DEN NETWORKS LIMITED

ANNUAL REPORT 2019 - 2020

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Sameer Manchanda
DIN: 00015459
Chairman Managing Director

Ms. Archana Niranjan Hingorani
DIN: 00028037
Independent Director

Mr. Ajaya Chand
DIN: 02334456
Independent Director

Mr. Atul Sharma
DIN: 00308698
Independent Director

Mr. Rajendra Dwarkadas Hingwala
DIN: 00160602
Independent Director

Mr. Anuj Jain
DIN: 08351295
Non- Executive Director

Ms. Geeta Fulwadaya
DIN: 03341926
Non- Executive Director

Mr. Saurabh Sancheti
DIN: 08349457
Non- Executive Director

KEY MANGERIAL PERSONNEL

Mr. S. N. Sharma
Chief Executive Officer

Mr. Satyendra Jindal
Chief Financial Officer

Mr. Jatin Mahajan
Company Secretary & Compliance Officer

STATUTORY AUDITORS

M/s. Chaturvedi & Shah LLP
Statutory Auditors
714-715, Tulsiani Chambers, 212,
Nariman Point, Mumbai-400021

SECRETARIAL AUDITORS

M/s. NKJ & Associates
Secretarial Auditors
F-130, Ground Floor, Street No. 7,
Pandav Nagar, Delhi – 110091

COST AUDITORS

M/s. Ajay Kumar Singh & Co.
Cost Auditors
1/26, 2nd Floor Lalita Park
Laxmi Nagar Delhi-110092

BANKERS

HDFC Bank Limited
Standard Chartered Bank
ICICI Bank Limited
IDFC First Bank Limited
Kotak Mahindra Bank Limited

REGISTRAR & TRANSFER AGENT

KFin Technologies Private Limited
(formerly known as Karvy Fintech Private Limited)
Karvy Selenium Tower B,
Plot number 31 & 32, Financial District,
Nanakramguda, Serilingampally Mandal, Hyderabad – 500032
Landline: +91-40-23420815 Fax: +91-40 -23420814
Email: einward.ris@karvy.com

REGISTERED OFFICE

Unit No. 116, 1st Floor, C Wing, Bldg. No. 2, Kailas
Industrial Complex, L.B.S. Marg, Park Site, Vikhroli(West),
Mumbai-400079, Maharashtra
Landline: +91-22-61289999
Email: investorrelations@denonline.in

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HIGHLIGHTS

DEN is well equipped for Future Growth

DEN – Strong Foundation in place already

- > Decade CATV experience
- Strong Parent Support
- Experienced Management Team
- Operations in 13 States
- Content tie-up with major broadcasters
- Capex completed – Fibre >80%, no more subsidies on STB's/CPE's
- Best in class technology, Centralized NOC, CAS & SMS
- New Product offerings– OTT + HD + 4K
- LMO > 15000
- NTO Implementation
- Negative Net Debt
- Healthy Balance Sheet

Operational Parameters

- ₹ 8,130 Mn Subscription Income
- ₹ 12,915 Mn Revenue from Operation
- ₹ 2,113 Mn Operating EBITDA
- 16% Operating EBITDA
- ₹ (20,177) Mn Negative Net Debt
- ₹ 22,310 Mn Cash Reserves

BOARD'S REPORT

Dear Members,

The Board of Directors is pleased to present the Company's Thirteenth Annual Report and the Company's audited financial statements for the financial year ended March 31, 2020.

1. FINANCIAL RESULTS

The financial performance of the Company (Standalone and Consolidated) for the year ended March 31, 2020 is summarized below:

(₹ in million)

Particulars	Standalone		Consolidated	
	2019-20	2018-19	2019-20	2018-19
Revenue from operations	11,954.83	10,093.41	12,914.52	12,060.65
Profit/(loss) before interest, depreciation and exceptional items	3,213.07	1,325.37	3,873.27	2,290.37
Less: Interest	310.32	556.49	318.33	586.55
Depreciation and amortisation expenses	1,663.90	1,452.68	2,467.86	2,415.70
Exceptional items	-	1,507.00	-	2,111.00
Share of profit/ (loss) of Associates	-	-	11.26	(53.94)
Profit/(loss) for the year	**1,238.85**	**(2,190.80)**	**1,098.34**	**(2,876.82)**
Total tax expense (including Current tax and deferred tax)	375.85	-	511.96	128.68
Profit/(loss) after tax	**863.00**	**(2,190.80)**	**586.38**	**(3,005.50)**
Add: Other Comprehensive Income	(5.48)	9.15	(4.91)	13.57
Total Comprehensive Income for the year	**857.52**	**(2,181.65)**	**581.47**	**(2,991.93)**
Earning Per Share (in ₹) (Basic & Diluted)	**1.81**	**(9.19)**	**1.47**	**(11.63)**

2. Transfer to Reserve

The Board of Directors of the Company has not proposed to transfer 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 ₹ 11,954.83 million on standalone basis and ₹ 12,914.52 million on consolidated basis as compared to the last year's revenue of ₹ 10,093.41 million on standalone basis and ₹ 12,060.65 million on consolidated basis respectively. The Post-Tax Profit of your Company was ₹ 863.00 million on standalone basis and ₹ 586.38 million on consolidated basis as compared to the last year's Post Tax Loss of ₹ 2,190.80 million on standalone basis and ₹ 3,005.50 million on consolidated basis respectively.

4. Operational Highlights

A. Implementation of New TRAI Order

During the year, we have successfully migrated majority of the STBs from post-paid model to the pre-paid model under the new Tariff order, which has improved our revenue and collection processes. Additionally, this has resulted in better working capital management as the Company collects the subscription before rendering its services. Moreover, the content is now pass-through, because of which the increased content cost as per the new order possesses no challenge. Telecommunication (Broadcasting and Cable) Services (Eighth) (Addressable Systems) Tariff (Second Amendment) Order, 2020 notified by the Telecom Regulatory Authority (TRAI) on January 1, 2020 is currently subjudice.

B. Process Improvement

The Company has removed mundane and routine tasks, and replace them with a system that does not need much human interaction. Using atomization, we have improved our business processes, which has led to lower costs, motivated employees and happier customers. During the year, the Company also automated its banking process, allowing LCOs to generate e-agreements. Other process improvement initiatives include SAP process improvements, virtual account setup facilities, online collection tools such as CDM cards, Host-to-Host integration.

C. **Composite Scheme of Amalgamation and Arrangement**

During the year under review, the Board of Directors of the Company on recommendation of the Audit Committee, approved the Composite Scheme of Amalgamation and Arrangement between the Company, Hathway Cable and Datacom Limited (Hathway), TV18 Broadcast Limited (TV18), Network18 Media & Investments Limited (Network18), Media18 Distribution Services Limited (Media18), Web18 Digital Services Limited (Web18) and Digital18 Media Limited (Digital18) and their respective shareholders and creditors with appointed date February 1, 2020, under the applicable provisions of the Companies Act, 2013 ("the Act").

The Scheme *inter - alia* provides for amalgamation of the Company, TV18 and Hathway into Network18 and transfer of the cable, broadband and digital businesses by Network18 to it's 3 (three) separate wholly owned subsidiaries, namely Media18, Web18 and Digital18, respectively.

The said Scheme is *inter alia* subject to approval from shareholders and creditors of the companies which are party to the Scheme, approval of the BSE Limited, the National Stock Exchange of India Limited, the Securities and Exchange Board of India (SEBI), the Central Government, the Hon'ble National Company Law Tribunal, the Department of Telecommunication and any other appropriate authorities as may be required.

5. **Dividend**

The Board of Directors of the Company has not recommended any dividend on Equity Shares for the year under review.

The Dividend Distribution Policy of the Company is annexed herewith and marked as **Annexure A** to this Report and the same is put up on the Company's website and can be accessed at https://www.dennetworks.com/upload/code_conduct/Dividend-Distribution-Policy.pdf.

6. **Management's Discussion and Analysis Report**

Management's 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 ("Listing Regulations") is presented in a separate section, forming part of the Annual Report.

7. **Credit Rating**

The details of credit ratings are disclosed in the Corporate Governance Report, which forms part of the Annual report.

8. **Consolidated Financial Statement**

In accordance with the provisions of the Act and Listing Regulations 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.

9. **Change in Registered office of the Company**

The Registered Office of the Company is situated at New Delhi, in the National Capital Territory (NCT) of Delhi. The Board of Directors of your Company at its meeting held on February 17, 2020 has approved shifting of the Registered Office of the Company from the NCT of Delhi to the State of Maharashtra i.e. within the Jurisdiction of the Registrar of Companies, Maharashtra at Mumbai, subject to requisite approvals. The Shareholders of the Company through Postal Ballot dated March 27, 2020 have accorded their approval for shifting of the Registered Office as aforesaid.

10. **Employees' Stock Option Schemes**

The Company had adopted the DEN Employee Stock Option Scheme in 2010 and DEN Employee Stock Option Scheme-Plan B in 2014 ("DEN ESOP Schemes"). Since there were no outstanding options (whether vested or unvested) and the Company does not propose to grant any new stock options to its employees under DEN ESOP Schemes, the Board of Directors at its meeting held on February 17, 2020 gave its approval to discontinue DEN ESOP Schemes.

11. **Subsidiaries, Joint Ventures and Associate Companies**

During the year under review and till the date of this report, no company has become or ceased to be subsidiary, joint venture or associate 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 provided as **"Annexure B"** 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 put up on the Company's website and can be accessed at https://www.dennetworks.com/Investors. The financial statements of the subsidiaries, as required, are put up on the Company's website and can be accessed at https://www.dennetworks.com/Investors.

The Company has formulated a Policy for determining Material Subsidiaries and the same is placed on the Company's website at the link: https://www.dennetworks.com/upload/code_conduct/Policy%20on%20material%20subsidiary.pdf

12. **Secretarial Standards**

The Directors state that applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

13. **Directors' Responsibility Statement**

The Board of Directors state that:

a) in the preparation of the annual accounts for the year ended March 31, 2020, 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, 2020 and of the profit of the Company for the 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.

14. 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 SEBI.

The detailed Corporate Governance Report of the Company in pursuance of the Listing Regulations 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 Listing Regulations is attached to the Corporate Governance Report.

15. Business Responsibility Report

As stipulated under the Listing Regulations, the Business Responsibility Report (BRR) describing the initiatives taken by the Company from an environmental, social and governance perspective is attached as part of Annual Report.

16. 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.

Members may refer Note 33 to the Standalone Financial Statement which sets out related party disclosures pursuant to Ind AS/applicable accounting standards.

The Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions as approved by the Board is put up on the Company's website and can be accessed at https://www.dennetworks.com/upload/code_conduct/Related%20Party%20Transactions%20Policy-DEN.pdf

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

17. Corporate Social Responsibility (CSR)

The Corporate Social Responsibility Committee has formulated and recommended to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, which has been approved by the Board.

In terms of the CSR Policy, the focus areas of engagement shall be affordable healthcare solutions, access to quality education, promotion of sports, environmental sustainability and other need based initiatives.

The Company's average net profit for the three immediately preceding financial years was negative. Hence, in terms of the Act, during the year under review, the Company was not required to spend any amount on CSR activities.

The CSR Policy may be accessed on the Company's website at www.dennetworks.com/index.php/corporate-announcement#corporate-governance

18. Risk Management

The Company has in place Risk Management Committee which has established a robust Risk Management Policy and an adequate risk management infrastructure in place, capable of addressing all the risks that the organization faces such as financial, credit, market, liquidity, security, IT (cyber risk), legal, regulatory, reputational risks and such other risks.

The Risk Management Committee manages, monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Company's management systems, organisational structures, processes, standards, code of conduct and behaviors that governs how the Company conducts the business and manages associated risks.

19. Internal Financial Controls

The Company has 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.

20. Directors and Key Managerial Personnel

In accordance with the provisions of the Act and the Articles of Association of the Company, Shri. Anuj Jain (DIN: 08351295), Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment. The Board of Directors has recommended his re-appointment.

During the year, the Board of Directors of the Company has appointed Mr. Rajendra Dwarkadas Hingwala (DIN: 00160602) as an Additional Director, designated as an Independent Director of the Company for a period of 3 (three) consecutive years from December 21, 2019. Appointment of Shri Rajendra Dwarkadas Hingwala as an Independent Director of the Company was subsequently approved by the Shareholders of the Company through Postal Ballot on March 27, 2020.

In the opinion of the Board, Shri Rajendra Dwarkadas Hingwala carries rich experience in taxation and foreign investments matters and it is expected that the Company would be immensely benefited from the rich experience of Shri Hingwala.

The Company has received separate declarations from all Independent Directors of the Company, respectively confirming that

(i) they meet with the criteria of independence as prescribed under Section 149(6) of the Act and the Listing regulations and

(ii) they have registered their names in the Independent Directors' Databank.

The Company has devised, *inter alia*, the following Policies:

a) Policy for Selection of Directors and determining Directors' independence; and

b) Remuneration Policy for Directors, Key Managerial Personnel, Senior Management and other employees.

The aforesaid policies are put up on the Company's website at www.dennetworks.com/index.php/corporate-announcement#corporate-governance.

The Policy for selection of Directors and determining Directors' independence sets out the guiding principles for the Nomination and Remuneration Committee for identifying persons who are qualified to become Director and to determine the independence of Directors, in case of their appointment as Independent Directors of the Company. The Policy also provides for the factors in evaluating the suitability of individual Board members with diverse background and experience that are relevant for the Company's operations.

There has been no major change in the aforesaid policy during the year.

The Remuneration Policy for Directors, Key Managerial Personnel and other employees sets out the guiding principles for the Nomination and Remuneration Committee for recommending to the Board the remuneration of the Directors, Key Managerial Personnel and other employees. There has been no change in the policy during the current year.

21. Performance Evaluation

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

In accordance with the manner specified by the Nomination and Remuneration Committee, 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 Chairperson, 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 report on evaluation received from respective Committees. A consolidated report was shared with the Chairman of the Board for his review and giving feedback to each Director.

22. Auditors and Auditors' Report

A. Statutory Auditors

M/s. Chaturvedi & Shah LLP, Chartered Accountants (Firm Registration Number 101720W/W100355), were appointed as Auditors of the Company for a term of 5 (five) consecutive years, at the Annual General Meeting held on September 23, 2019. They have confirmed their eligibility and qualifications required under the Act for holding office as Auditors of the Company.

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

B. Secretarial Auditor

The Board of Directors of the Company had appointed M/s. NKJ & Associates, Company Secretaries, to conduct Secretarial Audit for the financial year 2019-20. The Secretarial Audit Report for the financial year ended March 31, 2020 is annexed herewith marked as **"Annexure C"** to this Report. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

C. Cost Auditor

The Board of Directors of the Company has appointed M/s. Ajay Kumar Singh & Company, Cost Accountants (Firm Registration no. 000386), as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year 2019-20 under Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014. Further, the Company has appointed M/s. Ajay Kumar Singh & Company, Cost Accountants, to conduct the audit of the cost records of the Company for the financial year 2020-21.

23. Disclosures

A. Meetings of the Board

During the financial year ended on March 31, 2020, 6 (Six) Board Meetings were held. Further, details of the meetings of the Board are given in the Corporate Governance Report, forming part of this report.

B. Audit Committee

The Audit Committee of the Company comprises Shri Ajaya Chand (Chairman), Shri Atul Sharma, Dr. (Ms.) Archana Niranjan Hingorani, Non-Executive Independent Directors and Shri Saurabh Sancheti, Non-Executive Director, as members. During the year, all the recommendations made by the Audit Committee were accepted by the Board.

C. Corporate Social Responsibility Committee

The Corporate Social Responsibility Committee comprises Shri Ajaya Chand, (Chairman), Dr. (Ms.) Archana Niranjan Hingorani, Non - Executive Independent Directors and Shri Sameer Manchanda, Executive Director as members.

D. Nomination and Remuneration Committee

The Nomination and Remuneration Committee of the Company comprises Shri Ajaya Chand (Chairman), Dr. (Ms.) Archana Niranjan Hingorani, Non-Executive Independent Directors, Shri Sameer Manchanda, Executive Director and Shri Saurabh Sancheti, Non-Executive Director, as members.

E. Stakeholders' Relationship Committee

The Stakeholders' Relationship Committee of the Company comprises Shri Ajaya Chand (Chairman), Dr. (Ms.) Archana Niranjan Hingorani, Non-Executive Independent Directors and Shri Sameer Manchanda, Executive Director, as Members.

F. Other Board Committees

In compliance with the provisions of the Act and Listing Regulations, the Board has constituted Risk Management Committee.

The details of the composition, dates of meetings, attendance and terms of reference of each of the Committees are disclosed in the Corporate Governance Report, which forms part of this report.

G. Particulars of loans given, investments made, guarantees given and securities provided

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilised by the recipient are provided in the Standalone Financial Statement (Please refer Note 44 to the Standalone Financial Statement).

H. Vigil Mechanism

The Vigil Mechanism of the Company also incorporates a 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 Vigil Mechanism and Whistle Blower Policy may be accessed on the Company's website at www.dennetworks.com/index.php/corporate-announcement#corporate-governance.

During the year under review, no protected disclosure concerning any reportable matter in accordance with the Vigil Mechanism and Whistle Blower Policy of the Company was received by the Company.

24. Prevention of Sexual Harassment at Work Place

As per 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 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

Pursuant to Section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014, relevant disclosure are given below:

i) Conservation of Energy:

The Company is not an energy intensive unit, hence alternate source of energy may not be feasible. However, regular efforts are made to conserve the energy. The Company evaluates the possibilities and various alternatives to reduce energy consumption. Further, use of low energy consuming LED lightings is being encouraged.

ii) Technology absorption:

The Company is conscious of implementation of latest technologies in key working areas. Technology is ever- changing and employees of the Company are made aware of the latest working techniques and technologies through workshops, group e-mails, and discussion sessions for optimum utilization of available resources and to improve operational efficiency. The Company is not engaged in manufacturing activities therefore, certain disclosures on technology absorption and conservation of energy etc. are not applicable.

During the year, there is no expenditure on Research and Development.

iii) Foreign Exchange Earnings and Outgo:

The summary of foreign exchange earnings and outgo are mentioned below:

		(₹ in million)
Foreign Exchange Earnings	: -	NIL
Foreign Exchange Outgo	: -	₹ 174.20

26. Annual Return

As required under Section 134(3)(a) of the Act, the Annual Return is put up on the Company's website and can be accessed at https://www.dennetworks.com/upload/annuallpdf/4727_001.pdf. Extracts of the Annual return in form MGT 9 for the FY 2019-20 can be accessed at https://www.dennetworks.com.

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 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 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 investorrelations@denonline.in

28. General

The Board of Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions or applicability on these items 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) to employees of the Company under any scheme save and except Employees' Stock Options Schemes referred to in this Report.

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) There has been no change in the nature of business of the Company

29. Acknowledgement

The Board of Directors would like to express their sincere appreciation for the assistance and co-operation received from the financial institutions, banks, Government authorities, business partners, customers, vendors and members during the year under review. The Board of Directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

For and on behalf of the Board of Directors

Sameer Manchanda
Chairman Managing Director
DIN: 00015459

Date: April 21, 2020
Place: Gurugram, Haryana

DIVIDEND DISTRIBUTION POLICY

This Policy aims to regulate the process of dividend declaration and its pay-out by the company in accordance with the provision of the Companies Act, 2013 ("the Act") read with applicable rules framed thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015, as may be in force for the time being.

OBJECTIVE

The objective of this Policy is to establish the parameters to be considered by the Board of Directors of the Company before declaring or recommending dividend.

CIRCUMSTANCES UNDER WHICH THE SHAREHOLDERS MAY OR MAY NOT EXPECT DIVIDEND

The Board of Directors of the Company, while declaring or recommending dividend shall ensure compliance with statutory requirements under applicable laws including the provisions of the Companies Act, 2013, Listing Regulations and applicable Standards. The Board of Directors, while determining the dividend to be declared or recommended shall take into consideration the advice of the executive management of the Company and the planned and further investments for growth apart from other parameters set out in this Policy.

The Board of Directors of the Company may not declare or recommend dividend for a particular period if it is of the view that it would be prudent to conserve capital for the then ongoing or planned business expansion or other factors which may be considered by the Board.

PARAMETERS TO BE CONSIDERED BEFORE RECOMMENDING DIVIDEND

The Board of Directors of the Company shall consider the following financial / internal parameters while declaring or recommending dividend to shareholders:

- Profits earned during the financial year
- Business Acquisitions
- Expansion/ Modernization of existing Business
- Retained Earnings
- Earnings outlook for next three to five years
- Expected future capital / liquidity requirements
- Any other relevant factors and material events

The Board of Directors of the Company shall consider the following external parameters while declaring or recommending dividend to Shareholders:

- Macro-economic environment - Significant changes in macro-economic environment materially affecting the businesses in which the Company is engaged in the geographies in which the Company operates
- Regulatory changes – Introduction of new regulatory requirements or material changes in existing taxation or regulatory requirements, which significantly affect the businesses in which the Company is engaged
- Statutory Restrictions- The Board will keep in mind the restrictions imposed by the Companies Act, 2013, as amended, with regard to declaration of dividend.

UTILISATION OF RETAINED EARNINGS

The Company shall endeavour to utilise the retained earnings in a manner which shall be beneficial to the interests of the Company and also its Shareholders.

The Company may utilize the retained earnings for making investments for future growth and expansion plans, for the purpose of generating higher returns for the shareholders or for any other specific purpose, as approved by the Board of Directors of the Company.

PARAMETERS THAT SHALL BE ADOPTED WITH REGARD TO VARIOUS CLASSES OF SHARES

The Company has issued only one class of shares viz. equity shares. Parameters for dividend payments in respect of any other class of shares will be as per the respective terms of issue and in accordance with the applicable regulations and will be determined, if and when the Company decides to issue other classes of shares.

CONFLICT IN POLICY

In the event of any conflict between this Policy and the provisions contained in the regulations, the regulations shall prevail.

REVIEW

The Board may, from time to time, make amendments to this Policy to the extent required due to change in applicable laws and regulations or as deemed fit on a review.

Annexure B

Salient Features of Financial Statements of Subsidiaries/ Associates/ Joint Ventures As Per Companies Act, 2013

(INR in Rs.)

S.No.	NAME OF THE SUBSIDIARY	DATE SINCE WHEN SUBSIDIARY WAS ACQUIRED	SHARE CAPITAL	RESERVE & SURPLUS	TOTAL ASSETS	TOTAL LIABILITIES	INVEST-MENTS	TURNOVER	PROFIT BEFORE TAXATION	PROVISION FOR TAXATION	PROFIT AFTER TAXATION	PROPOSED DIVIDEND	% OF SHARE-HOLD-ING^
1	DEN KRISHNA CABLE TV NETWORK LIMITED*	27-12-2007	9,58,550	3,42,80,800	4,76,10,993	1,23,71,643	-	5,23,03,120	28,95,956	-2,10,260	31,06,216	-	74%
2	DEN MAHENDRA SATELLITE PRIVATE LIMITED	27-12-2007	5,55,000	-1,52,410	51,38,932	47,36,342	-	45,22,590	4,15,040	2,40,710	1,74,330	-	60%
3	DEN PAWAN CABLE NETWORK LIMITED*	27-12-2007	6,83,380	-75,06,571	4,17,04,900	4,85,28,091	-	3,24,53,290	-1,04,90,040	-1,71,900	-1,03,18,140	-	63%
4	DEN HARSH MANN CABLE NETWORK LIMITED*	01-03-2008	5,40,500	-1,73,25,555	49,26,227	2,17,11,282	-	77,51,570	-39,07,265	6,55,140	-45,62,405	-	51%
5	DEN CLASSIC CABLE TV SERVICES PRIVATE LIMITED	01-05-2008	5,82,100	-1,46,690	25,80,780	21,45,370	-	1,25,39,050	84,38,930	1,70,990	82,67,940	-	100%
6	DEN BINDRA NETWORK PRIVATE LIMITED	01-07-2008	5,26,290	-15,83,097	18,57,828	29,14,636	-	46,25,591	-12,20,555	-1,54,704	-10,65,850	-	51%
7	DEN ASHU CABLE LIMITED*	22-08-2008	8,76,520	-91,42,515	3,37,11,798	4,19,77,793	-	3,09,44,895	-7,70,388	-7,52,216	-18,172	-	51%
8	"FUTURISTIC MEDIA AND ENTERTAINMENT PRIVATE LIMITED"	09-10-2007	1,16,10,280	59,47,25,680	1,30,76,49,592	70,13,13,632	6,39,75,646	1,22,08,96,670	8,88,22,770	76,83,420	8,11,39,350	-	100%
9	DEN DIGITAL CABLE NETWORK PRIVATE LIMITED	01-05-2008	5,91,000	1,32,87,220	5,80,77,611	4,41,99,391	-	6,98,59,970	-12,41,347	37,47,166	-49,88,513	-	88.6%
10	DEN SAYA CHANNEL NETWORK LIMITED*	30-06-2008	25,00,000	1,08,57,253	9,53,96,670	8,20,39,417	-	10,62,44,909	69,31,743	27,43,153	41,88,590	-	51%
11	DEN FACTION COMMUNICATION SYSTEM PRIVATE LIMITED	01-10-2008	5,77,500	-3,10,25,613	24,81,800	3,29,29,913	-	82,83,876	64,08,005	3,09,450	60,98,555	-	100%
12	RADIANT SATELLITE (INDIA) PRIVATE LIMITED	02-04-2008	15,00,000	-3,69,26,180	1,83,52,380	5,37,78,560	-	1,40,64,370	1,25,35,560	56,63,840	68,71,720	-	51%
13	DEN RADIANT SATELITE CABLE NETWORK PRIVATE LIMITED	02-04-2008	5,40,600	22,28,636	30,13,200	2,43,964	-	2,25,320	-1,57,350	-	-1,57,350	-	100%
14	MEERUT CABLE NETWORK PRIVATE LIMITED	01-12-2007	10,00,000	-97,79,915	2,10,24,022	2,98,03,937	-	1,35,47,590	-3,43,86,475	6,73,970	-3,50,60,445	-	51%
15	DEN CRYSTAL VISION NETWORK LIMITED*	27-12-2007	5,71,500	-22,35,977	12,03,150	28,67,627	-	54,25,083	12,62,162	7,31,128	5,31,034	-	100%
16	DEN MOD MAX CABLE NETWORK PRIVATE LIMITED	27-12-2007	5,15,650	-50,29,802	1,05,22,505	1,50,36,657	-	60,85,807	-35,64,349	-6,91,690	-28,72,660	-	51%
17	DEN BCN SUNCITY NETWORK LIMITED*	27-12-2007	5,36,700	29,10,578	1,39,81,061	1,05,33,783	-	87,57,770	-13,70,489	-2,67,585	-11,02,904	-	51%
18	DEN PRADEEP CABLE NETWORK PRIVATE LIMITED	01-02-2008	25,72,500	-59,74,080	15,84,200	49,85,780	-	55,55,010	53,43,690	1,02,000	52,41,690	-	100%
19	DEN PRINCE NETWORK LIMITED*	01-02-2008	5,36,960	-34,67,130	5,34,550	34,64,720	-	65,02,740	63,77,040	-	63,77,040	-	100%
20	DEN JAI AMBEY VISION CABLE PRIVATE LIMITED	05-04-2008	5,02,400	-34,26,650	22,61,550	51,85,800	-	20,41,090	19,65,860	1,33,350	18,32,510	-	100%
21	DEN VARUN CABLE NETWORK LIMITED*	07-01-2008	12,82,670	-3,04,658	12,97,596	3,19,584	-	9,56,295	1,52,978	1,03,700	49,278	-	51%
22	DEN AMAN ENTERTAINMENT PRIVATE LIMITED	01-10-2008	5,98,600	34,20,785	45,39,330	5,19,945	-	-	-58,31,610	3,55,280	-61,86,890	-	100%
23	DEN SATELLITE CABLE TV NETWORK PRIVATE LIMITED	01-04-2008	6,13,050	-2,42,30,141	23,54,351	2,59,71,442	-	-	-72,863	1,29,762	-2,02,625	-	51%
24	DEN F K CABLE TV NETWORK PRIVATE LIMITED	01-05-2008	11,40,110	9,59,08,533	17,67,89,668	7,97,41,025	-	12,82,18,004	-45,66,176	36,52,449	-82,18,625	-	51%
25	DEN BUDAUN CABLE NETWORK PRIVATE LIMITED	01-10-2008	7,27,700	1,07,011	11,27,240	2,92,529	-	6,03,211	5,33,622	38,800	4,94,822	-	51%
26	DEN AMBEY CABLE NETWORKS PRIVATE LIMITED	01-08-2008	7,51,450	57,99,06,025	1,02,13,63,320	44,07,05,844	-	1,02,69,95,340	-1,17,54,014	1,09,88,790	-2,27,42,804	-	61%
27	DEN KASHI CABLE NETWORK LIMITED*	01-03-2008	5,00,000	-2,41,59,929	1,69,30,395	4,05,90,324	39,00,000	86,10,950	63,16,700	4,94,410	58,22,290	-	51%
28	DEN ENJOY CABLE NETWORKS PRIVATE LIMITED	02-04-2008	1,74,50,020	58,94,68,925	94,10,66,274	33,41,47,329	1,00,08,800	64,64,82,020	34,62,890	1,29,93,330	-95,30,440	-	51%
29	DEN PRAYAG CABLE NETWORKS LIMITED*	01-02-2008	5,00,000	86,72,347	1,76,73,100	85,00,753	-	1,32,34,780	1,30,09,980	12,490	1,29,97,490	-	100%
30	DEN MAA SHARDA VISION CABLE NETWORKS LIMITED*	01-04-2008	7,58,330	79,30,227	2,06,33,979	1,19,45,422	-	90,46,840	-31,40,350	-2,85,510	-28,54,840	-	51%
31	DEN FATEH MARKETING PRIVATE LIMITED	09-04-2008	5,00,000	-3,89,14,970	1,17,08,750	5,01,23,720	-	17,51,820	-6,25,070	-	-6,25,070	-	51%
32	DEN ENJOY NAVARATAN NETWORK PRIVATE LIMITED	02-04-2008	6,08,200	11,34,00,620	21,07,99,014	9,67,90,194	-	13,06,58,780	1,12,94,300	38,32,700	74,61,600	-	51%
33	SHREE SIDHIVINAYAK CABLE NETWORK PRIVATE LIMITED	01-12-2007	5,00,000	-66,81,063	31,76,310	93,57,373	-	1,26,84,830	1,03,14,507	9,09,970	94,04,537	-	100%
34	DEN PATEL ENTERTAINMENT NETWORK PRIVATE LIMITED	01-02-2008	9,00,000	-4,63,463	50,60,076	46,23,539	-	2,64,43,540	57,62,860	10,15,370	47,47,490	-	51%
35	MAHADEV DEN CABLE NETWORK PRIVATE LIMITED	01-02-2008	9,00,000	-2,18,72,400	28,080	2,10,00,480	-	12,71,950	3,78,619	-16,230	3,94,849	-	51%
36	DEN MCN CABLE NETWORK LIMITED*	08-04-2008	10,99,200	-2,27,41,089	29,67,309	2,46,09,198	-	2,14,06,580	1,53,99,140	-13,33,291	1,67,32,431	-	100%
37	VICTOR CABLE TV NETWORK PRIVATE LIMITED	13-07-2011	59,01,960	-62,63,007	12,22,143	15,83,190	-	2,11,16,663	2,06,31,235	14,238	2,06,16,997	-	100%
38	DEN-MANORANJAN SATELLITE PRIVATE LIMITED	01-03-2008	7,00,000	5,22,66,869	24,21,95,619	18,92,28,750	-	22,44,81,761	-1,75,07,309	3,17,61,714	-4,92,69,023	-	51%
39	DEN NASHIK CITY CABLE NETWORK PRIVATE LIMITED	26-06-2008	5,00,000	-1,31,52,231	2,14,75,033	3,41,27,263	-	12,971	-1,72,197	-	-1,72,197	-	51%

S.No.	NAME OF THE SUBSIDIARY	DATE SINCE WHEN SUBSIDIARY WAS ACQUIRED	SHARE CAPITAL	RESERVE & SURPLUS	TOTAL ASSETS	TOTAL LIABILITIES	INVEST-MENTS	TURNOVER	PROFIT BEFORE TAXATION	PROVISION FOR TAXATION	PROFIT AFTER TAXATION	PROPOSED DIVIDEND	% OF SHARE-HOLD-ING^
40	DEN SUPREME SATELLITE VISION PRIVATE LIMITED	30-05-2008	5,97,090	86,88,216	2,18,80,574	1,25,95,268	-	1,74,85,971	-79,10,096	2,95,656	-82,05,752	-	51%
41	DEN MALAYALAM TELENET PRIVATE LIMITED	22-08-2008	1,19,26,810	-2,89,06,230	1,15,27,093	2,85,06,513	-	50,95,860	-75,08,120	-4,87,540	-70,20,580	-	51%
42	DEN MALABAR CABLE VISION PRIVATE LIMITED	30-04-2009	6,00,630	-12,53,260	29,23,320	35,75,950	-	68,26,030	57,95,970	7,65,000	50,30,970	-	51%
43	DEN ELGEE CABLE VISION PRIVATE LIMITED	10-06-2009	11,22,580	-16,07,330	29,30,910	34,15,660	-	72,12,410	-45,08,270	11,89,550	-56,97,820	-	100%
44	DEN RAJKOT CITY COMMUNICATION PRIVATE LIMITED	10-04-2009	1,13,060	-4,34,92,413	10,58,96,408	14,92,75,761	-	21,92,84,340	-5,20,21,020	46,33,430	-5,66,54,450	-	51%
45	FORTUNE (BARODA) NETWORK PRIVATE LIMITED	01-09-2008	10,00,000	-99,71,330	55,68,386	1,45,39,716	-	1,86,09,130	-10,26,850	-1,12,860	-9,13,990	-	51%
46	GALAXY DEN MEDIA & ENTERTAINMENT PRIVATE LIMITED	15-07-2009	5,00,000	-99,40,290	71,00,802	1,65,41,092	-	-	-2,98,773	4,00,809	-6,99,582	-	51%
47	BALI DEN CABLE NETWORK LIMITED*	01-09-2009	5,34,900	-17,41,302	77,44,384	89,50,786	-	72,50,691	-57,35,391	-8,78,253	-48,57,138	-	51%
48	MAHAVIR DEN ENTERTAINMENT PRIVATE LIMITED	01-09-2009	21,35,760	6,85,25,861	13,10,07,233	6,03,45,612	-	12,63,99,150	1,78,61,640	60,84,610	1,17,77,030	-	51%
49	DEN CITI CHANNEL PRIVATE LIMITED	16-09-2009	6,45,900	11,56,900	69,16,930	51,14,130	-	1,15,91,880	98,62,800	1,29,410	97,33,390	-	100%
50	AMOGH BROAD BAND SERVICES PRIVATE LIMITED	02-07-2008	50,000	-31,25,700	32,96,685	63,72,385	-	24,47,520	-27,52,710	4,040	-27,56,750	-	100%
51	KISHNA DEN CABLE NETWORKS PRIVATE LIMITED	01-11-2009	5,73,070	-61,52,731	16,66,520	72,46,181	-	-	-66,320	-	-66,320	-	51%
52	FAB DEN NETWORK LIMITED*	01-01-2010	21,35,810	48,41,026	3,07,17,884	2,37,41,048	-	4,18,42,390	-24,45,230	-5,44,450	-19,00,780	-	51%
53	UNITED CABLE NETWORK (DIGITAL) LIMITED*	01-04-2010	5,00,000	-17,11,518	44,205	12,55,723	-	32,03,833	14,83,482	4,77,894	10,05,588	-	100%
54	CAB-I-NET COMMUNICATIONS PRIVATE LIMITED	15-05-2010	2,00,00,000	-3,73,03,000	2,13,01,100	3,86,04,100	-	2,86,34,250	-1,54,84,950	2,50,940	-1,57,35,890	-	51%
55	DIVYA DRISHTI DEN CABLE NETWORK PRIVATE LIMITED	01-04-2010	7,40,250	-13,31,688	19,64,305	25,55,743	-	-	-69,270	-	-69,270	-	100%
56	DEN SAHYOG CABLE NETWORK LIMITED*	01-07-2010	5,00,000	-9,67,314	72,110	5,39,424	-	1,59,35,700	90,50,386	1,71,870	88,78,516	-	100%
57	DEN SARIGA COMMUNICATIONS PRIVATE LIMITED	15-05-2010	9,59,550	-14,64,960	8,19,470	13,24,880	-	34,37,730	32,07,910	-	32,07,910	-	100%
58	VBS DIGITAL DISTRIBUTION NETWORK PRIVATE LIMITED	05-01-2018	9,89,180	1,59,93,584	7,38,26,637	5,68,43,874	-	7,83,57,480	1,13,91,380	34,62,250	79,29,130	-	51%
59	DEN KATTAKADA TELECASTING AND CABLE SERVICES LIMITED*	23-09-2010	9,95,580	-31,06,800	1,28,520	22,39,740	-	2,28,95,020	2,22,87,980	-	2,22,87,980	-	100%
60	DEN A.F. COMMUNICATION PRIVATE LIMITED	01-12-2010	9,59,430	-15,38,747	2,38,720	8,18,037	-	40,71,606	15,09,123	-55,698	15,64,821	-	100%
61	BIG DEN ENTERTAINMENT PRIVATE LIMITED	01-02-2011	6,00,390	46,04,609	53,58,979	1,53,980	-	-	-91,721	-	-91,721	-	100%
62	SREE GOKULAM STARNET COMMUNICATION PRIVATE LIMITED	24-01-2011	1,00,000	-1,71,60,290	5,000	1,70,65,290	-	32,290	-7,00,460	-	-7,00,460	-	100%
63	FUN CABLE NETWORK PRIVATE LIMITED	01-04-2014	5,00,000	-86,64,787	2,64,950	84,29,736	-	55,92,363	55,36,489	57,433	54,79,056	-	100%
64	DEN STEEL CITY CABLE NETWORK PRIVATE LIMITED	01-07-2011	6,01,600	-26,13,068	25,31,754	45,43,222	-	66,02,315	64,44,296	-	64,44,296	-	100%
65	SANMATI DEN CABLE TV NETWORK PRIVATE LIMITED	25-08-2011	5,52,400	-1,05,24,317	4,14,155	1,03,86,072	-	-	-2,27,193	-	-2,27,193	-	100%
66	CRYSTAL VISION MEDIA PRIVATE LIMITED	01-12-2010	5,00,000	2,16,45,881	7,11,98,214	4,90,52,332	-	8,25,18,100	-1,37,26,490	-16,92,580	-1,20,33,910	-	51%
67	MULTI CHANNEL CABLE NETWORK PRIVATE LIMITED	01-09-2011	5,55,560	-35,03,857	10,35,704	39,84,001	-	2,02,83,367	1,99,93,841	-	1,99,93,841	-	100%
68	DRASHTI CABLE NETWORK PRIVATE LIMITED	01-04-2008	5,35,700	-1,65,01,790	19,26,500	1,78,92,590	-	15,63,170	-6,23,573	50,794	-6,74,367	-	82.9%
69	GEMINI CABLE NETWORK PRIVATE LIMITED	26-07-2011	10,00,000	-7,76,30,494	3,74,44,549	11,40,75,043	-	2,85,42,730	-83,84,920	12,35,490	-96,20,410	-	51%
70	DEN ENJOY SBNM CABLE NETWORK PRIVATE LIMITED	05-07-2012	13,50,000	-23,17,410	34,49,850	44,17,260	-	-	-59,712	-	-59,712	-	51%
71	AMBIKA DEN CABLE NETWORK PRIVATE LIMITED	01-07-2011	6,42,860	-1,32,690	7,85,280	2,75,110	-	1,620	-1,18,190	-570	-1,17,620	-	100%
72	MULTI STAR CABLE NETWORK LIMITED*	01-10-2011	6,70,000	-6,48,180	56,830	35,010	-	80,47,240	51,13,260	26,580	50,86,680	-	100%
73	DEN VM MAGIC ENTERTAINMENT LIMITED*	01-10-2011	5,00,000	18,10,231	23,32,041	21,810	-	32,98,790	32,46,270	-	32,46,270	-	100%
74	ANTIQUE COMMUNICATIONS PRIVATE LIMITED	05-12-2011	5,71,500	-18,50,115	2,26,424	15,05,039	-	27,03,797	18,53,183	-	18,53,183	-	100%
75	BHADOHI DEN ENTERTAINMENT PRIVATE LIMITED	05-12-2011	6,71,110	-3,78,345	23,42,340	20,49,575	-	-	-55,670	-	-55,670	-	51%
76	SANMATI ENTERTAINMENT PRIVATE LIMITED	26-12-2011	6,02,390	-25,92,840	6,55,670	26,46,120	-	33,71,930	32,99,520	-	32,99,520	-	100%
77	DISK CABLE NETWORK PRIVATE LIMITED	06-01-2012	16,57,910	62,73,880	81,20,050	1,88,260	80,00,000	-	-57,380	-	-57,380	-	51%
78	SILVERLINE TELEVISION NETWORK LIMITED*	29-03-2012	7,50,000	11,99,998	1,44,95,712	1,25,45,714	-	81,363	-69,01,156	7,234	-69,08,390	-	51%
79	EMINENT CABLE NETWORK PRIVATE LIMITED	21-06-2012	11,04,630	23,26,65,556	41,75,07,340	18,37,37,154	73,78,780	34,74,33,430	4,49,95,472	1,65,56,480	2,84,38,992	-	56%
80	TRIDENT ENTERTAINMENT PRIVATE LIMITED	04-09-2012	5,00,000	-50,01,920	8,75,795	53,77,715	-	72,84,704	71,27,620	1,70,933	69,56,687	-	100%
81	ROSE ENTERTAINMENT PRIVATE LIMITED	19-10-2012	77,50,000	-4,52,410	1,70,09,555	97,11,965	-	1,18,84,200	-30,74,180	-2,85,740	-27,88,440	-	51%
82	BLOSSOM ENTERTAINMENT PRIVATE LIMITED	01-11-2012	5,00,000	-23,76,606	3,43,237	22,19,842	-	10,64,722	8,91,225	-	8,91,225	-	100%
83	EKTA ENTERTAINMENT NETWORK PRIVATE LIMITED	15-06-2012	11,95,750	1,71,35,849	3,81,40,674	1,98,09,075	-	5,24,10,670	1,51,930	14,01,050	-12,49,120	-	51%
84	DEVINE CABLE NETWORK PRIVATE LIMITED	05-09-2012	5,33,130	-11,41,787	64,852	6,73,509	-	2,02,432	73,086	-	73,086	-	100%

S.No.	NAME OF THE SUBSIDIARY	DATE SINCE WHEN SUBSIDIARY WAS ACQUIRED	SHARE CAPITAL	RESERVE & SURPLUS	TOTAL ASSETS	TOTAL LIABILITIES	INVEST-MENTS	TURNOVER	PROFIT BEFORE TAXATION	PROVISION FOR TAXATION	PROFIT AFTER TAXATION	PROPOSED DIVIDEND	% OF SHARE-HOLD-ING^
85	NECTAR ENTERTAINMENT PRIVATE LIMITED	04-09-2012	5,94,350	-26,48,714	42,622	20,96,986	-	52,24,042	51,29,822	-	51,29,822	-	100%
86	DEN STN TELEVISION NETWORK PRIVATE LIMITED	01-08-2012	18,00,000	15,89,675	34,36,205	46,530	-	81,48,520	80,82,180	-	80,82,180	-	51%
87	MULTITRACK CABLE NETWORK PRIVATE LIMITED	01-11-2012	27,95,000	-21,82,020	19,22,500	13,09,520	-	20,75,310	19,79,200	2,09,830	17,69,370	-	51%
88	GLIMPSE COMMUNICATIONS PRIVATE LIMITED	16-11-2012	1,00,000	-21,03,794	6,44,873	26,48,667	-	-	-94,653	-	-94,653	-	100%
89	INDRADHANUSH CABLE NETWORK PRIVATE LIMITED	22-12-2012	5,00,000	-72,27,964	1,54,509	68,82,473	-	1,00,55,977	99,45,951	-	99,45,951	-	100%
90	ADHUNIK CABLE NETWORK LIMITED*	16-11-2012	5,00,000	-24,86,669	40,866	20,27,535	-	28,94,415	27,81,417	-	27,81,417	-	100%
91	LIBRA CABLE NETWORK LIMITED*	01-02-2013	29,36,760	3,39,12,542	8,17,74,398	4,49,25,096	-	7,53,46,347	-1,70,47,806	-18,08,019	-1,52,39,787	-	51%
92	SRISHTI DEN NETWORKS LIMITED*	16-05-2012	5,00,000	-1,75,65,678	5,58,32,100	7,28,97,778	-	5,26,34,270	-52,94,840	5,650	-53,00,490	-	51%
93	MAITRI CABLE NETWORK PRIVATE LIMITED	01-01-2014	9,00,000	-3,91,766	14,05,937	8,97,703	-	31,98,564	31,28,266	-	31,28,266	-	51%
94	MOUNTAIN CABLE NETWORK LIMITED*	17-10-2013	10,00,000	-4,06,286	8,19,864	2,26,150	-	34,90,180	34,19,730	-	34,19,730	-	100%
95	MANSION CABLE NETWORK PRIVATE LIMITED	03-04-2013	5,14,47,900	11,69,53,028	39,80,41,687	22,96,40,759	-	41,44,17,235	2,74,75,016	1,08,45,250	1,66,29,766	-	66%
96	DEN DISCOVERY DIGITAL NETWORKS PRIVATE LIMITED	01-04-2013	3,66,420	37,98,795	16,47,97,753	16,06,32,538	-	19,63,28,932	-42,03,682	1,07,30,479	-1,49,34,161	-	51%
97	JHANKAR CABLE NETWORK PRIVATE LIMITED	17-07-2013	25,00,000	-82,32,916	14,96,277	72,29,193	-	57,26,662	56,88,830	-	56,88,830	-	100%
98	DEN PREMIUM MULTILINK CABLE NETWORK PRIVATE LIMITED	01-07-2013	1,00,000	-64,81,094	22,41,69,803	23,05,50,897	25,000	32,61,51,216	-3,99,04,871	-22,46,729	-3,76,58,143	-	51%
99	ANGEL CABLE NETWORK PRIVATE LIMITED	17-10-2013	10,00,000	9,90,236	51,34,660	31,44,424	-	-	-64,250	-	-64,250	-	100%
100	DESIRE CABLE NETWORK LIMITED*	01-02-2014	14,25,000	-14,41,790	53,364	70,154	-	42,73,400	42,07,320	30,140	41,77,180	-	100%
101	MARBLE CABLE NETWORK PRIVATE LIMITED	01-02-2014	19,29,610	-43,57,134	2,13,149	26,40,673	-	7,37,696	6,77,619	-	6,77,619	-	100%
102	AUGMENT CABLE NETWORK PRIVATE LIMITED	01-02-2014	10,00,000	-13,86,779	3,38,850	7,25,629	-	-	-69,192	-	-69,192	-	100%
103	ABC CABLE NETWORK PRIVATE LIMITED	01-01-2014	11,04,470	-27,58,260	18,89,930	35,43,720	-	-	-1,10,090	-	-1,10,090	-	100%
104	DEN BROADBAND PRIVATE LIMITED	25-04-2013	5,37,15,550	30,39,00,000	80,73,40,000	44,97,29,300	-	70,91,20,000	-20,31,30,000	-	-20,31,30,000	-	100%
105	DEN ADN NETWORK PRIVATE LIMITED	27-07-2012	3,80,00,000	3,20,07,804	33,25,71,581	26,25,63,777	-	21,98,33,970	-1,80,44,989	-15,95,019	-1,64,49,970	-	51%
106	CCN DEN NETWORK PRIVATE LIMITED	27-07-2012	4,00,00,000	-25,80,52,478	64,54,33,607	86,34,86,085		28,66,33,423	-7,10,77,950		-7,10,77,950	-	51%

* The status of the Company has been changed from Private Limited company to Public Limited company, accordingly, the word "Private" has been removed from its name.

^ Representing aggregate % of voting power held by the Company and/or its subsidiaries.

The above statement also indicates performance and financial position of each of the subsidiaries.

Name of the subsidiary which is yet to commence operations - NIL

Part "B": ASSOCIATES AND JOINT VENTURES

"Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures"

S.No.	Name of Associates/Joint Ventures	"Date on which the Associate or Joint Venture was associated or acquired"	Latest Audited Balance Sheet Date	Shares of Associate or Joint Ventures held by the company on the year end			Description of how there is significant influence	" Networth attributable to shareholding as per latest audited Balance Sheet "	" Profit/Loss for the year "		Reason why the associate/joint venture is not consolidated
				No.	Amount of Investment in Associates or Joint Venture	% of Share-holding*			Considered in Consolidation	Not Considered in Consolidation	
1	DEN SATELLITE NETWORK PRIVATE LIMITED	31-12-2009	31-03-2020	50,295	46,15,81,920	50%	Due to percentage(%) of voting power	34,38,45,905	72,32,405	-	-

* Representing aggregate % of voting power held by the Company.

The above statement also indicates performance and financial position of each of the associates/ joint ventures.

Note: DEN SATELLITE NETWORK PRIVATE LIMITED has shareholding in the following companies:

S. No.	Name of Company
1	DEN NEW BROAD COMMUNICATION PRIVATE LIMITED
2	KONARK IP DOSSIERS PRIVATE LIMITED
3	DEN ABC CABLE NETWORKS AMBARNATH PRIVATE LIMITED

Annexure C

Form No. MR-3

[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]

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2020

To,

The Members,
Den Networks Limited
236, Okhla Industrial Area,
Phase-III, New Delhi-110020

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2020 **('Audit Period')** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2020 according to the provisions of:

i. The Companies Act, 2013, the Companies Act, 1956 (the Act) and the rules made thereunder;

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

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act"):-

   a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

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

   c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (including erstwhile regulation);

   d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

   e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (**Not Applicable to the Company during the Audit Period)**

   f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client to the extent of securities issued;

   g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not Applicable to the Company during the Audit Period);**

   h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not Applicable to the Company during the Audit Period)** and

   i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

i. Secretarial Standards issued by The Institute of Company Secretaries of India; and

ii. The Listing Agreements entered into by the Company with the Stock Exchanges.

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

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 law applicable specifically to the Company:-

a. Cable Television Network (Regulation) Act, 1995 and rules framed thereunder.

We further report that

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

Adequate notice is given to all directors to schedule the Board Meetings, except where consent of Directors was received for scheduling meeting at a shorter notice, agenda and detailed notes on agenda were sent at least seven days in advance.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. All decisions at Board Meeting and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

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 audit period:-

a. the Board of Directors of the Company at their meeting held on February 17, 2020 had approved Composite Scheme of Amalgamation and Arrangement between the DEN Networks Limited ("Company"), Network18 Media & Investments Limited, Hathway Cable & Datacom Limited, TV18 Broadcast Limited, Media18 Distribution Services Limited, Web18 Digital Services Limited and Digital18 Media Limited and their respective shareholders and creditors ("Scheme"). The Appointed date for the Scheme is February 01, 2020, while effectiveness of the Scheme is inter alia conditional upon and subject to requisite approval by the Hon'ble National Company Law Tribunal (NCLT) and other statutory authorities as per the scheme; and

b. the Board of Directors of the Company at their meeting held on February 17, 2020 had approved shifting the registered office of the Company from NCT of Delhi & Haryana to the State of Maharashtra which was subsequently approved by the shareholders through Postal Ballot on March 27, 2020 subject to confirmation by the Central Government/ Regional Director.

Place: New Delhi
Date: April 21, 2020

For **NKJ & Associates**
Company Secretaries

Neelesh Kr. Jain
FCS No. : 5593
C P No. : 5233
UDIN:F005593B000219752

BUSINESS RESPONSIBILITY REPORT

INTRODUCTION

DEN Networks Limited (DEN) is one of India's largest Multi System Operator providing cable services with presence in 13 States.

Our bouquet of products is designed to deliver value to customers and other stakeholders across the Cable business, which continued to post exciting growth and expansion to notch many more milestones of success during Financial Year 2019 -20.

It is our aim to provide the best service and experience to our customers through cable services offerings. In doing so, we also aim to be an organization that is conscious of our environmental and social impact. The Company is well positioned to benefit from the robust growth of the Media and Entertainment Industry through its unique presence in cable sector.

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1. **Corporate Identity Number (CIN) of the Company** : L92490DL2007PLC165673
2. **Name of the Company** : Den Networks Limited
3. **Registered address** : 236, Okhla Industrial Area, Phase III, New Delhi - 110020
4. **Website** : www.dennetworks.com
5. **E-mail id** : investorrelations@denonline.in
6. **Financial Year reported** : 2019-2020
7. **Sector(s) that the Company is engaged in (industrial activity code-wise):**
   Distribution of Cable services-NIC Code of the Product /service (As per 2008) - 602
8. **List three key products/services that the Company manufactures/provides (as in balance sheet):**
   The Company primarily earns revenue from distribution of Cable Services.
9. **Total number of locations where business activity is undertaken by the Company:**
   The Company is offering distribution of Cable services in 13 key states across India.
10. **Markets served by the Company – Local/State/National/International:**
    The Company has a strong presence in 13 key States across India. It is not present in any International market.

SECTION B: FINANCIAL DETAILS OF THE COMPANY

1	Paid-up Capital (INR)	477.22 crore
2	Total Turnover (INR)	1195.48 crore
3	Total profit after taxes (INR)	86.30 crore
4	Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)	NIL[1]
5	List of activities in which expenditure in 4 above has been incurred	Not Applicable

SECTION C: OTHER DETAILS

1. Does the Company have any Subsidiary Company/Companies?

   Yes, the Company has subsidiaries as defined under section 2 (87) of the Companies Act, 2013.

2. Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s):

   The Company encourages participation of its subsidiary companies in its group wide Business Responsibility (BR) initiatives. As a responsible corporate citizen, the Company promotes sustainable and inclusive development.

3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]:

   The Company complies with the provisions of BR independently which does not include BR initiatives of any third-party entity/entities like supplier, distributors, agencies, etc. As the Company matures in this sphere, it will also encourage its supply chain partners to partake in such activities.

[1] Owing to losses in the relevant years, the Company was not required to spend money on CSR as per the provisions of the Companies Act, 2013.

SECTION D: BR INFORMATION

1. **Details of Director/Directors responsible for BR:**

a) **Details of the Director/Directors responsible for implementation of the BR policy/policies:**

The Corporate Social Responsibility Committee ("CSR Committee") of the Board of Directors is responsible for implementation of BR policies of the Company. The members of CSR Committee are:

Name	DIN Number	Designation	
Mr. Ajay Chand	02334456	Non Executive Independent Director	Chairman
Dr. Archana Niranjan Hingorani	00028037	Non Executive Independent Director	Member
Mr. Sameer Manchanda	00015459	Managing Director	Member

b) **Details of the BR Head:**

As mentioned in the table above, the CSR Committee is chaired by Mr. Ajay Chandand his details are given below:

Sr. No.	Particulars	Details
1.	DIN Number (if applicable)	02334456
2.	Name	Mr. Ajaya Chand
3.	Designation	Non-Executive Independent Director
4.	Telephone number	(022) 40542500
5.	E-mail id	ajayachand55@gmail.com

2. **Principle-wise (as per NVGs) BR Policy/policies (Reply in Y/N):**

P1 - Businesses should conduct and govern themselves with Ethics, Transparency and Accountability;

P2 - Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle;

P3 - Businesses should promote the wellbeing of all employees;

P4 - Businesses should respect the interests of, and be responsive to the needs of all stakeholders, especially those who are disadvantage vulnerable, and marginalized;

P5 - Businesses should respect and promote human rights;

P6 - Businesses should respect, protect, and make efforts to restore the environment;

P7 - Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner;

P8 - Businesses should support inclusive growth and equitable development;

P9 - Businesses should engage with and provide value to their customers and consumers in a responsible manner;

a) **Details of Compliance (Reply Yes/No):**

Particulars	P1	P2	P3	P4	P5	P6	P7	P8	P9
Do you have policy/policies for....	Y	Y	Y	Y	Y	Y	Y	Y	Y
Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
Does the policy conform to any national /international standards? If yes, specify? (50 words)	Y*	Y*	Y*	Y*	Y*	Y*	Y*	Y*	Y*
Has the policy been approved by the Board? Is yes, has it been signed by MD/owner/CEO/appropriate Board Director?	Y	Y	Y	Y	Y	Y	Y	Y	Y
Does the company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
Indicate the link for the policy to be viewed online?	Y+	Y+	Y+	Y+	Y+	Y+	Y+	Y+	Y+
Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y

Does the company have in-house structure to implement the policy/policies	Y	Y	Y	Y	Y	Y	Y	Y	Y
Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
Has the company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	Y**	Y**	Y**	Y**	Y**	Y**	Y**	Y**	Y**

(*) – The policies have been developed on the lines of the 'National Voluntary Guidelines on Social, Environmental, and Economic responsibilities of businesses' established by the Ministry of Corporate Affairs, Government of India in 2011.

(+) – All the policies are available internally. For more details, please contact at investorrelations@denonline.in

(**) - The policies are currently evaluated internally and would be subjected to external audits as applicable.

b) If answer to Sr. No. 1 against any principle, is 'No', please explain why: (Tick up to 2 options):

Sr. No.	Particulars	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	The company has not understood the Principles	NOT APPLICABLE								
2	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles									
3	The company does not have financial or manpower resources available for the task									
4	It is planned to be done within next 6 months									
5	It is planned to be done within the next 1 year									
6	Any other reason (please specify)									

3. Governance related to BR:

a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO meet to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year.

The CEO meet to assess the Company's BR performance on annual basis.

b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

The Company publishes a BR Report which is displayed annually on the website of the Company i.e. www.dennetworks.com and the link of the same is provided in the Annual Report.

SECTION E: PRINCIPLE-WISE PERFORMANCE

Principle 1 : Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

The Company has always believed in doing business ethically and in a transparent manner, which is anchored on the values of trusteeship, transparency, ethical corporate citizenship, empowerment, control and accountability. The Company follows a Code of Conduct with an underlying belief of conducting business in an ethical manner. Our philosophy is to conduct business with high ethical standards and professionalism in our dealings with all the stakeholders that include employees, customers, suppliers and the government.The Directors and senior management personnel are required to reaffirm their compliance to the code, acknowledge and execute an understanding of the Code of Conduct on an annual basis.

The Compliance Officer of the Company is available to answer questions/queries and provide assistance to the Directors and senior management personnel in complying with the Code of Conduct of the Company.

1. Does the policy relating to ethics, bribery and corruption cover only the company? Yes/No. Does it extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?

The Code of Conduct of the Company provides guidelines on ethics, bribery and corruption. It is binding on all employees, Directors and senior management personnel. The code covers various aspects of responsible behavior.

Our Code of Conduct for Business Associates, which include suppliers, vendors and joint ventures, provides similar guidance for our external business partners.

2. **How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.**

The Company has a thorough internal and external redressal mechanism as it has a significant bearing on the stakeholders and the organization.

The Stakeholder's Relationship Committee comprising of Mr. Ajaya Chand, Dr. Archana Niranjan Hingorani and Mr. Sameer Manchanda diligently considers and resolves the grievances of security holders of the Company related to transfer of shares etc.The Company has provided exclusive email id to its Shareholders to write their grievances to investorrelations@denonline.in. During the year, the Stakeholder's Relationship Committee received five complaints and the same were resolved satisfactorily.

The Company, through its formulated Whistle Blower Policy, regulates the redressal mechanism for employees.

Principle 2 : Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

Our Distribution of Cable services to the masses allows us to create positive impacton the society.The services we offer are secure and continual to the end users. Through our innovative approach, we have launched several technology initiatives that are in line with the Digital India initiative of the Government of India and the services provided contribute to sustainability throughout their life cycle. Moreover, the Company ensures to implement compliance with relevant laws on ethical competition, non-discriminatory policies and practices at work, prohibition of child labour, safe working conditions and accuracy of Company records, among others.

1. **List upto 3 products or services whose design has incorporated social or environmental concerns, risks, and/or opportunities.**

The Company meticulously follows the applicable regulations/guidelines issued from time to time by Department of Telecommunication, Ministry of Information and Broadcasting (MIB), Telecom Regulatory Authority of India (TRAI) in rendering its services.

We have continued to strengthen our portfolio through new collaborations. We have also reinforced our backend system with the latest hardware and software to enhance our technical abilities and serve our customers to their fullest satisfaction. Our efforts to bring various content providers within the ambit of our DAS license also promises to open new avenues for growth.

We have designed and developed special user/customer education program and separate uploads that take care of social and environmental concerns and possible risks and opportunities, cost saving due to use of new, updated technology and higher speed.

2. **For each product, provide the following details in respect of resources (energy, water, raw material etc.) per unit of product.**

Considering the nature of business, the Company, which is service oriented, is not subject to consumption of utilities at a large scale and hence the details on resource usage are not applicable.

3. **Does the company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your input was sourced sustainably?**

Digital connectivity is becoming integral to economic and social development. Over the years, the Company through distribution of cable services has served as a catalyst to bridge the digital divide. Its robust network and far reaching distribution have helped in strengthening the entire process. Besides, the Company is constantly expanding its bouquet of services and enhancing its communication technologies to make positive impact on the communities it works with. Further, the Company has been seeking vendor commitments to good sustainability practices before registering them on board.

The Company also maintains healthy relationship with its content providers, vendors and other suppliers. We also confirm safe working conditions, prevention of child labour, business ethics and general house-keeping by the vendor.

4. **Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work?**

The Company is engaged in the business of distribution of Cable Services. The Company supports the new entrants in the business as well the regional players by distribution their network services. Towards the encouragement and development of semi-skilled/skilled work force in the country. Additionally, the Company encourages local talent in production of contents for its television channels.

5. **Does the company have mechanism to recycle products and waste? If yes, what is the percentage of recycling waste and products?**

As a Company, we are aware of the responsible use of finite natural resourcesand hence have a focused approach to manage the waste generated by our operations. The intrinsic aspect of the Company's environmental commitment towards recycling and environmentally safe disposal of waste is non-negotiable. In this regard, the scrap and waste generated wherever possible is channelized to recycler(s), dismantler(s). Being in service industry, our disposal of waste, recycling product and waste is limited to the distribution equipment we use for providing the distribution of cable services.

The waste generated by us is mainly from our cabling activities. We generate waste in the form of:

- Co-axial cables
- Equipment enclosures
- Electronic waste, etc.

Wherever possible, we recycle or upcycle certain materials like cables and enclosures which can be used in other locations. Further, the Company continues to take initiatives to minimize waste that is generated by its operations. This will ensure end-to-end traceability and recycling of both physical waste and e-waste.

Principle 3 : Businesses should promote the well-being of all employees

The Company considers human resources as the most valuable asset and essential for persistent growth of business and strives to create shared values through inclusive growth, bringing out a measurable change in the lives of its employees and communities. The Company believes that a healthy working environment founded on the principles of empathy and symbiosis can unleash the full potential of the employees. Over the years, the Company has steadily built a culture of empowerment and providing appropriate opportunities to support its employees' aspirations. The Company aims to create a working environment that is supportive of employees' personal lives, while meeting the business needs of the Company.

Our workforce

1. **Please indicate the Total number of employees.**

   As on 31st March, 2020, the total number of employees stands at 491.

2. **Please indicate the Total number of employees hired on temporary/contractual/casual basis.**

   As on 31st March, 2020, the total number of employees hired on contractual basis is 422.

3. **Please indicate the Number of permanent women employees.**

   As on 31st March, 2020, the total number of permanent women employees is 25.

4. **Please indicate the Number of permanent employees with disabilities.**

   As on 31st March, 2020, there is no employee with disabilities.

5. **Do you have an employee association that is recognized by management?**

   There is no employee association that is recognized by the management.

6. **What percentage of your permanent employees are members of this recognized employee association?**

   Not applicable

7. **Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.**

   We have effective policies in place like the Prevention of Sexual Harassment Policy which provides awareness to employees on acceptable behavior at the workplace. The policy also provides the detailed procedure for complaining about actions in non-compliance with the policy.

   The effectiveness of our policies is indicated by the following table which shows no complaints received in the reporting year.

Sr. No.	Category	No. of Complaints filed during the financial year	No. of complaints pending as on end of this financial year
1.	Child labour/forced labour/involuntary labour	Nil	Nil
2.	Sexual harassment	Nil	Nil
3.	Discriminatory employment	Nil	Nil

8. **What percentage of employees was given safety & skill up-gradation training in the last year?**

   The Company organizes various training sessions in-house to facilitate upgradation of skill of employees handling relevant functions, basic fire and safety training. These training are generally attended by majority of employees.

Principle 4 : Businesses should respect the interests of, and be responsive to the needs of all stakeholders, especially those who are disadvantaged, vulnerable, and marginalized.

The Company actively engages with stakeholders not only to understand and address their key issues but also engages much beyond its own operations to bring transformational change. Stakeholder engagement and partnership is essential to grow the business of the Company. Depending on the purpose of the engagement, the Company adopts appropriate practice to interact with them. Post engagement, the Company endeavors to close the loop as it is the key to maintain symbiotic relationship with its stakeholders.

1. **Has the company mapped its internal and external stakeholders?**

   Ourstakeholders play a very important role in our business performance and our business activities are based on creating value for our stakeholders. Following are some of the stakeholders identified by us.

