

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L92490MH2007PLC344765

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

DEN NETWORKS LIMITED

(b) Registered office address

Unit No.116,First Floor,CWing Bldg. No.2 Kailas
IndustrialComplex L.B.S Marg Park Site Vikhroli(W)
Mumbai
Mumbai City
Maharashtra
400070

(c) *e-mail ID of the company

investorrelations@denonline.ir

(d) *Telephone number with STD code

02225170178

(e) Website

www.dennetworks.com

(iii) Date of Incorporation

10/07/2007

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serili ngampally

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J4	Broadcasting and programming activities	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	DEN BROADBAND LIMITED	U74140DL2011PLC228312	Subsidiary	100
2	FUTURISTIC MEDIA AND ENTER	U28910DL2007PLC169149	Subsidiary	100

3	MAHADEV DEN CABLE NETWO	U92190DL2008PLC402298	Subsidiary	51
4	DEN SUPREME SATELLITE VISIC	U74900DL2008PTC401378	Subsidiary	100
5	DEN AMBEY CABLE NETWORKS	U92130DL2007PTC167995	Subsidiary	61
6	DEN ENJOY CABLE NETWORKS	U32204DL2007PTC168283	Subsidiary	51
7	EMINENT CABLE NETWORK PRI	U92400DL2012PTC231558	Subsidiary	56
8	DEN F K CABLE TV NETWORK P	U72900DL2008PTC175841	Subsidiary	51
9	DEN KASHI CABLE NETWORK L	U15122DL2007PLC169854	Subsidiary	51
10	DEN SAYA CHANNEL NETWOR	U72900DL2008PLC178181	Subsidiary	51
11	MAHAVIR DEN ENTERTAINMEN	U74900DL2009PTC192223	Subsidiary	51
12	SRISHTI DEN NETWORKS LIMIT	U92100DL2012PLC235925	Subsidiary	51
13	ROSE ENTERTAINMENT PRIVAT	U92190DL2012PTC232947	Subsidiary	51
14	MEERUT CABLE NETWORK PRIV	U92132UP2003PTC027856	Subsidiary	51
15	MANSION CABLE NETWORK PF	U92490DL2012PTC246019	Subsidiary	66
16	LIBRA CABLE NETWORK LIMITE	U92490DL2012PLC246586	Subsidiary	51
17	DEN SATELLITE NETWORK PRIV	U74990MH2008PTC177440	Associate	50
18	DEN RAJKOT CITY COMMUNIC	U64204GJ2006PTC049169	Subsidiary	51
19	DEN-MANORANJAN SATELLITE	U93132DL2000PTC407340	Subsidiary	100
20	DEN NASHIK CITY CABLE NETW	U92190MH2007PTC171273	Subsidiary	51
21	DEN PREMIUM MULTILINK CABE	U74990MH2010PTC201849	Subsidiary	51
22	DEN DISCOVERY DIGITAL NETV	U74900MH2013PTC240517	Subsidiary	51
23	DEN ENJOY NAVARATAN NETV	U64200DL2008PTC173660	Subsidiary	51
24	VBS DIGITAL DISTRIBUTION NE	U70102UP2015PLC075160	Subsidiary	51
25	DEN MOD MAX CABLE NETWO	U45400DL2007PTC171553	Subsidiary	51
26	RADIANT SATELLITE (INDIA) PR	U72200RJ2006PTC022867	Subsidiary	51
27	GALAXY DEN MEDIA & ENTERT	U64204DL2008PTC402244	Subsidiary	100

28	DEN MALAYALAM TELENET PR	U64204KL2004PTC016811	Subsidiary	51
29	DEN BUDAUN CABLE NETWORK	U64203DL2008PTC180352	Subsidiary	51
30	BHADOHI DEN ENTERTAINMEN	U92490DL2011PTC216382	Subsidiary	51
31	KISHNA DEN CABLE NETWORK	U74900DL2009PTC188100	Subsidiary	51
32	DEN FATEH MARKETING PRIVA	U52599UP2007PTC032860	Subsidiary	51
33	DEN SATELLITE CABLE TV NETV	U32200DL2007PLC171688	Subsidiary	51
34	DEN ADN NETWORK PRIVATE L	U74999DL2011PTC227604	Subsidiary	51
35	DRASHTI CABLE NETWORK LIM	U74120DL2008PLC173551	Subsidiary	82.85

