



**SITI Networks Limited**

UG Floor, FC-19 & 20, Sector-16 A, Film City,

Noida, Uttar Pradesh-201301, India

**Tel:** +91-120-4526700

**Website :** www.sitinetworks.com

February 20, 2026

To,

The General Manager  
Corporate Relationship Department  
BSE Limited  
Phiroze Jeejeeboy Towers  
Dalal Street, Fort,  
Mumbai- 400 001  
**BSE Scrip Code: 532795**

The Manager  
Listing Department  
National Stock Exchange of India limited  
Plaza, 5<sup>th</sup> Floor, Plot no. C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai- 400 051  
**NSE Scrip Symbol: SITINET**

**Kind Attn. : Corporate Relationship Department**

**Subject : Submission of Annual Financial Statements (both Standalone and Consolidated) for the financial year ended March 31, 2025, of the Company without holding the AGM**

Dear Sir/Madam,

This letter pertains to the submission of Audited Financial Results of Siti Networks Ltd. (the "**Company**") for the financial year ended March 31, 2025, without convening the Annual General Meeting (AGM) of the Company.



**Regd. Off. :** Unit No. 38, 1st Floor, A Wing, Madhu Industrial Estate, P.B. Marg, Worli, Mumbai - 400 013

**Tel. :** +91-22-43605555 **CIN No. :** L64200MH2006PLC160733

## **BACKGROUND AND LEGAL FRAMEWORK**

We submit the following for your kind consideration:

### **1. Corporate Insolvency Resolution Process Status**

By order dated February 22, 2023 (the "**Admission Order**"), the Hon'ble National Company Law Tribunal, Mumbai Bench III (the "**NCLT**") admitted the Company into a Corporate Insolvency Resolution Process (the "**CIRP**") under the Insolvency and Bankruptcy Code, 2016 (the "**I&B Code**"). Mr. Rohit Mehra was initially appointed as the Interim Resolution Professional (the "**IRP**") and subsequently confirmed as the Resolution Professional (the "**RP**") by the Committee of Creditors (the "**CoC**"). By the Admission Order, the Hon'ble NCLT directed that the management of the Company vest in the IRP/RP during the CIRP. A copy of the Admission Order is annexed as **Annexure A**.

## **PROCEDURAL HISTORY REGARDING AGM EXTENSION**

### **2. Technical Constraints and Initial Attempts**

#### **(i) e-Form GNL-1 Filing Attempt (September 18, 2025)**

On September 18, 2025, the Company attempted to file e-Form GNL-1 to seek an extension of time for holding the AGM. However, the filing could not be completed as the MCA system displayed an error message indicating that *filing is not permitted for companies whose Corporate Identification Number (CIN) is under CIRP*. A grievance was accordingly raised with the MCA vide ticket no. FO\_202509182743236. The MCA confirmed that such filing is currently restricted. Supporting documentation, including the error screenshot, grievance copy, and corresponding MCA/ICSI emails, is enclosed as **Annexure B**.

#### **(ii) First e-Form GNL-2 Application (September 30, 2025)**

Given the technical infeasibility of filing e-Form GNL-1, the Company filed an application under Section 96 of the Companies Act, 2013, seeking an extension of three (3) months for holding the Annual General Meeting via e-Form GNL-2 vide SRN AB7865443 on

September 30, 2025. A copy of covering letter detailing the above-mentioned supporting arguments filed as an attachment to e-Form GNL-2 vide SRN AB7865443, and a copy of MCA paid challan are enclosed as **Annexure C**

**(iii) ROC Query and Initial Response (October 1, 2025)**

In response to the said e-form, the Company received an email from the office of the Registrar of Companies (ROC) on October 1, 2025, with the following queries and a direction to resubmit the said e-form by October 16, 2025:

*“Companies Act, 2013 does not allow AGM extension form to be filed under GNL-2. Additionally, if the Company is under CIRP- 1. **Kindly provide Section/rule of Companies Act, 2013 or IBC under which RP is required to conduct AGM** 2. **Kindly provide section/rule of Companies Act, 2013 or IBC under which RP would send notice to shareholders for the AGM and shareholders could vote therein.**”*

A copy of this email is enclosed as **Annexure D**.

The ROC's remarks clearly indicate that neither a company undergoing CIRP is required to conduct an AGM, nor can the RP send AGM notices to shareholders or enable shareholders to cast votes. However, this interpretation requires further clarification with reference to the applicable legal framework.

**(iv) Company's First Response to ROC Queries**

The Company submitted comprehensive responses to the above queries on October 6, 2025, *inter alia*, addressing the following points:

- a) Sections 17 and 23 of the I&B Code, 2016, vest the management and powers of the corporate debtor under CIRP in the IRP/RP, thereby suspending the powers of the Board of Directors. The IRP/RP is responsible for ensuring compliance with all applicable laws on behalf of the corporate debtor.

- b) Neither the Companies Act, 2013, nor the SEBI Listing Obligations and Disclosure Requirements (LODR) Regulations, 2016, provide exemptions or relaxations to companies under CIRP from holding AGMs as mandated under Section 96 of the Companies Act, 2013.
- c) Due to technical constraints in filing e-Form GNL-1, the Company sought extension through e-Form GNL-2 as the only available alternative.

A copy of this response is enclosed as **Annexure E**.

**(v) ROC Rejection of First Application**

Despite the Company's comprehensive response, the ROC rejected e-Form GNL-2 with the following remarks:

***"Under IBC there is no explicit provision which enables RP to call a meeting of shareholders. Further, under the waterfall mechanism, shareholders become creditors; accordingly, the request for AGM extension may not be considered."***

A screenshot of the MCA portal reflecting this rejection is enclosed as **Annexure F**.

**(vi) Second e-Form GNL-2 Application (November 6, 2025)**

On November 6, 2025, the Company filed a second application in e-Form GNL-2 vide SRN AB8843956, seeking the AGM extension with detailed supporting arguments, including:

- The CIRP status of the Company
- The authority of the RP under the I&B Code
- The RP's responsibility for compliance with all applicable laws
- Recognition by the MCA of the RP's statutory role

- Judicial and administrative precedents establishing the RP's responsibility for ensuring statutory and legal compliance under applicable laws, including filings under the Companies Act
- The purpose and necessity of filing e-Form GNL-1/GNL-2

A copy of covering letter detailing the above-mentioned supporting arguments filed as an attachment to e-Form GNL-2 vide SRN AB8843956, and a copy of MCA paid challan are enclosed as **Annexure G**.

**(vii) ROC Query on Second Application**

In response to the second e-Form, the ROC raised the following query:

**"Please see e-Form GNL-2 and attachment for Application under Section 96 of the Companies Act, 2013. The Company has attached a Request Letter. This is not the appropriate form for the said purpose."**

A copy of email dated November 10, 2025 received from ROC raising the above query, is enclosed herewith **Annexure – H**.

**(viii) Company's Second Response to ROC**

The Company vide letter dated November 24, 2026 submitted a detailed clarification in response to the ROC's query, addressing the following points:

- a) **CIRP Status and Going Concern Principle:** The Company is presently undergoing the Corporate Insolvency Resolution Process (CIRP) under the I&B Code and continues to operate as a going concern under the supervision of the Resolution Professional (RP) with the approval of the Committee of Creditors (CoC), as per Section 20(1) of the I&B Code. Shareholders become creditors under the waterfall mechanism only in a liquidation scenario. Since the Company is not under liquidation, it continues as a going concern, and

therefore, the need to hold or seek extension of the AGM under Section 96 of the Companies Act, 2013, remains valid and necessary.

b) **Legal Framework for Compliance:** Further, as per Sections 17 and 23 of the I&B Code:

- (i) Upon commencement of CIRP, the powers of the Board of Directors stand suspended and vest in the RP.
- (ii) The RP, vested with the management of the corporate debtor, is responsible for ensuring compliance with all applicable laws, including the Companies Act, 2013, and SEBI regulations.
- (iii) Neither the provisions of the Companies Act, 2013, nor any provisions of the SEBI LODR Regulations, 2016, provide any exemption or relaxation to companies under CIRP from holding Annual General Meetings. Accordingly, the corporate debtor is required to conduct the AGM in compliance with Section 96 of the Companies Act, 2013.
- (iv) Under Regulations 39(2) and 40A of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016, the RP is mandated to comply with all applicable laws on behalf of the corporate debtor. This necessarily includes compliance with provisions of the Companies Act, 2013, relating to filing of annual financial statements and returns.
- (v) Recognition by the MCA of the RP's statutory role
- (vi) Judicial and administrative precedents establishing the RP's responsibility for ensuring statutory and legal compliance under applicable laws, including filings under the Companies Act
- (vii) The purpose and necessity of filing e-Form GNL-1/GNL-2

A copy of this response is enclosed as **Annexure - I**.

**(ix) MCA Portal Approval and Non-Receipt of Extension Order (December 16, 2025)**

On December 16, 2025, the Company noted that, as per the records available on the MCA portal ([www.mca.gov.in](http://www.mca.gov.in)), the said e-Form GNL-2 had been approved. Accordingly, the Company sent a communication to your office requesting issuance of the order under the third proviso to Section 96(1) of the Companies Act, 2013, granting a three-month extension of time for holding the Annual General Meeting for the financial year ended March 31, 2025. A copy of this email is enclosed as **Annexure - J**. However, the Company did not receive the extension order.

**GROUNDINGS FOR FILING WITHOUT AGM**

**3. Grounds for Filing Audited Financial Results Without Holding AGM**

Considering:

- (i) The MCA rejection remark on the first e-Form GNL-2 filed on September 30, 2025 and re-submitted on October 8, 2025 vide SRN AB7865443, stating: *"Under IBC there is no explicit provision which enables RP to call a meeting of shareholders. Further, under the waterfall mechanism, shareholders become creditors; accordingly, the request for AGM extension may not be considered."*
- (ii) The non-receipt of the AGM extension order despite approval of the second e-Form GNL-2 filed on November 6, 2025 and re-submitted on November 25, 2025 vide SRN AB8843956.

The Company is filing the Audited Financial Results for the financial year ended March 31, 2025, in accordance with Section 137(2) of the Companies Act, 2013, without convening and holding the Annual General Meeting of the Company. At point no. 5(a) of e-Form AOC-4 XBRL, the Company has selected the option **"Not Applicable"**.

## REQUEST

You are hereby respectfully requested to:

1. Accept the Financial Statement for the financial year 2024-25, and also XBRL thereof, on record; and
2. Kindly note the circumstances under which the Company is unable to conduct the AGM as per the prescribed timeline and the procedural steps undertaken to secure the necessary extension.

Thanking you,

Yours faithfully,



**Rohit Mehra**

**Resolution Professional in the matter of Siti Networks Limited**

Siti Networks Limited is under Corporate Insolvency Resolution Process of the Insolvency and Bankruptcy Code 2016 vide NCLT order dated February 22, 2023

Email ID for Correspondence: [ip.sitinetworks@gmail.com](mailto:ip.sitinetworks@gmail.com) and [ip.siti@in.ey.com](mailto:ip.siti@in.ey.com)

*Rohit Mehra has been granted a certificate of registration to act as an Insolvency Professional by the Insolvency & Bankruptcy Board of India, his registration number is IP Registration No. IBBI/IPA-001/IP-P00799/2017-2018/11374. The affairs, business and property of Siti Networks Limited are being managed by Rohit Mehra, appointed as Resolution Professional by the Committee of Creditors in its Meeting held on September 1, 2023, under provisions of the Insolvency and Bankruptcy Code, 2016.*

IP Registration details are as under:

*IP Registration No. IBBI/IPA-001/IP-P00799/2017-2018/11374*

*AFA: AA1/11374/02/311226/108796 valid till 31.12.2026*

*Tower A 3403, Oberoi Woods, Oberoi Garden City, Goregaon East, Mumbai City, Maharashtra- 400063*

*Registered email id: [rohitemhra@hotmail.com](mailto:rohitemhra@hotmail.com)*

Legal Representation Request

**Annexure - A**

**IN THE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH  
COURT III**

**C.P. No. 690/IBC/MB/2022**

Under Section 7 of the Insolvency and  
Bankruptcy Code, 2016 read with Rule  
4 of the Insolvency and Bankruptcy  
(Application to Adjudication Authority)  
Rule 2016)

*In the matter of*

**INDUSIND BANK LIMITED**

Having registered office at: 2401 Gen  
Thimmayya Road, Cantonment, Pune,  
411001

**.....Financial Creditor**

**Vs**

**SITI NETWORKS LIMITED**

Unit 38, 1<sup>st</sup> Floor, A Wing, Madhu  
Industrial Estate, P.B. Marg, Worli,  
Mumbai- 400013

**.....Corporate Debtor**

**Reserved for order on: 02.02.2023**

**Order delivered on : 22.02.2023**

**Coram:**

Hon'ble Shri H.V. Subba Rao, Member (Judicial)

Hon'ble Ms. Madhu Sinha, Member (Technical)

**For the Applicant:** Mr. Ashish S Kamat a/w Pratiksha Agarwal, Adv.  
Vishnu Shriram i/b Khaitan & Co,

**For the Respondent:** Mr. Prathamesh Kamat a/w Shreni Shetty and  
Antara Kalambi i/b ANB Legal.

**Per: Shri H.V. Subba Rao, Member (Judicial)**

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1. This Company petition is filed by *INDUSIND BANK LIMITED* (hereinafter called as “Financial Creditor”) seeking to initiate Corporate Insolvency Resolution Process (CIRP) against *SITI NETWORKS LIMITED* (hereinafter called as “Corporate Debtor”) by invoking the provisions of Section 7 Insolvency and bankruptcy code (hereinafter called “Code”) read with Rule 4 of Insolvency & Bankruptcy (Application to Adjudicating Authority) Rules, 2016 for resolution of an unresolved Financial Debt of Rs. 1,48,82,90,236.22/- (Indian Rupees One Hundred and Forty-Eight Crores, Eighty-two Lakhs, Ninety thousand, Two Hundred Thirty-Six and Twenty-two paisa only).
2. The brief submissions of Financial Creditor are as under:
  - 2.1. The Corporate Debtor, Siti Networks Limited (“SNL”) is a company within the meaning of the Companies Act, 2013 and is a multi-system operator and provides television services across India. Corporate Debtor is a part of the Essel-Zee Group promoted by Dr Subhash Chandra and family.
  - 2.2. The Corporate Debtor has availed and the Financial Creditor has advanced credit facilities to the Corporate Debtor comprising 2 (two) term loans of INR 250,00,00,000 (Indian Rupees Two hundred fifty crore) (Term Loan 1”) and of INR 150,00,00,000 (Indian Rupees One hundred fifty crores) which has a sublimit bank guarantee of INR 95,00,00,000 (Indian Rupees Ninety five crores) (Term Loan 2”) as per the terms of Sanction Letter dated 29 June 2018 bearing ref. No: IBL/CAD/987/2018-19 (“Sanction Letter 1”), Sanction Letter dated 29 June 2018 bearing ref. No: IBL/CAD/988/2018-19 (“Sanction Letter 2”) and Sanction Letter dated 29 June 2018 bearing ref. No. IBL/CAD/989/2018-19 (“Sanction Letter 3”) (collectively,

“Sanction Letters”). Annexed and marked as Exhibit “A” is a copy of Sanction Letter dated 29 June 2018 bearing ref. No: IBL/CAD/987/2018-19, as Exhibit “B” is a copy of the Sanction Letter dated 29 June 2018 bearing ref. No: IBL/CAD/988/2018-19, and as Exhibit “C” is a copy of the Sanction Letter dated 29 June 2018 bearing ref. No. IBL/CAD/989/2018-19.

2.3. In terms of the Sanction Letters, a Hypothecation Agreement for Multi-Facility Purpose dated 24 August 2018 (“Loan Agreement”) was executed between the Financial Creditor and the Corporate Debtor which inter alia set out the terms and conditions on which Term Loan 1 and Term Loan 2 (collectively referred to as “Facilities”) were granted to Corporate Debtor.

2.4. The following amounts were disbursed by the Financial Creditor to the Corporate Debtor under the Facilities:

#### **Term Loan 1**

| <b>Date of Disbursement</b> | <b>Amount (INR)</b> |
|-----------------------------|---------------------|
| 19 September 2018           | 32,00,00,000/-      |
| 17 October 2018             | 40,96,02,313/-      |

#### **Term Loan 2**

| <b>Date of Disbursement</b> | <b>Amount (INR)</b> |
|-----------------------------|---------------------|
| 31 August 2018              | 5,46,00,000         |
| 17 September 2018           | 2,03,00,000         |
| 18 September 2018           | 9,00,00,000         |

|                  |              |
|------------------|--------------|
| 17 October 2018  | 15,89,00,000 |
| 26 October 2018  | 15,70,00,000 |
| 31 December 2018 | 35,00,00,000 |

2.5. In terms of the Sanction Letters, the Financial Creditor and Corporate Debtor entered into the DSRA Agreement whereby Corporate Debtor was inter alia required to:

- (a) Maintain in the DSRA Account, an amount till the 'Final Settlement Date', which should not be less than one quarter interest and next principal payment for the ensuing quarter ("DSRA Amount"). Further the Final Settlement Date is defined as the date on which all the dues of Corporate Debtor have been recovered and satisfied up-to the satisfaction of the Financial Creditor.
- (b) In case of any default in repayment of interest/principal amount due, the Financial Creditor has the right to appropriate the amount in the DSRA Account towards servicing Term Loan 1 and Term Loan 2, as the case maybe.
- (c) In the event of default, which includes non-payment of instalment/interest and non-maintenance of DSRA Amount in the DSRA Account, the Financial Creditor had the right to cancel the entire loan/facility and call upon Corporate Debtor to repay the entire outstanding under Term Loan 1 or Term Loan 2 or both within 30 calendar days or such period prescribed by Corporate Debtor.

2.6. In fact, Siti has not serviced the DSRA account since September 2019 when the first shortfall in maintaining funds in the DSRA Account occurred. Details of Interest recovered for Term Loan 2 from available balance in the DSRA Account (created at the time of loan disbursement in terms of the sanctioned terms) is as under:

| <b>Interest for the month of</b> | <b>Amount</b> | <b>Recovered on</b>         |
|----------------------------------|---------------|-----------------------------|
| June 2019                        | INR 67 lacs   | 6 <sup>th</sup> Sept 2019   |
| Nov 2019                         | INR 33 lacs   | 31 <sup>st</sup> Dec 2019   |
| Dec 2019                         | INR 68 lacs   | 27 <sup>th</sup> March 2020 |
| Jan-March 2020                   | INR 1.97 cr.  | 18 <sup>th</sup> April 2020 |
| <b>Total Recovery from DSRA</b>  |               | <b>INR 3.57 CR.</b>         |

2.7. By an email and a letter dated 12 September 2019 addressed by the Financial Creditor to the Corporate Debtor and copied to the DSRA Guarantor, Corporate Debtor was once again informed of the non-compliance as mentioned previously in the letter dated 15 July 2019. It was notified that the Corporate Debtor has delayed the principal and interest on the Facilities amounting to INR 8.32 Cr (includes interest overdue from June, July and August 2019). It was also notified that as per the terms of the Facilities, an amount of INR 0.67 Crores had been utilised from the available DSRA balance towards payment of overdue interest. Accordingly, Corporate Debtor was immediately called upon to deposit

the said amount of Rs. 0.67 crore in the DSRA Account to restore the required DSRA balance immediately as per the sanctioned terms. Further, the DSRA Guarantor was specifically called upon to replenish the shortfall in the DSRA Account within three working days in the event of the Corporate Debtor failing to fund the DSRA Account.

- 2.8. Further again by a letter dated 2 March 2020, the DSRA Guarantor was put to notice that in view of the continuing defaults with respect to Term Loan 2, if the Financial Creditor were to issue an event of default notice, then the obligation under the DSRA Guarantee would stand revised to the entire outstanding amount under Term Loan 2.
- 2.9. By email dated 4 March 2020, the Corporate Debtor was once again inter alia notified of continuing payment defaults under the Facilities being an overdue amount of INR 6.29 Cr towards principal and an amount of INR 1.30 Cr as on 31 December 2019 with respect to Term Loan 1 and an overdue amount of INR 1.99 Cr towards interest as on 31 December 2019 with respect to Term Loan 2.
- 2.10. Further, by email dated 5 March 2020, the Corporate Debtor and the DSRA Guarantor were put to notice that the DSRA Amount and obligation under the DSRA Guarantee Agreement has been enhanced to the entire outstanding principal and interest due under Term Loan 2 in event of the Financial Creditor calling an event of default under Term Loan 2. It is pertinent to note that the DSRA Guarantor did not respond to the aforesaid correspondences. It is also pertinent to note that there was already a shortfall of Rs. 0.67 Crores in the DSRA Account as on 5 March 2020 along with the overdue interest amount of INR 1.99 Crores since

December 2019, which the Corporate Debtor was immediately called upon to replenish vide the email dated 5 March 2020.

- 2.11. By letter and email dated 21 April 2020, the Corporate Debtor and the DSRA Guarantor were notified of the non-compliance of the sanction terms including the failure of the Corporate Debtor to maintain the DSRA amount as per the DSRA agreement since September 2019 and calling upon to pay an amount of INR 1,96,17,865.75 (INR One crore, ninety-six lakhs, seventeen thousand, eight hundred sixty-five and seventy-five paisa only).
- 2.12. Again by letter dated 21 April 2020, the Corporate Debtor and the DSRA Guarantor were notified of the various non-compliance that had occurred with respect to delay in servicing of interest dues; failure to maintain the required debt service reserve amount in accordance with the terms of the DSRA Agreement dated 24 August 2019 executed between the Corporate Debtor and the Financial Creditor for a continuous period since September 2019; failure to perfect security as per the transaction documents executed in relation to the facility for a continuous period since 30 November 2018; and downgrade in external credit rating of the Corporate Debtor since April 2019. The Financial Creditor and the DSRA Guarantor were called upon to rectify the abovementioned non-compliance, failing which the Corporate Debtor and DSRA Guarantor would be liable to forthwith repay in full the entire principal amount of INR 83,08,00,000 (Indian Rupees Eighty-three crore and eight lakhs only) in respect of Term Loan 2.

- 2.13. By an email dated 17 June 2020, the Financial Creditor had again notified the Corporate Debtor and the DSRA Guarantor of the continuous shortfall along with the event of default in the Corporate Debtor's account. The Financial Creditor vide this mail had asked the CFO to take note of the non-payment and ensure that the DSRA Guarantor complies with the executed commercial contracts failing which the Financial Creditor will take all possible legal recourse in the matter.
- 2.14. Without prejudice to its right to seek payment of the entire outstanding amount under Term Loan 2 from the DSRA Guarantor under the DSRA Guarantee, in view of the Corporate Debtor's statement in its letter dated 14 September 2020 that it is liable to fund the DSRA Account by INR 2 crores, the Financial Creditor called upon Corporate Debtor to fund the DSRA Account by INR 2 crores vide its email dated 17 September 2020. However, by an email dated 21 September 2020, Corporate Debtor has conveyed its inability to make payment of even the amount of INR 2 crores. It is submitted that this itself shows that the Corporate Debtor have no intention whatsoever of honouring their legal and contractual obligations to make payment to the Financial Creditor in respect of the Facilities.
- 2.15. By a letter dated 24 September 2020, the DSRA Guarantor responded to the Financial Creditor's letter dated 1 September 2020, for the very first time reiterating the erroneous stand taken the Corporate Debtor in its letter dated 14 September 2020 that the liability under the DSRA Guarantee was limited to INR 2 crores. The Financial Creditor has responded to the Corporate Debtor's letter

dated 14 September 2020 reiterating that as per the terms of the DSRA Guarantee, in view of the various events of default that have occurred in respect of the Facilities, including but not limited to failure to maintain the requisite amount in the DSRA account, the liability of the DSRA Guarantor under the DSRA Guarantee stood enhanced to the entire outstanding amount payable under Term Loan 2.

- 2.16. In view of the failure to rectify the various event of defaults under the Loan Agreement as notified from time to time, including default in payment of principal and interest amounts the Financial Creditor issued a Notice of Demand dated 1 October 2020, in terms of which the Financial Creditor accelerated the repayment BANK of Term Loan 2 and called upon the Corporate Debtor and the DSRA Guarantor to make payment of the entire outstanding amount under Term Loan 2 within a Period of 30 days.
- 2.17. Further, by an email dated 27 October 2020, the Corporate Debtor and the DSRA Guarantor were notified of the continuing defaults and called upon the DSRA Guarantor to immediately deposit the said amount failing which the Financial Creditor will take all consequent remedies without any further notice to the Corporate Debtor or the DSRA Guarantor.
- 2.18. By a notice of demand dated 25 April 2022, the Financial Creditor has called upon the Corporate Debtor to make the payment of an aggregate outstanding amount of INR 1,48,82,90,236.22 (Indian Rupees One hundred and forty-eight crores, eighty-two lakhs, ninety thousand, two hundred thirty-six and twenty-two paisa only) due and payable as on 31 March 2022 under the Facilities within 1

(one) business days of the issuance of the notice of demand. The Corporate Debtor has failed to make payment of the outstanding amounts under the Facilities.

2.19. In view of the above, it is manifestly evident that the Corporate Debtor has defaulted in its payment obligations to the Financial Creditor. All necessary pre- requisites of Section 7 are fulfilled, being existence of financial debt and an admitted default in payment by the Corporate Debtor of over INR 1 crore. The loans availed by the Corporate Debtor from the Consortium Lenders are public monies. The Financial Creditor, therefore, submits that this is a fit case for admission and commencement of corporate insolvency resolution process against the Corporate Debtor.

3. The Corporate Debtor filed very brief reply with routine pleas. The important paras of the reply are extracted hereunder for ready reference:

3.1. The Corporate Debtor states that the 'debt' and 'default' arise under the Loan Agreement dated 24<sup>th</sup> August 2018. However, the said Loan Agreement is insufficiently stamped under the provisions of the Maharashtra Stamp Act, 1958. As per sections 33 and 34 of the Maharashtra Stamp Act, insufficiently stamped documents cannot be looked into by the Court or tribunal in evidence. The Court or Tribunal has to examine the documents so produced to ascertain the stamp duty paid on them and if same are insufficiently stamped, the documents are to be impounded. The Loan Agreement therefore is legally inadmissible and unenforceable and are liable to be impounded by this Tribunal. As such, the Petitioner cannot claim that it is owed a 'financial debt' and that it is a 'financial creditor' under the

Code on the basis of a document that is legally unenforceable. Hence, the present petition filed for a debt/default arising out of an inadmissible document is not maintainable and liable to be dismissed.

- 3.2. Further, it is claimed by the Financial Creditor that the alleged default for Term Loan 2 has occurred on 01<sup>st</sup> November 2020. Hence, the present petition being filed for a default that has occurred on 1<sup>st</sup> November 2020 is hit by Section 10A of the Code, which provides that no petition under Section 7, 9 and 10 of the Code can ever be filed against a Corporate Debtor for any default occurring between the period 25<sup>th</sup> March 2020 and 24<sup>th</sup> March 2021 (“period of Suspension”). Therefore, the present petition under Section 7 of the Code, is not maintainable against the Corporate Debtor since the purported debt squarely falls within the cut-off date as per Section 10A of the Code.
- 3.3. It is submitted by the corporate debtor that a conference meeting was held on or about 15<sup>th</sup> April 2021 between several lenders including the Financial Creditor and representatives of the Corporate Debtor and discussions have been going on for restructuring of the debt facilities granted to the Corporate Debtor Company. The said debt restructuring model is at a proposal stage and majority of the lenders of the corporate debtor including the Financial Creditor have provided their approval for proceeding with the same.
- 3.4. At the further outset, without prejudice to the other submissions, it is submitted that assets mortgaged, hypothecated and/or pledged (as the case may be) to the petitioner are of a very high value and hence, the dues are

appropriately secured by the said assets. In light of the same, it is the humble submission of the Corporate Debtor that there is no need for commencement of the process of corporate insolvency resolution so far as the Corporate Debtor is concerned.

- 3.5. Upon perusal of the above submissions and objections, it is clear that the captioned petition deserves to be rejected.

### **FINDINGS**

1. Heard Mr. Ashish S. Kamat, counsel appearing for the Financial Creditor and Mr. Prathamesh Kamat, counsel appearing for the Corporate Debtor and perused the record.
2. As mentioned above in the forgoing paras, the Corporate Debtor is resisting the admission of the above Company Petition mainly on the following grounds:
  - i. The loan agreement is insufficiently stamped under the provisions of Maharashtra Stamp Act and the above Company Petition being filed on such insufficiently stamped document is not maintainable.
  - ii. The present Company Petition is signed and filed by Mr. Vipin Jagawat under specific Power of Attorney executed by another power of attorney holder Mr. Sushil Kumar Jain which amounts to sub-delegation of power by Sushil Kumar Jain and therefore the above CP needs to be dismissed for lack of “specific authorization” to Mr. Vipin Jagawat from the board.
  - iii. The default for term loan-II has occurred during covid period on 01.11.2020 and therefore the above CP is hit by Section 10A of the Code.
3. Mr. Prathamesh Kamat, counsel appearing for the Corporate Debtor fairly conceded that he is not pressing the argument on the

issue of insufficiency of stamp duty on the term loan agreement in view of the settled proposition of law on this aspect.

4. The next issue is with regard to authorization. In this regard, this Bench hereby observes that the specific power of attorney in favour of Mr. Vipin Jagawat executed by Mr. Sushil Kumar Jain clearly mentions that Mr. Sushil Kumar Jain was conferred upon such powers and authorities as are therein contained including the power to substitute and appoint one or more attorney or attorneys as the case may be for specific powers conferred upon him by the said power of attorney dated 27.04.2012 and both the said Mr. Sushil Kumar Jain and Mr. Vipin Jagawat are still in service of the bank. This specific power of attorney further authorises Mr. Vipin Jagawat to commence proceedings by or against the bank before any court/appellate court/DRT or any other tribunal or authorities. Therefore, the argument of Mr. Prathmesh Kamat with regard to sub-delegation of power by Sushil Kumar Jain does not arise in this case since Sushil Kumar Jain is empowered to appoint one or more attorney or attorneys under his power of attorney by the bank and it does not amount to sub-delegation of power by Mr. Sushil Kumar Jain. It is appropriate to mention here that the Hon'ble Supreme Court in *Rajendra Narottamdas Sheth an another Vs. Chandra Prakash Jain* and another after analysing the judgment of Hon'ble NCLAT in *Palogix Infrastructure* held that the power of attorney given to an officer of the Financial Creditor would amount to an "authorization" within the meaning of the "Code" and the bank officer can certainly file an application under Section 7 of the Code under a power of attorney. Therefore, the above plea with regard to lack of authorization to Mr. Jagawat also needs to be rejected.

5. The next plea is with regard to Section 10A of the code. It is the contention of the Corporate Debtor that the default for term loan-2 has occurred on 1<sup>st</sup> November 2020 during Covid period and therefore no Company Petition can be filed basing on such default as per law laid down by the Hon'ble Supreme Court in *Ramesh Kaymal Vs. M/s Siemens Gamesa Renewable Power Pvt. Ltd.* In this context it is appropriate to mention here that the present Company Petition is filed not only in respect of term loan-II but also in respect of term loan-I which default occurred on 30.06.2021. It is also appropriate to mention here that there was overdue amount of Rs. 1.40 cores towards interest for July and August 2019 in terms loan-2 which also constitutes a default and which empowers the financial creditor to claim entire amount in the event of default of either the interest or the principal amount and therefore the default in respect of term loan-2 is from September 2019 onwards till date. In this regard it is also appropriate to mention here that the Financial Creditor filed another Company Petition bearing CP No 221/2022 against Zee Entertainment Enterprises Ltd. who is the guarantor on behalf of Corporate Debtor herein i.e. Siti Network Ltd. in respect of term loan-2 basing on DSRA guarantee dated 24.08.2018 executed by Zee Entertainment Enterprises Ltd which was also admitted today along with the present company petition against Zee Entertainment Enterprises Ltd observing that date of default in respect of term loan-2 is September 2019 and therefore the above plea of the corporate debtor in this case with regard to term loan-2 is also not legally sustainable.
6. In view of the above and for the forgoing reasons, this tribunal is of the considered opinion that there is no merit in any of the above defences raised by the Corporate Debtor. This bench further

observes that the “debt” and “default” in this case duly stands proved and the petitioner has also suggested the name of proposed Interim Resolution Professional in part-3 of the Petition along with his consent letter in Form-2 and thus, the present Company Petition satisfies all the necessary requirement for admission and this bench did not find any reasons to dismiss the same. It is appropriate to mention here that the Final arguments in the above matter were concluded on 02.02.2023 and the matter was reserved for orders. Thereafter, the counsel appearing for the Corporate Debtor appears to have filed Additional Affidavit along with some documents without leave of this tribunal or notice to other side and made a mention to list this matter on board on 10.02.2023. Accordingly, the matter was taken on board on 14.02.2023 on which date the counsel appearing for the Financial Creditor was also present and opposed for taking the additional affidavit and documents on record after reserving the matter for orders. At this juncture, this tribunal orally clarified that it will not look into or consider the additional affidavit and documents without following procedure for filing appropriate application to reopen the matter and to take the documents on record which was not complied by Corporate Debtor. Therefore, this tribunal is deciding the above Company Petition basing on the material available on record.

7. Accordingly, the above Company Petition is admitted by passing the following:

**ORDER**

- a. The above Company Petition No. (IB) 690 (MB)/2022 is hereby allowed and initiation of Corporate Insolvency Resolution Process (CIRP) is ordered against *Siti Networks Limited*.
- b. This Bench hereby appoints **Rohit Mehra** (rohitmehra@hotmail.com) Insolvency Professional, Registration

No: IBBI/IPA-001/IP-P00799/2017-218/11374 having registered office at: Tower A 3403, Oberoi Woods, Oberoi Garden City, Goregaon East, Mumbai City, Maharashtra 400063 as the interim resolution professional to carry out the functions as mentioned under the Insolvency & Bankruptcy Code, 2016.

- c. The Financial Creditor shall deposit an amount of Rs.5 Lakhs towards the initial CIRP costs by way of a Demand Draft drawn in favour of the Interim Resolution Professional appointed herein, immediately upon communication of this Order. The IRP shall spend the above amount only towards expenses and not towards fee till his fee is decided by COC.
- d. That this Bench hereby prohibits the institution of suits or continuation of pending suits or proceedings against the corporate debtor including execution of any judgment, decree or order in any court of law, tribunal, arbitration panel or other authority; transferring, encumbering, alienating or disposing of by the corporate debtor any of its assets or any legal right or beneficial interest therein; any action to foreclose, recover or enforce any security interest created by the corporate debtor in respect of its property including any action under the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002; the recovery of any property by an owner or lessor where such property is occupied by or in the possession of the Corporate Debtor.
- e. That the supply of essential goods or services to the Corporate Debtor, if continuing, shall not be terminated or suspended or interrupted during moratorium period.
- f. That the provisions of sub-section (1) of Section 14 shall not apply to such transactions as may be notified by the Central Government in consultation with any financial sector regulator.

- g. That the order of moratorium shall have effect from the date of pronouncement of this order till the completion of the corporate insolvency resolution process or until this Bench approves the resolution plan under sub-section (1) of section 31 or passes an order for liquidation of corporate debtor under section 33, as the case may be.
- h. That the public announcement of the corporate insolvency resolution process shall be made immediately as specified under section 13 of the Code.
- i. During the CIRP period, the management of the corporate debtor will vest in the IRP/RP. The suspended directors and employees of the corporate debtor shall provide all documents in their possession and furnish every information in their knowledge to the IRP/RP.
- j. Registry shall send a copy of this order to the Registrar of Companies, Mumbai, for updating the Master Data of the Corporate Debtor.
- k. Accordingly, this Petition is admitted.
- l. The Registry is hereby directed to communicate this order to both the parties and to IRP immediately.

Sd/-

**MADHU SINHA**  
**MEMBER (TECHNICAL)**

Sd/-

**H.V. SUBBA RAO**  
**MEMBER (JUDICIAL)**

# ANNEXURE - B

GNL-1 - Application with Registrar x +

https://www.mca.gov.in/content/mca/global/en/mca/e-filing/approval-services-roc-rd-hq/GNL-1.html



**Form No. GNL-1**  
Form for filing an application with Registrar of Companies  
[Pursuant to the rule 12(2) of the Companies (Registration Offices and Fees) Rules, 2014]

Form Language  
 English  Hindi  
*Refer instruction kit for filing the form*

Applicant details      Attachment & Declaration      Review & Submit

All fields marked in \* are mandatory

### General Information

1(a) \*Purpose of filing

- Compounding of offences
- Extension of period of annual general meeting by three months
- Scheme of arrangement, amalgamation
- Others

### Applicant Details

2 \*Category of Applicant

Company

3 Corporate Identity Number (CIN) or Foreign Company Registration Number (FCRN)      OR      Enter Company Name To find CIN

Please enter a valid CIN

## CS&Legal

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**From:** companiesact2013 <companiesact2013@icsi.edu>  
**Sent:** Monday, September 22, 2025 2:52 PM  
**To:** CS&Legal  
**Subject:** Resolution Confirmation Mail Of V2/V3 Issues

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Dear Stakeholder,

This is a Confirmation e-mail from the ICSI-MCA V3 Team.

**MCA Ticket No.:** FO\_202509182743236

**Problem reported in Ticket:** Sir we are trying to file e-form GNL-1 pertaining to extension of period for holding the annual general meeting by three month of Siti Networks Ltd. having CIN: L64200MH2006PLC160733. However while prefilling CIN L64200MH2006PLC160733 at point no. 3 of e-form GNL-1 it shows invalid CIN. Even entering Company name to find CIN it shows no result. Enclosed herewith screen shot for your reference. You are requested to do the needful on priority. Regards Suresh Kumar

**Resolution provided in Ticket:** Dear SH, you can not file this form because CIN is under CIRP , only ACTIVE CIN can file for the purpose - Extension of period of annual general meeting by three months . Thanks, MCA support team.

**Mobile No.:**9811805461

Please confirm whether the concern which was raised in the above-mentioned ticket has been resolved or not: (Yes / No)

**If No, please share the latest PDFs / Screenshot of Errors / Video of Errors to understand the concern in a better way. Date and Time should be visible in screenshots and videos.**

**Notes:**

- ✓ In case, the concern which was raised in ticket is not resolved, kindly **RE-OPEN** the ticket instead of creating fresh ticket.
- ✓ Avoid creating multiple tickets for the same concern.
- ✓ In case, the concern which was raised in ticket is resolved but new concern is occurring, kindly raise a **FRESH** ticket.

**Thanks and Regards**

**Team**

**The ICSI**

## CS&Legal

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**From:** central <central.servicedesk@mca.gov.in>  
**Sent:** Friday, September 19, 2025 10:17 AM  
**To:** CS&Legal  
**Subject:** Regarding Ticket Number FO\_202509182743236 created at MCA Service Desk  
**Attachments:** GNL1 Error.jpg

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Dear Stakeholder,  
Your Service Request FO\_202509182743236 has been resolved by MCA Service Desk.  
Solution - Dear SH, you can not file this form because CIN is under CIRP , only ACTIVE CIN can file for the purpose - Extension of period of annual general meeting by three months . Thanks, MCA support team.

Please visit <MCA Services -> Complaints -> Track Service related Complaints> to view remarks on your ticket, and exercise the following actions:

1. My Issue is Resolved - If the reported issue has been resolved.
2. My Issue is Not Resolved - Reopen the Ticket, if the reported issue is not resolved.

Thanks,  
MCA Support Team

Note: Please note that the ticket will be auto closed in Five days, if no action is taken.  
This is a MCA21 system generated mail for your information and necessary action. Please do not reply to this mail.

## ANNEXURE - C



### SITI Networks Limited

UG Floor, FC-19 & 20, Sector-16 A, Film City,  
Noida, Uttar Pradesh-201301, India

**Tel:** +91-120-4526700

**Website :** www.sitinetworks.com

30 September 2025

To

The Registrar of Companies,  
Office of Registrar of Companies,  
100, Everest, Marine Drive,  
Mumbai- 400002,  
Maharashtra

**Dear Sir,**

**Subject : Application under Section 96 of the Companies Act, 2013 seeking extension of three (3) months for holding the Annual General Meeting of Siti Networks Limited.**

I would like to inform you that Siti Networks Limited ("Company") is currently undergoing the corporate insolvency resolution process ("CIRP") under the provisions of the Insolvency and Bankruptcy Code, 2016 ("Code"). The CIRP of the Company was initiated by the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT") vide its order dated 22 February 2023 ("Admission Order"), as upheld by the order of the Hon'ble National Company Law Appellate Tribunal dated 10 August 2023 ("NCLAT Order"). Mr. Rohit Ramesh Mehra was appointed as the Interim Resolution Professional of the Company and was subsequently confirmed as the Resolution Professional ("RP") by the Committee of Creditors ("CoC") of the Company. Upon admission into CIRP, all powers of the Board of Directors of the Company stood suspended, and management of the affairs of the Company vested with the RP in terms of the Code. Appropriate statutory disclosures in this regard have already been made with the Registrar of Companies ("RoC") and the



relevant stock exchanges. Copies of the Admission Order and the NCLAT Order are annexed hereto as **Annexure A (colly)**.

The Company, incorporated on 24 March 2006, is a public listed entity having its registered office at Unit No. 38, 1st Floor, A Wing, Madhu Industrial Estate, P.B. Marg, Worli, Mumbai City, Maharashtra – 400013. The Company is engaged in the business of distribution of television channels to its subscribers and its equity shares are listed on the BSE Limited and National Stock Exchange of India Limited.

As per Section 96(1) of the Companies Act, 2013 (“Companies Act”), every company, other than a One Person Company, is required to hold its Annual General Meeting (“AGM”) once every year, with not more than 15 months gap between two AGMs. Further, in case of the first AGM, a company is required to conduct the same within a period of 9 months from the date of closing of the first financial year and all subsequent AGMs are required to be conducted within a period of 6 months from the date of the closing of the financial year.

While the Company has complied with these requirements in the past, due to circumstances beyond the control of the RP and the Company during CIRP, convening the AGM within the stipulated period has become infeasible. For the financial year 2023-24, the Company had sought and was granted an extension of three months to hold its 18th AGM. For the financial year 2024-25, the Company is required to hold its 19th AGM on or before 30 September 2025 (“Due Date”) as per provisions of the Companies Act.

However, certain agenda items proposed to be placed before the members at the ensuing AGM—such as the appointment of Statutory Auditors in place of retiring auditors—require the prior approval of the CoC under Section 28(1)(m) of the Insolvency and Bankruptcy Codes, 2016 (“Codes”). The RP has already initiated the process of shortlisting suitable Chartered Accountant firms and is in the process of seeking CoC’s approval for their appointment.

Further, pursuant to the recent amendment to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), effective April 1, 2025, a listed company is required to appoint a peer-reviewed practicing company secretary or a firm of practicing company secretaries as Secretarial Auditor, with the approval of the members in general meeting. Such auditor can hold office for a maximum of five consecutive years (in case of an individual) or two such terms of five years (in case of a firm). The Company is in the process of identifying and appointing a practicing company secretary or a firm of practicing company secretaries as Secretarial Auditor, and such appointment would also form part of the agenda at the ensuing AGM.

Considering the above, it is unlikely that the AGM of the Company can be held on or before the Due Date. Accordingly, in my capacity as the Company Secretary and with due authorization from the RP, I hereby request your kind consideration to grant an extension of three months beyond 30 September 2025, so as to enable the Company to convene its 19th AGM on or before 31 December 2025. Such extension would be well within the time limits permissible under the third proviso to Section 96(1) of the Companies Act, 2013.

In this matter, we attempted to file e-Form GNL-1 but encountered issues while filling in the online details. Accordingly, a grievance was raised with MCA vide ticket no. FO\_202509182743236. In response, MCA informed us that **"SITI cannot file this form since the CIN is under CIRP; only an 'ACTIVE' CIN is permitted to file for the purpose of extension of the annual general meeting by three months."**

We are enclosing herewith, as **Annexure – B (Colly)**:

- (i) screenshot of the issue we encountered while filling in the online details in e-Form GNL-1,
- (ii) the grievance/complaint raised with MCA vide ticket no. FO\_202509182743236, and
- (ii) the emails received from MCA and the ICSI Team (on behalf of MCA) in response to our complaint.

Thanking you,

Yours faithfully,



**Rohit Mehra**

**Resolution Professional in the matter of Siti Networks Limited**

*Siti Networks Limited is under Corporate Insolvency Resolution Process of the Insolvency and Bankruptcy Code 2016 vide NCLT order dated February 22, 2023*

*Email ID for Correspondence: [ip.sitinetworks@gmail.com](mailto:ip.sitinetworks@gmail.com) and [ip.siti@in.ey.com](mailto:ip.siti@in.ey.com)*

*Rohit Mehra has been granted a certificate of registration to act as an Insolvency Professional by the Insolvency & Bankruptcy Board of India, his registration number is IP Registration No. IBBI/PA-001/IP-P00799/2017-2018/11374. The affairs, business and property of Siti Networks Limited are being managed by Rohit Mehra, appointed as Interim Resolution Professional under provisions of the Insolvency and Bankruptcy Code, 2016.*

*IP Registration details are as under:*

*IP Registration No. IBBI/PA-001/IP-P00799/2017-2018/11374*

*AFA: : AA1/11374/02/311225/107635 valid till 31.12.2025*

*Tower A 3403, Oberoi Woods, Oberoi Garden City, Goregaon East, Mumbai City, Maharashtra- 400063*

*Registered email id: [rohitemhra@hotmail.com](mailto:rohitemhra@hotmail.com)*

**MINISTRY OF CORPORATE AFFAIRS  
RECEIPT  
G.A.R.7**

**SRN:** AB7865443/ BharatKoshOrderId :1-21385688639

**Service Request Date:**  
30/09/2025

**SRN Date:** 30/09/2025 22:42:49

**RECEIVED FROM:**

**Name:** SURESH KUMAR

**Address:** I-127, GARHWALI MOHALLA LAXMI NAGAR EXT, SHAKARPUR, , East Delhi, East Delhi, Delhi, 110092

**ENTITY ON WHOSE BEHALF MONEY IS PAID**

**LLPIN/CIN/DIN:** L64200MH2006PLC160733

**Name:** SITI NETWORKS LIMITED

**Address:** Unit No. 38, 1st Floor A Wing Madhu Industrial Estate, P.B. Mar, g, Worli, Mumbai, Mumbai City, Maharashtra, 400013

**FULL PARTICULARS OF REMITTANCE**

**Service Type:** eFiling

| Service Description | Type of Fee  | Amount (Rs.) |
|---------------------|--------------|--------------|
| Fee for GNL-2       | Normal       | 600          |
|                     | Additional   | 0            |
|                     | <b>Total</b> | <b>600</b>   |

**Mode of Payment:** Online

**Received Payment Rupees:** Six Hundred Rupees Only.

Note: The defects or incompleteness in any respect in this application as noticed shall be placed on the Ministry's website(www.mca.gov.in). In case the application is marked as RSUB, please resubmit the application within the due date. Please track the status of your transaction at all times till it is finally disposed off. (please refer Rule 10 of the Companies (Registration offices and Fees) Rules, 2014)

**ANNEXURE - D**

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**Intimation of resubmission**

---

**From** noreply@mca.gov.in <noreply@mca.gov.in>

**Date** Wed 01/10/2025 12:52

**To** SURESHCS@LIVE.IN <SURESHCS@LIVE.IN>

Dear User,

With reference to your application for Form GNL-2 vide SRN AB7865443 Dated 30/09/2025, it is informed that your application is required to be resubmitted for rectification of defects as stated below:

Comments :-

GNL-2 has been filed for AGM extension. Companies Act, 2013 does not allow AGM extension form to be filed under GNL-2. Additionally, if the company is under CIRP- 1. Kindly provide Section/ rule of Companies Act, 2013 or IBC under which RP is required to conduct AGM 2. Kindly provide section/ rule of Companies Act, 2013 or IBC under which RP would send notice to shareholders for the AGM and shareholders could vote therein.

Please note that the application needs to be re-submitted by 16/10/2025. In case of failure to submit the application by the said date, the SRN will expire, and a fresh application would need to be filed.

Please visit [www.mca.gov.in](http://www.mca.gov.in) to resubmit the application.

Regards,

MCA21 Administrator

Note: This is a system generated mail and hence, no signature is required. Please do not reply to this mail.

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Notice: The information contained in this e-mail message and/or attachments to it may contain confidential or privileged information. If you are not the intended recipient, any dissemination, use, review, distribution, printing or copying of the information contained in this e-mail message and/or attachments to it are strictly prohibited. If you have received this communication in error, please notify us by reply e-mail or telephone and immediately and permanently delete the message and any attachments.

## ANNEXURE - E



**SITI Networks Limited**

UG Floor, FC-19 & 20, Sector-16 A, Film City,  
Noida, Uttar Pradesh-201301, India

**Tel:** +91-120-4526700

**Website :** www.sitinetworks.com

October 6, 2025

To

The Registrar of Companies,  
Office of Registrar of Companies,  
100, Everest, Marine Drive,  
Mumbai- 400002,  
Maharashtra

**Subject :** Application under Section 96 of the Companies Act, 2013 seeking extension of three (3) months for holding the Annual General Meeting of Siti Networks Limited.

**Ref. :** Your email dated October 1, 2025 in response to our application on above subject in e-Form GNL-2 filed vide SRN AB7865443, on September 30, 2025

Dear Sir,

This has reference to your email dated October 1, 2025, received from your good office in response to our e-Form GNL-2 filed vide SRN AB7865443 on September 30, 2025.

At the outset, we would like to submit the following for your kind consideration:

1. By way of its order dated 22 February 2023 ("**Admission Order**"), Hon'ble National Company Law Tribunal, Mumbai Bench III ("**NCLT**") admitted Siti Networks Limited ("**Siti**"/ "**Corporate Debtor**") into a corporate insolvency resolution process ("**CIRP**") under the provisions of Insolvency and Bankruptcy Code ("**I&B Code**") and appointed Mr. Rohit Mehra as the interim resolution professional ("**IRP**"). The committee of creditors ("**CoC**") subsequently confirmed the appointment of Mr. Rohit Mehra as the resolution professional ("**RP**"). Further, by way of the Admission



**Regd. Off. :** Unit No. 38, 1st Floor, A Wing, Madhu Industrial Estate, PB: Marg, Worli, Mumbai - 400 013  
**Tel. :** +91-22-43605555 **CIN No. :** L64200MH2006PLC160733

Order, the Hon'ble NCLT directed that the management of Siti would vest in IRP/ RP during the CIRP. A copy of the Admission Order is annexed and marked as **Annexure-A**.

2. Further, please note that as per Sections 17, read with Section 23 of the I&B Code:
  - i. Upon commencement of CIRP, the powers of the Board of Directors stand suspended, and vest in the RP.
  - ii. The RP, vested with the management of the corporate debtor, is responsible for ensuring compliance with all applicable laws, including the Companies Act, 2013 ("**CA13**") and SEBI regulations.
  - iii. Sections 17 and 23 of the I&B Code are reproduced below:

***"Section 17 : Management of affairs of corporate debtor by interim resolution professional:***

- (1) *From the date of appointment of the interim resolution professional,-*
  - (a) ***the management of the affairs of the corporate debtor shall vest in the interim resolution professional;***
  - (b) ***the powers of the board of directors or the partners of the corporate debtor, as the case may be, shall stand suspended and be exercised by the interim resolution professional;***
  - (c) *the officers and managers of the corporate debtor shall report to the interim resolution professional and provide access to such documents and records of the corporate debtor as may be required by the interim resolution professional;*
  - (d) *the financial institutions maintaining accounts of the corporate debtor shall act on the instructions of the interim resolution professional in relation to such accounts and furnish all information relating to the*

*corporate debtor available with them to the interim resolution professional.*

- (2) *The interim resolution professional vested with the management of the corporate debtor shall—*
- (a) *act and execute in the name and on behalf of the corporate debtor all deeds, receipts, and other documents, if any;*
  - (b) *take such actions, in the manner and subject to such restrictions, as may be specified by the Board;*
  - (c) *have the authority to access the electronic records of corporate debtor from information utility having financial information of the corporate debtor;*
  - (d) *have the authority to access the books of account, records and other relevant documents of corporate debtor available with government authorities, statutory auditors, accountants and such other persons as may be specified; and*
  - (e) ***be responsible for complying with the requirements under any law for the time being in force on behalf of the corporate debtor.***

*Section 23 - Resolution professional to conduct corporate insolvency resolution process:*

- (1) *Subject to section 27, the resolution professional shall conduct the entire corporate insolvency resolution process and manage the operations of the corporate debtor during the corporate insolvency resolution process period.*

*Provided that the resolution professional shall continue to manage the operations of the corporate debtor after the expiry of the corporate insolvency resolution process period, until an order approving the resolution plan under sub-section (1) of*

*section 31 or appointing a liquidator under section 34 is passed by the Adjudicating Authority.*

- (2) ***The resolution professional shall exercise powers and perform duties as are vested or conferred on the interim resolution professional under this Chapter.***
- (3) *In case of any appointment of a resolution professional under sub-sections (4) of section 22, the interim resolution professional shall provide all the information, documents and records pertaining to the corporate debtor in his possession and knowledge to the resolution professional.*

Further, please also note that neither the provisions of the CA13, nor any provisions of SEBI Listing Obligations and Disclosure Requirements) Regulations, 2016 (“**SEBI LODR**”) provide any exemption or relaxation to companies under CIRP from holding annual general meetings (“**AGMs**”). Accordingly, the Corporate Debtor is required to conduct the AGM in compliance with Section 96 of CA13.

3. In the present case, please note that on September 18, 2025, the Corporate Debtor tried to file e-Form GNL-1 for seeking an extension of time to hold the AGM. However, the filing could not be completed as the MCA system displayed an error stating that filing is not permitted for companies whose CIN is under CIRP. A grievance was accordingly raised with MCA vide ticket no. FO\_202509182743236. In reply, MCA confirmed that such filing is currently restricted. For ease of reference, we are enclosing herewith as **Annexure–B** (Colly) (i) Screenshot of the error encountered, (ii) Copy of the grievance lodged, (ii) Emails received from MCA and the ICSI Team in this regard.
4. It is respectfully submitted that while there is no exemption under the CA13 or SEBI LODR for companies under CIRP from compliance with AGM-related provisions, the technical restrictions on the MCA portal have prevented us from filing the requisite form. This practical difficulty should not prejudice the company’s statutory obligation to hold the AGM within the timeframe permitted under Section 96(1) of CA13.
5. Please also note that during the CIRP period of the Corporate Debtor, the company has held AGMs for the financial years 2022-23 and 2023-24 on September w29, 2023 and December 26, 2024 respectively. Further, for holding the AGM for the

financial year 2023-24, the RoC – Mumbai by way of its orders dated October 9, 2024, had granted a cumulative extension of 3 months to the Corporate Debtor for holding the AGM. A copy of the orders granting the extension of time are annexed and marked as **Annexure-C**.

In view of the above, we humbly request your good office to kindly grant us an extension of three months beyond September 30, 2025, enabling the Company to convene its 19th AGM on or before December 31, 2025. Such extension would be well within the limits prescribed Section 96(1) of the CA13.

We look forward to your kind consideration.

Thanking you,

Yours faithfully,



**Rohit Mehra**

**Resolution Professional in the matter of Siti Networks Limited**

*Siti Networks Limited is under Corporate Insolvency Resolution Process of the Insolvency and Bankruptcy Code 2016 vide NCLT order dated February 22, 2023*

*Email ID for Correspondence: [ip.sitinetworks@gmail.com](mailto:ip.sitinetworks@gmail.com) and [ip.siti@in.ey.com](mailto:ip.siti@in.ey.com)*

*Rohit Mehra has been granted a certificate of registration to act as an Insolvency Professional by the Insolvency & Bankruptcy Board of India, his registration number is IP Registration No. IBBI/IPA-001/IP-P00799/2017-2018/11374. The affairs, business and property of Siti Networks Limited are being managed by Rohit Mehra, appointed as Interim Resolution Professional under provisions of the Insolvency and Bankruptcy Code, 2016.*

*IP Registration details are as under:*

*IP Registration No. IBBI/IPA-001/IP-P00799/2017-2018/11374*

*AFA: : AA1/11374/02/311225/107635 valid till 31.12.2025*

*Tower A 3403, Oberoi Woods, Oberoi Garden City, Goregaon East, Mumbai City, Maharashtra- 400063*

*Registered email id: [rohitmehra@hotmail.com](mailto:rohitmehra@hotmail.com)*



EMPOWERING B  
REGULATOR • INT

### Remarks Description ANNEXURE - F

#### Resubmission/Rejection Comments

- Under IBC there is no explicit provision which enables RP to call a meeting of share holders , Further under the water fall mechanism share holder becomes a creditor according request to AGM extension may not be considered.

Ok

#### Identification Number

Search CIN/LLPIN/Name



#### Last Modified Date

From:

DD/MM/YYYY

To:

DD/MM/YYYY

#### SRN of E-Form

Search SRN number



#### USER ID

Enter USER ID



Clear filters

For SRN's not visible below, please use the filters options above.

Pending for Action

Under Processing

Approved

NTBR/Rejected

Cancelled

Payment Status

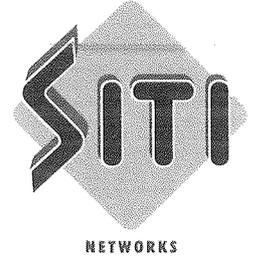
Certificates/Letters

Challans/Receipts

Notices/Orders

| Sr no. | Form  | Identification Number | Name of the entity / individual | SRN of e-form | Type | Status of the form          | Last modification date | Action button  |
|--------|-------|-----------------------|---------------------------------|---------------|------|-----------------------------|------------------------|--|
| 1      | GNL-2 | L64200MH2006PLC160733 | SITI NETWORKS LIMITED           | AB7865443     |      | Invalid Not taken on Record | 09/10/2025             | <a href="#">Download All</a> <a href="#">View Remark</a> |

## ANNEXURE - G



**SITI Networks Limited**

UG Floor, FC-19 & 20, Sector-16 A, Film City,  
Noida, Uttar Pradesh-201301, India

**Tel:** +91-120-4526700

**Website :** www.sitinetworks.com

November 6, 2025

To

The Registrar of Companies,  
Office of Registrar of Companies,  
100, Everest, Marine Drive,  
Mumbai- 400002,  
Maharashtra

**Subject : Clarification and Request for Consideration of AGM Extension Application GNL-1 through GNL-2.**

Respected Sir/Madam,

This is with reference to the rejection of **Form GNL-2 (for GNL-1)** filed vide **SRN AB7865443**, with the remarks stating that "Under IBC, there is no explicit provision which enables the Resolution Professional (RP) to call a meeting of shareholders. Further, under the waterfall mechanism, shareholders become creditors, accordingly request for AGM extension may not be considered". We are enclosing herewith as ANNEXURE – I (colly) Form GNL-2 filed vide SRN AB7865443 along with its enclosures and screenshot of MCA website wherein said rejection remark is reflecting.

In this regard, we respectfully submit the following clarification for your kind consideration and for granting approval of the Form GNL-2 (for GNL-1):

**1. Status of the Corporate Debtor – Going Concern under CIRP:**

The company is presently undergoing the **Corporate Insolvency Resolution Process (CIRP)** under the provisions of the *Insolvency and Bankruptcy Code, 2016 (IBC)* and is being operated as a **going concern** under the supervision of the **Resolution Professional (RP)** with the approval of the **Committee of Creditors (CoC)**, as per **Section 20(1)** of the IBC.



**Regd. Off. :** Unit No. 38, 1st Floor, A Wing, Madhu Industrial Estate, P.B Marg, Worli, Mumbai - 400 013  
**Tel. :** +91-22-43605555 **CIN No. :** L64200MH2006PLC160733

It is only in a **liquidation scenario** that shareholders become creditors under the waterfall mechanism. Since the company is **not under liquidation**, it continues as a going concern, and therefore, the need to **hold or seek extension of the Annual General Meeting (AGM)** under **Section 96 of the Companies Act, 2013** remains valid and necessary.

2. **Authority of the Resolution Professional under IBC:**

As per **Section 17(1)(b)** of the *IBC, 2016*, the powers of the Board of Directors stand suspended and are to be exercised by the **Resolution Professional**. Accordingly, the RP is entrusted with full control over the affairs of the company during CIRP.

3. **Obligation to Ensure Statutory Compliance:**

Under **Regulation 39(2)** and **Regulation 40A** of the *IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016*, the RP is mandated to comply with all applicable laws on behalf of the corporate debtor. This necessarily includes compliance with provisions of the *Companies Act, 2013* relating to filing of annual financial statements and returns.

4. **Recognition by MCA of RP's Statutory Role:**

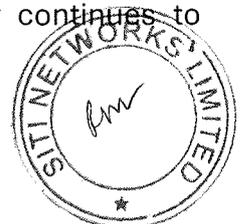
The **Ministry of Corporate Affairs (MCA)** has enabled the **Digital Signature Certificate (DSC)** of the RP to be used for filing e-forms such as **AOC-4** (Financial Statements) and **MGT-7/MGT-7A** (Annual Return). This recognition clearly establishes that the RP acts in place of the Board for the purpose of statutory compliances under the *Companies Act, 2013*, during the CIRP period.

5. **Judicial and Administrative Precedents:**

The **Hon'ble NCLT**, in cases such as *Innoventive Industries Ltd. v. ICICI Bank & Anr. (2017)* and *State Bank of India v. Alok Industries Ltd. (2018)*, has upheld that the Resolution Professional is responsible for managing the affairs of the corporate debtor as a going concern and ensuring all statutory and legal compliances under applicable laws, including filings under the *Companies Act, 2013*.

6. **Purpose of Filing Form GNL-1 for AGM Extension:**

In light of the above legal position, the filing of Form **GNL-2 (for GNL-1)** seeking extension of the AGM was made bona fide and in compliance with the *Companies Act, 2013*, read with the *Insolvency and Bankruptcy Code, 2016*. The intent was to ensure adherence to statutory obligations while the company continues to operate as a going concern under CIRP.



In view of the above, we humbly request your good office to kindly consider the AGM extension application and not reject the newly filed Form GNL-2 (for GNL-1), as the same has been filed in due compliance and with bona fide intent under the prevailing provisions of law.

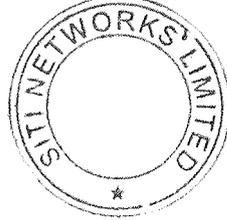
Thanking you,

Yours faithfully,

**For and on behalf of Siti Networks Limited**

*Rohit R. Mehra*

**Rohit Mehra  
Resolution Professional**



**IBBI Reg. No.: IBBI/IPA-001/IP/P-00799/2017-18/11374**

**Address: Tower A 3403, Oberoi Woods, Oberoi Garden City, Goregaon East, Mumbai City, Maharashtra-400063**

**E-mail ID: rohitmehra@hotmail.com**

**MINISTRY OF CORPORATE AFFAIRS  
RECEIPT  
G.A.R.7**

|                                      |   |
|--------------------------------------|---|
| <b>SRN:</b> AB8843956/1-22094408559  | <b>Service Request Date:</b> 07/11/2025 |
| <b>SRN Date:</b> 06/11/2025 14:31:08 |   |

**RECEIVED FROM:**

**Name:** LAXMAN SINGH KAIRA

**Address:**

**ENTITY ON WHOSE BEHALF MONEY IS PAID**

**LLPIN/CIN/DIN:** L64200MH2006PLC160733

**Name:** SITI NETWORKS LIMITED

**Address:** Unit No. 38, 1st Floor A Wing Madhu Industrial Estate, P.B. Mar, g, Worli, Mumbai, Mumbai City, 400013

**FULL PARTICULARS OF REMITTANCE**

**Service Type:** eFiling

| Service Description | Type of Fee | Amount (Rs.) |
|---------------------|-------------|--------------|
| Fee for GNL-2       | Normal      | 600          |
|                     | Additional  | 0            |
| <b>Total</b>        |             | <b>600</b>   |

**Mode of Payment:** Online

**Received Payment Rupees:** Six Hundred Rupees Only.

Note: The defects or incompleteness in any respect in this application as noticed shall be placed on the Ministry's website(www.mca.gov.in). In case the application is marked as RSUB, please resubmit the application within the due date. Please track the status of your transaction at all times till it is finally disposed off. (please refer Rule 10 of the Companies (Registration offices and Fees) Rules, 2014)

## ANNEXURE - H

CS&Legal

---

**From:** noreply@mca.gov.in  
**Sent:** Monday, November 10, 2025 5:28 PM  
**To:** CS&Legal  
**Subject:** Intimation of resubmission

**CAUTION:** This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Dear User,

With reference to your application for Form GNL-2 vide SRN AB8843956 Dated 06/11/2025, it is informed that your application is required to be resubmitted for rectification of defects as stated below:

Comments :-

Please see e-form to GNL2 and attachment for Application under Section 96 of the Companies for section 96 of the Companies Act, 2013. Company has attached Request Letter. This is not an appropriate form for said purpose .

Please note that the application needs to be re-submitted by 25/11/2025. In case of failure to submit the application by the said date, the SRN will expire, and a fresh application would need to be filed.

Please visit [www.mca.gov.in](http://www.mca.gov.in) to resubmit the application.

Regards,

MCA21 Administrator

Note: This is a system generated mail and hence, no signature is required. Please do not reply to this mail.

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Notice: The information contained in this e-mail message and/or attachments to it may contain confidential or privileged information. If you are not the intended recipient, any dissemination, use, review, distribution, printing or copying of the information contained in this e-mail message and/or attachments to it are strictly prohibited. If you have received this communication in error, please notify us by reply e-mail or telephone and immediately and permanently delete the message and any attachments.

## ANNEXURE - I



**SITI Networks Limited**

UG Floor, FC-19 & 20, Sector-16 A, Film City,  
Noida, Uttar Pradesh-201301, India

**Tel:** +91-120-4526700

**Website :** www.sitinetworks.com

November 24, 2025

To

The Registrar of Companies,  
Office of Registrar of Companies,  
100, Everest, Marine Drive,  
Mumbai- 400002,  
Maharashtra

**Subject : Clarification and Request for Consideration of AGM Extension Application  
GNL-1 through GNL-2.**

Respected Sir/Madam,

This is with reference to query(ies) raised in respect of **Form GNL-2 (for GNL-1)** filed vide **SRN AB8843956 dated November 6, 2025**, with the remarks stating that *“Please see e-form to GNL2 and attachment for Application under Section 96 of the Companies for section 96 of the Companies Act, 2013. Company has attached Request Letter. This is not an appropriate form for said purpose.”*

In this matter, we attempted to file e-Form GNL-1 but encountered issues while filling in the online details. Accordingly, a grievance was raised with MCA vide ticket no. FO\_202509182743236. In response, MCA informed us that **“SITI cannot file this form since the CIN is under CIRP; only an ‘ACTIVE’ CIN is permitted to file for the purpose of extension of the annual general meeting by three months.”**

We are enclosing herewith, as **Annexure – A (Colly)**:

- (i) screenshot of the issue we encountered while filling in the online details in e-Form GNL-1,
- (ii) the grievance/complaint raised with MCA vide ticket no. FO\_202509182743236, and

- (iii) the emails received from MCA and the ICSI Team (on behalf of MCA) in response to our complaint.

Further, we would like to state before your goodself the following:

**1. Status of the Corporate Debtor – Going Concern under CIRP:**

The company is presently undergoing the **Corporate Insolvency Resolution Process (CIRP)** under the provisions of the *Insolvency and Bankruptcy Code, 2016 (IBC)* and is being operated as a **going concern** under the supervision of the **Resolution Professional (RP)** with the approval of the **Committee of Creditors (CoC)**, as per **Section 20(1)** of the IBC.

It is only in a **liquidation scenario** that shareholders become creditors under the waterfall mechanism. Since the company is **not under liquidation**, it continues as a going concern, and therefore, the need to **hold or seek extension of the Annual General Meeting (AGM)** under **Section 96 of the Companies Act, 2013** remains valid and necessary.

**1. Relevant Provisions of IBC**

- (a) Please note that as per Sections 17, read with Section 23 of the I&B Code:
- (i) Upon commencement of CIRP, the powers of the Board of Directors stand suspended, and vest in the RP.
  - (ii) The RP, vested with the management of the corporate debtor, is responsible for ensuring compliance with all applicable laws, including the Companies Act, 2013 (“**CA13**”) and SEBI regulations.
- (b) Sections 17 and 23 of the I&B Code are reproduced below:

**“Section 17 : Management of affairs of corporate debtor by interim resolution professional:**

- (1) *From the date of appointment of the interim resolution professional,-*
- a. ***the management of the affairs of the corporate debtor shall vest in the interim resolution professional;***
  - b. ***the powers of the board of directors or the partners of the corporate debtor, as the case may be, shall stand suspended and be exercised by the interim resolution professional;***

- c. *the officers and managers of the corporate debtor shall report to the interim resolution professional and provide access to such documents and records of the corporate debtor as may be required by the interim resolution professional;*
  - d. *the financial institutions maintaining accounts of the corporate debtor shall act on the instructions of the interim resolution professional in relation to such accounts and furnish all information relating to the corporate debtor available with them to the interim resolution professional.*
- (2) *The interim resolution professional vested with the management of the corporate debtor shall—*
- a. *act and execute in the name and on behalf of the corporate debtor all deeds, receipts, and other documents, if any;*
  - b. *take such actions, in the manner and subject to such restrictions, as may be specified by the Board;*
  - c. *have the authority to access the electronic records of corporate debtor from information utility having financial information of the corporate debtor;*
  - d. *have the authority to access the books of account, records and other relevant documents of corporate debtor available with government authorities, statutory auditors, accountants and such other persons as may be specified; and*
  - e. ***be responsible for complying with the requirements under any law for the time being in force on behalf of the corporate debtor.***

**Section 23 - Resolution professional to conduct corporate insolvency resolution process:**

- (1) *Subject to section 27, the resolution professional shall conduct the entire corporate insolvency resolution process and manage the operations of the corporate debtor during the corporate insolvency resolution process period.*

*Provided that the resolution professional shall continue to manage the operations of the corporate debtor after the expiry*

*of the corporate insolvency resolution process period, until an order approving the resolution plan under sub-section (1) of section 31 or appointing a liquidator under section 34 is passed by the Adjudicating Authority.*

(2) ***The resolution professional shall exercise powers and perform duties as are vested or conferred on the interim resolution professional under this Chapter.***

(3) *In case of any appointment of a resolution professional under sub-sections (4) of section 22, the interim resolution professional shall provide all the information, documents and records pertaining to the corporate debtor in his possession and knowledge to the resolution professional.*

(c) Further, please also note that neither the provisions of the CA13, nor any provisions of SEBI Listing Obligations and Disclosure Requirements Regulations, 2016 (“**SEBI LODR**”) provide any exemption or relaxation to companies under CIRP from holding annual general meetings (“**AGMs**”). Accordingly, the Corporate Debtor is required to conduct the AGM in compliance with Section 96 of CA13.

## 2. **Authority of the Resolution Professional under IBC:**

As per **Section 17(1)(b)** of the *IBC, 2016*, the powers of the Board of Directors stand suspended and are to be exercised by the **Resolution Professional**. Accordingly, the RP is entrusted with full control over the affairs of the company during CIRP.

## 3. **Obligation to Ensure Statutory Compliance:**

Under **Regulation 39(2)** and **Regulation 40A** of the *IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016*, the RP is mandated to comply with all applicable laws on behalf of the corporate debtor. This necessarily includes compliance with provisions of the *Companies Act, 2013* relating to filing of annual financial statements and returns.

## 4. **Recognition by MCA of RP’s Statutory Role:**

The **Ministry of Corporate Affairs (MCA)** has enabled the **Digital Signature Certificate (DSC)** of the RP to be used for filing e-forms such as **AOC-4** (Financial Statements) and **MGT-7/MGT-7A** (Annual Return). This recognition clearly establishes that the RP acts in place of the Board for the purpose of statutory compliances under the *Companies Act, 2013*, during the CIRP period.

5. **Judicial and Administrative Precedents:**

The **Hon'ble NCLT**, in cases such as *Innoventive Industries Ltd. v. ICICI Bank & Anr.* (2017) and *State Bank of India v. Alok Industries Ltd.* (2018), has upheld that the Resolution Professional is responsible for managing the affairs of the corporate debtor as a going concern and ensuring all statutory and legal compliances under applicable laws, including filings under the *Companies Act, 2013*.

6. **Purpose of Filing Form GNL-1 for AGM Extension:**

- (i) In light of the above legal position, the filing of Form **GNL-2 (for GNL-1)** seeking extension of the AGM was made bona fide and in compliance with the *Companies Act, 2013*, read with the *Insolvency and Bankruptcy Code, 2016*. The intent was to ensure adherence to statutory obligations while the company continues to operate as a going concern under CIRP.
- (ii) In the present case, please note that on 18 September 2025, the Company tried to file e-Form GNL-1 for seeking an extension of time to hold the AGM. However, the filing could not be completed as the MCA system displayed an error stating that filing is not permitted for companies whose CIN is under CIRP. A grievance was accordingly raised with MCA vide ticket no. FO\_202509182743236. In reply, MCA confirmed that such filing is currently restricted. For ease of reference, we are enclosing herewith as **Annexure-A (Colly)** (i) Screenshot of the error encountered, (ii) Copy of the grievance lodged, (ii) Emails received from MCA and the ICSI Team in this regard

**In view of the above, we humbly request your good office to kindly consider the AGM extension application and not reject the newly filed Form GNL-2 (for GNL-1), as the same has been filed in due compliance and with bona fide intent under the prevailing provisions of law.**

Thanking you,

Yours faithfully,

**For and on behalf of Siti Networks Limited**



**Rohit Mehra**  
**Resolution Professional**

**IBBI Reg. No.: IBBI/IPA-001/IP/P-00799/2017-18/11374**

**Address: Tower A 3403, Oberoi Woods, Oberoi Garden City, Goregaon East, Mumbai City, Maharashtra- 400063**

**E-mail ID: rohitmehra@hotmail.com**

# ANNEXURE - J

## CS&Legal

---

**From:** CS&Legal  
**Sent:** Tuesday, December 16, 2025 6:19 PM  
**To:** 'roc.mumbai@mca.gov.in'  
**Cc:** Suresh Kumar  
**Subject:** Request for issuance of order under third proviso to Section 96(1) of the Companies Act, 2013 consequent upon approval of e Form GNL 2 (for GNL 1) filed vide SRN AB8843956  
**Attachments:** Request Letter\_Siti Networks.pdf

| Tracking: | Recipient                               | Delivery                      |
|-----------|---|-------------------------------|
|           | 'roc.mumbai@mca.gov.in'<br>Suresh Kumar | Delivered: 12/16/2025 6:22 PM |

Respected Sir/Madam,

This is with reference to e-Form GNL-2 (for GNL-1) filed vide SRN AB8843956 dated November 6, 2025 and resubmitted on November 25, 2026 (hereinafter referred to as the "said e-Form") seeking a three-month extension of time for holding the Annual General Meeting of Siti Networks Limited ("the Company") for the financial year ended March 31, 2025, in terms of the third proviso to Section 96(1) of the Companies Act, 2013.

In this regard, we respectfully submit as under:

- (i) As per the records available on the MCA portal (mca.gov.in), the said e-Form has been approved. A copy of the said e-Form along with the relevant screenshot of the MCA portal evidencing such approval is enclosed herewith as **Annexure I** for your ready reference.
- (ii) However, despite approval of the said e-Form, the Company has not yet received the formal order from your good office under the third proviso to Section 96(1) of the Companies Act, 2013 granting the requested three-month extension for holding the Annual General Meeting for the financial year ended March 31, 2025.

In view of the above, the Company humbly requests your good office to kindly issue the order under the third proviso to Section 96(1) of the Companies Act, 2013 granting a three-month extension of time for holding the Annual General Meeting of the Company for the financial year ended March 31, 2025.

