



October 27, 2022

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

The National Stock Exchange of India Limited
Exchange Plaza, C-1, Block – G, Bandra Kurla Complex,
Bandra (E), Mumbai-400051

Ref: Indus Towers Limited (534816/ INDUSTOWER)

Sub: Financial results for the second quarter (Q2) and half year ended September 30, 2022

Dear Sir/ Madam,

In compliance with Regulation 30 and 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing the following for the second quarter (Q2) and half year ended September 30, 2022:

- Audited consolidated financial results as per Ind-AS;
- Audited standalone financial results as per Ind-AS;
- Auditor's reports on the aforesaid financial results.

The above financial results have been reviewed by the Audit & Risk Management Committee in its meeting held today i.e., October 27, 2022 and based on its recommendation, approved by the Board of Directors in its meeting held today i.e., October 27, 2022. The Board Meeting commenced at 4.10 p.m. and concluded at 8:23 p.m.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For Indus Towers Limited
(formerly Bharti Infratel Limited)

Samridhi Rodhe
Company Secretary

Indus Towers Limited
(formerly Bharti Infratel Limited)

INDEPENDENT AUDITOR'S REPORT ON AUDIT OF CONSOLIDATED FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF INDUS TOWERS LIMITED (formerly Bharti Infratel Limited)

Opinion

We have audited the Consolidated Financial Results for the quarter and half year ended September 30, 2022 ("the Consolidated Financial Results) included in the accompanying "Statement of Audited Consolidated Financial Results for the quarter and half year ended September 30, 2022" of **INDUS TOWERS LIMITED** (formerly Bharti Infratel Limited) ("the Parent") and its subsidiary (the Parent and its subsidiary together referred to as "the Group") for the quarter and half year ended September 30, 2022, ("the Statement") being submitted by the Parent pursuant to the requirements of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Consolidated Financial Results for the quarter and half year ended September 30, 2022:

- (i) includes the results of the following entities:
 - a. Indus Towers Limited (ITL) (formerly Bharti Infratel Limited) (Parent)
 - b. Smartx Services Limited (100% subsidiary of ITL)
 - c. Indus Towers Employees Welfare Trust (formerly Bharti Infratel Employees Welfare Trust);
- (ii) is presented in accordance with the requirements of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
- (iii) gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34") prescribed under section 133 of the Companies Act 2013 (the "Act") read with relevant rules issued thereunder and other accounting principles generally accepted in India of the consolidated net profit and consolidated total comprehensive income and other financial information of the Group for the quarter and half year ended September 30, 2022.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under Section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in Auditor's Responsibilities for audit of the Consolidated Financial Results for the quarter and half year ended September 30, 2022 section below. We are independent of the Group 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 Consolidated Financial Results for the quarter and half year ended September 30, 2022 under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.



Emphasis of Matter

Material uncertainty at one of the largest customers of the Group and its consequential impact on Group's business operations

We draw attention to note 6 of the consolidated financial results, which describes the impact on business operations, receivables and financial position of the Group on account of one of the largest customer's financial conditions and its ability to continue as a going concern.

The customer's assumption of going concern is essentially dependent on its ability to raise additional funds as required and successful negotiations with lenders for continued support and generation of cash flow from its operations that it needs to settle its liabilities as they fall due.

Our opinion is not modified in respect of this matter.

Management's Responsibilities for the Consolidated Financial Results

This Statement, which includes the Consolidated Financial Results is the responsibility of the Parent's Board of Directors and has been approved by them for the issuance. The Statement has been compiled from the related audited consolidated financial statements for the year ended March 31, 2022, interim condensed consolidated financial statements for the quarter ended June 30, 2022 and for the quarter and half year ended September 30, 2022. This responsibility includes the preparation and presentation of the Consolidated Financial Results for the quarter and half year ended September 30, 2022 that give a true and fair view of the consolidated net profit and consolidated other comprehensive income and other financial information of the Group in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards ("Ind AS"), prescribed under Section 133 of the Act, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 and Regulation 52 of the Listing Regulations.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 the 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 respective financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of this Consolidated Financial Results by the Directors of the Parent, as aforesaid.

In preparing the Consolidated Financial Results, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Results for the quarter and half year ended September 30, 2022 as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material



if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Consolidated Financial Results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated Financial Results, 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, but not for the purpose of expressing an opinion on the effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 and Regulation 52 of the Listing Regulations.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Results 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 to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Results, including the disclosures, and whether the Consolidated Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the Standalone Financial Results entities within the Group to express an opinion on the Consolidated Financial Results. We are responsible for the direction, supervision and performance of the audit of financial information of such entity included in the Consolidated Financial Results of which we are the independent auditors. For the other entity included in the Annual Consolidated Financial Results, which have been audited by the other auditor, such other auditor remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Consolidated Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Financial Results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated Financial Results.

We communicate with those charged with governance of the Parent and such other entity included in the Consolidated Financial Results of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings including any significant deficiencies in internal control that we identify during our audit.



Deloitte Haskins & Sells LLP

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.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)



A handwritten signature in blue ink, appearing to read "Jaideep Bhargava".

Jaideep Bhargava
Partner

(Membership No. 090295)

UDIN: 22090295BAZ69R2989

Place: Gurugram
Date: October 27, 2022

Indus Towers Limited (formerly Bharti Infratel Limited)
(CIN: L64201HR2006PLC073821)

Regd. Office: Building No. 10, Tower A, 4th Floor, DLF Cyber City, Gurugram-122002, Haryana

Telephone no. +91 124 4296766 Fax no. +91 124 4289333, Email id: compliance.officer@industowers.com

Statement of Audited Consolidated Ind AS financial results for the quarter and half year ended September 30, 2022

(In Rs. Million except per share data)