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	500,000,000	477,223,845	477,223,845	477,223,845
Total amount of equity shares (in Rupees)	5,000,000,000	4,772,238,450	4,772,238,450	4,772,238,450

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	500,000,000	477,223,845	477,223,845	477,223,845
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	5,000,000,000	4,772,238,450	4,772,238,450	4,772,238,450

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	194,138	477,029,707	477223845	4,772,238,4	4,772,238,	
Increase during the year	0	3,841	3841	0	0	0
i. Public Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		3,841	3841			
Dematerialisation of shares						
Decrease during the year	3,841	0	3841	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0

iv. Others, specify	3,841		3841			
Dematerialisation of shares						
At the end of the year	190,297	477,033,548	477223845	4,772,238,4	4,772,238,	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE947J01015

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input style="width: 95%;" type="text"/>
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Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
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Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" type="text"/>
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Ledger Folio of Transferor	<input style="width: 95%;" type="text"/>
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Transferor's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input style="width: 95%;" type="text"/>
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Transferee's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
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Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" type="text"/>
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Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total	<input type="text"/>		<input type="text"/>		<input type="text"/>

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

11,098,679,430

(ii) Net worth of the Company

34,377,886,273

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	21,752,620	4.56	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	335,707,332	70.35	0	
10.	Others	0	0	0	
	Total	357,459,952	74.91	0	0

Total number of shareholders (promoters)

16

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	98,055,617	20.55	0	
	(ii) Non-resident Indian (NRI)	2,766,837	0.58	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	885,299	0.19	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	5,140,376	1.08	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	12,168,659	2.55	0	
10.	Others Employees Welfare Trust, C	747,105	0.16	0	
	Total	119,763,893	25.11	0	0

Total number of shareholders (other than promoters)

91,141

**Total number of shareholders (Promoters+Public/
Other than promoters)**

91,157

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ACACIA PARTNERS, LP	9 West 57th Street Suite 5000 New			905,821	0.19
ACACIA CONSERVATIC	9 West 57th street Suite 5000 New			841,120	0.18
ACACIA INSTITUTION/	9 West 57th Street Suite 5000 New			776,418	0.16
EMERGING MARKETS C	6300 Bee Cave Road Building One			522,042	0.11

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
DIMENSIONAL EMERG	6300 Bee Cave Road Building One			357,048	0.07
ACACIA BANYAN PARTNERS	11500 WOODHURST DRIVE SUITE 200			320,252	0.07
THE EMERGING MARKETS FUND	6300 Bee Cave Road Building One			277,502	0.06
QUADRATURE CAPITAL	Suite #7 Grand Pavilion Commercial			216,428	0.05
EMERGING MARKETS FUND	6300 Bee Cave Road Building One			103,396	0.02
METIS EQUITY TRUST	1201 Market Street Suite 1202 Will			90,758	0.02
ALASKA PERMANENT FUND	801 WEST 10TH STREET JUNEAU ALASKA			89,303	0.02
CITY OF NEW YORK GROUP	ONE CENTRE STREET NEW YORK NY			78,066	0.02
EMERGING MARKETS FUND	20 Triton Street Regents Place London			74,707	0.02
ACACIA II PARTNERS, LP	19 West 57th Street Suite 5000 New York			64,701	0.01
EMERGING MARKETS FUND	25/28 NORTH WALL QUAY DUBLIN			53,350	0.01
EMERGING MARKETS FUND	6300 BEE CAVE ROAD BUILDING C			51,088	0.01
AMERICAN CENTURY FUND	4500 MAIN STREET KANSAS CITY MISSOURI			50,404	0.01
GOVERNMENT PENSION INVESTORS	Bankplassen 2 P O Box 1179 Sentrum			49,795	0.01
WORLD EX U.S. CORE INVESTMENT	6300 Bee Cave Road Building One			41,201	0.01
EMERGING MARKETS FUND	Suite 820 7 St. Paul Street Baltimore			40,999	0.01
CITY OF LOS ANGELES	360 E Second Street Suite 600 Los Angeles			40,078	0.01
DIMENSIONAL FUNDS	25/28 NORTH WALL QUAY DUBLIN			37,843	0.01
LOS ANGELES CITY EMPLOYMENT	202 West First Street Suite 500 Los Angeles			23,701	0
UBS FUND MANAGEMENT	AESCHENPLATZ 6			18,193	0
CC& L Q GLOBAL EQUITY	1111 WEST GEORGIA STREET SUITE 1100			14,931	0