Kindly acknowledge receipt of this email/letter and oblige.

Thanking you,

Yours truly,

For **Siti Networks Limited**

Suresh Kumar  
Company Secretary  
M. No. ACS 14390

**SITI Networks Limited**

UG Floor, FC-19 & 20, Sector-16 A, Film City,

Noida, Uttar Pradesh-201301, India

**Tel:** +91-120-4526700

**Website :** www.sitinetworks.com



December 16, 2025

To,

The Registrar of Companies,  
Office of Registrar of Companies,  
100, Everest, Marine Drive,  
Mumbai- 400002,  
Maharashtra

**Subject :** Request for issuance of order under third proviso to Section 96(1) of the Companies Act, 2013 consequent upon approval of e-Form GNL-2 (for GNL-1) filed vide SRN AB8843956

**Ref. :** Approved e-form Form GNL-2 (for GNL-1) filed vide SRN AB8843956 for extension of time for holding the AGM for FY 2024-25

Respected Sir/Madam,

This is with reference to e-Form GNL-2 (for GNL-1) filed vide SRN AB8843956 dated November 6, 2025 and resubmitted on November 25, 2026 (hereinafter referred to as the "said e-Form") seeking a three-month extension of time for holding the Annual General Meeting of Siti Networks Limited ("the Company") for the financial year ended March 31, 2025, in terms of the third proviso to Section 96(1) of the Companies Act, 2013.

In this regard, we respectfully submit as under:

- (i) As per the records available on the MCA portal (mca.gov.in), the said e-Form has been approved. A copy of the said e-Form along with the relevant screenshot of the MCA portal evidencing such approval is enclosed herewith as **Annexure I** for your ready reference.
- (ii) However, despite approval of the said e-Form, the Company has not yet received the formal order from your good office under the third proviso to Section 96(1) of the Companies Act, 2013 granting the requested three-month

extension for holding the Annual General Meeting for the financial year ended March 31, 2025.

In view of the above, the Company humbly requests your good office to kindly issue the order under the third proviso to Section 96(1) of the Companies Act, 2013 granting a three-month extension of time for holding the Annual General Meeting of the Company for the financial year ended March 31, 2025.

Kindly acknowledge receipt of this email/letter and oblige.

Thanking you,

Yours truly,

For **Siti Networks Limited**



Suresh Kumar  
Company Secretary  
M. No. ACS 14390



**MINISTRY OF CORPORATE AFFAIRS  
RECEIPT  
G.A.R.7**

|                                      |   |
|--------------------------------------|---|
| <b>SRN:</b> AB8843956/1-22094408559  | <b>Service Request Date:</b> 07/11/2025 |
| <b>SRN Date:</b> 06/11/2025 14:31:08 |   |

**RECEIVED FROM:**

**Name:** LAXMAN SINGH KAIRA

**Address:**

**ENTITY ON WHOSE BEHALF MONEY IS PAID**

**LLPIN/CIN/DIN:** L64200MH2006PLC160733

**Name:** SITI NETWORKS LIMITED

**Address:** Unit No. 38, 1st Floor A Wing Madhu Industrial Estate, P.B. Mar, g, Worli, Mumbai, Mumbai City, 400013

**FULL PARTICULARS OF REMITTANCE**

**Service Type:** eFiling

| Service Description | Type of Fee | Amount (Rs.) |
|---------------------|-------------|--------------|
| Fee for GNL-2       | Normal      | 600          |
|                     | Additional  | 0            |
| <b>Total</b>        |             | <b>600</b>   |

**Mode of Payment:** Online

**Received Payment Rupees:** Six Hundred Rupees Only.

Note: The defects or incompleteness in any respect in this application as noticed shall be placed on the Ministry's website(www.mca.gov.in). In case the application is marked as RSUB, please resubmit the application within the due date. Please track the status of your transaction at all times till it is finally disposed off. (please refer Rule 10 of the Companies (Registration offices and Fees) Rules, 2014)

### Application History

**1 Number**

For SRN's not visible below, please use the filters options above.

- g for Action
- Under Processing
- Approved**
- NTBR/Rejected
- Cancelled
- Payment Status
- Certificates/Letters
- Challans/Receipts
- Notices/Or

| 1   | Identification Number     | Name of the entity / individual      | SRN of e-form | Type | Status of the form | Last modification date | Submitted By | Action button |
|-----|---------------------------|--------------------------------------|---------------|------|--------------------|------------------------|--------------|---------------|
| -4  | U45400DL2012PTC24<br>3177 | CHOATE DEVELOPERS<br>PRIVATE LIMITED | AB9791378     |      | Registered         | 12/12/2025             |              | Download All  |
| 2 ✓ | L64200MH2006PLC16<br>0733 | SITI NETWORKS<br>LIMITED             | AB8843956     |      | Approved           | 05/12/2025             |              | Download All  |

Annexure 1

# DNS & Associates

Chartered Accountants

## Independent Auditor's Report

To the Members of SITI Networks Limited

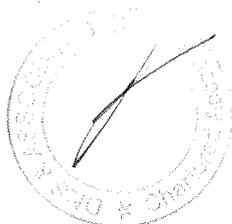
## Report on the Audit of the Standalone Financial Statements

### Disclaimer of Opinion

1. We were engaged to audit the accompanying standalone financial statements of SITI Networks Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information.
2. We do not express an opinion on the standalone financial statements of the Company. Because of the significance of the matters described in the Basis for Disclaimer of Opinion section of our report below, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these standalone financial statements.

### Basis for Disclaimer of Opinion

3. As described in note 52 to the standalone financial statements, the Hon'ble National Company Law Tribunal ('NCLT'), Mumbai Bench admitted petition for initiation of Corporate Insolvency Resolution Process ('CIRP') under Section 7 of the Insolvency and Bankruptcy Code 2016 ('Code') filed by the Financial Creditor vide order dated 22 February 2023, passed in CP no. 690/IBC/MB/2022 ('Admission Order'). The Admission Order was challenged by one of the Directors (powers suspended) of the Company before National Company Law Appellate Tribunal (NCLAT). NCLAT vide order dated 07 March 2023 stayed the operation of the Admission Order dated 22 February 2023. The appeal filed was subsequently dismissed by the National Company Law Appellate Tribunal on 10 August 2023 (NCLAT Final Order). Pursuant to the NCLAT Final Order, the Resolution Professional (RP) has taken over management and control of the company on 16 August 2023. The Board of Directors (powers suspended) were responsible for management and control of the Company from 7 March 2023 till the date of the NCLAT Final Order. A moratorium under Section 14 of the Insolvency and Bankruptcy Code, 2016 is in force with respect to the affairs of the Company. During the period from 7 March 2023 till 10 March 2023, i.e. when the CIRP of the Company was stayed, the Company ((under the management and control of the Board of Directors (powers suspended)) undertook various transactions. According, the RP filed an application before the Hon'ble NCLT seeking clarifications regarding the treatment of liabilities, obligations, and claims incurred for the stay period i.e., 07 March 2023 up to 10 August 2023 and clarification that the cut-off date for various CIRP activities be considered as 10 August 2023, i.e. the date of resumption of CIRP. On 1 October 2024, the Hon'ble NCLT passed its order ("1 October Order") and held that (i) insolvency commencement date is fixed at 22 February 2023, (ii) the CIRP related activities should be reckoned from 22 February 2023, (iii) moratorium under Section 14 of the Code was applicable during the Stay Period, (iv) the transactions and appropriation undertaking during the Stay Period shall be reversed to the accounts of the Corporate Debtor, and (v) the expenses incurred in the ordinary course of business to keep the Company as a going concern are to be

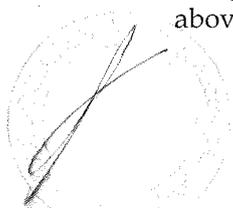


# DNS & Associates

## Chartered Accountants

protected. Certain lenders of the Company have filed appeals against the 1 October Order before the Hon'ble NCLAT. The RP has filed a limited appeal against the 1 October Order for setting aside the observations and findings against the RP. On 29 October 2024, the Hon'ble NCLAT directed the lenders to keep the amounts appropriated by them during the Stay Period in a separate interest-bearing account during the pendency of the appeals. Pursuant to the 1 October Order, the RP has requested operational creditors of the Company to submit their claims as on 22 February 2023 and is in the process of reconciling the claims submitted by creditors to the Company. In absence of sufficient and appropriate audit evidence, we are unable to comment on the impact of the outcome of the CIRP on the standalone financial statements of the Company.

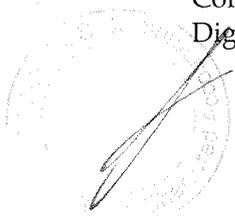
4. As described in note 61 to the standalone financial statements, the Company has defaulted in repayment of loans from banks and financial institutions and these accounts have been classified as Non-Performing Assets (NPA) by the lenders under the Consortium. The Company has not provided additional and penal interest as part of finance cost in terms with conditions put forth in arrangements entered into between the banks and financial institutions with the Company. In absence of the computation of such interest along with other sufficient appropriate audit evidence, we are unable to comment upon the impact of such non-compliance on the standalone financial statements for the year ended 31 March 2025.
5. As described in note 57 to the standalone financial statements, we have been informed that the financial creditors have submitted claims amounting to ₹ 12,060.33 million as on 10 August 2023, out of which ₹ 11,292.65 million have been admitted by the RP. The corresponding balance of such borrowings as on 31 March 2025 is ₹ 11,639.77 million in the books of accounts. In absence of sufficient and appropriate audit evidence for reconciliation of the balances as per the claims submitted, claims admitted and the outstanding balances in the books of accounts, we are unable to comment upon the impact of such non-accrual of additional/ penal interest along with other sufficient appropriate audit evidence with respect to recognition of liabilities, their measurement and all related disclosures to be made, on the standalone financial statements for the year ended 31 March 2025.
6. As described in note 57 to the standalone financial statements, we have been informed that the operational creditors, employees, statutory authorities and other creditors have submitted claims amounting to ₹ 19,834.60 million as on 10 August 2023, out of which ₹ 7,066.86 million have been admitted and ₹ 3,391.56 million has been admitted as contingent claim by the RP. In absence of sufficient and appropriate audit evidence supporting the admission amount of claims and in the absence of reconciliation of the balances as per the claims submitted, claims admitted and the outstanding balances in the books of accounts, we are unable to comment upon the impact of such non-accrual of additional liability, if any, along with other sufficient appropriate audit evidence with respect to recognition of liabilities, their measurement and all related disclosures to be made, on the standalone financial statements for the year ended 31 March 2025.
7. As described in note 58 to the standalone financial statements, we have not been provided with information pertaining to the proceedings of CIRP process including the minutes of meetings of the Committee of Creditors (CoC), and the outcome of procedures carried out as a part of the CIRP, citing confidentiality reasons. Accordingly, we are unable to comment on the impact, if any, on the standalone financial statements for the year ended 31 March 2025 including recognition, measurement and disclosures, that may arise had we been provided access to above-mentioned information.

A handwritten signature in black ink is written over a circular stamp. The stamp contains some illegible text, possibly a company name or registration number.

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8. As described in note 6 to the standalone financial statements, two subsidiary companies of Siti Networks Limited, namely, Siti Broadband Services Private Limited and Siti Jind Digital Media Communications Private Limited have been admitted into the CIRP process by orders dated 31 October 2023 and 22 March 2024 of NCLT, Delhi respectively. Their financial statements have not been audited by their statutory auditors and have not been approved/signed by the Resolution Professional appointed for these subsidiaries for the year ended 31 March 2025. In the absence of such financial statements being duly audited by the statutory auditors of these companies, together with other aforementioned matters, we are unable to obtain sufficient appropriate audit evidence to confirm the transactions with and the balances outstanding from/to such subsidiary companies in the books of Company along with the impairment in carrying value of investments, if any, as at and for the year ended 31 March 2025.
9. We have not been provided with the audited financial statements of subsidiary companies namely, Siti Broadband Services Private Limited, Siti Jind Digital Media Communications Private Limited, Siti Jai Maa Durgee Communications Private Limited, Siti Sagar Digital Cable Network Private Limited and Siti Krishna Digital Media Private Limited. In the absence of such financial statements being duly audited by the statutory auditors of these companies, we are unable to obtain sufficient appropriate audit evidence to confirm the transactions with and the balances outstanding from/to such subsidiary companies in the books of Siti Networks Limited along with the impairment in carrying value of investments, if any, as at and for the year ended 31 March 2025.
10. As described in note 65 to the standalone financial statements, the Company's 'Revenue from operations' includes broadcasters' share in subscription income from pay channels, which has correspondingly been presented as an expense which is not in accordance with the requirements of Ind AS-115, 'Revenue from Contracts with Customers'. Had the management disclosed the same on net basis, the 'Revenue from operations' and the 'Pay channel costs' each would have been lower by ₹ 2,814.09 million for the year ended 31 March 2025, while there would have been no impact on the net loss for the year ended 31 March 2025.
11. As described in note 58 to the standalone financial statements, we have been provided with a listing of ongoing litigations before NCLT, Mumbai, including the matter referred to in paragraph 3 above pertaining to the treatment of claims/liabilities/obligations arising during the period of stay obtained by one of the Directors (powers suspended) of the Company before NCLAT upto the date of dismissal of such appeal, i.e., 07 March 2023 upto 10 August 2023. However, in the absence of an evaluation on these ongoing litigations from the management, we are unable to obtain sufficient appropriate audit evidence to evaluate, assess and comment on the impact, if any, on the accompanying Statement including recognition, measurement and disclosures, that may arise had we been provided access to above-mentioned information.
12. The Company has not carried out recoverability and/ or impairment assessment for its subsidiaries namely Central Bombay Cable Network Limited, Indian Cable Net Company Limited, Siti Broadband Services Private Limited, Siti Cable Broadband South Limited, Siti Faction Digital Private Limited, Siti Global Private Limited, Siti Guntur Digital Network Private Limited, Siti Jai Maa Durgee Communications Private Limited, Siti Jind Digital Media Communications Private Limited, Siti Jony Digital Cable Network Private Limited, Siti Karnal Digital Media Network Private Limited, Siti Krishna Digital Media Private Limited, Siti



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Networks India LLP, Siti Prime Uttaranchal Communication Private Limited, Siti Sagar Digital Cable Network Private Limited, Siti Saistar Digital Media Private Limited, Siti Siri Digital Network Private Limited, Siti Vision Digital Media Private Limited, Variety Entertainment Private Limited and Master Channel Community Network Private Limited. In absence of sufficient and appropriate audit evidence, we are unable to comment on the balances outstanding from such subsidiary companies in the books of Siti Networks Limited along with the impairment in carrying value of investments, if any, as at and for the year ended 31 March 2025.

13. As described in note 66 to the standalone financial statements, on 30 July 2024 and 4 October 2024 the Resolution Professional has submitted an application against former members of the Company's management under Section 25(2)(j) read with Section 66 of the Insolvency and Bankruptcy Code, 2016, and Regulation 35(A)(3) of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016. This application seeks relief in connection with certain allegedly fraudulent and inappropriate transactions conducted by the Corporate Debtor under the previous management aggregating approx. ₹ 3,254.90 million for the period 10 August 2018 to 10 August 2023, and the matter is currently pending with hon'ble NCLT in Mumbai. However, we are not aware of any counter-application(s) filed by the respondents to the aforementioned application, and we have also not been provided with the transaction audit report which forms the basis of such application. Accordingly, in absence of sufficient appropriate audit evidence and pending resolution of this matter, we are unable to comment on any potential impact on the accompanying standalone financial statements for the year ended 31 March 2025, including any issues related to recognition, measurement, or disclosures.
14. The Company has not carried out physical verification of the property, plant and equipment during the year. Accordingly, material discrepancies, if any, could not be ascertained and therefore, we are unable to comment on the existence of such property, plant and equipment and its related impact, if any, on the standalone financial statements for the year ended 31 March 2025 including recognition, measurement and disclosures, that may arise had the Company carried out such physical verification.
15. The Company has not completed the reconciliation of Goods and Services Tax (GST) input credits pertaining to previous financial years with the books of accounts and the returns filed with the statutory authorities. In the absence of adequate supporting documentation and reconciliations, we are unable to obtain sufficient appropriate audit evidence to determine the accuracy, completeness, and recoverability of the GST input credits recognized in the financial statements as at and for the year ended 31 March 2025. Consequently, we are unable to ascertain the possible impact, if any, of such unreconciled GST input credits on the financial position, results, and cash flows of the Company.
16. As described in note 56 to the standalone financial statements, which indicates that the Company has incurred a net loss (including other comprehensive income) of ₹ 1,953.03 million during the year ended 31 March 2025, and as of that date, the Company's accumulated losses amount to ₹ 29,878.28 million resulting in a negative net worth of ₹ 12,942.98 million and its current liabilities exceeded its current assets by ₹ 16,913.49 million resulting in negative working capital. The above factors along with matters stated in paragraphs 3 to 15 above and other matters as set forth in note 56, indicate a material uncertainty, which may cast significant doubt about the



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Company's ability to continue as a going concern. Accordingly, there exists a material uncertainty about the company's ability to continue as a going concern since the future of the Company is dependent upon the successful implementation of a Resolution plan. The standalone financials statements have been prepared by the management assuming going concern basis of accounting, for which we have not been able to obtain sufficient appropriate audit evidence regarding the use of such assumption, based on management's assessment of the successful outcome of the ongoing Resolution process with no adjustments having been made to the carrying value of the assets and liabilities and their presentation and classification in the Balance Sheet.

17. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of 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 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 Code of Ethics. We draw attention to the above-mentioned points in the Basis for Disclaimer of Opinion section of our report for which we have been unable to receive sufficient and appropriate audit evidence to provide an opinion on the accompanying standalone financial statements.

### **Key Audit Matters**

18. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Except for the matters stated in the Basis for Disclaimer of Opinion, there are no Key Audit matters to be reported in our report.

### **Information other than the Financial Statements and Auditor's Report thereon**

19. The Company's management is responsible for the other information. The other information comprises the information included in the Annual Report but does not include the standalone financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone financial statements does not cover the other information and we will 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 identified above when it becomes available 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.



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When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

### **Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements.**

20. The powers of the Board of Directors of the Company have been suspended and the management of the affairs of the Company and power of the Board of Directors are now vested with the Resolution Professional since 16 August 2023 and the standalone financial statements is being signed by the Resolution Professional in exercise of such powers and has been approved by the Resolution Professional and the Chief Executive Officer (together referred to as 'management'). The Company's Management is responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS 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 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
21. In preparing the 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.
22. Those charged with governance is also responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

23. 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 Standards on Auditing 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.
24. As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:



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- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
  - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls;
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;
  - Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation;
25. 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.
26. 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.
27. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

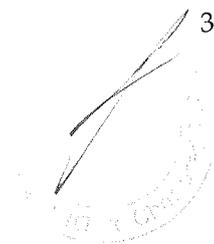


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### Report on Other Legal and Regulatory Requirements

28. Based on our audit, we report that the Company has not paid or provided for any managerial remuneration during the year. Accordingly, reporting under section 197(16) of the Act is not applicable.
29. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143 (11) of the Act, we give in the Annexure I, a statement on the matters specified in paragraphs 3 and 4 of the Order.
30. Further to our comments in Annexure I, as required by section 143(3) of the Act, based on our audit, we report, to the extent applicable, that:
- a) except for the effects of the matter(s) described in the Basis for Disclaimer of Opinion section of our report, we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the standalone financial statements;
  - b) except for the effects of the matter(s) described in the Basis for Disclaimer of Opinion section in our opinion and matters stated in paragraph 30(i)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, 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 standalone financial statements dealt with by this report are in agreement with the books of account;
  - d) except for the effects of the matter described in the Basis for Disclaimer of Opinion section, in our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;
  - e) the going concern matter described in Basis for Disclaimer of Opinion section, in our opinion, may have an adverse effect on the functioning of the Company;
  - f) the powers of the Board of Directors of the Company have been suspended and no written representations have been received from the Directors (power suspended) and hence not taken on record by the Company, accordingly we are unable to comment on their disqualification as per section 164(2) of the Act;
  - g) the modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 30(b) above on reporting under Section 143(3)(b) of the Act and paragraph 30(i)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014;
  - h) we have also audited the internal financial controls with reference to financial statements of the Company as on 31 March 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date and our report dated 30 June 2025 as per Annexure II contains a disclaimer of opinion; and



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- i) with respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
- i. the Company, as detailed in note 36 to the standalone financial statements, has disclosed the impact of pending litigations on its financial position as at 31 March 2025;
  - ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2025;
  - iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2025;
  - iv. (a) The management has represented that, to the best of its knowledge and belief as disclosed in note 50(A)(i) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any persons or entities, including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;  
  
(b) The management has represented that, to the best of its knowledge and belief, as disclosed in note 50(A)(ii) to the financial statements, no funds have been received by the Company from any persons or entities, including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and  
  
(c) Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.
  - v. The Company has not declared or paid any dividend during the year ended 31 March 2025.
  - vi. Based on our examination which included test check, the Company has used accounting software for maintaining its books of accounts, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transaction recorded in the software except that the audit trail feature is not enabled on some tables at application level for direct changes when using certain access right(s) and also for certain changes made using administrative access right(s).



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Further during the course of audit we did not come across any instance(s) of audit trail feature being tampered with respect to accounting software.

For DNS & Associates  
Chartered Accountants  
Firm's Registration No.: 006956C



Ankit Marwaha  
Partner



Membership No.: 518749  
UDIN: 25518749BMOWIT6366

Place: Noida

Date: 30-June-2025

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## Annexure I to the Independent Auditor's Report of even date to the members of SITI Networks Limited on the standalone financial statements for the year ended 31 March 2025

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment ('PPE'), except for some of the network equipment acquired in a scheme of arrangement in an earlier year where the records are maintained for a group of similar assets and not for each individual asset. However, the written down value of these assets is nil.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) All the property, plant and equipment and right of use assets of the Company have not been physically verified by the management during the year. Accordingly, material discrepancies, if any, could not be ascertained and therefore, we are unable to comment on whether such material discrepancies have been properly dealt with in the books of account.

(c) The title deeds of all the immovable properties (including investment properties) held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company, except for the following properties, for which the Company's management is in the process of getting the registration in the name of the Company:

| Description of property | Gross carrying value | Held in name of                | Whether promoter, director or their relative or employee | Period held           | Reason for not being held in name of company   |
|-------------------------|----------------------|--------------------------------|--|-----------------------|--|
| Building                | 93.88                | Information TV Private Limited | No   | Greater than 365 days | Legal procedures of transfer of the property are in progress. Post completion of such processes, property will be registered in the name of Company. |

(d) The Company has not revalued its Property, Plant and Equipment and Right of Use assets or intangible assets during the year.

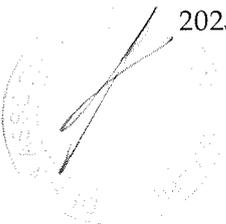


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- (e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.
- (ii) (a) The management has not conducted physical verification of the inventory during the year. Accordingly, we are unable to comment on the appropriateness of the coverage and procedure of physical verification. Further, discrepancies, if any, could not be ascertained and therefore, we are unable to comment on whether such discrepancies have been properly dealt with in the books of account.
- (b) The Company has a working capital limit in excess of ₹ 5 crore, sanctioned by banks and/or financial institutions on the basis of security of current assets. However, such borrowings are declared as non-performing assets (NPAs) by the respective banks and financial institutions (FIs). As a result, Company has not been filing any quarterly returns or statements of current assets with the banks or FIs.
- (iii) The Company has not granted any loan, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or other parties covered in the register maintained under Section 189 of the Act. The Company has not made investment or provided any guarantees, nor any security given which are prejudicial to the company's interests. Accordingly, the provisions of clauses 3(iii)(a) to 3(iii)(f) of the Order are not applicable.
- (iv) In our opinion, the Company has complied with the provisions of Section 186 in respect of investments. Further, in our opinion, the Company has not entered into any transaction covered under Section 185 and Section 186 of the Act in respect of loans, guarantees and security.
- (v) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Companies Act, 2013, in respect of its products/ services. However, according to the information and explanation given to us, the prescribed accounts and records have not been made and maintained by the Company.
- (vii) (a) In our opinion, and according to the information and explanations given to us, **undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been major delays in a few cases.**

Undisputed amounts payable in respect of Goods and Services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, cess, and other statutory dues in arrears, which were outstanding, as at 31 March 2025, for a period of more than six months from the date they became payable, are as follows:



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## Statement of undisputed dues

| Name of the statute  | Nature of the dues     | Amount (INR lakhs) in | Period to which the amount relates | Due date      | Date of payment |
|----------------------|------------------------|-----------------------|------------------------------------|---------------|-----------------|
| Income tax Act, 1961 | Tax deducted at source | 8.66                  | July 2024                          | 7 August 2023 | Unpaid          |

- (b) According to the information and explanations given to us, there are no statutory dues referred in sub-clause (a) which have not been deposited with the appropriate authorities on account of any dispute except for the following:

## Statement of disputed dues

(₹ in million)

| Name of the statute                         | Nature of dues  | Amount   | Amount paid under protest | Period to which the amount relates   | Forum where dispute is pending                        |
|---|-----------------|----------|---------------------------|--|---|
| Finance Act, 1994                           | Service tax     | 2,203.41 | 1.67                      | July 2003 to June 2008, Financial year 2005-06 to 2008-09 and Financial Year 2011-2012 | The Customs Excise and Service Tax Appellate Tribunal |
| Entry Tax act, 1976                         | Entry Tax       | 6.12     | -                         | 2016 -17 & financial year 2017-18 to 2022-23   | Commercial tax officer                                |
| Karnataka Value Added Tax Act, 2003         | Value added tax | 8.61     | 8.61                      | Financial year 2010-11   | High Court of Karnataka                               |
| Andhra Pradesh Value Added Tax Act, 2005    | Value added tax | 33.60    | 8.40                      | Financial year 2016-17   | High Court of Andhra Pradesh                          |
| Telangana Value Added Tax Act, 2005         | Value added tax | 3.11     | 1.38                      | Financial year 2010-11 to 2016-17  | Telangana Value Added Tax Appellate Tribunal          |
| Delhi Value Added Tax Act, 2004             | Value added tax | 0.86     | -                         | Financial year 2013-14   | Additional Commissioner (Appeals)                     |
| Delhi Value Added Tax Act, 2004             | Value added tax | 2.10     | 5.30                      | Financial year 2014-15   | Additional Commissioner (Appeals)                     |
| The Uttar Pradesh Value Added Tax Act, 2008 | Value added tax | 8.19     | 8.19                      | Financial year 2015-16 to 2017-18  | Appellate Deputy Commissioner,                        |

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| Name of the statute                   | Nature of dues      | Amount   | Amount paid under protest | Period to which the amount relates            | Forum where dispute is pending   |
|---------------------------------------|---------------------|----------|---------------------------|---|--|
|                                       |                     |          |                           |   | Commercial Taxes (Appeals)   |
| The Haryana Value Added Tax Act, 2003 | Value added tax     | 10.88    | 10.88                     | Financial year 2014-15 to 2017-18             | The Joint Excise and Taxation Commissioner (Appeals)                                   |
| Kolkatta Value Added Tax Act, 2005    | Value added tax     | 61.30    | -                         | Financial year 2007-08 and 2011-12 to 2015-16 | State Tax Officer  |
| Madhya Pradesh CGST Act, 2017         | Goods & Service Tax | 1.20     |                           | Financial Year 2019-2020                      | Assistant commissioner of State tax  |
| Haryana CGST Act, 2017                | Goods & Service Tax | 13.70    |                           | Financial Year 2019-2020                      | Office of commissioner of State tax  |
| Telgana CGST Act, 2017                | Goods & Service Tax | 5.20     |                           | Financial Year 2017-2018                      | Office of commissioner of State tax  |
| Maharashtra CGST Act, 2017            | Goods & Service Tax | 8.54     |                           | Financial Year 2018-2019                      | Superintendent of Central Tax & Customs  |
| Custom Act, 1962                      | Custom Duty         | 1,030.50 | 20.00                     | Financial Year 2014-15 till 2018-19           | Additional Director General (Adjudication), Directorate of Revenue Intelligence, Delhi |

(viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (section 43 of 1961) which have not been recorded in the books of accounts.

(ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings to any lender or in the payment of interest thereon, except for the below:



# DNS & Associates

Chartered Accountants

which were paid on or before the Balance Sheet date:

| Name of the bank             | Amount of default during the year ended 31 March 2025 (₹ in million) |          | Period of default (maximum days) |          |
|------------------------------|--|----------|----------------------------------|----------|
|                              | Principal  | Interest | Principal                        | Interest |
| Axis Bank                    | -  | -        | -                                | -        |
| IndusInd Bank                | -  | -        | -                                | -        |
| IDBI Bank                    | -  | -        | -                                | -        |
| RBL Bank Limited             | -  | -        | -                                | -        |
| Aditya Birla Finance Limited | -  | -        | -                                | -        |

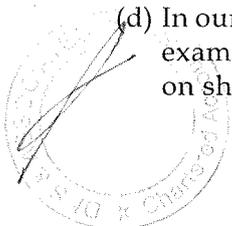
which were unpaid as at 31 March 2025:

| Name of the bank                                | Amount of default as on 31 March 2025 (₹ in million) |          | Period of default upto the date of balance sheet (maximum days) |                    |
|---|--|----------|---|--------------------|
|   | Principal  | Interest | Principal   | Interest           |
| <b>Terms loans</b>                              |  |          |   |                    |
| Axis Bank                                       | 942.43   | 984.72   | 1,918   | 2,101              |
| IndusInd Bank                                   | 384.78   | 311.05   | 1,555   | 1,431              |
| IDBI Bank                                       | 149.56   | 110.10   | 2,009   | 2,009              |
| Assets Care & Reconstruction Enterprise Limited | 1,985.00   | 1,370.43 | 2,070   | 1,917              |
| RBL Bank Limited                                | 307.10   | 257.49   | 2,039   | 2,009              |
| Aditya Birla Finance Limited                    | 1,189.92   | 565.20   | 1,401   | 1,461              |
| Vani Agencies Private Limited                   | 1,480  | 175.38   | -   | -                  |
| <b>Loans repayable on demand from banks</b>     |  |          |   |                    |
| Axis Bank                                       | 248.73   | 152.63   | -   | More than one year |
| IDBI Bank                                       | 767.30   | 491.40   | -   | More than one year |
| RBL Bank Limited                                | 0.80   | 11.11    | -   | More than one year |

(b) According to the information and explanations given to us and representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or other lender.

(c) In our opinion and according to the information and explanations given to us, no money was raised by way of term loans during the year. Accordingly, the provision stated in paragraph 3(ix)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, no funds were raised by the Company on short term basis.



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- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) According to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- (x) (a) The Company did not raise moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or (fully, partially or optionally) convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) As mentioned in paragraph 13 of our audit report and note 66 to the standalone financial statements, during the current year, on 30 July 2024 the Resolution Professional has submitted an application against former members of the Company's management under Section 25(2)(j) read with Section 66 of the Insolvency and Bankruptcy Code, 2016, and Regulation 35(A)(3) of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016. This application seeks relief in connection with certain allegedly fraudulent and wrongful trading transactions conducted by the Corporate Debtor under the previous management aggregating approx. ₹ 3,254.90 million for the period 10 August 2018 to 10 August 2023, and the matter is currently pending with hon'ble NCLT in Mumbai. On 4 October 2024, the Resolution Professional filed an application against former members of the Holding Company's management under Section 25(2)(j) read with Sections 43, 45 and 66 of the Insolvency and Bankruptcy Code, 2016, and Regulation 35(A)(3) of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016. This application seeks relief in connection with certain allegedly preferential, undervalued, fraudulent and wrongful trading transactions conducted by the Corporate Debtor under the previous management aggregating approx. ₹ 2719.85 million for the period 10 August 2018 to 10 August 2023, and the matter is currently pending with hon'ble NCLT in Mumbai.
- (b) A report under section 143(12) of the Companies Act, 2013, has been filed by us in the Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3 (xii) of the Order is not applicable to the Company.
- (xiii) As described in Paragraph 3 of our standalone audit report, pursuant to the admission of the Company in Corporate Resolution Insolvency Process, the Board of Directors had their powers suspended and were responsible for management and control of the Company till the date of the

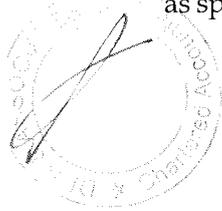


# DNS & Associates

## Chartered Accountants

NCLAT Final Order. In lieu of the given situation, we are unable to comment on whether all transactions with the related parties are in compliance with Sections 177 and 188 of the Act, where applicable. The requisite details have been disclosed in the financial statements, as required by the applicable Ind AS.

- (xiv) (a) In our opinion and according to the information and explanations given to us, the Company is required to have an internal audit system as required under section 138 of the Act which is commensurate with the size and nature of its business, however, it does not have the same established for current year
- (b) The Company did not have an internal audit system for the period under audit. Accordingly, we are unable to report under clause 3(xiv)(b) of the Order.
- (xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them and accordingly, provisions of section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3(xvi) of the Order is not applicable to the Company.
- (b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities during the year. Accordingly, reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.
- (d) There is no Core Investment Company as a part of the Group. Accordingly, reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.
- (xvii) Based on the overall review of the standalone financial statements, the Company has incurred cash losses in the current financial year of ₹ 602.87 million and in the immediately preceding financial year of ₹ 763.72 million.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3 (xviii) of the Order is not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the plans of the Board of Directors and management, we are of the opinion that material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. Further, the future of the Company is dependent upon the successful implementation of a Resolution plan. However, in absence of sufficient and appropriate audit evidence regarding such assumption, the going concern assumption is inappropriate.
- (xx) According to the information and explanations given to us, The Company does not fulfil the criteria as specified under section 135(1) of the Act read with the Companies (Corporate Social Responsibility



# DNS & Associates

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(xxi) The reporting under clause (xxi) is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

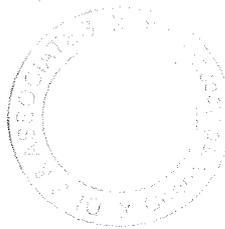
For DNS & Associates  
Chartered Accountants  
Firm's Registration No.: 006956C



Ankit Marwaha  
Partner

Membership No.: 518749

UDIN: 25518749BMOWIT6366



Place: Noida

Date: 30 June 2025

# DNS & Associates

Chartered Accountants

## Annexure II

### **Independent Auditor's Report on the internal financial controls with reference to the financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

1. In conjunction with our audit of the standalone financial statements of Siti Networks Limited (the 'Company') as at and for the year ended 31 March 2025, we were engaged to audit the internal financial controls with reference to financial statements of the Company as at that date.

### **Responsibilities of Management and those charged with governance for Internal Financial Controls**

2. The Company's Board of Directors/ Resolution Professional is responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('the Guidance Note') 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 the Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

### **Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements**

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, 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.



# DNS & Associates

## Chartered Accountants

5. We do not express an opinion on the standalone financial statements of the Company. Because of the significance of the matters described in the Basis for Disclaimer of Opinion section of our report below, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the Company's internal financial controls with reference to these standalone financial statements.

### Meaning of Internal Financial Controls with Reference to Financial Statements

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

### Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

### Basis for Disclaimer of Opinion

8. The Company does not have an established system of internal financial control over financial reporting with regard to assessment of possible material adjustments that could arise/ may be required to be made to the recorded values of assets and liabilities. Consequently, we are unable to obtain sufficient and appropriate audit evidence so as to provide a basis for our opinion as to whether the Company had adequate internal financial controls over financial reporting and that whether such internal financial controls were operating effectively as at 31 March 2025.

### Disclaimer of Opinion

9. As described in Basis for Disclaimer of Opinion paragraph above, we are unable to obtain sufficient and appropriate audit evidence so as to provide a basis for our opinion as to whether the Company had adequate internal financial controls over financial reporting and that whether such internal financial controls were operating effectively as at 31 March 2025. Accordingly, we do not express any opinion on the Company's internal financial controls over financial reporting.



# DNS & Associates

Chartered Accountants

10. We have considered the disclaimer reported above in determining the nature, timing, and extent of audit tests applied in our audit of the standalone financial statements of the Company, and the disclaimer has affected our opinion on the standalone financial statements of the Company and we have issued a disclaimer of opinion on the standalone financial statements.

For DNS & Associates  
Chartered Accountants  
Firm's Registration No.: 006956C



Ankit Marwaha  
Partner  
Membership No.: 518749  
UDIN: 25518749BMOWIT6366

Place: Noida  
Date: 30-June-2025

**SITI Networks Limited**  
**Standalone Balance Sheet as at 31 March 2025**  
*(All amounts in ₹ million, unless stated otherwise)*

| Particulars  | Note   | As at              | As at              |
|--|--------|--------------------|--------------------|
|  |        | 31 March 2025      | 31 March 2024      |
| <b>ASSETS</b>  |        |                    |                    |
| <b>Non-current assets</b>  |        |                    |                    |
| a) Property, plant and equipment   | 4      | 695.62             | 1076.63            |
| b) Capital work-in-progress  | 4      | 199.92             | 199.50             |
| c) Intangible assets   | 5A     | 22.91              | 36.09              |
| d) Intangible assets under development   | 5B     | 2.70               | 1.44               |
| e) Financial assets  |        |                    |                    |
| i) Investments   | 6      | 3,084.42           | 3,084.42           |
| ii) Other financial assets   | 7      | 46.18              | 53.64              |
| f) Other non-current assets  | 8      | 70.71              | 80.95              |
| <b>Total non-current assets</b>  |        | <b>4,122.46</b>    | <b>4,532.67</b>    |
| <b>Current assets</b>  |        |                    |                    |
| a) Inventories   | 9      | 18.56              | 9.16               |
| b) Financial assets  |        |                    |                    |
| i) Trade receivables   | 10     | 1,447.42           | 1,518.50           |
| ii) Cash and cash equivalents  | 11     | 538.59             | 370.98             |
| iii) Bank balances other than (ii) above   | 11A    | 303.51             | 800.35             |
| iv) Other financial assets   | 12     | 97.38              | 181.10             |
| c) Current tax assets  | 13A    | 168.96             | 65.47              |
| d) Other current assets  | 13B    | 204.11             | 144.01             |
| <b>Total current assets</b>  |        | <b>2,778.53</b>    | <b>3,089.57</b>    |
| <b>Total assets</b>  |        | <b>6,900.99</b>    | <b>7,622.24</b>    |
| <b>EQUITY AND LIABILITIES</b>  |        |                    |                    |
| <b>Equity</b>  |        |                    |                    |
| a) Equity share capital  | 14 (a) | 872.67             | 872.67             |
| b) Other equity  | 14 (b) | (13,815.65)        | (11,862.62)        |
| <b>Total equity</b>  |        | <b>(12,942.98)</b> | <b>(10,989.95)</b> |
| <b>LIABILITIES</b>   |        |                    |                    |
| <b>Non-current liabilities</b>   |        |                    |                    |
| a) Financial liabilities   |        |                    |                    |
| i) Borrowings  | 15 A   | 112.52             | 112.52             |
| ii) Lease liabilities  | 15 B   | 1.33               | 2.85               |
| iii) Other financial liabilities   | 16     | 4.41               | 4.34               |
| b) Provisions  | 17     | 33.69              | 34.47              |
| <b>Total non-current liabilities</b>   |        | <b>151.95</b>      | <b>154.18</b>      |
| <b>Current liabilities</b>   |        |                    |                    |
| a) Financial liabilities   |        |                    |                    |
| i) Borrowings  | 18 A   | 7,455.72           | 7,455.72           |
| ii) Lease liabilities  | 18 B   | 3.26               | 3.01               |
| iii) Trade payables  | 19     |                    |                    |
| (A) total outstanding dues of micro enterprises and small enterprises                      |        | 335.78             | 308.15             |
| (B) total outstanding dues of creditors other than micro enterprises and small enterprises |        | 7,079.91           | 6,849.30           |
| iv) Other financial liabilities  | 20     | 4,453.69           | 3,542.83           |
| b) Other current liabilities   | 21     | 359.23             | 295.05             |
| c) Provisions  | 22     | 4.43               | 3.95               |
| <b>Total current liabilities</b>   |        | <b>19,692.02</b>   | <b>18,458.01</b>   |
| <b>Total equity and liabilities</b>  |        | <b>6,900.99</b>    | <b>7,622.24</b>    |

The accompanying notes are an integral part of these standalone financial statements.

This is the standalone balance sheet referred to in our report of even date.

For **DNS & Associates**  
Chartered Accountants  
Firm Registration No.: 006956C

**Ankit Marwaha**  
Partner  
Membership No.: 518749

Place: Noida  
Date: 30 June 2025

For and on behalf of  
**SITI Networks Limited**

**Rohit Mehra**  
Resolution Professional  
Reg. No. IBBI/IPA-001/IP-P00799/2017-18/11374

**Yogesh Sharma**  
Chief Executive Officer

**Suresh Kumar**  
Company Secretary  
M. No. ES 14390

Place: Noida  
Date: 30 June 2025

**SITI Networks Limited**

**Standalone statement of profit and loss for the year ended 31 March 2025**

*(All amounts in ₹ million, unless stated otherwise)*

| Particulars  | Note | For the year ended<br>31 March 2025 | For the year ended<br>31 March 2024 |
|--|------|-------------------------------------|-------------------------------------|
| <b>Income</b>  |      |                                     |                                     |
| Revenue from operations  | 23   | 3,563.42                            | 4,332.24                            |
| Other income   | 24   | 140.02                              | 142.55                              |
| <b>Total income</b>  |      | <b>3,703.44</b>                     | <b>4,474.79</b>                     |
| <b>Expenses</b>  |      |                                     |                                     |
| Purchase of stock-in-trade   |      | -                                   | 2.47                                |
| Pay channel costs  |      | 2,814.09                            | 3,063.47                            |
| Employee benefits expense  | 25   | 199.95                              | 227.72                              |
| Finance costs  | 26   | 882.05                              | 742.29                              |
| Depreciation and amortisation expense  | 27   | 436.11                              | 1,268.55                            |
| Other expenses   | 28   | 1,325.30                            | 1,300.33                            |
| <b>Total expenses</b>  |      | <b>5,657.50</b>                     | <b>6,604.83</b>                     |
| <b>Loss before exceptional items and tax</b>                                 |      | <b>(1,954.06)</b>                   | <b>(2,130.04)</b>                   |
| Exceptional items  | 44   | -                                   | (624.67)                            |
| <b>Loss before tax</b>   |      | <b>(1,954.06)</b>                   | <b>(1,505.37)</b>                   |
| <b>Tax expense</b>   | 39   |                                     |                                     |
| Current tax  |      | -                                   | -                                   |
| Deferred tax   |      | -                                   | -                                   |
| <b>Loss for the year</b>   |      | <b>(1,954.06)</b>                   | <b>(1,505.37)</b>                   |
| <b>Other comprehensive income or (loss)</b>                                  |      |                                     |                                     |
| <b>Items that will not be reclassified to profit or loss</b>                 |      |                                     |                                     |
| Remeasurement of defined benefit liability                                   | 31   | 1.03                                | 2.90                                |
| Income-tax relating to items that will not be reclassified to profit or loss |      | -                                   | -                                   |
| <b>Total comprehensive income or (loss) for the year</b>                     |      | <b>(1,953.03)</b>                   | <b>(1,502.47)</b>                   |
| <b>Loss per share (Nominal value of equity share of ₹ 1 each)</b>            |      |                                     |                                     |
| Basic and diluted loss per share   | 29   | (2.24)                              | (1.73)                              |

The accompanying notes are an integral part of these standalone financial statements.

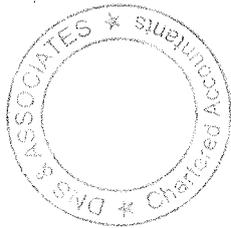
This is the standalone statement of profit and loss referred to in our report of even date.

**For DNS & Associates**

Chartered Accountants  
Firm Registration No.: 006956C



**Ankit Marwaha**  
Partner  
Membership No.: 518749



For and on behalf of

**SITI Networks Limited**



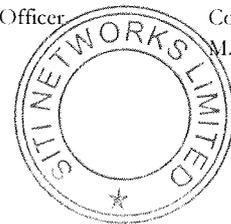
**Rohit Mehra**  
Resolution Professional  
Reg. No. IBBI/IPA-001/IP-P00799/2017-18/11374



**Yogesh Sharma**  
Chief Executive Officer



**Suresh Kumar**  
Company Secretary  
M. No: ACS 14390



Place: Noida  
Date: 30 June 2025

Place: Noida  
Date: 30 June 2025

SITI Networks Limited

Standalone cash flow statement for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

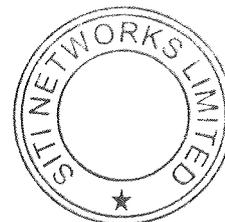
| Particulars  | For the year ended 31<br>March 2025 | For the year ended 31<br>March 2024 |
|--|-------------------------------------|-------------------------------------|
| <b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>                      |                                     |                                     |
| Loss before tax  | (1,954.06)                          | (1,505.37)                          |
| Adjustment for:  |                                     |                                     |
| Depreciation and amortisation expenses                             | 436.11                              | 1,268.55                            |
| Interest income on bank deposits                                   | (56.20)                             | (32.86)                             |
| Excess provisions written back                                     | (82.04)                             | (42.60)                             |
| Interest expense for borrowings at amortised cost                  | 880.08                              | 738.79                              |
| Interest expense on lease liabilities                              | 0.75                                | 0.96                                |
| Bad debts written off  | 2.39                                | 0.28                                |
| Unrealised foreign exchange loss                                   | 3.44                                | 1.16                                |
| Allowance for expected credit losses                               | 146.31                              | 89.88                               |
| Provision for doubtful advances                                    | 20.35                               | 7.90                                |
| Exceptional items  | -                                   | (624.67)                            |
| <b>Operating profit before working capital changes</b>             | <b>(602.87)</b>                     | <b>(97.98)</b>                      |
| Adjustments for changes in:  |                                     |                                     |
| Trade receivables  | (77.61)                             | (312.93)                            |
| Other financial assets   | 72.40                               | 670.16                              |
| Other current and non-current assets                               | (153.35)                            | (202.78)                            |
| Inventories  | (9.40)                              | (2.45)                              |
| Other financial liabilities  | 17.50                               | (684.90)                            |
| Provisions   | 0.73                                | 8.19                                |
| Other current and non-current liabilities                          | 64.18                               | (73.42)                             |
| Trade payables   | 340.27                              | 2,129.51                            |
| <b>Cash generated from operations</b>                              | <b>(348.15)</b>                     | <b>1,433.40</b>                     |
| Income taxes refund  | -                                   | 214.85                              |
| <b>Net cash flow (used in)/generated from operating activities</b> | <b>(348.15)</b>                     | <b>1,648.25</b>                     |
| <b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>                      |                                     |                                     |
| Purchase of property, plant and equipment, and intangible assets   | (33.67)                             | (21.59)                             |
| Interest received on bank deposits                                 | 47.12                               | 38.72                               |
| Investment in bank deposits  | 496.84                              | (420.55)                            |
| Margin money deposits and bank deposits matured (net)              | 7.52                                | 31.85                               |
| <b>Net cash flow (used in)/ generated investing activities</b>     | <b>517.81</b>                       | <b>(371.57)</b>                     |
| <b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>                      |                                     |                                     |
| Movement in borrowings   | -                                   | (1,229.04)                          |
| Payment of lease liabilities                                       | (1.27)                              | (3.20)                              |
| Interest Paid on lease liabilities                                 | (0.75)                              | (0.96)                              |
| Interest and ancillary borrowing costs paid                        | (0.00)                              | (0.96)                              |
| <b>Net cash flow (used in)/generated financing activities</b>      | <b>(2.02)</b>                       | <b>(1,234.17)</b>                   |
| <b>Net Increase/(Decrease) in cash and cash equivalents</b>        | <b>167.61</b>                       | <b>42.51</b>                        |
| Cash and cash equivalents at the beginning of the year             | 370.98                              | 328.47                              |
| Cash and cash equivalents at the end of the year                   | <b>538.59</b>                       | <b>370.98</b>                       |

Notes:

a. Cash and cash equivalents include (refer note 11):

|   |  |
|---|--|
| Balances with banks on current accounts |  |
| Cheques and drafts on hand              |  |
| Cash on hand                            |  |

|   | As at<br>31 March 2025 | As at<br>31 March 2024 |
|---|------------------------|------------------------|
| Balances with banks on current accounts | 533.25                 | 362.72                 |
| Cheques and drafts on hand              | 4.80                   | 7.79                   |
| Cash on hand                            | 0.54                   | 0.47                   |
|   | <b>538.59</b>          | <b>370.98</b>          |



**SITI Networks Limited**

**Standalone cash flow statement for the year ended 31 March 2025**

*(All amounts in ₹ million, unless stated otherwise)*

b. Amendment to Ind AS 7:

The non-cash changes in liabilities arising from financing activities pertains to impact of fair value changes and foreign exchange fluctuations which are considered to be insignificant.

c. The above cash flow statement has been prepared under the "Indirect Method" as set out in Indian Accounting Standard 7 (Ind AS 7) on "Statement of Cash Flows".

d. Figures in brackets indicate cash outflow.

e. Purchase of property, plant and equipment and intangible assets includes movements of capital work-in-progress, intangible assets under development, capital advances and payables for property, plant and equipment during the year.

This is the standalone cash flow statement referred to in our report of even date.

For **DNS & Associates**

Chartered Accountants

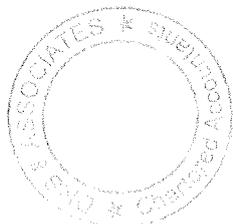
Firm Registration No.: 006956C



**Ankit Marwaha**

Partner

Membership No.: 518749

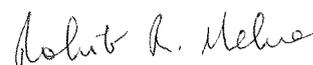


**Place:** Noida

**Date:** 30 June 2025

For and on behalf of

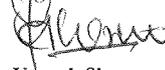
**SITI Networks Limited**



**Rohit Mehra**

**Resolution Professional**

Reg. No. IBBBI/IPA-001/IP-P00799/2017-18/11374



**Yogesh Sharma**

Chief Executive Officer



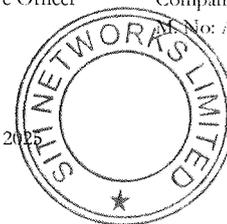
**Suresh Kumar**

Company Secretary

Mem. No: ACS 14390

**Place:** Noida

**Date:** 30 June 2025



SITI Networks Limited

Standalone statement of changes in equity for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

A Equity share capital (including forfeited equity shares)\*

| Particulars                                     | Amount |
|---|--------|
| Balance as at 01 April 2023                     | 872.67 |
| Changes in equity share capital during the year | -      |
| Balance as at 31 March 2024                     | 872.67 |
| Changes in equity share capital during the year | -      |
| Balance as at 31 March 2025                     | 872.67 |

B Other equity\*\*

| Particulars  | Reserves and surplus |                   |                 | Other components of equity            | Total other equity |
|--|----------------------|-------------------|-----------------|---------------------------------------|--------------------|
|  | Securities premium   | Retained earnings | General reserve | Employee share based payments reserve |                    |
| Balance as at 01 April 2023                          | 16,017.37            | (26,422.79)       | 45.26           | -                                     | (10,360.16)        |
| Loss for the year                                    | -                    | (1,505.37)        | -               | -                                     | (1,505.37)         |
| Other comprehensive income for the year (net of tax) | -                    | 2.90              | -               | -                                     | 2.90               |
| Remeasurement of defined benefit liability           | -                    | -                 | -               | -                                     | -                  |
| Transfer during the year                             | -                    | -                 | -               | -                                     | -                  |
| <b>Total comprehensive income for the year</b>       | -                    | <b>(1,502.47)</b> | -               | -                                     | <b>(1,502.47)</b>  |
| Balance as at 31 March 2024                          | 16,017.37            | (27,925.26)       | 45.26           | -                                     | (11,862.62)        |
| Loss for the year                                    | -                    | (1,954.06)        | -               | -                                     | (1,954.06)         |
| Other comprehensive income for the year (net of tax) | -                    | 1.03              | -               | -                                     | 1.03               |
| Remeasurement of defined benefit liability           | -                    | -                 | -               | -                                     | -                  |
| <b>Total comprehensive income for the year</b>       | -                    | <b>(1,953.03)</b> | -               | -                                     | <b>(1,953.03)</b>  |
| Balance as at 31 March 2025                          | 16,017.37            | (29,878.29)       | 45.26           | -                                     | (13,815.65)        |

\* refer note 14 (a) for details of equity

\*\* refer note 14 (b) for details of other equity

The accompanying notes are an integral part of these standalone financial statements.

This is the standalone statement of changes in equity referred to in our report of even date.

For DNS & Associates

Chartered Accountants

Firm Registration No.: 006956C

  
Ankit Marwaha  
Partner

Membership No.: 518749



For and on behalf of

SITI Networks Limited



Rohit Mehra

Resolution Professional

Reg. No. IBBI/IPA-001/IP-P00799/2017-18/11374



Yogesh Sharma

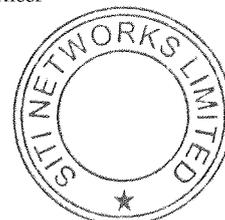
Chief Executive Officer



Suresh Kumar

Company Secretary

M. No: ACS 14390



Place: Noida

Date: 30 June 2025

Place: Noida

Date: 30 June 2025

## SITI Networks Limited

### Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

#### 1. Nature of operations

SITI Networks Limited (hereinafter referred to as the 'Company' or 'SNL') was incorporated in the state of Maharashtra, India. The Company is engaged in distribution of television channels through digital cable distribution network and allied services.

#### 2. General information

SNL is a public company incorporated and domiciled in India. Its registered office is at Unit no. 38, 1st Floor, A Wing Madhu Industrial Estate, Pandurang Budhkar Marg, Worli, Mumbai 400013, India. The Company's shares are listed on the National Stock Exchange of India Limited and BSE Limited.

#### 3. Summary of material accounting policies and other explanatory information

##### a) Overall consideration, basis of preparation and statement of compliance with Indian Accounting Standards ('Ind AS')

The standalone financial statements have been prepared in accordance with the accounting principles generally accepted in India including the Ind AS as notified by the Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 (the Act). These standalone financial statements have been prepared on going concern basis and presented under the historical cost convention except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period as stated in the accounting policies below.

These standalone financial statements have been prepared using the material accounting policies and measurement basis summarised below. These accounting policies have been used consistently throughout all periods presented in these standalone financial statements unless stated otherwise.

The standalone financial statements have been reviewed by the Insolvency Professional.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Act. The Company has ascertained its normal operating cycle as twelve months. This is based on the nature of services and the time between the acquisition of assets or inventories for processing and their realisation in cash and cash equivalents.

##### b) Foreign currency translation

###### Functional and presentation currency

These standalone financial statements are presented in currency Indian Rupee (₹), which is also the functional currency of the Company. All amounts have been rounded-off to the nearest millions, up to two places of decimal, unless otherwise indicated. Zero '0.00' denotes amount less than ₹ 5,000

###### Foreign currency transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions (spot exchange rate).

Foreign exchange gains and losses resulting from the settlement of such transactions and from the remeasurement of monetary items denominated in foreign currency at year-end exchange rates are recognised in profit or loss.

##### c) Revenue

Revenue is recognised when it is probable that the economic benefits will flow to the Company and it can be reliably measured.

Revenue is measured at the fair value of the consideration received/receivable net of rebates and taxes. The Company applies the revenue recognition criteria to each separately identifiable component of the sales transaction as set out below.

###### Revenue from rendering of services

Subscription income and support and service charges is recognised on completion of services and when no significant uncertainty exists regarding the amount of consideration that will be derived.

Other networking and management income and carriage income are recognised on accrual basis as per the terms of related agreements and when no significant uncertainty exists regarding the amount of consideration that will be derived. Carriage and placement income recognition is done basis negotiations/formal agreements with broadcasters.

Advertisement income is recognised when the related advertisement gets telecasted and when no significant uncertainty exists regarding the amount of consideration that will be derived. Other advertisement revenue for slot sale is recognised on period basis.

As per Ind AS 115 by the Company, the activation and set-top box pairing service doesn't qualify as a separate performance obligation and provides no material right to the customers. Such service does not extend beyond the initial contract period and has been recognised over the same.

###### Revenue from sale of set top box (STBs) & viewing cards (VCs)

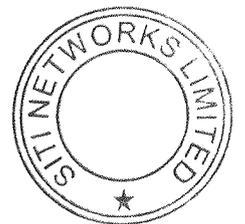
Revenue from sale of goods is recognised when the significant risks and rewards in respect of ownership of the goods are transferred to the buyer, usually on delivery of the goods and when no uncertainty exists regarding the amount of consideration that will be derived. The Company collects goods and services tax (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the Company. Hence, they are excluded from revenue.

###### Interest

Interest income is reported on an accrual basis using the effective interest method.

##### d) Operating expenses

Operating expenses are recognised in the statement of profit and loss upon utilization of the related service or as incurred.



**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

**e) Borrowing costs**

Borrowing costs include interest, amortisation of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is necessary to complete and prepare the asset for its intended use or sale. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Capitalisation of borrowing cost is suspended in the period during which the active development is delayed due to, other than temporary, interruption. All other borrowing costs are charged to the statement of profit and loss as incurred.

**f) Property, plant and equipment**

**Recognition and initial measurement**

Property, plant and equipment are stated at their cost of acquisition less accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price (net of CENVAT/GST credit availed), borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted.

Subsequent expenditure relating to the assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

All other repair and maintenance costs are recognised in statement of profit and loss as incurred.

Set top boxes are treated as part of capital work in progress till the end of the month of activation thereof post which the same are capitalised.

**Subsequent measurement (depreciation and useful lives)**

Depreciation on property, plant and equipment is provided on the straight-line method, computed on the basis of useful lives.

|   | Life in years |
|---|---------------|
| Buildings                                   | 60            |
| Plant and equipment                         | 8             |
| Computers                                   | 3             |
| Office equipment                            | 5             |
| Furniture and fixtures                      | 10            |
| Air conditioners                            | 5             |
| Studio equipment                            | 13            |
| Vehicles                                    | 8             |
| Set top boxes                               | 8             |
| Integrated receiver and decoder (IRD) boxes | 10            |

Leasehold improvements are amortised over their lease term or estimated useful lives, whichever is less.

The residual values, useful lives and method of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

**De-recognition**

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition (calculated as the difference between the net disposal proceeds and its carrying amount) is included in the profit or loss when the respective asset is derecognised.

**g) Business combinations and goodwill**

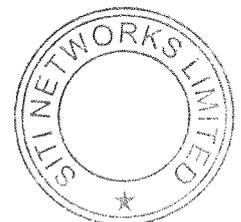
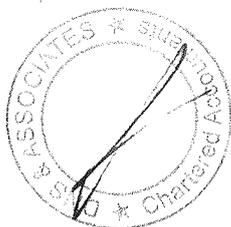
Business combinations are accounted for using the acquisition method. The consideration transferred by the Company to obtain control of a subsidiary is calculated as the sum of the acquisition-date fair values of assets transferred, liabilities incurred, the equity interests issued and fair value of contingent consideration issued. Acquisition-related costs are expensed as and when incurred.

Assets acquired and liabilities assumed are measured at their acquisition-date fair values. Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently re-measured to fair value with changes in fair value recognised in profit or loss.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS 109 Financial Instruments, is measured at fair value with changes in fair value recognised either in profit or loss or as a change to Other Comprehensive Income (OCI).

If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind AS. Contingent consideration that is classified as equity is not re-measured and subsequent settlement is accounted for within equity.

Goodwill is measured as excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the resulting gain on bargain purchase is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through other comprehensive income.



## SITI Networks Limited

### Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

#### h) Other intangible assets

##### Recognition and initial measurement

Other intangible assets acquired separately are stated at their cost of acquisition. Following initial recognition, other intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any.

##### Subsequent measurement

Software are amortised as per the term of license of the software.

Cost of news, current affairs, chat shows and events including sports events etc. are fully expensed on first telecast.

Program, film and cable rights are amortised on a straight-line-basis over the license period or 5 years from the date of purchase, whichever is shorter.

Subsequent expenditures on the maintenance of other intangible assets are expensed as incurred.

When an intangible asset is disposed of, the gain or loss on disposal is determined as the difference between the proceeds and the carrying amount of the respective intangible asset, and is recognised in profit or loss.

#### i) Impairment of non-financial assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash-generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If at the reporting date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost and the same is accordingly reversed in the Statement of Comprehensive Income. Goodwill is not amortised but is tested for impairment at least annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses.

#### j) Investment in Subsidiaries, Joint Ventures and Associates

A subsidiary is an entity that is controlled by another entity. An investor controls an investee if and only if the investor has the following: (i) Power over the investee, (ii) exposure, or rights, to variable returns from its involvement with the investee and (iii) the ability to use its power over the investee to affect the amount of the investor's returns.

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The Company's investments in its subsidiaries, associates and joint ventures are accounted at cost and reviewed for impairment at each reporting date.

#### k) Financial instruments

##### Initial recognition and measurement

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instruments and are measured initially at:

- fair value, in case of financial instruments subsequently carried at fair value through profit or loss (FVTPL);
- fair value adjusted for transaction costs, in case of all other financial instruments.

##### Subsequent measurement

**Financial instruments at amortised cost** – the financial instrument is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest ('SPPI') on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method.

All other debt instruments are measured at fair value through other comprehensive income or FVTPL based on Company's business model.

**Equity investments** – All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are generally classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL). The classification is made on initial recognition and is irrevocable.

##### De-recognition of financial assets

A financial asset is primarily de-recognised when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

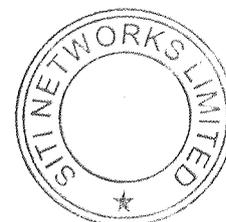
##### Financial liabilities

##### Initial recognition and measurement

All financial liabilities are recognised initially at fair value and transaction cost that is attributable to the acquisition of the financial liabilities is also adjusted. These liabilities are classified as amortised cost.

##### Subsequent measurement

Subsequent to initial recognition, these liabilities are measured at amortised cost using the EIR method.



## SITI Networks Limited

### Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

#### De-recognition of financial liabilities

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in statement of profit and loss.

#### Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

#### Impairment of financial assets

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss for financial assets.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive. When estimating the cash flows, the Company consider the following –

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

#### Trade receivables

As a practical expedient, the Company has adopted 'simplified approach' for recognition of lifetime expected loss on trade receivables. The estimate is based on three years average default rates observed over the expected life of the trade receivables and is adjusted for forward-looking estimates. These average default rates are applied on total credit risk exposure on trade receivables at the reporting date to determine lifetime expected credit losses.

#### Other financial assets

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.

### l) Post-employment, long term and short term employee benefits

#### Defined contribution plans

##### Provident fund

The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has further payment obligation once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due.

#### Defined benefit plans

##### Gratuity

Gratuity is a post-employment benefit and is in the nature of a defined benefit plan. The liability recognised in respect of gratuity is the present value of the defined benefit obligation at the reporting date, together with adjustments for unrecognised actuarial gains or losses and past service costs. The defined benefit/obligation is calculated at the reporting date by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to other comprehensive income in the year in which such gains or losses are determined.

#### Other employee benefits

##### Compensated absences

Liability in respect of compensated absences becoming due or expected to be availed within one year from the date is recognised on the basis of undiscounted value of estimated amount required to be paid or estimated value of benefit expected to be availed by the employees. Liability in respect of compensated absences becoming due or expected to be availed more than one year after the balance sheet date is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are charged to statement of profit and loss in the year in which such gains or losses are determined.

#### Short term employee benefits

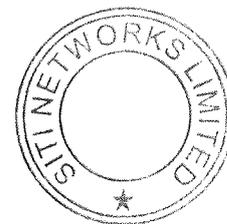
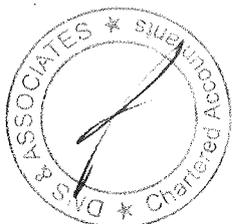
Short-term employee benefits, are current liabilities, measured at the undiscounted amount that the Company expects to pay as a result of the unused entitlement.

### m) Share based employee compensation

The Company operates equity-settled share-based remuneration plans for its employees, where the fair value of employee's services is determined indirectly by reference to the fair value of the equity instruments granted.

This fair value is appraised at the grant date and excludes the impact of non-market vesting conditions (for example profitability and sales growth targets and performance conditions). All share-based remuneration is ultimately recognised as an expense in the statement of profit and loss with a corresponding credit to employee stock option plan reserve. If vesting periods or other vesting conditions apply, the expense is allocated over the vesting period, based on the best available estimate of the number of share options expected to vest. Non-market vesting conditions are included in assumptions about the number of options that are expected to become exercisable. Estimates are subsequently revised if there is any indication that the number of share options expected to vest differs from previous estimates. Any adjustment to cumulative share-based compensation resulting from a revision is recognised in the current period. The number of vested options ultimately exercised by holders does not impact the expense recorded in any period.

Upon exercise of share options, the proceeds received, net of any directly attributable transaction costs, are allocated to share capital up to the nominal (or par) value of the shares issued with any excess being recorded as securities premium.



## SITI Networks Limited

### Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

#### n) Provisions, contingent assets and contingent liabilities

Provisions are recognised only when there is a present obligation, as a result of past events, and when a reliable estimate of the amount of obligation can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Provisions are discounted to their present values, where the time value of money is material.

##### Contingent liability is disclosed for:

- Possible obligations which will be confirmed only by future events not wholly within the control of the Company; or
- Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are disclosed when probable and recognised when realisation of income is virtually certain.

#### o) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the year is adjusted for the effects of mandatorily convertible instrument in compliance with Ind AS 33.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares except for anti-dilutive potential equity shares.

#### p) Leases

The Company's lease asset classes primarily consist of leases for buildings. The Company assesses whether a contract is or 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 recognises 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 leases of low value assets. For these short-term and leases of low value assets, the Company recognises the lease payments as an operating expense on a straight-line-basis over the term of the lease.

The right-of-use assets are initially recognised 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, if any. 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.

The lease liability is initially measured 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. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made.

A lease liability is remeasured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. The remeasurement normally also adjusts the leased assets.

#### q) Tax expense

Tax expense comprises current tax and deferred tax. Current tax is the amount of the tax for the period determined in accordance with the Income-tax Act, 1961. Current tax is provided at amounts expected to be paid using the tax rates and laws that have been enacted or substantively enacted at the end of the reporting period. Current income-tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss (either in other comprehensive income or in equity). Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date. Deferred tax assets are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered. Such assets are reviewed at each balance sheet date to reassess realisation. Deferred tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss, in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income-tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

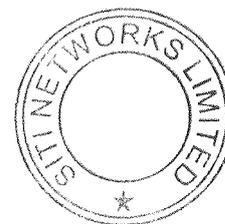
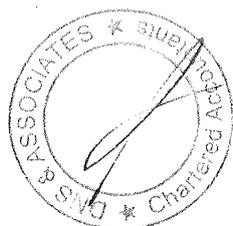
#### r) Inventories

Stores and spares are valued at cost on weighted average basis or at net realisable value whichever is lower.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs necessary to make the sale.

#### s) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Company is a multi-system operator providing cable television network services and allied services which is considered as the only reportable segment. The Company's operations are based in India.



**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

**t) Cash flow statement**

Cash flows are reported using the indirect method, whereby profit before tax 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 the available information.

**u) Cash and cash equivalents**

Cash and cash equivalents comprise cash on hand and demand deposits, together with other short-term, highly liquid investments maturing within 90 days from the date of acquisition. Cash and cash equivalent are readily convertible into known amounts of cash and are subject to an insignificant-risk of changes in value.

**v) Equity and reserves**

Share capital represents the nominal (par) value of shares that have been issued.

Securities premium includes any premium received on issue of share capital. Any transaction costs associated with the issuing of shares are deducted from securities premium, net of any related income tax benefits.

Other components of equity include the following:

Re-measurement of net defined benefit liability-comprises the actuarial losses from changes in demographic and financial assumptions and the return on plan assets.

Retained earnings includes all current and prior period retained profits and share-based employee remuneration (refer note 15)

All transactions with owners of the parent are recorded separately within equity.

**w) Significant management judgement in applying accounting policies and estimation uncertainty**

These standalone financial statements have been prepared in accordance with generally accepted accounting principles in India which require management to make estimates and assumptions that affect the reported balances of assets, liabilities and disclosure of contingent liabilities at the date of the financial statements and reported amounts of income and expenses during the periods. Although these estimates and assumptions used in accompanying financial statements are based upon management's evaluation of relevant facts and circumstances as of date of these standalone financial statements which in management's opinion are prudent and reasonable, actual results may differ from estimates and assumptions used in preparing accompanying financial statements. Any revision to accounting estimates is recognised prospectively from the period in which results are known materialise in accordance with applicable accounting standards.

Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below.

**Significant management judgements**

The following are significant management judgements in applying the accounting policies of the Company that have the most significant effect.

**Recognition of deferred tax assets** - The extent to which deferred tax assets can be recognised is based on the assessment of the probability of the Company's future taxable income against which the deferred tax assets can be utilised.

**Evaluation of indicators for impairment of non-financial assets** - The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

**Property, plant and equipment** - Management assess the remaining useful lives and residual values of property, plant and equipment and believes that the assigned useful lives and residual values are reasonable.

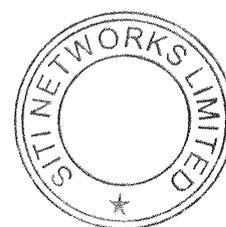
**Estimation uncertainty**

Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below:

**Recoverability of advances/receivables**- The management from time to time reviews the recoverability of advances and receivables. The review is done at least once in a financial year and such assessment requires significant management judgement based on financial position of the counter-parties, market information and other relevant factors.

**Defined benefit obligation**- Management's estimate of the defined benefit obligation is based on a number of critical underlying assumptions such as standard rates of inflation, medical cost trends, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may impact the defined benefit obligation amount and the annual defined benefit expenses.

**Contingencies**- Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies, claim, litigations etc. against the Company as it is not possible to predict the outcome of pending matters with accuracy.



**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

**Fair value measurement**

The Company measures certain financial instruments at fair value at each balance sheet date.

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. Company uses following measurement techniques:

- The fair value measurement for financial instruments where active market quotes are available is based on the quotes available in the principal market for selling the asset or transferring the liability.
- The Company uses valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management bases its assumptions on observable data as far as possible but this is not always available. In that case management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.
- The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

**x) Recent accounting pronouncements**

The Ministry of Corporate Affairs (MCA) notified the Ind AS 117, Insurance Contracts, vide notification dated August 12, 2024, under the Companies (Indian Accounting Standards) Amendment Rules, 2024, which is effective from annual reporting periods beginning on or after 1 April 2024.

i) Ind AS 117 Insurance Contracts is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Ind AS 117 replaces Ind AS 104 Insurance Contracts. Ind AS 117 applies to all types of insurance contracts, regardless of the type of entities that issue them as well as to certain guarantees and financial instruments with discretionary participation features; a few scope exceptions will apply. Ind AS 117 is based on a general model, supplemented by:

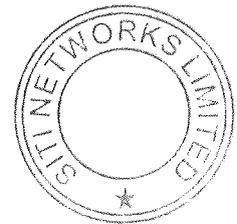
- a) A specific adaptation for contracts with direct participation features (the variable fee approach)
- b) A simplified approach (the premium allocation approach) mainly for short-duration contracts

The application of Ind AS 117 does not have any impact on the Company's financial statements as the Company has not entered any contracts in the nature of insurance contracts covered under Ind AS 117.

ii) Amendments to Ind AS 116 Leases – Lease Liability in a Sale and Leaseback. The MCA notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2024, which amend Ind AS 116, Leases, with respect to Lease Liability in a Sale and Leaseback. The amendment specifies the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains.

The amendment is effective for annual reporting periods beginning on or after 1 April 2024 and must be applied retrospectively to sale and leaseback transactions entered into after the date of initial application of Ind AS 116.

The amendments do not have a material impact on the Company's financial statements



## 4 Property, plant and equipment

| Particulars                         | As at<br>31 March 2025 | As at<br>31 March 2024 |
|-------------------------------------|------------------------|------------------------|
| Owned assets (refer note 4A)        | 691.99                 | 1,072.55               |
| Right-of-use assets (refer note 4B) | 3.63                   | 4.09                   |
| <b>Total</b>                        | <b>695.62</b>          | <b>1,076.63</b>        |

## 4A. Owned assets

| Particulars                                    | Buildings    | Plant and<br>equipment | Computers    | Office equipments | Furniture and<br>fixtures | Studio<br>equipments | Vehicles    | Leasehold<br>improvements | Set top boxes   | Total            |
|--|--------------|------------------------|--------------|-------------------|---------------------------|----------------------|-------------|---------------------------|-----------------|------------------|
| <b>Gross carrying amount</b>                   |              |                        |              |                   |                           |                      |             |                           |                 |                  |
| Balance as at 01 April 2023                    | 24.13        | 4,736.47               | 135.66       | 44.55             | 23.78                     | 19.95                | 2.20        | 54.80                     | 9,985.92        | 15,027.47        |
| Additions                                      | -            | 6.04                   | 0.02         | -                 | 0.07                      | -                    | -           | -                         | 38.01           | 44.14            |
| Disposals                                      | -            | (1,849.62)             | (81.66)      | (32.55)           | (19.04)                   | (11.83)              | (0.65)      | -                         | (139.39)        | (2,134.74)       |
| Other adjustments                              | -            | -                      | -            | -                 | -                         | -                    | -           | -                         | -               | -                |
| <b>Balance as at 31 March 2024</b>             | <b>24.13</b> | <b>2,892.89</b>        | <b>54.02</b> | <b>12.00</b>      | <b>4.81</b>               | <b>8.12</b>          | <b>1.55</b> | <b>54.80</b>              | <b>9,884.52</b> | <b>12,936.87</b> |
| Additions                                      | -            | 2.94                   | 0.01         | 0.01              | -                         | -                    | -           | -                         | 33.04           | 36.00            |
| Disposals                                      | -            | -                      | -            | -                 | -                         | -                    | -           | -                         | -               | -                |
| Other adjustments                              | -            | -                      | -            | -                 | -                         | -                    | -           | -                         | (0.30)          | (0.30)           |
| <b>Balance as at 31 March 2025</b>             | <b>24.13</b> | <b>2,895.83</b>        | <b>54.03</b> | <b>12.01</b>      | <b>4.81</b>               | <b>8.12</b>          | <b>1.55</b> | <b>54.80</b>              | <b>9,917.27</b> | <b>12,972.57</b> |
| <b>Accumulated depreciation</b>                |              |                        |              |                   |                           |                      |             |                           |                 |                  |
| Balance as at 01 April 2023                    | 19.79        | 4,160.08               | 129.96       | 44.32             | 21.87                     | 17.82                | 2.00        | 54.79                     | 8,590.22        | 13,040.88        |
| Charge for the year                            | 0.12         | 268.46                 | 2.53         | 0.11              | 0.38                      | 0.56                 | 0.17        | -                         | 685.65          | 937.98           |
| Disposals                                      | -            | (1,849.62)             | (81.66)      | (32.55)           | (19.04)                   | (11.83)              | (0.65)      | -                         | (139.19)        | (2,134.54)       |
| Other adjustments                              | -            | -                      | -            | -                 | -                         | -                    | -           | -                         | -               | -                |
| <b>Balance as at 31 March 2024</b>             | <b>19.91</b> | <b>2,578.92</b>        | <b>50.82</b> | <b>11.88</b>      | <b>3.21</b>               | <b>6.55</b>          | <b>1.52</b> | <b>54.79</b>              | <b>9,136.68</b> | <b>11,864.32</b> |
| Charge for the year                            | 0.12         | 165.48                 | 0.76         | 0.02              | 0.36                      | 0.51                 | 0.03        | -                         | 248.92          | 416.22           |
| Disposals                                      | -            | -                      | -            | -                 | -                         | -                    | -           | -                         | -               | -                |
| Other adjustments                              | -            | -                      | -            | -                 | -                         | -                    | -           | -                         | 0.04            | 0.04             |
| <b>Balance as at 31 March 2025</b>             | <b>20.03</b> | <b>2,744.40</b>        | <b>51.59</b> | <b>11.90</b>      | <b>3.57</b>               | <b>7.07</b>          | <b>1.55</b> | <b>54.79</b>              | <b>9,385.65</b> | <b>12,280.58</b> |
| <b>Net carrying amount as at 31 March 2024</b> | <b>4.22</b>  | <b>313.97</b>          | <b>3.20</b>  | <b>0.12</b>       | <b>1.60</b>               | <b>1.58</b>          | <b>0.03</b> | <b>0.01</b>               | <b>747.84</b>   | <b>1,072.55</b>  |
| <b>Net carrying amount as at 31 March 2025</b> | <b>4.10</b>  | <b>151.43</b>          | <b>2.44</b>  | <b>0.10</b>       | <b>1.24</b>               | <b>1.06</b>          | <b>-</b>    | <b>0.01</b>               | <b>531.62</b>   | <b>691.99</b>    |

a) For details related to assets pledged as security, refer note 4I.