Particulars	Quarter ended			Half year ended		Year ended
	September 30, 2022	June 30, 2022	September 30, 2021	September 30, 2022	September 30, 2021	March 31, 2022
	Audited	Audited	Audited	Audited	Audited	Audited
Income						
Revenue from operations	79,666	68,973	68,765	148,639	136,735	277,172
Other income	629	925	927	1,554	1,496	3,525
Total income	80,295	69,898	69,692	150,193	138,231	280,697
Expenses						
Power and fuel	27,177	26,915	26,511	54,092	52,974	102,658
Employee benefit expenses	1,957	1,834	1,848	3,791	3,720	7,722
Repairs and maintenance	3,335	3,368	3,340	6,703	6,640	13,467
Other expenses	19,073	13,634	661	32,707	1,711	3,896
Total expenses	51,542	45,751	32,360	97,293	65,045	127,743
Profit before depreciation and amortisation, finance costs, finance income, charity and donation and tax	28,753	24,147	37,332	52,900	73,186	152,954
Depreciation and amortization expense	13,338	13,756	13,398	27,094	26,816	54,222
Less: adjusted with general reserve in accordance with the scheme of arrangement	(271)	(363)	(237)	(634)	(457)	(970)
	13,067	13,393	13,161	26,460	26,359	53,252
Finance costs	4,151	3,914	3,958	8,065	8,069	16,033
Finance income	(227)	(194)	(293)	(421)	(636)	(1,060)
Charity and donation	12	603	172	615	290	422
Profit before tax	11,750	6,431	20,334	18,181	39,104	84,307
Income tax expense	3,032	1,658	4,749	4,690	9,366	20,576
Current tax	7,037	4,592	4,732	11,629	9,688	20,373
Deferred tax	(4,005)	(2,934)	17	(6,939)	(322)	203
Profit after tax	8,718	4,773	15,585	13,491	29,738	63,731
Other comprehensive income (OCI)						
Items that will not be re-classified to profit and loss						
Remeasurement of the gain/ (loss) of defined benefit plans (net of tax)	(5)	-	15	(5)	15	36
Other comprehensive income for the period/year (net of tax)	(5)	-	15	(5)	15	36
Total comprehensive income for the period/year (net of tax)	8,713	4,773	15,600	13,486	29,753	63,767
Paid-up equity share capital (Face value Rs. 10 each)	26,949	26,949	26,949	26,949	26,949	26,949
Other equity	177,800	169,342	161,072	177,800	161,072	194,556
Earnings per share (nominal value of share Rs. 10 each)						
Basic	3.236	1.771	5.790	5.007	11.043	23.653
Diluted	3.235	1.771	5.789	5.006	11.041	23.651



Notes to financial results

- The above financial results for the quarter and half year ended September 30, 2022 have been reviewed by the Audit & Risk Management Committee at its meeting held on October 27, 2022 and approved by the Board of Directors at its meeting held on October 27, 2022.
- The above financial results are extracted from the audited interim condensed consolidated financial statements of the Company, which have been prepared in accordance with Indian Accounting Standards (Ind AS 34 'Interim Financial Reporting') as prescribed under Section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015 issued thereunder and other relevant provisions of the Companies Act, 2013 as amended from time to time. The consolidated financial results represent results of 'the Group' which comprises of the Company, its subsidiary 'Smartx Services Limited' and its controlled trust 'Indus Towers Employees Welfare Trust (formerly Bharti Infratel Employees Welfare Trust)' prepared as per Ind AS 110 on Consolidated Financial Statements. The statutory auditors have expressed an unmodified audit opinion on these financial results.
- Statement of Assets and Liabilities is as follows:**

(In Rs. Million)

Particulars	As at	
	September 30, 2022	March 31, 2022
	Audited	Audited
A Assets		
Non-current assets		
Property, plant and equipment	205,890	208,699
Right of use asset	108,901	109,210
Capital work-in-progress	2,196	1,787
Intangible assets	278	352
Financial assets		
Other financial assets	11,690	11,012
Income tax assets (net)	7,093	6,844
Deferred tax assets (net)	6,022	-
Other non-current assets	21,960	18,659
	364,030	356,563
Current assets		
Financial assets		
Investment	2,783	16,521
Trade receivables	64,990	70,586
Cash and cash equivalents	333	9,802
Other financial assets	35,120	23,755
Other current assets	3,105	2,449
	106,331	123,113
Total assets	470,361	479,676
B Equity and liabilities		
Equity		
Equity share capital	26,949	26,949
Other equity	177,800	194,556
	204,749	221,505
Non-current liabilities		
Financial liabilities		
Borrowings	13,613	23,739
Lease liabilities	121,435	120,877
Other financial liabilities	4,094	5,708
Provisions	17,907	17,198
Deferred tax liabilities (net)	-	918
Other non-current liabilities	1,739	1,462
	158,788	169,902
Current liabilities		
Financial liabilities		
Borrowings	46,798	31,129
Lease liabilities	21,075	21,515
Trade payable		
Total outstanding dues of micro enterprises and small enterprises	508	522
Total outstanding dues to creditors other than micro enterprises and small enterprises	20,958	20,771
Other financial liabilities	6,642	6,510
Other current liabilities	7,178	5,163
Provisions	677	535
Current tax liabilities (net)	2,988	2,124
	106,824	88,269
Total Liabilities	265,612	258,171
Total equity and liabilities	470,361	479,676



4. Statement of Cash Flows is as follows:

(In Rs. Million)

Particulars	Half year ended	
	September 30, 2022	September 30, 2021
	Audited	Audited
Cash flows from operating activities		
Profit before taxation	18,181	39,104
Adjustments for		
Depreciation and amortization expense	26,460	26,359
Finance income	(421)	(636)
Finance costs	8,065	8,069
Profit on disposal of property, plant & equipment	(1,236)	(980)
Provision for doubtful debts and advances	30,062	(488)
Revenue equalisation	(3,644)	(1,925)
Others	(258)	(579)
Operating profit before changes in assets and liabilities	77,209	68,924
Decrease/(Increase) in other financial assets	(12,114)	(7,097)
Decrease/(Increase) in other assets	(320)	3,122
Decrease/(Increase) in trade receivables	(24,406)	(18,749)
Decrease/(Increase) in other financial liabilities	(2,244)	(407)
Decrease/(Increase) in provisions	42	48
Decrease/(Increase) in other liabilities	2,446	2
Decrease/(Increase) in trade payables	299	1,664
Cash generated from operations	40,912	47,507
Income tax paid (net of refunds)	(11,014)	(8,545)
Net cash flow from/(used in) operating activities (A)	29,898	38,962
Cash flows from investing activities		
Purchase of property, plant & equipment	(14,844)	(17,929)
Proceeds from sale of property, plant & equipment	2,056	1,544
Investment in mutual funds	(106,475)	(44,698)
Proceeds from sale of mutual funds	120,226	61,168
Interest received	409	357
Others	(5)	(5)
Net cash flow from/(used in) investing activities (B)	1,367	437
Cash flows from financing activities		
Proceeds from borrowings	52,954	106,639
Repayment of borrowings	(47,383)	(128,546)
Sale/(purchase) of treasury shares (net)	-	(83)
Dividend paid	(29,638)	-
Interest paid	(1,698)	(1,846)
Repayment of lease liabilities (including interest)	(14,969)	(14,360)
Net cash flow from/(used in) financing activities (C)	(40,734)	(38,196)
Net increase/(decrease) in cash and cash equivalents during the period (A+B+C)	(9,469)	1,203
Cash and cash equivalents at the beginning of the period	9,802	143
Cash and cash equivalents at the end of the period	333	1,346