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	16	16
Members (other than promoters)	90,523	91,141
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	0	8	0	8	0	3.69
(i) Non-Independent	0	4	0	4	0	3.69
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	0	8	0	8	0	3.69

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

11

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SAMEER MANCHAND/	00015459	Director	17,599,220	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
GEETA KALYANDAS F	03341926	Director	0	
SAURABH SANCHETI	08349457	Director	0	
ANUJ JAIN	08351295	Director	0	
RAJENDRA DWARKAD	00160602	Director	0	
ARCHANA NIRANJAN	00028037	Director	0	
ACHUTHAN SIDDHAR	00016278	Director	0	
RAHUL YOGENDRA DI	08872616	Director	0	
SHAILENDER NATH SI	AOFPS9885J	CEO	599,485	
SATYENDRA JINDAL	ACBPJ9364M	CFO	0	
HEMA KUMARI	AUDPK3728N	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

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Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
AJAYA CHAND	02334456	Director	22/09/2022	Cessation
ATUL SHARMA	00308698	Director	22/09/2022	Cessation
ACHUTHAN SIDDHAR	00016278	Additional director	22/09/2022	Appointment
RAHUL YOGENDRA DI	08872616	Additional director	22/09/2022	Appointment
ACHUTHAN SIDDHAR	00016278	Director	16/12/2022	Change in Designation
RAHUL YOGENDRA DI	08872616	Director	16/12/2022	Change in Designation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	27/07/2022	102,599	144	8.57

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	13/04/2022	8	6	75
2	15/07/2022	8	6	75
3	13/10/2022	8	7	87.5
4	12/01/2023	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held

12

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	13/04/2022	4	4	100
2	Audit Committee	15/07/2022	4	3	75
3	Audit Committee	13/10/2022	4	4	100
4	Audit Committee	12/01/2023	4	2	50
5	Nomination and Remuneration	13/04/2022	3	3	100
6	Nomination and Remuneration	15/07/2022	3	3	100
7	Nomination and Remuneration	22/09/2022	3	3	100
8	Corporate Social Responsibility	13/04/2022	3	3	100
9	Corporate Social Responsibility	15/07/2022	3	3	100
10	Stakeholders Forum	12/01/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	22/08/2023
								(Y/N/NA)
1	SAMEER MAN	4	4	100	8	7	87.5	Yes
2	GEETA KALY	4	3	75	0	0	0	No
3	SAURABH SA	4	4	100	6	5	83.33	Yes
4	ANUJ JAIN	4	1	25	0	0	0	No
5	RAJENDRA D	4	4	100	4	4	100	Yes
6	ARCHANA NII	4	4	100	12	12	100	Yes
7	ACHUTHAN S	2	2	100	0	0	0	Yes
8	RAHUL YOGE	2	2	100	2	1	50	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SHAILENDER NAT	Chief Executive	49,980,000			2,520,000	52,500,000
2	SATYENDRA JIND	Chief Financial C	6,685,060			2,240,904	8,925,964
3	HEMA KUMARI	Company Secre	1,946,664			347,412	2,294,076
	Total		58,611,724	0	0	5,108,316	63,720,040

