised any funds on short-term basis. Accordingly, reporting under paragraph 3(ix)(d) of the Order is not applicable to the Company;
- (e) The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- Accordingly, reporting under paragraph 3(ix)(e) of the Order is not applicable to the Company ;
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, reporting under paragraph 3(ix)(f) of the Order is not applicable to the Company;
- (x) (a) The Company has not raised any moneys by way of Initial Public Offer or Further Public Offer (including debt instruments) during the year. Accordingly, reporting under paragraph 3(x)(a) of the Order is not applicable to the Company;
- (b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the current financial year. However, as stated in Note 4.19, during the previous financial year 2018-19, the Company had made preferential allotment of shares and the requirement of section 42 and section 62 of the Act, as applicable, had been complied with. According to the information and explanations given by the management, out of the funds so

raised, ₹2,858.32 crores have been utilized for the purposes for which those were raised and balance funds to the extent of ₹181.32 crores pending such utilization, have been temporarily invested in Fixed Deposits with Banks and Mutual Funds;

- (xi) (a) To the best of our knowledge and belief and according to the information and explanations given to us, no material fraud by the Company or on the Company has been noticed or reported during the year;
- (b) To the best of our knowledge, no report under section 143(12) of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report;
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of audit procedures;
- (xii) In our opinion and according to information and explanation given to us, the Company is not a Nidhi Company. Accordingly, reporting under paragraph 3(xii) of the Order is not applicable to the Company;
- (xiii) In our opinion, the Company is in compliance with section 177 and 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc., as required by the applicable accounting standards;
- (xiv) (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business;
- (b) We have considered the internal audit reports of the company issued till date, for the period under audit, in determining the nature, timing and extent of our audit procedures;
- (xv) According to information and explanations given to us, in our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with them and hence provisions of section 192 of the Act are not applicable to the Company;

- (xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under paragraph 3(xvi)(a), (b) and (c) of the Order is not applicable;
- (b) The Group does not have any CIC as part of the Group as per definition of Group contained in the Core Investment Companies (Reserve Bank) Directions, 2016 and hence the reporting under paragraph 3(xvi)(d) of the Order is not applicable;
- (xvii) The Company has not incurred cash losses in the financial year and in the immediately preceding financial year;
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under paragraph 3(xviii) of the Order is not applicable to the Company;
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due; and
- (xx) There is no amount remaining unspent by the Company under section 135 of the Act. Accordingly, reporting under paragraph 3(xx)(a) and (xx)(b) of the Order is not applicable to the Company.

**For Nayan Parikh & Co.**

Chartered Accountants  
Firm Registration No. 107023W

**K.Y. Narayana**

Partner

Place: Mumbai  
Date : April 17, 2023

Membership No. 060639  
UDIN: 23060639BGRYTQ9099

# Annexure B to the Independent Auditor's Report

Referred to in paragraph 2(vi) under "Report on Other Legal and Regulatory Requirements" of our report on even date to the members of the Company on standalone financial statements for the year ended March 31, 2023

## OPINION

We have audited the internal financial controls with reference to financial statements of the Company as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2023 based on the criteria for internal financial control with reference to standalone financial statements criteria established by the Company considering the essential components of internal controls stated in the Guidance Note.

## MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('Guidance Note') issued by the 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 Act.

## AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, 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 with reference to standalone financial statements 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 with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, 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 standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to standalone financial statements.

## MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone financial statements 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 standalone financial statements in accordance with generally accepted accounting principles and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the standalone financial statements.



## **INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS**

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and

not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal financial controls with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**For Nayan Parikh & Co.**

Chartered Accountants

Firm Registration No. 107023W

**K.Y. Narayana**

Partner

Mumbai Membership No. 060639

UDIN: 23060639BGRYTQ9099

Place: Mumbai

Date : April 17, 2023

# Standalone Balance Sheet

as at March 31, 2023

(₹ in Crores unless otherwise stated)

	Note No.	As at March 31, 2023	As at March 31, 2022
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, Plant and Equipment	2.01 (a)	815.99	779.70
Capital work in progress	2.01 (b)	28.00	40.70
Other Intangible assets	2.02	97.95	105.91
<b>Financial Assets</b>			
(i) Investments	2.03	2,819.55	3,021.62
(ii) Loans	2.04	-	-
(iii) Other financial assets	2.05	4.89	144.23
Deferred tax assets (net)	2.06	96.89	121.33
Other non-current assets	2.07	77.58	101.13
<b>Total Non-Current Assets</b>		<b>3,940.85</b>	<b>4,314.62</b>
<b>Current assets</b>			
Inventories	2.08	1.86	3.35
<b>Financial Assets</b>			
(i) Investments	2.09	570.18	149.65
(ii) Trade receivables	2.10	2.26	1.10
(iii) Cash and cash equivalents	2.11	153.94	14.07
(iv) Bank balances other than (iii) above	2.12	75.00	142.96
(v) Loans	2.04	0.40	0.40
(vi) Other financial assets	2.05	21.39	12.64
Other current assets	2.07	33.63	30.50
<b>Total Current Assets</b>		<b>858.66</b>	<b>354.67</b>
<b>Total Assets</b>		<b>4,799.51</b>	<b>4,669.29</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share capital	2.13	354.02	354.02
Other Equity	2.14	4,184.55	4,123.16
<b>Total Equity</b>		<b>4,538.57</b>	<b>4,477.18</b>
<b>Non-current Liabilities</b>			
<b>Financial Liabilities</b>			
(i) Other financial liabilities	2.15	10.32	10.34
Provisions	2.16	2.34	2.43
Other non-current liabilities	2.17	4.07	3.32
<b>Total Non-Current Liabilities</b>		<b>16.73</b>	<b>16.09</b>
<b>Current Liabilities</b>			
<b>Financial Liabilities</b>			
(i) Borrowings		-	0.00*
(ii) Trade payables			
Total outstanding dues :			
-Micro and small enterprises	2.18	0.12	0.08
-Other than Micro and small enterprises	2.18	63.23	47.39
(iii) Other financial liabilities			
Total outstanding dues :			
-Micro and small enterprises	2.15	1.62	6.10
-Other than Micro and small enterprises	2.15	102.62	42.78
Other current liabilities	2.17	76.42	79.47
Provisions	2.16	0.20	0.20
<b>Total Current Liabilities</b>		<b>244.21</b>	<b>176.02</b>
<b>Total Equity and Liabilities</b>		<b>4,799.51</b>	<b>4,669.29</b>
<b>Summary of Significant Accounting Policies</b>	1		

\* Amount less than ₹ 50,000

Refer accompanying notes. These notes are an integral part of the financial statements.

As per our report of even date

**For Nayan Parikh & Co**

Chartered Accountants

Firm's Registration No: 107023W

**For and on behalf of the Board**

**K.Y. Narayana**

Partner

Membership No: 060639

**Sitendu Nagchaudhuri**

Chief Financial Officer

**Saurabh Sancheti**

Anuj Jain

Geeta Fulwadaya

Akshay Raheja

Viren Raheja

Non-Executive Director

**Ajay Singh**

Head Corporate Legal, Company

Secretary & Chief Compliance Officer

Membership No: F - 5189

**Sridhar Gorthi**

Chairman and Independent Director

**Sasha Mirchandani**

Ameeta Parpia

Independent Director

Place: Mumbai

Date: April 17, 2023

# Standalone Statement of Profit and Loss

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

	Note No.	Year ended March 31, 2023	Year ended March 31, 2022
<b>INCOME</b>			
Revenue from operations	3.01	638.72	621.94
Other Income	3.02	65.97	50.81
		<b>704.69</b>	<b>672.75</b>
<b>EXPENDITURE</b>			
Operational expenses	3.03	208.60	200.23
Employee benefits expenses	3.04	55.53	55.73
Depreciation, amortization and impairment	3.05	172.89	179.71
Other expenses	3.06	179.75	170.61
		<b>616.77</b>	<b>606.28</b>
<b>Profit before Exceptional Items and Tax Expenses</b>		<b>87.92</b>	<b>66.47</b>
Exceptional items	3.07	(0.92)	(3.57)
<b>Profit before Tax</b>		<b>88.84</b>	<b>70.04</b>
Tax Expense:			
Current tax		-	-
Deferred tax	2.06	24.42	22.88
<b>Profit for the Year (A)</b>		<b>64.42</b>	<b>47.16</b>
<b>Other Comprehensive Income / (Loss) (OCI)</b>			
<b>(A) Items that will not be reclassified to profit or loss</b>			
(i) Re-measurements of defined benefit liability / (asset)		0.16	0.21
(ii) Loss allowance on equity instruments through OCI		(3.07)	-
(iii) Income tax relating to above items		(0.04)	(0.06)
<b>(B) Items that will be reclassified to profit or loss</b>			
(i) Fair value changes in Debt Instruments through OCI		(0.10)	(0.33)
(ii) Income tax relating to above items		0.03	0.09
<b>Other Comprehensive (Loss) for the year (B)</b>		<b>(3.02)</b>	<b>(0.09)</b>
<b>Total Comprehensive Income for the year (A+B)</b>		<b>61.40</b>	<b>47.07</b>
<b>Earnings per equity share (Face value of ₹ 2/- each) (Refer Note 4.01):</b>			
Basic earnings and diluted earnings (in ₹)		0.36	0.27
<b>Summary of Significant Accounting Policies</b>	1		

Refer accompanying notes. These notes are an integral part of the financial statements.

As per our report of even date  
**For Nayan Parikh & Co**  
 Chartered Accountants  
 Firm's Registration No: 107023W

For and on behalf of the Board

**K.Y. Narayana**  
 Partner  
 Membership No: 060639

**Sitendu Nagchaudhuri**  
 Chief Financial Officer

**Saurabh Sancheti**  
**Anuj Jain**  
**Geeta Fulwadaya**  
**Akshay Raheja**  
**Viren Raheja**

Non-Executive Director

**Ajay Singh**  
 Head Corporate Legal, Company  
 Secretary & Chief Compliance Officer  
 Membership No: F - 5189

**Sridhar Gorthi**  
**Sasha Mirchandani**  
**Ameeta Parpia**

Chairman and Independent Director

Independent Director

Place: Mumbai  
 Date: April 17, 2023

# Standalone Statement of Changes In Equity

for the year ended March 31, 2023

## A. EQUITY SHARE CAPITAL

(₹ in Crores unless otherwise stated)

Particulars	Note No.	Amount
Balance at April 1, 2021	2.13	354.02
Changes in Equity Share Capital during the year		-
<b>Balance at March 31, 2022</b>	2.13	<b>354.02</b>
Changes in Equity Share Capital during the year		-
<b>Balance at March 31, 2023</b>	2.13	<b>354.02</b>

## B. OTHER EQUITY

Particulars	Reserves and Surplus		OCI		Total
	Securities Premium	Retained earnings	Loss allowance on Equity instruments through OCI	Debt Instruments through OCI	
Balance at April 1, 2021	4,725.79	(649.71)	-	-	4,076.08
Profit for the year	-	47.16	-	-	47.16
<b>Other Comprehensive Income/(Loss)</b>					
Re-measurements of defined benefit liability	-	0.15	-	-	0.15
Fair value changes in Debt instruments through OCI				(0.24)	(0.24)
<b>Balance at March 31, 2022</b>	<b>4,725.79</b>	<b>(602.39)</b>		<b>(0.24)</b>	<b>4,123.16</b>
Profit for the year	-	64.42	-	-	64.42
<b>Other Comprehensive Income/(Loss)</b>					
Re-measurements of defined benefit liability	-	0.11	-	-	0.11
Changes in Loss allowance on equity instruments measured at OCI	-	-	(3.07)	-	(3.07)
Fair value changes in Debt instruments through OCI	-	-		(0.07)	(0.07)
<b>Balance at March 31, 2023</b>	<b>4,725.79</b>	<b>(537.86)</b>	<b>(3.07)</b>	<b>(0.31)</b>	<b>4,184.55</b>

### Summary of Significant Accounting Policies (Refer Note 1)

Refer accompanying notes. These notes are an integral part of the financial statements.

As per our report of even date  
**For Nayan Parikh & Co**  
 Chartered Accountants  
 Firm's Registration No: 107023W

For and on behalf of the Board

**K.Y. Narayana**  
 Partner  
 Membership No: 060639

**Sitendu Nagchaudhuri**  
 Chief Financial Officer

**Saurabh Sancheti**  
**Anuj Jain**  
**Geeta Fulwadaya**  
**Akshay Raheja**  
**Viren Raheja**

Non-Executive Director

**Ajay Singh**  
 Head Corporate Legal, Company  
 Secretary & Chief Compliance Officer  
 Membership No: F - 5189

**Sridhar Gorthi**  
**Sasha Mirchandani**  
**Ameeta Parpia**

Chairman and Independent Director

Independent Director

Place: Mumbai  
 Date: April 17, 2023



# Standalone Statement of Cash Flow

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

	Year ended March 31, 2023	Year ended March 31, 2022
<b>Cash flow from operating activities</b>		
<b>Profit before Tax</b>	<b>88.84</b>	<b>70.04</b>
<b>Adjustment for :</b>		
Depreciation, Amortization and Impairment	172.89	179.71
Amount no longer payable written back	(0.53)	(2.55)
Impairment / (Reversal of impairment) of trade receivables	0.03	(0.06)
Impairment of Investment	(0.60)	-
Impairment of doubtful advances	-	0.01
Provision for Compensated Absence and gratuity	0.66	0.62
Share of loss from LLP	0.03	0.06
Sundry Advances Written Off	-	0.01
Foreign Exchange Fluctuation (net)	(0.03)	(0.18)
Loss on disposal / sale of Property, Plant and Equipment (net)	5.07	5.92
Finance Income (including fair value change in financial instruments)	(18.43)	(15.26)
Gain on Sale of Current Investment (net)	(5.99)	(3.66)
Income from Fixed Deposit and Loan given	(12.92)	(8.50)
Dividend Income from associate	(16.79)	(16.79)
<b>Exceptional Items:</b>		
Reversal of Impairment of advances & exposure to certain entities including Joint Ventures	(1.42)	(3.57)
	<b>210.81</b>	<b>205.80</b>
<b>Working Capital Adjustments :</b>		
(Increase)/Decrease in trade receivables	(1.19)	0.07
Decrease in inventories	1.49	1.88
(Increase)/Decrease in other financial assets	(0.28)	0.47
Increase in other non-current assets	(2.22)	(4.15)
Increase in other current assets	(3.13)	(4.88)
Increase in trade payables	15.89	0.12
Increase in provisions	0.16	-
Decrease in other current liabilities	(3.05)	(16.93)
Increase/(decrease) in other financial liabilities	60.90	(1.21)
<b>Cash generated from operations</b>	<b>279.38</b>	<b>181.17</b>
Add : Refund from Income taxes	(24.97)	-
<b>Net cash flow from operating activities (A)</b>	<b>304.35</b>	<b>181.17</b>
<b>Cash flow from investing activities</b>		
Payments for acquisition of Property, Plant and Equipment	(198.40)	(230.92)
Proceeds from sale of Property, Plant and Equipment	0.57	0.39
Loans & advances repayment received from related parties and others	1.58	28.94
Investment in related parties	-	(2.59)
Proceeds from sale of investments in Subsidiaries	0.01	-

# Standalone Statement of Cash Flow

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

	Year ended March 31, 2023	Year ended March 31, 2022
Payment for Purchase of investments-Bonds	-	(199.26)
Payment for Purchase of investments-Mutual Funds	(641.71)	(1,027.95)
Proceeds from sale of investments-Mutual Funds/others	434.96	1,243.53
Investment in fixed deposits	(75.00)	(282.91)
Proceeds from Fixed deposit redeemed during the year	282.96	254.38
Income from Fixed Deposit / Loans / Bonds	13.76	9.07
Dividend from Associate received	16.79	16.79
<b>Net cash flow used in investing activities (B)</b>	<b>(164.48)</b>	<b>(190.53)</b>
<b>Cash flows from financing activities</b>		
Bank Overdrafts	-	(0.00)*
<b>Net cash flow used in financing activities (C)</b>	<b>-</b>	<b>(0.00)*</b>
<b>Net Increase / (decrease) in cash and cash equivalents (A+B+C)</b>	<b>139.87</b>	<b>(9.36)</b>
Cash and cash equivalents at the beginning of the year	14.07	23.43
Bank overdrafts at the beginning of the year	-	(0.00)*
<b>Cash and cash equivalents at the end of the year</b>	<b>153.94</b>	<b>14.07</b>
<b>Reconciliation of cash and cash equivalents as per the cash flow statement :</b>		
<b>Components of cash and cash equivalents</b>		
Balances with banks:		
On current accounts	13.92	4.04
Deposits with banks with original maturity of 3 months or less	140.00	9.96
Cash on hand	0.02	0.07
Bank overdrafts	-	(0.00)*
<b>Balance as per the cash flow statement</b>	<b>153.94</b>	<b>14.07</b>

\* Amount less than ₹ 50,000

## Note :

- Above statement has been prepared by using Indirect method as per Ind AS 7 on Statement of Cash flows.
- The Company incurred an amount of ₹ 2.20 (March 31, 2022 : ₹ 1.66), towards CSR expenditure for purposes other than construction / acquisition of any asset.

As per our report of even date  
**For Nayan Parikh & Co**  
 Chartered Accountants  
 Firm's Registration No: 107023W

For and on behalf of the Board

**K.Y. Narayana**  
 Partner  
 Membership No: 060639

**Sitendu Nagchaudhuri**  
 Chief Financial Officer

**Saurabh Sancheti**  
**Anuj Jain**  
**Geeta Fulwadaya**  
**Akshay Raheja**  
**Viren Raheja**

Non-Executive Director

**Ajay Singh**  
 Head Corporate Legal, Company  
 Secretary & Chief Compliance Officer  
 Membership No: F - 5189

**Sridhar Gorthi**  
**Sasha Mirchandani**  
**Ameeta Parpia**

Chairman and Independent Director

Independent Director

Place: Mumbai  
 Date: April 17, 2023

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## BACKGROUND

Hathway Cable and Datacom Limited ("the Company") is a Public Company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company is engaged in distribution of internet services through cable (Broadband) and has strategic stake in entities engaged in Cable Television business. Its equity shares are listed on National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) in India.

## 1.00 SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the presentation of these standalone financial statements.

### 1.01 Basis of Preparation

#### (i) Compliance with Ind AS

The standalone financial statements comply in all material aspects with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 ("the Act"), and relevant rules issued thereunder and relevant provisions of the Act. In accordance with proviso to the Rule 4A of the Companies (Accounts) Rules, 2014, the terms used in these financial statements are in accordance with the definitions and other requirements specified in the applicable Accounting standards.

#### (ii) Authorisation of standalone financial statements

The standalone financial statements were approved for issue by Board Of Directors at their meeting held on April 17, 2023.

#### (iii) Historical cost convention

The standalone financial statements have been prepared on a historical cost basis, except for the following items, which are measured on an alternative basis on each reporting date :

- certain financial assets and liabilities is measured at fair value; and
- defined benefit plans – fair value of plan assets less the present value of the defined benefit obligations.

### 1.02 Functional And Presentation Currency

These standalone financial statements are presented in Indian Rupees (INR), which is also the company's functional currency. All amounts disclosed in the standalone financial statements and notes have been rounded off to the nearest crores, except where otherwise indicated.

### 1.03 Current Versus Non-Current Classification

The Company presents its assets and liabilities in the balance sheet based on current / non-current classification.

An asset is classified as current if:

- it is expected to be realised or intended to be sold or consumed in normal operating cycle;
- it is held primarily for the purpose of trading;
- it is expected to be realised within twelve months after the reporting period; or
- the cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current if:

- it is expected to be settled in normal operating cycle;
- it is held primarily for the purpose of trading;
- it is due to be settled within twelve months after the reporting period; or
- there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities on net basis.

All assets and liabilities have been classified as current or non-current as per Company's normal operating cycle. Based on the nature of operations, the Company has ascertained its operating cycle as twelve months for the purpose of current and non-current classification of assets and liabilities.

## 1.04 Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows :

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

## 1.05 Use Of Judgements, Estimates & Assumptions

While preparing standalone financial statements in conformity with Ind AS, the management makes certain estimates and assumptions that require subjective and complex judgments. These judgments affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses, disclosure of contingent liabilities at the statement of financial position date and the reported amount of income and expenses for the reporting period. Financial reporting results rely on our estimate of the effect of certain matters that are inherently uncertain. Future events rarely develop exactly as forecasted and the best estimates require adjustments, as actual results may differ from these estimates under different assumptions or conditions. The management continually evaluates these estimates and assumptions based on the most recently available information.

Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the standalone financial statements are as below:

### Key assumptions and estimation uncertainties :

- (i) Investment in Mutual Funds, Bonds and Fixed Deposits with Banks; (Refer note 4.09)
- (ii) Useful lives of Property, Plant and Equipment and Intangible Assets; (Refer note 1.06 and 1.07)
- (iii) Measurement of defined benefit obligations, key actuarial assumptions; (Refer note 4.05)
- (iv) Evaluation of recoverability of deferred tax assets; (Refer note 2.06) and
- (v) Contingencies (Refer note 4.02).
- (vi) Impairment test of Tangible and Intangible assets
- (vii) Measurement of Expected Credit Loss Allowance for Trade Receivables

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 1.06 Property, Plant And Equipment

### Recognition and measurement

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Property, Plant and Equipment (including capital work-in-progress) is stated at cost, less accumulated depreciation and accumulated impairment losses. The initial cost of an asset comprises its purchase price, non-refundable taxes, any costs directly attributable to bringing the asset into the location and conditions necessary for it to be capable of operating in the manner intended by management, the initial estimate of any decommissioning obligation, if any, finance cost. The purchase price is the aggregate amount paid and the fair value of any other consideration given to acquire the asset.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to statement of profit and loss during the reporting period in which they are incurred.

Access devices on hand at the year-end are included in Capital Work in Progress. On installation, such devices are capitalized.

The residual values and useful lives of Property, Plant and Equipment are reviewed at each financial year end, and changes, if any, are accounted prospectively.

Stores & Spares which meet the definition of Property, Plant and Equipment and satisfy the recognition criteria of Ind AS 16 are capitalized as Property, Plant and Equipment.

### Tangible Assets acquired in business combination

Tangible assets acquired in business combination are initially recognised at their fair value at the acquisition date (which is regarded as their cost).

### Derecognition of Property, Plant and Equipment

An item of Property, Plant and Equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on derecognition of an item of Property, Plant and Equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in statement of profit and loss.

### Depreciation on Property, Plant and Equipment

Depreciation on Property, Plant and Equipment is provided on straight line method. In accordance with requirements prescribed under Schedule II of Companies Act, 2013, the Company has assessed the estimated useful lives of its Property, Plant and Equipment and has adopted the useful lives and residual value as prescribed in Schedule II except for the cost of Access devices at the customer's location which are depreciated on straight-line method over a period of eight years based on internal technical assessment.

In case of additions or deletions during the year, depreciation is computed from the month in which such assets are put to use and up to previous month of sale, disposal or held for sale as the case may be. In case of impairment, depreciation is provided on the revised carrying amount over its remaining useful life.

All assets costing up to ₹ 5,000 (in ₹) are fully depreciated in the year of capitalisation.

## 1.07 Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

# Notes to the Standalone Financial Statements

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(₹ in Crores unless otherwise stated)

## Recognition and measurement

Intangible assets comprises of Network Franchisee, Bandwidth Rights, Goodwill, Customer Acquisition Cost and Softwares.

Intangible assets with finite useful lives that are acquired are recognized only if they are separately identifiable and the Company expects to receive future economic benefits arising out of them. Such assets are stated at cost less accumulated amortization and impairment losses. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less impairment losses.

## Intangible Assets acquired in business combination

Intangible Assets acquired in business combination and recognised separately from goodwill are initially recognised at their fair value at the acquisition date (which is regarded as their cost).

## Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in statement of profit and loss when the asset is derecognised.

## Amortisation of intangible assets

Intangible assets with finite useful lives are amortised on a straight line basis over their useful economic lives and assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at each year end. The amortisation expense on Intangible assets with finite lives and impairment loss is recognised in the Statement of Profit and Loss.

Estimated lives for current and comparative periods in relation to application of straight line method of amortisation of intangible assets (acquired) are as follows:

- Network Franchisee are amortised over the period of five to twenty years.
- Softwares are amortised over the license period and in absence of such tenor, over five years.
- Bandwidth Rights are amortised over the period of the underlying agreements.
- Customer acquisition costs are amortised over the period of five years.

The estimated useful lives, residual values, amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

## 1.08 Impairment of Assets (other than Financial Assets)

Carrying amount of Tangible assets, Intangible assets, Investments in Subsidiaries, Joint Ventures and Associates (which are carried at cost) are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or Company's assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 1.09 Inventories

### Inventories are valued as follows:

Spares and maintenance items are valued at lower of cost (net of taxes recoverable) on first in first out basis or net realizable value.

Stock-in-trade comprising of access devices are valued at cost on weighted average method or at net realizable value, whichever is lower.

## 1.10 Cash And Cash Equivalents

Cash and cash equivalents in the Balance Sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to insignificant risk of change in value.

For the purpose of statement of cash flows, cash and cash equivalents consist of cash, short-term deposits as defined above, bank overdrafts and short-term highly liquid investments that are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value as they are considered as an integral part of the Company's management. Bank overdrafts are shown within borrowings under current liabilities in the balance sheet.

## 1.11 Financial Instruments

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

### Initial Recognition and Measurement – Financial Assets and Financial Liabilities

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss and ancillary costs related to borrowings) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss. Since, trade receivables do not contain significant financing component they are measured at transaction price.

### Classification and Subsequent Measurement: Financial Assets

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income ("FVTOCI") or fair value through profit or loss ("FVTPL") on the basis of following:

- the entity's business model for managing the financial assets; and
- the contractual cash flow characteristics of the financial asset.

### Amortised Cost:

A financial asset is classified and measured at amortised cost if both of the following conditions are met:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

### FVTOCI:

A financial asset is classified and measured at FVTOCI if both of the following conditions are met:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

# Notes to the Standalone Financial Statements

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Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses and interest revenue which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

## **FVTPL:**

A financial asset is classified and measured at FVTPL unless it is measured at amortised cost or at FVTOCI.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

## **Impairment of Financial Assets**

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

Expected Credit Losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date);or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward-looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

## **Classification and Subsequent measurement: Financial Liabilities**

The Company's financial liabilities include trade and other payables and borrowings including bank overdrafts..

## **Financial Liabilities at FVTPL:**

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or are designated upon initial recognition as FVTPL.

Gains or losses on financial liabilities held for trading are recognised in the Statement of Profit and Loss.

## **Other Financial Liabilities:**

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.



# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## Derecognition of Financial Assets and Financial Liabilities:

The Company de-recognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

## Write-off:

The gross carrying amount of a financial asset is written off when there are no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. The Company individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Company expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

## Offsetting Financial Instruments:

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

## 1.12 Investment In Subsidiaries, Joint Ventures And Associates

A subsidiary is an entity that is controlled by another entity. An investor controls an investee if and only if the investor has the following; (i) Power over the investee, (ii) exposure, or rights, to variable returns from its involvement with the investee and (iii) the ability to use its power over the investee to affect the amount of the investor's returns.

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The Company's investments in its subsidiaries, associates and joint ventures are accounted at cost and reviewed for impairment at each reporting date in accordance with the policy described in note 1.08 above.

## 1.13 Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that a company incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

## 1.14 Provisions, Contingent Liabilities And Contingent Assets

### Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a current pre-tax rate. The increase in the provision due to the passage of time is recognised as interest expense.

# Notes to the Standalone Financial Statements

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## Contingent liability

Contingent liability is a possible obligation arising from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity or a present obligation that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability. The Company does not recognize a contingent liability but discloses its existence in the standalone financial statements.

## Contingent Asset

Contingent asset is not recognised in standalone financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognized. Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

## 1.15 Employment Benefits

### (i) Short-term employee benefits

Short-term employee benefits are measured on an undiscounted basis and expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

### (ii) Post-employment obligations

The Company operates the following post-employment schemes:

- defined benefit plans such as gratuity; and
- defined contribution plans such as provident fund

### Defined Benefit Plans

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised at amount net of taxes in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in Statement of Profit and Loss as past service cost.

### Defined contribution plans

The Company makes specified monthly contributions towards government administrated provident fund scheme. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.



# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## (iii) Other long-term employee benefit obligations

The liabilities for leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in Statement of Profit and Loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

## 1.16 Revenue From Contracts With Customers

### (i) Income from rendering of services and sale of products

The Company derives revenues primarily from Broadband business comprising of Internet services and other allied services.

Revenue is recognised upon transfer of control of promised products or services to customers at the amount of transaction price (net of variable consideration) that reflects the consideration the Company expects to receive in exchange for those products or services. Subscription revenue is recognized ratably over the period in which the services are rendered.

To recognize revenues, the Company applies the following five step approach:

1. identify the contract with a customer;
2. identify the performance obligations in the contract;
3. determine the transaction price;
4. allocate the transaction price to the performance obligations in the contract; and
5. recognize revenues when a performance obligation is satisfied

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The Company presents revenues net of indirect taxes in its Statement of Profit and Loss.

### Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

### Trade Receivables

A receivable represents the company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

### Contract Liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier), which we refer to as Unearned Revenue.

Contract liabilities are recognised as revenue when the Company performs under the contract.

### (ii) Other Operating Income

Other Operating Income comprises of fees for rendering management, technical and consultancy services. Income from such services is recognized upon satisfaction of performance obligation as per the terms of underlying agreements.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 1.17 Recognition of Dividend Income and Interest Income

### (i) Interest Income

Interest income from financial assets is recognised using the effective interest rate method.

### (ii) Dividend Income

Dividends are recognised in the Statement of Profit and Loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

## 1.18 Taxes on Income

### Current Tax:

Tax on income for the current period is determined on the basis of estimated taxable income and tax credits computed in accordance with the provisions of the relevant tax laws and based on the expected outcome of assessments / appeals.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the Statement of Profit and Loss.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

### Deferred tax:

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognised outside the statement of profit and loss is recognised outside the Statement of Profit and Loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

The break-up of the major components of the deferred tax assets and liabilities as at balance sheet date has been arrived at after setting off deferred tax assets and liabilities where the Company have a legally enforceable right to set-off assets against liabilities.

## 1.19 Earnings Per Share (EPS)

### Basic Earnings Per Share

Basic earnings per share is calculated by dividing the profit (or loss) attributable to the owners of the Company by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

### Diluted Earnings Per Share

Diluted earnings per share is computed by dividing the profit (considered in determination of basic earnings per share) after considering the effect of interest and other financing costs or income (net of attributable taxes) associated with dilutive potential

# Notes to the Standalone Financial Statements

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equity shares by the weighted average number of equity shares considered for deriving basic earnings per share adjusted for the weighted average number of equity shares that would have been issued upon conversion of all dilutive potential equity shares.

## 1.20 Leases

### As a lessee

The Company, as a lessee, recognizes a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate.

### Short-term leases and leases of low value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases, including IT equipment. The company recognises the lease payments associated with these leases as an expense in profit or loss on a straight-line basis over the lease term.

## 1.21 Foreign Currency Translations

### (i) Transactions and balances

#### Monetary items:

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in statement of profit and loss. Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, within finance costs. All other foreign exchange gains and losses are presented in the Statement of Profit and Loss on a net basis within other gains / (losses).

#### Non – Monetary items:

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

## 1.22 Business Combinations and Goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any non-controlling interest in the acquiree. For each business combination, the Company elects whether it measures the non-controlling interest in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition costs which are administrative in nature are expensed out.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Company's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

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Where goodwill forms part of a cash-generating unit and part of the operation within that unit is disposed off, the goodwill associated with the operation disposed off is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed off in this circumstance is measured based on the relative values of the operation disposed off and the portion of the cash-generating unit retained.

Common control business combinations include transactions, such as transfer of subsidiaries or businesses, between entities within a group.

Business combinations involving entities or businesses under common control are accounted for using the pooling of interests method. Under pooling of interest method, the assets and liabilities of the combining entities are reflected at their carrying amounts, the only adjustments that are made are to harmonise accounting policies.

The financial information in the standalone financial statements in respect of prior periods are restated as if the business combination had occurred from the beginning of the preceding period in the standalone financial statements, irrespective of the actual date of the combination. However, if business combination had occurred after that date, the prior period information is restated only from that date.

The difference, if any, between the amount recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve and presented separately from other capital reserves with disclosure of its nature and purpose in the notes.

## 1.23 Financial Liabilities and Equity Instruments

### Classification as debt or equity

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

### Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Company are recognised at the proceeds received.