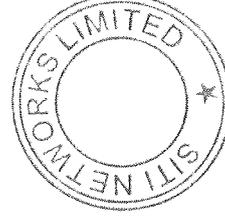
b) Capital work in progress

| Particulars                               | Amount        |
|---|---------------|
| <b>Gross carrying value</b>               |               |
| As at 1 April 2023                        | 222.27        |
| Additions                                 | 21.37         |
| Disposal/adjustment                       | (44.14)       |
| Transfer to property, plant and equipment | 199.50        |
| <b>As at 31 March 2024</b>                | <b>36.43</b>  |
| Additions                                 | (36.00)       |
| Disposal/adjustment                       | 199.92        |
| Transfer to property, plant and equipment | -             |
| <b>As at 31 March 2025</b>                | <b>199.92</b> |

c) Capital work in progress ageing schedule

| Particulars         | Amount in CWIP for a period of |           |                   | Total  |
|---------------------|--------------------------------|-----------|-------------------|--------|
|                     | Less than 1 year               | 1-2 years | More than 3 years |        |
| As at 31 March 2025 | 18.11                          | 17.69     | 70.24             | 199.92 |
| As at 31 March 2024 | 17.69                          | 17.89     | 102.06            | 199.50 |

d) Capital work-in-progress and intangible assets under development include set top boxes, viewing cards (softwares) and plant and equipment amounting to ₹ 18.11 million, ₹ 2.70 million and ₹ 181.81 million respectively (previous year : ₹ 17.69 million, ₹ 1.44 million and ₹ 181.81 million respectively).



**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

(All amounts in ₹ million, unless stated otherwise)

**4B. Right-of-use assets (ROU)**

| Particulars                                       | Buildings    | Total        |
|---|--------------|--------------|
| <b>Gross carrying amount</b>                      |              |              |
| Balance as at 01 April 2023                       | 25.55        | 25.55        |
| Additions   | -            | -            |
| Disposals   | -            | -            |
| <b>Balance as at 31 March 2024</b>                | <b>25.55</b> | <b>25.55</b> |
| Addition on account of transition to Ind AS - 116 | 3.49         | 3.49         |
| Disposals   | -            | -            |
| Other Adjustments                                 | -            | -            |
| <b>Balance as at 31 March 2025</b>                | <b>29.04</b> | <b>29.04</b> |
| <b>Accumulated depreciation</b>                   |              |              |
| Balance as at 01 April 2023                       | 17.71        | 17.71        |
| Charge for the year                               | 3.76         | 3.76         |
| Disposals   | -            | -            |
| <b>Balance as at 31 March 2024</b>                | <b>21.47</b> | <b>21.47</b> |
| Charge for the year                               | 4.27         | 4.27         |
| Disposals   | -            | -            |
| Other Adjustments                                 | (0.33)       | (0.33)       |
| <b>Balance as at 31 March 2025</b>                | <b>25.41</b> | <b>25.41</b> |
| <b>Net carrying amount as at 31 March 2024</b>    | <b>4.08</b>  | <b>4.08</b>  |
| <b>Net carrying amount as at 31 March 2025</b>    | <b>3.63</b>  | <b>3.63</b>  |

**Disclosures on lease pursuant to Ind AS 116 - Leases**

- a) The Company has leases for office buildings. Variable lease payments which do not depend on an index or a rate are excluded from the initial measurement of the lease liability and right of use assets. The Company classifies its right-of-use assets in a consistent manner to its property, plant and equipment.
- b) Each lease generally imposes a restriction that, unless there is a contractual right for the Company to sublease the asset to another party, the right-of-use asset can only be used by the Company. Some leases contain an option to extend the lease for a further term. The Company is prohibited from selling or pledging the underlying leased assets as security. For leases over office buildings and other premises, the Company must keep those properties in a good state of repair and return the properties in their original condition at the end of the lease. Further, the Company is required to pay maintenance fees in accordance with the lease contracts.
- c) The table below describes the nature of the Company's leasing activities by type of right-of-use asset recognised on balance sheet:

| Right-of-use asset | Number of ROU assets leased | Range of remaining term (in years) | Number of leases with extension options | Number of leases with termination options |
|--------------------|-----------------------------|------------------------------------|---|---|
| Buildings          | 4                           | 1 - 2                              | -                                       | -   |

**d) Maturity profile of lease liabilities**

| Particulars       | 31 March 2025 | 31 March 2024 |
|-------------------|---------------|---------------|
| 0-1 year          | 3.26          | 3.01          |
| 1 to 5 years      | 1.33          | 2.86          |
| More than 5 years | -             | -             |

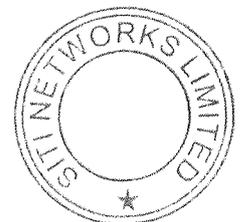
**e) Lease payments not included in measurement of lease liability -**

The expense relating to payments not included in the measurement of the lease liability is as follows:

| Particulars                               | 31 March 2025 | 31 March 2024 |
|---|---------------|---------------|
| Short-term and leases of low value assets | 59.24         | 62.14         |
| Variable lease payments                   | -             | -             |

f) Total cash outflow against the lease liabilities for the year ended 31 March 2025 is ₹ 2.03 million (previous year: ₹ 4.17 million). Interest on lease for the year ended 31 March 2025 liabilities is ₹ 0.75 million (previous year ₹ 0.96 million).

g) Refer note 33(B) for contractual maturity of lease liabilities.



SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

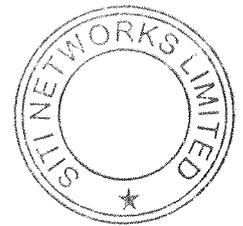
(All amounts in £ million, unless stated otherwise)

5A Intangible assets

| Particulars                                    | Goodwill     | Program, film and cable rights | Software        | Total           |
|--|--------------|--------------------------------|-----------------|-----------------|
| <b>Gross carrying amount</b>                   |              |                                |                 |                 |
| Balance as at 01 April 2023                    | 11.31        | 48.04                          | 3,098.84        | 3,158.19        |
| Additions                                      | -            | -                              | 31.26           | 31.26           |
| Disposals                                      | -            | -                              | -               | -               |
| Other adjustments                              | -            | -                              | -               | -               |
| <b>Balance as at 31 March 2024</b>             | <b>11.31</b> | <b>48.04</b>                   | <b>3,130.10</b> | <b>3,189.45</b> |
| Additions                                      | -            | -                              | 2.44            | 2.44            |
| Disposals                                      | -            | -                              | -               | -               |
| <b>Balance as at 31 March 2025</b>             | <b>11.31</b> | <b>48.04</b>                   | <b>3,132.54</b> | <b>3,191.89</b> |
| <b>Accumulated amortisation</b>                |              |                                |                 |                 |
| Balance as at 01 April 2023                    | 11.31        | 48.04                          | 2,787.20        | 2,846.55        |
| Charge for the year                            | -            | -                              | 306.81          | 306.81          |
| Disposals                                      | -            | -                              | -               | -               |
| <b>Balance as at 31 March 2024</b>             | <b>11.31</b> | <b>48.04</b>                   | <b>3,094.01</b> | <b>3,153.36</b> |
| Charge for the year                            | -            | -                              | 15.62           | 15.62           |
| Disposals                                      | -            | -                              | -               | -               |
| <b>Balance as at 31 March 2025</b>             | <b>11.31</b> | <b>48.04</b>                   | <b>3,109.63</b> | <b>3,168.98</b> |
| <b>Net carrying amount as at 31 March 2024</b> | <b>-</b>     | <b>-</b>                       | <b>36.09</b>    | <b>36.09</b>    |
| <b>Net carrying amount as at 31 March 2025</b> | <b>-</b>     | <b>-</b>                       | <b>22.91</b>    | <b>22.91</b>    |

5B Intangible under development

| Particulars                | Amount in intangible under development for a period of |           |           |                   | Total |
|----------------------------|--|-----------|-----------|-------------------|-------|
|                            | Less than 1 year                                       | 1-2 years | 2-3 years | More than 3 years |       |
| <b>As at 31 March 2025</b> |  |           |           |                   |       |
| Viewing cards              | 2.70   | -         | -         | -                 | 2.70  |
| <b>As at 31 March 2024</b> |  |           |           |                   |       |
| Viewing cards              | 1.44   | -         | -         | -                 | 1.44  |



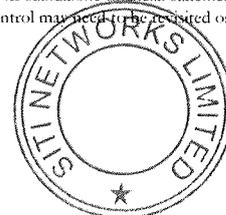
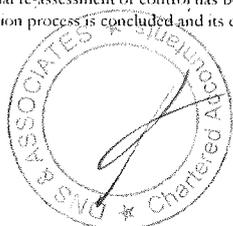
**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

(All amounts in ₹ million, unless stated otherwise)

|   | As at<br>31 March 2025 | As at<br>31 March 2024 |
|---|------------------------|------------------------|
| <b>6 Investments</b>  |                        |                        |
| <b>Investment in equity instruments (trade, unquoted) (at cost)</b>   |                        |                        |
| <b>Subsidiary companies</b>   |                        |                        |
| 51,831,000 (previous year : 51,831,000) equity shares of ₹ 10 each fully paid up of Indian Cable Net Company Limited  | 2,361.14               | 2,361.14               |
| 50,000 (previous year : 50,000) equity shares of ₹ 10 each fully paid up of Central Bombay Cable Network Limited  | 13.53                  | 13.53                  |
| 753,587 (previous year : 753,587) equity shares of ₹ 10 each fully paid up of Siti Vision Digital Media Private Limited   | 82.39                  | 82.39                  |
| 10,000 (previous year : 10,000) equity shares of ₹ 10 each fully paid up of Siticable Broadband South Limited   | 0.10                   | 0.10                   |
| 102,000 (previous year : 102,000) equity shares of ₹ 10 each fully paid up of Siti Jind Digital Media Communications Private Limited*                                 | 18.98                  | 18.98                  |
| 5,100 (previous year : 5,100) equity shares of ₹ 10 each fully paid up of Siti Jony Digital Cable Network Private Limited   | 0.05                   | 0.05                   |
| 5,100 (previous year : 5,100) equity shares of ₹ 10 each fully paid up of Siti Krishna Digital Media Private Limited  | 0.05                   | 0.05                   |
| 7,400 (previous year : 7,400) equity shares of ₹ 10 each fully paid up of Siti Guntur Digital Network Private Limited   | 0.07                   | 0.07                   |
| 5,100 (previous year : 5,100) equity shares of ₹ 10 each fully paid up of Siti Faction Digital Private Limited  | 0.05                   | 0.05                   |
| 5,100 (previous year : 5,100) equity shares of ₹ 10 each fully paid up of Siti Global Private Limited   | 0.05                   | 0.05                   |
| 10,000 (previous year : 10,000) equity shares of ₹ 10 each fully paid up of Siti Broadband Services Private Limited*  | 0.10                   | 0.10                   |
| 5,100 (previous year : 5,100) equity shares of ₹ 10 each fully paid up of Siti Karnal Digital Media Network Private Limited   | 0.05                   | 0.05                   |
| 5,100 (previous year : 5,100) equity shares of ₹ 10 each fully paid up of Siti Siri Digital Network Private Limited   | 0.05                   | 0.05                   |
| 10,200 (previous year : 10,200) equity shares of ₹ 10 each fully paid up of Siti Prime Uttaranchal Communication Private Limited                                      | 24.99                  | 24.99                  |
| 5,100 (previous year : 5,100) equity shares of ₹ 10 each fully paid up of Siti Saistar Digital Media Private Limited  | 14.61                  | 14.61                  |
| 5,100 (previous year : 5,100) equity shares of ₹ 10 each fully paid up of Siti Sagar Digital Cable Network Private Limited  | 2.48                   | 2.48                   |
| 1,000 (previous year : 1,000) equity shares of ₹ 100 each fully paid up of Variety Entertainment Private Limited  | 7.50                   | 7.50                   |
| 5,100 (previous year : 5,100) equity shares of ₹ 10 each fully paid up of Siti Jai Maa Durgee Communications Private Limited  | 16.83                  | 16.83                  |
| Less: aggregate amount of impairment in value of investments  | (32.05)                | (32.05)                |
| 99.90% (previous year : 99.90%) capital contribution in SITI Networks India LLP   | 0.10                   | 0.10                   |
| 25,500 (previous year : 25,500) equity shares of ₹ 10 each fully paid up of Wire and Wireless Tisai Satellite Limited   | 0.26                   | 0.26                   |
| <b>Associate</b>  |                        |                        |
| 4,800 (previous year : 4,800) equity shares of ₹ 10 each fully paid up of C&S Medianer Private Limited  | 0.05                   | 0.05                   |
| <b>Investment in optionally convertible debenture at fair value through profit and loss (trade, unquoted)</b>   |                        |                        |
| 744,900,000 (previous year : 744,900,000) 0.01%, cumulative optionally convertible debentures of ₹ 1 each fully paid up of Siti Siri Digital Network Private Limited  | 744.89                 | 744.89                 |
| 231,300,000 (previous year : 231,300,000) 0.01%, cumulative optionally convertible debentures of ₹ 1 each fully paid up of Siti Saistar Digital Media Private Limited | 231.30                 | 231.30                 |
| Less: aggregate amount of impairment in value of investments (OCD)  | (403.17)               | (403.17)               |
|   | <b>3,084.42</b>        | <b>3,084.42</b>        |
| <b>Investment other than investment in subsidiaries and joint ventures</b>  |                        |                        |
| <b>Investment in equity instruments (trade, unquoted)</b>   |                        |                        |
| 480 (previous year : 480) equity shares of ₹ 100 each fully paid up of Master Ads Private Limited   | 0.05                   | 0.05                   |
| 9,500 (previous year : 9,500) equity shares of ₹ 10 each fully paid up of Dakshin Communications Private Limited  | 1.77                   | 1.77                   |
| 3,000 (previous year : 3,000) equity shares of ₹ 10 each fully paid up of Centre Channel Private Limited  | 0.23                   | 0.23                   |
|   | <b>2.05</b>            | <b>2.05</b>            |
| Less: aggregate amount of impairment in value of investments  | (2.05)                 | (2.05)                 |
|   | <b>-</b>               | <b>-</b>               |
|   | <b>3,084.42</b>        | <b>3,084.42</b>        |
| Aggregate amount of unquoted investments  | 3,521.67               | 3,521.67               |
| Aggregate amount of impairment in value of investments  | 437.25                 | 437.25                 |

\* The two subsidiary companies, namely, Siti Broadband Services Private Limited and Siti Jind Digital Media Communications Private Limited are under the Corporate Insolvency Resolution Process (CIRP) as directed by the Hon'ble National Company Law Tribunal, Delhi, vide orders dated 31 October 2023 and 22 March 2024, respectively. Despite the ongoing CIRP proceedings and the potential loss of control, the Company continues to classify these investments as "Investments in Subsidiaries" in its standalone financial statements, as no formal re-assessment of control has been conducted. The Company recognizes that, as per the principles of Ind AS 110, the classification of control may need to be revisited once the resolution process is concluded and its effects on control become clearer.

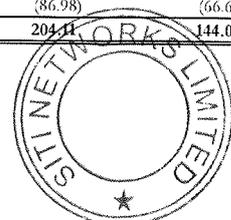
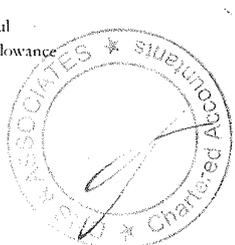


**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

*(All amounts in ₹ million, unless stated otherwise)*

|  | As at<br>31 March 2025 | As at<br>31 March 2024 |
|--|------------------------|------------------------|
| <b>7 Other financial assets (non-current)</b><br><i>(Unsecured, considered good unless otherwise stated)</i>                                   |                        |                        |
| Margin money deposits  | 25.50                  | 33.02                  |
| Security deposits  | 20.68                  | 20.62                  |
|  | <b>46.18</b>           | <b>53.64</b>           |
| i) Refer note 33 for disclosure of fair values in respect of financial assets measured at amortised cost and movement in expected credit loss. |                        |                        |
| <b>8 Other non-current assets</b>  |                        |                        |
| Capital advances   | 0.06                   | 0.06                   |
| Less: impairment allowance   | (0.06)                 | -                      |
| Balance with government authorities (paid under protest)   | 70.71                  | 80.89                  |
|  | <b>70.71</b>           | <b>80.95</b>           |
| <b>9 Inventories</b><br><i>(valued at cost, unless otherwise stated)</i>   |                        |                        |
| Stores and spares  | 18.56                  | 9.16                   |
|  | <b>18.56</b>           | <b>9.16</b>            |
| <b>10 Trade receivables</b>  |                        |                        |
| - unsecured, considered good   | 1,447.42               | 1,518.50               |
| - unsecured, credit impaired   | 4,481.17               | 4,344.98               |
|  | <b>5,928.59</b>        | <b>5,863.48</b>        |
| Less: allowance for expected credit impaired receivables   | (4,481.17)             | (4,344.98)             |
|  | <b>1,447.42</b>        | <b>1,518.50</b>        |
| i) Refer note 32 for disclosure of fair values in respect of financial assets measured at amortised cost and movement in expected credit loss. |                        |                        |
| ii) Refer note 34 for related parties disclosures  |                        |                        |
| iii) Refer note 47 for disclosure of trade receivable ageing schedule.   |                        |                        |
| <b>11 Cash and cash equivalents</b>  |                        |                        |
| Balances with banks - current accounts   | 533.25                 | 362.72                 |
| Cheques and drafts on hand   | 4.80                   | 7.79                   |
| Cash on hand   | 0.54                   | 0.47                   |
|  | <b>538.59</b>          | <b>370.98</b>          |
| <b>11A Bank balances</b>   |                        |                        |
| Deposit in bank with maturity of more than 3 months and less than 12 months  | 303.51                 | 800.35                 |
|  | <b>303.51</b>          | <b>800.35</b>          |
| <b>12 Other financial assets (current)</b><br><i>(Unsecured, considered good unless otherwise stated)</i>                                      |                        |                        |
| Amounts recoverable  |                        |                        |
| - considered good  | 7.44                   | 8.14                   |
| - considered doubtful  | 467.60                 | 467.60                 |
| Less: credit impaired  | (467.60)               | (467.60)               |
| Interest accrued on fixed deposits   | 20.22                  | 11.13                  |
| Security deposits  | -                      | -                      |
| Unbilled revenues  | 79.93                  | 161.83                 |
| Less: allowance for expected credit impaired receivables   | (10.21)                | -                      |
|  | <b>97.38</b>           | <b>181.10</b>          |
| i) Refer note 32 for disclosure of fair values in respect of financial assets measured at amortised cost and movement in expected credit loss. |                        |                        |
| <b>13A Current tax assets</b>  |                        |                        |
| Income tax assets  | 168.96                 | 65.47                  |
|  | <b>168.96</b>          | <b>65.47</b>           |
| <b>13B Other current assets</b>  |                        |                        |
| Balances with government authorities   | 185.65                 | 104.84                 |
| Prepaid expenses   | 13.16                  | 16.08                  |
| Advance to suppliers   |                        |                        |
| - considered good  | 5.30                   | 23.09                  |
| - considered doubtful  | 86.98                  | 66.69                  |
| Less: impairment allowance   | (86.98)                | (66.69)                |
|  | <b>204.11</b>          | <b>144.01</b>          |



**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

(All amounts in ₹ million, unless stated otherwise)

|   | As at<br>31 March 2025 | As at<br>31 March 2024 |
|---|------------------------|------------------------|
| <b>14 (a) Equity share capital</b>  |                        |                        |
| <b>Authorised share capital</b>   |                        |                        |
| 1,290,000,000 (previous year : 1,290,000,000) equity shares of ₹ 1 each                               | 1,290.00               | 1,290.00               |
| 10,000,000 (previous year : 10,000,000) 7.25% non-cumulative redeemable preference shares of ₹ 1 each | 10.00                  | 10.00                  |
| <b>Total authorised capital</b>   | <b>1,300.00</b>        | <b>1,300.00</b>        |
| <b>Issued share capital</b>   |                        |                        |
| 873,280,971 (previous year : 873,280,971) equity shares of ₹ 1 each                                   | 873.28                 | 873.28                 |
| Less: Forfeited shares 1,227,123 (previous year : 1,227,123) equity shares of ₹ 1 each                | (1.23)                 | (1.23)                 |
| 23,436 (previous year : 23,436) 7.25% non-cumulative redeemable preference shares of ₹ 1 each         | 0.02                   | 0.02                   |
| <b>Total issued capital</b>   | <b>872.07</b>          | <b>872.07</b>          |
| <b>Subscribed and fully paid up capital</b>   |                        |                        |
| 872,053,848 (previous year : 872,053,848) equity shares of ₹ 1 each fully paid up                     | 872.05                 | 872.05                 |
| <b>Total paid up capital</b>  | <b>872.05</b>          | <b>872.05</b>          |
| Forfeited equity shares 1,227,123 (previous year : 1,227,123) equity shares of ₹ 1 each               | 0.62                   | 0.62                   |
|   | <b>872.67</b>          | <b>872.67</b>          |

**(i) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year**

**Equity shares**

There is no movement in equity share capital during current and previous year.

**Preference shares**

There is no movement in preference share capital during current and previous year.

**(ii) Terms/rights attached to:**

**I) Equity shares**

The Company has only one class of equity shares having par value of ₹ 1 per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**II) Preference shares**

The Company has only one class of 7.25% Non-cumulative redeemable preference shares of ₹ 1 each. The said preference shares were allotted to Zee Telefilms Limited (now Zee Entertainment Enterprises Limited) on 29 December 2006, pursuant to the scheme of arrangement for demerger of cable business undertaking of Zee Telefilms Limited approved by the Hon'ble Bombay High Court vide its order dated 17 November 2006. Initially, as per the terms of the issue and allotment, the said preference shares were due for redemption on 29 December 2008. However, with the written consent/approval of Zee Entertainment Enterprises Limited, the terms of the issue of said preference shares were varied by extending the period of redemption by another three years i.e. till 29 December 2011. Later on 06 June 2011 these shares were transferred to Churu Enterprises LLP by Zee Entertainment Enterprises Limited.

Period for redemption of preference shares was extended by a period of five years till 29 December 2026. The preference shares are redeemable at par.

In the event of liquidation of the Company the holders of preference shares will have priority over equity shares in the payment of dividend and repayment of capital. These instruments are accounted for as liability in accordance with the Ind AS.

**(iii) Details of shareholders holding more than 5% shares in the Company**

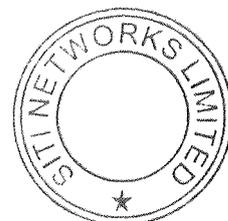
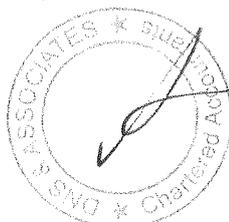
|   | As at 31 March 2025 |              | As at 31 March 2024 |              |
|---|---------------------|--------------|---------------------|--------------|
|   | No. of shares       | % of holding | No. of shares       | % of holding |
| <b>Equity shares</b>                            |                     |              |                     |              |
| Housing Development Finance Corporation Limited | 7,17,34,959         | 8.23%        | 7,17,34,959         | 8.23%        |
| L & T Finance Limited                           | 5,73,83,732         | 6.58%        | 5,73,83,732         | 6.58%        |
| <b>Preference shares</b>                        |                     |              |                     |              |
| Churu Enterprises LLP                           | 23,436              | 100%         | 23,436              | 100%         |

(iv) No shares were issued pursuant to contract without payment being received in cash, allotted as fully paid up by way of bonus issue or brought back during the current year and last 5 years.

**v) Promoters shareholding\***

| Name of promoter                                      | As at 31 March 2025 |                         |                          | As at 31 March 2024 |                         |                          |
|---|---------------------|-------------------------|--------------------------|---------------------|-------------------------|--------------------------|
|   | Number of Shares    | % of total shareholding | % change during the year | Number of Shares    | % of total shareholding | % change during the year |
| Direct Media Solutions LLP                            | 99,00,000           | 1.14%                   | -                        | 99,00,000           | 1.14%                   | -                        |
| Digital Satellite Holdings Private Limited            | 93,816              | 0.01%                   | -                        | 93,816              | 0.01%                   | -                        |
| Manaaska Fashions LLP                                 | 36,000              | 0.00%                   | -                        | 36,000              | 0.00%                   | -                        |
| Digital Satellite Media and Broadband Private Limited | 15,273              | 0.00%                   | -                        | 15,273              | 0.00%                   | -                        |
| Bioscope Cinemas Private Limited                      | 10,611              | 0.00%                   | -                        | 10,611              | 0.00%                   | -                        |
| Essel Media Ventures Limited                          | 4,31,66,665         | 4.95%                   | -                        | 4,31,66,665         | 4.95%                   | -                        |

\* The details of promoter shareholding are as per the information available with the Company.

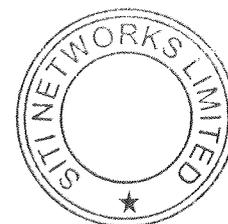
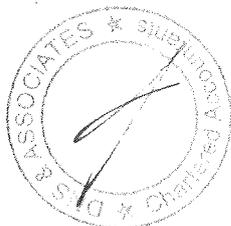


SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

|   | As at<br>31 March 2025 | As at<br>31 March 2024 |
|---|------------------------|------------------------|
| <b>14 (b) Other equity</b>  |                        |                        |
| Securities premium  | 16,017.37              | 16,017.37              |
| Retained earnings   | (29,878.28)            | (27,925.25)            |
| General reserve   | 45.26                  | 45.26                  |
| Employee share based payment reserve  | -                      | -                      |
|   | <b>(13,815.65)</b>     | <b>(11,862.62)</b>     |
| <b>A) Notes:</b>  |                        |                        |
| <b>Particulars</b>  |                        |                        |
| <b>i) Securities premium</b>  |                        |                        |
| Opening balance   | 16,017.37              | 16,017.37              |
| Addition during the year  | -                      | -                      |
| <b>Closing balance</b>  | <b>16,017.37</b>       | <b>16,017.37</b>       |
| <b>ii) Retained earnings</b>  |                        |                        |
| Opening balance   | (27,925.25)            | (26,422.78)            |
| Loss for the year   | (1,954.06)             | (1,505.37)             |
| Other comprehensive gain/(loss) for the year (net of tax)   | 1.03                   | 2.90                   |
| <b>Closing balance</b>  | <b>(29,878.28)</b>     | <b>(27,925.25)</b>     |
| <b>iii) General reserve</b>   |                        |                        |
| Opening balance   | 45.26                  | 45.26                  |
| Addition during the year  | -                      | -                      |
| <b>Closing balance</b>  | <b>45.26</b>           | <b>45.26</b>           |
| <b>iv) Employee share based payments reserve</b>  |                        |                        |
| Opening balance   | -                      | -                      |
| Transferred to General reserve during the year  | -                      | -                      |
| <b>Closing balance</b>  | <b>-</b>               | <b>-</b>               |
| <b>B) Nature and purpose of reserves:</b>   |                        |                        |
| <b>i) Securities premium</b>  |                        |                        |
| Securities premium is used to record the premium received on issue of shares.   |                        |                        |
| <b>ii) Retained earnings</b>  |                        |                        |
| Retained earnings represent the accumulated earnings, net of losses (if any) made by the Company over the years.  |                        |                        |
| <b>iii) General reserve</b>   |                        |                        |
| General reserve is a free reserve which is created by transferring funds from retained earnings to meet future obligations or other purposes.   |                        |                        |
| <b>iv) Employee shares based reserve</b>  |                        |                        |
| The reserve is used to recognise the grant date fair value of the options issued to employees under Company's employee stock option plan.   |                        |                        |
| <b>15 A Borrowings (non-current)</b>  |                        |                        |
| Inter corporate deposit [refer note (ii)]   | 112.50                 | 112.50                 |
| 7.25% non-cumulative redeemable preference shares [refer note 14 (a) (ii) III]  | 0.02                   | 0.02                   |
|   | <b>112.52</b>          | <b>112.52</b>          |
| (i) For details of terms of repayment, nature of security & interest rate of borrowings and delays/defaults in repayment of borrowings (current and non-current), refer note 15.1 and note 15.2 respectively. |                        |                        |
| (ii) Inter corporate deposit pertain to deposit taken from subsidiary carrying an interest rate of 9% per annum (31 March 2024; 9%)   |                        |                        |
| (iii) For disclosure of fair values in respect of financial liabilities measured at amortised cost and analysis of their maturity profiles, refer note 33 & 34 respectively.                                  |                        |                        |
| <b>15 B Lease liabilities (non-current)</b>   |                        |                        |
| Lease liabilities   | 1.33                   | 2.85                   |
|   | <b>1.33</b>            | <b>2.85</b>            |
| (i) Refer note 4 for disclosure on IND AS-116, "Leases"   |                        |                        |
| (ii) For disclosure of fair values in respect of financial liabilities measured at amortised cost and analysis of their maturity profiles, refer note 33 & 34 respectively.                                   |                        |                        |



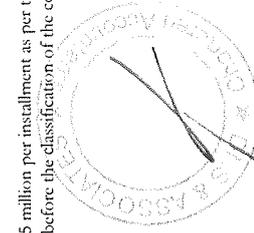
(All amounts in ₹ million, unless stated otherwise)

## 15.1 Details of terms of repayment, nature of security and interest rate of borrowings

(Refer note 15A and 18A)

| Nature of loan   | As at 31 March 2025 |                 | As at 31 March 2024 |                 | Nature of securities  | Interest rate   | Tenure of repayment*   |
|------------------|---------------------|-----------------|---------------------|-----------------|---|---|--|
|                  | Non-current         | Current         | Non-current         | Current         |   |   |  |
| <b>Term loan</b> |                     |                 |                     |                 |   |   |  |
| 1                | -                   | 187.15          | -                   | 187.15          | Term loans from banks are secured by first pari passu charge on entire movable fixed assets, both present and future, of the Company and on the receivables, cash flow and bank account of the Company. Also secured by corporate guarantee of an associated company for maintaining revolving debt service reserve account (DSRA) for 1 quarter of the interest and principal repayment to be funded ten days before each due date, for the entire tenure of the loan.           | Basic rate + 1.20% p.a.   | Six (previous year: six) quarterly instalments payable as per the terms of underlying agreement.         |
| 2                | -                   | 755.29          | -                   | 755.29          | Term loans from banks are secured by first pari passu mortgage and charge in favour of lender in a form satisfactory to the lender of all of the Company's immovable properties, both present and future, and as well as movable properties and first charge by way of hypothecation and/or pledge of the Company's current assets. Also secured by corporate guarantee of an associated company for maintenance of debt service reserve account (DSRA) for 2 quarter's interest. | Basic rate + 1.20% p.a.   | Six (previous year: six) quarterly instalments payable as per the terms of underlying agreement.         |
| 3                | -                   | 149.56          | -                   | 149.56          | Term loans from banks are secured by pari passu mortgage and charge in favour of lender in a form satisfactory to the lender of all of the Company's immovable properties, both present and future, and as well as movable properties and first charge by way of hypothecation and/or pledge of the Company's current assets. Also secured by corporate guarantee of an associated company for maintenance of debt service reserve account (DSRA) for 2 quarter's interest.       | Basic rate + 2.50% p.a.   | Two (previous year: two) quarterly instalments payable as per the terms of underlying agreement.         |
| 4                | -                   | 1,189.92        | -                   | 1,189.92        | Term loans from financial institution are secured by pari passu mortgage and charge in favour of lender in a form satisfactory to the lender of all of the Company's movable fixed assets, both present and future, and as well as current assets. Also secured by the Company for maintenance of interest service reserve account (ISRA) for 1 quarter's interest.   | Basic rate + spread rate  | Sixteen (previous year: sixteen) quarterly instalments payable as per the terms of underlying agreement. |
| 5                | -                   | 1,985.00        | -                   | 1,985.00        | Term loans from bank are secured by pari passu mortgage and charge in favour of lender in a form satisfactory to the lender of all of the Company's immovable properties, both present and future, and as well as current assets.   | Bank corporate prime lending rate                                   | Six (previous year: six) half yearly instalments payable as per the terms of underlying agreement.       |
| 6                | -                   | 307.10          | -                   | 307.10          | Term loans from bank are secured by pari passu mortgage and charge in favour of lender in a form satisfactory to the lender of all of the Company's movable fixed assets and as well as current assets. Also secured by corporate guarantee of an associated company.   | Basic rate + 0.5% p.a.  | One (previous year: one) quarterly instalments payable as per the terms of underlying agreement.         |
| 7                | -                   | 600.00          | -                   | 600.00          | Term loans from bank are secured by pari passu charge in favour of lender in a form satisfactory to the lender of all of the Company's fixed and current assets excluding immovable assets. Also secured by corporate guarantee of an associated company for maintenance of debt service reserve account (DSRA).  | 6 months' marginal cost of funds based lending rate (MCLR) + margin | One (previous year: one) half yearly instalments payable as per the terms of underlying agreement.       |
| 8                | -                   | 384.76          | -                   | 384.76          | Term loans from bank are secured by pari passu charge in favour of lender in a form satisfactory to the lender of all of the Company's fixed and current assets excluding immovable assets.   | 1 year MCLR + margin  | Three (previous year: three) half yearly instalments payable as per the terms of underlying agreement.   |
| 9                | -                   | 880.00          | -                   | 880.00          | Term loans from bank are secured by pari passu charge in favour of lender in a form satisfactory to the lender of all of the Company's fixed and current assets excluding immovable assets. Also secured by corporate guarantee of an associated company for maintenance of debt service reserve account (DSRA).  | 1 year MCLR + margin  | Eight (previous year: eight) quarterly instalments payable as per the terms of underlying agreement.     |
| <b>Sub total</b> | <b>-</b>            | <b>6,438.78</b> | <b>-</b>            | <b>6,438.78</b> |   |   |  |

\* The above mentioned loan installments range from ₹ 31.25 million to ₹525 million per installment as per the terms of respective underlying agreement. The count of installment has not been disclosed where installment has been settled in part. The repayment terms given here represent the original agreed upon terms with Bank and NBFCs, before the classification of the company's account as a Non-performing Assets (NPA)



**15.2 Details of delays/defaults in repayment of borrowings (current and non-current)**

The Company has delayed in repayment of following dues to the banks and financial institution during the year, which were unpaid as at balance sheet date:

| Name of the bank                            | Amount of default as on 31 March 2025 |                 | Period of default upto the date of balance sheet (maximum days) |          | Amount of default as on 31 March 2024 |                 | Period of default upto the date of balance sheet (maximum days) |          |
|---|---------------------------------------|-----------------|---|----------|---------------------------------------|-----------------|---|----------|
|   | Principal                             | Interest        | Principal   | Interest | Principal                             | Interest        | Principal   | Interest |
| <b>Terms loans</b>                          |                                       |                 |   |          |                                       |                 |   |          |
| Axis Bank                                   | 942.43                                | 984.72          | 1,918   | 2,101    | 942.43                                | 877.27          | 1,553   | 1,736    |
| IndusInd Bank                               | 384.78                                | 311.05          | 1,555   | 1,431    | 384.78                                | 273.92          | 1,190   | 1,066    |
| IDBI Bank                                   | 149.56                                | 110.10          | 2,009   | 2,009    | 149.56                                | 91.70           | 1,644   | 1,644    |
| ARCJI                                       | 1,985.00                              | 1,370.43        | 2,070   | 1,917    | 1,985.00                              | 1,113.37        | 1,705   | 1,552    |
| RBI, Bank Limited                           | 307.10                                | 257.49          | 2,039   | 2,009    | 307.10                                | 224.78          | 1,674   | 1,644    |
| Aditya Birla Finance Limited                | 1,189.92                              | 565.20          | 1,401   | 1,461    | 1,189.92                              | 434.31          | 1,036   | 1,096    |
| Vani Agencies Private Limited*              | 1,480.00                              | 175.38          | -   | -        | 1,480.00                              | -               | -   | -        |
| <b>Loans repayable on demand from banks</b> |                                       |                 |   |          |                                       |                 |   |          |
| Axis Bank                                   | 248.73                                | 152.63          | -   | -        | 248.73                                | 125.89          | -   | -        |
| IDBI Bank                                   | 767.30                                | 491.40          | -   | -        | 767.30                                | 397.02          | -   | -        |
| RBI, Bank Limited                           | 0.90                                  | 11.11           | -   | -        | 0.90                                  | 11.11           | -   | -        |
| <b>Total</b>                                | <b>7,455.71</b>                       | <b>4,429.49</b> |   |          | <b>7,455.71</b>                       | <b>3,549.37</b> |   |          |

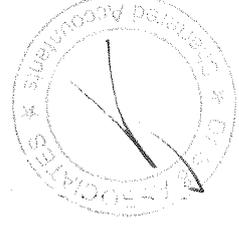
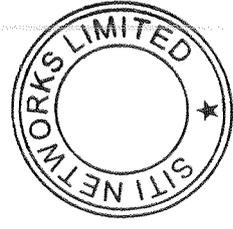
\* Refer Note 59

The Company has delayed in repayment of following dues to the banks and financial institution which were however paid on or before the Balance Sheet date:

| Name of the bank             | Amount of default during the year ended 31 March 2025 |          | Period of default (maximum days) |          | Amount of default during the year ended 31 March 2024 |             | Period of default (maximum days) |          |
|------------------------------|---|----------|----------------------------------|----------|---|-------------|----------------------------------|----------|
|                              | Principal   | Interest | Principal                        | Interest | Principal   | Interest    | Principal                        | Interest |
| Axis Bank                    | -   | -        | -                                | -        | 505.24  | 0.96        | 1,431                            | 1,462    |
| IndusInd Bank                | -   | -        | -                                | -        | 169.70  | -           | 916                              | -        |
| IDBI Bank                    | -   | -        | -                                | -        | 232.70  | -           | More than one year               | -        |
| RBI, Bank Limited            | -   | -        | -                                | -        | 171.40  | -           | 1,400                            | -        |
| Aditya Birla Finance Limited | -   | -        | -                                | -        | 150.00  | -           | 943                              | -        |
| <b>Total</b>                 | <b>-</b>  | <b>-</b> | <b>-</b>                         | <b>-</b> | <b>1,229.04</b>                                       | <b>0.96</b> |                                  |          |

**15.3 Reconciliation of liabilities arising from financing activities**

| Particulars  | Long term borrowings (including current maturities) |          | Lease liabilities | Short term borrowings | Total           |
|--|---|----------|-------------------|-----------------------|-----------------|
|  | Principal   | Interest |                   |                       |                 |
| <b>As at April 2023</b>                                  |   |          |                   |                       |                 |
| <b>Cash flows:</b>                                       |   |          |                   |                       |                 |
| Proceeds from borrowings                                 | 112.51  | -        | 9.06              | 8,713.25              | 8,834.82        |
| Repayment of borrowings                                  | -   | -        | -                 | -                     | -               |
| Adjustment   | -   | -        | 4.16              | 1,257.53              | 1,261.69        |
| <b>Non cash:</b>   |   |          |                   |                       |                 |
| Interest on Lease Liabilities recognised during the year | -   | -        | 0.97              | -                     | 0.97            |
| <b>As at March 2024</b>                                  | <b>112.51</b>                                       | <b>-</b> | <b>5.87</b>       | <b>7,455.72</b>       | <b>7,574.11</b> |
| <b>Cash flows:</b>                                       |   |          |                   |                       |                 |
| Proceeds from borrowings                                 | -   | -        | -                 | -                     | -               |
| Repayment of borrowings                                  | -   | -        | 1.27              | -                     | 1.27            |
| Adjustment   | -   | -        | -                 | -                     | -               |
| <b>Non cash:</b>   |   |          |                   |                       |                 |
| Interest on Lease Liabilities recognised during the year | -   | -        | 0.75              | -                     | 0.75            |
| <b>As at March 2025</b>                                  | <b>112.51</b>                                       | <b>-</b> | <b>5.35</b>       | <b>7,455.72</b>       | <b>7,573.59</b> |

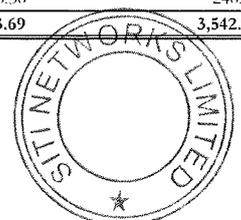
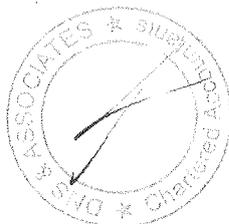


**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

(All amounts in ₹ million, unless stated otherwise)

|  | As at<br>31 March 2025 | As at<br>31 March 2024 |
|--|------------------------|------------------------|
| <b>16 Other financial liabilities (non-current)</b>  |                        |                        |
| Security deposits received from customers  | 4.41                   | 4.34                   |
|  | <b>4.41</b>            | <b>4.34</b>            |
| (i) For disclosure of fair values in respect of financial liabilities measured at amortised cost and analysis of their maturity profiles, refer note 33 & 34 respectively.   |                        |                        |
| <b>17 Provisions (non-current)*</b>  |                        |                        |
| Provision for gratuity   | 25.28                  | 25.61                  |
| Provision for compensated absences   | 8.41                   | 8.86                   |
|  | <b>33.69</b>           | <b>34.47</b>           |
| *Refer note 31 for disclosure on 'Employee benefit obligations'  |                        |                        |
| <b>18 A Borrowings (current, financial liabilities)</b>  |                        |                        |
| Loans repayable on demand from banks   | 1,016.93               | 1,016.93               |
| Current maturities of long-term borrowings   | 6,438.79               | 6,438.79               |
|  | <b>7,455.72</b>        | <b>7,455.72</b>        |
| (i) As at 31 March 2025 and 31 March 2024 the cash credit facilities are secured by first pari passu charge on the future and current assets of the Company with minimum assets cover ratio 1:1. The Company is required to maintain Debt Service Reserve Account (DSRA) for 2 quarter's interest. The same are further secured by corporate guarantee of an associate Company to maintain DSRA and carries an interest rate of bank borrowing rate+250 basis points ('BBR+250 BPS'), intrinsic value base rate ('IVBR') and six months marginal cost of funds based lending rate+1.70% ('MCLR + 1.70%') respectively. |                        |                        |
| (ii) For disclosure of fair values in respect of financial liabilities measured at amortised cost and analysis of their maturity profiles, refer note 32 & 33 respectively.  |                        |                        |
| <b>18 B Lease liabilities (current)</b>  |                        |                        |
| Lease liabilities  | 3.26                   | 3.01                   |
|  | <b>3.26</b>            | <b>3.01</b>            |
| (i) Refer note 4 for disclosure on IND AS-116, "Leases"  |                        |                        |
| (ii) For disclosure of fair values in respect of financial liabilities measured at amortised cost and analysis of their maturity profiles, refer note 32 & 33 respectively.  |                        |                        |
| <b>19 Trade payables</b>   |                        |                        |
| - Dues of micro enterprises and small enterprises (refer note below)   | 335.78                 | 308.15                 |
| - Dues of creditors other than micro enterprises and small enterprises   | 7,079.91               | 6,849.30               |
|  | <b>7,415.69</b>        | <b>7,157.45</b>        |
| Dues to micro and small enterprises pursuant to section 22 of the Micro, Small and Medium Enterprises Development Act (MSMED), 2006  | 335.78                 | 308.15                 |
| Principal amount remaining unpaid  | 335.78                 | 308.15                 |
| Interest due thereon   | -                      | -                      |
| Interest paid by the Company in terms of Section 16 of MSMED Act, 2006, along with the amount of the payment made to the suppliers and service providers beyond the appointed day during the year  | -                      | -                      |
| 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 MSMED Act, 2006  | -                      | -                      |
| Interest accrued and remaining unpaid  | -                      | -                      |
| Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006   | -                      | -                      |
| The details of amounts outstanding to micro enterprises and small enterprises under Micro, Small and Medium Enterprises Development Act (MSMED), 2006 are as per available information with the Company.   |                        |                        |
| (i) For disclosure of fair values in respect of financial liabilities measured at amortised cost and analysis of their maturity profiles, refer note 32 & 33 respectively.   |                        |                        |
| (ii) Refer note 34 for related party disclosures   |                        |                        |
| (iii) Refer note 46 for aging schedule of trade payables   |                        |                        |
| <b>20 Other financial liabilities (current)</b>  |                        |                        |
| Interest accrued and due on borrowings [refer note (i)]  | 4,071.53               | 3,191.45               |
| Capital creditors  | 64.29                  | 50.93                  |
| Bank overdraft   | 0.01                   | 0.01                   |
| Employee related payables  | 77.56                  | 60.14                  |
| Others [refer note (ii)]   | 240.30                 | 240.30                 |
|  | <b>4,453.69</b>        | <b>3,542.83</b>        |



**SITI Networks Limited**

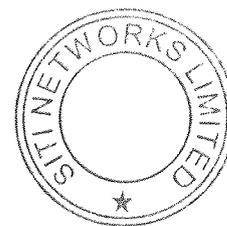
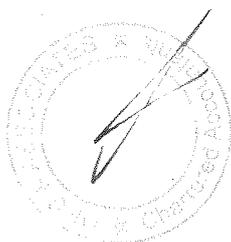
**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

*(All amounts in £ million, unless stated otherwise)*

- (i) For details of terms of repayment, nature of security & interest rate of borrowings and delays/defaults in repayment of borrowings (current and non-current), refer note 15.1 and note 15.2 respectively.
- (ii) Refer note 34 for related party disclosure
- (iii) For disclosure of fair values in respect of financial liabilities measured at amortised cost and analysis of their maturity profiles, refer note 33 & 34 respectively.

|                                     | As at<br>31 March 2025 | As at<br>31 March 2024 |
|-------------------------------------|------------------------|------------------------|
| <b>21 Other current liabilities</b> |                        |                        |
| Statutory dues payable              | 186.36                 | 168.55                 |
| Advance from customers              | 172.87                 | 126.50                 |
|                                     | <u>359.23</u>          | <u>295.05</u>          |
| <b>22 Provisions (current)*</b>     |                        |                        |
| Provision for gratuity              | 3.53                   | 2.95                   |
| Provision for compensated absences  | 0.90                   | 1.00                   |
|                                     | <u>4.43</u>            | <u>3.95</u>            |

\*Refer note 31 for disclosure on 'Employee benefit obligations'



**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

*(All amounts in ₹ million, unless stated otherwise)*

|  | For the year ended<br>31 March 2025 | For the year ended<br>31 March 2024 |
|--|-------------------------------------|-------------------------------------|
| <b>23 Revenue from operations</b>              |                                     |                                     |
| <b>Sale of services</b>                        |                                     |                                     |
| Subscription income                            | 2,249.71                            | 2,882.01                            |
| Advertisement income                           | 570.77                              | 297.27                              |
| Carriage and placement income                  | 655.15                              | 991.50                              |
| Activation and set top boxes pairing charges   | 6.25                                | 4.97                                |
| <b>Other operating revenue</b>                 |                                     |                                     |
| Sale of traded goods*                          | 0.53                                | 6.82                                |
| Management charges and other networking income | 66.79                               | 136.12                              |
| Support and service charges                    | 14.22                               | 13.55                               |
|  | <b>3,563.42</b>                     | <b>4,332.24</b>                     |
| <b>* Details of sale of traded goods</b>       |                                     |                                     |
| Set top box (STB) and viewing cards (VC)       | -                                   | 2.48                                |
| Stores and spares.                             | 0.53                                | 4.34                                |
|  | <b>0.53</b>                         | <b>6.82</b>                         |

**Disclosure of revenue pursuant to Ind AS 115 'Revenue from Contracts with Customers':**

**A. Reconciliation of revenue from sale of services and other operating revenue with contracted price**

|   |                 |                 |
|---|-----------------|-----------------|
| Contracted price  | 3,563.42        | 4,332.24        |
| Less: rebate and discounts                                    | -               | -               |
| <b>Revenue recognised in the statement of profit and loss</b> | <b>3,563.42</b> | <b>4,332.24</b> |

**B. Disaggregation of revenue**

**Revenue from operations**

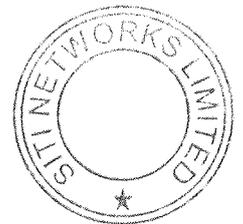
**Sale of services**

|   |          |          |
|---|----------|----------|
| -Subscription income                          | 2,249.71 | 2,882.01 |
| -Advertisement income                         | 570.77   | 297.27   |
| -Carriage and placement income                | 655.15   | 991.50   |
| -Activation and set top boxes pairing charges | 6.25     | 4.97     |

**Other operating revenue**

|   |                 |                 |
|---|-----------------|-----------------|
| -Sale of traded goods                           | 0.53            | 6.82            |
| -Management charges and other networking income | 66.79           | 136.12          |
| -Support and service charges                    | 14.22           | 13.55           |
| -Scrap sales                                    | -               | -               |
|   | <b>3,563.42</b> | <b>4,332.24</b> |

The Company has disaggregated the revenue from contracts with customers on the basis of nature of services/goods sold. The Company believes that the disaggregation of revenue on the basis of nature of services/goods sold has no impact on the nature, amount, timing and uncertainty of revenue and cash flows.



**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

*(All amounts in ₹ million, unless stated otherwise)*

**C. Contract balances**

The following table provides information about contract assets and liabilities from contract with customers:

|   | As at<br>31 March 2025 | As at<br>31 March 2024 |
|---|------------------------|------------------------|
| <b>Contract liabilities*</b>                        |                        |                        |
| Advance from customers (including deferred revenue) | 172.87                 | 126.50                 |
|   | <b>172.87</b>          | <b>126.50</b>          |
| <b>Contract assets*</b>                             |                        |                        |
| Trade receivable                                    | 5,928.59               | 5,863.48               |
| Less: allowance for expected credit loss            | (4,481.17)             | (4,344.98)             |
|   | <b>1,447.42</b>        | <b>1,518.50</b>        |
| Unbilled revenue                                    | <b>69.72</b>           | <b>161.83</b>          |

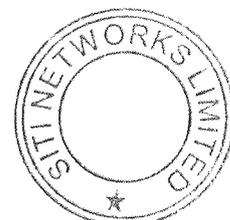
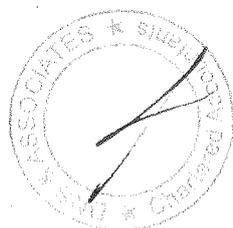
\* Contract asset is the right to consideration in exchange for goods or services transferred to the customer. Contract liability is the entity's obligation to transfer goods or services to a customer for which the entity has received consideration from the customer in advance.

**D. Significant changes in the contract liabilities and contract assets balances during the year are as follows:**

|  |                 |                 |
|--|-----------------|-----------------|
| <b>Contract liabilities</b>                            |                 |                 |
| Opening balance  | 126.50          | 176.85          |
| Revenue recognised (net of collections)                | 46.37           | (50.35)         |
| <b>Closing balance</b>                                 | <b>172.87</b>   | <b>126.50</b>   |
| <b>Contract assets</b>                                 |                 |                 |
| <b>(i) Trade receivables</b>                           |                 |                 |
| Opening balance  | 1,518.50        | 1,295.74        |
| Amount invoiced, collected and other adjustments (net) | (71.08)         | 222.76          |
| <b>Closing balance</b>                                 | <b>1,447.42</b> | <b>1,518.50</b> |
| <b>(ii) Unbilled revenue</b>                           |                 |                 |
| Opening balance  | 161.83          | 141.06          |
| Additional revenue booked/ (invoicing) - net           | (92.11)         | 20.77           |
| <b>Closing balance</b>                                 | <b>69.72</b>    | <b>161.83</b>   |

|   | For the year ended<br>31 March 2025 | For the year ended<br>31 March 2024 |
|---|-------------------------------------|-------------------------------------|
| <b>24 Other income</b>                      |                                     |                                     |
| Interest income on:                         |                                     |                                     |
| -Bank deposits at amortised cost            | 56.20                               | 25.32                               |
| -Income tax refund                          | -                                   | 7.54                                |
| Excess provisions written back              | 82.04                               | 42.60                               |
| Other non-operating income                  | 1.78                                | 67.09                               |
|   | <b>140.02</b>                       | <b>142.55</b>                       |
| <b>25 Employee benefits expense</b>         |                                     |                                     |
| Salaries, allowances and bonus              | 174.74                              | 200.10                              |
| Contributions to provident and other funds* | 9.76                                | 10.47                               |
| Staff welfare expenses                      | 15.45                               | 17.15                               |
|   | <b>199.95</b>                       | <b>227.72</b>                       |
| <b>26 Finance costs</b>                     |                                     |                                     |
| Interest expense on financial liabilities   | 880.08                              | 739.97                              |
| Interest on lease liabilities               | 0.75                                | 0.96                                |
| Bank Charges                                | 1.22                                | 1.36                                |
|   | <b>882.05</b>                       | <b>742.29</b>                       |

\*Refer note 31 for disclosure on 'Employee benefit obligations'

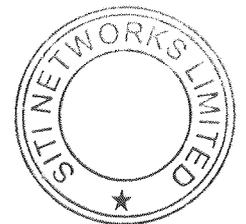
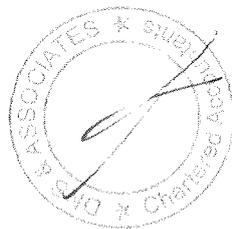


**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

(All amounts in ₹ million, unless stated otherwise)

|   | For the year ended<br>31 March 2025 | For the year ended<br>31 March 2024 |
|---|-------------------------------------|-------------------------------------|
| <b>27 Depreciation and amortisation expense</b>                             |                                     |                                     |
| Depreciation on property, plant and equipment (owned assets)                | 416.22                              | 957.98                              |
| Depreciation on right-of-use assets   | 4.27                                | 3.76                                |
| Amortisation of intangible assets   | 15.62                               | 306.81                              |
|   | <b>436.11</b>                       | <b>1,268.55</b>                     |
| <b>28 Other expenses</b>  |                                     |                                     |
| Rent (refer note 4B)  | 59.24                               | 62.14                               |
| Rates and taxes   | 11.23                               | 8.59                                |
| Communication expenses  | 2.92                                | 2.97                                |
| Repairs and maintenance   |                                     |                                     |
| - Network   | 74.65                               | 75.48                               |
| - Buildings   | 0.15                                | 0.18                                |
| - Others  | 11.60                               | 18.42                               |
| Electricity and water charges   | 40.39                               | 45.21                               |
| Legal, professional and consultancy charges                                 | 82.94                               | 78.14                               |
| Printing and stationery   | 0.55                                | 0.73                                |
| Contractual service charges   | 138.12                              | 142.63                              |
| Travelling and conveyance expenses  | 7.22                                | 8.87                                |
| Auditor's remuneration  | 3.08                                | 3.51                                |
| Vehicle running expenses  | 10.59                               | 10.41                               |
| Insurance expenses  | 0.66                                | 1.26                                |
| Impairment of trade receivables   | 146.31                              | 89.88                               |
| Bad debts and amounts written off   | 2.39                                | 0.28                                |
| Provision for doubtful advances   | 20.35                               | 7.90                                |
| Advertisement and publicity expenses  | 1.66                                | 20.28                               |
| Commission charges and incentives   | 326.40                              | 316.85                              |
| Program production expenses   | 27.83                               | 29.40                               |
| Other operational cost  | 336.35                              | 353.62                              |
| Business and sales promotion  | 4.82                                | 5.34                                |
| Exchange fluctuation loss (net)   | 3.44                                | 0.45                                |
| Miscellaneous expenses  | 12.41                               | 17.79                               |
|   | <b>1,325.30</b>                     | <b>1,300.33</b>                     |
| <b>Note: Payment to the auditor's:</b>                                      |                                     |                                     |
| - As auditors   | 3.00                                | 3.18                                |
| - For other services  | -                                   | 0.26                                |
| - For reimbursement of expenses   | 0.08                                | 0.07                                |
|   | <b>3.08</b>                         | <b>3.51</b>                         |
| <b>29 Loss per share</b>  |                                     |                                     |
| Loss attributable to equity shareholders                                    | (1,954.06)                          | (1,505.37)                          |
| Weighted average number of equity shares outstanding during the year (nos.) | 87,20,53,848                        | 87,20,53,848                        |
| Nominal value of per equity share (₹)                                       | 1                                   | 1                                   |
| <b>Loss per share (₹)</b>   |                                     |                                     |
| Basic and diluted loss per share  | (2.24)                              | (1.73)                              |



**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

(All amounts in ₹ million, unless stated otherwise)

**30 Group composition structure**

| Name of the subsidiary company   | Country of incorporation | Percentage of ownership |                     |
|--|--------------------------|-------------------------|---------------------|
|  |                          | As at 31 March 2025     | As at 31 March 2024 |
| Indian Cable Net Company Limited (hereinafter referred as "ICNCL")                         | India                    | 60.02%                  | 60.02%              |
| Central Bombay Cable Network Limited (hereinafter referred as "CBCNL")                     | India                    | 100.00%                 | 100.00%             |
| Suceble Broadband South Limited (hereinafter referred as "SBSL")                           | India                    | 100.00%                 | 100.00%             |
| Master Channel Community Network Private Limited (hereinafter referred as "MCCNPL")        | India                    | 66.00%                  | 66.00%              |
| Siti Vision Digital Media Private Limited (hereinafter referred as "SVDMPPL")              | India                    | 51.00%                  | 51.00%              |
| Siti Ind Digital Media Communications Private Limited (hereinafter referred as "SJDMPPL")# | India                    | 57.50%                  | 57.50%              |
| Siti Jai Mata Durgee Communications Private Limited (hereinafter referred as "SJMDCPL")    | India                    | 51.00%                  | 51.00%              |
| Siti Jony Digital Cable Network Private Limited (hereinafter referred as "SJDGNPL")        | India                    | 51.00%                  | 51.00%              |
| Siti Krishna Digital Media Private Limited (hereinafter referred as "SKDMPL")              | India                    | 51.00%                  | 51.00%              |
| Siti Faction Digital Private Limited (hereinafter referred as "SPDPL")                     | India                    | 51.00%                  | 51.00%              |
| Siti Gunjur Digital Network Private Limited (hereinafter referred as "SGDNPL")             | India                    | 74.00%                  | 74.00%              |
| Siti Maurya Cable Net Private Limited (hereinafter referred as "SMCNPL")                   | India                    | 50.10%                  | 50.10%              |
| Siti Karnal Digital Media Network Private Limited (hereinafter referred as "SKDMNPL")      | India                    | 51.00%                  | 51.00%              |
| Siti Global Private Limited (hereinafter referred as "SGPL")                               | India                    | 51.00%                  | 51.00%              |
| Siti Sin Digital Network Private Limited (hereinafter referred as "SDNPL")                 | India                    | 51.00%                  | 51.00%              |
| Siti Broadband Services Private Limited (hereinafter referred as "SBSPL")#                 | India                    | 100.00%                 | 100.00%             |
| Siti Ponne Uttaranchal Communication Private Limited (hereinafter referred as "SPUCPL")    | India                    | 51.00%                  | 51.00%              |
| Siti Nagar Digital Cable Network Private Limited (hereinafter referred as "SSDCNPL")       | India                    | 51.00%                  | 51.00%              |
| Siti Sistar Digital Media Private Limited (hereinafter referred as "SSDMPL")               | India                    | 51.00%                  | 51.00%              |
| Variety Entertainment Private Limited (hereinafter referred as "VEPL")                     | India                    | 100.00%                 | 100.00%             |
| Indinet Service Private Limited (hereinafter referred as "ISPL")                           | India                    | 100.00%                 | 100.00%             |
| E-Net Entertainment Private Limited (hereinafter referred as "ENEPL")                      | India                    | 51.00%                  | 51.00%              |
| Siti Networks India LLP  | India                    | 99.99%                  | 99.99%              |
| Meghbela Infratel Cable & Broadband Private Limited (hereinafter referred as "MICBPL")     | India                    | 76.00%                  | 76.00%              |

# Include 0.50% held through CBCNL.  
 .. Subsidiary of CBCNL  
 ... Subsidiary of ICNCL  
 .... Include 6.50% held through SBSL.  
 ..... Subsidiary of SBSPL  
 # Refer note 6

| Name of the associates and joint ventures  | Country of incorporation | Percentage of ownership |                     |
|--|--------------------------|-------------------------|---------------------|
|  |                          | As at 31 March 2025     | As at 31 March 2024 |
| G&S Medinet Private Limited (hereinafter referred as "GSMPL")                        | India                    | 48%                     | 48%                 |
| Paramount Digital Media Services Private Limited (hereinafter referred as "PDMSPPL") | India                    | 50.00%                  | 50.00%              |
| Wire and Wireless Tisu Satellite Limited (hereinafter referred as "WWTSL")           | India                    | 51.00%                  | 51.00%              |

..... Joint Venture of VEPL

**31 Employee benefit obligations**

**Post-employment obligations - gratuity**

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination equals the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of completed years of service. The expected contribution to the plan for next annual reporting period amounts to ₹ 3.35 million (previous year: ₹ 3.68 million).

The weighted average duration of the defined benefit obligation as at 31 March 2025 is 10 years (previous year 11 years).

The plan exposes the Company to actuarial risks such as interest rate risk and inflation risk.

**Interest rate risk**

The present value of the defined benefit liability is calculated using a discount rate determined by reference to market yields of risk free securities.

**Inflation risk**

A significant proportion of the defined benefit liability is linked to inflation. An increase in the inflation rate will increase the Company's liability.

The following tables summarises the components of net benefit expense recognised in the standalone statement of profit and loss and the amount recognised in the standalone balance sheet for the respective plans.

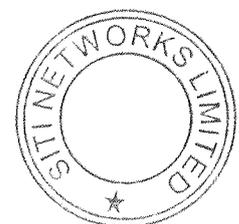
**Changes in the present value of the defined benefit obligation are as follows:**

|   | As at 31 March 2025 | As at 31 March 2024 |
|---|---------------------|---------------------|
| Present value of defined benefit obligation at the beginning of the year    | 28.57               | 23.93               |
| Interest cost   | 2.07                | 1.79                |
| Current service cost  | 2.86                | 3.01                |
| Benefits paid   | (4.47)              | (3.06)              |
| Actuarial (gain)/loss on remeasurement of obligation                        | (0.22)              | 2.90                |
| <b>Present value of defined benefit obligation at the end of the year *</b> | <b>28.82</b>        | <b>28.57</b>        |

\* Includes current portion ₹ 3.53 million (previous year: ₹ 2.95 million).  
 The gratuity plan of the Company is unfunded.

**Amount recognised in the standalone statement of profit and loss:**

|                      |             |             |
|----------------------|-------------|-------------|
| Current service cost | 2.86        | 3.01        |
| Interest cost        | 2.07        | 1.79        |
|                      | <b>4.93</b> | <b>4.80</b> |



SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

|  | As at<br>31 March 2025 | As at<br>31 March 2024 |
|--|------------------------|------------------------|
| <b>Amount recognised in the statement of other comprehensive income:</b> |                        |                        |
| Actuarial (gain)/loss arising from change in financial assumptions       | 0.88                   | 0.44                   |
| Actuarial (gain)/loss arising from experience adjustments                | (1.10)                 | 2.46                   |
|  | <b>(0.22)</b>          | <b>2.90</b>            |

The principal assumptions used in determining present value of defined benefit obligation and long term employee benefit obligation are given below:

| Actuarial assumptions used               | Gratuity           |                    | Compensated absences |                    |
|--|--------------------|--------------------|----------------------|--------------------|
|  | 31 March 2025      | 31 March 2024      | 31 March 2025        | 31 March 2024      |
| Discount rate (per annum)                | 6.75% <sup>a</sup> | 7.25% <sup>a</sup> | 6.75% <sup>a</sup>   | 7.25% <sup>a</sup> |
| Rate of escalation in salary (per annum) | 5.00% <sup>a</sup> | 5.00% <sup>a</sup> | 5.00% <sup>a</sup>   | 5.00% <sup>a</sup> |
| Mortality                                | IAM 2012-14        | IAM 2012-14        | IAM 2012-14          | IAM 2012-14        |
| Withdrawal rate (per annum)              | 5.00% <sup>a</sup> | 5.00% <sup>a</sup> | 5.00% <sup>a</sup>   | 5.00% <sup>a</sup> |
| Normal retirement age                    | 60 years           | 60 years           | 60 years             | 60 years           |

These assumptions were developed by management with the assistance of independent actuary. Discount factors are determined close to each year-end by reference to market yields of risk free securities that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating to the terms of the related pension obligation. Other assumptions are based on current actuarial benchmarks and management's historical experience.

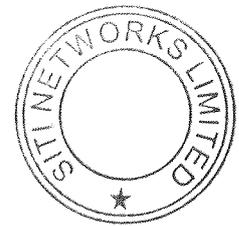
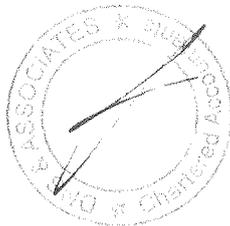
The present value of the defined benefit obligation was measured using the projected unit credit method.

Amounts of experience adjustment for the current and previous four years are as follows -

|   | 31 March 2025 | 31 March 2024 | 31 March 2023 | 31 March 2022 | 31 March 2021 |
|---|---------------|---------------|---------------|---------------|---------------|
| Defined benefit obligations                               | 28.82         | 28.57         | 23.93         | 31.75         | 40.93         |
| Experience (gain)/loss adjustments on planned liabilities | (1.10)        | 2.46          | (1.78)        | (0.81)        | 4.96          |

Sensitivity analysis of the defined benefit obligation for significant actuarial assumptions

|  | 31 March 2025 | 31 March 2024 |
|--|---------------|---------------|
| <b>Impact of the change in discount rate</b>                                   |               |               |
| <b>Present value of obligation at the end of the year</b>                      |               |               |
| Liability with 1% increase in discount rate                                    | 26.89         | 26.65         |
| Liability with 1% decrease in discount rate                                    | 30.97         | 30.73         |
| <b>Impact of the change in salary growth rate</b>                              |               |               |
| <b>Present value of obligation at the end of the year</b>                      |               |               |
| Liability with 1% increase in salary growth rate                               | 30.99         | 30.75         |
| Liability with 1% decrease in salary growth rate                               | 26.84         | 26.59         |
| <b>Maturity profile of defined benefit obligation</b>                          |               |               |
| -upto 1 year   | 3.53          | 2.95          |
| -2 to 5 years  | 5.65          | 5.40          |
| -more than 5 years   | 19.64         | 20.21         |
| <b>Defined contribution plans</b>  |               |               |
| Contribution to defined contribution plan, recognised as expense for the year: |               |               |
| Employer's contribution to provident fund and other funds                      | 9.22          | 10.50         |



SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

32 Financial instruments measured at fair value

A. Fair value hierarchy

The financial assets and liabilities measured at fair value in the statement of financial position are divided in to three levels of fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

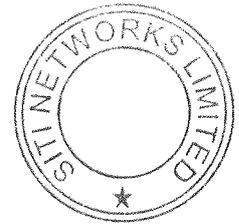
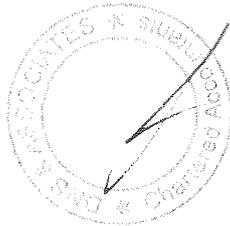
Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: the fair value of financial instruments that are not traded in active market is determined using valuation technique which maximise the use of observable market data only as far as possible on entry specific estimate.

Level 3: if one or more of the significant inputs are not based on observable market data, the instrument is included in level 3

B. Financial instruments by category

|                                    | Notes     | As at 31 March 2025 |               |                  |                  |
|------------------------------------|-----------|---------------------|---------------|------------------|------------------|
|                                    |           | Level               | FVTPL         | Amortised cost   | Total            |
| <b>Financial assets</b>            |           |                     |               |                  |                  |
| Investment                         | 6         | Level 3             | 573.02        | 2,511.40         | 3,084.42         |
| Trade receivables (net)            | 10        |                     | -             | 1,447.42         | 1,447.42         |
| Cash and cash equivalents          | 11        |                     | -             | 538.59           | 538.59           |
| Other bank balance                 | 11A       | Level 3             | -             | 303.51           | 303.51           |
| Other financial assets             | 7 & 12    | Level 3             | -             | 143.56           | 143.56           |
| <b>Total financial assets</b>      |           |                     | <b>573.02</b> | <b>4,944.48</b>  | <b>5,517.50</b>  |
| <b>Financial liabilities</b>       |           |                     |               |                  |                  |
| Borrowings                         | 15A & 18A | Level 3             | -             | 7,568.24         | 7,568.24         |
| Lease liabilities                  | 15B & 18B | Level 3             | -             | 4.59             | 4.59             |
| Trade payables                     | 19        |                     | -             | 7,415.69         | 7,415.69         |
| Other financial liabilities        | 16 & 20   | Level 3             | -             | 4,458.10         | 4,458.10         |
| <b>Total financial liabilities</b> |           |                     | <b>-</b>      | <b>19,446.62</b> | <b>19,446.62</b> |
| <b>As at 31 March 2024</b>         |           |                     |               |                  |                  |
|                                    | Notes     | Level               | FVTPL         | Amortised cost   | Total            |
| <b>Financial assets</b>            |           |                     |               |                  |                  |
| Investment                         | 6         | Level 3             | 573.02        | 2,511.40         | 3,084.42         |
| Trade receivables (net)            | 10        |                     | -             | 1,518.50         | 1,518.50         |
| Cash and cash equivalents          | 11        |                     | -             | 370.98           | 370.98           |
| Other bank balance                 | 11A       | Level 3             | -             | 800.35           | 800.35           |
| Other financial assets             | 7 & 12    | Level 3             | -             | 234.74           | 234.74           |
| <b>Total financial assets</b>      |           |                     | <b>573.02</b> | <b>5,435.97</b>  | <b>6,008.99</b>  |
| <b>Financial liabilities</b>       |           |                     |               |                  |                  |
| Borrowings                         | 15A & 18A | Level 3             | -             | 7,568.23         | 7,568.23         |
| Lease liabilities                  | 15B & 18B | Level 3             | -             | 5.87             | 5.87             |
| Trade payables                     | 19        |                     | -             | 7,157.45         | 7,157.45         |
| Other financial liabilities        | 16 & 20   | Level 3             | -             | 3,547.17         | 3,547.17         |
| <b>Total financial liabilities</b> |           |                     | <b>-</b>      | <b>18,278.72</b> | <b>18,278.72</b> |



SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

C. Fair value of financial assets and liabilities measured at amortised cost

|  | Level   | As at 31 March 2025 |                  | As at 31 March 2024 |                  |
|--|---------|---------------------|------------------|---------------------|------------------|
|  |         | Carrying amount     | Fair value       | Carrying amount     | Fair value       |
| <b>Financial assets</b>                    |         |                     |                  |                     |                  |
| Investment (non-current, financial assets) | Level 3 | 2,511.40            | 2,511.40         | 2,511.40            | 2,511.40         |
| Trade receivables (net)                    |         | 1,447.42            | 1,447.42         | 1,518.50            | 1,518.50         |
| Cash and cash equivalents                  |         | 538.59              | 538.59           | 370.98              | 370.98           |
| Other bank balances                        |         | 303.51              | 303.51           | 800.35              | 800.35           |
| Other financial assets*                    |         | 143.56              | 143.56           | 234.74              | 234.74           |
| <b>Total financial assets</b>              |         | <b>4,944.48</b>     | <b>4,944.48</b>  | <b>5,435.97</b>     | <b>5,435.97</b>  |
| <b>Financial liabilities</b>               |         |                     |                  |                     |                  |
| Borrowings*                                |         | 7,568.24            | 7,568.24         | 7,568.23            | 7,568.23         |
| Lease liabilities                          | Level 3 | 4.59                | 4.59             | 5.87                | 5.87             |
| Trade payables                             |         | 7,415.69            | 7,415.69         | 7,157.45            | 7,157.45         |
| Other financial liabilities                |         | 4,458.10            | 4,458.10         | 3,547.17            | 3,547.17         |
| <b>Total financial liabilities</b>         |         | <b>19,446.62</b>    | <b>19,446.62</b> | <b>18,278.72</b>    | <b>18,278.72</b> |

The above disclosures are presented for non-current financial assets and liabilities. The carrying value of current financial assets and liabilities (security deposits, cash and cash equivalents, trade receivables, other financial assets, financial guarantee contracts, trade payables and other financial liabilities) represents the best estimate of fair value.

\*Fair value of bank deposits & borrowings included in non-current other financial assets are equivalent to their carrying amount, as the interest rate on them is equivalent to market rate. Fair value of security deposits included in non-current other financial assets are equivalent to their carrying amount, as tenure of security deposit cannot be determined.

33 Financial risk management objectives and policies

Financial risk management

The Company is exposed to various risks in relation to financial instruments. The main types of risks are credit risk, liquidity risk and market risk.

The Company's risk management is coordinated in close co-operation with the Resolution professional, CEO, finance Department, Legal Department and business/Sales Department focuses on securing Company's short to medium term cash flows.

This note explains the sources of risk which the Company is exposed to and how the Company manages the risk and the related impact in these standalone financial statements.

A. Credit risk

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or pay amounts due to the Company causing financial loss. The Company's exposure to credit risk is influenced mainly by cash and cash equivalents, trade receivables and financial assets measured at amortised cost. The Company continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

Credit risk management

Credit risk rating

The Company assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets.

A: Low credit risk on financial reporting date

B: High credit risk

The Company provides for expected credit loss based on the following:

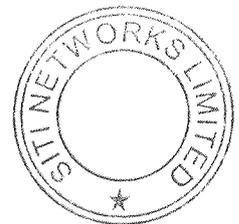
| Asset group      | Basis of categorisation  | Provision for expected credit loss                   |
|------------------|--|--|
| Low credit risk  | Cash and cash equivalents, bank deposit, margin money deposits, interest accrued and other financial assets except security deposits | 12 month expected credit loss                        |
| High credit risk | Investment, trade receivables, security deposits, amount recoverable and unbilled revenue  | Life time expected credit loss or fully provided for |

Based on business environment in which the Company operates, a default on a financial asset is considered when the counter party fails to make payments within the agreed time period as per contract. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions.

| Credit rating       | Particulars  | 31 March 2025 | 31 March 2024 |
|---------------------|--|---------------|---------------|
| A: Low credit risk  | Cash and cash equivalents, bank deposit, margin money deposits, interest accrued and other financial assets other than unbilled revenue & amount recoverable (net) | 602.22        | 443.90        |
| B: High credit risk | Investment, trade receivables, amount recoverable (net) and unbilled revenue   | 4,611.76      | 4,764.75      |

Concentration of trade receivables

The Company has widespread customers and there is no concentration of trade receivables.



SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

Note 33 Financial risk management objectives and policies (contd.)

Credit risk exposure

Provision for expected credit losses

The Company provides for 12 month expected credit losses for following financial assets.

