

FORM NO. MGT-7

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



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

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

L92490MH2007PLC344765

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

DEN NETWORKS LIMITED

(b) Registered office address

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

(c) *e-mail ID of the company

IN*****NE.IN

(d) *Telephone number with STD code

02*****78

(e) Website

www.dennetworks.com

(iii) Date of Incorporation

10/07/2007

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

(v) Whether company is having share capital

Yes No

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

Yes No

(a) Details of stock exchanges where shares are listed

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

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

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

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM

16/09/2024

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

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

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

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

35

Pre-fill All

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

3	MAHADEV DEN CABLE NETWO	U92190DL2008PLC402298	Subsidiary	51
4	DEN SUPREME SATELLITE VISIC	U74900DL2008PTC401378	Subsidiary	100
5	DEN AMBEY CABLE NETWORKS	U92130DL2007PTC167995	Subsidiary	61
6	DEN ENJOY CABLE NETWORKS	U32204DL2007PTC168283	Subsidiary	59.33
7	EMINENT CABLE NETWORK PRI	U92400DL2012PTC231558	Subsidiary	56
8	DEN F K CABLE TV NETWORK P	U72900DL2008PTC175841	Subsidiary	51
9	DEN KASHI CABLE NETWORK L	U15122DL2007PLC169854	Subsidiary	51
10	DEN SAYA CHANNEL NETWOR	U72900DL2008PLC178181	Subsidiary	51
11	MAHAVIR DEN ENTERTAINMEN	U74900DL2009PTC192223	Subsidiary	51
12	SRISHTI DEN NETWORKS LIMIT	U92100DL2012PLC235925	Subsidiary	51
13	ROSE ENTERTAINMENT PRIVAT	U92190DL2012PTC232947	Subsidiary	51
14	MEERUT CABLE NETWORK PRIV	U92132UP2003PTC027856	Subsidiary	51
15	MANSION CABLE NETWORK PF	U92490DL2012PTC246019	Subsidiary	66
16	LIBRA CABLE NETWORK LIMITE	U92490DL2012PLC246586	Subsidiary	51
17	DEN SATELLITE NETWORK PRIV	U74990MH2008PTC177440	Associate	50
18	DEN RAJKOT CITY COMMUNIC	U64204GJ2006PTC049169	Subsidiary	51
19	DEN-MANORANJAN SATELLITE	U93132DL2000PTC407340	Subsidiary	100
20	DEN NASHIK CITY CABLE NETW	U92190MH2007PTC171273	Subsidiary	51
21	DEN PREMIUM MULTILINK CABE	U74990MH2010PTC201849	Subsidiary	51
22	DEN DISCOVERY DIGITAL NETV	U74900MH2013PTC240517	Subsidiary	51
23	DEN ENJOY NAVARATAN NETV	U64200DL2008PTC173660	Subsidiary	51
24	VBS DIGITAL DISTRIBUTION NE	U70102UP2015PLC075160	Subsidiary	51
25	DEN MOD MAX CABLE NETWO	U45400DL2007PTC171553	Subsidiary	51
26	RADIANT SATELLITE (INDIA) PR	U72200DL2006PTC431583	Subsidiary	100
27	GALAXY DEN MEDIA & ENTERT	U64204DL2008PTC402244	Subsidiary	100

28	DEN MALAYALAM TELENET PR	U64204KL2004PTC016811	Subsidiary	51
29	DEN BUDAUN CABLE NETWORK	U64203DL2008PTC180352	Subsidiary	51
30	BHADOHI DEN ENTERTAINMEN	U92490DL2011PTC216382	Subsidiary	51
31	KISHNA DEN CABLE NETWORK	U74900DL2009PTC188100	Subsidiary	51
32	DEN FATEH MARKETING PRIVA	U52599UP2007PTC032860	Subsidiary	51
33	DEN SATELLITE CABLE TV NETV	U32200DL2007PLC171688	Subsidiary	75.5
34	DEN ADN NETWORK PRIVATE L	U74999DL2011PTC227604	Subsidiary	51
35	DRASHTI CABLE NETWORK LIM	U74120DL2008PLC173551	Subsidiary	82.85

