

Date: April 15, 2019

To, BSE Limited The Corporate Relationship Department, P J Towers, Dalal Street, Mumbai - 400001 BSE Security Code: 533162	To, National Stock Exchange of India Limited Listing Department "Exchange Plaza" Bandra Kurla Complex Bandra (E), Mumbai – 400051 NSE Trading Symbol: HATHWAY
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Sub: Outcome of the Board Meeting held on April 15, 2019 and Submission of Audited Standalone and Consolidated Financial Results for the quarter and year ended March 31, 2019

Dear Sir/Madam,

In continuation of our letter dated 7th April 2019, we wish to inform you that the Board of Directors of the Company at its meeting held today has interalia :

1. Approved the Audited Standalone and Consolidated Financial Results for the quarter /year ended March 31, 2019 as recommended by the Audit Committee

The Audited Standalone and Consolidated Financial Results for the quarter / year ended March 31, 2019 prepared in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") together with Auditors' Report are enclosed herewith.

The Results are also being uploaded on the Company's website at www.hathway.com.

In terms of SEBI Circular CIR/CFD/CMD/56/2016 dated May, 27, 2016, we hereby declare and confirm that M/s. Nayan Parikh & Co., Statutory Auditors have issued audit reports with unmodified opinion on the Audited Standalone and Consolidated Financial Results for the quarter and year ended March 31, 2019.

2. Approved seeking alteration to the Articles of Association of the Company in the ensuing Annual General Meeting of the Company instead of seeking the approval of the shareholders of the Company through postal ballot as was approved at the meeting of the Board of Directors of the Company held on January 30, 2019.

We would like to inform you that the said Meeting commenced at 3:00 pm and concluded at 6:20 p.m.

Kindly take the aforesaid on record and acknowledge the receipt.

FOR HATHWAY CABLE AND DATACOM LIMITED



AJAY SINGH

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



Encls: As above

Hathway Cable and Datacom Limited

805/806, "Windsor", Off C.S.T. Road, Kalina, Santacruz (E), Mumbai - 400 098. Tel : + 91 022 67742500 Fax : + 91 022 67742400

Regd. Off.: "Rahejas", 4th Floor, Corner of Main Avenue & V.P. Road, Santacruz (W), Mumbai - 400 054.

Tel : + 91 022 26001306 Fax : + 91 022 26001307 Email : info@hathway.net Website : www.hathway.com

CIN No. L64204MH1959PLC011421

(Amount: Rupees in Crores)