# Notes to the Standalone Financial Statements

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(₹ in Crores unless otherwise stated)

## 2.01 (a) PROPERTY, PLANT AND EQUIPMENT :

Particulars	Gross Carrying Amount			Accumulated Depreciation / Impairment			Net Carrying Amount	
	As at April 1, 2022	Addition	Disposal	As at April 1, 2022	For the Year	Elimination on disposal	As at March 31, 2023	As at March 31, 2022
<b>Own Assets:</b>								
Plant and Equipment	1,399.76	161.62	14.10	631.73	118.77	8.58	741.92	805.36
Air conditioners	5.14	0.62	0.03	4.03	0.43	0.03	4.43	1.30
Structural fittings	2.75	0.01	-	1.65	0.54	-	2.19	0.57
Furniture & Fixtures	11.39	0.45	0.00*	7.41	0.98	-	8.39	3.45
Mobile & Telephone	0.70	-	0.00*	0.57	0.03	-	0.60	0.10
Computers	10.15	1.02	0.03	8.05	1.02	0.03	9.04	2.10
Office Equipments	3.28	0.25	0.00*	2.78	0.20	0.00*	2.98	0.55
Electrical Fittings	5.74	0.39	0.00*	3.15	0.51	0.00*	3.66	2.59
Motor Vehicles	0.63	-	0.05	0.47	0.06	0.04	0.49	0.16
<b>Total</b>	<b>1,439.54</b>	<b>164.36</b>	<b>14.21</b>	<b>659.84</b>	<b>122.54</b>	<b>8.68</b>	<b>773.70</b>	<b>815.99</b>

Particulars	Gross Carrying Amount			Accumulated Depreciation / Impairment			Net Carrying Amount	
	As at April 1, 2021	Addition	Disposal	As at April 1, 2021	For the Year	Elimination on disposal	As at March 31, 2022	As at March 31, 2021
<b>Own Assets:</b>								
Plant and Equipment	1,253.75	164.75	18.74	499.47	143.65	11.39	631.73	768.03
Air conditioners	4.86	0.36	0.08	3.57	0.54	0.08	4.03	1.11
Structural fittings	2.75	-	0.00*	1.46	0.19	-	1.65	1.10
Furniture & Fixtures	11.23	0.17	0.01	6.49	0.93	0.01	7.41	3.98
Mobile & Telephone	0.70	0.01	0.01	0.53	0.05	0.01	0.57	0.13
Computers	9.06	1.09	0.00*	7.12	0.93	0.00*	8.05	2.10
Office Equipments	3.07	0.22	0.01	2.53	0.26	0.01	2.78	0.50
Electrical Fittings	5.35	0.39	0.00*	2.70	0.45	0.00*	3.15	2.59
Motor Vehicles	0.63	-	-	0.40	0.07	-	0.47	0.16
<b>Total</b>	<b>1,291.40</b>	<b>166.99</b>	<b>18.85</b>	<b>524.27</b>	<b>147.07</b>	<b>11.50</b>	<b>659.84</b>	<b>779.70</b>

\* Amount less than ₹ 50,000/-

### Notes :

- Refer note no 4.04 for disclosure of contractual commitments for acquisition of Property, Plant and Equipment.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 2.01 (b) CAPITAL WORK IN PROGRESS (CWIP)

### (i) Ageing schedule as at March 31, 2023:

	Amount in CWIP for a period of				Total
	< 1 year	1-2 years	2-3 years	> 3 years	
Projects in progress	23.29	4.71	-	-	28.00
<b>Total</b>	<b>23.29</b>	<b>4.71</b>	-	-	<b>28.00</b>

### (ii) Ageing schedule as at March 31, 2022:

	Amount in CWIP for a period of				Total
	< 1 year	1-2 years	2-3 years	> 3 years	
Projects in progress	39.80	0.90	-	-	40.70
<b>Total</b>	<b>39.80</b>	<b>0.90</b>	-	-	<b>40.70</b>

## 2.02 INTANGIBLE ASSETS :

Particulars	Gross Carrying Amount		Accumulated Amortisation / Impairment			Net Carrying Amount	
	As at April 1, 2022	As at Addition Disposal	As at March 31, 2023	As at April 1, 2022	For the Year on disposal	As at March 31, 2023	As at March 31, 2022
Customer Acquisition Cost	154.64	40.94	195.58	61.88	45.91	107.79	92.76
Softwares	38.26	1.46	39.72	27.95	3.94	31.89	10.31
Network Franchisee	6.05	-	6.05	3.63	0.40	4.03	2.42
Bandwidth Rights	2.14	-	2.14	1.72	0.11	1.83	0.42
Goodwill	0.11	-	0.11	0.11	-	0.11	-
<b>Total</b>	<b>201.20</b>	<b>42.40</b>	<b>243.60</b>	<b>95.29</b>	<b>50.35</b>	<b>145.65</b>	<b>105.91</b>



# Notes to the Standalone Financial Statements

## for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Range of remaining period of amortisation as at March 31, 2023 of Intangible assets is as below :

	0 to 5 years	6 to 10 years	11 to 15 years	Total
Customer Acquisition Cost	87.80	-	-	87.80
Softwares	7.82	-	-	7.82
Network Franchisee	2.00	0.02	-	2.02
Bandwidth Rights	0.26	0.05	0.00 *	0.31
<b>Total</b>	<b>97.88</b>	<b>0.07</b>	<b>0.00 *</b>	<b>97.95</b>

\* Amount less than ₹ 50,000/-

Particulars	Gross Carrying Amount			Accumulated Amortisation / Impairment			Net Carrying Amount			
	As at April 1, 2021	Addition	Disposal	As at March 31, 2022	As at April 1, 2021	For the Year	Elimination on disposal	As at March 31, 2022	As at March 31, 2021	As at March 31, 2021
Customer Acquisition Cost	113.12	41.52	-	154.64	34.63	27.25	-	61.88	92.76	78.49
Softwares	33.34	4.92	-	38.26	23.09	4.86	-	27.95	10.31	10.25
Network Franchisee	6.05	-	-	6.05	3.22	0.41	-	3.63	2.42	2.83
Bandwidth Rights	2.14	-	-	2.14	1.60	0.12	-	1.72	0.42	0.54
Goodwill	0.11	-	-	0.11	0.11	-	-	0.11	-	-
<b>Total</b>	<b>154.76</b>	<b>46.44</b>	<b>-</b>	<b>201.20</b>	<b>62.65</b>	<b>32.64</b>	<b>-</b>	<b>95.29</b>	<b>105.91</b>	<b>92.11</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 2.03 NON-CURRENT INVESTMENTS

	Face Value (₹) Per unit	As at March 31, 2023		As at March 31, 2022	
		Quantity	Amount	Quantity	Amount
<b>Investments (measured at cost)</b>					
<b>Investment in Subsidiaries, Joint Ventures and Associates</b>					
<b>Quoted (fully paid up)</b>					
<b>Investment in Equity Shares of Subsidiary</b>					
Hathway Bhawani Cabletel & Datacom Limited	10	2,020,000	2.39	2,020,000	2.39
Less : Impairment in value of investment			-		0.60
<b>Investment in Equity Shares of Associate</b>					
GTPL Hathway Ltd.	10	41,972,694	568.55	41,972,694	568.55
			<b>570.94</b>		<b>570.34</b>
<b>Unquoted (fully paid up)</b>					
<b>Investment in Equity Shares of Subsidiaries</b>					
Hathway Digital Limited	10	355,734,833	432.67	355,734,833	432.67
Hathway Kokan Crystal Cable Network Limited	10	-	-	150,623	4.69
Hathway Mantra Cable & Datacom Limited	10	9,800	2.10	9,800	2.10
Channels India Network Private Limited	10	87,500	-	87,500	-
Chennai Cable Vision Network Private Limited	10	136,800	-	136,800	-
Hathway Nashik Cable Network Private Limited	10	45,300	-	45,300	-
Elite Cable Network Private Limited	10	48,000	-	48,000	-
Less : Impairment in value of investment			2.10		6.79
			<b>432.67</b>		<b>432.67</b>
<b>Investment in 0.01% Non-Cumulative Optionally Convertible Preference Shares of Subsidiary</b>					
Hathway Digital Limited	10	1,800,000,000	1,800.00	1,800,000,000	1,800.00
			<b>1,800.00</b>		<b>1,800.00</b>
<b>Investment in Equity Shares of Joint Ventures</b>					
Hathway Sai Star Cable & Datacom Private Limited	10	82,463	11.10	82,463	11.10
Hathway MCN Private Limited	10	963,000	8.01	963,000	8.01
Hathway Sonali OM Crystal Cable Private Limited	10	2,652,000	7.87	2,652,000	7.87
Hathway Dattatray Cable Network Private Limited	10	20,400	1.56	20,400	1.56
Hathway Cable MCN Nanded Private Limited	10	1,305,717	1.37	1,305,717	1.37
Hathway Latur MCN Cable & Datacom Private Limited	10	51,000	0.97	51,000	0.97
Hathway Channel 5 Cable and Datacom Private Limited	10	249,000	-	249,000	-
Hathway ICE Television Private Limited	10	102,000	-	102,000	-

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

	Face Value (₹) Per unit	As at March 31, 2023		As at March 31, 2022	
		Quantity	Amount	Quantity	Amount
Hathway Prime Cable & Datacom Private Limited	10	229,500	-	229,500	-
Less : Impairment in value of investment			15.14		15.14
			<b>15.74</b>		<b>15.74</b>
<b>Investment in Equity Shares of Associates</b>					
Hathway VCN Cablenet Private Limited	10	12,520	-	12,520	-
Pan Cable Services Private Limited	10	10	-	10	-
			-		-
<b>Investment in Partnership Firm in the nature of Joint Venture</b>					
Hathway SS Cable & Datacom LLP			1.73		1.73
Less : Impairment in value of investment			1.73		1.73
			-		-
<b>Investments at amortised cost</b>					
<b>Unquoted</b>					
<b>Investment in Preference Shares of Subsidiary (fully paid up) *</b>					
Hathway Digital Limited	10	51,020	0.07	51,020	0.07
<b>Investment in Government Securities</b>					
National Savings Certificates			0.14		0.14
<b>Investments at Fair Value through Other Comprehensive Income</b>					
<b>Investment in equity shares of other companies</b>					
<b>Unquoted</b>					
Hathway Cable Entertainment Private Limited	10	47,009	-	47,009	-
Hathway Jhansi JMDSR Cable & Datacom Private Limited	10	60,000	-	60,000	-
Hathway Patiala Cable Private Limited	10	71,175	3.08	71,175	3.08
Less : Impairment in value of investment			3.08		0.00*
			-		<b>3.08</b>
<b>Unquoted</b>					
Investment in Bonds	1,000,000	2,000	-	2,000	199.58
			-		<b>199.58</b>
<b>Total Non-current Investments</b>			<b>2,819.55</b>		<b>3,021.62</b>
<b>Aggregate amount of quoted investments</b>			<b>570.94</b>		<b>570.34</b>
<b>Market Value of quoted investments</b>			<b>412.11</b>		<b>735.04</b>
<b>Aggregate amount of unquoted investments</b>			<b>2,248.61</b>		<b>2,248.63</b>
<b>Aggregate fair value of investments designated at FVTOCI</b>			-		<b>202.66</b>
<b>Aggregate amount of impairment in value of investments</b>			<b>18.97</b>		<b>24.26</b>

\* Amount less than ₹ 50,000/-

\* 5% Non-Cumulative Redeemable Preference Shares of ₹ 10 each - The carrying value of the equity component included in investment in 5% Non-cumulative Redeemable Preference Shares issued by wholly owned subsidiary Hathway Digital Limited is ₹ 0.07 (As at March 31, 2022 ₹ 0.07).

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 2.04 LOANS

	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
<b>Loans to Related Parties</b>				
Considered good - Unsecured				
Loan to Subsidiaries, Joint Ventures and Associates	-	-	0.40	0.40
Credit impaired	37.18	38.38	-	-
	<b>37.18</b>	<b>38.38</b>	<b>0.40</b>	<b>0.40</b>
Less : Loss allowance	37.18	38.38	-	-
<b>(A)</b>	<b>-</b>	<b>-</b>	<b>0.40</b>	<b>0.40</b>
<b>Other Loans</b>				
Loan receivables - credit impaired	17.57	17.57	-	-
	<b>17.57</b>	<b>17.57</b>	-	-
Less : Loss allowance	17.57	17.57	-	-
<b>(B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total</b>	<b>(A+B)</b>	<b>-</b>	<b>0.40</b>	<b>0.40</b>

**Note :** No amount is due from any of the directors or officers of the Company, severally or jointly with any other person, or from firms where such director is a partner or from private companies where such director is a member. Further information about these loans is set out in note no. 4.08 and 4.14. These financial assets are carried at amortised cost.

### 2.04.1 Loans or Advances in the nature of loans to Promoters, Directors, KMPs and the Related Parties.

	As at March 31, 2023	% to Total Loans and Advances	As at March 31, 2022	% to Total Loans and Advances
Related Parties	37.58	68%	38.78	69%
<b>Total</b>	<b>37.58</b>	<b>68%</b>	<b>38.78</b>	<b>69%</b>

All the above loans and advances are re-payable on demand.

## 2.05 OTHER FINANCIAL ASSETS

	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
<b>Security Deposits</b>				
Considered good - Unsecured	4.89	4.23	3.23	3.47
Credit impaired	2.56	2.56	-	-
Less: Allowance for bad & doubtful security deposits given	2.56	2.56	-	-
	<b>4.89</b>	<b>4.23</b>	<b>3.23</b>	<b>3.47</b>
Bank deposits with more than 12 months original maturity	-	140.00	-	-
Accrued Interest	-	-	17.95	8.71
Accrued Interest on Loans Given	0.19	0.27	-	0.25
Less : Loss allowance	0.19	0.27	-	-
Other Receivables (Refer note 4.02 b)	0.26	0.26	0.21	0.21
Less : Loss allowance	0.26	0.26	-	-
<b>Total</b>	<b>4.89</b>	<b>144.23</b>	<b>21.39</b>	<b>12.64</b>

**Note :** No amount is due from any of the directors or officers of the Company, severally or jointly with any other person, or from firms where such director is a partner or from private companies where such director is a member.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 2.06 DEFERRED TAX ASSETS (NET)

	As at March 31, 2023	As at March 31, 2022
<b>The balance comprises of temporary differences attributable to -</b>		
<b>Deferred tax assets in relation to : *</b>		
Unabsorbed depreciation	105.63	126.91
Others	12.48	14.25
	<b>118.11</b>	<b>141.16</b>
<b>Deferred tax liabilities in relation to :</b>		
Property, Plant and Equipment	21.22	19.83
	<b>21.22</b>	<b>19.83</b>
<b>DEFERRED TAX ASSETS (NET)</b>	<b>96.89</b>	<b>121.33</b>

Significant Estimates -

\* The deferred tax assets recognised is mainly in respect of unabsorbed depreciation allowance and brought forward losses available for set off in terms of applicable tax laws. The Management is reasonably certain of future taxable income and hence recovery of recognized deferred tax assets.

### The movement in deferred tax asset / liabilities during the Year ended March 31, 2023 :

Particulars	As at March 31, 2022	(Charged) / Credited Profit / (Loss)	(Charged) / Credited Other Comprehensive Income	As at March 31, 2023
<b>Deferred Tax Assets in relation to :</b>				
Unabsorbed depreciation	126.91	(21.28)	-	105.63
Others	14.25	(1.76)	(0.01)	12.48
	<b>141.16</b>	<b>(23.04)</b>	<b>(0.01)</b>	<b>118.11</b>
<b>Deferred tax liabilities in relation to :</b>				
Property, Plant and Equipment	19.83	1.39	-	21.22
	19.83	1.39	-	21.22
<b>Total</b>	<b>121.33</b>	<b>(24.42)</b>	<b>(0.01)</b>	<b>96.89</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 2.07 OTHER ASSETS

	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
<b>Capital Advances</b>				
Unsecured, considered good unless stated otherwise				
Advance to Suppliers	1.48	2.28	-	-
Doubtful	0.14	0.20	-	-
Less: Allowance for bad & doubtful advances	0.14	0.20	-	-
<b>(A)</b>	<b>1.48</b>	<b>2.28</b>	<b>-</b>	<b>-</b>
<b>Advances Other Than Capital Advances</b>				
Unsecured, considered good unless stated otherwise				
Balance with Government authorities:				
GST Recoverable	-	-	28.96	25.57
Balance with Statutory Authorities	8.94	8.96	-	-
Advance Income Tax (Net of Provision)	20.75	38.50	-	-
Deposits paid under Protest	46.34	51.26	-	-
Prepayments	0.07	0.13	4.05	4.25
Staff Advances	-	-	0.27	0.32
Sundry Advances	-	-	0.35	0.34
Other Receivables	-	-	-	0.02
Doubtful	15.31	15.52	-	-
Less: Allowance for bad & doubtful advances	15.31	15.52	-	-
<b>(B)</b>	<b>76.10</b>	<b>98.85</b>	<b>33.63</b>	<b>30.50</b>
<b>Total (A+B)</b>	<b>77.58</b>	<b>101.13</b>	<b>33.63</b>	<b>30.50</b>

**Note :** No amount is due from any of the directors or officers of the Company, severally or jointly with any other person, or from firms where such director is a partner or from private companies where such director is a member.

Deposits paid under Protest includes amount paid towards License Fees on pure internet services ₹100.19 net of Provision - License Fees Expenses of ₹100.03.

## 2.08 INVENTORIES - CURRENT

	As at March 31, 2023	As at March 31, 2022
Stock of Spares and Maintenance Items	1.79	3.33
Stock of Spares and Maintenance Items (Goods-in-transit)	0.07	0.02
<b>Total</b>	<b>1.86</b>	<b>3.35</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 2.09 CURRENT INVESTMENTS

	As at March 31, 2023	As at March 31, 2022
<b>Unquoted</b>		
<b>Investments at fair value through profit and loss account</b>		
Investment in Mutual Funds	329.05	56.89
<b>Investments at fair value through other comprehensive income</b>		
Investment in Mutual Funds	42.14	92.76
Investment in Bonds	198.99	-
<b>Total</b>	<b>570.18</b>	<b>149.65</b>
Aggregate amount of unquoted investments	570.18	149.65
Impairment in the value of investment - ₹ Nil.		

## 2.10 TRADE RECEIVABLES

	Current	
	As at March 31, 2023	As at March 31, 2022
Unsecured considered good	2.26	1.10
Unsecured credit impaired	52.55	52.39
	<b>54.81</b>	<b>53.49</b>
Less: Loss allowance	52.55	52.39
<b>Total</b>	<b>2.26</b>	<b>1.10</b>

**Note :** No amount is receivable from any of the directors or officers of the Company, severally or jointly with any other person, or from firms where such director is a partner or from private companies where such director is a member.

### 2.10.1 Trade Receivables from the Related Parties.

	As at March 31, 2023	As at March 31, 2022
Related Parties (Refer Note no. 4.11)	1.74	0.41
Less: Loss allowance	0.08	0.07
<b>Total</b>	<b>1.66</b>	<b>0.34</b>

### 2.10.2 Trade Receivables ageing as at March 31, 2023

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - considered good	-	2.26	-	-	-	-	2.26
(ii) Undisputed Trade Receivables - credit impaired	-	0.14	0.47	0.25	0.82	50.87	52.55
<b>Total</b>	-	<b>2.40</b>	<b>0.47</b>	<b>0.25</b>	<b>0.82</b>	<b>50.87</b>	<b>54.81</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 2.10.3 Trade Receivables ageing as at March 31, 2022

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - considered good	-	1.09	0.01	0.00*	-	-	1.10
(ii) Undisputed Trade Receivables - credit impaired	-	0.03	0.48	0.91	39.17	11.80	52.39
<b>Total</b>	<b>-</b>	<b>1.12</b>	<b>0.49</b>	<b>0.91</b>	<b>39.17</b>	<b>11.80</b>	<b>53.49</b>

\* Amount less than ₹ 50,000/-

## 2.11 CASH AND CASH EQUIVALENTS

	Current	
	As at March 31, 2023	As at March 31, 2022
Balances with banks:		
In Current Accounts	13.92	4.05
Deposits with banks with original maturity of 3 months or less	140.00	9.95
Cash on hand	0.02	0.07
<b>Total</b>	<b>153.94</b>	<b>14.07</b>

## 2.12 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Margin money deposit *	-	-	75.00	125.00
Deposits with original maturity for more than 3 months but less than 12 months	-	-	-	17.96
Deposits with original maturity for more than 12 months	-	140.00	-	-
	-	<b>140.00</b>	<b>75.00</b>	<b>142.96</b>
Less: Amount disclosed under other financial asset (Refer Note 2.05)	-	140.00	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>75.00</b>	<b>142.96</b>

\* Marked under lien in favour of Banks for security against borrowing availed by the company and its wholly owned subsidiary i.e. Hathway Digital Limited.



# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 2.13 EQUITY SHARE CAPITAL

	As at March 31, 2023	As at March 31, 2022
<b>Authorised Capital</b>		
1,999,000,000 (March 31, 2022:1,999,000,000) Equity Shares of ₹ 2 each	399.80	399.80
<b>Total</b>	<b>399.80</b>	<b>399.80</b>
<b>Issued, Subscribed and Paid up Capital</b>		
1,770,104,500 (March 31, 2022: 1,770,104,500) Equity Shares of ₹ 2 each fully paid-up	354.02	354.02
<b>Total</b>	<b>354.02</b>	<b>354.02</b>

a) **Reconciliation of the number of shares outstanding as at the beginning and end of the reporting period:**

	As at March 31, 2023		As at March 31, 2022	
	Number	Amount	Number	Amount
<b>Equity Shares of ₹ 2 each</b>				
Shares Outstanding at the beginning of the year	1,770,104,500	354.02	1,770,104,500	354.02
Shares Outstanding at the end of the year	<b>1,770,104,500</b>	<b>354.02</b>	<b>1,770,104,500</b>	<b>354.02</b>

b) **Rights, Preference and restrictions attached to Shares:**

**Terms/ Rights attached to Equity Shares**

The Company has issued only one class of equity shares having face value of ₹ 2 (March 31, 2022 : ₹ 2) per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts in proportion to the number of equity shares held by the shareholders.

c) **Shares in respect of each class in the company held by its holding company or its ultimate holding company including shares held by subsidiaries or associates of the holding company or the ultimate holding company in aggregate**

Name of the Shareholder	As at March 31, 2023	As at March 31, 2022
	No. of Shares held	No. of Shares held
<b>Equity Shares of ₹ 2 each</b>		
Jio Content Distribution Holdings Private Limited \$	550,529,562	550,529,562
Jio Internet Distribution Holdings Private Limited \$	220,641,491	220,641,491
Jio Cable and Broadband Holdings Private Limited \$	164,546,307	164,546,307

\$ Controlled by Digital Media Distribution Trust of which Reliance Content Distribution Limited - Wholly owned Subsidiary of Reliance Industries Limited, is the sole beneficiary.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## d) Details of shareholders holding more than 5% shares in the Company:

	As at March 31, 2023		As at March 31, 2022	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
<b>Equity Shares of ₹ 2 each</b>				
Mr. Akshay Raheja	121,413,000	6.86	121,413,000	6.86
Mr. Viren Raheja	119,553,000	6.75	119,553,000	6.75
Hathway Investments Private Limited	112,645,015	6.36	112,645,015	6.36
Jio Content Distribution Holdings Private Limited	550,529,562	31.10	550,529,562	31.10
Jio Internet Distribution Holdings Private Limited	220,641,491	12.46	220,641,491	12.46
Jio Cable And Broadband Holdings Private Limited	164,546,307	9.30	164,546,307	9.30

### 2.13.1 Shareholding of Promoters as at March 31, 2023

Sr. No.	Class of Equity Share	Promoter's Name	No. of shares at the beginning of the year	change during the year	No. of shares at the end of the year	% of total shares	% change during the year
1		Jio Content Distribution Holdings Private Limited	550,529,562	-	550,529,562	31.10	-
2	Fully paid-up equity shares of ₹ 2 each	Jio Internet Distribution Holdings Private Limited	220,641,491	-	220,641,491	12.46	-
3		Jio Cable And Broadband Holdings Private Limited	164,546,307	-	164,546,307	9.30	-

### 2.13.2 Shareholding of Promoters as at March 31, 2022

Sr. No.	Class of Equity Share	Promoter's Name	No. of shares at the beginning of the year	change during the year	No. of shares at the end of the year	% of total shares	% change during the year
1		Jio Content Distribution Holdings Private Limited	671,402,207	(120,872,645)	550,529,562	31.10	6.83
2	Fully paid-up equity shares of ₹ 2 each	Jio Internet Distribution Holdings Private Limited	269,084,886	(48,443,395)	220,641,491	12.46	2.74
3		Jio Cable And Broadband Holdings Private Limited	200,673,607	(36,127,300)	164,546,307	9.30	2.04

## 2.14 OTHER EQUITY

	As at March 31, 2023	As at March 31, 2022
<b>Reserves and Surplus</b>		
Retained earnings	(537.86)	(602.39)
Securities Premium	4,725.79	4,725.79
<b>Other Comprehensive Income</b>		
Loss allowance on Equity instruments through OCI	(3.07)	-
Debt instruments through OCI	(0.31)	(0.24)
<b>Total</b>	<b>4,184.55</b>	<b>4,123.16</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Description of the nature and purpose of each reserve within equity is as follows:

(a) **Retained Earning :**

Retained earnings are the losses that the Company has incurred till date.

(b) **Securities Premium :**

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.

(c) **Loss allowance on Equity instruments through OCI :**

This comprises changes in the fair value of Equity Instruments recognised in Other Comprehensive Income (OCI).

(d) **Debt instruments through OCI :**

This comprises changes in the fair value of Debt Instruments recognised in Other Comprehensive Income and accumulated within Equity. The company transfers amounts from such component of Equity to Retained Earnings when the relevant Debt Instruments are derecognised.

## 2.15 OTHER FINANCIAL LIABILITIES

	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Security Deposits	10.32	10.34	-	-
Salary and Employee benefits payable	-	-	6.15	5.60
Payables on acquisition of Property, Plant and Equipment				
- Micro and small enterprises	-	-	1.40	2.02
- Other	-	-	11.43	15.89
Other Financial Liabilities				
- Micro and small enterprises	-	-	0.22	4.08
- Other	-	-	85.04	21.29
<b>Total</b>	<b>10.32</b>	<b>10.34</b>	<b>104.24</b>	<b>48.88</b>

**Other Current Financial Liabilities include:**

Refund of tax of ₹ 59.32 erroneously granted to the Company in the month of February 2023 by Income Tax Department. The Company has intimated the same to Income Tax Department and requested to adjust such amount against refund entitlements of other years.

## 2.16 PROVISIONS

	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
<b>Employee Benefits</b>				
Provision for Compensated Absences (Unfunded)	2.34	2.43	0.20	0.20
<b>Total</b>	<b>2.34</b>	<b>2.43</b>	<b>0.20</b>	<b>0.20</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 2.17 OTHER LIABILITIES

	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Contract liability	-	-	57.79	62.17
Statutory Payables	-	-	15.24	14.08
Gratuity (Funded)	4.07	3.32	-	-
Other Liabilities	-	-	3.39	3.22
<b>Total</b>	<b>4.07</b>	<b>3.32</b>	<b>76.42</b>	<b>79.47</b>

## 2.18 TRADE PAYABLES

	Current	
	As at March 31, 2023	As at March 31, 2022
Micro and small enterprises	0.12	0.08
Other	63.23	47.39
<b>Total</b>	<b>63.35</b>	<b>47.47</b>

### 2.18.1 Trade Payables ageing as at March 31, 2023

Particulars	Unbilled due	Not Due	Outstanding for following periods from transaction date				Total
			< 1 year	1-2 years	2-3 years	> 3 years	
(i) MSME	-	0.12	-	-	-	-	0.12
(ii) Others	33.61	-	25.28	0.23	0.19	3.08	62.39
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-	0.84	0.84
<b>Total</b>	<b>33.61</b>	<b>0.12</b>	<b>25.28</b>	<b>0.23</b>	<b>0.19</b>	<b>3.92</b>	<b>63.35</b>

### 2.18.2 Trade Payables ageing as at March 31, 2022

Particulars	Unbilled due	Not Due	Outstanding for following periods from transaction date				Total
			< 1 year	1-2 years	2-3 years	> 3 years	
(i) MSME	-	-	0.08	-	-	-	0.08
(ii) Others	28.45	-	14.17	0.41	0.35	3.11	46.49
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	0.06	-	0.84	0.90
<b>Total</b>	<b>28.45</b>	<b>-</b>	<b>14.25</b>	<b>0.47</b>	<b>0.35</b>	<b>3.95</b>	<b>47.47</b>

## 3.01 REVENUE FROM OPERATIONS

	Year ended March 31, 2023	Year ended March 31, 2022
<b>Revenue from operations</b>		
Sale of services	638.14	621.23
Sale of products	0.05	0.04
Other operating revenues	0.53	0.67
<b>Total</b>	<b>638.72</b>	<b>621.94</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 3.02 OTHER INCOME

	Year ended March 31, 2023	Year ended March 31, 2022
<b>Interest income earned on financial assets measured at Amortised Cost:</b>		
Bank Deposits	12.85	8.38
Interest on Loans	0.08	0.13
<b>Interest income earned on financial assets measured at Fair Value through Other Comprehensive Income:</b>		
Interest on Bonds	10.12	0.47
Interest on Debt Funds	3.24	4.17
Dividend Income from an Associate	16.79	16.79
Share of Profit from LLP	-	-
<b>Other Non - operating income</b>		
Reversal of Impairment of Investment	0.60	-
Amount No Longer Payable Written Back	0.53	2.55
Interest on Income Tax Refund	10.48	-
Miscellaneous Income	-	0.01
<b>Other gains and losses</b>		
Gain on disposal of Current Investments (Net)	5.99	3.66
Net Gain on sale of investments measured at FVTOCI	(1.45)	12.35
Fair Value changes on investments classified under FVTPL	6.50	1.95
Gain on disposal of property, plant and equipment (Net)	0.21	0.18
Net gain on foreign currency transactions	0.03	0.17
<b>Total</b>	<b>65.97</b>	<b>50.81</b>

## 3.03 OTHER OPERATIONAL EXPENSES

	Year ended March 31, 2023	Year ended March 31, 2022
Licence Fees	51.14	52.47
Bandwidth & Lease Line Cost	48.25	42.56
Commission	42.47	43.90
Other Sundry Operational Cost	24.99	22.00
Lease	15.67	14.80
Repairs and Maintenance (Plant and Equipment)	12.33	9.67
Hire Charges	5.32	6.61
Consultancy and Technical Fees	3.45	3.73
Software and Programming Cost	3.61	3.06
Freight & Octroi Charges	1.29	1.43
Feed charges	0.08	-
<b>Total</b>	<b>208.60</b>	<b>200.23</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 3.04 EMPLOYEE BENEFITS EXPENSE

	Year ended March 31, 2023	Year ended March 31, 2022
Salaries & Bonus	47.77	49.00
Expenditure related to Compensated Absences	0.52	0.14
Contribution to provident and other funds	3.08	3.09
Staff Welfare expenses	4.16	3.50
<b>Total</b>	<b>55.53</b>	<b>55.73</b>

## 3.05 DEPRECIATION, AMORTISATION AND IMPAIRMENT

	Year ended March 31, 2023	Year ended March 31, 2022
Depreciation of Property, Plant and Equipment	103.48	127.66
Amortisation of Intangible Assets	50.35	32.64
Depreciation on Right of Use Assets	-	-
Impairment of Property, Plant and Equipment	19.06	19.41
<b>Total</b>	<b>172.89</b>	<b>179.71</b>

## 3.06 OTHER EXPENSES

	Year ended March 31, 2023	Year ended March 31, 2022
Service Charges	123.95	117.82
Impairment of trade receivables (Expected credit loss) (net)	0.05	(0.04)
Electricity Expenses	18.41	16.20
Advertisement & Promotion expenses	8.10	8.08
Legal & Professional Charges	3.06	1.73
Expense relating to Short Term Leases	4.68	4.27
Repairs & Maintenance (Others)	2.91	2.46
Office Expenses	1.78	1.66
Travelling & Conveyance	2.81	1.67
Communication Charges	1.29	1.32
Rates & taxes	0.69	0.79
Loss on disposal / shortage of Property, Plant and Equipment	5.27	6.10
Printing & Stationery	0.66	0.68
Insurance Charges	0.42	0.46
Business Promotion Expenses	0.05	0.04
Sundry Advances Written Off	-	0.01
Interest on Taxes	0.09	0.42
Share of Loss from LLP	0.03	0.06
Impairment of advances	-	0.01
Sitting Fees	0.21	0.19
Miscellaneous Expenses	0.27	0.76

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

	Year ended March 31, 2023	Year ended March 31, 2022
Expenditure on Corporate Social Responsibility (Refer Note 4.16)	2.20	1.66
Other Expenses	1.95	3.40
<b>Auditor's Remuneration</b>		
- Statutory Audit Fees	0.52	0.52
- Limited Review, Consolidation and Certification Fees	0.35	0.34
<b>Total</b>	<b>179.75</b>	<b>170.61</b>

## 3.07 EXCEPTIONAL ITEMS

	Year ended March 31, 2023	Year ended March 31, 2022
Reversal of Impairment of advances & exposure to certain entities including Joint Ventures	(1.43)	(3.57)
Settlement under Amnesty scheme for local levies	0.51	-
<b>Total</b>	<b>(0.92)</b>	<b>(3.57)</b>

## 4.01 EARNINGS PER SHARE

	Year ended March 31, 2023	Year ended March 31, 2022
<b>Basic earnings per share : (₹)</b>		
Attributable to equity holders of the Company	0.36	0.27
<b>Diluted earnings per share : (₹)</b>		
Attributable to equity holders of the Company	0.36	0.27
Nominal value of Ordinary shares (₹ per Share):	2.00	2.00
<b>Reconciliation of earnings used in calculating earnings per share :</b>		
<b>Basic earnings per share</b>		
Profit attributable to equity holders of the Company used in calculating basic earnings per share	64.42	47.16
<b>Diluted earnings per share</b>		
Profit attributable to equity holders of the Company used in calculating diluted earnings per share	64.42	47.16
<b>Weighted average number of shares used as the denominator in calculating basic and diluted earnings per share</b>	<b>1,770,104,500</b>	<b>1,770,104,500</b>

## 4.02 CONTINGENT LIABILITIES

- a) The Company has received Show Cause cum Demand notices ("SCNs") from the Department of Telecommunications ("DOT"), Government of India for the financial years from 2005-06 to 2020-21 towards license fees aggregating to ₹ 3,706.73 which includes penalty and interest thereon (31 March 2022: for financial years from 2006-07 to 2019-20: ₹ 3,586.86 including penalty and interest). The Company has made representations to DOT contesting the basis of such demands. Based on opinion of legal expert, the Company is confident that it has good grounds on merit to defend itself in the above matter. Accordingly, the Company is of the view that no provision is necessary in respect of the aforesaid matter.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

- b) The minority shareholders of the erstwhile joint venture company, Hathway Rajesh Multichannel Pvt. Ltd., filed an arbitration petition against the Company before the High Court, Bombay, which was referred to a sole arbitrator in August 2016. The minority shareholders, in their statement of claim have sought, amongst other reliefs, payment of ₹ 54.98 (March 31, 2022: ₹ 54.98) under various heads. The Company has refuted the claims and has made counter claim of ₹ 91.17 (March 31, 2022: ₹ 91.17) towards inter-alia outstanding content cost, loans, payments and damages / compensation for the loss of financial and management credibility, goodwill etc. The matter is currently pending.
- c) On conclusion of investigation by the Directorate of Revenue Intelligence (DRI), Mumbai on alleged evasion of customs duty on import of software licence of viewing cards, the Commissioner of Customs (Import) has passed an order demanding Custom's Duty of ₹ 8.95 and penalty of ₹ 2.50 (March 31, 2022: ₹ 8.95 and penalty of ₹ 2.50). The Company has deposited ₹ 0.67 (March 31, 2022: ₹ 0.67) under protest and filed an appeal against the order before Customs and Excise and Service Tax Appellate Tribunal (CESTAT), Western Zonal Branch, Mumbai. Such appeal is pending before the CESTAT.
- d) The company has received a show cause notice from Dy. Commissioner of Customs, JNCH, Nhava Sheva Port. As per said notice from Customs, the company had imported Optical Network Terminal with wrong classification under Customs tariffs, resulting demand of additional Import Duty, Cess and IGST of ₹ 31.12 (March 31, 2022: ₹ 31.12). The company has filed an appeal against said order and such appeal is pending.
- e) In respect of Show cause notice issued by Addl. Director General DRI, Lucknow Unit dated December 28, 2020, the company has received an order dated March 23, 2023 from Commissioner (Imports), ACC, Mumbai. As per said order, the company had imported Smart Cards with wrong classification under Customs tariffs, resulting in demand of additional Import Duty, Cess of ₹ 12.93. The company is in the process of filing an appeal against said order with CESTAT.
- f) The company has received a Income-tax demand for AY 2018-19 and 2020-21 aggregating to ₹ 69.18 (March 31, 2022: ₹ 64.57) against which the Company has preferred appeal before the Commissioner of Income-tax (Appeals) as well as filed rectification petitions and the tax department has adjusted refund of tax due to the Company aggregating to ₹ 36.05 (March 31, 2022: ₹ 41.08).
- g) **Claims against the Company, other than those stated above, not acknowledged as debts are as under:**

Matters with	As at March 31, 2023	As at March 31, 2022
Income Tax Matter under Appeal	17.48	20.57
Custom's Duty under Provisional Assessment	8.75	8.75
GST / VAT Authorities	7.91	9.50
Operators & Others	2.54	2.23
Other Statutory Authorities	0.00*	0.00*
<b>Total</b>	<b>36.68</b>	<b>41.05</b>

\* Amount less than ₹ 50,000

Pursuant to Business Transfer Agreement dated March 24, 2017, the Company has transferred its Cable Television business which inter alia includes claims against the Company not acknowledged as debts, by way of slump sale to its wholly owned subsidiary Hathway Digital Limited (HDL). Accordingly, the details of such claims, litigation etc. relating to Cable Television business transferred to HDL are not disclosed hereinabove

The Company's pending litigations comprises of proceedings pending with various Direct Tax, Indirect tax and other authorities. The company has reviewed its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed the contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial statements. The Company has assessed that it is only possible, but not probable, that out flow of economic resources will be required.



# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## h) Foreseeable losses

The Company has a process whereby periodically all long term contracts are assessed for material foreseeable losses. At the year end, the Company has reviewed and ensured that adequate provision as required under any law/ applicable accounting standards for material foreseeable losses on such long term contracts has been made in the books of account.

## 4.03 FINANCIAL CORPORATE GUARANTEE

The Company has given Corporate Guarantees of ₹ Nil (March 31, 2022: ₹ 20) to Banks towards various credit facilities extended by them to related parties.

## 4.04 CAPITAL AND OTHER COMMITMENTS

Estimated amount of contracts (including acquisition of intangible assets net of advances) remaining to be executed on capital account and not provided for aggregate to ₹ 30.85 (March 31, 2022: ₹ 24.29).

As a part of business strategy, the Company has expanded its area of operations in various parts of the country by entering into arrangements with local partners. Such operations are in the form of subsidiaries/joint ventures. Since operations of such entities are significantly dependent on the company's policies, the Company is committed to provide the required support towards the operations of such entities including financial support that may be required to meet commitments/obligations of such entities.

## 4.05 EMPLOYEE BENEFITS

### a) Defined Benefit Plans:

The Company provides for gratuity, a defined benefit retirement plan covering eligible employees. The gratuity plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount equivalent to 15 to 26 days' salary for each completed year of service subject to a maximum of ₹ 0.20 (March 31, 2022: ₹ 0.20). Vesting occurs upon completion of five continuous years of service as governed by Payment of Gratuity Act; 1972.

The Present value of the defined benefit obligations and related current service cost were measured using the Projected Unit Credit Method, with actuarial valuation being carried out at each Balance Sheet date.

These defined benefit plans expose the Company to actuarial risks, such as longevity risk, currency risk, interest rate risk and market (investment) risk.

The company expect to pay ₹ 1.5 in contributions to defined benefit plans in financial year 2023-24.

Particulars	Gratuity	
	March 31, 2023	March 31, 2022
<b>1 Expense recognized in the statement of Profit and Loss</b>		
Current Service Cost	0.69	0.69
Net Interest	0.22	0.17
Past Service Cost	-	-
<b>Expense recognized in the statement of Profit and Loss</b>	<b>0.91</b>	<b>0.86</b>
<b>2 Other Comprehensive Income (OCI)</b>		
Measurement of net defined benefit liability		
Actuarial (gains)/ losses arising from changes in demographic assumptions	0.14	-
Actuarial (gains)/ losses arising from changes in financial assumption	(0.16)	(0.10)
Actuarial (gains)/ losses arising from experience adjustments	(0.17)	(0.11)
Return on plan asset excluding net interest (gain)/losses	0.03	(0.01)
<b>Total Actuarial (Gain)/loss recognised in OCI</b>	<b>(0.16)</b>	<b>(0.22)</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Particulars	Gratuity	
	March 31, 2023	March 31, 2022
<b>3 Change in benefit obligations:</b>		
Projected benefit obligations at beginning of the year	5.96	5.77
Current Service Cost	0.69	0.69
Interest Cost	0.38	0.36
Benefits Paid	(0.60)	(0.65)
Actuarial (Gain) / Loss		
Actuarial (gains)/ losses arising from changes in demographic assumptions	0.14	-
Actuarial (gains)/ losses arising from changes in financial assumption	(0.16)	(0.10)
Actuarial (gains)/ losses arising from experience adjustments	(0.17)	(0.11)
<b>Projected benefit obligations at end of the year</b>	<b>6.24</b>	<b>5.96</b>
<b>4 Fair Value of Plan Assets</b>		
Opening Fair Value of Plan Asset	2.64	3.09
Return on Plan Assets excl. interest income (gain)/losses	(0.03)	0.01
Interest Income	0.16	0.19
Benefits Paid	(0.60)	(0.65)
<b>Fair Value of Plan Assets at end of the year</b>	<b>2.17</b>	<b>2.64</b>
<b>5 The net liability disclosed above relates to funded plans are as follows</b>		
Projected benefit obligations at end of the year	6.24	5.96
Fair Value of Plan Asset at the end of the year	2.17	2.64
<b>Deficit of gratuity plan</b>	<b>4.07</b>	<b>3.32</b>
<b>6 Sensitivity Analysis</b>		
Present value of benefit obligation at the end of the year on		
0.5 % increase in discount rate	6.09	5.77
0.5 % decrease in discount rate	6.39	6.15
0.5 % increase in rate of salary increase	6.39	6.14
0.5 % decrease in rate of salary increase	6.09	5.77
1% increase in attrition rate	6.27	5.98
1% decrease in attrition rate	6.21	5.93
10% increase in mortality rate	6.24	5.96
10% decrease in mortality rate	6.24	5.95
<b>7 Principal assumptions used for the purpose of actuarial valuation</b>		
Mortality	IALM (2012-14) Ult	IALM (2012-14) Ult
Interest /discount rate	7.30%	6.80%
Rate of increase in compensation	5.00%	5.00%
Expected average remaining service	4.44	6.38
Employee Attrition Rate (Past service(PS))	12%	21-30 Year : 14.3% 31-40 Year : 16.9% 41-50 Year : 10.00% 51-57 Year : 0.00%
<b>8 Investment Details</b>		
Insurer Managed Funds	100.00%	100.00%



# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## b) Defined Contribution Plans:

The Company contributes towards Provident fund and other defined contribution benefit plans for qualifying employees. Under the plan, the Company is required to contribute a specified percentage of payroll cost to the defined contribution plan to fund the benefits.

The Total expenses recognised in the statement of Profit and Loss is ₹ 2.18 (March 31, 2022: ₹ 2.23) represents contribution payable to these plans by the Company at the rates specified in the rules of plan.

## 4.06 DISCLOSURES AS REQUIRED BY INDIAN ACCOUNTING STANDARD (IND AS) 108 OPERATING SEGMENTS

As per Ind AS 108 - "Operating Segment" segment information has been provided under the Notes to Consolidated Financial Results.

## 4.07 LEASES

Short term leases accounted in the statement of Profit and Loss is ₹ 25.67 (March 31, 2022 : ₹ 25.68)

Cash outflow for short term leases is ₹ 25.67 (March 31, 2022 : ₹ 25.68)

## 4.08 CAPITAL MANAGEMENT

The Company's financial strategy aims to support its enterprise priorities and to maintain an optimal capital structure so as to provide adequate capital to its businesses for growth and create sustainable stakeholder value. For the purposes of Company's capital management, Capital includes equity attributable to the equity holders of the Company and all other equity reserves. The principal source of funding of the Company is expected to be cash generated from its operations supplemented by funding through capital market options.

Consequent to such capital structure, the Company is not subject to any externally imposed capital requirements.

## 4.09 FINANCIAL INSTRUMENTS :

### (i) Methods & assumptions used to estimate the fair values

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

- a) The carrying amounts of receivables and payables which are short term in nature such as trade receivables, security deposits given, loans given to related parties, other bank balances, security deposits taken, trade payables, payables for acquisition of non-current assets and cash and cash equivalents are considered to be the same as their fair values.
- b) The fair values for long term security deposits given and remaining non current financial assets were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs.
- c) For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

### (ii) Categories of financial instruments

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2: directly or indirectly observable market inputs, other than Level 1 inputs; and

Level 3: inputs which are not based on observable market data

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Particulars	March 31, 2023		March 31, 2022	
	Carrying values	Fair value	Carrying values	Fair value
<b>Financial assets</b>				
<b>Measured at amortised cost</b>				
Investment in Government securities	0.14	0.14	0.14	0.14
Trade receivables	2.26	2.26	1.10	1.10
Loans	0.40	0.40	0.40	0.40
Cash and Bank balances	228.94	228.94	297.03	297.03
Other financial assets	26.28	26.28	16.87	16.87
<b>Total (A)</b>	<b>258.02</b>	<b>258.02</b>	<b>315.54</b>	<b>315.54</b>
<b>Measured at fair value through profit or loss</b>				
Investment in mutual funds	329.05	329.05	56.89	56.89
<b>Total (B)</b>	<b>329.05</b>	<b>329.05</b>	<b>56.89</b>	<b>56.89</b>
<b>Measured at fair value through other comprehensive income</b>				
Investment in equity instruments of other companies	-	-	3.08	3.08
Investment in mutual funds & Bonds	241.13	241.13	292.34	292.34
<b>Total (C)</b>	<b>241.13</b>	<b>241.13</b>	<b>295.42</b>	<b>295.42</b>
<b>Total Financial assets (A+B+C)</b>	<b>828.20</b>	<b>828.20</b>	<b>667.85</b>	<b>667.85</b>
<b>Financial liabilities</b>				
<b>Measured at amortised cost</b>				
Trade payables	63.35	63.35	47.47	47.47
Other financial liabilities	114.56	114.56	59.22	59.22
<b>Total Financial liabilities</b>	<b>177.91</b>	<b>177.91</b>	<b>106.69</b>	<b>106.69</b>

\* Amount less than ₹ 50,000

# includes current maturities of long term debts

## Level wise disclosure of financial instruments

Particulars	As at March 31, 2023	As at March 31, 2022	Level	Valuation techniques and key inputs
Investment in Mutual funds	371.19	149.65	1	Closing Net Asset Value of Mutual Fund
Investment in Bonds	198.99	199.58	2	Quote from Rating Agency

## 4.10 FINANCIAL RISK MANAGEMENT

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the Board of Directors. The details of different types of risk and management policy to address these risks are listed below:

The business activities of Company expose it to financial risks namely Credit risk, Liquidity risk and Market risk.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 1. Credit risk

Credit risk arises from the possibility that counter party will cause financial loss to the company by failing to discharge its obligation as agreed.

The exposure of the Company to credit risk arises mainly from the trade receivables, investment in Debt Securities (Bonds) and Debt Mutual Funds, unbilled revenue and loans given.

### Trade Receivable, Loan Given and Contract Assets :

The Company's major revenue streams arises from services provided to end use customers in the form of monthly subscription income, which predominantly follows a prepaid model. The trade receivables on account of subscription income are typically un-secured and derived from sales made to large number of independent customers. As the customer base is distributed economically and geographically, there is no concentration of credit risk.

The Company follows a simplified approach (i.e based on lifetime ECL) for recognition of impairment loss allowance on Trade receivables. For the purpose of measuring the lifetime ECL allowance for trade receivables, the Company uses a provision matrix. In addition, in case there are events or changes in circumstances indicating individual or class of trade receivables is required to be reviewed on qualitative aspects, necessary provisions are made.

### Reconciliation of changes in the loss allowances measured using life-time expected credit loss model - Trade receivables

Particulars	Amount
<b>As at April 1, 2021</b>	<b>52.43</b>
Provided during the year	0.11
Amounts written off	-
Reversals of Provision	0.15
<b>As at March 31, 2022</b>	<b>52.39</b>
Provided during the year	0.17
Amounts written off	-
Reversals of Provision	0.01
<b>As at March 31, 2023</b>	<b>52.55</b>

The following table provides the information about exposure to credit risk and Expected Credit loss for Trade Receivables:

As at March 31, 2023	0 - 90 Days	91 - 180 Days	181 - 270 Days	271 - 365 Days	> 1 year	Total
Gross Carrying Amount	1.39	1.01	0.37	0.10	51.94	54.81
Expected Credit rate	0.00%	13.86%	100.00%	100.00%	100.00%	95.88%
Expected Credit loss	-	0.14	0.37	0.10	51.94	52.55
Carrying amount of Trade Receivable (Net)	1.39	0.87	-	-	-	2.26

As at March 31, 2022	0 - 90 Days	91 - 180 Days	181 - 270 Days	271 - 365 Days	> 1 year	Total
Gross Carrying Amount	1.09	0.03	0.42	0.07	51.88	53.49
Expected Credit rate	0.00%	100.00%	97.38%	100.00%	100.00%	97.94%
Expected Credit loss	0.00*	0.03	0.41	0.07	51.88	52.39
Carrying amount of Trade Receivable (Net)	1.09	0.00*	0.01	-	-	1.10

\* Amount less than ₹ 50,000

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## Investment in Bonds, Mutual Funds, Cash and Cash Equivalents and Other Bank Balances :

Credit risks from Investments in Bonds, Mutual Funds and balances with banks and financial institutions are managed in accordance with the Company policy. For financial instruments, the Company attempts to limit the credit risk by only dealing with reputable banks and financial institutions and mutual funds having high credit-ratings assigned by credit-rating agencies. The company monitors changes in credit risk by tracking published external credit Ratings.

The exposure to credit risk for debt securities through FVOCI and FVTPL at the reporting date was as follows:

Particulars	As at March 31, 2023		As at March 31, 2022	
	Carrying values	Fair value	Carrying values	Fair value
<b>Through fair value through profit or loss</b>				
Investment in mutual funds	329.05	329.05	56.89	56.89
<b>Total (A)</b>	<b>329.05</b>	<b>329.05</b>	<b>56.89</b>	<b>56.89</b>
<b>Through fair value through other comprehensive income</b>				
Investment in equity instruments of other companies	-	-	3.08	3.08
Investment in mutual funds & Bonds	241.13	241.13	292.34	292.34
<b>Total (B)</b>	<b>241.13</b>	<b>241.13</b>	<b>295.42</b>	<b>295.42</b>
<b>Total Financial assets (A+B)</b>	<b>570.18</b>	<b>570.18</b>	<b>352.31</b>	<b>352.31</b>

Impairment on cash and cash equivalents and other bank balances has been measured on a 12- month expected loss basis and reflects the short maturities of the exposures. The Company considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties.

## 2. Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company liquidity risk management policies include to, at all times ensure sufficient liquidity to meet its liabilities when they are due, by maintaining adequate sources of financing from banks at an optimised cost whenever considered appropriate. In addition, processes and policies related to such risks are overseen by senior management. The Company's senior management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows. The company also monitors the level of expected cash inflows on trade receivables together with expected cash outflows on trade payables.

### Maturities of financial liabilities

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

As at March 31, 2023	less than 1 year	1 to 5 year	Total
<b>Non-Derivatives</b>			
Trade payables	63.35	-	63.35
Other financial liabilities	104.24	10.32	114.56
<b>Total</b>	<b>167.59</b>	<b>10.32</b>	<b>177.91</b>

As at March 31, 2022	less than 1 year	1 to 5 year	Total
<b>Non-Derivatives</b>			
Trade payables	47.47	-	47.47
Other financial liabilities	48.88	10.34	59.22
<b>Total</b>	<b>96.35</b>	<b>10.34</b>	<b>106.69</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

The Company from time to time in its usual course of business issues letter of comfort to certain subsidiaries, associates and joint ventures. Company has issued corporate guarantee and letter of comfort for debt of ₹ Nil (March 31, 2022: ₹ 20.00). The outflow in respect of these guarantees and letter of comfort will arise only upon default of such subsidiaries, associates and joint ventures. ₹ Nil (March 31, 2022: ₹ 20.00) is due for repayment within 1 year from the reporting date.

## Financing arrangements

The Company has sufficient sanctioned line of credit from its bankers / financiers (including Overdraft facility) commensurate to its business requirements. The Company is having approved Bank Overdraft limit of ₹ 75.00 (March 31, 2022 : ₹ 75.00). The Company reviews its line of credit available with bankers and lenders from time to time to ensure that at all point in time there is sufficient availability of line of credit.

The Company pays special attention to the net operating working capital invested in the business. In this regard, as in previous years, considerable work has been performed to control and reduce collection periods for trade and other receivables, as well as to optimise accounts payable with the support of banking arrangements to mobilise funds.

## 3. Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The Company is exposed in the ordinary course of business to following risks: (a) foreign exchange risk and (b) price risk.

### (a) Market Risk – Foreign Exchange

Foreign exchange risk arises on all recognised monetary assets and liabilities which are denominated in a currency other than the functional currency of the Company.

	As At March 31, 2023	As At March 31, 2022
	USD	USD
<b>Liabilities</b>		
Trade payables	0.00*	0.04
<b>Other Firm Commitments</b>	0.03	0.04

\* less than \$ 50,000/-

The Company is exposed to insignificant foreign exchange risk.

### (b) Market Risk -Price Risk:

The Company is mainly exposed to the price risk due to its investment in mutual funds and bonds. The price risk arises due to uncertainties about the future market values of these investments. At March 31 2022, the investments in mutual funds is ₹ 371.19 (March 31, 2022 : ₹ 149.65) and in Bonds is ₹ 198.99 (March 31,2022: ₹ 199.58). These are exposed to price risk. In order to minimise price risk arising from investments in mutual funds and bonds, the Company predominately invests in those mutual funds, which have higher exposure to high quality debt instruments with adequate liquidity and no demonstrated track record of price volatility. Further, in order to minimise price risk in bonds, the company invests in high rated Debt Instrument issued by financial institutions.

### Price risk sensitivity:

0.10% increase or decrease in prices will have the following impact on profit/(loss) before tax and on other components of equity

	Impact on Profit : Increase/(Decrease)		Impact on equity : Increase/(Decrease)	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Price - increase by 0.10%*	0.57	0.35	0.57	0.35
Price - decrease by 0.10% *	(0.57)	(0.35)	(0.57)	(0.35)

\* assuming all other variables as constant

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 4.11 RELATED PARTY DISCLOSURES

### A. Names of related parties and related party relationship

#### i) The company is controlled by the following entities:

Entities exercising control #	Reliance Industries Limited
	Reliance Industrial Investments and Holdings Limited * (Protector of Digital Media Distribution Trust)
	Digital Media Distribution Trust
	Jio Content Distribution Holdings Private Limited \$
	Jio Internet Distribution Holdings Private Limited \$
	Jio Cable and Broadband Holdings Private Limited \$

#### ii) Under Control of the Company

1 Wholly Owned Subsidiaries	Hathway Mantra Cable & Datacom Limited
	Hathway Digital Limited
	Hathway Kokan Crystal Cable Network Limited (upto August 21, 2022)
2 Other – Subsidiaries	Chennai Cable Vision Network Private Limited
	Channels India Network Private Limited
	Elite Cable Network Private Limited
	Hathway Nashik Cable Network Private Limited
	Hathway Bhawani Cabletel & Datacom Limited
	Hathway Kokan Crystal Cable Network Limited (up to November 26, 2021)
3 Step Down Subsidiaries	Hathway Kokan Crystal Cable Network Limited (w.e.f. August 22, 2022)
	Hathway Bhaskar CCN Multi Entertainment Private Limited (w.e.f. August 1, 2022)

#### iii) Other Related parties :

1 Fellow Subsidiaries #	Reliance Corporate IT Park Limited ^
	Reliance Jio Infocomm Limited ^
	Den Networks Limited ^
	Den Broadband Limited ^
	Jio Haptik Technologies Limited ^
	Reliance Retail Limited ^
	Reliance Projects & Property Management Services Limited ^
	Reliance Ritu Kumar Private Limited ^
	TV18 Broadcast Limited ^
2 Joint Ventures	Hathway MCN Private Limited
	Hathway Cable MCN Nanded Private Limited
	Hathway Latur MCN Cable & Datacom Private Limited
	Hathway SS Cable & Datacom - LLP
3 Joint venture of Entity exercising control	Alok Industries Limited
	Ryohin-Keikaku Reliance India Private Limited
4 Associate of Fellow Subsidiary	Eenadu Television Private Limited
	Big Tree Entertainment Private Limited



# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

5	Associate	GTPL Hathway Limited
6	Trusts - Post Employment Benefit Trust	Hathway Cable and Datacom Limited Employee Group Gratuity Assurance Scheme
7	Key Management Personnel	<p><b>Executive Directors :-</b></p> <p>Mr. Rajan Gupta - Managing Director (Upto March 9, 2023)</p> <p><b>Non Executive Directors :-</b></p> <p><b>Independent Directors</b></p> <p>Mr. Sridhar Gorthi</p> <p>Mr. Sasha Gulu Mirchandani</p> <p>Ms. Ameeta A Parpia</p> <p><b>Non Independent Directors</b></p> <p>Mr. Viren R Raheja</p> <p>Mr. Akshay R Raheja</p> <p>Ms. Geeta Fulwadaya</p> <p>Mr. Anuj Jain</p> <p>Mr. Saurabh Sancheti</p>

# w.e.f. January 30, 2019

\* Reliance Industrial Investments and Holdings Limited - Protector of Digital Media Distribution Trust is wholly owned subsidiary of Reliance Industries Limited

\$ Controlled by Digital Media Distribution Trust of which Reliance Content Distribution Limited - Wholly owned Subsidiary of Reliance Industries Limited, is the sole beneficiary

^ Subsidiary of Reliance Industries Limited.

## B) Related Party Transactions

### Compensation to Key Management Personnel:-

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
(a) Short Term employee benefits *	5.41	5.37
(b) Post employment benefits	0.50	0.13
(c) Other long term benefits	-	-
(d) Sitting Fees	0.21	0.19
<b>Total Compensation</b>	<b>6.12</b>	<b>5.69</b>

\* Short Term Employee Benefits include sitting fees paid to Directors

Nature of Transactions	Name of the Party	Relationship	Year ended March 31, 2023	Year ended March 31, 2022
<b>Income</b>				
Subscription Income	Reliance Projects & Property Management Services Limited	Fellow Subsidiary	0.03	0.02
	Alok Industries Limited	Joint venture of Entity exercising control	0.04	0.04
	Reliance Retail Limited	Fellow Subsidiary	0.02	0.01
	Others	Associate of Fellow Subsidiary	0.01	0.01
	Others	Fellow Subsidiary	0.00*	0.00*

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Nature of Transactions	Name of the Party	Relationship	Year ended March 31, 2023	Year ended March 31, 2022
	Others	Joint Venture of Parent	0.00*	-
	Others	Associate of Fellow Subsidiary	0.00*	-
Interest on Loans	Hathway Kokan Crystal Cable Network Limited	Wholly Owned Subsidiary	0.06	0.12
	Others	Wholly Owned Subsidiary	-	0.00*
Sales of Parts and Accessories	Hathway Digital Limited	Wholly Owned Subsidiary	0.05	0.02
	Den Broadband Limited	Fellow Subsidiary	0.08	-
Service Charges (Salary Recovery)	Den Networks Limited	Fellow Subsidiary	2.17	2.62
Dividend Income	GTPL Hathway Limited	Associate	16.79	16.79
Business Support Services (Income)	Hathway Digital Limited	Wholly Owned Subsidiary	0.01	0.07
	Hathway Mantra Cable & Datacom Private Limited	Wholly Owned Subsidiary	0.01	0.01
	Hathway Cable MCN Nanded Private Limited	Joint Venture	0.01	0.01
	Hathway Latur MCN Cable & Datacom Private Limited	Joint Venture	0.01	0.01
	Hathway MCN Private Limited	Joint Venture	0.01	0.01
	Hathway Bhawani Cabletel And Datacom Limited	Other – Subsidiary	0.01	0.01
	Others	Wholly Owned Subsidiary	0.01	0.01
Lease Income	Den Networks Limited	Fellow Subsidiary	0.19	0.41
	Den Broadband Limited	Fellow Subsidiary	0.15	0.14
	Others	Wholly Owned Subsidiary	0.01	0.01
Profit on Sale of non-trade Investments (Under exceptional Item)	Hathway Kokan Crystal Cable Network Limited	Wholly Owned Subsidiary	0.00*	-
Reversal of Impairment of advances/accrued interest	Win Cable & Datacom Limited	Step Down Subsidiary	-	20.22
	Hathway Kokan Crystal Cable Network Limited	Wholly Owned Subsidiary	1.42	-
	Others	Step Down Subsidiary	-	9.41
Reversal of Impairment of investment	Hathway Bhawani Cabletel And Datacom Limited	Other – Subsidiary	0.60	-
	Hathway Kokan Crystal Cable Network Limited	Wholly Owned Subsidiary	4.69	-

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Nature of Transactions	Name of the Party	Relationship	Year ended March 31, 2023	Year ended March 31, 2022
<b>Expenses (Capital and Revenue nature)</b>				
Feed Charges	Hathway Digital Limited	Wholly Owned Subsidiary	0.09	-
Lease Offices	Akshay R Raheja	Key Management Personnel	0.34	0.34
	Viren R Raheja	Key Management Personnel	0.34	0.34
	Den Networks Limited	Fellow Subsidiary	0.08	0.08
Purchase of Parts, Accessories and Others	Hathway Digital Limited	Wholly Owned Subsidiary	-	0.35
	Den Broadband Limited	Fellow Subsidiary	-	1.28
	Others	Fellow Subsidiary	-	0.03
Purchase of Set Top Boxes	Hathway Digital Limited	Wholly Owned Subsidiary	0.34	4.55
Business Support Expense	Reliance Industries Limited	Entity exercising control	0.01	0.01
	Hathway Digital Limited	Wholly Owned Subsidiary	0.01	0.02
Bandwidth and Lease Line Cost	Reliance Jio Infocomm Limited	Fellow Subsidiary	39.12	36.41
Internet Usage Charges	Reliance Jio Infocomm Limited	Fellow Subsidiary	0.05	0.02
Service Charges (Expense)	Reliance Projects & Property Management Services Limited	Fellow Subsidiary	1.69	1.92
	Others	Fellow Subsidiary	0.13	-
Share of Loss from LLP	Hathway SS Cable & Datacom LLP	Joint Venture	0.03	0.06
Software Charges	Jio Haptik Technologies Limited	Fellow Subsidiary	0.33	0.25
Impairment of Accrued Interest / Advances	Hathway Mantra Cable & Datacom Limited	Wholly Owned Subsidiary	-	7.50
	Hathway Kokan Crystal Cable Network Limited	Wholly Owned Subsidiary	-	1.42
	Others	Joint Ventures	-	0.03
Impairment of value of Investment (Under exceptional Items)	Hathway Kokan Crystal Cable Network Limited	Wholly Owned Subsidiary	-	4.69
	Hathway Mantra Cable and Datacom Limited	Wholly Owned Subsidiary	-	2.10
	Hathway Sai Star Cable & Datacom Private Limited	Joint Ventures	-	5.70
	Hathway Sonali OM Crystal Cable Private Limited	Joint Ventures	-	2.58
	Others	Joint Ventures	-	1.56
Loss on Sale of Investment	Hathway Kokan Crystal Cable Network Limited	Wholly Owned Subsidiary	4.69	-

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Nature of Transactions	Name of the Party	Relationship	Year ended March 31, 2023	Year ended March 31, 2022
<b>Change in Assets / Liabilities during the year</b>				
Allowance for bad and doubtful loans made during the year	Hathway Mantra Cable and Datacom Limited	Wholly Owned Subsidiary	-	7.50
	Hathway Kokan Crystal Cable Network Limited	Wholly Owned Subsidiary	0.22	1.20
	Win Cable & Datacom Limited	Step Down Subsidiary	-	(20.22)
	Others	Step Down Subsidiary	-	(8.73)
	Others	Wholly Owned Subsidiary	-	(0.68)
	Others	Joint Venture	-	0.71
Allowance for bad and doubtful loans / other receivables Reversed during the year	Hathway Kokan Crystal Cable Network Limited	Wholly Owned Subsidiary	1.20	-
Allowance for bad and doubtful Debts / receivables made during the year	Hathway Kokan Crystal Cable Network Limited	Wholly Owned Subsidiary	-	0.22
	Hathway Mantra Cable and Datacom Limited	Wholly Owned Subsidiary	0.02	-
	Others	Wholly Owned Subsidiary	-	0.01
Allowance for Investments (Net) / Reversal of Allowances	Hathway Kokan Crystal Cable Network Limited	Wholly Owned Subsidiary	(4.69)	4.69
	Hathway Bhawani Cabletel & Datacom Limited	Other – Subsidiary	(0.60)	-
	Hathway Mantra Cable and Datacom Limited	Wholly Owned Subsidiary	-	2.10
	Hathway Sai Star Cable & Datacom Private Limited	Joint Ventures	-	5.70
	Hathway Sonali OM Crystal Cable Private Limited	Joint Ventures	-	2.58
	Others	Joint Ventures	-	1.56
Net Advances/Trade Receivables/ Trade Payables Made During the Year	Reliance JIO Infocomm Limited	Fellow Subsidiary	11.25	3.05
	Others	Joint Ventures	0.03	0.06
	Others	Wholly Owned Subsidiary	0.34	0.12
	Others	Fellow Subsidiary	2.16	0.21
Receipt of repayment of Loan	Hathway Kokan Crystal Cable Network Limited	Wholly Owned Subsidiary	1.20	-
	Hathway Digital Limited	Wholly Owned Subsidiary	-	29.58
Investment made during the year	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	-	2.58
	Others	Wholly Owned Subsidiary	-	0.01
Investment sold / redeemed during the year	Hathway Kokan Crystal Cable Network Limited	Wholly Owned Subsidiary	4.69	-

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Nature of Transactions	Name of the Party	Relationship	Year ended March 31, 2023	Year ended March 31, 2022
<b>Closing Balances</b>				
Investments	Hathway Digital Limited	Wholly Owned Subsidiary	2,293.97	2,293.97
	Others	Wholly Owned Subsidiary	0.01	4.70
	Others	Other – Subsidiary	4.54	4.54
	Others	Associate	168.85	168.85
	Others	Joint Ventures	69.69	69.69
Loans & advances	Hathway Mantra Cable & Datacom Limited	Wholly Owned Subsidiary	7.50	7.50
	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	13.48	13.48
	Hathway Nashik Cable Network Private Limited	Other – Subsidiary	10.39	10.39
	Others	Wholly Owned Subsidiary	-	1.20
	Others	Other – Subsidiary	2.00	2.00
	Others	Associate	2.90	2.90
	Others	Joint Ventures	1.30	1.30
	Others	Joint Ventures	6.28	6.28
Impairment in Value of Investments	Hathway Channel 5 Cable & Datacom Private Limited	Joint Venture	22.38	22.38
	Hathway Sai Star Cable & Datacom Private Limited	Joint Venture	18.96	18.96
	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	2.15	2.75
	Others	Other – Subsidiary	0.10	0.10
	Others	Associate	2.10	6.79
	Others	Wholly Owned Subsidiary	6.42	6.42
	Others	Joint Ventures	6.42	6.42
Allowance for bad and doubtful loans	Hathway Mantra Cable & Datacom Limited	Wholly Owned Subsidiary	7.50	7.50
	Hathway Nashik Cable Network Private Limited	Other – Subsidiary	10.39	10.39
	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	13.48	13.48
	Others	Other – Subsidiary	2.00	2.00
	Others	Associate	2.50	2.50
	Others	Wholly Owned Subsidiary	-	1.42
	Others	Joint Ventures	1.30	1.30
	Others	Joint Ventures	1.30	1.30
Other Financial Liabilities	Hathway SS Cable & Datacom LLP	Joint Venture	2.42	2.39

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Nature of Transactions	Name of the Party	Relationship	Year ended March 31, 2023	Year ended March 31, 2022
Trade Payables	Reliance Jio Infocomm Limited	Fellow Subsidiary	19.42	8.18
	Others	Entity exercising control	0.00*	-
	Others	Fellow Subsidiary	0.73	0.21
Trade Receivables / Other Receivables	Den Networks Limited	Fellow Subsidiary	1.61	0.00*
	Hathway Sai Star Cable & Datacom Private Limited	Joint Venture	0.05	0.05
	Hathway Kokan Crystal Cable Network Limited	Wholly Owned Subsidiary	-	0.33
	Others	Fellow Subsidiary	0.03	0.00*
	Others	Wholly Owned Subsidiary	0.04	0.03
	Others	Wholly Owned Subsidiary	0.04	0.03
Allowance for bad and doubtful debt	Hathway Sai Star Cable & Datacom Private Limited	Joint Ventures	0.05	0.05
	Hathway Mantra Cable & Datacom Limited	Wholly Owned Subsidiary	0.03	0.01

\* Amount less than ₹ 50,000

The Company had invested in 5% Non cumulative Redeemable Preference shares issued by Hathway Digital Limited aggregating to ₹ 0.07 (March 31, 2022 : ₹ 0.07). The Company has given Corporate financial Guarantees of ₹ Nil (March 31, 2022 ₹ 20.00) on behalf of GTPL Hathway Limited.