Internal	External
Employees	Contractors and vendors
Shareholders	Broadcasters
	Content providers
	LCOs
	Financial institution, Banks
	Regulatory bodies and policy makers
	Communities
	Customers

2. **Has the company identified the disadvantaged, vulnerable and marginalized stakeholders?**

   The Company has identified the disadvantaged, vulnerable and marginalized stakeholders andmaking reasonable steps to resolve differences in just, fair and equitable manner.

3. **Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders? If so, provide details thereof, in about 50 words or so.**

   The Company works with all the stakeholders through a consultative process whereby the concerned issues of the various stakeholders, if any, are addressed.

Principle 5 : Businesses should respect and promote human rights

The Company has the Equal Employment Opportunity Policy applicable to its employees. The policy and its implementation are directed towards adherence to applicable laws and to uphold the spirit of human rights. The Company issensitive towards the rights of individuals who are directly or indirectly associated with the Company. The Company provides them a work environment which is free of harassment and discrimination. The Company complies with all applicable local, state and national laws regarding human rights and worker's right wherever it does business.

The Company's policy on Prevention of Sexual Harassment prohibits harassment or offensive conduct of any form in the work place, whether committed by employees/non-employees/consultants/contract labour/outsourced parties or employees of any third party appointed by the organization. The Company also provided grievances redressal system with a view to provide an effective means for employees to raise their concerns.

1. **Does the policy of the company on human rights cover only the company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?**

   The Company believes that an organization rests on a foundation of business ethics and valuing of human rights. At Den, we adhere to all statutes which embodies the principle of human rights such as prevention of child labour, women empowerment etc. DEN promotes awareness of importance of human rights within its value chain and discourage instances of any abuse. Such policy is extending to all the major subsidiaries companies of DEN and other stakeholders.

2. **How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?**

   There were no complaints reported on violation of any Human rights during the financial year 2019-20.

Principle 6 : Businesses should respect, protect and make efforts to restore the environment

Though the scope of our business limits the extent of our activities that can affect or be affected by issues of climate change and global warming; still protection of environment ranks high among our corporate goals. The Company is also aware of the role it plays in society in creating awareness on environmental and social issues through its broadcasting services, and the Company is also committed in doing its best to protect the environment.

1. **Does the policy related to Principle 6 cover only the company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?**

   DEN is committed to environmental causes. The Company encourages its employees, subsidiariesand other associates to play their part in protecting environment and make it a priority.

2. **Does the company have strategies/initiatives to address global environmental issues such as climate change, global warming, etc.?**

   The Company being a service-oriented organization, the impact on the environment as a result of our business operations is minimal. In view of the same, we do not have any strategies or initiatives aimed at tackling global environmental challenges.

3. **Does the company identify and assess potential environmental risks?**

   As the Company is involved in laying cables, the Company takes pertinent clearances from concerned regulatory bodies.The Company also ensuresthat it does not cause any irreparable damage to the environment or surroundings.

4. **Does the company have any project related to Clean Development Mechanism? If so, provide details thereof in about 50 words or so. Also, if yes, whether environmental compliance report is filed?**

   We do not have any such projects registered under CDM.

5. **Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc.? Y/N. If yes, please give hyperlink for web page etc.**

   Though the Company has not undertaken any specific initiatives related to clean technology or efficient and renewable energy, the Company ensures clean and energy efficient technology while deploying anything new.

6. **Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?**

   The same is not applicable to the Company as our business activities do not involve the generation of effluents and air emissions. However, we comply with the e-waste (Management & Handling) Rules, 2016 and recycle all the e-waste generated, through Government approved recyclers.

7. **Number of show cause/legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.**

   We have not received any show cause/legal notice from CPCB or SPCB.

Principle 7 : Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

The Company has always adhered to its principle of transparency through timely and adequate disclosure of information to public and regulatory bodies. The Company's engagement with the relevant authorities is guided by the values of commitment, integrity, transparency and the need to balance interests of diverse stakeholders. As a responsible corporate,the Company believes in engaging responsibly and allows only authorised and trained officials to interact with trade chambers and industry associations that influence policy making and ensures that its public policy positions complement and advance its sustainability and citizenship objective.The Company has been an active participant in representations to the regulatory bodies, through these, we frequently voice our opinions and concernsto drive change, and promote development for all.

1. **Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:**

   The Company is an active member of All India Digital Cable Federation.

2. **Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy Security, Water, Food Security, Sustainable Business Principles, Others)**

   The Company is an active participant in various advocacies undertaken by All India Digital Cable Federation for development of the Cable Internet Service.

Principle 8 : Businesses should support inclusive growth and equitable development.

1. **Does the company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.**

   The Company undertakes to minimize the negative impact on society caused through its business and make effort to complement and support the development priorities at local and national levels, and ensure appropriate resettlement and rehabilitation of the community at large.

2. **Are the programmes/projects undertaken through in-house team/own foundation/external NGO/government structures/any other organization?**

   The project undertaken through external NGOs.

3. **Have you done any impact assessment of your initiative?**

   The Company is in the process of establishing suitable framework to capture the impact (social/economic and developmental) of its initiatives.

4. **What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken?**

   The Company did not earn any profits during the previous three financial years in terms of Section 135 of the Companies Act, 2013, therefore, it was not required to spend any amount on CSR activities.

5. **Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.**

   Though the Company has not carried out any activities in the said period, but it constantly encourages the participation of employees in the activities related to social causes.

Principle 9 : Businesses should engage with and provide value to their customers and consumers in a responsible manner.

The rising growth of internet access in the country and rapidly changing technology has changed peoples' lives in many ways. The Company chooses to work in a sensitive and responsible manner to create a partnership with its customers for enhancing and enriching their experience. We ensure successful implementation of new digital initiativesand bringthe latest innovation to our customers at affordable prices. Up-to-date latest technological trends are made available to our customers and there is a constant urge to improve our business processes in order to provide best in class services. The Company persistently endeavors in meeting customer needs, adding value and exceeding their expectations. The Company strongly believes in being ethical about its operations with customers.

1. **What percentage of customer complaints/consumer cases are pending as on the end of financial year?**

   There are no material consumer cases/customer complaints outstanding as at the end of the financial year.

2. **Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A./Remarks (additional information)**

   The Company complies with all regulatory requirements relating to its business. As required, all our customers are provided with a Manual of Practice, which contains information like Consumer Care Numbers and Complaint Redressal Mechanisms.

3. **Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behavior during the last five years and pending as on end of financial year? If so, provide details thereof, in about 50 words or so.**

   There are no cases filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behavior during the last five years.

4. **Did your company carry out any consumer survey/consumer satisfaction trends?**

   The Company has not carried out any consumer survey/consumer satisfaction trends during the last financial year.

MANAGEMENT DISCUSSION & ANALYSIS

ECONOMIC OUTLOOK

Global

As per the World Economic Outlook by IMF, global growth was projected to increase modestly from 2.9% in 2019 to 3.3% in 2020 and 3.4% in 2021 which was estimated before the outbreak of the pandemic. [1]

Overall, the risks to the global economy remained on the downside, despite positive news on trade and diminishing concerns of a no-deal Brexit. New trade tensions were expected to emerge between the United States and the European Union, along with US-China trade tensions. Such events alongside rising geopolitical risks and intensifying social unrest were expected to reverse easy financing conditions, expose financial vulnerabilities, and severely disrupt growth.

While there were signs of stabilisation, the global outlook remained sluggish, and therewere no clear signs of a turning point. The world economy needed a stronger sense of multilateral cooperation and the adoption of national-level policies to support a sustained recovery that benefits all.

The Economy and coping with COVID-19

Since the update of the World Economic Outlook in January 2020 by IMF, the coronavirus pandemic (COVID-19) has resulted in economic uncertainty across the globe, with a large number of human lives being lost.

Unpredictability around the pandemic's impact began in China but is now visible in most countries around the world at an increasing scale. As more countries impose quarantines and social distancing measures, there is a building fear of the contagion and enhanced income losses. The magnitude and speed of recalibration in economic activity are unlike anything experienced in our lifetimes.

The economic outcome of the ongoing crisis depends on various factors that interact in ways that are hard to predict. These include the pathway of the pandemic, the efficiency and extent of containment efforts, supply disruptions, global financial market conditions, behavioural changes and spending patterns and decreasing confidence and market sentiments.

Under the assumption that the pandemic and required containment peaks in the second quarter for most countries, and recedes in the second half of this year, in the World Economic Outlook (April 2020), it is projected that global growth in 2020 to fall to negative 3%. This is a downgrade of 6.3% from January 2020, a significant revision over a very short period.[2]

India

In recent years, India has emerged amongst the fastest-growing economies in the world and has become a key player in the global economy.

However, as the global financial system faces vulnerabilities with the rise in corporate debt burdens, increasing holdings of riskier and more illiquid assets by institutional investors, and growing reliance on external borrowing by emerging and frontier market economies, the outlook for growth is subdued.

The World Bank in its Global Economic Prospects (January 2020 edition) sharply revised its outlook for India by negative 2.5% points to 5% in 2019 (FY20) as activity was constrained by insufficient credit availability and subdued private consumption and investment. Growth in 2020 (FY2020-21) was also revised down by 1.7% points to 5.8% which was projected before the outbreak of pandemic.[3]

Pandemic Impact[4]

As the global economy faces its worst recession since the Great Depression of the 1930s, IMF projections offer a glimmer of hope – and a momentous opportunity ahead – for India.

The International Monetary Fund (IMF) slashed India's growth estimate for FY21 in their current World Economic Outlook (April 2020) to 1.9% from 5.8% estimated in January, warning that recent pandemic will dwarf the economic damage caused by the global financial crisis a decade ago.

However, India's growth is expected to recover sharply to 7.4% in the next fiscal year. The rebound in 2021 depends critically on the pandemic fading in the second half of 2020, allowing containment efforts to be gradually scaled back and restoring consumer and investor confidence.

Concerns of the impact of deadly coronavirus on the domestic as well as the global economy have an adverse impact on confidence, financial markets, the travel sector and disruption to supply chains contribute to the downward revisions in all G20 economies in 2020, particularly ones strongly interconnected to China. (India is a member of G20, a grouping of developed and developing economies).

INDUSTRY STRUCTURE

Indian Media & Entertainment (M&E) Industry

The Indian M&E industry grew at 13.2% in FY2018-19 over FY2017-18 to reach Rs 1,631 billion on the back of rapid growth in digital user base and consumption combined with increasing regional demand and monetisation. However, there have been headwinds in the form of early signs of economic slowdown, which have pulled down the overall growth.[5]

Size of Indian media and entertainment industry

Industry Performance – Historical

Overall industry size (Rs in billion)	FY 2016-17	FY 2017-18	FY 2018-19	Growth in FY2018-19 over FY 2017-18	CAGR (FY2014-15 to FY2018-19)
Digital*	86	121	173	43.4%	38.5%
TV	595	652	714	9.5%	9.9%
Print	308	319	333	4.5%	5.6%
Films	145	159	183	15.1%	9.6%
Animation and VFX	62	74	88	18.7%	17.2%
Gaming	32	44	62	41.6%	26.4%
OOH	29	32	34	5.0%	11.2%
Radio	24	26	28	6.2%	8.6%
Music	13	14	17	15.3%	13.0%
Total	**1295**	**1440**	**1631**	**13.2%**	**11.5%**

Source – KPMG in India Analysis 2019

**Beginning FY2017-18, the OTT video and audio subscription revenues are being recognised under the digital segment. Before FY2017-18, the OTT video and audio subscription were nominal*

[1] IMF – WEO- Jan 2020
[1] IMF - WEO – April 2020
[3] World Bank – World Economic Prospects – Jan 2020
[4] IMF - WEO – April 2020
[5] KPMG – India's Media and Entertainment Report 2019

The Indian Media and Entertainment industry is on an impressive growth path. The industry is expected to grow at a much faster rate than the global average rate. Going forward, the industry is expected to grow at 13.5% CAGR during FY2018-19 to FY2023-24 to reach Rs 3,070 billion in FY2023-24 on the back of greater focus on monetisation of emerging digital business models, strong regional opportunities and favourable regulatory and operating scenario across traditional businesses.[6]

Television Segment[7]

The television industry experienced a growth of 9.5% in FY2018-19 from FY2017-18 and is estimated to be at Rs 714 billion with a CAGR of 9.9% between FY2014-15 and FY2018-19. The television segment includes revenue from an advertisement at Rs 251 billion and subscription at Rs 463 billion in FY2018-19.[8]

In the first three-quarters of FY2018-19, the television segment had positive growth; however, many challenges lie ahead such as the uncertainty around viewership and subscription renewals. These affected both the advertisement and subscription revenues during the last quarter of FY2018-19.

Performance of the TV industry

Revenues (Rs in billions)	FY 2016-17	FY 2017-18	FY 2018-19	Growth in FY2018-19 over FY2017-18	CAGR (FY2014-15 to FY2018-19)
TV industry	**595**	**652**	**714**	**9.5%**	**9.9%**
Advertisement	203	224	251	12.4%	11.9%
Subscription	393	428	463	8.1%	8.8%

Source – KPMG India analysis 2019

Subscription Revenue

During FY2018-19, the subscription revenue had a modest growth of 8.1% and is at Rs 463 billion.

By 2018, the Cable & Satellite (C&S) segment reported having a reach of 197 million households with digital cable gaining the most. However, during the last quarter of FY2018-19, there was an erosion in the active subscriber base with a decline of around 12-15 million households in the overall C&S HH base.

Television Segment (Rs in millions)	FY2017-18	FY2018-19
Pay C&S households	**153**	**150**
Cable	91	83
DTH	62	67
DD Free Dish	**30**	**33**
Total	**183**	**183**

Source – KPMG India analysis 2019

Television Broadcasters

Television broadcasters during FY2018-19 had a healthy growth of 12.3% and reached an annual revenue of Rs 372 billion, of which approximately 68% of the revenue was contributed by advertising. Also, advertising and subscription income for broadcasters grew by more than 12% each, with subscription revenue growing faster than the TV industry subscription revenues. This was due to a higher share of consumer-level subscriptions from DPOs after broadcasters started to realise the benefits of NTO.

The Broadcaster industry size

Revenues (Rs in billions)	FY 2016-17	FY 2017-18	FY 2018-19	Growth in FY2018-19 and FY2017-18
Broadcaster industry	**300**	**331**	**372**	**12.3%**
Advertisement	203	224	251	12.4%
Subscription	97	107	120	12.1%

Source – KPMG India analysis 2019

From a relatively subdued last quarter in FY2018-19 on account of the implementation of the NTO, the TV industry is expected to grow in FY2019-20 as the benefits of the new tariff regime start to flow in. With regional viewership growing and digital getting traction for live and catch up TV, television is likely to continue being the dominant mode of media consumption in the country.

Digital Segment[9]

The growth in broadband internet subscribers was at 37% in FY2018-19 as there continue to be strong, enabling factors encouraging greater consumption of content on the internet in India. The overall growth in the digital segment outperformed the growth in internet users which was at 29%.

The digital market in India is set to become the second-largest within M&E by FY2021-22 when it reaches Rs 386 billion. It is expected to move ahead of print and be behind the TV in its aggregate revenue. By FY2023-24, the digital market will be half that of the Indian economy.

Digital User Base

	March 2018	March 2019	Change (%)
Total Internet subscribers (mn)	**494**	**637**	**29%**
Internet Subscribers per 100 population	38	48	
Broadband internet subscribers (mn)	413	563	37%
% of total internet subscribers	84%	88%	
Mobile wireless subscribers (mn)	472	614	30%
% of the total internet subscribers	96%	96%	

Source – TRAI performance indicators

Key factors influencing the growth of digital consumption:

1. Second highest per capita consumption of online video in the world.[10]
2. Growth in smartphone users in India to ~340 million in 2018 (2015 – 200 million). 11% growth in feature phone shipments, higher than smartphones growth in 2018.[11]

[6] IBEF - Media and Entertainment Industry – December 2019
[7] KPMG – India's Media and Entertainment Report 2019
[8] KPMG in India analysis 2019
[9] KPMG – India's Media and Entertainment Report 2019
[10] The state of online video 2018, Limelight Networks
[11] TOI – March 2019 – India's mobile data is cheapest globally ; Fortune India – December 2018 - How low cost data is powering India

3. Cheapest mobile data in the world (Rs 18.5/GB) (2015 – Rs 313/GB).[12]
4. Growth in average data usage per subscriber per month to 8.7 GB in 2018 (2016 – 0.88 GB)[13]
5. Growth in online video content to meet demands from 325 million viewers as of FY2018-19[14]
6. Growth in average mobile data download speed to 9.93 Mbps in Nov 2018 (Nov 2017 – 8.88 Mbps)[15]

Digital Revenue Projections (FY2019-20 to FY2023-24)

(Rs in billion)	FY 2018-19	FY 2019-20P	FY 2020-21P	FY 2021-22P	FY 2022-23P	FY 2023-24P	CAGR (FY 2018-19 to FY2023-24)
Digital advertising	160	210	266	333	423	539	28%
Audio streaming subscriptions	1	2	3	4	6	9	48%
Ott video platform subscriptions	12	22	34	48	62	74	44%
Total	173	234	303	386	492	621	29%

Source – KPMG in India Analysis 2019

OTT Video

With more than 30 OTT video platforms in the country and rapid growth in video consumption, the segment has evolved rapidly across the entire value chain. Whether it is large broadcasters, global digital video majors, traditional content creators or telecom companies, everyone has moved to the OTT bandwagon, to acquire digital customers who can potentially yield great value over the long run.

On the demand side, increasing affordability has ensured that access to the internet is more equitable. With multiple audio streaming options, more than 30 OTT platforms and an emerging gaming ecosystem, there is more diversity in the content on offer as well.

Network Infrastructure, the critical link between demand and supply, is also receiving attention. GOI launched the Digital India programme with the vision to transform India into a digitally empowered society and knowledge economy. Announcements on Fibre To The Home (FTTH) and 5G will only hasten the process of developing a reliable, backbone of every digital economy.

Moreover, the trend of convergence and the emergence of digital platform companies that was also seen last year would continue to remain relevant moving forward. There is now a broader range of businesses in India looking to build out their media and entertainment services, including e-commerce and digital payment companies.

The fundamentals to power digital consumption in India are strong on the demand, supply and enablers front.

COMPANY OVERVIEW

DEN Networks is a dynamic, mass media & entertainment company that thrives on providing unmatched visual entertainment to its customers through cable TV and broadband services. The Company curates media content from various broadcasters across a wide range of genres and entertain households in India across 13 key states and 500 cities/towns. It has one of the largest subscriber bases amongst cable companies in India.

Headquartered in New Delhi, the Company has a leading presence in Delhi, Uttar Pradesh, Karnataka, Maharashtra, Gujarat, Rajasthan, Haryana, Kerala, West Bengal, Jharkhand, Bihar, Madhya Pradesh and Uttarakhand; and have a strong foothold in the strategic and economically significant Hindi Speaking Markets (HSM). As a technology-driven company, it has a robust fibre optic network and has also invested in DOCSIS 3.0 technology for its broadband services to provide speeds up to 100 Mbps.

Operational Highlights of the year

SYNERGY

With a focus on customer service and engagement, the Digital Services segment of Reliance Industries has entered into a series of partnerships with several organisations. Reliance has made strategic investments in Hathway Cables, Datacom Limited and Den networks to provide global standard wireline infrastructure and services in India.

To facilitate this, Reliance plans to consolidate all its media and distribution businesses under one umbrella brand 'Network18'. Under the scheme of the arrangement, TV18 Broadcast, Hathway Cable & Datacom and Den Networks will merge into Network18 Media & Investments, which will be an integrated media and distribution company with a revenue of ~ Rs 8,000 crore. The scheme was approved by the respective companies' Board of Directors on February 17, 2020.

The restructuring will create value-chain integration and render substantial economies of scale. It also simplifies the corporate structure of the group by reducing the number of listed entities. The aggregation of a content powerhouse across news and entertainment (both linear and digital) and the country's largest cable distribution network under the same umbrella shall boost efficiency and exploit synergies, creating value for all stakeholders.

With the merger, we will be able to streamline our requirements for STBs and leased lines internally with Reliance JioInfocomm, thus reducing our costs as well as enhancing the subscriber experience. Moreover, we have restructured our debt requirements by taking advantage of the working capital facility instead of term loans, which has enabled us to avail credit at a reduced interest cost

FULLY IMPLEMENTED NEW TRAI ORDER

During the year, we have successfully migrated majority of the STBs from post-paid model to the pre-paid model under the new Tariff

[12] TRAI performance indicator reports
[13] India Times – January 2019 – Smartphone penetration in India is on the rise, set to reach 37.3 crore users in 2019
[14] TRAI performance indicator reports
[15] TOI – December 2018 – India ranked 111th in mobile internet and 65th in fixed line broadband speeds

order, which has improved our revenue and collection processes. Additionally, this has resulted in better working capital management as the Company collects the subscription before rendering its services. Moreover, the content is now pass-through, because of which the increased content cost as per the new order possesses no challenge. Telecommunication (Broadcasting and Cable) Services (Eighth) (Addressable Systems) Tariff (Second Amendment) Order, 2020 notified by the Telecom Regulatory Authority (TRAI) on January 1, 2020 is currently subjudice.

PROCESS IMPROVEMENT

By automating our processes, we have removed mundane and routine tasks, and replace them with a system that requires minimum human interaction. Using automation, we have improved our business processes, which has led to lower costs, motivated employees, and happier customers. During the year, we also automated our banking process, allowing LCOs to generate e-agreements. Other process improvement initiatives include SAP process improvements, virtual account setup facilities, online collection tools such as CDM cards, and Host-to-Host integration.

SEGMENT WISE PERFORMANCE

Cable Business

DEN's Cable & Broadband operations cover over 500 cities/towns across Uttar Pradesh, Karnataka, Maharashtra, Gujarat, Rajasthan, Haryana, Kerala, West Bengal, Jharkhand, Bihar, Madhya Pradesh and Uttarakhand in India.

DEN is recognised as the "Most trusted brand in Cable TV Industry" by TRA Research, June' 2019.

Financial Highlights

Revenues of the Cable business increased in FY2019-20 to Rs 1,221 crores from Rs 1,140 crores in the previous year.

The detailed break up of revenues is given below:

(Rs in Crore)

Details	FY 2019-20	FY 2018-19	Variance	% Contribution FY2019-20	% Contribution FY2018-19
Subscription	743	673	70	61%	59%
Placement	346	313	33	28%	27%
Others	132	154	(22)	11%	14%
Total	**1,221**	**1,140**	**81**	**100%**	**100%**

EBITDA for the cable business increased by 14% to Rs 208 crores in FY2019-20 vis-à-vis Rs 182 crores in FY2018-19.

The detailed breakup of operating costs is given below:

(Rs in Crore)

Details	FY 2019-20	FY 2018-19	Variance	% of Total OPEX FY2019-20	% of Total OPEX FY2018-19
Content	608	573	35	60%	60%
Personnel	86	86	-	8%	9%
Other OPEX	263	268	(5)	26%	28%
Provision for Doubtful Debts	56	31	25	6%	3%
Total	**1,013**	**958**	**55**	**100%**	**100%**

Broadband Business

DEN Broadband Private Limited was incorporated on December 5, 2011, under the Companies Act 1956. The Company has its registered office at 236, Okhla Industrial Area, Phase III, New Delhi - 110020.

The Company is a category "A" ISP (ISP-IT License No. 820-990/2007-LR dated 2008) and a wholly-owned subsidiary of DEN Networks Limited. ISP business ("Broadband") of the DEN Networks Limited has been transferred into DEN Broadband Private Limited effective from April 1 2016 (Demerger Order – 15th of Sep'17).

Operational Highlights

The Company's broadband business logged 904 thousand homes passed as on March 31 2020.

The subscriber base of the Broadband business has increased to ~1,24,000 as on March 31, 2020. This translates into an increase of 7% over the previous year.

Average ARPU for the Broadband business in FY2019-20 was Rs 545 as against Rs 557 in FY2018-19.

Financial Highlights

Broadband revenues increased in FY2019-20 to Rs 71 crores from Rs 67 Crore in FY2018-19 on account of the net increase in the subscriber base of ~8,000 customers.

The Broadband business was able to increase the Company's EBITDA during the year by ~Rs 4 crore on account of an increase in its revenue by Rs 4 crore.

The detailed breakup of revenues is given below:

(Rs in Crore)

Details	FY 2019-20	FY 2018-19	Variance	% Contribution FY2019-20	% Contribution FY2018-19
Subscription	70	66	4	98%	99%
Others	1	1	0	2%	1%
Total	**71**	**67**	**4**	**100%**	**100%**

The detailed breakup of operating costs is given below:

(Rs in Crore)

Details	FY 2019-20	FY 2018-19	Variance	% of Total OPEX FY2019-20	% of Total OPEX FY2018-19
Personnel	9	9	0	13%	14%
Other OPEX	58	57	0	87%	86%
Total	**67**	**66**	**0**	**100%**	**100%**

CONSOLIDATED FINANCIAL PERFORMANCE

(Rs in Crore)

Details	FY 2019-20	FY 2018-19	% Change
Total Income	1,291	1,207	7%
Total Expenditure	1,080	1,024	5%
EBITDA	211	183	16%
% EBITDA	16%	15%	
PBT (before exceptional items)	110	(77)	
Exceptional items	-	(211)	
PBT (after exceptional items)	110	(288)	
PAT	59	(301)	

Financial Ratios

Details	FY2019-20	FY2018-19	Variance	Explanation
Interest Coverage Ratio	6.65	3.11	113%	Increase in EBITDA to Rs. 211 crores in FY2019-20 from Rs. 183 crore in FY2018-19, mainly due to an increase in Subscription revenue.
Operation Ratio Margin (%)	16%	15%	8%	
Total Debt/EBITDA	1.01	2.64	(62) %	Primarily due to decrease in debts as cash generated from operating activities is deployed in repayment of debt.
Current Ratio	3.23	3.39	(5) %	
Debt Equity Ratio	0.08	0.18	(57) %	Primarily due to decrease in debts as cash is generated from operating activities.
Net Debt/EBITDA	(9.53)	(9.93)	(4) %	
Net Debt (Rs in crore)	(2018)	(1814)	11%	
Net Profit Margin (%)	4%	(24) %	(117) %	
Return on Net worth (%)	2%	(11) %	(119) %	
Operating cashflow % to operating revenue	21%	3%	501%	

SCOT ANALYSIS

Strengths

- ✓ Catering to households across 13 key states and 500 cities/ towns in India.
- ✓ A strong foothold in the Hindi Speaking Belt.
- ✓ One of the leading players among cable MSO and DTH players in India.
- ✓ We have worked with our strong parent company, RIL Group of companies, to upgrade their infrastructure to world-class standards, and the support of RIL will continue in the future as well.
- ✓ With the upcoming merger, we will be a part of brand 'Network18', which will have synergy effects across management and support team along with better integration of skills.

Challenges

- ✓ As future growth is expected in Tier 3 and Tier 4 cities (regional markets), it requires an upfront cost for improving the infrastructure. This will increase not only the total costs of operations but also CAPEX for expanding the reach. Den Networks limited, being a leading MSO, is best suited to deliver localised content as per the needs of the target audience.
- ✓ Another challenge is the need for continuously upgrading and expanding the network infrastructure, which requires investments.

Opportunities

- ✓ Regional markets are becoming the next frontier of growth across sub-segments in the M&E space. Organisations across TV, Films, Music and OTT are focusing on regional content creation to bridge the current demand-supply gap.
- ✓ With the digitisation of the cable distribution sector, it will attract more significant institutional funding, thus improving profitability and the value chain.
- ✓ After the impact of TRAI order is stabilised on Cable TV subscription revenues, we can leverage the potential growth the NTO offers.
- ✓ Moreover, with our geographical presence, we can build on our cable TV reach and infrastructure to cross-sell fixed-line broadband services in India.

Threats

- ✓ Increasing competitive intensity with the entry of new players into Cable TV services and alternative platforms such as OTT. Similarly, telecom players and other MSOs in Fixed Line BroadBand space also pose a challenge.
- ✓ Many newer market entrants appear comfortable, sacrificing short-term profitability to create or acquire compelling content that they believe will drive long-term subscriber growth. This strategy will likely pressure established media companies' operating margins until they gain sufficient scale through subscriber growth. This could pressure operating margin, cash flow, and credit metrics, mainly if increased competition drives up content costs.
- ✓ There is also an external threat of internet TV, which is delivered via the ISP service to the customer's TV, bypassing their bespoke setup entirely. Internet TV, and high-definition content on internet video hosting sites, can impact the cable TV segment in future.

INTERNAL CONTROL SYSTEM

DEN has laid down Standard Operating Procedures (SOP) for all critical business processes, which have defined internal controls to ensure optimal business performance, avoidance of risks, and adherence to prescribed norms and SOP. The Company also adheres to and complies with all the prescribed norms as specified under the Company laws, industry regulations and securities market rules.

DEN has also appointed reputed statutory and established internal audit mechanisms for conducting regular audits of its business functions and books of accounts. Various committees, including the audit committee, the Board of Directors, meet every quarter and on a need basis to thoroughly oversee and monitor their areas of the mandate. The Company has also defined a Risk Management

Framework, approved by and implemented under the guidance of the Board.

RISK & CONCERNS

A SLOWDOWN IN ECONOMIC GROWTH IN INDIA COULD CAUSE OUR BUSINESS TO SUFFER

The performance and growth of the business are necessarily dependent on the health of the economy. India's economy could be adversely affected by a general rise in the interest rates, inflation, natural disasters, increase in commodity and energy prices, and protectionist efforts in other countries or various other factors.

Pandemic Impact

Concerns with regards to the impact of COVID-19 on domestic as well as the global economy have an adverse impact on confidence, financial markets, the travel sector and disruption to supply chains contribute to the downward revisions in all G20 economies in 2020, particularly ones strongly interconnected to China.

Mitigation

The Company is in a utility and necessity business, and it is expected that there won't be any significant downfall despite a slowdown in growth. At the same time, the Company is working on cost optimisation program to mitigate such risks.

COVID – 19 impact:

We are one of the least impacted industry from COVID - 19, as people are staying at home due to the lockdown, and hence, are not discontinuing their services. Therefore we are receiving stable revenue from the subscription of cable and broadband.

MARKET SHARE RISK

We can expect a reduction in market share due to new entrants or expansion of the existing players.

Cable

Due to increase in competition from new entrants and existing players, the Company is at risk of decrease in the current market share either through STBs swapping practice by existing MSOs or facing competition into a market where we are already present.

Following are the potential risks faced by the Company due to competition:

- The churn of the existing subscriber base to the competitors, i.e. to DTH or MSOs players, which results in a decrease in market share of the Company in the existing markets.
- Decrease in Average Revenue Per User (ARPU) due to competitive pricing.
- Failure to up-sell to the existing consumers due to competitive pricing.
- Difficult to penetrate the existing markets or enter into new markets for adding new subscribers.

Broadband:

In Delhi, where our majority of subscribers are present, many unorganised players have dragged down the ARPU by over 30% in the past three years, thereby reducing the profitability of the business. We continue to face tough competition in the market.

Mitigation

Cable:

We are aligning our strategy with the group strategies to sustain and increase market share across the cable business. We are doing this by retaining a good relationship with existing business partners, especially Distributors & LCOs and by organising periodic meetings with the stakeholders to resolve the issues on a real-time basis.

Broadband:

We are aligning our strategy with the group strategies to sustain and increase market share across the Broadband business. Multi-month plan and targeted area/customer-specific plans are being launched, resulting in positive results. To compensate for the revenue loss due to ARPU reduction, we have initiated the implementation of cost optimisation plans. Minimum CAPEX is being planned (by way of procurement of DCMTS) to sustain the operations.

CHANGE IN TECHNOLOGY

The entertainment, media industry and ISP industry are characterised by rapid changes in technology and the introduction of new products and services. Technological developments within the cable distribution services include changes like content recording features and new interactive content. Consumers may also choose to consume digital media through other platforms, such as computers, mobile phones, tablet computers and other devices capable of being used to view media content. Such changes could adversely affect our ability to maintain, expand or upgrade our systems and respond to competitive pressures. Also, the proposed implementation of 5G network poses a challenge for the ISP industry.

Mitigation

The Company is going to align with the Parent Company for new technologies adoption to remain competitive in the market and provide services, such as on-demand movies and android based Hybrid STBs.

RISK OF INFLATION IN CONTENT COST

Failure to negotiate better deals with major broadcasters will impact the channel distribution and packaging, which results in customer dissatisfaction.

Mitigation

Due to theimplementation of NTO, the content cost has become pass-through, so there is minimal risk of inflation.

HUMAN RESOURCE MANAGEMENT

The Human Resource Management function at DEN Networks is a strategic partner in achieving the goals set for the organisation. The HR teams work towards the objective of strengthening and ensuring the availability of organisational capabilities to meet business challenges and to create a welcoming and productive work environment.

For this, the HR team continues to use successful practices around the year. It has also been able to guide and steer employees through the transition to ensure there is no disruption in the business activity.

The year witnessed talent acquisition from across the industry at critical roles in the organisation such as Internal Audit, business analyst, technical operations. Major transitions marked the year in terms of setting performance standards by implementing the OKR method for performance management. We also achieved various targets and timelines towards the implementation of SAP systems in association with the parent company (Reliance Jio Infocomm).

The ongoing initiatives that the Company continued to pursue during the year to achieve the HR objectives are as follows:

1. DEN Academy:

   DEN Academy, where the gainer and trainer are amongst the employees of DEN, focuses on providing more extensive training to employees around functional, technical and behavioural areas. Few of the sessions successfully carried out during the year were General Banking, Corporate Finance, POSH, the new LCO portal training, GST coupled with behaviour training.

2. "Transcend": Transcend, a bi-monthly digital magazine, is receiving a better and more engaging response from the employees this year.

3. Comfort checks and exit interviews: They are successfully used to analyse the issues that the employees are facing and deal with them strategically.

4. Automation & streamlining of Employee Payment Disbursal: A much-needed move was made to CMS portals for disbursal of employee payments from the earlier manual documentation sent across to separate banks. This move improved data accuracy and effective time management, resulting in operational efficiencies.

5. Keeping up with continuous training and engagement of employees, HR stepped further into the realm of employee job satisfaction by providing various platforms to the employees for addressing their grievances, suggestions and ideas. The initiatives are:

   - Cross-Functional Training Sessions (CFT) at Locations outside HO: Employees were familiarised with the transition process and updated policies. One-on-one sessions with all employees followed this; wherein further clarity was given to employees in order to minimise anxiety and grapevine around the organisational changes.

   - Genuine concerns were also noted, including inter-personal relations, performance management, employee security and infrastructural requirements. They were then presented to the respective stakeholders in the HO, and appropriate solutions were proposed and implemented.

   - AIM (All Ideas Matter): This is a platform for employees wherein they can drop in their suggestions and grievances in the AIM boxes. Relevant and feasible ideas are shortlisted and put up for a vote, and the most popular idea is presented to the management for further implementation.

CAUTIONARY STATEMENT

Certain statements contained in this section may be 'forward-looking statements' within the meaning of applicable laws and regulations. Such statements involve several risks and uncertainties that could cause actual performance to differ materially from that suggested or implied in forward-looking statements. Major developments that could affect the Company's operations to cause such a difference include factors such as risks inherent in Company's growth strategies; general economic & business conditions in India and other countries; regulatory changes and its ability to respond to them; its ability to implement the strategy successfully, its growth & expansion plans; technological changes; exposure to political risks; unanticipated turbulence in interest rates, foreign exchange rates, etc.; changes in domestic and foreign laws, regulations and taxes; changes in industry competition, and many other factors. The following discussions and analysis should be read in conjunction with the Company's financial statements included herein and the notes thereto. The Company may, from time to time, make additional written and oral forward-looking statements to shareholders. The Company does not undertake to update any forward-looking statement that may be made from time forward to time by or on behalf of the Company.

CORPORATE GOVERNANCE REPORT

This report is prepared in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), and the report contains the details of Corporate Governance systems and processes at DEN Networks Limited (DEN).

At DEN, Corporate Governance is all about maintaining a valuable relationship and trust with all stakeholders. We consider stakeholders as partners in our success and remain committed to maximising stakeholders' value, be it Subscribers, Local Communities, Employees, Suppliers, Shareholders and Government & Regulatory Authorities. This approach to value creation emanates from DEN's belief that sound governance system, based on relationship and trust, is integral to creating enduring value for all. We have a defined policy framework for ethical conduct of businesses. We believe that any business conduct can be ethical only when it rests on the six core values viz. Customer Value, Ownership Mindset, Respect, Integrity, One Team and Excellence.

STATEMENT ON COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Corporate Governance is about commitment to values and ethical business conduct. We look upon good Corporate Governance practices as a key driver of sustainable corporate growth and long-term shareholders value creation. Good Corporate Governance is about enhancing value for all our stakeholders. The Company is committed to adopt best practices in Corporate Governance and disclosures thereunder. This includes its corporate and other structures, its culture, policies and the manner in which it deals with various stakeholders. Timely and accurate disclosure of information regarding the financial situation, performance, ownership and governance of the Company are an important part of Corporate Governance.

The Company believes that sound Corporate Governance is critical to enhance and retain investors' trust. The Company's Corporate Governance philosophy is based on the following core values of the Company:

1. Customer Value
2. Ownership Mindset
3. Respect
4. Integrity
5. One Team
6. Excellence

The Company complies with all statutory and regulatory requirements on Corporate Governance and has constituted the requisite committees to look into issues of financial reporting, investor grievances, corporate social responsibilities, risk management and executive remuneration. This attitude of DEN has strengthened the bond of trust with its stakeholders including the society at large.

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 Chairman and Managing Director (CMD) provides overall direction and guidance to the Board. The CMD is responsible for corporate strategy, brand equity, planning, external contacts and all management matters.

The Chairman is responsible for fostering and promoting the integrity of the Board while nurturing a culture where the Board works harmoniously for the long-term benefit of the Company and all its stakeholders. The Chairman guides the Board for effective governance in the Company.

The Chairman takes a lead role in managing the Board and facilitating effective communication among Directors. The Chairman actively works with the Nomination and Remuneration Committee 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 directors. The Company Secretary assists the Chairman in management of the Board's administrative activities such as meetings, schedules, agendas, communications and documentations.

Ethics/Governance Policies

At DEN, 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:

- Code of Conduct
- Code of Conduct for Prohibition of Insider Trading
- Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information
- Vigil Mechanism and Whistle-Blower Policy
- Prevention of Sexual Harassment Policy
- Corporate Social Responsibility Policy
- Policy for Selection of Directors and determining Directors Independence
- Remuneration Policy for Directors, Key Managerial Personnel and other employees
- Dividend Distribution Policy
- Policy for determining Material Subsidiaries
- Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions
- Policy on Determination and Disclosure of Materiality of Events and Information
- Website Archival Policy
- Policy for Preservation of Documents
- Policy on Board Diversity

- Risk Management Policy

AUDITS AND INTERNAL CHECKS AND BALANCES

M/s. Chaturvedi & Shah LLP, Chartered Accountants, are the Statutory Auditors of the Company. The Statutory Auditors and the Group Internal Audit Function perform independent reviews of the ongoing effectiveness of the DEN Management system which integrates the various components of the systems of internal control.

RISK MANAGEMENT, INTERNAL CONTROLS AND COMPLIANCE

The Company has put in place the "Risk Management System" (RMS) as part of its transformation agenda. RMS incorporates an integrated framework for managing risks and internal controls. The internal financial controls have been documented, embedded and digitised in the business processes. Internal controls are regularly tested for design, implementation and operating effectiveness.The RMS is enabled through extensive use of technology to support the risk management processes, ensure the ongoing effectiveness of internal controls in processes, compliance with applicable laws, and regulations.

In conformity with international standards, the Compliance Function ensures compliance activities related to the Financial, Operational and People Management Systems of the various Group entities. This includes covering various statutes such as industrial and labour laws, taxation laws, corporate and securities laws, health, safety and environmental laws, etc. All compliance activities are supported by a robust online compliance monitoring system (iRCMS) to ensure ongoing compliance. The ongoing effectiveness of compliance management activities is reviewed independently by the Group Audit Function.

The combination of independent governance, assurance and oversight structures, combined with automated risk management, controls and compliance monitoring ensures the ongoing robustness and integrity of financial reporting, management of internal controlsand ensures compliance with statutory laws, regulations, and company policies. These provide the foundations that enable optimal use and protection of assets, facilitate the accurate and timely compilation of financial statements and management reports.

BEST CORPORATE GOVERNANCE PRACTICES

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

- The Company has independent Board Committees covering matters related to Risk Management, Internal Audit, Stakeholder Relationship, Directors Remuneration and the nomination of Board members.
- The Group has an independent Internal Audit Function that provides risk-based assurance across all material areas of Group Risk and Compliance exposures.

SHAREHOLDERS' COMMUNICATIONS

The Board recognises the importance of two-way communication with shareholders, giving a balanced report of results and progress and responding to questions and issues raised. DEN's corporate website (https://www.dennetworks.com) has information for institutional and retail shareholders alike. Shareholders seeking information related to their shareholding may contact the Company directly or through the Company's Registrar and Transfer Agents, details of which are available on the Company's website. DEN ensures that complaints of its shareholders are responded promptly.

ROLE OF THE COMPANY SECRETARY IN OVERALL GOVERNANCE PROCESS

The Company Secretary plays a key role in ensuring that the Board (including committees thereof) procedures are followed and regularly reviewed. The Company Secretary 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 between the management and regulatory authorities for governance matters.

Board of Directors

Board Leadership

At DEN, it is our belief that an enlightened Board consciously creates a culture of leadership to provide a long-term vision and policy approach to improve the quality of governance. 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 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.

BOARD COMPOSITION AND CATEGORY OF DIRECTORS

The Company's policy is to maintain optimum combination of Executive and Non-Executive Directors.

The composition of the Board, Category, DIN and shareholding of Directors are as follows:

Sr. No.	Name of Directors	Category	Director Identification Number (DIN)	No. of Equity Shares held as on March 31, 2020
1	Sameer Manchanda	Promoter & Executive Director	00015459	1,75,99,220
2	Dr. Archana Niranjan Hingorani	Non-Executive Directors	00028037	0
3	Ajaya Chand		02334456	64,417
4	Rajendra Dwarkadas Hingwala		00160602	0
5	Atul Sharma		00308698	0
6	Anuj Jain		08351295	0
7	Geeta Fulwadaya		03341926	0
8	Saurabh Sancheti		08349457	0

Board members named at Sr. No. 2 to 5 are Independent Directors.

None of the directors are related to any other director on the Board.

Mr. Robindra Sharma ceased to be an Independent Director of the Company, w.e.f. September 23, 2019 on expiry of his term of office.

DIRECTORS' PROFILE

A brief resume of Directors, nature of their expertise in specific functional areas etc. are put up on the website of the Company.

FAMILIARISATION PROGRAMMES FOR BOARD MEMBERS

The Board members are provided with necessary documents / brochures, reports and internal policies to enable them to familiarise with the Company's procedures and practices.

Periodic presentations are made at the Board and Committee meetings on business and performance updates of the Company, business strategy and risks involved.

Monthly / Quarterly updates on relevant statutory, regulatory changes and landmark judicial pronouncements encompassing important laws are regularly provided to the Directors.

The details of such familiarisation programmes for Independent Directors are available on the website of the Company.

CODE OF CONDUCT

The Company has in place a comprehensive Code of Conduct (the Codes) applicable to the Directors and employees. The Codes give guidance and support needed for ethical conduct of business and compliance of law. The Codes reflect the core values of the Company viz. Customer Value, Ownership Mindset, Respect, Integrity, One Team and Excellence.

A copy of the Code of Conduct for Board Members and Senior Management Personnel are available on the website of the Company.The Codes have been circulated to Directors and Senior Management Personnel, and its compliance is affirmed by them annually.

A declaration on confirmation of compliance of the Code of Conduct, signed by the Company's Chief Executive Officer is published in this Report.

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 of 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:

- Strategy and planning
- Financial Performance
- Legal
- Commercial Experience
- Sales and Marketing in Service/Commodity sector
- Information Technology

The details of Board members possessing aforementioned skills / expertise / competencies are as below:

Name of the Director	Areas of Expertise
Sameer Manchanda	• Strategy and planning • Financial Performance • Commercial Experience • Sales and Marketing in Service/ Commodity sector
Dr. Archana Niranjan Hingorani	• Strategy and planning • Financial Performance
Ajaya Chand	• Strategy and planning • Financial Performance
Rajendra Dwarkadas Hingwala	• Financial Performance
Atul Sharma	• Legal • Financial Performance
Anuj Jain	• Information Technology
Geeta Fulwadaya	• Legal
Saurabh Sancheti	• Strategy and planning • Financial Performance

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 the Company's 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 Listing Regulations and are independent of the management.

MEETING OF INDEPENDENT DIRECTORS

The Company's Independent Directors met one time during the financial year 2019-20. The said meeting was conducted to enable the Independent Directors to discuss matters pertaining to the Company's affairs and put forth their views.

BOARD MEETINGS, COMMITTEE MEETINGS AND PROCEDURES

INSTITUTIONALISED 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 six Committees, viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Risk Management Committee and Finance Committee and is authorised to constitute other functional

Committees, from time to time, depending on business needs.

The Company's internal guidelines for Board / Committee meetings facilitate decision-making process at its meetings in an informed and efficient manner.

SCHEDULING AND SELECTION OF AGENDA ITEMS FOR BOARD AND COMMITTEE MEETINGS

Minimum four pre-scheduled Board meetings are held annually. Additional Board meetings are convened to address specific needs of the Company. In case of business exigencies or urgency, resolutions are passed by circulation. Every quarter, the Board notes compliances of all laws applicable to the Company.

The Meetings are generally held at the Registered Office of the Company at 236, Okhla Industrial Area, Phase-III, New Delhi-110020.

The Company's various business heads / service heads are advised to schedule their work plans well in advance, particularly with regard to matters requiring discussion / approval / decision at Board / Committee meetings. Such matters are communicated by them to the Company Secretary in advance so that they are included in the agenda for Board / Committee meetings.

The agenda and notes on agenda are circulated to Directors in advance. All material information is incorporated in the agenda for facilitating meaningful and focussed discussions at the meeting.

RECORDING MINUTES OF PROCEEDINGS AT BOARD AND COMMITTEE MEETINGS

The Company Secretary records minutes of proceedings of each Board and Committee meeting. Draft minutes are circulated to Board / Committee members for their comments as prescribed under the Secretarial Standard-1. The minutes are entered in the Minutes Book within 30 days from the conclusion of the meeting.

NUMBER OF BOARD MEETINGS

Six Board meetings were held during the financial year, as against the statutory requirement of four meetings. The details of Board meetings held are given below:

Date	Board Strength	No. of Directors Present
April 16, 2019	08	07
July 11, 2019	08	06
August 19, 2019	08	05
October 11, 2019	07	05
January 15, 2020	08	07
February 17, 2020	08	06

Attendance of Directors at Board Meetings, last Annual General Meeting and number of other Directorship(s) and Chairmanship(s) / Membership(s) of Committees of each Director in various Companies:

Name of the Director	Attendance at meetings during 2019-20		No. of Directorship in listed entities including this listed entity as on 31-03-2020	Category of Directorship and name of the other listed Company(s) as on 31-03-2020	No. of Membership(s) / Chairmanship(s) of Committees in other Company(s) as on 31-03-2020
	Board of Directors	AGM	(1)		(2)
Sameer Manchanda	6	Yes	1	NIL	NIL
Dr. Archana Niranjan Hingorani	4	No	4	i. Alembic Pharmaceuticals Limited-Independent Director ii. 5 Paisa Capital Limited- Chairperson- - Independent Director iii. Grindwell Norton Limited-Independent Director	7 (including 4 as Chairperson)
Ajaya Chand	6	Yes	1	NIL	NIL
*Robindra Sharma	1	No	N.A.	N.A.	N.A.
Atul Sharma	1	No	1	NIL	NIL
Anuj Jain	4	No	2	Hathway Cable and Datacom Limited-Non-Executive Director	NIL
Geeta Fulwadaya	6	No	2	Hathway Cable and Datacom Limited-Non-Executive Director	NIL
Saurabh Sancheti	6	No	2	Hathway Cable and Datacom Limited-Non-Executive Director	NIL
#Rajendra Dwarkadas Hingwala	2	N.A.	2	Balkrishna Industries Limited- Independent Director	1

NA- Not Applicable

(1) The Directorships, held by Directors as mentioned above, do not include directorship(s) in foreign companies , private companies and section 8 companies under the Companies Act, 2013.

(2) In accordance with Regulation 26 of the Listing Regulations, Membership(s) / Chairmanship(s) of only Audit Committees and Stakeholders' Relationship Committees in all public limited companies have been considered.

* Ceased to be Director w.e.f. September 23, 2019.

Appointed as Director w.e.f. December 21, 2019.

Video/tele-conferencing facility is offered to facilitate Directors to participate in the meetings.

The number of Directorship(s), Committee Membership(s) / Chairmanship(s) of all Directors is / are within the respective limits prescribed under the Companies Act, 2013 and the Listing Regulations.

COMMITTEES

DETAILS OF THE COMMITTEES AND OTHER RELATED INFORMATION ARE PROVIDED HEREUNDER:

Composition of Committees of the Company

Audit Committee	Nomination and Remuneration Committee
Ajaya Chand (Chairman of the Committee)	Ajaya Chand (Chairman of the Committee)
Dr. Archana Niranjan Hingorani	Sameer Manchanda
Saurabh Sancheti	Saurabh Sancheti
Atul Sharma	Dr. Archana Niranjan Hingorani
Stakeholders' Relationship Committee	**Corporate Social Responsibility Committee**
Ajaya Chand (Chairman of the Committee)	Ajaya Chand (Chairman of the Committee)
Sameer Manchanda	Sameer Manchanda
Dr. Archana Niranjan Hingorani	Dr. Archana Niranjan Hingorani
Risk Management Committee	**Finance Committee**
Ajaya Chand Chairman of the Committee)	Ajaya Chand (Chairman of the Committee)
Sameer Manchanda	Sameer Manchanda
Saurabh Sancheti	Saurabh Sancheti
Dr. Archana Niranjan Hingorani	Geeta Fulwadaya
	Anuj Jain

The composition of the Board Committees other than the Finance Committee is in accordance with the provisions of the Listing Regulations and the Companies Act, 2013.

Mr. Jatin Mahajan, Company Secretary and Compliance Officer is the Secretary to all the Committees constituted by the Board.

Meetings of Committees held during the year and Members' Attendance:

Committees of the Company	Audit Committee	Nomination and Remuneration Committee	Corporate Social Responsibility Committee	Stakeholders' Relationship Committee	Finance Committee	Risk Management Committee
Meetings held	5	3	1	1	1	1
Members' Attendance						
Ajaya Chand	5	3	1	1	1	1
Dr. Archana Niranjan Hingorani [1]	4	N.A.	1	1	N.A.	1
Sameer Manchanda	N.A.	3	1	1	1	1
Saurabh Sancheti[2]	3	N.A.	N.A.	N.A.	N.A.	1
Atul Sharma[3]	1	N.A.	N.A.	N.A.	N.A.	N.A.
Robindra Sharma[4]	1	3	N.A.	N.A.	0	N.A.
Geeta Fulwadaya[5]	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Anuj Jain[6]	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Rajendra Dwarkadas Hingwala	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

N.A. - Not a member of the Committee

1 Appointed as Members of Nomination and Remuneration Committee, Risk Management Committee, Corporate Social Responsibility Committee and Stakeholders Relationship Committee w.e.f. September 23, 2019.

2 Appointed as Members of Audit Committee, Nomination and Remuneration Committee, Finance Committee and Risk Management Committee w.e.f. September 23, 2019;

3. Appointed as a Member of Audit Committee w.e.f. September 23, 2019;

4. Ceased to be Members of Committees w.e.f. September 23, 2019;

5 Appointed as Members of Finance Committee w.e.f. September 23, 2019;

6 Appointed as Members of Finance Committee w.e.f. September 23, 2019;

Procedure at Committee Meetings

The Company's guidelines relating to Board meetings are applicable to Committee meetings. Each Committee has the authority to 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 Board meetings for noting. The composition and terms of reference of all the committees are in compliance with the Companies Act, 2013 and Listing Regulations, as applicable. The composition of all the committees is given in this Report.

Details of Committees

Audit Committee

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

- 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;
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- 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:
  a. Matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
  b. Changes, if any, in accounting policies and practices and reasons for the same;
  c. Major accounting entries involving estimates based on the exercise of judgment by management;
  d. Significant adjustments made in the financial statements arising out of audit findings;
  e. Compliance with listing and other legal requirements relating to financial statements;
  f. Disclosure of any related party transactions;

g. 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 utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the listed entity 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, and 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 of 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;
- 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.
- To review the following information:

  1. Management discussion and analysis of financial condition and results of operations;
  2. Statement of significant related party transactions (as defined by the audit committee), submitted by the management;
  3. Management letters / letters of internal control weaknesses issued by the statutory auditors;
  4. Internal audit reports relating to internal control weaknesses; and
  5. The appointment, removal and terms of remuneration of the chief internal auditor.
- Statement of deviations:

  a. Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).

  b. Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice in terms of Regulation 32(7).

General

Members of the Audit Committee possess requisite qualifications. The representatives of Statutory Auditors are permanent invitees to the Audit Committee meetings held quarterly to approve financial statements. The representatives of Statutory Auditors, Executives from Accounts department, Finance department, Corporate Secretarial department and Internal Audit department attend the Audit Committee meetings.

During the year all the recommendations made by the Committee were accepted by the Board.

The Internal Auditor reports directly to the Audit Committee.

The Chairman of the Committee was present at the last Annual General Meeting held on September 23, 2019

Meeting Details

Five meetings of the Committee were held during the year, as against the statutory requirement of four meetings. The meetings were held on April 16, 2019, July 11, 2019, October 11, 2019, January 15, 2020 and February 17, 2020. The details of attendance of Committee members are given in this Report:-

Nomination and Remuneration Committee

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

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of performance of independent directors and the board of directors;
- Devising a policy on diversity of board of directors;
- 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;

- Consider to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
- Administration of Employee Stock Option Scheme of the Company.
- Recommend to the board, all remuneration, in whatever form, payable to senior management.

The Chairman of the Committee was present at the last Annual General Meeting held on September 23, 2019.

Meeting Details

Three meetings of the Committee were held during the year as against statutory requirement of one meeting. The meetings were held on April 16, 2019; July 11, 2019; and August 19, 2019. The details of attendance of Committee members are given in this Report.

Stakeholders' Relationship Committee

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

- Resolving the grievances of the security holders of the Company 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 Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

The Chairman of the Committee was present at the last Annual General Meeting held on September 23, 2019.

Meeting Details

During the year, one meeting of the Committee was held on January 15, 2020. The details of attendance of Committee members are given in this Report.

Investor Grievance Redressal

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

Type of Complaints	Received during the financial year 2019-20	Redressed during the financial year 2019-20	Pending as on March 31, 2020
Transfer of securities	5	5	0
Total	**5**	**5**	**0**

As on March 31, 2020, no complaints were outstanding.

Compliance Officer

Mr. Jatin Mahajan, Company Secretary, is the Compliance Officers for complying with requirements of Securities Laws.

Corporate Social Responsibility Committee

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

- To formulate and recommend to the Board, a Corporate Social Responsibility (CSR) policy which shall indicate the activities to be undertaken by the Company as per the Companies Act, 2013;
- To review and recommend the amount of expenditure to be incurred on the CSR related activities to be undertaken by the Company;
- To institute a transparent monitoring mechanism for the implementation of the CSR projects, programs and activities undertaken by the Company from time to time;
- To oversee the implementation of Policies contained in the Business Responsibility Policy Manual and to make any amendments/modifications, as may be required, from time to time and review and recommend Business Responsibility Reports (BRR) to the Board of Directors for its approval;
- Any other matter as the CSR Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time.

Meeting Details

During the year, one meeting of the Committee was held on January 15, 2020. The details of attendance of Committee members are given in this Report.

Risk Management Committee

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

Risk identification and assessment:

- Periodic assessment to identify significant risks for the Company and prioritizing the risks for action including review of cyber security and related risks.
- Mechanisms for identification and prioritization of risks include risk survey, business risk environment scanning and focused discussions
- Risk survey and functions shall be conducted before the annual strategy exercise. Risk measurement, mitigation and monitoring:
- Review of top risks in Risk Council (consisting of CFO and COO) and Risk Management Committee covering risk level, trend line, exposure, potential impact and progress of key mitigation actions
- The trend line assessment of top risks, analysis of exposure and potential impact shall be carried out.
- Mitigation plans shall be finalized, owners shall be identified

and progress of mitigation actions shall be monitored and reviewed.

Risk Reporting:

- Top risks report outlining the risk level, trend line, exposure, potential impact and status of mitigation actions shall be discussed on a periodic basis.
- Risk update shall be provided to the Board.
- Entity level risks such as project risks, account level risks shall be reported and discussed at appropriate levels of the organization.

Integration with strategy and business planning:

- Identified risks shall be used as one of the key inputs for the development of strategy and business plan.
- Review of progress of Enterprise Risk Management implementation.

Meeting Details

During the year, one meeting of the Committee was held on January 15, 2020. The details of attendance of Committee members are given in this Report.

Finance Committee

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

- to review the Company's financial policies and procedures;
- to keep board informed of financial condition, requirements for funds,
- to review and recommending the Board, investment in securities for acquisition of networks and access to liquidity;
- considering and advising the Board concerning the Company sources and uses of funds, including re-commendation payment of dividends to shareholders;
- review banking arrangements and cash management;
- authorisation to approach financial institution(s)/banks for raising funds and securing credit limits/facilities and enter into agreement up-to limit of Rs. 750 Crores (Rupees Seven Hundred Fifty Crores) with financial instruction(s)/banks including issuance of letter of comfort/ providing securities etc.,
- creation/modification of pledge in terms of sanction letter of bank(s) but not limited to opening of bank account/ dematerialization account, creation of charge including execution of documents thereof in terms of sanctioned letter;
- reviewing and recommending to the Board methods and terms of external financing and other financial transactions required to achieve the Company's objectives; and
- to approve any changes made in the annual budget;
- to review and recommending the Board, funding needs of subsidiaries from time to time;
- to approve opening of bank accounts as may require in day to day course of business including change of signatories;
- authorization to institute or defend any proceedings, administrative matters, statutory registration on behalf of the company;
- to carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification/ statutory compliance as may be applicable;
- delegate authorities from time to time to the Executives/ Authorised persons to implement the decisions of the committee;
- Other matters, as directed by the Board.

Meeting Details

During the year, one meeting of the Committee was held on June 14, 2019.

The details of attendance of Committee members are given in this Report.

PERFORMANCE EVALUATION CRITERIA FOR DIRECTORS

The Nomination and Remuneration Committee has devised criteria for evaluation of the performance of the Directors including 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, vision and strategy, benchmarks established by peers etc., which is in compliance with applicable laws, regulations and guidelines.

DIRECTORS' REMUNERATION

REMUNERATION POLICY

The Company's Remuneration Policy for Directors, Key Managerial Personnel and other employees is available on the website of the Company.

The Company's remuneration policy is directed towards rewarding performance based on review of achievements periodically. The remuneration policy is in consonance with the industry practice.

REMUNERATION OF THE MANAGING DIRECTOR FOR THE FINANCIAL YEAR 2019-20

Mr. Sameer Manchanda, Chairman and Managing Director, was re-appointed for a period of three years commencing from September 10, 2018 till September 9, 2021 on a remuneration of Rs. 3.25 Crore per annum with 10% increment on yearly basis. The said remuneration is within the overall ceiling prescribed under Schedule V of the Companies Act, 2013 and rules made thereunder as amended. Details of remuneration paid to Mr. Sameer Manchanda during the financial year 2019-20 is given below:

Rs. in millions

Name of the Executive Director	Designation	Salary, Perks excluding Reimbursement	Provident Fund	Commission	Stock Option	Total
Sameer Manchanda	CMD	3,09,79,600	15,60,000	-	-	3,25,39,600

The tenure of office of the Managing Director is for 3 (three) years from his date of appointment and can be terminated by either party by giving three months' notice in writing. There is no separate provision for payment of severance fees.

REMUNERATION OF THE NON-EXECUTIVE DIRECTORS FOR THE FINANCIAL YEAR 2019-20

Name of the Director	Sitting Fees (in Rs.)
Dr. Archana Niranjan Hingorani	2,80,000
Ajaya Chand	4,30,000
Atul Sharma	70,000
Anuj Jain	2,00,000
Geeta Fulwadaya	3,00,000
Saurabh Sancheti	3,40,000
Robindra Sharma[1]	90,000
Rajendra Dwarkadas Hingwala[2]	1,10,000

[1]Ceased to be a Director w.e.f. September 23, 2020; 2 Appointed as Directors w.e.f. December 21, 2019

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 option to its Non-Executive Directors.

FRAMEWORK FOR MONITORING SUBSIDIARY COMPANIES

All subsidiary companies are Board managed with their Boards having the rights and obligations to manage such companies in the best interest of their stakeholders. The Company has formulated Policy for determining Material Subsidiaries.

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 Boardregularly.
- A statement containing all significant transactions and arrangements entered into by subsidiary companies is placedbefore 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.

The Company's Policy for determining Material Subsidiaries is available on the website of the Company.

GENERAL BODY MEETINGS

ANNUAL GENERAL MEETINGS

The date and time of Annual General Meetings held during last three years, and the special resolution(s) passed thereat, are as follows:

Year	Location	Date	Day	Time
2016-17	Sri Sathya Sai Auditorium, Lodhi Road, Bhishm Pitamah Marg, New Delhi - 110003	September 27, 2017	Wednesday	11.30 A.M.
2017-18	Kamani Auditorium, 1, Copernicus Marg, New Delhi – 110001	September 19, 2018	Wednesday	11.30 A.M.
2018-19	Sri Sathya Sai Auditorium, Lodhi Road, Bhishm Pitamah Marg, New Delhi - 110003	September 23, 2019	Monday	11.30 A.M.

Special Resolutions passed in the last three Annual General Meetings

S. No.	Date of Annual General Meeting	Details of Special Resolution
1	September 23, 2019	i) Re-appoint Mr. Ajaya Chand as an Independent Director ii) Re-appoint Mr. Atul Sharma as an Independent Director
2	September 19, 2018	Nil
3	September 27, 2017	Nil

EXTRA ORDINARY GENERAL MEETING OF THE COMPANY FOR THE FINANCIAL YEAR 2019-20

Location	Date	Day	Time
PHD Chamber of Commerce and Industry, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi- 110016.	April 15, 2019	Monday	11.00 A.M.

RESOLUTION(S) PASSED THROUGH POSTAL BALLOT:

During the year under review, Shareholders of the Company have approved the resolution, stated in the below table, by requisite majority, by means of Postal Ballot, including Electronic Voting (e-voting).

S. No.	Special Resolution passed through Postal Ballot	% voted in favor of the resolution	% voted against the resolution
1.	To shift the Registered Office of the Company from the National Capital Territory of Delhi & Haryana to the State of Maharashtra, i.e. within the Jurisdiction of the Registrar of Companies, Maharashtra at Mumbai.	99.99993%	0.00007%

There is no immediate proposal for passing any 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 associates. The related party transactions are entered into based on considerations of various business exigencies, such as synergy in operations, sectoral specialisation and the Company's long-term strategy for sectoral investments, optimisation of market share, profitability, legal requirements, liquidity and capital resources of subsidiaries and associates.

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, 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. The Company has made full disclosure of transactions with the related parties as set out in Note 33 of Standalone Financial Statements, forming part of the Annual Report.

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

The Company's Policy on Materiality of Related Party Transactions and on dealing with Related

Party Transactions is put up on the Company's website.

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

There has been no instance of non-compliance by the Company on any matter related to capital markets during the financial year under review and hence no penalty or stricture has been imposed on the Company by Stock Exchanges or Securities and Exchange Board of India (SEBI) or any other statutory authority. During the financial year 2018-19, one of the Nominee Director and a Member of the Audit Committee resigned reducing the strength of the Audit Committee to two Members. The Audit Committee was thereafter, reconstituted by inducting a new Member. The Stock Exchanges imposed fine on the Company with regard to delay in reconstitution of the Audit Committee. On submission made by the Company, the National Stock Exchange of India Ltd. has waived the fine.

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 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 has constituted a grievance redressal platform wherein any employee can report or escalate unethical activities which he/she has witnessed or experienced. Employees may also report violations to the Chairman of the Audit Committee and there was no instance of denial of access to the Audit Committee. The Vigil Mechanism and Whistle-blower policy is available on the website of the Company.

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. Please refer the Business Responsibility Report which forms part of the Annual Report for more details.

ADOPTION OF MANDATORY AND DISCRETIONARY REQUIREMENTS

The Company has complied with all mandatory requirements of Regulation 34 of the Listing Regulations. The Company has adopted the following discretionary requirements of the Listing Regulations:

AUDIT QUALIFICATION

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

REPORTING OF INTERNAL AUDITOR

The Internal Auditor directly reports to the Audit Committee.

MEANS OF COMMUNICATION

Quarterly results: The Company's quarterly / half-yearly / annual financial results are sent to the Stock Exchanges and published in 'Financial Express' and 'Jansatta'. Simultaneously, they are also available on the website of the Company.

News releases, presentations: Official news releases and official media releases are sent to Stock Exchanges and are also available on the website of the Company.

Presentations to institutional investors / analysts: Detailed presentations are made to institutional investors and financial analysts on the Company's quarterly, half-yearly as well as annual financial results. These presentations are put on the Company's website, as well as sent to the Stock Exchanges. No unpublished price sensitive information is discussed in meeting / presentation with institutional investors and financial analysts.