5. The audited Standalone results of the Company are available on the Company's website www.industowers.com and on the Stock Exchanges websites www.nseindia.com and www.bseindia.com. Key numbers of Standalone Financial Results of the Company are as under:

(In Rs. Million)

S.No	Particulars	Quarter ended			Half year ended		Year ended
		September 30, 2022	June 30, 2022	September 30, 2021	September 30, 2022	September 30, 2021	March 31, 2022
1	Revenue from operations	79,666	68,973	68,752	148,639	136,708	277,082
2	Profit before tax	11,760	6,443	20,347	18,203	39,132	84,243
3	Profit after tax	8,730	4,789	15,598	13,519	29,766	63,671



6. A large customer of the Group accounts for substantial part of net sales for the period ended September 30, 2022 and constitutes a significant part of trade receivables outstanding as at September 30, 2022.

The said customer:

- in its declared results for quarter ended June 30, 2022 had indicated that its ability to continue as a going concern is dependent on its ability to raise additional funds as required, successful negotiations with lenders for continued support and generation of cash flow from operations to enable it to settle its liabilities as they fall due. The said customer had also indicated that so far it has met all its debt obligations till date;
- in addition to acceptance of equity conversion of interest liabilities and deferment of annual spectrum liabilities upto financial year 2016-17, DoT had further offered vide letter dated June 15, 2022, a moratorium on pending AGR dues upto financial year 2018-19 along with an option of equity conversion of interest liability pertaining to the moratorium period, has conveyed its acceptance for the deferment of AGR dues upto the financial year 2018-19. However, the decision on whether to opt for further conversion of interest liability into equity or not will be taken within the given 90 days timeline;
- was one of the parties to bid for 5G spectrum auction held in July 2022 which got concluded on August 01, 2022 and successfully bid for its spectrum requirements at a total cost of Rs. 187,993 Mn. This appears to have strengthened the said customer's ability to continue as a going concern.

As agreed earlier, one of the promoters of the said customer has disposed-off all the primary pledged shares held by it in the Company and invested the proceeds thereof in new shares of the said customer. Such proceeds received by the said customer have been exclusively utilized for clearing the outstanding dues of the company. The Company has also received committed amounts from the said customer till the date agreed i.e. July 15, 2022.

In addition to the above:

- the Group, subject to the terms and conditions agreed between the parties, has a secondary pledge over promoter's remaining shares held in the Company and a corporate guarantee provided by said customer's promoter which could be triggered in certain situations and events in the manner agreed between the parties. This is however not adequate to cover the total outstanding with the said customer;
- during the last quarter, the said customer had informed the Company that a funding plan was under finalization with its lenders and had proposed a payment plan to the Company to pay part of the monthly billing till December 2022 and 100% of the amounts billed from January 2023. As regards, the dues outstanding as on December 31, 2022, it has proposed to pay these dues between January 2023 and July 2023. Post discussions, during the current quarter, the company has agreed to accept the part payment till December 2022;
- further, the said customer in its Board meeting dated October 21, 2022, approved issuance of upto 16,000 optionally convertible debentures having a face value of Rs. 1,000,000 each, in one or more tranches, aggregating upto Rs.1,600 crores, convertible into equity shares at a conversion price of Rs. 10/- per equity share, to one of its vendor ("a non-promoter of the said customer"), on a preferential basis. The funds so raised shall be used to pay the amounts owed by the said customer to such non-promoter, and to the extent of any remainder, for general corporate purposes of the said customer. The preferential issue would be subject to certain conditions precedent, including inter alia the approval of the shareholders of the said customer and the Government of India having converted the interest from deferment of Adjusted Gross Revenue and spectrum dues owed by the said customer.

The Group regularly follows a stringent policy for making doubtful debt provision in respect of overdue recoverable from its customers, including the said customer and accordingly makes necessary provisions in the Statement of Profit and Loss. The said provision for the current quarter is INR 17,709 Mn.

It may be noted that the potential loss of a significant customer due to its ability to continue as a going concern or the Company's failure to attract new customers could have an adverse effect on the business, results of operations and financial condition of the Group.



7. The disclosure requirements pursuant to regulation 52(4) of SEBI (LODR) Regulation, 2015 in respect of outstanding Commercial Papers as on September 30, 2022 have been disclosed in standalone financial results of the Company for the quarter and half year ended September 30, 2022 since there is one wholly owned subsidiary and controlled trust which is not material to the consolidated financial results.
8. During the quarter ended March 31, 2022, the Company had settled its reconciliation issues up to December 31, 2021 with its large customers and deferred recognition of revenue arising out of such settlements wherever there was an uncertainty involved with respect to ultimate collection in accordance with its accounting policy. Further, during the quarter ended September 30, 2022, the Company has received the substantial amount arising out of such settlement and accordingly recognized the revenue.
9. Mr. Bimal Dayal, Managing Director and Chief Executive Officer of the Company has been relieved of his duties with effect from the close of business hours on September 17, 2022.
10. Indus Towers Employees Welfare Trust (formerly Bharti Infratel Employees Welfare Trust) [a trust set up for administration of Employee Stock Option Plan ('ESOP') of the Company] was incorporated in FY 2014-15. During the half year ended September 30, 2022, 121,021 equity shares of Rs. 10 each and 743 equity shares of Rs. 109.67 each have been transferred to employees upon exercise of stock options. As of September 30, 2022, the Trust holds 431,948 shares (of Face Value of Rs. 10 each) (March 31, 2022 - 553,712 shares) of the Company.
11. The Group is engaged in the business of establishing, operating and maintaining wireless communication towers and this is the only major activity performed resulting into main source of risks and returns. The Group's segments as reviewed by the Chief Operating Decision Maker (CODM) does not result into identification of different ways / sources into which they see the performance of the Group. Accordingly, the Group has a single reportable segment. Further, as the Group does not operate in more than one geographical segment, hence, the relevant disclosures as per Ind AS 108 – 'Operating Segments' are not applicable to the Group.