## 4.12 SUPPLEMENTARY STATUTORY INFORMATION REQUIRED TO BE GIVEN PURSUANT TO SCHEDULE V OF REGULATION 34(3) OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATION, 2015

### Loans and Advances in the Nature of Loans to Subsidiaries, Joint Ventures and Associates

Name of Related Party	As at March 31, 2023			As at March 31, 2022		
	Subsidiaries / Step Down Subsidiaries	Associates And Joint Ventures	Maximum Amount Outstanding During The Year	Subsidiaries / Step Down Subsidiaries	Associates And Joint Ventures	Maximum Amount Outstanding During The Year
Hathway ICE Television Private Limited	-	0.68	0.68	-	0.68	0.68
GTPL Hathway Limited	-	2.90	2.90	-	2.90	2.90
Hathway Sonali Om Crystal Cable Private Limited	-	13.48	13.48	-	13.48	13.48
Hathway Mantra Cable & Datacom Limited	7.50	-	7.50	7.50	-	7.50
Hathway Digital Limited	-	-	-	-	-	29.58
Hathway Prime Cable & Datacom Private Limited	-	0.02	0.02	-	0.02	0.02
Hathway Kokan Crystal Cable Network Limited	-	-	1.20	1.20	-	1.20
Chennai Cable Vision Network Private Limited	1.97	-	1.97	1.97	-	1.97

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Name of Related Party	As at March 31, 2023			As at March 31, 2022		
	Subsidiaries / Step Down Subsidiaries	Associates And Joint Ventures	Maximum Amount Outstanding During The Year	Subsidiaries / Step Down Subsidiaries	Associates And Joint Ventures	Maximum Amount Outstanding During The Year
Channels India Network Private Limited	0.01	-	0.01	0.01	-	0.01
Elite Cable Network Private Limited	0.02	-	0.02	0.02	-	0.02
Hathway Nashik Cable Network Private Limited	10.39	-	10.39	10.39	-	10.39
Hathway Sai Star Cable & Datacom Private Limited	-	0.38	0.38	-	0.38	0.38
Hathway SS Cable & Datacom LLP	-	0.21	0.21	-	0.21	0.21

\* Amount less than ₹ 50,000

@ Refer Note 4.11

**Investments by the loanee in the shares of parent company and subsidiary company, when the company has made a loan or advance in the nature of loan.**

(a) None of the loanee has made, per se, investment in the shares of the Company.

## 4.13 RATIO ANALYSIS

Sr. No.	Particulars	Year ended March 31, 2023	Year ended March 31, 2022	% Variance
1	Current Ratio \$	3.52	2.01	75%
2	Debt-Equity Ratio	NA	NA	-
3	Debt Service Coverage Ratio	NA	NA	-
4	Return on Equity Ratio	0.01	0.01	-
5	Inventory Turnover Ratio	NA	NA	-
6	Trade Receivables Turnover Ratio ^	380.19	562.84	-32%
7	Trade Payables Turnover Ratio	8.01	9.00	-11%
8	Net Capital Turnover Ratio ##	1.04	3.48	-70%
9	Net Profit Ratio @	0.10	0.08	33%
10	Return on Capital Employed (Excluding Working Capital Financing)	0.00	0.00	18%
11	Return on Investment	0.03	0.05	-20%

\$ Current Ratio increased due to movement from non current investment and other non current financials assets to current investment and cash & cash equivalents.

^ Trade Receivables Turnover Ratio decreased due to Increase in Average Trade Receivables.

## Net Capital Turnover Ratio decreased due to increase in Working Capital on account of movement from non current investment and non current financial assets to current investment and cash & cash equivalents.

@ Net Profit Ratio increased due to increase in Net Profit essentially contributed by increase in other income.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 4.13.1 Formulae for computation of ratios are as follows:

Sr. No.	Particulars	Formula
1	Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$
2	Debt-Equity Ratio	$\frac{\text{Total Debt}}{\text{Total Equity}}$
3	Debt Service Coverage Ratio	$\frac{\text{Earnings before Interest, Tax and Exceptional Items}}{\text{Interest Expense + Principal Repayments made during the period for long term loans}}$
4	Return on Equity Ratio	$\frac{\text{Profit After Tax (Attributable to Owners)}}{\text{Average Net Worth}}$
5	Inventory Turnover Ratio	$\frac{\text{Cost of Goods Sold}}{\text{Average Inventories of Finished Goods, Stock-in-Process and Stock-in-Trade}}$
6	Trade Receivables Turnover Ratio	$\frac{\text{Value of Sales \& Services}}{\text{Average Trade Receivables}}$
7	Trade Payables Turnover Ratio	$\frac{\text{Cost of Materials Consumed (after adjustment of RM Inventory) + Purchases of Stock-in-Trade + Other Expenses}}{\text{Average Trade Payable}}$
8	Net Capital Turnover Ratio	$\frac{\text{Net Sales}}{\text{Working Capital}}$
9	Net Profit Ratio	$\frac{\text{Profit After Tax}}{\text{Value of Sales \& Services}}$
10	Return on Capital Employed (Excluding Working Capital Financing)	$\frac{\text{Net Profit After Tax + Deferred Tax Expense/(Income) + Finance Cost (-) Other Income (-) Share of Profit / (Loss) of Associates and Joint Ventures}}{\text{Average Capital Employed}}$
11	Return on Investment	$\frac{\text{Other Income (Excluding Dividend from Associate)}}{\text{Average Cash, Cash Equivalents \& Other Marketable Securities}}$

**4.14** The Operation of the Company are classified as 'infrastructure facilities' as defined under Schedule VI of the Act. Accordingly the disclosure requirements specified in sub section 4 of section 186 of the Act in respect of loan given or guarantee given or security provided and the related disclosure on purposes/ utilization by recipient companies, are not applicable to the Company except details of Investment made during the year as per section 186(4) of the Act.

### Financial Year 2022-23

The Company has not made Investment in body corporate during the year

### Financial Year 2021-22

The Company has made Investment in following body corporate during the year:

Hathway Kokan Crystal Cable Network Limited - 5,488 Equity Shares amounting to ₹ 0.01

Hathway Sonali OM Crystal Cable Private Limited - 25,84,000 Equity Shares amounting to ₹ 2.58



# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 4.15 REVENUE FROM CONTRACTS WITH CUSTOMERS

### Disaggregation of Revenue

As the Company's business activity falls within a single business segment in terms of Ind AS 108. The nature, amount, timing and uncertainty of revenue and cash flows are similar across company's revenue from contracts with customers. Accordingly, there is no disaggregation of revenue disclosed.

### Contract Balances

The Company classifies the right to consideration in exchange for deliverables as either a receivable or as unbilled revenue.

Trade receivable and unbilled revenues are presented net of impairment in the Balance Sheet.

The following table provides information about receivables and contract liabilities for the contracts with the customers.

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Receivables, which are included in 'Trade and other receivables'	2.26	1.10
Contract liabilities (Unearned Revenue)	57.79	62.17

The contract liabilities primarily relate to the billing recognized in advance where performance obligations are yet to be satisfied.

Significant changes in the contract liabilities balances during the year are as follows.

Particulars	Contract liabilities	
	As at	As at
	March 31, 2023	March 31, 2022
<b>Balance at the beginning of the year</b>	<b>62.17</b>	<b>74.25</b>
Add: Advance Income received from the customer during the year	633.70	605.03
Less: Revenue recognised during the year	(638.08)	(617.11)
<b>Balance at the end of the year</b>	<b>57.79</b>	<b>62.17</b>

### Contract costs

The company has incurred a cost of ₹ 40.94 (March 31, 2022 : ₹ 41.57) towards acquisition of customers, such customer acquisition cost being incremental cost of obtaining contract is capitalised under intangible assets.

Customer acquisition cost are amortised over a period of five years.

## 4.16 CORPORATE SOCIAL RESPONSIBILITY

- As per section 135 of the Companies Act, 2013, gross amount required to be spent by the Company during the current year was ₹ 2.20 (March 31, 2022 : ₹ 1.66).
- Amount approved by the Board to be spent during the current year : ₹ 2.20 (March 31, 2022 : ₹ 1.66).
- Details of amount spent by the Company are as follows :

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Construction/acquisition of any asset	-	-
On purposes other than above	2.20	1.66
<b>Total</b>	<b>2.20</b>	<b>1.66</b>

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 4.17 DUES TO MICRO AND SMALL ENTERPRISE

As per Micro, Small and Medium Enterprise Development Act, 2006 ("MSMED Act")

This information has been determined to the extent such parties have been identified on the basis of information available with the company.

Particulars	As at March 31, 2023	As at March 31, 2022
Principal amount remaining unpaid to any supplier as at the end of the accounting year	1.74	6.18
Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	Nil	Nil
The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	Nil	Nil
The amount of interest due and payable for the year	Nil	Nil
The amount of interest accrued and remaining unpaid at the end of the accounting year	Nil	Nil
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	Nil	Nil

## 4.18 TRANSACTIONS WITH COMPANIES STRUCK OFF UNDER SECTION 248 OF THE COMPANIES ACT, 2013 OR SECTION 560 OF THE COMPANIES ACT, 1956,

Name of the struck off company	Nature of transactions with struck off company	Balance outstanding as at current period (March 31, 2023)	Relationship with the struck off company, if any, to be disclosed	Balance outstanding as at previous period (March 31, 2022)	Relationship with the struck off company, if any, to be disclosed
K K Silk Mills Limited	Receivables	0.00*	NA	0.00*	NA
Hathway Universal Cabletel & Datacom Pvt Ltd	Receivables	5.12	NA	5.12	NA
Hathway Universal Cabletel & Datacom Pvt Ltd	Provision against receivables	5.12	NA	5.12	NA

\* Amount less than ₹ 50,000/-

**4.19** During the Financial year ended March 31, 2019, the Company had allotted on preferential basis 939,610,000 equity shares of ₹ 2 each at a premium of ₹ 30.35 per share aggregating to ₹ 3,039.64. The proceeds of preferential allotment amounting to ₹ 181.32 have been temporarily invested in mutual funds, bonds and fixed deposits, pending utilisation for the same.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

**4.20** Additional Regulatory Information detailed in clause 6L of General Instructions given in Part I of Division II of the Schedule III to the Companies Act, 2013 are furnished to the extent applicable to the Company.

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.
- (iii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (iv) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
  - b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (v) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
  - a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
  - b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
- (vi) The Company has not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961
- (vii) The Company has no borrowings from banks and financial institutions on the basis of security of current assets.
- (viii) None of the entities in the Company have been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (ix) The Company has complied with the number of layers prescribed under the Companies Act, 2013.

# Notes to the Standalone Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 4.21 RECENT PRONOUNCEMENTS

### STANDARD ISSUED BUT NOT EFFECTIVE

On March 31, 2023, the Ministry of Corporate Affairs (MCA) has notified Companies (Indian Accounting Standards) Amendment Rules, 2023. This notification has resulted into amendments in the following existing accounting standards which are applicable to company from April 1, 2023.

- i Ind AS 107 – Financial Instruments Disclosures
- ii Ind AS 1 – Presentation of Financial Statements
- iii Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors

Application of above standards are not expected to have any significant impact on the company's financial statements.

As per our report of even date  
**For Nayan Parikh & Co**  
 Chartered Accountants  
 Firm's Registration No: 107023W

**For and on behalf of the Board**

**K.Y. Narayana**  
 Partner  
 Membership No: 060639

**Sitendu Nagchaudhuri**  
 Chief Financial Officer

**Saurabh Sancheti**  
**Anuj Jain**  
**Geeta Fulwadaya**  
**Akshay Raheja**  
**Viren Raheja**

Non-Executive Director

**Ajay Singh**  
 Head Corporate Legal, Company  
 Secretary & Chief Compliance Officer  
 Membership No: F - 5189

**Sridhar Gorthi**

Chairman and Independent Director

**Sasha Mirchandani**  
**Ameeta Parpia**

Independent Director

Place: Mumbai  
 Date: April 17, 2023

# Independent Auditor's Report

## To the Members of Hathway Cable and Datacom Limited

### Report on the Audit of the Consolidated Financial Statements

#### OPINION

We have audited the accompanying consolidated financial statements of **Hathway Cable and Datacom Limited** (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its joint ventures and its associates comprising of the Consolidated Balance Sheet as at March 31, 2023, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and 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').

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on standalone / consolidated financial statements and on the other financial information of the subsidiaries, the aforesaid consolidated financial statements, give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2023, its consolidated profit, their consolidated total comprehensive income, their consolidated changes in equity and their consolidated cash flows for the year ended on that date.

#### BASIS FOR OPINION

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by Institute of Chartered Accountants of India (ICAI), together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and Rules made thereunder and we have fulfilled our other ethical responsibilities in accordance with these requirements and Code of Ethics issued by ICAI. 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 section below is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

#### KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement and based on the consideration of the reports of the other auditors on standalone financial statements/ consolidated financial statements and on the other financial information of the subsidiaries, joint ventures and associates, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. Key Audit Matters No.	How our audit addressed the Key Audit Matters
<p><b>1. Contingent liabilities:</b></p> <p>The Group is in receipt of certain demands from Statutory authority including show cause notice from licensing authority. The Group has disputed such claims. The review of claims involve high degree of judgement to determine the possible outcomes, and estimates relating to the timing and the amount of outflow of resources embodying economic benefits.</p> <p>The audit of Contingent Liabilities is significant to our audit as any adverse outcome may have material impact on this Group.</p>	<p><b>Principal Audit procedures performed:</b></p> <p>a) We obtained summary of all tax, regulatory and litigation including management's assessment.</p> <p>b) We obtained and read external legal opinions (where considered necessary) and other evidences provided by management to corroborate management's assessment of the regulatory and legal matters.</p> <p>c) Assessed the relevant accounting policies and disclosures in the standalone financial statements for compliance with the requirements of accounting standards.</p>

Sr. Key Audit Matters No.	How our audit addressed the Key Audit Matters
<p><b>2. Valuation and Disclosure of Deferred Tax Assets:</b></p> <p>The Group has a significant amount of deferred tax assets, mainly resulting from unused tax losses and unabsorbed depreciation allowance. The accounting for deferred tax assets is significant to our audit since the Group makes judgments and estimates of forecasted taxable income in relation to the realization of deferred tax assets. As at March 31, 2023, the deferred tax assets are valued at ₹363.14 crores. Further reference is made to Note 2.06.</p>	<p><b>Principal Audit procedures performed:</b></p> <p>We tested Group's assumptions used to determine that there is a reasonable certainty that deferred tax assets recognized in the balance sheet will be realized. This is based upon forecasted taxable income and the periods when the deferred tax assets can be utilized. The forecasts were evaluated by us considering the performance of the Group and related business plans approved by the Management. Such evaluation included obtaining an understanding of management's planned strategies around business expansion, revenue stream growth strategies.</p> <p>Our audit procedure also included obtaining representation from the management and auditor of the material subsidiary with particular focus on those related to calculation and recognition of deferred tax asset.</p> <p>We also assessed the adequacy of the Group's disclosures included in Note 2.06.</p>

## INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Holding Company's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility and Sustainability Report, Corporate Governance Report but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

## RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial

position, consolidated financial performance (including other comprehensive income), consolidated statement of changes in equity and consolidated cash flows of the Group including its joint ventures and associates in accordance with Ind AS and other accounting principles generally accepted in India. The respective Governing Bodies of the companies included in the Group and of its joint ventures and associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group and of its joint ventures and its associates are responsible for assessing the ability of the Group and of its joint ventures and associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless respective Board of Directors either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its joint ventures and associates are responsible for overseeing the financial reporting process of the Group and of its joint ventures and associates.

## AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its joint ventures and associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its joint ventures and associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its joint ventures and associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in "Other Matters" paragraph below.

We believe that the audit evidence obtained by us along with the consideration of the audit report of the other auditors referred to in "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### OTHER MATTERS

We did not audit the financial statements of eight subsidiaries included in the consolidated financial statements, whose financial statements reflect total assets of ₹1,985.96 crore as at March 31, 2023 and total revenues of ₹1,273.71 crore, total net profit/(loss) after tax of ₹(13.04) crore, total comprehensive income/ (loss) of (17.49) crores, for the year ended March 31,

2023 respectively, and cash inflows (net) ₹10.4 crores for the year ended March 31, 2023, as considered in the Statement. The Consolidated financial results also includes the Group's share of net profit/ (loss) after tax of ₹42.52 crores and total comprehensive income/ (loss) of ₹42.71 crores for the year ended March 31, 2023, respectively, as considered in the Statement, in respect of one associate whose audited consolidated financial results have not been audited by us. The consolidated financial results also includes the Group's share of net profit/ (loss) after tax of ₹ (2.57) crores and total comprehensive income/ (loss) of ₹(2.58) crores for the year ended March 31, 2023, respectively, as considered in the Statement, in respect of ten joint ventures and two associate, whose audited standalone financial results have not been audited by us. These financial statements have been audited by their respective independent auditors whose reports have been furnished to us by the Management of the Company and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, joint ventures and associates, is based solely on the reports of such auditors and the procedures performed by us as stated in paragraph above. Our opinion on the Statement is not modified in respect of above matters with respect to our reliance on the work done and the report 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 and the financial statements/ financial information certified by the Management.

## REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the standalone / consolidated financial statements / financial information of the subsidiaries, joint ventures and associates and referred to in Other Matters section above, we report, to the extent applicable that;
  - (i) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;
  - (ii) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;
  - (iii) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated 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;

- (iv) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under section 133 of the Act, read with relevant rules issued thereunder and relevant provisions of the Act;
- (v) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2023 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiaries, joint ventures and associates incorporated in India, none of the directors of the Group, its joint ventures and associates incorporated in India is disqualified as on March 31, 2023 from being appointed as a director in terms of section 164 (2) of the Act;
- (vi) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, its subsidiaries, joint ventures and associates incorporated in India and the operating effectiveness of such controls, refer to our separate report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls with reference to consolidated financial statements of those Companies.
- (vii) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act; and

- (viii) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of other auditors of subsidiaries, joint ventures and associates, as noted in the Other matters paragraph:
  - a) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its joint ventures and associates. Refer Note 4.03 and Note 4.10(c) to the consolidated financial statements;
  - b) The Group, its joint ventures and associates have made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts. Refer Note 4.03(m) to the consolidated financial statements;





- c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group, its joint ventures and associates;
- d) (i) The respective Managements of the Company, its subsidiaries, joint ventures and associates which are companies incorporated in India whose financial statements have been audited under the Act, have represented to us and the other auditors of such subsidiaries and associates respectively that, to the best of their knowledge and belief, as stated in Note no. 4.17(iv), no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company, its subsidiaries, joint ventures and associates to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company, its subsidiaries, joint ventures and associates ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (ii) The respective Managements of the Company, its subsidiaries, joint ventures and associates which are Companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries and associates respectively that, to the best of their knowledge and belief, as stated in Note no. 4.17(v), no funds have been received by the Company, its subsidiaries, joint ventures and associates from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company, its subsidiaries, joint ventures and associates shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (iii) Based on the audit procedures performed by us that has been considered reasonable and appropriate in the circumstances, and those performed by the auditors of the subsidiaries, joint ventures and associates which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) contain any material mis-statement;
- e) The Company has neither declared nor paid any dividend during the year.
- f) As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only w.e.f. April 1, 2023, reporting under this clause is not applicable.
2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order" / "CARO") issued by the Central Government in terms of section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by the auditors of the subsidiaries, joint ventures and associates, included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, provided to us by the Management of the Company and based on the identification of matters of qualifications or adverse remarks in their CARO reports by the respective component auditors and provided to us, we report that the auditors of such companies have not reported any qualifications or adverse remarks in their CARO reports.

**For Nayan Parikh & Co.**  
Chartered Accountants  
Firm Registration No. 107023W

**K.Y. Narayana**  
Partner

Place: Mumbai  
Date : April 17, 2023

Membership No. 060639  
UDIN:23060639BGRYTR1788

# Annexure A to the Independent Auditor's Report

**Referred to in paragraph (vi) under "Report on Other Legal and Regulatory Requirements" of our Independent Auditor's Report on even date to the members of Hathway Cable and Datacom Limited ("the Holding Company") on the consolidated financial statements for the year ended March 31, 2023 :**

## OPINION

In conjunction with our audit of the consolidated financial statements of the Holding Company as of and for the year ended March 31, 2023, we have audited the internal financial controls with reference to financial statements of **Hathway Cable and Datacom Limited (hereinafter referred to as 'the Holding Company')** and its subsidiaries, its joint ventures and associates, which are companies incorporated in India, as of that date.

In our opinion, the Holding Company, its subsidiaries, its joint ventures and associates, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2023 based on the internal controls with reference to financial statements criteria established by the Holding Company, considering the essential components of internal controls stated in the Guidance Note issued by the ICAI.

## MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors of the Holding company, its subsidiaries, its joint ventures and associates, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal controls with reference to financial statements criteria established by the Holding Company, considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ("Guidance Note") issued by the 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 respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

## AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls with reference to Consolidated financial statements of the Holding Company, its subsidiaries, joint ventures and associates, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, 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 with reference to Consolidated Financial Statements 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 with reference to Consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated Financial Statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal controls based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the 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 report referred to in the "Other Matters" paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's internal financial control system with reference to financial statements.

## MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

A company's internal financial controls with reference to Consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to Consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance



regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS**

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **OTHER MATTERS**

Our aforesaid report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements, in so far as it relates to standalone financial statements of eight subsidiaries, consolidated financial statements of one associate, standalone financial statements of ten joint ventures and two associates, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

**For Nayan Parikh & Co.**

Chartered Accountants  
Firm Registration No. 107023W

**K.Y. Narayana**

Partner

Place: Mumbai

Date : April 17, 2023

Membership No. 060639

UDIN:23060639BGRYTR1788

# Consolidated Balance Sheet

as at March 31, 2023

	Note No.	As at March 31, 2023	As at March 31, 2022
(₹ in Crores unless otherwise stated)			
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, Plant and Equipment	2.01	1,379.52	1,337.73
Capital work in progress		47.81	56.96
Goodwill	2.02	90.91	91.46
Other Intangible assets	2.02	161.27	162.94
Investment accounted using equity method	4.10	782.80	766.04
<b>Financial assets</b>			
(i) Investments	2.03	0.15	402.38
(ii) Loans	2.04	0.22	0.22
(iii) Other financial assets	2.05	15.50	156.55
Deferred tax assets (Net)	2.06	363.14	386.72
Other Non-current assets	2.07	126.70	159.21
<b>Total Non-current assets</b>		<b>2,968.02</b>	<b>3,520.21</b>
<b>Current Assets</b>			
Inventories	2.08	2.80	3.66
<b>Financial Assets</b>			
(i) Investments	2.09	1,230.42	736.86
(ii) Trade receivables	2.10	145.12	52.42
(iii) Cash and cash equivalents	2.11	175.77	25.56
(iv) Bank balances other than (iii) above	2.12	175.12	143.08
(v) Loans	2.04	0.40	0.40
(vi) Other financial assets	2.05	37.00	42.72
Current tax assets (Net)	2.13	0.02	0.25
Other current assets	2.07	96.24	94.68
<b>Total current assets</b>		<b>1,862.89</b>	<b>1,099.62</b>
<b>Total Assets</b>		<b>4,830.91</b>	<b>4,619.84</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share capital	2.14	354.02	354.02
Other Equity	2.15	3,829.03	3,771.03
<b>Equity attributable to owners of the Company</b>		<b>4,183.05</b>	<b>4,125.05</b>
Non - controlling interests		1.65	1.57
<b>Total equity</b>		<b>4,184.70</b>	<b>4,126.62</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
<b>Financial Liabilities</b>			
(i) Borrowings	2.16	3.35	-
(ii) Other financial liabilities	2.17	10.73	10.69
Provisions	2.18	4.23	4.51
Other Non-current liabilities	2.19	7.33	6.49
<b>Total Non-current liabilities</b>		<b>25.64</b>	<b>21.69</b>
<b>Current liabilities</b>			
<b>Financial Liabilities</b>			
(i) Borrowings	2.20	1.72	-
(ii) Trade payables	2.20	-	-
<b>Total outstanding dues :</b>			
- Micro and small enterprises		0.25	0.09
- Other than Micro and small enterprises		341.81	253.15
(iii) Other financial liabilities	2.17	-	-
<b>Total outstanding dues :</b>			
- Micro and small enterprises		3.49	7.93
- Other than Micro and small enterprises		143.08	77.76
Other current liabilities	2.19	129.85	132.17
Provisions	2.18	0.37	0.43
<b>Total current liabilities</b>		<b>620.56</b>	<b>471.53</b>
<b>Total Equity and Liabilities</b>		<b>4,830.91</b>	<b>4,619.84</b>
<b>Summary of Significant Accounting Policies</b>			
	1		

The accompanying notes are an integral part of the financial statements.

\* Amount less than ₹ 50,000

As per our report of even date  
**For Nayan Parikh & Co**  
 Chartered Accountants  
 Firm's Registration No: 107023W

For and on behalf of the Board

**K.Y. Narayana**  
 Partner  
 Membership No: 060639

**Sitendu Nagchaudhuri**  
 Chief Financial Officer

**Saurabh Sancheti**  
**Anuj Jain**  
**Geeta Fulwadaya**  
**Akshay Raheja**  
**Viren Raheja**

Non-Executive Director

**Ajay Singh**  
 Head Corporate Legal, Company  
 Secretary & Chief Compliance Officer  
 Membership No: F - 5189

**Sridhar Gorthi**  
**Sasha Mirchandani**  
**Ameeta Parpia**

Chairman and Independent Director

Independent Director

Place: Mumbai  
 Date: April 17, 2023

# Consolidated Statement of Profit and Loss

for the year ended March 31, 2023

Particulars	Note No.	(₹ in Crores unless otherwise stated)	
		Year ended March 31, 2023	Year ended March 31, 2022
<b>INCOME</b>			
Revenue From Operations	3.01	1,858.44	1,793.02
Other Income	3.02	100.55	77.42
<b>Total Income</b>		<b>1,958.99</b>	<b>1,870.44</b>
<b>EXPENSES</b>			
Pay channel cost		760.91	649.03
Other operational expenses	3.03	385.51	360.02
Employee benefits expense	3.04	103.80	102.81
Finance costs	3.05	0.19	-
Depreciation, amortization & impairment	3.06	357.07	367.67
Other expenses	3.07	292.85	287.72
<b>Total Expenses</b>		<b>1,900.33</b>	<b>1,767.25</b>
<b>Profit before share of profit of associates / joint ventures and exceptional items</b>		<b>58.66</b>	<b>103.19</b>
Share of net profit of associates and joint ventures accounted for using the equity method		39.87	81.39
<b>Profit before exceptional items and tax expenses</b>		<b>98.53</b>	<b>184.57</b>
Exceptional items	3.08	8.09	28.45
<b>Profit before Tax</b>		<b>90.44</b>	<b>156.13</b>
Tax expenses :	3.09		
Current tax		-	0.01
Deferred tax		25.07	25.77
		<b>(25.07)</b>	<b>(25.78)</b>
<b>Profit for the Year</b>		<b>65.37</b>	<b>130.35</b>
<b>Other comprehensive Income / (Loss) (OCI) (Net of Taxes)</b>			
<b>(A) Items that will not be reclassified to profit or loss</b>			
(i) Re-measurements of defined benefit liability (asset)		0.26	0.40
(ii) Share of Profit/(Loss) of Associates / Joint Ventures		0.18	0.36
(iii) Loss Allowance on Equity instruments through OCI		(3.07)	-
(iv) Income Tax relating to these items		(0.07)	(0.06)
<b>(B) Items that will be reclassified to profit or loss:</b>			
(i) Fair value changes in debt instruments through OCI		(6.14)	(2.42)
(ii) Income Tax relating to these items		1.55	0.27
<b>Total other comprehensive losses</b>		<b>(7.29)</b>	<b>(1.45)</b>
<b>Total comprehensive income for the Year</b>		<b>58.08</b>	<b>128.90</b>
<b>Profit for the Year attributable to:</b>			
Owners of the Parent		65.29	129.99
Non-controlling interests		0.08	0.36
		<b>65.37</b>	<b>130.35</b>
<b>Other comprehensive loss for the Year attributable to :</b>			
Owners of the Parent		(7.29)	(1.45)
Non-controlling interests		-	(0.00)*
		<b>(7.29)</b>	<b>(1.45)</b>
<b>Total comprehensive income for the Year attributable to :</b>			
Owners of the Parent		58.00	128.54
Non-controlling interests		0.08	0.36
		<b>58.08</b>	<b>128.90</b>
<b>Earnings per equity share ( Face value of ₹ 2 /- each) (Refer Note 4.01) :</b>			
Basic and diluted earnings (in ₹)		0.37	0.73
<b>Summary of Significant Accounting Policies</b>	1		

The accompanying notes are an integral part of the financial statements.