Website: The Company's website (https://www.dennetworks.com) contains a separate dedicated section 'Investor Relations' where shareholders' information is available.

Annual Report: 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 members and others entitled thereto. The Management Discussion and Analysis Report forms part of the Annual Report. The Company's Annual Report is also available in downloadable form on the Company's website.

Letters to Investors: The Company has also sent intimations to the shareholders holding shares in physical form, informing them about SEBI's mandate to permit transfer of shares only in dematerialised form w.e.f. April 1, 2019.

NSE Electronic Application Processing System (NEAPS): NEAPS is a web-based application designed by NSE for corporates. All periodical and other compliance filings are filed electronically on NEAPS.

BSE Listing Centre (Listing Centre): BSE's Listing Centre is a web-based application designed for corporates. All periodical and other compliance filings are filed electronically on the Listing Centre.

SEBI Complaints Redress System (SCORES): Investor complaints are processed at SEBI in a centralised web-based complaints redress system. The salient features of this system are centralised database of all complaints, online upload of Action Taken Reports (ATRs) by concerned companies and online viewing by investors of actions taken on the complaints and their current status.

Designated exclusive email-IDs: The Company has designated the following email-IDs exclusively for investor servicing:

- For queries on Annual Report: investorrelations@denonline.in
- For queries in respect of shares in physical mode: ravuri.vijay@kfintech.com

GENERAL SHAREHOLDER INFORMATION

ANNUAL GENERAL MEETING

Wednesday, September 23, 2020 at 4.00 P.M. through Video Conference as set out in the Notice convening the Annual General Meeting.

DIVIDEND PAYMENT DATE

The Board of Directors of the Company have not recommended any dividend for the Financial Year ended March 31, 2020.

FINANCIAL YEAR

April 1 to March 31

FINANCIAL CALENDAR (TENTATIVE) RESULTS FOR THE QUARTER ENDING

June 30, 2020 – Fourth week of July, 2020

September 30, 2020 – Fourth week of October, 2020

December 31, 2020 – Fourth week of January, 2021

March 31, 2021 – Fourth week of April, 2021

Annual General Meeting – August/September, 2021

LISTING ON STOCK EXCHANGES

Equity Shares

BSE Limited (BSE)

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001 Scrip Code – 533137

National Stock Exchange of India Limited (NSE) Exchange Plaza, C-1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051

Trading Symbol – DEN

ISIN: INE947J01015

PAYMENT OF LISTING FEES

Annual listing fee for the financial year 2020-21 has been paid by the Company to BSE and NSE.

PAYMENT OF DEPOSITORY FEES

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

FEES PAID TO THE STATUTORY AUDITORS

Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to statutory auditors of the Company and other firms in the network entity of which the statutory auditors are a part, during the year ended March 31, 2020, is Rs. 10 million.

CREDIT RATING

The details of credit ratings as on March 31, 2020 assigned by ICRA Limited (Credit Rating Agency) are as follows:

Instrument	Credit Rating
Fund Based- Term Loans	As there was no amount outstanding against the rated term loan instrument, hence the existing rating for Fund Based-Term Loans was withdrawn.
Fund Based- Working Capital Facilities	[ICRA]AA- &; placed on watch with developing implications
Non Fund Based- Working Capital Facilities	[ICRA]A1+ &; placed on watch with developing implications
Unallocated Limits	[ICRA]AA- & / [ICRA]A1+ &; placed on watch with developing implications

UTILIZATION OF FUNDS RAISED THROUGH PREFERENTIAL ALLOTMENT OR QUALIFIED INSTITUTIONS PLACEMENT AS SPECIFIED UNDER REGULATION 32 (7A)

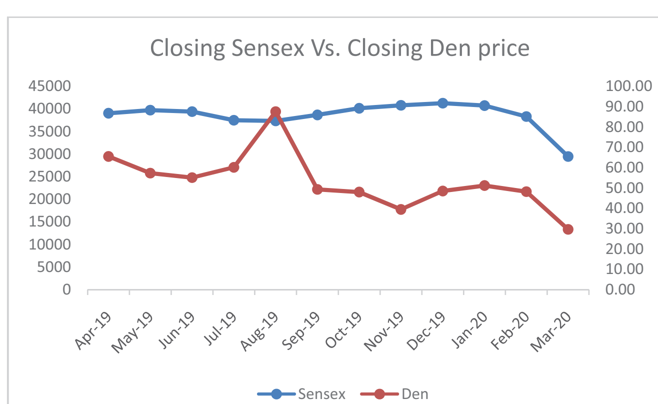
During the financial year 2018-19, the Company has allotted on preferential basis 28,14,48,000 equity shares of Rs. 72.66 each at a premium of Rs. 62.66 per share aggregating to Rs. 20,450 million. All proceeds of preferential allotment have been temporarily invested in fixed deposits as on March 31, 2020

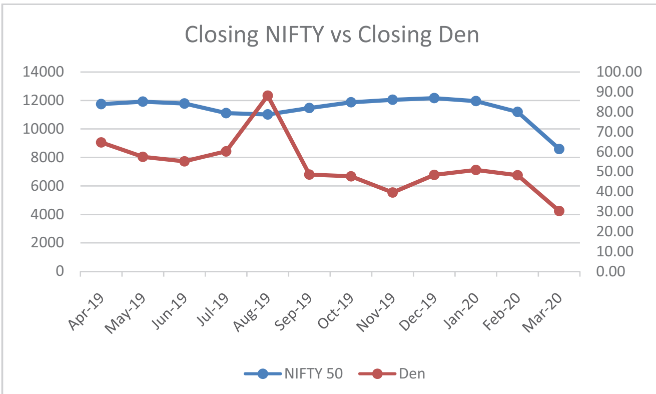
STOCK MARKET PRICE DATA

Month	NSE (In ₹ Per share)		BSE (In ₹ Per share)	
	High price	Low price	High price	Low price
Apr-19	78.00	62.20	73.00	62.75
May-19	68.10	51.50	68.90	56.05
Jun-19	60.00	45.25	60.15	45.55
Jul-19	69.95	46.80	69.85	47.55
Aug-19	97.70	50.90	98.00	55.00
Sep-19	95.00	48.55	96.90	49.30
Oct-19	53.45	46.15	53.55	47.00
Nov-19	50.05	36.10	50.40	36.75
Dec-19	48.45	36.25	48.50	37.00
Jan-20	58.15	43.95	58.05	43.50
Feb-20	67.40	46.85	67.00	48.10
Mar-20	47.35	25.50	48.00	25.85

(Source: This information is compiled from the data available on the website of the BSE and NSE.)

RELATIVE PERFORMANCE OF SHARES





REGISTRARS AND TRANSFER AGENTS

KFin Technologies Private Limited
(formerly known as Karvy Fintech Private Limited)
Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032
Tel: +91 40 67161518, Fax No.: +91 40 67161680
Toll Free No.: 1800 425 8998/ 1800 345 4001
(From 9:00 a.m. to 6:00 p.m.)
e-mail: ravuri.vijay@kfintech.com
Website: www.kfintech.com

SHARE TRANSFER SYSTEM

SEBI has mandated that, effective April 1, 2019, no share can be transferred in physical mode. Hence, the Company has stopped accepting any fresh lodgement of transfer of shares in physical form. The Company had sent communication to the shareholders encouraging them to dematerialise their holding in the Company. The Communication, inter alia, contained procedure for getting the shares dematerialised. Shareholders holding shares in physical form are advised to avail the facility of dematerialisation.

During the year, the Company had obtained, on half-yearly basis, a certificate, from a Company Secretary in Practice, certifying that all certificates have been issued within thirty days of the date of lodgement of the transfer (for cases lodged prior to April 1, 2019), sub-division, consolidation and renewal as required under Regulation 40(9) of the Listing Regulations and filed a copy of the said certificate with the Stock Exchanges.

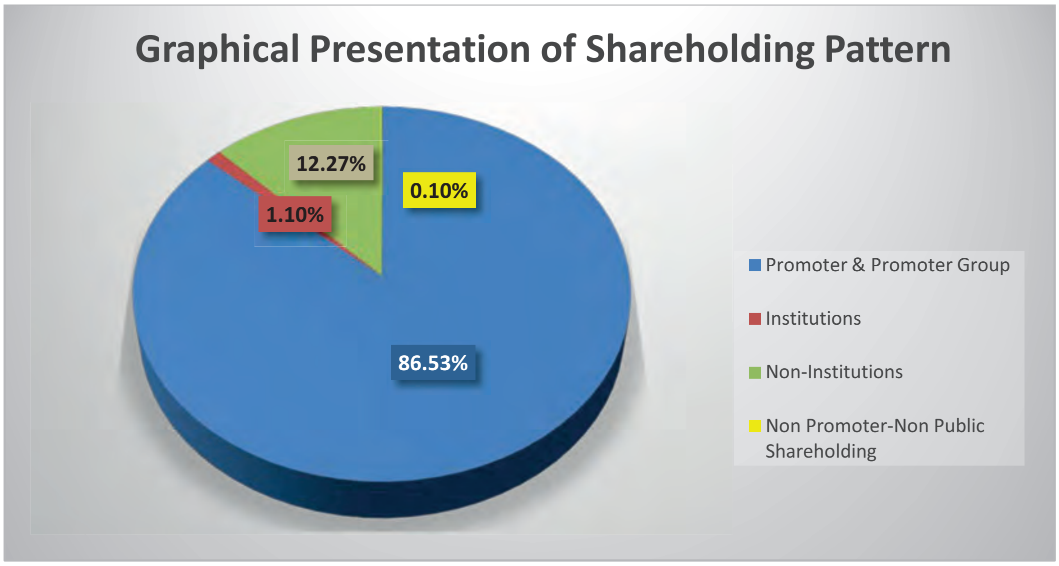
Trading in equity shares of the Company is permitted only in dematerialised form.

SHAREHOLDING PATTERN AS ON MARCH 31, 2020

S. No.	Category of Shareholding	No. of Shareholders	Total number of shares	% of (A+B+C)
(A)	**Shareholding of Promoter and Promoter Group**			
1	Indian	12*	41,29,45,000	86.53
2	Foreign	0	0	0.00
	Total Shareholding of Promoter and Promoter Group	12	41,29,45,000	86.53
(B)	**Public Shareholding**			
1	Institutions	14	52,47,449	1.10
2	Non-Institutions	12,825	5,85,73,465	12.27
	Total Public Shareholding	12839	6,38,20,914	13.37
(C)	**Non Promoter-Non Public**			
	Shares held by Employees Trusts	1	4,57,931	0.10
	Total Non Promoter - Non Public Shareholding	1	4,57,931	0.10
	Total A+B+C	12,852	47,72,23,845	100.00

* As per disclosure under Regulation 30(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, furnished by the promoters.

CATEGORY-WISE SHAREHOLDING (%)



DISTRIBUTION OF SHAREHOLDING BY SIZE AS ON MARCH 31, 2020

Category (Shares)	Number of Shareholders	% to Shareholders	No. of Shares	% of Shares
1-5000	12,659	98.50	30,61,721	0.64
5001- 10000	67	0.52	5,12,540	0.11
10001- 20000	35	0.27	5,05,142	0.11
20001- 30000	24	0.19	5,94,001	0.12
30001- 40000	13	0.10	4,71,366	0.10
40001- 50000	7	0.05	3,17,838	0.07
50001- 100000	11	0.09	7,66,440	0.16
100001 & Above	36	0.28	47,09,94,797	98.69
Total:	**12,852**	**100.00**	**47,72,23,845**	**100.00**

DEMATERIALISATION OF SHARES AND LIQUIDITY

Mode of Holding	No. of shares	%
Shares in Demat Form		
NSDL	47,28,69,566	99.09%
CDSL	41,60,123	0.87
Shares in Physical Form	1,94,156	0.04
TOTAL	**47,72,23,845**	**100%**

OUTSTANDING GDRS / WARRANTS AND CONVERTIBLE BONDS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY

The Company has not issued any ADR/GDR/Warrant and Convertible Instrument during the year under review.

There is no outstanding GDR/ADR/Warrant and Convertible Instrument.

EMPLOYEE STOCK OPTIONS

Please refer Board's Report wherein details of Employees' Stock Options are mentioned.

COMMODITY PRICE RISKS / FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES

The Company doesn't deal in Commodities. Further, the Company hasn't entered in hedging contracts during the year.

PLANT LOCATIONS IN INDIA

The Company is not engaged in manufacturing/ production activities.

ADDRESS FOR CORRESPONDENCE FOR SHARES HELD IN PHYSICAL FORM

KFin Technologies Private Limited

(formerly known as Karvy Fintech Private Limited)

Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032

Tel: +91 40 67161518

Fax No.: +91 40 67161680

Toll Free No.: 1800 425 8998/ 1800-345-4001

(From 9:00 a.m. to 6:00 p.m.)

e-mail: ravuri.vijay@kfintech.com

Website: www.kfintech.com

FOR SHARES HELD IN DEMAT FORM

Investors' concerned Depository Participant(s) and / or KFin Technologies Private Limited.

ANY QUERY ON THE ANNUAL REPORT

Jatin Mahajan
236, Okhla Industrial Area, Phase-III, New Delhi-110020
Ph : (+91 –011) 40522200
Fax : (+91 – 011) 40522203
Email: investorrelations@denonline.in

TRANSFER OF UNPAID / UNCLAIMED AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

The Company, during the financial year 2016-17, had transferred Share Application Money received and due for refund or unclaimed by shareholders for more than seven consecutive years or more, to Investor Education and Protection Fund ("IEPF") pursuant to the provisions of the Companies Act, 2013. Details of Share Application Money transferred to the IEPF Authority are available on the website of IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.

EQUITY SHARES IN THE SUSPENSE ACCOUNT

In terms of Regulation 39 of the Listing Regulations, the Company reports the following details in respect of equity shares lying in the suspense account which were issued in demat form:

Particulars	Demat	
	Number of Shareholders	Number of equity shares
Aggregate Number of shareholders and the outstanding shares in the suspense account lying as on April 1, 2019	4	309
Less: Number of shareholders who approached the Company for transfer of shares (which number is the same as shares transferred from suspense account during the year)	0	0
Add: Number of shareholders and aggregate number of shares transferred to the Unclaimed Suspense Account during the year	0	0
Less: Number of shares transferred to IEPF Authority during the year	0	0
Aggregate Number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2020	**4**	**309**

The voting rights on the shares in the suspense account shall remain frozen till the rightful owner claim the shares.

WEBLINKS FOR THE MATTERS REFERRED IN THIS REPORT ARE AS UNDER

Particulars	Website link
Policies and Code	
Code of Conduct	https://www.dennetworks.com/upload/code_conduct/Code%20of%20conduct%20for%20Board%20Members%20and%20Senior%20Management%20Personnel.pdf
Familiarisation Programme for Independent Directors	https://www.dennetworks.com/upload/code_conduct/Familiarisation_Programme%20for%20Independent%20Directors.pdf
Remuneration Policy for Directors, Key Managerial Personnel and other employees	https://www.dennetworks.com/upload/code_conduct/Policy%20for%20Selection%20of%20Directors,%20Remuneration%20Policy,%20Policy%20on%20Board%20diversity%20and%20Performance-evaluation-of-IDs-and-Board.pdf
Policy for selection of Directors and determining Directors' independence	https://www.dennetworks.com/upload/code_conduct/Policy%20for%20Selection%20of%20Directors,%20Remuneration%20Policy,%20Policy%20on%20Board%20diversity%20and%20Performance-evaluation-of-IDs-and-Board.pdf

Policy for determining Material Subsidiaries	https://www.dennetworks.com/upload/code_conduct/Policy%20on%20material%20subsidiary.pdf
Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions	https://www.dennetworks.com/upload/code_conduct/Related%20Party%20Transactions%20Policy-DEN.pdf
Policy on Determination and Disclosure of Materiality of Events and Information and Web Archival Policy	https://www.dennetworks.com/upload/code_conduct/Determination-of-meterial-event.pdf
Vigil Mechanism and Whistle-Blower Policy	https://www.dennetworks.com/upload/code_conduct/Whistle%20Blower%20Policy-DEN.pdf

Reports	
Quarterly, Half-yearly and Annual Financial Results	https://www.dennetworks.com/Investor#financial-result
Presentation to institutional investors and analysts	https://www.dennetworks.com/Investor#financial-result
Annual Report	https://www.dennetworks.com/Investor#annual-report
Shareholder Information	
Composition of various Committees of the Board	https://www.dennetworks.com/upload/shareholderpdf/Composition%20of%20various%20committees%20of%20board%20of%20directors.pdf
Investor Contacts	https://www.dennetworks.com/investor-events-roadshows#investor-contact

COMPLIANCE OF CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND REGULATION 46(2)(b) TO (i) OF LISTING REGULATIONS

Sr. No.	Particulars	Regulation	Compliance Status Yes / No/N.A.	Key Compliance observed
1.	Board of Directors	17	Yes	• Composition and Appointment of Directors • Meetings and quorum • Review of compliance reports • Plans for orderly succession for appointments • Code of Conduct • Fees / compensation to non-executive Directors • Minimum information to be placed before the Board • Compliance Certificate by Chief Executive Officer and Chief Financial Officer • Risk assessment and risk management plan • Performance evaluation of Independent Directors • Recommendation of Board for each item of special business
2.	Maximum Number of Directorships	17A	Yes	• Directorships in listed entities
3.	Audit Committee	18	Yes	• Composition • Meetings and quorum • Chairperson present at Annual General Meeting • Role of the Committee
4.	Nomination and Remuneration Committee	19	Yes	• Composition • Chairperson present at Annual General Meeting • Meetings and quorum • Role of the Committee
5.	Stakeholders' Relationship Committee	20	Yes	• Composition • Chairperson present at Annual General Meeting • Meetings • Role of the Committee

6.	Risk Management Committee	21	Yes	• Composition • Meetings • Role of the Committee
7.	Vigil Mechanism	22	Yes	• Vigil Mechanism for Directors and employees • Adequate safeguards against victimisation • Direct access to Chairperson of Audit Committee
8.	Related Party Transactions	23	Yes	• Policy on Materiality of Related Party transactions and dealing with Related Party Transactions • Prior approval including omnibus approval of Audit Committee for Related Party Transactions • Periodical review of Related Party transactions • Disclosure on Related Party Transactions
9.	Subsidiaries of the Company	24	Yes	• Review of financial statements and investments of subsidiaries by the Audit Committee • Minutes of the Board of Directors of the subsidiaries are placed at the meeting of the Board of Directors • Significant transactions and arrangements of subsidiaries are placed at the meeting of the Board of Directors
10.	Secretarial Audit	24A	Yes	• Annual Secretarial Audit Report and Annual Secretarial Compliance Report
11.	Obligations with respect to Independent Directors	25	Yes	• Maximum directorships and tenure • Meetings of Independent Directors • Cessation and appointment of Independent Directors • Familiarisation of Independent Directors • Declaration from Independent Directors that he/she meets the criteria of independence • Directors and Officers insurance for all the Independent Directors
12.	Obligations with respect to employees including Senior Management, Key Managerial Personnel, Directors and Promoters	26	Yes	• Memberships / Chairmanships in Committees • Affirmation on compliance of Code of Conduct by Directors and Senior Management • Disclosure of shareholding by non-executive Directors • Disclosures by Senior Management about potential conflicts of interest • 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
13.	Other Corporate Governance requirements	27	Yes	• Compliance with discretionary requirements • Filing of quarterly, half-yearly and yearly compliance report on Corporate Governance
14	Website	46(2)(b) to (i)	Yes	• Terms and conditions of appointment of Independent Directors • Composition of various Committees of the Board of Directors • Code of Conduct of Board of Directors and Senior Management Personnel • Details of establishment of Vigil Mechanism / Whistle-blower policy • Policy on dealing with Related Party Transactions • Policy for determining material subsidiaries • Details of familiarisation programmes imparted to Independent Directors

NO DISQUALIFICATION CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

Certificate from M/s. NKJ & Associates, Practising 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 Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority, as stipulated under Regulation 34(3) of the Listing Regulations, is attached to this Report.

CEO AND CFO CERTIFICATION

The Chief Executive Officer (CEO) and the Chief Financial Officer (CFO) of the Company give annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the Listing Regulations, copy of which is attached to this Report. The CEO and the CFO also give quarterly certification on financial results while placing the financial results before the Board in terms of Regulation 33(2) of the Listing Regulations.

COMPLIANCE CERTIFICATE

Certificate from M/s. NKJ & Associates, Practising Company Secretaries, confirming compliance with conditions of Corporate Governance, as stipulated under Regulation 34 of the Listing Regulations, is attached to this Report.

CERTIFICATE ON COMPLIANCE WITH CODE OF CONDUCT

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 2019-20.

SN Sharma
Chief Executive Officer
Gurugram, April 21, 2020

CERTIFICATE UNDER SCHEDULE V OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 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

TO THE MEMBERS,
DEN NETWORKS LIMITED
236, OKHLA INDUSTRIAL AREA,
PHASE III NEW DELHI DL 110020

We have reviewed the disclosures and declaration as received from the directors of Den Networks Limited ("the Company") having CIN: L92490DL2007PLC165673, in Form MBP-1 and DIR-8 pursuant to Section 184(1) and Section 164(2) of the Companies Act, 2013 respectively and we are of the view 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 Securities and Exchange Board of India (SEBI), Ministry of Corporate Affairs (MCA) or any such other Statutory Authority.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our verification of documents submitted by directors. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Date: 21st April, 2020
Place: New Delhi

For **N. K. J & ASSOCIATES**
Company Secretaries

NEELESH KR. JAIN
Proprietor
Membership No. FCS 5593
Certificate of Practice No. 5233
UDIN : F005593B000219831

CEO & CFO CERTIFICATION

To,

The Board of Directors
Den Networks Limited

We, S.N. Sharma, Chief Executive Officer and Satyendra Jindal, Chief Financial Officer of DEN Networks Limited (hereinafter referred to as "Company"), responsible for the financial function and the compliance of the code of conduct of the Company, certify that:

A. We, have reviewed financial statements and the Cash Flow Statement of the Company for the financial year ended 31st March, 2020 and that to the best of our knowledge and belief:

   (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   (2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.

D. We have indicated to the auditors and the Audit Committee that:

   (1) there are no significant changes in internal control over financial reporting during the year;

   (2) there are no significant changes in accounting policies during the year; and

   (3) there are no instances of significant fraud of which we have become aware.

For **DEN Networks Limited**

S. N. Sharma
Chief Executive Officer

For **DEN Networks Limited**

Satyendra Jindal
Chief Financial Officer

Date: April 21, 2020
Place: Gurugram, Haryana

CERTIFICATE OF COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER SCHEDULE V OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To the Members,
DEN NETWORKS LIMITED
236, OKHLA INDUSTRIAL AREA,
PHASE III NEW DELHI 110020

1. We have reviewed the implementation of the corporate governance procedures by Den Networks Limited ("the Company") during the year ended March 31st 2020, with the relevant records and documents maintained by the Company, furnished to us for our review and report on Corporate Governance, as approved by the Board of Directors.
2. The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedure and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of the opinion on the financial statements of the Company.
3. 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 to conduct the affairs of the Company.
4. On the basis of our review and according to the best of our information and according to the explanation given to us, the company has been complying with conditions of Corporate Governance, as stipulated in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For **N.K.J & ASSOCIATES**
Company Secretaries

NEELESH KR. JAIN
Proprietor
Membership No. FCS 5593
Certificate of Practice No. 5233
UDIN:F005593B000219818

Date: 21st April, 2020
Place: New Delhi

STANDALONE FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF DEN NETWORKS LIMITED

Report on the Audit of Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **DEN NETWORKS LIMITED** ("the Company"), which comprise the balance sheet as at 31 st March 2020, and the statement of Profit and Loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 st March 2020, and profit (including other comprehensive income, statement of changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the year ended 31st March, 2020. 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.

Key Audit Matters	How our audit addressed the key audit matter
(i) Investments in Equity share of Subsidiaries and Associates	
As at 31st March 2020, the Company has total investments of Rs. 5,412.33 Million in equity shares of subsidiaries/ associates/ which constitutes 100 % of the total investments portfolio of the Company. Management regularly reviews whether there are any indication of impairment on the investment made by the company by reference to the requirement under Ind AS 36 "Impairment of Assets", Accordingly, Management has identified impairment indication (operating losses, negative net- Worth and sustainably eroded net worth) in equity investments in subsidiaries/associates of the company with an investment of Rs. 3,212.25 Million. As a result, impairment assessment has been performed by the company by comparing the carrying value of these investments to their recoverable amount to determine whether impairment was required to be recognised. For the purpose of the above impairment testing-recoverable amount has been determined by forecasting and discounting future cash flows. The determination of recoverable amounts of investments in these subsidiaries involved judgement due to inherent uncertainty in the assumption supporting the recoverable amounts of these investments. Accordingly, the evolution of impairment of above investments is determined to be a key audit matter..	Our audit procedures included the following: • Assessing the appropriateness of the methodology applied in determining the recoverable amount. • Assessing the assumptions around the key drivers of the cash flow forecasts including change in business module • Discussion/evaluation of potential changes in key drivers, as compared to the previous year with management in order to evaluate whether the inputs and assumption used are suitable. • Testing the arithmetical accuracy of the impairment model prepared by the management. • Considered the completeness and accuracy of the disclosures, which are included in note 38 of the standalone financial statements.

Key Audit Matters	How our audit addressed the key audit matter
(ii) Litigations Matters & Contingent liabilities	
The Company is subject to number of significant litigations. Major risks identified by the Company in that area relate to VAT liability on account of transfer of set top boxes, entertainment tax, and license fees liability from DOT on account of dispute to consider non-business for AGR calculation and dispute in duty assessment. The amounts of litigations may be significant and estimates of the amounts of provisions or contingent liabilities are subject to significant management judgment. (Refer Note No. 28 and 46)) Due to complexity involved in these litigation matters, management's judgment regarding recognition and measurement of provisions for these legal proceedings is inherently uncertain and might change over time as the outcomes of the legal cases are determined and it has been considered as a key audit matter.	Our audit procedures included the following • Assessing the procedures implemented by the company to identify and gather the risks it is exposed to. • Discussion with the management on the development in theses litigations during the year ended 31 st March, 2020. • Obtaining an understanding of the risk analysis performed by the company, with the relating supporting documentation and studying written statements from internal / external legal experts, when applicable. • Verification that the accounting and / or disclosures as the case may be in the standalone financial statements is in accordance with the assessment of legal counsel/management. • Obtaining representation letter from the management on the assessment of those matters as per SA 580 (revised) - written representations.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the annual report but does not include the 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 in the 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, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintaince of 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 is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those 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 scepticism 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 financial controls 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 Company 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 year 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, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 As required by Section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

(c) The Balance Sheet, the Statement of Profit and Loss 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 books of account.

(d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the directors as on 31 st March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 st March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

(g) With respect to the other matters to be included in 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 explanation given to us, the remuneration paid or by the company to its directors during the year is in accordance with the provision of section 197 of the Act.

(h) 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, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements. Refer Note 28 & 46 to the standalone financial statements.

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

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For, **Chaturvedi & Shah LLP**
Chartered Accountants
Firm's Registration No. 101720W/W100355

Vijay Napawaliya
Partner
Membership No. 109859
UDIN :20109859AAAABP8062

Place : Mumbai
Date :21st April, 2020

"ANNEXURE A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

We have audited the internal financial controls over financial reporting of **DEN NETWORKS LIMITED** ("the Company") as of 31 st March 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India (" ICAI") and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 st March, 2020, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For, **Chaturvedi & Shah LLP**
Chartered Accountants
Firm's Registration No. 101720W/W100355

Vijay Napawaliya
Partner
Membership No. 109859
UDIN :20109859AAAABP8062

Place : Mumbai
Date :21st April, 2020

"ANNEXURE B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) In respect of its property, plant and equipment:

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

b. The Company has a program of verification of property, plant and equipment to cover all items in a phased manner over a period of three years other than set top boxes, which are in possession of customers/third parties and distribution equipment comprising overhead and underground cables. Management is of the view that it is not possible to physically verify these assets due to their nature and location. Pursuant to the program, certain property, plant and equipment were physically verified by the management during the year. According to the information and explanations given to us, the existence of set top boxes is verified on the basis of the 'active user' status in the system. No material discrepancies were noticed on such verification.

In our opinion, other than for physical verification of set top boxes and distribution equipment referred to above, the frequency of verification of property, plant and equipment is reasonable having regard to the size of the Company and the nature of its assets.

c. The Company does not have any immovable properties of freehold or leasehold land and building and hence reporting under clause (i)(c) of the Order is not applicable to the Company.

(ii) The Company does not have any inventory. Therefore, provision of clause (ii) of paragraph 3 of the said Order is not applicable to the company.

(iii) The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013. Therefore, provision paragraph 3 (iii) of the Order are not applicable to the company.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments.

(v) According to the information and explanations given to us, the Company has not accepted any deposits from the public. The Company does not have any unclaimed deposits and accordingly the provisions of Sections 73 to 76 or any other relevant provisions of the companies Act, 2013 are not applicable to the Company.

(vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended and the Cost Records and Audit (Telecommunication Industry) Rules prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

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

a. The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Goods and Services Tax, Customs Duty, Cess and other material statutory dues applicable to it to the appropriate authorities..

b. There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Goods and Services Tax, Sales Tax, Service Tax, Customs Duty, Value Added Tax, Cess and other material statutory dues in arrears as at 31 st March, 2020 for a period of more than six months from the date they became payable other than the dues related to entertainment tax, the details of which are given below:

Name of Statute	Nature of Dues	Amount Involved (Rs. In million)	Period to which the amount relates	Due date
Delhi Entertain-ment Tax Act, 1996	Entertain-ment Tax	1.64	June 2017	Within 7 days from the expiry of each month

c. Details of dues of Sales Tax, Service Tax, Customs Duty and Value Added Tax/Goods & Service Tax which have not been deposited as on 31 st March, 2020 on account of disputes are given below:

Name of Statute	Nature of Dues	Forum where Dispute is pending	Period to which the amount relates	Amount unpaid (Rs. in million)
The Uttar Pradesh Value Added Tax Act, 2008	Value Added Tax	Additional Commissioner of Commercial Taxes (Appeals)	April 2012 to March 2016	387.68
The Uttar Pradesh Value Added Tax Act, 2008	Value Added Tax	Commercial Tax Tribunal	April 2012 to March 2013	8.39
The Uttar Pradesh Value Added Tax Act, 2008	Value Added Tax	Deputy Commissioner	April 2016 to March 2017	-
Central Goods and Service Tax Act, 2017	Goods and Service Tax (GST)	Deputy Commissioner	April 2017 to March 2018	-
Rajasthan Value Added Tax, 2003	Value Added Tax and Central Sales Tax	Assessing Officer (AO)	April 2016 to March 2017	8.97
Maharashtra Value Added Tax, 2002	Value Added Tax and Central Sales Tax	Joint Commissioner of Sales Tax (Appeal)	April 2014 to March 2015	8.69
Karnataka Value Added Tax, 2003	Value Added Tax and Central Sales Tax	High Court	April 2008 to March 2009	25.58
Karnataka Value Added Tax, 2003	Value Added Tax and Central Sales Tax	Appellate Tribunal	April 2009 to March 2016	243.07
Karnataka Value Added Tax, 2003	Value Added Tax and Central Sales Tax	Assessing Officer (AO)	April 2016 to March 2017	1.83
Jharkhand Value Added Tax, 2004	Value Added Tax	Assessing Officer (AO)	April 2014 to March 2016	59.20
Kerala Value Added Tax Act, 2003	Value Added Tax and Central Sales Tax	Assessing Officer (AO)	April 2011 to March 2012	24.97
Kerala Value Added Tax Act, 2003	Value Added Tax and Central Sales Tax	Assistant Commissioner Appeals, Commercial Taxes	April 2012 to March 2013	21.48
Kerala Value Added Tax Act, 2003	Value Added Tax and Central Sales Tax	Deputy Commissioner (Appeal)	April 2013 to March 2017	24.07
Kerala Value Added Tax Act, 2003	Value Added Tax and Central Sales Tax	High Court of Kerala	April 2013 to March 2014 and April 2015 to March 2016	190.88
Delhi Value Added Tax, 2004	Value Added Tax	Special Commissioner - Department of Trade & Taxes (Appeal)	April 2013 to March 2017	6.30
Bihar Value Added Tax, 2005	Value Added Tax	Assessing Officer (AO)	April 2012 to March 2014	29.24
Sub Total of Sales Tax and Value Added Tax				**1040.35***

Name of Statute	Nature of Dues	Forum where Dispute is pending	Period to which the amount relates	Amount unpaid (Rs. in million)
Custom Act, 1962	Custom Duty	Directorate of Revenue Intelligence	February 2012 to December 2016	163.90**
The Income Tax Act, 1961	Income Tax	Assistant Commissioner of Income Tax	Assessment Year 2012-13	2.34

*Net of Rs. 180.69 million under protest.

** Net of Rs. 103.87 million under protest.

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institution and banks. The Company has not taken any loans or borrowing from government and has not issued any debentures during the year.

(ix) In our opinion and according to the information and explanations given to us,. the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) and no term loans raised during the year. Therefore, provision of clause (ix) of paragraph 3 of the order is not applicable to the Company.

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements etc. as required by the applicable accounting standards.

(xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made preferential allotment of shares during the year under audit. Further amount raised in the previous year have been temporarily deployed pending application of proceeds.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding, subsidiary companies or associates, as applicable, or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For, **Chaturvedi & Shah LLP**
Chartered Accountants
Firm's Registration No. 101720W/W100355

Vijay Napawaliya
Partner
Membership No. 109859
UDIN : 20109859AAAABP8062

Place :Mumbai
Date :21st April, 2020

BALANCE SHEET AS AT 31ST MARCH, 2020

(Rs. in million)

Particulars	Note No.	As at 31.03.2020	As at 31.03.2019
A. ASSETS			
1. Non-current assets			
(a) Property, plant and equipment	3A	3,637.64	5,129.14
(b) Capital work-in-progress		106.47	76.64
(c) Intangible assets	3B	25.00	50.55
(d) Financial assets			
(i) Investments	4	5,373.62	5,386.84
(ii) Loans	5	14.28	28.96
(e) Non current tax assets (net)	7	897.81	965.42
(f) Deferred tax assets (net)	27B	-	375.84
(g) Other non-current assets	8	564.14	513.17
Total non-current assets		**10,618.96**	**12,526.56**
2. Current assets			
(a) Financial assets			
(i) Investments	9	38.71	20,747.20
(ii) Trade receivables	10	3,165.31	3,291.99
(iii) Cash and cash equivalents	11	13.30	211.09
(iv) Bank balances other than cash and cash equivalents	12	21,360.65	1,421.95
(v) Loans	5	241.64	256.19
(vi) Other financial assets	6	1,361.61	1,079.51
(b) Other current assets	8	122.17	144.93
Total current assets		**26,303.39**	**27,152.86**
Total assets		**36,922.35**	**39,679.42**
B. EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	13	4,767.66	4,767.66
(b) Other equity	14	22,424.60	21,567.08
Total equity		**27,192.26**	**26,334.74**
Liabilities			
1. Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	15	-	2,636.69
(b) Provisions	17	85.27	77.94
(c) Other non-current liabilities	18	1,608.12	2,272.03
Total non-current liabilities		**1,693.39**	**4,986.66**
2. Current liabilities			
(a) Financial liabilities			
(i) Borrowings	19	2,133.46	644.43
(ii) Trade payables			
-dues of micro enterprises and small enterprises	20	0.17	1.55
-dues of creditors other than micro enterprises and small enterprises	20	3,163.42	3,703.21
(iii) Other financial liabilities	16	1,242.20	2,963.28
(b) Provisions	17	11.09	11.26
(c) Other current liabilities	18	1,486.36	1,034.29
Total current liabilities		**8,036.70**	**8,358.02**
Total liabilities		**9,730.09**	**13,344.68**
Total equity and liabilities		**36,922.35**	**39,679.42**
See accompanying notes to the financial statements	1 to 50		

In terms of our report attached
For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm Regisration Number : 101720W/W100355

For and on behalf of the Board of Directors of
DEN NETWORKS LIMITED

Vijay Napawaliya
Partner
Membership No. 109859

Sameer Manchanda
Chairman and Managing Director
DIN No:00015459

Ajaya Chand
Director
DIN No. 02334456

S.N. Sharma
Chief Executive Officer

Jatin Mahajan
Company Secretary
M.No: F6887

Satyendra Jindal
Chief Financial Officer

Place : Mumbai
Date : 21st April, 2020

Place : Gurugram
Date : 21st April, 2020

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2020

(Rs. in million)

Particulars	Note No.	Year ended 31.03.2020	Year ended 31.03.2019
1. Income			
(a) Revenue from operations	21	11,954.83	10,093.41
(b) Other income	22	1,877.71	546.17
2. Total income		**13,832.54**	**10,639.58**
3. Expenses			
(a) Cost of traded items		95.30	78.59
(b) Content cost		6,056.40	5,462.21
(c) Placement fees		1,470.77	1,497.51
(d) Employee benefits expense	23	597.41	609.05
(e) Finance costs	24	310.32	556.49
(f) Depreciation and amortisation expense		1,663.90	1,452.68
(g) Other expenses	25	2,399.59	1,666.85
4. Total expenses		**12,593.69**	**11,323.38**
5. Profit/(loss) before exceptional items and tax expense (2-4)		1,238.85	(683.80)
6. Exceptional items	26	-	1,507.00
7. Profit / (loss) before tax (5-6)		**1,238.85**	**(2,190.80)**
8. Tax expense			
(a) Current tax	27(A)(a)	-	-
(b) Deferred tax	27(A)(b)	375.85	-
9. Total tax expense		**375.85**	**-**
10. Profit /(loss) after tax (7-9)		**863.00**	**(2,190.80)**
11. Other comprehensive income			
(A) Items that will not be reclassified to profit or loss:			
(i) Re measurement Gains / (Losses) on Defined benefit plans	31	(5.48)	9.15
(ii) Income tax effect on above	27(A)(b)	-	-
(B) Items that will be reclassified to profit or loss:		-	-
12. Total other comprehensive income		**(5.48)**	**9.15**
13. Total comprehensive income for the year (10+12)		**857.52**	**(2,181.65)**
14. Earnings per equity share (EPS)			
(Face value of Rs. 10 per share)			
Basic (in Rs.)	32	1.81	(9.19)
Diluted (in Rs.)		1.81	(9.19)
See accompanying notes to the financial statements	1 to 50		

In terms of our report attached
For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm Regisration Number : 101720W/W100355

Vijay Napawaliya
Partner
Membership No. 109859

Place : Mumbai
Date : 21st April, 2020

For and on behalf of the Board of Directors of
DEN NETWORKS LIMITED

Sameer Manchanda
Chairman and Managing Director
DIN No:00015459

Ajaya Chand
Director
DIN No. 02334456

S.N. Sharma
Chief Executive Officer

Jatin Mahajan
Company Secretary
M.No: F6887

Satyendra Jindal
Chief Financial Officer

Place : Gurugram
Date : 21st April, 2020

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020

(Rs. in million)

Particulars			Year ended 31.03.2020	Year ended 31.03.2019
A.	**Cash flow from operating activities**			
	Profit / (Loss) after tax		863.00	(2,190.80)
	Adjustments for :			
	Deferred Tax		375.85	-
	Depreciation and amortisation expense		1,663.90	1,452.68
	Finance costs		310.32	556.49
	Share-based payments to employees		-	4.45
	Provision for impairment in value of investments in subsidiary companies		28.47	-
	Provision for Imapirment of capital-work-in-progress		3.20	-
	Net (gain)/loss on foreign currency transactions and translation		0.66	10.98
	Allowance on trade receivables and advances		627.90	146.37
	Exceptional item		-	1,507.00
	(Profit)/ Loss on disposal of property, plant and equipment		(21.94)	1.79
	Interest income		(1,446.56)	(204.68)
	Net gain on sale of current investments /Net gain on investments desiganted at FVTPL		(274.60)	(265.48)
	Dividend income		(95.26)	(76.01)
	Liabilities/ excess provisions written back (net)		(178.81)	(226.78)
	Operating profit before working capital changes		**1,856.13**	**716.01**
	Changes in working capital:			
	Adjustments for (increase)/ decrease in operating assets:			
	Trade receivables		(359.02)	(537.42)
	Other Receivables		643.74	(296.40)
	Adjustments for increase / (decrease) in operating liabilities:			
	Trade payables		(293.02)	269.81
	Other Payables		(438.89)	(50.49)
	Provisions		1.68	0.08
	Cash generated from operations		1,410.62	101.59
	Net income tax refunds/(paid)		140.80	(180.23)
	Net cash flow from/ (used in) operating activities	**(A)**	**1,551.42**	**(78.64)**
B.	**Cash flow from investing activities**			
	Capital expenditure on property, plant and equipment including capital advances		(222.09)	(581.51)
	Proceeds from sale of property, plant and equipment		32.91	72.55
	Bank balances not considered as Cash and cash equivalents			
	- Placed		(16,179.35)	207.61
	Current investments not considered as Cash and cash equivalents:			
	- Purchased		(6,298.08)	(41,427.90)
	- Proceeds from sale		27,282.52	21,513.38
	Purchase/acquisition of non-current investments:			
	- Subsidiaries		(6.92)	(31.71)
	Proceeds from disposal of non-current investments			
	- Subsidiaries		5.00	-
	Dividend Received		107.41	63.86
	Movement in Loans (Net)		15.71	(8.50)
	Advance given for investments		-	(13.21)
	Interest received		257.76	236.64
	Net cash from / (used in) investing activities	**(B)**	**4,994.87**	**(19,968.79)**

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020

(Rs. in million)

Particulars			Year ended 31.03.2020	Year ended 31.03.2019
C.	**Cash flow from financing activities**			
	Proceeds from issue of equity shares		-	20,450.00
	Share issue expenses		-	(39.95)
	Borrowings- non current			
	- Proceeds		-	2,012.50
	- Repayments		(4,212.21)	(2,115.65)
	Borrowings- current (Net)		1,489.03	(398.49)
	Lease Liability Paid		(6.29)	-
	Fixed Deposit Pledged (Net)		(3,759.35)	-
	Finance costs		(255.26)	(548.33)
	Net cash from / (used) in financing activities	**(C)**	**(6,744.08)**	**19,360.08**
	Net (decrease)/increase in cash and cash equivalents	**(A+B+C)**	(197.79)	(687.35)
	Cash and cash equivalents as at the beginning of the year		211.09	898.44
	Cash and cash equivalents as at the end of the year (See note 11)*		**13.30**	**211.09**
	* Comprises:			
	a. Cash on hand		-	10.68
	b. Cheques on hand		-	27.53
	c. Balance with scheduled banks			
	i. in current accounts		13.30	172.88
			13.30	**211.09**
See accompanying notes to the Financial Statements		1 to 50		

In terms of our report attached
For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm Regisration Number : 101720W/W100355

Vijay Napawaliya
Partner
Membership No. 109859

Place : Mumbai
Date : 21st April, 2020

For and on behalf of the Board of Directors of
DEN NETWORKS LIMITED

Sameer Manchanda
Chairman and Managing Director
DIN No:00015459

Ajaya Chand
Director
DIN No. 02334456

S.N. Sharma
Chief Executive Officer

Jatin Mahajan
Company Secretary
M.No: F6887

Satyendra Jindal
Chief Financial Officer

Place : Gurugram
Date : 21st April, 2020

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2020

a. Equity share capital

(Rs. in million)

Particulars	Amount
Balance at 1 April 2018	**1,953.18**
Changes in equity share capital during the year	
Issue of equity shares (See note 37)	2,814.48
Balance at 31 March, 2019	**4,767.66**
Changes in equity share capital during the year	
Issue of equity shares	-
Balance at 31 March, 2020	**4,767.66**

b. Other equity

(Rs. in million)

Particulars	Reserves and Surplus				Total
	Securities premium	General reserve	Equity-settled employee benefits reserve	Retained earnings	
Balance at 1 April, 2018	**16,516.24**	**202.86**	**90.13**	**(10,660.52)**	**6,148.71**
Loss for the year	-	-	-	(2,190.80)	(2,190.80)
Premium on shares issued during the year (See note 37)	17,635.52	-	-	-	17,635.52
Share issue expenses	(39.95)	-	-	-	(39.95)
Other comprehensive income for the year	-	-	-	9.15	9.15
ESOP compensation expense (See note 23)	-	-	4.45	-	4.45
ESOP on expired options transfer with in equity	-	-	(83.39)	83.39	-
Balance at 31 March, 2019	**34,111.81**	**202.86**	**11.19**	**(12,758.78)**	**21,567.08**
Profit for the year	-	-	-	863.00	863.00
Other Comprehensive income for the year	-	-	-	(5.48)	(5.48)
ESOP on expired options transfer with in equity	-	-	(11.19)	11.19	-
Balance at 31 March, 2020	**34,111.81**	**202.86**	**-**	**(11,890.07)**	**22,424.60**

See accompanying notes to the financial statements 1 to 50

In terms of our report attached
For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm Regisration Number : 101720W/W100355

Vijay Napawaliya
Partner
Membership No. 109859

Place : Mumbai
Date : 21st April, 2020

For and on behalf of the Board of Directors of
DEN NETWORKS LIMITED

Sameer Manchanda
Chairman and Managing Director
DIN No:00015459

Ajaya Chand
Director
DIN No. 02334456

S.N. Sharma
Chief Executive Officer

Jatin Mahajan
Company Secretary
M.No: F6887

Satyendra Jindal
Chief Financial Officer

Place : Gurugram
Date : 21st April, 2020

NOTES TO THE FINANCIAL STATEMENTS

DEN NETWORKS LIMITED

1. Corporate information

DEN NETWORKS LIMITED (hereinafter referred to as 'the Company' or 'DEN') was incorporated in India on 10 July, 2007 and is primarily engaged in distribution of television channels through digital cable distribution network. The Company is having its registered office at 236, Okhla Industrial Area, Phase III, New Delhi - 110020.

The Company changed its status from a Private Limited Company to a Public Limited Company on 15 April, 2008 thereby changing its name to DEN Digital Entertainment Networks Limited. Subsequently, the Company changed its name to DEN Networks Limited on 27 June, 2008. The equity shares of the Company are listed on two of the stock exchanges in India i.e NSE and BSE.

2. Significant accounting policies

2.01 Basis of preparation

(i) Statement of Compliance

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 (the Act) read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India.

(ii) Basis of preparation and presentation

The standalone financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102 Share based payments, leasing transactions that are within the scope of Ind AS 116 Leases, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 Inventories or value in use in Ind AS 36 Impairment of Assets.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the assets or liability.

2.02 Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition) and highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.03 Cash flow statement

Cash flows are reported using indirect method, whereby Profit/(loss) after tax reported under Statement of Profit and loss is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on available information.

2.04 Property, plant and equipment

All the items of property, plant and equipment are stated at historical cost net of Input tax credit less depreciation and impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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 profit or loss during the reporting period in which they are incurred.

Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives, using the straight-line method. The estimated useful life is taken in accordance with Schedule II to the Companies Act, 2013 except in respect of the following categories of assets, in whose case the life of the assets has been assessed based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

a.	Headend and distribution equipment	6 -15 years
b.	Set top boxes (STBs)	8 years
c.	Computers	6 years
d.	Office and other equipment	3 years
e.	Furniture and fixtures	3 to 10 years
f.	Vehicles	6 years
g.	Leasehold improvements	Lower of the useful life and the remaining period of the lease.

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 the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Transition to Ind AS

The Comapny had elected to continue with the carrying value of all of its property, plant and equipment recognised as of 1 April, 2015 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

2.05 Intangible assets

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Distribution network rights and non compete fees represents amounts paid to local cable operators/distributors to acquire rights over a particular area for a specified period of time. Other intangible assets include software.

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 profit or loss when the asset is derecognised.

Useful lives of intangible assets

Estimated useful life of the intangible assets are:

a.	Distribution network rights	5 years
b.	Software	5 years
c.	Non compete fees	5 years

Transition to Ind AS

The comapny had elected to continue with the carrying value of all of its intangible assets recognised as of 1 April, 2015 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

2.06 Impairment of tangible and intangible assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of 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 for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

2.07 Revenue recognition

The Company derives revenues primarily by providing service in respect of distribution of television channels through digital cable distribution network.

Revenue is recognized on satisfaction of performance obligation upon transfer of promised products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.

Generally, control is transfer upon shipment of products to the customer or when the product is made available to the customer, provided transfer of title to the customer occurs and the Company has not retained any significant risks of ownership or future obligations with respect to the product shipped.

Service revenue comprises:

(i) Subscription income from digital and analog subscribers, placement of channels, advertisement revenue, fees for rendering management, technical and consultancy services and other related services.

(ii) Activation fees on Set top boxes (STBs) is deferred and recognized over the period of customer relationship on activation of boxes.

(iii) Amounts billed for services in accordance with contractual terms but where revenue is not recognized, have been classified as advance billing and disclosed under current liabilities.

Revenue is measured at the amount of consideration which the company expects to be entitled to in exchange for transferring distinct product or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognized when it becomes unconditional.

Revenue in excess of invoicing are classified as contract assets ("unbilled revenue") while invoicing in excess of revenues are classified as contract liabilities ("unearned and deferred revenue").

2.08 Other income

Dividend income and interest income

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

Interest income from a financial assets is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.09 Share-based payment arrangements

Share-based payment transactions of the Company

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date. Details regarding the determination of the fair value of equity-settled share-based transactions are set out in note 34.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

2.10 Foreign Currencies

The functional currency for the Company is determined as the currency of the primary economic environment in which it operates. For the Company, the functional currency is the local currency of the country in which it operates, which is INR.

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets which are capitalised as cost of assets.

Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in Other Comprehensive Income or Statement of Profit and Loss are also recognised in Other Comprehensive Income or Statement of Profit and Loss, respectively).

In case of an asset, expense or income where a non-monetary advance is paid/received, the date of transaction is the date on which the advance was initially recognised. If there were multiple payments or receipts in advance, multiple dates of transactions are determined for each payment or receipt of advance consideration.

Treatment of exchange differences

The exchange differences on monetary items are recognised in Profit or Loss in the period in which they arise.

2.11 Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

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) 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 profit or loss.

Investment in subsidiaries

A subsidiary is an entity controlled by the Company. Control exists when the Company has power over the entity, is exposed, or has rights to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over the entity. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. Investments in subsidiaries are carried at cost less impairment. Cost comprises price paid to acquire the investment and directly attributable cost.

Investment in associates

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.

The investment in associates are carried at cost less impairment. The cost comprises price paid to acquire the investment and directly attributable cost.

Transition to Ind AS

The Company had elected to continue with the carrying value of all of its equity invetsments as of 1 April, 2015 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

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.

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognised in profit or loss for FVTOCI debt instruments. For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income and accumulated under the heading of 'Reserve for debt instruments through other comprehensive income'. When the investment is disposed of, the cumulative gain or loss previously accumulated in this reserve is reclassified to profit or loss.

All other financial assets are subsequently measured at fair value.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (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 debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

Investments in equity instruments at FVTOCI

On initial recognition, the Company can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or a financial guarantee.

Financial assets at fair value through profit or loss (FVTPL)

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

Debt instruments that do not meet the amortised cost criteria or FVTOCI criteria (see above) are measured at FVTPL. In addition, debt instruments that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Company has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, lease receivables, trade receivables and other contractual rights to receive cash or other financial assets and financial guarantees not designated as at FVTPL.

For trade receivables or any contractual right to receive cash or another financial assets that result from transactions that are within the scope of Ind AS 115, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

<u>Foreign exchange gains and losses</u>

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in profit or loss except for those which are designated as hedging instruments in a hedging relationship.

2.12 Financial liabilities and equity instruments

<u>Classification as debt or equity</u>

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.

<u>Equity instruments</u>

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 entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

<u>Financial liabilities</u>

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

a) Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

However, for non-held-for-trading financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss, in which case these effects of changes in credit risk are recognised in profit or loss. The remaining amount of change in the fair value of liability is always recognised in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are reflected immediately in retained earnings and are not subsequently reclassified to profit or loss.

b) Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

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.

c) Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in 'Other income'.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in profit or loss.

d) Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

2.13 Employee benefit costs

<u>Retirement benefits costs and termination benefits</u>

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions:

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

a. service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);

b. net interest expense or income; and

c. remeasurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

A liability for a termination benefit is recognised at the earlier of when the entity can no longer withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.

<u>Short-term and other long-term employee benefits</u>

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

<u>Contributions from employees or third parties to defined benefit plans</u>

Discretionary contributions made by employees or third parties reduce service cost upon payment of these contributions to the plan.

When the formal terms of the plans specify that there will be contributions from employees or third parties, the accounting depends on whether the contributions are linked to service, as follows:

- If the contributions are not linked to services (e.g. contributions are required to reduce a deficit arising from losses on plan assets or from actuarial losses), they are reflected in the remeasurement of the net defined benefit liability (asset).
- If contributions are linked to services, they reduce service costs. For the amount of contribution that is dependent on the number of years of service, the Company reduces service cost by attributing the contributions to periods of service using the attribution method required by Ind AS 19 for the gross benefits. For the amount of contribution that is independent of the number of years of service, the Company reduces service cost in the period in which the related service is rendered / reduces service cost by attributing contributions to the eployees' periods of service in accordance with Ind AS 19.

2.14 Segment information

The Company determines reportable segment based on information reported to the Chief Operating Decision Maker (CODM) for the purposes of resource allocation and assessment of segmental performance. The CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments. The accounting principles used in the preparation of the financial statements are consistently applied to record revenue and expenditure in individual segments.

2.15 Leases

On April 1, 2019, the Company adopted Ind AS 116 - Leases.

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an options to extend the lease if the Company is reasonably certain to exercise that options; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that options. In assessing whether the company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that crate an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

The Company as a lessee

The Company's lease asset classes primarily consist of leases for land and buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

NOTES TO THE FINANCIAL STATEMENTS

The Company as a lessor

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right- of-use asset arising from the head lease.

For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.

2.16 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2.17 Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of exceptional items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of exceptional items, if any) as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for employee share options and bonus shares, if any, as appropriate.

2.18 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

<u>Current tax</u>

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

<u>Deferred tax</u>

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences, carry forward tax losses and allowances to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, carry forward tax losses and allowances can be utilised. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

2.19 Provisions

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

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

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

2.19.1 Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

2.19.2 Restructurings

A restructuring provision is recognised when the Company has developed a detailed formal plan for the restructuring and has raised a valid expectation in those affected that it will carry out the restructuring by starting to implement the plan or announcing its main features to those affected by it. The measurement of a restructuring provision includes only the direct expenditures arising from the restructuring, which are those amounts that are both necessarily entailed by the restructuring and not associated with the ongoing activities of the entity.

2.19.3 Contingent liabilities acquired in a business combination

Contingent liabilities (if any) acquired in a business combination are initially measured at fair value at the acquisition date. At the end of subsequent reporting periods, such contingent liabilities are measured at the higher of the amount that would be recognised in accordance with Ind AS 37 and the amount initially recognised less cumulative amortisation.

2.20 Share issue expenses

Share issue expenses are adjusted against the Securities Premium Account as permissible under Section 52 of the Companies Act, 2013, to the extent any balance is available for utilisation in the Securities Premium Account. Share issue expenses in excess of the balance in the Securities Premium Account, if any is expensed in the Statement of Profit and Loss.

2.21 Insurance claims

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection.

2.22 Critical accounting judgements and key sources of estimation uncertainty

Critical accounting judgements

The following are the critical judgements, apart from those involving estimations that the directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

Contingent liabilities

Assessment of whether outflow embodying economic benefits is probable, possible or remote.

Control and significant influence

Whether the Company, through voting rights and potential voting rights attached to shares held, or by way of shareholders agreements or other factors, has the ability to direct the relevant activities of the subsidiaries, or jointly direct the relevant activities of its joint ventures or exercise significant influence over associates.

Key sources of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Useful lives of property, plant and equipment

The Company reviews the estimated useful lives of property, plant and equipment at the end of each reporting period. There is no such change in the useful life of the assets.

Fair value measurements and valuation processes

In estimating the fair value of an asset or liability, the Company uses market-observable data to the extent it is available. Where level 1 inputs are not available, the Company engages third party qualified valuers to perform the valuation. The management works closely with qualified external valuers to establish the appropriate valuation techniques and inputs to the model.

Defined benefit obligations

Key assumptions related to life expectancies, salary increases and withdrawal rates

Revenue recognition

See note 2.07

Impairment testing of investments

Key assumptions related to weighted average cost of capital (WACC) and long-term growth rates.

Classification of Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an options to extend the lease if the Company is reasonably certain to exercise that options; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that options. In assessing whether the company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that crate an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

2.23 Operating Cycle

Based on the nature of activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

2.24 Recent accounting pronoucements

On 30th March, 2019, the Ministry of Corporate Affairs (MCA) had notified Ind AS 116 - "Leases" and certain amendment to existing Ind AS. These amendments are applicable to the Company from 1st April, 2019, accordingly the coampny has adopted IND AS116 -Leases and has recognised Right to Use assets and Right to Use liability in the books of accounts.

Issue of Ind AS 116 - "Leases"

Ind AS 116 superseds the previous standard on leases i.e. Ind AS 17- Leases. As per Ind AS 116, the Company as a lessor has brought to books all the non-cancellable portion of leasing arrangement and has recognised Assets and liabilities and has disclosed separately in the financial statement.

NOTES TO THE FINANCIAL STATEMENTS

3A. Property, plant and equipment **(Rs. in million)**

Particulars	Leasehold improvements	Plant and equipment				Furniture and fixtures	Vehicles	Right To Use	Total
		Headend and distribution equipment	Set top boxes	Computers	Office and other equipment				
Gross Carrying Amount									
Balance at 1st April, 2018	**15.16**	**1,344.98**	**9,551.01**	**29.66**	**63.43**	**3.42**	**19.58**	**-**	**11027.25**
Additions	9.17	170.70	324.53	11.76	15.56	2.72	-	-	534.43
Deductions	-	(4.62)	(94.36)	(0.04)	(0.42)	(0.01)	-	-	(99.45)
Balance at 31st March, 2019	**24.33**	**1511.06**	**9781.19**	**41.38**	**78.57**	**6.12**	**19.58**	**-**	**11462.24**
Additions	-	32.91	174.75	5.80	5.85	0.09	-	9.90	229.30
Deductions	-	(63.71)	(221.45)	(11.76)	(7.31)	(0.71)	(10.81)	-	(315.75)
Balance at 31st March , 2020	**24.33**	**1,480.26**	**9,734.49**	**35.42**	**77.11**	**5.50**	**8.77**	**9.90**	**11,375.79**
Depreciation									
Balance at 1st April, 2018	**10.26**	**468.48**	**3,775.68**	**21.20**	**31.87**	**1.49**	**11.76**	**-**	**4,320.74**
Depreciation expenses	3.55	163.28	1,236.21	4.90	11.02	0.70	3.07	-	1,422.73
Impairment (See note 26)	-	10.49	606.26	-	-	-	-	-	616.74
Deductions	-	(2.19)	(24.45)	(0.04)	(0.28)	(0.01)	-	-	(26.96)
Balance at 31st March , 2019	**13.81**	**640.06**	**5,593.70**	**26.06**	**42.60**	**2.18**	**14.83**	**-**	**6333.24**
Depreciation expenses	4.71	157.13	1,447.44	6.89	12.02	1.20	1.75	6.42	1,637.56
Deductions	-	(59.66)	(144.10)	(11.76)	(7.24)	(0.71)	(9.05)	-	(232.52)
Balance at 31 March, 2020	**18.52**	**737.53**	**6,897.04**	**21.19**	**47.38**	**2.67**	**7.53**	**6.42**	**7,738.28**
Net Carrying amount									
Balance at 31st March, 2019	**10.52**	**871.00**	**4,187.50**	**15.32**	**35.96**	**3.94**	**4.75**	**-**	**5,129.14**
Balance at 31st March, 2020	**5.81**	**742.73**	**2,837.45**	**14.23**	**29.73**	**2.83**	**1.24**	**3.48**	**3,637.64**

Note: Property, plant and equipment with a carrying value of NIL amount (as at 31 March, 2019: Rs. 5,129.14 million) has been hypothecated to secure credit facilities from banks. (see note 15, note 16 and note 19). During the previous year the Company was not permitted to hypothecate these assets as security for other borrowings or to sell them to another entity.

3B. Intangibe assets **(Rs. in million)**

Partiulars	Distribution and network rights	Software	Non compete fees	Total
Gross Carrying amount				
Balance at 1st April, 2018	**92.73**	**70.85**	**0.50**	**164.09**
Additions	-	2.09	3.50	5.59
Deductions	-	-	-	-
Balance at 31st March , 2019	**92.73**	**72.94**	**4.00**	**169.68**
Additions	-	0.79	-	0.79
Deductions	-	-	-	-
Balance at 31st March , 2020	**92.73**	**73.73**	**4.00**	**170.47**
Amortisation				
Balance at 1st April, 2018	**56.12**	**32.76**	**0.30**	**89.18**
Amortisation expense	15.60	13.87	0.48	29.95
Deductions	-	-	-	-
Balance at 31st March , 2019	**71.72**	**46.63**	**0.78**	**119.13**
Amortisation expense	12.81	12.82	0.71	26.34
Deductions	-	-	-	-
Balance at 31st March , 2020	**84.53**	**59.45**	**1.49**	**145.47**
Net carrying amount				
Balance at 31st March, 2019	**21.01**	**26.32**	**3.22**	**50.55**
Balance at 31st March , 2020	**8.20**	**14.28**	**2.51**	**25.00**

Note: Intangible assets with a carrying value of NIL amount (as at 31 March, 2019: Rs. 26.32 million) has been hypothecated to secure credit facilities from banks (see note 15, note 16 and note 19). During the previous year the Company was not permitted to hypothecate these assets as security for other borrowings or to sell them to another entity.