For the purpose of computation of expected credit loss, the Company has analysed the trend of provisions for doubtful trade receivables created in earlier years. The average rate of provision has been computed based on the adjusted sales (excluding those where the Company does not have any historical provision) and provision for doubtful debtors created against those sales.

Expected credit loss for trade receivables under simplified approach

As at 31 March 2025

| Particulars         | Estimated gross carrying amount at default | Expected credit impaired | Carrying amount net of impairment |
|---------------------|--|--------------------------|-----------------------------------|
| Trade receivables   | 5,928.59                                   | (4,481.17)               | 1,447.42                          |
| Security deposits   | 20.68                                      | -                        | 20.68                             |
| Amounts recoverable | 475.04                                     | (467.60)                 | 7.44                              |
| Investment          | 3,519.64                                   | (435.20)                 | 3,084.43                          |
| Unbilled revenues   | 79.93                                      | (10.21)                  | 69.72                             |

As at 31 March 2024

| Particulars         | Estimated gross carrying amount at default | Expected credit impaired | Carrying amount net of impairment |
|---------------------|--|--------------------------|-----------------------------------|
| Trade receivables   | 5,863.48                                   | (4,344.98)               | 1,518.50                          |
| Security deposits   | 20.62                                      | -                        | 20.62                             |
| Amounts recoverable | 475.74                                     | (467.60)                 | 8.14                              |
| Investment          | 3,519.62                                   | (435.20)                 | 3,084.42                          |
| Unbilled revenues   | 161.83                                     | -                        | 161.83                            |

Particulars

Loss allowance on 01 April 2023

Changes in loss allowance (refer note 29 and note 43)

Loss allowance on 31 March 2024

Changes in loss allowance (refer note 29 and note 43)

Loss allowance on 31 March 2025

Amount

4,255.10

89.88

4,344.98

136.19

4,481.17

B. Liquidity risk

Liquidity risk is the risk that suitable sources of funding for the Company's business activities may not be available.

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities) and cash and cash equivalents on the basis of expected cash flows. Short term liquidity requirements comprises mainly of trade payables, employee dues and other current payables arising during normal course of business as on each balance sheet date. Long term liquidity requirement is assessed by the management on periodical basis and is managed through internal accruals and through funding commitments from shareholders. As at each balance sheet date, the Company's liabilities having contractual maturities (including interest payments where applicable) are summarised as follows:

Maturities of financial liabilities

The amounts disclosed in the table are the contractual undiscounted cash flows.

| Contractual maturities of financial liabilities     | As at 31 March 2025 |                  |                     |
|---|---------------------|------------------|---------------------|
|   | Less than one year  | One to two years | More than two years |
| <b>Non-derivatives</b>                              |                     |                  |                     |
| Borrowings  | 7,455.72            | -                | -                   |
| Trade payables                                      | 7,415.69            | -                | -                   |
| Lease liabilities                                   | 3.26                | 1.33             | -                   |
| Other financial liabilities                         | 4,453.69            | -                | 4.41                |
| <b>Total non-derivative liabilities</b>             | <b>19,328.36</b>    | <b>1.33</b>      | <b>4.41</b>         |
|   |                     |                  |                     |
| Contractual maturities of financial liabilities     | As at 31 March 2024 |                  |                     |
|   | Less than one year  | One to two years | More than two years |
| <b>Non-derivatives</b>                              |                     |                  |                     |
| Borrowings  | 7,455.72            | -                | -                   |
| Trade payables                                      | 7,157.45            | -                | -                   |
| Lease liabilities and interest on lease liabilities | 3.01                | 1.54             | 1.32                |
| Other financial liabilities                         | 3,542.83            | -                | 4.34                |
| <b>Total non-derivative liabilities</b>             | <b>18,159.01</b>    | <b>1.54</b>      | <b>5.66</b>         |

C. Market Risk

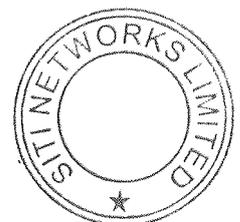
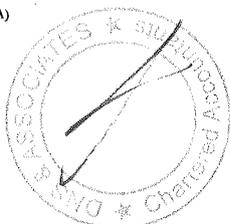
Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the Company's functional currency (₹). The risk is measured through a forecast of highly probable foreign currency cash flows.

(i) Foreign currency risk

Foreign currency risk exposure:

The Company's exposure to foreign currency risk at the end of the reporting period expressed in ₹ are as follows:

|                                  | 31 March 2025 | 31 March 2024 |
|----------------------------------|---------------|---------------|
| <b>Financial assets (A)</b>      |               |               |
| Payable to capital creditors     | 64.29         | 50.93         |
| <b>Financial liabilities (B)</b> | <b>64.29</b>  | <b>50.93</b>  |
| <b>Net exposure (B-A)</b>        | <b>64.29</b>  | <b>50.93</b>  |



**Note 33 Financial risk management objectives and policies (contd.)****Credit risk exposure****Provision for expected credit losses**

The Company provides for 12 month expected credit losses for following financial assets.

For the purpose of computation of expected credit loss, the Company has analysed the trend of provisions for doubtful trade receivables created in earlier years. The average rate of provision has been computed based on the adjusted sales (excluding those where the Company does not have any historical provision) and provision for doubtful debtors created against those sales.

Expected credit loss for trade receivables under simplified approach

**As at 31 March 2025**

| Particulars         | Estimated gross carrying amount at default | Expected credit impaired | Carrying amount net of impairment |
|---------------------|--|--------------------------|-----------------------------------|
| Trade receivables   | 5,928.59                                   | (4,481.17)               | 1,447.42                          |
| Security deposits   | 20.68                                      | -                        | 20.68                             |
| Amounts recoverable | 475.04                                     | (467.60)                 | 7.44                              |
| Investment          | 3,519.64                                   | (435.20)                 | 3,084.43                          |
| Unbilled revenues   | 79.93                                      | (10.21)                  | 69.72                             |

**As at 31 March 2024**

| Particulars         | Estimated gross carrying amount at default | Expected credit impaired | Carrying amount net of impairment |
|---------------------|--|--------------------------|-----------------------------------|
| Trade receivables   | 5,863.48                                   | (4,344.98)               | 1,518.50                          |
| Security deposits   | 20.62                                      | -                        | 20.62                             |
| Amounts recoverable | 475.74                                     | (467.60)                 | 8.14                              |
| Investment          | 3,519.62                                   | (435.20)                 | 3,084.42                          |
| Unbilled revenues   | 161.83                                     | -                        | 161.83                            |

**Particulars****Amount****Loss allowance on 01 April 2023****4,255.10**

Changes in loss allowance (refer note 29 and note 43)

89.88

**Loss allowance on 31 March 2024****4,344.98**

Changes in loss allowance (refer note 29 and note 43)

136.19

**Loss allowance on 31 March 2025****4,481.17****B. Liquidity risk**

Liquidity risk is the risk that suitable sources of funding for the Company's business activities may not be available.

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities) and cash and cash equivalents on the basis of expected cash flows. Short term liquidity requirements comprises mainly of trade payables, employee dues and other current payables arising during normal course of business as on each balance sheet date. Long term liquidity requirement is assessed by the management on periodical basis and is managed through internal accruals and through funding commitments from shareholders. As at each balance sheet date, the Company's liabilities having contractual maturities (including interest payments where applicable) are summarised as follows:

**Maturities of financial liabilities**

The amounts disclosed in the table are the contractual undiscounted cash flows.

| Contractual maturities of financial liabilities     | As at 31 March 2025 |                  |                     |
|---|---------------------|------------------|---------------------|
|   | Less than one year  | One to two years | More than two years |
| <b>Non-derivatives</b>                              |                     |                  |                     |
| Borrowings  | 7,455.72            | -                | -                   |
| Trade payables                                      | 7,415.69            | -                | -                   |
| Lease liabilities                                   | 3.26                | 1.33             | -                   |
| Other financial liabilities                         | 4,453.69            | -                | 4.41                |
| <b>Total non-derivative liabilities</b>             | <b>19,328.36</b>    | <b>1.33</b>      | <b>4.41</b>         |
|   |                     |                  |                     |
| Contractual maturities of financial liabilities     | As at 31 March 2024 |                  |                     |
|   | Less than one year  | One to two years | More than two years |
| <b>Non-derivatives</b>                              |                     |                  |                     |
| Borrowings  | 7,455.72            | -                | -                   |
| Trade payables                                      | 7,157.45            | -                | -                   |
| Lease liabilities and interest on lease liabilities | 3.01                | 1.54             | 1.32                |
| Other financial liabilities                         | 3,542.83            | -                | 4.34                |
| <b>Total non-derivative liabilities</b>             | <b>18,159.01</b>    | <b>1.54</b>      | <b>5.66</b>         |

**C. Market Risk**

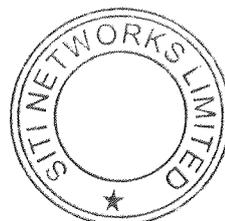
Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the Company's functional currency (₹). The risk is measured through a forecast of highly probable foreign currency cash flows.

**(i) Foreign currency risk**

Foreign currency risk exposure:

The Company's exposure to foreign currency risk at the end of the reporting period expressed in ₹ are as follows:

|                              | 31 March 2025 | 31 March 2024 |
|------------------------------|---------------|---------------|
| Financial assets (A)         | -             | -             |
| Payable to capital creditors | 64.29         | 50.93         |
| Financial liabilities (B)    | 64.29         | 50.93         |
| Net exposure (B-A)           | 64.29         | 50.93         |



**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

*(All amounts in ₹ million, unless stated otherwise)*

**(v) Key management personnel (KMP)**

Ms. Kavita Kapahi, Non-Executive Non-Independent Director  
 Ms. Shilpi Ashana, Independent Director  
 Prof. Sunil Kumar Maheshwari, Independent Director (upto 22nd June 2023)  
 Mr. Amitabh Kumar, Non-Executive Non-Independent Director  
 Mr. Suresh Aora, Whole Time Director  
 Mr. Bhanu Pratap Singh, Independent Director (upto 28th June 2023)  
 Mr. Yogesh Sharma Chief Executive Officer  
 Mr. Suresh Kumar, Company Secretary  
 Mr. Vikram Singh Panwar (w.e.f. 15th April 2023 upto 15th September 2023)

**(vi) Enterprises owned or significantly influenced by KMP or their relatives\*\***

Rama Associates Private Limited  
 \*\* with whom the Company has transactions during the current year and previous year

**Related party transactions**

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

**a) Sale of goods and services during the year**

**Subsidiary companies**

|  | For the year ended<br>31 March 2025 | For the year ended<br>31 March 2024 |
|--|-------------------------------------|-------------------------------------|
| Indian Cable Net Company Limited                       | 202.97                              | 166.28                              |
| Master Channel Community Network Private Limited       | 4.77                                | 5.74                                |
| Siti Vision Digital Media Private Limited              | 0.80                                | 1.08                                |
| Siti Jind Digital Media Communications Private Limited | 1.05                                | 3.16                                |
| Siti Maurya Cable Net Private Limited                  | 1.22                                | 1.56                                |
| Siti Kamal Digital Media Network Private Limited       | -                                   | 0.04                                |
| Siti Siti Digital Network Private Limited              | 11.60                               | 16.00                               |
| Siti Prone Uttaranchal Communication                   | 0.56                                | 1.63                                |
| Siti Broadband Services Private Limited                | -                                   | 5.13                                |
| Siti Saastar Digital Media Private Limited             | 6.31                                | 10.40                               |
| Vanery Entertainment Private Limited                   | -                                   | 49.00                               |

**b) Purchase of goods and services during the year**

**Subsidiary companies**

|  |       |       |
|--|-------|-------|
| Indian Cable Net Company Limited                       | 10.09 | 13.23 |
| Siti Vision Digital Media Private Limited              | 0.48  | 2.84  |
| Siti Global Private Limited                            | -     | 0.32  |
| Siti Jind Digital Media Communications Private Limited | 1.68  | 2.39  |
| Siti Saastar Digital Media Private Limited             | 1.24  | 3.34  |
| Vanery Entertainment Private Limited                   | 0.29  | 0.27  |

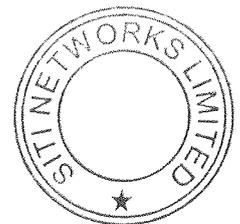
**Enterprises owned or significantly influenced by KMP or their relatives**

|                                 |      |      |
|---------------------------------|------|------|
| Rama Associates Private Limited | 0.32 | 0.32 |
|---------------------------------|------|------|

**c) Balance (payable)/receivable (net of provision created) at the end of the year**

**Subsidiary companies**

|  | As at<br>31 March 2025 | As at<br>31 March 2024 |
|--|------------------------|------------------------|
| Indian Cable Net Company Limited   | 8.62                   | (24.22)                |
| Master Channel Community Network Private Limited                                       | 38.64                  | 35.54                  |
| Siti Vision Digital Media Private Limited  | 10.45                  | 10.41                  |
| Siti Jind Digital Media Communications Private Limited                                 | 5.02                   | 5.45                   |
| Central Bombay Cable Network Limited   | 0.07                   | 0.04                   |
| Siti Krishna Digital Media Private Limited   | 0.03                   | 0.01                   |
| Siti Jony Digital Cable Network Private Limited  | 0.04                   | 0.02                   |
| Siti Jai Maa Durgee Communications Private Limited (hereinafter referred as "SJMDCLP") | 0.08                   | 0.05                   |
| Siti Maurya Cable Net Private Limited  | 0.29                   | 0.86                   |
| Siti Facton Digital Private Limited  | 0.04                   | 0.02                   |
| Siti Kamal Digital Media Network Private Limited                                       | 0.05                   | 0.03                   |
| Siti Siti Digital Network Private Limited  | (21.49)                | (34.26)                |
| Siti Global Private Limited  | 4.95                   | 4.92                   |
| Siti Networks India LLP  | (240.30)               | (240.30)               |
| Sincable Broadband South Limited   | (3.16)                 | (3.18)                 |
| Siti Prone Uttaranchal Communication Private Limited                                   | 4.16                   | 3.14                   |
| Siti Sagar Digital Cable Network Private Limited                                       | 0.98                   | 0.96                   |
| Siti Saastar Digital Media Private Limited   | 2.22                   | (2.81)                 |
| Vanery Entertainment Private Limited   | (9.52)                 | (13.21)                |
| Indinet Service Private Limited  | 0.09                   | 0.09                   |
| <b>Joint ventures/Associate companies</b>  |                        |                        |
| Wire and Wireless Tisai Satellite Limited  | 0.04                   | 0.01                   |

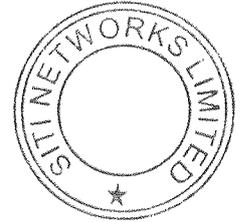
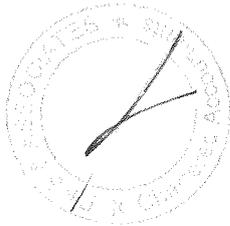


**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

*(All amounts in ₹ million, unless stated otherwise)*

|  | As at<br>31 March 2025   |   | As at<br>31 March 2024   |  |
|--|--|---|--|--|
| <b>Enterprises owned or significantly influenced by KMP or their relatives</b>   |  |   |  |  |
| <b>Trade payables</b>  |  |   |  |  |
| Rama Associates Private Limited  |  | 6.29  |  | 6.24                                   |
| <b>d) Expenditure paid by the Company on behalf of others and expenditure paid by others on behalf of the Company:</b> |  |   |  |  |
|  | <b>Expenditure paid by the Company on behalf of the others during the year ended</b> |   | <b>Expenditure paid by others on behalf of the Company during the year ended</b> |  |
|  | <b>31 March 2025</b>   | <b>31 March 2024</b>                        | <b>31 March 2025</b>   | <b>31 March 2024</b>                   |
| <b>Subsidiary companies</b>  |  |   |  |  |
| Indian Cable Net Company Limited   | -  | -   | 56.27  | 49.85                                  |
| Siti Sri Digital Network Private Limited   | -  | -   | 2.68   | -                                      |
| <b>e) Advances given and repayment thereof</b>   |  |   |  |  |
|  |  | <b>Advances given</b>                       | <b>Repayment/ Adjustments</b>  | <b>Balance owed by related parties</b> |
| <b>Subsidiary companies</b>  |  |   |  |  |
| Siti Vision Digital Media Private Limited  | 31 March 2025  | -   | 0.83   | 1.57                                   |
|  | 31 March 2024  | -   | 3.36   | 2.40                                   |
| <b>f) Investment in Optionally Convertible Debenture</b>   |  |   |  |  |
|  |  | <b>As at<br/>31 March 2025</b>              | <b>As at<br/>31 March 2024</b>   |  |
| Siti Sri Digital Network Private Limited   |  | 744.89                                      | 744.89   |  |
| Siti Suseer Digital Media Private Limited  |  | 231.30                                      | 231.30   |  |
| <b>g) Remuneration to KMP</b>  |  |   |  |  |
|  |  | <b>For the year ended<br/>31 March 2025</b> | <b>For the year ended<br/>31 March 2024</b>                                      |  |
| Mr. Yogesh Sharma  |  | 7.20  | 8.55   |  |
| Vikram Singh Panwar  |  | -   | 1.70   |  |
| Mr. Suresh Kumar   |  | 4.08  | 2.95   |  |
| <b>h) Compensated absences</b>   |  |   |  |  |
| Mr. Suresh Kumar   |  | -   | 0.01   |  |
| Vikram Singh Panwar  |  | -   | 0.05   |  |
| Mr. Yogesh Sharma  |  | -   | 0.16   |  |



**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

*(All amounts in ₹ million, unless stated otherwise)*

|                                 | For the year ended |               |
|---------------------------------|--------------------|---------------|
|                                 | 31 March 2025      | 31 March 2024 |
| <b>o) Director sitting fees</b> |                    |               |
| Ms. Kavita Kapahi               | -                  | 0.10          |
| Mr. Bhanu Pratap Singh          | -                  | 0.06          |
| Prof. Sundeep Kumar Maheshwari  | -                  | 0.08          |
| Ms. Shilpa Asthana              | -                  | 0.08          |

**Note:**

- i) As per internal assessment performed by the Company of related parties in accordance with IND AS 24, Zee Entertainment Enterprises Limited and Zee Media Corporation Limited are no longer related parties of the Company. However, the Resolutions Professional has classified these companies as related parties under Section 5(24) of the Insolvency and Bankruptcy Code, 2016, which, in case of Zee Entertainment Enterprises Limited, is subject to the order to be passed by the Hon'ble NCLT in Interlocutory Application No. 4910/2023 in CP (IB) 690 of 2022.
- ii) The Company provides long term benefits in the form of gratuity to its KMP along with all employees, the cost and liability of the same is not identifiable for each KMP and hence could not be disclosed.

|   | As at         |               |
|---|---------------|---------------|
|   | 31 March 2025 | 31 March 2024 |
| <b>35 Capital and other commitments</b>   |               |               |
| Estimated amount of contracts remaining to be executed and not provided for (net of advances) | 3.96          | 5.82          |
| <b>36 Contingent liabilities and litigations</b>  |               |               |
| i) Claims against the Company not acknowledged as debts*                                      | 374.73        | 376.23        |
| ii) Demands raised by the statutory authorities being contested by the Company:               |               |               |
| Service tax matters   | 2,084.20      | 2,203.41      |
| VAT / Sales tax matters   | 153.24        | 196.36        |
| Claims contingently admitted under CIRP**   | 3,391.56      | 3,391.56      |

\* excludes pending cases/litigations including ones with business associates/statutory authorities where the management believes that no material liability will devolve on the Company in respect of these litigations or where amount of liability is not ascertainable. These are net of amounts deposited under protest amounting to ₹ 55.74 million (previous year: ₹ 55.74 million).

Comprise of ₹ 347.40 million claimed by HDFC Limited in excess of ₹ 2613.25 million already recognised by the Company in books of accounts in respect to the borrowings taken by the Company from HDFC Limited. During the year HDFC Limited assigned the said loan to Assets Care & Reconstruction Enterprise Limited ('ACREL') and ACREL assigned the same to Assets Reconstruction Company (India) Limited.

\*\* i) Claim for Power Grid Corporation of India has been admitted contingently subject to the outcome of the appeal filed by Power Grid Corporation in TDSAT.

ii) Claim from the Assistant Commissioner (Sales Tax) Andhra Pradesh has been admitted contingently of ₹ 33.60 million as appeal has been filed against the order of the department.

iii) The Department of Telecommunications has submitted its claim in two parts: A (₹ 11,352 million) & B (₹ 11,520 million). The DOT vide its letter dated 20-08-2024 has intimated to the corporate debtor that the effective date of surrender of the ISP licence has now been amended to 31-08-2015 basis representations from the corporate debtor. Accordingly, claims made by the DOT post 31-08-2015 till 26-01-2019 is now rejected. Further the claim of the DOT up 31-08-2015 is admitted contingently pursuant to the appeal filed by DOT against the TDSAT order in Netmagic which is currently pending before the Supreme Court.

iv) The Directorate of Revenue Intelligence (DRI), Bangalore, under section 108 of the Custom Act, 1962, had inquired about the classification of viewing cards for applicability of customs duty. The Company had, suo-moto, paid ₹ 20.00 million (previous year ₹ 20.00 million) under protest and had received a show cause notice with a demand for ₹ 1,030.49 million (previous year ₹ 1,030.49.22 million). The matter is adjudged on 24 August 2022. The Company is confident that the demand will not sustain, therefore no provision has been made in these financial statements and the amount demanded has been considered as contingent liability.

v) Siti Network Limited got a demand for ₹ 340.25 million from Zee Entertainment Limited against alleged re-transmitting it's channels during the disconnection period from 06 May 2023 to 25 February 2024. However, no provision has been made in the financial statements against such demand in the absence of working / basis for the demand.

**37 Unhedged foreign currency exposure**

Particulars of unhedged foreign currency exposure as at reporting date:

|                                | 31 March 2025 |              | 31 March 2024 |              |
|--------------------------------|---------------|--------------|---------------|--------------|
|                                | EURO million  | ₹ in million | EURO million  | ₹ in million |
| Payables for capital creditors | 0.69          | 64.29        | 0.56          | 50.93        |

\* Closing rate as at 31 March 2025: 1 EURO = ₹ 92.60 (previous year: 1 EURO = ₹ 89.36)

**38 The breakup of year end deferred tax assets and liabilities into major components of the respective balance is as under:**

| Particulars  | 31 March 2025 | 31 March 2024 |
|--|---------------|---------------|
| <b>Deferred tax liabilities</b>  |               |               |
| Temporary difference in depreciation and amortisation of property, plant and equipment and other intangible assets | -             | -             |
| Gross deferred tax liabilities   | -             | -             |
| <b>Deferred tax assets</b>   |               |               |
| Provision for doubtful debts   | -             | -             |
| Gross deferred tax assets  | -             | -             |
| <b>Net deferred tax liability/(assets)</b>   | -             | -             |

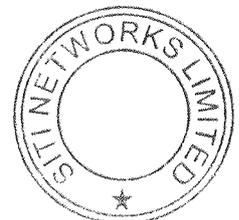
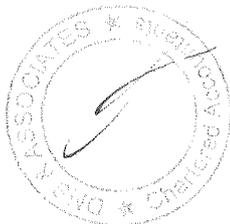
In the absence of probability of sufficient future taxable income, the Company has not recognised deferred tax assets.

**Unrecognised deferred tax assets**

Deferred tax assets have not been recognised in respect of the following items, because it is not probable that future taxable profit will be available against which the Company can use the benefits therefrom:

|  | 31 March 2025 |                         | 31 March 2024 |                         |
|--|---------------|-------------------------|---------------|-------------------------|
|  | Gross amount  | Unrecognised tax effect | Gross amount  | Unrecognised tax effect |
| Deductible temporary differences                 | 13,734.02     | 4,285.01                | 13,271.94     | 4,140.85                |
| Brought forward losses / Unabsorbed depreciation | 10,745.71     | 3,352.66                | 9,981.82      | 3,114.33                |

The tax losses expire in assessment year 2025-2026. The deductible temporary differences which includes unabsorbed depreciation and provision for doubtful debts do not expire under the current income tax legislation.



**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

(All amounts in ₹ million, unless stated otherwise)

**39 Capital management**

The Company aim to manage its working capital efficiently so as to safeguard its ability to continue as a going concern given that it is currently under resolution process. The working capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. We consider the amount of capital in proportion to risk and manage the working capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets.

The Company's policy is to maintain a stable and strong working capital structure with a focus on net assets so as to maintain business continuity and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its working capital structure.

|  | As at<br>31 March 2025 | As at<br>31 March 2024 |
|--|------------------------|------------------------|
| Current assets (A)                             | 2,778.53               | 3,089.57               |
| Current liabilities (excluding borrowings) (B) | 12,236.30              | 11,002.29              |
| <b>Current ratio (A/B)</b>                     | <b>0.23</b>            | <b>0.28</b>            |

**40 Assets pledged as security**

The carrying amount of assets pledged as security are:

|   | Note |                 |                 |
|---|------|-----------------|-----------------|
| <b>Current assets</b>   |      |                 |                 |
| a) Inventories  | 9    | 18.56           | 9.16            |
| <b>b) Financial assets</b>                                    |      |                 |                 |
| i) Trade receivables  | 10   | 1,447.42        | 1,518.50        |
| ii) Cash and cash equivalents                                 | 11   | 538.59          | 570.98          |
| iii) Bank balances other than cash and cash equivalents above | 11A  | 303.51          | 800.35          |
| iv) Other financial assets                                    | 12   | 97.38           | 234.74          |
| c) Other current assets                                       | 13B  | 204.11          | 144.01          |
|   |      | <b>2,609.57</b> | <b>3,077.74</b> |
| <b>Non-current assets</b>                                     |      |                 |                 |
| a) Property, plant and equipment                              | 4    | 695.62          | 1,076.53        |
| b) Capital work-in-progress                                   | 4    | 199.92          | 199.50          |
| c) Other intangible assets                                    | 5A   | 22.91           | 36.09           |
| d) Intangible assets under development                        | 5B   | 2.70            | 1.44            |
| e) Financial assets   |      |                 |                 |
| - Other financial assets (Margin money deposit (pledged))     | 7    | 25.50           | 33.02           |
|   |      | <b>946.65</b>   | <b>1,346.68</b> |
| <b>Total assets</b>   |      | <b>3,556.22</b> | <b>4,424.44</b> |

**41 Information under Section 186 (4) of the Companies Act, 2013**

There are no investments or loan given or guarantee provided or security given by the Company other than the investments and loans in these standalone financial statements, which have been made predominantly for the purpose of business.

42 The Company predominantly operates in a single business segment of cable distribution in India only. Hence there are no separately reportable business or geographical segments as per Indian Accounting Standard (Ind AS) 108 on Operating Segments. The aforesaid is in line with the way operating results are reviewed by the chief operating decision maker(s).

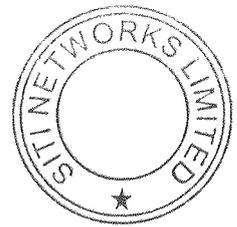
43 Exceptional items in the standalone financial statements include the following:

**During the year ended 31 March 2024:**

a) During the year ended 31 March 2024, gain on account of settlement of borrowings amounting to ₹ 696.84 million was booked and diminution in the value of investments in subsidiaries amounting to ₹ 72.17 million was booked.

44 For the year ended 31 March 2025, the 'Subscription income' included in the 'Revenue from operations' in these financial statements, *inter alia*, includes the amounts payable to the broadcasters towards their share per Tariff order 2017 in relation to the pay channels subscribed by the customers. The aforementioned corresponding amounts (i.e. Broadcaster's share) has also been presented as an expense in these financial statements. The said amount is ₹ 2,814.09 million for the year ended 31 March 2025 (previous year: ₹ 3,063.47) in the standalone financial statements.

Had these expenses been disclosed on net basis, the 'Revenue from operations' and the 'Pay channel costs' each would have been lower by ₹ 2,814.09 million for the year ended 31 March 2025 (previous year: ₹ 3,063.47) in the standalone financial statements. However, there would not have been any impact on the net loss for the period then ended in standalone financial statements.



SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

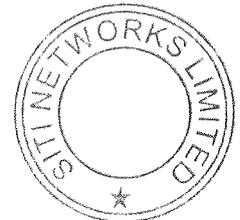
(All amounts in ₹ million, unless stated otherwise)

45 Financials ratios

| Sr. No. | Particulars   | 31 March 2025 | 31 March 2024 | Change              |
|---------|---|---------------|---------------|---------------------|
| i)      | <b>Current Ratio (A/B)</b>  | <b>0.14</b>   | <b>0.17</b>   | -16 <sup>th</sup> % |
|         | Current assets (A)  | 2,778.53      | 3,089.57      |                     |
|         | Current liabilities (B)   | 19,692.02     | 18,458.01     |                     |
| ii)     | <b>Debt-equity ratio (A/B)</b>  | <b>(0.58)</b> | <b>(0.69)</b> | -15 <sup>th</sup> % |
|         | Total debt (A) [refer note 4 below]   | 7,568.24      | 7,568.24      |                     |
|         | Total equity (B)  | (12,942.98)   | (10,989.95)   |                     |
| iii)    | <b>Debt-service coverage ratio (A/B)</b>                                    | <b>(0.08)</b> | <b>(0.01)</b> | 425 <sup>th</sup> % |
|         | Earnings available for debt services (i.e. EBITD)- (A) [refer note 6 below] | (635.90)      | (119.20)      | refer note 7 (a)    |
|         | Borrowings including finance cost (B)                                       | 8,450.29      | 8,310.53      |                     |
| iv)     | <b>Return on equity ratio (A/B)</b>   | <b>0.15</b>   | <b>0.14</b>   | 10 <sup>th</sup> %  |
|         | Net loss after tax (A) [refer note 2 below]                                 | (1,953.03)    | (1,502.47)    |                     |
|         | Total equity (B)  | (12,942.98)   | (10,989.95)   |                     |
| v)      | <b>Inventory turnover ratio (A/B)</b>                                       | <b>0.18</b>   | <b>1.25</b>   | -85 <sup>th</sup> % |
|         | Cost of goods sold (A)  | 2.54          | 9.91          | refer note 7 (b)    |
|         | Average inventory (B)   | 13.86         | 7.93          |                     |
| vi)     | <b>Trade receivables turnover ratio (A/B)</b>                               | <b>2.40</b>   | <b>3.08</b>   | -22 <sup>th</sup> % |
|         | Revenue from operations (A)   | 3,563.42      | 4,332.24      |                     |
|         | Average trade receivables (B)   | 1,482.96      | 1,407.12      |                     |
| vii)    | <b>Trade payables turnover ratio (A/B)</b>                                  | <b>0.57</b>   | <b>0.71</b>   | -20 <sup>th</sup> % |
|         | Credit purchases (A) [refer note 5 below]                                   | 4,139.39      | 4,366.26      |                     |
|         | Average trade payables (B)  | 7,286.57      | 6,114.00      |                     |
| viii)   | <b>Net capital turnover ratio (A/B)</b>                                     | <b>(0.28)</b> | <b>(0.39)</b> | -30 <sup>th</sup> % |
|         | Revenue from operations (A)   | 3,563.42      | 4,332.24      | refer note 7 (c)    |
|         | Capital employed or net assets (B) [refer note 3 below]                     | (12,942.98)   | (10,989.95)   |                     |
| ix)     | <b>Net loss ratio (A/B)</b>   | <b>(0.55)</b> | <b>(0.35)</b> | 58 <sup>th</sup> %  |
|         | Net loss after tax (A) [refer note 2 below]                                 | (1,953.03)    | (1,502.47)    | refer note 7 (d)    |
|         | Revenue from operations (B)   | 3,563.42      | 4,332.24      |                     |
| x)      | <b>Return on capital employed (A/B)</b>                                     | <b>0.08</b>   | <b>0.07</b>   | 19 <sup>th</sup> %  |
|         | Earning before interest but after taxes (A)                                 | (1,072.01)    | (763.08)      |                     |
|         | Capital employed or net assets (B) [refer note 3 below]                     | (12,942.98)   | (10,989.95)   |                     |
| xi)     | <b>Return on investment (A/B)</b>   | <b>0.15</b>   | <b>0.14</b>   | 10 <sup>th</sup> %  |
|         | Net loss after tax (A)  | (1,953.03)    | (1,502.47)    |                     |
|         | Capital employed or net assets (B) [refer note 3 below]                     | (12,942.98)   | (10,989.95)   |                     |

Notes:

- 1 Ratios relating to balance sheet items have been presented as at 31 March 2025 and 31 March 2024. Whereas, ratios relating to items of statement of profit and loss account has been presented for financial year ended 31 March 2025 and 31 March 2024.
- 2 Net loss after tax includes other comprehensive income.
- 3 Net assets is the total of equity share capital and other equity.
- 4 Total debt comprise of borrowings from external lenders.
- 5 Credit purchases comprise of purchases during the year, pay channel costs & other expenses
- 6 Earnings available for debt services comprise of earning before interest and depreciation.
- 7 Reason for change by more than 25<sup>th</sup>%.
  - a) Declined due to lower earning before interest and depreciation as compared to previous year.
  - b) Declined due to low inventory movement in the year.
  - c) Decrease due to lower revenue and higher accumulated losses in comparison to previous year.
  - d) Decrease due to lower losses for the year in comparison to previous year.



SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

46 Trade payable ageing schedule

As at 31 March 2025

| Particulars                | Unbilled      | Not due      | Outstanding for following periods from due date of payment |                 |                 |                   | Total           |
|----------------------------|---------------|--------------|--|-----------------|-----------------|-------------------|-----------------|
|                            |               |              | Less than 1 year   | 1-2 years       | 2-3 years       | More than 3 years |                 |
| (i) MSME                   | -             | 24.64        | 251.26   | 49.55           | 7.37            | 2.96              | 335.78          |
| (ii) Others                | 752.55        | 34.38        | 314.69   | 2,020.56        | 1,149.60        | 2,808.13          | 7,079.91        |
| (iii) Dispute dues - MSME  | -             | -            | -  | -               | -               | -                 | -               |
| (iv) Dispute dues - Others | -             | -            | -  | -               | -               | -                 | -               |
| <b>Total</b>               | <b>752.55</b> | <b>59.02</b> | <b>565.95</b>  | <b>2,070.11</b> | <b>1,156.97</b> | <b>2,811.09</b>   | <b>7,415.69</b> |

As at 31 March 2024

| Particulars                | Unbilled      | Not due      | Outstanding for following periods from due date of payment |                 |                 |                   | Total           |
|----------------------------|---------------|--------------|--|-----------------|-----------------|-------------------|-----------------|
|                            |               |              | Less than 1 year   | 1-2 years       | 2-3 years       | More than 3 years |                 |
| (i) MSME                   | -             | 5.47         | -  | -               | 120.62          | 182.06            | 308.15          |
| (ii) Others                | 819.59        | 65.25        | 2,241.16   | 1,058.32        | 1,912.06        | 752.92            | 6,849.30        |
| (iii) Dispute dues - MSME  | -             | -            | -  | -               | -               | -                 | -               |
| (iv) Dispute dues - Others | -             | -            | -  | -               | -               | -                 | -               |
| <b>Total</b>               | <b>819.59</b> | <b>70.72</b> | <b>2,241.16</b>  | <b>1,058.32</b> | <b>2,032.68</b> | <b>934.98</b>     | <b>7,157.45</b> |

47 Trade receivable ageing schedule

As at 31 March 2025

| Particulars                              | Unbilled     | Not due       | Outstanding for following periods from due date of payment |                   |                 |               |                   | Total           |
|--|--------------|---------------|--|-------------------|-----------------|---------------|-------------------|-----------------|
|  |              |               | Less than 6 months   | 6 months - 1 year | 1-2 years       | 2-3 years     | More than 3 years |                 |
| <b>Undisputed</b>                        |              |               |  |                   |                 |               |                   |                 |
| (i) Considered good                      | -            | 166.16        | 398.83   | 216.07            | 666.36          | -             | -                 | 1,447.42        |
| (ii) Significant increase in credit risk | -            | -             | -  | -                 | -               | -             | -                 | -               |
| (iii) Credit impaired                    | -            | -             | -  | -                 | 803.07          | 173.28        | 3,504.82          | 4,481.17        |
| <b>Disputed</b>                          |              |               |  |                   |                 |               |                   |                 |
| (iv) Considered good                     | -            | -             | -  | -                 | -               | -             | -                 | -               |
| (v) Significant increase in credit risk  | -            | -             | -  | -                 | -               | -             | -                 | -               |
| (vi) Credit impaired                     | -            | -             | -  | -                 | -               | -             | -                 | -               |
| <b>Unbilled</b>                          | <b>69.72</b> | -             | -  | -                 | -               | -             | -                 | <b>69.72</b>    |
| <b>Total</b>                             | <b>69.72</b> | <b>166.16</b> | <b>398.83</b>  | <b>216.07</b>     | <b>1,469.43</b> | <b>173.28</b> | <b>3,504.82</b>   | <b>5,998.31</b> |

As at 31 March 2024

| Particulars                              | Unbilled      | Not due      | Outstanding for following periods from due date of payment |                   |                 |               |                   | Total           |
|--|---------------|--------------|--|-------------------|-----------------|---------------|-------------------|-----------------|
|  |               |              | Less than 6 months   | 6 months - 1 year | 1-2 years       | 2-3 years     | More than 3 years |                 |
| <b>Undisputed</b>                        |               |              |  |                   |                 |               |                   |                 |
| (i) Considered good                      | -             | 27.77        | 654.63   | 288.51            | 543.95          | 2.98          | 0.66              | 1,518.50        |
| (ii) Significant increase in credit risk | -             | -            | -  | -                 | -               | -             | -                 | -               |
| (iii) Credit impaired                    | -             | -            | -  | 0.69              | 703.61          | 138.76        | 3,501.93          | 4,344.99        |
| <b>Disputed</b>                          |               |              |  |                   |                 |               |                   |                 |
| (iv) Considered good                     | -             | -            | -  | -                 | -               | -             | -                 | -               |
| (v) Significant increase in credit risk  | -             | -            | -  | -                 | -               | -             | -                 | -               |
| (vi) Credit impaired                     | -             | -            | -  | -                 | -               | -             | -                 | -               |
| <b>Unbilled</b>                          | <b>161.83</b> | -            | -  | -                 | -               | -             | -                 | <b>161.83</b>   |
| <b>Total</b>                             | <b>161.83</b> | <b>27.77</b> | <b>654.63</b>  | <b>289.20</b>     | <b>1,247.56</b> | <b>141.74</b> | <b>3,502.59</b>   | <b>6,023.32</b> |

48 No dividend was paid during the current year as well as in preceding financial year. Further no dividend is proposed for the current financial year.

49 The Code on Social Security, 2020 which would impact the contributions by the Company towards Provident Fund and Gratuity has received presidential assent on 28 September 2020. The effective date from which the changes are applicable is yet to be notified and the final rules are yet to be framed. The Company will carry out an evaluation of the impact and record the same in the financial statements in the period in which the Code becomes effective and the related rules are published.

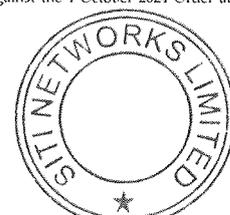
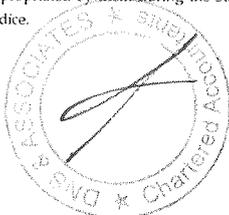
50 (a) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other persons or entities, including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(b) The Company has not received any funds from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

51 There are no transactions that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 which have not been recorded in the books of account.

52 The Company is undergoing Corporate Insolvency Resolution Process (CIRP) pursuant to order dated 22 February 2023 ("Admission Order") passed by Hon'ble National Company Law Tribunal ("NCLT"), Mumbai, under the provisions of Insolvency and Bankruptcy Code, 2016 ("Code"/ "IBC"). By the Admission Order, Mr. Rohit Mehra was appointed as the interim Resolution Professional of the Company. The Admission Order was challenged by one of the Directors (powers suspended) of the Company before the Hon'ble National Company Law Appellate Tribunal ("NCLAT") in an Appeal. By order dated 7 March 2023 ("Stay Order"), the Hon'ble NCLAT issued notice in the Appeal and passed an interim order staying the operation of the Admission Order. Pursuant to the Stay Order, the control and management of the Company was handed back to the Directors (powers suspended) of the Company by the Interim Resolution Professional. By order dated 10 August 2023, the Hon'ble NCLAT dismissed the Appeal, along with all interim applications ("NCLAT Final Order") and upheld the Admission Order reinstating the CIRP of the Company. Mr. Rohit Mehra was subsequently confirmed as the Resolution Professional of the Company by the committee of creditors. Further, a moratorium in terms of Section 14 of the IBC is in force with respect to the affairs of the Company during its ongoing CIRP.

The RP has filed a limited appeal against the 1 October Order for setting aside the observations and findings against the RP. On 29 October 2024, the Hon'ble NCLAT directed the lenders to keep the amounts appropriated by them during the Stay Period in a separate interest-bearing account during the pendency of the appeals. The appeals filed against the 1 October 2024 Order are currently sub judice.

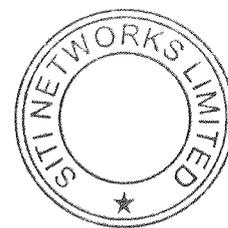


## SITI Networks Limited

### Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

- 53 The standalone financial results for the year ended 31 March 2025 have been prepared and signed by the Chief Executive Officer and the Resolution Professional (RP) while exercising the powers of Board of Directors of the Company which has been conferred upon him in terms of the provisions of Section 17 of the Insolvency and Bankruptcy Code 2016.
- 54 The above results have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 and as per the presentation requirements of SEBI Circular CIR/CFD/FAC/62/2016 dated 05 July 2016 and other accounting principles generally accepted in India.
- 55 The Statutory Auditors have expressed disclaimer of conclusion in the audit report in respect of the standalone financial results for year ended 31 March 2025.
- 56 The Company has incurred a net loss (including other comprehensive income) of ₹ 1,953.03 million during the year ended 31 March 2025, the Company's accumulated losses amount to ₹ 29,878.28 million resulting in a negative net worth of ₹ 12,942.98 million and its current liabilities exceeded its current assets by ₹ 16,913.49 million resulting in negative working capital. Accordingly, there exists a material uncertainty about the Company's ability to continue as a going concern since the future of the Company is dependent upon the successful implementation of a Resolution plan. Since the CIRP is currently in progress, as per the Code, it is required that the Company be managed as a going concern during the CIRP period. The financial information has been prepared assuming going concern basis of accounting, although there exists material uncertainty about the Company's ability to continue as going concern since the same is dependent upon the successful implementation of a resolution plan.
- 57 Pursuant to the commencement of CIRP of the Company under Insolvency and Bankruptcy Code, 2016, the Resolution Professional has begun to receive claims from financial creditors, operational creditors, employees and other creditors as on 22 February 2023 and if any changes/updates which have happened during the stay period on CIRP upto 10 August 2023. The financial creditors have submitted claims amounting to ₹ 12,060.33 million as on 10 August 2023, out of which ₹ 11,292.66 million have been admitted by the Resolution Professional. The operational creditors, employees and other creditors have submitted claims amounting to ₹ 19,834.60 million as on 10 August 2023, out of which ₹ 7,066.86 million have been admitted and ₹ 3,391.56 has been contingently admitted by the Resolution Professional.
- 58 Pursuant to the commencement of CIRP of the Company under Insolvency and Bankruptcy Code, 2016, certain information including the minutes of meetings of the Committee of Creditors (CoC) held on various dates, ongoing litigations in NCLT including the one pertaining to the treatment of claims/liabilities/obligations arising during the period of stay obtained by one of the Directors (powers suspended) of the Company before NCLAT upto the date of dismissal of such appeal, i.e., 07 March 2023 upto 10 August 2023, and the outcome of certain procedures carried out as a part of the CIRP are confidential in nature and could not be shared with anyone other than the member of CoC members and Hon'ble NCLT. However, the stock exchanges have been informed about the convening of the meeting of the committee of creditors and the same was released by them as public announcement.
- 59 Zee Entertainment Enterprises Limited ("ZEEEL") vide its letter dated 4 August 2023, informed the Company that it has discharged the liability of the Company towards IndusInd Bank Limited for a term loan amounting to ₹ 1,175.81 million for ₹ 880.00 million (inclusive of outstanding interests) in which ZEEEL had provided the Debt Service Reserve Account ('DSRA guarantee'). As a result, ZEEEL stands subrogated in place of IndusInd Bank Limited vis a vis Company as per the applicable laws. Further, ZEEEL has also executed a Settlement Agreement with Standard Chartered Bank ("SCB") in regards to the outstanding dues to SCB by the Company. SCB has issued a No Dues Certificate dated 8 January 2024 confirming receipt of all dues from ZEEEL as per the Settlement Agreement. ZEEEL has discharged the liability of the Company towards SCB for a term loan amounting to ₹ 1,001.03 million for ₹ 600.00 million (inclusive of outstanding interest) in which ZEEEL had provided the Debt Service Reserve Account ('DSRA guarantee'). As a result, ZEEEL stands subrogated in place of SCB vis a vis Company as per the applicable laws. The Resolution Professional has admitted the claims of ZEEEL with regard to the dues of the Company to IndusInd Bank and SCB. However, since ZEEEL is a related party of the Company, ZEEEL has not been included in the committee of creditors. Further, ZEEEL has communicated vide their letter dated 8th July 2024 that it has assigned its dues amounting to ₹ 1,480.00 million to Vani Agencies Private Limited via an assignment agreement dated 2 July 2024. The claim outstanding in the name of ZEEEL has been subrogated to Vani Agencies Private Limited. The RP has classified Vani Agencies Private Limited ("VAPL") as a related party and application regarding the related party status of VAPL and its non-inclusion in the CoC is pending before the Hon'ble NCLT. The Debt of ZEEEL has further been Assigned to Vani Agencies Private Limited vide an Assignment agreement dated 2nd July 2024.
- 60 During the year ended 31 March 2025, the bank and financial institutions exercising their rights under various facility agreements have received an amount of ₹ 1,230.00 million from the Company's bank account against the borrowings which have been classified as non-performing asset (NPA). Due to non-availability of confirmations from certain lenders, the Company has adjusted such amounts, with the liability for 'Principal Outstanding' on borrowings in the books of accounts. In connection with the above appropriation, Asset Reconstruction Company (India) Limited, one of the financial creditors of the Company, has filed an application with NCLT, Mumbai seeking directions that moratorium was in force during the stay period (i.e., from 7 March 2023 to 10 August 2023) and directions against certain creditors to refund the amount appropriated by them during the Stay Period.
- 61 As on 31 March 2025, the Company and some of its subsidiaries have defaulted in repayment of bank loans and accounts have been classified as Non-Performing Assets (NPA) by the lenders under the Consortium. The Company/ subsidiaries have not provided for additional and penal interest as part of finance cost in terms with conditions put forth in arrangements entered into between the banks & financial institutions with the Company and in accordance with the requirements of Ind AS 109, Financial Instruments.



**SITI Networks Limited**

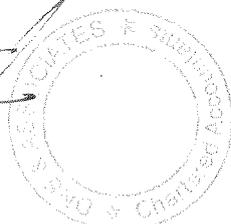
**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

*(All amounts in ₹ million, unless stated otherwise)*

**62 Additional Regulatory Information required by Schedule III to the Companies Act 2013**

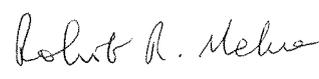
- (A)(i) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other persons or entities, including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (A)(ii) The Company has not received any funds from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (B) The Company does not have any benami property held in its name. No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.
- (C) The Company has borrowing from banks and financial institutions (FIs) secured by current assets as mentioned in note 40. These borrowings are declared as non-performing assets (NPAs) by the respective banks and FIs.
- (D) The Company has not made any investment therefore requirements prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017 are not applicable to the Company.
- (E) There is no income surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey), that has not been recorded in the books of account.
- (F) The Company has not traded or invested in crypto currency or virtual currency during the year.
- (G) The Company does not have any charges or satisfaction of charges which is yet to be registered with Registrar of Companies beyond the statutory period.
- (H) The Company does not have any transaction with struck off companies during the year.
- (I) The Company does not have any Property, plant and equipment to be classified as investment property.
- (J) The Company has not revalued any of its Property, plant and equipment.
- (K) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.
- (L) No loans or advances in the nature of loans are granted to promoters, directors, KMPs and the related parties either severally or jointly with any other person.
- 63 There are no proceedings that has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.
- 64 The company is not declared willful defaulter by any bank or financial Institution or other lender.
- 65 For the year ended 31 March 2025, the 'Subscription income' included in the 'Revenue from operations' in these financial statements, inter alia, includes the amounts payable to the broadcasters towards their share in relation to the pay channels subscribed by the customers. The aforementioned corresponding amounts (i.e. Broadcaster's share) has also been presented as an expense in these financial statements. The said amount of ₹ 2,814.09 million for year ended 31 March 2025 in the standalone financial statements. Had these expenses been disclosed on net basis, the 'Revenue from operations' and the 'Pay channel, carriage sharing and related costs' each would have been lower by ₹ 2,814.09 million for year ended 31 March 2025 in the standalone financial statements. However, there would not have been any impact on the net loss for the year ended in the standalone financial statements.
- 66 The Resolution Professional has filed an application against members of the erstwhile management of the Company under section 25(2)(i) read with Section 66 of the Insolvency and Bankruptcy Code, 2016 read with Regulation 35(A)(3) of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 seeking relief against certain fraudulent and wrongful trading transactions undertaken by the Corporate Debtor under the erstwhile management prior to the insolvency commencement date.
- 67 Previous period figures have been re-grouped / reclassified wherever necessary, to conform to current period's classification in order to comply with the requirements of the amended Schedule III of the Companies Act, 2013 effective from 01 April 2021.
- 68 **Post reporting date events**  
No adjusting or significant non-adjusting events have occurred between 31 March 2025 and the date of authorisation of these standalone financial statements.

For DNS & Associates  
Chartered Accountants  
Firm Registration No.: 006956C

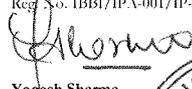
  
  
**Ankit Marwaha**  
Partner  
Membership No.: 518749

Place: Noida  
Date: 30 June 2025

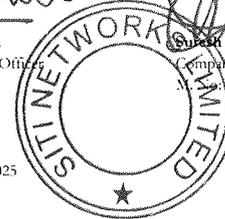
For and on behalf of  
**SITI Networks Limited**

  
**Rohit Mehra**

Resolution Professional  
Reg. No. IBBI/IP-A-001/IP-P00799/2017-18/11374

  
  
**Yogesh Sharma**  
Chief Executive Officer  
**Yogesh Kumar**  
Company Secretary  
MCA 210277 CS 14390

Place: Noida  
Date: 30 June 2025



## ANNEXURE – I

### Statement on Impact of Disclaimer of opinion (for audit report with modified opinion) submitted along-with Annual Audited Financial Results - Standalone)

Statement on Impact of Disclaimer of opinion for the Financial Year ended March 31, 2025

[See Regulation 33/52 of the SEBI (LODR) Regulations, 2015] Standalone

| I. | Sl. No. | Particulars                                     | Audited Figures<br>(Rs. in millions)<br>(as reported before<br>adjusting for<br>disclaimer of<br>opinion) | Audited Figures<br>(Rs. in millions)<br>(as reported after<br>adjusting for<br>disclaimer of<br>opinion) |
|----|---------|---|---|--|
|    | 1       | Turnover / Total income                         | 3,703.44  | 889.36   |
|    | 2       | Total Expenditure including exceptional items   | 5,657.80  | 2,843.42   |
|    | 3       | Net Profit / (Loss) after tax                   | (1,953.03)  | (1,953.03)   |
|    | 4       | Earnings Per Share (Rs.)                        | (2.24)  | (2.24)   |
|    | 5       | Total Assets                                    | 6,900.99  | 6,900.99   |
|    | 6       | Total Liabilities                               | 19,690.49   | 19,690.49  |
|    | 7       | Net Worth                                       | (12,942.98)   | (12,942.98)  |
|    | 8       | Pay channel, carriage sharing and related costs | 2,814.09  | -  |

### II. Disclaimer of opinion (each disclaimer separately):

#### (a) Details of Audit Disclaimer:

The Hon'ble National Company Law Tribunal ('NCLT'), Mumbai Bench admitted petition for initiation of Corporate Insolvency Resolution Process ('CIRP') under Section 7 of the Insolvency and Bankruptcy Code 2016 filed by the Financial Creditor vide order dated 22 February 2023, passed in CP no. 690/IBC/MB/2022 ('Admission Order'). The Admission Order was challenged by one of the Directors (powers suspended) of the Company before National Company Law Appellate Tribunal (NCLAT). NCLAT vide order dated 07 March 2023 stayed the operation of the Admission Order dated 22 February 2023. The appeal filed was subsequently dismissed by the National Company Law Appellate Tribunal on 10 August 2023 (NCLAT Final Order). Pursuant to the NCLAT Final Order, the Resolution Professional (RP) has taken over management and control of the company on 16 August 2023. The Board of Directors (powers suspended) were responsible for management and control of the Company till the date of the NCLAT Final Order. A moratorium under Section 14 of the Insolvency and Bankruptcy Code, 2016 is in force with respect to the affairs of the Company. By Order dated 1 October 2024 the Hon'ble NCLT, Mumbai, in the clarification application and the intervention applications, held that all CIRP related activities should be considered as on 22 February 2023 and directed that all transactions and appropriations undertaken during the Stay Period shall be reversed and the amounts received by the banks during the stay period shall be remitted back to the account of the Company. The lenders have appealed against the order in NCLAT, Delhi and have received an interim relief from NCLAT, Delhi. Therefore, the matter relating to treatment of liabilities, obligations, and claims incurred during the stay period the duration of the aforementioned period of stay up to the date of dismissal of the appeal, i.e., 07 March 2023 up to 10 August 2023, and treatment of claims/liabilities/obligations arising during such period is currently sub-judice with NCLAT, Delhi. In absence of sufficient and appropriate audit evidence, we are unable to comment on the impact of the outcome of the CIRP on the standalone financial statements of the Company.

The report on the standalone financial results for the quarter and nine months ended 31 December 2024 and for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above.





|      |   |   |
|------|---|---|
|      | (b) Type of Audit Qualification:  | Disclaimer of Opinion   |
|      | (c) Frequency of qualification:   | Qualification was also present in previous year   |
|      | (d) For Audit Disclaimer(s) where the impact is quantified by the auditor, Management's Views:<br>Not applicable  |   |
|      | (e) For Audit Qualification(s) where the impact is not quantified by the auditor:   |   |
|      | i.  | Management's estimation on the impact of audit disclaimer: Unable to estimate   |
|      | ii.   | If management is unable to estimate the impact, reasons for the same: Impact can be estimated once the resolution plan is approved by the Committee of Creditors ("CoC") and Hon'ble NCLT, Mumbai.  |
|      | iii.  | Auditors' Comment on (i) or (ii) above: Adequately disclaimed in our report   |
| III. | <b>Disclaimer of opinion (each disclaimer separately):</b>  |   |
|      | (a) Details of Audit Disclaimer:<br>The Company has defaulted in repayment of loans from banks and financial institutions and these accounts have been classified as Non-Performing Assets (NPA) by the lenders under the Consortium. The Company has not provided additional and penal interest as part of finance cost in terms with conditions put forth in arrangements entered into between the banks and financial institutions with the Company. In absence of the computation of such interest along with other sufficient appropriate audit evidence we are unable to comment upon the impact of such non-compliance on the financial information for the quarter and year ended 31 March 2025.<br><br>The report on the standalone financial results for the quarter and year ended 31 March 2024 was qualified, for the quarter ended 30 June 2024, for the quarter and six months ended 30 September 2024 and for the quarter and nine months ended 31 December 2024 also had a disclaimer of conclusion with respect to the matter stated above. |   |
|      | (b) Type of Audit Qualification:  | Disclaimer of Opinion   |
|      | (c) Frequency of qualification:   | Qualification was also present in previous year   |
|      | (d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:<br>Not applicable   |   |
|      | (e) For Audit Qualification(s) where the impact is not quantified by the auditor:   |   |
|      | i.  | Management's estimation on the impact of audit qualification: Unable to estimate  |
|      | ii.   | If management is unable to estimate the impact, reasons for the same: Appeals are pending before Hon'ble NCLAT, Delhi seeking clarification on the treatment of liabilities accrued during the stay period of CIRP. Only once these appeal(s) are decided by the adjudicating authority, the impact of penal and additional interest along with other liabilities can be estimated. |
|      | iii.  | Auditors' Comment on (i) or (ii) above: Adequately disclaimed in our report   |

|   |   |   |                       |  |   |  |  |  |   |  |   |
|---|---|---|-----------------------|--|---|--|--|--|---|--|---|
| IV.                                     | <p><b><u>Disclaimer of opinion (each disclaimer separately):</u></b></p> <p><b>(a) Details of Audit Disclaimer:</b><br/> We have been informed that the financial creditors have submitted claims amounting to ₹ 12,060.33 million as on 10 August 2023, out of which ₹ 11,292.66 million have been admitted by the RP. The corresponding balance of such borrowings as on 31 March 2025 is ₹ 11,639.77 million in the books of accounts. In absence of sufficient and appropriate audit evidence for reconciliation of the balances as per the claims submitted, claims admitted and the outstanding balances in the books of accounts, we are unable to comment upon the impact of such non-accrual of additional/ penal interest along with other sufficient appropriate audit evidence with respect to recognition of liabilities, their measurement and all related disclosures to be made, on the accompanying Statement for the year ended 31 March 2025.</p> <p>The report on the standalone financial results for the quarter and nine months ended 31 December 2024, for the quarter and nine months ended 31 December 2023 and for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above.</p> <table border="1" data-bbox="220 772 1509 929"> <tr> <td data-bbox="220 772 1013 840"><b>(b) Type of Audit Qualification:</b></td> <td data-bbox="1013 772 1509 840">Disclaimer of opinion</td> </tr> <tr> <td data-bbox="220 840 1013 929"><b>(c) Frequency of qualification:</b></td> <td data-bbox="1013 840 1509 929">Qualification was also present in previous year</td> </tr> </table> <p><b>(d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b><br/> Not applicable</p> <p><b>(e) For Audit Qualification(s) where the impact is not quantified by the auditor:</b></p> <table border="1" data-bbox="220 1075 1509 1769"> <tr> <td data-bbox="220 1075 343 1131"></td> <td data-bbox="343 1075 1509 1131">i. <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate</td> </tr> <tr> <td data-bbox="220 1131 343 1713"></td> <td data-bbox="343 1131 1509 1713">ii. <b>If management is unable to estimate the impact, reasons for the same:</b> Claims have been received from financial creditors as on 10<sup>th</sup> August 2023. The RP has admitted claims as on 10<sup>th</sup> August 2023 without including any interest charged by the lenders for the stay period (i.e. from "7<sup>th</sup> March 2023" to "9<sup>th</sup> August 2023"). By Order dated 1 October 2024 the Hon'ble NCLT, Mumbai, in the clarification application and the intervention applications, held that all CIRP related activities should be considered as on 22 February 2023 and directed that all transactions and appropriations undertaken during the Stay Period shall be reversed and the amounts received by the banks during the stay period shall be remitted back to the account of the Company. The lenders have appealed against the order in NCLAT, Delhi and have received an interim relief from Hon'ble NCLAT, Delhi. These appeals are pending before Hon'ble NCLAT, Delhi. Only once these appeals are decided by the adjudicating authority, the impact of penal and additional interest along with other liabilities can be estimated. Hence, the interest for the stay period has not been admitted by the CIRP. Post commencement of CIRP, the financial creditors have shared their claims as on 10<sup>th</sup> August 2023 and a moratorium is in place and hence the financial creditors cannot charge any interest for the moratorium period. However, in the books of accounts interest has been accrued as per the existing terms of lending to comply with the applicable accounting standards.</td> </tr> <tr> <td data-bbox="220 1713 343 1769"></td> <td data-bbox="343 1713 1509 1769">iii. <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report</td> </tr> </table> | <b>(b) Type of Audit Qualification:</b> | Disclaimer of opinion | <b>(c) Frequency of qualification:</b> | Qualification was also present in previous year |  | i. <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate |  | ii. <b>If management is unable to estimate the impact, reasons for the same:</b> Claims have been received from financial creditors as on 10 <sup>th</sup> August 2023. The RP has admitted claims as on 10 <sup>th</sup> August 2023 without including any interest charged by the lenders for the stay period (i.e. from "7 <sup>th</sup> March 2023" to "9 <sup>th</sup> August 2023"). By Order dated 1 October 2024 the Hon'ble NCLT, Mumbai, in the clarification application and the intervention applications, held that all CIRP related activities should be considered as on 22 February 2023 and directed that all transactions and appropriations undertaken during the Stay Period shall be reversed and the amounts received by the banks during the stay period shall be remitted back to the account of the Company. The lenders have appealed against the order in NCLAT, Delhi and have received an interim relief from Hon'ble NCLAT, Delhi. These appeals are pending before Hon'ble NCLAT, Delhi. Only once these appeals are decided by the adjudicating authority, the impact of penal and additional interest along with other liabilities can be estimated. Hence, the interest for the stay period has not been admitted by the CIRP. Post commencement of CIRP, the financial creditors have shared their claims as on 10 <sup>th</sup> August 2023 and a moratorium is in place and hence the financial creditors cannot charge any interest for the moratorium period. However, in the books of accounts interest has been accrued as per the existing terms of lending to comply with the applicable accounting standards. |  | iii. <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report |
| <b>(b) Type of Audit Qualification:</b> | Disclaimer of opinion   |   |                       |  |   |  |  |  |   |  |   |
| <b>(c) Frequency of qualification:</b>  | Qualification was also present in previous year   |   |                       |  |   |  |  |  |   |  |   |
|   | i. <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate  |   |                       |  |   |  |  |  |   |  |   |
|   | ii. <b>If management is unable to estimate the impact, reasons for the same:</b> Claims have been received from financial creditors as on 10 <sup>th</sup> August 2023. The RP has admitted claims as on 10 <sup>th</sup> August 2023 without including any interest charged by the lenders for the stay period (i.e. from "7 <sup>th</sup> March 2023" to "9 <sup>th</sup> August 2023"). By Order dated 1 October 2024 the Hon'ble NCLT, Mumbai, in the clarification application and the intervention applications, held that all CIRP related activities should be considered as on 22 February 2023 and directed that all transactions and appropriations undertaken during the Stay Period shall be reversed and the amounts received by the banks during the stay period shall be remitted back to the account of the Company. The lenders have appealed against the order in NCLAT, Delhi and have received an interim relief from Hon'ble NCLAT, Delhi. These appeals are pending before Hon'ble NCLAT, Delhi. Only once these appeals are decided by the adjudicating authority, the impact of penal and additional interest along with other liabilities can be estimated. Hence, the interest for the stay period has not been admitted by the CIRP. Post commencement of CIRP, the financial creditors have shared their claims as on 10 <sup>th</sup> August 2023 and a moratorium is in place and hence the financial creditors cannot charge any interest for the moratorium period. However, in the books of accounts interest has been accrued as per the existing terms of lending to comply with the applicable accounting standards.   |   |                       |  |   |  |  |  |   |  |   |
|   | iii. <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report   |   |                       |  |   |  |  |  |   |  |   |
| V.                                      | <p><b><u>Disclaimer of opinion (each disclaimer separately):</u></b></p> <p><b>(a) Details of Audit Disclaimer:</b><br/> The operational creditors, employees, statutory authorities and other creditors have submitted claims amounting to ₹ 19,834.60 million as on 10 August 2023, out of which ₹ 7,066.86 million have been admitted and ₹ 3,391.56 million has been admitted as contingent claim by the RP. In absence of sufficient and</p>   |   |                       |  |   |  |  |  |   |  |   |

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| <p>appropriate and the admission amount of claims and in the absence of reconciliation of the balances as per the claims submitted, claims admitted and the outstanding balances in the books of accounts, we are unable to comment upon the impact of such non-accrual of additional liability, if any, along with other sufficient appropriate audit evidence with respect to recognition of liabilities, their measurement and all related disclosures to be made, on the accompanying Statement for the year ended 31 March 2025.</p> <p>The report on the standalone financial results for the quarter and nine months ended 31 December 2024, for the quarter and nine months ended 31 December 2023 and for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above.</p> |   |
| (b) <b>Type of Audit Qualification:</b>  | Disclaimer of opinion   |
| (c) <b>Frequency of qualification:</b>   | Qualification was also present in previous year.  |
| (d) <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b>   | Not applicable  |
| (e) <b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b>   |   |
|  | i. <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate  |
|  | ii. <b>If management is unable to estimate the impact, reasons for the same:</b> Appeal(s) are pending before Hon'ble NCLAT, Delhi for the treatment of liabilities accrued during the stay period of CIRP. Only once these appeal(s) are decided by the adjudicating authority, the impact of claim for the stay period including interest along with other liabilities can be estimated.  |
|  | iii. <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report   |
| VI.  | <p><b><u>Disclaimer of opinion (each disclaimer separately):</u></b></p> <p><b>(a) Details of Audit Disclaimer:</b><br/>           Certain information including the minutes of meetings of the Committee of Creditors (CoC), and the outcome of certain procedures carried out as a part of the CIRP, has not been shared citing confidentiality reasons. Accordingly, we are unable to comment on the impact, if any, on the accompanying Statement including recognition, measurement and disclosures, that may arise had we been provided access to above-mentioned information.</p> <p>The report on the standalone financial results for the quarter and nine months ended 31 December 2024, for the quarter and nine months ended 31 December 2023 and for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above.</p> |
| (b) <b>Type of Audit Qualification:</b>  | Disclaimer of opinion   |
| (c) <b>Frequency of qualification:</b>   | Qualification was also present in previous year.  |
| (d) <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b>   | Not applicable  |
| (e) <b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b>   |   |
|  | i. <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate  |

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|  | <p>ii. <b>If management is unable to estimate the impact, reasons for the same:</b> Pursuant to the commencement of CIRP of the Company under Insolvency and Bankruptcy Code, 2016, certain information including the minutes of meetings of the Committee of Creditors held on various dates, and the outcome of certain procedures carried out as a part of the CIRP are confidential in nature and could not be shared with anyone other than the member of CoC members and Hon'ble NCLT</p>  |   |                       |  |  |  |                |  |  |  |  |  |   |  |   |
|  | <p>iii. <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report</p>   |   |                       |  |  |  |                |  |  |  |  |  |   |  |   |
| VII.   | <p><b><u>Disclaimer of opinion (each disclaimer separately):</u></b></p> <p><b>(a) Details of Audit Disclaimer:</b></p> <p>Two subsidiary companies of Siti Networks Limited, namely, Siti Broadband Services Private Limited and Siti Jind Digital Media Communications Private Limited have been admitted into the CIRP process by orders dated 31 October 2023 and 22 March 2024 of NCLT, Delhi respectively. Their financial statements have not been audited by their statutory auditors and have not been approved/signed by the Resolution Professional appointed for these subsidiaries for the year ended 31 March 2025. In the absence of such financial statements being duly audited by the statutory auditors of these companies, together with other aforementioned matters, we are unable to obtain sufficient appropriate audit evidence to confirm the transactions with and the balances outstanding from/to such subsidiary companies in the books of Siti Networks Limited along with the impairment in carrying value of investments, if any, as at and for the year ended 31 March 2025.</p> <p>The report on the standalone financial results for quarter and nine months ended 31 December 2024, for the quarter and nine months ended 31 December 2023 and for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above.</p> <table border="1"> <tr> <td><b>(b) Type of Audit Qualification:</b></td> <td>Disclaimer of opinion</td> </tr> <tr> <td><b>(c) Frequency of qualification:</b></td> <td>Qualification was also present in previous year.</td> </tr> <tr> <td><b>(d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b></td> <td>Not applicable</td> </tr> <tr> <td colspan="2"><b>(e) For Audit Qualification(s) where the impact is not quantified by the auditor:</b></td> </tr> <tr> <td></td> <td>i. <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate</td> </tr> <tr> <td></td> <td>ii. <b>If management is unable to estimate the impact, reasons for the same:</b> The RP for Siti Networks Limited has reached out multiple times to the RP of Siti Broadband Services Private Limited and Siti Jind Digital Media Communications Private Limited for closure and audit of financial statements. However, no response has been received from them.</td> </tr> <tr> <td></td> <td>iii. <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report</td> </tr> </table> | <b>(b) Type of Audit Qualification:</b> | Disclaimer of opinion | <b>(c) Frequency of qualification:</b> | Qualification was also present in previous year. | <b>(d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b> | Not applicable | <b>(e) For Audit Qualification(s) where the impact is not quantified by the auditor:</b> |  |  | i. <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate |  | ii. <b>If management is unable to estimate the impact, reasons for the same:</b> The RP for Siti Networks Limited has reached out multiple times to the RP of Siti Broadband Services Private Limited and Siti Jind Digital Media Communications Private Limited for closure and audit of financial statements. However, no response has been received from them. |  | iii. <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report |
| <b>(b) Type of Audit Qualification:</b>  | Disclaimer of opinion  |   |                       |  |  |  |                |  |  |  |  |  |   |  |   |
| <b>(c) Frequency of qualification:</b>   | Qualification was also present in previous year.   |   |                       |  |  |  |                |  |  |  |  |  |   |  |   |
| <b>(d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b> | Not applicable   |   |                       |  |  |  |                |  |  |  |  |  |   |  |   |
| <b>(e) For Audit Qualification(s) where the impact is not quantified by the auditor:</b>                 |  |   |                       |  |  |  |                |  |  |  |  |  |   |  |   |
|  | i. <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate   |   |                       |  |  |  |                |  |  |  |  |  |   |  |   |
|  | ii. <b>If management is unable to estimate the impact, reasons for the same:</b> The RP for Siti Networks Limited has reached out multiple times to the RP of Siti Broadband Services Private Limited and Siti Jind Digital Media Communications Private Limited for closure and audit of financial statements. However, no response has been received from them.  |   |                       |  |  |  |                |  |  |  |  |  |   |  |   |
|  | iii. <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report  |   |                       |  |  |  |                |  |  |  |  |  |   |  |   |
| VIII.  | <p><b><u>Disclaimer of opinion (each disclaimer separately):</u></b></p> <p><b>(a) Details of Audit Disclaimer:</b></p> <p>We have not been provided with the audited financial statements of subsidiary companies namely, Siti Broadband Services Private Limited, Siti Jind Digital Media Communications Private Limited, Siti Jai Maa Durgee Communications Private Limited, Siti Sagar Digital Cable Network Private Limited, Siti Krishna Digital Media Private Limited. In the absence of such financial statements being duly audited by the statutory auditors of these companies, we are unable to obtain sufficient appropriate audit evidence to confirm the transactions</p>   |   |                       |  |  |  |                |  |  |  |  |  |   |  |   |

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|     | with and the balances outstanding from/to such subsidiary companies in the books of Siti Networks Limited along with the impairment in carrying value of investments, if any, as at and for the year ended 31 March 2025.  |   |
|     | (b) <b>Type of Audit Qualification:</b>  | Disclaimer of opinion   |
|     | (c) <b>Frequency of qualification:</b>   | Disclaimer added in Current year  |
|     | (d) <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b><br>Not applicable   |   |
|     | (e) <b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b>   |   |
|     | i.   | <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate   |
|     | ii.  | <b>If management is unable to estimate the impact, reasons for the same:</b> Management is unable to comment on the impact, if any, in this regard. |
|     | iii.   | <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report  |
| IX. | <b><u>Disclaimer of opinion (each disclaimer separately):</u></b>  |   |
|     | <b>(a) Details of Audit Disclaimer:</b><br>The Company's 'Revenue from operations' includes broadcasters' share in subscription income from pay channels, which has correspondingly been presented as an expense which is not in accordance with the requirements of Ind AS 115, 'Revenue from contracts with customers. Had the management disclosed the same on net basis, the 'Revenue from Operations' and the 'Pay channel, carriage sharing and related costs' each would have been lower by ₹ 652.85 million and ₹ 2,814.09 million for the quarter and year ended 31 March 2025 respectively, while there would have been no impact on the net loss for the quarter and year ended 31 March 2025.<br><br>The report on the standalone financial results for the quarter and nine months ended 31 December 2024, for the quarter and nine months ended 31 December 2023 and for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above. |   |
|     | (b) <b>Type of Audit Qualification:</b>  | Disclaimer of opinion   |
|     | (c) <b>Frequency of qualification:</b>   | Qualification was also present in previous year   |
|     | (d) <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b><br>As per our interpretation and cable Industry practices of recognising revenue under Ind AS 115, we have appropriately shown gross revenue and content cost separately. Further, there is no impact on the net loss for the quarter and year ended March 31, 2025   |   |
|     | (e) <b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b>   |   |
|     | i.   | <b>Management's estimation on the impact of audit qualification:</b> Not applicable   |
|     | ii.  | <b>If management is unable to estimate the impact, reasons for the same:</b> Not applicable   |
|     | iii.   | <b>Auditors' Comment on (i) or (ii) above:</b> Not applicable   |

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|--|--|---|-----------------------|--|---|--|--|--|--|--|--|--|--|--|---|
| X.   | <p><b><u>Disclaimer of opinion (each disclaimer separately):</u></b></p> <p><b>(a) Details of Audit Disclaimer:</b><br/> We have been provided with a listing of ongoing litigations before NCLT, Mumbai, including the matter referred to in paragraph 4(i) above pertaining to the treatment of claims/liabilities/obligations arising during the period of stay obtained by one of the Directors (powers suspended) of the Company before NCLAT upto the date of dismissal of such appeal, i.e., 07 March 2023 upto 10 August 2023. However, in the absence of an evaluation on these ongoing litigations from the management, we are unable to obtain sufficient appropriate audit evidence to evaluate, assess and comment on the impact, if any, on the accompanying Statement including recognition, measurement and disclosures, that may arise had we been provided access to above-mentioned information.</p> <p>The report on the standalone financial results for the quarter and nine months ended 31 December 2024 also had a disclaimer of conclusion with respect to the matter stated above, for the quarter and nine months ended 31 December 2023 and for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above.</p> <table border="1" data-bbox="220 817 1508 1355"> <tr> <td data-bbox="220 817 1013 873"><b>(b) Type of Audit Qualification:</b></td> <td data-bbox="1013 817 1508 873">Disclaimer of opinion</td> </tr> <tr> <td data-bbox="220 873 1013 963"><b>(c) Frequency of qualification:</b></td> <td data-bbox="1013 873 1508 963">Qualification was also present in previous year</td> </tr> <tr> <td colspan="2" data-bbox="220 963 1508 1052"><b>(d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b><br/>Not applicable</td> </tr> <tr> <td colspan="2" data-bbox="220 1052 1508 1120"><b>(e) For Audit Qualification(s) where the impact is not quantified by the auditor:</b></td> </tr> <tr> <td data-bbox="220 1120 343 1176"></td> <td data-bbox="343 1120 1508 1176">i. <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate</td> </tr> <tr> <td data-bbox="220 1176 343 1299"></td> <td data-bbox="343 1176 1508 1299">ii. <b>If management is unable to estimate the impact, reasons for the same:</b> Till the time the final order(s) have not been passed in the appeal(s) by the appellate authority, the RP and the management is not in the position to evaluate the final outcome of the appeal(s).</td> </tr> <tr> <td data-bbox="220 1299 343 1355"></td> <td data-bbox="343 1299 1508 1355">iii. <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report</td> </tr> </table> | <b>(b) Type of Audit Qualification:</b> | Disclaimer of opinion | <b>(c) Frequency of qualification:</b> | Qualification was also present in previous year | <b>(d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b><br>Not applicable |  | <b>(e) For Audit Qualification(s) where the impact is not quantified by the auditor:</b> |  |  | i. <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate |  | ii. <b>If management is unable to estimate the impact, reasons for the same:</b> Till the time the final order(s) have not been passed in the appeal(s) by the appellate authority, the RP and the management is not in the position to evaluate the final outcome of the appeal(s). |  | iii. <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report |
| <b>(b) Type of Audit Qualification:</b>  | Disclaimer of opinion  |   |                       |  |   |  |  |  |  |  |  |  |  |  |   |
| <b>(c) Frequency of qualification:</b>   | Qualification was also present in previous year  |   |                       |  |   |  |  |  |  |  |  |  |  |  |   |
| <b>(d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b><br>Not applicable |  |   |                       |  |   |  |  |  |  |  |  |  |  |  |   |
| <b>(e) For Audit Qualification(s) where the impact is not quantified by the auditor:</b>                                   |  |   |                       |  |   |  |  |  |  |  |  |  |  |  |   |
|  | i. <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate   |   |                       |  |   |  |  |  |  |  |  |  |  |  |   |
|  | ii. <b>If management is unable to estimate the impact, reasons for the same:</b> Till the time the final order(s) have not been passed in the appeal(s) by the appellate authority, the RP and the management is not in the position to evaluate the final outcome of the appeal(s).   |   |                       |  |   |  |  |  |  |  |  |  |  |  |   |
|  | iii. <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report  |   |                       |  |   |  |  |  |  |  |  |  |  |  |   |
| XI.  | <p><b><u>Disclaimer of opinion (each disclaimer separately):</u></b></p> <p><b>(a) Details of Audit Disclaimer:</b><br/> The Company has not carried out recoverability and/ or impairment assessment for its subsidiaries namely Central Bombay Cable Network Limited, Indian Cable Net Company Limited, Siti Broadband Services Private Limited, Siti Cable Broadband South Limited, Siti Faction Digital Private Limited, Siti Global Private Limited, Siti Guntur Digital Network Private Limited, Siti Jai Maa Durgee Communications Private Limited, Siti Jind Digital Media Communications Private Limited, Siti Jony Digital Cable Network Private Limited, Siti Karnal Digital Media Network Private Limited, Siti Krishna Digital Media Private Limited, Siti Networks India LLP, Siti Prime Uttaranchal Communication Private Limited, Siti Sagar Digital Cable Network Private Limited, Siti Saistar Digital Media Private Limited, Siti Siri Digital Network Private Limited, Siti Vision Digital Media Private Limited, Variety Entertainment Private Limited and Master Channel Community Network Private Limited. In absence of sufficient and appropriate audit evidence, we are unable to comment on the balances outstanding from such subsidiary companies in the books of Siti Networks Limited along with the impairment in carrying value of investments, if any, as at and for the year ended 31 March 2025.</p> <p>The report on the standalone financial results for the quarter and nine months ended 31 December 2024 also had a disclaimer of conclusion with respect to the matter stated above, for the quarter and nine months ended 31 December 2023 and for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above.</p>  |   |                       |  |   |  |  |  |  |  |  |  |  |  |   |

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|      | (b) <b>Type of Audit Qualification:</b>  | Disclaimer of opinion  |
|      | (c) <b>Frequency of qualification:</b>   | Qualification was also present in previous year  |
|      | (d) <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b><br>Not applicable   |  |
|      | (e) <b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b>   |  |
|      | i. <b>Management's estimation on the impact of audit qualification:</b>  | Unable to estimate   |
|      | ii. <b>If management is unable to estimate the impact, reasons for the same:</b>   | Management is unable to comment on the impact, if any, in this regard.   |
|      | iii. <b>Auditors' Comment on (i) or (ii) above:</b>  | Adequately disclaimed in our report  |
| XII. | <b><u>Disclaimer of opinion (each disclaimer separately):</u></b>  |  |
|      | (a) <b>Details of Audit Disclaimer:</b>  |  |
|      | <p>On 3 July 2024 the Resolution Professional has submitted an application against former members of the Company's management under Section 25(2)(j) read with Section 66 of the Insolvency and Bankruptcy Code, 2016, and Regulation 35(A)(3) of the IBB (Insolvency Resolution Process for Corporate Persons) Regulations, 2016. This application seeks relief in connection with certain allegedly fraudulent and inappropriate transactions conducted by the Corporate Debtor under the previous management aggregating approx. ₹ 3,254.90 million for the period 10 August 2018 to 10 August 2023, and the matter is currently pending with hon'ble NCLT in Mumbai. However, we are not aware of any counter-application(s) filed by the respondents to the aforementioned application, and we have also not been provided with the transaction audit report which forms the basis of such application. Accordingly, in absence of sufficient appropriate audit evidence and pending resolution of this matter, we are unable to comment on any potential impact on the accompanying Statement for the year ended 31 March 2025, including any issues related to recognition, measurement, or disclosures.</p> <p>The report on the standalone financial results for the quarter and nine months ended 31 December 2024, for the quarter and nine months ended 31 December 2023 and for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above.</p> |  |
|      | (b) <b>Type of Audit Qualification:</b>  | Disclaimer of opinion  |
|      | (c) <b>Frequency of qualification:</b>   | Qualification was also present in previous year.   |
|      | (d) <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b><br>Not applicable   |  |
|      | (e) <b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b>   |  |
|      | i. <b>Management's estimation on the impact of audit qualification:</b>  | Unable to estimate   |
|      | ii. <b>If management is unable to estimate the impact, reasons for the same:</b>   | Regulation 35A of the CIRP Regulations requires the RP to form an opinion whether Corporate Debtor is subjected to any transaction covered under Sections 43, 45, 50 or 66 on or before 75th day of the ICD. Post approval received from the CoC during the 2nd Meeting of the committee of creditors, the resolution Professional appointed Pipara and Co LLP under Regulation 27(2) of the CIRP Regulations to undertake the Transaction Audit of Siti Networks Limited. |

|       |   |  |
|-------|---|--|
|       |   | The Transaction Auditor has concluded his report and submitted the same to the Resolution Professional. The Resolution Professional has, basis the findings of the Transaction Audit Report, filed appropriate applications under Section 66 of the Insolvency and Bankruptcy Code of 2016 with the Hon'ble NCLT. The Application filed have been shared with the Auditors |
|       | iii.  | <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report   |
| XIII. | <b><u>Disclaimer of opinion (each disclaimer separately):</u></b>   |  |
|       | <b>(a) Details of Audit Disclaimer:</b>   |  |
|       | <p>The Company has not carried out physical verification of the property, plant and equipment. Accordingly, material discrepancies, if any, could not be ascertained and therefore, we are unable to comment on the existence of such property, plant and equipment and its related impact, if any, on the accompanying Statement for the year ended 31 March 2025 including recognition, measurement and disclosures, that may arise had the Company carried out such physical verification.</p> <p>Our report on the standalone financial results for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above.</p>   |  |
|       | (b) <b>Type of Audit Qualification:</b>   | Disclaimer of opinion  |
|       | (c) <b>Frequency of qualification:</b>  | Qualification was also present in previous year.   |
|       | (d) <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b>  | Not applicable   |
|       | <b>(e) For Audit Qualification(s) where the impact is not quantified by the auditor:</b>  |  |
|       | i.  | <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate  |
|       | ii.   | <b>If management is unable to estimate the impact, reasons for the same:</b> A major part of the Property, Plant and Equipment are installed either at customer premises or lying with the distributors/cable operators. Hence, the physical verification of such items of PPE is not feasible owing to the nature and location of these assets.                           |
|       | iii.  | <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed In our report   |
| XIV.  | <b><u>Disclaimer of opinion (each disclaimer separately):</u></b>   |  |
|       | <b>(a) Details of Audit Disclaimer:</b>   |  |
|       | <p>The Company has incurred a net loss (including other comprehensive income) of ₹ 531.32 million and ₹ 1,953.03 million during the quarter and year ended 31 March 2025 respectively, and as of that date, the Company's accumulated losses amount to ₹ 29,878.28 million resulting in a negative net worth of ₹12,942.98 million and its current liabilities exceeded its current assets by ₹ 16,911.97 million resulting in negative working capital. The above factors along with matters stated in paragraphs 4(i) to 4(xiii) above and other matters as set forth in note 6 to the accompanying Statement, indicate a material uncertainty about the company's ability to continue as a going concern since the future of the Company is dependent upon the successful implementation of a Resolution plan. The Statement has been prepared by the management assuming going concern basis of accounting, for which we have not been able to obtain sufficient appropriate audit evidence regarding the use of such assumption, based on management's assessment of the successful outcome of the ongoing Resolution process with no adjustments having been made to the carrying value of the assets and liabilities and their presentation and classification in the Balance Sheet.</p> |  |

The report on the standalone financial results for the quarter and nine months ended 31 December 2024, for the quarter and nine months ended 31 December 2023 and for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above.