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

(i) *SHARE CAPITAL

(a) Equity share capital

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

Number of classes

1

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

(b) Preference share capital

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

Number of classes

0

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

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	190,297	477,033,548	477223845	4,772,238,4	4,772,238,	
Increase during the year	0	4,153	4153	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		4,153	4153			
Dematerialisation of Shares						
Decrease during the year	4,153	0	4153	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0

iv. Others, specify	4,153		4153			
Dematerialisation of Shares						
At the end of the year	186,144	477,037,701	477223845	4,772,238,4	4,772,238,	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE947J01015

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

0

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

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

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

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

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

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

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

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

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

Details of debentures

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

(v) Securities (other than shares and debentures)

0

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

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

(i) Turnover

10,347,558,185

(ii) Net worth of the Company

36,128,056,100

VI. (a) *SHARE HOLDING PATTERN - Promoters

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

Total number of shareholders (promoters)

16

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

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

1.	Individual/Hindu Undivided Family				
	(i) Indian	98,814,942	20.71	0	
	(ii) Non-resident Indian (NRI)	2,945,502	0.62	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	645,974	0.14	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	5,305,494	1.11	0	
7.	Mutual funds	179,450	0.04	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	11,404,938	2.39	0	
10.	Others Employees Welfare Trust, C	467,593	0.1	0	
	Total	119,763,893	25.11	0	0

Total number of shareholders (other than promoters)

123,322

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

123,338

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

35

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
TENX CHARTS LIMITED	ORBIS FINANCIAL CORPORATION I			969,000	0.2
CITRINE FUND LIMITED	4TH FLOOR RAFFLES TOWER 19 CY			717,500	0.15
EMERGING MARKETS C	6300 BEE CAVE ROAD BUILDING O			522,042	0.11
NAV CAPITAL VCC - N	ICICI BANK LTD SMS DEPT, 1ST FLC			465,707	0.1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
AXA IM EQUITY TRUST	78 SIR JOHN ROGERSONS QUAY D			360,091	0.08
DIMENSIONAL EMERG	6300 BEE CAVE ROAD BUILDING O			357,048	0.07
THE EMERGING MARK	6300 BEE CAVE ROAD BUILDING O			233,564	0.05
COPTHALL MAURITIUS	C/O CIM CORPORATE SERVICES LT			190,257	0.04
QUADRATURE CAPITA	SUITE #7 GRAND PAVILION COMM			161,904	0.03
AMERICAN CENTURY F	4500 MAIN STREET KANSAS CITY M			127,790	0.03
NPB NEUE PRIVAT BAN	BNP PARIBAS HOUSE 1 NORTH AV			100,000	0.02
METIS EQUITY TRUST	1201 MARKET STREET SUITE 1202 V			95,542	0.02
ALASKA PERMANENT	801 WEST 10TH STREET JUNEAU A			89,303	0.02
EMERGING MARKETS S	6300 BEE CAVE ROAD BUILDING O			84,810	0.02
CITY OF NEW YORK GF	ONE CENTRE STREET NEW YORK N			78,066	0.02
EMERGING MARKETS C	20 TRITON STREET REGENTS PLACI			74,707	0.02
CUSTODY BANK OF JA	8 12 HARUMI 1 CHOME CHUO KU T			72,948	0.02
CC&L Q EMERGING MA	2ND FLOOR BLOCK E IVEAGH COU			66,849	0.01
EMERGING MARKETS T	25/28 NORTH WALL QUAY DUBLIN			55,228	0.01
EMERGING MARKETS V	25/28 NORTH WALL QUAY DUBLIN			53,350	0.01
EMERGING MARKETS S	6300 BEE CAVE ROAD BUILDING C			51,088	0.01
PINE OAK GLOBAL FUJ	ORBIS FINANCIAL CORPORATION I			50,823	0.01
GOVERNMENT PENSIC	BANKPLASSEN 2 P O BOX 1179 SEI			49,795	0.01
EMERGING MARKETS S	25/28 NORTH WALL QUAY DUBLIN			41,740	0.01
WORLD EX U.S. CORE	6300 BEE CAVE ROAD BUILDING O			41,201	0.01

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

Details	At the beginning of the year	At the end of the year
Promoters	16	16
Members (other than promoters)	91,141	123,322
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

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

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

11

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

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
GEETA KALYANDAS I	03341926	Director	0	
SAURABH SANCHETI	08349457	Director	0	
ANUJ JAIN	08351295	Director	0	
RAJENDRA DWARKA	00160602	Director	0	
ACHUTHAN SIDDHAR	00016278	Director	0	
RAHUL YOGENDRA D	08872616	Director	0	
NAINA KRISHNA MUR	01216114	Director	0	
SHAILENDER NATH S		CEO	599,485	
SATYENDRA JINDAL		CFO	0	
HEMA KUMARI		Company Secretar	0	