Number of other directors whose remuneration details to be entered

10

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SAMEER MANCHA	Non- Executive I	0	0	0	270,000	270,000
2	ARCHANA NIRANJ	Independent Dir	0	0	0	330,000	330,000
3	RAJENDRA DWAR	Independent Dir	0	0	0	250,000	250,000
4	SAURABH SANCHI	Non- Executive I	0	0	0	250,000	250,000
5	GEETA KALYANDA	Non- Executive I	0	0	0	150,000	150,000
6	ANUJ JAIN	Non- Executive I	0	0	0	50,000	50,000
7	ACHUTHAN SIDDH	Independent Dir	0	0	0	110,000	110,000
8	RAHUL YOGENDR	Independent Dir	0	0	0	120,000	120,000
9	AJAYA CHAND	Independent Dir	0	0	0	180,000	180,000
10	ATUL SHARMA	Independent Dir	0	0	0	10,000	10,000
	Total		0	0	0	1,720,000	1,720,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Nitin Gupta

Whether associate or fellow

Associate Fellow

Certificate of practice number

14087

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director



DIN of the director

00015459

To be digitally signed by



Company Secretary

Company secretary in practice

Membership number

8087

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachement(s), if any

Attach
Attach
Attach
Attach

List of attachments

MGT-8 Den Networks limited 2023 signed. Additional Attachments_DEN_F.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

NITIN GUPTA
Company Secretary in Whole-Time Practice

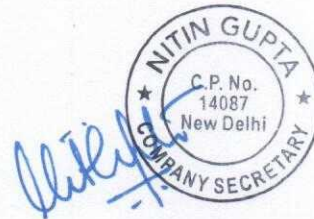
FORM NO. MGT-8

**[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of
Companies (Management and Administration) Rules, 2014]**

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records, books and papers of **DEN NETWORKS LIMITED ("the Company")**, CIN: L92490MH2007PLC344765, having Registered Office at Unit No.116, First Floor, C Wing Bldg. No.2 Kailas Industrial Complex L.B.S Marg Park Site Vikhroli(W) Mumbai, Mumbai City – 400079, Maharashtra, as required to be maintained under the Companies Act 2013 ("the Act") and the Rules made thereunder for the financial year ended on March 31, 2023 ("Financial Year"). In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that:

- A. the Annual Return states the facts as at the close of the aforesaid Financial Year correctly and adequately;
- B. during the aforesaid Financial Year, the Company has complied with provisions of the Act and Rules made thereunder in respect of:
1. its status under the Act;
 2. maintenance of registers/records & making entries therein within the time prescribed therefor;
 3. filing of forms and returns ~~as stated in the Annual Return~~, with the Registrar of Companies, Regional Director, Central Government, ~~the Tribunal, Court or other authorities~~ within the prescribed time;
 4. calling/convening/holding meetings of Board of Directors or its Committees and the meetings of the members of the Company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings, including the circular resolutions and resolutions passed by postal ballot, have been properly recorded in the Minute Book(s)/registers maintained for the purpose and the same have been signed;
 5. closure of Register of Members /Security holders, as the case may be- **During the Financial Year, the Company was not required to close the Register of Members. Further, since, the Company has not issued any other security other than shares, the Company was not required to close register of other security holders during the Financial Year;**
 6. advances/loans to its Directors and/or persons or firms or companies referred in Section 185 of the Act -**There were no transactions under Section 185 of the Act;**
 7. contracts/arrangements with related parties as specified in Section 188 of the Act;



Address: A-177, Ground Floor, A Block, Sector-15, Noida, Uttar Pradesh-201301
Mobile: +91 783 883 6544, Email: csguptanitin@gmail.com

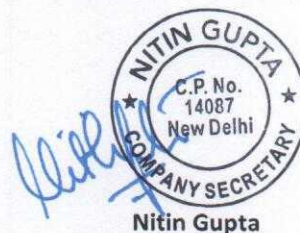
NITIN GUPTA
Company Secretary in Whole-Time Practice