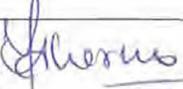
|  |   |
|--|---|
| (b) <b>Type of Audit Qualification:</b>  | Disclaimer of opinion   |
| (c) <b>Frequency of qualification:</b>   | Qualification was also present in previous year.  |
| (d) <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b> | Not applicable  |
| (e) <b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b>                 |   |
| i.   | <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate   |
| ii.  | <b>If management is unable to estimate the impact, reasons for the same:</b> Going concern basis of accounting has been adopted based on our assessment of a successful outcome of the ongoing Resolution process and accordingly no adjustments have been made to the carrying value of the assets and liabilities and their presentation and classification in the Balance Sheet. |
| iii.   | <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report  |

XV. **Disclaimer of opinion (each disclaimer separately):**

**(a) Details of Audit Disclaimer:**

The Company has not completed the reconciliation of Goods and Services Tax (GST) input credits pertaining to previous financial years with the books of accounts and the returns filed with the statutory authorities. In the absence of adequate supporting documentation and reconciliations, we are unable to obtain sufficient appropriate audit evidence to determine the accuracy, completeness, and recoverability of the GST input credits recognized in the financial statements as at and for the year ended 31 March 2025. Consequently, we are unable to ascertain the possible impact, if any, of such unreconciled GST input credits on the financial position, results, and cash flows of the Company.

|   |   |
|---|---|
| (b). <b>Type of Audit Qualification:</b>  | Disclaimer of opinion   |
| (c). <b>Frequency of qualification:</b>   | Disclaimer added in Current year.   |
| (d). <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b> | Not applicable  |
| (e). <b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b>                 |   |
| i.  | <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate   |
| ii.   | <b>If management is unable to estimate the impact, reasons for the same:</b> The Company is in the process of reconciling its accounts which could not be completed by the time of audit closure owing to pending confirmations and adjustments with vendors pertaining to pre-CIRP dues. |
| iii.  | <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report  |

|     |  |  |
|-----|--|--|
| XV. | Signatories:   |  |
|     | <br>Yogesh Sharma<br>Chief Executive Office<br>Noida,         |  |
|     | Rohit Mehra<br>Resolution Professional<br>Reg. No. IBBI/PA-001/IP-P00799/2017-18/11374<br>Noida,   |   |
|     | Statutory Auditors<br>For DNS & Associates<br>Firm Registration No. 006956C<br><br>Ankit Marwaha<br>Partner<br>Membership No. 518749<br>Noida, |  |



# Amit Agrawal & Associates Company Secretaries

Office : H-63, Vijay Chowk, Laxmi Nagar, Delhi-110092, INDIA

Ph. : +91-11-49423788, 43019279, Mob.: +91-9811272307

E-mail : amitagcs@gmail.com, amit2kas@yahoo.com

Form No. MR-3

## SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies

*(Appointment and Remuneration Personnel) Rules, 2014]*

To,  
The Members,  
SITI Networks Limited (Under CIRP)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by SITI Networks Limited (Under Corporate Insolvency Resolution Process) (hereinafter referred to as "the Company") having its registered office at Unit No.38, 1<sup>st</sup> Floor, A Wing, Madhu Industrial Estate, P.B. Marg, Worli, Mumbai-400013 and corporate office at UG Floor, Plot No. 19 & 20, Sector -16A, Film City, Noida, Uttar Pradesh-201301. The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the 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, 2025, 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 SITI Networks Limited for the financial year ended on March 31, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (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.
- (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;
- (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;
- (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.
- (g) \*The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- (h) \*The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

*\*No event took place under these regulations during the audit period.*

(vi) Other laws:

**1. Labour Laws:**

(Central Act):

- a. ESI Act
- b. EPF Act

**2. Industry Specific Laws:**

- a. The Telecom Regulatory Authority of India Act, 1997 and Regulations made thereunder.
- b. The Cable Television Network (Regulation) Act, 1995 and rules framed thereunder.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with the National Stock Exchange Limited and BSE Limited in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



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:

The Company has been undergoing the Corporate Insolvency Resolution Process (CIRP) since February 22, 2023. In accordance with Section 17(1)(b) of the Insolvency and Bankruptcy Code, 2016 ("I&B Code"), the powers of the Board of Directors stand suspended and are being exercised by the Resolution Professional, Mr. Rohit Mehra. However, the present Board of Directors of the Company (whose powers remain suspended) comprises four Directors, including three (3) Non-Executive Non-Independent Directors and one (1) Woman Independent Director. The changes in the composition of the Board of Directors (whose powers are suspended) during the period were carried out in compliance with the provisions of the I&B Code and the Companies Act, 2013.

As the Board of Directors stood suspended consequent upon initiation of CIRP of the Company, no meeting of the Board of Director of the Company was held during the financial year 2024-25. Consequently, the following requirements were not applicable during the said period:

- (i) Issuance of adequate notice to all Directors for convening Board Meetings;
- (ii) Circulation of the agenda and detailed notes thereon at least seven days in advance of the meeting;
- (iii) Establishment of a system for seeking and obtaining further information or clarifications on agenda items prior to the meeting to enable meaningful participation; and
- (iv) Recording of dissenting views of members in the minutes, while carrying decisions based on the majority opinion.

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

We further report that during the period under review, the Company has not undertaken any specific events/actions that can have a major bearing on the Company's compliance responsibility in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. except below:

Siti Networks Limited ("the Company") was admitted into the Corporate Insolvency Resolution Process ("CIRP") by order dated 22 February 2023, passed by the Hon'ble National Company Law Tribunal, Mumbai Bench and Mr. Rohit Mehra, Insolvency Professional, was appointed as the Interim Resolution Professional to manage the affairs of the Company and conduct its CIRP in accordance with the provisions of the Code.



However, the Hon'ble National Company Law Appellate Tribunal ("NCLAT"), New Delhi vide its interim order dated March 7, 2023, stayed the operation and effect of order dated February 22, 2023 passed by Hon'ble NCLT, Mumbai. However, Hon'ble NCLAT vide its order dated August 10, 2023, set aside its interim order dated March 7, 2023.

The appointment of Mr. Rohit Mehra as the Resolution Professional of the Company was later confirmed by the Committee of Creditor of the Company in the first meeting of the Committee of Creditors of the Company held on 1 September 2023.

Pursuant to the Admission Order and in line with the applicable provisions of the Insolvency and Bankruptcy Code, 2016, the powers of the Board of Directors of the Company stood suspended and vested with the Mr. Rohit Mehra, as the Resolution Professional of the Company.

Place : Delhi  
Date: 05.12.2025

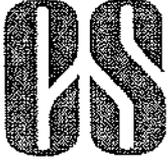
For Amit Agrawal & Associates  
(Company Secretaries)



A handwritten signature in black ink, appearing to be "Amit Agrawal".

CS Amit Agrawal  
Partner

M. No. F5311, C.P. No. : 3647  
UDIN: F005311G002226805



*Balika Sharma And Associates*  
*Company Secretaries*

*Address : Flat No. 211 pocket A / 3,  
Sector-7, Rohini, New Delhi,  
Pin Code -110085  
Mobile : 9811387946  
E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)*

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025**  
*[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies  
(Appointment and Remuneration Personnel) Rules, 2014]*

To,  
The Members,  
Indian Cable Net Company Limited,  
Plot No.- X1-4, Block EP & GP,  
Sector-V, Electronics Complex, Salt Lake,  
Kolkata Parganas North WB 700091 IN  
CIN: U92132WB1995PLC075754

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Indian Cable Net Company Limited (hereinafter referred to as "the Company") having its registered office at Plot No.- X1-4, Block EP & GP, Sector-V, Electronics Complex, Salt Lake, Kolkata Parganas North-700091, West Bengal. The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the 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, 2025, 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:

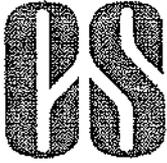
We have examined the books, papers, minute books, forms and returns filed and other records maintained by Indian Cable Net Company Limited for the financial year ended on March 31, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (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

GST No. : 07AARQP564K1Z9E



Membership No. 4816, C. P. No. 3222



*Balika Sharma And Associates*  
*Company Secretaries*

*Address : Flat No. 211 pocket A / 3,  
Sector-7, Rohini, New Delhi,  
Pin Code -110085  
Mobile : 9811387946  
E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)*

extent of Foreign Direct Investment.

- (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, 2009;
  - (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;
  - (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.
  - (g) \*The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
  - (h) \*The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
  - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

\*No event took place under these regulations during the audit period.

(vi) Other laws:

1. Labour Laws:  
(Central Act):
  - a. ESI Act
  - b. EPF Act
2. Industry Specific Laws:
  - a. The Telecom Regulatory Authority of India Act, 1997 and Regulations made thereunder.
  - b. The Cable Television Network (Regulation) Act, 1995 and rules framed thereunder.

We have also examined compliance with the Secretarial Standards issued by The Institute of Company Secretaries of India.

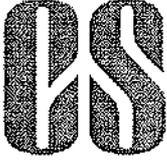
During the period under review the Company has complied with the applicable provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that the Board of Directors of the Company is duly constituted with proper balance

GST No. : 07ASM/APS9564K1ZE



Membership No. 4816, C. P. No. 3222



*Balika Sharma And Associates*  
*Company Secretaries*

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E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)*

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, agenda and detailed notes on agenda were sent at least seven days in advance, and 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.

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

We further report that the compliance by the Company of applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory financial audit by other designated professional.

We further report that during the audit period the Company has provide details of specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

We further report that the AGM of 2024 is pending.

Place: New Delhi  
Date:13.06.2025

For Balika Sharma and Associates  
(Company Secretaries)



*B.S.*  
Balika Sharma  
Proprietor  
FCS No: 4816  
C P No: 3222

Peer Review Certificate No 5813/2024  
Unique Identification No.S2007DE097200  
UDIN Number: F004816G000588509



*Balika Sharma And Associates*  
*Company Secretaries*

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Sector-7, Rohini, New Delhi,  
Pin Code -110085  
Mobile : 9811387946  
E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)*

To,  
The Members,  
Indian Cable Net Company Limited,  
Plot No.- X1-4, Block EP & GP,  
Sector-V, Electronics Complex, Salt Lake,  
Kolkata Parganas North WB 700091 IN  
CIN: U92132WB1995PLC075754

Our report of even date is to be read along with this letter:

1. Management of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations & happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: New Delhi

Date:13.06.2025

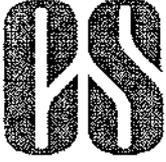
For Balika Sharma and Associates  
(Company Secretaries)



*B.S.*  
Balika Sharma  
Proprietor  
FCS No: 4816  
C P No: 3222

GST No. : 07AMRPS9564K1ZE

Membership No. 4816, C. P. No. 3222



*Balika Sharma And Associates*  
*Company Secretaries*

Address : Flat No. 211 pocket A / 3,  
Sector-7, Rohini, New Delhi,  
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E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)

Form No. MR-3

**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025**  
*[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies*  
*(Appointment and Remuneration Personnel) Rules, 2014]*

To,

The Members,  
Siti Maurya Cable Net Private Limited  
Plot No.- X1-4, Block EP & GP,  
Sector-V, Electronics Complex,  
Salt Lake, Kolkata Parganas  
North WB 700091  
CIN: U93000WB2012PTC184542

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Siti Maurya Cable Net Private Limited (hereinafter referred to as "the Company") having its registered office at Plot No.- X1-4, Block EP & GP, Sector-V, Electronics Complex, Salt Lake, Kolkata Parganas North WB 700091.

The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon. Based on our verification of the 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, 2025, 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:

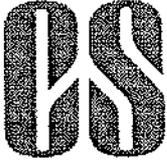
We have examined the books, papers, minute books, forms and returns filed and other records maintained by Siti Maurya Cable Net Private Limited for the financial year ended on March 31, 2024 according to the provisions of:

- (i) The Companies Act, 2013 (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.

GST No. : 07AMAPS 9564 K1ZE



Membership No. 4816, C. P. No. 3222



*Balika Sharma And Associates*  
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- (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, 2009;
  - (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;
  - (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.
  - (g) \*The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
  - (h) \*The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
  - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

\*No event took place under these regulations during the audit period.

(vi) Other laws:

1. Labour Laws:  
(Central Act):

a. ESI Act

b. EPF Act

2. Industry Specific Laws:

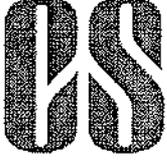
a. The Telecom Regulatory Authority of India Act, 1997 and Regulations made thereunder.

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

GST No. : 07ASMAPS 9564 KJZE

Membership No. 4816, C. P. No. 3222





*Balika Sharma And Associates*  
*Company Secretaries*

*Address : Flat No. 211 pocket A / 3,  
Sector-7, Rohini, New Delhi,  
Pin Code -110085  
Mobile : 9811387946  
E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)*

We have also examined compliance with the Secretarial Standards issued by The Institute of Company Secretaries of India.

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

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, agenda and detailed notes on agenda were sent at least seven days in advance, and 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.

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

We further report that the compliance by the Company of applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory financial audit by other designated professional.

We further report that during the audit period the Company has provide details of specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

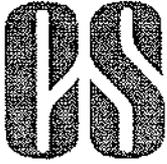
Place: New Delhi  
Date: 26.05.2025

For Balika Sharma and Associates  
(Company Secretaries)



*Balika Sharma*  
Proprietor  
FCS No: 4816  
C P No: 3222

Peer Review Certificate No 5813/2024  
Unique Identification No.S2007DE097200  
UDIN number: F004816G000445817



*Balika Sharma And Associates*  
*Company Secretaries*

*Address : Flat No. 211 pocket A / 3,  
Sector-7, Rohini, New Delhi,  
Pin Code -110085  
Mobile : 9811387946  
E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)*

To,

Siti Maurya Cable Net Private Limited  
Plot No.- X1-4, Block EP & GP,  
Sector-V, Electronics Complex,  
Salt Lake, Kolkata Parganas  
North WB 700091  
CIN: U93000WB2012PTC184542

Our report of even date is to be read along with this letter:

1. Management of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations & happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: New Delhi  
Date: 26.05.2025

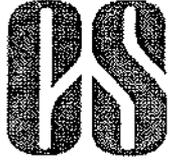
For Balika Sharma and Associates  
(Company Secretaries)



*B.S.*  
Balika Sharma  
Proprietor  
FCS No: 4816  
C P No: 3222

*GST No. : 07AMAPS 9564 K1ZE*

*Membership No. 4816, C. P. No. 3222*



*Balika Sharma And Associates*  
*Company Secretaries*

Address : Flat No. 211 pocket A / 3,  
Sector-7, Rohini, New Delhi,  
Pin Code -110085  
Mobile : 9811387946  
E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)

Form No. MR-3  
SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025  
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies  
(Appointment and Remuneration Personnel) Rules, 2014]

To,

The Members,  
Siti Siri Digital Network Private Limited  
40-1-70, 3rd Floor, Opp. Eenadu, Bandar Road,  
Benz Circle, Patamata Krishna,  
Vijayawada (Urban) -520010, Andhra Pradesh.  
CINU93000AP2013PTC088687

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Siti Siri Digital Network Private Limited (hereinafter referred to as "the Company") having its registered office at 40-1-70, 3rd Floor, Opp. Eenadu, Bandar Road, Benz Circle, Patamata Krishna, Vijayawada (Urban) -520010, Andhra Pradesh. The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the 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, 2025, 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:

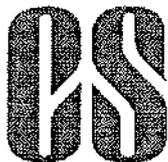
We have examined the books, papers, minute books, forms and returns filed and other records maintained by Siti Siri Digital Network Private Limited for the financial year ended on March 31, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (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.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India

GST No. : 07AJMAQS9564K1ZE



Membership No. 4816, C. P. No. 3222



*Balika Sharma And Associates*  
*Company Secretaries*

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Sector-7, Rohini, New Delhi,  
Pin Code -110085  
Mobile : 9811387946  
E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)*

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, 2009;
- (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;
- (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.
- (g) \*The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- (h) \*The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

\*No event took place under these regulations during the audit period.

(vi) Other laws:

1. Labour Laws:  
(Central Act):

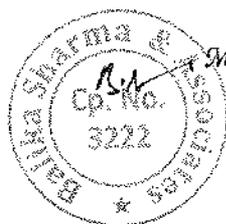
- a. ESI Act
- b. EPF Act

2. Industry Specific Laws:

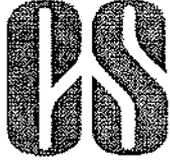
- a. The Telecom Regulatory Authority of India Act, 1997 and Regulations made thereunder.
- b. The Cable Television Network (Regulation) Act, 1995 and rules framed thereunder.

We have also examined compliance with the Secretarial Standards issued by The Institute of Company

GST No. : 07AMAPS9564K1ZE



Membership No. 4816, C. P. No. 3222



## *Balika Sharma And Associates* *Company Secretaries*

*Address : Flat No. 211 pocket A / 3,  
Sector-7, Rohini, New Delhi,  
Pin Code -110085  
Mobile : 9811387946  
E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)*

Secretaries of India.

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

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, agenda and detailed notes on agenda were sent at least seven days in advance, and 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.

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

We further report that the compliance by the Company of applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory financial audit by other designated professional.

We further report that during the audit period the Company has provide details of specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

Place: New Delhi  
Date:27.05.2025

For Balika Sharma and Associates  
(Company Secretaries)



Balika Sharma  
Proprietor

FCS No: 4816

C P No: 3222

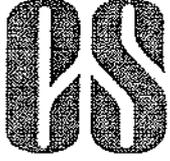
Peer Review Certificate No 658/2020

Unique Identification No.S2007DE097200

UDIN number: F004816G000453682

GST No. : 07AMAPS9564K1ZE

Membership No. 4816, C. P. No. 3222



*Balika Sharma And Associates*  
*Company Secretaries*

*Address: Flat No. 211 pocket A / 3,  
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E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)*

To,

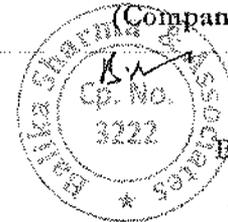
Siti Siri Digital Network Private Limited  
40-1-70, 3rd Floor, Opp. Eenadu, Bandar Road,  
Benz Circle, Patamata Krishna,  
Vijayawada (Urban) -520010, Andhra Pradesh.  
CINU93000AP2013PTC088687

Our report of even date is to be read along with this letter:

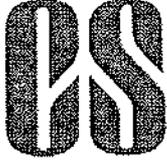
1. Management of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations & happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: New Delhi  
Date:27.05.2025

For Balika Sharma and Associates  
(Company Secretaries)



*B.S.*  
Balika Sharma  
Proprietor  
FCS No: 4816  
C P No: 3222



*Balika Sharma And Associates*  
*Company Secretaries*

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Sector-7, Rohini, New Delhi,  
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Mobile : 9811387946  
E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)*

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025**  
*[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies*  
*(Appointment and Remuneration Personnel) Rules, 2014]*

To,

The Members,  
Master Channel Community Network Pvt Ltd  
Flat No: T4 & T5, 3rd Floor Vijaya Apartments,  
Mogalarajpuram, Vijayawada Srikakulam  
AP- 520010  
CIN: U72200AP1994PTC017527

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Master Channel Community Network Pvt Ltd (hereinafter referred to as "the Company") having its registered office at Flat No: T4&T5, 3<sup>rd</sup> Floor Vijaya Aparuments Mogalarajpuram, Vijayawada Srikakulam AP 520010. The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the 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, 2025, 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 Master Channel Community Network Pvt Ltd for the financial year ended on March 31, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (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.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act):-

GST No. : 07AJMARS9564K1ZE



Membership No. 4816, C. Q. No. 3222



*Balika Sharma And Associates*  
*Company Secretaries*

*Address : Flat No. 211 pocket A / 3,  
Sector-7, Rohini, New Delhi,  
Pin Code -110085  
Mobile : 9811387946*

*E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)*

- (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, 2009;
- (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;
- (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.
- (g) \*The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- (h) \*The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

\*No event took place under these regulations during the audit period.

(vi) Other laws:

1. Labour Laws:  
(Central Act):

- a. ESI Act
- b. EPF Act

2. Industry Specific Laws:

- a. The Telecom Regulatory Authority of India Act, 1997 and Regulations made thereunder.
- b. The Cable Television Network (Regulation) Act, 1995 and rules framed thereunder.

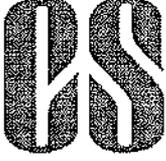
We have also examined compliance with the Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review the Company has complied with the applicable provisions of the Act, Rules,

GST No. : 07AMAP9564K1ZE



Membership No. 4816, C. P. No. 3222



## Balika Sharma And Associates Company Secretaries

Address : Flat No. 211 pocket A / 3,  
Sector-7, Rohini, New Delhi,  
Pin Code -110085  
Mobile : 9811387946  
E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)

Regulations, Guidelines, Standards, etc. mentioned above.

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, agenda and detailed notes on agenda were sent at least seven days in advance, and 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.

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

We further report that the compliance by the Company of applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory financial audit by other designated professional.

We further report that during the audit period the Company has provide details of specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

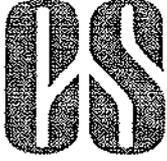
Place: New Delhi  
Date:27.05.2025

For Balika Sharma and Associates  
(Company Secretaries)



Balika Sharma  
Proprietor  
FCS No: 4816  
C P No: 3222

Peer Review Certificate No 5813/2024  
Unique Identification No. S2007DE097200  
UDIN number: F004816G000453627



*Balika Sharma And Associates*  
*Company Secretaries*

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Sector-7, Rohini, New Delhi,  
Pin Code -110085  
Mobile : 9811387946  
E-mail Id: [balikasharma@quail.com](mailto:balikasharma@quail.com)*

To,

Master Channel Community Network Pvt Ltd  
Flat No: T4 & T5, 3rd Floor Vijaya Apartments,  
Mogalarajpuram, Vijayawada Srikakulam  
AP- 520010  
CIN: U72200AP1994PTC017527

Our report of even date is to be read along with this letter:

1. Management of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations & happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: New Delhi  
Date: 27.05.2025

For Balika Sharma and Associates  
(Company Secretaries)



*B. S.*  
Balika Sharma  
Proprietor  
FCS No: 4816  
C P No: 3222

**Secretarial Compliance Report  
of SITI Networks Limited  
for the year ended on 31<sup>st</sup> March 2025**

To,  
**SITI Networks Limited (Under CIRP)**  
Upper Ground Floor, FC-19 & 20 Sector -16A  
Film City Noida UP 201301  
CIN: L64200MH2006PLC160733

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **SITI Networks Limited (Under CIRP)** (hereinafter referred as the "listed entity"), having its corporate office at Upper Ground Floor, FC-19 & 20, Sector-16A, Film City Noida, Uttar Pradesh-201301 and registered office at Unit No. 38, 1st Floor A Wing Madhu Industrial Estate, P.B. Marg, Worli Mumbai, MH 400013. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing our opinion thereon.

Siti Networks Limited ("the Company") was admitted into the Corporate Insolvency Resolution Process ("CIRP") by order dated 22 February 2023, passed by the Hon'ble National Company Law Tribunal, Mumbai Bench and Mr. Rohit Mehra, Insolvency Professional, was appointed as the Interim Resolution Professional to manage the affairs of the Company and conduct its CIRP in accordance with the provisions of the Code.

However, the Hon'ble National Company Law Appellate Tribunal ("NCLAT"), New Delhi vide its interim order dated March 7, 2023, stayed the operation and effect of order dated February 22, 2023 passed by Hon'ble NCLT, Mumbai. However, Hon'ble NCLAT vide its order dated August 10, 2023, set aside its interim order dated March 7, 2023.

The appointment of Mr. Rohit Mehra as the Resolution Professional of the Company was later confirmed by the Committee of Creditor of the Company in the first meeting of the Committee of Creditors of the Company held on 1 September 2023.

Pursuant to the Admission Order and in line with the applicable provisions of the Insolvency and Bankruptcy Code, 2016, the powers of the Board of Directors of the Company stood suspended and vested with Mr. Rohit Mehra, as the Resolution Professional of the Company.



A handwritten signature in black ink, appearing to be 'Rohit Mehra', written over a horizontal line.

Pursuant to sub-regulation (2A) and (2B) in Regulation 15 in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company is fully exempt from the provisions of Regulation 17, 18, 19, 20 and 21 of the SEBI Listing Regulations, including with regard to holding requisite number of meetings in a year and composition of the Board of Directors, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on 31<sup>st</sup> March, 2025, complied with the statutory provisions listed hereunder and also that the listed entity 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:**

- (a) all the documents and records made available to me, and explanation provided by SITI Networks Limited (the "listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31<sup>st</sup> March, 2025 ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI").



A handwritten signature in black ink, appearing to be "Amit Agrawal", written over a white background.

**The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include: -**

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 & thereafter 2018. **Not applicable to the Company during the audit period under review as there is no activity which falls within the ambits of concerned regulations.**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
- (d) Securities and Exchange Board of India (Buy back of Securities) Regulations, 2018 **Not applicable to the Company during the audit period under review as there is no activity which falls within the ambits of concerned regulations.**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021. **Not applicable to the Company during the audit period under review as there is no activity which falls within the ambits of concerned regulations.**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013. **Not applicable to the Company during the audit period under review as there is no activity which falls within the ambits of concerned regulations.**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
- (i) Securities and Exchange Board of India (Delisting of Equity Shares) (Amendment) Regulations, 2016; **Not applicable to the Company during the audit period under review as there is no activity which falls within the ambits of concerned regulations.**
- (j) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009; **Not applicable to the Company during the audit period under review as there is no activity which falls within the ambits of concerned regulations.**
- (k) Securities and Exchange Board of India (Depository Participant) Regulations, 2018 and circulars/ guidelines issued there under.

and based on the above examination, we hereby report that during the Review Period:



A handwritten signature in black ink, appearing to be "Amit Agrawal".

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

| Sl. No. | Compliance Requirement (Regulations/ circulars /guidelines including specific clause)  | Regulation/ Circular No.                             | Deviations   | Action taken by | Type of Action  | Details of Violation   | Fine Amount  | Observations/ Remarks of the Practicing Company Secretary   | Management Response | Remarks |
|---------|--|--|--|-----------------|---|--|--|---|---------------------|---------|
| 1       | The listed entity shall submit quarterly and year-to-date standalone financial results to the stock exchange within forty-five days of end of each quarter, other than the last quarter and 60 days for the March quarter. | Regulation 33(3)(a) of SEBI (LODR) Regulations, 2015 | Delay in submission of financial result for the quarter ended March 31, 2024, June 30, 2024, September 30, 2024 and December 31, 2024. | BSE & NSE       | BSE & NSE imposed fine on the Company for such delay in compliance of Regulation 33 of SEBI (LODR) Regulations, 2015 pursuant to SEBI Circular No. SEBI/HO/CFD/PO D2/CIR/ P/2023/120 dated July 11, 2023. | Delay in submission of financial result for the quarter ended March 31, 2024, June 30, 2024, September 30, 2024 and December 31, 2024. | 1. Rs.12,10,000/-* levied for Quarter ended March 31, 2024 (Rs.6,05,000/-* exclusive of applicable GST levied by BSE & NSE each).<br>2. Rs.16,70,000/-* for Quarter ended June 30, 2024 (Rs.8,35,000/-* exclusive of applicable GST levied by BSE & NSE each). | The Company has Delay in submission of financial result for the quarter ended March 31, 2024, June 30, 2024, September 30, 2024 and December 31, 2024 as per Regulation 33) of SEBI ((Listing Obligations and Disclosure Requirements) Regulations, 2015. |                     |         |





(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

| Sl. No. | Observations/ Remarks of the Practicing Company Secretary in the previous reports                                    | Observations made in the secretarial compliance report for the year ended 31 March 2024    | Compliance Requirement (Regulations/ circulars /guidelines including specific clause)  | Details of Violations / deviations and actions taken / penalty imposed, if any on the listed entity  | Remedial actions, if any, taken by the listed entity   | Comments of the PCS on the actions taken by the listed entity. |
|---------|--|--|--|--|--|--|
| 1       | BSE & NSE imposed fine on the Company for such delay in compliance of Regulation 33 of SEBI (LODR) Regulations, 2015 | Delay in filing of first quarter and three months ended June 30, 2023 unaudited financials | As per Regulation 33(3)(a) of SEBI (LODR) Regulations, 2015 the listed entity shall submit quarterly and year-to-date standalone financial results to the stock exchange within forty-five days of end of each quarter, other than the last quarter. | BSE & NSE each imposed fine of Rs.4,35,000/-* (exclusive of applicable GST) on the Company for such delay in compliance of Regulation 33 of SEBI (LODR) Regulations, 2015 pursuant to SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023. | The Company has completed the requisite compliances by filing the unaudited financials for the quarter ended June 30, 2023 with BSE & NSE on November 10, 2023<br>Further,<br><br>Further, the Management Response with regard to causes for default/delay is appended below |  |



|    |  |  |  |  |  |  |
|----|--|--|--|--|--|--|
|    |  |  |  |  | as Note No. 1.   |  |
| 2  | BSE & NSE imposed fine on the Company for such delay in compliance of Regulation 33 of SEBI (LODR) Regulations, 2015 | Delay in filing of second quarter and six months ended September 30, 2023 unaudited financials | As per Regulation 33(3)(a) of SEBI (LODR) Regulations, 2015 the listed entity shall submit quarterly and year-to-date standalone financial results to the stock exchange within forty-five days of end of each quarter, other than the last quarter. | BSE & NSE each imposed fine of Rs.4,45,000/-* (exclusive of applicable GST) on the Company for such delay in compliance of Regulation 33 of SEBI (LODR) Regulations, 2015 pursuant to SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023. | The Company has completed the requisite compliances by filing the unaudited financials for the quarter ended September 30, 2023 with BSE & NSE on February 12, 2024<br><br>Further, the Management Response with regard to causes for default/delay is appended hereinbelow as Note No. 1. |  |
| 3. | BSE & NSE imposed fine on the Company for such delay in compliance of Regulation 33 of SEBI (LODR) Regulations, 2015 | Delay in filing of third quarter and nine months ended December 31, 2023 unaudited financials  | As per Regulation 33(3)(a) of SEBI (LODR) Regulations, 2015 the listed entity shall submit quarterly and year-to-date standalone financial results to  | BSE & NSE each imposed fine of Rs.4,30,000/-* (exclusive of applicable GST) on the Company for such delay in compliance of Regulation 33 of SEBI (LODR) Regulations, 2015 pursuant to SEBI Circular  | The Company has completed the requisite compliances by filing the unaudited financials for the quarter   |  |



|  |  |  |  |  |   |
|--|--|--|--|--|---|
|  |  |  | the stock exchange within forty-five days of end of each quarter, other than the last quarter. | No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023. | ended December 31, 2023 with BSE & NSE on May 10, 2024<br><br>Further, the Management Response with regard to causes for default/delay is appended hereinbelow as Note No. 1. |
|--|--|--|--|--|---|

\*Detailed calculation of fine is enclosed herewith as Annexure-II

**Note No. 1- Management Response with regard to causes for default/delay:**

- *The Company is under the Corporate Insolvency Resolution Process ("CIRP") pursuant to order dated February 22, 2023 passed by the National Company Law Tribunal ("NCLT"), Mumbai.*
- *The preparing of financial statements by the company and finalization required additional time by the auditor due to the complexities involved in aligning them with the ongoing CIRP proceedings. Ensuring accuracy and transparency in these statements is paramount, contributing to the extended timeline for submission.*
- *Further, as the Company is a listed company with 24 subsidiary companies (some of which are in CIRP) and 2 associate companies and 1 limited liability partnership, consolidated financial statements had to be prepared, which required financial data from multiple subsidiary companies, associate companies and limited liability partnership. Despite repeated follow-ups, these subsidiary companies, associate companies and limited liability partnership significantly delayed providing their financial statements..*



- *During the ongoing CIRP, an increased number of resignations across the workforce was also witnessed. This challenge has not only affected the overall efficiency but has also posed difficulties in finding suitable replacements.*
- *In light of these challenges, our Team diligently worked towards the completion of the compliances by filing the unaudited financials for the quarter ended June 30, 2023, September 30, 2023 and December 31, 2023. .*

We hereby report that, during the Review Period the compliance status of the listed entity is appended below;

| Sl. No. | Particulars  | Compliance status (Yes/ No/ NA) | Observations/ Remarks by PCS* |
|---------|--|---------------------------------|-------------------------------|
| 1.      | <b>Secretarial Standards:</b><br><br>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)   | Yes                             |                               |
| 2.      | <b>Adoption and timely updation of the Policies:</b><br><br>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities<br><br>All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/ guidelines issued by SEBI | Yes<br><br>Yes                  |                               |



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*[Handwritten Signature]*

|    |  |                                  |  |
|----|--|----------------------------------|--|
| 3. | <p><b>Maintenance and disclosures on Website:</b></p> <p>The Listed entity is maintaining a functional website.</p> <p>Timely dissemination of the documents/ information under a separate section on the website</p> <p>Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website</p> | <p>Yes</p> <p>Yes</p> <p>Yes</p> |  |
| 4. | <p><b>Disqualification of Director:</b></p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013</p>   | <p>Yes</p>                       |  |
| 5. | <p><b>To examine details related to Subsidiaries of listed entities:</b></p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Requirements with respect to disclosure of material as well as other subsidiaries</p>   | <p>Yes</p> <p>Yes</p>            |  |
| 6. | <p><b>Preservation of Documents:</b></p> <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of</p>  | <p>Yes</p>                       |  |



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|    |   |      |  |
|----|---|------|--|
|    | Preservation of Documents and Archival policy prescribed under SEBI (LODR) Regulations, 2015  |      |  |
| 7. | <p><b>Performance Evaluation:</b></p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations</p> | Yes  |  |
| 8. | <p><b>Related Party Transactions:</b></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions</p>  | Yes  | <p>Prior approval of Audit Committee for Related Party Transaction for the quarter ended June 30, 2023 and September 30, 2023 were obtained.</p> <p>Later, pursuant to the Admission Order and in line with the applicable provisions of the Insolvency and Bankruptcy Code, 2016, the powers of the Board of Directors of the Company stood suspended and vested with the Mr. Rohit Mehra, as the Resolution Professional of the Company.</p>                                 |
|    | <p>(b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/rejected by the Audit committee.</p>            | N.A. | <p>Prior approval of Audit Committee for Related Party Transaction for the quarter ended June 30, 2024; September 30, 2024; December 31, 2024 and March 31, 2025 were not obtained as Siti Networks Limited ("the Company") was admitted into the 'Corporate Insolvency Resolution Process ("CIRP") by order dated 22 February 2023, passed by the Hon'ble National Company Law Tribunal, Mumbai Bench. However, the Hon'ble NCLAT, New Delhi vide its interim order dated</p> |



*[Handwritten Signature]*

|     |  |                          |  |
|-----|--|--------------------------|--|
|     |  |                          | March 7, 2023, stayed the operation and effect of order dated February 22, 2023 passed by Hon'ble NCLT, Mumbai. Later on, Hon'ble NCLAT vide its order dated August 10, 2023, set aside the interim order dated March 7, 2023.   |
| 9.  | <p><b>Disclosure of events or information:</b></p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>   | Yes                      |  |
| 10. | <p><b>Prohibition of Insider Trading:</b></p> <p>The listed entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015</p>  | Yes                      | The Company has adequate and proper software installed to maintain Structured Digital Database in compliance with the SEBI Regulations.  |
| 11. | <p><b>Actions taken by SEBI or Stock Exchange(s), if any:</b></p> <p>Except as mentioned in para (a) above, no Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or)</p> | Yes<br>(no action taken) | The National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) had issued notices for h delay in compliance of regulation 33(3) of the (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarters from March 31, 2024 to December, 2024, as contemplated hereinbefore under para no.(a) at page no.4 & 5 |



|     |   |   |  |
|-----|---|---|--|
|     | The actions taken against the listed entity / its promoters / directors / subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.   |   |  |
| 12. | <p><b>Resignation of statutory auditors from the listed entity or its material subsidiaries:</b></p> <p>In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed and / or its material subsidiaries has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.</p> | NA  |  |
| 13. | <p><b>Additional non-compliances, if any:</b></p> <p>Except as stipulated hereinbefore underpara (a) , no any additional non-compliance observed for all SEBI regulation/ circular/guidance note etc.</p>   | No<br>(no any additional non-compliances) |  |

Observations/Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'

We further, report that the listed entity is in compliance/ not in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations. – Not Applicable.



*[Signature]*  
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**Assumptions & Limitation of scope and review:**

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of SEBI (LODR) Regulations 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

**Date: 30.05.2025**  
**Place: New Delhi**

**For Amit Agrawal & Associates**  
(Company Secretaries)



**CS Amit Agrawal**  
**Partner**

**CP No. 3647, M.No.5311**  
**UDIN: F005311G000508033**  
**Peer Review No.: 6462/2025**

| Pursuant to SOP computation of Provisions for Penalty till March 31, 2025 for default/delay in filing the financials with Stock Exchanges |  |  |  |  |   |  |
|---|--|--|--|--|---|--|
| As per Regulation 33, financials results required to be submitted for the quarter ended   | Due date of filing the financials results with Stock Exchanges | Date of filing the financials with Stock Exchanges | No. of days delay in filing the financial results with the Stock Exchanges | Penalty imposed by Stock Exchanges (i.e. BSE & NSE) separately for each day of delay in filing the financials @ Rs.5,000 per day |   |  |
|   |  |  |  | BSE Penalty amount of BSE (Rs.5,000 per day) excluding applicable GST  | NSE Penalty amount of BSE (Rs.5,000 per day) excluding applicable GST | Total penalty amount of BSE & NSE (Rs.) excluding applicable GST |
| (a)   | (b)  | (c)  | (d)  | (e)  | (h)   | (k) = (e)+(f)  |
| Mar 31, 2024  | May 30, 2024   | Sep 28, 2024                                       | 121  | 6,05,000   | 6,05,000  | 12,10,000  |
| Jun 30, 2024  | Aug 14, 2024   | Jan 29, 2025                                       | 167  | 8,35,000   | 8,35,000  | 16,70,000  |
| Sep 30, 2024  | Nov 14, 2024   | Feb 12, 2025                                       | 90   | 4,50,000   | 4,50,000  | 9,00,000   |
| Dec 31, 2024  | Feb 14, 2025   | Mar 31, 2025                                       | 45   | 2,25,000   | 2,25,000  | 4,50,000   |



|              |              |              |    |          |          |          |
|--------------|--------------|--------------|----|----------|----------|----------|
| Dec 31, 2024 | Mar 31, 2025 | Apr 23, 2025 | 23 | 1,15,000 | 1,15,000 | 2,30,000 |
|--------------|--------------|--------------|----|----------|----------|----------|

Total

44,60,000



*[Handwritten Signature]*

**Pursuant to SOP computation of Provisions for Penalty till March 31, 2025 for default/delay in filing the financials with Stock Exchanges**

| As per Regulation 33, financials results required to be submitted for the quarter ended | Due date of filing the financials results with Stock Exchanges | Date of filing the financials with Stock Exchanges | No. of days delay in filing the financial results with the Stock Exchanges | Penalty imposed by Stock Exchanges (i.e. BSE & NSE) separately for each day of delay in filing the financials @ Rs.5,000 per day |   |  | (k) = (e)+(f) |
|---|--|--|--|--|---|--|---------------|
|   |  |  |  | BSE Penalty amount of BSE (Rs.5,000 per day) excluding applicable GST  | NSE Penalty amount of BSE (Rs.5,000 per day) excluding applicable GST | Total penalty amount of BSE & NSE (Rs.) excluding applicable GST |               |
| (a)   | (b)  | (c)  | (d)  | (e)  | (h)   | (k)  |               |
| Jun 30, 2023  | Aug 14, 2023   | Nov 10, 2023                                       | 87   | 4,35,000   | 4,35,000  | 8,70,000   |               |
| Sep 30, 2023  | Nov 14, 2023   | Feb 12, 2024                                       | 89   | 4,45,000   | 4,45,000  | 8,90,000   |               |
| Dec 31, 2023  | Feb 14, 2024   | Mar 31, 2024                                       | 46   | 2,30,000   | 2,30,000  | 4,60,000   |               |
| Dec 31, 2023  | Mar 31, 2024   | May 10, 2024                                       | 40   | 2,00,000   | 2,00,000  | 4,00,000   |               |
| <b>Total</b>  |  |  |  |  |   | <b>26,20,000</b>   |               |



*[Handwritten Signature]*

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## Independent Auditor's Report

To the Members of SITI Networks Limited

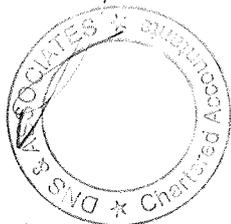
Report on the Audit of the Consolidated Financial Statements

### Disclaimer of Opinion

1. We have audited the accompanying consolidated financial statements of SITI Network Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), its associates and joint ventures, as listed in Annexure I, which comprise the Consolidated Balance Sheet as at 31 March 2025, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").
2. We draw attention to the below mentioned points in the Basis for Disclaimer of Opinion section of our report pertaining to various elements of the consolidated financial statements that may require necessary adjustments/ disclosures in the consolidated financial statements including but not limited to an impact on the Company's ability to continue as a going concern and these adjustments when made, may have material and pervasive impact on the outcome of the consolidated financial statements for the year ended 31 March 2025. We have also considered reports of the other auditors on separate financial statements and on the other financial information of the subsidiaries, associates and joint ventures. Accordingly, pending these adjustments including certain major points mentioned below and unavailability of sufficient and appropriate evidence in respect of these items, we are unable to express our opinion on whether the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the consolidated state of affairs of the Group, its associates and joint ventures, as at 31 March 2025, and their consolidated loss (including other comprehensive income), consolidated cash flows and the consolidated changes in equity for the year ended on that date.

### Basis for Disclaimer of Opinion

3. As described in note 62 to the accompanying consolidated financial statements, the Hon'ble National Company Law Tribunal ('NCLT'), Mumbai Bench admitted petition for initiation of Corporate Insolvency Resolution Process ('CIRP') under Section 7 of the Insolvency and Bankruptcy Code 2016 ('Code) filed by the Financial Creditor vide order dated 22 February 2023, passed in CP no. 690/IBC/MB/2022 ('Admission Order'). The Admission Order was challenged by one of the Directors (powers suspended) of the Holding Company before National Company Law Appellate Tribunal (NCLAT). NCLAT vide order dated 07 March 2023 stayed the operation of the Admission Order dated 22 February 2023. The appeal filed was subsequently dismissed by the National Company Law Appellate Tribunal on 10 August 2023 (NCLAT Final Order). Pursuant to the NCLAT Final Order, the Resolution Professional (RP) has taken over management and control of the holding company on 16 August 2023. The Board of Directors (powers suspended) were responsible for management and control of the Holding Company from 7 March 2023 till the date of the NCLAT Final Order. A moratorium under Section 14 of the Insolvency and Bankruptcy Code, 2016 is in force with respect to

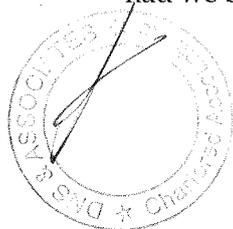


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the affairs of the Holding Company. During the period from 7 March 2023 till 10 March 2023, i.e. when the CIRP of the Holding Company was stayed, the Holding Company ((under the management and control of the Board of Directors (powers suspended)) undertook various transactions. According, the RP filed an application before the Hon'ble NCLT seeking clarifications regarding the treatment of liabilities, obligations, and claims incurred for the stay period i.e., 07 March 2023 up to 10 August 2023 and clarification that the cut-off date for various CIRP activities be considered as 10 August 2023, i.e. the date of resumption of CIRP. On 1 October 2024, the Hon'ble NCLT passed its order ("1 October Order") and held that (i) insolvency commencement date is fixed at 22 February 2023, (ii) the CIRP related activities should be reckoned from 22 February 2023, (iii) moratorium under Section 14 of the Code was applicable during the Stay Period, (iv) the transactions and appropriation undertaking during the Stay Period shall be revered to the accounts of the Corporate Debtor, and (v) the expenses incurred in the ordinary course of business to keep the Holding Company as a going concern are to be protected. Certain lenders of the Holding Company have filed appeals against the 1 October Order before the Hon'ble NCLAT. The RP has filed a limited appeal against the 1 October Order for setting aside the observations and findings against the RP. On 29 October 2024, the Hon'ble NCLAT directed the lenders to keep the amounts appropriated by them during the Stay Period in a separate interest-bearing account during the pendency of the appeals. Pursuant to the 1 October Order, the RP has requested operational creditors of the Holding Company to submit their claims as on 22 February 2023 and is in the process of reconciling the claims submitted by creditors to the Holding Company. In absence of sufficient and appropriate audit evidence, we are unable to comment on the impact of the outcome of the CIRP on the consolidated financial statements of the Company.

4. As described in note 54 to the accompanying consolidated financial statement, the Holding Company and some of its subsidiaries have defaulted in repayment of loans taken from banks & financial institutions and these accounts have been classified as Non-Performing Assets (NPA) by the lenders under the Consortium. The Holding Company and some of its subsidiaries have not provided additional and penal interest as part of finance cost in terms with conditions put forth in arrangements entered into between the banks & financial institutions with the Company and in accordance with the requirements of Ind AS 109, Financial Instruments. In absence of the computation of such interest along with other sufficient appropriate audit evidence, we are unable to comment upon the impact of such non-compliance on the financial information for the year ended 31 March 2025.
5. As described in note 63 to the accompanying consolidated financial statement, the financial creditors have submitted claims amounting to ₹ 12,060.33 million as on 10 August 2023, out of which ₹ 11,292.65 million have been admitted by the RP. The carrying value of such borrowings as per the books of account of the Holding Company as on 31 March 2025 is ₹ 11,639.77 million. In absence of reconciliations of the balances as per the claims made, claims admitted and the outstanding balances as per the books of accounts, we are unable to comment upon the impact of such non-accrual of additional/penal interest along with other sufficient appropriate audit evidence with respect to recognition of liabilities, their measurement and all related disclosures to be made, on the consolidated financial statement for the year ended 31 March 2025.
6. As described in note 64 to the accompanying consolidated financial statement, we have not been provided with certain information including the minutes of meetings of the Committee of Creditors (CoC), and the outcome of certain procedures carried out as a part of the CIRP, citing confidentiality reasons. Accordingly, we are unable to comment on the impact, if any, on the accompanying consolidated financial statement including recognition, measurement and disclosures, that may arise had we been provided access to above-mentioned information.



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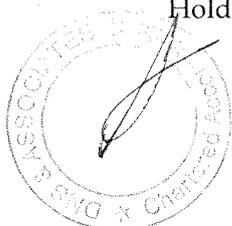
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7. As described in note 63 to the accompanying consolidated financial statement, the operational creditors, employees and other creditors of the Holding Company have submitted claims amounting to ₹ 19,834.60 million as on 10 August 2023, out of which ₹ 7,066.86 million have been admitted and ₹ 3,391.56 million has been considered as contingent claim by the RP. In absence of sufficient and appropriate audit evidence the admission amount of claims and in the absence of reconciliation of the balances as per the claims submitted, claims admitted and the outstanding balances in the books of accounts, we are unable to comment upon the impact of such non-accrual of additional liability, if any, along with other sufficient appropriate audit evidence with respect to recognition of liabilities, their measurement and all related disclosures to be made, on the accompanying consolidated financial statements for the year ended 31 March 2025.
8. As described in note 62 to the accompanying consolidated financial statements, we have been provided with a listing of ongoing litigations before NCLT, Mumbai, including the matter referred to in paragraph 3 above pertaining to the treatment of claims/liabilities/obligations arising during the period of stay obtained by one of the Directors (powers suspended) of the Company before NCLAT upto the date of dismissal of such appeal, i.e., 07 March 2023 upto 10 August 2023. However, in the absence of an evaluation on these ongoing litigations from the management, we are unable to obtain sufficient appropriate audit evidence to evaluate, assess and comment on the impact, if any, on the accompanying consolidated financial statements including recognition, measurement and disclosures, that may arise had we been provided access to above-mentioned information.
9. As described in note 52 to the accompanying consolidated financial statements, the Group's 'Revenue from operations' includes broadcasters' share in subscription income from pay channels, which has correspondingly been presented as an expense which is not in accordance with the requirements of Ind AS-115, 'Revenue from contracts with customers. Had the management disclosed the same on net basis the 'Revenue from operations' and the 'Pay channel costs' each would have been lower by ₹ 7,559.93 million for the year ended 31 March 2025, while there would have been no impact on the net loss for the year ended 31 March 2025.

Further, with respect to the above matter, qualification have been given by other firms of Chartered Accountants vide their audit reports dated 2 June 2025, 15 May 2025, 29 May 2025, 13 June 2025, 15 May 2025 and 29 May 2025 on the annual financial results of the subsidiaries of the Holding Company, namely, Siti Vision Digital Media Private Limited, Siti Prime Uttranchal Communication Private Limited, Central Bombay Cable Network Limited, Indian Cable Net Company Limited, Siti Sai Star Digital Media Private Limited and Siti Siri Digital Network Private Limited respectively, and is reproduced by us as under, with the aggregate amount pertaining to such subsidiaries, as also included in the above paragraph.

The company/s/group's 'Revenue from Operations' includes broadcasters' share in subscription income from pay channels, which has correspondingly been presented as an expense which is not in accordance with the requirements of Ind AS-115, 'Revenue from contracts with customers'. Had the management disclosed the same on net basis, the 'Revenue from Operations' and the 'Pay channel and carriage sharing costs' each would have been lower by ₹ 4,743.55 million for the year ended 31 March 2025, while there would have been no impact on the net loss for the year ended 31 March 2025.

10. As described in note 68 to the accompanying consolidated financial statements, on 30 July 2024 and 4 October 2024 the Resolution Professional has submitted an application against former members of the Holding Company's management under Section 25(2)(j) read with Section 66 of the Insolvency and



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Bankruptcy Code, 2016, and Regulation 35(A)(3) of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016. This application seeks relief in connection with certain allegedly fraudulent and inappropriate transactions conducted by the Corporate Debtor under the previous management aggregating approx. ₹ 3,254.90 million for the period 10 August 2018 to 10 August 2023, and the matter is currently pending with hon'ble NCLT in Mumbai. However, we are not aware of any counter-application(s) filed by the respondents to the aforementioned application, and we have also not been provided with the transaction audit report which forms the basis of such application. Accordingly, in absence of sufficient appropriate audit evidence and pending resolution of this matter, we are unable to comment on any potential impact on the accompanying consolidated financial statements for the year ended 31 March 2025, including any issues related to recognition, measurement, or disclosures.

11. The consolidated financial statements includes the annual financial statements of subsidiaries (Siti Broadband Services Private Limited, Siti Jind Digital Media Communications Private Limited, Siti Jai Maa Durgee Communications Private Limited, Siti Sagar Digital Cable Network Private Limited and Siti Krishna Digital Media Private Limited) which have not been audited by their auditors, whose financial information included in the consolidated financial information of the Group reflects total assets of ₹ 469.20 million as at 31 March 2025, total revenues of ₹ 442.51 million, total net loss after tax of ₹ 164.98 million, and total comprehensive loss of ₹ 164.98 million for the year ended on 31 March 2025 respectively, and cash flows (net) of ₹ 28.60 million for the year ended 31 March 2025, as considered in the consolidated financial statements. These financial statements have been furnished by the Holding Company's management for the purpose of preparing consolidated financial statements for which we have not been able to obtain sufficient appropriate audit evidence to provide a basis for our report.
12. We have been provided with reports from other auditors on the annual financial statements for the year ended 31 March 2025 and our conclusion in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, associates and joint ventures is based solely on the audit reports of such other auditors. However, we have not been provided with any information by the Management of the Company, or other auditors with respect to any subsequent events between the date of issuance of the review reports by such auditors and the date of issuance of our report on consolidated audited annual financial statements of Siti Networks Limited for the year ended 31 March 2025. As a result, we are unable to comment on the possible impact, if any, on the accompanying consolidated financial statements, had we been provided access to above-mentioned information.
13. The Holding Company has not carried out physical verification of the property, plant and equipment. Accordingly, material discrepancies, if any, could not be ascertained and therefore, we are unable to comment on the existence of such property, plant and equipment and its related impact, if any, on the accompanying consolidated financial statements for the year ended 31 March 2025 including recognition, measurement and disclosures, that may arise had the Holding Company carried out such physical verification.
14. The Holding Company has not completed the reconciliation of Goods and Services Tax (GST) input credits pertaining to previous financial years with the books of accounts and the returns filed with the statutory authorities. In the absence of adequate supporting documentation and reconciliations, we are unable to obtain sufficient appropriate audit evidence to determine the accuracy, completeness, and recoverability of the GST input credits recognized in the financial statements as at and for the year

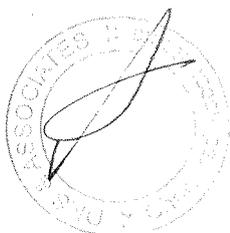


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ended 31 March 2025. Consequently, we are unable to ascertain the possible impact, if any, of such unreconciled GST input credits on the financial position, results, and cash flows of the Group.

15. As described in note 66 and 67 to the accompanying consolidated financial statements, the Group's consolidated financial statements include the financial statements of two subsidiary companies, namely, Siti Broadband Services Private Limited and Siti Jind Digital Media Communications Private Limited, however, we understand that these subsidiaries are under the Corporate Insolvency Resolution Process (CIRP) as directed by the Hon'ble National Company Law Tribunal, Delhi, vide orders dated 31 October 2023 and 22 March 2024, respectively. In terms with the provisions of Ind AS 110 - Consolidated Financial Statements, the Company is required to carry out an evaluation as to whether, consequent to these subsidiaries being admitted under CIRP process, the Company continues to exercise "control" for the purpose of consolidation, however, the Company has not carried out such evaluation. In absence of such assessment, we are unable to obtain sufficient appropriate audit evidence to ascertain as to whether the financial statements of these subsidiaries should continue to be consolidated or if the Company should account for "loss of control", in terms with Ind AS 110, and accordingly, we are unable to comment on the impact, if any, of such evaluation and resulting conclusion thereon, on the accompanying consolidated financial statements for the year ended 31 March 2025, and the consequential impact on the Group's financial position, results, and disclosures including restatement, if any, that may need to be carried out by the Company and disclosed accordingly in the accompanying consolidated financial statements.
16. We draw attention to note 53 to the accompanying consolidated financial statement, which indicates that the Group has incurred a net loss of (including other comprehensive income) ₹ 2,128.65 million during the year ended 31 March 2025, and as of that date, the Group's accumulated losses amount to ₹ 28,621.47 million resulting in a negative net worth of ₹ 11,685.57 million and its current liabilities exceeded its current assets by ₹ 16,477.68 million resulting in negative working capital. The above factors along with matters stated in paragraphs 3 to 15 above and other matters as set forth in note 53 of the accompanying consolidated financial statements, indicate a material uncertainty about the Group's ability to continue as a going concern since the future of the Group is dependent upon the successful implementation of Resolution plan of the Holding Company. The Statement has been prepared by the management assuming going concern basis of accounting, for which we have not been able to obtain sufficient appropriate audit evidence regarding the use of such assumption, based on management's assessment of the successful outcome of the ongoing Resolution process with no adjustments having been made to the carrying value of the assets and liabilities and their presentation and classification in the Balance Sheet.
17. We did not audit the financial statements of nineteen subsidiaries, whose financial statements reflects total assets of ₹ 10,010.64 million, total revenues of ₹ 8,723.69 million, total net loss after tax ₹ 193.88 million, total comprehensive loss ₹ 190.97 million and net cash inflows amounting to ₹ 82.77 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 loss (including other comprehensive income) of ₹ 2.75 million for the year ended 31 March 2025, as considered in the consolidated financial statements, in respect of one associates and two joint ventures, whose financial statements have not been audited by us. These annual financial statements have been audited by other auditors whose audit report(s) have been furnished to us by the management, and our opinion in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, associates and joint ventures is based solely on the audit reports of such other auditors, and the procedures performed by us.



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18. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of 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 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 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 Code of Ethics. We draw attention to the above mentioned points in the Basis for Disclaimer of Opinion section of our report for which we have been unable to receive sufficient and appropriate audit evidence to provide an opinion on the accompanying consolidated financial statement.

## Key Audit Matters

19. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

## Emphasis of Matter

20. We draw attention to note 77 to the accompanying consolidated financial statement, which indicates that a vendor has filed an application against one of the subsidiary, Siti Vision Digital Media Private Limited, under section 7 of the Insolvency and Bankruptcy Code, 2016 before NCLT, Delhi for initiation of CIRP on the ground that the Company has defaulted in making payments. The petition was dismissed by NCLT vide its order dated 8 June 2023. The vendor has filed an appeal against the order with NCLAT, Delhi. Further, subsidiary has filed a counter appeal against the vendor for which notices for further proceeding are yet to be issued. Our opinion in this report is not modified in respect of this matter.

## Information other than the Consolidated Financial Statements and Auditor's Report thereon

21. The Holding Company's management are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the consolidated financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance



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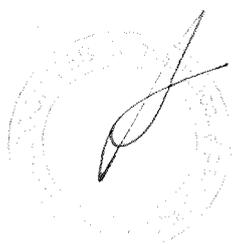
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## **Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

22. The accompanying consolidated financial statements have been approved by the Holding Company's Resolution Professional and Chief Executive Officer. The Holding Company's Management is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated state of affairs (consolidated financial position), consolidated profit or loss (consolidated financial performance including other comprehensive income), consolidated changes in equity and consolidated cash flows of the Group including its associates and joint ventures in accordance with the accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act. The Holding Company's Management is also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of consolidated Ind AS financial statements. Further, in terms of the provisions of the Act, the respective Board of Directors /management of the companies included in the Group, and its associate companies and joint venture companies covered under the Act are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. These financial statements have been used for the purpose of preparation of the consolidated financial statements by the management of the Holding Company, as aforesaid.
23. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for assessing the ability of the Group and of its associates and joint ventures to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors/Management either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
24. Those Board of Directors/Management are also responsible for overseeing the financial reporting process of the companies included in the Group and of its associates and joint ventures.

## **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

25. Our objectives are to obtain reasonable assurance about whether the 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 Standards on Auditing 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 financial statements.



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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements 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 Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 and joint ventures to cease to continue as a going concern;
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the 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 within the Group, and its associates and joint ventures, to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities included in the financial statements, of which we are the independent auditors. For the other entities included in the financial statements, which have been audited by the 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.

27. 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.



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28. 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.
29. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Report on Other Legal and Regulatory Requirements

30. As required by Section 143 (3) of the Act, based on our audit and on the consideration of the reports of the other auditors on separate financial statements and other financial information of the subsidiaries, associates and joint ventures, we report, to the extent applicable, that:
- a. we have sought and except for the matters described in paragraph 3 to 16 of the Basis for Disclaimer of Opinion section, obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose 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, except for the effects and possible effects of the matters described in paragraph 3 to 16 of the Basis for Disclaimer of Opinion section of our report and for the matters stated in the paragraph (i)(vi) below on reporting under rule 11(g);
  - c. except for the effects of the matters described in the Basis for Disclaimer of Opinion section, in our opinion, the aforesaid consolidated financial statements comply with Ind AS specified under section 133 of the Act;
  - d. the matter described in paragraph 10 of the Basis for Disclaimer of Opinion section of our report, may have an adverse effect on the functioning of the Group;
  - e. the powers of the Board of Directors of the Holding Company have been suspended and no written representations have been received from the Directors (power suspended) and hence not taken on record by the Holding Company, accordingly we are unable to comment on their disqualification as per section 164(2) of the Act. Further, on the basis of the reports of the statutory auditors of its subsidiary companies, associate companies and joint venture companies covered under the Act, none of the directors of the Group companies, its associate companies and joint venture companies covered under the Act, are disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164(2) of the Act;



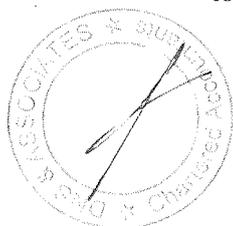
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- f. In our opinion and according to the information and explanations given to us, following companies incorporated in India and included in the consolidated financial statements, have unfavourable remarks, qualifications or adverse remarks given by the respective auditors in their reports under the Companies (Auditor's Report) Order, 2020 (CARO):

| S. No. | Name of the entities                                 | CIN                   | Holding company / Subsidiary company | Clause number of the CARO report |
|--------|--|-----------------------|--------------------------------------|----------------------------------|
| 1      | Siti Faction Digital Private Limited                 | U64200DL2012PTC244184 | Subsidiary                           | Clause 3 (vii)(b)                |
| 2      | Siti Global Private Limited                          | U64200DL2014PTC264632 | Subsidiary                           | Clause 3 (vii)(b)                |
| 3      | Siti Guntur Digital Network Private Limited          | U64204DL2012PTC240121 | Subsidiary                           | Clause 3 (iii)                   |
| 4      | Siti Siri Digital Network Private Limited            | U93000AP2013PTC088687 | Subsidiary                           | Clause 3 (vii)(b)                |
| 5      | Siti Vision Digital Media Private Limited            | U64201DL2006PTC149333 | Subsidiary                           | Clause 3(vii)(b), (ix)(a)        |
| 6      | Siti Karnal Digital Media Network Private Limited    | U64200DL2014PTC269230 | Subsidiary                           | Clause 3 (vii)(b)                |
| 7      | Wire And Wireless Tisai Satellite Limited            | U72400MH2007PLC171233 | Joint Venture                        | Clause 3 (vii)(b)                |
| 8      | Siti Uttaranchal Prime Communication Private Limited | U64200DL2014PTC269035 | Subsidiary                           | Clause 3 (vii)(a),(b)            |
| 9      | Variety Entertainment Private Limited                | U92132TG1998PTC029754 | Subsidiary                           | Clause 3 (ix)(a)                 |
| 10     | Siti Sai Star Digital Media Private Limited          | U64204GJ2013PTC073773 | Subsidiary                           | Clause 3 (vii)(a),(b)            |

- g. the modification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 3 to 17 of the Basis for Disclaimer of Opinion section of our report and as stated in paragraph (b) above on reporting under Section 143(3)(b) and paragraph (i)(vi) below on reporting under rule 11(g);
- h. with respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, and its subsidiary companies, associate companies and joint venture companies covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure II'; and
- i. with respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us and based on the



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consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, associates and joint ventures:

- i. the consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associates and joint ventures as detailed in Note 41 to the consolidated financial statements;
- ii. the Holding Company, its associates and joint ventures did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2025; and
- iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies, associate companies and joint venture companies covered under the Act, during the year ended 31 March 2025;
- iv. (a) The respective managements of the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act have represented to us that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any such subsidiaries to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or any of such subsidiaries (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;  
  
(b) The respective managements of the Holding Company and its subsidiaries which are companies whose financial statements have been audited under the Act have represented to us that, to the best of its knowledge and belief, no funds have been received by the respective Holding Company or any of such subsidiaries from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and  
  
(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor’s notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material misstatement.



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- v. No dividend has been declared or paid during the year by the Holding Company, its subsidiaries and joint venture companies, incorporated in India.
- vi. Based on our examination which included test check, the Holding Company and its subsidiaries have used accounting software for maintaining its books of accounts, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transaction recorded in the software except for the following instances as reported by the respective auditors of the subsidiaries:
  - (i) In respect of the Holding Company and one subsidiary, that the audit trail feature is not enabled on some tables at application level for direct changes when using certain access right(s) and also for certain changes made using administrative access right(s).
  - (ii) In respect of fourteen subsidiaries and one joint venture, that the audit trail feature has not been enabled throughout the year.
  - (iii) In respect of one subsidiary, the audit trail feature has been enabled throughout the year.
  - (iv) In respect of the remaining subsidiaries, associate and joint venture, that audit trail reporting has not been done by the respective auditors.

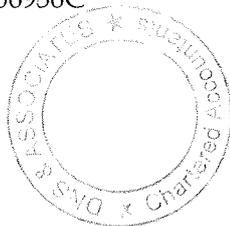
Further during the course of audit, we did not come across any instance(s) of audit trail feature being tampered with respect to accounting software.

For DNS & Associates  
Chartered Accountants  
Firm's Registration No.: 006956C



**Ankit Marwaha**  
Partner

Membership No.: 518749  
UDIN: 25518749BMOWIU2100



Place: Noida  
Date: 30-June-2025

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## Annexure II

**Independent Auditor's Report on the internal financial controls with reference to the financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

1. In conjunction with our audit of the consolidated financial statements of SITI Networks Limited ('the Holding Company') and its subsidiaries, (the Holding Company and its subsidiaries together referred to as 'the Group'), its associates and joint ventures as at and for the year ended 31 March 2025, we have audited the internal financial controls with reference to financial statements of the Holding Company, its subsidiary companies, its associate companies and joint venture companies, which are companies covered under the Act, as at that date.

### **Responsibilities of Management and those charged with Governance for Internal Financial Controls**

2. The respective Board of Directors/ Resolution Professional of the Companies included in the Group, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Holding Company considering the essential components of internal control stated in 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'). 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 the Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

### **Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements**

3. Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the



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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.

5. We do not express an opinion on the consolidated financial statements of the Group. Because of the significance of the matters described in the Basis for Disclaimer of Opinion section of our report below and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matter paragraph below, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the Group's internal financial controls with reference to these consolidated financial statements.

### Meaning of Internal Financial Controls with Reference to Financial Statements

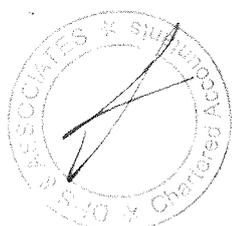
6. A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.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

### Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

### Basis for Disclaimer of Opinion

8. The Holding Company does not have an established system of internal financial control over financial reporting with regard to assessment of possible material adjustments that could arise/ may be required to be made to the recorded values of assets and liabilities. Consequently, we are unable to obtain sufficient and appropriate audit evidence so as to provide a basis for our opinion as to whether the Holding Company had adequate internal financial controls over financial reporting and that whether such internal financial controls were operating effectively as at 31 March 2025.



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## Disclaimer of Opinion

9. As described in Basis for Disclaimer of Opinion paragraph above, we are unable to obtain sufficient and appropriate audit evidence so as to provide a basis for our opinion as to whether the Group had adequate internal financial controls over financial reporting and that whether such internal financial controls were operating effectively as at 31 March 2025. Accordingly, we do not express any opinion on the Group's internal financial controls over financial reporting.
10. We have considered the disclaimer reported above in determining the nature, timing, and extent of audit tests applied in our audit of the consolidated financial statements of the Group, and the disclaimer has affected our opinion on the consolidated financial statements of the Group and we have issued a disclaimer of opinion on the consolidated financial statements.

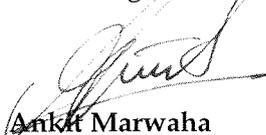
## Other matter

11. We did not audit the internal financial controls with reference to financial statements insofar as it related to nineteen subsidiaries, which are companies covered under the Act, whose financial statements reflect total assets ₹ 10,010.64 million as at 31 March 2025, total revenues of ₹ 8,723.69 million and net cash flows amounting to ₹ 82.77 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 loss (including other comprehensive income) of ₹ 2.75 million for the year ended 31 March 2025 in respect of two associate companies and one joint venture, which are companies covered under the Act, whose internal financial controls with reference to financial statements have not been audited by us. The internal financial controls with reference to financial statements in so far as it relates to such subsidiary companies, associate companies and joint venture companies have been audited by other auditors whose reports have been furnished to us by the management and our report on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements for the Holding Company, its subsidiary companies, its associate companies and joint venture companies, as aforesaid, under Section 143(3)(i) of the Act in so far as it relates to such subsidiary companies, associate companies and joint venture companies is based solely on the reports of the auditors of such companies. Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and on the reports of the other auditors.