\* Amount less than ₹ 50,000

As per our report of even date  
**For Nayan Parikh & Co**  
 Chartered Accountants  
 Firm's Registration No: 107023W

For and on behalf of the Board

**K.Y. Narayana**  
 Partner  
 Membership No: 060639

**Sitendu Nagchaudhuri**  
 Chief Financial Officer

**Saurabh Sancheti**  
**Anuj Jain**  
**Geeta Fulwadaya**  
**Akshay Raheja**  
**Viren Raheja**

Non-Executive Director

**Ajay Singh**  
 Head Corporate Legal, Company  
 Secretary & Chief Compliance Officer  
 Membership No: F - 5189

**Sridhar Gorthi**  
**Sasha Mirchandani**  
**Ameeta Parpia**

Chairman and Independent Director

Independent Director

Place: Mumbai  
 Date: April 17, 2023

# Consolidated Statement of Changes In Equity

for the year ended March 31, 2023

## A. EQUITY SHARE CAPITAL

(₹ in Crores unless otherwise stated)

Particulars	Note No.	Amount
<b>Balance at April 1, 2021</b>	<b>2.14</b>	<b>354.02</b>
Changes in equity share capital during the year		-
<b>Balance at March 31, 2022</b>	<b>2.14</b>	<b>354.02</b>
Changes in equity share capital during the year		-
<b>Balance at March 31, 2023</b>	<b>2.14</b>	<b>354.02</b>

## B. OTHER EQUITY

Particulars	Reserves and Surplus			OCI		Amount attributable to Owners of the parent	Non controlling interests (NCI)	Total
	Securities Premium	Capital Reserve	Retained earnings	Debt Instruments through OCI	Loss allowance on Equity instruments through OCI			
<b>Balance at April 1, 2021</b>	<b>4,725.79</b>	<b>0.10</b>	<b>(1,083.41)</b>	-	-	<b>3,642.49</b>	<b>1.43</b>	<b>3,643.91</b>
Profit for the year	-	-	129.99	-	-	129.99	0.36	130.35
<b>Other comprehensive income / (loss)</b>								
Remeasurements of defined benefit liability / (asset)	-	-	0.34	-	-	0.34	(0.00)*	0.34
Fair value changes in debt instruments through OCI	-	-	-	(2.15)	-	(2.15)	-	(2.15)
Change of stake in Subsidiary	-	-	-	-	-	-	(0.21)	(0.21)
Share of other comprehensive income/(loss) of Joint ventures and Associates	-	-	0.36	-	-	0.36	-	0.36
<b>Total comprehensive income for the year</b>	-	-	<b>130.69</b>	<b>(2.15)</b>	-	<b>128.54</b>	<b>0.15</b>	<b>128.69</b>
<b>Balance at March 31, 2022</b>	<b>4,725.79</b>	<b>0.10</b>	<b>(952.72)</b>	<b>(2.15)</b>	-	<b>3,771.03</b>	<b>1.57</b>	<b>3,772.60</b>
Profit for the year	-	-	65.29	-	-	65.29	0.08	65.37
<b>Other comprehensive income / (loss)</b>								
Remeasurements of defined benefit liability / (asset)	-	-	0.20	-	-	0.20	(0.00)*	0.20
Share of other comprehensive income/(loss) of Joint ventures and Associates	-	-	0.18	-	-	0.18	-	0.18
Fair value changes in debt instruments through OCI	-	-	-	(4.60)	-	(4.60)	-	(4.60)
Loss Allowance on Equity instruments through OCI	-	-	-	-	(3.07)	(3.07)	-	(3.07)
<b>Total comprehensive income for the year</b>	-	-	<b>65.67</b>	<b>(4.60)</b>	<b>(3.07)</b>	<b>58.00</b>	<b>0.08</b>	<b>58.08</b>
<b>Balance at March 31, 2023</b>	<b>4,725.79</b>	<b>0.10</b>	<b>(887.05)</b>	<b>(6.74)</b>	<b>(3.07)</b>	<b>3,829.03</b>	<b>1.65</b>	<b>3,830.68</b>

### Summary of Significant Accounting Policies (Refer Note 1)

The accompanying notes are an integral part of the financial statements.

\* Amount less than ₹ 50,000

As per our report of even date  
**For Nayan Parikh & Co**  
 Chartered Accountants  
 Firm's Registration No: 107023W

**For and on behalf of the Board**

**K.Y. Narayana**  
 Partner  
 Membership No: 060639

**Sitendu Nagchaudhuri**  
 Chief Financial Officer

**Saurabh Sancheti**  
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 Membership No: F - 5189

**Sridhar Gorthi**  
**Sasha Mirchandani**  
**Ameeta Parpia**

Chairman and Independent Director

Independent Director

Place: Mumbai  
 Date: April 17, 2023

# Consolidated Statement of Cash Flow

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

	Year ended March 31, 2023	Year ended March 31, 2022
<b>Cash flow from operating activities</b>		
<b>Profit Before Tax</b>	<b>90.44</b>	<b>156.13</b>
<b>Adjustments for:</b>		
Depreciation, amortization and impairment	357.07	367.67
Impairment of trade/loan receivables	0.03	0.67
Share of net profit of associates and joint ventures accounted for using the equity method	(39.87)	(81.39)
Bad debts written off	(1.35)	-
Amount no longer payable written back	(7.62)	(4.06)
Sundry advances written off	0.01	0.08
Unrealised foreign exchange loss (Net)	0.01	0.40
Unwinding of interest	-	(0.00)*
Net Loss on disposal of property, plant and equipment	5.60	8.49
Net gain on financial assets measured at fair value through profit or loss	(5.51)	(4.74)
Gain on Disposal of Current Investments (Net)	(15.20)	(10.73)
Net Loss / (Gain) on financial assets measured at fair value through other comprehensive income	2.72	(30.53)
Interest Income from Investments	(62.60)	(26.60)
Interest and finance charges	0.19	0.01
Exceptional Items	7.58	28.45
	<b>331.50</b>	<b>403.85</b>
<b>Working Capital Adjustments:</b>		
Increase in trade receivables	(61.13)	(11.03)
Decrease in inventories	0.85	1.94
Increase in trade payables	100.57	44.01
(Decrease) / increase in other financial assets	0.11	(36.45)
Increase in other non-current assets	(19.05)	(11.28)
Increase in other current assets	(1.54)	(8.69)
Decrease in provisions	(0.08)	(0.25)
Decrease in other liabilities	(1.48)	(43.74)
Decrease in Loans & Advances	-	0.77
Increase / (decrease) in other financial liabilities	60.25	(10.32)
<b>Cash generated from operations</b>	<b>410.00</b>	<b>328.81</b>
Income taxes (refund) / paid	(43.34)	3.96
<b>Net cash flow from operating activities (A)</b>	<b>453.34</b>	<b>332.77</b>
<b>Cash flow from investing activities</b>		
Payments for acquisition of property, plant and equipment	(392.71)	(380.45)
Proceeds from sale of property, plant and equipment	1.49	1.16
Dividend from Associates	16.79	16.79
Payments for purchase of investments	(1,240.69)	(4,046.48)
Proceeds from sale of investments in Joint Ventures	-	2.36

# Consolidated Statement of Cash Flow

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

	Year ended March 31, 2023	Year ended March 31, 2022
Proceeds from sale of investments	1,184.97	4,009.67
Investment in Joint Venture	-	(2.58)
Fixed Deposit made during the year	(175.02)	(292.86)
Proceeds from Fixed Deposit redeemed during the year	282.98	269.73
Income from investments	19.04	40.37
<b>Net cash flow used in investing activities (B)</b>	<b>(303.15)</b>	<b>(382.29)</b>
<b>Cash flows from financing activities</b>		
Net Proceeds/(Repayments) of current borrowings	-	(0.00)*
Interest and finance charges	-	(0.06)
<b>Net cash flow used in financing activities (C)</b>	<b>-</b>	<b>(0.06)</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>150.21</b>	<b>(49.58)</b>
Cash and cash equivalents at the beginning of the year	25.56	75.14
<b>Cash and cash equivalents at the end of the year</b>	<b>175.77</b>	<b>25.56</b>
<b>Reconciliation of cash and cash equivalents as per the cash flow statement :</b>		
Cash and cash equivalents		
Balances with banks:		
On current accounts	33.85	13.89
Deposits with original maturity of 3 months or less	140.00	9.95
Cash on hand	1.92	1.72
<b>Balance as per the cash flow statement :</b>	<b>175.77</b>	<b>25.56</b>

\* Amount less than ₹ 50,000

## Note :

- Above statement has been prepared by using Indirect method as per Ind AS - 7 on Statement of Cash flows.
- Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and cash in hand.
- The Group incurred an amount of ₹ 2.81 (March 31, 2022 : ₹ 1.66), towards CSR expenditure for purposes other than construction / acquisition of any asset.

As per our report of even date  
**For Nayan Parikh & Co**  
 Chartered Accountants  
 Firm's Registration No: 107023W

**For and on behalf of the Board**

**K.Y. Narayana**  
 Partner  
 Membership No: 060639

**Sitendu Nagchaudhuri**  
 Chief Financial Officer

**Saurabh Sancheti**  
**Anuj Jain**  
**Geeta Fulwadaya**  
**Akshay Raheja**  
**Viren Raheja**

Non-Executive Director

**Ajay Singh**  
 Head Corporate Legal, Company  
 Secretary & Chief Compliance Officer  
 Membership No: F - 5189

**Sridhar Gorthi**  
**Sasha Mirchandani**  
**Ameeta Parpia**

Chairman and Independent Director

Independent Director

Place: Mumbai  
 Date: April 17, 2023



# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## BACKGROUND

Hathway Cable and Datacom Limited ("the Company") is a Public Company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company is engaged in distribution of internet services through cable and has strategic stake in entities engaged in Cable Television business. Its equity shares are listed on National Stock Exchange of India Limited (NSE) & BSE Limited (BSE) in India.

## 1. SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the presentation of these consolidated financial statements. The consolidated financial statements are of the Company and its subsidiaries (collectively, "the Group").

### 1.01 Basis of Preparation

#### (i) Compliance with Ind AS

The consolidated financial statements comply in all material aspects with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 ("the Act") and relevant rules issued thereunder and relevant provisions of the Act. In accordance with proviso to the Rule 4A of the Companies (Accounts) Rules, 2014, the terms used in these financial statements are in accordance with the definitions and other requirements specified in the applicable Accounting standards.

#### (ii) Authorisation of consolidated financial statements

The consolidated financial statements were approved for issue by Board Of Directors at their meeting held on April 17, 2023.

#### (iii) Historical cost convention

The consolidated financial statements have been prepared on a historical cost basis, except for the following items which are measured on an alternate basis on each reporting date:

- Certain financial assets and liabilities are measured at fair value; and
- defined benefit plans – fair value of plan assets has the present value of the defined benefit obligation.
- Right of Use assets.

### 1.02 Functional And Presentation Currency

These consolidated financial statements are prepared in Indian Rupees (INR), which is also the Group's functional currency. All amounts disclosed in the consolidated financial statements and notes have been rounded off to the nearest crores, except where otherwise indicated.

### 1.03 Current Versus Non-Current Classification

The Group presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset is classified as current if:

- it is expected to be realised or intended to sold or consumed in normal operating cycle;
- it is held primarily for the purpose of trading;
- it is expected to be realised within twelve months after the reporting period; or
- the cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current if:

- it is expected to be settled in normal operating cycle;
- it is held primarily for the purpose of trading;

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

- (iii) it is due to be settled within twelve months after the reporting period; or
- (iv) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

All assets and liabilities have been classified as current or non-current as per Group's normal operating cycle. Based on the nature of operations, the Group has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

## 1.04 Use Of Judgements, Estimates & Assumptions

While preparing consolidated financial statements in conformity with Ind AS, the management make certain estimates and assumptions that require subjective and complex judgments. These judgments affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses, disclosure of contingent liabilities at the statement of financial position date and the reported amount of income and expenses for the reporting period. Financial reporting results rely on our estimate of the effect of certain matters that are inherently uncertain. Future events rarely develop exactly as forecast and the best estimates require adjustments, as actual results may differ from these estimates under different assumptions or conditions. The management continually evaluate these estimates and assumptions based on the most recently available information.

Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements are as below:

### Key assumptions and estimation uncertainties

- (i) Investment in Mutual Funds, Bonds and Fixed Deposit with Banks; (Refer Note 4.07)
- (ii) Useful lives of Property, Plant and Equipment and Intangible assets; (Refer Note 1.06 and 1.07)
- (iii) Measurement of defined benefit obligations; key actuarial assumptions (Refer Note 4.02)
- (iv) Evaluation of recoverability of deferred tax assets; (Refer Note 2.06) and
- (v) Contingencies (Refer Note 4.03)
- (vi) Impairment test of Tangible and Intangible assets
- (vii) Measurement of Expected Credit Loss Allowance for Trade receivables
- (viii) Impairment of Goodwill

## 1.05 Principles Of Consolidation And Equity Accounting

### (i) Subsidiaries

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

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intergroup transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated Statement of Profit and Loss, consolidated statement of changes in equity and balance sheet respectively. Profit or loss and each

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

## (ii) Associates

Associates are all entities over which the Group has significant influence but not control or joint control. This is generally the case where the Group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting (see (iv) below), after initially being recognised at cost.

## (iii) Joint Ventures

Under Ind AS 111 Joint Arrangements, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement.

Interests in joint ventures are accounted for using the equity method (see (iv) below), after initially being recognised at cost in the consolidated balance sheet.

## (iv) Equity method

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in Statement of Profit and Loss, and the Group's share of other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment.

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

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

The carrying amount of equity accounted investments are tested for impairment in accordance with the policy described in note 1.08 below.

## (v) Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity. (Refer Note 4.10)

When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in statement of profit and loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate or joint venture. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed off the related assets or liabilities. The amounts previously recognised in other comprehensive income are reclassified to Statement of Profit and Loss.

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

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 1.06 Property, Plant and Equipment

### Recognition and measurement

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if, it is possible that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Property, Plant and Equipment (including Capital work-in-progress) is stated at cost, less accumulated depreciation and accumulated impairment losses. The initial cost of an asset comprises its purchase price, non-refundable taxes, any costs directly attributable to bringing the asset into the location and condition necessary for it to be capable of operating in the manner intended by management, the initial estimate of any decommissioning obligation, if any, finance cost. The purchase price is the aggregate amount paid and the fair value of any other consideration given to acquire the asset.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to Statement of Profit and Loss during the reporting period in which they are incurred.

Access devices on hand at the year-end are included in Capital Work in Progress. On installation, such devices are capitalized.

The residual values and useful lives of Property, Plant and Equipment are reviewed at each financial year end, and changes, if any, are accounted prospectively.

Stores and Spares which meet the definition of Property, Plant and Equipment and satisfy the recognition criteria of Ind AS 16 are capitalized as Property, Plant and Equipment.

### Derecognition Property, Plant & Equipment

An item of Property, Plant and Equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on derecognition of an item of Property, Plant and Equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in Statement of Profit and Loss.

### Depreciation on Property, Plant & Equipment

Depreciation on Property, Plant and Equipment is provided on straight line method. In accordance with requirements prescribed under Schedule II of Companies Act, 2013, the Group has assessed the estimated useful lives of its Property, Plant and Equipment and has adopted the useful lives and residual value as prescribed in Schedule II except for the cost of Access devices at the customer location which are depreciated on straight-line method over a period of eight years based on internal technical assessment.

In case of additions or deletions during the year, depreciation is computed from the month in which such assets are put to use and up to previous month of sale, disposal or held for sale as the case may be. In case of impairment, depreciation is provided on the revised carrying amount over its remaining useful life.

All assets costing up to ₹ 5,000 (in ₹) are fully depreciated in the year of capitalisation.

## 1.07 Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles are not capitalised and the related expenditure is reflected in Statement of Profit and Loss in the period in which the expenditure is incurred.

### Recognition and measurement

Intangible assets comprises of Cable Television Franchise, Movie and Serial Rights, Bandwidth Rights, Goodwill, Distribution Network Rights, Softwares, Network Franchise, Customer acquisition cost and Channel Design. Cable Television Franchise



# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

represents purchase consideration of a network that is mainly attributable to acquisition of subscribers and other rights, permission etc. attached to a network.

Intangible assets with finite useful lives that are acquired are recognized only if they are separately identifiable and the Group expects to receive future economic benefits arising out of them. Such assets are stated at cost less accumulated amortisation and impairment losses. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less impairment losses.

## Intangible Assets acquired in business combination

Intangible Assets acquired in business combination and recognised separately from goodwill are initially recognised at their fair value at the acquisition date (which is regarded as their cost).

## Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in Statement of Profit and Loss when the asset is derecognised.

## Amortisation of intangible assets

The intangible assets with finite useful lives are amortised on a straight line basis over their useful economic lives and assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at each year end. The amortisation expense on Intangible assets with finite lives and impairment loss is recognised in the Statement of Profit and Loss.

Estimated lives for current and comparative periods in relation to application of straight line method of amortisation of intangible assets (acquired) are as follows:

- Softwares are amortized over the license period and in absence of such tenor, over five years.
- Movie and Serial Rights are amortized on exploitation over the balance license period in equal installments.
- Channel Design are amortised over the period of five years.
- Network Franchisee are amortized over the period of five to twenty years.
- Distribution Network Rights are amortized over the period of five years.
- Customer acquisition costs are amortized over the period of five years.
- Bandwidth Rights are amortized over the period of the underlying agreements.
- Cable television Franchise are amortized over the period of five to twenty years.

The estimated useful lives, residual values, amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

## 1.08 Impairment of Assets (other than Financial Assets)

Carrying amount of Tangible assets, Intangible assets and Investments in Joint Ventures and Associates (accounted under equity method) are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or Group's assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

## 1.09 Inventories

### Inventories are valued as follows:

Spares and maintenance items are valued at lower of cost (net of taxes recoverable) on first in first out basis or net realizable value.

Stock-in-trade comprising of access devices are valued at cost on weighted average method or at net realizable value, whichever is lower.

## 1.10 Cash And Cash Equivalents

Cash and cash equivalents in the Balance Sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to insignificant risk of change in value.

For the purpose of statement of cashflows, cash and cash equivalents consist of cash, short-term deposits as defined above, bank overdrafts and short-term highly liquid investments that are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value as they are considered as an integral part of the Company's management. Bank overdrafts are shown within borrowings under current liabilities in the balance sheet.

## 1.11 Financial Instruments

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instruments.

### Initial Recognition and Measurement – Financial Assets and Financial Liabilities

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss and ancillary costs related to borrowings) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss. Since, trade receivables do not contain significant financing component they are measured at transaction price.

### Classification and Subsequent Measurement: Financial Assets

The Group classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income ("FVTOCI") or fair value through profit or loss ("FVTPL") on the basis of following:

- the entity's business model for managing the financial assets; and
- the contractual cash flow characteristics of the financial asset.

### Amortised Cost:

A financial asset is classified and measured at amortised cost if both of the following conditions are met:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

### FVTOCI:

A financial asset is classified and measured at FVTOCI if both of the following conditions are met:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses and interest revenue which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

## **FVTPL:**

A financial asset is classified and measured at FVTPL unless it is measured at amortised cost or at FVTOCI.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

## **Impairment of Financial Assets**

The Group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

Expected Credit Losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For trade receivables only, the Group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

The Group uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward-looking estimates are analysed.

For other assets, the Group uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used."

## **Classification and Subsequent measurement: Financial Liabilities**

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

## **Financial Liabilities at FVTPL:**

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or are designated upon initial recognition as FVTPL.

Gains or Losses on financial liabilities held for trading are recognised in the Statement of Profit and Loss.

## **Other Financial Liabilities:**

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## Derecognition of Financial Assets:

The Group de-recognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. If the Group enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

## Write off:

The gross carrying amount of a financial asset is written off when there is no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. The Group individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Group expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

## Derecognition of Financial Liabilities:

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. Financial liability is also derecognised when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on modified terms is recognised at fair value.

## Offsetting Financial Instruments:

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

## 1.12 Measurement of fair values

A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

## 1.13 Financial Liabilities And Equity Instruments:

### Classification as debt or equity:

Debt and equity instruments issued by the Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.



# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## Equity instruments:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received.

## 1.14 Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that the Group incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

## 1.15 Provisions, Contingent Liabilities And Contingent Assets

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a current pre-tax rate. The increase in the provision due to the passage of time is recognised as interest expense.

### Contingent liability

Contingent liability is a possible obligation arising from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity or a present obligation that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability. The Group does not recognize a contingent liability but discloses its existence in the consolidated financial statements.

### Contingent asset

Contingent asset is not recognised in consolidated financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognized.

Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

## 1.16 Employment Benefits

### (i) Short-term employee benefits

Short-term employee benefits are measured on an undiscounted basis and expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

### (ii) Post-employment obligations

The Group operates the following post-employment schemes:

- defined benefit plans such as gratuity; and
- defined contribution plans such as provident fund

#### Defined benefit plans

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised at amount net of taxes in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in Statement of Profit and Loss as past service cost.

## Defined contribution plans

The Group makes specified monthly contributions towards government administered provident fund scheme. The Group has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

### (iii) Other long-term employee benefit obligations

The liabilities for leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in Statement of Profit and Loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

## 1.17 Revenue From Contracts With Customers

### (i) Income from Rendering of services and Sale of goods

The Group derives revenues primarily from Broadband business comprising of Internet services and MSO business comprising of Cable Television Services including Marketing and promotional Income for placing channels of various Broadcasters on MSOs Platform and other allied services.

Revenue is recognized upon transfer of control of promised products or services to customers at the amount of transaction paid (net of variable consideration) that reflects the consideration the group expect to receive in exchange for those products or services. Subscription revenue is recognized ratably over the period in which the services are rendered.

To recognize revenues, the Group applies the following five step approach:

1. identify the contract with a customer;
2. identify the performance obligations in the contract;
3. determine the transaction price;
4. allocate the transaction price to the performance obligations in the contract; and
5. recognize revenues when a performance obligation is satisfied

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties.

## Contract Assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

## Trade Receivables

A receivable represents the Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

## Contract Liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier).

Contract liabilities are recognised as revenue when the Group performs under the contract.

The Group presents revenues net of indirect taxes in its Statement of Profit and Loss.

## (ii) Other Operating Income

Other Operating Income comprises of fees for rendering management, technical and consultancy services. Income from such services is recognized upon satisfaction of performance obligations as per the terms of underlying agreements.

## 1.18 Recognition of Interest income and Dividend income

### (i) Interest Income

Interest income from debt instruments is recognised using the effective interest rate method.

### (ii) Dividend Income

Dividends are recognised in the Statement of Profit and Loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and the amount of the dividend can be measured reliably.

## 1.19 Taxes On Income

### Current Tax

Tax on income for the current period is determined on the basis on estimated taxable income and tax credits computed in accordance with the provisions of the relevant tax laws and based on the expected outcome of assessments / appeals.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the Statement of Profit and Loss.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

### Deferred tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognised outside the Statement of Profit and Loss is recognised outside the Statement of Profit and Loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

The break-up of the major components of the deferred tax assets and liabilities as at balance sheet date has been arrived at after setting off deferred tax assets and liabilities where the Group have a legally enforceable right to set-off assets against liabilities.

Deferred tax liabilities are recognised for all taxable temporary differences, except in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

## 1.20 Earnings Per Share

### Basic Earnings Per Share

Basic earnings per share is calculated by dividing the profit (or loss) attributable to the owners of the Company by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

### Diluted Earnings Per Share

Diluted earnings per share is computed by dividing the profit (considered in determination of basic earnings per share) after considering the effect of interest and other financing costs or income (net of attributable taxes) associated with dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share adjusted for the weighted average number of equity shares that would have been issued upon conversion of all dilutive potential equity shares.

## 1.21 Leases

### As a lessee

The Group, as a lessee, recognizes a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate.



# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## Short term leases and leases of low value assets:

The Group has elected not to recognise right-of-use assets and lease liabilities for leases of low value assets and short term leases. The Group recognises the lease payments associated with these leases as an expense in profit or loss on a straight line basis over the lease term.

## 1.22 Foreign Currency Translations

### (i) Transactions and balances

#### Monetary items

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in statement of Profit and Loss. Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, within finance costs. All other foreign exchange gains and losses are presented in the Statement of Profit and Loss on a net basis within other gains / (losses).

#### Non – Monetary items:

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

## 1.23 Segment Reporting

The Chief Operational Decision Maker monitors the operating results of its business segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with Profit or Loss in the financial statements.

- a) Segment revenue includes sales and other income directly attributable with allocable to segments including inter-segment revenue.
- b) Expenses that are directly identifiable with / allocable to segments are considered for determining the segment results. Expenses which relate to the Group as a whole and not allocable to segments are included under unallowable expenditure.
- c) Income which relates to the Group as a whole and not allocable to segments is included in unallowable income.
- d) Segment assets and liabilities include those directly identifiable with the respective segments. Un-allocable assets and liability represent the assets and liabilities that relate to the Group as a whole and not allocable to any segment.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 2.01 PROPERTY, PLANT AND EQUIPMENT :

Particulars	Gross Carrying Amount		Accumulated Depreciation / Impairment		Net Carrying Amount	
	As at April 1, 2022	As at March 31, 2023	As at April 1, 2022	As at March 31, 2023	As at March 31, 2023	As at March 31, 2022
<b>Own Assets:</b>						
Plant and Equipment	3,009.46	3,309.14	1,693.39	1,949.13	1,360.02	1,316.07
Furniture & Fixtures	21.78	22.41	13.81	15.74	6.87	7.97
Motor Vehicles	1.62	1.57	1.13	1.24	0.33	0.48
Office Equipments	6.29	6.75	5.16	5.58	1.17	1.13
Computers	16.84	18.45	12.78	14.73	3.72	4.06
Air conditioners	9.39	10.32	6.87	7.59	2.73	2.53
Structural fittings	3.50	3.54	2.18	2.76	0.79	1.32
Electrical Fittings	8.76	9.49	4.91	5.64	3.85	3.85
Mobile & Telephone	1.63	1.64	1.33	1.41	0.23	0.30
Movie Master Tapes	0.01	0.01	-	-	0.01	0.01
<b>Total (A)</b>	<b>3,079.28</b>	<b>3,383.32</b>	<b>1,741.56</b>	<b>2,003.82</b>	<b>1,379.51</b>	<b>1,337.72</b>
<b>Right of Use assets :</b>						
Building	4.54	-	4.53	-	0.01	0.01
<b>Total (B)</b>	<b>4.54</b>	<b>-</b>	<b>4.53</b>	<b>-</b>	<b>0.01</b>	<b>0.01</b>
<b>Total (A+B)</b>	<b>3,083.82</b>	<b>3,383.32</b>	<b>1,746.09</b>	<b>2,003.82</b>	<b>1,379.52</b>	<b>1,337.73</b>

Particulars	Gross Carrying Amount		Accumulated Depreciation / Impairment		Net Carrying Amount	
	As at April 1, 2021	As at March 31, 2022	As at April 1, 2021	As at March 31, 2022	As at March 31, 2022	As at March 31, 2021
<b>Own Assets:</b>						
Plant and Equipment	2,746.00	3,009.46	1,409.06	1,693.39	1,316.07	1,336.93
Furniture & Fixtures	21.08	21.78	11.84	13.81	7.97	9.25
Motor Vehicles	1.61	1.62	0.97	1.13	0.48	0.64
Office Equipments	5.60	6.29	4.47	5.16	1.13	1.13
Computers	14.71	16.84	10.93	12.78	4.06	3.78
Air conditioners	8.77	9.39	5.98	6.87	2.53	2.79
Structural fittings	3.49	3.50	1.95	2.18	1.32	1.54
Electrical Fittings	7.80	8.76	4.20	4.91	3.85	3.61
Mobile & Telephone	1.62	1.63	1.23	1.33	0.30	0.39
Movie Master Tapes	0.01	0.01	-	-	0.01	0.01
<b>Total (A)</b>	<b>2,810.69</b>	<b>3,079.28</b>	<b>1,450.63</b>	<b>1,741.56</b>	<b>1,337.72</b>	<b>1,360.06</b>
<b>Right of Use assets :</b>						
Building	4.54	4.54	4.53	4.53	0.01	0.01
<b>Total (B)</b>	<b>4.54</b>	<b>4.54</b>	<b>4.53</b>	<b>4.53</b>	<b>0.01</b>	<b>0.01</b>
<b>Total (A+B)</b>	<b>2,815.23</b>	<b>3,083.82</b>	<b>1,455.16</b>	<b>1,746.09</b>	<b>1,337.73</b>	<b>1,360.07</b>

\* Amount less than ₹ 50,000

Refer note no 4.04 for disclosure of contractual commitments for acquisition of Property, Plant and Equipments.



# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 2.02 INTANGIBLE ASSETS :

Particulars	Gross Carrying Amount			Accumulated Amortisation / Impairment			Net Carrying Amount	
	As at April 1, 2022	As at Addition	Disposal	As at April 1, 2022	For the Year on disposal	As at March 31, 2023	As at March 31, 2023	As at March 31, 2022
Goodwill (acquired separately)	9.95	0.20	-	2.88	0.75	3.63	6.52	7.07
Goodwill on Consolidation	84.39	-	-	-	-	-	84.39	84.39
Distribution Network Rights	3.25	11.60	-	0.32	3.22	3.54	11.31	2.93
Customer Acquisition Cost	154.69	40.94	-	61.93	45.93	107.86	87.78	92.76
Softwares	157.53	10.45	-	117.00	14.19	131.19	36.78	40.53
Bandwidth Rights	21.79	-	-	11.19	1.56	12.75	9.04	10.60
Movie & Serial Rights	54.20	11.35	35.03	50.01	8.86	23.84	6.68	4.19
Network Franchise	6.05	-	-	3.62	0.40	4.02	2.03	2.43
Cable Television Franchise	35.13	-	-	25.64	1.85	27.49	7.64	9.49
Channel Design	1.21	-	-	1.20	-	1.20	0.01	0.01
<b>Total</b>	<b>528.19</b>	<b>74.54</b>	<b>35.03</b>	<b>273.79</b>	<b>76.76</b>	<b>315.52</b>	<b>252.17</b>	<b>254.40</b>

Range of remaining Year of amortisation as at March 31, 2023 of other Intangible assets is as below :

Assets	0 to 5 Years			6 to 10 Years		More than 10 Years		Total
	0 to 5 Years	6 to 10 Years	More than 10 Years	6 to 10 Years	More than 10 Years	More than 10 Years		
Softwares	36.78	-	-	-	-	-	36.78	
Customer acquisition cost	87.78	-	-	-	-	-	87.78	
Distribution Network Rights	11.31	-	-	-	-	-	11.31	
Bandwidth Rights	7.28	1.76	0.00*	1.76	0.00*	0.00*	9.04	
Movie & Serial Rights	6.68	-	-	-	-	-	6.68	
Cable Television Franchise	6.57	1.01	0.06	1.01	0.06	0.06	7.64	
Network Franchise	2.00	0.03	-	0.03	-	-	2.03	
Channel Design	0.01	-	-	-	-	-	0.01	
<b>Total</b>	<b>158.40</b>	<b>2.80</b>	<b>0.06</b>	<b>2.80</b>	<b>0.06</b>	<b>0.06</b>	<b>161.27</b>	

\* Amount less than ₹ 50,000

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Particulars	Gross Carrying Amount		Accumulated Amortisation / Impairment		Net Carrying Amount	
	As at April 1, 2021	As at March 31, 2022	As at April 1, 2021	For the Year on disposal March 31, 2022	As at March 31, 2022	As at March 31, 2021
Goodwill (acquired separately)	9.94	0.01	2.12	0.76	2.88	7.82
Goodwill on Consolidation	84.39	-	-	-	-	84.39
Distribution Network Right	-	3.25	-	0.32	0.32	-
Customer Acquisition Cost	113.12	41.57	34.63	27.30	61.93	78.49
Softwares	139.37	18.16	103.37	13.63	117.00	36.00
Bandwidth Rights	21.79	-	9.62	1.57	11.19	12.17
Movie & Serial Rights	48.51	5.69	40.83	9.18	50.01	7.68
Network Franchise	6.05	-	3.21	0.41	3.62	2.84
Cable Television Franchise	35.09	0.04	22.97	2.67	25.64	12.12
Channel Design	1.21	-	1.16	0.04	1.20	0.05
<b>Total</b>	<b>459.46</b>	<b>68.72</b>	<b>217.91</b>	<b>55.88</b>	<b>273.79</b>	<b>241.55</b>

Goodwill (acquired separately) is mainly attributable to acquisition of network points. None of the Goodwill recognised is expected to be deductible for tax purposes.



# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 2.03 NON-CURRENT INVESTMENTS

	Face Value per share (₹)	As at March 31, 2023		As at March 31, 2022	
		No. of shares	Amount	No. of shares	Amount
<b>Investments at fair value through other comprehensive income - Unquoted</b>					
<b>Investments in equity instrument (fully paid)</b>					
Hathway Patiala Cable Private Limited	10	71,175	3.08	71,175	3.08
Less : Impairment in value of investment			3.08		0.00*
			-		<b>3.08</b>
<b>Investment in Bonds</b>			-		399.14
<b>Investments in Government securities at amortised cost - Unquoted</b>					
National Savings Certificates			0.15		0.16
			<b>0.15</b>		<b>402.38</b>
Aggregate amount of unquoted investments			0.15		0.16
Aggregate value of investments designated at FVTOCI			-		402.22

\* Amount less than ₹ 50,000

## 2.04 LOANS

	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
<b>Loans to related parties</b>				
Considered good - unsecured				
Loans to Joint Ventures	0.22	0.22	0.40	0.40
Credit impaired	21.66	22.86	-	-
	<b>21.88</b>	<b>23.08</b>	<b>0.40</b>	<b>0.40</b>
Less : Provision for impairment	21.66	22.86	-	-
	(A) <b>0.22</b>	<b>0.22</b>	<b>0.40</b>	<b>0.40</b>
<b>Other Loans</b>				
Considered good - unsecured	-	-	-	-
Credit impaired	17.85	17.85	-	-
	<b>17.85</b>	<b>17.85</b>	-	-
Less : Provision for impairment	17.85	17.85	-	-
	(B) -	-	-	-
<b>Total</b>	(A + B) <b>0.22</b>	<b>0.22</b>	<b>0.40</b>	<b>0.40</b>

### 2.04.1 Loans or Advances in the nature of loans are granted to Promoters, Directors, KMPs and the Related Parties

	As at March 31, 2023	% to Total Loans and Advances	As at March 31, 2022	% to Total Loans and Advances
Related Parties	22.28	55.53%	23.48	56.82%
<b>Total</b>	<b>22.28</b>	<b>55.53%</b>	<b>23.48</b>	<b>56.82%</b>

All the above loans and advances are re-payable on demand.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 2.05 OTHER FINANCIAL ASSETS

	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Security Deposit	22.18	22.60	8.46	8.17
Less: Loss Allowance	6.81	6.17	-	-
	<b>15.37</b>	<b>16.43</b>	<b>8.46</b>	<b>8.17</b>
Accrued interest	0.01	0.01	28.33	11.61
Unbilled Revenue #	-	-	-	22.74
Bank deposits with more than 12 months maturity ^	0.12	140.11	-	-
Other Receivables	0.26	0.26	0.21	0.20
Less: Loss Allowance	0.26	0.26	-	-
<b>Total</b>	<b>15.50</b>	<b>156.55</b>	<b>37.00</b>	<b>42.72</b>

# Classified as financial asset as right to consideration is unconditional upon passage of time.

^ Marked under lien in favour of Banks as security against outstanding bank guarantees availed by one of the subsidiary of the Company, Hathway Bhawani Cabletel & Datacom Limited of ₹ 0.12

## 2.06 DEFERRED TAX ASSETS (NET)\*

	As at March 31, 2023	As at March 31, 2022
<b>The balance comprises of temporary differences attributable to -</b>		
<b>Deferred Tax Assets in relation to :</b>		
Property, Plant & Equipment	69.83	69.37
Unabsorbed Depreciation / Business Loss	187.61	201.81
Others	127.04	135.41
	<b>384.48</b>	<b>406.59</b>
<b>Deferred Tax Liabilities in relation to :</b>		
Property, Plant & Equipment	21.34	19.87
	<b>21.34</b>	<b>19.87</b>
<b>Net Deferred Tax Assets</b>	<b>363.14</b>	<b>386.72</b>

Significant Estimates -

\* The deferred tax assets recognised is mainly in respect of unabsorbed depreciation allowance and brought forward losses available for set off in terms of applicable tax laws. The Management is reasonably certain of future taxable income and hence recovery of recognized deferred tax assets.

### The movement in deferred tax Asset/ liabilities during the Year ended March 31, 2023:

Particulars	As at March 31, 2022	(Charged) / Credited Profit / (Loss)	(Charged) / Credited Other Comprehensive Income	As at March 31, 2023
<b>Deferred Tax Assets in relation to :</b>				
Property, Plant & Equipment	69.37	0.46	-	69.83
Unabsorbed Depreciation / Business Loss	201.81	(14.20)	-	187.61
Others	135.41	(9.85)	1.48	127.04
<b>Total</b>	<b>406.59</b>	<b>(23.60)</b>	<b>1.48</b>	<b>384.48</b>
<b>Deferred Tax Liabilities in relation to :</b>				
Property, Plant & Equipment	19.87	(1.47)	-	21.34
<b>Total</b>	<b>19.87</b>	<b>(1.47)</b>	<b>-</b>	<b>21.34</b>
<b>Total</b>	<b>386.72</b>	<b>(25.07)</b>	<b>1.48</b>	<b>363.14</b>

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 2.07 OTHER ASSETS

	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
<b>Capital Advances</b>				
Unsecured, considered good unless stated otherwise				
Advance to Suppliers *	5.97	8.57	-	-
Doubtful	0.71	0.76	-	-
	<b>6.68</b>	<b>9.34</b>	-	-
Less : Allowance for bad and doubtful advances	0.71	0.76	-	-
	<b>(A) 5.97</b>	<b>8.57</b>	-	-
<b>Advances other than Capital Advances</b>				
Unsecured, considered good unless stated otherwise				
Balance with Government authorities:				
GST Claimable	-	-	83.76	80.96
Advance Income Tax (Net of provision)	53.72	78.20	-	-
Deposit paid under protest **	57.02	61.91	-	-
Prepayments	0.37	0.70	10.14	10.27
Staff Advances	-	-	0.44	0.56
Sundry Advances	-	-	1.53	2.68
Deposit with statutory authorities	9.62	9.83	0.37	0.19
Others	-	-	-	0.02
Doubtful Balance with Government Authorities	6.18	-	-	-
Doubtful advances	17.38	17.82	-	-
	144.29	168.47	96.24	94.68
Less : Allowance for doubtful advances	23.56	17.82	-	-
	<b>(B) 120.73</b>	<b>150.65</b>	<b>96.24</b>	<b>94.68</b>
<b>Total</b>	<b>(A + B) 126.70</b>	<b>159.21</b>	<b>96.24</b>	<b>94.68</b>

\* Capital Advance includes ₹ 4.29 advance given for acquisition of land at Haryana. The title of this immovable property is yet to be transferred in the name of the one of our subsidiary, Hathway Digital Limited. The management is hopeful of completing the transaction in near future.

\*\* Deposits paid under Protest includes amount paid towards License Fees on pure internet services ₹100.19 net of Provision - License Fees Expenses of ₹100.03.

## 2.08 INVENTORIES - CURRENT

	As at March 31, 2023	As at March 31, 2022
Stock of Spares & Maintenance Items	2.80	3.66
<b>Total</b>	<b>2.80</b>	<b>3.66</b>

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 2.09 CURRENT INVESTMENTS

	As at March 31, 2023	As at March 31, 2022
<b>Investments at fair value through profit or loss - Unquoted</b>		
Investment in Mutual Funds	429.33	249.99
<b>Investments at fair value through other comprehensive income - Unquoted</b>		
Investment in Mutual Funds	403.12	486.87
Investment in Bonds	397.97	-
<b>Total</b>	<b>1,230.42</b>	<b>736.86</b>
Aggregate amount of unquoted investments	1,230.42	736.86
Impairment in the value of investment - ₹ Nil.		

## 2.10 TRADE RECEIVABLES

	Current	
	As at March 31, 2023	As at March 31, 2022
Trade receivables - Unsecured considered good	120.25	52.42
Trade receivables - Unsecured credit impaired	505.55	514.39
	<b>625.80</b>	<b>566.81</b>
Less: Loss allowance	505.55	514.39
Unbilled Revenue	24.87	-
<b>Total</b>	<b>145.12</b>	<b>52.42</b>

### Trade Receivables ageing as at March 31, 2023

Particulars	Outstanding for following periods from due date of payment							Total
	Unbilled Revenue	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - considered good	24.87	1.47	118.49	0.29	-	-	-	145.12
(ii) Undisputed Trade Receivables - credit impaired	-	-	0.35	4.44	14.06	33.98	452.47	505.30
(iii) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	0.25	0.25
<b>Total</b>	<b>24.87</b>	<b>1.47</b>	<b>118.83</b>	<b>4.73</b>	<b>14.06</b>	<b>33.98</b>	<b>452.72</b>	<b>650.67</b>

### Trade Receivables ageing as at March 31, 2022

Particulars	Outstanding for following periods from due date of payment							Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years		
(i) Undisputed Trade Receivables - considered good	0.77	51.65	-	-	-	-	52.42	
(ii) Undisputed Trade Receivables - credit impaired	-	11.70	8.89	36.01	185.46	272.08	514.14	
(iii) Disputed Trade Receivables - credit impaired	-	-	-	-	-	0.25	0.25	
<b>Total</b>	<b>0.77</b>	<b>63.35</b>	<b>8.89</b>	<b>36.01</b>	<b>185.46</b>	<b>272.33</b>	<b>566.81</b>	

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 2.11 CASH AND CASH EQUIVALENTS

	As at March 31, 2023	As at March 31, 2022
Balances with banks:		
In Current Accounts	33.85	13.89
Deposits with banks with original maturity of 3 months or less	140.00	9.95
Cash on hand	1.92	1.72
<b>Total</b>	<b>175.77</b>	<b>25.56</b>

## 2.12 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

	As at March 31, 2023	As at March 31, 2022
Margin money deposit *	175.10	125.10
In Current Accounts	0.02	0.02
Deposits with original maturity for more than 3 months but less than 12 months	-	17.96
<b>Total</b>	<b>175.12</b>	<b>143.08</b>

\* Marked under lien in favour of Banks for security against borrowing availed by the company and its wholly owned subsidiary i.e. Hathway Digital Limited.

## 2.13 CURRENT TAX ASSETS (NET)

	As at March 31, 2023	As at March 31, 2022
Advance Income Tax (net of provision)	0.02	0.25
<b>Total</b>	<b>0.02</b>	<b>0.25</b>

## 2.14 EQUITY SHARE CAPITAL

	As at March 31, 2023	As at March 31, 2022
<b>Paid up Share Capital comprises :</b>		
1,770,104,500 (March 31, 2022: 1,770,104,500) Equity Shares of ₹ 2/- each fully paid up	354.02	354.02
<b>Total</b>	<b>354.02</b>	<b>354.02</b>

### a Reconciliation of the number of shares outstanding as at the beginning and end of the reporting period:

	As at March 31, 2023		As at March 31, 2022	
	No. of shares	Amount	No. of shares	Amount
<b>Equity Shares of ₹ 2 each</b>				
Shares Outstanding at the beginning of the Year	1,770,104,500	354.02	1,770,104,500	354.02
<b>Shares Outstanding at the end of the year</b>	<b>1,770,104,500</b>	<b>354.02</b>	<b>1,770,104,500</b>	<b>354.02</b>

### b Rights, preference and restrictions attached to shares:

#### Terms/ Rights attached to Equity Shares

The Company has issued only one class of equity shares having face value of ₹ 2 (March 31, 2022 : ₹ 2) per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts in proportion to the number of equity shares held by the shareholders.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

- c Shares in respect of each class in the company held by its holding company or its ultimate holding company including shares held by subsidiaries or associates of the holding company or the ultimate holding company in aggregate

Name of Shareholder	As at March 31, 2023	As at March 31, 2022
	No. of Shares held	No. of Shares held
<b>Equity Shares of ₹ 2 each</b>		
Jio Content Distribution Holdings Private Limited \$	550,529,562	550,529,562
Jio Internet Distribution Holdings Private Limited \$	220,641,491	220,641,491
Jio Cable and Broadband Holdings Private Limited \$	164,546,307	164,546,307

\$ Controlled by Digital Media Distribution Trust of which Reliance Content Distribution Limited - Wholly owned Subsidiary of Reliance Industries Limited, is the sole beneficiary.

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

	As at March 31, 2023		As at March 31, 2022	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
<b>Equity shares of ₹ 2 each</b>				
Mr. Akshay Raheja	121,413,000	6.86	121,413,000	6.86
Mr. Viren Raheja	119,553,000	6.75	119,553,000	6.75
Hathway Investments Private Limited	112,645,015	6.36	112,645,015	6.36
Jio Content Distribution Holdings Private Limited	550,529,562	31.10	550,529,562	31.10
Jio Internet Distribution Holdings Private Limited	220,641,491	12.46	220,641,491	12.46
Jio Cable and Broadband Holdings Private Limited	164,546,307	9.30	164,546,307	9.30

- e Shareholding of Promoters as at March 31, 2023

Class of Equity Share	Promoter's Name	No. of shares at the beginning of the year	change during the year	shares at the end of the year	% of total shares	% change during the year
Fully paid-up equity shares of ₹ 2 each	Jio Content Distribution Holdings Private Limited	550,529,562	-	550,529,562	31.10	-
	Jio Internet Distribution Holdings Private Limited	220,641,491	-	220,641,491	12.46	-
	Jio Cable and Broadband Holdings Private Limited	164,546,307	-	164,546,307	9.30	-

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## Shareholding of Promoters as at March 31, 2022

Class of Equity Share	Promoter's Name	No. of shares at the beginning of the year	change during the year	No. of shares at the end of the year	% of total shares	% change during the year
Fully paid-up equity shares of ₹ 2 each	Jio Content Distribution Holdings Private Limited	671,402,207	(120,872,645)	550,529,562	31.10	6.83
	Jio Internet Distribution Holdings Private Limited	269,084,886	(48,443,395)	220,641,491	12.46	2.74
	Jio Cable and Broadband Holdings Private Limited	200,673,607	(36,127,300)	164,546,307	9.30	2.04

## 2.15 OTHER EQUITY

	As at March 31, 2023	As at March 31, 2022
<b>Reserves and Surplus</b>		
Retained earnings	(887.05)	(952.71)
Capital reserve	0.10	0.10
Securities premium	4,725.79	4,725.79
<b>Other Comprehensive Income</b>		
Debt instruments through OCI	(6.74)	(2.15)
Loss allowance on Equity instruments through OCI	(3.07)	-
	<b>3,829.03</b>	<b>3,771.03</b>

Description of the nature and purpose of each reserve within equity is as follows :

(a) **Retained Earning :**

Retained earnings are the losses that the group has incurred till date.

(b) **Securities Premium :**

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.

(c) **Debt instruments through OCI:**

This comprises changes in the fair value of debt instruments recognised in other comprehensive income and accumulated within equity. The group transfers amounts from such component of equity to retained earnings when the relevant debt instruments are derecognised..

(d) **Loss allowance on Equity instruments through OCI:**

This comprises changes in the fair value of Equity Instruments recognised in Other Comprehensive Income (OCI).

## 2.16 BORROWINGS

	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
<b>Unsecured</b>				
Deferred Payment Liabilities	3.35	-	-	-
Current maturity of Deferred Payment Liabilities	-	-	1.72	-
<b>Total</b>	<b>3.35</b>	<b>-</b>	<b>1.72</b>	<b>-</b>

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 2.17 OTHER FINANCIAL LIABILITIES

	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Security deposits	10.73	10.69	0.03	0.03
Employee benefits payable	-	-	11.01	9.44
Payable on acquisition of Property, Plant and Equipment				
- Micro and Small enterprises	-	-	3.03	2.75
- Others	-	-	24.88	26.16
Liability for expenses	-	-	0.01	0.01
Proportionate share in Joint venture losses	-	-	3.81	2.86
Other financial liabilities				
- Micro and Small enterprises	-	-	0.45	5.18
- Others	-	-	103.34	39.27
<b>Total</b>	<b>10.73</b>	<b>10.69</b>	<b>146.57</b>	<b>85.69</b>

Other Current Financial Liabilities include:

Refund of tax of ₹ 59.32 erroneously granted to the Company in the month of February 2023 by Income Tax Department. The Company has intimated the same to Income Tax Department and requested to adjust such amount against refund entitlements of other years.

## 2.18 PROVISIONS

	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
<b>Employee benefits</b>				
Provision for compensated absences (Unfunded)	4.13	4.18	0.31	0.35
Provision for Bonus	-	-	0.05	0.05
Provision for Gratuity (Unfunded)	0.10	0.33	0.00*	0.03
	<b>4.23</b>	<b>4.51</b>	<b>0.37</b>	<b>0.43</b>

\* Amount less than ₹ 50,000

## 2.19 OTHER LIABILITIES

	Non-Current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Contract Liability	-	-	66.14	68.37
Gratuity payables (Funded)	7.33	6.49	0.17	0.15
Statutory Payables	-	-	53.14	49.15
Others	0.00*	0.00*	10.40	14.50
<b>Total</b>	<b>7.33</b>	<b>6.49</b>	<b>129.85</b>	<b>132.17</b>

\* Amount less than ₹ 50,000



# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 2.20 TRADE PAYABLES

	As at March 31, 2023	As at March 31, 2022
Micro and Small enterprises	0.25	0.09
Other	341.81	253.15
<b>Total</b>	<b>342.06</b>	<b>253.24</b>

### Trade Payables Ageing as at March 31, 2023

Particulars	Unbilled	Not Due	Outstanding for following periods from transaction date				Total
			< 1 year	1-2 years	2-3 years	> 3 years	
(i) MSME	-	0.25	-	-	-	-	0.25
(ii) Others	156.87	-	174.64	0.69	0.36	7.78	340.34
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues- Others	0.24	-	-	-	0.09	1.14	1.47
<b>Total</b>	<b>157.11</b>	<b>0.25</b>	<b>174.64</b>	<b>0.69</b>	<b>0.45</b>	<b>8.92</b>	<b>342.06</b>

### Trade Payables Ageing as at March 31, 2022

Particulars	Unbilled	Not Due	Outstanding for following periods from transaction date				Total
			< 1 year	1-2 years	2-3 years	> 3 years	
(i) MSME	-	-	0.09	-	-	-	0.09
(ii) Others	106.75	-	136.04	0.83	1.13	7.20	251.95
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	0.06	-	1.14	1.20
<b>Total</b>	<b>106.75</b>	<b>-</b>	<b>136.13</b>	<b>0.89</b>	<b>1.13</b>	<b>8.34</b>	<b>253.24</b>

## 3.01 REVENUE FROM OPERATIONS

	Year ended March 31, 2023	Year ended March 31, 2022
Sale of Services	1,849.03	1,784.65
Sale of products	7.63	5.97
Other operating revenues	1.78	2.40
<b>Total</b>	<b>1,858.44</b>	<b>1,793.02</b>

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 3.02 OTHER INCOME

	Year ended March 31, 2023	Year ended March 31, 2022
<b>Interest income earned on financial assets measured at Amortised Cost:</b>		
Bank Deposits	15.50	8.77
Interest on Loans	0.02	0.01
<b>Interest income earned on financial assets measured at Fair Value through OCI:</b>		
Interest on Bonds	20.24	0.94
Interest on Debt Funds	26.84	16.88
<b>Other Non - Operating Income</b>		
Interest on Income Tax Refund	11.89	0.08
Amount no longer payable written back	7.62	4.06
Miscellaneous Income	0.06	0.01
<b>Other Gains and Losses</b>		
Gain on Disposal of Current Investments (Net)	15.20	10.73
Fair value changes on Investments classified at FVTPL	5.51	4.74
Net gain on financial assets measured at FVTOCI	(2.72)	30.53
Gain on disposal of property, plant and equipment	0.38	0.51
Net Gain on Foreign Exchange Fluctuation	-	0.16
<b>Total</b>	<b>100.55</b>	<b>77.42</b>

## 3.03 OTHER OPERATIONAL EXPENSES

	Year ended March 31, 2023	Year ended March 31, 2022
Commission	88.58	86.46
Bandwidth & Lease Line Cost	101.54	88.11
License Fees	51.14	52.48
Other Sundry Operational Cost	34.91	31.56
Repairs & Maintenance ( Plant & Equipment )	29.22	24.03
Lease Expense	31.36	30.03
Consultancy & Technical Fees	21.54	20.91
Software & Programming Cost	14.40	12.73
Feed charges	1.02	0.75
Freight & Octroi Charges	3.72	3.51
Hire Charges	8.09	9.45
<b>Total</b>	<b>385.51</b>	<b>360.02</b>

## 3.04 EMPLOYEE BENEFITS EXPENSE

	Year ended March 31, 2023	Year ended March 31, 2022
Salaries & bonus	90.05	90.32
Expenditure related to Compensated Absences	0.85	0.56
Contribution to provident and other funds	5.67	5.59
Staff welfare expenses	7.23	6.34
<b>Total</b>	<b>103.80</b>	<b>102.81</b>

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 3.05 FINANCE COSTS

	Year ended March 31, 2023	Year ended March 31, 2022
Interest expense on Deferred payment liability	0.19	-
<b>Total</b>	<b>0.19</b>	<b>-</b>

## 3.06 DEPRECIATION, AMORTIZATION & IMPAIRMENT

	Year ended March 31, 2023	Year ended March 31, 2022
Depreciation of Property, Plant and Equipment	210.63	241.78
Amortization of Intangible assets	74.79	54.86
Impairment of Goodwill	0.20	-
Impairment on Property, Plant & Equipment	69.68	70.01
Impairment on Other Intangible assets	1.77	1.02
<b>Total</b>	<b>357.07</b>	<b>367.67</b>

## 3.07 OTHER EXPENSES

	Year ended March 31, 2023	Year ended March 31, 2022
Service Charges	188.34	185.42
Bad Debts	1.35	1.73
Less: Transfer from impairment of trade receivables (Expected credit loss)	1.35	1.73
	-	-
Electricity Expenses	33.67	30.10
Expenses relating to short term leases	11.36	11.15
Advertisement & Promotion expenses	10.13	9.33
Office Expenses	8.35	7.92
Legal and Professional Charges	6.76	7.77
Miscellaneous Expenses	6.65	7.21
Repairs and Maintenance (Others )	6.18	5.30
Loss on disposal / shortage of Property, Plant and Equipment	5.98	9.01
Travelling	4.91	2.63
Conveyance	2.40	1.89
Communication Charges	2.14	2.09
Rates and taxes	1.34	2.46
Printing and Stationery	1.32	1.20
Auditor Remuneration	0.97	0.91
Business Promotion Expenses	0.94	1.00
Insurance Charges	0.87	0.89
Sitting Fees	0.29	0.23
Interest on Taxes	0.16	0.46
Net loss on foreign currency transactions	0.05	-
Impairment of trade receivables (Expected credit loss)	0.03	0.66
Sundry Advances Written Off	0.01	0.08
Impairment of Advances	-	0.01
<b>Total</b>	<b>292.85</b>	<b>287.72</b>

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 3.08 EXCEPTIONAL ITEMS

	Year ended March 31, 2023	Year ended March 31, 2022
Impairment of Trade Receivables, advances & exposure to certain entities including Joint Ventures	7.58	9.85
Settlement under Amnesty Scheme for local levies	0.51	8.23
Loss due to change in stake in Joint Ventures (net)	-	10.37
<b>Total</b>	<b>8.09</b>	<b>28.45</b>

## 4.01 EARNINGS/(LOSS) PER SHARE

	Year ended March 31, 2023	Year ended March 31, 2022
<b>Basic earnings per share (Amount in ₹)</b>		
Attributable to equity holders of the group	0.37	0.73
<b>Diluted earnings per share (Amount in ₹)</b>		
Attributable to equity holders of the group	0.37	0.73
Nominal value of Ordinary shares (Amount in ₹)	2.00	2.00
<b>Reconciliation of earnings used in calculating earnings per share :</b>		
<b>Basic earnings per share</b>		
Profit attributable to equity holders of the group used in calculating basic earnings per share	65.29	129.99
<b>Diluted earnings per share</b>		
Profit attributable to equity holders of the group used in calculating diluted earnings per share	65.29	129.99
<b>Weighted average number of equity shares used as the denominator in calculating basic and diluted earnings per share</b>	<b>1,770,104,500</b>	<b>1,770,104,500</b>

## 4.02 EMPLOYEE BENEFITS

### a) Defined Benefit Plans:

The Present value of the defined benefit obligations and related current service cost were measured using the Projected Unit Credit Method, with actuarial valuation being carried out at each Balance Sheet date.

These defined benefit plans expose the Group to actuarial risks, such as longevity risk, currency risk, interest rate risk and market (investment) risk.

The Group expects to pay ₹ 2.50 in contribution to defined benefit plans in financial year 2023-24.

Particulars	Gratuity	
	March 31, 2023	March 31, 2022
<b>1 Expense recognized in the consolidated Statement of Profit and Loss</b>		
Current Service Cost	1.24	1.26
Net Interest	0.45	0.39
Past Service Cost	-	-
<b>Expense recognized in the consolidated Statement of Profit and loss</b>	<b>1.69</b>	<b>1.65</b>
<b>2 Other Comprehensive Income (OCI)</b>		
Measurement of net defined benefit liability		
Actuarial (gains)/ losses arising from changes in demographic assumptions	0.18	-

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Particulars	Gratuity	
	March 31, 2023	March 31, 2022
Actuarial (gains)/ losses arising from changes in financial assumption	(0.26)	(0.14)
Actuarial (gains)/ losses arising from experience adjustments	(0.19)	(0.24)
Return on plan asset excluding net interest	0.01	(0.02)
<b>Total Actuarial (Gain)/Loss recognised in OCI</b>	<b>(0.26)</b>	<b>(0.40)</b>
<b>3 Change in benefit obligations:</b>		
Projected benefit obligations at beginning of the year	10.13	9.74
Current Service Cost	1.24	1.26
Interest Cost	0.63	0.60
Past Service Cost	-	-
Benefits Paid	(1.01)	(1.09)
Actuarial (Gain) / Loss		
Actuarial (gains)/ losses arising from changes in demographic assumptions	0.18	-
Actuarial (gains)/ losses arising from changes in financial assumption	(0.52)	(0.30)
Actuarial (gains)/ losses arising from experience adjustments	(0.19)	(0.08)
<b>Projected benefit obligations at end of the year</b>	<b>10.46</b>	<b>10.13</b>
<b>4 Fair Value of Plan Assets</b>		
Opening Fair Value of Plan Asset	3.13	3.55
Return on Plan Assets excl. interest income	(0.01)	0.02
Interest Income	0.18	0.21
Contributions by Employer	0.57	0.44
Benefits Paid	(1.01)	(1.09)
<b>Fair Value of Plan Assets at end of the year</b>	<b>2.86</b>	<b>3.13</b>
<b>5 The net liability disclosed above relates to funded and unfunded plans are as follows</b>		
Projected benefit obligations at end of the year	10.46	9.87
Fair Value of Plan Asset at the end of the year	2.86	3.13
<b>Deficit of funded plan</b>	<b>7.60</b>	<b>6.74</b>
<b>Unfunded Plan</b>	<b>-</b>	<b>0.26</b>
<b>Deficit of gratuity plan</b>	<b>7.60</b>	<b>7.00</b>
<b>6 Sensitivity Analysis</b>		
Present value of benefit obligation at the end of the year on		
0.50 % to 1.00 % increase in discount rate	10.21	9.91
0.50 % to 1.00 % decrease in discount rate	10.71	10.55
0.50 % to 1.00 % increase in rate of salary	10.71	10.54
0.50 % to 1.00 % decrease in rate of salary	10.21	9.92
1.00 % increase in attrition rate	10.39	9.80
1.00% decrease in attrition rate	10.31	9.73
10% increase in mortality rate	10.35	9.76
10% decrease in mortality rate	10.35	9.76

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Particulars	Gratuity	
	March 31, 2023	March 31, 2022
<b>7 Principal assumptions used for the purpose of actuarial valuation</b>		
Mortality	IALM (2012-2014) Ult	IALM (2012-2014) Ult
Interest /discount rate	7.30%-7.45%	6.75%-7.20%
Rate of increase in compensation	5.00%	5.00%
Expected average remaining service	4.36 - 14.0	5.85 - 11.2
Employee Attrition Rate ( Past service(PS) )	21-30 years : 10.00% - 13.00%	21-30 years : 10.00% - 21.70%
	31-40 years : 5.00% - 13.00%	31-40 years : 5.00% - 16.90%
	41-50 yeras : 3.00% - 13.00%	41-50 yeras : 3.00% - 10.00%
	51-59 years : 2.00% - 13.00%	51-59 years : 0.00% - 11.11%
<b>8 Investment Details</b>		
Insurer managed funds (LIC of India and Exide Life Insurance Company Limited)	100.00%	100.00%

Above data pertains to Hathway Cable and Datacom Limited (Holding Company), Hathway Digital Limited (Wholly-owned subsidiary), Hathway Kokan Crystal Cable Network Limited (Step down Subsidiary) and Hathway Bhawani Cabletel and Datacom Limited (Subsidiary) only. In the opinion of the management no material liabilities would arise on account of other subsidiaries.

## b) Defined Contribution Plans:

The Group contributes towards provident fund, Employee Pension Scheme, ESIC and Employees' Deposit Linked Insurance Scheme to a defined contribution plan for qualifying employees. Under the plan, the Group is required to contribute a specified percentage of payroll cost to the defined contribution plan to fund the benefits.

The Group operated defined contribution retirement benefit plans for all qualifying employees.

The Total expenses recognised in the statement of Profit and Loss is ₹ 4.00 (March 31, 2022: ₹ 4.03) represents contribution payable to these plans by the Company at the rates specified in the rules of plan.

## 4.03 CONTINGENT LIABILITIES

- The Group has received Show Cause cum Demand notices ("SCNs") from the Department of Telecommunications ("DOT"), Government of India towards license fees aggregating to ₹ 3,748.03 which includes penalty and interest thereon (March 31, 2022: ₹ 3,620.08 including penalty and interest). The Group has made representations to DOT contesting the basis of such demands. Based on opinion of legal expert, the Group is confident that it has good grounds on merit to defend itself in the above matter. Accordingly, the Group is of the view that no provision is necessary in respect of the aforesaid matter.
- The minority shareholders of the erstwhile joint venture company, Hathway Rajesh Multichannel Pvt. Ltd., filed an arbitration petition against the Company before the High Court, Bombay, which was referred to a sole arbitrator in August 2016. The minority shareholders, in their statement of claim have sought, amongst other reliefs, payment of ₹ 54.98 (March 31, 2022: ₹ 54.98) under various heads. The Company has refuted the claims and has made counter claim of ₹ 91.17 (March 31, 2022: ₹ 91.17) towards inter-alia outstanding content cost, loans, payments and damages / compensation for the loss of financial and management credibility, goodwill etc. The matter is currently pending.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

- c) Karnataka VAT Department has reassessed VAT liabilities of one of our subsidiaries, Hathway Digital Limited (HDL); stating that the amount realized as activation charges is sale of STBs and liable to VAT. The total tax liability is determined at ₹ 25.45 (March 31, 2022 : ₹ 25.45 ). The Honorable High Court has admitted the writ petition and has granted an order of stay over recovery of taxes.
- d) In the state of Telangana, VAT authorities have considered Set top boxes deployed as sale and raised demand of ₹ 18.05 (March 31, 2022 : ₹ 18.05) on one of our subsidiary, Hathway Digital Limited (HDL). HDL's appeal is pending before Tribunal. HDL has deposited 50% of the amount demanded. The authorities have also levied penalty @ 100% of demand without giving an opportunity of hearing. On writ petition, Andhra Pradesh High Court has directed to initiate fresh proceedings.
- e) On conclusion of investigation by the Directorate of Revenue Intelligence (DRI), Mumbai on alleged evasion of customs duty on import of software licence of viewing cards, the Commissioner of Customs (Import) has passed an order demanding Custom's Duty of ₹ 8.95 (March 31, 2022: ₹ 8.95) and penalty of ₹ 2.50 (March 31, 2022: ₹ 2.50). The Company has deposited ₹ 0.67 (March 31, 2022: ₹ 0.67) under protest and filed an appeal against the order before Customs and Excise and Service Tax Appellate Tribunal (CESTAT), Western Zonal Branch, Mumbai. Such appeal is pending before the CESTAT.
- f) Entertainment Tax Officer, Pune has raised demand for Entertainment Tax on secondary points up to October, 2014 amounting to ₹ 4.57 (March 31, 2022: ₹ 4.57) on one of our subsidiary, Hathway Digital Limited (HDL). Writ petition has been filed before the Bombay High Court challenging the demand. Another writ petition has also been filed challenging the constitutional validity, enforceability and legality of the amendment in the Maharashtra Entertainments Duty Act, 1923 brought about w.e.f June 25, 2014.
- g) The company has received a show cause notice from Dy. Commissioner of Customs, JNCH, Nhava Sheva Port. As per said notice from Customs, the company had imported Optical Network Terminal with wrong classification under Customs tariffs, resulting demand of additional Import Duty, Cess and IGST of ₹ 31.12 (March 31, 2022: ₹ 31.12). The company has filed an appeal against said order and such appeal is pending.
- h) In respect of Show cause notice issued by Addl. Director General DRI, Lucknow Unit dated December 28, 2020, the company has received an order dated March 23, 2023 from Commissioner (Imports), ACC, Mumbai. As per said order, the company had imported Smart Cards with wrong classification under Customs tariffs, resulting in demand of additional Import Duty, Cess of ₹ 12.93. The company is in the process of filing an appeal against said order with CESTAT.
- i) In respect of Show cause notice issued by Addl. Director General DRI, Lucknow Unit dated December 30, 2020, one of our subsidiary, Hathway Digital Limited (HDL) has received an order dated March 23, 2023 from Commissioner (Imports), ACC, Mumbai. As per said order, HDL had imported Smart Cards with wrong classification under Customs tariffs, resulting in demand of additional Import Duty, Cess of ₹ 12.21. HDL is in the process of filing an appeal against said order with CESTAT.
- j) Income-tax demand for AY 2018-19 and 2020-21 aggregating to ₹ 69.18 (March 31, 2022: ₹ 64.57) against which the Company has preferred appeal before the Commissioner of Income-tax (Appeals) as well as filed rectification petitions and the tax department has adjusted refund of tax due to the Company aggregating to ₹ 36.05 (March 31, 2022: ₹ 41.08).