NOTES TO THE FINANCIAL STATEMENTS

4. Investments (See note below)

Particulars		in number	As at 31.03.2020 (Rs. in million)	in number	As at 31.03.2019 (Rs. in million)
A. i. Unquoted investments in equity shares (all fully paid) of subsidiaries - at cost					
1	Futuristic Media and Entertainment Private Limited , (face value of Rs 10 per share)	1,161,028	644.38	1,161,028	644.38
2	Mahavir Den Entertainment Private Limited, (face value of Rs 10 per share)	109,236	17.11	109,236	17.11
3	Den Ambey Cable Networks Private Limited, (face value of Rs 10 per share)	45,838	153.34	45,838	153.34
4	Den-Manoranjan Satellite Private Limited, (face value of Rs 100 per share)	3,570	138.61	3,570	138.61
5	Meerut Cable Network Private Limited, (face value of Rs 10 per share)	51,000	83.41	51,000	83.41
6	Den Krishna Cable TV Network Limited, (face value of Rs 10 per share)	70,935	79.95	70,935	79.95
7	Shree Siddhivinayak Cable Network Private Limited, (face value of Rs 10 per share)	25,500	25.77	25,500	25.77
8	Den Pawan Cable Network Limited, (face value of Rs 10 per share)	43,053	61.16	43,053	61.16
9	Mahadev Den Cable Network Private Limited, (face value of Rs 10 per share)	45,900	28.03	45,900	28.03
10	Den Mod Max Cable Network Private Limited, (face value of Rs 10 per share)	26,300	12.27	26,300	12.27
11	DEN BCN Suncity Network Limited, (face value of Rs 10 per share)	27,380	10.02	27,380	10.02
12	Den Crystal Vision Network Limited, (face value of Rs 10 per share)	29,150	8.18	29,150	8.18
13	Den Patel Entertainment Network Private Limited, (face value of Rs 10 per share)	45,900	14.55	45,900	14.55
14	Den Kashi Cable Network Limited, (face value of Rs 10 per share)	25,501	5.01	25,501	5.01
15	Den Harsh Mann Cable Network Limited, (face value of Rs 10 per share)	27,565	3.32	27,565	3.32
16	Den Mahendra Satellite Private Limited, (face value of Rs 10 per share)	33,300	3.01	33,300	3.01
17	Den Prince Network Limited, (face value of Rs 10 per share)	27,384	3.00	27,384	3.00
18	Den Varun Cable Network Limited, (face value of Rs 10 per share)	65,416	4.32	65,416	4.32
19	Den Pradeep Cable Network Private Limited, (face value of Rs 10 per share)	131,160	3.42	131,160	3.42
20	Den Ashu Cable Limited, (face value of Rs 10 per share)	44,702	15.96	44,702	15.96
21	Den Bindra Network Private Limited, (face value of Rs 10 per share)	26,841	5.11	26,841	5.11
22	Den Classic Cable TV Services Private Limited, (face value of Rs 10 per share)	29,685	2.65	29,685	2.65
23	DEN Digital Cable Network Private Limited, (face value of Rs 10 per share)	52,345	178.84	52,345	178.84
24	Den Enjoy Cable Networks Private Limited, (face value of Rs 10 per share)	889,950	89.99	889,950	89.99

NOTES TO THE FINANCIAL STATEMENTS

	Particulars	in number	As at 31.03.2020 (Rs. in million)	in number	As at 31.03.2019 (Rs. in million)
25	Den F K Cable TV Network Private Limited, (face value of Rs 10 per share)	58,148	39.27	58,148	39.27
26	Den Jai Ambey Vision Cable Private Limited, (face value of Rs 10 per share)	25,624	2.10	25,624	2.10
27	Den Maa Sharda Vision Cable Networks Limited, (face value of Rs 10 per share)	38,678	7.25	38,678	7.25
28	Den MCN Cable Network Limited, (face value of Rs 10 per share)	56,059	33.97	56,059	33.97
29	Den Radiant Satelite Cable Network Private Limited, (face value of Rs 10 per share)	35,140	1.95	35,140	1.95
30	Den Satellite Cable TV Network Private Limited, (face value of Rs 10 per share)	31,265	5.33	31,265	5.33
31	DEN Supreme Satellite Vision Private Limited, (face value of Rs 10 per share)	30,452	25.56	30,452	25.56
32	Drashti Cable Network Private Limited, (face value of Rs 10 per share)	27,325	23.00	27,325	23.00
33	DEN Fateh Marketing Private Limited, (face value of Rs 10 per share)	25,500	10.23	25,500	10.23
34	DEN Nashik City Cable Network Private Limited, (face value of Rs 10 per share)	25,500	73.59	25,500	73.59
35	Radiant Satellite (India) Private Limited, (face value of Rs 10 per share)	76,500	46.01	76,500	46.01
36	Den Aman Entertainment Private Limited, (face value of Rs 10 per share)	30,529	4.12	30,529	4.12
37	Den Budaun Cable Network Private Limited, (face value of Rs 10 per share)	37,113	2.00	37,113	2.00
38	Den Malayalam Telenet Private Limited, (face value of Rs 10 per share)	608,265	55.34	608,265	55.34
39	Den Elgee Cable Vision Private Limited, (face value of Rs 10 per share)	57,252	6.38	57,252	6.38
40	Den Rajkot City Communication Private Limited, (face value of Rs 10 per share)	5,764	100.93	5,764	100.93
41	Den Malabar Cable Vision Private Limited, (face value of Rs 10 per share)	30,633	26.89	30,633	26.89
42	Fortune (Baroda) Network Private Limited, (face value of Rs 10 per share)	51,000	36.46	51,000	36.46
43	Galaxy Den Media & Entertainment Private Limited, (face value of Rs 10 per share)	25,500	43.35	25,500	43.35
44	Bali Den Cable Network Limited, (face value of Rs 10 per share)	27,300	50.65	27,300	50.65
45	Den Citi Channel Private Limited, (face value of Rs 10 per share)	32,941	17.13	32,941	17.13
46	Fab Den Network Limited, (face value of Rs 10 per share)	108,927	49.42	108,927	49.42
47	Cab-i-Net Communications Private Limited, (face value of Rs 100 per share)	102,039	30.04	102,039	30.04
48	United Cable Network (Digital) Limited, (face value of Rs 10 per share)	25,500	4.60	25,500	4.60

NOTES TO THE FINANCIAL STATEMENTS

	Particulars	in number	As at 31.03.2020 (Rs. in million)	in number	As at 31.03.2019 (Rs. in million)
49	Amogh Broad Band Services Private Limited, (face value of Rs 10 per share)	5,000	0.05	5,000	0.05
50	Den Sariga Communication Private Limited, (face value of Rs 10 per share)	48,939	9.77	48,939	9.77
51	Den Sahyog Cable Network Limited, (face value of Rs 10 per share)	25,500	1.58	25,500	1.58
52	Den A.F. Communication Private Limited, (face value of Rs 10 per share)	48,931	0.49	48,931	0.49
53	Den Kattakada Telecasting and Cable Services Limited, (face value of Rs 10 per share)	50,775	16.41	50,775	16.41
54	Big Den Entertainment Private Limited, (face value of Rs 10 per share)	30,620	12.22	30,620	12.22
55	Sree Gokulam Starnet Communication Private Limited, (face value of Rs 10 per share)	5,100	11.53	5,100	11.53
56	Ambika Den Cable Network Private Limited, (face value of Rs 10 per share)	32,786	1.84	32,786	1.84
57	Den Steel City Cable Network Private Limited, (face value of Rs 10 per share)	30,682	8.62	30,682	8.62
58	Sanmati Den Cable TV Network Private Limited, (face value of Rs 10 per share)	28,172	9.02	28,172	9.02
59	Multi Channel Cable Network Private Limited, (face value of Rs 10 per share)	28,334	9.73	28,334	9.73
60	Victor Cable TV Network Private Limited, (face value of Rs 10 per share)	301,000	5.92	301,000	5.92
61	Gemini Cable Network Private Limited, (face value of Rs 10 per share)	51,000	5.87	51,000	5.87
62	Antique Communications Private Limited, (face value of Rs 10 per share)	29,147	1.79	29,147	1.79
63	Sanmati Entertainment Private Limited, (face value of Rs 10 per share)	30,721	3.01	30,721	3.01
64	Den VM Magic Entertainment Limited, (face value of Rs 10 per share)	25,500	12.53	25,500	12.53
65	Crystal Vision Media Private Limited, (face value of Rs 10 per share)	25,500	149.08	25,500	149.08
66	Multi Star Cable Network Limited, (face value of Rs 10 per share)	34,170	1.02	34,170	1.02
67	Disk Cable Network Private Limited, (face value of Rs 10 per share)	84,551	4.26	84,551	4.26
68	Silverline Television Network Limited, (face value of Rs 10 per share)	38,250	15.32	38,250	15.32
69	Eminent Cable Network Private Limited, (face value of Rs 10 per share)	61,860	36.66	61,860	36.66
70	Ekta Entertainment Network Private Limited, (face value of Rs 10 per share)	60,984	10.44	60,984	10.44
71	Devine Cable Network Private Limited, (face value of Rs 10 per share)	27,190	1.17	27,190	1.17
72	Nectar Entertainment Private Limited, (face value of Rs 10 per share)	30,312	1.35	30,312	1.35

NOTES TO THE FINANCIAL STATEMENTS

Particulars		in number	As at 31.03.2020 (Rs. in million)	in number	As at 31.03.2019 (Rs. in million)
73	Trident Entertainment Private Limited, (face value of Rs 10 per share)	25,500	2.52	25,500	2.52
74	Adhunik Cable Network Limited, (face value of Rs 10 per share)	25,500	1.58	25,500	1.58
75	Glimpse Communications Private Limited, (face value of Rs 10 per share)	5,100	3.34	5,100	3.34
76	Indradhanush Cable Network Private Limited, (face value of Rs 10 per share)	25,500	4.27	25,500	4.27
77	Blossom Entertainment Private Limited, (face value of Rs 10 per share)	25,500	1.55	25,500	1.55
78	Multitrack Cable Network Private Limited, (face value of Rs 100 per share)	14,256	9.88	14,256	9.88
79	Rose Entertainment Private Limited, (face value of Rs 10 per share)	395,250	15.15	395,250	15.15
80	Libra Cable Networks Limited, (face value of Rs 10 per share)	149,775	25.11	149,775	25.11
81	Den Discovery Digital Cable Network Private Limited, (face value of Rs 10 per share)	18,687	7.70	18,687	7.70
82	Mansion Cable Network Private Limited, (face value of Rs 10 per share)	3,395,558	303.51	3,395,558	303.51
83	Jhankar Cable Network Private Limited, (face value of Rs 10 per share)	127,500	4.01	127,500	4.01
84	Den Premium Multilink Cable Network Private Limited, (face value of Rs 10 per share)	5,100	0.05	5,100	0.05
85	Augment Cable Network Private Limited, (face value of Rs 10 per share)	51,000	3.01	51,000	3.01
86	Desire Cable Network Limited, (face value of Rs 10 per share)	72,675	7.52	72,675	7.52
87	Marble Cable Network Private Limited, (face value of Rs 10 per share)	98,410	3.51	98,410	3.51
88	Den Broadband Private Limited (face value of Rs 10 per share)	5,371,555	1,716.86	5,371,555	1,716.86
89	VBS Digital Distributor Network pvt ltd. (face value of Rs 10 per share)	50,448	26.38	50,448	26.38
Total aggregate unquoted investments in subsidiaries			**4,752.59**		**4,752.59**
Less : Aggregate amount of impairment in the value of investments in subsidiaries			171.81		143.34
Total investments carrying value in subsidiaries			**4,580.78**		**4,609.25**

NOTES TO THE FINANCIAL STATEMENTS

Particulars		in number	As at 31.03.2020 (Rs. in million)	in number	As at 31.03.2019 (Rs. in million)
ii. Unquoted investments in preference shares (all fully paid) Instruments at Amortised cost					
1	Den Kashi Cable Network Limited (Face value of Rs. 10 each, 3% non cumulative redeemable Share)	-	-	750,000	31.60
2	Den Citi Channel Private Limited (Face value of Rs. 10 each, 13.5% non cumulative redeemable shares)	707,500	4.96	707,500	4.41
3	Gemini Cable Network Private Limited (Face value of Rs. 10 each, 13.5% non cumulative redeemable shares)	5,400,000	42.14	3,500,000	25.52
4	Meerut Cable Network Private Limited (Face value of Rs. 10 each, 13.5% non cumulative redeemable shares)	1,750,000	14.10	-	-
5	Mahavir Den Entertainment Private Limited (Face value of Rs. 10 each 5% non cumulative redeemable shares)	-	-	300,000	2.57
6	Srishti Den Networks Limited (Face value of Rs. 10 each, 5% non cumulative redeemable shares)	3,482,928	48.47	3,482,928	42.98
7	Den Ashu Cable Limited (Face value of Rs. 10 each, 5% non cumulative redeemable shares)	741,291	12.89	741,291	11.43
8	Ekta Entertainment Network Private Limited (Face value of Rs. 10 each, 5% non cumulative redeemable shares)	722,564	10.08	722,564	8.94
9	Fab Den Network Limited (Face value of Rs. 10 each, 5% non cumulative redeemable shares)	229,962	3.20	229,962	2.84
			135.84		**130.29**
iii. Deemed equity					
Instruments at Amortised cost					
1	Den Kashi Cable Network Limited (Face value of Rs. 10 each, 3% non cumulative redeemable Share)		21.92		21.92
2	Den Citi Channel Private Limited (Face value of Rs. 10 each, 13.5% non cumulative redeemable shares)		7.15		7.15
3	Gemini Cable Network Private Limited (Face value of Rs. 10 each, 13.5% non cumulative redeemable shares)		33.87		27.94
4	Meerut Cable Network Private Limited (Face value of Rs. 10 each, 13.5% non cumulative redeemable shares)		17.61		13.85
5	Mahavir Den Entertainment Private Limited (Face value of Rs. 10 each 5% non cumulative redeemable shares)		1.40		1.40
6	Mansion Cable Network Private Limited (Face value of Rs. 10 each, 10% non cumulative redeemable shares)		11.15		11.15
7	Srishti Den Networks Limited (Face value of Rs. 10 each, 5% non cumulative redeemable shares)		39.65		39.65
8	Den Ashu Cable Private Limited (Face value of Rs. 10 each, 5% non cumulative redeemable shares)		10.55		10.55
9	Ekta Entertainment Network Private Limited (Face value of Rs. 10 each, 5% non cumulative redeemable shares)		8.21		8.21

NOTES TO THE FINANCIAL STATEMENTS

Particulars		in number	As at 31.03.2020 (Rs. in million)	in number	As at 31.03.2019 (Rs. in million)
10	Fab Den Network Limited (Face value of Rs. 10 each, 5% non cumulative redeemable shares)		2.60		2.60
			154.11		**144.41**
Total aggregate unquoted investments (A)			**4,870.73**		**4,883.95**
Aggregate carrying value of unquoted investments			4,870.73		4,883.95
Aggregate amount of impairment in value of investments			171.81		143.34

Notes :

i. Of the above NIL (31 March, 2019 11,029,865) equity shares having carrying and investment value of NIL amount (31 March, 2019 Rs. 3,558.59 million) investments in subsidiaries are pledged with the banks against loans taken by the Company. (see note 15)

B. Investments in associates - at cost

i. Unquoted investments in equity shares (all fully paid)

Particulars		in number	As at 31.03.2020 (Rs. in million)	in number	As at 31.03.2019 (Rs. in million)
1	DEN ADN Network Private Limited (face value of Rs 10 per share)	1,938,000	20.91	1,938,000	20.91
2	CCN DEN Network Private Limited (face value of Rs 10 per share)	2,040,000	20.40	2,040,000	20.40
3	Den Satellite Network Private Limited (face value of Rs 10 per share)	50,295	461.58	50,295	461.58
Total Investments carrying value (B)			**502.89**		**502.89**
Aggregate carrying value of unquoted investments			502.89		502.89
Grand Total (A + B)			**5,373.62**		**5,386.84**

5 Loans

(Rs. in million)

Particulars		As at 31.03.2020	As at 31.03.2019
Non-current			
(i)	Security deposits		
	- Considered Good	14.28	28.96
	- Considered doubtful	7.92	-
	Less: Impairment allowance for security deposits	(7.92)	-
Total		**14.28**	**28.96**
Current			
(i)	Loans to related parties - Unsecured, considered good	217.89	233.60
	(See note 33)		
	Loans Receivables which have significant increase in Credit Risk	-	-
	Loans Receivables - credit impaired	-	-
		217.89	233.60
(ii)	Security deposits		
	- Considered Good	23.75	22.59
	- Considered doubtful	5.04	3.42
	Less: Impairment allowance for security deposits	(5.04)	(3.42)
Total		**241.64**	**256.19**

NOTES TO THE FINANCIAL STATEMENTS

6 Other financial assets

(Rs. in million)

Particulars		As at 31.03.2020	As at 31.03.2019
Current			
(i)	Advances recoverable		
	- from related parties (See note 33)	3.19	143.87
(ii)	Unbilled revenue		
	- from related parties (See note 33)	0.10	202.41
	- from others	94.92	425.57
(iii)	Interest accrued but not due on fixed deposits	1,177.44	45.54
(iv)	Interest accrued and due		
	- from related parties (See note 33)	22.80	61.01
(v)	Receivable on sale of property, plant and equipment		
	- from related parties (See note 33)	63.16	60.88
(vi)	Dividend receivable (See note 33)	-	12.15
(vii)	Other advance*		
	- Considered Good	-	128.08
	- Considered doubtful	128.08	-
	Less: Impairment allowance for advance	(128.08)	-
Total		**1,361.61**	**1,079.51**

*Other advance includes advance for investment.

7 Non current tax assets (net)

(Rs. in million)

Particulars		As at 31.03.2020	As at 31.03.2019
(i)	Advance tax including TDS recoverable	897.81	965.42
Total		**897.81**	**965.42**

8 Other assets

(Rs. in million)

Particulars		As at 31.03.2020	As at 31.03.2019
Non-current			
(i)	Prepaid expenses	5.82	10.28
(ii)	Deposits against cases with (See note 28)		
	- Sales tax authority	235.88	180.34
	- Entertainment tax authorities	215.91	213.23
	- Entry tax authority	12.65	12.65
	- Custom duty authority	103.87	103.87
		568.31	510.09
	Less: Impairment allowance	(10.00)	(10.00)
		558.31	500.09
(iii)	Capital advances	1.38	2.80
	Less: Impairment allowance for capital advances	(1.37)	-
		0.01	2.80
Total		**564.14**	**513.17**

NOTES TO THE FINANCIAL STATEMENTS

(Rs. in million)

Particulars		As at 31.03.2020	As at 31.03.2019
Current			
(i)	Prepaid expenses	21.19	20.30
(ii)	Balance with government authorities	70.31	107.27
(iii)	Others		
	- Supplier advances	52.44	48.93
	- Amount recoverable from DNL Employees Welfare Trust	0.36	0.36
	- Other advances*	3.67	1.25
		56.47	50.54
	Less: Impairment allowance for supplier advance	(25.80)	(33.18)
		30.67	17.36
Total		**122.17**	**144.93**

*Other advance includes imprest money to employee, GST Receivables

9 Current Investments

(Rs. in million)

Particulars		As at 31.03.2020		As at 31.03.2019	
		No. of Units	(Rs. in million)	No. of Units	(Rs. in million)
Investments in Preference share of subsidiaries Instruments at amortised Cost					
1	Gemini Cable Network Private Limited (Face value of Rs. 10 each, 13.5% non cumulative redeemable shares)	-	-	1,900,000	16.92
2	Meerut Cable Network Private Limited (Face value of Rs. 10 each, 13.5% non cumulative redeemable shares)	-	-	2,250,000	20.44
3	Mahavir Den Entertainment Private Limited (Face value of Rs. 10 each 5% non cumulative redeemable shares)	300,000	2.91	-	-
4	Den Kashi Cable Network Limited (Face value of Rs. 10 each, 3% non cumulative redeemable Share)	750,000	35.80	-	-
Total			**38.71**		**37.36**
Investments in mutual funds - Unquoted Carried at FVTPL					
i.	IDFC cash fund growth - direct plan - growth	-	-	2,288,768	5,187.54
ii.	Kotak liquid - direct plan - growth	-	-	1,377,304	5,212.17
iii.	Aditya Birla sun life liquid fund -direct plan - growth	-	-	17,159,013	5,155.19
iv.	ICICI prudential liquid fund - direct plan - growth	-	-	18,649,179	5,154.94
			-		**20,709.84**
	Total aggregate unquoted investments		**38.71**		**20,747.20**
	Aggregate carrying value of unquoted investments		**38.71**		**20,747.20**

NOTES TO THE FINANCIAL STATEMENTS

10 Trade receivables

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Trade Receivables considered good - Unsecured;	3,165.31	3,291.99
Trade Receivables which have significant increase in Credit Risk	611.57	1,702.71
Trade Receivables - credit impaired	1,678.69	443.12
	5,455.57	5,437.82
Less : Provision for doubtful/expected credit loss	(2,290.26)	(2,145.83)
Total	**3,165.31**	**3,291.99**

Notes:

a) The average credit period on sales of services is 0-180 days. No interest is charged on any overdue trade receivables.

b) The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix. The provision matrix at the end of the reporting period is as follows:

Ageing	Expected credit loss (%)
0 - 90 days	0.1%-18%
91 - 180 days	1%-50%
180 days and above	50%-100%

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Age of receivables		
0 - 90 days	1,734.02	1,065.99
91 - 180 days	750.94	1,667.48
180 days and above	2,970.61	2,704.35
Total	**5,455.57**	**5,437.82**

c) Movement in the Doubtful / Expected Credit loss Allowance

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Balance as the beginning of the year	(2,145.83)	(1,446.98)
Movement in expected credit loss allowance	(144.43)	(698.85)
Balance at the end of the year	**(2,290.26)**	**(2,145.83)**

d) The concentration of credit risk is limited due to the fact that the customer base is large.

NOTES TO THE FINANCIAL STATEMENTS

11 Cash and cash equivalents

(Rs. in million)

Particulars			**As at 31.03.2020**	**As at 31.03.2019**
A	**Cash and cash equivalents**			
	(i)	Cash in hand	-	10.68
	(ii)	Cheques on hand	-	27.53
	(iii)	Balance with scheduled banks		
		- in current accounts	13.30	172.88
Total			**13.30**	**211.09**

12 Bank balances other than cash and cash equivalents

(Rs. in million)

Particulars		**As at 31.03.2020**	**As at 31.03.2019**
(i)	in deposit accounts		
	- original maturity more than 3 months	16,307.78	128.43
(ii)	in earmarked accounts		
	- Balances held as margin money or security against borrowings, guarantees and other commitments	5,052.87	1,293.52
Total		**21,360.65**	**1,421.95**

13. Equity share capital

(Rs. in million)

Particulars	**As at 31.03.2020**	**As at 31.03.2019**
Equity share capital	4,767.66	4,767.66
	4,767.66	**4,767.66**
Authorised share capital:		
500,000,000 (As at 31 March, 2019 500,000,000) equity shares of Rs. 10 each with voting rights	5,000.00	5,000.00
Issued and subscribed capital comprises:		
477,223,845 (As at 31 March, 2019 477,223,845) equity shares of Rs. 10 each fully paid up with voting rights	4,772.24	4,772.24
Less : Amount recoverable from DNL Employees Welfare Trust [457,931 (As at 31 March, 2019 457,931) number of shares issued to Trust @ Rs. 10 per share]	4.58	4.58
	4,767.66	**4,767.66**

Fully paid equity shares:	**Number of hares**	**Share Capital (Rs. In million)**
Balance as at 01 April, 2018	**195,775,845**	**1,957.76**
Add: Issue of shares (See note 37)	281,448,000	2,814.48
Balance as at 31 March, 2019	**477,223,845**	**4,772.24**
Add: Issue of shares	-	-
Balance as at 31 March, 2020	**477,223,845**	**4,772.24**

Of the above:

a. Fully paid equity shares, which have a par value of Rs. 10, carry one vote per share and carry a right to dividends.

b. Details of shares held by each shareholder holding more than 5% shares:

Name of Shareholder	As at 31.03.2020		As at 31.03.2019	
	No. of Shares	% Holding	No. of Shares	% Holding
Fully paid equity shares with voting rights:				
Jio Futuristic Digital Holdings Private Limited	201,533,901	42.23%	201,533,901	42.23%
Jio Digital Distribution Holdings Private Limited	84,250,207	17.65%	84,250,207	17.65%
Jio Television Distribution Holdings Private Limited	86,738,504	18.18%	86,738,504	18.18%
Broad Street Investment (Singapore) pte Limited (Part of Goldman Sachs Affiliates)	41,828,930	8.77%	41,828,930	8.77%

c. The Company has one class of equity shares having a par value of Rs. 10 per share. Each equity shareholder is eligible for one vote per share held and dividend as and when declared by the Company. Interim Dividend is paid as and when declared by the Board. Final dividend is paid after obtaining shareholder's approval. Dividends are paid in Indian Rupees. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount in proportion to their shareholding.

14. Other equity

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Securities premium account	34,111.81	34,111.81
Share options outstanding account	-	11.19
General reserve	202.86	202.86
Surplus / (Deficit) in Statement of Profit and Loss	(11,890.07)	(12,758.78)
Total	**22,424.60**	**21,567.08**

(Rs. in million)

Particulars				Year Ended 31.03.2020	Year Ended 31.03.2019
a.	**Securities premium account**				
	i.	Opening balance		34,111.81	16,516.24
	ii.	Add : Premium on shares issued during the year (See note 37)		-	17,635.52
	iii.	Less : Utilised during the year for writing off share issue expenses		-	39.95
		Closing balance	(A)	**34,111.81**	**34,111.81**
b.	**Share options outstanding account**				
	i.	Employees stock option outstanding		11.19	90.13
	ii.	Add : ESOP compensation expense (net of taxes)		-	4.45
	iii.	Less : transfer to reserves on expired options		(11.19)	(83.39)
		Closing balance	(B)	**-**	**11.19**
c.	**General reserve**				
	i.	Opening balance		202.86	202.86
	ii.	Add : Addition/(deletion)		-	-
		Closing balance	(C)	**202.86**	**202.86**
d.	**Deficit in Statement of Profit and Loss**				
	i.	Opening balance		(12,758.78)	(10,660.52)
	ii.	Add: Profit / (Loss) for the year		863.00	(2,190.80)
	iii.	Other comprehensive income arising from remeasurement of defined benefit obligation		(5.48)	9.15
	iv.	Transfer from ESOP reserves		11.19	83.39
		Closing balance	(D)	**(11,890.07)**	**(12,758.78)**
Total			**(A+B+C+D)**	**22,424.60**	**21,567.08**

NOTES TO THE FINANCIAL STATEMENTS

15. Non-Current Borrowings

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
At amortised cost:		
a. Term loans (Secured)		
i. from banks (See footnote i)	-	2,636.69
Total	**-**	**2,636.69**

16. Other financial liabilities

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Current		
a. Current maturities of long term debt (See footnote i)	-	1,510.79
b. Interest accrued	9.00	19.20
c. Others		
i. Balance consideration payable on investments	6.90	13.80
ii. Payables on purchase of property, plant and equipment	76.51	46.79
iii. Payable for Expenses	1,077.61	1,265.21
iv. Due to employees	72.18	107.49
Total	**1,242.20**	**2,963.28**

17. Provisions

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Non-current		
a. Employee benefits		
- Gratuity (See note 31)	60.65	50.29
- Compensated absences	24.62	27.65
Total	**85.27**	**77.94**
Current		
a. Employee benefits		
- Gratuity (See note 31)	4.86	3.91
- Compensated absences	6.23	7.35
Total	**11.09**	**11.26**

18. Other liabilities

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Non-current		
a. Deferred revenue	1,608.12	2,272.03
Total	**1,608.12**	**2,272.03**
Current		
a. Deferred revenue	752.48	721.44
b. Statutory remittances	239.03	148.43
c. Other payables		
i. Advances from customers	121.81	37.19
ii. Indirect tax payable and Others	373.04	127.23
Total	**1,486.36**	**1,034.29**

NOTES TO THE FINANCIAL STATEMENTS

19. Current Borrowings

(Rs. in million)

Particulars		As at 31.03.2020	As at 31.03.2019
Secured at amortised cost			
a.	Loans repayable on demand		
	-from banks [See footnote (ii)]	2,133.46	644.43
Total		**2,133.46**	**644.43**

20. Trade payables

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Trade payables - Other than acceptances		
- total outstanding dues of micro enterprises and small enterprises (See note 43)	0.17	1.55
- total outstanding dues of creditors other than micro enterprises and small enterprises	3,163.42	3,703.21
Total	**3,163.59**	**3,704.76**

NOTES TO THE FINANCIAL STATEMENTS

i. The terms of repayment and security of term loans are stated below:

As at 31 March, 2020

Particulars	Amount outstanding		Security	Terms of repayment/ redemption	Rate of interest/ effective interest rate (per annum)
	Long-term debts	Current maturities of long-term debts			
Footnote i.	**(Rs. in million)**	**(Rs. in million)**			
Term loan from bank	NIL	NIL	NA	NA	NA

As at 31 March, 2019

Particulars	Amount outstanding*		Security	Terms of repayment/ redemption	Rate of interest/ effective interest rate (per annum)
	Long-term debts	Current maturities of long-term debts			
	(Rs. in million)	**(Rs. in million)**			
Term loan from bank	913.52	314.60	First pari passu charge on property, plant and equipment of the Company (existing and future) and second pari passu charge on all current assets of the Company (existing and future). Further, secured by pledge over Investment in equity shares, (existing and future) on pari-passu basis, pertaining to 25 Subsidiaries (including 2 step-down subsidiaries).	Balance of Tranche A repayable in 15 equal quarterly installments commencing from April, 2019 and ending in October, 2022; Balance of Tranche B repayable in 15 equal quarterly installments commencing from April, 2019 and ending in October, 2022; Balance of Tranche C repayable in 15 equal quarterly installments commencing from April, 2019 and ending in October, 2022; Balance of Tranche D repayable in 19 equal quarterly installments commencing from June, 2019 and ending in December, 2023.	10.11%
Term loan from bank	187.33	373.03	First pari passu charge on property, plant and equipment of the Company (existing and future) and second pari passu charge on all current assets of the Company (existing and future). Further, secured by pledge over Investment in equity shares, (existing and future) on pari-passu basis, pertaining to 25 Subsidiaries (including 2 step-down subsidiaries). With respect to 2 step down subsidiaries, their holding company Futuristic Medisa and Entertainment Private Limited has provided corporate guarantee for an amount equivalent to the book value or market value, whichever is higher, of the respective fully paid equity shares.	Balance repayable in 6 equal quarterly installments commencing from April, 2019 and ending in July, 2020.	10.70%

NOTES TO THE FINANCIAL STATEMENTS

Particulars	Amount outstanding*		Security	Terms of repayment/redemption	Rate of interest/ effective interest rate (per annum)
	Long-term debts	Current maturities of long-term debts			
Term loan from bank	66.24	88.34	First pari passu charge on property, plant and equipment of the Company (existing and future) and second pari passu charge on all current assets of the Company (existing and future). Further, secured by pledge over Investment in equity shares, (existing and future) on pari-passu basis, pertaining to 25 Subsidiaries (including 2 step-down subsidiaries). With respect to 2 step down subsidiaries, their holding company Futuristic Media and Entertainment Private Limited has provided corporate guarantee for an amount equivalent to the book value or market value, whichever is higher, of the respective fully paid equity shares.	Balance repayable in 7 equal quarterly installments commencing from June, 2019 and ending in December, 2020.	10.10%
Term loan from bank	875.79	437.91	First pari passu charge on property, plant and equipment of the Company (existing and future) and second pari passu charge on all current assets of the Company (existing and future). Further, secured by pledge over Investment in equity shares, (existing and future) on pari-passu basis, pertaining to 25 Subsidiaries (including 2 step-down subsidiaries).	Repayable in 12 equal quarterly installments commencing from April, 2019 and ending in January, 2022.	10.10%
Term loan from bank	593.81	296.91	First pari passu charge on property, plant and equipment of the Company (existing and future) and second pari passu charge on all current assets of the Company (existing and future). Further, secured by pledge over Investment in equity shares, (existing and future) on pari-passu basis, pertaining to 25 Subsidiaries (including 2 step-down subsidiaries).	Repayable in 12 equal quarterly installments commencing from June, 2019 and ending in March, 2022.	10.00%
Total	**2,636.69**	**1,510.79**			

*The above amounts include adjustment of loan processing fees to determine the amounts under the effective interest rate method.

NOTES TO THE FINANCIAL STATEMENTS

ii. The terms of repayment and security of loans repayable on demand are stated below:

As at 31 March, 2020

Particulars	Borrowings-current (Rs. in million)	Security	Terms of repayment/ redemption	Rate of interest/ effective interest rate (per annum)
Loans repayable on demand- from bank	2,133.46	The loan is secured against pledge of Fixed Deposit receipt.	Repayable on demand.	7.79%
Total	**2,133.46**			

As at 31 March, 2019

Particulars	Borrowings-current (Rs. in million)	Security	Terms of repayment/ redemption	Rate of interest/ effective interest rate (per annum)
Loans repayable on demand- from bank	145.94	First pari passu charge on current assets of the Company (existing and future) and second pari passu charge on all property, plant and equipment of the Company (existing and future). Further, secured by pledge over Investment in equity shares, (existing and future) on pari-passu basis with all the term loan lenders, pertaining to 25 Subsidiaries (including 2 step-down subsidiaries). With respect to 2 step down subsidiaries, their holding company Futuristic Media and Entertainment Private Limited has provided corporate guarantee for an amount equivalent to the book value or market value, whichever is higher, of the respective fully paid equity shares.	Repayable on demand.	10.90%
Loans repayable on demand- from bank	149.00	First pari passu charge on current assets of the Company (existing and future) and second pari passu charge on all property, plant and equipment of the Company (existing and future)	Repayable after 30 days starting from 29th March, 2019.	8.70%
Loans repayable on demand- from bank	349.49	First pari passu charge on current assets of the Company (existing and future) and second pari passu charge on all property, plant and equipment of the Company (existing and future)	Repayable on demand.	9.50%
Total	**644.43**			

NOTES TO THE FINANCIAL STATEMENTS

21. Revenue from operations

(Rs. in million)

Particulars			Year ended 31.03.2020	Year ended 31.03.2019
a.	Sale of services (see note below)		11,674.18	9,781.69
b.	Sale of equipment		96.50	80.46
c.	Other operating revenue			
	i.	Liabilities/ excess provisions written back (net)	178.81	226.78
	ii.	Miscellaneous income	5.34	4.48
Total			**11,954.83**	**10,093.41**

21.1 The Company disaggregates revenue from contracts with customers by type of products and services and geography . Revenue disaggregation by geography is given in note no. 29

Particulars		Year ended 31.03.2020	Year ended 31.03.2019
Revenue disaggregation by type of services :			
a.	Placement income	3,262.84	2,797.65
b.	Subscription income	4,658.93	4,282.67
c.	Activation income	808.36	682.02
d.	Feeder charges income	2,261.04	1,589.52
e.	Other revenue	683.01	429.83
Total		**11,674.18**	**9,781.69**

22. Other income

(Rs. in million)

Particulars			Year ended 31.03.2020	Year ended 31.03.2019
a.	Interest income earned on financial assets that are not designated as at fair value through profit or loss:			
	i.	on bank deposits (amortised cost)	1,316.33	109.99
	ii.	on financial assets carried at amorised cost	57.04	67.41
b.	Interest on income tax refund		73.19	27.28
c.	Dividend income			
	i.	from non-current investments in subsidiaries	95.26	76.01
d.	Other gains and losses			
	i.	Net gain on sale of current investments	274.60	52.45
	ii.	Profit on sale of equipment	21.94	-
	iii.	Gain on financials assets designated as at FVTPL	-	213.03
	iv.	Gain on slump sale (See note 36)	39.35	-
Total			**1,877.71**	**546.17**

23. Employee benefits expense

(Rs. in million)

Particulars		Year ended 31.03.2020	Year ended 31.03.2019
a.	Salaries and allowances	536.05	540.53
b.	Contribution to provident and other funds (See note 31)	28.79	27.27
c.	Gratuity expense (See note 31)	11.48	10.77
d.	Share-based payments to employees (See note 34)	-	4.45
e.	Staff welfare expenses	21.09	26.03
Total		**597.41**	**609.05**

NOTES TO THE FINANCIAL STATEMENTS

24. Finance costs

(Rs. in million)

Particulars			Year ended 31.03.2020	Year ended 31.03.2019
a.	Interest costs			
	i.	Interest on bank overdraft and loans	244.08	501.18
b.	Other borrowing costs		66.24	49.88
c.	Applicable net loss on foreign currency transaction and translation		-	5.43
Total			**310.32**	**556.49**

25. Other expenses

(Rs. in million)

Particulars			Year ended 31.03.2020	Year ended 31.03.2019
a.	Distributor commission/ incentive		267.94	246.35
b.	Rent and hire charges		107.30	106.31
c.	Repairs and maintenance			
	i.	Plant and equipment	37.36	45.62
	ii.	Others	75.37	80.98
d.	Power and fuel		72.42	70.33
e.	Director's sitting fees		2.27	1.29
f.	Legal and professional charges		99.52	91.35
g.	Payment to auditors (Refer note no. 25.01 below)		9.58	6.50
h.	Expenditure on corporate social responsibility (See note 39)		-	0.95
i.	Contract service charges		281.20	345.55
j.	Printing and stationery		2.06	3.51
k.	Travelling and conveyance		46.36	45.29
l.	Advertisement, publicity and business promotion		3.45	10.19
m.	Communication expenses		9.22	10.81
n.	Leaseline expenses		334.42	366.57
o.	Security charges		17.26	20.81
p.	Freight and labour charges		2.05	4.33
q.	Insurance		3.65	0.89
r.	Rates and taxes		279.49	17.86
s.	Allowance on trade receivables and advances (Refer note no. 25.02 below)		627.90	146.37
t.	Provision for impairment in value of investments in subsidiary companies		28.47	-
u.	Provision for impairment of Capital Work-in-process		3.20	-
v.	Loss on sale of PPE		-	1.79
w.	Net loss on foreign currency transactions and translation		1.44	10.98
x.	Miscellaneous expenses		87.66	32.22
Total			**2,399.59**	**1,666.85**

25.01 Payment to Auditors

(Rs. in million)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
For audit	5.00	3.20
For tax audit	1.50	-
For other services	2.70	2.70
For reimbursement of expenses	0.38	0.60
	9.58	6.50
To cost auditors for cost audit	0.06	0.08
Total	**9.64**	**6.57**

NOTES TO THE FINANCIAL STATEMENTS

25.02 Allowance on trade receivables and advances includes:

(Rs. in million)

Particulars		Year ended 31.03.2020	Year ended 31.03.2019
a.	Doubtful trade receivables and advances written off	315.18	275.21
b.	Allowances for trade receivables and advances written back	-	(197.41)
		315.18	77.80
c.	Allowance on trade receivables and advances	312.72	68.57
Total		**627.90**	**146.37**

26. Exceptional items

(Rs. in million)

Particulars		Year ended 31.03.2020	Year ended 31.03.2019
a.	Provision for impairment of trade receivable and advances	-	896.59
b.	Provision for impairement of PPE	-	616.74
c.	Deffered Revenue	-	(216.49)
d.	Impairment on Investment in Subsidiries	-	103.93
e.	Provision for VAT	-	97.69
f.	Doubtful trade receivables and advances written off	-	8.53
Total		**-**	**1,507.00**

26.01 Exceptional items for the year ended 31 March 2019 comprises the following:

Exceptional items during the year ended 31st March 2019 represents, provision for impairment of trade receivables and Property Plant & Equipment including Set top boxes amounting to Rs. 1228.02 million, one-time exceptional provision for certain tax related matters and other assets amounting to Rs. 278.98 million. These adjustments, having one-time, non-routine material impact on financial statements.

27. Income tax recognised in Statement of Profit and Loss

(Rs. in million)

Particulars			Year ended 31.03.2020	Year ended 31.03.2019
(A)	**(a)**	**Current tax**		
		In respect of current year	-	-
			-	**-**
	(b)	**Deferred tax [See note 27(c)]**		
		In respect of current year	375.85	-
		Total tax expense recognised in Statements of Profit and Loss	**375.85**	**-**
	(c)	**The income tax expense for the year can be reconciled to the accounting profit as follows:**		
		Profit/(Loss) before tax	1,238.85	(2,190.80)
		Income tax expense calculated	311.79	(683.53)
		Effect of income that is exempt from taxation	(23.98)	(23.72)
		Related to Property plant and Equipment	334.19	88.15
		Related to Deferred Revenue	(190.94)	(158.75)
		Effect of expenses that are not deductible in determining taxable profit	247.14	406.99
		Effect of unused tax losses, timing difference and tax offsets not recognised as deferred tax asset	(302.35)	437.32
		Related to investment	-	(66.46)
			375.85	**-**
		Income tax expense recognised in profit or loss	**375.85**	**-**

The tax rate used for the 2019-2020 and 2018-2019 reconciliations above is the corporate tax rate of 25.168% and 31.20 % payable by corporate entities in India on taxable profits under the Indian tax law.

NOTES TO THE FINANCIAL STATEMENTS

(B) Movement in deferred tax

(i) Movement of Deferred Tax for the year ended 31 March, 2020

(Rs. in million)

Particulars	Year ended 31.03.2020			
	Opening Balance	Recognised in profit and Loss	Recognised in other comprehensive income	Closing balance
Tax effect of items constituting deferred tax liabilities				
Property, plant and equipment and other intangible assets	174.82	(174.82)	-	-
	174.82	**(174.82)**	**-**	**-**
Tax effect of items constituting deferred tax assets				
Provision for employee benefits	32.80	(32.80)	-	-
Provision for doubtful debts/advances/impairment	168.22	(168.22)		-
	201.02	**(201.02)**	**-**	**-**
Deferred tax assets (net)	**375.84**	**(375.84)**	**-**	**-**

(ii) Movement of Deferred Tax for the year ended 31 March 2019

(Rs. in million)

Particulars	Year ended 31.03.2019			
	Opening Balance	Recognised in profit and Loss	Recognised in other comprehensive income	Closing balance
Tax effect of items constituting deferred tax liabilities				
Property, plant and equipment and other intangible assets	174.82	-	-	174.82
	174.82	**-**	**-**	**174.82**
Tax effect of items constituting deferred tax assets				
Provision for employee benefits	32.80	-	-	32.80
Provision for doubtful debt/advances/impairment	168.22	-	-	168.22
	201.02	**-**	**-**	**201.02**
Deferred tax assets (net)	**375.84**	**-**	**-**	**375.84**

NOTES TO THE FINANCIAL STATEMENTS

(C) Unrecognised deductible temporary differences, unused tax losses and unused tax credits

(Rs. in million)

Particulars		As at 31.03.2020	As at 31.03.2019
Deductible temporary differences, unused tax losses and unused tax credits for which no deferred tax assets have been recognised are attributable to the following (refer note below):			
- tax losses (revenue in nature)		638.56	884.95
- unabsorbed depreciation (revenue in nature)		3,372.63	4,305.22
- deductible temporary differences			
i.	Property, plant and equipment and other intangible assets	2,058.60	844.65
ii.	Impairment allowance for doubtful balances	2,290.26	1,606.66
iii.	Deferred revenue	2,099.01	2,884.18
Deferred tax assets (net)		**10,459.06**	**10,525.66**

Note:
Detail of temporary differences, unused tax losses and unused tax credits for which no deferred tax asset is recognised in the balance sheet:

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Deferred tax assets with no expiry date	3,372.63	4,305.22
Deferred tax assets with expiry date*	7,086.43	6,220.45
Deferred tax assets (net)	**10,459.06**	**10,525.66**

* These would expire between financial year ended 31 March, 2022 and 31 March, 2027.

28. Commitments and contingent liabilities

(Rs. in million)

Particulars			As at 31.03.2020	As at 31.03.2019
a.	**Commitments**			
	(i)	Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	158.30	36.81
b.	**Contingent liabilities**			
	(i)	**Claims against the Company not acknowledged as debts***		
		Demand raised by UP Commercial Tax authorities for payment of VAT/GST on transfer of STB's	448.68	394.94
		Demand raised by UP Entertainment Tax authorities for payment of Entertainment Tax	95.50	85.47
		Demand raised by UP Entertainment Tax authorities for payment of GST	0.35	0.35
		Demand raised by Madhya Pradesh Entertainment Tax authorities for payment of Entertainment Tax	5.47	-
		Demand raised by Rajasthan Entry Tax authorities for payment of Entry Tax	-	25.30
		Demand raised by Rajasthan Commercial Tax authorities for payment of VAT	8.97	-
		Demand raised by Bihar Commercial Tax authorities for payment of Entertainment tax	176.27	160.83
		Demand raised by Bihar Commercial Tax authorities for payment of VAT	39.44	-
		Demand raised by Karnataka Commercial Tax authorities for payment of VAT on transfer of STB's	206.79	337.41
		Demand raised by Kerala Commercial Tax authorities for payment of VAT on transfer of STB's	292.45	145.37
		Demand raised by Delhi Commercial Tax authorities for payment of VAT on Activation Charge	8.29	7.50

		Demand raised by Maharashtra Commercial Tax authorities for payment of VAT	9.03	-
		Demand raised by Custom Directorate of Revenue Intelligence	53.16	250.89
		Demand raised by Jharkhand Commercial Tax authorities for payment of VAT	59.20	-
		Demand raised by West Bengal Commercial Tax authorities for payment of VAT	-	4.54
		Demand raised by WB Entertainment Tax authorities for payment of Entertainment Tax	1.26	-
		Demand raised by Income Tax Authorities	2.34	-
	ii)	**Guarantees**		
		Bank guarantees	1.81	-
	iii)	**Other money for which the Company is contingently liable**		
		The Company has provided letter of financial support to its certain subsidiaries wherein it will provide the necessary financial support and financing arrangements to enable them to meet all its liabilities, as and when they fall due.		

* The Company has paid deposit under protest towards the above claims aggregating to Rs. 531.53 million (31 March, 2019: Rs. 510.09 million).

29. Segment information

(i) The Company is engaged mainly in the business of "distribution and promotion of television channels". The Board of Directors of the Company, which has been identified as being the chief operating decision maker (CODM), evaluates the Company's performance, allocates resources based on the analysis of the various performance indicators of the Company as a single unit. Therefore there is no reportable segment for the Company, in accordance with the requirements of Ind AS 108- 'Operating Segment Reporting', notified under the Companies (Indian Accounting Standard) Rules, 2015.

(ii) Geographical information

a. The Company is domiciled in India. The amount of its revenue from external customers broken down by location of customers in stated below:

(Rs. in million)

Geography	Year ended 31.03.2020	Year ended 31.03.2019
India	11,954.83	10,093.41
Outside India	-	-
	11,954.83	**10,093.41**

b. Information regarding geographical non-current assets is as follows:

(Rs. in million)

Geography	Year ended 31.03.2020	Year ended 31.03.2019
India	4,333.25	5,769.50
Outside India	-	-
	4,333.25	**5,769.50**

*Non-current assets exclude other financial assets,non-curent tax assets (net) and deferred tax assets (net)

c. Information about major customers:

No single customer contributed 10% or more to the Company's revenue during the years ended 31 March, 2020 and 31 March, 2019.

30. Lease

Effective 1st April, 2019, The Company has adopted Ind AS – 116 " Leases" under the modified retrospective approach without adjustment of comparatives. This has resulted in recognizing a Right to Use asset and corresponding lease liability of Rs. 9.90 Million as at 1st April, 2019. Due to transition , the nature of expenses in respect of non-cancellable operating lease has changed from lease rent to depreciation and finance cost for the right to use assets and lease liability respectively.

NOTES TO THE FINANCIAL STATEMENTS

31. Employee benefit plans

(i) Defined contribution plans

The Company operates defined contribution retirement benefit plans for all its qualifying employees. Where empoyees leave the plans prior to full vesting of the contributions, the contributions payable by the Company are reduced by the amount of forfeited contributions.

The total expense recognised in profit or loss of Rs. 28.40 million (for the year ended 31 March, 2019: Rs. 26.41 million) for provident fund contributions and Rs. 0.39 million (for the year ended 31 March, 2019: Rs. 0.86 million) for Employee State Insurance Scheme contributions represents contributions payable to these plans by the Company at rates specified in the rules of the plans. As at 31 March, 2020, contributions of Rs. 4.84 million (as at 31 March, 2019: Rs. 4.27 million) due in respect of 2019-2020 (2018-2019) reporting period had not been paid over to the plans. The amounts were paid subsequent to the end of the respective reporting periods.

(ii) Defined benefit plans

Gratuity plan

Gratuity liability arises on retirement, withdrawal, resignation, and death of an employee. The aforesaid liability is calculated on the basis of 15 days salary (i.e. last drawn salary plus dearness allowance) for each completed year of service or part thereof in excess of 6 months, subject to a maximum of Rs. 2,000,000. Vesting occurs upon completion of 5 years of service.

The present value of the defined benefit obligation and the related current service cost are measured using the Projected Unit Credit method with actuarial valuations being carried out at each balance sheet date.

The gratuity plan typically exposes the Company to actuarial risks such as: interest rate risk, longevity risk and salary risk.

Interest risk	A decrease in the bond interest rate will increase the plan liability
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

No other post-retirement benefits are provided to these employees

In respect of the plan in India, the most recent actuarial valuation of the plan assets and the present value of the defined benefit obligation was carried out as at 31 March, 2020 by Charan Gupta Consultants Private Limited, Fellow of the Institute of Actuaries of India. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

a) The principal assumptions used for the purposes of the actuarial valuations were as follows.

(Rs. in million)

Particulars	Valuations as at	
	31.03.2020	31.03.2019
Discount rate(s)	6.87%	7.80%
Expected rate(s) of salary increase	6.00%	7.00%
Average longevity at retirement age for current beneficiaries of the plan (years)	15.17	15.60
Average longevity at retirement age for current employees (future beneficiaries of the plan) (years)	18.55	19.15
Retirement age (years)	58	58
Mortality Table	IALM (2012 14)	IALM (2006 08)
Withdrawal Rates	In %	In %
Upto 30 years	3.00	3.00
From 31 years to 44 years	2.00	2.00
Above 44 years	1.00	1.00

The following tables set out the unfunded status of the defined benefit scheme and amounts recognised in the Company financial statements as at 31 March, 2020:

b) Amounts recognised in Statement of Profit and Loss in respect of these defined benefit plans are as follows:

(Rs. in million)

Particulars	Year ended	
	31.03.2020	31.03.2019
Service cost		
- Current service cost	7.25	6.39
Net interest expense	4.23	4.38
Components of defined benefit costs recognised in profit or loss	**11.48**	**10.77**
Remeasurement on the net defined benefit liability		
- Actuarial (gains) / losses arising from changes in financial assumptions	(0.08)	(6.16)
- Actuarial (gains) / losses arising from experience adjustments	5.57	(2.99)
- Actuarial (gains) / losses arising from changes in demographic assumption	(0.01)	-
Components of defined benefit costs recognised in other comprehensive income	**5.48**	**(9.15)**
Total	**16.96**	**1.63**

The current service cost and the net interest expense for the year are included in the employee benefits expense line item in the Statement of Profit and loss.

The remeasurement of the net defined benefit liability is included in other comprehensive income.

c) The amount included in the balance sheet arising from the entity's obligation in respect of its defined benefit plans is as follows.

(Rs. in million)

Particulars	As at	
	31.03.2020	31.03.2019
Present value of funded defined benefit obligation	65.52	54.20
Net liability arising from defined benefit obligation	**65.52**	**54.20**

d) Movements in the present value of the defined benefit obligation are as follows:

(Rs. in million)

Particulars	Year ended	
	31.03.2020	31.03.2019
Opening defined benefit obligation	54.20	56.80
Less: Opening defined benefit obligation of Demerged entity		
Current service cost	7.25	6.39
Interest cost	4.23	4.38
Remeasurement (gains)/losses:		
- Actuarial (gains) / losses arising from changes in financial assumptions	(0.08)	(6.16)
- Actuarial (gains) / losses arising from experience adjustments	5.57	(2.99)
- Actuarial (gains) / losses arising from changes in demographic assumption	(0.01)	-
Benefits paid	(5.64)	(4.21)
Closing defined benefit obligation	**65.52**	**54.20**
- Current portion of the above	4.86	3.91
- Non current portion of the above	60.65	50.29

e) Significant actuarial assumptions for the determination of the defined obligation are discount rate, expected salary increase and mortality. The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

i) If the discount rate is 50 basis points higher (lower), the defined benefit obligation would decrease by Rs. 3.16 million (increase by Rs. 3.41 million) [as at 31 March, 2019: decrease by Rs. 2.68 million (increase by Rs. 2.89 million)].

ii) If the expected salary growth increases (decreases) by 0.50%, the defined benefit obligation would increase by Rs. 3.21 million (decrease by Rs. 3.01 million) [as at 31 March, 2019: increase by Rs. 2.71 million (decrease by Rs. 2.53 million)].

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

f) The average duration of the benefit obligation represents average duration for active members at 31 March, 2020: 15.17 years (as at 31 March, 2019: 15.60 years.

g) The Company expects to make a contribution of Rs. 13.12 million (as at 31 March, 2019: Rs. 11.49 million) to the defined benefit plans during the next financial year.

h) The discount rate is generally based upon the market yields available on Government bonds at the accounting date with a term that matches that of the liabilities.

i) The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.

j) The gratuity plan is unfunded.

k) Experience on actuarial gain/(loss) for benefit obligations and plan assets:

(Rs. in million)

Particulars	Gratuity				
	Year ended 31.03.2020	Year ended 31.03.2019	Year ended 31.03.2018	Year ended 31.03.2017	Year ended 31.03.2016
Present value of DBO	65.52	54.20	56.80	52.03	49.37
Fair value of plan assets	-	-	-	-	-
Funded status [Surplus / (Deficit)]	**(65.52)**	**(54.20)**	**(56.80)**	**(52.03)**	**(49.37)**
Experience gain / (loss) adjustments on plan liabilities	**(5.48)**	**9.15**	**4.66**	**4.79**	**(0.88)**
Experience gain / (loss) adjustments on plan assets	-	-	-	-	-

32. Earnings per equity share (EPS)*

	Particulars	Year ended 31.03.2020	Year ended 31.03.2019
(i)	Basic (in Rs.)	1.81	(9.19)
(ii)	Diluted* (in Rs.)	1.81	(9.19)
(i)	**Basic earnings per share**		
	The earnings and weighted average number of equity shares used in the calculation of basic earnings per share are as follows:		
		Year ended 31.03.2020	**Year ended 31.03.2019**
(i)	Profit/(loss) for the year attributable to shareholders of the Company (Rs. in million)	863.00	(2,190.80)
(ii)	Earnings used in the calculation of basic earnings per share (Rs. in million)	863.00	(2,190.80)
(iii)	Weighted average number of equity shares for the purposes of basic earnings per share (Face value of Rs. 10 each)	476,765,914	238,498,977
(ii)	**Diluted earnings per share** The earnings used in the calculation of diluted earnings per share are as follows:		
		Year ended 31.03.2020	**Year ended 31.03.2019**
	Net profit/ (Loss) for the year attributable to Equity Shareholders for Basic EPS	863.00	(2,190.80)
	Add: Share based payment	-	4.45
	Net profit/ (Loss) for the year attributable to Equity Shareholders for Diluted EPS	863.00	(2,186.35)
(i)	Earnings used in the calculation of diluted earnings per share (Rs. in million)	863.00	(2,186.35)
(ii)	Weighted average number of equity shares for the purposes of basic earnings per share (Face value of Rs. 10 each)	476,765,914	238,498,977
(iii)	Weighted average number of equity shares used in the calculation of diluted earnings per share (Face value of Rs. 10 each)**	476,765,914	238,498,977

* As the Diluted Earning Per Share was anti dilutive in previous year , Basic Earning per share had been considered as Diluted earning per share

** There were no potential dilutive equity shares in previous year since the fair value of outstanding ESOP was lower than exercise price.For Current Year there is no outstanding ESOP as at 31st March 2020.

NOTES TO THE FINANCIAL STATEMENTS

33. Related Party Disclosures

I. List of related parties

a. Enterprises exercising control

1 Reliance Industries Limited (w.e.f 4th February, 2019)
2 Reliance Industrial Investments and Holdings Limited# (w.e.f 4th February, 2019) (Protector of Digital Media Distribution Trust)
3 Digital Media Distribution Trust (w.e.f 4th February, 2019)
4 Jio Futuristic Digital Holdings Private Limited @ (w.e.f 4th February, 2019)
5 Jio Digital Distribution Holdings Private Limited @ (w.e.f 4th February, 2019)
6 Jio Television Distribution Holdings Private Limited @ (w.e.f 4th February, 2019)
7 Reliance Strategic Investments Limited ©~ (w.e.f 4th February, 2019)
8 Reliance Ventures Limited ©~ (w.e.f 4th February, 2019)
9 Network18 Media & Investments Limited ©~ (w.e.f 4th February, 2019)

b Related parties where control exists

i. Subsidiaries held directly

1 Den Mahendra Satellite Private Limited
2 Den Mod Max Cable Network Private Limited
3 DEN Krishna Cable TV Network Limited^ (Formerly known as DEN Krishna Cable TV Network Private Limited)
4 DEN Pawan Cable Network Limited^ (Formerly known as DEN Pawan Cable Network Private Limited)
5 DEN BCN Suncity Network Limited^ (Formerly known as DEN BCN Suncity Network Private Limited)
6 DEN Harsh Mann Cable Network Limited^ (Formerly known as DEN Harsh Mann Cable Network Private Limited)
7 Den Classic Cable TV Services Private Limited
8 Den Bindra Network Private Limited
9 Den Ashu Cable Limited^ (Formerly known as Den Ashu Cable Private Limited)
10 Shree Siddhivinayak Cable Network Private Limited
11 Drashti Cable Network Private Limited
12 Den MCN Cable Network Limited^ (Formerly known as Den MCN Cable Network Private Limited)
13 Mahadev Den Cable Network Private Limited
14 DEN Patel Entertainment Network Private Limited
15 Den Digital Cable Network Private Limited
16 DEN Malayalam Telenet Private Limited
17 Den-Manoranjan Satellite Private Limited
18 Den Supreme Satellite Vision Private Limited
19 Den Nashik City Cable Network Private Limited
20 Radiant Satellite (India) Private Limited
21 Den Radiant Satelite Cable Network Private Limited
22 Den Prince Network Limited^ (Formerly known as Den Prince Network Private Limited)
23 DEN Varun Cable Network Limited^ (Formerly known as DEN Varun Cable Network Private Limited)
24 DEN Crystal Vision Network Limited^ (Formerly known as DEN Crystal Vision Network Private Limited)
25 Meerut Cable Network Private Limited
26 Den Jai Ambey Vision Cable Private Limited
27 Den Fateh Marketing Private Limited
28 Den Enjoy Cable Networks Private Limited
29 Den Maa Sharda Vision Cable Networks Limited^ (Formerly known as Den Maa Sharda Vision Cable Networks Private Limited)
30 Den F K Cable TV Network Private Limited
31 Den Pradeep Cable Network Private Limited
32 Den Satellite Cable TV Network Private Limited
33 DEN Ambey Cable Networks Private Limited
34 Den Budaun Cable Network Private Limited
35 Den Aman Entertainment Private Limited
36 Den Kashi Cable Network Limited^ (Formerly known as Den Kashi Cable Network Private Limited)
37 Futuristic Media and Entrtainment Private Limited (W.e.f 26th Nov 2019) (Formerly known as Den Futuristic Cable Networks Private Limited)
38 Den Rajkot City Communication Private Limited

NOTES TO THE FINANCIAL STATEMENTS

39 Den Elgee Cable Vision Private Limited
40 Den Malabar Cable Vision Private Limited
41 Amogh Broad Band Services Private Limited
42 Galaxy Den Media & Entertainment Private Limited
43 Bali Den Cable Network Limited^ (Formerly known as Bali Den Cable Network Private Limited)
44 Mahavir Den Entertainment Private Limited
45 Den Citi Channel Private Limited
46 Fab Den Network Limited^ (Formerly known as Fab Den Network Private Limited)
47 Fortune (Baroda) Network Private Limited
48 United Cable Network (Digital) Limited^ (Formerly known as United Cable Network (Digital) Private Limited)
49 Cab-i-Net Communications Private Limited
50 Den Sahyog Cable Network Limited^ (Formerly known as Den Sahyog Cable Network Private Limited)
51 Den Sariga Communications Private Limited
52 Den Kattakada Telecasting and Cable Services Limited^ (Formerly known as Den Kattakada Telecasting and Cable Services Private Limited)
53 Den A.F. Communication Private Limited
54 Sree Gokulam Starnet Communication Private Limited
55 Big Den Entertainment Private Limited
56 Ambika DEN Cable Network Private Limited
57 Den Steel City Cable Network Private Limited
58 Crystal Vision Media Private Limited
59 Victor Cable Tv Network Private Limited
60 Sanmati DEN Cable TV Network Private Limited
61 Multi Channel Cable Network Private Limited
62 Gemini Cable Network Private Limited
63 Multi Star Cable Network Limited^ (Formerly known as Multi Star Cable Network Private Limited)
64 DEN VM Magic Entertainment Limited^ (Formerly known as DEN VM Magic Entertainment Private Limited)
65 Antique Communications Private Limited
66 Sanmati Entertainment Private Limited
67 Disk Cable Network Private Limited
68 Silverline Television Network Limited∞ (Fromerly Known as Silverline Television Network Private Limited)
69 Ekta Entertainment Network Private Limited
70 Libra Cable Network Limited^ (Formerly known as Libra Cable Network Private Limited)
71 Devine Cable Network Private Limited
72 Nectar Entertainment Private Limited
73 Multitrack Cable Network Private Limited
74 Glimpse Communications Private Limited
75 Indradhanush Cable Network Private Limited
76 Adhunik Cable Network Limited^ (Formerly known as Adhunik Cable Network Private Limited)
77 Blossom Entertainment Private Limited
78 Rose Entertainment Private Limited
79 Trident Entertainment Private Limited
80 Eminent Cable Network Private Limited
81 Mansion Cable Network Private Limited
82 Den Discovery Digital Network Private Limited
83 Jhankar Cable Network Private Limited
84 Den Premium Multilink Cable Network Private Limited
85 Desire Cable Network Limited^ (Formerly known as Desire Cable Network Private Limited)
86 Marble Cable Network Private Limited
87 Augment Cable Network Private Limited
88 DEN Broadband Private Limited
89 VBS Digital Distribution Network private limited

ii. Subsidiaries held indirectly

1 Den Saya Channel Network Limited^ (Formerly known as Den Saya Channel Network Private Limited)
2 Den Enjoy Navaratan Network Private Limited
3 Den Faction Communication System Private Limited

4 Kishna DEN Cable Networks Private Limited
5 Divya Drishti Den Cable Network Private Limited
6 Fun Cable Network Private Limited
7 DEN Enjoy SBNM Cable Network Private Limited
8 Bhadohi DEN Entertainment Private Limited
9 DEN STN Television Network Private Limited
10 Srishti DEN Networks Limited^ (Formerly known as Srishti DEN Networks Private Limited)
11 Maitri Cable Network Private Limited
12 Mountain Cable Network Limited^ (Formerly known as Mountain Cable Network Private Limited)
13 DEN Prayag Cable Networks Limited^ (Formerly known as DEN Prayag Cable Networks Private Limited)
14 Angel Cable Network Private Limited
15 ABC Cable Network Private Limited
16 DEN MTN Star Vision Networks Private Limited (Up to 15th January 2020)

iii. Fellow subsidiaries

1 TV18 Broadcast Limited ©˜
2 IndiaCast Media Distribution Private Limited ©˜
3 Network18 Media & Investments Limited ©˜
4 Hathway Cable and Datacom Limited ©˜
5 Reliance Jio Infocomm Limited ©˜

c. Associate entities

1 DEN ADN Network Private Limited
2 CCN DEN Network Private Limited
3 Den Satellite Network Private Limited
4 Den New Broad Communication Private Limited
5 Den ABC Cable Network Ambarnath Private Limited
6 Konark IP Dossiers Private Limited
7 Eenadu Television Private Limited

d. Entities in which KMP can exercise significant influence

1 Lucid Systems Private Limited
2 Verve Engineering Private Limited

e. Key managerial personnel

1 Mr. Sameer Manchanda (Chairman and Managing Director)
2 Mr. S.N Sharma (Chief Executive Officer)
3 Mr. Satyendra Jindal (Chief Financial Officer) (w.e.f 16th April, 2019)

f. Other related party- employees welfare trust

1 DNL Employees Welfare Trust

Reliance Industrial Investments and Holdings Limited, Protector of Digital Media Distribution Trust is a 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.

^ Pursuant to the shareholders' resolution Dated March 21, 2020 by the respective subsidiries, the status of these subsidiary Companies was changed from a Private Company to a Public Company, a fresh certificate of incorporation was issued by the Registrar of Companies with effect from 7th April 2020.

∞ Pursuant to the shareholders' resolution Dated March 21, 2020 by the respective subsidiries, the status of these subsidiary Companies was changed from a Private Company to a Public Company, a fresh certificate of incorporation was issued by the Registrar of Companies with effect from 17th April 2020.