For DNS & Associates

Chartered Accountants

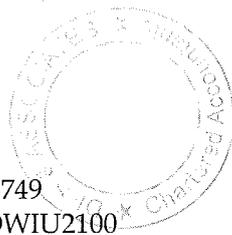
Firm's Registration No.: 006956C

  
Ankit Marwaha

Partner

Membership No.: 518749

UDIN: 25518749BMOWIU2100



Place: Noida

Date: 30-June-2025

# DNS & Associates

Chartered Accountants

## Annexure 1

### List of entities included in the Statement

| Name of Related Party                                  | Relation   |
|--|--|
| Central Bombay Cable Network Limited                   | Subsidiary Company                                     |
| Indian Cable Net Company Limited                       | Subsidiary Company                                     |
| Siti Broadband Services Private Limited                | Subsidiary Company                                     |
| Siti Cable Broadband South Limited                     | Subsidiary Company                                     |
| Siti Faction Digital Private Limited                   | Subsidiary Company                                     |
| Siti Global Private Limited                            | Subsidiary Company                                     |
| Siti Guntur Digital Network Private Limited            | Subsidiary Company                                     |
| Siti Jai Maa Durgee Communications Private Limited     | Subsidiary Company                                     |
| Siti Jind Digital Media Communications Private Limited | Subsidiary Company                                     |
| Siti Jony Digital Cable Network Private Limited        | Subsidiary Company                                     |
| Siti Karnal Digital Media Network Private Limited      | Subsidiary Company                                     |
| Siti Krishna Digital Media Private Limited             | Subsidiary Company                                     |
| Siti Networks India LLP                                | Subsidiary Company                                     |
| Siti Prime Uttaranchal Communication Private Limited   | Subsidiary Company                                     |
| Siti Sagar Digital Cable Network Private Limited       | Subsidiary Company                                     |
| Siti Saistar Digital Media Private Limited             | Subsidiary Company                                     |
| Siti Siri Digital Network Private Limited              | Subsidiary Company                                     |
| Siti Vision Digital Media Private Limited              | Subsidiary Company                                     |
| Variety Entertainment Private Limited                  | Subsidiary Company                                     |
| E-Net Entertainment Private Limited                    | Step Subsidiary Company                                |
| Indinet Service Private Limited                        | Step Subsidiary Company                                |
| Master Channel Community Network Private Limited       | Step Subsidiary Company                                |
| Meghbela Infotel Cable & Broadband Private Limited     | Step Subsidiary Company                                |
| Siti Maurya Cable Net Private Limited                  | Step Subsidiary Company                                |
| Paramount Digital Media Services Private Limited       | Joint Venture of Variety Entertainment Private Limited |
| Wire And Wireless Tisai Satellite Limited              | Joint Venture  |
| C&S Medianet Private Limited                           | Associate Company                                      |



## SITI Networks Limited

### Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

#### 1. Nature of operations

SITI Networks Limited (hereinafter referred to as the 'Company' or 'SNL' or 'Holding Company') was incorporated in the state of Maharashtra, India. The Company, its subsidiaries, joint ventures and associates (collectively known as the 'Group') are engaged in distribution of television channels through digital cable distribution network and allied services.

#### 2. General information

SNL is a public company incorporated and domiciled in India. Its registered office is at Unit no. 38, 1st Floor, A wing Madhu Industrial Estate, Pandurang Budhkar Marg, Worli, Mumbai 400013, India. The Company's shares are listed on the National Stock Exchange of India Limited and Bombay Stock Exchange Limited.

The Holding Company is undergoing Corporate Insolvency Resolution Process (CIRP) pursuant to order dated 22 February 2023 ("Admission Order") passed by Hon'ble National Company Law Tribunal (NCLT), Mumbai, under the provisions of Insolvency and Bankruptcy Code, 2016 ("Code"/ "IBC").

#### 3. Summary of material accounting policies and other explanatory information

##### a) Overall consideration and basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 (the Act).

These consolidated financial statements have been prepared and presented under the historical cost convention except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period as stated in the accounting policies below.

These consolidated financial statements have been prepared using the material accounting policies and measurement bases summarised below. These accounting policies have been used consistently throughout all periods presented in these consolidated financial statements except as mentioned in note (e) below.

The consolidated financial statements have been reviewed and approved by the Chief Executive Officer and the Resolution Professional (RP) while exercising the powers of Board of Directors of the Company which has been conferred upon him in terms of the provisions of Section 17 of the Insolvency and Bankruptcy Code 2016.

The Group continued to incur losses during the year ended 31 March 2025 and had negative working capital as at 31 March 2025. As at 31 March 2025, the future of the Group is dependent upon the successful implementation of a Resolution plan. Since the CIRP is currently in progress, as per the Code, it is required that the Holding Company be managed as a going concern during the CIRP period. The consolidated financial statements have been prepared assuming going concern basis of accounting, although there exists material uncertainty about the Group's ability to continue as going concern since the same is dependent upon the successful implementation of a resolution plan.

All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. The Group has ascertained its normal operating cycle as twelve months. This is based on the nature of services and the time between the acquisition of assets or inventories for processing and their realisation in cash and cash equivalents.

##### b) Principles of consolidation

The consolidated financial statements consolidates the financial statements of the Holding Company and its subsidiaries. All the group companies have reporting date of 31 March.

Subsidiaries are all entities over which the Company exercises control. The Company exercises control if and only if it has the following:

- power over the entity
- exposure, or rights, to variable returns from its involvement with the entity; and
- the ability to use its power over the entity to affect the amount of its returns.

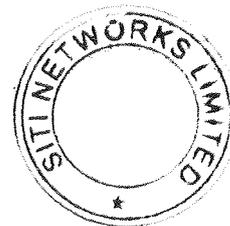
The Company reassesses, whether it controls an entity if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of the financial statements of subsidiaries begins on the date control is established.

In preparing the consolidated financial statements, financial statements of the Holding company and its subsidiaries have been combined on a line by line basis by adding the book values of the line items of assets, liabilities, income and expenses after eliminating intra-group balances/transactions.

All transactions and balances between Group companies are eliminated on consolidation, including unrealised gains and losses on transactions between Group companies. Amounts reported in the financial statements of subsidiaries have been adjusted where necessary to ensure consistency with the accounting policies adopted by the Group.

Profit or loss and other comprehensive income of subsidiaries acquired or disposed of during the year are recognised from the effective date of acquisition, or up to the effective date of disposal, as applicable.

The Group attributes total comprehensive income of subsidiaries between the owners of the parent and the non-controlling interests based on their respective ownership interests.



**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

*(All amounts in ₹ million, unless stated otherwise)*

**c) Investments in Associates and Joint Ventures**

An associate is an entity over which the investor 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 of those policies.

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement.

The Group accounts for its interest in joint venture using the equity method, after initially being recognised at cost in the consolidated balance sheet. Goodwill arising on the acquisition of joint venture is included in the carrying value of investments in joint venture. Investments in associates are accounted for using the equity method. Goodwill arising on the acquisition of associates is included in the carrying value of investments in associate.

Under the equity method of accounting applicable for investments in associates and joint ventures, investments are initially recorded at the cost to the Group and then, in subsequent periods, the carrying value is adjusted to reflect the Group's share of the post acquisition profits or losses of the investee in profit or loss, and the Group's share of other comprehensive income of the investee.

The consolidated statement of profit and loss include the Group's share of associate's results.

If the Group's share of losses in an associate or a joint venture equals or exceeds its interests in the associate or joint venture, the Group discontinues recognition of further losses. Additional losses are provided for, only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate/joint venture. Unrealised gains and losses on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in those entities. Where unrealised losses are eliminated, the underlying asset is also tested for impairment.

**d) Business Combinations and Goodwill**

Business combinations are accounted for using the acquisition method.

The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

Assets acquired and liabilities assumed are generally measured at their acquisition-date fair values.

Goodwill represents the future economic benefits arising from a business combination that are not individually identified and separately recognised. Goodwill is carried at cost less accumulated impairment losses.

**e) Foreign currency translation**

**Functional and presentation currency**

These consolidated financial statements are presented in currency Indian Rupee (₹), which is also the functional currency of the Group. All amounts have been rounded-off to the nearest millions, up to two places of decimal, unless otherwise indicated. Zero '0.00' denotes amount less than ₹ 5,000.

**Foreign currency transactions and balances**

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions (spot exchange rate).

Foreign exchange gains and losses resulting from the settlement of such transactions and from the remeasurement of monetary items denominated in foreign currency at year-end exchange rates are recognised in profit or loss.

**f) Revenue**

Revenue is recognised when it is probable that the economic benefits will flow to the Group and it can be reliably measured.

Revenue is measured at the fair value of the consideration received/receivable net of rebates and taxes. The Group applies the revenue recognition criteria to each separately identifiable component of the sales transaction as set out below.

**Revenue from rendering of services**

Subscription income and support and service charges is recognised on completion of services and when no significant uncertainty exists regarding the amount of consideration that will be derived.

Other networking and management income and carriage income are recognised on accrual basis as per the terms of related agreements and when no significant uncertainty exists regarding the amount of consideration that will be derived. Carriage revenue recognition is done basis negotiations/formal agreement with broadcasters.

Advertisement income is recognised when the related advertisement gets telecasted and when no significant uncertainty exists regarding the amount of consideration that will be derived. Other advertisement revenue for slot sale is recognised on period basis.

Pursuant to notification of Ind AS 115 and its adoption by the Group, the activation and set-top box pairing service doesn't qualify as a separate performance obligation and provides no material right to the customers. Such service does not extend beyond the initial contract period and has been recognised over the same.

Income from rendering technical services and broadband services are recognised on accrual basis.



**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

*(All amounts in ₹ million, unless stated otherwise)*

**Revenue from sale of set top box (STBs) & viewing cards (VCs)**

Revenue from sale of goods is recognised when the significant risks and rewards in respect of ownership of the goods are transferred to the buyer, usually on delivery of the goods and when no uncertainty exists regarding the amount of consideration that will be derived. The Group collects goods and services tax (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the Group. Hence, they are excluded from revenue.

**Interest**

Interest income is reported on an accrual basis using the effective interest method.

**g) Operating expenses**

Operating expenses are recognised in profit or loss upon utilisation of the related service or as incurred.

**h) Borrowing costs**

Borrowing costs include interest, amortisation of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is necessary to complete and prepare the asset for its intended use or sale. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Capitalisation of borrowing cost is suspended in the period during which the active development is delayed due to, other than temporary, interruption. All other borrowing costs are charged to profit or loss as incurred.

**i) Property, plant and equipment**

**Recognition and initial measurement**

Property, plant and equipment are stated at their cost of acquisition less accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price (net of CENVAT/GST credit availed), borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted.

Subsequent expenditure relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

All other repair and maintenance costs are recognised in consolidated statement of profit or loss as incurred.

Set top boxes are treated as part of capital work in progress till the end of the month of activation thereof post which the same are capitalised.

**Subsequent measurement (depreciation and useful lives)**

Depreciation on property, plant and equipment is provided on the straight-line method, computed on the basis of useful lives

|  | life in years |
|--|---------------|
| Buildings                                      | 60            |
| Plant and equipment (including ground network) | 8             |
| Furniture and fixtures                         | 10            |
| Studio equipment                               | 13            |
| Computers                                      | 3             |
| Vehicles                                       | 8             |
| Office equipment                               | 5             |
| Air conditioners                               | 5             |
| Set top boxes                                  | 8             |
| Integrated receiver and decoder (IRD) boxes    | 10            |

Leasehold improvements are amortised over their lease term or estimated useful lives, whichever is less.

Leasehold land is amortised over the effective period of lease.

Plant and equipment taken over under scheme of arrangement in the earlier years are depreciated over the management's estimate of remaining useful life, a period of 5 years.

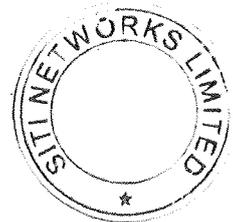
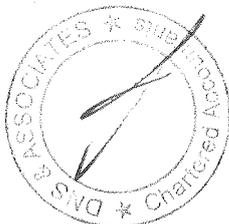
The residual values, useful lives and method of depreciation of are reviewed at each financial year end and adjusted prospectively, if appropriate.

**De-recognition**

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition (calculated as the difference between the net disposal proceeds and its carrying amount) is included in the profit or loss when the respective asset is derecognised.

**j) Intangible assets**

Intangible assets acquired separately are stated at their cost of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any.



**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

*(All amounts in ₹ million, unless stated otherwise)*

**Subsequent measurement**

Goodwill arising from business combination is recognised as a separate asset in the acquirer's consolidated financial statements and is not amortised but is subject to an annual impairment test.

Non compete agreement and customer relationship arising from business combination is recognised as a separate asset in the acquirer's consolidated financial statements and is amortised over the period of four years.

Goodwill is not amortised but is tested for impairment at least annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses.

Software are amortised as per useful life mentioned in Schedule II of Companies Act.

Cost of news, current affairs, chat shows and events including sports events etc. are fully expensed on first telecast.

Program, film and cable rights are amortised on a straight-line basis over the license period or 5 years from the date of purchase, whichever is shorter.

Amortisation has been included within depreciation and amortisation of non-financial assets.

Subsequent expenditures on the maintenance of intangible assets are expensed as incurred.

When an intangible asset is disposed of, the gain or loss on disposal is determined as the difference between the proceeds and the carrying amount of the respective intangible asset, and is recognised in profit or loss.

In case of Indian Cable Net Company Limited, a subsidiary company, distribution network rights are amortized using the straight-line method over a period of ten years.

**k) Investment property**

Property (land or a building or part of a building or both) that is held (by the lessee under a finance lease) for long-term rental yields or for capital appreciation or both, other than for:

i) use in the production or supply of goods or services or for administrative purposes; or

ii) sale in the ordinary course of business;

is recognised as Investment property in the books.

Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing cost. Subsequent expenditure is capitalised to the asset carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably.

The management believes a period of 60 years as representing the best estimate of the period over which investment properties (which are quite similar) are expected to be used. Accordingly, the Group depreciates investment properties over a period of 60 years on a straight-line basis.

Investment properties are derecognized either when they have been disposed of or when they are permanently withdrawn from the use and no future economic benefit is expected from their disposal. The net difference between the net disposal proceeds and the carrying amount of the asset is recognized in profit or loss in the period of derecognition.

**l) Impairment of non-financial assets**

The Group assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Group estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash-generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the statement of profit and loss.

If at the reporting date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost and the same is accordingly reversed in the Statement of Comprehensive Income.

Goodwill is tested for impairment annually when circumstances indicate that the carrying value may be impaired.

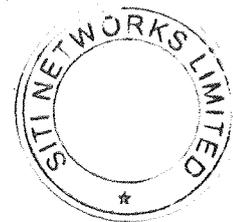
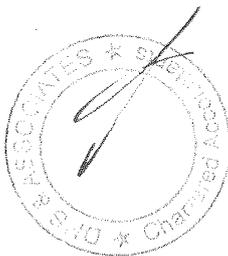
**m) Financial instruments**

**Initial recognition and measurement**

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the financial instruments and are measured initially at:

a) fair value, in case of financial instruments subsequently carried at fair value through profit or loss (FVTPL);

b) fair value adjusted for transaction costs, in case of all other financial instruments.



**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

*(All amounts in ₹ million, unless stated otherwise)*

**Subsequent measurement**

**Financial instruments at amortised cost** – the financial instrument is measured at the amortised cost if both the following conditions are met:

- i) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- ii) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method.

All other debt instruments are measured at fair value through other comprehensive income or FVTPL based on Group's business model.

**Equity investments** – All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are generally classified as at FVTPL. For all other equity instruments, the Group decides to classify the same either as at FVOCI or FVTPL. The classification is made on initial recognition and is irrevocable.

**De-recognition of financial assets**

A financial asset is primarily de-recognised when the rights to receive cash flows from the asset have expired or the Group has transferred its rights to receive cash flows from the asset.

**Financial liabilities**

**Initial recognition and measurement**

All financial liabilities are recognised initially at fair value and transaction cost that is attributable to the acquisition of the financial liabilities is also adjusted. These liabilities are classified as amortised cost.

**Subsequent measurement**

Subsequent to initial recognition, these liabilities are measured at amortised cost using the EIR method.

**De-recognition of financial liabilities**

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in statement profit or loss.

**Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**Impairment of financial assets**

In accordance with Ind-AS 109, the Group applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss for financial assets.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive. When estimating the cash flows, the Group consider the following –

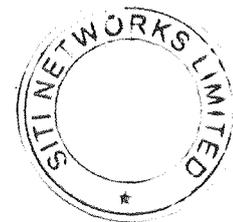
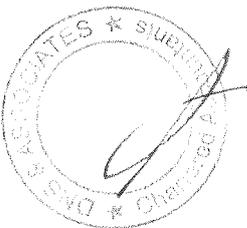
- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

**Trade receivables**

As a practical expedient the Group has adopted 'simplified approach' for recognition of lifetime expected loss on trade receivables. The estimate is based on three years average default rates observed over the expected life of the trade receivables and is adjusted for forward-looking estimates. These average default rates are applied on total credit risk exposure on trade receivables at the reporting date to determine lifetime expected credit losses.

**Other financial assets**

For recognition of impairment loss on other financial assets and risk exposure, the Group determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.



**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

*(All amounts in ₹ million, unless stated otherwise)*

**n) Post-employment, long term and short term employee benefits**

**Defined contribution plans**

**Provident fund**

The Group pays provident fund contributions to publicly administered provident funds as per local regulations. The Group has further payment obligation once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due.

**Defined benefit plans**

**Gratuity**

Gratuity is a post-employment benefit and is in the nature of a defined benefit plan. The liability recognised in respect of gratuity is the present value of the defined benefit obligation at the reporting date, together with adjustments for unrecognised actuarial gains or losses and past service costs. The defined benefit/obligation is calculated at the reporting date by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the statement of other comprehensive income in the year in which such gains or losses are determined.

**Other employee benefits**

**Compensated absences**

Liability in respect of compensated absences becoming due or expected to be availed within one year from the date is recognised on the basis of undiscounted value of estimated amount required to be paid or estimated value of benefit expected to be availed by the employees. Liability in respect of compensated absences becoming due or expected to be availed more than one year after the Balance Sheet date is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are charged to statement of profit and loss in the year in which such gains or losses are determined.

**Short term employee benefits**

Short-term employee benefits, are current liabilities, measured at the undiscounted amount that the Group expects to pay as a result of the unused entitlement.

**o) Provisions, contingent assets and contingent liabilities**

Provisions are recognised only when there is a present obligation, as a result of past events, and when a reliable estimate of the amount of obligation can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Provisions are discounted to their present values, where the time value of money is material.

**Contingent liability is disclosed for:**

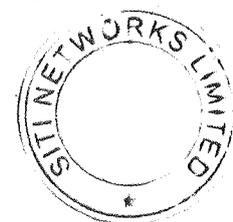
- Possible obligations which will be confirmed only by future events not wholly within the control of the Group or
- Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are disclosed when probable and recognised when realisation of income is virtually certain.

**p) Earnings per share**

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the year is adjusted for the effects of mandatorily convertible instrument in compliance with Ind AS 33.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.



SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

q) Leases

The Group assesses whether a contract is or 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 recognises 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 leases of low value assets. For these short-term and leases of low value assets, the Company recognises the lease payments as an operating expense on a straightline basis over the term of the lease.

The right-of-use assets are initially recognised 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, if any. 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.

The lease liability is initially measured 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. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made.

A lease liability is remeasured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. The remeasurement normally also adjusts the leased assets.

r) Income taxes

Tax expense recognised in profit or loss comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting year. Deferred income taxes are calculated using the liability method.

Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Group's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit. Deferred tax liabilities are generally recognised in full, although Ind AS 12 'Income Taxes' specifies limited exemptions. As a result of these exemptions the Group does not recognise deferred tax on temporary differences relating to goodwill, or to its investments in subsidiaries.

s) Inventories

Stores and spares are valued at cost on weighted average basis or at net realisable value whichever is lower.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

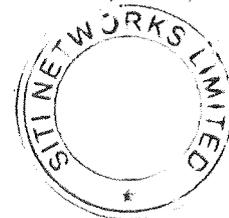
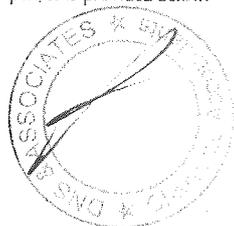
t) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Group is a multi-system operator providing cable television network services and allied services which is considered as the only reportable segment. The Group's operations are based in India.

u) Significant management judgement in applying accounting policies and estimation uncertainty

These consolidated financial statements have been prepared in accordance with generally accepted accounting principles in India which require management to make estimates and assumptions that affect the reported balances of assets, liabilities and disclosure of contingent liabilities at the date of the consolidated financial statements and reported amounts of income and expenses during the periods. Although these estimates and assumptions used in accompanying financial statements are based upon management's evaluation of relevant facts and circumstances as of date of these consolidated financial statements which in management's opinion are prudent and reasonable, actual results may differ from estimates and assumptions used in preparing accompanying financial statements. Any revision to accounting estimates is recognised prospectively from the period in which results are known to materialise in accordance with applicable Accounting Standards.

Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below.



**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

*(All amounts in ₹ million, unless stated otherwise)*

**Significant management judgements**

The following are significant management judgements in applying the accounting policies of the Group that have the most significant effect.

**Recognition of deferred tax assets** - The extent to which deferred tax assets can be recognised is based on the assessment of the probability of the Group's future taxable income against which the deferred tax assets can be utilised.

**Evaluation of indicators for impairment of non-financial assets** - The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

**Property, plant and equipment** - Management assess the remaining useful lives and residual value of property, plant and equipment and believes that the assigned useful lives and residual value are reasonable.

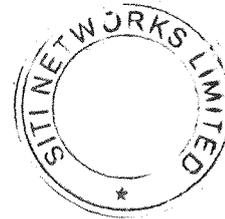
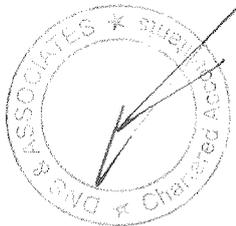
**Estimation uncertainty**

Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below:

**Recoverability of advances/ receivables**- The management from time to time reviews the recoverability of advances and receivables. The review is done at least once in a financial year and such assessment requires significant management judgement based on financial position of the counterparties, market information and other relevant factors.

**Defined benefit obligation**- Management's estimate of the defined benefit obligation is based on a number of critical underlying assumptions such as standard rates of inflation, medical cost trends, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may impact the defined benefit obligation amount and the annual defined benefit expenses.

**Contingencies**- Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies, claim, litigations etc against the Group as it is not possible to predict the outcome of pending matters with accuracy.



SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

**Fair value measurement**

The Group measures certain financial instruments at fair value at each balance sheet date.

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. Group uses following measurement techniques:

- The fair value measurement for financial instruments where active market quotes are available is based on the quotes available in the principal market for selling the asset or transferring the liability.
- The Group uses valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management bases its assumptions on observable data as far as possible but this is not always available. In that case management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.
- The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

Refer note 38(B) for Fair Value Hierarchy.

v) **Cash and cash equivalents**

Cash and cash equivalents comprise cash on hand and demand deposits, together with other short-term, highly liquid investments maturing within 90 days from the date of acquisition. Cash and cash equivalent are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.

w) **Equity and reserves**

Share capital represents the nominal (par) value of shares that have been issued.

Securities premium includes any premium received on issue of share capital. Any transaction costs associated with the issuing of shares are deducted from securities premium, net of any related income tax benefits.

Other components of equity include the following:

Re-measurement of net defined benefit liability-comprises the actuarial losses from changes in demographic and financial assumptions and the return on plan assets (refer note 36)

Retained earnings includes all current and prior period retained profits and share-based employee compensation (refer note 17)

All transactions with owners of the parent are recorded separately within equity.

x) **Recent accounting pronouncements**

The Ministry of Corporate Affairs (MCA) notified the Ind AS 117, Insurance Contracts, vide notification dated August 12, 2024, under the Companies (Indian Accounting Standards) Amendment Rules, 2024, which is effective from annual reporting periods beginning on or after 1 April 2024.

i) Ind AS 117 Insurance Contracts is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Ind AS 117 replaces Ind AS 104 Insurance Contracts. Ind AS 117 applies to all types of insurance contracts, regardless of the type of entities that issue them as well as to certain guarantees and financial instruments with discretionary participation features; a few scope exceptions will apply. Ind AS 117 is based on a general model, supplemented by:

a) A specific adaptation for contracts with direct participation features (the variable fee approach)

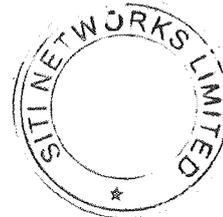
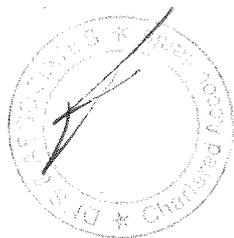
b) A simplified approach (the premium allocation approach) mainly for short-duration contracts

The application of Ind AS 117 does not have any impact on the Company's financial statements as the Company has not entered any contracts in the nature of insurance contracts covered under Ind AS 117.

ii) Amendments to Ind AS 116 Leases – Lease Liability in a Sale and Leaseback. The MCA notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2024, which amend Ind AS 116, Leases, with respect to Lease Liability in a Sale and Leaseback. The amendment specifies the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains.

The amendment is effective for annual reporting periods beginning on or after 1 April 2024 and must be applied retrospectively to sale and leaseback transactions entered into after the date of initial application of Ind AS 116.

The amendments do not have a material impact on the Company's financial statements



**SITI Networks Limited**  
**Consolidated balance sheet as at 31 March 2025**  
*(All amounts in ₹ million, unless stated otherwise)*

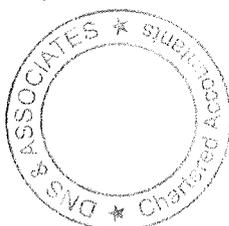
| Particulars  | Note   | As at<br>31 March 2025 | As at<br>31 March 2024 |
|--|--------|------------------------|------------------------|
| <b>ASSETS</b>  |        |                        |                        |
| <b>Non-current assets</b>  |        |                        |                        |
| a) Property, plant and equipment   | 4      | 2,943.09               | 3,851.13               |
| b) Capital work-in-progress  | 4      | 779.73                 | 687.79                 |
| c) Investment property   | 5      | 745.08                 | 677.01                 |
| d) Goodwill  | 6      | 491.74                 | 491.74                 |
| e) Other intangible assets   | 6      | 66.61                  | 113.47                 |
| f) Intangible assets under development   | 6      | 2.70                   | 1.44                   |
| g) Investments in joint ventures and associates  | 7A     | 15.10                  | 17.85                  |
| h) Financial assets  |        |                        |                        |
| i) Investments   | 7B     | -                      | -                      |
| ii) Other financial assets   | 8      | 246.48                 | 159.41                 |
| i) Deferred tax asset (net)  | 21     | 511.10                 | 494.55                 |
| j) Other non-current assets  | 9      | 156.99                 | 152.51                 |
| <b>Total non-current assets</b>  |        | <b>5,958.62</b>        | <b>6,646.90</b>        |
| <b>Current assets</b>  |        |                        |                        |
| a) Inventories   | 10     | 30.10                  | 18.33                  |
| b) Financial assets  |        |                        |                        |
| i) Trade receivables   | 11     | 2,551.52               | 2,652.70               |
| ii) Investments  | 12     | 1,003.07               | 784.39                 |
| iii) Cash and cash equivalents   | 13     | 800.09                 | 715.25                 |
| iv) Bank balances other than (iii) above   | 14     | 1,364.80               | 1,308.76               |
| v) Other financial assets  | 15     | 607.27                 | 499.05                 |
| c) Current tax assets (net)  | 16     | 241.00                 | 163.57                 |
| d) Other current assets  | 17     | 594.74                 | 496.73                 |
| <b>Total current assets</b>  |        | <b>7,192.59</b>        | <b>6,638.78</b>        |
| <b>Total assets</b>  |        | <b>13,151.20</b>       | <b>13,285.68</b>       |
| <b>EQUITY AND LIABILITIES</b>  |        |                        |                        |
| <b>Equity</b>  |        |                        |                        |
| a) Equity share capital  | 17 (a) | 872.67                 | 872.67                 |
| b) Other equity  | 17 (b) | (12,558.23)            | (10,466.80)            |
| <b>Equity attributable to owners of the parent</b>   |        | <b>(11,685.56)</b>     | <b>(9,594.13)</b>      |
| c) Non-controlling interest  | 17 (c) | 225.95                 | 262.71                 |
| <b>Total equity</b>  |        | <b>(11,459.60)</b>     | <b>(9,331.43)</b>      |
| <b>Liabilities</b>   |        |                        |                        |
| <b>Non-current liabilities</b>   |        |                        |                        |
| a) Financial liabilities   |        |                        |                        |
| i) Borrowings  | 18 A   | 123.52                 | 126.38                 |
| ii) Lease liabilities  | 18 B   | 7.67                   | 8.86                   |
| iii) Other financial liabilities   | 19     | 520.93                 | 507.92                 |
| b) Provisions  | 20     | 139.68                 | 157.13                 |
| c) Deferred tax liabilities (net)  | 21     | 4.67                   | 4.00                   |
| d) Other non-current liabilities   | 22     | 144.07                 | 143.79                 |
| <b>Total non-current liabilities</b>   |        | <b>940.54</b>          | <b>948.08</b>          |
| <b>Current liabilities</b>   |        |                        |                        |
| a) Financial liabilities   |        |                        |                        |
| i) Borrowings  | 23 A   | 7,576.66               | 7,587.46               |
| ii) Lease liabilities  | 23 B   | 9.74                   | 9.92                   |
| ii) Trade payables   |        |                        |                        |
| (A) total outstanding dues of micro enterprises and small enterprises                      | 24     | 340.35                 | 309.82                 |
| (B) total outstanding dues of creditors other than micro enterprises and small enterprises | 24     | 10,098.71              | 9,348.90               |
| iii) Other financial liabilities   | 25     | 4,805.78               | 3,612.16               |
| b) Other current liabilities   | 27     | 780.96                 | 751.77                 |
| c) Provisions  | 26     | 58.05                  | 48.99                  |
| <b>Total current liabilities</b>   |        | <b>23,670.26</b>       | <b>21,669.03</b>       |
| <b>Total equity and liabilities</b>  |        | <b>13,151.20</b>       | <b>13,285.68</b>       |

The accompanying notes are an integral part of these consolidated financial statements.

This is the consolidated balance sheet referred to in our report of even date.

For **DNS & Associates**  
Chartered Accountants  
Firm Registration No.: 006956C

  
**Ankit Marwaha**  
Partner  
Membership No.: 518749

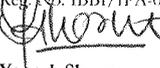


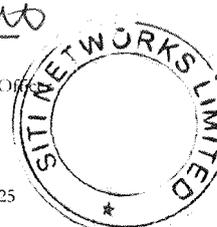
Place: Noida  
Date: 30 June 2025

For and on behalf of  
**SITI Networks Limited**

  
**Rohit Mehra**

Resolution Professional  
Reg. No. IBBI/PA-001/IP-P00799/2017-18/11374

  
**Yogesh Sharma**  
Chief Executive Officer



  
**Suresh Kumar**  
Company Secretary  
M. No: ACS 14390

Place: Noida  
Date: 30 June 2025

**SITI Networks Limited**

**Consolidated statement of profit and loss for the year ended 31 March 2025**

(All amounts in ₹ million, unless stated otherwise)

| Particulars   | Note | Year ended<br>31 March 2025 | Year ended<br>31 March 2024 |
|---|------|-----------------------------|-----------------------------|
| <b>Income</b>   |      |                             |                             |
| Revenue from operations   | 28   | 11,785.08                   | 12,910.91                   |
| Other income  | 29   | 332.17                      | 285.84                      |
| <b>Total income</b>   |      | <b>12,117.25</b>            | <b>13,196.75</b>            |
| <b>Expenses</b>   |      |                             |                             |
| Purchase of stock-in-trade  |      | 22.18                       | 2.93                        |
| Pay channel costs   |      | 7,559.93                    | 7,860.38                    |
| Employee benefits expense   | 30   | 615.31                      | 633.91                      |
| Finance costs   | 31   | 963.83                      | 816.20                      |
| Depreciation and amortisation expenses  | 32   | 1,251.61                    | 2,576.00                    |
| Other expenses  | 33   | 3,751.83                    | 4,118.07                    |
| <b>Total expenses</b>   |      | <b>14,164.69</b>            | <b>16,007.49</b>            |
| <b>Loss before share of (loss)/profit of associates and joint ventures, exceptional items and tax</b> |      | <b>(2,047.44)</b>           | <b>(2,810.74)</b>           |
| Share of (loss)/profit of associates and joint ventures   |      | (2.75)                      | (4.53)                      |
| <b>Loss before exceptional items and tax</b>  |      | <b>(2,050.19)</b>           | <b>(2,815.28)</b>           |
| Exceptional items   | 51   | -                           | (696.84)                    |
| <b>Loss before tax</b>  |      | <b>(2,050.19)</b>           | <b>(2,118.42)</b>           |
| <b>Tax expense</b>  |      |                             |                             |
| Current tax   | 21   | 99.61                       | 79.74                       |
| Deferred tax  |      | (17.21)                     | (147.56)                    |
| <b>Loss for the year</b>  |      | <b>(2,132.59)</b>           | <b>(2,050.62)</b>           |
| <b>Other comprehensive income</b>   |      |                             |                             |
| <b>Items that will not be reclassified to profit or loss</b>  |      |                             |                             |
| Remeasurement of defined benefit liability  | 36   | 3.94                        | 5.53                        |
| Income-tax relating to items that will not be reclassified to profit or loss                          |      | -                           | -                           |
| <b>Total comprehensive income for the period (including non-controlling interest)</b>                 |      | <b>(2,128.65)</b>           | <b>(2,045.08)</b>           |
| <b>Net loss attributable to:</b>  |      |                             |                             |
| A Owners of the parent  |      | (2,094.55)                  | (1,839.63)                  |
| B Non-controlling interest  |      | (38.04)                     | (210.99)                    |
| <b>Other comprehensive income attributable to:</b>  |      |                             |                             |
| A Owners of the parent  |      | 2.64                        | 4.42                        |
| B Non-controlling interest  |      | 1.30                        | 1.11                        |
| <b>Total comprehensive income attributable to:</b>  |      |                             |                             |
| A Owners of the parent  |      | (2,091.90)                  | (1,835.21)                  |
| B Non-controlling interest  |      | (36.74)                     | (209.89)                    |
| <b>Loss per share (Nominal value of equity share ₹ 1 each)</b>  |      |                             |                             |
| Basic and diluted loss per share  | 34   | (2.45)                      | (2.35)                      |

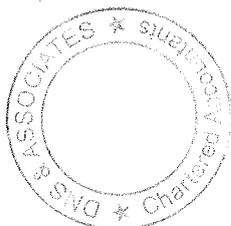
The accompanying notes are an integral part of these consolidated financial statements.

This is the consolidated statement of profit and loss referred to in our report of even date.

For **DNS & Associates**  
Chartered Accountants  
Firm Registration No.: 006956C



**Ankit Marwaha**  
Partner  
Membership No.: 518749

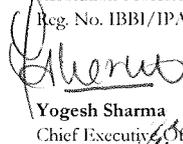


Place: Noida  
Date: 30 June 2025

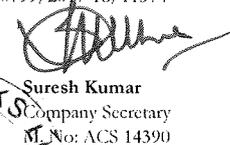
For and on behalf of  
**SITI Networks Limited**



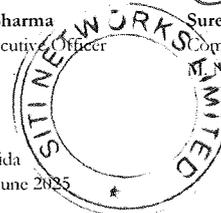
**Rohit Mehra**  
Resolution Professional  
Reg. No. IBBBI/IPA-001/IP-P00799/2017-18/11374



**Yogesh Sharma**  
Chief Executive Officer



**Suresh Kumar**  
Company Secretary  
M. No: ACS 14390



Place: Noida  
Date: 30 June 2025

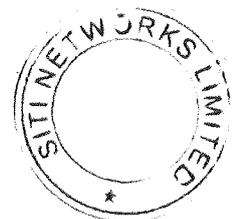
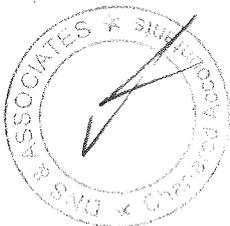
SITI Networks Limited  
Consolidated Cash flow statement for the year ended 31 March 2025  
(All amounts in ₹ million, unless stated otherwise)

| Particulars  | For the year ended<br>31 March 2025 | For the year ended<br>31 March 2024 |
|--|-------------------------------------|-------------------------------------|
| <b>A. CASH FLOWS FROM OPERATING ACTIVITIES</b>                                   |                                     |                                     |
| Loss before tax  | (2,050.19)                          | (2,118.42)                          |
| <b>Adjustment for:</b>   |                                     |                                     |
| Depreciation and amortisation expenses   | 1,251.61                            | 2,576.01                            |
| Interest income on bank deposits   | (139.58)                            | (79.79)                             |
| Excess provisions written back   | (118.27)                            | (71.71)                             |
| Share of loss/(profit) of associates and joint ventures                          | 2.75                                | 4.53                                |
| Loss on sale of property, plant and equipment, and other intangible assets (net) | 0.04                                | 16.28                               |
| Interest expense for borrowings at amortised cost                                | 957.28                              | 807.48                              |
| Interest expense on lease liabilities  | 3.00                                | 3.29                                |
| Bad debts written off  | 0.87                                | 20.47                               |
| Unrealised foreign exchange (gain)/ loss   | (4.44)                              | (1.02)                              |
| Provision for doubtful debts   | 305.68                              | 319.74                              |
| Exceptional items  | -                                   | (696.84)                            |
| <b>Operating profit before working capital changes</b>                           | <b>208.75</b>                       | <b>780.02</b>                       |
| <b>Adjustments for changes in:</b>   |                                     |                                     |
| (Increase)/decrease in trade receivables   | (205.35)                            | 220.21                              |
| (Increase)/decrease in other financial assets                                    | (84.19)                             | (92.22)                             |
| Decrease in other current and non-current assets                                 | (99.63)                             | 93.38                               |
| (Increase)/decrease in inventories   | (11.77)                             | 1.25                                |
| (Decrease)/increase in other financial liabilities                               | 334.33                              | (477.65)                            |
| (Decrease)/ Increase in provisions   | (4.45)                              | 48.33                               |
| Increase/(decrease) in other current and non-current liabilities                 | 29.46                               | (153.97)                            |
| Increase/(decrease) in trade payables  | 859.91                              | 2,508.12                            |
| <b>Cash generated from operations</b>  | <b>1,027.05</b>                     | <b>2,927.47</b>                     |
| Income taxes refund (net of taxes paid)  | (201.66)                            | (120.11)                            |
| <b>Net cash flows from operating activities</b>                                  | <b>825.39</b>                       | <b>2,807.35</b>                     |
| <b>B. CASH FLOWS FROM INVESTING ACTIVITIES</b>                                   |                                     |                                     |
| Purchase of property, plant and equipment, and intangibles assets                | (477.18)                            | (460.79)                            |
| Proceeds from sale of property, plant and equipment, and intangible assets       | 7.80                                | 7.26                                |
| Proceeds from sale/purchase of investments (non-current, financial assets)       | (218.68)                            | (784.39)                            |
| Interest received on bank deposits   | 139.26                              | 83.69                               |
| Margin money deposits and bank deposits made and matured (net)                   | (166.77)                            | (472.69)                            |
| <b>Net cash flow used in investing activities</b>                                | <b>(715.57)</b>                     | <b>(1,626.93)</b>                   |
| <b>C. CASH FLOWS FROM FINANCING ACTIVITIES</b>                                   |                                     |                                     |
| Movement in borrowings (net)   | (13.66)                             | (1,449.27)                          |
| Payment of lease liabilities   | (1.36)                              | (9.89)                              |
| Interest Paid on lease liabilities   | (3.00)                              | (3.29)                              |
| Interest paid  | (6.95)                              | (31.00)                             |
| <b>Net cash flow used in financing activities</b>                                | <b>(24.97)</b>                      | <b>(1,493.45)</b>                   |
| <b>Net decrease in cash and cash equivalents</b>                                 | <b>84.84</b>                        | <b>(313.06)</b>                     |
| Cash and cash equivalents at the beginning of the year                           | 715.25                              | 1,028.31                            |
| Cash and cash equivalents at the end of the year                                 | <b>800.09</b>                       | <b>715.25</b>                       |

**Notes :**

a. Cash and cash equivalents include (refer note 13):

|   |               |               |
|---|---------------|---------------|
| Cash on hand                                | 36.93         | 19.51         |
| Balances with banks on current accounts     | 604.18        | 454.53        |
| Cheques and drafts on hand                  | 4.80          | 26.11         |
| Deposits with maturity of upto three months | 154.18        | 215.10        |
|   | <b>800.09</b> | <b>715.25</b> |



**SITI Networks Limited**  
**Consolidated Cash flow statement for the year ended 31 March 2025**

b. Amendment to Ind AS 7:

The non-cash changes in liabilities arising from financing activities pertains to impact of fair value changes and foreign exchange fluctuations which are considered to be insignificant.

c. The above cash flow statement has been prepared under the "Indirect Method" as set out in Indian Accounting Standard 7 (Ind AS-7) on "Statement of Cash Flows".

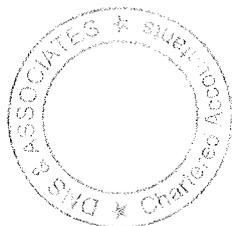
d. Figures in brackets indicate Cash Outflow.

e. Purchase of property, plant and equipment and intangible assets includes movements of capital work-in-progress, intangible assets under development, capital advances and payables for property, plant and equipment during the year.

This is the consolidated cash flow statement referred to in our report of even date.

For **DNS & Associates**  
Chartered Accountants  
Firm Registration No.: 006956C

  
**Ankit Marwaha**  
Partner  
Membership No.: 518749



For and on behalf of  
**SITI Networks Limited**



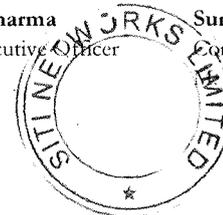
**Rohit Mehra**  
Resolution Professional  
Reg. No. IBBI/IPA-001/IP-P00799/2017-18/11374



**Yogesh Sharma**  
Chief Executive Officer



**Suresh Kumar**  
Company Secretary  
No: ACS 14390



Place: Noida  
Date: 30 June 2025

Place: Noida  
Date: 30 June 2025

SITI Networks Limited

Consolidated statement of changes in equity for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

A Equity share capital (including forfeited equity shares)\*

| Particulars                 | Amount |
|-----------------------------|--------|
| Balance as at 01 April 2023 | 872.67 |
| Issued during the year      | -      |
| Balance as at 31 March 2024 | 872.67 |
| Issued during the year      | -      |
| Balance as at 31 March 2025 | 872.67 |

B Other equity\*\*

|  | Reserves and surplus |                   |                 | Other components of equity |                                       | Total other equity | Non controlling-interest *** | Total equity |
|--|----------------------|-------------------|-----------------|----------------------------|---------------------------------------|--------------------|------------------------------|--------------|
|  | Securities premium   | Retained earnings | General reserve | Other comprehensive Income | Employee share based payments reserve |                    |                              |              |
| Balance as at 01 April 2023                | 16,017.37            | (24,694.08)       | 45.26           | (0.16)                     | -                                     | (8,631.60)         | 472.59                       | (8,159.02)   |
| Loss for the year                          | -                    | (1,839.63)        | -               | -                          | -                                     | (1,839.63)         | (210.99)                     | (2,050.61)   |
| Remeasurement of defined benefit liability | -                    | -                 | -               | 4.42                       | -                                     | 4.42               | 1.11                         | 5.53         |
| Balance as at 31 March 2024                | 16,017.37            | (26,533.70)       | 45.26           | 4.26                       | -                                     | (10,466.80)        | 262.71                       | (10,204.10)  |
| Loss for the year                          | -                    | (2,094.55)        | -               | -                          | -                                     | (2,094.55)         | (38.04)                      | (2,132.59)   |
| Remeasurement of defined benefit liability | -                    | -                 | -               | 2.64                       | -                                     | 2.64               | 1.30                         | 3.94         |
| Other adjustment                           | -                    | 0.47              | -               | -                          | -                                     | 0.47               | (0.02)                       | 0.45         |
| Balance as at 31 March 2025                | 16,017.37            | (28,627.78)       | 45.26           | 6.90                       | -                                     | (12,558.23)        | 225.95                       | (12,332.30)  |

\* refer note 17 (a) for details of equity

\*\* refer note 17 (b) for details of other equity

\*\*\* refer note 17 (c) for details of non controlling interest

The accompanying notes are an integral part of these consolidated financial statements.

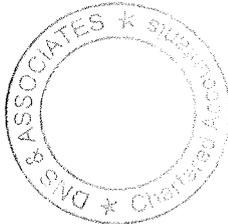
This is the consolidated statement of change in equity referred to in our report of even date

For DNS & Associates

Chartered Accountants

Firm Registration No.: 006956C

  
Ankit Marwaha  
Partner  
Membership No.: 518749



For and on behalf of

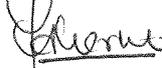
SITI Networks Limited



Rohit Mehra

Resolution Professional

Reg. No. IBB1/IPA-001/IP-P00799/2017-18/11574



Yogesh Sharma

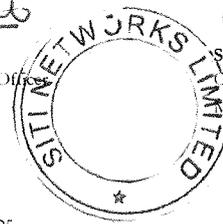
Chief Executive Officer



Suresh Kumar

Company Secretary

M. No: ACS 14390



Place: Noida

Date: 30 June 2025

Place: Noida

Date: 30 June 2025

4 Property, plant and equipment

| Particulars         | As at<br>31 March 2025 | As at<br>31 March 2024 |
|---------------------|------------------------|------------------------|
| Owned assets        | 2,526.06               | 3,426.69               |
| Right of use assets | 417.03                 | 424.44                 |
| <b>Total</b>        | <b>2,943.09</b>        | <b>3,851.14</b>        |

A. Owned Assets

| Particulars                                    | Buildings     | Plant and equipment | Computers     | Office equipments | Furniture and fixtures | Air conditioners | Studio equipments | Vehicles     | Leasehold improvements | Set top boxes    | Total            |
|--|---------------|---------------------|---------------|-------------------|------------------------|------------------|-------------------|--------------|------------------------|------------------|------------------|
| <b>Gross carrying amount</b>                   |               |                     |               |                   |                        |                  |                   |              |                        |                  |                  |
| Balance as at 01 April 2023                    | 299.07        | 6,869.94            | 185.49        | 112.11            | 215.51                 | 1.72             | 38.10             | 36.14        | 54.79                  | 18,571.52        | 26,384.39        |
| Additions                                      | -             | 105.82              | 1.73          | 2.40              | 0.20                   | 0.05             | 0.09              | 8.66         | -                      | 254.38           | 373.33           |
| Disposals                                      | -             | (2,063.05)          | (84.25)       | (44.48)           | (27.03)                | -                | (11.83)           | (0.65)       | -                      | (168.18)         | (2,399.47)       |
| <b>Balance as at 31 March 2024</b>             | <b>299.07</b> | <b>4,912.71</b>     | <b>102.97</b> | <b>70.03</b>      | <b>188.68</b>          | <b>1.77</b>      | <b>26.36</b>      | <b>44.15</b> | <b>54.79</b>           | <b>18,657.72</b> | <b>24,358.25</b> |
| Additions                                      | -             | 93.54               | 1.04          | 2.28              | 1.09                   | 0.20             | -                 | 1.32         | -                      | 267.04           | 366.71           |
| Disposals                                      | -             | (36.38)             | (0.00)        | (0.08)            | (0.75)                 | -                | -                 | (1.01)       | -                      | (628.01)         | (666.23)         |
| Transfer to investment property (refer note 5) | (91.58)       | -                   | -             | -                 | -                      | -                | -                 | -            | -                      | -                | (91.58)          |
| Other adjustments                              | -             | (3.87)              | -             | -                 | 0.03                   | -                | -                 | -            | -                      | 1.82             | (2.02)           |
| <b>Balance as at 31 March 2025</b>             | <b>207.49</b> | <b>4,966.01</b>     | <b>104.01</b> | <b>72.23</b>      | <b>189.04</b>          | <b>1.96</b>      | <b>26.36</b>      | <b>44.66</b> | <b>54.79</b>           | <b>18,298.58</b> | <b>23,965.12</b> |
| <b>Accumulated depreciation</b>                |               |                     |               |                   |                        |                  |                   |              |                        |                  |                  |
| Balance as at 01 April 2023                    | 44.94         | 5,466.95            | 171.13        | 99.01             | 120.74                 | 1.64             | 30.70             | 20.93        | 54.79                  | 15,254.77        | 21,265.61        |
| Charge for the year                            | 4.53          | 452.39              | 5.52          | 3.61              | 17.36                  | 0.04             | 1.24              | 3.62         | -                      | 1,536.87         | 2,047.18         |
| Disposals                                      | -             | (2,051.60)          | (84.11)       | (41.27)           | (26.61)                | -                | (11.83)           | (0.65)       | -                      | (165.15)         | (2,381.23)       |
| <b>Balance as at 31 March 2024</b>             | <b>49.47</b>  | <b>3,867.76</b>     | <b>92.54</b>  | <b>61.35</b>      | <b>111.49</b>          | <b>1.67</b>      | <b>20.11</b>      | <b>23.90</b> | <b>54.79</b>           | <b>16,648.49</b> | <b>20,931.55</b> |
| Charge for the year                            | 4.53          | 334.77              | 3.10          | 3.10              | 17.05                  | 0.05             | 1.06              | 3.79         | -                      | 801.85           | 1,169.28         |
| Disposals                                      | -             | (34.34)             | (0.05)        | (0.08)            | (0.72)                 | -                | -                 | (0.90)       | -                      | (623.71)         | (659.84)         |
| Transfer to investment property (refer note 5) | (11.57)       | -                   | -             | -                 | -                      | -                | -                 | -            | -                      | -                | (11.57)          |
| Other adjustment                               | -             | -                   | -             | -                 | -                      | -                | -                 | -            | -                      | 9.64             | 9.64             |
| <b>Balance as at 31 March 2025</b>             | <b>42.43</b>  | <b>4,168.19</b>     | <b>95.59</b>  | <b>64.37</b>      | <b>127.83</b>          | <b>1.72</b>      | <b>21.17</b>      | <b>26.74</b> | <b>54.79</b>           | <b>16,836.27</b> | <b>21,439.06</b> |
| <b>Net carrying amount as at 31 March 2024</b> | <b>249.60</b> | <b>1,044.95</b>     | <b>10.44</b>  | <b>8.69</b>       | <b>77.18</b>           | <b>0.09</b>      | <b>6.26</b>       | <b>20.24</b> | <b>0.00</b>            | <b>2,009.23</b>  | <b>3,426.69</b>  |
| <b>Net carrying amount as at 31 March 2025</b> | <b>165.06</b> | <b>797.82</b>       | <b>8.43</b>   | <b>7.86</b>       | <b>61.22</b>           | <b>0.24</b>      | <b>5.19</b>       | <b>17.92</b> | <b>0.00</b>            | <b>1,462.30</b>  | <b>2,526.06</b>  |

a) For details related to assets pledged as security, refer note 41.

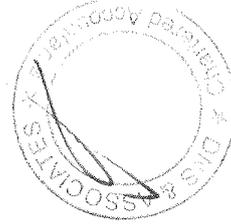
b) Capital work in progress

| Particulars                 | Amount        |
|-----------------------------|---------------|
| <b>Gross carrying value</b> |               |
| As at 1 April 2023          | 607.57        |
| Additions                   | 453.55        |
| Disposal/adjustment         | (373.33)      |
| <b>As at 31 March 2024</b>  | <b>687.79</b> |
| Additions                   | 438.65        |
| Disposal/adjustment         | (366.71)      |
| <b>As at 31 March 2025</b>  | <b>779.73</b> |

c) Capital work-in-progress (CWIP) ageing schedule

| Particulars         | Amount in CWIP for a period of |           |                   | Total  |
|---------------------|--------------------------------|-----------|-------------------|--------|
|                     | Less than 1 year               | 1-2 years | More than 3 years |        |
| As at 31 March 2025 | 351.66                         | 47.17     | 144.01            | 779.73 |
| As at 31 March 2024 | 297.69                         | 40.40     | 135.95            | 687.79 |

d) Capital work-in-progress and intangible assets under development include set top boxes, viewing cards (softwares) and plant and equipment amounting to ₹ 394.33 million, ₹ 2.70 million and ₹ 385.40 million respectively (31 March 2024 ₹ 281.63 million, ₹ 1.44 million and ₹ 406.16 million) which are yet to be installed.



SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

4B Right-of-use assets

| Particulars                                    | Buildings    | Leaschold Land | Total         |
|--|--------------|----------------|---------------|
| <b>Gross carrying amount</b>                   |              |                |               |
| Balance as at 01 April 2023                    | 69.84        | 469.73         | 539.57        |
| Additions                                      | 1.85         | -              | 1.85          |
| Disposals                                      | -            | -              | -             |
| <b>Balance as at 31 March 2024</b>             | <b>71.69</b> | <b>469.73</b>  | <b>541.42</b> |
| Additions                                      | 13.11        | -              | 13.11         |
| Disposals                                      | -            | -              | -             |
| Other adjustments                              | -            | -              | -             |
| <b>Balance as at 31 March 2025</b>             | <b>84.80</b> | <b>469.73</b>  | <b>554.53</b> |
| <b>Accumulated depreciation</b>                |              |                |               |
| Balance as at 01 April 2023                    | 43.28        | 54.46          | 97.74         |
| Charge for the year                            | 12.46        | 6.78           | 19.24         |
| Disposals                                      | -            | -              | -             |
| <b>Balance as at 31 March 2024</b>             | <b>55.74</b> | <b>61.24</b>   | <b>116.98</b> |
| Charge for the year                            | 14.06        | 6.78           | 20.84         |
| Disposals                                      | -            | -              | -             |
| Other adjustments                              | (0.32)       | -              | (0.32)        |
| <b>Balance as at 31 March 2025</b>             | <b>69.48</b> | <b>68.02</b>   | <b>137.50</b> |
| <b>Net carrying amount as at 31 March 2024</b> | <b>15.95</b> | <b>408.49</b>  | <b>424.44</b> |
| <b>Net carrying amount as at 31 March 2025</b> | <b>15.32</b> | <b>401.71</b>  | <b>417.03</b> |

Disclosures on lease pursuant to Ind AS 116- Leases

- a) The Group has leases for office buildings. Variable lease payments which do not depend on an index or a rate are excluded from the initial measurement of the lease liability and right of use assets. The Group classifies its right-of-use assets in a consistent manner to its property, plant and equipment.
- b) Each lease generally imposes a restriction that, unless there is a contractual right for the Group to sublease the asset to another party, the right-of-use asset can only be used by the Group. Some leases contain an option to extend the lease for a further term. The Group is prohibited from selling or pledging the underlying leased assets as security. For leases over office buildings and other premises, the Group must keep those properties in a good state of repair and return the properties in their original condition at the end of the lease. Further, the Group is required to pay maintenance fees in accordance with the lease contracts.

- c) The table below describes the nature of the Group's leasing activities by type of right-of-use asset recognised on balance sheet:

| Right-of-use asset | Number of ROU assets leased | Range of remaining term (in years) | Number of leases with extension options | Number of leases with termination options |
|--------------------|-----------------------------|------------------------------------|---|---|
| Land               | 1                           | 52                                 | -                                       | -   |
| Buildings          | 20                          | 1 - 5                              | -                                       | -   |

- d) **Maturity profile of lease liabilities**

| Particulars  | 31 March 2025 | 31 March 2024 |
|--------------|---------------|---------------|
| 0-1 year     | 9.74          | 9.92          |
| 1 to 5 years | 7.67          | 8.86          |

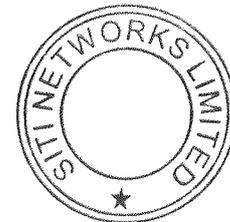
- e) Lease payments not included in measurement of lease liability -

The expense relating to payments not included in the measurement of the lease liability is as follows:

| Particulars                               | 31 March 2025 | 31 March 2024 |
|---|---------------|---------------|
| Short-term and leases of low value assets | 91.61         | 83.27         |
| Variable lease payments                   | -             | -             |

- f) Total cash outflow against the lease liabilities for the year ended 31 March 2025 is ₹ 4.36 million (previous year: ₹ 13.17 million). Interest on lease for the year ended 31 March 2025 liabilities is ₹ 3.00 million (previous year ₹ 3.29 million).

- g) Refer note 38(B) for contractual maturity of lease liabilities.



SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

5 Investment property

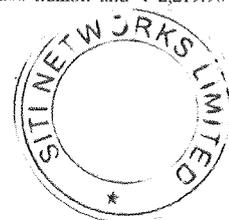
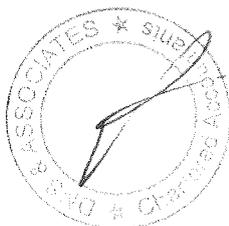
| Particulars                                    | Total         |
|--|---------------|
| <b>Gross carrying amount</b>                   |               |
| Balance as at 01 April 2023                    | 753.79        |
| Additions                                      | -             |
| Disposals                                      | -             |
| <b>Balance as at 31 March 2024</b>             | <b>753.79</b> |
| Additions                                      | -             |
| Transfer from property, plant & equipment      | 91.58         |
| <b>Balance as at 31 March 2025</b>             | <b>845.37</b> |
| <b>Accumulated depreciation</b>                |               |
| Balance as at 01 April 2023                    | 64.84         |
| Charge for the year                            | 11.94         |
| Disposals                                      | -             |
| <b>Balance as at 31 March 2024</b>             | <b>76.78</b>  |
| Charge for the year                            | 11.94         |
| Transfer from property, plant & equipment      | 11.57         |
| <b>Balance as at 31 March 2025</b>             | <b>100.29</b> |
| <b>Net carrying amount as at 31 March 2024</b> | <b>677.01</b> |
| <b>Net carrying amount as at 31 March 2025</b> | <b>745.08</b> |

a) Amount recognised in profit and loss for investment property

| Particulars  | 31 March 2025 | 31 March 2024 |
|--|---------------|---------------|
| Rental income derived from investment property (Other operating revenue) | 100.33        | 92.74         |

b) Refer note no. 46 for information on investment property pledged as securities by the Group.

c) The fair value of investment property as on 31 March 2025 and 31 March 2024 amounted to ₹ 2,622.00 million and ₹ 2,219.90 million respectively, as assessed by an independent valuer.



SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in £ million, unless stated otherwise)

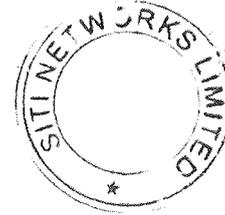
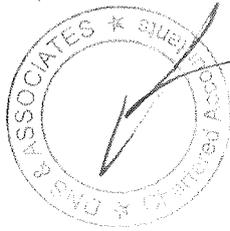
6 Other intangible assets

| Particulars             | As at         |               |
|-------------------------|---------------|---------------|
|                         | 31 March 2025 | 31 March 2024 |
| Goodwill                | 491.74        | 491.74        |
| Other intangible assets | 66.61         | 113.47        |
| <b>Total</b>            | <b>558.34</b> | <b>605.23</b> |

| Particulars                                    | Goodwill*     | Program, film and cable rights | Distribution network rights | Software        | Non compete agreement | Customer relationships | Total           |
|--|---------------|--------------------------------|-----------------------------|-----------------|-----------------------|------------------------|-----------------|
| <b>Gross carrying amount</b>                   |               |                                |                             |                 |                       |                        |                 |
| Balance as at 01 April 2023                    | 743.89        | 48.02                          | 1,550.00                    | 3,554.04        | 5.50                  | 25.30                  | 5,926.74        |
| Additions                                      | -             | -                              | -                           | 33.72           | -                     | -                      | 33.72           |
| Disposals                                      | -             | -                              | -                           | (4.95)          | -                     | -                      | (4.95)          |
| <b>Balance as at 31 March 2024</b>             | <b>743.89</b> | <b>48.02</b>                   | <b>1,550.00</b>             | <b>3,582.81</b> | <b>5.50</b>           | <b>25.30</b>           | <b>5,955.52</b> |
| Additions                                      | -             | -                              | -                           | 2.97            | -                     | -                      | 2.97            |
| Disposals                                      | -             | -                              | -                           | (57.10)         | -                     | -                      | (57.10)         |
| Other adjustment                               | -             | -                              | -                           | -               | -                     | -                      | -               |
| <b>Balance as at 31 March 2025</b>             | <b>743.89</b> | <b>48.02</b>                   | <b>1,550.00</b>             | <b>3,528.69</b> | <b>5.50</b>           | <b>25.30</b>           | <b>5,901.39</b> |
| <b>Accumulated depreciation</b>                |               |                                |                             |                 |                       |                        |                 |
| Balance as at 01 April 2023                    | 252.15        | 48.02                          | 1,396.30                    | 3,130.55        | 5.50                  | 25.30                  | 4,857.82        |
| Charge for the year                            | -             | -                              | 153.70                      | 343.72          | -                     | -                      | 497.42          |
| Disposals                                      | -             | -                              | -                           | (4.95)          | -                     | -                      | (4.95)          |
| <b>Balance as at 31 March 2024</b>             | <b>252.15</b> | <b>48.02</b>                   | <b>1,550.00</b>             | <b>3,469.32</b> | <b>5.50</b>           | <b>25.30</b>           | <b>5,350.29</b> |
| Charge for the year                            | -             | -                              | -                           | 49.57           | -                     | -                      | 49.57           |
| Disposals                                      | -             | -                              | -                           | (56.81)         | -                     | -                      | (56.81)         |
| <b>Balance as at 31 March 2025</b>             | <b>252.15</b> | <b>48.02</b>                   | <b>1,550.00</b>             | <b>3,462.08</b> | <b>5.50</b>           | <b>25.30</b>           | <b>5,343.05</b> |
| <b>Net carrying amount as at 31 March 2024</b> | <b>491.74</b> | <b>-</b>                       | <b>-</b>                    | <b>113.47</b>   | <b>-</b>              | <b>-</b>               | <b>605.23</b>   |
| <b>Net carrying amount as at 31 March 2025</b> | <b>491.74</b> | <b>-</b>                       | <b>-</b>                    | <b>66.61</b>    | <b>-</b>              | <b>-</b>               | <b>558.34</b>   |

c) Intangible under development ageing schedule

| Particulars         | Amount in intangible under development for a period of |           |           |                   | Total |
|---------------------|--|-----------|-----------|-------------------|-------|
|                     | Less than 1 year                                       | 1-2 years | 2-3 years | More than 3 years |       |
| As at 31 March 2025 | 2.70   | -         | -         | -                 | 2.70  |
| As at 31 March 2024 | 1.44   | -         | -         | -                 | 1.44  |

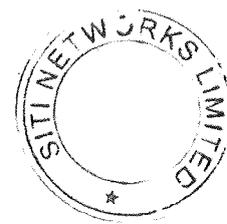


SITI Networks Limited

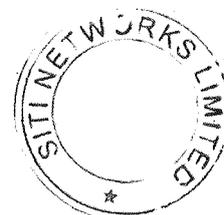
Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

|   | As at<br>31 March 2025 | As at<br>31 March 2024 |
|---|------------------------|------------------------|
| <b>7A Investments in joint ventures and associates</b>  |                        |                        |
| <b>Investment in equity shares (trade, unquoted)</b>  |                        |                        |
| <b>Investment in associates</b>   |                        |                        |
| 4,800 (31 March 2024: 4,800) equity shares of ₹ 10 each fully paid up of C&S Medianet Private Limited   | 0.05                   | 0.05                   |
| Add: share in loss  | (0.05)                 | (0.05)                 |
| <b>Investment in joint ventures</b>   |                        |                        |
| 25,500 (31 March 2024: 25,500) equity shares of ₹ 10 each fully paid up of Wire and Wireless Tisai Satellite Limited                            | 0.26                   | 0.26                   |
| Add: share in loss  | (0.26)                 | (0.26)                 |
| 10,000 (31 March 2024: 10,000) equity shares of ₹ 10 each fully paid up of Paramount Digital Media Services Private Limited                     | 35.27                  | 35.27                  |
| Add: share in loss  | (20.17)                | (17.42)                |
|   | <u>15.10</u>           | <u>17.85</u>           |
| <b>7B Investment other than investment in joint ventures entities and associates</b>  |                        |                        |
| <b>Investment in equity shares (trade, unquoted)</b>  |                        |                        |
| 480 (31 March 2024: 480) equity shares of ₹ 100 each fully paid up of Master Ads Private Limited  | 0.05                   | 0.05                   |
| 9,500 (31 March 2024: 9,500) equity shares of ₹ 10 each fully paid up of Dakshin Communications Private Limited                                 | 1.77                   | 1.77                   |
| 3,000 (31 March 2024: 3,000) equity shares of ₹ 10 each fully paid up of Centre Channel Private Limited   | 0.23                   | 0.23                   |
| Less: Aggregate amount of impairment in value of investments  | (2.05)                 | (2.05)                 |
|   | <u>15.10</u>           | <u>17.85</u>           |
| Aggregate amount of unquoted investments  | 17.14                  | 19.89                  |
| Aggregate amount of impairment in value of investments  | 2.05                   | 2.05                   |
| <b>8 Other financial assets (non-current)</b>   |                        |                        |
| <i>(Unsecured, considered good unless otherwise stated)</i>   |                        |                        |
| Margin money deposit  | 203.84                 | 117.65                 |
| Security deposits   | 42.11                  | 41.76                  |
| Bank Balances in inoperative current Accounts   | 0.53                   | -                      |
|   | <u>246.48</u>          | <u>159.41</u>          |
| (i) Refer note 37 for disclosure of fair values in respect of financial assets measured at amortised cost and movement in expected credit loss. |                        |                        |
| <b>9 Other non-current assets (non-financial)</b>   |                        |                        |
| Prepaid expenses  | 3.08                   | 3.03                   |
| Capital advances  | 3.06                   | 0.16                   |
| Other advances to vendors   | 25.49                  | 25.44                  |
| Balance with Government authorities (paid under protest)  | 125.36                 | 123.88                 |
|   | <u>156.99</u>          | <u>152.51</u>          |
| <b>10 Inventories</b>   |                        |                        |
| <i>(valued at cost unless otherwise stated)</i>   |                        |                        |
| Stores and spares   | 30.10                  | 18.33                  |
|   | <u>30.10</u>           | <u>18.33</u>           |



|  | As at<br>31 March 2025 | As at<br>31 March 2024 |
|--|------------------------|------------------------|
| <b>11 Trade receivables</b>  |                        |                        |
| Trade receivable - considered good unsecured   | 2,485.01               | 2,559.00               |
| Trade receivable - significant increase in credit risk   | 66.51                  | 93.70                  |
| Trade receivable - credit impaired   | 3,699.87               | 3,404.40               |
|  | <b>6,251.39</b>        | <b>6,057.10</b>        |
| Less: Allowance for expected credit loss   | (3,699.87)             | (3,404.40)             |
|  | <b>2,551.52</b>        | <b>2,652.70</b>        |
| (i) Refer note 39 for related parties disclosures  |                        |                        |
| (ii) No trade or other receivables are due from directors or other officers of the Group either severally or jointly with any other person. No trade or other receivables are due from firms or private companies respectively in which any director is a partner, a director or a member. |                        |                        |
| (iii) Refer note 37 for disclosure of fair values in respect of financial assets measured at amortised cost and movement in expected credit loss.  |                        |                        |
| (iv) Refer note 37 for disclosure of trade receivable ageing schedule.   |                        |                        |
| <b>12 Investments (current)</b>  |                        |                        |
| Investments in mutual funds (valued at FVTPL)  |                        |                        |
| 18,013,129 units (31 March 2024: 15,880,050 units) in Tata Arbitrage Fund Growth Regular fund  | 254.61                 | 209.31                 |
| 4,632,392 units (31 March 2024: 4,632,392 units) in Kotak Equity Arbitrage Fund Growth Regular   | 170.86                 | 158.91                 |
| 11,136,931 units (31 March 2024: 9,117,215 units) in Axis Arbitrage Fund   | 178.57                 | 156.43                 |
| 5,048,810 units (31 March 2024: 5,048,810 units) in ICICI Arbitrage Fund   | 170.44                 | 158.76                 |
| 4,143,901 units (31 March 2024: 4,143,901 units) in ABSL Arbitrage Fund  | 198.41                 | 100.98                 |
| 960,697 units (31 March 2024: Nil) in Invesco India Arbitrage fund   | 30.18                  | -                      |
|  | <b>1,003.07</b>        | <b>784.39</b>          |
| (i) Refer note 37 for disclosure of fair values in respect of financial assets measured at amortised cost.   |                        |                        |
| Aggregate amount of quoted investments & market value thereof  | 1,003.07               | 784.39                 |
| Aggregate amount of impairment in value of investments   | -                      | -                      |
| <b>13 Cash and cash equivalents</b>  |                        |                        |
| Cash on hand   | 36.93                  | 19.51                  |
| Balances with banks on current accounts  | 604.18                 | 454.53                 |
| Cheques and drafts on hand   | 4.80                   | 26.11                  |
| Deposits with maturity of upto three months  | 154.18                 | 213.10                 |
|  | <b>800.09</b>          | <b>715.25</b>          |
| (i) Refer note 38 & 39 for disclosure of fair values in respect of financial assets measured at amortised cost and movement in expected credit loss.   |                        |                        |
| <b>14 Bank balances other than cash and cash equivalents above</b>   |                        |                        |
| -Deposits with original maturity of more than 3 but less than 12 months  | 1,364.80               | 1,308.76               |
|  | <b>1,364.80</b>        | <b>1,308.76</b>        |
| (i) Refer note 38 & 39 for disclosure of fair values in respect of financial assets measured at amortised cost and movement in expected credit loss.   |                        |                        |
| <b>15 Other financial assets (current)</b>   |                        |                        |
| <i>(Unsecured, considered good unless otherwise stated)</i>  |                        |                        |
| Interest accrued and not due on fixed deposits   | 23.13                  | 22.09                  |
| Unbilled revenues  | 567.12                 | 461.04                 |
| Less: allowance for expected credit impaired receivables   | (10.21)                | -                      |
| Amounts recoverable  | 27.22                  | 15.92                  |
|  | <b>607.27</b>          | <b>499.05</b>          |
| (i) Refer note 38 & 39 for disclosure of fair values in respect of financial assets measured at amortised cost and movement in expected credit loss.   |                        |                        |
| <b>16 Current tax assets (net)</b>   |                        |                        |
| Income tax assets (net of provisions)  | 241.00                 | 163.57                 |
|  | <b>241.00</b>          | <b>163.57</b>          |
| <b>17 Other current assets</b>   |                        |                        |
| Balances with government authorities   | 458.81                 | 335.92                 |
| Prepaid expenses   | 74.42                  | 76.02                  |
| Advances to supplier   |                        |                        |
| -considered good   | 61.51                  | 84.79                  |
| -considered doubtful   | 86.98                  | 66.69                  |
| Less: impairment allowance   | (86.98)                | (66.69)                |
|  | <b>594.74</b>          | <b>496.73</b>          |



SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

|  | As at<br>31 March 2025 | As at<br>31 March 2024 |
|--|------------------------|------------------------|
| <b>17 (a) Equity share capital</b>   |                        |                        |
| <b>Authorised share capital</b>  |                        |                        |
| 1,290,000,000 (31 March 2024: 1,290,000,000) equity shares of ₹ 1 each                       | 1,290.00               | 1,290.00               |
| 10,000,000 (31 March 2024: 10,000,000) preference shares of ₹ 1 each                         | 10.00                  | 10.00                  |
| <b>Total authorised capital</b>  | <b>1,300.00</b>        | <b>1,300.00</b>        |
| <b>Issued share capital</b>  |                        |                        |
| 873,280,971 (31 March 2024: 873,280,971) equity shares of ₹ 1 each                           | 873.28                 | 873.28                 |
| Less: Forfeited shares 1,227,123 (31 March 2024: 1,227,123) equity shares of ₹ 1 each        | (1.23)                 | (1.23)                 |
| 23,436 (31 March 2024: 23,436) 7.25% Non-cumulative redeemable preference shares of ₹ 1 each | 0.02                   | 0.02                   |
| <b>Total issued capital</b>  | <b>872.07</b>          | <b>872.07</b>          |
| <b>Subscribed and fully paid up capital</b>  |                        |                        |
| 872,053,848 (31 March 2024: 872,053,848) equity shares of ₹ 1 each fully paid up             | 872.05                 | 872.05                 |
| <b>Total paid up capital</b>   | <b>872.05</b>          | <b>872.05</b>          |
| Forfeited equity shares 1,227,123 (31 March 2024: 1,227,123) equity shares of ₹ 1 each       | 0.62                   | 0.62                   |
|  | <b>872.67</b>          | <b>872.67</b>          |

**(A) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year**

**Equity shares**

There is no movement in equity share capital during current and previous year.

**Preference shares**

There is no movement in preference share capital during current and previous year.

**(B) Terms/rights attached to:**

**I. Equity shares**

The Company has only one class of equity shares having par value of ₹ 1 per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**II. Preference shares**

The Company has only one class of 7.25% Non-cumulative redeemable preference shares of ₹ 1 each. The said preference shares were allotted to Zee Telefilms Limited (now Zee Entertainment Enterprises Limited) on 29 December 2006, pursuant to the scheme of arrangement for demerger of cable business undertaking of Zee Telefilms Limited approved by the Hon'ble Bombay High Court vide its order dated 17 November 2006. Initially, as per the terms of the issue and allotment, the said preference shares were due for redemption on 29 December 2008. However, with the written consent/approval of Zee Entertainment Enterprises Limited, the terms of the issue of said preference shares were varied by extending the period of redemption by another three years i.e. till 29 December 2011. Later on 06 June 2011 these shares were transferred to Churu Enterprises LLP by Zee Entertainment Enterprises Limited.

Period for redemption of preference shares was extended by a period of five years till 29 December 2026. The preference shares are redeemable at par.

In the event of liquidation of the Company the holders of preference shares will have priority over equity shares in the payment of dividend and repayment of capital. These instruments are accounted for as liability in accordance with the Ind AS.

**(C) Details of shareholders holding more than 5% shares in the holding company**

**Equity shares**

Housing Development Finance Corporation Limited  
L & T Finance Limited

| As at 31 March 2025 |              | As at 31 March 2024 |              |
|---------------------|--------------|---------------------|--------------|
| No. of shares       | % of holding | No. of shares       | % of holding |
| 7,17,54,959         | 8.23%        | 7,17,54,959         | 8.23%        |
| 5,73,83,732         | 6.58%        | 5,73,83,732         | 6.58%        |

**Preference shares**

Churu Enterprises LLP

| As at 31 March 2025 |              | As at 31 March 2024 |              |
|---------------------|--------------|---------------------|--------------|
| No. of shares       | % of holding | No. of shares       | % of holding |
| 23,436              | 100%         | 23,436              | 100%         |

**(D) Shares reserved for issue under options**

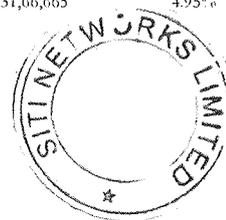
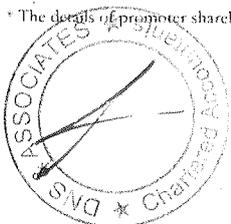
For details of shares reserved for issue under the employee stock option plan (ESOP) of the Group refer note 37.