## k) Income Tax Matters

Particulars	March 31, 2023	March 31, 2022
Income Tax matter under appeal (of the above an amounts of ₹ 0.31 (March 31, 2022: ₹ Nil) has already been deposited with Income Tax Department)	23.80	38.45

# Notes to the Consolidated Financial Statements

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(₹ in Crores unless otherwise stated)

- l) Claims against the Company, other than those stated above, not acknowledged as debts are as under:

Matters with	March 31, 2023	March 31, 2022
Custom Duty (including provisional assessment) (Out of which, Deposit of ₹ 4.96 (March 31, 2022: ₹ 4.96 paid under protest))	14.38	14.38
GST / VAT Authorities	11.77	12.76
Entertainment Tax Department	8.11	8.22
Operators & Others	7.33	7.02
Service Tax department	0.64	0.64
Other Statutory Departments	0.29	0.29
<b>Total</b>	<b>42.52</b>	<b>43.30</b>

**m) Foreseeable losses**

The Group has a process whereby periodically all long term contracts including derivative contracts are assessed for material foreseeable losses. At the year end, the Group has reviewed and ensured that adequate provision as required under any law/ applicable accounting standards for material foreseeable losses on such long term contracts including derivative contracts has been made in the books of account.

**n) Note on pending litigations**

The Group has reviewed its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed the contingent liabilities where applicable, in its financial statements. The Group does not expect the outcome of these proceedings to have a materially adverse effect on its financial statements. The Group has assessed that it is only possible, but not probable, that outflow of economic resources will be required.

## 4.04 CAPITAL AND OTHER COMMITMENTS

Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) aggregate to ₹ 155.05 (March 31, 2022: ₹ 126.37)

As a part of business strategy, the Group has expanded its area of operations in various parts of the country by entering into arrangements with local partners. Such operations are in the form of joint ventures (subsequently, some of such entities are converted into wholly owned subsidiaries). Since operations of such entities are significantly dependent on the Group's policies, the Group is committed to provide the required support towards the operations of such entities including financial support that may be required to meet commitments / obligations of such entities.

## 4.05 FINANCIAL CORPORATE GUARANTEE

The Company has given Corporate Guarantees of ₹ Nil (March 31, 2022 : ₹ 20.00) to Banks towards various credit facilities extended by such banks to the Associates.

## 4.06 CAPITAL MANAGEMENT

The Group's financial strategy aims to support its enterprise priorities and to maintain an optimal capital structure so as to provide adequate capital to its businesses for growth and create sustainable stakeholder value. For the purposes of Group's capital management, Capital includes equity attributable to the equity holders of the Group and all other equity reserves. The principal source of funding of the Group is expected to be cash generated from its operations supplemented by funding through capital market options.

Consequent to such capital structure, the Group is not subject to any externally imposed capital requirements.



# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 4.07 FINANCIAL INSTRUMENTS

### (i) Methods and assumptions used to estimate the fair values

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

- The carrying amounts of receivables and payables which are short term in nature such as trade receivables, security deposits given, loans given to related parties, other bank balances, trade payables, borrowings, payables for acquisition of non-current assets, security deposits taken and cash and cash equivalents are considered to be the same as their fair values.
- The fair values for long term security deposits and non-current borrowings is calculated based on cash flows discounted using current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs.
- The fair values for non current borrowings is based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to use of unobservable inputs.
- For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

### (ii) Categories of financial instruments

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2: directly or indirectly observable market inputs, other than Level 1 inputs; and

Level 3: inputs which are not based on observable market data

Particulars	As at March 31, 2023		As at March 31, 2022	
	Carrying values	Fair value	Carrying values	Fair value
<b>Financial assets</b>				
<b>Measured at amortised cost</b>				
Non-current investments	0.15	0.15	0.16	0.16
Trade receivables	145.12	145.12	52.42	52.42
Loans and Advances	0.62	0.62	0.62	0.62
Cash and Bank balances	351.01	351.01	308.75	308.75
Other financial assets	52.38	52.38	59.16	59.16
<b>Total (A)</b>	<b>549.28</b>	<b>549.28</b>	<b>421.11</b>	<b>421.11</b>
<b>Measured at fair value through profit/loss</b>				
Investment in mutual funds	429.33	429.33	249.99	249.99
<b>Total (B)</b>	<b>429.33</b>	<b>429.33</b>	<b>249.99</b>	<b>249.99</b>
<b>Measured at fair value through other comprehensive income</b>				
Investment in equity shares of other companies	-	-	3.08	3.08
Investment in mutual funds	403.12	403.12	486.87	486.87
Investment in bonds	397.97	397.97	399.15	399.15
<b>Total (C)</b>	<b>801.09</b>	<b>801.09</b>	<b>889.10</b>	<b>889.10</b>
<b>Total Financial assets (A+B+C)</b>	<b>1,779.71</b>	<b>1,779.71</b>	<b>1,560.20</b>	<b>1,560.20</b>

# Notes to the Consolidated Financial Statements

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(₹ in Crores unless otherwise stated)

Particulars	As at March 31, 2023		As at March 31, 2022	
	Carrying values	Fair value	Carrying values	Fair value
<b>Financial liabilities</b>				
<b>Measured at amortised cost</b>				
Deferred Payment Liability	5.07	5.07	-	-
Trade payables	342.06	342.06	253.24	253.24
Other financial liabilities	157.30	157.30	96.38	96.38
<b>Total Financial liabilities</b>	<b>504.43</b>	<b>504.43</b>	<b>349.62</b>	<b>349.62</b>

### (iii) Level wise disclosure of financial instruments

Particulars	As at March 31, 2023	As at March 31, 2022	Level	Valuation techniques and key inputs
Investment in mutual funds	832.45	736.86	1	Closing Net Asset Value of Mutual funds
Investment in bonds	397.97	399.15	2	Quote from Rating Agency

## 4.08 FINANCIAL RISK MANAGEMENT

The Group's financial risk management is an integral part of how to plan and execute its business strategies. The Group's financial risk management policy is set by the Board of Directors. The details of different types of risk and management policy to address these risks are listed below:

The business activities of the Group expose it to financial risks namely Credit risk, Liquidity risk and Market risk .

### 1. Credit Risk :

Credit risk arises from the possibility that counter party will cause financial loss to the Group by failing to discharge its obligation as agreed.

The exposure of the Group to credit risk arises mainly from the trade receivables, investment in Debt Securities (Bonds) and Debt Mutual Funds, unbilled revenue and loans given.

#### Trade receivables, Loans given and Contract Assets

The Group's major revenue streams arises from services provided to end use customers in the form of monthly subscription income and receivables from broadcasters for marketing and promotional income and incentives. The trade receivables on account of subscription income are typically un-secured and derived from sales made to large number of independent customers. As the customer base is distributed economically and geographically, there is no concentration of credit risk. In case of trade receivables and unbilled revenue from the marketing and promotional income and incentives, as there is no independent credit rating of the broadcasters available with the Group, the management reviews the credit-worthiness of the broadcasters based on their financial position, past experience and other factors.

The Group follows a simplified approach (i.e based on lifetime ECL) for recognition of impairment loss allowance on Trade receivables and unbilled revenue. For the purpose of measuring the lifetime ECL allowance for trade receivables and unbilled revenue, the Group uses a provision matrix which comprises a very large number of balances grouped into homogenous groups and assessed for impairment collectively. In addition, in case there are events or changes in circumstances indicating individual or class of trade receivables is required to be reviewed on qualitative aspects, necessary provisions are made.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## Reconciliation of changes in the loss allowances measured using life time expected credit loss model-Trade receivables

Particulars	Amount
<b>As at April 1, 2021</b>	<b>533.00</b>
Provided during the year	0.83
Amounts written off	(1.73)
Provision reversed	(17.71)
<b>As at March 31, 2022</b>	<b>514.39</b>
Provided during the year	0.39
Amounts written off	(1.35)
Provision reversed	(7.88)
<b>As at March 31, 2023</b>	<b>505.55</b>

The following table provides information about the exposure to credit risk and Expected Credit Loss for trade receivables

### As at March 31, 2023

Aging	0 - 90 Days	91 - 180 Days	181 - 270 Days	271 - 365 Days	> 1 year	Total
Gross Carrying Amount	102.89	17.42	3.36	1.37	500.76	625.80
Expected Credit Loss rate	0.34%	0.00%	96.53%	87.87%	100.00%	80.78%
Expected Credit loss	0.35	-	3.24	1.20	500.76	505.55
Carrying amount of Trade Receivable (Net)	102.54	17.42	0.12	0.17	-	120.25

### As at March 31, 2022

Aging	0 - 90 Days	91 - 180 Days	181 - 270 Days	271 - 365 Days	> 1 year	Total
Gross Carrying Amount	57.23	6.89	5.83	3.06	493.80	566.81
Expected Credit Loss rate	21.63%	18.26%	100.00%	100.00%	100.00%	90.75%
Expected Credit loss	11.66	0.04	5.83	3.06	493.80	514.39
Carrying amount of Trade Receivable (Net)	45.57	6.86	-	-	-	52.42

### Investment in Bonds, Mutual Funds, Cash and Cash Equivalents and Other Bank Balances :

Credit risks from balances with banks and financial institutions are managed in accordance with the Group policy. For financial instruments, the Group attempts to limit the credit risk by only dealing with reputable banks and financial institutions having high credit-ratings assigned by credit-rating agencies. The Group monitors changes in credit risk by tracking published external credit ratings.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

The exposure to credit risk for debt securities through FVTOCI and FVTPL at the reporting date was as follows:

Particulars	As at March 31, 2023		As at March 31, 2022	
	Carrying values	Fair value	Carrying values	Fair value
<b>Through fair value through profit or loss</b>				
Investment in mutual funds	429.33	429.33	249.99	249.99
<b>Through fair value through Other Comprehensive Income</b>				
Investment in Mutual funds	403.12	403.12	486.87	486.87
Investment in Bonds	397.97	397.97	399.15	399.15
<b>Total</b>	<b>1,230.42</b>	<b>1,230.42</b>	<b>1,136.01</b>	<b>1,136.01</b>

Impairment on cash and cash equivalents and other bank balances has been measured on a 12- month expected loss basis and reflects the short maturities of the exposures. The Group considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties.

## 2. Liquidity Risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Group's liquidity risk management policies include to, at all times ensure sufficient liquidity to meet its liabilities when they are due, by maintaining adequate sources of financing from banks at an optimised cost whenever considered appropriate. In addition, processes and policies related to such risks are overseen by senior management. The Group's senior management monitors the Group's net liquidity position through rolling forecasts on the basis of expected cash flows. The Group also monitors the level of expected cash inflows on trade receivables together with expected cash outflows on trade payables.

### Maturities of financial liabilities

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

As at March 31, 2023	less than 1 year	1 to 5 year	Total
<b>Non-Derivatives</b>			
Trade payables	342.06	-	342.06
Deferred Payment Liability	1.72	3.95	5.67
Other financial liabilities	146.57	10.73	157.30
<b>Total</b>	<b>490.35</b>	<b>14.68</b>	<b>505.03</b>

As at March 31, 2022	less than 1 year	1 to 5 year	Total
<b>Non-Derivatives</b>			
Trade payables	253.24	-	253.24
Other financial liabilities	85.69	10.69	96.38
<b>Total</b>	<b>338.93</b>	<b>10.69</b>	<b>349.62</b>

The Group from time to time in its usual course of business has issued financial guarantees and letter of comfort to certain Joint Ventures and Associate. Accordingly, Group has issued corporate guarantee and letter of comfort for debt of ₹ Nil as on March 31, 2023 (March 31, 2022: ₹ 20). The outflow in respect of these guarantees and letter of comfort will arise only upon default of the such joint ventures and associate. An amount of ₹ Nil (March 2022 : ₹ 20) is due for repayment within 1 year from the reporting date.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## Financing arrangements

The Group has sufficient sanctioned line of credit from its bankers / financiers (including overdraft facility) commensurate to its business requirements. The Group is having approved Bank overdraft limit of ₹ 125 (March 31, 2022: ₹ 125). The Group reviews its line of credit available with bankers and lenders from time to time to ensure that at all point of time there is sufficient availability of line of credit.

The Group pays special attention to the net operating working capital invested in the business. In this regard, as in previous years, considerable work has been performed to control and reduce collection periods for trade and other receivables, as well as to optimise accounts payable with the support of banking arrangements to mobilise funds.

## 3. Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The Group is exposed in the ordinary course of business to risks related to changes in foreign currency exchange rate and price.

### (a) Market Risk – Foreign Exchange

Foreign exchange risk arises on all recognised monetary assets and liabilities which are denominated in a currency other than the functional currency of the Group.

Foreign Currency Exposure as at the reporting period are as follows:

	As At	As At
	March 31, 2023	March 31, 2022
	USD	USD
<b>Liabilities</b>		
Trade payables	0.00*	0.05
<b>Assets</b>		
Trade receivables	0.01	-
<b>Other Firm Commitments</b>	0.05	0.15

\* Amount less than \$ 50,000

The Group is exposed to insignificant foreign exchange risk.

### (b) Market Risk -Price Risk:

The Group is mainly exposed to the price risk due to its investment in mutual funds and bonds. The price risk arises due to uncertainties about the future market values of these investments. At March 31 2023, the investments in mutual funds and bonds is ₹ 1,230.42 (March 31, 2022 : ₹ 1,136.01). These are exposed to price risk. In order to minimise price risk arising from investments in mutual funds, the Group predominately invests in those mutual funds which have higher exposure to high quality debt instruments with adequate liquidity and no demonstrated track record of price volatility. Further in order to minimise price risk in bonds, the Group invests in high rated Debt instrument issued by financial institution.

### Price risk sensitivity:

0.10% increase or decrease in prices will have the following impact on profit/ (loss) before tax and on other components of equity

Particulars	Impact on Profit :		Impact on equity:	
	Increase/(Decrease)		Increase/(Decrease)	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Price - increase by 0.10%*	1.23	1.14	1.23	1.14
Price - decrease by 0.10% *	(1.23)	(1.14)	(1.23)	(1.14)

\* assuming all other variables as constant

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 4.09 RELATED PARTY DISCLOSURES

### A. Names of related parties and related party relationships

#### i) The group is controlled by the following entities:

Entities exercising control #	Reliance Industries Limited
	Reliance Industrial Investments and Holdings Limited * (Protector of Digital Media Distribution Trust)
	Digital Media Distribution Trust
	Jio Content Distribution Holdings Private Limited \$
	Jio Internet Distribution Holdings Private Limited \$
	Jio Cable and Broadband Holdings Private Limited \$

#### ii) Other Related Parties

<b>1 Fellow Subsidiaries</b>	Reliance Corporate IT Park Limited ^
	Reliance Jio Infocomm Limited ^
	Reliance Projects & Property Management Services Limited ^
	Den Broadband Limited ^
	DEN Networks Limited ^
	Jio Haptik Technologies Limited ^
	Reliance Retail Limited ^
	Reliance Ritu Kumar Private Limited ^
	Jio Platforms Limited ^
	Viacom 18 Media Private Limited ^
	TV18 Broadcast Limited ^
	IndiaCast Media Distribution Private Limited ^
<b>2 Joint Ventures</b>	Hathway Sai Star Cable & Datacom Private Limited
	Hathway MCN Private Limited
	Hathway Cable MCN Nanded Private Limited
	Hathway Latur MCN Cable & Datacom Private Limited
	Hathway Sonali Om Crystal Cable Private Limited
	Hathway Dattatray Cable Network Private Limited
	Hathway SS Cable & Datacom LLP
<b>3 Joint Ventures of Subsidiaries</b>	Hathway CCN Multinet Private Limited (upto October 26, 2021)
	Hathway CCN Entertainment (India) Private Limited (upto October 25, 2021)
	Hathway CBN Multinet Private Limited (upto October 26, 2021)
	Hathway Bhaskar CCN Multi Entertainment Private Limited (upto July 31, 2022)
	Hathway Bhawani NDS Network Limited
<b>4 Associate of Fellow Subsidiaries</b>	Eenadu Television Private Limited
	Big Tree Entertainment Private Limited
<b>5 Joint Venture of Entity exercising control</b>	Alok Industries Limited
	Ryohin-Keikaku Reliance India Private Limited
<b>6 Associate Company</b>	GTPL Hathway Limited

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

<b>7 Trust - Post Employment Benefit Trust</b>	Hathway Cable and Datacom Limited Employee Group Gratuity Assurance Scheme
	Hathway Digital Private Limited Employees Group Gratuity Trust
<b>8 Key Management Personnel</b>	<b>Executive Directors :-</b>
	Mr. Rajan Gupta - Managing Director (Upto March 9, 2023)
	<b>Non Executive Directors :-</b>
	<b>Independent Director</b>
	Mr. Sridhar Gorthi
	Mr. Sasha Gulu Mirchandani
	Ms. Ameeta A Parpia
	<b>Non Independent Directors</b>
	Mr. Viren R Raheja
	Mr. Akshay R Raheja
	Ms. Geeta Fulwadaya
	Mr. Anuj Jain
	Mr. Saurabh Sancheti

# w.e.f. January 30, 2019

\* Reliance Industrial Investments and Holdings Limited - Protector of Digital Media Distribution Trust is wholly owned subsidiary of Reliance Industries Limited

\$ Controlled by Digital Media Distribution Trust of which Reliance Content Distribution Limited - Wholly owned Subsidiary of Reliance Industries Limited, is the sole beneficiary

^ Subsidiaries of Reliance Industries Limited.

## B) Related Party Transactions

### Compensation to Key Management Personnel

Particulars	March 31, 2023	March 31, 2022
(a) Short term employee benefits	5.41	5.37
(b) Post employment benefits	0.50	0.13
(c) Sitting Fees	0.21	0.19
<b>Total Compensation</b>	<b>6.12</b>	<b>5.69</b>

Nature of Transactions	Name of the Party	Relationship	F.Y. 2022-23	F.Y. 2021-22
<b>INCOME</b>				
Subscription Income	Hathway MCN Private Limited	Joint venture	9.55	10.52
	IndiaCast Media Distribution Private Limited	Fellow Subsidiary	79.39	56.98
	Others	Associate of Fellow Subsidiary	0.01	0.01
	Others	Entity exercising control	0.01	0.03
	Others	Fellow Subsidiaries	0.11	0.06
	Others	Joint ventures	7.41	8.73
	Others	Joint venture of Parent	0.04	0.04
	Others	Joint Venture of Subsidiary	0.32	0.39
	Others			

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for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Nature of Transactions	Name of the Party	Relationship	F.Y. 2022-23	F.Y. 2021-22
Service Charges	DEN Networks Limited	Fellow Subsidiary	4.59	3.56
	Others	Joint Venture	-	0.01
Incentive	Eenadu Television Private Limited	Associate of Fellow Subsidiary	9.88	6.29
	TV18 Broadcast Limited	Fellow Subsidiary	18.29	10.17
Consultancy Income	Hathway Latur MCN Cable & Datacom Private Limited	Joint venture	0.30	0.40
	Hathway Cable MCN Nanded Private Limited	Joint venture	0.39	0.95
	Hathway MCN Private Limited	Joint venture	1.05	2.60
	Hathway Sai Star Cable & Datacom Private Limited	Joint venture	0.90	2.35
	Hathway Dattatray Cable Network Private Limited	Joint venture	0.60	-
	Others	Joint Venture of Subsidiaries	-	0.37
	Others	Joint Venture of Subsidiaries	-	0.37
Sales of Access Devices / Parts and Accessories	Hathway Sai Star Cable & Datacom Private Limited	Joint venture	0.80	1.06
	Hathway MCN Private Limited	Joint venture	0.84	0.86
	DEN Networks Limited	Fellow Subsidiary	5.32	2.47
	Hathway Dattatray Cable Network Private Limited	Joint venture	0.64	0.74
	Others	Fellow Subsidiary	0.08	-
	Others	Joint Venture of Subsidiary	0.02	0.03
	Others	Joint Ventures	0.42	0.51
Business Support Services	Hathway Cable MCN Nanded Private Limited	Joint venture	0.02	0.02
	Hathway Latur MCN Cable & Datacom Private Limited	Joint venture	0.02	0.02
	Hathway MCN Private Limited	Joint venture	0.02	0.02
Software Charges recovered	DEN Networks Limited	Fellow Subsidiary	1.66	1.50
Advertisement	Viacom 18 Media Private Limited	Fellow Subsidiary	0.12	0.09
	Others	Associate of Fellow Subsidiary	0.00*	-
Lease Line charges recovered	Hathway Cable MCN Nanded Private Limited	Joint venture	0.14	0.23
	Hathway Latur MCN Cable & Datacom Private Limited	Joint venture	0.26	0.34
	Hathway MCN Private Limited	Joint venture	0.52	0.61
	Hathway Sai Star Cable & Datacom Private Limited	Joint venture	0.40	-
	Hathway CBN Multinet Private Limited	Joint Venture of Subsidiary	-	0.21
	Hathway CCN Entertainment (India) Private Limited	Joint Venture of Subsidiary	-	0.20
	Others	Joint Venture of Subsidiary	-	0.09



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for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Nature of Transactions	Name of the Party	Relationship	F.Y. 2022-23	F.Y. 2021-22
Lease Income	DEN Networks Limited	Fellow Subsidiary	0.42	0.57
	Den Broadband Limited	Fellow Subsidiary	0.15	0.14
Dividend Income	GTPL Hathway Limited	Associate	16.79	16.79
Reversal of provision for bad and doubtful debts	GTPL Hathway Limited	Associate	-	2.23
	Hathway CCN Multinet Private Limited	Joint Venture of Subsidiary	-	2.17
	Hathway Dattatray Cable Network Private Limited	Joint Venture	-	4.02
	Others	Joint Venture of Subsidiary	-	0.54
Manpower Support Service	Hathway Sai Star Cable And Datacom Private Limited	Joint venture	1.20	-
	Hathway Dattatray Cable Network Private Limited	Joint Venture	0.66	-
	Hathway MCN Private Limited	Joint venture	1.05	-
	Hathway Cable MCN Nanded Private Limited	Joint venture	0.39	-
	Others	Joint venture	0.30	-
<b>EXPENSES (Capital &amp; Revenue Nature)</b>				
Feed charges	Hathway MCN Private Limited	Joint venture	6.76	7.23
	Hathway Sai Star Cable And Datacom Private Limited	Joint venture	1.43	1.61
	Hathway Cable MCN Nanded Private Limited	Joint venture	1.41	2.03
	Hathway Latur MCN Cable & Datacom Private Limited	Joint venture	1.09	1.46
	Others	Joint venture	0.77	0.87
	Others	Joint Venture of Subsidiary	0.11	0.16
Lease Offices	Mr. Akshay R Raheja	Key Management Personnel	1.68	1.68
	Mr. Viren R Raheja	Key Management Personnel	1.68	1.68
	DEN Networks Limited	Fellow Subsidiary	1.43	1.39
Pay Channel Cost	TV18 Broadcast Limited	Fellow Subsidiary	117.83	88.79
	Eenadu Television Private Limited	Associate of Fellow Subsidiary	19.64	15.50
Bad Debts written off	Hathway CCN Entertainment (India) Private Limited	Joint Venture of Subsidiary	-	0.81
	Hathway CCN Multinet Private Limited	Joint Venture of Subsidiary	-	0.83
Impairment of Doubtful Advances / Receivables	Hathway Sonali OM Crystal Cable Private Limited	Joint venture	-	0.25
	Hathway VCN Cablenet Private Limited	Associate	-	0.32
Contribution to Gratuity Fund	Hathway Digital Private Limited Employees Group Gratuity Trust	Trust	-	0.44

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Nature of Transactions	Name of the Party	Relationship	F.Y. 2022-23	F.Y. 2021-22
Business Support Expense	Reliance Industries Limited	Entity exercising control	0.01	0.01
Bandwidth and Lease Line Cost	Reliance Jio Infocomm Limited	Fellow Subsidiary	63.47	56.53
	Others	Fellow Subsidiary	0.05	-
Internet Usage Charges	Reliance Jio Infocomm Limited	Fellow Subsidiary	0.05	0.02
	Others	Fellow Subsidiary	0.00*	-
Purchase of Asset (License Fees)	Jio Haptik Technologies Limited	Fellow Subsidiary	-	0.28
Service Charges	Jio Platforms Limited	Fellow Subsidiary	2.79	2.79
	DEN Networks Limited	Fellow Subsidiary	2.22	1.27
	Reliance Projects & Property Management Services Limited	Fellow Subsidiary	1.93	2.72
	Others	Fellow Subsidiary	0.13	-
Advertisement/Marketing Expense	Jio Haptik Technologies Limited	Fellow Subsidiary	0.11	-
Purchase of Access devices and Accessories	DEN Networks Limited	Fellow Subsidiary	13.39	5.39
	Den Broadband Limited	Fellow Subsidiary	-	1.28
	Others	Fellow Subsidiary	0.02	0.01
Software Charges	Jio Haptik Technologies Limited	Fellow Subsidiary	0.33	-
Advance Written off	Hathway CCN Multinet Private Limited	Joint Venture of Subsidiary	-	1.63
Exceptional Item	Hathway Dattatray Cable Network Private Limited	Joint Venture	-	(1.56)
	Hathway Sai Star Cable & Datacom Private Limited	Joint Venture	-	(5.70)
	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	(7.58)	(2.58)
<b>Change in Assets/Liabilities during the year</b>				
Impairment in value of Investments made during the year	Hathway Sai Star Cable & Datacom Private Limited	Joint Venture	-	5.70
	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	7.58	2.58
	Others	Joint Venture	-	1.56
Allowance / (Reversal) for bad and doubtful debts made during the year	Hathway Dattatray Cable Network Private Limited	Joint Venture	-	(4.02)
	GTPL Hathway Limited	Associate	-	(2.23)
	Hathway CCN Multinet Private Limited	Joint Venture of Subsidiary	-	(2.17)
	Hathway Sai Star Cable & Datacom Private Limited	Joint Venture	0.05	-
	Others	Joint Venture of Subsidiary	-	(0.54)
	Others	Joint Venture	-	0.25
	Others	Associate	-	0.32

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Nature of Transactions	Name of the Party	Relationship	F.Y. 2022-23	F.Y. 2021-22
Net Advances / Trade Receivables / Trade	IndiaCast Media Distribution Private Limited	Fellow Subsidiary	1.39	7.81
Payables made during the year	TV18 Broadcast Limited	Fellow Subsidiary	1.28	10.97
	Reliance JIO Infocomm Limited	Fellow Subsidiary	17.19	9.23
	Eenadu Television Private Limited	Associate of Fellow Subsidiary	5.91	4.45
	Den Network Limited	Fellow Subsidiary	11.98	-
	Others	Fellow Subsidiary	0.71	-
	Others	Joint Ventures	1.65	0.11
	Net Advances / Trade Receivables / Trade	Hathway Dattatray Cable Network Private Limited	Joint Venture	-
Payables paid during the year	Hathway Sai Star Cable & Datacom Private Limited	Joint Venture	0.13	-
	TV18 Broadcast Limited	Fellow Subsidiary	0.45	-
	Viacom 18 Media Private Limited	Fellow Subsidiary	0.14	-
	Hathway MCN Private Limited	Joint Venture	0.21	0.52
	Hathway Latur MCN Cable & Datacom Private Limited	Joint Venture	-	0.73
	Others	Fellow Subsidiaries	-	0.09
	Others	Joint Venture of Fellow Subsidiary	0.01	-
	Others	Joint Ventures	0.01	0.06
	Others	Entity exercising control	-	0.01
	Others	Joint Venture of Subsidiaries	-	0.02
Investment Sold during the year	Hathway CCN Entertainment (India) Private Limited	Joint Venture of Subsidiary	-	3.69
	Hathway CCN Multinet Private Limited	Joint Venture of Subsidiary	-	6.16
	Others	Joint Venture of Subsidiary	-	1.05
Investment made during the year	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	-	2.58

Nature of Transactions	Name of the Party	Relationship	As at March 31, 2023	As at March 31, 2022
<b>CLOSING BALANCES</b>				
Investments	GTPL Hathway Limited	Associate	168.75	168.75
	Hathway Sai Star Cable & Datacom Private Limited	Joint Venture	27.80	27.80
	Others	Joint Ventures of Subsidiaries	0.54	0.55
	Others	Associate	0.10	0.10
	Others	Joint Ventures	41.90	41.90

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Nature of Transactions	Name of the Party	Relationship	As at March 31, 2023	As at March 31, 2022
Loans & advances	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	13.48	13.48
	Hathway VCN Cablenet Private Limited	Associate	5.50	5.50
	GTPL Hathway Limited	Associate	2.90	2.90
	Others	Associate	0.59	0.59
	Others	Joint Ventures	1.30	1.30
Allowance for bad and doubtful debts	Hathway Channel 5 Cable & Datacom Private Limited	Joint Venture	3.81	3.81
	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	2.85	2.85
	Hathway SS Cable & Datacom LLP	Joint Venture	2.10	2.10
	Others	Associate	1.78	1.78
	Others	Joint Ventures	0.99	0.93
Impairment in Value of Investments	Hathway Channel 5 Cable & Datacom Private Limited	Joint Venture	6.28	6.28
	Hathway Sai Star Cable & Datacom Private Limited	Joint Venture	22.38	22.38
	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	26.54	17.75
	Hathway Bhaskar CCN Entertainment India Private Limited	Joint Venture of Subsidiary	-	2.58
	Others	Joint Ventures of Subsidiary	0.15	0.15
	Others	Associate	0.10	0.10
	Others	Joint Ventures	6.42	6.42
	Others	Joint Ventures	6.42	6.42
Allowance for bad and doubtful loans & advances	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	13.48	13.48
	Hathway VCN Cablenet Private Limited	Associate	5.50	5.50
	GTPL Hathway Limited	Associate	2.50	2.50
	Others	Associate	0.59	0.59
	Others	Joint Ventures	1.30	1.30
Trade Payables	TV18 Broadcast Limited	Fellow Subsidiary	22.56	23.00
	Eenadu Television Private Limited	Associate of Fellow Subsidiary	8.39	5.10
	Reliance Jio Infocomm Limited	Fellow Subsidiary	33.92	16.73
	Den Network Limited	Fellow Subsidiary	8.49	0.21
	Others	Fellow Subsidiaries	0.92	3.13

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Nature of Transactions	Name of the Party	Relationship	As at March 31, 2023	As at March 31, 2022
	Others	Joint Ventures	1.27	1.35
	Others	Entity exercising Control	0.00*	0.00*
	Others	Joint Venture of Subsidiaries	-	0.01
Trade Receivables	Hathway Channel 5 Cable & Datacom Private Limited	Joint Venture	3.81	3.81
	IndiaCast Media Distribution Private Limited	Fellow Subsidiary	15.39	14.00
	Eenadu Television Private Limited	Associate of Fellow Subsidiary	4.75	3.12
	TV18 Broadcast Limited	Fellow Subsidiary	4.74	3.47
	Den Network Limited	Fellow Subsidiary	6.50	0.03
	Others	Associate	1.78	-
	Others	Joint Ventures	6.80	5.53
	Others	Fellow Subsidiary	0.04	0.15
Unbilled Revenue	Eenadu Television Private Limited	Associate of Fellow Subsidiary	1.24	0.26
	Hathway MCN Pvt.Ltd.	Joint Venture	0.32	0.21
	Hathway Sai Star Cable & Datacom Private Limited	Joint Venture	0.40	-
	Others	Fellow Subsidiary	0.11	-
	Others	Joint Ventures	0.41	0.39
	Others	Joint Venture of Subsidiaries	0.02	0.02
Other Financial Liability	Hathway SS Cable & Datacom - LLP	Joint Venture	2.42	2.39
Security Deposits (Received)	Hathway Cable MCN Nanded Private Limited	Joint Venture	0.02	0.02
Security Deposits (Given)	Mr. Viren R Raheja	Key Management Personnel	1.84	1.84
	Mr. Akshay R Raheja	Key Management Personnel	1.84	1.84

\* Amount less than ₹ 50,000

The Company has given Corporate financial Guarantees of ₹ Nil (March 31, 2022: ₹ 20) on behalf of GPL Hathway Limited.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 4.10 INTEREST IN OTHER ENTITIES

### a) Subsidiaries

The Group's subsidiaries at March 31, 2023 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the Group, and the proportion of ownership interest held equals the voting rights held by the Group. The country of incorporation or registration is also their principal place of business.