AUDITED STANDALONE & CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2019									
Particulars	Standalone					Consolidated			
	Quarter ended		Year ended		March 31, 2018	Year ended		March 31, 2018	March 31, 2019
	March 31, 2019	December 31, 2018	March 31, 2018	March 31, 2019		March 31, 2018			
							Audited		
1. Income									
a. Revenue from Operations	132.42	134.85	145.74	527.63	544.54	1,558.29	1,534.62		
b. Other Income (Refer Note 6)	40.97	8.56	3.50	54.86	11.97	60.91	9.74		
Total Income	173.39	143.41	149.24	582.49	556.51	1,619.20	1,544.36		
2. Expenses									
a. Pay Channel Cost	-	-	-	-	-	609.85	569.35		
b. Operational Expenses	31.90	33.27	32.25	122.54	128.99	253.30	263.90		
c. Employee Benefits Expense	13.05	13.55	11.14	49.84	41.91	82.86	76.99		
d. Finance Cost	25.56	20.57	23.37	102.58	78.34	220.80	152.76		
e. Depreciation, Amortization and Impairment	28.19	32.85	25.63	115.92	97.19	352.41	334.70		
f. Other Expenses (Refer Note 6)	45.14	36.73	43.31	164.14	148.63	303.50	288.75		
Total Expenses	143.84	136.97	135.70	555.02	495.06	1,822.72	1,686.45		
3. Profit / (Loss) before Exceptional Items & Tax Expenses (1-2)	29.55	6.44	13.54	27.47	61.45	(203.52)	(142.09)		
4. Exceptional Items (Refer Note 7)	84.54	-	0.92	84.54	(16.21)	429.62	5.34		
5. Share of Profit / (Loss) of Associates / Joint Ventures	-	-	-	-	-	6.58	39.13		
6. Profit / (Loss) before Tax (3+4+5)	(54.99)	6.44	12.62	(57.07)	77.66	(626.56)	(108.30)		
7. Tax expense									
a. Current Tax	-	-	-	-	-	0.06	0.09		
b. Deferred Tax Income (Net) (Refer Note 5)	267.67	-	-	267.67	-	438.95	0.53		
8. Net Profit / (Loss) for the Period (6-7)	212.68	6.44	12.62	210.60	77.66	(187.67)	(107.86)		
9. Other Comprehensive Income / (Loss) (Net of Tax)									
Items that will not be reclassified to profit or loss:									
a. Re-measurements of defined benefit plans	(0.38)	(0.17)	0.85	(0.22)	1.26	(0.05)	2.59		
b. Gain on Fair value of Investment	1.07	-	-	1.07	-	1.07	-		
c. Share of Profit / (Loss) of Associates / Joint Ventures	-	-	-	-	-	0.16	0.13		
d. Income tax relating to items that will not be reclassified to profit or (loss)	-	-	-	-	-	(0.04)	(0.07)		
10. Total Other Comprehensive Income / (Loss) (after Tax)	0.69	(0.17)	0.85	0.85	1.26	1.14	2.65		
11. Total Comprehensive Income / (Loss) (after Tax) (8+10)	213.37	6.27	13.47	211.45	78.92	(186.53)	(105.21)		
12. Profit / (Loss) attributable to :									
- Owners of the Parent	-	-	-	-	-	(187.57)	(99.08)		
- Non Controlling Interests	-	-	-	-	-	(0.10)	(8.78)		
13. Other Comprehensive Income / (Loss) attributable to:									
- Owners of the Parent	-	-	-	-	-	1.13	(1.38)		
- Non Controlling Interests	-	-	-	-	-	0.01	4.03		
14. Total Comprehensive Income / (Loss) attributable to:									
- Owners of the Parent	-	-	-	-	-	(186.44)	(100.46)		
- Non Controlling Interests	-	-	-	-	-	(0.09)	(4.75)		
15. Paid-Up Equity share capital (Face Value of Rs. 2/- each)	354.02	172.26	166.10	354.02	166.10	354.02	166.10		
16. Other Equity	-	-	-	3,948.03	887.80	3,285.49	626.29		
17. Earning Per Share - (basic and diluted) (in Rs.) *	1.42	0.08	0.15	2.08	0.94	(1.90)	(1.30)		

* EPS is not annualised for the Quarter ended December 31, 2018 and Quarter ended March 31, 2019

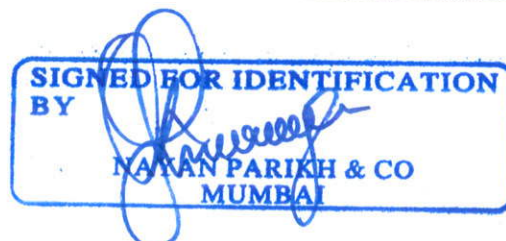
SIGNED FOR IDENTIFICATION
BY
NATAN PARIKH & CO
MUMBAI



(Amount: Rupees in Crores)