(E) No shares were issued pursuant to contract without payment being received in cash, allotted as fully paid up by way of bonus issue or brought back during the current and last 5 years.

**(F) Promoters shareholding\***

| Name of promoter                                      | As at 31 March 2025 |                         |                          | As at 31 March 2024 |                         |                          |
|---|---------------------|-------------------------|--------------------------|---------------------|-------------------------|--------------------------|
|   | Number of Shares    | % of total shareholding | % change during the year | Number of Shares    | % of total shareholding | % change during the year |
| Direct Media Solutions LLP                            | 99,00,000           | 1.14%                   | -                        | 99,00,000           | 1.14%                   | -                        |
| Digital Satellite Holdings Private Limited            | 93,816              | 0.01%                   | -                        | 93,816              | 0.01%                   | -                        |
| Manaaska Fashions LLP                                 | 36,000              | 0.00%                   | -                        | 36,000              | 0.00%                   | -                        |
| Digital Satellite Media and Broadband Private Limited | 15,273              | 0.00%                   | -                        | 15,273              | 0.00%                   | -                        |
| Bioscope Cinemas Private Limited                      | 10,611              | 0.00%                   | -                        | 10,611              | 0.00%                   | -                        |
| Essel Media Ventures Limited                          | 4,31,66,665         | 4.95%                   | -                        | 4,31,66,665         | 4.95%                   | -                        |

\* The details of promoter shareholding are as per the information available with the Company.



SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

|                                      | As at<br>31 March 2025 | As at<br>31 March 2024 |
|--------------------------------------|------------------------|------------------------|
| <b>17 (b) Other equity</b>           |                        |                        |
| Securities premium                   | 16,017.37              | 16,017.37              |
| Retained earnings                    | (28,627.78)            | (26,533.70)            |
| General reserve                      | 45.26                  | 45.26                  |
| Other comprehensive income           | 6.90                   | 4.26                   |
| Employee share based payment reserve | -                      | -                      |
|                                      | <u>(12,558.23)</u>     | <u>(10,466.81)</u>     |
| <b>A Notes:</b>                      |                        |                        |
| <b>Particulars</b>                   |                        |                        |
| <b>1 Securities premium</b>          |                        |                        |
| Opening and closing balance          | 16,017.37              | 16,017.37              |
| Addition during the year             | -                      | -                      |
| Closing balance                      | <u>16,017.37</u>       | <u>16,017.37</u>       |
| <b>2 Retained earnings</b>           |                        |                        |
| Opening balance                      | (26,533.70)            | (24,694.08)            |
| Addition during the year             | (2,094.55)             | (1,839.63)             |
| Other adjustment                     | 0.47                   | -                      |
| Closing balance                      | <u>(28,627.78)</u>     | <u>(26,533.70)</u>     |
| <b>3 General reserve</b>             |                        |                        |
| Opening and closing balance          | 45.26                  | 45.26                  |
| Addition during the year             | -                      | -                      |
| Closing balance                      | <u>45.26</u>           | <u>45.26</u>           |
| <b>4 Other comprehensive income</b>  |                        |                        |
| Opening balance                      | 4.26                   | (0.16)                 |
| Addition during the year             | 2.64                   | 4.42                   |
| Closing balance                      | <u>6.90</u>            | <u>4.26</u>            |

**B Nature and purpose of reserves:**

**1 Securities premium**

Securities premium is used to record the premium received on issue of shares.

**2 Retained earnings**

Retained earnings represent the accumulated earnings, net of losses (if any) made by the Group over the years.

**3 General reserve**

General reserve is a free reserve which is created by transferring funds from retained earnings to meet future obligations or other purposes.

**4 Other comprehensive income**

For the Group, other comprehensive income includes actuarial gain/(loss) on remeasurement of defined benefit liability over the years.

**17 (c) Non-Controlling Interests**

|  | As at<br>31 March 2025 | As at<br>31 March 2024 |
|--|------------------------|------------------------|
| Balance at the beginning of the year         | 262.71                 | 472.59                 |
| Less: Loss for the year                      | (38.04)                | (210.99)               |
| Add: Other comprehensive income:             |                        |                        |
| Remeasurement of defined benefit obligations | 1.30                   | 1.11                   |
| Less: Other adjustment                       | (0.02)                 | -                      |
| Balance at the end of the year               | <u>225.95</u>          | <u>262.71</u>          |

**18 A Borrowings (non-current, financial liabilities)**

|  |               |               |
|--|---------------|---------------|
| Secured loans from banks [refer note (i)]                                    | 87.95         | 87.95         |
| 7.25% non-cumulative redeemable preference shares [refer note 17 (a) (B) II] | 0.02          | 0.02          |
| Unsecured loan [refer note (i)]  | 35.55         | 38.41         |
|  | <u>123.52</u> | <u>126.38</u> |

(i) For details of terms of repayment, nature of security & interest rate of borrowings and delays/defaults in repayment of borrowings (current and non-current), refer note 18.1 and note 18.2 respectively.

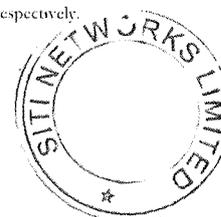
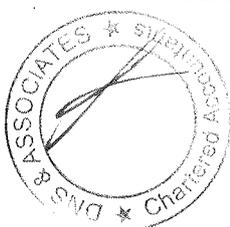
(ii) For disclosure of fair values in respect of financial liabilities measured at amortised cost and analysis of their maturity profiles, refer note 38 & 39 respectively.

**18 B Lease liabilities**

|                   |             |             |
|-------------------|-------------|-------------|
| Lease liabilities | 7.67        | 8.86        |
|                   | <u>7.67</u> | <u>8.86</u> |

(i) Refer note 4b for disclosure on IND AS-116, "Leases"

(ii) For disclosure of fair values in respect of financial liabilities measured at amortised cost and analysis of their maturity profiles, refer note 38 & 39 respectively.



## 18.1 Details of repayment, nature of security and interest rate of borrowings

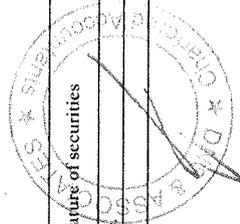
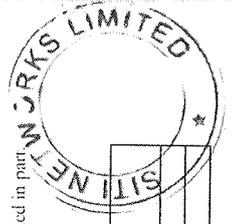
(Refer note 18A and 23A)

| Nature of loan   | As at 31 March 2025 |                 | As at 31 March 2024 |                 | Nature of securities  | Interest rate                     | Tenure of repayment*  |
|------------------|---------------------|-----------------|---------------------|-----------------|---|-----------------------------------|---|
|                  | Non-current         | Current         | Non-current         | Current         |   |                                   |   |
| Term loan        |                     |                 |                     |                 |   |                                   |   |
| 1                | -                   | 187.15          | -                   | 187.15          | Term loans from banks are secured by first pari passu charge on onire movable fixed assets, both present and future, of the Company and on the receivables, cash flow and bank account of the Company. Also secured by corporate guarantee of an associated company for maintaining revolving debt service reserve account (DSRA) for 1 quarter of the interest and principal repayment to be funded ten days before each due date, for the entire tenure of the loan.            | Base rate + 1.20% p.a.            | Six (previous year: six) quarterly instalments payable as per the terms of underlying agreement.            |
| 2                | -                   | 755.29          | -                   | 755.29          | Term loans from banks are secured by first pari passu mortgage and charge in favour of lender in a form satisfactory to the lender of all of the Company's immovable properties, both present and future, and as well as movable properties and first charge by way of hypothecation and/or pledge of the Company's current assets. Also secured by corporate guarantee of an associated company for maintenance of debt service reserve account (DSRA) for 2 quarter's interest. | Base rate + 1.20% p.a.            | Seven (previous year: Seven) quarterly instalments payable as per the terms of underlying agreement.        |
| 3                | -                   | 149.56          | -                   | 149.56          | Term loans from banks are secured by pari passu mortgage and charge in favour of lender in a form satisfactory to the lender of all of the Company's immovable properties, both present and future, and as well as current assets. Also secured by the Company for maintenance of interest service reserve account (ISRA) for 1 quarter's interest.   | Base rate + 2.50% p.a.            | Two (previous year: Two) quarterly instalments payable as per the terms of underlying agreement.            |
| 4                | -                   | 1,189.92        | -                   | 1,189.92        | Term loans from bank are secured by pari passu mortgage and charge in favour of lender in a form satisfactory to the lender of all of the Company's movable fixed assets, both present and future, and as well as current assets. Also secured by the Company for maintenance of interest service reserve account (ISRA) for 1 quarter's interest.  | Base rate + spread rate           | Fourteen (previous year: Sixteen) quarterly instalments payable as per the terms of underlying agreement.   |
| 5                | -                   | 1,985.00        | -                   | 1,985.00        | Term loans from bank are secured by pari passu mortgage and charge in favour of lender in a form satisfactory to the lender of all of the Company's immovable properties, both present and future, and as well as current assets.   | Bank corporate prime lending rate | Six (previous year: Six) half yearly instalments payable as per the terms of underlying agreement.          |
| 6                | -                   | 307.10          | -                   | 307.10          | Term loans from bank are secured by pari passu mortgage and charge in favour of lender in a form satisfactory to the lender of all of the Company's movable fixed assets and as well as current assets. Also secured by corporate guarantee of an associated company.   | Base rate + 0.5% p.a.             | One (previous year: One) quarterly instalments payable as per the terms of underlying agreement.            |
| 7                | -                   | 600.00          | -                   | 600.00          | Term loans from bank are secured by pari passu charge in favour of lender in a form satisfactory to the lender of all of the Company's fixed and current assets excluding immovable assets. Also secured by corporate guarantee of an associated company for maintenance of debt service reserve account (DSRA).  | 6 months MCLR + margin            | One (previous year: one) half yearly instalments payable as per the terms of underlying agreement.          |
| 8                | -                   | 384.76          | -                   | 384.76          | Term loans from bank are secured by pari passu charge in favour of lender in a form satisfactory to the lender of all of the Company's fixed and current assets excluding immovable assets.   | 1 Year MCLR + margin              | Three (previous year: Three) half yearly instalments payable as per the terms of underlying agreement.      |
| 9                | -                   | 880.01          | -                   | 880.01          | Term loans from bank are secured by pari passu charge in favour of lender in a form satisfactory to the lender of all of the Company's fixed and current assets excluding immovable assets. Also secured by corporate guarantee of an associated company for maintenance of debt service reserve account (DSRA).  | 1 Year MCLR + margin              | Eight (previous year: Eight) quarterly instalments payable as per the terms of underlying agreement.        |
| 10               | 45.50               | -               | 45.50               | -               | Term loans from bank are secured by pari passu mortgage and charge in favour of lender in a form satisfactory to the lender of all of the Company's movable and immovable fixed assets, both present and future, and as well as current assets. Also secured by the Company for maintenance of interest service reserve account (ISRA) for 1 quarter's interest.  | Base rate + spread rate           | Seventeen (previous year: Nineteen) quarterly instalments payable as per the terms of underlying agreement. |
| 11               | 42.45               | -               | 42.45               | -               | Term loans from bank are secured by pari passu mortgage and charge in favour of lender in a form satisfactory to the lender of all of the Company's movable and immovable fixed assets, both present and future, and as well as current assets. Also secured by the Company for maintenance of interest service reserve account (ISRA) for 1 quarter's interest.  | Base rate + spread rate           | Fifteen (previous year: Nineteen) quarterly instalments payable as per the terms of underlying agreement.   |
| <b>Sub total</b> | <b>87.95</b>        | <b>6,438.79</b> | <b>87.95</b>        | <b>6,438.79</b> |   |                                   |   |

\* The above mentioned loan instalments range from ₹31.25 million to ₹ 525 million per installment as per the terms of respective underlying agreement. The count of installment has not been reduced in cases where installment has been settled in part.

The repayment terms given here represent the originally agreed upon terms with Banks and NBFCs, before the classification of the Group's account as a Non-Performing Asset (NPA).

| Nature of loan   | As at 31 March 2025 |          | As at 31 March 2024 |          | Nature of securities           | Interest rate | Tenure of repayment |
|------------------|---------------------|----------|---------------------|----------|--------------------------------|---------------|---------------------|
|                  | Non-current         | Current  | Non-current         | Current  |                                |               |                     |
| Unsecured loan   | 35.55               | -        | 38.41               | -        | Repayable at the end of tenure | Interest free | Repayable on demand |
| <b>Sub total</b> | <b>35.55</b>        | <b>-</b> | <b>38.41</b>        | <b>-</b> |                                |               |                     |



18.2 Details of delays/defaults in repayment of borrowings (current and non-current)

The group company has delayed in repayment of following dues to the banks and financial institution during the year, which were unpaid as at balance sheet date:

| Name of the bank   | Amount of default, as on 31 March 2025 |                 | Period of default, upto the date of balance sheet (maximum days) |          | Amount of default, as on 31 March 2024 |                 | Period of default, upto the date of balance sheet (maximum days) |          |
|--|--|-----------------|--|----------|--|-----------------|--|----------|
|  | Principal                              | Interest        | Principal  | Interest | Principal                              | Interest        | Principal  | Interest |
| <b>Terms loans</b>   |  |                 |  |          |  |                 |  |          |
| Axis Bank  | 942.43                                 | 984.72          | 1,918  | 2,104    | 912.43                                 | 877.27          | 1,553  | 1,736    |
| IndusInd Bank  | 384.78                                 | 311.05          | 1,555  | 1,431    | 384.78                                 | 273.92          | 1,190  | 1,066    |
| IDBI Bank  | 149.56                                 | 110.10          | 2,009  | 2,009    | 149.56                                 | 91.70           | 1,644  | 1,644    |
| Assets Reconstruction Company (India) Limited                                    | 1,985.00                               | 1,370.43        | 2,070  | 1,917    | 1,985.00                               | 1,113.37        | 1,705  | 1,552    |
| RBI, Bank Limited  | 307.10                                 | 257.49          | 2,039  | 2,009    | 307.10                                 | 224.78          | 1,674  | 1,644    |
| Aditya Birla Finance Ltd   | 1,189.92                               | 565.20          | 1,036  | 1,096    | 1,189.92                               | 434.31          | 1,036  | 1,096    |
| Aditya Birla Finance Ltd (SBI Jind Digital Media Communications Private Limited) | 45.50                                  | 10.20           | 1,035  | 1,035    | 45.50                                  | 5.10            | 670  | 670      |
| Aditya Birla Finance Ltd (SBI Broadband Services Private Limited)                | 42.45                                  | 11.02           | 1,035  | 1,035    | 42.45                                  | 5.51            | 670  | 670      |
| Vani Agencies Private Limited*   | 1,480.00                               | 175.38          | -  | -        | 1,480.00                               | -               | -  | -        |
| <b>Loans repayable on demand from banks</b>                                      |  |                 |  |          |  |                 |  |          |
| Axis Bank  | 248.71                                 | 132.63          | -  | -        | 248.73                                 | 125.89          | -  | -        |
| IDBI Bank  | 767.30                                 | 491.40          | -  | -        | 767.30                                 | 397.02          | -  | -        |
| RBI, Bank Limited  | 0.90                                   | 11.10           | -  | -        | 0.90                                   | 11.11           | -  | -        |
| <b>Total</b>   | <b>7,543.65</b>                        | <b>4,450.72</b> | -  | -        | <b>7,543.65</b>                        | <b>3,559.98</b> | -  | -        |

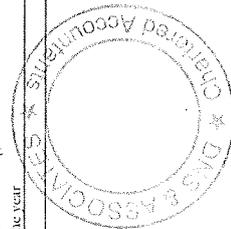
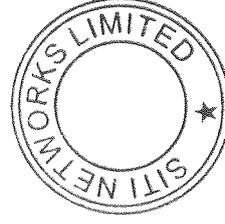
\* Refer Note 69

The group company has delayed in repayment of following dues to the banks and financial institution which were however paid on or before the Balance Sheet date:

| Name of the bank             | Amount of default during the year ended 31 March 2025 |          | Period of default (maximum days) |          | Amount of default during the year ended 31 March 2024 |             | Period of default (maximum days) |          |
|------------------------------|---|----------|----------------------------------|----------|---|-------------|----------------------------------|----------|
|                              | Principal   | Interest | Principal                        | Interest | Principal   | Interest    | Principal                        | Interest |
| Axis Bank                    | -   | -        | -                                | -        | 305.24  | 0.96        | 1,431                            | 1,462.00 |
| IndusInd Bank                | -   | -        | -                                | -        | 169.70  | -           | 916                              | -        |
| IDBI Bank                    | -   | -        | -                                | -        | 232.70  | -           | More than one year               | -        |
| HDFC Limited                 | -   | -        | -                                | -        | -   | -           | -                                | -        |
| RBI, Bank Limited            | -   | -        | -                                | -        | 171.40  | -           | 1,100                            | -        |
| Aditya Birla Finance Limited | -   | -        | -                                | -        | 150.00  | -           | 943.00                           | -        |
| <b>Total</b>                 | -   | -        | -                                | -        | <b>1,229.04</b>                                       | <b>0.96</b> | -                                | -        |

18.3 Reconciliation of liabilities arising from financing activities

| Particulars  | Long term borrowings (including current maturities) | Lease liabilities | Short term borrowings | Total      |
|--|---|-------------------|-----------------------|------------|
| As at April 2023                                   | 127.93  | 28.66             | 9,035.20              | 9,191.79   |
| Cash flows:  |   |                   |                       |            |
| Proceeds from borrowings                           | -   | -                 | -                     | -          |
| Repayment of borrowings                            | -   | (13.17)           | (1,449.29)            | (1,462.46) |
| Adjustment   | (1.55)  | -                 | 1.55                  | -          |
| Non cash:  |   |                   |                       |            |
| Impact of amortised cost adjustment for borrowings | -   | 3.29              | -                     | 3.29       |
| Right-of-use assets recognised during the year     | -   | -                 | -                     | -          |
| As at March 2024                                   | 126.38  | 18.78             | 7,587.46              | 7,732.62   |
| Cash flows:  |   |                   |                       |            |
| Proceeds from borrowings                           | -   | -                 | (13.66)               | (13.66)    |
| Repayment of borrowings                            | (2.86)  | (3.00)            | 2.86                  | (3.00)     |
| Adjustment   | -   | -                 | -                     | -          |
| Non cash:  |   |                   |                       |            |
| Impact of amortised cost adjustment for borrowings | -   | 3.00              | -                     | 3.00       |
| Right-of-use assets recognised during the year     | -   | -                 | -                     | -          |
| As at March 2025                                   | 123.52  | 18.78             | 7,576.66              | 7,718.96   |



SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

|   | As at<br>31 March 2025 | As at<br>31 March 2024 |
|---|------------------------|------------------------|
| <b>19 Other financial liabilities (non-current)</b> |                        |                        |
| Security deposits received from customers           | 79.53                  | 66.52                  |
| Capital creditors                                   | 441.40                 | 441.40                 |
|   | <b>520.93</b>          | <b>507.92</b>          |

i) For disclosure of fair values in respect of financial liabilities measured at amortised cost and analysis of their maturity profiles, refer note 37 & 38 respectively.

**20 Provisions (non-current)**

|  |               |               |
|--|---------------|---------------|
| Provision for gratuity [refer note 9(i)]             | 50.99         | 46.71         |
| Provision for compensated absences [refer note 9(i)] | 26.32         | 25.31         |
| Others [refer note 9(i)]                             | 62.37         | 85.11         |
|  | <b>139.68</b> | <b>157.13</b> |

i) Refer note 36 for disclosure on 'Employee benefit obligations'

ii) Movement of other provisions

| Particulars            | As at<br>31 March 2025 | As at<br>31 March 2024 |
|------------------------|------------------------|------------------------|
| Opening balance        | 85.11                  | 85.11                  |
| Additions              | (22.74)                | -                      |
| <b>Closing balance</b> | <b>62.37</b>           | <b>85.11</b>           |

**21 The breakup of year end deferred tax assets and liabilities into major components of the respective balance is as under**

**A. Deferred tax assets (net)**

| Deferred tax liabilities   | As at<br>31 March 2025 | As at<br>31 March 2024 |
|--|------------------------|------------------------|
| Impact of net gain of fair value of investments through P&L  | 21.02                  | -                      |
|  | <b>21.02</b>           | <b>-</b>               |
| <b>Deferred tax assets</b>   |                        |                        |
| Provision for doubtful debts   | 62.78                  | 62.60                  |
| Property, plant and equipment and intangibles  | 240.06                 | 239.15                 |
| Expenditure debited to consolidated statement of Profit & Loss in the current year but allowed for tax purposes in following years | 229.28                 | 192.80                 |
|  | <b>532.12</b>          | <b>494.55</b>          |
| <b>Deferred tax assets (net)</b>   | <b>511.10</b>          | <b>494.55</b>          |

**B. Deferred tax liabilities (net)**

| Deferred tax assets                           | As at<br>31 March 2025 | As at<br>31 March 2024 |
|---|------------------------|------------------------|
| Deferred tax liability                        | -                      | -                      |
| Property, plant and equipment and intangibles | 4.67                   | 4.00                   |
|   | <b>4.67</b>            | <b>4.00</b>            |
| <b>Deferred tax liability (net)</b>           | <b>4.67</b>            | <b>4.00</b>            |

**Movement in deferred tax liabilities and assets**

Net deferred tax asset recognised in consolidated statement of profit and loss during the year ended 31 March 2025 amounts to ₹ 17.21 million (Net deferred tax asset recognised in consolidated statement of profit and loss during year ended 31 March 2024 amounts to ₹ 147.56 million)

**Unrecognised deferred tax assets**

Deferred tax assets have not been recognised in respect of the following items, because it is not probable that future taxable profit will be available against which the Group can use the benefits therefrom:

| Particulars                      | 31 March 2025 |                         | 31 March 2024 |                         |
|----------------------------------|---------------|-------------------------|---------------|-------------------------|
|                                  | Gross amount  | Unrecognised tax effect | Gross amount  | Unrecognised tax effect |
| Deductible temporary differences | 12,644.70     | 3,945.15                | 13,271.94     | 4,140.85                |
| Brought forward losses           | 327.11        | 102.06                  | 998.12        | 311.41                  |

The tax losses expire in assessment year 2024-2025. The deductible temporary differences which includes unabsorbed depreciation and provision for doubtful debts do not expire under current tax legislation.

**22 Other non-current liabilities**

|                                       |               |               |
|---------------------------------------|---------------|---------------|
| Deferred revenue                      | 31.24         | 32.19         |
| Interest free deposits from customers | 85.35         | 84.12         |
| Others                                | 27.48         | 27.48         |
|                                       | <b>144.07</b> | <b>143.79</b> |

**23 A Borrowings (current, financial liabilities)**

|  |                 |                 |
|--|-----------------|-----------------|
| Loans repayable on demand from             |                 |                 |
| -banks (secured)                           | 1,157.86        | 1,144.86        |
| -others (unsecured)                        | 0.61            | 3.81            |
| Current maturities of long-term borrowings | 6,438.79        | 6,438.79        |
|  | <b>7,597.26</b> | <b>7,587.46</b> |

i) As at 31 March 2025 and 31 March 2024 the cash credit facilities of Holding Company are secured by first pari passu charge on the future and current assets of the Company with minimum assets cover ratio 1:1. The Company is required to maintain Debt Service Reserve Account (DSRA) for 2 quarter's interest. The same are further secured by corporate guarantee of an associate Company to maintain DSRA and carries an interest rate of bank borrowing rate+250 Basis Points (BBR + 250 BPS), intrinsic value base rate and six months marginal cost of funds based lending rate + 1.70% (MCLR+1.70%) respectively. Since the accounts of the Holding Company have been classified as NPA, covenants compliances are not applicable to the Holding Company.

ii) As at 31 March 2025 and 31 March 2024 the cash credit facilities of a Subsidiary Company secured by first charge on entire current assets of the company, both present and future and also secured by the first and exclusive equitable mortgage land and building at Plot No.- NI/4, Block- EP & GP, Sector-V, Salt Lake, Kolkata-700091, pledge of fixed deposit, held in the name of the company and personal guarantee of the directors and carries interest rate of @ 10.05% (being 1.25% over MCLR + SP)

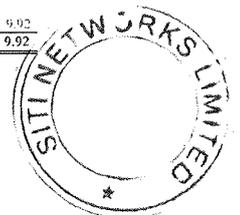
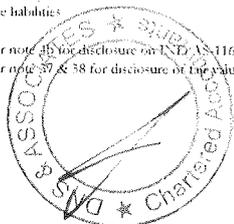
iii) As at 31 March 2025 and 31 March 2024, the loan from others are repayable on demand carrying interest rate of @ 10.50%.

**23 B Lease liabilities**

|                   |             |             |
|-------------------|-------------|-------------|
| Lease liabilities | 9.74        | 9.92        |
|                   | <b>9.74</b> | <b>9.92</b> |

i) Refer note 45 for disclosure on IAS 116, "Leases"

ii) Refer note 37 & 38 for disclosure of the values in respect of financial assets measured at amortised cost and movement in expected credit loss.



SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

24 Trade payables

|  |                  |                 |
|--|------------------|-----------------|
| - Dues of micro enterprises and small enterprises (refer note below)   | 340.55           | 309.82          |
| - Dues of creditors other than micro enterprises and small enterprises | 10,098.71        | 9,348.90        |
|  | <u>10,439.06</u> | <u>9,658.72</u> |

|   |        |        |
|---|--------|--------|
| Dues to micro and small enterprises pursuant to section 22 of the Micro, Small and Medium Enterprises Development Act (MSMED), 2006   | 340.55 | 309.82 |
| Principle amount remaining unpaid   | 340.55 | 309.82 |
| Interest due thereon  | -      | -      |
| Interest paid by the Company in terms of Section 16 of MSMED Act, 2006, along with the amount of the payment made to the suppliers and service providers beyond the appointed day during the year     | -      | -      |
| 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 MSMED Act, 2006 | -      | -      |
| Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are  | -      | -      |

The details of amounts outstanding to micro enterprises and small enterprises under Micro, Small and Medium Enterprises Development Act (MSMED), 2006 are as per available information with the Group.

- (i) For disclosure of fair values in respect of financial liabilities measured at amortised cost and analysis of their maturity profiles, refer note 37 & 38 respectively.  
 (ii) Refer note 39 for related party disclosures  
 (iii) Refer note 56 for aging schedule of trade payables

25 Other financial liabilities (current)

|   |                 |                 |
|---|-----------------|-----------------|
| Interest accrued and due on borrowings (refer note 9) | 4,102.01        | 3,211.77        |
| Capital creditors                                     | 70.00           | 82.97           |
| Bank overdraft  | 253.03          | 13.87           |
| Employee related payables and others                  | 389.65          | 303.55          |
|   | <u>4,805.78</u> | <u>3,612.16</u> |

- (i) For details of terms of repayment, nature of security & interest rate of borrowings and delays/defaults in repayment of borrowings (current and non-current), refer note 18.1 and note 18.2 respectively.  
 (ii) For disclosure of fair values in respect of financial liabilities measured at amortised cost and analysis of their maturity profiles, refer note 37 & 38 respectively.

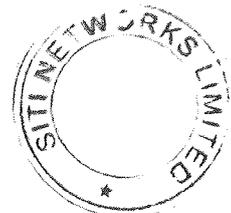
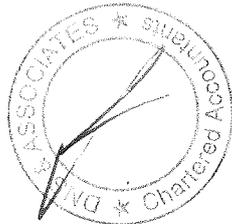
26 Provisions (current)

|                                     |              |              |
|-------------------------------------|--------------|--------------|
| Provision for gratuity*             | 15.62        | 13.42        |
| Provision for compensated absences* | 41.56        | 3.10         |
| Provision for taxation              | 0.81         | 1.70         |
| Provision for expenses              | 0.06         | 30.77        |
|                                     | <u>58.05</u> | <u>48.99</u> |

Refer note 36 for disclosure on 'Employee benefit obligations'

27 Other current liabilities

|                        |               |               |
|------------------------|---------------|---------------|
| Deferred revenue       | 260.18        | 257.97        |
| Statutory dues payable | 274.71        | 296.94        |
| Advance from customers | 246.07        | 196.86        |
|                        | <u>780.96</u> | <u>751.77</u> |



SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

|  | For the year ended<br>31 March 2025 | For the year ended<br>31 March 2024 |
|--|-------------------------------------|-------------------------------------|
| <b>28 Revenue from operations</b>              |                                     |                                     |
| <b>Sale of services</b>                        |                                     |                                     |
| Subscription income                            | 7,380.71                            | 8,661.75                            |
| Advertisement income                           | 1,459.73                            | 1,158.17                            |
| Carriage and placement income                  | 2,615.06                            | 2,784.70                            |
| Activation and set top boxes pairing charges   | 62.12                               | 60.65                               |
| <b>Other operating revenue</b>                 |                                     |                                     |
| Sale of traded goods*                          | 15.93                               | 8.55                                |
| Management charges and other networking income | 228.58                              | 213.47                              |
| Support and service charges                    | 22.95                               | 23.62                               |
| Scrap sales                                    | -                                   | -                                   |
|  | <b>11,785.08</b>                    | <b>12,910.91</b>                    |
| <b>* Details of sale of traded goods</b>       |                                     |                                     |
| Set top box (STB) and viewing cards (VC)       | 15.40                               | 2.28                                |
| Stores and spares                              | 0.53                                | 6.27                                |
|  | <b>15.93</b>                        | <b>8.55</b>                         |

**Disclosure of revenue pursuant to Ind AS 115 'Revenue from Contracts with Customers:**

**A. Reconciliation of revenue from sale of services and other operating revenue with contracted price**

|   |                  |                  |
|---|------------------|------------------|
| Contracted price  | 11,785.08        | 12,910.91        |
| Less: rebate and discounts                                    | -                | -                |
| <b>Revenue recognised in the statement of profit and loss</b> | <b>11,785.08</b> | <b>12,910.91</b> |

**B. Disaggregation of revenue**

|  |                  |                  |
|--|------------------|------------------|
| <b>Revenue from operations</b>                 |                  |                  |
| <b>Sale of services</b>                        |                  |                  |
| Subscription income                            | 7,380.71         | 8,661.75         |
| Advertisement income                           | 1,459.73         | 1,158.17         |
| Carriage income                                | 2,615.06         | 2,784.70         |
| Activation and set top boxes pairing charges   | 62.12            | 60.65            |
| <b>Other operating revenue</b>                 |                  |                  |
| Sale of traded goods                           | 15.93            | 8.55             |
| Management charges and other networking income | 228.58           | 213.47           |
| Support and service charges                    | 22.95            | 23.62            |
| Scrap sales                                    | -                | -                |
|  | <b>11,785.08</b> | <b>12,910.91</b> |

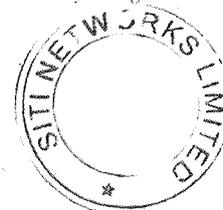
The Group has disaggregated the revenue from contracts with customers on the basis of nature of services/goods sold. The Group believes that the disaggregation of revenue on the basis of nature of services/goods sold has no impact on the nature, amount, timing and uncertainty of revenue and cash flows.

**C. Contract balances**

The following table provides information about contract assets and liabilities from contract with customers:

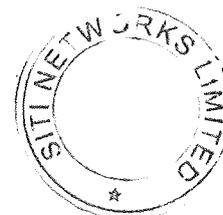
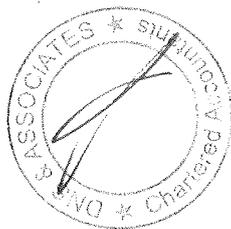
|   |                 |                 |
|---|-----------------|-----------------|
| <b>Contract liabilities*</b>                        |                 |                 |
| Advance from customers (including deferred revenue) | 506.25          | 454.83          |
|   | <b>506.25</b>   | <b>454.83</b>   |
| <b>Contract assets*</b>                             |                 |                 |
| Trade receivable                                    | 6,184.88        | 5,963.39        |
| Less: allowance for expected credit loss            | (3,699.87)      | (3,404.40)      |
|   | <b>2,485.01</b> | <b>2,559.00</b> |
| Unbilled revenue                                    | 567.12          | 461.04          |

\* Contract asset is the right to consideration in exchange for goods or services transferred to the customer. Contract liability is the entity's obligation to transfer goods or services to a customer for which the entity has received consideration from the customer in advance.



D. Significant changes in the contract liabilities and contract assets balances during the year are as follows:

|   | As at<br>31 March 2025  | As at<br>31 March 2024                      |
|---|---|---|
| <b>Contract liabilities</b>   |   |   |
| <b>Advances from customers (including deferred revenue)</b>                         |   |   |
| Opening balance   | 454.83  | 593.05                                      |
| Revenue recognised (net of collections)   | 51.42   | (138.22)                                    |
| <b>Closing balance</b>  | <b>506.25</b>   | <b>454.83</b>                               |
| <b>Contract assets</b>  |   |   |
| <b>(i) Trade receivables</b>  |   |   |
| Opening balance   | 2,652.70  | 2,516.27                                    |
| Amount invoiced, collected and other adjustments (net)                              | (101.18)  | 136.43                                      |
| <b>Closing balance</b>  | <b>2,551.52</b>   | <b>2,652.70</b>                             |
| <b>(ii) Unbilled revenue</b>  |   |   |
| Opening balance   | 461.04  | 280.46                                      |
| Additional revenue booked/(invoicing) - net   | 106.08  | 180.58                                      |
| <b>Closing balance</b>  | <b>567.12</b>   | <b>461.04</b>                               |
|   | <b>For the year ended<br/>31 March 2025</b>                     | <b>For the year ended<br/>31 March 2024</b> |
| <b>29 Other income</b>  |   |   |
| Interest income on  |   |   |
| -bank deposits at amortised cost  | 117.77  | 67.34                                       |
| -income tax refund  | 21.81   | 12.45                                       |
| Excess provisions written back  | 118.27  | 71.71                                       |
| Other non operating income  | 74.32   | 134.34                                      |
|   | <b>332.17</b>   | <b>285.84</b>                               |
| <b>30 Employee benefits expense</b>   |   |   |
| Salaries, allowances and bonus  | 539.00  | 562.38                                      |
| Contributions to provident and other funds*   | 41.21   | 37.88                                       |
| Staff welfare expenses  | 35.10   | 33.65                                       |
|   | <b>615.31</b>   | <b>633.91</b>                               |
|   | *Refer note 36 for disclosure on 'Employee benefit obligations' |   |
| <b>31 Finance costs</b>   |   |   |
| Interest expense for borrowings at amortised cost                                   | 957.28  | 807.48                                      |
| Interest on lease liabilities   | 3.00  | 3.29  |
| Others  | 3.55  | 5.43  |
|   | <b>963.83</b>   | <b>816.20</b>                               |
| <b>32 Depreciation and amortisation expenses</b>                                    |   |   |
| Depreciation of property, plant and equipment (owned assets) (refer note 4A)        | 1,169.28  | 2,047.40                                    |
| Depreciation of property, plant and equipment (right-of-use assets) (refer note 4B) | 20.84   | 19.24                                       |
| Depreciation of investment property (refer note 5)                                  | 11.94   | 11.94                                       |
| Amortisation of intangible assets (refer note 6)                                    | 49.55   | 497.42                                      |
|   | <b>1,251.61</b>   | <b>2,576.00</b>                             |



SITI Networks Limited

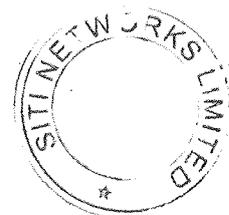
Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

33 Other expenses

|  |                 |                 |
|--|-----------------|-----------------|
| Rent (refer note 4b)   | 91.61           | 83.27           |
| Rates and taxes  | 41.16           | 50.88           |
| Communication expenses   | 12.68           | 14.29           |
| Repairs and maintenance  |                 |                 |
| - Network  | 107.32          | 118.19          |
| - Buildings  | 4.23            | 8.19            |
| - Others   | 84.06           | 89.00           |
| Electricity and water charges                                  | 124.62          | 129.45          |
| Legal, professional and consultancy charges (refer note below) | 185.12          | 168.49          |
| Printing and stationery  | 1.95            | 2.57            |
| Contractual service charges                                    | 350.78          | 355.85          |
| Travelling and conveyance expenses                             | 36.24           | 40.18           |
| Vehicle running expenses                                       | 37.92           | 36.84           |
| Insurance expenses   | 4.84            | 3.34            |
| Allowance for expected credit losses                           | 305.68          | 319.45          |
| Bad debts and amounts written off                              | 2.39            | 0.28            |
| Provision for doubtful advances                                | 20.35           | 94.34           |
| Advertisement and publicity expenses                           | 21.75           | 29.64           |
| Commission charges and incentives                              | 1,034.11        | 1,128.21        |
| Bad debts written off  | 0.87            | 20.47           |
| Program production expenses                                    | 34.51           | 46.74           |
| Other operational cost   | 1,171.32        | 1,296.59        |
| Business and sales promotion                                   | 20.09           | 20.36           |
| Loss on sale of property, plant and equipment (net)            | 0.04            | 16.28           |
| Exchange fluctuation loss (net)                                | 4.44            | 1.02            |
| Miscellaneous expenses   | 53.74           | 44.14           |
|  | <b>3,751.83</b> | <b>4,118.07</b> |

Note: Payment to the auditor's (including auditors remuneration of subsidiary companies):

|                                 |             |             |
|---------------------------------|-------------|-------------|
| - As auditors                   | 7.83        | 8.95        |
| - For other services            | 1.87        | 0.34        |
| - For reimbursement of expenses | 0.19        | 0.07        |
|                                 | <b>9.89</b> | <b>9.36</b> |



SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

|   | For the year ended<br>31 March 2025 | For the year ended<br>31 March 2024 |
|---|-------------------------------------|-------------------------------------|
| 34 Loss per share   |                                     |                                     |
| Loss attributable to owners of the parent                                   | (2,132.59)                          | (2,050.62)                          |
| Weighted average number of equity shares outstanding during the year (nos.) | 87,20,53,848                        | 87,20,53,848                        |
| Nominal value of per equity share (₹)                                       | 1                                   | 1                                   |
| <b>Loss per share (₹)</b>   |                                     |                                     |
| Basic and diluted loss per share  | (2.45)                              | (2.35)                              |

35 Group composition structure

| Name of the subsidiaries  | Country of incorporation | Percentage of ownership |                        |
|---|--------------------------|-------------------------|------------------------|
|   |                          | As at<br>31 March 2025  | As at<br>31 March 2024 |
| Indian Cable Net Company Limited (hereinafter referred as "ICNCL")*                         | India                    | 60.02%                  | 60.02%                 |
| Central Bombay Cable Network Limited (hereinafter referred as "CBCNL")                      | India                    | 100.00%                 | 100.00%                |
| Siucable Broadband South Limited (hereinafter referred as "SBSL")                           | India                    | 100.00%                 | 100.00%                |
| Master Channel Community Network Private Limited (hereinafter referred as "MCCNPL")**       | India                    | 66.00%                  | 66.00%                 |
| Siti Vision Digital Media Private Limited (hereinafter referred as "SVDMPPL")               | India                    | 51.00%                  | 51.00%                 |
| Siti Jind Digital Media Communications Private Limited (hereinafter referred as "SJDMCPL")# | India                    | 57.50%                  | 57.50%                 |
| Siti Jai Maa Durgee Communications Private Limited (hereinafter referred as "SJDMCPL")      | India                    | 51.00%                  | 51.00%                 |
| Siti Jony Digital Cable Network Private Limited (hereinafter referred as "SJDCNPL")         | India                    | 51.00%                  | 51.00%                 |
| Siti Krishna Digital Media Private Limited (hereinafter referred as "SKDMPL")               | India                    | 51.00%                  | 51.00%                 |
| Siti Faction Digital Private Limited (hereinafter referred as "SFDPL")                      | India                    | 51.00%                  | 51.00%                 |
| Siti Guntur Digital Network Private Limited (hereinafter referred as "SGDNPL")              | India                    | 74.00%                  | 74.00%                 |
| Siti Maurya Cable Net Private Limited (hereinafter referred as "SMCNPL") ***                | India                    | 50.10%                  | 50.10%                 |
| Siti Karnal Digital Media Network Private Limited (hereinafter referred as "SKDMNPL")       | India                    | 51.00%                  | 51.00%                 |
| Siti Global Private Limited (hereinafter referred as "SGPL")                                | India                    | 51.00%                  | 51.00%                 |
| Siti Sini Digital Network Private Limited (hereinafter referred as "SDNPL")                 | India                    | 51.00%                  | 51.00%                 |
| Siti Broadband Services Private Limited (hereinafter referred as "SBSPL")#                  | India                    | 100.00%                 | 100.00%                |
| Siti Prime Uttaranchal Communication Private Limited (hereinafter referred as "SPUCPL")     | India                    | 51.00%                  | 51.00%                 |
| Siti Sagar Digital Cable Network Private Limited (hereinafter referred as "SSDCNPL")        | India                    | 51.00%                  | 51.00%                 |
| Siti Saistar Digital Media Private Limited (hereinafter referred as "SSDMPL")               | India                    | 51.00%                  | 51.00%                 |
| Variety Entertainment Private Limited (hereinafter referred as "VEPL")                      | India                    | 100.00%                 | 100.00%                |
| Indinet Service Private Limited (hereinafter referred as "ISPL")***                         | India                    | 100.00%                 | 100.00%                |
| E-Net Entertainment Private Limited (hereinafter referred as "ENEPL")****                   | India                    | 51.00%                  | 51.00%                 |
| Meghbela Infotel Cable & Broadband Private Limited (hereinafter referred as "MICBPL")***    | India                    | 76.00%                  | 76.00%                 |
| Siti Networks India LLP   | India                    | 99.90%                  | 99.90%                 |

\* Include 0.30% held through CBNCL

\*\* Subsidiary of CBCNL

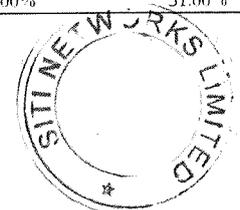
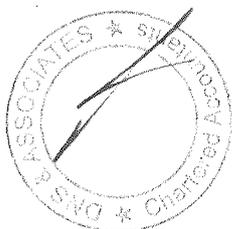
\*\*\* Subsidiary of ICNCL

\*\*\*\* Include 6.50% held through SBSL

\*\*\*\*\* Subsidiary of SBSPL

| Name of the associate and joint venture  | Country of incorporation | Percentage of ownership |                        |
|--|--------------------------|-------------------------|------------------------|
|  |                          | As at<br>31 March 2025  | As at<br>31 March 2024 |
| C&S Medianet Private Limited (hereinafter referred as "CSMPL")                           | India                    | 48.00%                  | 48.00%                 |
| Paramount Digital Media Services Private Limited (hereinafter referred as "PDMSPL")***** | India                    | 50.00%                  | 50.00%                 |
| Wire and Wireless Tisai Satellite Limited (hereinafter referred as "WWTSL")              | India                    | 51.00%                  | 51.00%                 |

\*\*\*\*\* Joint Venture of VEPL



**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

(All amounts in ₹ million, unless stated otherwise)

**36 Employee benefit obligations**

**Post-employment obligations - gratuity**

The Group provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed pro-rata for 15 days salary multiplied for the number of completed years of service. The expected contribution to the plan for next annual reporting period amounts to ₹ 10.18 million (previous year ₹ 10.33 million).

The weighted average duration of the defined benefit obligation as at 31 March 2025 is 10 years (31 March 2024: 11 years).

The plan exposes the Group to actuarial risks such as interest rate risk and inflation risk.

**Interest rate risk**

The present value of the defined benefit liability is calculated using a discount rate determined by reference to market yields of risk free securities.

**Inflation risk**

A significant proportion of the defined benefit liability is linked to inflation. An increase in the inflation rate will increase the Group's liability.

The following tables summarises the components of net benefit expense recognised in the consolidated statement of profit and loss and the amount recognised in the consolidated balance sheet for the respective plans.

**Changes in the present value of the defined benefit obligation are as follows:**

|   | As at<br>31 March 2025 | As at<br>31 March 2024 |
|---|------------------------|------------------------|
| Present value of defined benefit obligation at the beginning of the year  | 84.90                  | 76.30                  |
| Interest cost   | 6.14                   | 5.80                   |
| Current service cost  | 9.21                   | 9.06                   |
| Benefits paid   | (7.10)                 | (7.04)                 |
| Actuarial (gain)/loss on remeasurement of obligation                      | (1.66)                 | 0.78                   |
| <b>Present value of defined benefit obligation at the end of the year</b> | <b>91.49</b>           | <b>84.90</b>           |

**Reconciliation of present value of plan assets**

|  | As at<br>31 March 2025 | As at<br>31 March 2024 |
|--|------------------------|------------------------|
| Planned assets at the beginning of the year  | 24.77                  | 24.15                  |
| Return on plan assets                        | 1.65                   | 1.75                   |
| Contribution                                 | 0.01                   | 2.44                   |
| Benefits paid                                | (1.55)                 | (3.57)                 |
| <b>Planned assets at the end of the year</b> | <b>24.88</b>           | <b>24.77</b>           |

**Amount recognised in the balance sheet**

|  |              |              |
|--|--------------|--------------|
| Present value of defined benefit obligation at the end of the year | 91.49        | 84.90        |
| Fair value of the planned assets at the end of the year            | 24.88        | 24.77        |
| <b>Net liability recognised in the balance sheet*</b>              | <b>66.61</b> | <b>60.13</b> |

**Amount recognised in the consolidated statement of profit and loss:**

|                      | For the year ended<br>31 March 2025 | For the year ended<br>31 March 2024 |
|----------------------|-------------------------------------|-------------------------------------|
| Current service cost | 9.21                                | 9.06                                |
| Interest cost        | 6.14                                | 5.80                                |
|                      | <b>15.35</b>                        | <b>14.86</b>                        |

**Amount recognised in the statement of other comprehensive income**

|  |               |             |
|--|---------------|-------------|
| Actuarial loss on arising from change in financial assumptions | 2.80          | 1.23        |
| Actuarial loss on arising from experience adjustments          | (4.46)        | (0.45)      |
|  | <b>(1.66)</b> | <b>0.78</b> |

The principal assumptions used in determining present value of defined benefit obligation and long term employee benefit obligation are given below:

**Actuarial assumptions used**

|  | Gratuity           |                       | Compensated absences |                       |
|--|--------------------|-----------------------|----------------------|-----------------------|
|  | 31 March 2025      | 31 March 2024         | 31 March 2025        | 31 March 2024         |
| Discount rate (per annum)                | 7.25% <sup>a</sup> | 7.25% <sup>a</sup>    | 7.00% <sup>b</sup>   | 7.25% <sup>b</sup>    |
| Rate of escalation in salary (per annum) | 5% <sup>c-8%</sup> | 4.75% <sup>c-8%</sup> | 5% <sup>c-8%</sup>   | 4.75% <sup>c-8%</sup> |
| Mortality                                | IAMM 2012-14       | IAMM 2012-14          | IAMM 2012-14         | IAMM 2012-14          |
| Withdrawal rate (per annum)              | 5.0% <sup>a</sup>  | 5.0% <sup>a</sup>     | 5.0% <sup>b</sup>    | 5.0% <sup>b</sup>     |
| Normal retirement age                    | 60 years           | 60 years              | 60 years             | 60 years              |

These assumptions were developed by management with the assistance of independent actuaries. Discount factors are determined close to each year-end by reference to market yields of risk free securities that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating to the terms of the related pension obligation. Other assumptions are based on current actuarial benchmarks and management's historical experience.

The present value of the defined benefit obligation was measured using the projected unit credit method.

**Amounts of experience adjustment for the current and previous four years are as follows -**

|   | 31 March 2025 | 31 March 2024 | 31 March 2023 | 31 March 2022 | 31 March 2021 |
|---|---------------|---------------|---------------|---------------|---------------|
| Defined benefit obligations                               | 66.61         | 60.13         | 52.15         | 60.90         | 66.76         |
| Experience loss/(gain) adjustments on planned liabilities | (4.46)        | (0.45)        | (5.62)        | (3.11)        | 1.09          |

**Sensitivity analysis of the defined benefit obligation for significant actuarial assumptions**

|  | 31 March 2025 | 31 March 2024 |
|--|---------------|---------------|
| <b>Impact of the change in discount rate</b>       |               |               |
| Present value of obligation at the end of the year | 91.49         | 84.90         |
| Liability with 1% - 2% increase in discount rate   | 84.95         | 78.77         |
| Liability with 1% - 2% decrease in discount rate   | 98.53         | 91.41         |

**Impact of the change in salary growth rate**

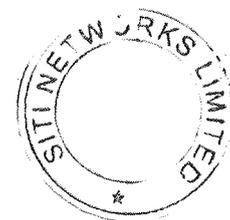
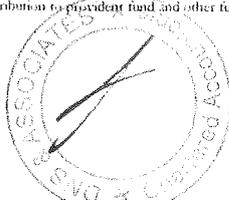
|   |       |       |
|---|-------|-------|
| Present value of obligation at the end of the year    | 91.49 | 84.90 |
| Liability with 1% - 2% increase in salary growth rate | 98.24 | 91.13 |
| Liability with 1% - 2% decrease in salary growth rate | 85.13 | 78.97 |

**Maturity profile of defined benefit obligation**

|                    |       |       |
|--------------------|-------|-------|
| -upto 1 year       | 15.58 | 13.41 |
| -2 to 5 years      | 13.76 | 12.41 |
| -more than 5 years | 62.14 | 59.08 |

**Defined contribution plans**

|   |       |       |
|---|-------|-------|
| Contribution to defined contribution plan, recognised as expense for the year | 41.21 | 37.88 |
| Employer's contribution to provident fund and other funds                     |       |       |





Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

**B. Financial instruments measured at fair value**

The following tables present financial assets and liabilities measured at fair value in the consolidated balance sheet in accordance with the fair value hierarchy. The hierarchy groups financial assets and liabilities into three levels based on the significance of inputs used in measuring the fair value of the financial assets and liabilities. The fair value hierarchy has the following levels:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The level within which the financial asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement.

The financial assets measured at fair value in the consolidated statement of financial position that are grouped into the fair value hierarchy as on 31 March 2025 and 31 March 2024

| 31 March 2025               | Date of valuation   | Level 1  | Level 2 | Level 3 |
|-----------------------------|---------------------|----------|---------|---------|
| <b>Financial assets</b>     |                     |          |         |         |
| Investment in equity shares | As at 31 March 2025 | -        | -       | -       |
| Investment in mutual funds  | As at 31 March 2025 | 1,003.07 | -       | -       |

| 31 March 2024               | Date of valuation   | Level 1 | Level 2 | Level 3 |
|-----------------------------|---------------------|---------|---------|---------|
| <b>Financial assets</b>     |                     |         |         |         |
| Investment in equity shares | As at 31 March 2024 | -       | -       | -       |
| Investment in mutual funds  | As at 31 March 2024 | 784.39  | -       | -       |

**Valuation technique to determine fair value**

Investment in equity shares (Level 1)

**For the year ended 31 March 2025 and 31 March 2024:**

The fair value of investments in mutual fund units is based on the net asset value (NAV) as stated by the issuers of these mutual fund units in the published statements as at the Balance Sheet date. NAV represents the price at which the issuer will issue further units of mutual fund and the price at which issuers will redeem such units from the investors.

**C. Fair value of financial assets and liabilities measured at amortised cost**

|  | 31 March 2025    |                  | 31 March 2024    |                  |
|--|------------------|------------------|------------------|------------------|
|  | Carrying amount  | Fair value       | Carrying amount  | Fair value       |
| <b>Financial assets</b>                            |                  |                  |                  |                  |
| Investments  | 1,003.07         | 1,003.07         | 784.39           | 784.39           |
| Trade receivables (net)                            | 2,551.52         | 2,551.52         | 2,652.70         | 2,652.70         |
| Cash and cash equivalents                          | 800.09           | 800.09           | 715.25           | 715.25           |
| Bank balances other than cash and cash equivalents | 1,364.80         | 1,364.80         | 1,308.76         | 1,308.76         |
| Other financial assets                             | 853.74           | 853.74           | 658.46           | 658.46           |
| <b>Total financial assets</b>                      | <b>6,573.22</b>  | <b>6,573.22</b>  | <b>6,119.56</b>  | <b>6,119.56</b>  |
| <b>Financial liabilities</b>                       |                  |                  |                  |                  |
| Borrowings   | 7,700.18         | 7,700.18         | 7,713.84         | 7,713.84         |
| Lease liabilities                                  | 17.41            | 17.41            | 18.77            | 18.77            |
| Trade payables                                     | 10,439.06        | 10,439.06        | 9,658.72         | 9,658.72         |
| Other financial liabilities                        | 5,326.70         | 5,326.70         | 4,120.08         | 4,120.08         |
| <b>Total financial liabilities</b>                 | <b>23,483.35</b> | <b>23,483.35</b> | <b>21,511.41</b> | <b>21,511.41</b> |

**38 Financial risk management objectives and policies**

**Financial risk management**

The Group is exposed to various risks in relation to financial instruments. The main types of risks are credit risk, liquidity risk and market risk.

The Group's risk management is coordinated in close co-operation with the board of directors, and focuses on securing Group's short to medium term cash flows.

This note explains the sources of risk which the Group is exposed to and how the Group manages the risk and the related impact in these consolidated financial statements.

**A. Credit risk**

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or pay amounts due to the Group causing financial loss. The Group's exposure to credit risk is influenced mainly by cash and cash equivalents, trade receivables and financial assets measured at amortised cost. The Group continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

**Credit risk management**

*Credit risk rating*

The Group assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets.

A: Low credit risk on financial reporting date

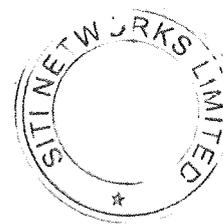
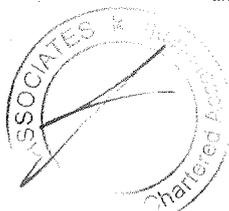
B: High credit risk

The Group provides for expected credit loss based on the following:

| Asset group      | Basis of categorisation  | Provision for expected credit loss                   |
|------------------|--|--|
| Low credit risk  | Cash and cash equivalents, bank deposit, margin money deposits, interest accrued and other financial assets except security deposits | 12 month expected credit loss                        |
| High credit risk | Investment, trade receivables, security deposits, amount recoverable and unbilled revenue  | Life time expected credit loss or fully provided for |

Based on business environment in which the Group operates, a default on a financial asset is considered when the counter party fails to make payments within the agreed time period as per contract. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions.

| Credit rating       | Particulars  | 31 March 2025 | 31 March 2024 |
|---------------------|--|---------------|---------------|
| A: Low credit risk  | Cash and cash equivalents, bank deposit, margin money deposits, interest accrued and other financial assets other than unbilled revenue & amount recoverable (net) | 2,424.30      | 2,205.52      |
| B: High credit risk | Investment, trade receivables, amount recoverable (net) and unbilled revenue   | 3,160.96      | 3,147.51      |



**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

(\$M amounts in £ million, unless stated otherwise)

**Concentration of trade receivables**

The Group has widespread customers and there is no concentration of trade receivables.

**Credit risk exposure**

**Provision for expected credit losses**

The Group provides for 12 month expected credit losses for following financial assets:

For the purpose of computation of expected credit loss, the Group has analysed the trend of provisions for doubtful debts created in earlier years. The average rate of provision has been computed based on the adjusted sales (excluding those where the Group does not have any historical provision) and provision for doubtful debtors created against those sales. As per this methodology, the Group has determined the expected credit loss at approximately 5% for customers.

Expected credit loss for trade receivables under simplified approach

As at 31 March 2025

**Particular**

Trade receivables  
Security deposits  
Amounts recoverable  
Investment  
Unbilled revenues

| Estimated gross carrying amount at default | Expected credit impaired | Carrying amount net of impairment provision |
|--|--------------------------|---|
| 6,184.89                                   | (3,699.87)               | 2,485.01                                    |
| 42.11                                      | -                        | 42.11                                       |
| 27.22                                      | -                        | 27.22                                       |
| 15.10                                      | -                        | 15.10                                       |
| 567.12                                     | -                        | 567.12                                      |

As at 31 March 2024

**Particular**

Trade receivables  
Security deposits  
Amounts recoverable  
Investment  
Unbilled revenues

| Estimated gross carrying amount at default | Expected credit impaired | Carrying amount net of impairment provision |
|--|--------------------------|---|
| 5,065.39                                   | (3,404.40)               | 2,559.00                                    |
| 41.76                                      | -                        | 41.76                                       |
| 15.92                                      | -                        | 15.92                                       |
| 17.85                                      | -                        | 17.85                                       |
| 461.04                                     | -                        | 461.04                                      |

**Reconciliation of loss allowance provision – Trade receivable**

**Particulars**

Loss allowance on 01 April 2023

Changes in loss allowance

Loss allowance on 31 March 2024

Changes in loss allowance

Loss allowance on 31 March 2025

**Amounts**

**3,140.27**

264.13

**3,404.40**

295.48

**3,699.87**

**B. Liquidity risk**

Liquidity risk is the risk that suitable sources of funding for the Group's business activities may not be available.

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close our market positions. Management monitors rolling forecasts of the Group's liquidity position (comprising the undrawn borrowing facilities) and cash and cash equivalents on the basis of expected cash flows. Short term liquidity requirements comprises mainly of trade payables, employee dues and other current payables arising during normal course of business as on each balance sheet date. Long-term liquidity requirement is assessed by the management on periodical basis and is managed through internal accruals and through funding commitments from shareholders. As at each balance sheet date, the Group's liabilities having contractual maturities (including interest payments where applicable) are summarised as follows:

**Maturities of financial liabilities**

The amounts disclosed in the table are the contractual undiscounted cash flows.

**Contractual maturities of financial liabilities**

**31 March 2025**

**Non-derivatives**

Borrowings  
Trade payables  
Lease liabilities and interest on lease liabilities  
Other financial liabilities

**Total non-derivative liabilities**

| Less than one year | One to two years | More than two years |
|--------------------|------------------|---------------------|
| 7,576.66           | -                | -                   |
| 10,439.06          | -                | -                   |
| 9.74               | 4.82             | 2.85                |
| 4,805.78           | -                | 520.93              |
| <b>22,831.24</b>   | <b>4.82</b>      | <b>523.79</b>       |

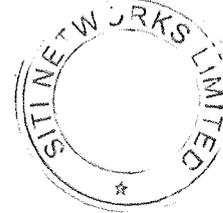
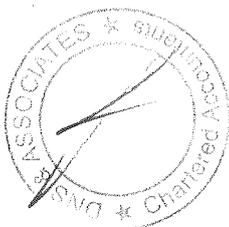
**31 March 2024**

**Non-derivatives**

Borrowings  
Trade payables  
Lease liabilities and interest on lease liabilities  
Other financial liabilities

**Total non-derivative liabilities**

|                  |               |               |
|------------------|---------------|---------------|
| 7,587.46         | 118.40        | 7.98          |
| 9,658.72         | -             | -             |
| 9.92             | 6.79          | 2.07          |
| 3,612.16         | -             | 507.92        |
| <b>20,868.26</b> | <b>125.19</b> | <b>517.97</b> |



**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

(All amounts in ₹ million, unless stated otherwise)

**C. Market Risk**

During the previous year, the Group had foreign currency borrowings in the form of buyers credit and is exposed to change in the exchange rates. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the Group's functional currency (₹). The risk is measured through a forecast of highly probable foreign currency cash flows.

**(i) Foreign currency risk**

Foreign currency risk exposure:

The Group's exposure to foreign currency risk at the end of the reporting period expressed in ₹, are as follows:

**Financial assets (A)**

**Financial liabilities (B)**

Payable to capital creditors

**Net exposure (B-A)**

|                              | As at 31 March 2025 | As at 31 March 2024 |
|------------------------------|---------------------|---------------------|
| Financial assets (A)         | -                   | -                   |
| Financial liabilities (B)    | 65.97               | 64.37               |
| Payable to capital creditors | 65.97               | 64.37               |
| <b>Net exposure (B-A)</b>    | <b>65.97</b>        | <b>64.37</b>        |

**Sensitivity**

The sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments.

₹/USD and ₹/EURO increased by 5% (previous year ₹/USD and ₹/EURO increased by 5%);  
₹/USD and ₹/EURO decreased by 5% (previous year ₹/USD and ₹/EURO decreased by 5%)

|  | Impact on loss after tax |               |
|--|--------------------------|---------------|
|  | 31 March 2025            | 31 March 2024 |
| ₹/USD and ₹/EURO increased by 5% (previous year ₹/USD and ₹/EURO increased by 5%); | (3.30)                   | (3.22)        |
| ₹/USD and ₹/EURO decreased by 5% (previous year ₹/USD and ₹/EURO decreased by 5%)  | 3.30                     | 3.22          |

**(ii) Cash flow and fair value interest rate risk**

The Group's main interest rate risk arises from long-term borrowings with variable rates, which expose the Group to cash flow interest rate risk. The Group's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

**(a) Interest rate risk exposure**

The Group's policy is to minimise interest rate cash flow risk exposures on long-term financing. The Group is exposed to changes in market interest rates through bank borrowings at variable interest rates.

Variable rate borrowings (including accrued interest)

**Total borrowings**

|   | As at 31 March 2025 | As at 31 March 2024 |
|---|---------------------|---------------------|
| Variable rate borrowings (including accrued interest) | 11,678.66           | 10,795.42           |
| <b>Total borrowings</b>                               | <b>11,678.66</b>    | <b>10,795.42</b>    |

**(b) Sensitivity**

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.

Interest rates – increase by 1% (31 March 2024: 1%)

Interest rates – decrease by 1% basis points (31 March 2024: 1%)

|  | Impact on loss after tax |               |
|--|--------------------------|---------------|
|  | 31 March 2025            | 31 March 2024 |
| Interest rates – increase by 1% (31 March 2024: 1%)              | 116.79                   | 107.95        |
| Interest rates – decrease by 1% basis points (31 March 2024: 1%) | (116.79)                 | (107.95)      |

**39 Related party transactions**

In accordance with the requirements of Ind AS 24, 'Related Party Disclosures', the names of the related party where control exists/able to exercise significant influence along with the transactions and year-end balances with them as identified and certified by the management are given below:

**(i) Promoter and Promoter Group\*\***

Direct Media Solutions LLP  
Digital Satellite Holdings Private Limited  
Manaska Fashions LLP  
Digital Satellite Media And Broadband Private Limited  
Bioscope Cinemas Pvt. Ltd.  
Direct Media And Cable Private Limited  
Arrow Media & Broadband Private Limited  
Rama Associates Private Limited

**(iii) Associate companies**

C&S Medianet Private Limited

**(iv) Joint ventures**

Wire and Wireless Tera Satellite Limited  
Paramount Digital Media Services Private Limited (Joint Venture of Variety Entertainment Private Limited)

**(v) Key Management Personnel (KMP)\*\*\***

Ms. Kavita Kapalu, Non-Executive Non-Independent Director  
Ms. Shilpi Ashana, Independent Director  
Prof. Sunil Kumar Maheshwari, Independent Director (upto 22nd June 2023)  
Mr. Amitabh Kumar, Non-Executive Non-Independent Director  
Mr. Suresh Arora, Whole Time Director  
Mr. Bhanu Pratap Singh, Independent Director (upto 28th June 2023)  
Mr. Yogesh Sharma Chief Executive Officer  
Mr. Suresh Kumar, Company Secretary  
Mr. Vikram Singh Panwar (w.e.f. 15th April 2023 upto 15th September 2023)

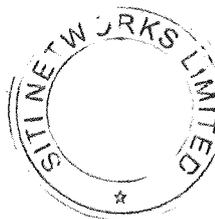
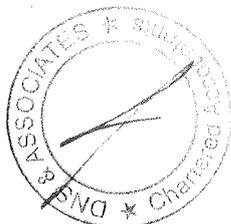
\* The KMPs of the Holding Company are KMP of the group.

**(vi) Enterprises owned or significantly influenced by KMP or their relatives\*\*\*\***

Rama Associates Private Limited

**Related party transactions**

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:



Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

a) Balance (payable)/receivable (net of provision created) at the end of the year

Jointly ventures/Associate companies

Wire and Wireless Tisa Satellite Limited

Enterprises owned or significantly influenced by Promoter/Promoter Group

Trade payables

Rama Associates Private Limited

|  | As at<br>31 March 2025 | As at<br>31 March 2024 |
|--|------------------------|------------------------|
| Wire and Wireless Tisa Satellite Limited                                 | 0.04                   | 0.01                   |
| Enterprises owned or significantly influenced by Promoter/Promoter Group |                        |                        |
| Trade payables   |                        |                        |
| Rama Associates Private Limited  | 6.24                   | 6.24                   |

b) Remuneration to KMP

Mr. Yogesh Sharma

Mr. Vikram Singh Panwar

Mr. Suresh Kumar

|                         | 31 March 2025 | 31 March 2024 |
|-------------------------|---------------|---------------|
| Mr. Yogesh Sharma       | 7.20          | 8.55          |
| Mr. Vikram Singh Panwar | -             | 1.70          |
| Mr. Suresh Kumar        | 4.08          | 2.95          |

c) Compensated absences

Mr. Suresh Kumar

Mr. Vikram Singh Panwar

Mr. Yogesh Sharma

|                         | 31 March 2025 | 31 March 2024 |
|-------------------------|---------------|---------------|
| Mr. Suresh Kumar        | -             | 0.01          |
| Mr. Vikram Singh Panwar | -             | 0.05          |
| Mr. Yogesh Sharma       | -             | 0.16          |

d) Director sitting fees

Ms. Kavita Kapāru

Mr. Bhanu Pratap Singh

Prof. Sund Kumar Maheshwan

Ms. Shilpi Asthana

|                            | 31 March 2025 | 31 March 2024 |
|----------------------------|---------------|---------------|
| Ms. Kavita Kapāru          | -             | 0.10          |
| Mr. Bhanu Pratap Singh     | -             | 0.06          |
| Prof. Sund Kumar Maheshwan | -             | 0.08          |
| Ms. Shilpi Asthana         | -             | 0.08          |

Note:

(i) As per internal assessment performed by the Group of related parties in accordance with Ind AS 24 - Related Party Disclosures, Zee Entertainment Enterprises Limited and Zee Media Corporation Limited are no longer related parties of the Company. However, the Resolutions Professional has classified these companies as related parties under Section 5(24) of the Insolvency and Bankruptcy Code, 2016, which, in case of Zee Entertainment Enterprises Limited, is subject to the order to be passed by the Hon'ble NCLT in Interlocutory Application No. 4910/2023 in CP (IB) 699 of 2022.

(ii) The Group provides long term benefits in the form of gratuity to its KMP along with all employees, the cost and liability of the same is not identifiable separately for each KMP and hence could not be disclosed.

40 Capital and other commitments

Estimated amount of contracts remaining to be executed and not provided for (net of advances)

|   | As at<br>31 March 2025 | As at<br>31 March 2024 |
|---|------------------------|------------------------|
| Estimated amount of contracts remaining to be executed and not provided for (net of advances) | 23.78                  | 7.64                   |

41 Contingent liabilities and litigations

i) Claims against the Group not acknowledged as debts\*

ii) Demands raised by the statutory authorities being contested by the Group:

Service tax matters\*\*

VAT/ Sales tax matters\*\*

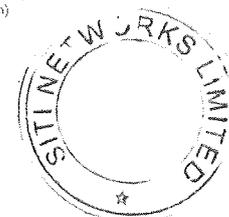
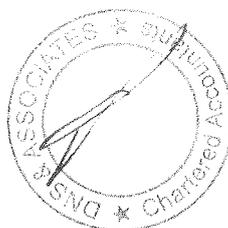
Other statutory matters\*\*

Claims contingently admitted under CIRP\*\*\*

|   | 31 March 2025   | 31 March 2024   |
|---|-----------------|-----------------|
| Claims against the Group not acknowledged as debts*                       | 1,823.52        | 1,700.55        |
| Demands raised by the statutory authorities being contested by the Group: |                 |                 |
| Service tax matters**   | 2,084.20        | 2,203.41        |
| VAT/ Sales tax matters**  | 316.04          | 356.82          |
| Other statutory matters**   | 46.97           | 55.66           |
| Claims contingently admitted under CIRP***                                | 3,391.56        | 3,391.56        |
|   | <b>5,838.77</b> | <b>6,007.46</b> |

\* comprise of ₹ 347.40 million claimed by HDFC Limited in excess of ₹ 2613.25 million already recognised by the Company in books of accounts in respect to the borrowings taken by the Company from HDFC Limited.

\*\* excludes pending cases/litigations including ones with business associates, statutory authorities, subscribers and other parties where based on the legal advice of in-house legal team, the management believes that no material liability will devolve on the Group or where amount of liability is not presently ascertainable. These are gross of amounts deposited under protest amounting to ₹ 91.36 million (previous year: ₹ 91.36 million)



**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

(All amounts in ₹ million, unless stated otherwise)

- ii) (a) Claim for Power Grid Corporation of India has been admitted contingently subject to the outcome of the appeal filed by Power Grid Corporation in TDSAT.
- (b) Claim from the Assistant Commissioner (Sales Tax), Andhra Pradesh has been admitted contingently as appeal has been filed against the order of the department.
- (c) The Department of Telecommunications has submitted its claim in two parts, A (₹ 11,582 million) & B (₹ 11,820 million). The DOT vide its letter dated 20-08-2024 has intimated to the corporate debtor that the effective date of surrender of the ISP licence has now been amended to 31-08-2015 basis representations from the corporate debtor. Accordingly, claims made by the DOT post 31-08-2015 till 20-01-2019 is now rejected. Further the claim of the DOT up to 31-08-2015 is admitted contingently pursuant to the appeal filed by DOT against the TDSAT order in Netmagic which is currently pending before the Supreme Court.
- iii) The Directorate of Revenue Intelligence (DRI), Bangalore, under section 108 of the Custom Act, 1962, had inquired about the classification of viewing cards for applicability of customs duty. The Company had, suo-moto, paid ₹ 20.00 million (previous year ₹ 20.00 million) under protest and had received a show cause notice with a demand for ₹ 1,030.49 million (previous year ₹ 1,030.49 million). The matter is adjourned to 24 August 2022. The Company is confident that the demand will not sustain, therefore no provision has been made in these financial statements and the amount demanded has been considered as contingent liability.
- iv) In case of BNCL, counter bank guarantees in respect of outstanding bank guarantees and fixed deposit pledged ₹ 32.45 million (Previous year ₹ 32.45 million)
- v) The Group has received orders from Income-tax authorities for (a) assessment year 2013-14 on account of disallowance under section 14A read with rule 8D aggregating to ₹ 17.84 million, (b) assessment years 2007-08 and 2008-09 on account of non-withholding of taxes amounting to ₹ 26.17 million, (c) assessment year 2017-18 on account of adjustment of income tax demand with TDS refundable amounting to ₹ 21.8 million. The appeal in the aforesaid litigations is pending before Income Tax Appellate Tribunal, High Court and The Commissioner of Income-Tax (Appeals) respectively and (d) assessment year 2018-19 on account of disallowance of expenses for ₹ 20.45 million pending with Assessing Officer.
- vi) However for the cases a) and b) above, no demand has been raised on the Holding Company in respect of the aforesaid litigations in view of the brought forward losses.
- vii) Siti Network Limited got a demand for ₹ 340.25 million from Zee Entertainment Limited against alleged re-transmitting it's channels during the disconnection period from 06 May 2023 to 25 February 2024. However, no provision has been made in the financial statements against such demand in the absence of working / basis for the demand.

**42 Unhedged foreign currency exposure**

Particulars of unhedged foreign currency exposure as at reporting date:

|                                | As at 31 March 2025 |              |             |              | As at 31 March 2024 |              |             |              |
|--------------------------------|---------------------|--------------|-------------|--------------|---------------------|--------------|-------------|--------------|
|                                | EURO million        | ₹ in million | USD million | ₹ in million | EURO million        | ₹ in million | USD million | ₹ in million |
| Payables for capital creditors | 0.69                | 64.29        | 0.02        | 1.68         | 0.72                | 64.34        | 0.00        | 0.03         |

\* Closing rate as at 31 March 2025: 1 EURO = ₹ 92.60 (previous year: 1 EURO = ₹ 89.94)

Closing rate as at 31 March 2025: 1 USD = ₹ 85.58 (previous year: 1 USD = ₹ 83.88)

**43 Capital management**

**Risk Management**

The Group aim to manage its working capital efficiently so as to safeguard its ability to continue as a going concern given that it is currently under resolution process. The working capital structure of the Group is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. We consider the amount of capital in proportion to risk and manage the working capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. The Group's policy is to maintain a stable and strong working capital structure with a focus on net assets so as to maintain business continuity and to sustain future development and growth of its business. The Group will take appropriate steps in order to maintain, or if necessary adjust, its working capital structure.

| Particular                                     | As at 31 March 2025 | As at 31 March 2024 |
|--|---------------------|---------------------|
| Current assets (A)                             | 7192.59             | 6638.78             |
| Current liabilities (excluding borrowings) (B) | 16093.60            | 14081.57            |
| <b>Current ratio (A/B)</b>                     | <b>0.45</b>         | <b>0.47</b>         |

**44 Assets pledged as security**

The carrying amount of assets pledged as security are:

**Current assets**

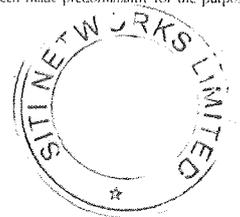
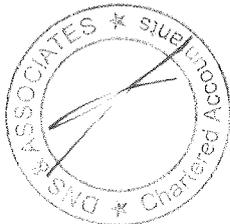
|   |                 |                 |
|---|-----------------|-----------------|
| a) Inventories  | 18.56           | 9.16            |
| b) Financial assets   |                 |                 |
| i) Trade receivables  | 1,454.66        | 1,522.78        |
| ii) Cash and cash equivalents                                 | 609.38          | 457.45          |
| iii) Bank balances other than cash and cash equivalents above | 303.51          | 800.35          |
| iv) Other financial assets                                    | 166.36          | 245.63          |
| c) Other current assets                                       | 265.14          | 165.29          |
|   | <b>2,817.61</b> | <b>3,200.66</b> |

**Non-current assets**

|  |                 |                 |
|--|-----------------|-----------------|
| a) Property, plant and equipment                           | 734.17          | 1,191.97        |
| b) Capital work-in-progress                                | 276.97          | 256.35          |
| c) Other intangible assets                                 | 3.63            | 37.61           |
| d) Intangible assets under development                     | 2.70            | 1.44            |
| e) Other financial assets (Margin money deposit (pledged)) | 26.80           | 33.02           |
| f) Other financial assets (Investments)                    | 2.68            | 26.15           |
|  | <b>1,046.95</b> | <b>1,546.54</b> |
| <b>Total assets</b>  | <b>3,864.55</b> | <b>4,747.20</b> |

**45 Information under Section 186 (4) of the Companies Act, 2013**

There are no investments or loan given or guarantee provided or security given by the Group other than the investments and loans in these consolidated financial statements, which have been made predominantly for the purpose of business.



Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

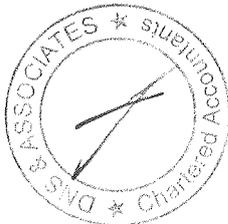
46 Additional information, if required to Consolidated Financial Statements pursuant to Schedule III to the Companies Act, 2013.