Name of Subsidiary	Principal Activity	Place of Incorporation & Operation	Proportion of ownership interest and voting power held by them	
			March 31, 2023	March 31, 2022
Hathway Bhawani Cabletel & Datacom Limited	Cable Television network Services	India	51.60%	51.60%
Hathway Digital Limited	Cable Television network Services	India	100.00%	100.00%
Hathway Nashik Cable Network Private Limited	Cable Television network Services	India	90.06%	90.06%
Hathway Kokan Crystal Cable Network Limited *	Cable Television network Services	India	100.00%	100.00%
Channels India Network Private Limited	Cable Television network Services	India	95.63%	95.63%
Chennai Cable Vision Network Private Limited	Cable Television network Services	India	75.99%	75.99%
Elite Cable Network Private Limited	Cable Television network Services	India	80.00%	80.00%
Hathway Bhaskar CCN Multi Entertainment Private Limited **	Cable Television network Services	India	100.00%	-
Hathway Mantra Cable & Datacom Limited	Cable Television network Services	India	100.00%	100.00%

\* subsidiary upto August 21, 2022 and step down subsidiary w. e. f. August 22, 2022

\*\* Joint Venture of Hathway Digital Limited (HDL) upto July 31, 2022 and Wholly Owned Subsidiary of HDL w. e. f. August 1, 2022

### b) Non-controlling interests

The Group doesn't have any material subsidiary warranting a disclosure in respect of individual subsidiaries.

### c) Interest in Joint Ventures and Associates

Name of Joint ventures	March 31, 2023		March 31, 2022	
	Proportion of ownership interest and voting power held by them	Amount	Proportion of ownership interest and voting power held by them	Amount
Hathway Cable MCN Nanded Private Limited	45.05%	0.83	45.05%	0.80
Hathway ICE Television Private Limited	51.00%	-	51.00%	-
Hathway Latur MCN Cable & Datacom Private Limited	51.00%	0.35	51.00%	0.27
Hathway Sai Star Cable & Datacom Private Limited	51.00%	-	51.00%	2.06

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Name of Joint ventures	March 31, 2023		March 31, 2022	
	Proportion of ownership interest and voting power held by them	Amount	Proportion of ownership interest and voting power held by them	Amount
Hathway Sonali OM Crystal Cable Private Limited	68.00%	-	68.00%	7.96
Hathway Prime Cable & Datacom Private Limited	51.00%	-	51.00%	-
Hathway MCN Private Limited	51.00%	6.91	51.00%	6.28
Hathway SS Cable & Datacom LLP	51.00%	0.03	51.00%	0.06
Hathway Channel 5 Cable & Datacom Private Limited	51.00%	-	51.00%	-
Hathway Dattatray Cable Network Private Limited	51.00%	-	51.00%	-
Hathway Bhaskar CCN Multi Entertainment Private Limited *	-	-	70.00%	-
Hathway Bhawani NDS Network Private Limited (Joint venture of Subsidiary)	51.00%	0.19	51.00%	0.27

Place of Incorporation and Operation of all the joint ventures is in India only

\* Joint Venture of Subsidiary upto August 1, 2022

## Details of Associates

Name of Associates	March 31, 2023		March 31, 2022	
	Proportion of ownership interest and voting power held by them	Carrying amount	Proportion of ownership interest and voting power held by them	Carrying amount
GTPL Hathway Limited *	37.32%	774.50	37.32%	748.34
Hathway VCN Cablenet Private Limited	25.03%	-	25.03%	-
Pan Cable Services Private Limited	33.33%	-	33.33%	-

Place of Incorporation and Operation of all the associates is in India only. The principle activity of all the associates is Cable Television network services except for GTPL Hathway Limited, which is engaged in activities of Cable Television network and Internet services

\* Quoted fair value as on March 31, 2023: ₹ 409.02 (As on March 31, 2022: ₹ 730.32)

## Information of associate that is material to the Group

GTPL Hathway Limited is the associate of the Group as at March 31, 2023 which, in the opinion of the directors, are material to the Group.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## Share in Contingent liabilities of GTPL Hathway Limited :

- 1 The Department of Telecommunications, Ministry of Communications, Government of India ("DoT") has raised demand on GTPL Hathway Limited (GTPL) of ₹ 975.42 (Group share= ₹ 364.03) on the Company consisting of Principal amount of ₹ 228.65 (Group share= ₹ 85.33) and interest, penalty and interest on penalty (as of July 31, 2020) of ₹ 746.77 (Group share= ₹ 278.69) towards license fee by including the revenue generated from its cable television business.

These demands are mainly based on Hon'ble Supreme Court's Judgment in the matter of Union of India v/s AUSPI & Ors. bearing C.A. Nos. 6328–6399 on AGR dues from telecom operators ("AGR Judgment"). Subsequently, vide order dated June 11 and June 18, 2020, the Supreme Court clarified that the AGR judgement pertaining to telecom companies could not have been basis for raising demands in the non-telecom PSUs and accordingly DoT withdrew the demands on the non-telecom PSUs. GTPL in line with the observations made by the Supreme Court has made representations to DoT against said demands, which DoT has taken on record.

Further, the Ministry of Information & Broadcasting has in February 2021 written to DoT that it grants permission to Multi System Operators ("MSOs") for cable tv operations and does not levy any license fee on the revenue, and hence the revenues earned by MSO from cable tv business may not be clubbed with the revenue earned by them under ISP license.

Additionally, TDSAT in February 2022 set aside the demands raised by DoT in matter relating to another ISP licenseholder by treating them at par with some PSUs who held similar license. Also, All India Digital Cable Federation for all its member companies has filed an intervention petition in TDSAT in the matter of Asianet Satellite Communications Private Limited versus Union of India bearing TP No.54 of 2020 challenging the demands raised on such member companies (GTPL being a member too) by including its non-licensed income for computation of license fees.

Basis its assessment of the legal position as stated above and based on the opinion of legal experts, the GTPL is confident that it has good grounds on merit to defend itself. Accordingly, GTPL is of the view that no provision is necessary to be made in the financial statements in relation to the demands and the same has been considered as contingent liability.

- 2 GTPL Broadband Private Limited ("GBPL"), one of the subsidiary Company of our associate GTPL Hathway Limited, has been granted Unified License from Department of Telecommunication ("DoT"), under which GBPL is required to pay annual license fee at the rate of 8% of the adjusted gross revenue ("AGR"). The definition of "Gross Revenue" under the ISP license issued prior to 2013 excluded revenue from Pure Internet Services ("PIS"). However, the Unified License introduced in 2013 removed the exclusion / exemption granted to revenue from PIS without following the due process of law as required under Section 11(1) of the TRAI Act. This discrimination was challenged by the Internet Service Providers Association of India ("ISPAI") before the Telecom Disputes Settlement and Appellate Tribunal ("TDSAT") in Telecom Petition No. 169 of 2014 and GBPL vide another petition alleging disparity and non-level playing field among similarly placed licenseholders.

The TDSAT passed an order dated 18.10.2019 ("ISPAI judgment") holding the clause to be discriminatory and contrary to the concept of a level playing field and also stated that the decision of DoT to remove the exclusion / exemption granted to ISPs was not in conformity with the requirements of fairness and transparency inherent in Section 11 (1) of the TRAI Act. Accordingly, all demands by DoT upon Unified Licensees on the basis of revenue from PIS were quashed and none of the unified license holders are required to pay license fees on PIS. The said TDSAT order has been challenged by DoT and a civil appeal is pending before Hon'ble Supreme Court. Additionally, TDSAT, following ISPAI judgement, has also allowed the petition filed by GBPL challenging inclusion of PIS for computation of AGR and set aside the letter of DOT seeking inclusion of revenue from PIS for computation of AGR. This judgement has not been challenged before the Hon'ble Supreme Court of India.

On March 31, 2021, DOT through amendment dated 31.03.2021 ("DoTAmendment") amended the definition of AGR for ISP Licenses granted under the old regime, thereby including the revenue from PIS as part of AGR for calculating licenses fee payable by ISP Licenses. The said DoT Amendment has been stayed by the TDSAT in relation to cases filed by the licenses holders of the old regime.



# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Based on its assessment of the legal position and the status of the matters as described above, absence of a specific demand on GBPL as of date and the opinion of the legal experts, GBPL is of the view no provision is necessary in respect of this matter in the financial statements as at 31 March 2023.

- 3 A shareholder of GTPL Kolkata Cable & Broadband Pariseva Limited (GTPL KCBPL), one of the subsidiary company of our associate GTPL Hathway Ltd offered to sale his 30,000 share to GTPL KCBPL (buy back), price offered by GTPL KCBPL was not accepted by him hence the matter was then referred to Company Law Board, whereby Board appointed valuer. Valuation finalized by Company Law Board was not accepted by GTPL KCBPL, hence, petition was filed with High Court against Board's order. Value was finalized by valuer of High Court at ₹ 2.48 (₹ 825/- per share). Hence, petition was filed in Supreme Court against order passed by High court. Supreme Court agreed to hear petition on a condition that "GTPL KCBPL to deposit ₹ 2.00 in cash & ₹ 0.48 (Group share= ₹ 0.93) as bank guarantee with Registrar of court". Hence, GTPL KCBPL has paid ₹ 2.48 (Group share= ₹ 0.93) as guarantee with Registrar. Supreme Court has redirected the matter to the High Court and petition is yet to be heard in High Court.
- 4 GTPL KCBPL Broadband Private Limited ("GTPL KCBPL BPL"), one of the step down subsidiary Company, of our associate GTPL Hathway Limited has been granted Unified License from Department of Telecommunication ("DoT"), under which company is required to pay annual license fee at the rate of 8% of the adjusted gross revenue ("AGR"). The definition of "Gross Revenue" under the ISP license issued prior to 2013 excluded revenue from Pure Internet Services ("PIS"). This discrimination was challenged by the Internet Service Providers Association of India ("ISPAI") before the Telecom Disputes Settlement and Appellate Tribunal ("TDSAT") alleging disparity and non-level playing field among similarly placed license holders. The TDSAT passed an order dated October 18, 2019 ("ISPAI judgment") holding the clause to be discriminatory and contrary to the concept of a level playing field. The said TDSAT order has been challenged by DoT and a civil appeal is pending before Hon'ble Supreme Court.

Further, the Department of Telecommunications, through amendment vide File No.820-01/2006-LR (VOL-II) Pt-2 dated 31.03.2021 ("DOT Amendment") amended the definition of Adjusted Gross Revenue ("AGR") for Internet Service Provider ("ISP") Licenses granted under the applicable guidelines for Unified Licenses holder, thereby including the revenue from Pure Internet Services as part of AGR for calculating licenses fee payable by ISP Licenses. The DOT Amendment has been stayed by the TDSAT in relation to cases filed by the other licenses holders. GTPL KCBPL BPL having Unified license and duly protected by the TDSAT judgement dated October 18, 2019 and also the DOT amendment being stayed by TDSAT in cases filed by other license holders and based on the legal opinion obtained from independent legal counsel, GTPL KCBPL BPL is confident that it has good ground on merit to defend its elfin this matter. Accordingly, GTPL KCBPL BPL is of the view that no provision is required in respect of the aforesaid matter in the financial results. Since the litigation is pending with Hon'ble Supreme Court and also with TDSAT, a liability for payment of license fee till March 31, 2023 works out to ₹ 9.77 (8% of ₹ 122.12 Adjusted Gross Revenue) (Group share= ₹ 3.65) while till March 31, 2022 ₹ 5.43 (8% of ₹ 67.87 Adjusted Gross Revenue) (Group share= ₹ 2.03) has been considered to be contingent in nature. However GTPL KCBPL BPL has paid ₹ 1.40 (Group share= ₹ 0.52) towards DOT fees under Protest.

- 5 Claims against the Company not acknowledged as debt: (Group's Share)

Particulars	March 31, 2023	March 31, 2022
Income Tax Matters	7.06	7.05
Sales-Tax/VAT Matters	3.17	2.65
Entertainment Tax Matters	2.23	2.06
Custom Duty Matters	17.32	17.71
Services Tax Matters	12.52	12.52
GST related Matters	0.01	0.01

The above amounts are based on either demands received by GTPL Hathway Limited or are based on expected outflow of economic resources estimated by management of GTPL.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## Summarised financial information for Associate

The tables below provide summarised financial information for an Associate that is material to the Group. The information disclosed reflects the amounts presented in the financial statements of such associate and not parent's share of those amounts.

### Summarised balance sheet

Particulars	GTPH Hathway Limited	
	March 31, 2023	March 31, 2022
<b>Current assets</b>		
Cash and cash equivalents	132.96	69.16
Other assets	526.17	546.61
<b>Total Current assets</b>	<b>659.13</b>	<b>615.77</b>
<b>Total Non current assets</b>	<b>2,051.03</b>	<b>1,742.15</b>
<b>Current liabilities</b>		
Financial Liabilities	1,016.35	737.85
Other liabilities	353.92	369.84
<b>Total current liabilities</b>	<b>1,370.27</b>	<b>1,107.69</b>
<b>Non current liabilities</b>		
Financial Liabilities	41.44	44.20
Other liabilities	88.74	80.43
<b>Total Non current liabilities</b>	<b>130.18</b>	<b>124.63</b>
<b>Net assets</b>	<b>1,209.72</b>	<b>1,125.60</b>

### Summarised statement of profit and loss

Particulars	GTPH Hathway Limited	
	March 31, 2023	March 31, 2022
Revenue	2,663.92	2,414.12
Interest Income	8.57	6.81
Depreciation & amortisation	318.92	252.86
Interest expense	0.99	14.43
Income Tax expense	44.54	71.24
<b>Profit for the year</b>	<b>124.82</b>	<b>218.66</b>
<b>Other Comprehensive income for the year</b>	<b>0.23</b>	<b>1.01</b>
<b>Total Comprehensive Income for the year</b>	<b>125.05</b>	<b>219.67</b>
Dividend received	16.79	16.79

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## d) Individually immaterial Joint ventures and Associates

Commitments and Contingent liabilities in respect of immaterial Joint ventures and Associates

Particulars	March 31, 2023	March 31, 2022
Capital and Other commitments		
Share of capital commitment in Joint Venture	-	-
Contingent liabilities		
Share in Associates' contingent liabilities	-	-
Share in Joint Ventures' contingent liabilities in respect of Income Tax matter under appeal, VAT/CST, excise and service tax claims not acknowledged as debts	0.06	0.06

Particulars	March 31, 2023	March 31, 2022
<b>Aggregate carrying amount of individually immaterial Joint ventures and Associates</b>	8.30	17.70
<b>Aggregate amounts of the group's share of:</b>		
Profit/(loss)	(2.65)	6.88
Other comprehensive income	(0.01)	0.00*
<b>Total comprehensive income</b>	<b>(2.66)</b>	<b>6.88</b>

Particulars	March 31, 2023	March 31, 2022
Share of profits/ (losses) from Joint Venture	(2.58)	6.53
Share of profits /(losses) from Subsidiary's Joint Ventures	(0.08)	0.35
Share of profits/ (losses) from Associate	-	-
<b>Total share of profits / (losses) from Joint Ventures and Associates</b>	<b>(2.66)</b>	<b>6.88</b>

### Unrecognised share of loss of associates

Particulars	March 31, 2023	March 31, 2022
Unrecognised share of loss for the year of associates	0.00*	-
Cumulative unrecognised share of loss of associates	(2.33)	(2.33)

\* Amount less than ₹ 50000

## e) Summary of carrying amount of Group's interest in associates and joint ventures accounted using equity method

Particulars	March 31, 2023	March 31, 2022
Carrying amount of material associate	774.50	748.34
Carrying amount of immaterial associates	-	-
Carrying amount of material joint ventures	-	-
Carrying amount of immaterial joint ventures	8.30	17.70
<b>Total</b>	<b>782.80</b>	<b>766.04</b>

Aggregate amount of impairment in carrying amount of investment	24.68	17.10
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# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

**f) Reconciliation of Net Assets considered for Consolidated financial statement to Group's share in Net Assets as per Associates and Joint ventures financial statements**

Particulars	March 31, 2023	March 31, 2022
<b>Group's share in Net Assets of Associates and Joint ventures as per Entity's Financials</b>	<b>434.84</b>	<b>409.66</b>
Add/ (Less) : Consolidation adjustment		
(i) Goodwill on consolidation	98.18	98.18
(ii) Fair value of Investments and Others	313.33	321.87
(iii) Change in stake	(63.56)	(63.67)
<b>Net Asset as per Consolidated Financials</b>	<b>782.80</b>	<b>766.04</b>

**4.11 GOODWILL ON CONSOLIDATION COMPRISES OF:**

Particulars	March 31, 2023	March 31, 2022
Goodwill on Consolidation	86.26	86.26
Less :Capital Reserve on Consolidation	(1.87)	(1.87)
Net Goodwill on Consolidation	84.39	84.39

**4.12 REVENUE FROM CONTRACT WITH CUSTOMERS**

Management conclude that disaggregation of revenue disclosed in Ind AS 108 meets the disclosure criteria of Ind AS 115 and segment revenue is measured on the same basis as required by Ind AS 115, hence separate disclosures as per Ind AS 115 is not required.

**Contract Balances**

The Group classifies the right to consideration in exchange for deliverables as either a receivable or as unbilled revenue. Trade receivable and unbilled revenues are presented net of impairment in the Consolidated Balance Sheet.

The following table provides information about receivables and contract liabilities for the contracts with the customers.

Particulars	March 31, 2023	March 31, 2022
Receivables, which are included in 'Trade and other receivables'	145.12	52.42
Contract liabilities (Unearned revenue)	66.14	68.37

The contract liabilities primarily relate to the billing recognized in advance where performance obligations are yet to be satisfied.

Significant changes in the contract liabilities balances during the period are as follows.

Particulars	March 31, 2023	March 31, 2022
	<b>Contract liabilities</b>	<b>Contract liabilities</b>
<b>Balance at the beginning of the year</b>	<b>68.37</b>	<b>81.43</b>
Advance Income received from the customer during the year	1,319.09	1,310.00
Revenue recognized during the year	(1,321.32)	(1,323.06)
<b>Balance at the end of the year</b>	<b>66.14</b>	<b>68.37</b>

**Contract costs**

The group incurred cost of ₹ 40.94 (March 2022: ₹ 41.57) during the year as a result of obtaining customers. The group has therefore capitalised them as customer acquisition costs.

Customer acquisition costs are amortised over the period of five years.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 4.13 LEASES

### (a) Lessee

Short term leases accounted in the Statement of Profit and Loss for the Financial Year 2022-23 is ₹ 50.81 (March 2022: ₹ 50.63).

Cash Outflow for short term leases is ₹ 50.81 (March 31, 2022: ₹ 50.63).

### (b) Lessor :

The right to use granted to joint ventures and subscribers in respect of Access devices are not classified as lease transactions as the same are not for an agreed period of time.

## 4.14 SEGMENT INFORMATION

The Group reportable segments under Ind AS 108 are Broadband Business and Cable Television.

### Segment Revenue and Results:

The following is an analysis of the Group's revenue and results from continuing operations by reportable segments.

Particulars		Segment Revenue For the Year ended March 31, 2023	Segment Results For the Year ended March 31, 2023	Segment Revenue For the Year ended March 31, 2022	Segment Results For the Year ended March 31, 2022
Broadband Business	(a)	638.72	24.16	621.87	17.27
Cable Television	(b)	1,219.72	(63.08)	1,171.15	10.15
	(a)+(b)	1,858.44	(38.92)	1,793.02	27.42
Less: Inter Segment revenue		-	-	-	-
<b>Total</b>		<b>1,858.44</b>	<b>(38.92)</b>	<b>1,793.02</b>	<b>27.42</b>
Add: Other un-allocable income net of un-allocable expenditure			89.68		47.33
Add: Share of profit/ (loss) of associates and joint ventures			39.87		81.39
Less: Finance Costs			0.19		-
			<b>90.44</b>		<b>156.13</b>

### Segment Assets & Liabilities

Particulars		March 31, 2023	March 31, 2022
<b>Segment Assets</b>			
Broadband Business	(a)	1,265.43	1,180.43
Cable Television	(b)	998.03	806.96
Total Segment Assets	(a)+(b)	2,263.46	1,987.38
Unallocable		2,567.45	2,632.46
<b>Consolidated Total Assets</b>		<b>4,830.91</b>	<b>4,619.84</b>
<b>Segment Liabilities</b>			
Broadband Business	(a)	260.96	191.60
Cable Television	(b)	378.10	298.21
Total Segment Liabilities	(a)+(b)	639.05	489.80
Unallocable		8.81	5.02
<b>Consolidated Total Liabilities</b>		<b>647.86</b>	<b>494.83</b>

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Other Segment Information	As at March 31, 2023			As at March 31, 2022		
	Broadband Business	Cable Television	Total	Broadband Business	Cable Television	Total
<b>Capital Expenditure</b>						
Additions to Property, Plant & Equipment	164.36	164.01	<b>328.37</b>	166.99	131.17	<b>298.16</b>
Additions to Intangible assets	42.40	32.14	<b>74.54</b>	46.49	22.23	<b>68.72</b>
<b>Material Non Cash items:</b>						
Depreciation	103.48	107.15	<b>210.63</b>	147.02	94.76	<b>241.78</b>
Amortisation	50.35	24.44	<b>74.79</b>	32.69	22.17	<b>54.86</b>
Impairment during the year of Property, Plant and Equipment / Intangibles	19.06	52.59	<b>71.65</b>	19.41	51.62	<b>71.03</b>
Allowance for Doubtful Advances / impairment in value of Investments / Impairment of trade receivables from Entities Under/ Joint Control and other	10.66	-	<b>10.66</b>	0.57	9.84	<b>10.41</b>
Impairment / (Reversal) on trade receivables during the year	-	-	-	(0.06)	0.72	<b>0.66</b>

## Information about Products and Services

Revenue from external customers (Disaggregation of revenue from contracts with customers)

Other Segment Information	For the year ended March 31, 2023			For the year ended March 31, 2022		
	Broadband Business	Cable Television	Total	Broadband Business	Cable Television	Total
Subscription Income	616.37	748.48	<b>1,364.86</b>	617.77	757.65	<b>1,375.42</b>
Marketing and Promotional Income	-	386.15	<b>386.15</b>	-	297.05	<b>297.05</b>
Broadcaster's Incentive Income	-	95.30	<b>95.30</b>	-	74.17	<b>74.17</b>
Activation Income (Set top Boxes)	-	5.29	<b>5.29</b>	-	28.09	<b>28.09</b>
Other Operating Revenues	5.50	1.34	<b>6.83</b>	4.09	14.20	<b>18.29</b>

## Information about Geographical Areas

Since the group is domiciled in India and caters to domestic customers only, the disclosure requirements of information on geographical areas is not given.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 4.15 Additional information as required under Schedule III to the Companies Act, 2013 of entities consolidated as Subsidiaries, Joint ventures and Associates

### March 31, 2023:

Name of the entity in the group	Net assets (total assets minus total liabilities)		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
<b>Parent</b>	89.32%	3,737.67	57.85%	37.77	41.62%	(3.03)	59.89%	34.74
<b>Subsidiaries (Group's share)</b>								
<b>Indian</b>								
Hathway Bhawani Cabletel & Datacom Limited **	0.05%	1.91	0.14%	0.09	-0.08%	0.01	0.16%	0.10
Hathway Digital Limited	-7.28%	(304.47)	-18.57%	(12.13)	60.99%	(4.44)	-28.57%	(16.57)
Hathway Nashik Cable Network Private Limited	-0.25%	(10.33)	0.00%	-	0.00%	-	0.00%	-
Hathway Kokan Crystal Cable Network Limited	0.00%	0.10	1.00%	0.65	0.00%	-	1.12%	0.65
Channels India Network Private Limited	-0.03%	(1.32)	0.00%	-	0.00%	-	0.00%	-
Chennai Cable Vision Network Private Limited	-0.05%	(1.99)	0.00%	-	0.00%	-	0.00%	-
Elite Cable Network Private Limited	0.00%	(0.02)	0.00%	-	0.00%	-	0.00%	-
Hathway Mantra Cable and Datacom Limited	-0.41%	(17.31)	-0.59%	(0.39)	0.00%	-	-0.67%	(0.39)
Hathway Bhaskar CCN Multi Entertainment Private Limited	0.00%	0.01	-0.85%	(0.55)	0.00%	-	-0.95%	(0.55)
<b>Non-controlling interests in all subsidiaries</b>	0.04%	1.65	0.00%		0.00%	-	0.00%	-
<b>Indian</b>								
<b>Joint ventures (Investment as per equity method)</b>								
Hathway Cable MCN Nanded Private Limited	0.02%	0.83	0.04%	0.03	0.00%	-	0.05%	0.03
Hathway ICE Television Private Limited	-0.01%	(0.61)	-0.00%	(0.00)*	0.00%	-	-0.00%	(0.00)*
Hathway Latur MCN Cable and Datacom Private Limited	0.01%	0.35	0.12%	0.08	0.00%	-	0.14%	0.08
Hathway Sai Star Cable and Datacom Private Limited	-0.01%	(0.48)	-3.90%	(2.54)	0.00%	-	-4.39%	(2.54)
Hathway Sonali OM Crystal Cable Private Limited	0.00%	-	-0.58%	(0.38)	0.00%	-	-0.65%	(0.38)
Hathway Prime Cable and Datacom Private Limited	0.00%	(0.18)	0.00%	-	0.00%	-	0.00%	-
Hathway MCN Private Limited	0.17%	6.91	0.98%	0.64	0.00%	(0.01)	1.09%	0.63
Hathway SS Cable & Datacom LLP	0.00%	0.03	-0.05%	(0.03)	0.00%	-	-0.05%	(0.03)
Hathway Channel 5 Cable and Datacom Private Limited	-0.01%	(0.34)	-0.00%	(0.00)*	0.00%	-	-0.00%	(0.00)*

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Name of the entity in the group	Net assets (total assets minus total liabilities)		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Hathway Dattatray Cable Network Private Limited	-0.05%	(2.20)	-0.73%	(0.47)	0.00%	-	-0.82%	(0.47)
<b>Associate (Investment as per equity method)</b>								
<b>Indian</b>								
Hathway VCN Cablenet Private Limited	0.00%	-	0.00%	-	0.00%	-	0.00%	-
Pan Cable Services Private Limited	0.00%	-	0.00%	-	0.00%	-	0.00%	-
GTPL Hathway Limited **	18.51%	774.50	65.13%	42.52	-2.60%	0.19	73.64%	42.71
<b>Total</b>	<b>100%</b>	<b>4,184.70</b>	<b>100%</b>	<b>65.29</b>	<b>100%</b>	<b>(7.29)</b>	<b>100%</b>	<b>58.00</b>

\* Amount less than ₹ 50,000

\*\* Based on consolidated financial statement of the respective entities

## March 31, 2022:

Name of the entity in the group	Net assets (total assets minus total liabilities)		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
<b>Parent</b>	89.08%	3,676.17	12.96%	16.85	6.19%	(0.09)	13.04%	16.76
<b>Subsidiaries (Group's share)</b>								
<b>Indian</b>								
Hathway Bhawani Cabletel & Datacom Limited **	0.01%	0.24	0.61%	0.80	-0.40%	0.01	0.63%	0.81
Hathway Digital Limited **	-6.84%	(282.39)	24.21%	31.48	129.88%	(1.89)	23.02%	29.59
Hathway Nashik Cable Network Private Limited	-0.25%	(10.33)	-0.00%	-	0.00%	-	-0.00%	-
Hathway Kokan Crystal Cable Network Limited	-0.07%	(2.87)	-0.72%	(0.94)	-11.51%	0.17	-0.60%	(0.77)
Channels India Network Private Limited	-0.03%	(1.32)	0.00%	-	0.00%	-	0.00%	-
Chennai Cable Vision Network Private Limited	-0.05%	(1.99)	0.00%	-	0.00%	-	0.00%	-
Elite Cable Network Private Limited	-0.00%	(0.02)	0.00%	-	0.00%	-	0.00%	-
Hathway Mantra Cable and Datacom Limited	-0.41%	(16.92)	0.59%	0.77	0.00%	-	0.60%	0.77
Non-controlling interests in all subsidiaries	0.04%	1.57	0.00%	-	0.00%	-	0.00%	-



# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

Name of the entity in the group	Net assets (total assets minus total liabilities)		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
<b>Indian</b>								
<b>Joint ventures (Investment as per equity method)</b>								
Hathway Cable MCN Nanded Private Limited	0.02%	0.80	0.01%	0.01	0.00%	-	0.01%	0.01
Hathway ICE Television Private Limited	-0.01%	(0.61)	-0.00%	(0.00)*	0.00%	-	-0.00%	(0.00)*
Hathway Latur MCN Cable and Datacom Private Limited	0.01%	0.27	0.20%	0.26	0.00%	-	0.20%	0.26
Hathway Sai Star Cable and Datacom Private Limited	0.05%	2.06	-1.05%	(1.36)	0.00%	-	-1.06%	(1.36)
Hathway Sonali OM Crystal Cable Private Limited	0.19%	7.96	5.42%	7.04	0.00%	-	5.48%	7.04
Hathway Prime Cable and Datacom Private Limited	0.00%	(0.18)	0.00%	-	0.00%	-	0.00%	-
Hathway MCN Private Limited	0.15%	6.28	-0.13%	(0.17)	0.00%	0.00*	-0.13%	(0.17)
Hathway SS Cable & Datacom LLP	0.00%	0.06	-0.04%	(0.06)	0.00%	-	-0.04%	(0.06)
Hathway Channel 5 Cable and Datacom Private Limited	-0.01%	(0.34)	-0.00%	(0.00)*	0.00%	-	-0.00%	(0.00)*
Hathway Dattatray Cable Network Private Limited	0.00%	(0.17)	0.61%	0.79	0.00%	-	0.62%	0.79
<b>Associate (Investment as per equity method)</b>								
<b>Indian</b>								
Hathway VCN Cablenet Private Limited	0.00%	-	0.00%	-	0.00%	-	0.00%	-
Pan Cable Services Private Limited	0.00%	-	0.00%	-	0.00%	-	0.00%	-
GTPL Hathway Limited **	18.13%	748.34	57.32%	74.51	-23.82%	0.35	58.24%	74.86
<b>Total</b>	<b>100%</b>	<b>4,126.62</b>	<b>100%</b>	<b>129.99</b>	<b>100%</b>	<b>(1.45)</b>	<b>100%</b>	<b>128.54</b>

\* Amount less than ₹ 50,000

\*\* Based on consolidated financial statement of the respective entities

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

## 4.16 Transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956,

Name of the struck off company	Name of the Group Entity	Nature of transactions with struck off company	Balance outstanding as at current period (March 31, 2023)	Relationship with the struck off company, if any, to be disclosed	Balance outstanding as at previous period (March 31, 2022)	Relationship with the struck off company, if any, to be disclosed
K K Silk Mills		Receivables	0.00*	NA	0.00*	NA
Hathway Universal Cabletel & Datacom Pvt Ltd	Hathway Cable and Datacom Limited	Receivables	5.12	NA	5.12	NA
Hathway Universal Cabletel & Datacom Pvt Ltd		Provision against Receivables	5.12	NA	5.12	NA

\* Amount less than ₹ 50,000/-

## 4.17 Additional Regulatory Information detailed in clause 6L of General Instructions given in Part I of Division II of the Schedule III to the Companies Act, 2013 are furnished to the extent applicable to the Group.

- (i) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- (ii) The Group has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.
- (iii) The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (iv) The Group has not advanced or loaned or invested funds to any other person(s) or entity (ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
  - b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (v) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
  - a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
  - b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
- (vi) The Group has not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961
- (vii) The Group has no borrowings from banks and financial institutions on the basis of security of current assets.
- (viii) None of the entities in the Group have been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (ix) The Group has complied with the number of layers prescribed under the Companies Act, 2013.

# Notes to the Consolidated Financial Statements

for the year ended March 31, 2023

(₹ in Crores unless otherwise stated)

- 4.18** During the Financial year ended March 31, 2019, the Company had allotted on preferential basis 939,610,000 equity shares of ₹ 2 each at a premium of ₹ 30.35 per share aggregating to ₹ 3,039.64. The proceeds of preferential allotment amounting to ₹ 181.32 have been temporarily invested in mutual funds, bonds and fixed deposits, pending utilisation for the same.
- 4.19** In respect of Cable TV business the Group has continued to comply with the provisions of old Tariff Order (NTO 1) as the New Tariff Order 3.0 which was made effective by TRAI from February 1, 2023 did not get implemented due to multiple litigations challenging the same before various Hon'ble High Courts of India.
- 4.20** On March 31, 2023, the Ministry of Corporate Affairs (MCA) has notified Companies (Indian Accounting Standards) Amendment Rules, 2023. This notification has resulted into amendments in the following existing accounting standards which are applicable to company from April 1, 2023.
- i Ind AS 107 – Financial Instruments Disclosures
  - ii Ind AS 1 – Presentation of Financial Statements
  - iii Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors

Application of above standards are not expected to have any significant impact on the company's financial statements.

As per our report of even date  
**For Nayan Parikh & Co**  
 Chartered Accountants  
 Firm's Registration No: 107023W

**K.Y. Narayana**  
 Partner  
 Membership No: 060639

**Sitendu Nagchaudhuri**  
 Chief Financial Officer

**Ajay Singh**  
 Head Corporate Legal, Company  
 Secretary & Chief Compliance Officer  
 Membership No: F - 5189

**For and on behalf of the Board**

**Saurabh Sancheti**  
**Anuj Jain**  
**Geeta Fulwadaya**  
**Akshay Raheja**  
**Viren Raheja**

Non-Executive Director

**Sridhar Gorthi**

Chairman and Independent Director

**Sasha Mirchandani**  
**Ameeta Parpia**

Independent Director

Place: Mumbai  
 Date: April 17, 2023



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