AUDITED STANDALONE AND CONSOLIDATED STATEMENT OF ASSETS & LIABILITIES AS AT MARCH 31, 2019

Particulars	Standalone		Consolidated	
	As at		As at	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
	Audited	Audited	Audited	Audited
ASSETS				
1. Non-Current Assets				
a. Property, Plant and Equipment	751.75	740.73	1,440.65	1,641.63
b. Capital Work In Progress	51.56	39.07	103.60	55.68
c. Goodwill	-	-	92.20	92.20
d. Other Intangible Assets	51.98	18.41	99.12	78.14
e. Investment in Joint Venture and Associates	-	-	637.20	641.73
f. Financial Assets				
i) Investments	1,083.73	1,089.74	3.24	2.17
ii) Loans	23.91	27.67	22.94	29.24
iii) Other financial assets	13.03	15.55	27.81	28.41
g. Deferred Tax Assets (Net) (Refer Note 5)	267.67	-	440.82	1.87
h. Other Non-Current Assets	43.95	88.44	99.78	144.80
Total Non-Current Assets	2,287.58	2,019.61	2,967.36	2,715.87
2. Current Assets				
a. Inventories	12.98	15.64	14.97	17.66
b. Financial Assets				
i) Investments	2,993.56	-	2,995.66	-
ii) Trade Receivables	6.50	30.18	120.77	390.44
iii) Cash and Cash Equivalents	53.12	4.47	81.91	30.85
iv) Bank balance other than above	50.00	0.00	71.09	0.75
v) Loans	80.25	65.51	19.24	24.95
vi) Other financial assets	1.98	0.81	12.24	4.12
c. Current Tax Assets (Net)	42.54	-	44.73	3.17
d. Other Current Assets	29.61	39.89	95.87	80.95
Total Current Assets	3,270.54	156.50	3,456.48	552.89
Non-current assets classified as held for sale	-	-	-	0.60
Total Assets	5,558.12	2,176.11	6,423.84	3,269.36
EQUITY AND LIABILITIES				
1. Equity				
a. Equity Share Capital	354.02	166.10	354.02	166.10
b. Other Equity	3,948.03	887.80	3,285.49	626.29
Equity attributable to Owners of the Company	4,302.05	1,053.90	3,639.51	792.39
Non-Controlling Interests	-	-	(0.84)	(3.88)
Total Equity	4,302.05	1,053.90	3,638.67	788.51
2. Non-Current Liabilities				
a. Financial Liabilities				
i) Borrowings	800.18	483.20	1,456.68	848.81
ii) Other Financial Liabilities	9.63	6.75	14.76	11.91
b. Provisions	2.78	0.83	4.68	3.31
c. Deferred Tax Liabilities (Net)	-	-	-	-
d. Other Non-Current Liabilities	3.38	2.86	89.93	148.86
Total Non-Current Liabilities	815.97	493.64	1,566.05	1,012.89
3. Current Liabilities				
a. Financial Liabilities				
i) Borrowings	2.40	30.44	77.81	158.76
ii) Trade Payables	-	-	-	-
Total outstanding dues of micro enterprises and small enterprises	43.98	48.36	259.32	162.04
Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	-	-
iii) Other Financial Liabilities	308.00	458.29	683.96	933.53
b. Other Current Liabilities	85.42	89.45	197.43	207.17
c. Provisions	0.30	2.03	0.60	6.40
d. Current Tax Liabilities (Net)	-	-	-	0.06
Total Current Liabilities	440.10	628.57	1,219.12	1,467.96
Total Equity and Liabilities	5,558.12	2,176.11	6,423.84	3,269.36



Notes to results

- 1 The above results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on April 15, 2019.
- 2 These results have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.
- 3 Figures for the quarter ended March 31, 2019 are the balancing figures between audited figures in respect of the full financial year and the published year to date unaudited figures up to the third quarter of the year ended March 31, 2019.
- 4 During the quarter, the Company has allotted on preferential basis 908,810,000 equity shares of Rs. 2 each at a premium of Rs. 30.35 per share to the following entities (the "Acquirers") aggregating to Rs. 2,940 crores representing 51.34% of post allotment equity share capital of the Company:

Name of the Acquirer	No. of equity shares	(Amount: Rupees in Crores)
Jio Content Distribution Holdings Private Limited	53,46,98,609	1,729.75
Jio Internet Distribution Holdings Private Limited	21,42,96,755	693.25
Jio Cable and Broadband Holdings Private Limited	15,98,14,636	517.00
Total	90,88,10,000	2,940.00

Pursuant to the aforesaid preferential allotment, the Acquirers have acquired sole control of the Company and the Acquirers and the Persons Acting in Concert (PAC) namely Reliance Industries Limited, Digital Media Distribution Trust, Reliance Content Distribution Limited and Reliance Industrial Investments and Holdings Limited have become part of the 'promoter and promoter group' of the Company. Further, on February 26, 2019 the Acquirers acquired an aggregate of 364,891,215 equity shares representing 20.61% 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 in the Company stood at 1,273,701,215 equity shares of the Company representing 71.96% of the total paid-up equity share capital of the Company.