For the financial year ended 31 March 2025

| Name of the entity                                    | Net assets i.e., total assets minus total liabilities |                    | Share of profit or loss               |                   | Share in other comprehensive income |             | Share in total comprehensive income (TCI) |                   |
|---|---|--------------------|---------------------------------------|-------------------|-------------------------------------|-------------|---|-------------------|
|   | As % of consolidated net assets                       | Amount             | As % of consolidated (profit) or loss | Amount            | As % of consolidated OCI            | Amount      | As % of TCI                               | Amount            |
| SITI Networks Limited                                 | 112.94%   | (12,942.98)        | 93.23%                                | (1,954.07)        | 38.90%                              | 1.03        | 93.36%                                    | (1,953.04)        |
| <b>Subsidiaries</b>                                   |   |                    |                                       |                   |                                     |             |   |                   |
| Indian Cable Net Company Limited (consolidated)       | -36.33%   | 4,163.29           | -9.36%                                | 196.05            | 77.66%                              | 2.05        | -9.47%                                    | 198.11            |
| Central Bombay Cable Network Limited (consolidated)   | 1.25%   | (142.78)           | 4.61%                                 | (96.46)           | -14.23%                             | (0.38)      | 4.63%                                     | (96.83)           |
| Sincable Broadband South Limited                      | 0.47%   | (54.41)            | 0.30%                                 | (7.63)            | 0.00%                               | -           | 0.30%                                     | (7.63)            |
| Siti Vision Digital Media Private Limited             | 3.32%   | (380.85)           | 1.62%                                 | (33.92)           | -48.60%                             | 1.28        | 1.56%                                     | (32.63)           |
| Siti Ind Digital Media Communications Private Limited | 0.73%   | (83.16)            | 1.26%                                 | (26.43)           | 0.00%                               | -           | 1.26%                                     | (26.43)           |
| Siti Ja Ma Durgge Communications Private Limited      | 0.65%   | (74.80)            | 0.00%                                 | (0.08)            | 0.00%                               | -           | 0.00%                                     | (0.08)            |
| Siti Jawy Digital Cable Network Private Limited       | 0.10%   | (11.24)            | 0.10%                                 | (2.12)            | 0.00%                               | -           | 0.10%                                     | (2.12)            |
| Siti Krishna Digital Media Private Limited            | 0.20%   | (23.24)            | 0.15%                                 | (3.15)            | 0.00%                               | -           | 0.15%                                     | (3.15)            |
| Siti Facion Digital Private Limited                   | 0.54%   | (61.91)            | 0.24%                                 | (5.08)            | 0.00%                               | -           | 0.24%                                     | (5.08)            |
| Siti Guntur Digital Network Private Limited           | 0.11%   | (12.82)            | 0.03%                                 | (0.69)            | 0.00%                               | -           | 0.03%                                     | (0.69)            |
| Siti Karnal Digital Media Network Private Limited     | 1.04%   | (118.78)           | 0.24%                                 | (5.05)            | 0.00%                               | -           | 0.24%                                     | (5.05)            |
| Siti Global Private Limited                           | 0.44%   | (50.87)            | 0.24%                                 | (5.04)            | 0.00%                               | -           | 0.24%                                     | (5.04)            |
| Siti Siri Digital Network Private Limited             | 0.79%   | (90.53)            | -0.04%                                | (0.89)            | -1.83%                              | (0.05)      | -0.04%                                    | (0.75)            |
| Siti Broadband Services Private Limited               | 9.44%   | (1,082.15)         | 6.19%                                 | (129.73)          | 0.00%                               | -           | 6.20%                                     | (129.73)          |
| Siti Prime Uttaranchal Communication Private Limited  | 0.59%   | (67.60)            | 0.95%                                 | (19.93)           | 0.00%                               | -           | 0.95%                                     | (19.93)           |
| Siti Sagar Digital Cable Network Private Limited      | 0.33%   | (38.12)            | 0.26%                                 | (5.52)            | 0.00%                               | -           | 0.26%                                     | (5.52)            |
| Siti Sastar Digital Media Private Limited             | 2.59%   | (297.09)           | 2.13%                                 | (44.58)           | 0.00%                               | -           | 2.13%                                     | (44.58)           |
| Vasery Entertainment Private Limited                  | 1.80%   | (206.36)           | 0.25%                                 | (5.26)            | 0.00%                               | -           | 0.25%                                     | (5.26)            |
| SITI Networks India LLP                               | 0.06%   | (0.14)             | 0.00%                                 | (0.00)            | 0.00%                               | -           | 0.00%                                     | (0.00)            |
| Non Controlling interest in all subsidiaries          | -1.97%  | 225.95             | -1.82%                                | 38.04             | -49.60%                             | (1.30)      | -1.76%                                    | 36.74             |
| Intra-group eliminations                              | 0.95%   | (109.41)           | -0.73%                                | 15.29             | 0.00%                               | -           | -0.73%                                    | 15.29             |
| <b>Total</b>  | <b>100%</b>   | <b>(11,459.60)</b> | <b>100%</b>                           | <b>(2,094.54)</b> | <b>100%</b>                         | <b>2.64</b> | <b>100.00%</b>                            | <b>(2,091.89)</b> |

For the financial year ended 31 March 2024

| Name of the entity                                    | Net assets i.e., total assets minus total liabilities |                   | Share of profit or loss             |                   | Share in other comprehensive income |             | Share in total comprehensive income (TCI) |                   |
|---|---|-------------------|-------------------------------------|-------------------|-------------------------------------|-------------|---|-------------------|
|   | As % of consolidated net assets                       | Amount            | As % of consolidated profit or loss | Amount            | As % of consolidated OCI            | Amount      | As % of TCI                               | Amount            |
| SITI Networks Limited                                 | 118.50%   | (10,989.96)       | 81.83%                              | (1,505.37)        | 52.92%                              | 2.90        | 66.96%                                    | (1,502.47)        |
| <b>Subsidiaries</b>                                   |   |                   |                                     |                   |                                     |             |   |                   |
| Indian Cable Net Company Limited (consolidated)       | -42.79%   | 3,965.31          | 5.22%                               | (96.11)           | 28.55%                              | 1.57        | 4.21%                                     | (94.55)           |
| Central Bombay Cable Network Limited (consolidated)   | 0.50%   | (45.95)           | 4.94%                               | (90.91)           | 6.28%                               | 0.34        | 4.04%                                     | (90.56)           |
| Sincable Broadband South Limited                      | 0.50%   | (46.48)           | 0.42%                               | (7.64)            | 0.00%                               | -           | 0.34%                                     | (7.64)            |
| Siti Vision Digital Media Private Limited             | 4.02%   | (372.74)          | 1.90%                               | (35.02)           | 12.63%                              | 0.69        | 1.56%                                     | (35.02)           |
| Siti Ind Digital Media Communications Private Limited | 0.61%   | (66.72)           | 1.62%                               | (29.85)           | 0.00%                               | -           | 1.33%                                     | (29.85)           |
| Siti Ja Ma Durgge Communications Private Limited      | 0.81%   | (74.72)           | 0.00%                               | (0.07)            | 0.00%                               | -           | 0.00%                                     | (0.07)            |
| Siti Jawy Digital Cable Network Private Limited       | 0.10%   | (9.11)            | 0.06%                               | (1.01)            | 0.00%                               | -           | 0.05%                                     | (1.01)            |
| Siti Krishna Digital Media Private Limited            | 0.22%   | (20.08)           | 0.17%                               | (3.15)            | 0.00%                               | -           | 0.14%                                     | (3.15)            |
| Siti Facion Digital Private Limited                   | 0.61%   | (66.83)           | 0.07%                               | (1.31)            | 0.00%                               | -           | 0.05%                                     | (1.31)            |
| Siti Guntur Digital Network Private Limited           | 0.12%   | (11.37)           | 0.33%                               | (5.98)            | 0.00%                               | -           | 0.23%                                     | (5.24)            |
| Siti Karnal Digital Media Network Private Limited     | 1.23%   | (113.73)          | 0.60%                               | (10.97)           | 0.00%                               | -           | 0.49%                                     | (10.97)           |
| Siti Global Private Limited                           | 0.49%   | (45.83)           | 0.31%                               | (5.61)            | 0.00%                               | -           | 0.25%                                     | (5.61)            |
| Siti Siri Digital Network Private Limited             | 0.91%   | (84.29)           | 3.33%                               | (61.27)           | -0.38%                              | (0.02)      | 2.42%                                     | (54.26)           |
| Siti Broadband Services Private Limited               | 10.20%  | (945.16)          | 6.69%                               | (122.98)          | 0.00%                               | -           | 5.44%                                     | (122.11)          |
| Siti Prime Uttaranchal Communication Private Limited  | 0.51%   | (47.67)           | 2.11%                               | (38.87)           | 0.00%                               | -           | 1.73%                                     | (38.87)           |
| Siti Sagar Digital Cable Network Private Limited      | 0.35%   | (32.60)           | 0.36%                               | (6.64)            | 0.00%                               | -           | 0.30%                                     | (6.64)            |
| Siti Sastar Digital Media Private Limited             | 2.72%   | (252.51)          | 2.87%                               | (52.72)           | 0.00%                               | -           | 2.35%                                     | (52.72)           |
| Vasery Entertainment Private Limited                  | 0.79%   | (72.08)           | 7.36%                               | (135.35)          | 0.00%                               | -           | 0.66%                                     | (21.58)           |
| SITI Networks India LLP                               | 0.06%   | (0.14)            | 0.00%                               | (0.03)            | 0.00%                               | -           | 0.00%                                     | (0.03)            |
| Minority interest in all subsidiaries                 | -5.09%  | 472.14            | -11.47%                             | 210.99            | 0.00%                               | -           | -6.24%                                    | 140.02            |
| Intra-group eliminations                              | -4.50%  | (425.50)          | -8.71%                              | (160.27)          | 0.00%                               | -           | -13.38%                                   | (300.24)          |
| <b>Total</b>  | <b>100.00%</b>  | <b>(9,266.91)</b> | <b>100%</b>                         | <b>(1,839.63)</b> | <b>100%</b>                         | <b>5.49</b> | <b>100.00%</b>                            | <b>(2,243.90)</b> |



Summary of material accounting policies and other explanatory information for the year ended 31 March 2025  
(All amounts in ₹ million unless stated otherwise)

47 Investment in joint venture and associate

| Particulars                              | 31 March 2025 |               |                               | 31 March 2024 |               |                               |
|--|---------------|---------------|-------------------------------|---------------|---------------|-------------------------------|
|  | PDMS          | WWTSL*        | C&S Medianet Private Limited* | PDMS          | WWTSL*        | C&S Medianet Private Limited* |
| <b>Summarised balance sheet</b>          |               |               |                               |               |               |                               |
| <b>Current assets</b>                    |               |               |                               |               |               |                               |
| Cash and cash equivalents                | 0.64          | -             | 2.56                          | 0.33          | -             | 2.61                          |
| Other assets                             | 14.65         | -             | 3.85                          | 14.35         | -             | 3.84                          |
| <b>Total current assets (A)</b>          | <b>15.30</b>  | <b>-</b>      | <b>6.41</b>                   | <b>14.68</b>  | <b>-</b>      | <b>6.45</b>                   |
| <b>Non-current assets (B)</b>            | <b>71.55</b>  | <b>3.36</b>   | <b>-</b>                      | <b>74.66</b>  | <b>3.36</b>   | <b>-</b>                      |
| <b>Current liabilities</b>               |               |               |                               |               |               |                               |
| Trade Payable                            | 57.54         | -             | -                             | -             | -             | -                             |
| Other liabilities                        | 3.22          | -             | 7.76                          | 3.55          | -             | 7.69                          |
| <b>Total current liabilities (C)</b>     | <b>60.76</b>  | <b>-</b>      | <b>7.76</b>                   | <b>3.55</b>   | <b>-</b>      | <b>7.69</b>                   |
| <b>Non-Current liabilities</b>           |               |               |                               |               |               |                               |
| Other liabilities                        | 21.43         | -             | -                             | 21.43         | -             | -                             |
| <b>Total non-current liabilities (D)</b> | <b>21.43</b>  | <b>-</b>      | <b>-</b>                      | <b>21.43</b>  | <b>-</b>      | <b>-</b>                      |
| <b>Net assets (A+B-C-D)</b>              | <b>4.64</b>   | <b>3.36</b>   | <b>(1.35)</b>                 | <b>64.36</b>  | <b>3.36</b>   | <b>(1.23)</b>                 |
| <b>Ownership interest</b>                | <b>50.00%</b> | <b>51.00%</b> | <b>48.00%</b>                 | <b>50.00%</b> | <b>51.00%</b> | <b>48.00%</b>                 |
| <b>Carrying amount of interest</b>       | <b>2.32</b>   | <b>1.71</b>   | <b>-</b>                      | <b>32.18</b>  | <b>1.71</b>   | <b>-</b>                      |

\*The carrying amount of interest has been restricted to ₹ Nil million on account of losses.

| Particulars                                    | 31 March 2025 |               |                               | 31 March 2024 |               |                               |
|--|---------------|---------------|-------------------------------|---------------|---------------|-------------------------------|
|  | PDMS          | WWTSL*        | C&S Medianet Private Limited* | PDMS          | WWTSL*        | C&S Medianet Private Limited* |
| <b>Summarised statement of profit and loss</b> |               |               |                               |               |               |                               |
| Revenue  | 29.05         | -             | -                             | 30.28         | -             | -                             |
| Other income                                   | -             | -             | -                             | -             | -             | -                             |
| Depreciation and amortisation                  | 3.76          | -             | -                             | 4.98          | -             | -                             |
| Finance cost                                   | -             | -             | -                             | -             | -             | -                             |
| Other expenses                                 | 30.79         | 0.06          | 0.12                          | 43.36         | 0.07          | 0.13                          |
| <b>Loss from operations</b>                    | <b>(5.51)</b> | <b>(0.06)</b> | <b>(0.12)</b>                 | <b>(9.05)</b> | <b>(0.07)</b> | <b>(0.13)</b>                 |
| Tax expense                                    | -             | -             | -                             | -             | -             | -                             |
| <b>Loss from operations after tax</b>          | <b>(5.51)</b> | <b>(0.06)</b> | <b>(0.12)</b>                 | <b>(9.05)</b> | <b>(0.07)</b> | <b>(0.13)</b>                 |
| Other comprehensive income                     | -             | -             | -                             | -             | -             | -                             |
| <b>Total comprehensive income</b>              | <b>(5.51)</b> | <b>(0.06)</b> | <b>(0.12)</b>                 | <b>(9.05)</b> | <b>(0.07)</b> | <b>(0.13)</b>                 |
| <b>Ownership interest</b>                      | <b>50.00%</b> | <b>51.00%</b> | <b>48.00%</b>                 | <b>50.00%</b> | <b>51.00%</b> | <b>48.00%</b>                 |

\*The carrying amount of interest has been restricted to ₹ Nil million on account of losses.

48 Tax Expense

The major components of income tax for the year are as under:

|  | 31 March 2025 | 31 March 2024  |
|--|---------------|----------------|
| <b>Income tax related to items recognised directly in the statement of profit and loss</b> |               |                |
| Current tax - current year   | 99.61         | 79.74          |
| Deferred tax charge  | (17.21)       | (147.56)       |
| <b>Total</b>   | <b>82.40</b>  | <b>(67.82)</b> |
| Effective tax rate   | 34.61%        | 34.61%         |

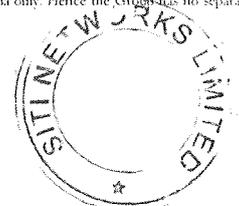
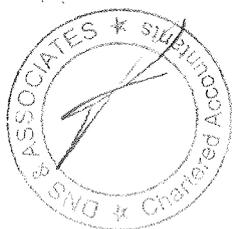
A reconciliation of the income tax expense applicable to the profit before income tax at statutory rate to the income tax expense at the Group's effective income tax rate for the year ended 31 March 2025 and 31 March 2024 is as follows:

|   |              |                |
|---|--------------|----------------|
| Loss before tax   | (2,050.19)   | (2,118.42)     |
| Effective tax rate  | 34.61%       | 34.61%         |
| Tax at statutory income tax rate                                  | (709.57)     | (733.19)       |
| Tax effect on non-deductible expenses                             | 181.83       | 231.12         |
| Additional allowances for tax purposes                            | (139.67)     | (145.52)       |
| Effect of tax on group companies incurring losses                 | (590.76)     | (547.46)       |
| Effect of tax rate difference of subsidiaries                     | (32.43)      | (19.91)        |
| Other permanent difference  | 191.54       | 52.02          |
| <b>Tax expense recognised in the statement of profit and loss</b> | <b>82.40</b> | <b>(67.81)</b> |

49 The Group predominantly operates in a single business segment of cable distribution in India only. Hence there are no separately reportable business or geographical segments as per Indian Accounting Standard (Ind AS) 108 on Operating Segments. Further the Holding Company, its subsidiaries, its associates and its joint venture also predominantly operate in a single business segment of cable and broadband distribution in India only. Hence the Group has no separately reportable business or geographical segments as per Ind AS 108. The aforesaid is in line with the way operating results are reviewed and viewed by the chief operating decision maker(s).

50 Corporate Social Responsibility (CSR)

In view of losses during the year and insufficient profits in the previous year, expenditure on CSR is not applicable for current and previous financial year.



**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

*(All amounts in ₹ million, unless stated otherwise)*

**51. Exceptional items in the consolidated financial statements include the following:**

a) During the year ended 31 March 2024, gain on account of settlement of borrowings, as explained in note 15(c) below, amounting to ₹ 696.84 million was booked.

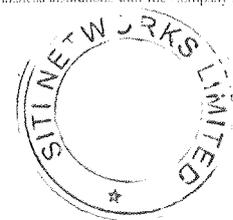
52. For the year ended 31 March 2025, the 'Subscription income' included in the 'Revenue from operations' in these financial statements, inter alia, includes the amounts payable to the broadcasters towards their share per Unit order 2017 in relation to the pay channels subscribed by the customers. The aforementioned corresponding amounts (i.e. Broadcaster's share) has also been presented as an expense in these financial statements. The said amount is ₹ 7,559.93 million for the year ended 31 March 2025 in the consolidated financial statements.

Had these expenses been disclosed on net basis, the 'Revenue from operations' and the 'Pay channel costs' each would have been lower by ₹ 7,559.93 million for the year ended 31 March 2025 in the consolidated financial statements. However, there would not have been any impact on the net loss for the period then ended in the consolidated financial statements.

53. The Group has incurred a net loss of (including other comprehensive income) ₹ 2,128.65 million during the year ended 31 March 2025, and as of that date, the Group's accumulated losses amount to ₹ 28,621.47 million resulting in a negative net worth of ₹ 11,685.57 million and its current liabilities exceeded its current assets by ₹ 16,477.68 million resulting in negative working capital.

Accordingly, there exists a material uncertainty about the Group's ability to continue as a going concern since the future of the Group is dependent upon the successful implementation of a Resolution plan. Since the CIRP is currently in progress, as per the Code, it is required that the Holding Company be managed as a going concern during the CIRP period. The consolidated financial statements have been prepared assuming going concern basis of accounting, although there exists material uncertainty about the Group's ability to continue as going concern since the same is dependent upon the successful implementation of a resolution plan.

54. As on 31 March 2025, the Holding Company and some of its subsidiaries have defaulted in repayment of bank loans and accounts have been classified as Non-Performing Assets (NPA) by the lenders under the Consortium. The Holding Company/ subsidiaries have not provided for additional and penal interest as part of finance cost in terms with conditions put forth in arrangements entered into between the banks & financial institutions with the Company and in accordance with the requirements of Ind AS 109, Financial Instruments.



SITI Networks Limited

Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

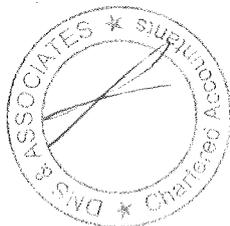
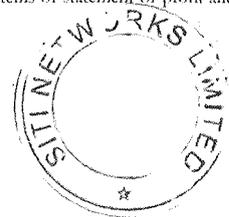
(All amounts in ₹ million, unless stated otherwise)

55 Financials ratios

| Sr. No. | Particulars   | 31 March 2025 | 31 March 2024 | Change            |
|---------|---|---------------|---------------|-------------------|
| i)      | <b>Current Ratio (A/B)</b>  | <b>0.30</b>   | <b>0.31</b>   | 1% <sup>a</sup>   |
|         | Current assets (A)  | 7,192.59      | 6,638.78      |                   |
|         | Current liabilities (B)   | 23,670.26     | 21,669.05     |                   |
| ii)     | <b>Debt-equity ratio (A/B)</b>  | <b>(0.66)</b> | <b>(0.80)</b> | -18% <sup>a</sup> |
|         | Total debt (A) [refer note 4 below]   | 7,700.18      | 7,713.84      |                   |
|         | Total equity (B)  | (11,685.56)   | (9,594.13)    |                   |
| iii)    | <b>Debt-service coverage ratio (A/B)</b>                                    | <b>0.02</b>   | <b>0.07</b>   | -72% <sup>a</sup> |
|         | Earnings available for debt services (i.e. EBITD)- (A) [refer note 6 below] | 168.00        | 581.45        | refer note 7 (a)  |
|         | Borrowings including finance cost (B)                                       | 8,664.01      | 8,530.04      |                   |
| iv)     | <b>Return on equity ratio (A/B)</b>   | <b>0.18</b>   | <b>0.21</b>   | -15% <sup>a</sup> |
|         | Net loss after tax (A) [refer note 2 below]                                 | (2,132.59)    | (2,050.62)    |                   |
|         | Total equity (B)  | (11,685.56)   | (9,594.13)    |                   |
| v)      | <b>Inventory turnover ratio (A/B)</b>                                       | <b>0.92</b>   | <b>0.15</b>   | 492% <sup>a</sup> |
|         | Cost of goods sold (A)  | 22.18         | 2.93          | refer note 7 (b)  |
|         | Average inventory (B)   | 24.21         | 18.96         |                   |
| vi)     | <b>Trade receivables turnover ratio (A/B)</b>                               | <b>4.53</b>   | <b>5.00</b>   | -9% <sup>a</sup>  |
|         | Revenue from operations (A)   | 11,785.08     | 12,910.91     |                   |
|         | Average trade receivables (B)   | 2,602.11      | 2,584.49      |                   |
| vii)    | <b>Trade payables turnover ratio (A/B)</b>                                  | <b>1.13</b>   | <b>1.42</b>   | -21% <sup>a</sup> |
|         | Credit purchases (A) [refer note 5 below]                                   | 11,333.95     | 11,981.38     |                   |
|         | Average trade payables (B)  | 10,048.89     | 8,414.54      |                   |
| viii)   | <b>Net capital turnover ratio (A/B)</b>                                     | <b>(1.01)</b> | <b>(1.35)</b> | -25% <sup>a</sup> |
|         | Revenue from operations (A)   | 11,785.08     | 12,910.91     | refer note 7 (c)  |
|         | Capital employed or net assets (B) [refer note 3 below]                     | (11,685.56)   | (9,594.13)    |                   |
| ix)     | <b>Net loss ratio (A/B)</b>   | <b>(0.18)</b> | <b>(0.16)</b> | 14% <sup>a</sup>  |
|         | Net loss after tax (A) [refer note 2 below]                                 | (2,132.59)    | (2,050.62)    |                   |
|         | Revenue from operations (B)   | 11,785.08     | 12,910.91     |                   |
| x)      | <b>Return on capital employed (A/B)</b>                                     | <b>0.10</b>   | <b>0.13</b>   | -22% <sup>a</sup> |
|         | Earning before interest but after taxes (A)                                 | (1,168.76)    | (1,234.43)    |                   |
|         | Capital employed or net assets (B) [refer note 3 below]                     | (11,685.56)   | (9,594.13)    |                   |
| xi)     | <b>Return on investment (A/B)</b>   | <b>0.18</b>   | <b>0.21</b>   | -15% <sup>a</sup> |
|         | Net loss after tax (A)  | (2,132.59)    | (2,050.62)    |                   |
|         | Capital employed or net assets (B) [refer note 3 below]                     | (11,685.56)   | (9,594.13)    |                   |

Notes:

- 1 Ratios relating to balance sheet items have been presented as at 31 March 2025 and 31 March 2024. Whereas, ratios relating to items of statement of profit and loss account has been presented for financial year ended 31 March 2025 and 31 March 2024.
- 2 Net loss after tax excludes other comprehensive income
- 3 Net assets is the total of equity share capital and other equity.
- 4 Total debt comprise of borrowings from external lenders.
- 5 Credit purchases comprise of purchases during the year, pay channel costs & other expenses
- 6 Earnings available for debt services comprise of earning before interest and depreciation.
- 7 Reason for change by more than 25%<sup>a</sup>
  - a) Declined due to lower earning before interest and depreciation as compared to previous year.
  - b) Declined due to low inventory movement in the year.
  - c) Decrease due to lower revenue and higher accumulated losses in comparison to previous year



SITI Networks Limited  
 Summary of material accounting policies and other explanatory information for the year ended 31 March 2025  
 (All amounts in ₹ millions, unless stated otherwise)

56 Trade payable ageing schedule

As at 31 March 2025

| Particulars                | Unbilled        | Not due      | Outstanding for following periods from due date of payment |                 |                 |                   | Total            |
|----------------------------|-----------------|--------------|--|-----------------|-----------------|-------------------|------------------|
|                            |                 |              | Less than 1 year   | 1-2 years       | 2-3 years       | More than 3 years |                  |
| (i) MSME                   | -               | 22.39        | 258.08   | 49.55           | 7.37            | 2.96              | 340.35           |
| (ii) Others                | 1,773.29        | 49.28        | 1,576.58   | 3,161.77        | 1,206.55        | 3,326.62          | 10,094.09        |
| (iii) Dispute dues - MSME  | -               | -            | -  | -               | -               | -                 | -                |
| (iv) Dispute dues - Others | -               | -            | -  | 0.41            | 0.88            | 3.33              | 4.62             |
| <b>Total</b>               | <b>1,773.29</b> | <b>71.67</b> | <b>1,834.66</b>  | <b>2,211.73</b> | <b>1,214.80</b> | <b>3,332.91</b>   | <b>10,439.06</b> |

As at 31 March 2024

| Particulars                | Unbilled        | Not due      | Outstanding for following periods from due date of payment |                 |                 |                   | Total           |
|----------------------------|-----------------|--------------|--|-----------------|-----------------|-------------------|-----------------|
|                            |                 |              | Less than 1 year   | 1-2 years       | 2-3 years       | More than 3 years |                 |
| (i) MSME                   | -               | 5.48         | 1.65   | 0.02            | 120.62          | 182.05            | 309.82          |
| (ii) Others                | 1,609.85        | 64.51        | 3,296.76   | 1,039.14        | 1,972.80        | 1,361.22          | 9,344.28        |
| (iii) Dispute dues - MSME  | -               | -            | -  | -               | -               | -                 | -               |
| (iv) Dispute dues - Others | -               | -            | 0.41   | 0.88            | 0.88            | 2.45              | 4.62            |
| <b>Total</b>               | <b>1,609.85</b> | <b>69.99</b> | <b>3,298.82</b>  | <b>1,040.04</b> | <b>2,094.30</b> | <b>1,545.72</b>   | <b>9,658.72</b> |

57 Trade receivable ageing schedule

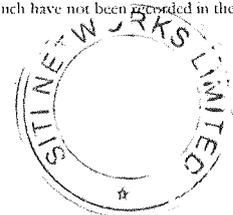
As at 31 March 2025

| Particulars                              | Unbilled      | Not due       | Outstanding for following periods from due date of payment |                   |                 |               |                   | Total           |
|--|---------------|---------------|--|-------------------|-----------------|---------------|-------------------|-----------------|
|  |               |               | Less than 6 months   | 6 months - 1 year | 1-2 years       | 2-3 years     | More than 3 years |                 |
| <b>Undisputed</b>                        |               |               |  |                   |                 |               |                   |                 |
| (i) Considered good                      | -             | 166.15        | 872.77   | 348.99            | 674.74          | 36.13         | 386.22            | 2,485.01        |
| (ii) Significant increase in credit risk | -             | -             | -  | 1.06              | 14.91           | 29.16         | 21.38             | 66.51           |
| (iii) Credit impaired                    | -             | -             | 20.27  | 9.43              | 434.14          | 248.97        | 2,987.07          | 3,699.88        |
| <b>Disputed</b>                          |               |               |  |                   |                 |               |                   |                 |
| (iv) Considered good                     | -             | -             | -  | -                 | -               | -             | -                 | -               |
| (v) Significant increase in credit risk  | -             | -             | -  | -                 | -               | -             | -                 | -               |
| (vi) Credit impaired                     | -             | -             | -  | -                 | -               | -             | -                 | -               |
| Unbilled                                 | 567.12        | -             | -  | -                 | -               | -             | -                 | 567.12          |
| <b>Total</b>                             | <b>567.12</b> | <b>166.15</b> | <b>893.04</b>  | <b>359.48</b>     | <b>1,123.79</b> | <b>314.26</b> | <b>3,394.67</b>   | <b>6,818.51</b> |

As at 31 March 2024

| Particulars                              | Unbilled      | Not due  | Outstanding for following periods from due date of payment |                   |                 |               |                   | Total           |
|--|---------------|----------|--|-------------------|-----------------|---------------|-------------------|-----------------|
|  |               |          | Less than 6 months   | 6 months - 1 year | 1-2 years       | 2-3 years     | More than 3 years |                 |
| <b>Undisputed</b>                        |               |          |  |                   |                 |               |                   |                 |
| (i) Considered good                      | -             | -        | 1,064.77   | 345.16            | 661.36          | 15.13         | 472.58            | 2,559.00        |
| (ii) Significant increase in credit risk | -             | -        | -  | 4.85              | 44.60           | 8.13          | 36.12             | 93.70           |
| (iii) Credit impaired                    | -             | -        | 20.59  | 13.81             | 345.93          | 141.32        | 2,882.75          | 3,404.40        |
| <b>Disputed</b>                          |               |          |  |                   |                 |               |                   |                 |
| (iv) Considered good                     | -             | -        | -  | -                 | -               | -             | -                 | -               |
| (v) Significant increase in credit risk  | -             | -        | -  | -                 | -               | -             | -                 | -               |
| (vi) Credit impaired                     | -             | -        | -  | -                 | -               | -             | -                 | -               |
| Unbilled                                 | 461.04        | -        | -  | -                 | -               | -             | -                 | 461.04          |
| <b>Total</b>                             | <b>461.04</b> | <b>-</b> | <b>1,085.36</b>  | <b>363.82</b>     | <b>1,051.89</b> | <b>164.58</b> | <b>3,391.45</b>   | <b>6,518.14</b> |

- 58 No dividend was paid during the current year as well as in preceding financial year by Holding Company and its subsidiaries. Further no dividend is proposed for the current financial year.
- 59 The Code on Social Security, 2020 which would impact the contributions by the Group towards Provident Fund and Gratuity has received presidential assent on 28 September 2020. The effective date from which the changes are applicable is yet to be notified and the final rules are yet to be framed. The Group will carry out an evaluation of the impact and record the same in the financial statements in the period in which the Code becomes effective and the related rules are published.
- 60 (a) The Group has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other persons or entities, including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (b) The Group has not received any funds from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- 61 There are no transactions that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 which have not been recorded in the books of account by the Group.

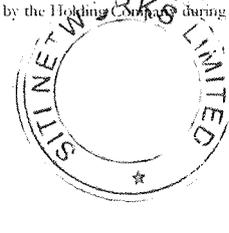
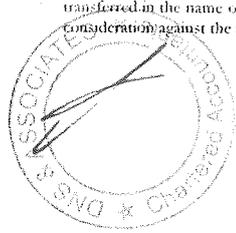


## SITI Networks Limited

### Summary of material accounting policies and other explanatory information for the year ended 31 March 2025

(All amounts in ₹ million, unless stated otherwise)

- 62 The Holding Company is undergoing Corporate Insolvency Resolution Process (CIRP) pursuant to order dated 22 February 2023 ("Admission Order") passed by Hon'ble National Company Law Tribunal (NCLT), Mumbai, under the provisions of Insolvency and Bankruptcy Code, 2016 ("Code"/ "IBC"). By the Admission Order, Mr. Rohit Mehra was appointed as the interim Resolution Professional of the Holding Company. The Admission Order was challenged by one of the Directors (powers suspended) of the Holding Company before the Hon'ble National Company Law Appellate Tribunal ("NCLAT") in an Appeal. By order dated 7 March 2023 "Stay Order", the Hon'ble NCLAT issued notice in the Appeal and passed an interim order staying the operation of the Admission Order. Pursuant to the Stay Order, the control and management of the Holding Company was handed back to the Directors (powers suspended) of the Holding Company by the Interim Resolution Professional. By order dated 10 August 2023, the Hon'ble NCLAT dismissed the Appeal, along with all interim applications ("NCLAT Final Order") and upheld the Admission Order reinstating the CIRP of the Company. Mr. Rohit Mehra was subsequently confirmed as the Resolution Professional of the Holding Company by the committee of creditors. Further, a moratorium in terms of Section 14 of the IBC is in force with respect to the affairs of the Holding Company during its ongoing CIRP. The Resolution Professional has filed an application to NCLT Mumbai seeking clarification with respect to the treatment of liabilities arising during the Stay Period i.e., from 7 March 2023 to 10 August 2023 and cut-off date for certain activities. In relation to the clarification sought, multiple broadcasters have also filed applications with NCLT, Mumbai for release of costs by the Resolution Professional related to the services provided during the Stay Period. These applications are pending adjudication with NCLT.
- 63 Pursuant to the commencement of CIRP of the Holding Company under Insolvency and Bankruptcy Code, 2016, the Resolution Professional has begun to receive claims from financial creditors, operational creditors, employees and other creditors as on 22 February 2023 and if any changes/updates which have happened during the stay period on CIRP upto 10 August 2023. The financial creditors have submitted claims amounting to ₹ 12,060.33 million as on 10 August 2023, out of which ₹ 11,292.66 million have been admitted by the Resolution Professional. The operational creditors, statutory authorities, employees and other creditors have submitted claims amounting to ₹ 19,834.60 million as on 10 August 2023, out of which ₹ 7,066.86 million have been admitted and ₹ 3,391.56 has been admitted contingently by the Resolution Professional.
- 64 Pursuant to the commencement of CIRP of the Holding Company under Insolvency and Bankruptcy Code, 2016, certain information including the minutes of meetings of the Committee of Creditors (CoC) held on various dates, and the outcome of certain procedures carried out as a part of the CIRP are confidential in nature and could not be shared with anyone other than the members of CoC and Hon'ble NCLT.
- 65 During the year ended 31 March 2024, the bank and financial institutions exercising their rights under various facility agreements have received an amount of ₹ 1,230.00 million from the Holding Company's bank account against the borrowings which have been classified as non-performing asset (NPA). Due to non-availability of confirmations from certain lenders, the Holding Company has adjusted such amounts, with the liability for 'Principal Outstanding' on borrowings in the books of accounts. In connection with the above appropriation, Asset Reconstruction Company (India) Limited, one of the financial creditors of the Holding Company, has filed an application with NCLT, Mumbai seeking directions that moratorium was in force during the stay period (i.e., from 7 March 2023 to 10 August 2023) and directions against certain creditors to refund the amount appropriated by them during the Stay Period.
- 66 The consolidated financial statements includes the financial statements of one subsidiary Siti Broadband Services Private Limited, which is undergoing Corporate Insolvency Resolution Process by an order dated 31 October 2023. The financial statements have not been audited by their statutory auditors and have not been approved/signed by the Resolution Professional appointed for this subsidiary for the year ended 31 March 2025. The financial information of the subsidiary included in the consolidated financial statements of the Group reflect total assets of ₹ 391.45 million as at 31 March 2025, total revenues of ₹ 434.71 million, total net loss after tax of ₹ 129.81 million, and total comprehensive loss of ₹ 126.13 million for the year ended on 31 March 2025 respectively.
- 67 The consolidated financial statements includes the financial statement of one subsidiary Siti Jind Digital Media Communications Private Limited, which is undergoing Corporate Insolvency Resolution Process by an order dated 22 March 2024. The financial statement have not been audited by their statutory auditors and have not been approved/signed by the Resolution Professional appointed for this subsidiary for the year ended 31 March 2025. The financial information of the subsidiary included in the consolidated financial information of the Group reflects total assets of ₹ 36.63 million as at 31 March 2025, total revenues of ₹ 7.81 million, total net loss after tax of ₹ 26.43 million, and total comprehensive loss of ₹ 26.43 million for the year ended on 31 March 2025 respectively.
- 68 The Resolution Professional has filed an application against members of the erstwhile management of the Holding Company under section 25(2)(g) read with Section 66 of the Insolvency and Bankruptcy Code, 2016 read with Regulation 35(A)(3) of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 seeking relief against certain fraudulent and wrongful trading transactions undertaken by the Corporate Debtor under the erstwhile management prior to the insolvency commencement date.
- 69 Zee Entertainment Enterprises Limited ("ZEEL") vide its letter dated 4 August 2023, informed the Company that it has discharged the liability of the Company towards IndusInd Bank Limited for a term loan amounting to ₹ 1175.81 million for ₹ 880.00 million (inclusive of outstanding interests) in which ZEEL had provided the Debt Service Reserve Account ("DSRA guarantee"). As a result, ZEEL stands subrogated in place of IndusInd Bank Limited vis a vis Company as per the applicable laws. Further, ZEEL has also executed a Settlement Agreement with Standard Chartered Bank ("SCB") in regards to the outstanding dues to SCB by the Company. SCB has issued a No Dues Certificate dated 8 January 2024 confirming receipt of all dues from ZEEL as per the Settlement Agreement. ZEEL has discharged the liability of the Company towards SCB for a term loan amounting to ₹ 1001.03 million for ₹ 600.00 million (inclusive of outstanding interest) in which ZEEL had provided the Debt Service Reserve Account ("DSRA guarantee"). As a result, ZEEL stands subrogated in place of SCB vis a vis Company as per the applicable laws. The Resolution Professional has admitted the claims of ZEEL with regard to the dues of the Company to IndusInd Bank and SCB. However, since the Resolution Professional has classified ZEEL as a related party under Section 5(24) of the Insolvency and Bankruptcy Code, 2016, ZEEL is not a member of the committee of creditors. An application has been filed by ZEEL before NCLT, Mumbai regarding its non-inclusion in the CoC and the same is pending. Further, ZEEL has communicated vide their letter dated 08 July 2024 that it has assigned its dues amounting to ₹ 1,480.00 million to Vani Agencies Private Limited via an assignment agreement dated 2 July 2024. The claim outstanding in the name of ZEEL has been subrogated to Vani Agencies Private Limited.
- 70 Aditya Birla Finance Limited ("ABFL") had filed statement of claim on Siti Networks Ltd and Others before Sole Arbitrator Justice L. N Rao (Retd) Judge of Hon'ble Supreme Court of India after disposal 2 Petitions filed by ABFL against the Company before the Delhi High Court. Earlier, the company in compliance with the order of Delhi High Court dated March 28, 2022 has deposited ₹ 238.00 million with the Registry, Delhi High Court and has been adjusted against the net amount payable to Zee Entertainment Enterprises Limited ("ZEEL"). The Sole Arbitrator has passed an order placing some restrictions on the payments to be made to ZEEL which shall be effective till the final disposal of the arbitral proceedings. The above arrangement shall continue till the final disposal of the Arbitration Case. On 9 November 2023, the Sole Arbitrator has removed Siti Networks Limited from arrays of parties on the basis of submissions made by the counsel of the Siti Networks Limited. As per last order, the Sole Arbitrator will pass an order on Amended Statement of Claim and thereafter he will give next date of hearing for further proceedings.
- 71 The Group does not have any transactions or relationships with any companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956.
- 72 The Holding Company has filed a petition before the Telecom Disputes Settlement and Appellate Tribunal ("TDSAT"), New Delhi for restoration of signals of Zee Entertainment Enterprises Limited on the Holding Company's network. TDSAT has passed an interim order pursuant to which, the Holding Company has agreed to deposit an amount of ₹ 400.00 million with The Registrar, TDSAT, New Delhi. Following the approval from the Committee of Creditors of Siti Networks Limited, the broadcasting of ZEEL channels in the Rest of India (ROI) region has resumed, effective from February 26, 2024.
- 73 There is a commercial building appearing in the capital work-in-progress amounting to ₹ 93.88 million as on 31 March 2025 (previous year: 93.88 million), the title deed of the property is yet to be transferred in the name of the Holding Company, however the Holding Company has already taken possession of the same. The same was received by the Holding Company during the year as a consideration against the amount receivable from a customer.



**SITI Networks Limited**

**Summary of material accounting policies and other explanatory information for the year ended 31 March 2025**

*(All amounts in ₹ million, unless stated otherwise)*

transferred in the name of the Holding Company, however the Holding Company has already taken possession of the same. The same was received by the Holding Company during the year as a consideration against the amount receivable from a customer.

- 74 There are no proceeding that has been initiated or pending against the Group for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.
- 75 The Group is not declared willful defaulter by any bank or financial Institution or other lender.
- 76 The Annual General Meeting (AGM) of Indian Cable Net Company Limited, a subsidiary, for the financial year ended 31st March 2024, is pending and is likely to be held shortly.
- 77 The Group has not traded or invested in crypto currency or virtual currency during the year.
- 78 A vendor has filed an application against one of the subsidiary, Siti Vision Digital Media Private Limited, under section 7 of the Insolvency and Bankruptcy Code, 2016 before NCLT, Delhi for initiation of CIRP on the ground that the Company has defaulted in making payments. The petition was dismissed by NCLT vide its order dated 8 June 2023. The vendor has filed an appeal against the order with NCLAT, Delhi. Further, subsidiary has filed a counter appeal against the vendor for which notices for further proceeding are yet to be issued on Siti Vision Digital Media Private Limited.
- 79 Previous period figures have been re-grouped / reclassified wherever necessary, to conform to current period's classification in order to comply with the requirements of the amended Schedule III of the Companies Act, 2013 effective from 01 April 2021.
- 80 The consolidated financial statements for the year ended 31 March 2025 have been prepared and signed by the Chief Executive Officer and the Resolution Professional (RP) while exercising the powers of Board of Directors of the Company which has been conferred upon him in terms of the provisions of Section 17 of the Insolvency and Bankruptcy Code 2016.
- 81 Post reporting date events**  
No adjusting or significant non-adjusting events have occurred between 31 March 2025 and the date of authorisation of these consolidated financial statements.

For **DNS & Associates**  
Chartered Accountants Firm Registration No.: 006956C



**Ankit Marwaha**  
Partner  
Membership No.: 518749

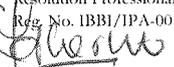


Place: Noida  
Date: 30 June 2025

For and on behalf of the Board of Directors of  
**SITI Networks Limited**



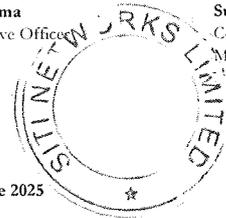
**Rohit Mehra**  
Resolution Professional  
Reg. No. IBBI/IPA-001/IP-P00799/2017-18/11374



**Yogesh Sharma**  
Chief Executive Officer



**Suresh Kumar**  
Company Secretary  
M. No: ACS 14390



Place: Noida  
Date: 30 June 2025

## ANNEXURE – I

### Statement on Impact of Disclaimer of opinion (for audit report with modified opinion) submitted along-with Annual Audited Financial Results - Consolidated)

Statement on Impact of Disclaimer of opinion for the Financial Year ended March 31, 2025  
[See Regulation 33/52 of the SEBI (LODR) Regulations, 2015] Consolidated

| I. | Sl. No. | Particulars                                     | Audited Figures<br>(Rs. in millions) (as<br>reported before<br>adjusting for<br>disclaimer of<br>opinion) | Audited Figures<br>(Rs. in millions) (as<br>reported after<br>adjusting for<br>disclaimer of<br>opinion) |
|----|---------|---|---|--|
|    | 1       | Turnover / Total income                         | 12,117.25   | 4,557.32   |
|    | 2       | Total Expenditure including exceptional items   | 14,164.69   | 6,604.77   |
|    | 3       | Net Profit / (Loss) after tax                   | (2,132.59)  | (2,132.59)   |
|    | 4       | Earnings Per Share (Rs.)                        | (2.45)  | (2.45)   |
|    | 5       | Total Assets                                    | 13,151.20   | 13,151.20  |
|    | 6       | Total Liabilities                               | 24,610.80   | 24,610.80  |
|    | 7       | Net Worth                                       | (11,685.57)   | (11,685.57)  |
|    | 8       | Pay channel, carriage sharing and related costs | 7,559.93  | -  |

#### II. Disclaimer of opinion (each disclaimer separately):

##### (a) Details of Audit Disclaimer:

The Hon'ble National Company Law Tribunal ('NCLT'), Mumbai Bench admitted petition for initiation of Corporate Insolvency Resolution Process ('CIRP') under Section 7 of the Insolvency and Bankruptcy Code 2016 filed by the Financial Creditor vide order dated 22 February 2023, passed in CP no. 690/IBC/MB/2022 ('Admission Order'). The Admission Order was challenged by one of the Directors (powers suspended) of the Holding Company before National Company Law Appellate Tribunal (NCLAT). NCLAT vide order dated 07 March 2023 stayed the operation of the Admission Order dated 22 February 2023. The appeal filed was subsequently dismissed by the National Company Law Appellate Tribunal on 10 August 2023 (NCLAT Final Order). Pursuant to the NCLAT Final Order, the Resolution Professional (RP) has taken over management and control of the Holding Company on 16 August 2023. The Board of Directors (powers suspended) were responsible for management and control of the Holding Company till the date of the NCLAT Final Order. A moratorium under Section 14 of the Insolvency and Bankruptcy Code, 2016 is in force with respect to the affairs of the Holding Company. By Order dated 1 October 2024 the Hon'ble NCLT, Mumbai, in the clarification application and the intervention applications, held that all CIRP related activities should be considered as on 22 February 2023 and directed that all transactions and appropriations undertaken during the Stay Period shall be reversed and the amounts received by the banks during the stay period shall be remitted back to the account of the Company. The lenders have appealed against the order in NCLAT, Delhi and have received an interim relief from NCLAT, Delhi. Therefore, the matter relating to the treatment of liabilities, obligations, and claims incurred stay period upto the i.e., 07 March 2023 upto 10 August 2023, is currently sub-judice with NCLAT, Delhi. In absence of sufficient and appropriate audit evidence, we are unable to comment on the impact of the outcome of the CIRP on the consolidated financial statements of the Company.

The report on the consolidated financial results for the quarter and nine months ended 31 December 2024 and for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above.

##### (b) Type of Audit Qualification:

Disclaimer of Opinion

|      |   |   |
|------|---|---|
|      | (c) Frequency of qualification:   | Qualification was also present in previous year   |
|      | (d) For Audit Disclaimer(s) where the impact is quantified by the auditor, Management's Views:<br>Not applicable  |   |
|      | (e) For Audit Qualification(s) where the impact is not quantified by the auditor:   |   |
|      | i.  | Management's estimation on the impact of audit disclaimer: Unable to estimate   |
|      | ii.   | If management is unable to estimate the impact, reasons for the same: Impact can be estimated once the resolution plan is approved by the Committee of Creditors ("CoC") and Hon'ble NCLT, Mumbai.  |
|      | iii.  | Auditors' Comment on (i) or (ii) above: Adequately disclaimed in our report   |
| III. | <b>Disclaimer of opinion (each disclaimer separately):</b>  |   |
|      | (a) Details of Audit Disclaimer:<br><br>The Holding Company and some of its subsidiaries has defaulted in repayment of bank loans and accounts have been classified as Non-Performing Assets (NPA) by the lenders under the Consortium. The Holding Company and some of its subsidiaries has not provided additional and penal interest as part of finance cost in terms with conditions put forth in arrangements entered into between the banks & financial institutions with the Company and in accordance with the requirements of Ind AS 109, Financial Instruments. In absence of the computation of such interest along with other sufficient appropriate audit evidence as described in note 10 to the Statement, we are unable to comment upon the impact of such non-compliance on the financial information for the quarter and year ended 31 March 2025.<br><br>Our report on the consolidated financial results for the quarter and nine months ended 31 December 2024 and for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above. |   |
|      | (b) Type of Audit Qualification:  | Disclaimer of Opinion   |
|      | (c) Frequency of qualification:   | Qualification was also present in previous year   |
|      | (d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:<br>Not applicable   |   |
|      | (e) For Audit Qualification(s) where the impact is not quantified by the auditor:   |   |
|      | i.  | Management's estimation on the impact of audit qualification: Unable to estimate  |
|      | ii.   | If management is unable to estimate the impact, reasons for the same: Appeal(s) are pending before Hon'ble NCLT, Mumbai seeking clarification on the treatment of liabilities accrued during the stay period of CIRP. Only once these appeals are decided by the adjudicating authority, the impact of penal and additional interest along with other liabilities can be estimated. |
|      | iii.  | Auditors' Comment on (i) or (ii) above: Adequately disclaimed in our report   |
| IV.  | <b>Disclaimer of opinion (each disclaimer separately):</b>  |   |
|      | (a) Details of Audit Disclaimer:  |   |

The financial creditors of the Holding Company have submitted claims amounting to ₹ 12,060.33 million as on 10 August 2024, out of which ₹ 11,292.66 million have been admitted by the RP. The corresponding balance of such borrowings as on 31 March 2025 is ₹ 11,639.77 million in the books of accounts of the Holding Company. In absence of sufficient and appropriate audit evidence for reconciliation of the balances as per the claims submitted, claims admitted and the outstanding balances in the books of accounts, we are unable to comment upon the impact of such non-accrual of additional/ penal interest along with other sufficient appropriate audit evidence with respect to recognition of liabilities, their measurement and all related disclosures to be made, on the accompanying Statement for the year ended 31 March 2025.

Our report on the consolidated financial results for the quarter and nine months ended 31 December 2024 and for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above.

|   |  |
|---|--|
| (b) Type of Audit Qualification:  | Disclaimer of opinion  |
| (c) Frequency of qualification:   | Qualification was also present in previous year  |
| (d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:<br>Not applicable |  |
| (e) For Audit Qualification(s) where the impact is not quantified by the auditor:                                   |  |
| i.  | Management's estimation on the impact of audit qualification: Unable to estimate   |
| ii.   | If management is unable to estimate the impact, reasons for the same: Claims have been received from financial creditors as on 10 <sup>th</sup> August 2023. The RP has admitted claims as on 10 <sup>th</sup> August 2023 without including any interest charged by the lenders for the stay period (i.e. from "7 <sup>th</sup> March 2023" to "9 <sup>th</sup> August 2023"). By Order dated 1 October 2024 the Hon'ble NCLT, Mumbai, in the clarification application and the intervention applications, held that all CIRP related activities should be considered as on 22 February 2023 and directed that all transactions and appropriations undertaken during the Stay Period shall be reversed and the amounts received by the banks during the stay period shall be remitted back to the account of the Company. The lenders have appealed against the order in NCLAT, Delhi and have received an interim relief from Hon'ble NCLAT, Delhi. These appeals are pending before Hon'ble NCLAT, Delhi seeking clarification on the treatment of liabilities accrued during the stay period of CIRP. Only once these appeal(s) are decided by the adjudicating authority, the impact of penal and additional interest along with other liabilities can be estimated. Hence, the interest for the stay period has not been admitted by the CIRP. Post commencement of CIRP, the financial creditors have shared their claims as on 10 <sup>th</sup> August 2023 and a moratorium is in place and hence the financial creditors cannot charge any interest for the moratorium period. However, in the books of accounts interest has been accrued as per the existing terms of lending to comply with the applicable accounting standards |
| iii.  | Auditors' Comment on (i) or (ii) above: Adequately disclaimed in our report  |

**V. Disclaimer of opinion (each disclaimer separately):**

**(a) Details of Audit Disclaimer:**

The operational creditors, employees, statutory authorities and other creditors of the Holding Company have submitted claims amounting to ₹ 19,834.60 million as on 10 August 2023, out of which ₹ 7,066.86 million have been admitted and ₹ 3,391.56 million has been considered as contingent claim by the RP. In absence of sufficient and appropriate audit evidence the admission amount of claims and in the absence of reconciliation of the balances as per the claims submitted, claims admitted and the outstanding balances in the books of

|  |  |  |   |    |   |     |  |      |  |
|--|--|--|---|----|---|-----|--|------|--|
|  | <p>accounts, we are unable to comment upon the impact of such non-accrual of additional liability, if any, along with other sufficient appropriate audit evidence with respect to recognition of liabilities, their measurement and all related disclosures to be made, on the accompanying Statement for the year ended 31 March 2025.</p> <p>The report on the consolidated financial results for the quarter and nine months ended 31 December 2024 and for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above.</p>   |  |   |    |   |     |  |      |  |
| (b)  | <table border="1"> <tr> <td><b>Type of Audit Qualification:</b></td> <td>Disclaimer of opinion</td> </tr> </table>   | <b>Type of Audit Qualification:</b>  | Disclaimer of opinion                           |    |   |     |  |      |  |
| <b>Type of Audit Qualification:</b>  | Disclaimer of opinion  |  |   |    |   |     |  |      |  |
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| <b>Frequency of qualification:</b>   | Qualification was also present in previous year  |  |   |    |   |     |  |      |  |
| (d)  | <table border="1"> <tr> <td><b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b></td> <td>Not applicable</td> </tr> </table>   | <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b> | Not applicable                                  |    |   |     |  |      |  |
| <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b> | Not applicable   |  |   |    |   |     |  |      |  |
| (e)  | <table border="1"> <tr> <td colspan="2"><b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b></td> </tr> <tr> <td>i.</td> <td><b>Management's estimation on the impact of audit qualification:</b> Unable to estimate</td> </tr> <tr> <td>ii.</td> <td><b>If management is unable to estimate the impact, reasons for the same:</b> Appeal(s) are pending before Hon'ble NCLAT, Delhi for the treatment of liabilities accrued during the stay period of CIRP. Only once these appeal(s) are decided by the adjudicating authority, the impact of claim for the stay period including interest along with other liabilities can be estimated.</td> </tr> <tr> <td>iii.</td> <td><b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report</td> </tr> </table>            | <b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b>                 |   | i. | <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate | ii. | <b>If management is unable to estimate the impact, reasons for the same:</b> Appeal(s) are pending before Hon'ble NCLAT, Delhi for the treatment of liabilities accrued during the stay period of CIRP. Only once these appeal(s) are decided by the adjudicating authority, the impact of claim for the stay period including interest along with other liabilities can be estimated.   | iii. | <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report |
| <b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b>                 |  |  |   |    |   |     |  |      |  |
| i.   | <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate  |  |   |    |   |     |  |      |  |
| ii.  | <b>If management is unable to estimate the impact, reasons for the same:</b> Appeal(s) are pending before Hon'ble NCLAT, Delhi for the treatment of liabilities accrued during the stay period of CIRP. Only once these appeal(s) are decided by the adjudicating authority, the impact of claim for the stay period including interest along with other liabilities can be estimated.   |  |   |    |   |     |  |      |  |
| iii.   | <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report   |  |   |    |   |     |  |      |  |
| VI.  | <p><b><u>Disclaimer of opinion (each disclaimer separately):</u></b></p> <p><b>(a) Details of Audit Disclaimer:</b><br/> Certain information including the minutes of meetings of the Committee of Creditors (CoC), and the outcome of certain procedures carried out as a part of the CIRP has not been shared with the auditors citing confidentiality reasons. Accordingly, we are unable to comment on the impact, if any, on the accompanying Statement including recognition, measurement and disclosures, that may arise had we been provided access to above-mentioned information.</p> <p>The report on the consolidated financial results for the quarter and nine months ended 31 December 2024 and for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above.</p> |  |   |    |   |     |  |      |  |
| (b)  | <table border="1"> <tr> <td><b>Type of Audit Qualification:</b></td> <td>Disclaimer of opinion</td> </tr> </table>   | <b>Type of Audit Qualification:</b>  | Disclaimer of opinion                           |    |   |     |  |      |  |
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| <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b> | Not applicable   |  |   |    |   |     |  |      |  |
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| ii.  | <b>If management is unable to estimate the impact, reasons for the same:</b> Pursuant to the commencement of CIRP of the Company under Insolvency and Bankruptcy Code, 2016, certain information including the minutes of meetings of the Committee of Creditors held on various dates, and the outcome of certain procedures carried out as a part of the CIRP are confidential in nature and could not be shared with anyone other than the member of CoC members and Hon'ble NCLT   |  |   |    |   |     |  |      |  |

|  |   |   |                       |  |   |  |                |  |  |   |                    |  |   |   |                                     |
|--|---|---|-----------------------|--|---|--|----------------|--|--|---|--------------------|--|---|---|-------------------------------------|
|  | iii. <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report   |   |                       |  |   |  |                |  |  |   |                    |  |   |   |                                     |
| VII.   | <p><b><u>Disclaimer of opinion (each disclaimer separately):</u></b></p> <p><b>(a) Details of Audit Disclaimer:</b></p> <p>A listing of ongoing litigations before NCLT, Mumbai, including the matter referred to in paragraph 4(i) above pertaining to the treatment of claims/liabilities/obligations arising during the period of stay obtained by one of the Directors (powers suspended) of the Holding Company before NCLAT upto the date of dismissal of such appeal, i.e., 07 March 2023 upto 10 August 2023 have been provided to the auditor. However, in the absence of an evaluation on these ongoing litigations from the management, we are unable to obtain sufficient appropriate audit evidence to evaluate, assess and comment on the impact, if any, on the accompanying Statement including recognition, measurement and disclosures, that may arise had we been provided access to above-mentioned information.</p> <p>The report on the consolidated financial results for the quarter and nine months ended 31 December 2024 and for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above.</p> <table border="1"> <tr> <td>(b) <b>Type of Audit Qualification:</b></td> <td>Disclaimer of opinion</td> </tr> <tr> <td>(c) <b>Frequency of qualification:</b></td> <td>Qualification was also present in previous year</td> </tr> <tr> <td>(d) <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b></td> <td>Not applicable</td> </tr> <tr> <td>(e) <b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b></td> <td></td> </tr> <tr> <td>i. <b>Management's estimation on the impact of audit qualification:</b></td> <td>Unable to estimate</td> </tr> <tr> <td>ii. <b>If management is unable to estimate the impact, reasons for the same:</b></td> <td>Till the time the final order(s) have not been passed in the appeal(s) by the appellate authority, the RP and the management is not in the position to evaluate the final outcome of the appeal(s).</td> </tr> <tr> <td>iii. <b>Auditors' Comment on (i) or (ii) above:</b></td> <td>Adequately disclaimed in our report</td> </tr> </table> | (b) <b>Type of Audit Qualification:</b> | Disclaimer of opinion | (c) <b>Frequency of qualification:</b> | Qualification was also present in previous year | (d) <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b> | Not applicable | (e) <b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b> |  | i. <b>Management's estimation on the impact of audit qualification:</b> | Unable to estimate | ii. <b>If management is unable to estimate the impact, reasons for the same:</b> | Till the time the final order(s) have not been passed in the appeal(s) by the appellate authority, the RP and the management is not in the position to evaluate the final outcome of the appeal(s). | iii. <b>Auditors' Comment on (i) or (ii) above:</b> | Adequately disclaimed in our report |
| (b) <b>Type of Audit Qualification:</b>  | Disclaimer of opinion   |   |                       |  |   |  |                |  |  |   |                    |  |   |   |                                     |
| (c) <b>Frequency of qualification:</b>   | Qualification was also present in previous year   |   |                       |  |   |  |                |  |  |   |                    |  |   |   |                                     |
| (d) <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b> | Not applicable  |   |                       |  |   |  |                |  |  |   |                    |  |   |   |                                     |
| (e) <b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b>                 |   |   |                       |  |   |  |                |  |  |   |                    |  |   |   |                                     |
| i. <b>Management's estimation on the impact of audit qualification:</b>                                  | Unable to estimate  |   |                       |  |   |  |                |  |  |   |                    |  |   |   |                                     |
| ii. <b>If management is unable to estimate the impact, reasons for the same:</b>                         | Till the time the final order(s) have not been passed in the appeal(s) by the appellate authority, the RP and the management is not in the position to evaluate the final outcome of the appeal(s).   |   |                       |  |   |  |                |  |  |   |                    |  |   |   |                                     |
| iii. <b>Auditors' Comment on (i) or (ii) above:</b>  | Adequately disclaimed in our report   |   |                       |  |   |  |                |  |  |   |                    |  |   |   |                                     |
| VIII.  | <p><b><u>Disclaimer of opinion (each disclaimer separately):</u></b></p> <p><b>(a) Details of Audit Disclaimer:</b></p> <p>the Group's 'Revenue from Operations' includes broadcasters' share in subscription income from pay channels, which has correspondingly been presented as an expense which is not in accordance with the requirements of Ind AS-115, 'Revenue from contracts with customers'. Had the management disclosed the same on net basis, the 'Revenue from Operations' and the 'Pay channel, carriage sharing and related costs' each would have been lower by ₹ 1,779.37 million and ₹ 7,559.93 million for the quarter and year ended 31 March 2025 respectively, while there would have been no impact on the net loss for the quarter and year ended 31 March 2025.</p> <p>The report on the consolidated financial results for the quarter and nine months ended 31 December 2024 and for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above.</p> <p>Further, with respect to the above matter, qualification have been given by other firms of Chartered Accountants vide their audit reports dated 2 June 2025, 15 May 2025, 29 May 2025, 13 June 2025, 15 May 2025 and 29 May 2025 on the annual financial results of the subsidiaries of the Holding Company, namely,</p>   |   |                       |  |   |  |                |  |  |   |                    |  |   |   |                                     |

Siti Vision Digital Media Private Limited, Siti Prime Ultranchal Communication Private Limited, Central Bombay Cable Network Limited, Indian Cable Net Company Limited, Siti Sai Star Digital Media Private Limited and Siti Siri Digital Network Private Limited respectively, and is reproduced by us as under, with the aggregate amount pertaining to such subsidiaries, as also included in the above paragraph:

The company's/group's 'Revenue from Operations' includes broadcasters' share in subscription income from pay channels, which has correspondingly been presented as an expense for the above mentioned subsidiaries which is not in accordance with the requirements of Ind AS-115, 'Revenue from contracts with customers'. Had the management disclosed the same on net basis, the 'Revenue from Operations' and the 'Pay channel, carriage sharing and related costs' each would have been lower by ₹ 1,127.82 million and ₹ 4,743.55 million for the quarter and year ended 31 March 2025 respectively, while there would have been no impact on the net loss for the quarter and year ended 31 March 2025.

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| (b) <b>Type of Audit Qualification:</b>   | Disclaimer of opinion                           |
| (c) <b>Frequency of qualification:</b>  | Qualification was also present in previous year |
| (d) <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b><br>As per our interpretation and cable Industry practices of recognising revenue under Ind AS 115, we have appropriately shown gross revenue and content cost separately. Further, there is no impact on the net loss for the quarter and year ended March 31, 2025. |   |
| (e) <b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b>  |   |
| i. <b>Management's estimation on the impact of audit qualification:</b>   | Not applicable                                  |
| ii. <b>If management is unable to estimate the impact, reasons for the same:</b>  | Not applicable                                  |
| iii. <b>Auditors' Comment on (i) or (ii) above:</b>   | Not applicable                                  |

**IX. Disclaimer of opinion (each disclaimer separately):**

**(a) Details of Audit Disclaimer:**

On 30 July 2024 and 4 October 2024, the Resolution Professional has submitted an application against former members of the Holding Company's management under Section 25(2)(j) read with Section 66 of the Insolvency and Bankruptcy Code, 2016, and Regulation 35(A)(3) of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016. This application seeks relief in connection with certain allegedly fraudulent and inappropriate transactions conducted by the Corporate Debtor under the previous management aggregating approx. ₹ 3,254.90 million for the period 10 August 2018 to 10 August 2023, and the matter is currently pending with hon'ble NCLT in Mumbai. However, we are not aware of any counter-application(s) filed by the respondents to the aforementioned application, and we have also not been provided with the transaction audit report which forms the basis of such application. Accordingly, in absence of sufficient appropriate audit evidence and pending resolution of this matter, we are unable to comment on any potential impact on the accompanying Statement for the year ended 31 March 2025, including any issues related to recognition, measurement, or disclosures.

The report on the consolidated financial results for the quarter and nine months ended 31 December 2024 and for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above.

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| (b) <b>Type of Audit Qualification:</b> | Disclaimer of opinion                           |
| (c) <b>Frequency of qualification:</b>  | Qualification was also present in previous year |

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|     | (d) <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b><br>Not applicable  |
|     | (e) <b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b>  |
|     | i. <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate  |
|     | ii. <b>If management is unable to estimate the impact, reasons for the same:</b> Regulation 35A of the CIRP Regulations requires the RP to form an opinion whether Corporate Debtor is subjected to any transaction covered under Sections 43, 45, 50 or 66 on or before 75th day of the ICD. Post approval received from the CoC during the 2nd Meeting of the committee of creditors, the resolution Professional appointed Pipara and Co LLP under Regulation 27(2) of the CIRP Regulations to undertake the Transaction Audit of Siti Networks Limited. The Transaction Auditor has concluded his report and submitted the same to the Resolution Professional. The Resolution Professional has, basis the findings of the Transaction Audit Report, filed appropriate applications under Section 66 of the Insolvency and Bankruptcy Code of 2016 with the Hon'ble NCLT. The Application filed have been shared with the Auditors.   |
|     | iii. <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report   |
| X.  | <b><u>Disclaimer of opinion (each disclaimer separately):</u></b><br><br><b>(a) Details of Audit Disclaimer:</b><br><br>The consolidated financial results includes the annual financial results of subsidiaries (Siti Broadband Services Private Limited, Siti Jind Digital Media Communications Private Limited, Siti Jai Maa Durgee Communications Private Limited, Siti Sagar Digital Cable Network Private Limited and Siti Krishna Digital Media Private Limited), which have not been audited by their auditors, whose financial information included in the consolidated financial information of the Group reflects total assets of ₹ 469.20 million as at 31 March 2025, total revenues of ₹ 103.45 million and ₹ 442.51 million, total net loss after tax of ₹ 56.74 million and ₹ 164.98 million, and total comprehensive loss of ₹ 56.74 million and ₹ 164.98 million for the quarter and year ended on 31 March 2025 respectively, and cash flows (net) of ₹ 28.60 million for the year ended 31 March 2025, as considered in the Statement. These financial results have been furnished by the Holding Company's management for the purpose of preparing consolidated financial information for which we have not been able to obtain sufficient appropriate audit evidence to provide a basis for our report. |
|     | (b) <b>Type of Audit Qualification:</b> Disclaimer of opinion   |
|     | (c) <b>Frequency of qualification:</b> Disclaimer added in Current year   |
|     | (d) <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b><br>Not applicable  |
|     | (e) <b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b>  |
|     | i. <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate  |
|     | ii. <b>If management is unable to estimate the impact, reasons for the same:</b> Management is unable to comment on the impact, if any, in this regard.   |
|     | iii. <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report   |
| XI. | <b><u>Disclaimer of opinion (each disclaimer separately):</u></b>   |





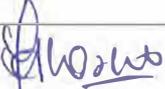
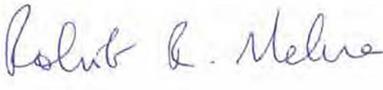
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|      | <b>(a) Details of Audit Disclaimer:</b>   |   |
|      | We have been provided with reports from other auditors on the the annual financial results for the quarter and year ended 31 March 2025 and our conclusion in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, associates and joint ventures is based solely on the audit reports of such other auditors. However, we have not been provided with any information by the Management of the Company, or other auditors with respect to any subsequent events between the date of issuance of the review reports by such auditors and the date of issuance of our report on Consolidated Audited Annual Financial Results of Siti Networks Limited for the quarter and year ended 31 March 2025. As a result, we are unable to comment on the possible impact, if any, on the accompanying Statement, had we been provided access to above-mentioned information. |   |
|      | <b>(b) Type of Audit Qualification:</b>   | Disclaimer of opinion   |
|      | <b>(c) Frequency of qualification:</b>  | Disclaimer added in Current year  |
|      | <b>(d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b><br>Not applicable  |   |
|      | <b>(e) For Audit Qualification(s) where the impact is not quantified by the auditor:</b>  |   |
|      | i.  | Management's estimation on the impact of audit qualification: Unable to estimate  |
|      | ii.   | If management is unable to estimate the impact, reasons for the same: Management is unable to comment on the impact, if any, in this regard.  |
|      | iii.  | Auditors' Comment on (i) or (ii) above: Adequately disclaimed in our report   |
| XII. | <b><u>Disclaimer of opinion (each disclaimer separately):</u></b>   |   |
|      | <b>(a) Details of Audit Disclaimer:</b>   |   |
|      | The Holding Company has not carried out physical verification of the property, plant and equipment. Accordingly, material discrepancies, if any, could not be ascertained and therefore, we are unable to comment on the existence of such property, plant and equipment and its related impact, if any, on the accompanying Statement for the year ended 31 March 2025 including recognition, measurement and disclosures, that may arise had the Holding Company carried out such physical verification.  |   |
|      | The report on the consolidated financial results for the year ended 31 March 2025 also had a disclaimer of conclusion with respect to the matter stated above.  |   |
|      | <b>(b) Type of Audit Qualification:</b>   | Disclaimer of opinion   |
|      | <b>(c) Frequency of qualification:</b>  | Qualification was also present in previous year   |
|      | <b>(d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b><br>Not applicable  |   |
|      | <b>(e) For Audit Qualification(s) where the impact is not quantified by the auditor:</b>  |   |
|      | i.  | Management's estimation on the impact of audit qualification: Unable to estimate  |
|      | ii.   | If management is unable to estimate the impact, reasons for the same: A major part of the Property, Plant and Equipment are installed either at customer premises or lying with the |

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|      |  | distributors/cable operators. Hence, the physical verification of such items of PPE is not feasible owing to the nature and location of these assets.   |
|      | iii.   | <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report  |
| XIII | <b><u>Disclaimer of opinion (each disclaimer separately):</u></b>  |   |
|      | <b>(a) Details of Audit Disclaimer:</b>  |   |
|      | The Holding Company has not completed the reconciliation of Goods and Services Tax (GST) input credits pertaining to previous financial years with the books of accounts and the returns filed with the statutory authorities. In the absence of adequate supporting documentation and reconciliations, we are unable to obtain sufficient appropriate audit evidence to determine the accuracy, completeness, and recoverability of the GST input credits recognized in the financial statements as at and for the year ended 31 March 2025. Consequently, we are unable to ascertain the possible impact, if any, of such unreconciled GST input credits on the financial position, results, and cash flows of the Group.  |   |
|      | <b>(b) Type of Audit Qualification:</b>  | Disclaimer of opinion   |
|      | <b>(c) Frequency of qualification:</b>   | Disclaimer added in current year  |
|      | <b>(d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b><br>Not applicable   |   |
|      | <b>(e) For Audit Qualification(s) where the impact is not quantified by the auditor:</b>   |   |
|      | i.   | <b>Management's estimation on the impact of audit qualification:</b> Unable to estimate   |
|      | ii.  | <b>If management is unable to estimate the impact, reasons for the same:</b> The Company is in the process of reconciling its accounts which could not be completed by the time of audit closure owing to pending confirmations and adjustments with vendors pertaining to pre-CIRP dues. |
|      | iii.   | <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report  |
| XIV  | <b><u>Disclaimer of opinion (each disclaimer separately):</u></b>  |   |
|      | <b>(a) Details of Audit Disclaimer:</b>  |   |
|      | The Group's consolidated financial statements include the financial statements of two subsidiary companies, namely, Siti Broadband Services Private Limited and Siti Jind Digital Media Communications Private Limited, however, we understand that these subsidiaries are under the Corporate Insolvency Resolution Process (CIRP) as directed by the Hon'ble National Company Law Tribunal, Delhi, vide orders dated 31 October 2023 and 22 March 2024, respectively. In terms with the provisions of Ind AS 110 - Consolidated Financial Statements, the Company is required to carry out an evaluation as to whether, consequent to these subsidiaries being admitted under CIRP process, the Company continues to exercise "control" for the purpose of consolidation, however, the Company has not carried out such evaluation. In absence of such assessment, we are unable to obtain sufficient appropriate audit evidence to ascertain as to whether the financial statements of these subsidiaries should continue to be consolidated or if the Company should account for "loss of control", in terms with Ind AS 110, and accordingly, we are unable to comment on the impact, if any, of such evaluation and resulting conclusion thereon, on the accompanying consolidated financial statements for the quarter and year ended 31 March 2025, and the consequential impact on the Group's financial position, results, and disclosures including |   |

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| restatement, if any, that may need to be carried out by the Company and disclosed accordingly in the accompanying consolidated financial statements. |  |
| (b) Type of Audit Qualification:   | Disclaimer of opinion  |
| (c) Frequency of qualification:  | Disclaimer added in current year   |
| (d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:<br>Not applicable                                  |  |
| (e) For Audit Qualification(s) where the impact is not quantified by the auditor:  |  |
| i.   | Management's estimation on the impact of audit qualification: Unable to estimate   |
| ii.  | If management is unable to estimate the impact, reasons for the same: The management shall assess the "loss of control" as per Ind AS 110 for these subsidiaries upon approval of the resolution plan under the CIRP. Till then, these entities are deemed to be a subsidiaries and included within the consolidated financial results.  |
| iii.   | Auditors' Comment on (i) or (ii) above: Adequately disclaimed in our report  |
| XV   | <p><b><u>Disclaimer of opinion (each disclaimer separately):</u></b></p> <p><b>(a) Details of Audit Disclaimer:</b></p> <p>the Group has incurred a net loss (including other comprehensive income) of ₹ 444.16 million and ₹ 2,128.65 million during the quarter and year ended 31 March 2025 respectively, and as of that date, the Group's accumulated losses amount to ₹28,621.47 million resulting in a negative net worth of ₹ 11,685.57 million and its current liabilities exceeded its current assets by ₹ 16,477.68 million resulting in negative working capital. The above factors along with matters stated in paragraphs 4(i) to 4(xii) above and other matters as set forth in note 6 of the accompanying Statement, indicate a material uncertainty about the Group's ability to continue as a going concern since the future of the Group is dependent upon the successful implementation of a Resolution plan of the Holding Company. The Statement has been prepared by the management assuming going concern basis of accounting, for which we have not been able to obtain sufficient appropriate audit evidence regarding the use of such assumption, based on management's assessment of the successful outcome of the ongoing Resolution process with no adjustments having been made to the carrying value of the assets and liabilities and their presentation and classification in the Balance Sheet.</p> <p>The report on the consolidated financial results for the quarter and nine months ended 31 December 2024 and for the year ended 31 March 2024 also had a disclaimer of conclusion with respect to the matter stated above.</p> |
| (b) Type of Audit Qualification:   | Disclaimer of opinion  |
| (c) Frequency of qualification:  | Qualification was also present in previous year  |
| (d) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:<br>Not applicable                                  |  |
| (e) For Audit Qualification(s) where the impact is not quantified by the auditor:  |  |
| i.   | Management's estimation on the impact of audit qualification: Unable to estimate   |

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|  |  | ii. <b>If management is unable to estimate the impact, reasons for the same:</b> Going concern basis of accounting has been adopted based on our assessment of a successful outcome of the ongoing Resolution process and accordingly no adjustments have been made to the carrying value of the assets and liabilities and their presentation and classification in the Balance Sheet. |
|  |  | iii. <b>Auditors' Comment on (i) or (ii) above:</b> Adequately disclaimed in our report   |

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| XV. | Signatories:   |  |
|     | <br>Yogesh Sharma<br>Chief Executive Office<br>Noida,         |  |
|     | Rohit Mehra<br>Resolution Professional<br>Reg. No. IBBI/PA-001/IP-P00799/2017-18/11374<br>Noida,   |   |
|     | Statutory Auditors<br>For DNS & Associates<br>Firm Registration No. 006956C<br><br>Ankit Marwaha<br>Partner<br>Membership No. 518749<br>Noida, |  |