For Indus Towers Limited (formerly Bharti Infratel Limited)

A handwritten signature in black ink, appearing to be 'N Kumar', written over a horizontal line.

N Kumar

Chairman

Place of signing - Chennai

Place: Gurugram

Date: October 27, 2022

“The Company”, wherever stated stands for Indus Towers Limited (formerly Bharti Infratel Limited).
For more details on the financial results, please visit our website www.industowers.com

INDEPENDENT AUDITOR'S REPORT ON AUDIT OF STANDALONE FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF INDUS TOWERS LIMITED (formerly Bharti Infratel Limited)

Opinion

We have audited the Interim Standalone Financial Results for the quarter and half year ended September 30, 2022 ("the Standalone Financial Results") included in the accompanying "Statement of Audited Standalone Ind AS Financial Results for the quarter and half year ended September 30, 2022" of **INDUS TOWERS LIMITED** (formerly Bharti Infratel Limited) ("the Company"), ("the Statement"), being submitted by the Company pursuant to the requirements of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Standalone Financial Results for the quarter and half year ended September 30, 2022:

- (i) is presented in accordance with the requirements of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
- (ii) gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34") prescribed under section 133 of the Companies Act 2013 (the "Act") read with relevant rules issued thereunder and other accounting principles generally accepted in India of the net profit and total comprehensive income and other financial information of the Company for the quarter and half year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under Section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for Audit of the Standalone Financial Results 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 ("the ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

Emphasis of Matter

Material uncertainty at one of the largest Customers of the company and its consequential impact on Company's business operations

We draw attention to note 5 of the standalone financial results, which describes the impact on business operations, receivables and financial position of the Company on account of one of the largest customers financial conditions and its ability to continue as a going concern.

The customer's assumption of going concern is essentially dependent on its ability to raise additional funds as required and successful negotiations with lenders for continued support and generation of cash flow from its operations that it needs to settle its liabilities as they fall due.

Our opinion on the statement is not modified in respect of above matter.



Management's Responsibilities for the Standalone Financial Results

This Statement, which includes the Standalone Financial Results is the responsibility of the Company's Board of Directors and has been approved by them for the issuance. The Statement has been compiled from the related audited standalone financial statements for the year ended March 31, 2022, interim condensed financial statements for the quarter and half year ended September 30, 2022 and for the quarter ended June 30, 2022. This responsibility includes the preparation and presentation of the Standalone Financial Results for the quarter and half year ended September 30, 2022 that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 and Regulation 52 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Results that give a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Results, the Board of Directors are 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the financial reporting process of the Company.

Auditor's Responsibilities for audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Results, 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.

- Identify and assess the risks of material misstatement of the Standalone Financial Results, 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 and Regulation 52 of the Listing Regulations.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement 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 Results, including the disclosures, and whether the Standalone Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the Standalone Financial Results of the Company to express an opinion on the Standalone Financial Results.

Materiality is the magnitude of misstatements in the Standalone Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Results.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)



Jaideep Bhargava
Partner

(Membership No. 090295)
UDIN: 22090295BAZFSP2756

Place: Gurugram
Date: October 27, 2022

Indus Towers Limited (formerly Bharti Infratel Limited)
(CIN: L64201HR2006PLC073821)

Regd. Office: Building No. 10, Tower A, 4th Floor, DLF Cyber City, Gurugram-122002, Haryana

Telephone No. +91 124 4296766 **Fax no.** + 91 124 4289333, **Email id:** compliance.officer@industowers.com

Statement of Audited Standalone Ind AS financial results for the quarter and half year ended September 30, 2022

(In Rs. Million except per share data)

Particulars	Quarter ended			Half year ended		Year ended
	September 30, 2022	June 30, 2022	September 30, 2021	September 30, 2022	September 30, 2021	March 31, 2022
	Audited	Audited	Audited	Audited	Audited	Audited
Income						
Revenue from operations	79,666	68,973	68,752	148,639	136,708	277,082
Other income	629	925	927	1,554	1,496	3,525
Total income	80,295	69,898	69,679	150,193	138,204	280,607
Expenses						
Power and fuel	27,177	26,915	26,511	54,092	52,972	102,653
Employee benefit expenses	1,957	1,834	1,848	3,791	3,720	7,722
Repairs and maintenance	3,336	3,367	3,340	6,703	6,640	13,467
Other expenses	19,069	13,629	653	32,698	1,694	3,935
Total expenses	51,539	45,745	32,352	97,284	65,026	127,777
Profit before depreciation and amortization, finance cost, finance income, charity and donation tax	28,756	24,153	37,327	52,909	73,178	152,830
Depreciation and amortization expense	13,331	13,750	13,384	27,081	26,787	54,173
Less: adjusted with General Reserve in accordance with the scheme of arrangement	(271)	(363)	(237)	(634)	(457)	(970)
	13,060	13,387	13,147	26,447	26,330	53,203
Finance costs	4,151	3,914	3,954	8,065	8,062	16,022
Finance income	(227)	(194)	(293)	(421)	(636)	(1,060)
Charity and donation	12	603	172	615	290	422
Profit before tax	11,760	6,443	20,347	18,203	39,132	84,243
Income tax expense:	3,030	1,654	4,749	4,684	9,366	20,572
Current tax	7,035	4,592	4,732	11,627	9,688	20,373
Deferred tax	(4,005)	(2,938)	17	(6,943)	(322)	199
Profit after tax	8,730	4,789	15,598	13,519	29,766	63,671
Other comprehensive income ('OCI')						
Items that will not be re-classified to profit and loss						
Remeasurements gains/(loss) of defined benefit plans (net of tax)	(5)	-	15	(5)	15	36
Other comprehensive income for the period/year, net of tax	(5)	-	15	(5)	15	36
Total comprehensive income for the period/year, net of tax	8,725	4,789	15,613	13,514	29,781	63,707
Paid-up equity share capital (Face value Rs. 10 each)	26,949	26,949	26,949	26,949	26,949	26,949
Other equity	178,043	169,594	161,383	178,043	161,383	194,806
Earnings per equity share (Nominal value of share is Rs. 10 each)						
Basic	3.239	1.777	5.788	5.016	11.045	23.626
Diluted	3.239	1.777	5.788	5.016	11.045	23.626

Notes to financial results

1. The above financial results for the quarter and half year ended September 30, 2022 have been reviewed by the Audit & Risk Management Committee at its meeting held on October 27, 2022 and approved by the Board of Directors at its meeting held on October 27, 2022.