- 5 The deferred tax assets recognised during the quarter is mainly in respect of unabsorbed depreciation allowance available for set off for indefinite period in terms of applicable tax laws. Considering the revision in business plans and growth strategy of the Group, pursuant to fresh infusion of equity capital and implementation of New Tariff Order, the Management is reasonably certain of future taxable income and hence recovery of such deferred tax assets.
- 6 The above financial results includes gain/(loss) on account of foreign exchange fluctuation classified respectively under Other Income / Other Expenses:

Particulars	Standalone			Consolidated		
	Quarter ended		Year Ended	Year ended		
	March 31, 2019	December 31, 2018		March 31, 2019	March 31, 2018	
- Net Gain / (Loss) on Foreign Exchange Fluctuation	0.94	3.07	(4.95)	(11.58)	(2.10)	(0.44)
Total	0.94	3.07	(4.95)	(11.58)	(2.10)	(0.44)

(Amount: Rupees in Crores)



7 Exceptional items include :

(Amount: Rupees in Crores)

	Standalone					Consolidated	
	Quarter ended			Year Ended		Year ended	
	March 31, 2019	December 31, 2018	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
- Impairment of trade receivables, advances & exposure to certain entities including Joint Ventures **	49.74	-	-	49.74	-	333.92	10.07
- Impact of Arbitration award	-	-	-	-	-	-	4.26
- (Gain) / Loss on sale of shares of Non-Current Investments *	-	-	0.92	-	(16.21)	-	(12.23)
- Write down to Property Plant and Equipments **	8.93	-	-	8.93	-	69.83	-
- Expenses relating to equity infusion **	25.87	-	-	25.87	-	25.87	-
- Expenses relating to increase in authorised share capital	-	-	-	-	-	-	3.23
Total	84.54	-	0.92	84.54	(16.21)	429.62	5.34

* Sale of 72 Lakhs shares of GTPL Hathway Limited under Offer to sale @ ₹ 170 per share . The holding of the Company has reduced from 50% to 37.32%.

** In view of the New Regulatory Framework for Broadcasting & Cable services sector notified by the Telecom Regulatory Authority of India (TRAI), which has come into effect during the quarter resulting into changes in pricing mechanism & arrangements amongst the Company, LCOs and Broadcasters as well as equity infusion ; the Management, based on a review, has provided for (a) impairment of trade receivables, advances & exposure to certain entities including JVs; (b) write down to the recoverable value of certain assets ; (c) expenses relating to equity infusion. These adjustments, having one-time, non-routine material impact on financial statements, hence been disclosed as "Exceptional Item in Financial Results".



Products and services from which reportable segments derive their revenues

Information reported to Chief Operating Decision Maker (CODM) for the purpose of resource allocation and assessment of segment performance focuses on types of services provided. No Operating segments have been aggregated in arriving at reporting segments in the Group. Specifically, the Group reportable segments under Ind AS 108 are Broadband Business and Cable Television.

Consolidated Segment Revenue and Results :

The following is an analysis of the Group's revenue and results from continuing operations by reportable segments.