8. issue or allotment or transfer or transmission or buy back of securities / redemption of preference shares or debentures / alteration or reduction of share capital /conversion of shares / securities and issue of security certificates in all instances- **There were no such instances during the Financial Year;**
9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act - **No such requirement occurred during the Financial Year;**
10. declaration/payment of dividend; transfer of unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act- **No such requirement occurred during the Financial Year;**
11. signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per Sub -Sections (3), (4) and (5) thereof;
12. constitution/appointment/re-appointments/retirement/filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. appointment/re-appointment/filling up casual vacancies of auditors as per the provisions of Section 139 of the Act- **There was no appointment/re-appointment /filling up casual vacancies of auditors during the Financial Year;**
14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act- **No approval was required to be taken from such authorities under the provisions of the Act during the Financial Year.**
15. acceptance/renewal/repayment of deposits- **No deposits were accepted / renewed / repaid during the Financial Year;**
16. borrowings from ~~its directors, members~~, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable;
17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act ;
18. alteration of the provisions of the Memorandum and/or Articles of Association of the Company -**There were no such alterations during the Financial Year.**

Place: New Delhi

Date: 17-10-2023

UDIN: F012404E001341094



Nitin Gupta

Company Secretary in practice

Mem. No.: F12404; C.P. No.: 14087

Peer review certificate no.: 2293/2022

Address: A-177, Ground Floor, A Block, Sector-15, Noida, Uttar Pradesh-201301
Mobile: +91 783 883 6544, Email: csguptanitin@gmail.com



DEN NETWORKS LIMITED

**GIST OF ANNEXURES ATTACHED TO FORM MGT-7
FINANCIAL YEAR 2022-23**

Sr. No.	Particulars	Annexure No.	Page Nos.
1.	Field III Particulars of Holding, Subsidiary and Associate companies (including Joint Ventures)	Annexure 1	1
2.	Field VI (a) Shareholding Pattern- Promoters and Field VII - Number of Promoters, Members, Debenture Holders	Annexure 2	2-3
3.	Field VI (b) Shareholding Pattern - Public/Other than promoters	Annexure 3	4
4.	Field VI (c) Details of Foreign Institutional Investors' holding shares of the Company	Annexure 4	5-8
5.	Field IX - Meetings of Members/Class of Members/Board/Committees of Board of Directors (C) - Committee Meetings	Annexure 5	9
6.	Field X. Remuneration of Directors and Key Managerial Personnel	Annexure 6	10



DEN Networks Limited

CIN: L92490MH2007PLC344765

Corp. Office: 236, Okhla Industrial Estate, Phase-III, New Delhi - 110 020

Landline: +91 11 40522200 || Facsimile: +91 11 40522203 || E-mail: den@denonline.in || www.dennetworks.com

Regd. Office: Unit No.116, First Floor, C Wing Bldg. No.2, Kailas Industrial Complex L.B.S Marg Park Site
Vikhroli(W), Mumbai, Mumbai City, Maharashtra, India, 400079

Landline: +91 22 20870451 || E-mail: den@denonline.in || www.dennetworks.com

FIELD III: PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

% of shares held represent aggregate % of shareholding held by the Company and/or its subsidiaries.

Den Satellite Network Private Limited, Associate Company has shareholding in the following companies:

1. Den New Broad Communication Private Limited
2. Konark IP Dossiers Private Limited
3. Den ABC Cable Network Ambarnath Private Limited.



ANNEXURE 2

FIELD VI (a): SHAREHOLDING PATTERN- PROMOTERS AND FIELD VII: NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

Please note that the information under “Promoter” category related to “Promoter and Promoter Group Entities”. Further, as on March 31, 2023, the “Promoter and Promoter Group” of the Company stands as below:

S. No.	NAME	NO. OF SHARES HELD AS ON 31 ST MARCH 2023	PERCENTAGE (%)	CATEGORY
1	SAMEER MANCHANDA	1,75,99,220	3.69	PROMOTER GROUP
2	KAVITA MANCHANDA	37,57,500	0.79	PROMOTER GROUP
3	VANDANA MANCHANDA	3,70,900	0.08	PROMOTER GROUP
4	SANJEEV MANCHANDA	25,000	0.01	PROMOTER GROUP
5	JIO FUTURISTIC DIGITAL HOLDINGS PRIVATE LIMITED	17,15,16,614	35.94	PROMOTER
6	JIO DIGITAL DISTRIBUTION HOLDINGS PRIVATE LIMITED	7,17,01,635	15.02	PROMOTER
7	JIO TELEVISION DISTRIBUTION HOLDINGS PRIVATE LIMITED	7,38,19,315	15.47	PROMOTER
8	RELIANCE STRATEGIC INVESTMENTS LIMITED	14,87,160	0.31	PROMOTER GROUP
9	RELIANCE VENTURES LIMITED	4,61,520	0.10	PROMOTER GROUP
10	NETWORK18 MEDIA AND INVESTMENTS LIMITED	6,98,288	0.15	PROMOTER GROUP
11	LUCID SYSTEMS PRIVATE LIMITED	1,60,00,000	3.35	PROMOTER GROUP
12	ACCESS EQUITY PRIVATE LIMITED	22,800	0.00	PROMOTER GROUP
13	RELIANCE INDUSTRIES LIMITED*	-		PROMOTER GROUP
14	DIGITAL MEDIA DISTRIBUTION TRUST*	-		PROMOTER GROUP