2. The above financial results are extracted from the audited interim condensed standalone financial statements of the Company which have been prepared in accordance with Indian Accounting Standards (Ind AS 34 'Interim Financial Reporting') as prescribed under Section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015 issued thereunder and other relevant provisions of the Companies Act, 2013 as amended from time to time. The statutory auditors have expressed an unmodified audit opinion on these financial results.

3. Statement of Assets and Liabilities is as follows:

		(In Rs. Million)	
Particulars		As at	
		September 30, 2022	March 31, 2022
		Audited	Audited
A	Assets		
	Non-current assets		
	Property, plant and equipment	205,792	208,600
	Right of use assets	108,901	109,210
	Capital work-in-progress	2,193	1,774
	Intangible assets	258	332
	Financial assets		
	Investments	150	150
	Other financial assets	11,788	11,095
	Income tax assets (net)	7,090	6,838
	Deferred tax assets (net)	6,022	-
	Other non-current assets	21,919	18,618
		364,113	356,617
	Current assets		
	Financial assets		
	Investments	2,783	16,521
	Trade receivables	64,990	70,582
	Cash and cash equivalents	325	9,800
	Other financial assets	35,120	23,754
	Other current assets	3,239	2,611
		106,457	123,268
	Total assets	470,570	479,885
B	Equity and liabilities		
	Equity		
	Equity share capital	26,949	26,949
	Other equity	178,043	194,806
		204,992	221,755
	Non-current liabilities		
	Financial liabilities		
	Borrowings	13,613	23,739
	Lease liabilities	121,435	120,877
	Other financial liabilities	4,094	5,708
	Provisions	17,907	17,198
	Deferred tax liabilities (net)	-	922
	Other non-current liabilities	1,739	1,462
		158,788	169,906
	Current liabilities		
	Financial liabilities		
	Borrowings	46,798	31,129
	Lease liabilities	21,075	21,515
	Trade payables		
	-Total outstanding dues of micro enterprises and small enterprises	506	520
	-Total outstanding dues of creditors other than micro enterprises and small enterprises	20,926	20,730
	Other financial liabilities	6,642	6,510
	Other current liabilities	7,178	5,161
	Provisions	677	535
	Current Tax liabilities (net)	2,988	2,124
		106,790	88,224
	Total liabilities	265,578	258,130
	Total equity and liabilities	470,570	479,885



4. Statement of Cash Flows is as follows:

(In Rs. Million)

Particulars	Half year ended	
	September 30, 2022	September 30, 2021
	Audited	Audited
Cash flows from operating activities		
Profit before taxation	18,203	39,132
Adjustments for		
Depreciation and amortization expense	26,447	26,330
Finance income	(421)	(636)
Finance costs	8,065	8,062
Profit on sale of property, plant and equipment	(1,236)	(980)
Provision for doubtful debts and advances (net)	30,060	(488)
Revenue equalisation	(3,644)	(1,925)
Others	(258)	(579)
Operating profit before changes in assets and liabilities	77,216	68,916
Decrease/(Increase) in other financial assets	(12,115)	(7,108)
Decrease/(Increase) in other assets	(321)	3,125
Decrease/(Increase) in trade receivables	(24,408)	(18,738)
Increase/(Decrease) in other financial liabilities	(2,244)	(407)
Increase/(Decrease) in provisions	42	48
Increase/(Decrease) in other liabilities	2,448	5
Increase/(Decrease) in trade payables	307	1,651
Cash generated from operations	40,925	47,492
Income tax paid (net of refunds)	(11,015)	(8,545)
Net cash flow from / (used in) operating activities (A)	29,910	38,947
Cash flows from investing activities		
Purchase of property, plant & equipment	(14,842)	(17,922)
Proceeds from sale of property, plant & equipment	2,056	1,544
Investment in mutual funds	(106,475)	(44,698)
Proceeds from sale of mutual funds	120,226	61,168
Loan given to trust	-	(83)
Interest received	409	357
Loan (given)/received back to/from subsidiary	(15)	13
Others	(4)	(5)
Net cash flow from / (used in) investing activities (B)	1,355	374
Cash flows from financing activities		
Proceeds from borrowings	52,954	106,639
Repayment of borrowings	(47,383)	(128,546)
Dividend paid	(29,644)	-
Interest paid	(1,698)	(1,846)
Repayment of lease liabilities (including interest)	(14,969)	(14,355)
Net cash flow from / (used in) financing activities (C)	(40,740)	(38,108)
Net increase/(decrease) in cash and cash equivalents during the period (A+B+C)	(9,475)	1,213
Cash and cash equivalents at the beginning of the period	9,800	128
Cash and cash equivalents at the end of the period	325	1,341



5. A large customer of the Company accounts for substantial part of net sales for the period ended September 30, 2022 and constitutes a significant part of trade receivables outstanding as at September 30, 2022.

The said customer:

- in its declared results for quarter ended June 30, 2022 had indicated that its ability to continue as a going concern is dependent on its ability to raise additional funds as required, successful negotiations with lenders for continued support and generation of cash flow from operations to enable it to settle its liabilities as they fall due. The said customer had also indicated that so far it has met all its debt obligations till date;
- in addition to acceptance of equity conversion of interest liabilities and deferment of annual spectrum liabilities upto financial year 2016-17, DoT had further offered vide letter dated June 15, 2022, a moratorium on pending AGR dues upto financial year 2018-19 along with an option of equity conversion of interest liability pertaining to the moratorium period, has conveyed its acceptance for the deferment of AGR dues upto the financial year 2018-19. However, the decision on whether to opt for further conversion of interest liability into equity or not will be taken within the given 90 days timeline;
- was one of the parties to bid for 5G spectrum auction held in July 2022 which got concluded on August 01, 2022 and successfully bid for its spectrum requirements at a total cost of Rs. 187,993 Mn. This appears to have strengthened the said customer's ability to continue as a going concern.

As agreed earlier, one of the promoters of the said customer has disposed-off all the primary pledged shares held by it in the Company and invested the proceeds thereof in new shares of the said customer. Such proceeds received by the said customer have been exclusively utilized for clearing the outstanding dues of the company. The Company has also received committed amounts from the said customer till the date agreed i.e. July 15, 2022.