Particulars	(Amount: Rupees in Crores)			
	Segment Results		Segment Results	
	As at March 31, 2019	As at March 31, 2019	As at March 31, 2018	As at March 31, 2018
Broadband Business	(a)	527.63	42.01	544.54
Cable Television	(b)	1,030.66	(457.46)	990.08
	(a) + (b)	1,558.29	(415.45)	1,534.62
Less: Inter Segment revenue				0.92
Total		1,558.29	(415.45)	1,534.62
Add: Other un-allocable income net of un-allocable expenditure			3.11	0.92
Add: Share of profit / (loss) of Joint Ventures			6.58	4.41
Less: Finance costs			220.80	39.13
Profit Before Tax			(626.56)	152.76
				(108.30)

Consolidated Segment Assets & Liabilities

Particulars	As at March 31, 2019	As at March 31, 2018
Segment Assets		
Broadband Business	(a)	1,044.84
Cable Television	(b)	1,080.75
Total Segment Assets	(a) + (b)	2,125.59
Unallocated		4,298.25
Consolidated Total Assets		6,423.84
Segment Liabilities		
Broadband Business	(a)	267.76
Cable Television	(b)	529.02
Total Segment Liabilities	(a) + (b)	796.78
Unallocated		1,988.39
Consolidated Total Liabilities		2,785.17

For the purposes of monitoring segment performance and allocating resources between segment

- All assets are allocated to reportable segments other than investments, loans to related parties, deferred tax assets.
- All liabilities are allocated to reportable segments other than borrowings

9 The figures for the corresponding periods have been reclassified and/or regrouped, wherever necessary to conform to the figures of the current period.

Place : Mumbai
Date : April 15, 2019

For Hathway Cable and Datacom Limited

Rajan Gupta
Rajan Gupta
Managing Director
DIN: 07603128



(Amount: Rupees in Crores)

**STATEMENT OF STANDALONE & CONSOLIDATED AUDITED FINANCIAL RESULTS
FOR THE QUARTER AND YEAR ENDED MARCH 31, 2019**

	Standalone				Consolidated	
	Quarter ended		Year ended		Year ended	
	March 31, 2019 Audited	December 31, 2018 Unaudited	March 31, 2018 Audited	March 31, 2019 Audited	March 31, 2019 Audited	March 31, 2018 Audited
1 Total Income from Operations	173.39	143.41	149.24	582.49	1,619.20	1,544.36
2 Net Profit / (Loss) for the Period (before Tax and Exceptional Items)	29.55	6.44	13.54	27.47	(203.52)	(142.09)
3 Net Profit / (Loss) for the Period before Tax (after Exceptional Items)	(54.99)	6.44	12.62	(57.07)	(626.56)	(108.30)
4 Net Profit / (Loss) for the Period after Tax	212.68	6.44	12.62	210.60	(187.67)	(107.86)
5 Total Comprehensive Income / (Loss) for the Period (comprising Profit / (Loss) for the Period after Tax and Other Comprehensive Income (after Tax))	213.37	6.27	13.47	211.45	(186.53)	(105.21)
6 Paid up Equity Share Capital (Face value of Rs. 2/- each)	354.02	172.26	166.10	354.02	354.02	166.10
7 Earning Per Share - (basis, diluted and not annualised) (in Rs.)	1.42	0.08	0.15	2.08	(1.90)	(1.30)

Note :-

1 The above is an extract of the detailed format of Financial Results filed with the Stock Exchanges under Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the Quarterly and Yearly Financial Results are available on the Stock Exchange website (www.bseindia.com and www.nseindia.com) and on the Company website (www.hathway.com).

Place : Mumbai
Date : April 15, 2019



For Hathway Cable and Datacom Limited

Rajg. Gupta
Rajan Gupta
Managing Director
DIN:07603128

NAYAN PARIKH & CO.

(REGISTERED)

CHARTERED ACCOUNTANTS

OFFICE NO. 9, 2ND FLOOR, JAIN CHAMBERS, 577, S.V. ROAD, BANDRA (WEST), MUMBAI 400050, INDIA.