NOTES TO THE FINANCIAL STATEMENTS

II. Transactions/ outstanding balances with related parties during the year

(Figures in bracket relates to previous year)
(Rs. in million)

Particulars		Subsidiaries held directly	Subsidiaries held indirectly	Total	Associate Entities	Fellow Subsidiaries	Key management personnel	Enterprises Exercising control	Grand total
A.	**Transactions during the year**								
i.	**Sale of services**								
	Den Satellite Network Private Limited	-	-	-	72.52	-	-	-	72.52
		(-)	(-)	(-)	(223.38)	(-)	(-)	(-)	(223.38)
	DEN Ambey Cable Networks Private Limited	682.96	-	682.96	-	-	-	-	682.96
		(280.37)	(-)	(280.37)	(-)	(-)	(-)	(-)	(280.37)
	Den Enjoy Cable Networks Private Limited	459.62	-	459.62	-	-	-	-	459.62
		(233.20)	(-)	(233.20)	(-)	(-)	(-)	(-)	(233.20)
	Futuristic Media and Entrtainment Private Limited	1,014.78	-	1,014.78	-	-	-	-	1,014.78
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Others	1,604.29	205.10	1,809.39	12.07	155.13	-	-	1,976.59
		(854.54)	(70.33)	(924.87)	(161.64)	(-)	(-)	(-)	(1,086.51)
	Total	**3,761.65**	**205.10**	**3,966.75**	**84.59**	**155.13**	**-**	**-**	**4,206.47**
		(1,368.11)	**(70.33)**	**(1,438.44)**	**(385.02)**	**(-)**	**(-)**	**(-)**	**(1,823.46)**
ii.	**Sale of equipment**								
	DEN Broadband Private Limited	10.77	-	10.77	-	-	-	-	10.77
		(40.82)	(-)	(40.82)	(-)	(-)	(-)	(-)	(40.82)
	DEN Satellite Network Private Limited	-	-	-	9.58	-	-	-	9.58
		(-)	(-)	(-)	(10.36)	(-)	(-)	(-)	(10.36)
	DEN Ambey Cable Networks Private Limited	20.26	-	20.26	-	-	-	-	20.26
		(6.42)	(-)	(6.42)	(-)	(-)	(-)	(-)	(6.42)
	Den Enjoy Cable Networks Private Limited	15.03	-	15.03	-	-	-	-	15.03
		(5.87)	(-)	(5.87)	(-)	(-)	(-)	(-)	(5.87)
	Eminent Cable Network Private Limited	4.29	-	4.29	-	-	-	-	4.29
		(2.76)	(-)	(2.76)	(-)	(-)	(-)	(-)	(2.76)
	Den Premium Multilink Cable Network Private Limited	8.07	-	8.07	-	-	-	-	8.07
		(0.13)	(-)	(0.13)	(-)	(-)	(-)	(-)	(0.13)
	Others	20.51	4.74	25.25	3.18	-	-	-	28.43
		(7.26)	(3.32)	(10.58)	(3.52)	(-)	(-)	(-)	(14.10)
	Total	**78.93**	**4.74**	**83.67**	**12.76**	**-**	**-**	**-**	**96.43**
		(63.26)	**(3.32)**	**(66.58)**	**(13.88)**	**(-)**	**(-)**	**(-)**	**(80.46)**
iii.	**Other operating revenue**								
a.	**Liabilities/ excess provisions written back (net)**								
	Mansion Cable Network Private Limited	(7.84)	-	(7.84)	-	-	-	-	(7.84)
		(9.40)	(-)	(9.40)	(-)	(-)	(-)	(-)	(9.40)
	Den Enjoy Cable Networks Private Limited	-	-	-	-	-	-	-	-
		(7.71)	(-)	(7.71)	(-)	(-)	(-)	(-)	(7.71)
	Futuristic Media and Entrtainment Private Limited	-	-	-	-	-	-	-	-
		(1.40)	(-)	(1.40)	(-)	(-)	(-)	(-)	(1.40)
	DEN Ambey Cable Networks Private Limited	2.94	-	2.94	-	-	-	-	2.94
		(1.89)	(-)	(1.89)	(-)	(-)	(-)	(-)	(1.89)
	DEN Aman Entertainment Private Limited	5.76	-	5.76	-	-	-	-	5.76
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	DEN Digital Cable Pvt. Ltd.	2.04	-	2.04	-	-	-	-	2.04
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	DEN MCN Cable Net Limited	3.62	-	3.62	-	-	-	-	3.62
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Den A F Communication Private Limited	2.40	-	2.40	-	-	-	-	2.40
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Meerut Cable Network Private Limited	3.50	-	3.50	-	-	-	-	3.50
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Others	2.52	0.64	3.16	-	-	-	-	3.16
		(35.27)	(1.91)	(37.18)	(0.48)	(-)	(-)	(-)	(37.66)
	Total	**14.94**	**0.64**	**15.58**	**-**	**-**	**-**	**-**	**15.58**
		(55.67)	**(1.91)**	**(57.58)**	**(0.48)**	**(-)**	**(-)**	**(-)**	**(58.06)**

	Particulars	Subsidiaries held directly	Subsidiaries held indirectly	Total	Associate Entities	Fellow Subsidiaries	Key management personnel	Enterprises Exercising control	Grand total
iv.	**Other income**								
a.	**Interest income on financial assets carried at amortised cost**								
	Futuristic Media and Entrtainment Private Limited	31.06	-	31.06	-	-	-	-	31.06
		(33.92)	(-)	(33.92)	(-)	(-)	(-)	(-)	(33.92)
	DEN Broadband Private Limited	1.81	-	1.81	-	-	-	-	1.81
		(6.24)	(-)	(6.24)	(-)	(-)	(-)	(-)	(6.24)
	Others	0.80	1.80	2.60	-	-	-	-	2.60
		(1.49)	(1.80)	(3.29)	(-)	(-)	(-)	(-)	(3.29)
	Total	**33.67**	**1.80**	**35.47**	**-**	**-**	**-**	**-**	**35.47**
		(41.65)	**(1.80)**	**(43.45)**	**(-)**	**(-)**	**(-)**	**(-)**	**(43.45)**
b.	**Dividend income**								
	Den Ambey Cable Networks Private Limited	-	-	-	-	-	-	-	-
		(12.15)	(-)	(12.15)	(-)	(-)	(-)	(-)	(12.15)
	Den Enjoy Cable Networks Private Limited	-	-	-	-	-	-	-	-
		(31.15)	(-)	(31.15)	(-)	(-)	(-)	(-)	(31.15)
	Mansion Cable Network Private Limited	88.28	-	88.28	-	-	-	-	88.28
		(22.07)	(-)	(22.07)	(-)	(-)	(-)	(-)	(22.07)
	Den F K Cable TV Network Private Limited	6.98	-	6.98	-	-	-	-	6.98
		(10.64)	(-)	(10.64)	(-)	(-)	(-)	(-)	(10.64)
	Total	**95.26**	**-**	**95.26**	**-**	**-**	**-**	**-**	**95.26**
		(76.01)	**(-)**	**(76.01)**	**(-)**	**(-)**	**(-)**	**(-)**	**(76.01)**
v.	**Compensation of Key Managerial Personnel**								
	The remuneration of key managerial personnel during the year was as follows:								
	-Short-term employee benefits	-	-	-	-	-	91.67	-	91.67
		(-)	(-)	(-)	(-)	(-)	(78.41)	(-)	(78.41)
	-Post-employment benefits	-	-	-	-	-	4.11	-	4.11
		(-)	(-)	(-)	(-)	(-)	(2.55)	(-)	(2.55)
		-	**-**	**-**	**-**	**-**	**95.78**	**-**	**95.78**
		(-)	(-)	(-)	(-)	(-)	(80.96)	(-)	(80.96)
vi.	**Purchase of services**								
	DEN Ambey Cable Networks Private Limited	319.43	-	319.43	-	-	-	-	319.43
		(228.15)	(-)	(228.15)	(-)	(-)	(-)	(-)	(228.15)
	Den Enjoy Cable Networks Private Limited	235.34	-	235.34	-	-	-	-	235.34
		(203.62)	(-)	(203.62)	(-)	(-)	(-)	(-)	(203.62)
	Mansion Cable Network Private Limited	157.34	-	157.34	-	-	-	-	157.34
		(142.24)	(-)	(142.24)	(-)	(-)	(-)	(-)	(142.24)
	TV18 Broadcast Limited	-	-	-	-	977.47	-	-	977.47
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Others	554.69	101.64	656.33	79.31	45.41	-	0.11	781.16
		(484.60)	(82.73)	(567.33)	(176.96)	(114.00)	(-)	(-)	(858.29)
	Total	**1,266.80**	**101.64**	**1,368.44**	**79.31**	**1,022.88**	**-**	**0.11**	**2,470.73**
		(1,058.61)	**(82.73)**	**(1,141.34)**	**(176.96)**	**(114.00)**	**(-)**	**(-)**	**(1,432.30)**
vii.	**Allowance / write off on trade receivables and advances**								
	Eminent Cable Network Private Limited	-	-	-	-	-	-	-	-
		(1.83)	(-)	(1.83)	(-)	(-)	(-)	(-)	(1.83)
	Others	262.20	44.29	306.49	-	-	-	-	306.49
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Total	**262.20**	**44.29**	**306.49**	**-**	**-**	**-**		**306.49**
		(1.83)	**(-)**	**(1.83)**	**(-)**	**(-)**	**(-)**	**(-)**	**(1.83)**
viii.	**Reimbursement of expenses (paid)**								
	Den Digital Cable Network Private Limited	0.08	-	0.08	-	-	-	-	0.08
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Den Pradeep Cable Network Private Limited	0.10	-	0.10	-	-	-	-	0.10
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Rose Entertainment Private Limited	0.08	-	0.08	-	-	-	-	0.08

NOTES TO THE FINANCIAL STATEMENTS

	Particulars	Subsidiaries held directly	Subsidiaries held indirectly	Total	Associate Entities	Fellow Subsidiaries	Key management personnel	Enterprises Exercising control	Grand total
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Others	0.40	0.10	0.50	-	-	-	-	0.50
		(1.25)	-	(1.25)	(-)	(-)	(-)	(-)	(1.25)
	Total	**0.66**	**0.10**	**0.76**	**-**	**-**	**-**	**-**	**0.76**
		(1.25)	**(-)**	**(1.25)**	**(-)**	**(-)**	**(-)**	**(-)**	**(1.25)**
ix.	**Investments made during the year (Equity and/or preference share capital)**								
	Den Broadband Private Limited	-	-	-	-	-	-	-	-
		(238.90)	(-)	(238.90)	(-)	(-)	(-)	(-)	(238.90)
	Eminent Cable Network Private Limited	-	-	-	-	-	-	-	-
		(11.20)	(-)	(11.20)	(-)	(-)	(-)	(-)	(11.20)
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
		(250.10)	**(-)**	**(250.10)**	**(-)**	**(-)**	**(-)**	**(-)**	**(250.10)**
x.	**Investments Redeemed during the year (Equity and/or preference share capital)**								
	Meerut Cable Network Pvt. Ltd.	5.00	-	5.00	-	-	-	-	5.00
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Total	**5.00**	**-**	**5.00**	**-**	**-**	**-**	**-**	**5.00**
		(-)	**(-)**	**(-)**	**(-)**	**(-)**	**(-)**	**(-)**	**(-)**
xi.	**Loans given/adj. during the year**								
	Den Broadband Private Limited	229.80	-	229.80	-	-	-	-	229.80
		(27.50)	(-)	(27.50)	(-)	(-)	(-)	(-)	(27.50)
	Futuristic Media and Entrtainment Private Limited	15.00	-	15.00	-	-	-	-	15.00
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Total	**244.80**	**-**	**244.80**	**-**	**-**	**-**	**-**	**244.80**
		(27.50)	**(-)**	**(27.50)**	**(-)**	**(-)**	**(-)**	**(-)**	**(27.50)**
xii.	**Loans received/adj back during the year**								
	Den Broadband Private Limited	208.65	-	208.65	-	-	-	-	208.65
		(157.07)	(-)	(157.07)	(-)	(-)	(-)	(-)	(157.07)
	Futuristic Media and Entrtainment Private Limited	45.63	-	45.63	-	-	-	-	45.63
		(19.00)	(-)	(19.00)	(-)	(-)	(-)	(-)	(19.00)
	Radiant Satellite (India) Private Limited	-	-	-	-	-	-	-	-
		(14.51)	(-)	(14.51)	(-)	(-)	(-)	(-)	(14.51)
	Others	6.23	-	6.23	-	-	-		6.23
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Total	**260.51**	**-**	**260.51**	**-**	**-**	**-**	**-**	**260.51**
		(190.58)	**(-)**	**(190.58)**	**(-)**	**(-)**	**(-)**	**(-)**	**(190.58)**
B.	**Outstanding balances at year end**								
i.	**Investments in subsidiaries, associates (Equity and/or preference share capital)**								
	Den Broadband private Limited	1,716.86	-	1,716.86	-	-	-	-	1,716.86
		(1,716.86)	(-)	(1,716.86)	(-)	(-)	(-)	(-)	(1,716.86)
	Futuristic Media and Entrtainment Private Limited	644.37	-	644.37	-	-	-	-	644.37
		(644.37)	(-)	(644.37)	(-)	(-)	(-)	(-)	(644.37)
	Others	2,720.02		2,720.02	502.89	-	-	-	3,222.91
		(2,703.42)	(-)	(2,703.42)	(502.89)	(-)	(-)	(-)	(3,206.31)
	Total	**5,081.25**	**-**	**5,081.25**	**502.89**	**-**	**-**	**-**	**5,584.14**
		(5,064.65)	**(-)**	**(5,064.65)**	**(502.89)**	**(-)**	**(-)**	**(-)**	**(5,567.54)**
	Less : Provision for impairment in value of investments in subsidiary companies								
		171.81	-	171.81	-	-	-	-	171.81
		(143.34)	(-)	(143.34)	(-)	(-)	(-)	(-)	(143.34)
	Total	**4,909.44**	**-**	**4,909.44**	**502.89**	**-**	**-**		**5,412.33**
		(4,921.31)	**(-)**	**(4,921.31)**	**(502.89)**	**(-)**	**(-)**	**(-)**	**(5,424.20)**
ii.	**Other financial assets**								
a.	**Advances recoverable**								
	Den Satellite Cable TV Network Private Limited	-	-	-	-	-	-	-	-
		(1.63)	(-)	(1.63)	(-)	(-)	(-)	(-)	(1.63)

	Particulars	Subsidiaries held directly	Subsidiaries held indirectly	Total	Associate Entities	Fellow Subsidiaries	Key management personnel	Enterprises Exercising control	Grand total
	Den Fateh Marketing Private Limited	-	-	-	-	-	-	-	-
		(22.25)	(-)	(22.25)	(-)	(-)	(-)	(-)	(22.25)
	Futuristic Media and Entrtainment Private Limited	-	-	-	-	-	-	-	-
		(4.46)	(-)	(4.46)	(-)	(-)	(-)	(-)	(4.46)
	Silverline Television Network Limited	-	-	-	-	-	-	-	-
		(39.61)	(-)	(39.61)	(-)	(-)	(-)	(-)	(39.61)
	Others	3.06	-	3.06	0.13	-	-	-	3.19
		(61.00)	(13.64)	(74.64)	(1.28)	(-)	(-)	(-)	(75.92)
	Total	**3.06**	**-**	**3.06**	**0.13**	**-**	**-**	**-**	**3.19**
		(128.95)	**(13.64)**	**(142.59)**	**(1.28)**	**(-)**	**(-)**	**(-)**	**(143.87)**
b.	**Unbilled revenue**								
	DEN Ambey Cable Networks Private Limited	-	-	-	-	-	-	-	-
		(41.69)	(-)	(41.69)	(-)	(-)	(-)	(-)	(41.69)
	Den Enjoy Cable Networks Private Limited	-	-	-	-	-	-	-	-
		(25.80)	(-)	(25.80)	(-)	(-)	(-)	(-)	(25.80)
	Eminent Cable Network Private Limited	-	-	-	-	-	-	-	-
		(20.61)	(-)	(20.61)	(-)	(-)	(-)	(-)	(20.61)
	Others	0.10	-	0.10	-	-	-	-	0.10
		(97.72)	(16.59)	(114.31)	(-)	(-)	(-)	(-)	(114.31)
	Total	**0.10**	**-**	**0.10**	**-**	**-**	**-**	**-**	**0.10**
		(185.82)	**(16.59)**	**(202.41)**	**(-)**	**(-)**	**(-)**	**(-)**	**(202.41)**
c.	**Interest accrued and due**								
	Futuristic Media and Entrtainment Private Limited	-	-	-	-	-	-	-	-
		(31.56)	(-)	(31.56)	(-)	(-)	(-)	(-)	(31.56)
	Den Faction Communication System Private Limited	-	15.00	15.00	-	-	-	-	15.00
		(-)	(13.38)	(13.38)	(-)	(-)	(-)	(-)	(13.38)
	Mahavir Den Entertainment Private Limited	-	-	-	-	-	-	-	-
		(6.27)	(-)	(6.27)	(-)	(-)	(-)	(-)	(6.27)
	Others	7.25	0.55	7.80	-	-	-	-	7.80
		(9.25)	(0.55)	(9.80)	(-)	(-)	(-)	(-)	(9.80)
	Total	**7.25**	**15.55**	**22.80**	**-**	**-**	**-**	**-**	**22.80**
		(47.08)	**(13.93)**	**(61.01)**	**(-)**	**(-)**	**(-)**	**(-)**	**(61.01)**
d.	**Receivable on sale of property, plant and equipment**								
	Den Pawan Cable Network Limited	8.21	-	8.21	-	-	-	-	8.21
		(8.23)	(-)	(8.23)	(-)	(-)	(-)	(-)	(8.23)
	Eminent Cable Network Private Limited	-	-	-	-	-	-	-	-
		(4.64)	(-)	(4.64)	(-)	(-)	(-)	(-)	(4.64)
	Den Kashi Cable Network Limited	-	-	-	-	-	-	-	-
		(11.05)	(-)	(11.05)	(-)	(-)	(-)	(-)	(11.05)
	CCN DEN Network Private Limited	-	-	-	10.12	-	-	-	10.12
		(-)	(-)	(-)	(12.62)	(-)	(-)	(-)	(12.62)
	DEN Ambey Cable Network Private Limited	6.02	-	6.02	-	-	-	-	6.02
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Den Manoranjan Satellite Private Limited	15.80	-	15.80	-	-	-	-	15.80
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Den Rajkot City Communication Private Limited	-	-	-	-	-	-	-	-
		(0.18)	(-)	(0.18)	(-)	(-)	(-)	(-)	(0.18)
	Mahavir Den Entertainment Private Limited	-	-	-	-	-	-	-	-
		(7.60)	(-)	(7.60)	(-)	(-)	(-)	(-)	(7.60)
	Indradhanush Cable Network Private Limited	6.73	-	6.73	-	-	-	-	6.73
		(6.73)	(-)	(6.73)	(-)	(-)	(-)	(-)	(6.73)
	Den Discovery Digital Network Private Limited	6.88	-	6.88	-	-	-	-	6.88
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Others	7.60	0.50	8.10	1.30	-	-	-	9.40
		(9.85)	(-)	(9.85)	(-)	(-)	(-)	(-)	(9.85)
	Total	**51.24**	**0.50**	**51.74**	**11.42**	**-**	**-**	**-**	**63.16**
		(48.27)	**(-)**	**(48.27)**	**(12.62)**	**(-)**	**(-)**	**(-)**	**(60.88)**

NOTES TO THE FINANCIAL STATEMENTS

	Particulars	Subsidiaries held directly	Subsidiaries held indirectly	Total	Associate Entities	Fellow Subsidiaries	Key management personnel	Enterprises Exercising control	Grand total
e.	**Dividend Receivable**								
	DEN Ambey Cable Networks Private Limited	-	-	-	-	-	-	-	-
		(12.15)	(-)	(12.15)	(-)	(-)	(-)	(-)	(12.15)
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
		(12.15)	**(-)**	**(12.15)**	**(-)**	**(-)**	**(-)**	**(-)**	**(12.15)**
iii.	**Trade receivables**								
	Den Satellite Network Private Limited	-	-	-	-	-	-	-	-
		(-)	(-)	(-)	(283.09)	(-)	(-)	(-)	(283.09)
	Den Ambey Cable Network Private Limited	259.48	-	259.48	-	-	-	-	259.48
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Futuristic Media and Entrtainment Private Limited	427.41	-	427.41	-	-	-	-	427.41
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Others	1,280.06	108.43	1,388.49	62.18	27.64	-	-	1,478.31
		(1,416.70)	(135.95)	(1,552.65)	(142.91)	(113.80)	(-)	(-)	(1,809.36)
	Total	**1,966.95**	**108.43**	**2,075.38**	**62.18**	**27.64**	**-**	**-**	**2,165.20**
		(1,416.70)	**(135.95)**	**(1,552.65)**	**(426.00)**	**(113.80)**	**(-)**	**(-)**	**(2,092.45)**
iv.	**Loans**								
	Futuristic Media and Entrtainment Private Limited	181.00	-	181.00	-	-	-	-	181.00
		(211.63)	(-)	(211.63)	(-)	(-)	(-)	(-)	(211.63)
	DEN Broadband Private Limited	21.15	-	21.15	-	-	-	-	21.15
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Others	3.71	12.03	15.74	-	-	-	-	15.74
		(9.94)	(12.03)	(21.97)	(-)	(-)	(-)	(-)	(21.97)
	Total	**205.86**	**12.03**	**217.89**	**-**	**-**	**-**	**-**	**217.89**
		(221.57)	**(12.03)**	**(233.60)**	**(-)**	**(-)**	**(-)**	**(-)**	**(233.60)**
v.	**Other financial liabilities**								
a.	**Security deposits received**								
	DEN Mahendra Satellite Private Limited	-	-	-	-	-	-	-	-
		(0.12)	(-)	(0.12)	(-)	(-)	(-)	(-)	(0.12)
	DEN Prayag Cable Networks Limited	-	-	-	-	-	-	-	-
		(-)	(0.02)	(0.02)	(-)	(-)	(-)	(-)	(0.02)
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
		(0.12)	**(0.02)**	**(0.14)**	**(-)**	**(-)**	**(-)**	**(-)**	**(0.14)**
vi.	**Trade payables**								
	Den Satellite Network Private Limited	-	-	-	28.92	-	-	-	28.92
		(-)	(-)	(-)	(190.82)	(-)	(-)	(-)	(190.82)
	Den Enjoy Cable Networks Private Limited	162.27	-	162.27	-	-	-	-	162.27
		(253.00)	(-)	(253.00)	(-)	(-)	(-)	(-)	(253.00)
	Mansion Cable Network Private Limited	140.81	-	140.81	-	-	-	-	140.81
		(185.93)	(-)	(185.93)	(-)	(-)	(-)	(-)	(185.93)
	DEN Ambey Cable Networks Private Limited	194.49	-	194.49	-	-	-	-	194.49
		(201.32)	(-)	(201.32)	(-)	(-)	(-)	(-)	(201.32)
	TV18 Broadcast Limited	-	-	-	-	192.02	-	-	192.02
		(-)	(-)	(-)	(-)	(271.37)	(-)	(-)	(271.37)
	Futuristic Media and Entrtainment Private Limited	143.44	-	143.44	-	-	-	-	143.44
		(170.01)	(-)	(170.01)	(-)	(-)	(-)	(-)	(170.01)
	Others	362.67	66.39	429.06	49.50	51.36	-	-	529.92
		(476.14)	(121.23)	(597.37)	(91.37)	(-)	(-)	(-)	(688.74)
	Total	**1,003.68**	**66.39**	**1,070.07**	**78.42**	**243.38**	**-**	**-**	**1,391.87**
		(1,286.40)	**(121.23)**	**(1,407.63)**	**(282.19)**	**(271.37)**	**(-)**	**(-)**	**(1,961.19)**
vii.	**Other current liabilities**								
a.	**Deferred revenue**								
	Den Digital Cable Network Private Limited	0.91	-	0.91	-	-	-	-	0.91
		(0.76)	(-)	(0.76)	(-)	(-)	(-)	(-)	(0.76)
	Eminent Cable Network Private Limited	0.05	-	0.05	-	-	-	-	0.05
		(0.06)	(-)	(0.06)	(-)	(-)	(-)	(-)	(0.06)

NOTES TO THE FINANCIAL STATEMENTS

	Particulars	Subsidiaries held directly	Subsidiaries held indirectly	Total	Associate Entities	Fellow Subsidiaries	Key management personnel	Enterprises Exercising control	Grand total
	Den Enjoy Cable Networks Private Limited	0.61	-	0.61	-	-	-	-	0.61
		(0.61)	(-)	(0.61)	(-)	(-)	(-)	(-)	(0.61)
	Crystal Vision Media Limited	0.04	-	0.04	-	-	-	-	0.04
		(0.74)	(-)	(0.74)	(-)	(-)	(-)	(-)	(0.74)
	Libra Cable Network Limited	0.71	-	0.71	-	-	-	-	0.71
		(1.33)	(-)	(1.33)	(-)	(-)	(-)	(-)	(1.33)
	Cab-i-Net Communications Private Limited	1.08	-	1.08	-	-	-	-	1.08
		(1.06)	(-)	(1.06)	(-)	(-)	(-)	(-)	(1.06)
	Den F K Cable Tv Network Private Limited	2.05	-	2.05	-	-	-	-	2.05
		(2.18)	(-)	(2.18)	(-)	(-)	(-)	(-)	(2.18)
	Others	1.56	-	1.56	-	-	-	-	1.56
		(2.52)	(-)	(2.52)	(-)	(-)	(-)	(-)	(2.52)
	Total	**7.01**	**-**	**7.01**	**-**	**-**	**-**	**-**	**7.01**
		(9.26)	**(-)**	**(9.26)**	**(-)**	**(-)**	**(-)**	**(-)**	**(9.26)**
b.	**Advances from customers**								
	Den Enjoy Navaratan Network Private Limited	-	1.11	1.11	-	-	-	-	1.11
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Den Mod Max Cable Network Private Limited	1.73	-	1.73	-	-	-	-	1.73
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	VBS Digital Distribution Network Private Limited	0.22	-	0.22	-	-	-	-	0.22
		(2.02)	(-)	(2.02)	(-)	(-)	(-)	(-)	(2.02)
	Others	0.91	0.12	1.03	-	-	-	-	1.03
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
	Total	**2.86**	**1.23**	**4.09**	**-**	**-**	**-**	**-**	**4.09**
		(2.02)	**(-)**	**(2.02)**	**(-)**	**(-)**	**(-)**	**(-)**	**(2.02)**

viii. Amount recoverable from DNL Employees Welfare Trust as at 31 March, 2020: Rs. 0.36 million (As at 31 March, 2019: Rs. 0.36 million)

ix. During the previous year ended 31st March 2019, Futuristic Media and Entrtainment Private Limited had given Corporate guarantee for an amount of Rs. 860.89 mn by way of pledge over investment in equity shares of its two step down subsidiaries towards ICICI Bank credit facilities availed by Company.

x. The Company has provided letter of financial support to its certain subsidiaries wherein it will provide the necessary financial support and financing arrangements to enable them to meet all its liabilities, as and when they fall due.

xi. The Company has sold its advertisement and marketing business ("the undetaking") to a wholly owned subsidiary company namely "Futuristic Media and Entertainment Private Limited" on going concern basis by way of "slump sale", for a lump sum consideration of Rs. 1.00 Mn w.e.f 15th October 2019. (See Note 36)

xii. In accordance with the Clause 34(3) of Securities and Exchange Board of India (Listing obligations & Disclosure requirements) Regulations, 2015, advance in the nature of loans are as under:

(a) The company has given advances in the nature of Loan as defined in clause 34(3) of Securities and Exchange Board of India (Listing Obligations & Disclosures Requirements) Regulations, 2015 as under;

(Rs. in million)

S. No.	Name of Company	As at 31.03.2020	As at 31.03.2019	Maximum Outstanding during the year
i	Futuristic Media and Entrtainment Private Limited	181.00	211.63	211.63
ii	Den Faction Communication System Private Limited	12.03	12.03	12.03
iii	Mahavir Den Entertainment Private Limited	-	6.23	6.23
iv	Multi Channel Cable Network Private Limited	1.50	1.50	1.50
v	Den Malabar Cable Vision Private Limited	1.11	1.11	1.11
vi	Sree Gokulam Starnet Communication Private Limited	0.50	0.50	0.50
vii	Den Kattakada Telecasting & Cable Services Limited	0.35	0.35	0.35
viii	Den Malayalam Telenet Private Limited	0.15	0.15	0.15
ix	Den Prince Network Limited	0.10	0.10	0.10
x	Den Broadband private limited	21.15	-	21.15

NOTES TO THE FINANCIAL STATEMENTS

34. Share Based payments

A. Employee Stock Option Plan 2010 ("ESOP 2010")

a) Details of the employee share option plan of the Company

Pursuant to approval of the Board and Shareholders dated September 10, 2010, the Company had established an Employee Stock Option Plan (ESOP 2010) in accordance with the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines 1999 as amended. The Company had taken approval of the Shareholders to grant and allot upto 5,219,599 equity options under the said scheme. There are no outstanding options under the scheme as on March 31, 2020. Further, the Board of Directors in its meeting dated February 17, 2020 has approved discontinuation of the scheme.

b) Fair value of share options granted during the previous year

No options were granted during the year

c) Movement in share options during the year

The following reconciles the share options outstanding at the beginning and end of the year :

Particulars	2019-2020		2018-2019	
	Number of options	Weighted average exercise price (in Rs.)	Number of options	Weighted average exercise price (in Rs.)
Balance at the beginning of the year	240,000	143.42	482,500	143.42
Granted during the year	-	-	-	-
Forfeited during the year	-	-	30,000	143.42
Exercised during the year	-	-	-	-
Expired during the year	240,000	-	212,500	143.42
Balance at the end of the year	**-**	**-**	**240,000**	**143.42**

d) Share options exercised during the year

No options were exercised during the year

e) Share options outstanding at the end of the year

There are no outstanding options at end of the year. Further, the Board of Directors in its meeting dated February 17, 2020 has approved discontinuation of the scheme.

B. Employee Stock Option Plan 2014 ("ESOP 2014")

a) Details of the employee share option plan of the Company

Pursuant to approval of the Shareholders dated 23 June, 2015, the Company had established an DEN ESOP Plan B -2014 in accordance with "Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014" and "the Securities and Exchange Board of India (Share Based Employee Benefits) (Amendment) Regulation, 2015. The Company had taken approval of the Shareholders to grant and allot upto 8,909,990 equity options under the said scheme. There are no outstanding options under the scheme as on March 31, 2020. Further, the Board of Directors in its meeting dated February 17, 2020 has approved discontinuation of the scheme.

b) Fair value of share options granted in the year

No options were granted during the year

c) Movement in share options during the year

The following reconciles the share options outstanding at the beginning and end of the year :

NOTES TO THE FINANCIAL STATEMENTS

Rs. in million)

Particulars	2019-2020		2018-2019	
	Number of options	Weighted average exercise price (in Rs.)	Number of options	Weighted average exercise price (in Rs.)
Balance at the beginning of the year	180,000	160.00	280,000	160.00
Granted during the year	-	-	-	
Vested during the year	-	-	-	-
Exercised during the year	-	-	-	-
Expired during the year	180,000	-	100,000	160.00
Balance at the end of the year	**-**	**-**	**180,000**	**160.00**

d) Share options exercised during the year

No options were exercised during the year

e) Share options outstanding at the end of the year

There are no outstanding options at end of the year. Further, the Board of Directors in its meeting dated February 17, 2020 has approved discontinuation of the scheme.

35. Financial Instruments

a) Capital Management

The Company's management reviews the capital structure of the Company on periodical basis. As part of this review, the management considers the cost of capital and the risks associated with each class of capital. The Company monitors the capital structure using gearing ratio which is determined as the proportion of net debt to total equity.

The capital structure of the Company consists of net debt (borrowings as detailed in notes 15, 19 and 16 and offset by cash and bank balances and current investments in notes 11, 9 and 12) and total equity of the Company.

The Company sets the amount of capital required on the basis of annual business and long-term operating plans.

The funding requirements are met through a mixture of equity, internal fund generation, non-current and current borrowings. The Company's policy is to use non-current and current borrowings to meet anticipated funding requirements.

Gearing ratio

The gearing ratio at end of the reporting period was as follows

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Debt		
Borrowings- current (See Note 19)	2,133.46	644.43
Borrowings- non current(See Note 15)	-	2,636.69
Current maturities of long term debt (See Note 16)	-	1,510.79
	2,133.46	**4,791.91**
Less:		
Cash and cash equivalents (See Note 11)	13.30	211.09
Current investments (See Note 9)	-	20,709.84
Bank balances (See Note 12)	21,360.65	1,421.95
Net debt	**(19,240.49)**	**(17,550.97)**
Total equity	**27,192.26**	**26,334.74**
Net debt to equity ratio	**N/A**	**N/A**

NOTES TO THE FINANCIAL STATEMENTS

35 Financial Instruments (cont'd.)

(b) Financial risk management objective and policies

Financial assets and liabilities:

The accounting classification of each category of financial instruments, and their carrying amounts, are set out below:

As at 31 March, 2020

(Rs. in million)

Financial assets	Measured at amortised cost	Measured at FVTOCI	Measured at FVTPL	Total carrying value
Cash and cash equivalents	13.30	-	-	13.30
Bank balances other than cash and cash equivalents	21,360.65	-		21,360.65
Trade receivables	3,165.31	-	-	3,165.31
Current investments	38.71	-	-	38.71
Loans	255.92			255.92
Other financial assets	1,361.61	-	-	1,361.61
Investments	135.84	-	-	135.84
	26,331.34	**-**	**-**	**26,331.34**

Investment in equity shares of subsidiaries and associates carried at cost less impairment **5,237.78**

(Rs. in million)

Financial liabilities	Measured at amortised cost	Measured at FVTOCI	Measured at FVTPL	Total carrying value
Borrowings - current	2,133.46	-	-	2,133.46
Trade payables	3,163.59	-	-	3,163.59
Other financial liabilities - current	1,242.20	-	-	1,242.20
	6,539.25	**-**	**-**	**6,539.25**

As at 31 March, 2019

(Rs. in million)

Financial assets	Measured at amortised cost	Measured at FVTOCI	Measured at FVTPL	Total carrying value
Cash and cash equivalents	211.09	-	-	211.09
Bank balances other than cash and cash equivalents	1,421.95	-	-	1,421.95
Trade receivables	3,291.99	-	-	3,291.99
Current investments	37.36	-	20,709.84	20,747.20
Loans	285.15	-	-	285.15
Other financial assets	1,079.51	-	-	1,079.51
Investments	130.29	-	-	130.29
	6,457.34	**-**	**20,709.84**	**27,167.18**

Investment in equity shares of subsidiaries and associates carried at cost less impairment **5,256.55**

(Rs. in million)

Financial liabilities	Measured at amortised cost	Measured at FVTOCI	Measured at FVTPL	Total carrying value
Borrowings - non-current	2,636.69	-	-	2,636.69
Borrowings - current	644.43	-	-	644.43
Trade payables	3,704.76	-	-	3,704.76
Other financial liabilities - current	2,963.28	-	-	2,963.28
	9,949.16	**-**	**-**	**9,949.16**

NOTES TO THE FINANCIAL STATEMENTS

(c) Risk management framework

The Company is exposed to market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

The objective of the Company's risk management framework is to manage the above risks and aims to :

- improve financial risk awareness and risk transparency
- identify, control and monitor key risks
- provide management with reliable information on the Company's risk exposure
- improve financial returns

(i) Market risk

Market risk is the risk that the fair value of financial instrument will fluctuate because of change in market price. Market risk comprises of three types of risks - interest risk, foreign currency, and other price risk such as equity price risk.

The Company's activities expose it primarliy to interest rate risk, currency risk and other price risk such as equity price risk. The financial instruments affected by market risk includes : Fixed deposits, current investments, borrowings and other current financial liabilities.

(ii) Liquidity risk

The Company requires funds both for short-term operational needs as well as for long-term investment needs.

The Company remains committed to maintaining a healthy liquidity, gearing ratio, deleveraging and strengthening the balance sheet. The maturity profile of the Company's financial liabilities based on the remaining period from the date of balance sheet to the contractual maturity date is given in the table below. The figures reflect the contractual undiscounted cash obligation of the Company.

Rs. in million)

	As at 31 March, 2020				
	<1 year	1-3 Years	3-5 Years	> 5 Years	Total
Current					
Borrowings	2,133.46	-	-	-	2,133.46
Interest accrued	9.00	-	-	-	9.00
Trade payables	3,163.59	-	-	-	3,163.59
Other financial liabilities	1,233.20	-	-	-	1,233.20
Total	**6,539.25**	**-**	**-**	**-**	**6,539.25**

Rs. in million)

	As at 31 March, 2019				
	<1 year	1-3 Years	3-5 Years	> 5 Years	Total
Non current					
Borrowings	-	2,389.95	287.54	-	2,677.49
Current					-
Borrowings	644.43	-	-	-	644.43
Current maturities of long term debt	1,534.73	-	-	-	1,534.73
Interest accrued	19.20	-	-	-	19.20
Trade payables	3,704.76	-	-	-	3,704.76
Other financial liabilities	1,433.29	-	-	-	1,433.29
Total	**7,336.41**	**2,389.95**	**287.54**	**-**	**10,013.90**

As at 31 March, 2020, the Company had access to fund based facilities of Rs. 4700 million, of which Rs. 2566.54 million were yet not drawn, as set out below:

	Total Facility (Rs. in million)	Drawn (Rs. in million)	Undrawn (Rs. in million)
	4,700.00	2,133.46	2,566.54
Total	**4,700.00**	**2,133.46**	**2,566.54**

NOTES TO THE FINANCIAL STATEMENTS

As at 31 March, 2019, the Company had access to fund based facilities of Rs. 5,262.22 million, of which Rs. 405.57 million were yet not drawn, as set out below:

	Total Facility (Rs. in million)	Drawn (Rs. in million)	Undrawn (Rs. in million)
	5,262.22	4,856.65	405.57
Total	**5,262.22**	**4,856.65**	**405.57**

(iii) Foreign currency risk

Foreign exchange risk comprises of risk that may arise to the Company because of fluctuations in foreign currency exchange rates. Fluctuations in foreign currency exchange rates may have an impact on the Statements of Profit and Loss. As at the year end, the Company was exposed to foreign exchange risk arising from foreign currency payables denominated in foreign currency.

The carrying amounts of the Company foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows :

(In million)

Particulars	As at 31.03.2020		As at 31.03.2019	
	Financial assets	Financial liabilities	Financial assets	Financial liabilities
USD	-	0.13	-	0.15
Equivalent INR	-	9.67	-	10.09

The results of Company's operations may be affected by fluctuations in the exchange rates between the Indian Rupee against the US dollar. The foreign exchange rate sensitivity is calculated by the aggregation of the net foreign exchange rate exposure with a simultaneous parallel foreign exchange rates shift in the currencies by 1% against the functional currency of the Company.

For the year ended 31 March, 2020 and 31 March, 2019, every 100 basis points depreciation/appreciation in the exchange rate between the Indian rupee and U.S. dollar will decrease/increase the Company's losses before tax by Rs. 0.10 million (31 March, 2019 : Rs. 0.10 million).

(iv) Interest rate risk

The Company is exposed to interest rate risk on current borrowings and fixed deposits outstanding as at the year end. The Company's policy is to maintain a balance of fixed and floating interest rate borrowings and the proportion of fixed and floating rate debt is determined by current market interest rates. The borrowings of the Company are principally denominated in Indian Rupees. These exposures are reviewed by appropriate levels of management on a monthly basis. The Company invests in fixed deposits to achieve the Company's goal of maintaining liquidity, carrying manageable risk and achieving satisfactory returns.

The exposure of the Company's financial liabilities as at 31 March, 2020 to interest rate risk is as follows:

(Rs. in Million)

	Floating rate	Fixed rate	Non interest bearing	Total
Non current				
Borrowings	-	-	-	-
Current includes :				
Borrowings	-	2,133.46	-	2,133.46
Current maturities of long term debt	-	-	-	-
	-	**2,133.46**	**-**	**2,133.46**
Fixed deposits	-	21,360.65	-	21,360.65
Weighted average interest rate (per annum)	**Floating rate**	**Fixed rate**		
Others	-	7.79%		

NOTES TO THE FINANCIAL STATEMENTS

The exposure of the Company's financial liabilities as at 31 March, 2019 to interest rate risk is as follows:

Rs. in Million)

	Floating rate	Fixed rate	Non interest bearing	Total
Non current				
Borrowings	2,636.69	-	-	2,636.69
Current includes :				
Borrowings	644.43	-	-	644.43
Current maturities of long term debt	1,510.79	-	-	1,510.79
	4,791.91	**-**	**-**	**4,791.91**
Fixed deposits	-	1,421.95	-	**1,421.95**
Interest rate range (per annum)	**Floating rate**	**Fixed rate**		
Others	8.70% to 11.00%	6.70% to 8.51%		

Interest rate sensitivity analysis on borrowings:

If interest rates had been 100 basis points higher/lower and all other variables were held constant, the Company's losses before tax for the year ended March 31, 2020 would decrease/increase by Rs. NIL (year ended 31 March, 2019 : Rs. 51.15 million). This is mainly attributable to the Company's exposure to interest rates on its variable rate borrowings.In current year borrowings are on fixed rate while in previous year borrowings were mainly attributable to variable rate.

(v) Other price risk

The Company was exposed to price risks arising from fair valuation of Company's investment in mutual funds. These investments are held for short term purposes. The sensitivity analyses below have been determined based on the exposure to equity price risks at the end of the reporting year.

If prices had been 100 basis points higher/lower, loss before tax for the year ended 31 March, 2020 would increase/decrease by NIL (for the year ended 31 March, 2019: Rs. 207.10 million) as a result of the changes in fair value of these investments which have been designated as at FVTPL.

(vi) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company's exposure to credit risk primarily arises from trade receivables, balances with banks and security deposits. The credit risk on bank balances is limited because the counterparties are banks with good credit ratings. Trade receivables consist of a large number of customers. Ongoing credit evaluation is performed on the financial condition of accounts receivable. The Company's policies on assessing expected credit losses is detailed in notes to accounting policies.

36 The company is primarily engaged in distribution of television channels through digital cable distribution network. Advertisement and marketing business ("the undertaking") was also part of Company's business till 14th October, 2019. As part of the restructuring of the Company as approved by the Board of Directors of the Company, the undertaking has been sold to a wholly owned subsidiary Company namely "Futuristic Media and Entertainment Private Limited" on going concern basis by way of "slump sale" , for a lump sum consideration of Rs. 1.00 million with effect from 15th October 2019.

Details of Assets and Liabilities transferred in Slump Sale :

Rs. in Million)

Assets		
Non Current Assets	0.56	
Current Assets	8.81	9.37
Liabilities		
Current Liabilities	47.72	47.72

37. During the previous year, the Company had allotted on preferential basis 28,14,48,000 equity shares of Rs. 72.66 each at a premium of Rs. 62.66 per share to the following entities (the 'Acquirers') aggregating to Rs. 20,450.00 million representing 58.98% of post-preferential allotment equity share capital of the Company.

NOTES TO THE FINANCIAL STATEMENTS

Name of the Acquirers	No. of Equity Shares	Amount (Rs. in million)
Jio Futuristic Digital Holdings Private Limited	136,847,150	9,943.30
Jio Digital Distribution Holdings Private Limited	71,248,280	5,176.90
Jio Television Distribution Holdings Private Limited	73,352,570	5,329.80
Total	**281,448,000**	**20,450.00**

The Acquirers had acquired sole control of the Company and the Acquirers together with the Persons Acting in Concert (PACs) namely Reliance Industries Limited (RIL), Digital Media Distribution Trust, Reliance Content Distribution Limited and Reliance Industrial Investments and Holdings Limited became part of the 'promoter and promoter group' of the Company pursuant to the:

(a) aforesaid preferential allotment; and (b) purchase by Jio Futuristic Digital Holdings Private Limited (one of the Acquirers) of 3,35,85,000 equity shares of the Company representing 7.04% of the post-preferential allotment paid-up equity share capital from Shri Sameer Manchanda and Verve Engineering Private Limited. Further, prior to the said acquisitions, Reliance Ventures Limited (RVL), Reliance Strategic Investments Limited (RSIL) and Network18 Media and Investments Limited (NW18) (RVL and RSIL are wholly-owned subsidiaries of RIL. Independent Media Trust (of which RIL is the sole beneficiary) owns and controls 73.15% of the paid-up equity share capital of NW18 (directly and indirectly through companies wholly owned and controlled by it) together were holding 26,46,968 equity shares constituting 0.55% of the post-preferential allotment paid-up equity share capital of the Company. Post the aforesaid acquisitions by the Acquirers, RVL, RSIL and NW18 have also become part of the 'promoter and promoter group' of the Company.

On March 5, 2019, the Acquirers acquired an aggregate of 5,74,89,612 equity shares representing 12.05% of the total paid-up equity share capital of the Company pursuant to an open offer under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. Accordingly, as at March 31, 2019, the aggregate holding of the Acquirers, RVL, RSIL and NW18 in the Company stood at 37,51,69,580 equity shares of the Company representing 78.62% of the total paid-up equity share capital of the Company

The proceeds of preferential allotment amounting to Rs. 20,450.00 million have been temporarily invested in Fixed Deposits.

38. The Company has investments of Rs. 5,412.33 million (net of provision for impairment of Rs. 171.81 million) in subsidiary companies and associate companies as on 31 March, 2020. Of these, net worth of investments with carrying value of Rs. 3,212.25 million (net of provision for impairment of Rs. 171.81 million) and balances of loans / advances of Rs. 36.89 million as at 31 March, 2020 have fully/substantially eroded. Of these, investments aggregating to Rs. 283.62 million in companies whose net worth is fully/substantially eroded have earned profits for the year ended 31 March, 2020. Based on the projections, the management of the Company expects that these companies will have positive cash flows to adequately sustain its operations in the foreseeable future and therefore no further provision for impairment is considered necessary.

39. Expenditure on Corporate Social Responsibility (CSR)

a. Gross amount required to be spent by the Company during the period ended 31 March, 2020 is Rs. Nil (Previous year Rs. Nil)

b. Amount spent during the period ended 31 March, 2020

(Rs. In million)

Particulars	Paid (A)	Yet to be paid (B)	Total (A+B)
(i) Construction/acquisition of any asset	-	-	-
	(-)	(-)	(-)
(ii) On purposes other than (i) above	-	-	-
	(0.95)	(-)	(0.95)

Figures in bracket relates to previous year

c. **Details of related party transactions:**

- Contribution during the period ended 31 March, 2020 is Rs. Nil (Previous year Rs. Nil)

- Payable as at 31 March, 2020 is Rs. Nil (Previous year Rs. Nil)

40. The Company did not have any long-term contracts including derivative contracts for which there were any material forseeable losses.

NOTES TO THE FINANCIAL STATEMENTS

41a Fair value measurement

i). Financial assets and financial liabilities that are not measured at fair value are as under:

(Rs. in million)

Particulars	As at 31.03.2020		As at 31.03.2019	
	Carrying amount	Fair value	Carrying amount	Fair value
Financial assets				
Cash and cash equivalents	13.30	13.30	211.09	211.09
Other bank balances	21,360.65	21,360.65	1,421.95	1,421.95
Trade receivables	3,165.31	3,165.31	3,291.99	3,291.99
Security deposits	38.03	38.03	51.55	51.55
Loans	217.89	217.89	233.60	233.60
Other financial assets	1,361.61	1,361.61	1,079.51	1,079.51
Financial liabilities				
Non-current borrowings	-	-	2,636.69	2,636.69
Current borrowings	2,133.46	2,133.46	644.43	644.43
Trade payables	3,163.59	3,163.59	3,704.76	3,704.76
Other financial liabilities - current	1,242.20	1,242.20	2,963.28	2,963.28

Note :

The carrying value of the above financial assets and financial liabilities carried at amortised cost approximate these fair value.

ii) Fair value hierarchy of Non-current assets measured at amortised cost as at 31 March, 2020 and 31 March, 2019 is as follows:

(Rs. in million)

Particulars	As at 31.03.2020	Level 1	Level 2	Level 3	Valuation techniques
Financial assets Investment in preference shares	174.55	-	-	174.55	Discounted cashflow at a discounted rate that reflects the issuer's current borrowing rate at the end of the reporting year.
Total financial assets	**174.55**		**-**	**174.55**	

(Rs. in million)

Particulars	As at 31.03.2019	Level 1	Level 2	Level 3	Valuation techniques
Financial assets					
Investment in mutual funds	20,709.84	-	20,709.84	-	Based on the NAV report issued by the fund manager
Investment in preference shares	167.65	**-**	-	167.65	Discounted cashflow at a discounted rate that reflects the issuer's current borrowing rate at the end of the reporting year.
Total financial assets	**20,877.49**		**20,709.84**	**167.65**	

41b Reconciliation of liabilities arising from financing activities

The table below details the changes in Company's liabilities arising from financing activities, including both cash and non-cash

(Rs. in million)

Particulars	As at 31 March, 2019	Cash flow	Non-cash Changes	As at 31 March, 2020
Non-current borrowings	2,636.69	(2,701.42)	64.73	-
Current borrowings	644.43	1,489.03	-	2,133.46
Current maturities of long term borrowing	1,510.79	(1,510.79)	-	-
Total liabilities from financing activities	**4,791.91**	**(2,723.18)**	**64.73**	**2,133.46**

NOTES TO THE FINANCIAL STATEMENTS

41c Description of the inputs used in the fair value measurement:

Following table describes the valuation techniques used and key inputs to valuation for level 3 of the fair value hierarchy as at 31st March, 2020 and 31st March, 2019 respectively

(Rs. In million)

Particulars	As at 31st March, 2020	Valuation Technique	Inputs used	Sensitivity
Financial Assets at Amortised Cost				
- investments in preference shares	174.55	Discounted cash flow	Risk adjusted discounted rate	Change in risk adjusted discount rate (+50 bps) would decrease the FV by Rs 0.83 Million and (-50 bps) would increase FV by Rs 2.32 Million

(Rs. In million)

Particulars	As at 31st March, 2019	Valuation Technique	Inputs used	Sensitivity
Financial Assets at Amortised Cost				
-- investments in preference shares	167.65	Discounted cash flow	Risk adjusted discounted rate	Change in risk adjusted discount rate (+50 bps) would decrease the FV by Rs 1.90 Million and (-50 bps) would increase FV by Rs 1.87 Million

41d Financial assets at amortised cost

(Rs. In million)

Particulars	
Amortised cost as 01st April ,2018	**228.90**
Gain on debt instrument designated at amortised cost	19.84
Redemption of instruments	-
Investment written off	(74.07)
other	(7.02)
Amortised cost as 31st March ,2019	**167.65**
Gain on debt instrument designated at amortised cost	21.58
Redemption of instruments	(5.00)
Other	(9.68)
Amortised cost as 31st March ,2020	**174.55**

41e Description of the valuation processes used by the Company for fair value measurement categorised within level 3 :-

At each reporting date, the Company analyses the movement in the value of financial assets and liabilities which are required to be remeasured or reassessed as per the accouting policies. For this analysis, the Company verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The Company has also compares the changes in the fair value of each financial asset and liability with relevant external sources to determine whether the changes is reasonable. The Company also discusses of the major assumptions used in the valuations.

For the purpose of fair value disclosures, the Company has determined classes of financial assets and liabilities on the basis of nature, charateristics and risks of the asset or liability and the level of the fari value hierarchy as explained above.

42 Disclosures as per the Micro, Small and Medium Enterprises Development Act, 2006

(Rs. in million)

Particulars		As at 31 March, 2020	As at 31 March, 2019
(a)	the principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year;	0.17	1.55
(b)	the amount of interest paid by the buyer in terms section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006) along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
(c)	the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
(d)	the amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
(e)	the amount of further interest remaning due and payable even in the succeding years, untill such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

43 There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

44. Full particulars of loans given, investment made, guarantees given, security provided together with purpose in terms of section 186 (4) of the Companies Act, 2013

Name of entity	Amount (Rs. in million)	Full Particulars	Purpose
Loan Given			
Den Broadband Private Limited	229.80	Loan Given	Loan given for the working capital requirement
Futuristic Media and Entrtainment Private Limited	15.00	Loan Given	Loan given for the working capital requirement

45. During the previous year, the Company entered into the following non-cash investing activities which are adjusted in the Statement of Cash Flows :

Investment made by the Company in DEN BROADBAND PRIVATE LIMITED, a wholly owned subsidiary of the Company amounting to Rs. 238.90 million by conversion of loan amount.

46. During the provisional assessment towards the license fees for the years 2011-12 to 2015-16 by the department of telecom (DOT), DOT has considered the revenue from the Cable business and other income for the purpose of calculating AGR or license fees and demanded Rs. 6278.90 million.

The company has filed three petitions before the Hon'ble TDSAT challenging the demand of license fees as raised by the Department. In all three petitions the Hon'ble TDSAT was pleased to restrain the department from taking any coercive measure for realisation of the demands.

Further the Hon'ble TDSAT in association of Unified Telecom Service Providers of India & others vs. Union of India has clearly held that imposition of interest and penalty is wholly unjustified.

47. Impact of Pandemic COVID 19

The outbreak of Coronavirus (COVID -19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. In many countries, businesses are being forced to cease or limit their operations for long or indefinite periods of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing, and closures of non-essential services have triggered significant disruptions to businesses worldwide, resulting in an economic slowdown.

The company being service provider of one of the "Essential Services – Television Broadcasting & Distribution" was able to operate under normal course of business during the period of Nationwide Lockdown with minimal impact on operations and the scale of operation was usual with respect to the cable subscriber base upto the date of adoption of financial statement. The company was also able to get required services for its operations from its vendors, employees etc. as per normal course of business except for certain disruptions which are not material to the conduct of the operations. The company has evaluated impact of COVID -19 on its business operations and based on its review there is no significant impact on its financial statements.

48. The Board of Directors of the Company at their meeting held on 17th February 2020, approved Composite Scheme of Amalgamation and Arrangement between the Company, Network 18 Media & Investments Limited (Network18), Hathway Cable & Datacom Limited (HCDL), TV18 Broadcast Limited (TV18), (the Company, HCDL and TV18 collectively referred as Amalgamating Companies), Media18 Distribution Services Limited (Cable Co), Web18 Digital Services Limited (ISP Co.) and Digital18 Media Limited (Digital Co.) and their respective shareholders and creditors ("Scheme"). The appointed date for the Scheme is 1st February 2020, while the effectiveness of the Scheme is inter alia conditional upon and subject to requisite approvals.

49. Previous year figures have been regrouped / rearranged whereever necessary to make them comparable.

50. The standalone financial statements were approved for issue by the Board of Directors on 21st April, 2020.

In terms of our report attached
For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm Regisration Number : 101720W/W100355

Vijay Napawaliya
Partner
Membership No. 109859

Place : Mumbai
Date : 21st April, 2020

For and on behalf of the Board of Directors of
DEN NETWORKS LIMITED

Sameer Manchanda
Chairman and Managing Director
DIN No:00015459

Ajaya Chand
Director
DIN No. 02334456

S.N. Sharma
Chief Executive Officer

Jatin Mahajan
Company Secretary
M.No: F6887

Satyendra Jindal
Chief Financial Officer

Place : Gurugram
Date : 21st April, 2020

Consolidated Financial Statements

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF DEN NETWORKS LIMITED

Report on the Audit of Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of DEN NETWORKS Limited (hereinafter referred to as the 'Holding Company/Parent") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), and its associates, which comprise the consolidated Balance Sheet as at 31st March, 2020, and the consolidated statement of Profit and Loss including other comprehensive income, the consolidated statement of changes in equity and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (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, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Company as at 31st March, 2020, of consolidated profit including other comprehensive income, consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies act, 2013 ("the Act"). Our responsibilities under those Standards 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 financial statements under the provision of the act and rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and ICAI Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended 31st March, 2020. 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

Key Audit Matters	How our audit addressed the key audit matter
(i) Goodwill	
The Group's balance sheet includes Rs.1621.02 million of goodwill, representing 4.39% of total Group assets. Goodwill is tested annually for impairment using discounted cash-flow models of each CGU's recoverable value compared to the carrying value of the assets. A deficit would result in impairment. The inputs to the impairment testing model which have the most significant impact on CGU recoverable value include: • Projected revenue growth, average revenue per user, operating margins; and • Discount rates used. The annual impairment testing is considered a significant accounting judgment and estimate (Note 36) and a key audit matter because the assumptions on which the tests are based are highly judgmental and are affected by future market and economic conditions which are inherently uncertain.	Our audit procedures included the following: • Assessed the appropriateness of the Group's methodology applied in determining the CGUs to which goodwill is allocated. • Assessed the assumptions around the key drivers of the recoverable value including average revenue per user, expected growth rates and used. • Discussed potential changes in key drivers as compared to previous year with management in order to evaluate whether the inputs and assumptions used in the cash flow forecasts were reasonable. • Tested the arithmetical accuracy of the model. • Considered the completeness and accuracy of the disclosures, which are included in notes 36 of the consolidated financial statements.
Key Audit Matters	**How our audit addressed the key audit matter**
(ii) Litigations & Contingent liabilities	
The Group is subject to number of significant litigations. Major risks identified by the Holding Company in that area relate to VAT liability on account of transfer of setup boxes, entertainment tax, and license fees liability from DOT on account of dispute to consider non-business for AGR calculation and dispute in duty assessment with custom department. The amounts of litigations may be significant and estimates of the amounts of provisions or contingent liabilities are subject to significant management judgment. (Refer note no. 29 and 50) Due to complexity involved in these litigation matters, management's judgment regarding recognition and measurement of provisions for these legal proceedings is inherently uncertain and might change over time as the outcomes of the legal cases are determined and it has been considered as a key audit matter.	Our audit procedures included the following • Assessing the procedures implemented by the holding company to identify and gather the risks it is exposed to. • Discussion with the management on the development in theses litigations during the year ended 31st March, 2020. • Obtaining an understanding of the risk analysis performed by the holding company, with the relating supporting documentation and studying written statements from internal/-external legal experts, when applicable. • Verification that accounting and /or disclosure as the case may be in the consolidated financial statements is in accordance with the assessment of legal counsel/management. • Obtaining representation letter from the management on the assessment of those matters as per SA 580 (revised) - written representations.

Other Information

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the 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 preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its associates in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and of its associates and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintaince of accounting policies; making judgments 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates are responsible for assessing the ability of the Group and of its associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group and of its associates 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 associates is responsible for overseeing the financial reporting process of the Group and of its 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 judgment 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 Companies Act, 2013, 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 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 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 associates of which we are the independent auditors and whose financial information we have audited, 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.

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 for the year ended 31st March, 2020 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

(a) We did not audit the financial statements/financial information of 98 subsidiaries, whose financial statements/financial information reflect total assets of Rs. 5,918.76 millionas at 31st March, 2020, total revenues of Rs. 5,268.41 million and net cash inflows amounting to Rs.373.50 million for the year ended on that date, as considered in the consolidated financial statements and financial statements of 5 associates, which reflects the Group's share of net profit including total other comprehensive income of Rs. 10.12million for the year ended 31st March, 2020 as considered in the consolidated financial statements,These financial statements/financial information have not been audited by us. These financial statements/ financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and associates is based solely on the reports of the other auditors.

(b) We did not audit the financial statements/financial information of 6 subsidiaries, whose financial statements/ financial information reflect total assets of Rs. 463.62 million as at 31st March, 2020, total revenues of Rs. 447.54 million and net cash outflows amounting to Rs. (85.99) million for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit / (loss) including total other comprehensive income of Rs. Nil million for the year ended 31st March, 2020,as considered in the consolidated financial statements in respect of 1 associate. These financial statements / financial information have not been audited by us. These financial statements / financial information are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associate is based solely on such unaudited financial statements/ financial information. In our opinion and according to the information and explanations given to us by the Management, these financial statements/ financial information are not material to the Group.

Our opinion on the consolidated financial statements above 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

As required by Section 143(3) of the Act, based on our audit and on the consideration of the report of the other auditors on separate financial statements and the other financial information of subsidiaries and associates,companies incorporated in India, referred in the Other Matters paragraph above we report, to the extent applicable, that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

(d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.

(e) On the basis of the written representations received from the directors of the Parent as on 31stMarch, 2020 taken on record by the Board of Directors of the Parent, the reports of the statutory auditors of its subsidiaries and associates,companies incorporated in India, none of the directors of the Group companies and its associates, companies incorporated in India, is disqualified as on 31stMarch, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in"ANNEXURE A", which is based on the auditor's reports of the Parent, subsidiaries and associates, companies incorporated in India to whom internal financial controls over financial reporting is applicable. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies, for the reasons stated therein.

(g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid or provided by the holding company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group and its associates. Refer Note 29 to the consolidated financial statements.

ii. The Group and its associates did not have any material foreseeable losses on long-term contracts including derivative contracts.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Parent, its subsidiaries and its associates,companies incorporated in India.

For **Chaturvedi & Shah LLP**
Chartered Accountants
(Firm's Registration No. 101720W/W100355)

Vijay Napawaliya
Partner
(Membership No. 109859)
UDIN :20109859AAAABQ6655

Place :Mumbai
Date :21st April, 2020

"ANNEXURE A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph (f)under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31stMarch,2020, we have audited the internal financial controls over financial reporting of **DEN NETWORKS LIMITED** (hereinafter referred to as"the Holding Company"/"Parent") and its 99 subsidiary companies and 5 associates, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent, its subsidiary companies and its associates, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (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 the respective company's policies, the safeguarding of its assets,the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent, its subsidiary companies and its associates, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing,prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the 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 of the subsidiary companies and its associates, which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Parent, its subsidiary companies and its associates, which are companies incorporated in India.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion 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 referred to in the Other Matters paragraph below, the Parent and its subsidiary companies and associates which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2020, based on the criteria for internal financial control over financial reporting established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to 98 subsidiary companies and 5associates, which are companies incorporated in India, is based solely on the corresponding reports of the auditors of such companies incorporated in India. Our opinion is not modified in respect of the above matters.