In addition to the above:

- the Company, subject to the terms and conditions agreed between the parties, has a secondary pledge over promoter's remaining shares held in the Company and a corporate guarantee provided by said customer's promoter which could be triggered in certain situations and events in the manner agreed between the parties. This is however not adequate to cover the total outstanding with the said customer;
- during the last quarter, the said customer had informed the Company that a funding plan was under finalization with its lenders and had proposed a payment plan to the Company to pay part of the monthly billing till December 2022 and 100% of the amounts billed from January 2023. As regards, the dues outstanding as on December 31, 2022, it has proposed to pay these dues between January 2023 and July 2023. Post discussions, during the current quarter, the Company has agreed to accept the part payment till December 2022;
- further, the said customer in its Board meeting dated October 21, 2022, approved issuance of upto 16,000 optionally convertible debentures having a face value of Rs. 1,000,000 each, in one or more tranches, aggregating upto Rs.1,600 crores, convertible into equity shares at a conversion price of Rs. 10/- per equity share, to one of its vendor ("a non-promoter of the said customer"), on a preferential basis. The funds so raised shall be used to pay the amounts owed by the said customer to such non-promoter, and to the extent of any remainder, for general corporate purposes of the said customer. The preferential issue would be subject to certain conditions precedent, including inter alia the approval of the shareholders of the said customer and the Government of India having converted the interest from deferment of Adjusted Gross Revenue and spectrum dues owed by the said customer.

The Company regularly follows a stringent policy for making doubtful debt provision in respect of overdue recoverable from its customers, including the said customer and accordingly makes necessary provisions in the Statement of Profit and Loss. The said provision for the current quarter is INR 17,709 Mn.

It may be noted that the potential loss of a significant customer due to its ability to continue as a going concern or the Company's failure to attract new customers could have an adverse effect on the business, results of operations and financial condition of the Company.



6. The disclosure required as per the provisions of Regulation 52(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given below:

S. No.	Particulars	Quarter ended			Half year ended		Year ended
		September 30, 2022	June 30, 2022	September 30, 2021	September 30, 2022	September 30, 2021	March 31, 2022
		Audited	Audited	Audited	Audited	Audited	Audited
(i)	Debt-equity ratio (no. of times)	0.29	0.29	0.32	0.29	0.32	0.25
(ii)	Debt service coverage ratio (no. of times)	2.03	1.68	3.23	1.86	3.01	3.09
(iii)	Interest service coverage ratio (no. of times)	7.46	6.82	10.29	7.16	9.89	10.39
(iv)	Net worth (Rs. Mn)	178,072	169,339	160,260	178,072	160,260	194,186
(v)	Current ratio	1.00	1.00	0.93	1.00	0.93	1.40
(vi)	Long term debt to working capital	(104.26)	205.09	(4.94)	(104.26)	(4.94)	1.30
(vii)	Bad debts to account receivable ratio	-	-	-	-	-	-
(viii)	Current liability ratio	0.40	0.38	0.41	0.40	0.41	0.34
(ix)	Total debts to total assets	0.13	0.12	0.13	0.13	0.13	0.11
(x)	Debtor turnover (annualised)	4.39	4.15	5.74	4.39	5.71	5.09
(xi)	Operating profit margin	18.91%	14.27%	33.82%	16.76%	33.17%	34.68%
(xii)	Net profit margin	10.96%	6.94%	22.69%	9.10%	21.77%	22.98%
(xiii)	Capital redemption reserve (Rs. Mn)	471	471	471	471	471	471
(xiv)	Net profit after tax (Rs. Mn)	8,730	4,789	15,598	13,519	29,766	63,671
(xv)	Basic and diluted earnings per share (EPS) (Rs. per share) (not annualised for the quarter)	3.239	1.777	5.788	5.016	11.045	23.626

The basis of computation of above parameters is provided in the table below:

(i)	Debt-equity ratio	Debt-equity ratio is computed by dividing total borrowings (i.e. long-term borrowings and short term borrowings excluding lease liabilities) by total equity as on date.
(ii)	Debt service coverage ratio	Debt service coverage ratio is computed by dividing Profit before depreciation and amortization, finance cost, finance income, charity and donation and tax excluding other income by interest on borrowings and lease liabilities and repayments of long-term borrowings and lease liabilities.
(iii)	Interest service coverage ratio	Interest service coverage ratio is computed by dividing Profit before depreciation and amortization, finance cost, finance income, charity and donation and tax excluding other income by interest on borrowings (including interest on lease liabilities).
(iv)	Net worth	Net worth is as per section 2(57) of Companies Act, 2013.
(v)	Current ratio	Current ratio is computed by dividing the total current assets by total current liabilities as on date.
(vi)	Long term debt to working capital	Long term debt to working capital is computed by dividing long-term borrowings (including current maturities of long term borrowings) by working capital (where working capital is current assets as reduced by current liabilities).
(vii)	Bad debts to account receivable ratio	Bad debts to account receivable ratio is computed by dividing bad debts written off with trade receivables as on date.
(viii)	Current liability ratio	Current liability ratio is computed by dividing the total current liabilities by total liabilities as on date.
(ix)	Total debts to total assets	Total debts to total assets is computed by dividing total borrowings (i.e. long-term borrowings and short term borrowings excluding lease liabilities) by total assets as on date.
(x)	Debtor turnover	Debtor turnover is computed by dividing revenue from operations by average (of opening and closing) trade receivables during the year/period.
(xi)	Operating profit margin	Operating profit margin is computed by dividing Profit before finance cost, finance income, charity and donation and tax excluding other income by revenue from operation for the period/year.
(xii)	Net profit margin	Net profit margin is computed by dividing net profit after tax by revenue from operation for the period/year.

Previous period figures for calculation of ratios have been modified wherever necessary to conform to the current reporting period.

7. During the quarter ended March 31, 2022, the Company had settled its reconciliation issues up to December 31, 2021 with its large customers and deferred recognition of revenue arising out of such settlements wherever there was an uncertainty involved with respect to ultimate collection in accordance with its accounting policy. Further, during the quarter ended September 30, 2022, the Company has received the substantial amount arising out of such settlement and accordingly recognized the revenue.