PHONE : (91-22) 2640 0358, 2640 0359

Auditor's Report on Annual Standalone Financial Results of Hathway Cable and Datacom Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

To

The Board of Directors

Hathway Cable and Datacom Limited

Mumbai

1. We have audited the accompanying statement of financial results which includes standalone financial results of **Hathway Cable and Datacom Limited** ("the Company") for the quarter and the year ended March 31, 2019 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circular No. CIR / CFD / FAC / 62 / 2016 dated July 5, 2016.
2. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been compiled from the related standalone financial statements which have been prepared in accordance with Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Companies Act, 2013 ("the Act") read with the relevant rules issued thereunder and other accounting principles generally accepted in India. Attention is drawn to the fact that the figures for the quarter ended March 31, 2019 and the corresponding quarter ended in the previous year as reported in the Statement are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures up to the end of the third quarter of the current and previous financial year respectively. The figures up to the end of the third quarter of the respective financial year are only reviewed and not subjected to audit. Our responsibility is to express an opinion on the Statement based on our audit of such financial statements.
3. We conducted our audit in accordance with the Standards on Auditing referred to in the Act. Those standards require that we plan and perform the audit to obtain reasonable assurance as to whether the financial results are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant



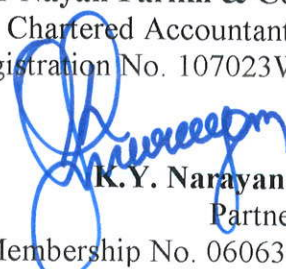
estimates made by the management. We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our audit opinion.

4. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
- (i) is presented in accordance with requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR / CFD / FAC / 62 / 2016 dated July 5, 2016 in this regards; and
 - (ii) gives a true and fair view in conformity with the Ind AS and other accounting principles generally accepted in India of the net profit, total comprehensive income and other financial information of the Company for the quarter and year ended March 31, 2019.
5. We draw your attention to note no 5 and 7 in respect of recognition of deferred tax assets and exceptional items comprising of impairment of trade receivables and exposure to certain entities including joint ventures; and write down of property, plant & equipments respectively. Our opinion is not modified in respect of these matters.

Mumbai
Dated: April 15, 2019



For Nayan Parikh & Co.
Chartered Accountants
Firm Registration No. 107023W


K.Y. Narayana
Partner
Membership No. 060639

NAYAN PARIKH & CO.

(REGISTERED)

CHARTERED ACCOUNTANTS

OFFICE NO. 9, 2ND FLOOR, JAIN CHAMBERS, 577, S.V. ROAD, BANDRA (WEST), MUMBAI 400050, INDIA.

PHONE : (91-22) 2640 0358, 2640 0359

Auditor's Report on Annual Consolidated Financial Results of Hathway Cable and Datacom Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors
Hathway Cable and Datacom Limited
Mumbai

1. We have audited the accompanying statement of financial results which includes consolidated financial results of **Hathway Cable and Datacom Limited** ("the Company") and its subsidiaries (the Company and its subsidiaries together referred to as "the Group"), its joint ventures and its associates for the year ended March 31, 2019 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Circular No. CIR / CFD / FAC / 62 / 2016 dated July 5, 2016.
2. This Statement which is the responsibility of the Company's management and approved by the Board of Directors, has been compiled from the related consolidated financial statements which have been prepared in accordance with the Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Companies Act, 2013 ("the Act") read with the relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on our audit of such consolidated financial statements.
3. We conducted our audit in accordance with the Standards on Auditing referred to in the Act. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.



4. In our opinion and to the best of our information and according to the explanations given to us, and based on consideration of the reports of other auditors on standalone financial statements / consolidated financial statements and other financial information of subsidiaries, joint ventures and associates referred to in Para 5 below, the Statement:

- (i) includes the standalone financial results / consolidated financial results wherever applicable, of the following entities:

S. No.	Name of the Entities
	Subsidiaries
1	Hathway Bhawani Cabletel and Datacom Ltd*
2	Hathway Digital Private Ltd*
3	Hathway Broadband Pvt Ltd
4	Hathway Krishna Cable Pvt Ltd
5	Bee Network and Communication Pvt Ltd
6	Hathway Nashik Cable Network Pvt Ltd
7	Hathway Kokan Crystal Network Pvt Ltd
8	Hathway Cnet Pvt Ltd
9	Channels India Network Pvt Ltd
10	Hathway Enjoy Cable Network Pvt Ltd
11	Hathway JMD Farukhabad Cable and Datacom Pvt Ltd
12	Chennai Cable Vision Network Pvt Ltd
13	Hathway Media Vision Pvt Ltd
14	Elite Cable Network Pvt Ltd
15	Hathway United Cables Pvt Ltd
16	UTN Cable Communication Pvt Ltd
17	Hathway Space Vision Cabletel Pvt Ltd
18	Hathway Gwalior Cable and Datacom Pvt Ltd
19	Ideal Cables Pvt Ltd
20	Binary Technology Transfers Pvt Ltd
21	Hathway Internet Satellite Pvt Ltd
22	ITV Interactive Media Pvt Ltd
23	Liberty Media Vision Pvt Ltd
24	Vision India Network Pvt Ltd
25	Win Cable Data com Pvt Ltd
26	Hathway Mantra Cable and Datacom Pvt Ltd
27	Hathway New Concept Cable and Datacom Pvt Ltd
28	Hathway Software Developers Pvt Ltd
29	Hathway Mysore Cable Network Pvt Ltd
	Joint Ventures
30	Hathway Digital Saharanpur Cable and Datacom Pvt Ltd
31	Hathway MCN Pvt Ltd
32	Hathway Channel 5 Cable and Datacom Pvt Ltd
33	Net 9 Online Hathway Pvt Ltd
34	Hathway Cable MCN Nanded Pvt Ltd



35	Hathway Latur MCN Cable and Datacom Pvt Ltd
36	Hathway Palampur Cable Network Pvt Ltd
37	Hathway ICE Television Pvt Ltd
38	Hathway Sonali OM Crystal Cable Pvt Ltd
39	Hathway Prime Cable and Datacom Pvt Ltd
40	Hathway SS Cable & Datacom LLP
41	Hathway Sai Star Cable and Datacom Pvt Ltd
42	Hathway Dattatray Cable Network Pvt Ltd
	Associates
43	GTPL Hathway Ltd*
44	Hathway VCN Cablenet Pvt Ltd
45	Pan Cable Services Pvt Ltd

***Consolidated Financial Statements**

- (ii) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No. CIR / CFD / FAC / 62 / 2016 dated July 5, 2016 in this regards; and
- (iii) gives a true and fair view in conformity with Ind AS and other accounting principles generally accepted in India of the consolidated net loss, consolidated total comprehensive income and other financial information of the Group for the year ended March 31, 2019.
5. We did not audit financial statements, as considered in the consolidated financial results, in respect of (a) 27 subsidiaries, whose standalone financial statements reflect total assets of ₹63.07 crores as at March 31, 2019 and total revenues of ₹50.61 crores for the year ended on that date; (b) 1 subsidiary, whose consolidated financial statements reflect total assets of ₹1,374.34 crores as at March 31, 2019 and total revenues of ₹1,037.30 crores for the year ended on that date; (c) 1 associate, whose consolidated financial statements include the Group's share of net profit of ₹7.15 crores; and (d) 14 joint ventures and 2 associates, whose standalone financial statements include the Group's share of net profit of ₹1.07 crores for the year ended on March 31, 2019. These financial statements and other financial information have been audited by other auditors whose reports have been furnished to us by the Management of the Company and our conclusion on the Statement, to the extent they have been derived from such financial statements is based solely on the reports of such other auditors.

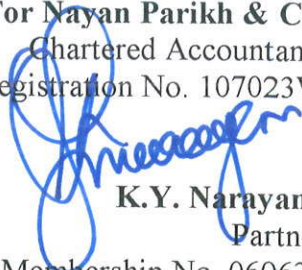
Our opinion is not modified in respect of this matter.



6. We draw your attention to note no 5 and 7 in respect of recognition of deferred tax assets and exceptional items comprising of impairment of trade receivables and exposure to certain entities including joint ventures; and write down of property, plant & equipments respectively. Our opinion is not modified in respect of these matters.

Mumbai
Dated: April 15, 2019



For Nayan Parikh & Co.
Chartered Accountants
Firm Registration No. 107023W

K.Y. Narayana
Partner
Membership No. 060639