For **Chaturvedi & Shah LLP**
Chartered Accountants
(Firm's Registration No. 101720W/W100355)

Vijay Napawaliya
Partner
(Membership No. 109859)
UDIN : 20109859AAAABQ6655

Place :Mumbai
Date :21st April, 2020

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2020

(Rs. in million)

Particulars	Note No.	As at 31.03.2020	As at 31.03.2019
A. ASSETS			
1. Non-current assets			
(a) Property, plant and equipment	3A	5,935.69	7,588.83
(b) Capital work-in-progress		206.01	186.83
(c) Goodwill on consolidation	36	1,621.02	1,623.80
(d) Intangible assets	3B	75.30	132.51
(e) Financial assets			
(i) Investments	4	694.99	684.87
(ii) Loans	5	28.38	63.50
(f) Non current tax assets (net)	7	1,135.36	1,100.04
(g) Deferred tax assets (net)	28(C)	449.23	928.42
(h) Other non-current assets	8	647.25	545.96
Total non-current assets		**10,793.23**	**12,854.76**
2. Current assets			
(a) Financial assets			
(i) Investments	9	-	20,709.84
(ii) Trade receivables	10	1,339.26	2,260.11
(iii) Cash and cash equivalents	11	878.42	788.78
(iv) Bank balances other than cash and cash equivalents	12	21,432.01	1,459.38
(v) Loans	5	269.76	272.52
(vi) Other financial assets	6	1,634.29	884.58
(b) Other current assets	8	550.40	330.65
Total current assets		**26,104.14**	**26,705.86**
Total assets		**36,897.37**	**39,560.62**
B. EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	13	4,767.66	4,767.66
(b) Other equity	14	21,257.97	20,692.78
Equity attributable to owners of the Company		**26,025.63**	**25,460.44**
Non-controlling interests		709.25	780.56
Total equity		**26,734.88**	**26,241.00**
Liabilities			
1. Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	15	-	2,660.31
(ii) Other financial liabilities	16	-	0.35
(b) Provisions	17	132.75	119.77
(c) Deferred tax liabilities (net)	28(C)	21.18	13.67
(d) Other non-current liabilities	18	1,915.28	2,652.33
Total non-current liabilities		**2,069.21**	**5,446.43**

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2020

(Rs. in million)

Particulars	Note No.	As at 31.03.2020	As at 31.03.2019
2. Current liabilities			
(a) Financial liabilities			
(i) Borrowings	19	2,133.46	648.87
(ii) Trade payables	20		
- Total outstanding dues of micro enterprises and small enterprises		0.17	1.55
-Total outstanding dues of creditors other than micro enterprises and small enterprises		2,463.41	2,642.76
(iii) Other financial liabilities	16	1,469.25	3,210.56
(b) Provisions	17	16.28	13.91
(c) Current tax liabilities (net)	21	0.68	17.89
(d) Other current liabilities	18	2,010.03	1,337.65
Total current liabilities		**8,093.28**	**7,873.19**
Total liabilities		**10,162.49**	**13,319.62**
Total equity and liabilities		**36,897.37**	**39,560.62**
See accompanying notes to the Consolidated Financial Statements	1 to 52		

In terms of our report attached
For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm Regisration Number : 101720W/W100355

For and on behalf of the Board of Directors of
DEN NETWORKS LIMITED

Vijay Napawaliya
Partner
Membership No. 109859

Sameer Manchanda
Chairman and Managing Director
DIN No:00015459

Ajaya Chand
Director
DIN No. 02334456

S.N. Sharma
Chief Executive Officer

Jatin Mahajan
Company Secretary
M.No: F6887

Satyendra Jindal
Chief Financial Officer

Place: Mumbai
Date: 21st April 2020

Place: Gurugram
Date: 21st April 2020

CONSOLIDATED STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED 31ST MARCH, 2020

(Rs. in million)

Particulars	Note No.	Year ended 31.03.2020	Year ended 31.03.2019
1. Income			
(a) Revenue from operations	22	12,914.52	12,060.65
(b) Other income	23	1,756.64	463.41
2. Total income		**14,671.16**	**12,524.06**
3. Expenses			
(a) Content cost		6,080.83	5,729.89
(b) Placement fees		163.79	424.57
(c) Employee benefits expense	24	949.71	958.17
(d) Finance costs	25	318.33	586.55
(e) Depreciation and amortisation expense		2,467.86	2,415.70
(f) Other expenses	26	3,603.56	3,121.06
4. Total Expenses		**13,584.08**	**13,235.94**
5. Profit/(Loss) before exceptional items and tax expense (2-4)		**1,087.08**	**(711.88)**
6. Exceptional items	27	-	2,111.00
7. Share of profit / (loss) of associates	48	11.26	(53.94)
8. Profit/(Loss) before tax (5+6+7)		**1,098.34**	**(2,876.82)**
9. Tax expense			
(a) Current tax	28A(a)	25.91	140.29
(b) Deferred tax	28A(b)	486.05	(11.61)
10. Total tax expense		**511.96**	**128.68**
11. Profit/ (Loss) after tax (8-10)		**586.38**	**(3,005.50)**
12. Other comprehensive income			
(i) Items that will not be reclassified to profit or loss:			
(a) (i) Re measurement Gains / (Losses) on Defined benefit plans		(3.10)	13.63
(ii) Income tax effect on above		(0.67)	(1.10)
(b) Share in other comprehensive income of associates		(1.14)	1.04
(ii) Items that will be relassified to profit or loss:		-	-
13. Total other comprehensive income		**(4.91)**	**13.57**
14. Total comprehensive income for the year (11+13)		**581.47**	**(2,991.93)**
15. Profit/(Loss) for the year attributable to :			
- Owners of the Company		699.60	(2,774.85)
- Non-controlling interests	47	(113.22)	(230.65)
16. Other comprehensive income for the year :			
- Owners of the Company		(5.72)	14.35
- Non-controlling interests	47	0.81	(0.78)

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED 31ST MARCH, 2020

(Rs. in million)

Particulars	Note No.	Year ended 31.03.2020	Year ended 31.03.2019
17. Total comprehensive income for the year :			
- Owners of the Company		693.88	(2,760.50)
- Non-controlling interests		(112.41)	(231.43)
18. Earnings per equity share (EPS)	33		
(Face value of Rs. 10 per share)			
Basic (in Rs.)		1.47	(11.63)
Diluted (in Rs.)		1.47	(11.63)
See accompanying notes to the consolidated Financial Statements	1 to 52		

In terms of our report attached
For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm Regisration Number : 101720W/W100355

For and on behalf of the Board of Directors of
DEN NETWORKS LIMITED

Vijay Napawaliya
Partner
Membership No. 109859

Sameer Manchanda
Chairman and Managing Director
DIN No:00015459

Ajaya Chand
Director
DIN No. 02334456

S.N. Sharma
Chief Executive Officer

Jatin Mahajan
Company Secretary
M.No: F6887

Satyendra Jindal
Chief Financial Officer

Place: Mumbai
Date: 21st April 2020

Place: Gurugram
Date: 21st April 2020

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020

(Rs. in million)

Particulars			Year ended 31.03.2020	Year ended 31.03.2019
A.	**Cash flow from operating activities**			
	Profit /(Loss) after tax		586.38	(3,005.50)
	Adjustments for :			
	Depreciation and amortisation expense		2,467.86	2,415.70
	Finance costs		318.33	586.55
	Share-based payments to employees		-	4.45
	Net (gain)/loss on foreign currency transactions and translation		0.43	11.01
	Provision for Impairment of capital-work-in-progress		5.86	-
	Allowance on trade receivables and advances		526.96	308.92
	Exceptional item		-	2,110.00
	Net gain on sale of property, plant and equipment		(26.64)	(4.97)
	Property, plant and equipment/ capital work-in-progress written off		2.16	0.21
	Interest income earned on financial assets and income tax refund		(1,454.67)	(192.96)
	Net gain on sale of current investments /Net gain on investments desiganted at FVTPL		(275.33)	(265.48)
	Liabilities/ excess provisions written back (net)		(240.24)	(213.98)
	Provision for impairment of goodwill on consolidation		30.71	-
	Loss on sale of Investment		2.96	-
	Income tax expense recognised in profit or loss		511.96	128.68
	Share of Profit / (Loss) from associates		(11.26)	53.94
	Operating profit before working capital changes		**2,445.47**	**1,936.57**
	Changes in working capital:			
	<u>Adjustments for (increase)/ decrease in operating assets:</u>			
	Trade receivables		564.74	(716.79)
	Other receivables		(60.00)	(337.58)
	<u>Adjustments for increase / (decrease) in operating liabilities:</u>			
	Trade payables		23.80	302.18
	Other payables		(303.61)	(418.70)
	Provisions		12.25	5.31
	Cash generated from operations		**2,682.65**	**770.99**
	Net income tax (paid) / refunds		(3.03)	(354.40)
	Net cash flow from operating activities	**(A)**	**2,679.62**	**416.59**
B.	**Cash flow from investing activities**			
	Capital expenditure on property, plant and equipment including capital advances		(783.91)	(1,039.56)
	Proceeds from sale of property, plant and equipment		53.77	81.32
	Bank balances not considered as Cash and cash equivalents			
	- Placed		(16,191.94)	215.66
	Purchase of Investments		(6,438.64)	(41,479.41)
	Sale of Investments		27,416.03	21,535.48
	Movement of Loan (net)		9.72	66.93
	Sale of non current Investment		0.03	-
	Interest received		224.02	151.73
	Net cash (used in) / from investing activities	**(B)**	**4,289.08**	**(20,467.86)**

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020

(Rs. in million)

Particulars			Year ended 31.03.2020	Year ended 31.03.2019
C.	**Cash flow from financing activities**			
	Proceeds from issue of equity shares		-	20,450.00
	Share issue expenses		-	(39.95)
	Dividend (including DDT) paid to non- controlling interest of subsidiaries		(82.49)	(15.62)
	Borrowings- non-current			
	- Proceeds		-	2,010.97
	- Repayments		(4,214.74)	(2,115.65)
	Redemption of preference shares		(21.09)	21.09
	Fixed deposit (pledged)		(3,780.69)	-
	Lease liability paid		(6.29)	-
	Borrowings- current net		1,484.59	(401.42)
	Finance costs		(258.35)	(578.39)
	Net cash (used in) / from financing activities	**(C)**	**(6,879.06)**	**19,331.03**
	Net increase/ (decrease) in cash and cash equivalents	**(A+B+C)**	89.64	(720.24)
	Cash and cash equivalents as at the beginning of the year		788.78	1,509.02
	Cash and cash equivalents as at the end of the year		**878.42**	**788.78**
	*Comprises:			
	a. Cash on hand		37.76	115.25
	b. Cheques on hand		-	28.26
	c. Balance with scheduled banks			
	i. in current accounts		840.66	622.97
	ii. in deposit accounts			
	-original maturity of 3 months or less		-	22.30
			878.42	**788.78**
	See accompanying notes to the Consolidated Financial Statements	1 to 52		

In terms of our report attached
For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm Regisration Number : 101720W/W100355

For and on behalf of the Board of Directors of
DEN NETWORKS LIMITED

Vijay Napawaliya
Partner
Membership No. 109859

Sameer Manchanda
Chairman and Managing Director
DIN No:00015459

Ajaya Chand
Director
DIN No. 02334456

S.N. Sharma
Chief Executive Officer

Jatin Mahajan
Company Secretary
M.No: F6887

Satyendra Jindal
Chief Financial Officer

Place: Mumbai
Date: 21st April 2020

Place: Gurugram
Date: 21st April 2020

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31ST MARCH, 2020

a. Equity share capital

(Rs. in million)

Particulars	Amount
Balance at 1st April , 2018	**1,953.18**
Changes in equity share capital during the year	
Issue of equity shares (See note 39)	2,814.48
Balance at 31 March, 2019	**4,767.66**
Changes in equity share capital during the year	-
Balance at 31 March, 2020	**4,767.66**

b. Other equity

(Rs. in million)

Particulars	Reserves and Surplus							
	Securities Premium	General Reserve	Equity-settled employee benefits reserve	Capital Redemption Reserve	Retained Earnings	Attributable to owners of the Parent	Non-controlling interests	Total
Balance at 1st April , 2018	**16,516.24**	**216.94**	**90.13**	**-**	**(10,916.85)**	**5,906.46**	**1,039.41**	**6,945.87**
Profit/(Loss) for the year	-	-	-	-	(2,774.85)	(2,774.85)	(230.65)	(3,005.50)
Other comprehensive income for the year	-	-	-	-	14.35	14.35	(0.78)	13.57
Total comprehensive income/(loss) for the year	**-**	**-**	**-**	**-**	**(2,760.50)**	**(2,760.50)**	**(231.43)**	**(2,991.93)**
Premium on shares issued during the year (See note 14)	17,635.52	-	-	-	-	17,635.52	-	17,635.52
Dividend distribution tax (See note 14)	-	-	-	-	(15.62)	(15.62)	(71.47)	(87.09)
Share-based payments to employees (See note 14)	-	-	4.45	-	-	4.45	-	4.45
Utilised during the year for writing off share issue expenses	(39.95)	-	-	-	-	(39.95)	-	(39.95)
Non-controlling interests arising on the acquisition of subsidiaries and additional stake in subsidiaries	-	-	-	-	(60.61)	(60.61)	60.61	-
Merger of Step down subsidiaries	-	-	-	-	23.04	23.04	(16.57)	6.47
ESOP on expired options transfer to retained earnings	-	-	(83.39)	-	83.39	-	-	-
Balance at 31 March, 2019	**34,111.81**	**216.94**	**11.19**	**-**	**(13,647.16)**	**20,692.78**	**780.56**	**21,473.34**
Profit/(Loss) for the year	-	-	-	-	699.60	699.60	(113.22)	586.38
Other comprehensive income for the year	-	-	-	-	(5.72)	(5.72)	0.81	(4.91)
Total comprehensive income/(loss) for the year	**-**	**-**	**-**	**-**	**693.88**	**693.88**	**(112.41)**	**581.47**
Dividend distribution tax (See note 14)	-	-	-	-	(19.58)	(19.58)	(62.91)	(82.49)
Non-controlling interests arising on the acquisition of subsidiaries and additional stake in subsidiaries / adjustment due to sale of subsidiary	-	-	-	-	(109.11)	(109.11)	104.01	(5.10)
Transfer from retained earning to capital redemption reserve on redemption of preference shares	-	-	-	25.00	(25.00)	-	-	-
ESOP on expired options transfer to retained earnings	-	-	(11.19)	-	11.19	-	-	-
Balance at 31 March, 2020	**34,111.81**	**216.94**	**-**	**25.00**	**(13,095.78)**	**21,257.97**	**709.25**	**21,967.22**

See accompanying notes to the Consolidated Financial Statements 1 to 52

In terms of our report attached
For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm Regisration Number : 101720W/W100355

Vijay Napawaliya
Partner
Membership No. 109859

Place: Mumbai
Date: 21st April 2020

For and on behalf of the Board of Directors of
DEN NETWORKS LIMITED

Sameer Manchanda
Chairman and Managing Director
DIN No: 00015459

Ajaya Chand
Director
DIN No. 02334456

S.N. Sharma
Chief Executive Officer

Jatin Mahajan
Company Secretary
M.No: F6887

Satyendra Jindal
Chief Financial Officer

Place: Gurugram
Date: 21st April 2020

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. Corporate information

DEN NETWORKS LIMITED (hereinafter referred to as 'the Company' or 'Den') was incorporated in India on 10 July, 2007 and is primarily engaged in distribution of television channels through digital cable distribution network. The Company is having its registered office at 236, Okhla Industrial Area, Phase III, New Delhi - 110020.

The Company changed its status from a Private Limited Company to a Public Limited Company on 15 April, 2008 thereby changing its name to Den Digital Entertainment Networks Limited. Subsequently, the Company changed its name to Den Networks Limited on 27 June, 2008. The equity shares of the Company are listed on two of the stock exchanges in India i.e. NSE and BSE.

These Consolidated Financial Statements comprise the consolidation of DEN NETWORKS LIMITED, its wholly owned and other subsidiaries (together the 'Group'). These subsidiaries and associates are mainly engaged in the business of distribution of cable television channels, internet and other related business.

2 Significant accounting policies

2.01 Basis of preparation

(i) Statement of Compliance

The Consolidated Financial Statements comply in all material aspects with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 (the Act) read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India.

(ii) Basis of preparation and presentation

The Consolidated Financial Statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102 Share based payments, leasing transactions that are within the scope of Ind AS 116 Leases, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 Inventories or value in use in Ind AS 36 Impairment of Assets.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the assets or liability.

2.02 Basis of consolidation

The Consolidated Financials Statements incorporate the financial statements of the Company and entities controlled by the Company. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

Profit or loss and each 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.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses, and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

<u>Changes in the Group's ownership interests in existing subsidiaries</u>

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control, over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

When the Group loses control of a subsidiary, a gain or loss is recognised in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable Ind AS). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition of an investment in an associate or a joint Venture.

2.03 Goodwill

Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business (see note 2.04) less accumulated impairment losses, if any.

For the purpose of impairment testing, goodwill is allocated to each of the Group's cash-generating units (or groups of cash-generating units) that is expected to benefit from the synergies of the combination.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. The recoverable amount of the cash-generating unit is less than its carry amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

The Group's policy for goodwill arising on the acquisition of an associate described at note 2.04 below.

2.04 Business Combination

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange of control of the acquiree. Acquisition-related costs are generally recognised in profit or loss as incurred.

At the acquisition date, the identifiable assets acquired and liability assumed are recognised at the fair value, except that:

1) deferred tax assets or liabilities, and assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Taxes and Ind AS 19 Employee Benefits respectively;

2) liabilities or equity instruments related to share-based payment arrangements of the acquiree or share-based payment arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payments at the acquisition date; and

3) assets (or disposal groups) that are classified as held for sale in accordance with Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that Standard.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed.

In case of a bargain purchase, before recognising a gain in respect thereof, the Group determines whether there exists clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. Thereafter, the Group reassesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and recognises any additional assets or liabilities that are identified in that reassessment. The Group then reviews the procedures used to measure the amounts that Ind AS requires for the purposes of calculating the bargain purchase. If the gain remains after this reassessment and review, the Group recognises it in other comprehensive income and accumulates the same in equity as capital reserve. This gain is attributed to the acquirer. If there does not exist clear evidence of the underlying reasons for classifying the business combination as a bargain purchase, the Group recognises the gain, after reassessing and reviewing (as described above), directly in equity as capital reserve.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation may be initially measured either at fair value or at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets. The choice of measurement basis is made on a transaction-by-transaction basis. Other types of non-controlling interests are measured at fair value or, when applicable, on the basis specified in another Ind AS.

When the consideration transferred by the Group in a business combination includes assets or liabilities resulting from a contingent consideration arrangement, the contingent consideration is measured at its acquisition-date fair value and included as part of the consideration transferred in a business combination. Changes in the fair value of the contingent consideration that qualify as measurement period adjustments are adjusted retrospectively, with corresponding adjustments against goodwill or capital reserve, as the case maybe. Measurement period adjustments are adjustments that arise from additional information obtained during the 'measurement period' (which cannot exceed one year from the acquisition date) about facts and circumstances that existed at the acquisition date.

The subsequent accounting for changes in the fair value of the contingent consideration that do not qualify as measurement period adjustments depends on how the contingent consideration is classified. Contingent consideration that is classified as equity is not remeasured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Contingent consideration that is classified as an asset or a liability is remeasured at fair value at subsequent reporting dates with the corresponding gain or loss being recognised in profit or loss.

When a business combination is achieved in stages, the Group's previously held equity interest in the acquiree is remeasured to its acquisition-date fair value and the resulting gain or loss, if any, is recognised in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss where such treatment would be appropriate if that interest were disposed of.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (see above), or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognised at that date.

2.05 Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition) and highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.06 Cash flow statement

Cash flows are reported using indirect method, whereby Profit/(loss) after tax reported under the Consolidated Statement of Profit and Loss is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Group are segregated based on available information.

2.07 Property, plant and equipment

All the items of property, plant and equipment are stated at historical cost net of input tax credit less depreciation and impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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 profit or loss during the reporting period in which they are incurred.

Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives, using the straight-line method. The estimated useful life is taken in accordance with Schedule II to the Companies Act, 2013 except in respect of the following categories of assets, in whose case the life of the assets has been assessed based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Useful lives of tangible assets

Tangible assets are amortised over their estimated useful life on straight line method as follows:

a.	Headend and distribution equipment	6 -15 years
b.	Set top boxes (STBs)	8 years
c.	Modems and routers	5 years
d.	Computers	6 years
e.	Office and other equipment	3 years
f.	Furniture and fixtures	3 to 10 years
g.	Vehicles	6 years
h.	Leasehold improvements	Lower of the useful life and the remaining period of the lease.
i.	Property, plant and equipment acquired through business purchase	5 years as estimated by an approved valuer

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 the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Transition to Ind AS

The Group had elected to continue with the carrying value of all of its property, plant and equipment recognised as of 1 April, 2015 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

2.08 Intangible assets

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Distribution network rights and non compete fees represents amounts paid to local cable operators/distributors to acquire rights over a particular area for a specified period of time. Other intangible assets includes software and license fees for internet services.

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 profit or loss when the asset is derecognised.

Useful lives of intangible assets

Intangible assets are amortised over their estimated useful life on straight line method as follows:

a.	Distribution network rights	5 years
b.	Software	5 years
c.	License fee for internet service	Over the period of license agreement
d.	Non compete fees	5 years

Transition to Ind AS

The Group had elected to continue with the carrying value of all of its intangible assets recognised as of 1 April, 2015 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

2.09 Impairment of tangible and intangible assets other than goodwill

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of 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 for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

2.10 Revenue recognition

The Company derives revenues primarily by providing service in respect of distribution of television channels through digital cable distribution network.

Revenue is recognized on satisfaction of performance obligation upon transfer of promised products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.

Generally, control is transfer upon shipment of products to the customer or when the product is made available to the customer, provided transfer of title to the customer occurs and the Company has not retained any significant risks of ownership or future obligations with respect to the product shipped.

Service revenue comprises:

(i) Subscription income from digital and analog subscribers, placement of channels, advertisement revenue, fees for rendering management, technical and consultancy services and other related services.

(ii) Activation fees on Set top boxes (STBs) is deferred and recognized over the period of customer relationship on activation of boxes.

(iii) Amounts billed for services in accordance with contractual terms but where revenue is not recognized, have been classified as advance billing and disclosed under current liabilities.

(iv) Revenue from the prepaid internet service plans, which are active at the end of accounting period, is recognised on time proportion basis.

Revenue is measured at the amount of consideration which the company expects to be entitled to in exchange for transferring distinct product or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognized when it becomes unconditional.

Revenue in excess of invoicing are classified as contract assets ("unbilled revenue") while invoicing in excess of revenues are classified as contract liabilities ("unearned and deferred revenue").

2.11 Other income

Dividend income and interest income

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably).

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.12 Share-based payment arrangements

Share-based payment transactions of the Group

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date. Details regarding the determination of the fair value of equity-settled share-based transactions are set out in note 35.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

Equity-settled share-based payment transactions with parties other than employees are measured at the fair value of the goods or services received, except where that fair value cannot be estimated reliably, in which case they are measured at the fair value of the equity instruments granted, measured at the date the entity obtains the goods or the counterparty renders the service.

For cash-settled share-based payments, a liability is recognised for the goods or services acquired, measured initially at the fair value of the liability. At the end of each reporting period until the liability is settled, and at the date of settlement, the fair value of the liability is remeasured, with any changes in fair value recognised in profit or loss for the year.

2.13 Foreign Currencies

The functional currency for the Group is determined as the currency of the primary economic environment in which it operates. For the Group, the functional currency is the local currency of the country in which it operates, which is INR.

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets which are capitalised as cost of assets.

Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in Other Comprehensive Income or Statement of Profit and Loss are also recognised in Other Comprehensive Income or Statement of Profit and Loss, respectively).

In case of an asset, expense or income where a non-monetary advance is paid/received, the date of transaction is the date on which the advance was initially recognised. If there were multiple payments or receipts in advance, multiple dates of transactions are determined for each payment or receipt of advance consideration.

Treatment of exchange differences

The exchange differences on monetary items are recognised in Profit or Loss in the period in which they arise.

2.14 Financial instruments

Financial assets and financial liabilities are recognised when a Group entity becomes a party to the contractual provisions of the instruments.

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) 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 profit or loss.

Investment in associates

An associate is an entity over which the Group 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.

Investment in Associates has been accounted under the Equity Method as per Ind AS 28 – Investments in Associates and Joint Ventures.

The results and assets and liabilities of associates or joint ventures are incorporated in these Consolidated Financial Statements using the equity method of accounting, except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for in accordance with Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations. Under the equity method, an investment in an associate or a joint venture is initially recognised in the Consolidated Balance Sheet at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the associate or joint venture. Distributions received from an associate or a joint venture reduce the carrying amount of the investment. When the Group's share of losses of an associate or a joint venture exceeds the Group's interest in that associate or joint venture (which includes any long-term interests that, in substance, form part of the Group's net investment in the associate or joint venture), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture.

An investment in an associate or a joint venture is accounted for using the equity method from the date on which the investee becomes an associate or a joint venture. On acquisition of the investment in an associate or a joint venture, any excess of the cost of the investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill, which is included within the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities over the cost of the investment, after reassessment, is recognised directly in equity as capital reserve in the period in which the investment is acquired.

After application of the equity method of accounting, the Group determines whether there any is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the net investment in an associate or a joint venture and that event (or events) has an impact on the estimated future cash flows from the net investment that can be reliably estimated. If there exists such an objective evidence of impairment, then it is necessary to recognise impairment loss with respect to the Group investment in an associate or a joint venture.

When necessary, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with Ind AS 36 Impairment of Assets as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs of disposal) with its carrying amount, any impairment loss recognised forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with Ind AS 36 Impairment of Assets to the extent that the recoverable amount of the investment subsequently increases.

The Group discontinues the use of the equity method from the date when the investment ceases to be an associate or a joint venture, or when the investment is classified as held for sale. When the Group retains an interest in the former associate or joint venture and the retained interest is a financial asset, the Group measures the retained interest at fair value at that date and the fair value is regarded as its fair value on initial recognition in accordance with Ind AS 109 Financial Instruments. The difference between the carrying amount of the associate or joint venture at the date the equity method was discontinued, and the fair value of any retained interest and any proceeds from disposing of a part interest in the associate or joint venture is included in the determination of the gain or loss on disposal of the associate or joint venture. In addition, the Group accounts for all amounts previously recognised in other comprehensive income in relation to that associate or joint venture on the same basis as would be required if that associate or joint venture had directly disposed of the related assets or liabilities. Therefore, if a gain or loss previously recognised in other comprehensive income by that associate or joint venture would be reclassified to profit or loss on the disposal of the related assets or liabilities, the Group reclassifies the gain or loss from equity to profit or loss (as a reclassification adjustment) when the equity method is discontinued.

The Group continues to use the equity method when an investment in an associate becomes an investment in a joint venture or an investment in a joint venture becomes an investment in an associate. There is no remeasurement to fair value upon such changes in ownership interests.

When the Group reduces its ownership interest in an associate or a joint venture but the Group continues to use the equity method, the Group reclassifies to profit or loss the proportion of the gain or loss that had previously been recognised in other comprehensive income relating to that reduction in ownership interest if that gain or loss would be reclassified to profit or loss on the disposal of the related assets or liabilities.

When a Group entity transacts with an associate or a joint venture of the Group, profits and losses resulting from the transactions with the associate or joint venture are recognised in the Group's Consolidated Ind AS Financial Statements only to the extent of interests in the associate or joint venture that are not related to the Group.

<u>Financial assets</u>

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

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.

<u>Classification of financial assets</u>

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

  Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognised in profit or loss for FVTOCI debt instruments. For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income and accumulated under the heading of 'Reserve for debt instruments through other comprehensive income'. When the investment is disposed of, the cumulative gain or loss previously accumulated in this reserve is reclassified to profit or loss.

All other financial assets are subsequently measured at fair value.

<u>Effective interest method</u>

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (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 debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

<u>Investments in equity instruments at FVTOCI</u>

On initial recognition, the Group can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a

hedging instrument or a financial guarantee.

Financial assets at fair value through profit or loss (FVTPL)

Investments in equity instruments are classified as at FVTPL, unless the Group irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

Debt instruments that do not meet the amortised cost criteria or FVTOCI criteria (see above) are measured at FVTPL. In addition, debt instruments that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Group has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Group's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Group applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, lease receivables, trade receivables and other contractual rights to receive cash or other financial asset.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115, the Group always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Group has used a practical expedient as permitted under Ind AS 109 Financial Instruments. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

Derecognition of financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Group retains an option to repurchase part of a transferred asset), the Group allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

Foreign exchange gains and losses

The fair value of financial assets Denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

For foreign currency Denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in profit or loss except for those which are designated as hedging instruments in a hedging relationship.

2.15 Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by a Group entity 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 Group entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Group, and commitments issued by the Group to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

a) Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Group as an acquirer in a business combination to which Ind AS 103 Business Combinations applies or is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognised by the Group as an acquirer in a business combination to which Ind AS 103 Business Combinations applies, may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability forms part of a company of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Group's risk management or investment strategy, and information about the Grouping is provided internally on that basis;

or

- it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 Financial Instruments permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109 Financial Instruments.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

However, for non-held-for-trading financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss, in which case these effects of changes in credit risk are recognised in profit or loss. The remaining amount of change in the fair value of liability is always recognised in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are reflected immediately in retained earnings and are not subsequently reclassified to profit or loss.

b) Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

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.

c) Foreign exchange gains and losses

For financial liabilities that are Denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in 'Other income'.

The fair value of financial liabilities Denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in profit or loss.

d) Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. An exchange between liabilities with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

2.16 Employee benefit costs

Retirement benefits costs and termination benefits

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions:

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the Consolidated Balance Sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

a. service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);

b. net interest expense or income; and

c. remeasurement

The Group presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the Consolidated Balance Sheet represents the actual deficit or surplus in the Group's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

A liability for a termination benefit is recognised at the earlier of when the entity can no longer withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.

Short-term and other long-term employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Group in respect of services provided by employees up to the reporting date.

Contributions from employees or third parties to defined benefit plans

Discretionary contributions made by employees or third parties reduce service cost upon payment of these contributions to the plan.

When the formal terms of the plans specify that there will be contributions from employees or third parties, the accounting depends on whether the contributions are linked to service, as follows:

- If the contributions are not linked to services (e.g. contributions are required to reduce a deficit arising from losses on plan assets or from actuarial losses), they are reflected in the remeasurement of the net defined benefit liability (asset).
- If contributions are linked to services, they reduce service costs. For the amount of contribution that is dependent on the number of years of service, the Group reduces service cost by attributing the contributions to periods of service using the attribution method required by Para 70 of Ind AS 19 Employee Benefits for the gross benefits. For the amount of contribution that is independent of the number of years of service,

the Group reduces service cost in the period in which the related service is rendered / reduces service cost by attributing contributions to the employees' periods of service in accordance with Para 70 of Ind AS 19 Employee Benefits.

2.17 Segment information

The Group determines reportable segment based on information reported to the Chief Operating Decision Maker (CODM) for the purposes of resource allocation and assessment of segmental performance. The CODM evaluates the Group's performance and allocates resources based on an analysis of various performance indicators by business segments. The accounting principles used in the preparation of the Consolidated Financial Statements are consistently applied to record revenue and expenditure in individual segments.

2.18 Leases

On April 1, 2019, the Group adopted Ind AS 116 - Leases.

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Group uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an options to extend the lease if the group is reasonably certain to exercise that options; and periods covered by an option to terminate the lease if the group is reasonably certain not to exercise that options. In assessing whether the group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that crate an economic incentive for the group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The group revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

<u>The group as a lessee</u>

The group's lease asset classes primarily consist of leases for land and buildings. The group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether: (i) the contract involves the use of an identified asset (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Group changes its assessment if whether it will exercise an extension or a termination option.

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

<u>The Group as a lessor</u>

Leases for which the Group is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right- of-use asset arising from the head lease.

For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.

2.19 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2.20 Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of exceptional items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of exceptional items, if any) as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for employee share options and bonus shares, if any, as appropriate.

2.21 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the Consolidated Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Consolidated Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in associates, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

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

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is

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included in the accounting for the business combination.

2.22 Provisions

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

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

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

2.22.1 Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Group has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

2.22.2 Restructurings

A restructuring provision is recognised when the Group has developed a detailed formal plan for the restructuring and has raised a valid expectation in those affected that it will carry out the restructuring by starting to implement the plan or announcing its main features to those affected by it. The measurement of a restructuring provision includes only the direct expenditures arising from the restructuring, which are those amounts that are both necessarily entailed by the restructuring and not associated with the ongoing activities of the entity.

2.22.3 Contingent liabilities acquired in a business combination

Contingent liabilities (if any) acquired in a business combination are initially measured at fair value at the acquisition date. At the end of subsequent reporting periods, such contingent liabilities are measured at the higher of the amount that would be recognised in accordance with Ind AS 37 and the amount initially recognised less cumulative amortisation.

2.23 Share issue expenses

Share issue expenses are adjusted against the Securities Premium Account as permissible under Section 52 of the Companies Act, 2013, to the extent any balance is available for utilisation in the Securities Premium Account. Share issue expenses in excess of the balance in the Securities Premium Account, if any is expensed in the Consolidated Statement of Profit and Loss.

2.24 Insurance claims

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection.

2.25 Critical accounting judgements and key sources of estimation uncertainty

Critical accounting judgements

The following are the critical judgements, apart from those involving estimations that the directors have made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in the Consolidated Financial Statements.

<u>Contingent liabilities</u>

Assessment of whether outflow embodying economic benefits is probable, possible or remote. (See note 29)

<u>Significant influence over Den ADN Network Private Limited</u>

Den ADN Network Private Limited has been designated as associate of the Group even though the Group has 51% of the ownership interest and 51% of the voting rights in these companies. The directors of the Group assessed whether or not the Group has control over Den ADN Network Private Limited based on whether the Group has the practical ability to direct the relevant activities of Den ADN Network Private Limited unilaterally. The directors have, based on the terms of the shareholders' agreement, concluded that the Group exercises significant influence over Den ADN Network Private Limited.

<u>Significant influence over CCN Den Network Private Limited</u>

CCN Den Network Private Limited has been designated as associate of the Group even though the Group has 51% of the ownership interest and 51% of the voting rights in these companies. The directors of the Group assessed whether or not the Group has control over CCN Den Network Private Limited based on whether the Group has the practical ability to direct the relevant activities of CCN Den Network Private Limited unilaterally. The directors have, based on the terms of the shareholders' agreement, concluded that the Group exercises significant influence over CCN Den Network Private Limited.

<u>Significant influence over Den Satellite Network Private Limited</u>

Den Satellite Network Private Limited has been designated as associate of the Group even though the Group has 50% of the ownership interest and 50% of the voting rights in these companies. The directors of the Group assessed whether or not the Group has control over Den Satellite Network Private Limited based on whether the Group has the practical ability to direct the relevant activities of Den Satellite Network Private Limited unilaterally. The directors have, based on the terms of the shareholders' agreement, concluded that the Group exercises significant influence over Den Satellite Network Private Limited.

key sources of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Useful lives of property, plant and equipment (see note 2.07)

The Group reviews the estimated useful lives of property, plant and equipment at the end of each reporting period. There is no such change in the useful life of the assets.

Fair value measurements and valuation processes (see note 2.14)

In estimating the fair value of an asset or liability, the Company uses market-observable data to the extent it is available. Where level 1 inputs are not available, the Company engages third party qualified valuers to perform the valuation. The management works closely with qualified external valuers to establish the appropriate valuation techniques and inputs to the model.

Defined benefit obligations

Key assumptions related to life expectancies, salary increases and withdrawal rates (see note 32).

Revenue recognition (see note 2.10)

Impairment testing of investments (see note 2.14)

Key assumptions related to weighted average cost of capital (WACC) and long-term growth rates.

Classification of Leases

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Group uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an options to extend the lease if the Group is reasonably certain to exercise that options; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that options. In assessing whether the group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that crate an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Group revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

2.26 Operating Cycle

Based on the nature of activities of the Group and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Group has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

2.27 Recent accounting pronoucements

On 30th March, 2019, the Ministry of Corporate Affairs (MCA) had notified Ind AS 116 - "Leases" and certain amendment to existing Ind AS. These amendments are applicable to the Company from 1st April, 2019 , accordingly the company has adopted IND AS116 -Leases and has recognised Right to Use assets and Right to Use liability in the books of accounts.

Issue of Ind AS 116 - "Leases"

Ind AS 116 superseds the previous standard on leases i.e. Ind AS 17- Leases. As per Ind AS 116, the Group as a lessor has brought to books all the non-cancellable portion of leasing arrangement and has recognised Assets and liabilities and has disclosed separately in the financial statement.

2.28 The following subsidiary companies and associates have been considered in the preparation of the Consolidated Financial Statements:

i. Wholly owned subsidiaries

S. No.	Name of the Company
1	Amogh Broad Band Services Private Limited
2	Futuristic Media and Entertainment Private Limited (formerly Den Futuristic Cable Networks Private Limited)
3	Den Broadband Private Limited

ii. Subsidiaries with 51% shareholding

S. No.	Name of the Company
1	Den Harsh Mann Cable Network Limited*
2	Den Classic Cable TV Services Private Limited
3	Den Bindra Network Private Limited
4	Den Ashu Cable Limited*
5	Radiant Satellite (India) Private Limited
6	Meerut Cable Network Private Limited
7	Den Crystal Vision Network Limited*
8	Den Mod Max Cable Network Private Limited
9	Den BCN Suncity Network Limited*
10	Den Prince Network Limited*
11	Den Jai Ambey Vision Cable Private Limited
12	Den Varun Cable Network Limited*
13	Den Aman Entertainment Private Limited
14	Den Satellite Cable TV Network Private Limited
15	Den F K Cable Tv Network Private Limited

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16	Den Budaun Cable Network Private Limited
17	Den Kashi Cable Network Limited*
18	Den Enjoy Cable Networks Private Limited
19	Den Maa Sharda Vision Cable Networks Limited*
20	Den Fateh Marketing Private Limited
21	Den Patel Entertainment Network Private Limited
22	Mahadev Den Cable Network Private Limited
23	Den MCN Cable Network Limited*
24	Den-Manoranjan Satellite Private Limited
25	Den Nashik City Cable Network Private Limited
26	Den Supreme Satellite Vision Private Limited
27	Den Malayalam Telenet Private Limited
28	Den Malabar Cable Vision Private Limited
29	Den Elgee Cable Vision Private Limited
30	Den Rajkot City Communication Private Limited
31	Fortune (Baroda) Network Private Limited
32	Galaxy Den Media & Entertainment Private Limited
33	Bali Den Cable Network Limited*
34	Mahavir Den Entertainment Private Limited
35	Fab Den Network Limited*
36	United Cable Network (Digital) Limited*
37	Cab-i-Net Communications Private Limited
38	Den Sariga Communications Private Limited
39	VBS Digital Distribution Network Private Limited
40	Sree Gokulam Starnet Communication Private Limited
41	Crystal Vision Media Private Limited
42	Gemini Cable Network Private Limited
43	Ambika Den Cable Network Private Limited
44	Multi Star Cable Network Limited*
45	Sanmati Entertainment Private Limited
46	Disk Cable Network Private Limited
47	Silverline Television Network Limited**
48	Rose Entertainment Private Limited
49	Ekta Entertainment Network Private Limited
50	Multitrack Cable Network Private Limited
51	Libra Cable Network Limited*
52	Den Discovery Digital Networks Private Limited
53	Den Premium Multilink Cable Network Private Limited
54	Den Pradeep Cable Network Private Limited
55	Shree Siddhi Vinayak Cable Network Private Limited
56	Drashti Cable Network Private Limited
57	Den Citi Channel Private Limited
58	Den Sahyog Cable Network Limited*
59	Den Kattakada Telecasting and Cable Services Limited*
60	Den A.F. Communication Private Limited
61	Big Den Entertainment Private Limited
62	Den Steel City Cable Network Private Limited
63	Sanmati DEN Cable TV Network Private Limited
64	Multi Channel Cable Network Private Limited
65	Victor Cable Tv Network Private Limited
66	DEN VM Magic Entertainment Limited*
67	Antique Communications Private Limited
68	Trident Entertainment Private Limited
69	Blossom Entertainment Private Limited
70	Devine Cable Network Private Limited
71	Nectar Entertainment Private Limited
72	Glimpse Communications Private Limited
73	Indradhanush Cable Network Private Limited
74	Adhunik Cable Network Limited*
75	Jhankar Cable Network Private Limited
76	Desire Cable Network Limited*
77	Marble Cable Network Private Limited
78	Augment Cable Network Private Limited

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

iii. Other subsidiaries

S. No.	Name of the Company	31.03.2020	31.03.2019
1	Eminent Cable Network Private Limited	56%	56%
2	Den Krishna Cable TV Network Limited*	74%	74%
3	Den Radiant Satelite Cable Network Private Limited	65%	65%
4	Den Pawan Cable Network Limited*	63%	63%
5	Den Mahendra Satellite Private Limited	60%	60%
6	Den Ambey Cable Networks Private Limited	61%	61%
7	Mansion Cable Network Private Limited	66%	66%
8	Den Digital Cable Network Private Limited	89%	89%

iv. Step down subsidiaries

S. No.	Name of the Company	31.03.2020	31.03.2019
	Subsidiaries of Futuristic Media and Entertainment Private Limited		
1	Den Faction Communication System Private Limited	100%	100%
2	Den Saya Channel Network Limited*	51%	51%
3	Sristhi Den Networks Limited*	51%	51%
4	Fun Cable Network Private Limited	100%	100%
5	Den Prayag Cable Networks Limited*	100%	25%
	Subsidiaries of Den Enjoy Cable Networks Private Limited		
1	Den Enjoy Navaratan Network Private Limited	51%	51%
2	Den Enjoy SBNM Cable Network Private Limited	51%	51%
	Subsidiaries of Den Kashi Cable Network Private Limited		
1	Divya Drishti Den Network Private Limited	51%	51%
2	Kishna Den Cable Networks Private Limited	51%	51%
3	Bhadohi Den Entertainment Private Limited	51%	51%
	Subsidiary of Den Ambey Cable Networks Private Limited		
1	Den Prayag Cable Networks Limited*	0%	75%
	Subsidiary of Den Aman Entertainment Private Limited		
1	Mountain Cable Network Limited*	51%	51%
	Subsidiary of Den Malayalam Telenet Private Limited		
1	Den MTN Star Vision Cable Private Limited	0%	51%
	(Ceased to become subsidiary w.e.f. 15th Jan 2020)		
	Subsidiaries of Disk Cable Network Private Limited		
1	Den STN Television Network Private Limited	51%	51%
2	Maitri Cable Network Private Limited	51%	51%
	Subsidiaries of Eminent Cable Network Private Limited		
1	Angel Cable Network Private Limited	100%	51%
2	ABC Cable Network Private Limited	100%	51%

v. Associate companies

S. No.	Name of the Company
1	Den ADN Network Private Limited
2	CCN Den Network Private Limited
3	Den Satellite Network Private Limited
4	Den New Broad Communications Private Limited
5	Den ABC Cable Networks Ambarnath Private Limited
6	Konark IP Dossiers Private Limited

All the above entities are incorporated in India.

*Pursuant to the shareholders' resolution Dated March 21, 2020 by the respective subsidiries, the status of these subsidiary Companies was changed from a Private Company to a Public Company, a fresh certificate of incorporation was issued by the Registrar of Companies with effect from 7th April 2020.

**Pursuant to the shareholders' resolution Dated March 21, 2020 by the respective subsidiary, the status of this subsidiary Company was changed from a Private Company to a Public Company, a fresh certificate of incorporation was issued by the Registrar of Companies with effect from 17th April 2020.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3A. Property, plant and equipment

(Rs. in million)

Particulars	Leasehold improvements	Buildings	Plant and equipment					Furniture and fixtures	Vehicles	Right To Use	Total
			Head-end and distribution equipment	Set top boxes	Modems	Computers	Office and other equipment				
Gross carrying amount											
Balance at 1st April, 2018	**29.44**	**7.19**	**2,673.51**	**12,580.24**	**317.01**	**53.82**	**106.41**	**11.01**	**22.50**	**-**	**15,801.14**
Additions/Adjustments	9.33	0.29	324.03	559.48	42.03	13.62	22.70	2.94	3.56	-	977.97
Deductions/Adjustments	-	-	(14.13)	(96.03)	-	(1.08)	(0.57)	-	(1.23)	-	(113.05)
Reclass between heads	0.06	(2.53)	(52.10)	81.43	-	(17.06)	(10.72)	0.72	0.20	-	0.00
Balance at 31 March, 2019	**38.83**	**4.95**	**2,931.31**	**13,125.12**	**359.04**	**49.30**	**117.82**	**14.67**	**25.03**	**-**	**16,666.07**
Additions/Adjustments	-	-	397.56	398.32	22.73	7.35	10.35	0.32	-	9.90	846.53
Deductions/Adjustments	(0.58)	-	(121.51)	(221.49)	(6.46)	(12.15)	(9.42)	(1.34)	(12.02)	-	(384.97)
Balance at 31st March, 2020	**38.25**	**4.95**	**3,207.36**	**13,301.95**	**375.31**	**44.50**	**118.75**	**13.65**	**13.01**	**9.90**	**17,127.63**
Accumulated depreciation											
Balance at 1st April, 2018	**10.11**	**0.25**	**676.26**	**4,824.20**	**162.31**	**23.56**	**18.60**	**(0.92)**	**10.56**	**-**	**5,724.93**
Depreciation expenses	5.48	0.08	438.93	1,830.91	48.22	7.92	17.53	3.56	4.44	-	2,357.06
Impairment	2.01	-	86.62	883.59	56.70	0.05	0.55	0.45	0.14	-	1,030.12
Deductions/Adjustments	-	-	(8.23)	(24.80)	-	(1.08)	(0.43)	0.01	(0.34)	-	(34.87)
Balance at 31 March, 2019	**17.60**	**0.33**	**1,193.58**	**7,513.90**	**267.23**	**30.45**	**36.25**	**3.10**	**14.80**	**-**	**9,077.24**
Depreciation expenses	6.16	0.09	427.03	1,895.45	35.05	9.35	17.04	3.91	2.97	6.42	2,403.48
Deductions/Adjustments	(0.37)	-	(105.36)	(150.32)	-	(12.15)	(9.03)	(1.35)	(10.20)	-	(288.78)
Balance at 31st March, 2020	**23.39**	**0.42**	**1,515.25**	**9,259.03**	**302.28**	**27.65**	**44.26**	**5.66**	**7.57**	**6.42**	**11,191.94**
Net Carrying amount											
Balance at 31 March, 2019	**21.23**	**4.62**	**1,737.73**	**5,611.22**	**91.81**	**18.85**	**81.57**	**11.57**	**10.23**	**-**	**7,588.83**
Balance at 31st March, 2020	**14.86**	**4.53**	**1,692.11**	**4,042.91**	**73.03**	**16.85**	**74.49**	**7.98**	**5.44**	**3.48**	**5,935.69**

Note: Property, plant and equipment with a carrying amounting of Rs.NIL (as at 31 March, 2019: Rs. 5,129.14 million) has been hypothecated to secure credit facilities from banks (see note 15 , note 16 and note 19). The Group is not permitted to hypothecate these assets as security for other borrowings or to sell them to other entity.

3B Intangibe assets

(Rs. in million)

Particulars	Distribution network rights	Software	Licence fee for internet service	Brand	Non compete fees	Total
Gross carrying amount						
Balance at 1st April, 2018	197.54	91.90	0.60	78.49	1.57	370.10
Additions	11.50	5.52	-	-	38.50	55.52
Deductions	-	-	-	-	-	-
Reclass between heads	5.00	(11.04)	(0.01)	-	6.06	0.00
Balance at 31 March, 2019	**214.04**	**86.38**	**0.59**	**78.49**	**46.13**	**425.62**
Additions/Adjustments	6.38	0.79	-	-	-	7.17
Deductions/Adjustments	(0.50)	(0.04)	-	-	-	(0.54)
Balance at 31st March, 2020	**219.92**	**87.13**	**0.59**	**78.49**	**46.13**	**432.25**
Amortisation						
Balance at 1st April, 2018	**116.86**	**38.23**	**0.14**	**78.49**	**0.76**	**234.48**
Amortisation expense	33.33	15.87	0.09	-	9.35	58.64
Deductions	-	-	-	-	-	-
Balance at 31 March, 2019	**150.19**	**54.10**	**0.23**	**78.49**	**10.11**	**293.12**
Amortisation expense	34.72	14.81	0.10	-	14.75	64.38
Deductions/Adjustments	(0.50)	(0.05)	-	-	-	(0.55)
Balance at 31st March, 2020	**184.41**	**68.86**	**0.33**	**78.49**	**24.86**	**356.95**
Net Carrying amount						
Balance at 31 March, 2019	**63.85**	**32.28**	**0.36**	**-**	**36.02**	**132.51**
Balance at 31st March, 2020	**35.51**	**18.27**	**0.26**	**-**	**21.27**	**75.30**

Note: Intangible assets with a carrying amount of Rs. NIL (as at 31 March, 2019: Rs. 26.32 million) has been hypothecated to secure credit facilities from banks (see note 15 , note 16 and note 19). The Group is not permitted to hypothecate these assets as security for other borrowings or to sell them to other entity.

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4. Investments

Particulars			As at 31.03.2020		As at 31.03.2019	
			Quantity	Amount (Rs. in million)	Quantity	Amount (Rs. in million)
a.	**Unquoted investments in equity shares (all fully paid)**					
	Instruments at cost					
	1	DEN ADN Network Private Limited (Face value of Rs. 10 each)	1,938,000	31.60	1,938,000	40.03
	2	CCN DEN Network Private Limited (Face value of Rs. 10 each)	2,040,000	-	2,040,000	-
	3	Den Satellite Network Private Limited (Face value of Rs. 10 each)	50,295	663.39	50,295	644.84
	Total aggregate unquoted investments in associates			**694.99**		**684.87**
	Aggregate carrying value of unquoted investments			**694.99**		**684.87**

5. Loans

(Rs. in million)

Particulars		As at 31.03.2020	As at 31.03.2019
Non-current			
a.	Security deposits		
	- considered good	28.38	63.50
	- considered doubtful	15.60	1.33
	Less: Impairment allowance for Security Deposits	(15.60)	(1.33)
Total		**28.38**	**63.50**
Current			
a.	Loans to related parties - Unsecured, considered good (see Note 34)	238.65	245.80
b.	Loans to employees - Unsecured, considered good	1.03	3.60
	Loans to employees - credit impaired	0.11	-
		1.14	**3.60**
	Less: Impairment allowance for loans to employees	(0.11)	-
		1.03	**3.60**
c.	Loans Receivables considered good - Unsecured	-	-
	Loans Receivables which have significant increase in Credit Risk	-	-
	Loans Receivables - credit impaired	44.75	45.77
		44.75	**45.77**
	Less: Impairment allowance for loans	(44.75)	(45.77)
		-	-
d.	Security deposits		
	- considered good	30.08	23.12
	- considered doubtful	5.14	3.44
	Less: Impairment allowance for Security Deposits	(5.14)	(3.44)
		30.08	**23.12**
	Total	**269.76**	**272.52**

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6. Other financial assets

(Rs. in million)

Particulars			As at 31.03.2020	As at 31.03.2019
Current				
a.	Unbilled revenue		323.29	541.53
b.	Interest accrued but not due on fixed deposits		1,181.95	48.54
c.	Interest accrued and due			
	- from related parties [See note 34]		99.65	77.82
d.	Others			
	i.	Receivable on sale of property, plant and equipment (see note 34)		
		- from related parties [See note 34]	11.42	12.58
		- from others	0.22	-
	ii.	Advances recoverable		
		- from related parties [See note 34]	6.79	9.69
		- from others	1.22	5.09
	iii.	Other advances*		
		- considered good	9.75	189.33
		- considered doubtful	161.28	-
	Less: Impairment allowance for advance for other advances		(161.28)	-
Total			**1,634.29**	**884.58**

*Other advances includes advance for investments

7. Non current tax assets (net)

(Rs. in million)

Particulars		As at 31.03.2020	As at 31.03.2019
i.	Advance Tax including TDS receivable	2,029.76	1,771.08
ii.	Less: Provision for income tax	(894.40)	(671.04)
Total		**1,135.36**	**1,100.04**

8. Other assets

(Rs. in million)

Particulars		As at 31.03.2020	As at 31.03.2019
Non-current			
a.	Prepaid expenses	35.83	16.67
b.	Deposits against cases with		
	- Sales tax authority	255.23	196.79
	- Entertainment tax authorities	242.70	222.88
	- Entry tax authority	12.65	12.65
	- Custom duty authority	103.87	103.87
	- Service tax authority	0.49	-
	- Income tax authority	5.22	-
		620.16	536.19
	Less: Impairment allowance	(10.00)	(10.00)
		610.16	526.19
c.	Capital advances	27.31	28.17
	Less: Impairment allowance for capital advances	(26.05)	(25.07)
		1.26	3.10
	Total	**647.25**	**545.96**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in million)

Particulars		As at 31.03.2020	As at 31.03.2019
Current			
a.	Prepaid expenses	48.19	35.11
b.	Balance with government authorities	455.40	242.68
c.	Others		
	- Supplier advances	80.53	101.30
	- Amount recoverable from DNL Employees Welfare Trust	0.36	0.36
	- Other advances*	16.54	5.21
		97.43	106.87
	Less: Impairment allowance for supplier advance	(50.62)	(54.01)
		46.81	52.86
	Total	**550.40**	**330.65**

*Other advances includes imprest money to employees

9. Current Investments

Particulars		As at 31.03.2020		As at 31.03.2019	
		No. of Units	(Rs. in million)	No. of Units	(Rs. in million)
Investments in mutual funds - Unquoted					
Carried at FVTPL					
i.	IDFC cash fund growth - direct plan - growth	-	-	2,288,768	5,187.54
ii.	Kotak liquid - direct plan - growth	-	-	1,377,304	5,212.17
iii.	Aditya Birla sun life liquid fund -direct plan - growth	-	-	17,159,013	5,155.19
iv.	ICICI prudential liquid fund - direct plan - growth	-	-	18,649,179	5,154.94
	Total aggregate unquoted investments		**-**		**20,709.84**
	Aggregate carrying value of unquoted investments		-		20,709.84

10. Trade receivables

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Current		
Trade Receivables considered good - Unsecured;	1,339.26	2,260.11
Trade Receivables which have significant increase in Credit Risk	655.11	3,038.64
Trade Receivables - credit impaired	2,786.40	443.12
	4,780.77	5,741.87
Less : Provision for doubtful debts / expected credit loss	(3,441.51)	(3,481.76)
Total	**1,339.26**	**2,260.11**

Notes:

a) The average credit period on sales of services is 0-180 days. No interest is charged on any overdue trade receivables.

b) The Group has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix. The provision matrix at the end of the reporting period is as follows:

Ageing	Expected credit loss (%)
0 - 90 days	0.1% - 18%
91 - 180 days	1% - 50%
180 days and above	50% - 100%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in million)

Particulars		As at 31.03.2020	As at 31.03.2019
Age of receivables			
0 - 90 days		750.09	1,356.26
91 - 180 days		538.04	1,349.53
180 days and above		3,492.65	3,036.08
Total		**4,780.77**	**5,741.87**
c)	**Movement in the expected credit loss allowance**		
	Balance at the beginning of the year	(3,481.76)	(2,424.68)
	Movement in expected credit loss allowance	40.25	(1,057.08)
	Balance at the end of the year	**(3,441.51)**	**(3,481.76)**
d)	The concentration of credit risk is limited due to the fact that the customer base is large.		

11. Cash and cash equivalents

(Rs. in million)

Particulars		As at 31.03.2020	As at 31.03.2019
A	**Cash and cash equivalents**		
(i)	Cash in hand	37.76	115.25
(ii)	Cheques on hand	-	28.26
(iii)	Balance with scheduled banks		
	- in current accounts	840.66	622.97
	- in deposit accounts		
	- original maturity of 3 months or less	-	22.30
Total		**878.42**	**788.78**

12. Bank balances other than cash and cash equivalents

(Rs. in million)

Particulars		As at 31.03.2020	As at 31.03.2019
i.	in deposit accounts		
	- original maturity more than 3 months	16,332.36	140.42
ii.	in earmarked accounts		
	- Balances held as margin money or security against borrowings, guarantees and other commitments	5,099.65	1,318.96
Total		**21,432.01**	**1,459.38**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

13. Equity share capital

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Equity share capital	4,767.66	4,767.66
	4,767.66	**4,767.66**
Authorised share capital:		
500,000,000 (As at 31 March, 2019: 500,000,000) equity shares of Rs. 10 each with voting rights	5,000.00	5,000.00
Issued and subscribed capital comprises:		
477,223,845 (As at 31 March, 2019 477,223,845) equity shares of Rs. 10 each fully paid up with voting rights	4,772.24	4,772.24
Less : Amount recoverable from DNL Employees Welfare Trust [457,931 (As at 31 March, 2019 457,931) number of shares issued to Trust @ Rs. 10 per share]	4.58	4.58
	4,767.66	**4,767.66**

Fully paid equity shares:	Number of shares	Share Capital (Rs. In Millions)
Balance as at 31st March, 2018	**195,775,845**	**1,957.76**
Add: Issue of shares (see note 39)	281,448,000	2,814.48
Balance as at 31st March, 2019	**477,223,845**	**4,772.24**
Add: Issue of shares	-	-
Balance as at 31st March, 2020	**477,223,845**	**4,772.24**

Of the above:

a. Fully paid equity shares, which have a par value of Rs. 10, carry one vote per share and carry a right to dividends.

b. **Details of shares held by each shareholder holding more than 5% shares:**

Name of Shareholder	As at 31.03.2020		As at 31.03.2019	
	No. of Shares	% Holding	No. of Shares	% Holding
Fully paid equity shares with voting rights:				
Jio Futuristic Digital Holdings Private Limited	201,533,901	42.23%	201,533,901	42.23%
Jio Digital Distribution Holdings Private Limited	84,250,207	17.65%	84,250,207	17.65%
Jio Television Distribution Holdings Private Limited	86,738,504	18.18%	86,738,504	18.18%
Broad Street Investment (Singapore) pte Limited	41,828,930	8.77%	41,828,930	8.77%
(Part of Goldman Sachs Affiliates)				

c. The Company has one class of equity shares having a par value of Rs. 10 per share. Each equity shareholder is eligible for one vote per share held and dividend as and when declared by the Company. Interim Dividend is paid as and when declared by the Board. Final dividend is paid after obtaining shareholder's approval. Dividends are paid in Indian Rupees. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount in proportion to their shareholding.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

14. Other equity

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Securities premium account	34,111.81	34,111.81
Share options outstanding account	-	11.19
General reserve	216.94	216.94
Capital Redemption Reserve	25.00	-
Surplus / (Deficit) in the Consolidated Statement of Profit and Loss	(13,095.78)	(13,647.16)
Total	**21,257.97**	**20,692.78**

(Rs. in million)

	Particulars		Year Ended 31.03.2020	Year Ended 31.03.2019
a.	**Securities premium account**			
i.	Opening balance		34,111.81	16,516.24
ii.	Add : Premium on shares issued during the year (see note 39)		-	17,635.52
iii.	Less : Utilised during the year for writing off share issue expenses		-	39.95
iv.	Closing balance	**(A)**	**34,111.81**	**34,111.81**
b.	**Share options outstanding account**			
i.	Employees stock option outstanding		11.19	90.13
ii.	Add : ESOP compensation expense (net of taxes)		-	4.45
iii.	Less : Transfer to reserves on expired options		11.19	83.39
iv.	Closing balance	**(B)**	**-**	**11.19**
c.	**General reserve**			
i.	Opening balance		216.94	216.94
ii.	Add : Addition/(deletion)		-	-
iii.	Closing balance	**(C)**	**216.94**	**216.94**
d.	**Capital Redemption Reserve**			
i.	Opening balance		-	-
ii.	Add : Addition/(deletion)		**25.00**	-
iii.	Closing balance	**(D)**	**25.00**	-
e.	**Surplus / (Deficit) in the Consolidated Statement of Profit and Loss**			
i.	Opening balance		**(13,647.16)**	**(10,916.85)**
ii.	Add: Profit / (Loss) for the year		**699.60**	**(2,774.85)**
iii.	Other comprehensive income arising from remeasurement of defined benefit obligation, net of income taxes		**(5.72)**	**14.35**
iv.	Dividend distribution tax		**(19.58)**	**(15.62)**
v.	Non-controlling interests arising on the acquisition additional stake in subsidiaries/Merger of Step down subsidiaries		**(109.11)**	**(37.57)**
vi.	Transfer from ESOP reserve		**11.19**	**83.39**
vii.	Transfer to Capital Redemption Reserve		**(25.00)**	-
	Closing balance	**(E)**	**(13,095.78)**	**(13,647.16)**
		(A+B+C+D+E)	**21,257.97**	**20,692.78**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

15. Borrowings

(Rs. in million)

Particulars		**As at 31.03.2020**	**As at 31.03.2019**
Long-term borrowings			
At amortised cost:			
a.	Term loans (Secured)		
	i. from banks [See footnote i]	-	2,636.69
b.	Other loans	-	2.53
c.	Non cumulative redeemable preference shares	-	21.09
		-	**2,660.31**

15.01 The terms / rights attached to the Non-cumulative redeemable Preference Shares :

25,00,000 , 12 years, 0.001% Non - cumulative, Non - Participating Redeemable Preference Shares of Rs. 10 each fully paid-up were allotted. The Preference Shareholders have a preferential right to dividend of 0.001% per annum, carry a preferential right for repayment of capital in priority to the equity shares, on liquidation of the respective subsidiary company or repayment of capital. However, the preference shares carry no further or other right to participate either in the profits or assets of the Company and have no voting rights. Above non cummulative redeemable Preference Shares have been redeemed during the year.

16. Other financial liabilities

(Rs. in million)

Particulars			**As at 31.03.2020**	**As at 31.03.2019**
Non-current				
Security deposits received			-	0.35
Total			**-**	**0.35**
Current				
a.	Current maturities of long term debt [See footnote i below]		-	1,510.79
b.	Interest accrued		14.45	19.20
c.	Others			
	i.	Balance consideration payable on investments	6.90	13.80
	ii.	Payables on purchase of property, plant and equipment	84.83	68.60
	iii.	Security deposits received	6.96	7.02
	iv.	Payable for Expenses	1,240.81	1,435.50
	v.	Due to employees	115.30	155.65
Total			**1,469.25**	**3,210.56**

17. Provisions

(Rs. in million)

Particulars		**As at 31.03.2020**	**As at 31.03.2019**
Non-current			
a.	Employee benefits		
	- Gratuity (see note 32)	103.75	88.23
	- Compensated absences	29.00	31.54
Total		**132.75**	**119.77**
Current			
a.	Employee benefits		
	- Compensated absences	6.23	7.35
	- Gratuity (see note 32)	10.05	6.56
Total		**16.28**	**13.91**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

18. Other liabilities

(Rs. in million)

Particulars			As at 31.03.2020	As at 31.03.2019
Non-current				
a.	Deferred revenue		1,915.28	2,652.33
Total			**1,915.28**	**2,652.33**
Current				
a.	Deferred revenue		1,022.48	893.64
b.	Statutory remittances		388.94	257.00
c.	Other payables			
	i.	Advances from customers	191.30	61.80
	ii.	Indirect tax payable and others	407.31	125.21
Total			**2,010.03**	**1,337.65**

19. Borrowings

(Rs. in million)

Particulars		As at 31.03.2020	As at 31.03.2019
a.	Loans repayable on demand (Secured)		
	- from banks	2,133.46	644.43
	(See footnotes ii)		
b.	Other loans		
	- Unsecured	-	4.44
Total		**2,133.46**	**648.87**

20. Trade payables

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Trade payables - Other than acceptances		
- total outstanding dues of micro enterprises and small enterprises	0.17	1.55
(See note no. -44)		
- total outstanding dues of creditors other than micro enterprises and small enterprises	2,463.41	2,642.76
Total	**2,463.58**	**2,644.31**

21. Current tax liabilities (net)

(Rs. in million)

Particulars		As at 31.03.2020	As at 31.03.2019
a.	Income tax payable	0.68	17.89
Total		**0.68**	**17.89**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

i. **The terms of repayment and security of term loans are stated below:**

As at 31 March, 2020

Particulars	Amount outstanding		Security	Terms of repayment/redemption	Rate of interest/ effective interest rate (per annum)
	Long-term debts	Current maturities of long-term debts			
Footnote i.	(Rs. in million)	(Rs. in million)			
Term loan from bank	NIL	NIL	NA	NA	NA

As at 31 March, 2019

Particulars	Amount outstanding*		Security	Terms of repayment/redemption	Rate of interest/ effective interest rate (per annum)
	Long-term debts	Current maturities of long-term debts			
Footnote i.	(Rs. in million)	(Rs. in million)			
Term loan from bank	913.52	314.60	First pari passu charge on property, plant and equipment of the Parent Company (existing and future) and second pari passu charge on all current assets of the Parent Company (existing and future). Further, secured by pledge over Investment in equity shares, (existing and future) on pari-passu basis, pertaining to 25 Subsidiaries (including 2 step-down subsidiaries).	Balance of Tranche A repayable in 15 equal quarterly installments commencing from April, 2019 and ending in October, 2022; Balance of Tranche B repayable in 15 equal quarterly installments commencing from April, 2019 and ending in October, 2022; Balance of Tranche C repayable in 15 equal quarterly installments commencing from April, 2019 and ending in October, 2022; Balance of Tranche D repayable in 19 equal quarterly installments commencing from June, 2019 and ending in December, 2023.	10.11%
Term loan from bank	187.33	373.03	First pari passu charge on property, plant and equipment of the Parent Company (existing and future) and second pari passu charge on all current assets of the Parent Company (existing and future). Further, secured by pledge over Investment in equity shares, (existing and future) on pari-passu basis, pertaining to 25 Subsidiaries (including 2 step-down subsidiaries). With respect to 2 step down subsidiaries, their holding Parent Company Futuristic Media and Entertainment Private Limited (formerly Den Futuristic Cable Networks Private Limted) has provided corporate guarantee for an amount equivalent to the book value or market value, whichever is higher, of the respective fully paid equity shares.	Balance repayable in 6 equal quarterly installments commencing from April, 2019 and ending in July, 2020.	10.70%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Particulars	Amount outstanding*		Security	Terms of repayment/redemption	Rate of interest/ effective interest rate (per annum)
	Long-term debts	Current maturities of long-term debts			
Term loan from bank	66.24	88.34	First pari passu charge on property, plant and equipment of the Parent Company (existing and future) and second pari passu charge on all current assets of the Parent Company (existing and future). Further, secured by pledge over Investment in equity shares, (existing and future) on pari-passu basis, pertaining to 25 Subsidiaries (including 2 step-down subsidiaries). With respect to 2 step down subsidiaries, their holding Parent Company Futuristic Media and Entertainment Private Limited (formerly Den Futuristic Cable Networks Private Limted) has provided corporate guarantee for an amount equivalent to the book value or market value, whichever is higher, of the respective fully paid equity shares.	Balance repayable in 7 equal quarterly installments commencing from June, 2019 and ending in December, 2020.	10.10%
Term loan from bank	875.79	437.91	First pari passu charge on property, plant and equipment of the Parent Company (existing and future) and second pari passu charge on all current assets of the Parent Company (existing and future). Further, secured by pledge over Investment in equity shares, (existing and future) on pari-passu basis, pertaining to 25 Subsidiaries (including 2 step-down subsidiaries).	Repayable in 12 equal quarterly installments commencing from April, 2019 and ending in January, 2022.	10.10%
Term loan from bank	593.81	296.91	First pari passu charge on property, plant and equipment of the Parent Company (existing and future) and second pari passu charge on all current assets of the Parent Company (existing and future). Further, secured by pledge over Investment in equity shares, (existing and future) on pari-passu basis, pertaining to 25 Subsidiaries (including 2 step-down subsidiaries).	Repayable in 12 equal quarterly installments commencing from June, 2019 and ending in March, 2022.	10.00%
Total	**2,636.69**	**1,510.79**			

* The above amounts include adjustment of loan processing fees to determine the amounts under the effective interest rate method.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

ii The terms of repayment and security of loans repayable on demand are stated below:

As at 31 March, 2020

(Rs. in millon)

Particulars	Borrowings-current	Security	Terms of repayment/ redemption	Rate of interest/ effective interest rate (per annum)
Loans repayable on demand- from bank	2,133.46	The loan is secured against pledge of fixed deposit receipt.	Repayable on demand.	7.79%
Total	**2,133.46**			

As at 31 March, 2019

Particulars	Borrowings-current	Security	Terms of repayment/ redemption	Rate of interest/ effective interest rate (per annum)
Loans repayable on demand- from bank	145.94	First pari passu charge on current assets of the Parent Company (existing and future) and second pari passu charge on all property, plant and equipment of the Parent Company (existing and future). Further, secured by pledge over Investment in equity shares, (existing and future) on pari-passu basis with all the term loan lenders, pertaining to 25 Subsidiaries (including 2 step-down subsidiaries) as specified in the note below. With respect to 2 step down subsidiaries, their holding Parent Company Futuristic Media and Entertainment Private Limited (formerly Den Futuristic Cable Networks Private Limted) has provided corporate guarantee for an amount equivalent to the book value or market value, whichever is higher, of the respective fully paid equity shares.	Repayable on demand.	10.90%
Loans repayable on demand- from bank	149.00	First pari passu charge on current assets of the Parent Company (existing and future) and second pari passu charge on all property, plant and equipment of the Parent Company (existing and future)	Repayable after 30 days starting from 29th March, 2019.	8.70%
Loans repayable on demand- from bank	349.49	First pari passu charge on current assets of the Parent Company (existing and future) and second pari passu charge on all property, plant and equipment of the Parent Company (existing and future)	Repayable on demand.	9.50%
Total	**644.43**			

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

22. Revenue from operations

(Rs. in million)

		Particulars	Year ended 31.03.2020	Year ended 31.03.2019
a.	Sale of services		12,632.65	11,825.30
	(See note below)			
b.	Sale of equipment		12.84	-
c.	Other operating revenue			
	i.	Liabilities/ excess provisions written back	240.24	213.98
	ii.	Miscellaneous income	28.79	21.37
Total			**12,914.52**	**12,060.65**

22.1 The Company disaggregates revenue from contracts with customers by type of products and services and geography . Revenue disaggregation by geography is given in note no. 30

(Rs. in million)

	Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Revenue disaggregation by type of services :			
a.	Placement income	3,459.47	3,125.72
b.	Subscription income	7,432.16	6,730.24
c.	Activation income	916.56	1,001.08
d.	Feeder charges income	0.18	189.38
e.	Internet revenue	698.29	660.08
f.	Other revenue	125.99	118.80
Total		**12,632.65**	**11,825.30**

23. Other income

(Rs. in million)

		Particulars	Year ended 31.03.2020	Year ended 31.03.2019
a.	Interest income earned on financial assets that are not designated as at fair value through profit or loss:			
	i.	on bank deposits (amortised cost)	1,338.06	125.72
	ii.	on financial assets carried at amortised cost	41.20	39.26
b.	Interest on income tax refund		75.41	27.98
c.	Other gains and losses			
	i.	Net gain on sale of current investments	275.33	52.45
	ii.	Net gain on sale of property, plant and equipment	26.64	4.97
	iii.	Gain on financials assets designated as at FVTPL	-	213.03
Total			**1,756.64**	**463.41**

24. Employee benefits expense

(Rs. in million)

	Particulars	Year ended 31.03.2020	Year ended 31.03.2019
a.	Salaries and allowances	849.95	855.36
b.	Contribution to provident and other funds	45.13	42.09
c.	Gratuity expense	23.94	21.56
d.	Share-based payments to employees	-	4.45
e.	Staff welfare expenses	30.69	34.71
Total		**949.71**	**958.17**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

25. Finance costs

(Rs. in million)

	Particulars	Year ended 31.03.2020	Year ended 31.03.2019
a.	Interest costs		
	- Interest on bank overdraft and loans	249.24	527.17
b.	Other borrowing costs	69.09	59.38
	Total	**318.33**	**586.55**

26. Other expenses

(Rs. in million)

	Particulars	Year ended 31.03.2020	Year ended 31.03.2019
a.	Cost of traded items	12.78	-
b.	Distributor commission/ incentive	534.88	472.87
c.	Rent and hire charges	188.84	197.51
d.	Repairs and maintenance		
	i. Plant and equipment	173.63	162.66
	ii. Others	172.32	167.71
e.	Power and fuel	141.84	148.50
f.	Director's sitting fees	2.27	1.29
g.	Legal and professional charges	186.86	184.78
h.	Payment to auditors (see note 26.01 below)	16.10	15.20
i.	Expenditure on corporate social responsibility (See note 42)	14.00	15.75
j.	Contract service charges	416.95	450.14
k.	Printing and stationery	4.85	7.57
l.	Travelling and conveyance	66.11	71.47
m.	Advertisement, publicity and business promotion	26.74	44.39
n.	Communication expenses	42.57	62.46
o.	Leaseline expenses	567.63	613.69
p.	Security charges	20.51	23.67
q.	Freight and labour charges	4.69	6.28
r.	Insurance	4.80	2.06
s.	Rates and taxes	288.94	84.03
t.	Allowance on trade receivables and advances (see note 26.02 below)	526.96	308.92
u.	Provision for impairment of goodwill on consolidation	30.71	-
v.	Provision for impairment of capital work in progress	5.86	-
w.	Property, plant and equipment/ capital work-in-progress written off	2.16	0.21
x.	Net loss on foreign currency transactions and translation	1.22	10.69
y.	Loss on sale of investment	2.96	-
z.	Miscellaneous expenses	146.38	69.21
Total		**3,603.56**	**3,121.06**

26.01 Payment to Auditors

a.	To statutory auditors		
	For audit	9.59	10.26
	For tax audit	2.15	-
	For other services	3.84	4.32
	Reimbursement of expenses	0.52	0.62
		16.10	15.20
b.	To cost auditors for cost audit	0.13	0.14
Total		**16.23**	**15.34**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

26.02 Allowance on trade receivables and advances

(Rs. in million)

	Particulars	Year ended 31.03.2020	Year ended 31.03.2019
a.	Doubftul trade receivables and advances written off	302.15	280.10
b.	Allowance on trade receivables and advances written back	(264.80)	(197.41)
		37.34	**82.69**
c.	Allowance on trade receivables and advances	489.61	143.54
Total		**526.96**	**308.92**

27. Exceptional items

(Rs. in million)

	Particulars	Year ended 31.03.2020	Year ended 31.03.2019
a.	Provision for impairment of trade receivable and advances	-	1,231.82
b.	Provision for impairement of PPE	-	1,030.12
c.	Deffered Revenue	-	(298.80)
d.	Provision for VAT	-	107.51
e.	Doubtful trade receivables and advances written off	-	8.40
f.	Contract service charges	-	30.95
Total		**-**	**2,110.00**

27.01 Exceptional items comprises the following:

Exceptional items during the year ended 31st March 2019 represents provision for impairment of trade receivables and Property Plant & Equipment including Set top boxes amounting to Rs. 1845.60 million, one-time exceptional provision for certain tax related matters and other assets amounting to Rs. 265.40 million. These adjustments, having one-time, non-routine material impact on Consolidated financial results.