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

3

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
NAINA KRISHNA MI	01216114	Additional director	14/07/2023	Appointment
NAINA KRISHNA MI	01216114	Director	22/08/2023	Change in Designation
ARCHANA NIRANJ	00028037	Director	08/11/2023	Cessation

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

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

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	22/08/2023	96,267	154	75.11

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	14/04/2023	8	7	87.5
2	14/07/2023	8	7	87.5
3	13/10/2023	9	8	88.89
4	12/01/2024	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held

13

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	14/04/2023	4	4	100
2	Audit Committee	14/07/2023	4	4	100
3	Audit Committee	13/10/2023	4	4	100
4	Audit Committee	12/01/2024	4	4	100
5	Audit Committee	22/03/2024	4	3	75
6	Nomination and Remuneration	14/04/2023	3	3	100
7	Nomination and Remuneration	14/07/2023	3	3	100
8	Corporate Social Responsibility	14/04/2023	3	3	100
9	Corporate Social Responsibility	14/07/2023	3	3	100
10	Stakeholders Forum	13/10/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	16/09/2024
								(Y/N/NA)
1	SAMEER MANI	4	4	100	8	8	100	Yes
2	GEETA KALYAN	4	4	100	0	0	0	No

3	SAURABH SA	4	4	100	8	8	100	Yes
4	ANUJ JAIN	4	1	25	0	0	0	Yes
5	RAJENDRA D	4	4	100	13	13	100	Yes
6	ACHUTHAN S	4	4	100	0	0	0	Yes
7	RAHUL YOGE	4	4	100	5	5	100	No
8	NAINA KRISH	2	1	50	3	2	66.67	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

0

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

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SHAILENDER NAT	Chief Executive	49,980,000	0	0	2,520,000	52,500,000
2	SATYENDRA JIND	Chief Financial C	6,363,460	0	0	2,273,001	8,636,461
3	HEMA KUMARI	Company Secre	1,777,264	0	0	492,605	2,269,869
	Total		58,120,724	0	0	5,285,606	63,406,330

Number of other directors whose remuneration details to be entered

9

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SAMEER MANCHA	Non- Executive I	0	0	0	280,000	280,000
2	ARCHANA NIRANJ	Independent Dir	0	0	0	250,000	250,000
3	RAJENDRA DWAR	Independent Dir	0	0	0	340,000	340,000
4	SAURABH SANCHI	Non- Executive I	0	0	0	280,000	280,000
5	GEETA KALYANDA	Non- Executive I	0	0	0	200,000	200,000
6	ANUJ JAIN	Non- Executive I	0	0	0	50,000	50,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
7	ACHUTHAN SIDDH	Independent Dir	0	0	0	210,000	210,000
8	RAHUL YOGENDR	Independent Dir	0	0	0	260,000	260,000
9	NAINA KRISHNA M	Independent Dir	0	0	0	80,000	80,000
	Total		0	0	0	1,950,000	1,950,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

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

Yes No

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

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

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

Name

Nitin Gupta

Whether associate or fellow

Associate Fellow

Certificate of practice number

14087

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated (DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

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

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

To be digitally signed by

Director

 Digitally signed by SAMEER MANCHAN DA
Date: 2024.10.30 17:38:58 +05'30'

DIN of the director

To be digitally signed by

 Digitally signed by HEMA KUMARI
Date: 2024.10.30 17:15:16 +05'30'

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

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

Attach
Attach
Attach
Attach

List of attachments

MGT-8 Den Networks 2024 signed.pdf
Additional information_DEN.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

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

NITIN GUPTA

Company Secretary in Whole-Time Practice

FORM NO. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records, books and papers of **DEN NETWORKS LIMITED** ("the Company"), CIN: L92490MH2007PLC344765, having Registered Office at Unit No.116, First Floor, C Wing Bldg. No.2 Kailas Industrial Complex L.B.S Marg Park Site Vikhroli(W) Mumbai, Mumbai City – 400079, Maharashtra, as required to be maintained under the Companies Act 2013 ("the Act") and the Rules made thereunder for the financial year ended on March 31, 2024 ("Financial Year"). In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that:

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



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

NITIN GUPTA

Company Secretary in Whole-Time Practice

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

Place: New Delhi

Date: 29-10-2024

UDIN: F012404F001818331



NITIN GUPTA

Company Secretary in practice

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

Peer review certificate no.: 2293/2022

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



DEN NETWORKS LIMITED

**GIST OF ANNEXURES ATTACHED TO FORM MGT-7
FINANCIAL YEAR 2023-24**

Sr. No.	Particulars	Annexure No.	Page Nos.
1.	Field III Particulars of Holding, Subsidiary and Associate companies (including Joint Ventures)	Annexure 1	1
2.	Field VI (a) Shareholding Pattern- Promoters and Field VII - Number of Promoters, Members, Debenture Holders	Annexure 2	2-3
3.	Field VI (b) Shareholding Pattern - Public/Other than promoters	Annexure 3	4
4.	Field VI (c) Details of Foreign Institutional Investors' holding shares of the Company	Annexure 4	5-9
5.	Field IX - Meetings of Members/Class of Members/Board/Committees of Board of Directors (C) - Committee Meetings (D)- Attendance of Directors	Annexure 5	10
6.	Field X. Remuneration of Directors and Key Managerial Personnel	Annexure 6	11
7.	Designated Person under Rule 9 of Companies (Management and Administration) Rules, 2014	Annexure 7	12

CERTIFIED TO BE TRUE

For DEN NETWORKS LIMITED



Hema Kumari

Company Secretary & Compliance Officer

M. No. – F8087

Address: 671, Ground Floor, Niti Khand-1
Indirapuram, Ghaziabad, Uttar Pradesh- 201 014

DEN Networks Limited

CIN: L92490MH2007PLC344765

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

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

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

Landline: +91 22 25170178 || E-mail: den@denonline.in || www.dennetworks.com

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

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

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

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

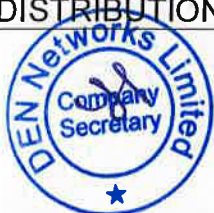


ANNEXURE 2

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

Please note that the information under “Promoter” category is related to “Promoter and Promoter Group Entities”. Further, as on March 31, 2024, the “Promoter and Promoter Group” of the Company stands as below:

S. No.	NAME	NO. OF SHARES HELD AS ON 31ST MARCH 2024	PERCENTAGE (%)	CATEGORY
1	SAMEER MANCHANDA	1,75,99,220	3.69	PROMOTER GROUP
2	KAVITA MANCHANDA	37,57,500	0.79	PROMOTER GROUP
3	VANDANA MANCHANDA	3,70,900	0.08	PROMOTER GROUP
4	SANJEEV MANCHANDA	25,000	0.01	PROMOTER GROUP
5	JIO FUTURISTIC DIGITAL HOLDINGS PRIVATE LIMITED	17,15,16,614	35.94	PROMOTER
6	JIO DIGITAL DISTRIBUTION HOLDINGS PRIVATE LIMITED	7,17,01,635	15.02	PROMOTER
7	JIO TELEVISION DISTRIBUTION HOLDINGS PRIVATE LIMITED	7,38,19,315	15.47	PROMOTER
8	RELIANCE INDUSTRIAL INVESTMENTS AND HOLDINGS LIMITED	14,87,160	0.31	PROMOTER GROUP
9	RELIANCE VENTURES LIMITED	4,61,520	0.10	PROMOTER GROUP
10	NETWORK18 MEDIA AND INVESTMENTS LIMITED	6,98,288	0.15	PROMOTER GROUP
11	LUCID SYSTEMS PRIVATE LIMITED	1,60,00,000	3.35	PROMOTER GROUP
12	ACCESS EQUITY PRIVATE LIMITED	22,800	0.00	PROMOTER GROUP
13	RELIANCE INDUSTRIES LIMITED*	-		PROMOTER GROUP
14	DIGITAL MEDIA DISTRIBUTION TRUST*	-		PROMOTER GROUP



15	RELIANCE CONTENT DISTRIBUTION LIMITED*	-		PROMOTER GROUP
16	JIO FINANCIAL SERVICES LIMITED (FORMERLY RELIANCE STRATEGIC INVESTMENTS LIMITED)*	-		PROMOTER GROUP
	TOTAL	35,74,59,952	74.90	

**are part of promoter group as per disclosures received under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011. However, they are not holding any shares in the Company.*

VI.(a) Total number of shareholders (promoters)

16@

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

Details	At the beginning of the year	At the end of the year
Promoters	16@	16@

@ As per information furnished by the Promoter and Promoter Group, there are/were 16 members forming part of Promoter and Promoter Group of the Company, of which 4 promoter group entities do not hold any shares.