(Handwritten signature)



15	RELIANCE CONTENT DISTRIBUTION LIMITED*	-		PROMOTER GROUP
16	RELIANCE INDUSTRIAL INVESTMENTS AND HOLDINGS LIMITED*	-		PROMOTER GROUP
	TOTAL	35,74,59,952	74.90	

Note: As per the disclosures furnished by the Promoter and Promoter Group under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011.

*These entities form part of Promoter Group of the Company, however currently they do not hold any share in the Company.



ANNEXURE 3

FIELD VI (b): SHAREHOLDING PATTERN - PUBLIC/OTHER THAN PROMOTERS

The following details are the bifurcation of shares held by others:

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Clearing Members	288374	0.06	0	0
2.	NBFC	800	0.00	0	0
3.	DNL Employees Welfare Trust	457931	0.10	0	0

Note:

1. Body Corporate in field VI(b) S. No. 9 includes 309 shares held in DEN Networks Limited-Unclaimed Shares Demat Suspense Account under Regulation 39 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The voting rights on the shares in the said Unclaimed Suspense Account shall remain frozen till the rightful owner claims the shares.
2. The shareholders holding the shares in more than one folio / demat account are counted as one shareholder for the purpose of field no.VI of MGT -7.



ANNEXURE 4

FIELD VI (C): DETAILS OF FOREIGN INSTITUTIONAL INVESTORS' (FIIs) HOLDING SHARES OF THE COMPANY

The following details for the said point are given separately as the Company is unable to capture the same in e-form:

Details of Foreign Institutional Investors (FIIS) holding shares of the Company:
29

Category "Foreign Institutional Investors" includes shares held by institutions under the category "Foreign Portfolio Investors":

S. No.	NAME OF THE FII	ADDRESS	NUMBER OF SHARES HELD	% OF SHARES HELD
1	ACACIA PARTNERS, LP	9 West 57th STREET SUITE 5000 NEW YORK NY	905821	0.19
2	ACACIA CONSERVATION FUND LP	9 West 57th STREET SUITE 5000 NEW YORK NY	841120	0.18
3	ACACIA INSTITUTIONAL PARTNERS, LP	9 West 57th Street Suite 5000 NEWYORK NY	776418	0.16
4	EMERGING CORE PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSIONS GROUP INC. (DFAIDG)	6300 BEE CAVE ROAD BUILDING ONE AUSTIN TEXAS 78746 USA	522042	0.11
5	DIMENSIONAL EMERGING MARKETS VALUE FUND	6300 BEE CAVE ROAD BUILDING ONE AUSTIN TEXAS 78746 USA	357048	0.07
6	ACACIA BANYAN PARTNERS	IFS COURT TWENTY EIGHT CYBERCITY	320252	0.07
7	THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY	6300 BEE CAVE ROAD BUILDING ONE AUSTIN TEXAS 78746 USA	277502	0.06