28. Income taxes

(Rs. in million)

	Particulars	Year ended 31.03.2020	Year ended 31.03.2019
A	**Income tax recognised in Consolidated Statement of Profit and Loss**		
(a)	**Current tax**		
	In respect of current year	25.91	140.29
		25.91	140.29
(b)	**Deferred tax [See note 28(C)]**		
	In respect of current year	486.05	(11.61)
		486.05	(11.61)
	Total tax expense charged/(credited) in Consolidated Statement of Profit and Loss	**511.96**	**128.68**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in million)

	Particulars	Year ended 31.03.2020	Year ended 31.03.2019
(c)	**The income tax expense for the year can be reconciled to the accounting profit as follows:**		
	Profit/(Loss) before tax	1098.34	(2876.82)
	Less:		
	Share of profit / (loss) of associates	11.26	(53.94)
		1087.08	**(2,822.88)**
	Income tax expense calculated	273.60	(848.13)
	Effect of earlier year expenses written back / expenses that are not deductible in determining taxable profit	224.97	238.26
	Effect of unused tax losses, timing difference and tax offsets not recognised as deferred tax asset	80.15	601.06
	Effect of timing difference recognised as deferred tax asset relating to previous years	6.38	148.38
	Effect on deferred tax balances due to the change in income tax rates	-	(10.90)
	Carried forward losses utilised	(73.14)	-
	Total tax expense charged/(credited) in Consolidated Statement of Profit and Loss	**511.96**	**128.68**
B	**Income tax recognised in other comprehensive income**		
(a)	**Deferred tax [See note 28(C)]**		
	Arising on income and expenses recognised in other comprehensive income		
	- Remeasurement of defined obligation	(0.67)	(1.10)
	Total tax expense charged/(credited) in other comprehensive income	**(0.67)**	**(1.10)**

The tax rate used for the 2019-2020 and 2018-2019 reconciliations above is the corporate tax rate of 25.17% and 31.20% respectively payable by corporate entities in India on taxable profits under the Indian tax law.

(C) Movement in deferred tax

(i) Movement of deferred tax for 31 March, 2020

(Rs. in million)

Particulars	Year ended 31.03.2020			
	Opening balance as on 1 April, 2019	Recognised in profit or loss	Recognised in other comprehensive income	Closing balance as on 31 March, 2020
Tax effect of items constituting deferred tax liabilities				
Property, plant and equipment and other intangible assets	(19.79)	(1.12)	-	(20.91)
Provision for employee benefits	0.30	(0.30)	-	-
Deferred revenue	(9.74)	3.81	-	(5.93)
Other items	15.56	(9.90)	-	5.66
	(13.67)	**(7.51)**	**-**	**(21.18)**
Tax effect of items constituting deferred tax assets				
MAT credit entitlement	23.32	(13.09)	-	10.23
Property, plant and equipment and other intangible assets	362.17	(158.88)	-	203.29
Provision for employee benefits	16.71	(4.98)	(0.67)	11.06
Allowance on trade receivables, advances and impairment	329.49	(218.01)	-	111.50
Deferred revenue	122.59	(16.89)	-	105.70
Other items	74.14	(66.69)	-	7.45
	928.42	**(478.54)**	**(0.67)**	**449.23**
Net tax asset/(liabilities)	**914.75**	**(486.05)**	**(0.67)**	**428.05**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(ii) Movement of deferred tax for 31 March, 2019

(Rs. in million)

Particulars	Year ended 31.03.2019			
	Opening Balance as on 1 April, 2018	Recognised in profit or loss	Recognised in other comprehensive income	Closing balance as on 31 March, 2019
Tax effect of items constituting deferred tax liabilities				
Property, plant and equipment and other intangible assets	(8.08)	(11.71)	-	(19.79)
Provision for employee benefits	0.12	0.18	-	0.30
Deferred revenue	2.47	(12.21)	-	(9.74)
Other items	4.74	10.82	-	15.56
	(0.75)	**(12.92)**	**-**	**(13.67)**
Tax effect of items constituting deferred tax assets				
MAT credit entitlement	28.93	(5.61)	-	23.32
Property, plant and equipment and other intangible assets	250.75	111.42	-	362.17
Provision for employee benefits	9.33	7.38	-	16.71
Allowance on trade receivables, advances and impairment	332.16	(2.67)	-	329.49
Deferred revenue	269.35	(146.76)	-	122.59
Other items	39.23	37.55	-	74.14
	929.75	**1.31**	**-**	**928.42**
Net tax asset/(liabilities)	**929.00**	**(11.61)**	**-**	**914.75**

(D) Unrecognised deductible temporary differences, unused tax losses and unused tax credits

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Deductible temporary differences, unused tax losses and unused tax credits for which no deferred tax assets have been recognised are attributable to the following (refer note below):		
- tax losses (revenue in nature)	1,030.08	1,026.61
- unabsorbed depreciation (revenue in nature)	4,306.23	4,870.62
- deductible temporary differences		
i. Property, plant and equipment and other intangible assets	2,464.47	1,190.09
ii. Provision for employee benefits	10.39	8.41
iii. Impairment allowance for doubtful balances	2,345.43	1,624.38
iv. Deferred revenue	2,100.64	2,885.51
	12,257.24	**11,605.62**

Note: Detail of temporary differences, unused tax losses and unused tax credits for which no deferred tax asset is recognised in the Consolidated Balance Sheet:

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Deferred tax assets with no expiry date	4,306.23	4,870.62
Deferred tax assets with expiry date*	7,951.01	6,735.00
	12,257.24	**11,605.62**

*These would expire between financial year ended 31 March, 2022 and 31 March, 2027.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

29. Commitments and contingent liabilities **(Rs. in million)**

Particulars			As at 31.03.2020	As at 31.03.2019
a.	**Commitments**			
	(i)	Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	167.51	48.58
b.	**Contingent liabilities**			
	i)	**Claims against the Group not acknowledged as debts***		
		Income tax disputes where the Group is in appeal	53.30	2.69
		Service tax disputes	79.29	39.66
		Entertainment tax disputes	464.07	444.15
		VAT disputes	1,214.62	1,054.45
		GST	5.59	0.35
		Entry tax disputes	-	25.30
		Demand raised by Custom Directorate of Revenue Intelligence	53.16	250.67
	ii)	**Guarantees**		
		Bank guarantees	29.29	23.78
	iii)	**Group's share of contingent liabilities of its associates**	0.41	-

* The Group and its associates has paid advance towards the above claims aggregating to Rs. 582.77 million (31 March, 2019: Rs. 536.19 million).

30. Segment information

Information reported to the chief operating decision maker (CODM) for the purpose of resource allocation and assessment of segment performance focuses on the types of services provided. The CODM has identified Cable and Broadband as its reportable segments.

a) Cable segment consists of distribution and promotion of television channels.

b) Broadband segment consists of providing internet services.

Revenues and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reportable segment have been allocated on the basis of associated revenues of the segment and manpower efforts. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable. Property, plant and equipment that is used interchangeably amongst segments is not allocated to segments.

I. Segment revenue and results

(Rs. in million)

Particulars		Year ended 31.03.2020			Year ended 31.03.2019		
		Cable	Broad band	Total	Cable	Broad band	Total
A.	**Segment revenue**						
	Revenue from operations	12,207.40	707.12	12,914.52	11,391.64	669.01	12,060.65
	Total	**12,207.40**	**707.12**	**12,914.52**	**11,391.64**	**669.01**	**12,060.65**
B.	**Segment result**	(147.93)	(203.30)	(351.23)	(343.56)	(245.18)	(588.74)
	Other income			1,756.64			463.41
	Finance costs			(318.33)			(586.55)
	Profit/(Loss) before exceptional items and tax expense			**1,087.08**			**(711.88)**
	Exceptional items			-			2,111.00
	Share of profit / (loss) of associates			11.26			(53.94)
	Profit / (Loss) before tax			**1,098.34**			**(2,876.82)**
	Tax expense			511.96			128.68
	Profit / (Loss) after tax			**586.38**			**(3,005.50)**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

II. Segment assets and liabilities

(Rs. in million)

Particulars		Year ended 31.03.2020			Year ended 31.03.2019		
		Cable	Broad band	Total	Cable	Broad band	Total
C.	**Segment assets**	11,575.11	786.44	12,361.55	13,652.77	835.97	14,488.74
	Add: Unallocated assets			24,535.82			25,071.88
	Total assets	**11,575.11**	**786.44**	**36,897.37**	**13,652.77**	**835.97**	**39,560.62**
D.	**Segment liabilities**	7,696.90	310.78	8,007.68	8,230.15	222.83	8,452.98
	Add: Unallocated liabilities			2,154.81			4,866.64
	Total liabilities	**7,696.90**	**310.78**	**10,162.49**	**8,230.15**	**222.83**	**13,319.62**

III. Other segment information

(Rs. in million)

Particulars		Year ended 31.03.2020			Year ended 31.03.2019		
		Cable	Broad band	Total	Cable	Broad band	Total
	Depreciation and amortisation (allocable)	2,231.39	236.47	**2,467.86**	2,178.50	237.20	**2,415.70**
	Addition to non - current assets (allocable) i.e. capital expenditure	747.25	107.56	**854.81**	892.34	146.96	**1,039.30**
	Impairment losses recognised in respect of:						
a)	Property, plant and equipment / Capital work-in-progress / Goodwill	36.57	-	**36.57**	905.80	124.32	**1,030.12**
b)	financial assets						
	- Allowance on trade receivables and advances	526.48	0.48	**526.96**	1,537.52	11.62	**1,549.14**

IV. Geographical information

a. The Group is domiciled in India. The amount of its revenue from external customers broken down by location of customers in stated below:

(Rs. in million)

Geography	Year ended 31.03.2020	Year ended 31.03.2019
India	12,914.52	12,060.65
Outside India	-	-
	12,914.52	**12,060.65**

b. Information regarding geographical non-current assets* is as follows:

(Rs. in million)

Geography	Year ended 31.03.2020	Year ended 31.03.2019
India	8,485.27	10,077.93
Outside India	-	-
	8,485.27	**10,077.93**

* Non-current assets exclude financial assets, non current tax assets (net) and deferred tax assets (net).

c. Information about major customers:
No single customer contributed 10% or more to the Group's revenue during the years ended 31st March, 2020 and 31st March, 2019.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31. Lease

Effective 1st April, 2019 , The Group has adopted Ind AS – 116" Leases" under the modified retrospective approach without adjustment of comparatives. This has resulted in recognizing a right to use asset and corresponding lease liability of Rs. 9.90 Million as at 1st April, 2019. Due to transition , the nature of expenses in respect of non-cancellable operating lease has changed from lease rent to depreciation and finance cost for the right to use assets and lease liability respectively.

32. Employee benefit plans

(i) Defined contribution plans

The Group operates defined contribution retirement benefit plans for all its qualifying employees. Where employees leaves the plans prior to full vesting of the contributions, the contributions payable by the Group are reduced by the amount of forfeited contributions.

The total expense recognised in Consolidated Statement of Profit and Loss of Rs. 42.15 million (for the year ended 31 March, 2019: Rs. 38.50 million) for provident fund contributions and Rs. 2.98 million (for the year ended 31 March, 2019: Rs. 3.59 million) for Employee State Insurance Scheme contributions represents contributions payable to these plans by the Group at rates specified in the rules of the plans. As at 31 March, 2020, contributions of Rs. 7.49 million (as at 31 March, 2019: Rs. 7.09 million) reporting period had not been paid over to the plans. The amounts were paid subsequent to the end of the respective reporting periods.

(ii) Defined benefit plans

Gratuity plan

Gratuity liability arises on retirement, withdrawal, resignation, and death of an employee. The aforesaid liability is calculated on the basis of 15 days salary (i.e. last drawn salary plus dearness allowance) for each completed year of service or part thereof in excess of 6 months, subject to a maximum of Rs. 2 million. Vesting occurs upon completion of 5 years of service.

The present value of the defined benefit obligation and the related current service cost are measured using the Projected Unit Credit method with actuarial valuations being carried out at each balance sheet date.

The gratuity plan typically exposes the Group to actuarial risks such as: interest rate risk, longevity risk and salary risk.

Interest risk	A decrease in the bond interest rate will increase the plan liability.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

No other post-retirement benefits are provided to these employees.

In respect of the plan in India, the most recent actuarial valuation of the present value of the defined benefit obligation was carried out as at 31 March, 2020 by Charan Gupta Consultants Private Limited for the Parent and certain subsidiaries, Ashok Kumar Garg and K. A. Pandit Consultants & Actuaries for the other subsidiaries. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

a) The principal assumptions used for the purposes of the actuarial valuations were as follows.

Particulars	Valuations as at	
	31.03.2020	31.03.2019
Discount rate(s)	6.87%	7.80%
Expected rate(s) of salary increase	6.00%	7.00%
Average longevity at retirement age for current beneficiaries of the plan (years)	15.17	15.60
Average longevity at retirement age for current employees (future beneficiaries of the plan) (years)	18.55	19.15
Retirement age (years)	58	58
Mortality Table	IALM (2012 14)	IALM (2006 08)
Withdrawal Rates	In %	In %
Upto 30 years	3.00	3.00
From 31 years to 44 years	2.00	2.00
Above 44 years	1.00	1.00

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

The following tables set out the unfunded status of the defined benefit scheme and amounts recognised in the Group financial statements as at 31 March, 2020:

b) Amounts recognised in Consolidated Statement of Profit and Loss in respect of these defined benefit plans are as follows:

(Rs. in million)

Particulars	Year ended	
	31.03.2020	31.03.2019
Service cost		
- Current service cost	14.82	13.76
Net interest expense	6.95	7.80
Components of defined benefit costs recognised in profit or loss	**21.77**	**21.56**
Remeasurement on the net defined benefit liability		
- Actuarial (gains) / losses arising from changes in financial assumptions	1.42	(6.95)
- Actuarial (gains) / losses arising from experience adjustments	1.68	(6.69)
Components of defined benefit costs recognised in other comprehensive income	**3.10**	**(13.63)**
Total	**24.87**	**7.93**

The current service cost and the net interest expense for the year are included in the employee benefits expense line item in the Consolidated Statement of Profit and Loss.
The remeasurement of the net defined benefit liability is included in other comprehensive income.

c) The amount included in the Consolidated Balance Sheet arising from the entity's obligation in respect of its defined benefit plans is as follows:

(Rs. in million)

Particulars	As at	
	31.03.2020	31.03.2019
Present value of funded defined benefit obligation	113.80	94.79
Fair value of plan assets	-	-
Net liability arising from defined benefit obligation	**113.80**	**94.79**
- Current portion of the above		
- Non-current portion of the above	10.05	6.56
	103.75	88.23

d) Movements in the present value of the defined benefit obligation are as follows:

(Rs. in million)

Particulars	Year ended	
	31.03.2020	31.03.2019
Opening defined benefit obligation	94.79	96.01
Current service cost	14.82	13.76
Interest cost	6.95	7.80
Remeasurement (gains)/losses:		
- Actuarial gains and losses arising from changes in financial assumptions	1.42	(6.95)
- Actuarial gains and losses arising from experience adjustments	1.68	(6.69)
Benefits paid	(5.86)	(9.15)
Closing defined benefit obligation	**113.80**	**94.79**

e) Significant actuarial assumptions for the determination of the defined obligation are discount rate, expected salary increase and mortality. The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

i) If the discount rate is 50 basis points higher (lower), the defined benefit obligation would decrease by Rs. 5.64 million (increase by Rs. 6.01 million) [as at 31 March, 2019: decrease by Rs. 4.83 million (increase by Rs. 5.40 million].

ii) If the expected salary growth increases (decreases) by 0.50%, the defined benefit obligation would increase by Rs. 5.84 million (decrease by Rs. 5.45 million) [as at 31 March, 2019: Rs. 5.20 million (decrease by Rs. 4.70 million].

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

f) The average duration of the benefit obligation represents average duration for active members at 31 March, 2020: 15.17 years (as at 31 March, 2019: 15.60 years).

g) The Group expects to make a contribution of Rs. 21.79 million (as at 31 March, 2019: Rs. 16.11 million) to the defined benefit plans during the next financial year.

h) The discount rate is generally based upon the market yields available on Government bonds at the accounting date with a term that matches that of the liabilities.

i) The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.

j) The gratuity plan is unfunded.

k) Experience on actuarial gain/(loss) for benefit obligations and plan assets:

(Rs. in million)

Particulars	Gratuity				
	Year ended 31.03.2020	Year ended 31.03.2019	Year ended 31.03.2018	Year ended 31.03.2017	Year ended 31.03.2016
Present value of DBO	113.80	94.79	96.01	91.74	86.23
Funded status [Surplus / (Deficit)]	(113.80)	(94.79)	(96.01)	(91.74)	(86.23)
Experience gain / (loss) adjustments on plan liabilities	(3.10)	13.63	4.40	4.33	3.61

33. Earnings per equity share (EPS)

	Particulars	Year ended 31.03.2020	Year ended 31.03.2019
(i)	Basic (in Rs.)	1.47	(11.63)
(ii)	Diluted (in Rs.)*	1.47	(11.63)

(i) Basic earnings per share

The earnings and weighted average number of equity shares used in the calculation of basic earnings per share are as follows:

	Particulars	Year ended 31.03.2020	Year ended 31.03.2019
(i)	Profit/(Loss) for the year attributable to shareholders of the Company (Rs. in million)	699.60	(2774.85)
(ii)	Profit/(Loss) used in the calculation of basic earnings per share (Rs. in million)	699.60	(2774.85)
(iii)	Weighted average number of equity shares for the purposes of basic earnings per share	476,765,914	238,498,977
	(Face value of Rs. 10 each)		

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(ii) Diluted earnings per share **(Rs. in million)**

The earnings used in the calculation of diluted earnings per share are as follows:

Particulars		Year ended 31.03.2020	Year ended 31.03.2019
Net profit/ (Loss) for the year attributable to Equity Shareholders for Basic EPS		699.60	(2,774.85)
Add Share based payment		-	4.45
Net profit/ (Loss) for the year attributable to Equity Shareholders for Diluted EPS		699.60	(2,770.40)
(i)	Profit/(Loss) used in the calculation of diluted earnings per share (Rs. in million)	699.60	(2,770.40)
(ii)	Weighted average number of equity shares for the purposes of basic earnings per share (Face value of Rs. 10 each)	476,765,914	238,498,977
(iii)	Weighted average number of equity shares used in the calculation of diluted earnings per share (Face value of Rs. 10 each)**	476,765,914	238,498,977

*As the Diluted Earning Per Share was anti dilutive in previous year, Basic Earning per share had been considered as Diluted earning per share.
**There were no potential dilutive equity shares in previous year since the fair value of outstanding ESOP was lower than exercise price.For Current Year there is no outstanding ESOP as at 31st March 2020.

34. Related Party Disclosures

I. List of related parties

a. Enterprises exercising control

1 Reliance Industries Limited (w.e.f 4th February, 2019)
2 Reliance Industrial Investments and Holdings Limited# (w.e.f 4th February, 2019) (Protector of Digital Media Distribution Trust)
3 Digital Media Distribution Trust (w.e.f 4th February, 2019)
4 Jio Futuristic Digital Holdings Private Limited @ (w.e.f 4th February, 2019)
5 Jio Digital Distribution Holdings Private Limited @ (w.e.f 4th February, 2019)
6 Jio Television Distribution Holdings Private Limited @ (w.e.f 4th February, 2019)
7 Reliance Strategic Investments Limited^ (w.e.f 4th February, 2019)
8 Reliance Ventures Limited^ (w.e.f 4th February, 2019)
9 Network18 Media & Investments Limited^ (w.e.f 4th February, 2019)

b. Fellow subsidiaries

1 TV18 Broadcast Limited^
2 IndiaCast Media Distribution Private Limited^
3 Network18 Media & Investments Limited^
4 Hathway Cable and Datacom Limited^
5 Reliance Jio Infocomm Ltd.^

c. Associates entities

1 DEN ADN Network Private Limited
2 CCN DEN Network Private Limited
3 Den Satellite Network Private Limited
4 Den New Broad Communication Private Limited
5 Den ABC Cable Network Ambarnath Private Limited
6 Konark IP Dossiers Private Limited
7. Eenadu Television Private Limited

d. Entities in which KMP can exercise significant influence

1 Lucid Systems Private Limited
2 Verve Engineering Private Limited

e. Key managerial personnel

1 Mr. Sameer Manchanda (Chairman and Managing Director)
2 Mr. S.N Sharma (Chief Executive Officer)
3 Mr. Satyendra Jindal (Chief Financial Officer) (w.e.f. 16th April 2019)

f. Other related party- employees welfare trust

1 DNL Employees Welfare Trust

\# Reliance Industrial Investments and Holdings Limited, Protector of Digital Media Distribution Trust is a 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.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

II. Transactions/ outstanding balances with related parties during the year

(Figures in bracket relates to previous year)
(Rs. in million)

Particulars		Associates entities	Fellow Subsidiaries	Enterprises exercising control	Entities in which KMP can exercise significant influence	Key management personnel	Grand total
A.	**Transactions during the year**						
i.	**Sale of services**						
	Den Satellite Network Private Limited	72.52	-	-	-	-	72.52
		(223.38)	(-)	(-)	(-)	(-)	(223.38)
	CCN DEN Network Private Limited	0.97	-	-	-	-	0.97
		(21.29)	(-)	(-)	(-)	(-)	(21.29)
	DEN ADN Network Private Limited	10.00	-	-	-	-	10.00
		(14.05)	(-)	(-)	(-)	(-)	(14.05)
	Others	1.09	-	-	-	-	1.09
		(126.30)	(-)	(-)	(-)	(-)	(126.30)
	IndiaCast Media Distribution Private Limited	-	366.91	-	-	-	366.91
		(-)	(-)	(-)	(-)	(-)	(-)
	TV18 Broadcast Limited	-	128.62	-	-	-	128.62
		(-)	(-)	(-)	(-)	(-)	(-)
	Total	**84.58**	**495.53**	**-**	**-**	**-**	**580.11**
		(385.02)	**(-)**	**(-)**	**(-)**	**(-)**	**(385.02)**
ii.	**Sale of Equipments**						
	Den Satellite Network Private Limited	9.58	-	-	-	-	9.58
		(10.36)	(-)	(-)	(-)	(-)	(10.36)
	Others	3.18	-	-	-	-	3.18
		(3.52)	(-)	(-)	(-)	(-)	(3.52)
	Total	**12.76**	**-**	**-**	**-**	**-**	**12.76**
		(13.88)	**(-)**	**(-)**	**(-)**	**(-)**	**(13.88)**
iii.	**Other Operating Revenue**						
a.	**Liabilities/excess provisions written back (net)**						
	Den Satellite Network Private Limited	-	-	-	-	-	-
		(0.48)	(-)	(-)	(-)	(-)	(0.48)
	Total	**-**	**-**	**-**	**-**	**-**	**-**
		(0.48)	**(-)**	**(-)**	**(-)**	**(-)**	**(0.48)**
iv.	**Other income**						
a.	**Interest income on financial assets carried at amortised cost**						
	CCN DEN Network Private Limited	27.31	-	-	-	-	27.31
		(27.31)	(-)	(-)	(-)	(-)	(27.31)
	DEN ADN Network Private Limited	9.06	-	-	-	-	9.06
		(9.02)	(-)	(-)	(-)	(-)	(9.02)
	Total	**36.37**	**-**	**-**	**-**	**-**	**36.37**
		(36.33)	**(-)**	**(-)**	**(-)**	**(-)**	**(36.33)**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

	Particulars	Associates entities	Fellow Subsidiaries	Enterprises exercising control	Entities in which KMP can exercise significant influence	Key management personnel	Grand total
v.	**Purchase of services**						
	CCN DEN Network Private Limited	7.54	-	-	-	-	7.54
		(9.57)	(-)	(-)	(-)	(-)	(9.57)
	DEN ADN Network Private Limited	9.61	-	-	-	-	9.61
		(5.75)	(-)	(-)	(-)	(-)	(5.75)
	Den Satellite Network Private Limited	48.74	-	-	-	-	48.74
		(128.05)	(-)	(-)	(-)	(-)	(128.05)
	TV18 Broadcast Limited	-	977.47	-	-	-	977.47
		(-)	(114.00)	(-)	(-)	(-)	(114.00)
	Reliance Jio Infocomm Ltd.	-	119.65	-	-	-	119.65
		(-)	(-)	(-)	(-)	(-)	(-)
	Others	13.41	-	-	-	-	13.41
		(33.59)	(-)	(-)	(-)	(-)	(33.59)
	Total	**79.30**	**1,097.12**	**-**	**-**	**-**	**1,176.42**
		(176.96)	**(114.00)**	**(-)**	**(-)**	**(-)**	**(290.96)**
vi.	**Other Expenses**						
	Reliance Industries Ltd	-	-	0.11	-	-	0.11
		(-)	(-)	(-)	(-)	(-)	(-)
		-	**-**	**0.11**	**-**	**-**	**0.11**
		(-)	(-)	(-)	(-)	(-)	(-)
vii.	**Compensation of Key Managerial Personnel**						
	The remuneration of key managerial personnel during the year was as follows:						
	-Short-term employee benefits	-	-	-	-	91.67	91.67
		(-)	(-)	(-)	(-)	(78.41)	(78.41)
	-Post-employment benefits	-	-	-	-	4.11	4.11
		(-)	(-)	(-)	(-)	(2.55)	(2.55)
	Total	**-**	**-**	**-**	**-**	**95.78**	**95.78**
		(-)	**(-)**	**(-)**	**(-)**	**(80.96)**	**(80.96)**
viii.	**Redemption of preference shares during the year**						
	Network18 Media & Investments Limited	-	25.00	-	-	-	25.00
		-	(-)	(-)	(-)	(-)	(-)
	Total	**-**	**25.00**	**-**	**-**	**-**	**25.00**
		(-)	(-)	(-)	(-)	(-)	(-)
ix.	**Loans received back during the year**						
	DEN ADN Network Private Limited	7.15	-	-	-	-	7.15
		(-)	(-)	(-)	(-)	(-)	(-)
	Total	**7.15**	**-**	**-**	**-**	**-**	**7.15**
		(-)	(-)	(-)	(-)	(-)	(-)

B. Outstanding balances at year end **(Rs. in million)**

	Particulars		Associates entities	Fellow Subsidiaries	Enterprises exercising control	Entities in which KMP can exercise significant influence	Key manage-ment personnel	Grand total
i.	**Investments in associates and joint venture (Equity and/or preference share capital)**							
	Den Satellite Network Private Limited	31-Mar-20	663.39	-	-	-	-	663.39
		31-Mar-19	(644.84)	(-)	(-)	(-)	(-)	(644.84)
	DEN ADN Network Private Limited	31-Mar-20	31.60	-	-	-	-	31.60
		31-Mar-19	(40.03)	(-)	(-)	(-)	(-)	(40.03)
	CCN DEN Network Private Limited	31-Mar-20	-	-	-	-	-	-
		31-Mar-19	(-)	(-)	(-)	(-)	(-)	(-)
	Total		**694.99**	**-**	**-**	**-**	**-**	**694.99**
			(684.87)	**(-)**	**(-)**	**(-)**	**(-)**	**(684.87)**
ii.	**Other financial assets**							
a.	**Advances recoverable**							
	Den Satellite Network Private Limited	31-Mar-20	1.00	-	-	-	-	1.00
		31-Mar-19	(1.00)	(-)	(-)	(-)	(-)	(1.00)
	CCN DEN Network Private Limited	31-Mar-20	0.30	-	-	-	-	0.30
		31-Mar-19	(0.30)	(-)	(-)	(-)	(-)	(0.30)
	DEN ADN Network Private Limited	31-Mar-20	5.50	-	-	-	-	5.50
		31-Mar-19	(8.40)	(-)	(-)	(-)	(-)	(8.40)
	Total		**6.79**	**-**	**-**	**-**	**-**	**6.79**
			(9.69)	**(-)**	**(-)**	**(-)**	**(-)**	**(9.69)**
b.	**Interest accrued but not due**							
	CCN DEN Network Private Limited	31-Mar-20	96.89	-	-	-	-	96.89
		31-Mar-19	(76.26)	(-)	(-)	(-)	(-)	(76.26)
	DEN ADN Network Private Limited	31-Mar-20	2.76	-	-	-	-	2.76
		31-Mar-19	(0.97)	(-)	(-)	(-)	(-)	(0.97)
	Others	31-Mar-20	-	-	-	-	-	-
		31-Mar-19	(0.59)	(-)	(-)	(-)	(-)	(0.59)
	Total		**99.65**	**-**	**-**	**-**	**-**	**99.65**
			(77.82)	**(-)**	**(-)**	**(-)**	**(-)**	**(77.82)**
c.	**Receivable on sale of property, plant and equipment**							
	CCN DEN Network Private Limited	31-Mar-20	10.12	-	-	-	-	10.12
		31-Mar-19	(12.58)	(-)	(-)	(-)	(-)	(12.58)
	Others	31-Mar-20	1.30	-	-	-	-	1.30
		31-Mar-19	(-)	(-)	(-)	(-)	(-)	(-)
	Total		**11.42**	**-**	**-**	**-**	**-**	**11.42**
			(12.58)	**(-)**	**(-)**	**(-)**	**(-)**	**(12.58)**

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Particulars			Associates entities	Fellow Subsidiaries	Enterprises exercising control	Entities in which KMP can exercise significant influence	Key manage-ment personnel	Grand total
iii.	**Trade receivables**							
	Den Satellite Network Private Limited	31-Mar-20	-	-	-	-	-	-
		31-Mar-19	(283.09)	(-)	(-)	(-)	(-)	(283.09)
	CCN DEN Network Private Limited	31-Mar-20	65.97	-	-	-	-	65.97
		31-Mar-19	(69.34)	(-)	(-)	(-)	(-)	(69.34)
	IndiaCast Media Distribution Private Limited	31-Mar-20	-	75.88	-	-	-	75.88
		31-Mar-19	(-)	(110.60)	(-)	(-)	(-)	(110.60)
	Others	31-Mar-20	3.89	20.72	-	-	-	24.61
		31-Mar-19	(73.58)	(5.19)	(-)	(-)	(-)	(78.77)
	Total		**69.86**	**96.59**	**-**	**-**	**-**	**166.45**
			(426.00)	**(115.79)**	**(-)**	**(-)**	**(-)**	**(541.79)**
iv.	**Loans**							
	CCN DEN Network Private Limited	31-Mar-20	182.05	-	-	-	-	182.05
		31-Mar-19	(182.05)	(-)	(-)	(-)	(-)	(182.05)
	DEN ADN Network Private Limited	31-Mar-20	56.60	-	-	-	-	56.60
		31-Mar-19	(63.75)	(-)	(-)	(-)	(-)	(63.75)
	Total		**238.65**	**-**	**-**	**-**	**-**	**238.65**
			(245.80)	**(-)**	**(-)**	**(-)**	**(-)**	**(245.80)**
v.	**Trade payables**							
	Den Satellite Network Private Limited	31-Mar-20	28.92	-	-	-	-	28.92
		31-Mar-19	(190.82)	(-)	(-)	(-)	(-)	(190.82)
	CCN DEN Network Private Limited	31-Mar-20	25.91	-	-	-	-	25.91
		31-Mar-19	(26.71)	(-)	(-)	(-)	(-)	(26.71)
	TV18 Broadcast Limited	31-Mar-20	-	193.18	-	-	-	193.18
		31-Mar-19	(-)	(272.53)	(-)	(-)	(-)	(272.53)
	Reliance Jio Infocomm Ltd.	31-Mar-20	-	137.15	-	-	-	137.15
		31-Mar-19	(-)	(-)	(-)	(-)	(-)	(-)
	Others	31-Mar-20	23.59	0.83	-	-	-	24.43
		31-Mar-19	(64.66)	(0.83)	(-)	(-)	(-)	(65.49)
	Total		**78.43**	**331.16**	**-**	**-**	**-**	**272.44**
			(282.18)	**(273.36)**	**(-)**	**(-)**	**(-)**	**(555.56)**
vi.	**Other financial liability**							
	CCN DEN Network Private Limited	31-Mar-20	3.58	-	-	-	-	3.58
		31-Mar-19	(-)	(-)	(-)	(-)	(-)	(-)
	Den Satellite Network Private Limited	31-Mar-20	2.16	-	-	-	-	2.16
		31-Mar-19	(-)	(-)	(-)	(-)	(-)	(-)
	Others	31-Mar-20	0.58	-	-	-	-	0.58
		31-Mar-19	(-)	(-)	(-)	(-)	(-)	(-)
	Total		**6.32**	**-**	**-**	**-**	**-**	**6.32**
			(-)	**(-)**	**(-)**	**(-)**	**(-)**	**(-)**

vii. Amount recoverable from DNL Employees Welfare Trust as at 31 March, 2020: Rs. 0.36 million (As at 31 March, 2019: Rs. 0.36 million)

35. Share Based payments

A. Employee Stock Option Plan 2010 ("ESOP 2010")

a) Details of the employee share option plan of the Company

Pursuant to approval of the Board and Shareholders dated September 10, 2010, the Company had established an Employee Stock Option Plan (ESOP 2010) in accordance with the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines 1999 as amended. The Company had taken approval of the Shareholders to grant and allot upto 5,219,599 equity options under the said scheme. There are no outstanding options under the scheme as on March 31, 2020. Further, the Board of Directors in its meeting dated February 17, 2020 has approved discontinuation of the scheme.

b) Fair value of share options granted during the previous year

No options were granted during the year

c) Movement in share options during the year

The following reconciles the share options outstanding at the beginning and end of the year :

Particulars	2019-2020		2018-2019	
	Number of options	Weighted average exercise price (in Rs.)	Number of options	Weighted average exercise price (in Rs.)
Balance at the beginning of the year	240,000	143.42	482,500	143.42
Granted during the year	-	-	-	-
Forfeited during the year	-	-	30,000	143.42
Exercised during the year	-	-	-	-
Expired during the year	240,000	-	212,500	143.42
Balance at the end of the year	**-**	**-**	**240,000**	**143.42**

d) Share options exercised during the year

No options were exercised during the year

e) Share options outstanding at the end of the year

There are no outstanding options at end of the year. Further, the Board of Directors in its meeting dated February 17, 2020 has approved discontinuation of the scheme.

B. Employee Stock Option Plan 2014 ("ESOP 2014")

a) Details of the employee share option plan of the Company

Pursuant to approval of the Shareholders dated 23 June, 2015, the Company had established an DEN ESOP Plan B -2014 in accordance with "Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014" and "the Securities and Exchange Board of India (Share Based Employee Benefits) (Amendment) Regulation, 2015. The Company had taken approval of the Shareholders to grant and allot upto 8,909,990 equity options under the said scheme. There are no outstanding options under the scheme as on March 31, 2020. Further, the Board of Directors in its meeting dated February 17, 2020 has approved discontinuation of the scheme.

b) Fair value of share options granted in the year

No options were granted during the year

c) Movement in share options during the year

The following reconciles the share options outstanding at the beginning and end of the year :

Particulars	2019-2020		2018-2019	
	Number of options	Weighted average exercise price (in Rs.)	Number of options	Weighted average exercise price (in Rs.)
Balance at the beginning of the year	180,000	160.00	280,000	160.00
Granted during the year	-	-	-	
Vested during the year	-	-	-	-
Exercised during the year	-	-	-	-
Expired during the year	180,000	-	100,000	160.00
Balance at the end of the year	**-**	**-**	**180,000**	**160.00**

d) **Share options exercised during the year**

No options were exercised during the year

e) **Share options outstanding at the end of the year**

There are no outstanding options at end of the year. Further, the Board of Directors in its meeting dated February 17, 2020 has approved discontinuation of the scheme.

36. Goodwill on consolidation

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Cost or deemed cost	1,793.83	1,765.90
Accumulated impairment loss	(172.81)	(142.10)
	1,621.02	**1,623.80**
	Year Ended 31.03.2020	**Year Ended 31.03.2019**
Cost or deemed cost		
Balance at the beginning of year	1,765.90	1,765.90
Addition during the year	30.71	-
Derecognistion during the year	(2.78)	-
Balance at the end of year	**1,793.83**	**1,765.90**
Accumulated impairment loss		
Balance at the beginning of year	142.10	142.10
Impairment losses recognised during the year	30.71	-
Balance at the end of year	**172.81**	**142.10**

Impairment of goodwill

For the purpose of impairment testing, goodwill has been allocated to the cash generating unit (CGU)- cable segment.

The recoverable amount of this cash-generating unit is determined based on a value in use calculation which uses cash flow projections based on financial forecasts covering a five-year period, and a discount rate of 10% per annum (as at 31 March, 2019: 10% per annum)

Cash flow projections during the forecast period are based on the same expected gross margins and inflation throughout the forecast period. The cash flows beyond that five-year period have been extrapolated using a steady growth rate of 2% per annum (as at March 31, 2019: 2% per annum) which is the projected long-term average growth rate for Cable CGU. The directors believe that any reasonably possible change in the key assumptions on which recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the cash-generating unit.

Based on impairment testing as above, the management has accounted for a provision for impairment loss amounting to Rs. 30.71 million and Rs. NIL million for the years ended 31 March, 2020 and 31 March, 2019 respectively.

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37. Financial Instruments

a) Capital Management

The Group's management reviews the capital structure of the Group on periodical basis. As part of this review, the management considers the cost of capital and the risks associated with each class of capital. The Group monitors the capital structure using gearing ratio which is determined as the proportion of net debt to total equity.

The capital structure of the Group consists of net debt (borrowings as detailed in notes 15, 16, 19 and offset by cash and bank balances and current investments in notes 9,11 and 12) and total equity of the Group.

The Group sets the amount of capital required on the basis of annual business and long-term operating plans.

The funding requirements are met through a mixture of equity, internal fund generation, non-current and current borrowings. The Group's policy is to use non-current and current borrowings to meet anticipated funding requirements.

Gearing ratio

The gearing ratio at end of the reporting period was as follows

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Debt		
Borrowings- current (See Note 19)	2,133.46	648.87
Borrowings- non current (See Note 15)	-	2,660.31
Current maturities of long term debt (See Note 16)	-	1,510.79
	2,133.46	**4,819.97**
Less:		
Cash and cash equivalents (See Note 11)	878.42	788.78
Current investments (See Note 9)	-	20,709.84
Bank balances (See Note 12)	21,432.01	1,459.38
Net debt	**(20,176.97)**	**(18,138.03)**
Total equity	26,025.63	25,460.44
Net debt to equity ratio	**N/A**	**N/A**

(b) Financial risk management objective and policies

Financial assets and liabilities:

The accounting classification of each category of financial instruments, and their carrying amounts, are set out below:

As at 31 March, 2020

(Rs. in million)

Financial assets	Measured at amortised cost	Measured at FVTOCI	Measured at FVTPL	Total carrying value
Cash and cash equivalents	878.42	-	-	878.42
Bank balances other than cash and cash equivalents	21,432.01	-	-	21,432.01
Trade receivables	1,339.26	-	-	1,339.26
Loans	298.14	-	-	298.14
Other financial assets	1,634.29	-	-	1,634.29
Investment in equity shares of associates carried at cost less impairment	694.99	-	-	694.99
	26,277.11	**-**	**-**	**26,277.11**

(Rs. in million)

Financial liabilities	Measured at amortised cost	Measured at FVTOCI	Measured at FVTPL	Total carrying value
Borrowings - current	2,133.46	-	-	2,133.46
Trade payables	2,463.58	-	-	2,463.58
Other financial liabilities - current	1,469.25	-	-	1,469.25
	6,066.29	**-**	**-**	**6,066.29**

As at 31 March, 2019

(Rs. in million)

Financial assets	Measured at amortised cost	Measured at FVTOCI	Measured at FVTPL	Total carrying value
Cash and cash equivalents	788.78	-	-	788.78
Bank balances other than cash and cash equivalents	1,459.38	-		1,459.38
Trade receivables	2,260.11	-	-	2,260.11
Current investments	-	-	20,709.84	20,709.84
Loans	336.02	-	-	336.02
Other financial assets	884.58	-	-	884.58
Investment in equity shares of associates carried at cost less impairment	684.87	-	-	684.87
	6,413.74	**-**	**20,709.84**	**27,123.58**

(Rs. in million)

Financial liabilities	Measured at amortised cost	Measured at FVTOCI	Measured at FVTPL	Total carrying value
Borrowings - non-current	2,660.31	-	-	2,660.31
Borrowings - current	648.87	-	-	648.87
Trade payables	2,644.31	-	-	2,644.31
Other financial liabilities - non-current	0.35	-	-	0.35
Other financial liabilities - current	3,210.56	-	-	3,210.56
	9,164.40	**-**	**-**	**9,164.40**

(c) Risk management framework

The Group is exposed to market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

The objective of the Group's risk management framework is to manage the above risks and aims to :

- improve financial risk awareness and risk transparency
- identify, control and monitor key risks
- provide management with reliable information on the Group's risk exposure
- improve financial returns

(i) Market risk

Market risk is the risk that the fair value of financial instrument will fluctuate because of change in market price. Market risk comprises of three types of risks - interest risk, foreign currency and other price risk such as equity price risk.

The Group's activities expose it primarily to interest rate risk, currency risk and other price risk such as equity price risk. The financial instruments affected by market risk includes : Fixed deposits, current investments, borrowings and other current financial liabilities.

(ii) Liquidity risk

The Group requires funds both for short-term operational needs as well as for long-term investment needs.

The Group remains committed to maintaining a healthy liquidity, gearing ratio, deleveraging and strengthening the balance sheet. The maturity profile of the Group's financial liabilities based on the remaining period from the date of balance sheet to the contractual maturity date is given in the table below. The figures reflect the contractual undiscounted cash obligation of the Group.

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(Rs. in million)

Financial liabilities	As at 31 March, 2020				
	<1 year	1-3 Years	3-5 Years	> 5 Years	Total
Non current					
- Borrowings	-	-	-	-	-
- Other financial liabilities	-	-	-	-	-
Current					
- Borrowings	2,133.46	-	-	-	2,133.46
- Interest accrued	14.45	-	-	-	14.45
- Trade payables	2,463.58	-	-	-	2,463.58
- Other financial liabilities	1,454.80	-	-	-	1,454.80
Total	**6,066.29**	**-**	**-**	**-**	**6,066.29**

(Rs. in million)

Financial liabilities	As at 31 March, 2019				
	<1 year	1-3 Years	3-5 Years	> 5 Years	Total
Non current					
- Borrowings*	-	2,392.49	287.54	21.09	2,701.12
- Other financial liabilities	-	0.35	-	-	0.35
Current					
- Borrowings	648.87	-	-	-	648.87
- Current maturities of long term debt*	1,534.73	-	-	-	1,534.73
- Interest accrued	19.20	-	-	-	19.20
- Trade payables	2,644.31	-	-	-	2,644.31
- Other financial liabilities	1,680.57	-	-	-	1,680.57
Total	**6,527.68**	**2,392.84**	**287.54**	**21.09**	**9,229.15**

*includes undiscounted interest.

As at 31 March, 2020, the Group had access to fund based facilities of Rs. 4,700 million, of which Rs. 2,566.54 million were yet not drawn, as set out below:

	Total Facility (Rs. in million)	Drawn (Rs. in million)	Undrawn (Rs. in million)
	4,700.00	2,133.46	2,566.54
Total	**4,700.00**	**2,133.46**	**2,566.54**

As at 31 March, 2019, the Group had access to fund based facilities of Rs. 5,262.22 million, of which Rs. 405.56 million were yet not drawn, as set out below:

	Total Facility (Rs. in million)	Drawn (Rs. in million)	Undrawn (Rs. in million)
	5,290.27	4,884.72	405.55
Total	**5,290.27**	**4,884.72**	**405.55**

(iii) Foreign currency risk

Foreign exchange risk comprises of risk that may be expected to the Group because of fluctuations in foreign currency exchange rates. Fluctuations in foreign currency exchange rates may have an impact on the Statements of Profit and Loss. As at the year end, the Group was exposed to foreign exchange risk arising from foreign currency payables denominated in foreign currency availed by the Group.

The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows :

(In million)

	As at 31.03.2020		As at 31.03.2019	
	Financial assets	Financial liabilities	Financial assets	Financial liabilities
USD	-	0.13	-	0.15
Equivalent INR	-	9.83	-	10.09

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The results of Group's operations may be affected by fluctuations in the exchange rates between the Indian Rupee against the US dollar. The foreign exchange rate sensitivity is calculated by the aggregation of the net foreign exchange rate exposure with a simultaneous parallel foreign exchange rates shift in the currencies by 1% against the functional currency of the Group.

For the year ended 31 March, 2020 and 31 March, 2019, every 100 basis points depreciation/ appreciation in the exchange rate between the Indian rupee and U.S. dollar will decrease/increase the Group's losses before tax by Rs. 0.10 million (31 March, 2019 : Rs. 0.10 million).

(iv) Interest rate risk

The Group is exposed to interest rate risk on current borrowings and fixed deposits outstanding as at the year end. The Group's policy is to maintain a balance of fixed and floating interest rate borrowings and the proportion of fixed and floating rate debt is determined by current market interest rates. The borrowings of the Group are principally denominated in Indian Rupees.These exposures are reviewed by appropriate levels of management on a monthly basis. The Group invests in fixed deposits to achieve the Group's goal of maintaining liquidity, carrying manageable risk and achieving satisfactory returns.

The exposure of the Group's financial liabilities as at 31 March, 2020 to interest rate risk is as follows:

(Rs. in million)

	Floating rate	Fixed rate	Non interest bearing	Total
Non current				
Borrowings	-	-	-	-
Current				
Borrowings	-	2,133.46	-	2,133.46
	-	**2,133.46**	**-**	**2,133.46**
Fixed deposits	-	21,432.01	-	**21,432.01**
Weighted average interest rate (per annum)	**Floating rate**	**Fixed rate**		
Others	-	7.79%		

The exposure of the Group's financial liabilities as at 31 March, 2019 to interest rate risk is as follows:

(Rs. in million)

	Floating rate	Fixed rate	Non interest bearing	Total
Non current				
Borrowings	2,660.31	-	-	2,660.31
Current				
Borrowings	648.87	-	-	648.87
Current maturities of long term debt	1,510.79	-	-	1,510.79
	4,819.97	**-**	**-**	**4,819.97**
Fixed deposits	-	1,481.68	-	**1,481.68**
Interest rate range (per annum)	**Floating rate**	**Fixed rate**		
Others	8.70% to 10.90%	6.70% to 8.51%		

Interest rate sensitivity analysis on borrowings:

If interest rates had been 100 basis points higher/lower and all other variables were held constant, the Group's profit before tax for the year ended March 31, 2020 would decrease/increase by NIL (year ended 31 March, 2019 : Rs. 53.80 million). This is mainly attributable to the Group's exposure to interest rates on its variable rate borrowings. In current year borrowings are on fixed rate while in previous year borrowings were mainly attributable to variable rate.

(v) Other price risk

The Group was exposed to price risks arising from fair valuation of Group's investment in mutual funds. These investments were held for short term purposes. The sensitivity analyses below have been determined based on the exposure to equity price risks at the end of the reporting year.

If prices had been 100 basis points higher/lower, profit before tax for the year ended 31 March, 2020 would decrease/increase by Rs. NIL (for the year ended 31 March, 2019: Rs. 207.10 million) as a result of the changes in fair value of these investments which have been designated as at FVTPL.

(vi) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group's exposure to credit risk primarily arises from trade receivables, balances with banks and security deposits. The credit risk on bank balances is limited because the counterparties are banks with good credit ratings. Trade receivables consist of a large number of customers. Ongoing credit evaluation is performed on the financial condition of accounts receivable. The Group's policies on assessing expected credit losses is detailed in notes to accounting policies (See note 2.14). For details of exposure, default grading and expected credit loss as on the reporting year.

38a. Fair value measurement

i) Financial assets and financial liabilities that are not measured at fair value are as under:

(Rs. in million)

Particulars	As at 31.03.2020		As at 31.03.2019	
	Carrying amount	Fair value	Carrying amount	Fair value
Financial assets				
Cash and cash equivalents	878.42	878.42	788.78	788.78
Bank balances other than cash and cash equivalents	21,432.01	21,432.01	1,459.38	1,459.38
Trade receivables	1,339.26	1,339.26	2,260.11	2,260.11
Loans	298.14	298.14	336.02	336.02
Other financial assets	1,634.29	1,634.29	884.58	884.58
Financial liabilities				
Non-current borrowings	-	-	2,660.31	2,660.31
Current borrowings	2,133.46	2,133.46	648.87	648.87
Trade payables	2,463.58	2,463.58	2,644.31	2,644.31
Other financial liabilities - non-current	-	-	0.35	0.35
Other financial liabilities - current	1,469.25	1,469.25	3,210.56	3,210.56

Note: The carrying value of the above financial assets and financial liabilities carried at amortised cost approximate these fair value.

ii) Fair value hierarchy of assets measured at fair value as at 31 March, 2020; 31 March, 2019 is as follows:

(Rs. in million)

Particulars	As at 31.03.2020	Fair value measurement at end of the reporting period/year using			Valuation techniques
		Level 1	Level 2	Level 3	
Financial assets					
Investment in mutual funds	-	-	-	-	
Total financial assets	**-**	**-**	**-**	**-**	

(Rs. in million)

Particulars	As at 31.03.2019	Fair value measurement at end of the reporting period/year using			Valuation techniques
		Level 1	Level 2	Level 3	
Financial assets					
Investment in mutual funds	20,709.84	-	20,709.84	-	Based on the NAV report issued by the fund manager
Total financial assets	**20,709.84**	**-**	**20,709.84**	**-**	

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

38b. Reconciliation of liabilities arising from financing activities

The table below details the changes in Company's liabilities arising from financing activities, including both cash and non-cash

(Rs. in million)

Particulars	As at 31st March, 2019	Cash Flow	Non-cash Changes	As at 31st March, 2020
Non-current borrowings	2,660.31	(2,725.04)	64.73	-
Current borrowings	648.87	1,484.59	-	2,133.46
Current maturities of long term borrowings	1,510.79	(1,510.79)	-	-
Total liabilities from financing activities	**4,819.97**	**(2,751.24)**	**64.73**	**2,133.46**

39. During the previous year, the Parent Company had allotted on preferential basis 28,14,48,000 equity shares of Rs. 72.66 each at a premium of Rs. 62.66 per share to the following entities (the 'Acquirers') aggregating to Rs. 20,450.00 million representing 58.98% of post-preferential allotment equity share capital of the Group.

Name of the Acquirers	No. of Equity Shares	Amount (Rs. in million)
Jio Futuristic Digital Holdings Private Limited	136,847,150	9,943.30
Jio Digital Distribution Holdings Private Limited	71,248,280	5,176.90
Jio Television Distribution Holdings Private Limited	73,352,570	5,329.80
Total	**281,448,000**	**20,450.00**

The Acquirers had acquired sole control of the Group and the Acquirers together with the Persons Acting in Concert (PACs) namely Reliance Industries Limited (RIL), Digital Media Distribution Trust, Reliance Content Distribution Limited and Reliance Industrial Investments and Holdings Limited had become part of the 'promoter and promoter group' of the Group pursuant to the:

(a) aforesaid preferential allotment; and (b) purchase by Jio Futuristic Digital Holdings Private Limited (one of the Acquirers) of 3,35,85,000 equity shares of the Group representing 7.04% of the post-preferential allotment paid-up equity share capital from Shri Sameer Manchanda and Verve Engineering Private Limited. Further, prior to the said acquisitions, Reliance Ventures Limited (RVL), Reliance Strategic Investments Limited (RSIL) and Network18 Media and Investments Limited (NW18) (RVL and RSIL are wholly-owned subsidiaries of RIL. Independent Media Trust (of which RIL is the sole beneficiary) owns and controls 73.15% of the paid-up equity share capital of NW18 (directly and indirectly through companies wholly owned and controlled by it) together were holding 26,46,968 equity shares constituting 0.55% of the post-preferential allotment paid-up equity share capital of the Group. Post the aforesaid acquisitions by the Acquirers, RVL, RSIL and NW18 have also become part of the 'promoter and promoter group' of the Group.

On March 5, 2019, the Acquirers acquired an aggregate of 5,74,89,612 equity shares representing 12.05% of the total paid-up equity share capital of the Group pursuant to an open offer under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. Accordingly, as at March 31, 2019, the aggregate holding of the Acquirers, RVL, RSIL and NW18 in the Group stood at 37,51,69,580 equity shares of the Group representing 78.62% of the total paid-up equity share capital of the Group.

The proceeds of the preferetial allotment amounting to Rs. 20,450 million have been temporarily invested in fixed deposits.

40. The Company has consolidated the unaudited financial statements of 6 of its subsidiaries based on the financial statements as certified by the Company's management and which have not been audited by the statutory auditors of these entities. These financial statements reflect total assets of Rs. 463.62 million as at 31 March, 2020, total revenues of Rs. 447.54 million for the year ended 31 March, 2020, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of loss after tax including total other comprehensive income of Rs. NIL for the year ended 31 March, 2020 as considered in the the consolidated financial statements, in respect of 1 associate, based on their financial statements which have not been audited by their auditor. The management is of the view that the adjustments, if any, arising out of the audit of the financial statements of the subsidiaries and associate will not have a material impact on the consolidated Ind AS financial statements.

41. Impact of Pandemic COVID 19

The outbreak of Coronavirus (COVID -19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. In many countries, businesses are being forced to cease or limit their operations for long or indefinite periods of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing, and closures of non-essential services have triggered significant disruptions to businesses worldwide, resulting in an economic slowdown.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

The Group being service provider majorly engaged in one of the "Essential Services – Television Broadcasting & Distribution" was able to operate under normal course of business during the period of Nationwide Lockdown with minimal impact on operations and the scale of operation was usual with respect to the cable subscriber base upto the date of adoption of financial statement. The Group was also able to get required services for its operation from its vendors, employees etc. as per normal course of business except for certain disruptions which are not material to the conduct of the operations. The Group has evaluated impact of COVID -19 on its business operations and based on its review there is no significant impact on its financial statements.

42. Expenditure on Corporate Social Responsibility (CSR)

a. The provisions of section 135 of the Companies Act 2013 are applicable to the entities incorporated in India. Accordingly, the Group was required to spend Rs. 12.24 million [Previous year Rs. 14.80 million] during the year on account of expenditure towards Corporate Social Responsibility.

b. Amount spent during the year ended 31 March, 2020:

(Rs. in million)

Particulars	Paid (A)	Yet to be paid (B)	Total (A+B)
(i) Construction/acquisition of any asset	-	-	-
	(-)	(-)	(-)
(ii) On purposes other than (i) above	20.10	-	20.10
	(9.65)	(6.10)	(15.75)

Figures in bracket relates to previous year

c. Details of related party transactions:

- Contribution during the year ended 31 March, 2020 is Rs. Nil [31 March 2019 Rs. Nil]

- Payable as at 31 March, 2020 is Rs. Nil (As at 31 March, 2019: Rs. Nil)

43. The Group and its associates did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

44. Disclosures as per the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006

(Rs. in million)

	Particulars	As at 31.03.2020	As at 31.03.2019
(a)	the principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year.	0.17	1.55
(b)	interest paid in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 and the amount of payment made to the supplier beyond the appointed day.	-	-
(c)	interest due and payable for the period of delay in making payment other than the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
(d)	interest accrued and remaining unpaid	-	-
(e)	further interest remaining due and payable even in the succeeding years for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

45. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group and its associates.

46. Details of material associates

Details of each of the Group's material associates at the end of the reporting year are as follows:

S. No.	Name of associates	Principal activity	Place of incorporation and principal place of business	Proportion of ownership interest/ voting rights held by the Group	
				As at 31.03.2020	As at 31.03.2019
1.	DEN ADN Network Private Limited	Cable distribution business	New Delhi	51%	51%
2.	CCN DEN Network Private Limited	Cable distribution business	Delhi	51%	51%
3.	Den Satellite Network Private Limited	Cable distribution business	Mumbai	50%	50%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

All the above associates are accounted for using the equity method in these Consolidated Financial Statements.

Summarised financial information in respect of each of the Group's material associates is set out below.

The summarised financial information below represents amount shown in the associate's financial statement prepared as per equity accounting purposes.

1. DEN ADN Network Private Limited

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Non-current assets	154.03	149.28
Current assets	178.54	180.17
Non-current liabilities	15.08	18.81
Current liabilities	247.49	231.12

(Rs. in million)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Revenue	219.83	185.26
Profit /(Loss) for the year	(16.45)	(20.54)
Other comprehensive income for the year	(0.08)	(0.02)
Total comprehensive income for the year	(16.53)	(20.56)

Reconciliation of the above summarised financial information to the carrying amount of interest in DEN ADN Network Private Limited recognised in the Consolidated Financial Statements:

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Net assets of the associate	63.00	79.52
Proportion of the Group's ownership interest in DEN ADN Network Private Limited	51%	51%
Capital reserve	(0.53)	(0.53)
Carrying amount of the Group's interest in DEN ADN Network Private Limited	**31.60**	**40.03**

2. CCN DEN Network Private Limited

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Non-current assets	233.29	274.50
Current assets	412.14	361.93
Non-current liabilities	41.86	62.50
Current liabilities	821.62	733.01

(Rs. in million)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Revenue	286.63	251.38
Profit /(Loss) for the year	(71.08)	(115.96)
Other comprehensive income for the year	-	-
Total comprehensive income/(Loss) for the year	(71.08)	(115.96)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Reconciliation of the above summarised financial information to the carrying amount of interest in CCN DEN Network Private Limited recognised in the Consolidated Financial Statements:

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Net assets of the associate	(218.05)	(159.08)
Proportion of the Group's ownership interest in CCN DEN Network Private Limited	51%	51%
Goodwill	-	-
Carrying amount of the Group's interest in CCN DEN Network Private Limited	**-**	**-**

3. Den Satellite Network Private Limited- Standalone

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Non-current assets	694.95	797.38
Current assets	802.43	399.13
Non-current liabilities	176.44	91.34
Current liabilities	633.25	431.95

(Rs. in million)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Revenue	1,537.40	1,117.86
Profit /(Loss) for the year	16.45	(40.91)
Other comprehensive income for the year	(1.99)	0.57
Total comprehensive income for the year	14.46	(40.34)

Reconciliation of the above summarised financial information to the carrying amount of interest in Den Satellite Network Private Limited recognised in the Consolidated Financial Statements:

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Net assets of the associate	687.69	673.23
Proportion of the Group's ownership interest in Den Satellite Network Private Limited	50%	50%
Goodwill	301.88	301.88
Carrying amount of the Group's interest in the standalone financial statements of Den Satellite Network Private Limited (See 3a, 3b and 3c below for subsidiaries of Den Satellite Network Private Limited) (a)	**645.73**	**638.49**

Following are the subsidiaries of Den Satellite Network Private Limited which have been accounted for using the equity method in these Consolidated Financial Statements:

3a. DEN New Broad Communication Private Limited

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Non-current assets	82.33	67.09
Current assets	75.07	83.89
Non-current liabilities	66.05	80.14
Current liabilities	76.95	90.68

(Rs. in million)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Revenue	307.77	274.35
Profit /(Loss) for the year	34.62	(73.25)
Other comprehensive income for the year	(0.37)	(0.01)
Total comprehensive income/(Loss) for the year	34.25	(73.26)

Reconciliation of the above summarised financial information to the carrying amount of interest in DEN New Broad Communication Private Limited recognised in the Consolidated Financial Statements:

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Net assets of the associate	14.40	(19.85)
Proportion of the Group's effective ownership interest in DEN New Broad Communication Private Limited	25.50%	25.50%
Carrying amount of the Group's effective interest in DEN New Broad Communication Private Limited included within investment in DEN Satellite Network Private Limited (b)	**3.67**	**(5.06)**

3b. DEN ABC Cable Networks Ambarnath Private Limited

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Non-current assets	56.66	54.43
Current assets	28.28	25.19
Non-current liabilities	28.45	39.79
Current liabilities	36.46	17.61

(Rs. in million)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Revenue	106.55	100.52
Profit /(Loss) for the year	(2.12)	(16.32)
Other comprehensive income for the year	(0.07)	0.15
Total comprehensive income/(Loss) for the year	(2.19)	(16.17)

Reconciliation of the above summarised financial information to the carrying amount of interest in DEN ABC Cable Networks Ambarnath Private Limited recognised in the Consolidated Financial Statements:

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Net assets of the associate	20.03	22.22
Proportion of the Group's effective ownership interest in DEN ABC Cable Networks Ambarnath Private Limited	25.50%	25.50%
Carrying amount of the Group's effective interest in DEN ABC Cable Networks Ambarnath Private Limited included within investment in Den Satellite Network Private Limited (c)	**5.11**	**5.67**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3c. Konark IP Dossiers Private Limited

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Non-current assets	72.36	89.63
Current assets	38.57	50.06
Non-current liabilities	36.84	42.88
Current liabilities	38.98	74.90

(Rs. in million)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Revenue	183.39	162.50
Profit /(Loss) for the year	13.21	5.16
Other comprehensive income for the year	-	-
Total comprehensive income/(Loss) for the year	13.21	5.16

Reconciliation of the above summarised financial information to the carrying amount of interest in Konark IP Dossiers Private Limited recognised in the Consolidated Financial Statements:

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Net assets of the associate	35.55	22.94
Proportion of the Group's ownership interest in Konark IP Dossiers Private Limited	25.00%	25.00%
Carrying amount of the Group's effective interest in Konark IP Dossiers Private Limited included within investment in Den Satellite Network Private Limited (d)	**8.89**	**5.74**
Carrying amount of the Group's effective interest in Den Satellite Network Private Limited (consolidated) (a+b+c+d)	**663.39**	**644.84**

47. Non-controlling interests

(Rs. in million)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Balance at beginning of the year	780.56	1,039.41
Share of profit for the year	(112.41)	(231.43)
Non-controlling interests arising on the acquisition of subsidiaries and additional stake in subsidiaries / adjustment due to sale of subsidiary	104.01	60.61
Dividend to Non-controlling interests	(62.91)	(71.47)
Merger of Step down subsidiaries	-	(16.57)
Balance at end of the year	**709.25**	**780.56**

Details of non-wholly owned subsidiaries that have material non-controlling interests

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

The table below shows details of non-wholly owned subsidiaries of the Group that have material non-controlling interests:

S. No.	Name of subsidiary	Place of incorporation and principal place of business	Proportion of ownership interests and voting rights held by non-controlling interests	
			As at 31.03.2020	As at 31.03.2019
1.	Den Enjoy Cable Networks Private Limited	India	49%	49%
2.	Den Ambey Cable Networks Private Limited	India	39%	39%
3.	Den F K Cable Tv Network Private Limited	India	49%	49%
4.	Eminent Cable Network Private Limited	India	44%	44%
5.	Individually immaterial subsidiaries with non-controlling interests			

(Rs. in million)

S. No.	Name of subsidiary	Accumulated non-controlling interests	
		As at 31.03.2020	As at 31.03.2019
1.	Den Enjoy Cable Networks Private Limited	297.39	302.31
2.	Den Ambey Cable Networks Private Limited	218.23	226.96
3.	Den F K Cable Tv Network Private Limited	47.55	59.79
4.	Eminent Cable Network Private Limited	102.86	90.32
5.	Individually immaterial subsidiaries with non-controlling interests	43.22	101.18
Total		**709.25**	**780.56**

(Rs. in million)

S. No.	Name of subsidiary	Profit /(Loss) allocated to non-controlling interests	
		Year ended 31.03.2020	Year ended 31.03.2019
1.	Den Enjoy Cable Networks Private Limited	(4.90)	13.26
2.	Den Ambey Cable Networks Private Limited	(8.86)	(15.91)
3.	Den F K Cable Tv Network Private Limited	(4.12)	6.04
4.	Eminent Cable Network Private Limited	12.52	0.56
5.	Individually immaterial subsidiaries with non-controlling interests	(107.06)	(144.90)
Total		**(112.41)**	**(140.95)**

Summarised financial information in respect of each of the Group's subsidiaries that have material non-controlling interests is set out below. The summarised financial information below represents amounts before intragroup eliminations.