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

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

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Clearing Members	8,862	0.00	0	0
2.	NBFC	800	0.00	0	0
3.	DNL Employees Welfare Trust	4,57,931	0.10	0	0

Note:

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



ANNEXURE 4

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

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

Details of Foreign Institutional Investors (FIIs) holding shares of the Company: 35

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

S. No.	NAME OF THE FII	ADDRESS	NUMBER OF SHARES HELD	% OF SHARES HELD
1	TENX CHARTS LIMITED	ORBIS FINANCIAL CORPORATION LTD 4 A, OCUS TECHNOPOLEIS GOLF CLUB ROAD, SECTOR-54 GURGAON	969000	0.20
2	CITRINE FUND LIMITED	4TH FLOOR RAFFLES TOWER 19 CYBERCITY EBENE	717500	0.15
3	EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSIONS GROUP INC. (DFAI DG)	6300 BEE CAVE ROAD BUILDING ONE AUSTIN TEXAS 78746 USA	522042	0.11
4	NAV CAPITAL VCC - NAV CAPITAL EMERGING STAR FUND	ICICI BANK LTD SMS DEPT, 1ST FLOOR, EMPIRE COMPLEX, 414, SB MARG, LOWER PAREL MUMBAI, MAHARASHTRA	465707	0.10
5	AXA IM EQUITY TRUST - AXA IM ALL COUNTRY ASIA PACIFIC	78 SIR JOHN ROGERSONS QUAY DUBLIN 2	360091	0.08



	JAPAN SMALL CAP EQUITY QI			
6	DIMENSIONAL EMERGING MARKETS VALUE FUND	6300 BEE CAVE ROAD BUILDING ONE AUSTIN TEXAS 78746 USA	357048	0.07
7	THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY	6300 BEE CAVE ROAD BUILDING ONE AUSTIN TEXAS 78746 USA	233564	0.05
8	COPTHALL MAURITIUS INVESTMENT LIMITED - ODI ACCOUNT	C/O CIM CORPORATE SERVICES LTD LES CASCADES BUILDING EDITH CAVELL STREET PORT LOUIS	190257	0.04
9	QUADRATURE CAPITAL VECTOR SP LIMITED	SUITE #7 GRAND PAVILION COMMERCIAL CENTRE 802 WEST BAY ROAD P.O. BOX 10250 GRAND CAYM	161904	0.03
10	AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKET S EQUITY ETF	4500 MAIN STREET KANSAS CITY MISSOURI	127790	0.03
11	NPB NEUE PRIVAT BANK AG - CLIENT	BNP PARIBAS HOUSE 1 NORTH AVENUE, MAKER MAXITY BANDRA KURLA COMPLEX, BANDRA EAST MUMBAI	100000	0.02
12	METIS EQUITY TRUST	1201 MARKET STREET SUITE 1202 WILMINGTON DE	95542	0.02



13	ALASKA PERMANENT FUND	801 WEST 10TH STREET JUNEAU ALASKA	89303	0.02
14	EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF D FA INVESTMENT DIMENSIONS GROUP INC.	6300 BEE CAVE ROAD BUILDING ONE AUSTIN TEXAS 78746 USA	84810	0.02
15	CITY OF NEW YORK GROUP TRUST	ONE CENTRE STREET NEW YORK NY 10007 2341	78066	0.02
16	EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	20 TRITON STREET REGENTS PLACE LONDON NW1 3BF U K	74707	0.02
17	CUSTODY BANK OF JAPAN, LTD. RE: SMTB AXA IM EMERGING SMALL CAP EQUITY MOTHER FUND	8 12 HARUMI 1 CHOME CHUO KU TOKYO JAPAN	72948	0.02
18	CC&L Q EMERGING MARKETS EQUITY UCITS FUND, A SUB-FUND OF CONNOR, CLARK & LUNN UCITS ICAV	2ND FLOOR BLOCK E IVEAGH COURT HARCOURT ROAD DUBLIN 2 LEINSTER	66849	0.01
19	EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENSIONAL FUNDS II PUBLIC LIMITED COMPANY	25/28 NORTHWALL QUAY DUBLIN I	55228	0.01
20	EMERGING MARKETS VALUE FUND OF DIMENSIONAL FUNDS P LC	25/28 NORTHWALL QUAY DUBLIN 1	53350	0.01