8. Mr. Bimal Dayal, Managing Director and Chief Executive Officer of the Company has been relieved of his duties with effect from the close of business hours on September 17, 2022.
9. Indus Towers Employees Welfare Trust (formerly Bharti Infratel Employees Welfare Trust) [a trust set up for administration of Employee Stock Option Plan ('ESOP') of the Company] was incorporated in FY 2014-15. During the half year ended September 30, 2022, 121,021 equity shares of Rs. 10 each and 743 equity shares of Rs. 109.67 each have been transferred to employees upon exercise of stock options. As of September 30, 2022, the Trust holds 431,948 shares (of Face Value of Rs. 10 each) (March 31, 2022 - 553,712 shares) of the Company.
10. The Company was set-up with the object of, inter alia, establishing, operating and maintaining wireless communication towers. This is the only activity performed and is thus also the main source of risks and returns. The Company's segments as reviewed by the Chief Operating Decision Maker (CODM) does not result into identification of different ways / sources into which they see the performance of the Company. Accordingly, the Company has a single reportable segment. Further, as the Company does not operate in more than one geographical segment, hence, the relevant disclosures as per Ind AS 108 – 'Operating Segments' are not applicable to the Company.

For Indus Towers Limited (formerly Bharti Infratel Limited)



A handwritten signature in black ink, appearing to be 'N Kumar', written over a horizontal line.

**N Kumar
Chairman**

Place of signing - Chennai

**Place: Gurugram
Date: October 27, 2022**

“The Company”, wherever stated stands for Indus Towers Limited (formerly Bharti Infratel Limited)
For more details on the financial results, please visit our website www.industowers.com



October 27, 2022

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

The National Stock Exchange of India Limited
Exchange Plaza, C-1, Block – G, Bandra Kurla Complex,
Bandra (E), Mumbai-400051

Ref: Indus Towers Limited (534816 / INDUSTOWER)

Sub: Press Release w.r.t. audited financial results for the second quarter (Q2) and half year ended September 30, 2022

Dear Sir/ Madam,

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing the press release being issued by the Company with regard to the audited financial results of the Company for the second quarter (Q2) and half year ended September 30, 2022.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For Indus Towers Limited
(formerly Bharti Infratel Limited)

Samridhi Rodhe
Company Secretary

Indus Towers Limited
(formerly Bharti Infratel Limited)



Indus Towers Limited
(Formerly Bharti Infratel Limited)

***Indus Towers announces Consolidated results for the second quarter ended
September 30, 2022***

Consolidated Revenues for the quarter at Rs. 7,967 Crores, up 16% Y-o-Y

Consolidated EBITDA for the quarter at Rs. 2,812 Crores, down 23% Y-o-Y

Consolidated Profit after Tax for the quarter at Rs. 872 Crores, down 44% Y-o-Y

**Consolidated Operating Free Cash Flows for the quarter at Rs. 1,277 Crores,
down 39% Y-o-Y**

**Profits remain under pressure due to collection challenges from one of the major
customers**

Highlights for the second quarter ended September 30, 2022

- Total Tower base of 187,926 with closing sharing factor of 1.80
- Consolidated Revenues at Rs. 7,967 Crores, up 16% Y-o-Y
- Consolidated EBITDA at Rs. 2,812 Crores, down 23% Y-o-Y
- Consolidated Profit after tax at Rs. 872 Crores, down 44% Y-o-Y
- Operating Free Cash Flows at Rs. 1,277 Crores, down 39% Y-o-Y

Gurugram, Haryana, India, October 27, 2022: Indus Towers Limited (Formerly Bharti Infratel Limited) (“Indus Towers” or “the Company”) today announced its **audited Consolidated** results for the second quarter ended September 30, 2022. The Consolidated revenue for the quarter was Rs.7,967 Crores, up 16% Y-o-Y. Consolidated EBITDA was at Rs.2,812 Crores, down 23% Y-o-Y and representing an operating margin of 35.3%. The net profit for the quarter was Rs.872 Crores, down 44% Y-o-Y. The Operating Free Cash Flow was at Rs. 1,277 Crores down 39% Y-o-Y. The Return on Equity (Pre-Tax) dropped to 32.3% as against 40.9% on Y-o-Y basis [Return on Equity (Post Tax) dropped to 24.2% as against 30.9% Y-o-Y basis]. The Return on Capital Employed dropped to 19.2% as against 23.8% on Y-o-Y basis. Financial performance continued to be impacted by the collection challenges from one of the major customers of the Company.

N Kumar, Chairman and Independent Director, Indus Towers Limited (Formerly Bharti Infratel Limited), said:

“We have delivered a strong operational performance during the quarter, underpinned by good demand for products across our portfolio. Our financial performance continues to be impacted by the collection challenges we face from one of our customers.

Launch of 5G services by two major operators within three months of spectrum auction underlines the strong role of infrastructure players in providing 5G-ready sites at speed. At Indus Towers, we stay excited and prepared to capitalize on the 5G opportunity.”

**Summary of the Consolidated Statement of Income – Represents Consolidated Statement of Income as per IND AS.***(Amount in Rs. Crores, except ratios)*

Particulars	Quarter Ended		
	Sep-22	Sep-21	Y-on-Y Growth
Revenue ¹	7,967	6,877	16%
EBITDA ¹	2,812	3,641	-23%
EBIT ¹	1,505	2,307	-35%
Profit before Tax	1,175	2,033	-42%
Profit after Tax	872	1,559	-44%
Operating Free Cash Flow ^{1&2}	1,277	2,109	-39%
Adjusted Fund From Operations(AFFO) ^{1&3}	1,866	2,754	-32%

1. Revenue, EBITDA, EBIT, Operating free cash flow and Adjusted Fund from Operations (AFFO) are excluding other income.

2. Operating Free Cash Flow is a non IND AS measure and is defined as EBITDA adjusted for capex and repayment of lease liabilities.

3. Adjusted Free Cash Flow is a non IND AS measure and is defined as EBITDA adjusted for Maintenance and General Corporate capex and repayment of lease liabilities.