8	QUADRATURE CAPITAL VECTOR SP LIMITED	SUITE #7 GRAND PAVILION COMMERCIAL CENTRE 802 WEST BAY ROAD P.O. BOX 10250 GRAND CAYM	216428	0.05
9	EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF D FA INVESTMENT DIMENSIONS GROUP INC.	6300 BEE CAVE ROAD BUILDING ONE AUSTIN TEXAS 78746 USA	103396	0.02
10	METIS EQUITY TRUST	1201 MARKET STREET SUITE 1202 WILMINGTON DE	90758	0.02
11	ALASKA PERMANENT FUND	801 WEST 10TH STREET JUNEAU ALASKA	89303	0.02
12	CITY OF NEW YORK GROUP TRUST	ONE CENTRE STREET NEW YORK NY 10007 2341	78066	0.02
13	EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL F UNDS ICVC	20 TRITON STREET REGENTS PLACE LONDON NW1 3BF U K	74707	0.02
14	ACACIA II PARTNERS, LP	9 WEST 57TH STREET SUITE 5000 NEWYORK NY	64701	0.01
15	EMERGING MARKETS VALUE FUND OF DIMENSIONAL FUNDS P LC	25/28 NORTH WALL QUAY DUBLIN 1	53350	0.01
16	EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	6300 BEE CAVE ROAD BUILDING ONE	51088	0.01
17	AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKET S EQUITY ETF	4500 MAIN STREET KANSAS CITY MISSOURI	50404	0.01



18	GOVERNMENT PENSION FUND GLOBAL	BANKPLASSEN 2 P O BOX 1179 SENTRUM Oslo 0107	49795	0.01
19	WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	6300 BEE CAVE ROAD BUILDING ONE AUSTIN TEXAS 78746 USA	41201	0.01
20	EMERGING MARKETS EX CHINA CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	SUITE 820 7 ST. PAUL STREET BALTIMORE MARYLAND	40999	0.01
21	CITY OF LOS ANGELES FIRE AND POLICE PENSION PLAN	360 E SECOND STREET SUITE 600 LOS ANGELES CA	40078	0.01
22	DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND	25/28 NORTH WALL QUAY DUBLIN 1	37843	0.01
23	LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM	202 WEST FIRST STREET SUITE 500 LOS ANGELES CALIFORNIA	23701	0.00
24	UBS FUND MANAGEMENT (SWITZERLAND) AG ON BEHALF OF SIHL INSTITUTIONAL FUND - AKTIEN EMERGING MARKETS	AESCHENPLATZ 6	18193	0.00
25	CC&L Q GLOBAL EQUITY FUND	1111 WEST GEORGIA STREET SUITE 2300 VANCOUVER BRITISH COLUMBIA	14931	0.00
26	CC&L Q GLOBAL SMALL CAP EQUITY FUND	2300 1111 WEST GEORGIA STREET VANCOUVER BRITISH COLUMBIA	605	0.00



27	AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EME RGING MARKETS EQUITY ETF	4500 MAIN STREET KANSAS CITY MISSOURI	481	0.00
28	JOHN HANCOCK FUNDS II EMERGING MARKETS FUND	601 CONGRESS STREET BOSTON MA 02210 2805 USA	139	0.00
29	ELARA INDIA OPPORTUNITIES FUND LIMITED	4TH FLOOR 19 BANK STREET CYBERCITY EBENE	6	0.00
TOTAL:			5140376	1.08



FIELD IX: MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF BOARD OF DIRECTORS

(C) - COMMITTEE MEETINGS

The following details for the said point are given separately as the Company is unable to capture the same in e-form

S. No.	Type of Meeting	Date of Meeting	Total Number of Members as on the date of Meeting	Attendance	
				Number of Members attended	% of attendance
11	Risk Management Committee	15/07/2022	4	4	100
12	Risk Management Committee	09/01/2023	4	3	75



ANNEXURE 6

FIELD X: REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

NUMBER OF OTHER DIRECTORS WHOSE REMUNERATION DETAILS TO BE ENTERED

Remuneration details entered for Non-Executive Directors (including Independent Directors) denotes sitting fees paid to them for attending meetings.

Mr. Ajaya Chand and Mr. Atul Sharma completed their second term of office as Independent Directors of the Company on September 22, 2022 and accordingly, they ceased to be the Directors of the Company.

Mr. Achuthan Siddharth and Mr. Rahul Yogendra Dutt were appointed as the Independent Directors of the Company w.e.f. September 22, 2022.