21	EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	6300 BEE CAVE ROAD BUILDING ONE	51088	0.01
22	PINE OAK GLOBAL FUND	ORBIS FINANCIAL CORPORATION LTD. 4 A, OCUS TECHNOPOLEIS SECTOR 54, GOLF CLUB ROAD GURGAON	50823	0.01
23	GOVERNMENT PENSION FUND GLOBAL	BANKPLASSEN 2 P O BOX 1179 SENTRUM OSLO 0107	49795	0.01
24	EMERGING MARKETS SUSTAINABILITY CORE EQUITY FUND OF DIMENSIONAL FUNDS PLC	25/28 NORTH WALL QUAY DUBLIN	41740	0.01
25	WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	6300 BEE CAVE ROAD BUILDING ONE AUSTIN TEXAS 78746 USA	41201	0.01
26	EMERGING MARKETS EX CHINA CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	SUITE 820 7 ST. PAUL STREET BALTIMORE MARYLAND	40999	0.01
27	DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND	25/28 NORTH WALL QUAY DUBLIN 1	37843	0.01
28	GLOBAL DELTA EMERGING MARKETS FUND, LP	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	35302	0.01



29	LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM	202 WEST FIRST STREET SUITE 500 LOS ANGELES CALIFORNIA	23701	0.00
30	MORGAN STANLEY ASIA (SINGAPORE) PTE. - ODI	23 CHURCH STREET 16-01 CAPITAL SQUARE SINGAPORE	20693	0.00
31	UBS FUND MANAGEMENT (SWITZERLAND) AG ON BEHALF OF SIHL INSTITUTIONAL FUND - AKTIEN EMERGING MARKETS	AESCHENPLATZ 6	18193	0.00
32	EMERGING MARKETS TARGETED VALUE PORTFOLIO	6300 BEE CAVE ROAD BUILDING ONE	17185	0.00
33	CC&L Q GLOBAL SMALL CAP EQUITY FUND	2300 1111 WEST GEORGIA STREET VANCOUVER BRITISH COLUMBIA	605	0.00
34	AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EMERGING MARKETS EQUITY ETF	4500 MAIN STREET KANSAS CITY MISSOURI	481	0.00
35	JOHN HANCOCK FUNDS II EMERGING MARKETS FUND	601 CONGRESS STREET BOSTON MA 02210 2805 USA	139	0.00
TOTAL:			5305494	1.11



ANNEXURE 5

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

(C) - COMMITTEE MEETINGS

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

S. No.	Type of Meeting	Date of Meeting	Total Number of Members as on the date of Meeting	Attendance	
				Number of Members attended	% of attendance
11	Risk Management Committee	07/07/2023	4	4	100
12	Risk Management Committee	13/10/2023	4	4	100
13	Risk Management Committee	12/01/2024	4	4	100

(D) – ATTENDANCE OF DIRECTORS

S. No.	Name of Director	Board Meetings			Committee Meetings			Whether attended AGM Held on
		Number of meetings which director was entitled to attend	Number of meetings attended	% of attendance	Number of meetings which director was entitled to attend	Number of meetings attended	% of attendance	(Y/N/NA)
1	Archana Niranjn Hingorani*	3	3	100	10	10	100	Not Applicable

* Dr. (Ms.) Archana Niranjn Hingorani completed her second term of office as an Independent Director of the Company on November 08, 2023 and accordingly, she ceased to be a Director of the Company.



ANNEXURE 6

FIELD X: REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

NUMBER OF OTHER DIRECTORS WHOSE REMUNERATION DETAILS TO BE ENTERED

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

Dr. (Ms.) Archana Nirajan Hingorani completed her second term of office as an Independent Director of the Company on November 08, 2023 and accordingly, she ceased to be a Director of the Company.

Ms. Naina Krishna Murthy was appointed as an Independent Director of the Company w.e.f. July 14, 2023.



ANNEXURE 7

DESIGNATED PERSON UNDER RULE 9 OF COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014

The Board of Directors of the Company, in terms of sub-rule 4 of Rule 9 of the Companies (Management and Administration) Rules, 2014, appointed Mrs. Hema Kumari, Company Secretary and Compliance Officer, as the Designated Person for the purpose of furnishing and extending co-operation for providing, information to the Registrar of Companies or any such other officer authorised by the Ministry of Corporate Affairs with respect to beneficial interest in shares of the Company.