1. Den Enjoy Cable Networks Private Limited

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Non-current assets	448.16	423.52
Current assets	492.91	454.02
Non-current liabilities	67.94	90.53
Current liabilities	266.21	170.09
Equity attributable to owners of the Company	309.53	314.63
Non-controlling interests	297.39	302.31

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in million)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Revenue	646.48	640.86
Expenses	(656.01)	(613.94)
Profit / (Loss) for the year	**(9.53)**	**26.92**
Profit / (Loss) attributable to owners of the Company	(4.86)	13.73
Profit / (Loss) attributable to the non-controlling interests	(4.67)	13.19
Profit / (Loss) for the year	**(9.53)**	**26.92**
Other comprehensive income attributable to owners of the Company	(0.24)	0.05
Other comprehensive income attributable to the non-controlling interests	(0.23)	0.05
Other comprehensive income for the year	**(0.47)**	**0.10**
Total comprehensive income attributable to owners of the Company	(5.11)	13.78
Total comprehensive income attributable to the non-controlling interests	(4.90)	13.24
Total comprehensive income for the year	**(10.01)**	**27.02**
Dividends paid to non-controlling interests	-	29.93
Net cash inflow / (outflow) from operating activities	248.11	81.02
Net cash inflow / (outflow) from investing activities	(107.84)	(42.04)
Net cash inflow / (outflow) from financing activities	(0.06)	(76.12)
Net cash inflow (outflow)	**140.21**	**(37.14)**

2. Den Ambey Cable Networks Private Limited

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Non-current assets	568.19	649.82
Current assets	453.17	316.48
Non-current liabilities	120.82	156.61
Current liabilities	340.99	227.76
Equity attributable to owners of the Company	341.32	354.98
Non-controlling interests	218.23	226.96

(Rs. in million)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Revenue	1,027.00	781.21
Expenses	(1,049.74)	(820.82)
Profit/(Loss) for the year	**(22.74)**	**(39.61)**
Profit/(Loss) attributable to owners of the Company	(13.87)	(24.16)
Profit/(Loss) attributable to the non-controlling interests	(8.87)	(15.45)
Profit/(Loss) for the year	**(22.74)**	**(39.61)**
Other comprehensive income attributable to owners of the Company	0.02	(0.52)
Other comprehensive income attributable to the non-controlling interests	0.01	(0.33)
Other comprehensive income for the year	**0.03**	**(0.85)**
Total comprehensive income attributable to owners of the Company	(13.85)	(24.68)
Total comprehensive income attributable to the non-controlling interests	(8.86)	(15.78)
Total comprehensive income for the year	**(22.71)**	**(40.46)**
Dividends paid to non-controlling interests	-	7.76

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Net cash inflow / (outflow) from operating activities	192.88	167.30
Net cash inflow / (outflow) from investing activities	(69.20)	(127.54)
Net cash inflow / (outflow) from financing activities	(0.17)	(53.72)
Net cash inflow (outflow)	**123.52**	**(13.96)**

3. Den F K Cable Tv Network Private Limited

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Non-current assets	109.34	113.89
Current assets	67.45	74.63
Non-current liabilities	30.04	39.17
Current liabilities	49.70	27.40
Equity attributable to owners of the Company	49.50	62.20
Non-controlling interests	47.55	59.75

(Rs. in million)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Revenue	128.22	126.11
Expenses	(136.44)	(114.12)
Profit / (Loss) for the year	**(8.22)**	**11.99**
Profit / (Loss) attributable to owners of the Company	(4.19)	6.11
Profit / (Loss) attributable to the non-controlling interests	(4.03)	5.88
Profit / (Loss) for the year	**(8.22)**	**11.99**
Other comprehensive income attributable to owners of the Company	(0.09)	0.13
Other comprehensive income attributable to the non-controlling interests	(0.09)	0.13
Other comprehensive income for the year	**(0.18)**	**0.26**
Total comprehensive income attributable to owners of the Company	(4.28)	6.24
Total comprehensive income attributable to the non-controlling interests	(4.12)	6.01
Total comprehensive income for the year	**(8.40)**	**12.25**
Dividends paid to non-controlling interests	6.70	10.22
Net cash inflow / (outflow) from operating activities	47.92	15.36
Net cash inflow / (outflow) from investing activities	(20.31)	16.18
Net cash inflow / (outflow) from financing activities	(16.52)	(25.15)
Net cash inflow (outflow)	**11.09**	**6.39**

4. Eminent Cable Network Private Limited

(Rs. in million)

Particulars	As at 31.03.2020	As at 31.03.2019
Non-current assets	258.28	236.57
Current assets	159.23	179.70
Non-current liabilities	53.18	68.08
Current liabilities	130.55	142.87
Equity attributable to owners of the Company	130.91	114.98
Non-controlling interests	102.86	90.34

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in million)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Revenue	347.43	370.18
Expenses	(318.99)	(368.76)
Profit / (Loss) for the year	**28.44**	**1.42**
Profit / (Loss) attributable to owners of the Company	15.93	0.80
Profit / (Loss) attributable to the non-controlling interests	12.51	0.62
Profit / (Loss) for the year	**28.44**	**1.42**
Other comprehensive income attributable to owners of the Company	0.01	(0.06)
Other comprehensive income attributable to the non-controlling interests	0.01	(0.04)
Other comprehensive income for the year	**0.02**	**(0.10)**
Total comprehensive income attributable to owners of the Company	15.94	0.74
Total comprehensive income attributable to the non-controlling interests	12.52	0.58
Total comprehensive income for the year	**28.46**	**1.32**
Dividends paid to non-controlling interests	-	-
Net cash inflow / (outflow) from operating activities	100.93	23.85
Net cash inflow / (outflow) from investing activities	(66.16)	(14.47)
Net cash inflow / (outflow) from financing activities	(0.21)	(37.07)
Net cash inflow (outflow)	**34.56**	**(27.69)**

48 Disclosure of the additional information as required by the Schedule III:

a) As at and for the year ended 31 March, 2020:

	Name of the entity in the Group	Net assets, i.e., total assets minus total liability		Share in Profit / (Loss)		Share in other comprehensive income		Share in total comprehensive income	
		As % of consolidated net assets	Amount	As % of consolidated (Profit)/ Loss	Amount Profit/(Loss)	As % of consolidated other comprehensive income	Amount Income/ (Loss)	As % of consolidated total comprehensive Income)/ Loss	Amount Income/(Loss)
		(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)
Parent									
DEN NETWORKS LIMITED		101.71%	27,192.26	123.36%	863.00	95.75%	(5.48)	123.58%	857.52
Subsidiaries									
1	Den Kashi Cable Network Limited*	-0.09%	(23.66)	0.83%	5.82	0.00%	-	0.84%	5.82
2	Ambika DEN Cable Network Private Limited	0.00%	0.51	-0.02%	(0.12)	0.00%	-	-0.02%	(0.12)
3	Amogh Broad Band Services Private Limited	-0.01%	(3.08)	-0.39%	(2.76)	0.00%	-	-0.40%	(2.76)
4	Antique Communications Private Limited	0.00%	(1.28)	0.26%	1.85	0.00%	-	0.27%	1.85
5	Bali Den Cable Network Limited*	0.00%	(1.21)	-0.69%	(4.86)	3.49%	(0.20)	-0.73%	(5.06)
6	Big Den Entertainment Private Limited	0.02%	5.20	-0.01%	(0.09)	0.00%	-	-0.01%	(0.09)
7	Cab-i-Net Communications Private Limited	-0.06%	(17.30)	-2.25%	(15.74)	0.00%	-	-2.27%	(15.74)
8	Crystal Vision Media Private Limited	0.08%	22.15	-1.72%	(12.04)	-5.77%	0.33	-1.69%	(11.71)
9	Den A.F. Communication Private Limited	0.00%	(0.58)	0.22%	1.56	0.00%	-	0.22%	1.56
10	Den Aman Entertainment Private Limited	0.02%	4.02	-0.88%	(6.19)	0.00%	-	-0.89%	(6.19)
11	Den Ambey Cable Networks Private Limited	2.17%	580.66	-3.25%	(22.74)	-0.52%	0.03	-3.27%	(22.71)
12	Den Ashu Cable Limited*	-0.03%	(8.27)	0.00%	(0.02)	1.40%	(0.08)	-0.01%	(0.10)
13	DEN BCN Suncity Network Limited*	0.01%	3.45	-0.16%	(1.11)	0.00%	-	-0.16%	(1.11)
14	Den Bindra Network Private Limited	0.00%	(1.06)	-0.15%	(1.06)	-0.70%	0.04	-0.15%	(1.02)
15	Den Budaun Cable Network Private Limited	0.00%	0.83	0.07%	0.49	0.00%	-	0.07%	0.49
16	Den Citi Channel Private Limited	0.01%	1.80	1.39%	9.73	0.00%	-	1.40%	9.73
17	Den Classic Cable TV Services Private Limited	0.00%	0.44	1.18%	8.27	0.00%	-	1.19%	8.27
18	DEN Crystal Vision Network Limited*	-0.01%	(1.66)	0.08%	0.53	0.00%	-	0.08%	0.53
19	Den Digital Cable Network Private Limited	0.05%	13.88	-0.71%	(4.99)	5.42%	(0.31)	-0.76%	(5.30)
20	Den Elgee Cable Vision Private Limited	0.00%	(0.48)	-0.81%	(5.70)	0.00%	-	-0.82%	(5.70)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

	Name of the entity in the Group	Net assets, i.e., total assets minus total liability		Share in Profit / (Loss)		Share in other comprehensive income		Share in total comprehensive income	
		As % of consolidated net assets	Amount	As % of consolidated (Profit)/ Loss	Amount Profit/(Loss)	As % of consolidated other comprehensive income	Amount Income/ (Loss)	As % of consolidated total comprehensive Income)/ Loss	Amount Income/(Loss)
		(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)
21	Den Enjoy Cable Networks Private Limited	2.27%	606.92	-1.36%	(9.54)	8.21%	(0.47)	-1.44%	(10.01)
22	Den F K Cable TV Network Private Limited	0.36%	97.05	-1.17%	(8.22)	3.14%	(0.18)	-1.21%	(8.40)
23	Den Fateh Marketing Private Limited	-0.14%	(38.41)	-0.09%	(0.63)	0.00%	-	-0.09%	(0.63)
24	Futuristic Media and Entertainment Private Limited	2.27%	606.34	11.60%	81.14	0.00%	-	11.69%	81.14
25	Den Harsh Mann Cable Network Limited*	-0.06%	(16.79)	-0.65%	(4.57)	-0.17%	0.01	-0.66%	(4.56)
26	Den Jai Ambey Vision Cable Private Limited	-0.01%	(2.92)	0.26%	1.83	0.00%	-	0.26%	1.83
27	Den Kattakada Telecasting and Cable Services Limited*	-0.01%	(2.11)	3.19%	22.29	0.00%	-	3.21%	22.29
28	Den Krishna Cable TV Network Limited*	0.13%	35.24	0.44%	3.10	-13.63%	0.78	0.56%	3.88
29	Den Maa Sharda Vision Cable Networks Limited*	0.03%	8.69	-0.41%	(2.86)	-20.09%	1.15	-0.25%	(1.71)
30	Den Mahendra Satellite Private Limited	0.00%	0.40	0.02%	0.17	-0.35%	0.02	0.03%	0.19
31	Den Malabar Cable Vision Private Limited	0.00%	(0.65)	0.72%	5.03	0.00%	-	0.72%	5.03
32	Den Malayalam Telenet Private Limited	-0.06%	(16.98)	-1.00%	(7.02)	0.00%	-	-1.01%	(7.02)
33	Den MCN Cable Network Limited*	-0.08%	(21.64)	2.39%	16.73	0.00%	-	2.41%	16.73
34	Den Mod Max Cable Network Private Limited	-0.02%	(4.51)	-0.41%	(2.87)	-0.70%	0.04	-0.41%	(2.83)
35	Den Nashik City Cable Network Private Limited	-0.05%	(12.65)	-0.02%	(0.17)	0.00%	-	-0.02%	(0.17)
36	Den Pawan Cable Network Limited*	-0.03%	(6.82)	-1.47%	(10.31)	0.00%	-	-1.49%	(10.31)
37	Den Pradeep Cable Network Private Limited	-0.01%	(3.40)	0.75%	5.24	0.00%	-	0.76%	5.24
38	DEN Prayag Cable Networks Limited*	0.03%	9.17	1.86%	13.00	0.00%	-	1.87%	13.00
39	Den Prince Network Limited*	-0.01%	(2.93)	0.91%	6.38	0.00%	-	0.92%	6.38
40	Den Radiant Satelite Cable Network Private Limited	0.01%	2.77	-0.02%	(0.16)	0.00%	-	-0.02%	(0.16)
41	Den Sahyog Cable Network Limited*	0.00%	(0.47)	1.27%	8.88	0.00%	-	1.28%	8.88
42	Den Sariga Communications Private Limited	0.00%	(0.51)	0.46%	3.21	0.00%	-	0.46%	3.21

	Name of the entity in the Group	Net assets, i.e., total assets minus total liability		Share in Profit / (Loss)		Share in other comprehensive income		Share in total comprehensive income	
		As % of consolidated net assets	Amount	As % of consolidated (Profit)/ Loss	Amount Profit/(Loss)	As % of consolidated other comprehensive income	Amount Income/ (Loss)	As % of consolidated total comprehensive Income)/ Loss	Amount Income/(Loss)
		(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)
43	Den Satellite Cable TV Network Private Limited	-0.09%	(23.62)	-0.03%	(0.20)	0.00%	-	-0.03%	(0.20)
44	Den Steel City Cable Network Private Limited	-0.01%	(2.01)	0.92%	6.44	0.00%	-	0.93%	6.44
45	Den Supreme Satellite Vision Private Limited	0.03%	9.29	-1.17%	(8.20)	0.87%	(0.05)	-1.19%	(8.25)
46	Den Varun Cable Network Limited*	0.00%	0.98	0.01%	0.05	0.00%	-	0.01%	0.05
47	Den-Manoranjan Satellite Private Limited	0.20%	52.97	-7.03%	(49.18)	5.42%	(0.31)	-7.13%	(49.49)
48	Disk Cable Network Private Limited	0.03%	7.93	-0.01%	(0.06)	0.00%	-	-0.01%	(0.06)
49	Drashti Cable Network Private Limited	-0.06%	(15.97)	-0.10%	(0.67)	0.00%	-	-0.10%	(0.67)
50	Fab Den Network Limited*	0.03%	6.98	-0.27%	(1.90)	7.16%	(0.41)	-0.33%	(2.31)
51	Fortune (Baroda) Network Private Limited	-0.03%	(8.97)	-0.13%	(0.91)	0.00%	-	-0.13%	(0.91)
52	Galaxy Den Media & Entertainment Private Limited	-0.04%	(9.44)	-0.10%	(0.70)	0.00%	-	-0.10%	(0.70)
53	Gemini Cable Network Private Limited	-0.29%	(76.63)	-1.38%	(9.62)	-15.90%	0.91	-1.26%	(8.71)
54	DEN Patel Entertainment Network Private Limited	0.00%	0.44	0.68%	4.75	0.00%	-	0.68%	4.75
55	Mahadev Den Cable Network Private Limited	-0.08%	(20.97)	0.06%	0.39	0.00%	-	0.06%	0.39
56	Mahavir Den Entertainment Private Limited	0.26%	70.66	1.68%	11.78	-0.17%	0.01	1.70%	11.79
57	Meerut Cable Network Private Limited	-0.03%	(8.78)	-5.01%	(35.06)	-0.52%	0.03	-5.05%	(35.03)
58	Multi Channel Cable Network Private Limited	-0.01%	(2.95)	2.86%	19.99	0.00%	-	2.88%	19.99
59	Multi Star Cable Network Limited*	0.00%	0.02	0.73%	5.09	0.00%	-	0.73%	5.09
60	Radiant Satellite (India) Private Limited	-0.13%	(35.43)	0.98%	6.87	0.00%	-	0.99%	6.87
61	Den Rajkot City Communication Private Limited	-0.16%	(43.38)	-8.10%	(56.65)	0.00%	-	-8.16%	(56.65)
62	Sanmati DEN Cable TV Network Private Limited	-0.04%	(9.97)	-0.03%	(0.23)	0.00%	-	-0.03%	(0.23)
63	Sanmati Entertainment Private Limited	-0.01%	(1.99)	0.47%	3.30	0.00%	-	0.48%	3.30

	Name of the entity in the Group	Net assets, i.e., total assets minus total liability		Share in Profit / (Loss)		Share in other comprehensive income		Share in total comprehensive income	
		As % of consolidated net assets	Amount	As % of consolidated (Profit)/ Loss	Amount Profit/(Loss)	As % of consolidated other comprehensive income	Amount Income/ (Loss)	As % of consolidated total comprehensive Income)/ Loss	Amount Income/(Loss)
		(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)
64	Shree Siddhivinayak Cable Network Private Limited	-0.02%	(6.18)	1.34%	9.40	0.00%	-	1.35%	9.40
65	Silverline Television Network Limited**	0.01%	1.95	-0.99%	(6.91)	0.00%	-	-1.00%	(6.91)
66	Sree Gokulam Starnet Communication Private Limited	-0.06%	(17.06)	-0.10%	(0.70)	0.00%	-	-0.10%	(0.70)
67	United Cable Network (Digital) Limited*	0.00%	(1.21)	0.14%	1.01	0.00%	-	0.15%	1.01
68	Victor Cable Tv Network Private Limited	0.00%	(0.36)	2.95%	20.62	0.00%	-	2.97%	20.62
69	DEN VM Magic Entertainment Limited*	0.01%	2.31	0.46%	3.25	0.00%	-	0.47%	3.25
70	Den Saya Channel Network Limited*	0.05%	13.36	0.60%	4.19	-1.75%	0.10	0.62%	4.29
71	Den Faction Communication System Private Limited	-0.11%	(30.45)	0.87%	6.10	0.00%	-	0.88%	6.10
72	Fun Cable Network Private Limited	-0.03%	(8.16)	0.78%	5.48	0.00%	-	0.79%	5.48
73	Den Enjoy Navaratan Network Private Limited	0.43%	114.01	1.07%	7.46	-3.84%	0.22	1.11%	7.68
74	Kishna DEN Cable Networks Private Limited	-0.02%	(5.58)	-0.01%	(0.07)	0.00%	-	-0.01%	(0.07)
75	Divya Drishti Den Cable Network Private Limited	0.00%	(0.59)	-0.01%	(0.07)	0.00%	-	-0.01%	(0.07)
76	Bhadohi DEN Entertainment Private Limited	0.00%	0.29	-0.01%	(0.06)	0.00%	-	-0.01%	(0.06)
77	DEN Enjoy SBNM Cable Network Private Limited	0.00%	(0.97)	-0.01%	(0.06)	0.00%	-	-0.01%	(0.06)
78	Eminent Cable Network Private Limited	0.87%	233.77	4.07%	28.44	-0.35%	0.02	4.10%	28.46
79	Trident Entertainment Private Limited	-0.02%	(4.50)	0.99%	6.96	0.00%	-	1.00%	6.96
80	Rose Entertainment Private Limited	0.03%	7.30	-0.40%	(2.79)	2.10%	(0.12)	-0.42%	(2.91)
81	Blossom Entertainment Private Limited	-0.01%	(1.88)	0.13%	0.89	0.00%	-	0.13%	0.89
82	Ekta Entertainment Network Private Limited	0.07%	18.33	-0.18%	(1.25)	-1.22%	0.07	-0.17%	(1.18)
83	Devine Cable Network Private Limited	0.00%	(0.61)	0.01%	0.07	0.00%	-	0.01%	0.07
84	Nectar Entertainment Private Limited	-0.01%	(2.05)	0.73%	5.13	0.00%	-	0.74%	5.13

Name of the entity in the Group		Net assets, i.e., total assets minus total liability		Share in Profit / (Loss)		Share in other comprehensive income		Share in total comprehensive income	
		As % of consolidated net assets	Amount	As % of consolidated (Profit)/ Loss	Amount Profit/(Loss)	As % of consolidated other comprehensive income	Amount Income/ (Loss)	As % of consolidated total comprehensive Income)/ Loss	Amount Income/(Loss)
		(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)
85	DEN STN Television Network Private Limited	0.01%	3.39	1.15%	8.08	0.00%	-	1.16%	8.08
86	Multitrack Cable Network Private Limited	0.00%	0.61	0.25%	1.77	0.00%	-	0.26%	1.77
87	Glimpse Communications Private Limited	-0.01%	(2.00)	-0.01%	(0.09)	0.00%	-	-0.01%	(0.09)
88	Indradhanush Cable Network Private Limited	-0.03%	(6.73)	1.42%	9.95	0.00%	-	1.43%	9.95
89	Adhunik Cable Network Limited*	-0.01%	(1.99)	0.40%	2.78	0.00%	-	0.40%	2.78
90	Libra Cable Network Limited*	0.14%	36.85	-2.18%	(15.24)	-1.22%	0.07	-2.19%	(15.17)
91	Srishti DEN Networks Limited*	-0.06%	(17.07)	-0.76%	(5.30)	0.52%	(0.03)	-0.77%	(5.33)
92	Maitri Cable Network Private Limited	0.00%	0.51	0.45%	3.13	0.00%	-	0.45%	3.13
93	Mountain Cable Network Limited*	0.00%	0.59	0.49%	3.42	0.00%	-	0.49%	3.42
94	Mansion Cable Network Private Limited	0.63%	168.40	2.38%	16.63	-0.87%	0.05	2.40%	16.68
95	Den Discovery Digital Networks Private Limited	0.02%	4.17	-2.14%	(15.00)	0.00%	-	-2.16%	(15.00)
96	Jhankar Cable Network Private Limited	-0.02%	(5.73)	0.81%	5.69	0.00%	-	0.82%	5.69
97	Den Premium Multilink Cable Network Private Limited	-0.02%	(6.38)	-5.41%	(37.88)	0.00%	-	-5.46%	(37.88)
98	Angel Cable Network Private Limited	0.01%	1.99	-0.01%	(0.06)	0.00%	-	-0.01%	(0.06)
99	Desire Cable Network Limited*	0.00%	(0.02)	0.60%	4.18	0.00%	-	0.60%	4.18
100	Marble Cable Network Private Limited	-0.01%	(2.43)	0.10%	0.68	0.00%	-	0.10%	0.68
101	Augment Cable Network Private Limited	0.00%	(0.39)	-0.01%	(0.07)	0.00%	-	-0.01%	(0.07)
102	ABC Cable Network Private Limited	-0.01%	(1.65)	-0.02%	(0.11)	0.00%	-	-0.02%	(0.11)
103	DEN BROADBAND PRIVATE LIMITED	1.34%	357.61	-29.04%	(203.13)	-0.17%	0.01	-29.27%	(203.12)
104	VBS Digital Distribution Network Private Limited	0.06%	16.98	1.13%	7.93	0.00%	-	1.14%	7.93
105	Den MTN Star Vision Networks Private Limited (Ceased to subsidiary w.e.f. 15-01-2020)	0.00%	-	-0.20%	(1.37)	0.00%	-	-0.20%	(1.37)
Subtotal		**111.28%**	**29,750.00**	**100.46%**	**702.84**	**65.52%**	**(3.75)**	**100.75%**	**699.09**

Name of the entity in the Group		Net assets, i.e., total assets minus total liability		Share in Profit / (Loss)		Share in other comprehensive income		Share in total comprehensive income	
		As % of consolidated net assets	Amount	As % of consolidated (Profit)/ Loss	Amount Profit/(Loss)	As % of consolidated other comprehensive income	Amount Income/ (Loss)	As % of consolidated total comprehensive Income)/ Loss	Amount Income/(Loss)
		(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)
Associates (Investments as per equity method)									
1	Den Satellite Network Private Limited***			2.81%	19.65	19.19%	(1.10)	2.67%	18.55
2	DEN ADN Network Private Limited			-1.20%	(8.39)	0.73%	(0.04)	-1.22%	(8.43)
3	CCN DEN Network Private Limited			0.00%	-	0.00%	-	0.00%	-
Less:									
Adjustment arising out of consolidation		13.93%	3,724.37	18.26%	127.72	-0.41%	0.02	18.41%	127.74
Non-controlling interests in subsidiaries		-2.65%	(709.25)	-16.18%	(113.22)	-14.15%	0.81	-16.20%	(112.41)
Total		**100.00%**	**26,734.88**	**100.00%**	**699.60**	**100.00%**	**(5.72)**	**100.00%**	**693.88**

*Pursuant to the shareholders' resolution Dated March 21, 2020 by the respective subsidiaries, the status of these subsidiary Companies were changed from a Private Company to a Public Company, a fresh certificate of incorporation was issued by the Registrar of Companies with effect from 7th April 2020.

**Pursuant to the shareholders' resolution Dated March 21, 2020 by the respective subsidiaries, the status of these subsidiary Companies were changed from a Private Company to a Public Company, a fresh certificate of incorporation was issued by the Registrar of Companies with effect from 17th April 2020.

*** Amount in Den Satellite Networks Private Limited includes amount of its following step down subsidiaries also:

a) DEN New Broad Communication Private Limited

b) DEN ABC Cable Networks Ambarnath Private Limited

c) Konark IP Dossiers Private Limited

48 Disclosure of the additional information as required by the Schedule III:

b) As at and for the year ended 31 March, 2019:

	Name of the entity in the Group	Net assets, i.e., total assets minus total liability		Share in Profit / (Loss)		Share in other comprehensive income		Share in total comprehensive income	
		As % of consolidated net assets	Amount	As % of consolidated (Profit)/ Loss	Amount Profit/(Loss)	As % of consolidated other comprehensive income	Amount Income/ (Loss)	As % of consolidated total comprehensive Income)/ Loss	Amount Income/(Loss)
		(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)
Parent									
	DEN NETWORKS LIMITED	100.36%	26,334.74	78.95%	(2,190.80)	63.76%	9.15	79.03%	(2,181.65)
Subsidiaries									
1	Den Kashi Cable Network Private Limited	-0.11%	(29.06)	0.51%	(14.14)	0.00%	-	0.51%	(14.14)
2	Ambika DEN Cable Network Private Limited	0.00%	0.63	0.01%	(0.17)	0.00%	-	0.01%	(0.17)
3	Amogh Broad Band Services Private Limited	0.00%	(0.32)	0.00%	0.03	0.00%	-	0.00%	0.03
4	Antique Communications Private Limited	-0.01%	(3.13)	0.06%	(1.59)	0.00%	-	0.06%	(1.59)
5	Bali Den Cable Network Private Limited	0.01%	3.85	0.04%	(1.15)	2.02%	0.29	0.03%	(0.86)
6	Big Den Entertainment Private Limited	0.02%	5.30	0.07%	(1.83)	0.00%	-	0.07%	(1.83)
7	Cab-i-Net Communications Private Limited	-0.01%	(1.57)	-0.19%	5.38	0.00%	-	-0.19%	5.38
8	Crystal Vision Media Private Limited	0.13%	33.85	0.89%	(24.62)	1.05%	0.15	0.89%	(24.47)
9	Den A.F. Communication Private Limited	-0.01%	(2.14)	0.09%	(2.57)	0.00%	-	0.09%	(2.57)
10	Den Aman Entertainment Private Limited	0.04%	10.21	0.05%	(1.27)	0.00%	-	0.05%	(1.27)
11	Den Ambey Cable Networks Private Limited	2.30%	603.37	1.43%	(39.61)	-5.92%	(0.85)	1.47%	(40.46)
12	Den Ashu Cable Private Limited	-0.03%	(8.17)	0.31%	(8.66)	3.28%	0.47	0.30%	(8.19)
13	DEN BCN Suncity Network Private Limited	0.02%	4.72	0.04%	(1.07)	0.98%	0.14	0.03%	(0.93)
14	Den Bindra Network Private Limited	0.00%	0.01	0.01%	(0.16)	0.14%	0.02	0.00%	(0.14)
15	Den Budaun Cable Network Private Limited	0.00%	0.34	0.02%	(0.60)	0.00%	-	0.02%	(0.60)
16	Den Citi Channel Private Limited	-0.03%	(7.93)	-0.01%	0.21	0.00%	-	-0.01%	0.21
17	Den Classic Cable TV Services Private Limited	-0.03%	(7.83)	0.07%	(2.07)	0.14%	0.02	0.07%	(2.05)
18	DEN Crystal Vision Network Private Limited	-0.01%	(2.20)	0.04%	(1.08)	0.00%	-	0.04%	(1.08)
19	Den Digital Cable Network Private Limited	0.07%	19.17	0.36%	(9.99)	13.87%	1.99	0.29%	(8.00)
20	Den Elgee Cable Vision Private Limited	0.02%	5.21	-0.05%	1.32	0.00%	-	-0.05%	1.32

	Name of the entity in the Group	Net assets, i.e., total assets minus total liability		Share in Profit / (Loss)		Share in other comprehensive income		Share in total comprehensive income	
		As % of consolidated net assets	Amount	As % of consolidated (Profit)/ Loss	Amount Profit/(Loss)	As % of consolidated other comprehensive income	Amount Income/ (Loss)	As % of consolidated total comprehensive Income)/ Loss	Amount Income/(Loss)
		(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)
21	Den Enjoy Cable Networks Private Limited	2.35%	616.92	-0.97%	26.92	0.70%	0.10	-0.98%	27.02
22	Den F K Cable TV Network Private Limited	0.46%	121.94	-0.43%	11.99	1.81%	0.26	-0.44%	12.25
23	Den Fateh Marketing Private Limited	-0.14%	(37.79)	0.30%	(8.37)	0.00%	-	0.30%	(8.37)
24	Den Futuristic Cable Networks Private Limited	2.01%	526.60	4.26%	(118.19)	2.44%	0.35	4.27%	(117.84)
25	Den Harsh Mann Cable Network Private Limited	-0.05%	(12.23)	0.19%	(5.34)	0.21%	0.03	0.19%	(5.31)
26	Den Jai Ambey Vision Cable Private Limited	-0.02%	(4.76)	0.07%	(1.93)	0.00%	-	0.07%	(1.93)
27	Den Kattakada Telecasting and Cable Services Private Limited	-0.09%	(24.40)	0.05%	(1.43)	0.00%	-	0.05%	(1.43)
28	Den Krishna Cable TV Network Private Limited	0.12%	31.36	0.45%	(12.35)	0.70%	0.10	0.44%	(12.25)
29	Den Maa Sharda Vision Cable Networks Private Limited	0.04%	10.40	0.37%	(10.23)	0.35%	0.05	0.37%	(10.18)
30	Den Mahendra Satellite Private Limited	0.00%	0.21	0.00%	0.11	0.21%	0.03	-0.01%	0.14
31	Den Malabar Cable Vision Private Limited	-0.02%	(5.68)	0.01%	(0.14)	0.00%	-	0.01%	(0.14)
32	Den Malayalam Telenet Private Limited	-0.04%	(9.96)	0.06%	(1.65)	0.00%	-	0.06%	(1.65)
33	Den MCN Cable Network Private Limited	-0.12%	(32.74)	-0.01%	0.29	0.00%	-	-0.01%	0.29
34	Den Mod Max Cable Network Private Limited	-0.01%	(1.68)	0.03%	(0.77)	0.28%	0.04	0.03%	(0.73)
35	Den Nashik City Cable Network Private Limited	-0.05%	(12.48)	0.35%	(9.63)	0.00%	-	0.35%	(9.63)
36	Den Pawan Cable Network Private Limited	0.01%	3.49	0.30%	(8.20)	1.67%	0.24	0.29%	(7.96)
37	Den Pradeep Cable Network Private Limited	-0.03%	(8.64)	0.14%	(4.02)	0.00%	-	0.15%	(4.02)
38	DEN Prayag Cable Networks Private Limited	-0.01%	(3.83)	0.12%	(3.35)	0.00%	-	0.12%	(3.35)
39	Den Prince Network Private Limited	-0.04%	(9.31)	0.07%	(1.94)	0.00%	-	0.07%	(1.94)
40	Den Radiant Satellite Cable Network Private Limited	0.01%	2.96	0.00%	(0.04)	0.00%	-	0.00%	(0.04)

	Name of the entity in the Group	Net assets, i.e., total assets minus total liability		Share in Profit / (Loss)		Share in other comprehensive income		Share in total comprehensive income	
		As % of consolidated net assets	Amount	As % of consolidated (Profit)/ Loss	Amount Profit/(Loss)	As % of consolidated other comprehensive income	Amount Income/ (Loss)	As % of consolidated total comprehensive Income)/ Loss	Amount Income/(Loss)
		(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)
41	Den Sahyog Cable Network Private Limited	-0.03%	(9.02)	-0.01%	0.21	0.00%	-	-0.01%	0.21
42	Den Sariga Communications Private Limited	-0.01%	(3.51)	-0.03%	0.77	0.00%	-	-0.03%	0.77
43	Den Satellite Cable TV Network Private Limited	-0.09%	(23.41)	0.17%	(4.75)	0.00%	-	0.17%	(4.75)
44	Den Steel City Cable Network Private Limited	-0.03%	(8.46)	0.10%	(2.86)	0.00%	-	0.10%	(2.86)
45	Den Supreme Satellite Vision Private Limited	0.07%	17.54	-0.03%	0.71	0.00%	-	-0.03%	0.71
46	Den Varun Cable Network Private Limited	0.00%	0.93	0.20%	(5.45)	0.00%	-	0.20%	(5.45)
47	Den-Manoranjan Satellite Private Limited	0.39%	102.46	-0.76%	21.17	0.35%	0.05	-0.77%	21.22
48	Disk Cable Network Private Limited	0.03%	7.99	0.00%	(0.03)	0.00%	-	0.00%	(0.03)
49	Drashti Cable Network Private Limited	-0.06%	(14.90)	-0.02%	0.53	0.00%	-	-0.02%	0.53
50	Fab Den Network Private Limited	0.04%	9.29	0.18%	(4.90)	1.46%	0.21	0.17%	(4.69)
51	Fortune (Baroda) Network Private Limited	-0.03%	(7.61)	0.02%	(0.44)	0.00%	-	0.02%	(0.44)
52	Galaxy Den Media & Entertainment Private Limited	-0.03%	(8.10)	0.20%	(5.51)	0.00%	-	0.20%	(5.51)
53	Gemini Cable Network Private Limited	-0.28%	(73.84)	1.72%	(47.60)	-0.63%	(0.09)	1.73%	(47.69)
54	DEN Patel Entertainment Network Private Limited	-0.02%	(3.97)	0.01%	(0.31)	0.00%	-	0.01%	(0.31)
55	Mahadev Den Cable Network Private Limited	-0.08%	(21.35)	0.09%	(2.44)	0.00%	-	0.09%	(2.44)
56	Mahavir Den Entertainment Private Limited	0.22%	58.87	0.23%	(6.49)	-0.35%	(0.05)	0.24%	(6.54)
57	Meerut Cable Network Private Limited	0.09%	22.49	0.21%	(5.92)	0.00%	-	0.21%	(5.92)
58	Multi Channel Cable Network Private Limited	-0.09%	(22.94)	0.13%	(3.54)	0.00%	-	0.13%	(3.54)
59	Multi Star Cable Network Private Limited	-0.02%	(5.06)	0.08%	(2.32)	0.00%	-	0.08%	(2.32)
60	Radiant Satellite (India) Private Limited	-0.16%	(42.30)	0.00%	-	0.00%	-	0.00%	-

Name of the entity in the Group		Net assets, i.e., total assets minus total liability		Share in Profit / (Loss)		Share in other comprehensive income		Share in total comprehensive income	
		As % of consolidated net assets	Amount	As % of consolidated (Profit)/ Loss	Amount Profit/(Loss)	As % of consolidated other comprehensive income	Amount Income/ (Loss)	As % of consolidated total comprehensive Income)/ Loss	Amount Income/(Loss)
		(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)
61	Den Rajkot City Communication Private Limited	0.11%	28.93	0.92%	(25.58)	0.00%	-	0.93%	(25.58)
62	Sanmati DEN Cable TV Network Private Limited	-0.04%	(9.74)	0.08%	(2.23)	0.00%	-	0.08%	(2.23)
63	Sanmati Entertainment Private Limited	-0.02%	(5.29)	0.10%	(2.80)	0.00%	-	0.10%	(2.80)
64	Shree Siddhivinayak Cable Network Private Limited	-0.06%	(15.41)	-0.12%	3.26	0.00%	-	-0.12%	3.26
65	Silverline Television Network Private Limited	0.03%	8.86	0.09%	(2.61)	0.00%	-	0.09%	(2.61)
66	Sree Gokulam Starnet Communication Private Limited	-0.06%	(16.36)	0.01%	(0.32)	0.00%	-	0.01%	(0.32)
67	United Cable Network (Digital) Private Limited	-0.01%	(1.83)	0.03%	(0.92)	0.00%	-	0.03%	(0.92)
68	Victor Cable Tv Network Private Limited	-0.08%	(20.98)	0.19%	(5.32)	0.00%	-	0.19%	(5.32)
69	DEN VM Magic Entertainment Private Limited	0.00%	(0.94)	0.15%	(4.07)	0.00%	-	0.15%	(4.07)
70	Den Saya Channel Network Private Limited	0.03%	9.07	0.37%	(10.14)	0.21%	0.03	0.37%	(10.11)
71	Den Faction Communication System Private Limited	-0.14%	(36.55)	0.34%	(9.51)	0.00%	-	0.34%	(9.51)
72	Fun Cable Network Private Limited	-0.05%	(13.64)	0.13%	(3.61)	0.00%	-	0.13%	(3.61)
73	Den Enjoy Navaratan Network Private Limited	0.41%	106.32	-0.30%	8.41	-0.07%	(0.01)	-0.30%	8.40
74	Kishna DEN Cable Networks Private Limited	-0.02%	(5.51)	0.01%	(0.27)	0.00%	-	0.01%	(0.27)
75	Divya Drishti Den Cable Network Private Limited	0.00%	(0.52)	0.02%	(0.52)	0.00%	-	0.02%	(0.52)
76	Bhadohi DEN Entertainment Private Limited	0.00%	0.35	0.02%	(0.44)	0.00%	-	0.02%	(0.44)
77	DEN Enjoy SBNM Cable Network Private Limited	0.00%	(0.91)	0.07%	(1.82)	0.00%	-	0.07%	(1.82)
78	Eminent Cable Network Private Limited	0.80%	210.12	-0.05%	1.41	-0.70%	(0.10)	-0.05%	1.31

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		As % of consolidated net assets	Amount	As % of consolidated (Profit)/ Loss	Amount Profit/(Loss)	As % of consolidated other comprehensive income	Amount Income/ (Loss)	As % of consolidated total comprehensive Income)/ Loss	Amount Income/(Loss)
		(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)
79	Trident Entertainment Private Limited	-0.04%	(11.46)	0.28%	(7.70)	0.00%	-	0.28%	(7.70)
80	Rose Entertainment Private Limited	0.04%	10.21	0.03%	(0.90)	-0.35%	(0.05)	0.03%	(0.95)
81	Blossom Entertainment Private Limited	-0.01%	(2.69)	0.05%	(1.44)	0.00%	-	0.05%	(1.44)
82	Ekta Entertainment Network Private Limited	0.10%	26.74	0.43%	(12.02)	1.46%	0.21	0.43%	(11.81)
83	Devine Cable Network Private Limited	0.00%	(0.68)	0.02%	(0.42)	0.00%	-	0.02%	(0.42)
84	Nectar Entertainment Private Limited	-0.03%	(7.18)	0.11%	(3.12)	0.00%	-	0.11%	(3.12)
85	DEN STN Television Network Private Limited	-0.02%	(4.69)	0.12%	(3.38)	0.00%	-	0.12%	(3.38)
86	Multitrack Cable Network Private Limited	0.00%	(1.16)	0.04%	(1.23)	0.00%	-	0.04%	(1.23)
87	Glimpse Communications Private Limited	-0.01%	(1.90)	0.04%	(1.11)	0.00%	-	0.04%	(1.11)
88	Indradhanush Cable Network Private Limited	-0.06%	(16.67)	0.18%	(4.91)	0.00%	-	0.18%	(4.91)
89	Adhunik Cable Network Private Limited	-0.02%	(4.77)	0.06%	(1.69)	0.00%	-	0.06%	(1.69)
90	Libra Cable Network Private Limited	0.20%	52.02	0.34%	(9.42)	-4.53%	(0.65)	0.36%	(10.07)
91	Srishti DEN Networks Private Limited	-0.04%	(11.73)	0.65%	(18.02)	0.49%	0.07	0.65%	(17.95)
92	Maitri Cable Network Private Limited	-0.01%	(2.62)	0.02%	(0.52)	0.00%	-	0.02%	(0.52)
93	Melody Cable Network Private Limited	0.00%		0.00%		0.00%		0.00%	-
94	Mountain Cable Network Private Limited	-0.01%	(2.83)	0.02%	(0.58)	0.00%	-	0.02%	(0.58)
95	Portrait Cable Network Private Limited	0.00%		0.00%		0.00%		0.00%	-
96	Mansion Cable Network Private Limited	1.19%	312.98	-1.06%	29.54	3.48%	0.50	-1.09%	30.04
97	Den Discovery Digital Network Private Limited	0.09%	22.44	0.39%	(10.72)	0.00%	-	0.39%	(10.72)
98	Jhankar Cable Network Private Limited	-0.04%	(11.33)	0.10%	(2.75)	0.00%	-	0.10%	(2.75)
99	Den Premium Multilink Cable Network Private Limited	0.13%	35.03	-0.31%	8.74	0.00%	-	-0.32%	8.74
100	Angel Cable Network Private Limited	0.01%	2.05	0.04%	(1.07)	0.00%	-	0.04%	(1.07)
101	Desire Cable Network Private Limited	-0.02%	(4.19)	0.04%	(1.00)	0.00%	-	0.04%	(1.00)
102	Marble Cable Network Private Limited	-0.01%	(3.11)	0.12%	(3.26)	0.00%	-	0.12%	(3.26)

	Name of the entity in the Group	Net assets, i.e., total assets minus total liability		Share in Profit / (Loss)		Share in other comprehensive income		Share in total comprehensive income	
		As % of consolidated net assets	Amount	As % of consolidated (Profit)/ Loss	Amount Profit/(Loss)	As % of consolidated other comprehensive income	Amount Income/ (Loss)	As % of consolidated total comprehensive Income)/ Loss	Amount Income/(Loss)
		(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)	(in %)	(Rs. in million)
103	Augment Cable Network Private Limited	0.00%	(0.32)	0.10%	(2.65)	0.00%	-	0.10%	(2.65)
104	ABC Cable Network Private Limited	-0.01%	(1.54)	0.08%	(2.26)	0.00%	-	0.08%	(2.26)
105	Den Broaband Private Limited	2.14%	560.73	14.88%	(412.83)	5.99%	0.86	14.92%	(411.97)
106	VBS Digital Distribution Network Private Limited	0.03%	9.05	-0.36%	9.86	0.00%	-	-0.36%	9.86
107	Den MTN Star Vision Networks Private Limited	0.00%	(0.25)	0.02%	(0.45)	0.00%	-	0.02%	(0.45)
108	Macro Commerce Private Limited	0.00%		0.00%		0.00%		0.00%	-
Subtotal		**111.51%**	**29,262.65**	**108.99%**	**(3,024.26)**	**94.50%**	**13.56**	**109.06%**	**(3,010.70)**
Associates (Investments as per equity method)									
1	Den Satellite Network Private Limited*			-1.48%	41.20	0.00%	-	-1.49%	41.20
2	DEN ADN Network Private Limited			-0.38%	10.48	0.14%	0.02	-0.38%	10.50
3	CCN DEN Network Private Limited			-0.08%	2.26	0.00%	-	-0.08%	2.26
Less:									
Adjustment arising out of consolidation		14.49%	3,802.21	-1.27%	35.18	0.07%	0.01	-1.27%	35.19
Non-controlling interests in subsidiaries		-2.97%	(780.56)	8.31%	(230.65)	-5.44%	(0.78)	8.38%	(231.43)
Total		**100.00%**	**26,241.00**	**100.00%**	**(2,774.85)**	**100.00%**	**14.35**	**100.00%**	**(2,760.50)**

* Amount in Den Satellite Networks Private Limited includes amount of its following step down subsidiries also:

a) DEN New Broad Communication Private Limited

b) DEN ABC Cable Networks Ambarnath Private Limited

c) Konark IP Dossiers Private Limited

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

49. The Board of Directors of the Parent Company (DEN Networks Limited) at their meeting held on 17th February 2020, approved Composite Scheme of Amalgamation and Arrangement between the Parent Company (DEN Networks Limited) , Network 18 Media & Investments Limited (Network18), Hathway Cable & Datacom Limited (HCDL), TV18 Broadcast Limited (TV18), (the Den Networks Limited , HCDL and TV18 collectively referred as Amalgamating Companies), Media18 Distribution Services Limited (Cable Co), Web18 Digital Services Limited (ISP Co.) and Digital18 Media Limited (Digital Co.) and their respective shareholders and creditors ("Scheme"). The appointed date for the Scheme is 1st February 2020, while the effectiveness of the Scheme is inter alia conditional upon and subject to requisite approvals.

50. During the provisional assessment towards the license fees for the years 2011-12 to 2015-16 by the department of telecom (DOT), DOT has considered the revenue from the Cable business and other income for the purpose of calculating AGR or license fees and demanded Rs. 6278.90 million.

The parent company has filed three petitions before the Hon'ble TDSAT challenging the demand of license fees as raised by the Department. In all three petitions the Hon'ble TDSAT was pleased to restrain the department from taking any coercive measure for realisation of the demands.

Further the Hon'ble TDSAT in association of Unified Telecom Service Providers of India & others vs. Union of India has clearly held that imposition of interest and penalty is wholly unjustified.

51. Previous year figures have been regrouped / rearranged whereever necessary to make them comparable.

52. The Consolidated Financial Statements were approved for issue by the Board of Directors on 21 April, 2020.

In terms of our report attached
For **Chaturvedi & Shah LLP**
Chartered Accountants
Firm Regisration Number : 101720W/W100355

Vijay Napawaliya
Partner
Membership No. 109859

Place: Mumbai
Date: 21st April 2020

For and on behalf of the Board of Directors of
DEN NETWORKS LIMITED

Sameer Manchanda
Chairman and Managing Director
DIN No: 00015459

Ajaya Chand
Director
DIN No. 02334456

S.N. Sharma
Chief Executive Officer

Jatin Mahajan
Company Secretary
M.No: F6887

Satyendra Jindal
Chief Financial Officer

Place: Gurugram
Date: 21st April 2020

NOTICE

NOTICE is hereby given that the Thirteenth Annual General Meeting of the members of DEN Networks Limited ("the Company") will be held on Wednesday, September 23, 2020 at 4:00 p.m.(IST) through Video Conferencing ("VC"),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, 2020 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, 2020 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, 2020 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, 2020 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. To appoint Shri Anuj Jain (DIN: 08351295), who retires by rotation as a 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, Shri Anuj Jain (DIN: 08351295), who retires by rotation at this meeting, be and is hereby appointed as Director of the Company."

SPECIAL BUSINESS:

3. To re-appoint Dr. (Ms.) Archana Niranjan Hingorani (DIN: 00028037) as an Independent Director and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Dr. (Ms.) Archana Niranjan Hingorani (DIN: 00028037), who was appointed as an Independent Director and who holds office as an Independent Director up to November 8, 2020 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, being eligible, be and is hereby re-appointed as an Independent Director, not liable to retire by rotation and to hold office for a second term of 3 (three) consecutive years, i.e., up to November 8, 2023;

   RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2021 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, 2021, be and is hereby ratified."

By Order of the Board of Directors
For DEN Networks Limited

Jatin Mahajan
Company Secretary

New Delhi, August 27, 2020

Registered Office
Unit No.116,First Floor, CWing Bldg. No.2 Kailas, Industrial Complex
L.B.S Marg Park Site Vikhroli(W), Mumbai - 400079, Maharashtra
Tel. : +91-22-61289999
Website : www.dennetworks.com
Email id : investorrelations@denonline.in
CIN : L92490MH2007PLC344765

NOTES:

1. Considering the present Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read together with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC"), 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') and the 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. 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 and the proxy need not be a member of the Company. Since this AGM is being held through VC 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 hereto.
4. Since the AGM will be held through VC, the route map of the venue of the Meeting is not annexed hereto.
5. In terms of the provisions of Section 152 of the Act, Shri Anuj Jain, Director, retires by rotation at the Meeting. Nomination and Remuneration Committee and the Board of Directors of the Company commend his re-appointment.

   Shri Anuj Jain is interested in the Ordinary Resolution set out at Item No. 2, of the Notice with regard to his re-appointment. The relatives of Shri Anuj Jain 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 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.
6. Details of Directors retiring by rotation / seeking re-appointment at this Meeting are provided in the **"Annexure"** to the Notice.

DISPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MODE:

7. **In compliance with the MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report for 2019-20 will also be available on the Company's website www.dennetworks.com, websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of Company's Registrar and Transfer Agent, KFin Technologies Private Limited ("KFin") at https://evoting.karvy.com/public/Downloads.aspx**
8. 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 with the Company are requested to register / update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at investorrelations@denonline.in or to KFin at einward.ris@kfintech.com
   b) Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participants.

PROCEDURE FOR JOINING THE AGM THROUGH VC:

9. The Company will provide VC facility to its Members for participating at the AGM.
   a) **Members will be able to attend the AGM through VC by using their e-voting login credentials.**

      Members are requested to follow the procedure given below:

      OPTION 1 (through JioMeet weblink)

      (i) Launch internet browser (Edge 44+, Firefox 78+, Chrome 83+, Safari 13+) by typing the URL : https://jiomeet.jio.com/dennetworksagm/
      (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: E-Voting Event Number + your Folio No. is your User ID (to be typed continuously)

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

      In case you do not remember your password, then click on "Forgot Password" and follow steps given below in this Notice, to generate password.

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

      OPTION 2 (through KFin weblink)

      i. Launch internet browser (chrome/firefox/safari) by typing the URL: **https://emeetings.kfintech.com**
      ii. Enter the login credentials (i.e., User ID and password for e-voting).
      iii. After logging in, click on "Video Conference" option
      iv. Then click on camera icon appearing against AGM event of DEN Networks Limited, to attend the Meeting.
   b) Members who do not have User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the procedure given in the E-voting instructions.
   (c) 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 Friday, September 18, 2020 to Monday,

September 21, 2020. 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.

d) Members will be allowed to attend the AGM through VC on first come, first served basis.

e) 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.

f) Members who need assistance before or during the AGM, can contact KFin on emeetings@kfintech.com or call on toll free numbers 1800-345-4001. Kindly quote your name, DP ID-Client ID / Folio no. and E-voting Event Number in all your communications.

10. 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.

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

12. 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:

13. 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, 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 KFin as the agency to provide e-voting facility.

The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses 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. on Saturday, September 19, 2020
End of remote e-voting:	5.00 P.M. on Tuesday, September 22, 2020

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 KFin 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 share in the paid-up equity share capital of the Company as on the cut-off date, i.e., Wednesday, September 16, 2020.

The Board of Directors of the Company has appointed Shri Neelesh Kumar Jain, Company Secretary in Practice (FCS No.: 5593) of M/s. NKJ & Associates, as Scrutiniser to scrutinise the remote e-voting and Insta Poll process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the said purpose.

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. 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.

ii. A member can opt for only single mode of voting, i.e., through remote e-voting or 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".

iii. 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, i.e., Wednesday, September 16, 2020 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.

iv. 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 may obtain the User ID and password from KFin 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> XXXX1234567890

(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.karvy.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 KFin's toll-free numbers 1800-345-4001 (from 9:00 a.m. to 6:00 p.m.)

(d) Member may send an e-mail request to einward.ris@kfintech.com

(e) If the member is already registered with KFin's e-voting platform, then he can use his existing password for logging in.

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.

vi. **Information and instructions for remote e-voting:**

I. A. In case a member receives an e-mail from the Company / KFin [for members whose e-mail addresses are registered with the Company / KFin / Depository Participant(s)]:

(a) Launch internet browser by typing the URL: https://evoting.karvy.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 KFin for e-voting, you can use the existing password for logging in. If required, please visit https://evoting.karvy.com or contact toll-free number 1800-345-4001 for 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 DEN Networks 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) Corporate / Institutional 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: nkj@nkj.co.in with a copy marked to einward.ris@kfintech.com. 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 EVENT NO."

I. B. In case of a member whose e-mail address is not registered / updated with the Company / KFin / Depository Participant(s), please follow the following steps to generate your login credentials:

(a) Members holding shares in physical mode, who have not registered / updated their email addresses with the Company, are requested to register/update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at investorrelations@denonline.in or KFin at einward.ris@kfintech.com

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

(c) After due verification, the Company / KFin 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. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending further communication(s).

III. 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.

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 KFin's website https://evoting.karvy.com/public/Faq.aspx or contact KFin 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:**

Shri Rajkumar Kale, Senior Manager
KFin Technologies Private Limited
Selenium Tower B, Plot 31-32,
Gachibowli, Financial District,
Nanakramguda, Hyderabad 500 032, India
Tel: +91 40 67162222
Toll Free No.: 1800-345-4001
(From 9:00 a.m. to 6:00 p.m.)
e-mail: einward.ris@kfintech.com

VI. **Information and instructions for Insta Poll:**

Facility to cast vote through Insta Poll will be made available on the Video Conferencing screen and will be activated once the Insta Poll is announced at the Meeting.

VII. The Scrutiniser will, after the conclusion of e-voting at the Meeting, scrutinise the votes cast at the Meeting 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 will be declared within forty-eight hours of the conclusion of the Meeting and the same, along with the consolidated Scrutiniser's Report, will be placed on the website of the Company: www.dennetworks.com and on the website of KFin at: https://evoting.karvy.com. The result will simultaneously be communicated to the stock exchanges.

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., Wednesday, September 23, 2020.**

PROCEDURE FOR INSPECTION OF DOCUMENTS:

14. 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 investorrelations@denonline.in

15. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Tuesday, September 15, 2020 through email on investorrelations@denonline.in. The same will be replied by the Company suitably.

IEPF RELATED INFORMATION:

16. The Company had transferred Share Application Money received and due for refund or unclaimed by shareholders for more than seven consecutive years or more, to the Investor Education and Protection Fund ("IEPF") established by the Central Government. Details of Share Application Money transferred to the IEPF Authority are available on the website of IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.

17. Members may note that unclaimed Share Application Money transferred to IEPF Authority can be claimed back from the IEPF Authority. The concerned members/investors are advised to visit the weblink of the IEPF Authority http://iepf.gov.in/IEPF/ refund.html, or contact KFin, for detailed procedure to lodge the claim for refund of unclaimed amounts from IEPF Authority.

OTHER INFORMATION

18. Securities and Exchange Board of India ("SEBI") has mandated that securities of listed companies can be transferred only in dematerialised form w.e.f. April 1, 2019. Accordingly, the Company / KFin has stopped accepting any fresh lodgment of transfer of shares in physical form. Members holding shares in physical form are advised to avail of the facility of dematerialisation.

19. Members holding shares in physical mode are:

    a) required to submit their Permanent Account Number (PAN) and bank account details to the Company / KFin at einward.ris@kfintech.com. Shareholders, if not registered with the Company/ KFin, as mandated by SEBI can register by writing to the Company at investorrelations@denonline.in or to KFin at einward.ris@kfintech.com along with the details of folio no., self-attested copy of PAN card, bank details (Bank account number, Bank and Branch Name and address, IFSC, MICR details) and cancelled cheque.

    b) advised to register nomination in respect of their shareholding in the Company as per Section 72 of the Act and are requested to write to Kfin.

20. Members holding shares in electronic mode are:

    a) requested to submit their PAN and bank account details to their respective Depository Participants ("DPs") with whom they are maintaining their demat accounts.

    b) advised to contact their respective DPs for registering nomination.

21. Non-Resident Indian members are requested to inform KFin / respective DPs, immediately of:

    a) Change in their residential status on return to India for permanent settlement.

    b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

22. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified.

23. Members who hold shares in physical form in multiple folios in identical names or joint accounts in the same order of names are requested to send the share certificates to KFin for consolidation into a single folio.

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

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

Item No. 3

The members of the Company had appointed Dr. (Ms.) Archana Niranjan Hingorani (DIN: 00028037) as an Independent Director of the Company, to hold office up to November 8, 2020 ("first term").

The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation, has recommended re-appointment of Dr. (Ms.) Archana Niranjan Hingorani as an Independent Director, for a second term of 3 (three) consecutive years, on the Board of the Company.

The Board, based on the performance evaluation and as per the recommendation of the Nomination and Remuneration Committee, considers that, given her background and experience and contributions made by her during her tenure, the continued association of Dr. (Ms.) Archana Niranjan Hingorani would be beneficial to the Company and it is desirable to continue to avail her services as an Independent Director.

Accordingly, it is proposed to re-appoint Dr. (Ms.) Archana Niranjan Hingorani as an Independent Director of the Company, not liable to retire by rotation, for a second term of 3 (three) consecutive years on the Board of the Company.

Dr. (Ms.) Archana Niranjan Hingorani is not disqualified from being appointed as a director in terms of Section 164 of the Companies Act, 2013 ("the Act"), and has given her consent to act as a director.

The Company has also received declaration from Dr. (Ms.) Archana Niranjan Hingorani that she meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

In the opinion of the Board, Dr. (Ms.) Archana Niranjan Hingorani fulfils the conditions for appointment as an Independent Director as specified in the Act and the Listing Regulations. Dr. (Ms.) Archana Niranjan Hingorani is independent of the management and possesses appropriate skills, experience and knowledge.

Details of Dr. (Ms.) Archana Niranjan Hingorani are provided in the "Annexure" to the Notice, pursuant to the provisions of (i) Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

She shall be paid remuneration by way of sitting fee for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings and profit related commission within the limits stipulated under Section 197 of the Act.

Copy of draft letter of appointment of Dr. (Ms.) Archana Niranjan Hingorani setting out the terms and conditions of appointment is available for inspection by the members.

Dr. (Ms.) Archana Niranjan Hingorani is interested in the resolution set out at Item No. 3 of the Notice with regard to her re-appointment. Relatives of Dr. (Ms.) Archana Niranjan Hingorani may be deemed to be interested in the resolution 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 resolution.

This statement may also be regarded as an appropriate disclosure under the Act and the Listing Regulations.

The Board commends the Special Resolution set out at Item No. 3 of the Notice for approval by the members.

Item No. 4

The Board of Directors has, on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. Ajay Kumar Singh & Company, Cost Accountants (Firm Registration No. 000386), as Cost Auditors to conduct the audit of the cost records of the Company, for the financial year ending March 31, 2021 and also approved the remuneration of ₹ 75,000 /- (Rupees Seventy-five Thousand only) to be paid to him.

In accordance with the provisions of Section 148 of the Companies Act, 2013 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, 2021 by passing an Ordinary Resolution as set out at Item No. 4 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 commends the Ordinary Resolution set out at Item No. 4 of the Notice for ratification by the members.

By Order of the Board of Directors
For DEN Networks Limited

Jatin Mahajan
Company Secretary

New Delhi, August 27, 2020

Registered Office
Unit No.116, First Floor, CWing Bldg. No.2 Kailas, Industrial Complex
L.B.S Marg Park Site Vikhroli(W), Mumbai - 400079, Maharashtra
Tel. : +91-22-61289999
Website : www.dennetworks.com
Email id : investorrelations@denonline.in
CIN : L92490MH2007PLC344765

ANNEXURE TO THE NOTICE

Details of Director retiring by rotation/seeking re-appointment at the Meeting

Shri Anuj Jain	
Age	53 years
Date of first Appointment on the Board	March 29, 2019
Qualifications	B. Tech (AMU, India), MBA (CSU, San Jose USA)
Experience (including expertise in specific functional area) / Brief Resume	Mr. Anuj Jain has over 7 years of experience with Reliance Jio. He has been working in Reliance Jio since inception. He has total 28 years of industry experience in multiple sectors.
Terms and Conditions of Re-appointment	In terms of Section 152(6) of the Companies Act, 2013, Shri Anuj Jain, who was appointed as a Non-executive Director at the Annual General Meeting held on September 23, 2019, is being proposed to be re-appointed as Director of the Company, liable to retire by rotation.
Remuneration last drawn(FY 2019-20) (including sitting fees, if any)	₹ 2,00,000
Remuneration proposed to be paid	As per existing approved terms and conditions
Shareholding in the Company as on March 31, 2020	NIL
Relationship with other Directors / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel
Number of meetings of the Board attended during the financial year(2019-20)	4
Directorships of other Boards as on March 31, 2020	Hathway Cable and Datacom Limited
Membership / Chairmanship of Committees of other Boards as on March 31, 2020	**Hathway Cable and Datacom Limited** Investment and Loan Committee-Member

Dr. (Ms.) Archana Niranjan Hingorani	
Age	54 years
Date of first Appointment on the Board	November 9, 2017
Qualifications	Bachelor of Arts (Economics), Post-graduate in Management (MBA), Ph.D. in Corporate Finance from the University of Pittsburgh, USA.
Experience (including expertise in specific functional area) / Brief Resume	Dr. (Ms.) Archana Niranjan Hingorani is Co-founder of Siana Capital Management LLP, an asset manager investing in the science and technology domains. Previously, she was the Chief Executive Officer of IL & FS Investment Managers Limited, and has over 25 years' experience of investing in private equity transactions. She serves on the University of Pittsburgh, Chancellor's Global Advisory Council and the Advisory Board of Talent Nomics, a Washington based group focused on encouraging upward movement of women in the workforce, and Global Impact Initiative, an Australian firm focused on impact investments. In the recent past, she has also served on the Investment Commissions of the United Nations Environment Programme. She has been recognized for leadership by Business World, Fortune India and Asian Investor. She is also an Adjunct Faculty at the Katz Business School, for Private Equity and Alternative Assets. In sum, she has over 34 years' experience in the financial services business, teaching and research.

Terms and Conditions of Re-appointment	As per the resolution at Item No. 3 of the Notice convening this Meeting read with explanatory statement thereto, Dr. (Ms.) Archana Niranjan Hingorani is proposed to be re-appointed as an Independent Director
Remuneration last drawn (FY 2019-20) (including sitting fees)	Rs. 2,80,000/-
Remuneration proposed to be paid	As per the resolution at Item No. 3 of the Notice convening this Meeting read with explanatory statement thereto and the resolution at Item No. 5 passed by the shareholders at the Annual General Meeting held on September 19, 2018
Shareholding in the Company as on March 31, 2020	Nil
Relationship with other Directors / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel
Number of meetings of the Board attended during the financial year (2019-20)	4
Directorships of other Boards as on March 31, 2020	1. Alembic Pharmaceuticals Limited 2. Grindwell Norton Limited 3. 5 Paisa Capital Limited 4. Sidbi Venture Capital Limited 5. PNB Metlife India Insurance Company Limited
Membership / Chairmanship of Committees of other Boards as on March 31, 2020	**Alembic Pharmaceuticals Limited** a. Audit Committee- Member **Grindwell Norton Limited** a. Audit Committee- Member b. Stakeholders Relationship Committee- Chairperson **5 Paisa Capital Limited** a. Audit Committee- Chairperson b. Stakeholders Relationship committee- Member c. Nomination & Remuneration committee- Member **Sidbi Venture Capital Limited** a. Audit committee- Chairperson b. HR Committee- Member c. Nomination & Remuneration Committee- Chairperson **PNB Metlife India Insurance Company Limited** a. Audit Committee - Chairperson b. Nomination & Remuneration Committee- Member c. ALM & Risk Management Committee- Chairperson

By Order of the Board of Directors
For DEN Networks Limited

Jatin Mahajan
Company Secretary

New Delhi, August 27, 2020

Registered Office
Unit No.116,First Floor, CWing Bldg. No. 2 Kailas, Industrial
Complex L.B.S Marg Park Site Vikhroli(W), Mumbai - 400079, Maharashtra
Tel. : +91-22-61289999
Website : www.dennetworks.com
Email id : investorrelations@denonline.in
CIN : L92490MH2007PLC344765

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