Parameters	Unit	Sep 30, 2022	Jun 30, 2022	Q-on-Q Growth	Sep 30, 2021	Y-on-Y Growth
Total Towers ¹	Nos	1,87,926	1,86,474	1,452	1,83,462	4,464
Total Co-locations ¹	Nos	3,38,128	3,36,382	1,746	3,32,551	5,577
Key Indicators						
Average Sharing Factor	Times	1.80	1.81		1.81	
Closing Sharing Factor	Times	1.80	1.80		1.81	
Sharing Revenue per Tower p.m.	Rs	84,841	75,688	12.1%	77,807	9.0%
Sharing Revenue per Sharing Operator p.m.	Rs	47,093	41,879	12.4%	42,807	10.0%

1. Reporting of towers & colocations has been changed from notice basis to actual exit basis w.e.f. 1st July 2021. During the consolidation phase of the telecom industry, Indus had adopted a conservative approach in December 2018 of reporting exits basis notices received vis-à-vis the earlier method of reporting basis actual exits. Now with the stabilization in the industry and reducing trend of exits, Indus has moved back to the earlier approach of reporting churn based on actual exits to represent actual colocations billed. This has resulted in one-time addition of 3,630 colocations in closing base for the quarter ended September 30, 2021.

2. Total colocations excludes Lean products, net additions thereof during the quarter aggregates to 1,535 (Previous Quarter 1,021).

About Indus Towers Limited (formerly Bharti Infratel Limited)

Indus Towers Limited (formerly Bharti Infratel Limited) is India's leading provider of passive telecom infrastructure and it deploys, owns and manages telecom towers and communication structures, for various mobile operators. The Company's portfolio of over 1,87,000 telecom towers, makes it one of the largest tower infrastructure providers in the country with presence in all 22 telecom circles. Indus Towers caters to all wireless telecommunication service providers in India. The Company has been the industry pioneer in adopting green energy initiatives for its operations. For further details visit www.industowers.com

Disclaimer:

[This communication does not constitute an offer of securities for sale in the United States. Securities may not be sold in the United States absent registration or an exemption from registration under the U.S. Securities Act of 1933, as amended. Any public offering of securities to be made in the United States will be made by means of a prospectus and will contain detailed information about the Company and its management, as well as financial statements.]



October 27, 2022

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

The National Stock Exchange of India Limited
Exchange Plaza, C-1, Block – G, Bandra Kurla Complex,
Bandra (E), Mumbai-400051

Ref: Indus Towers Limited (534816 / INDUSTOWER)

Sub: Quarterly report for the second quarter (Q2) and half year ended September 30, 2022

Dear Sir/ Madam,

Pursuant to Regulation 30 and other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing the quarterly report being released by the Company w.r.t. the audited financial results for the second quarter (Q2) and half year ended September 30, 2022.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For Indus Towers Limited
(formerly Bharti Infratel Limited)

Samridhi Rodhe
Company Secretary

Indus Towers Limited
(formerly Bharti Infratel Limited)

Quarterly report on the results for the second quarter and half year ended September 30, 2022

Indus Towers Limited

(Formerly Bharti Infratel Limited)

Building No. 10, Tower A, 4th Floor, DLF Cyber City, Gurugram, Haryana – 122002



Putting India First

Indus Towers Ltd. (formerly Bharti Infratel Limited)

www.industowers.com

October 27, 2022

The financial statements included in this quarterly report fairly present in all material respects the financial position, results of operations, cash flow of the Company as of and for the periods presented in this report.

Supplemental Disclosures

Safe Harbor: - Some information in this report may contain forward-looking statements. We have based these forward-looking statements on our current beliefs, expectations and intentions as to facts, actions and events that will or may occur in the future. Such statements generally are identified by forward-looking words such as “believe,” “plan,” “anticipate,” “continue,” “estimate,” “expect,” “may,” “will” or other similar words.

A forward-looking statement may include a statement of the assumptions or basis underlying the forward-looking statement. We have chosen these assumptions or basis in good faith, and we believe that they are reasonable in all material respects. However, we caution you that forward-looking statements and assumed facts or bases almost always vary from actual results, and the differences between the results implied by the forward-looking statements and assumed facts or bases and actual results can be material, depending on the circumstances. You should also keep in mind that any forward-looking statement made by us in this report or elsewhere speaks only as of the date on which we made it. New risks and uncertainties come up from time to time, and it is impossible for us to predict these events or how they may affect us. We have no duty to, and do not intend to, update or revise the forward-looking statements in this report after the date hereof. In light of these risks and uncertainties, any forward-looking statement made in this report or elsewhere may or may not occur and has to be understood and read along with this supplemental disclosure.

General Risk: - Investment in equity and equity related securities involves a degree of risk and investors should not invest any funds in this Company without necessary diligence and relying on their own examination of Indus Towers Limited; along with the equity investment risk which doesn't guarantee capital protection.

Use of Certain Non GAAP measures: - This result announcement contains certain information on the Company's results of operations and cash flows that have been derived from amounts calculated in accordance with Indian Accounting Standards (IND AS) i.e. Non-GAAP measures. They should not be viewed in isolation as alternatives to the equivalent IND AS measures and should be read in conjunction with the equivalent IND AS measures.

Further disclosures are also provided under “Use of Non – GAAP financial information” on page 25

Others: In this report, the term “Indus Towers” or “Indus” or “the Company” refers to Indus Towers Limited (formerly Bharti Infratel Limited).

With effect from January 2015, Indus Towers Employees Welfare Trust (formerly Bharti Infratel Employees Welfare Trust) (incorporated for allotment of shares to employees as part of Employee Stock Option Plan) has been included as part of the Company. With effect from September 2015, Smartx Services Ltd. (incorporated on September 21, 2015 as a wholly owned subsidiary) has been included as a part of the Company.

Disclaimer: - This communication does not constitute an offer of securities for sale in the United States. Securities may not be sold in the United States absent registration or an exemption from registration under the U.S. Securities Act of 1933, as amended. Any public offering of securities to be made in the United States will be made by means of a prospectus and will contain detailed information about the Company and its management, as well as financial statements.

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Section A

Consolidated Results

The Company has adopted Indian Accounting Standards (IND AS) w.e.f. April 1, 2016 with transition date being April 1, 2015 in accordance with the requirements under Section 133 of the Companies Act, 2013. Accordingly, the consolidated financial statements under IND AS includes the subsidiary 'Smartx Services Limited' and the controlled trust "Indus Tower Employee Welfare Trust" (formerly Bharti Infratel Employees Welfare Trust) and share of Joint Venture "Erstwhile Indus Towers Limited (ceased to exist and merged into the company w.e.f. November 19, 2020)" on the basis of Equity method of consolidation.

Section A includes Proforma unaudited consolidated financial results ('Proforma results') prepared assuming merger was effective from April 1, 2018 and hence, considered the effect of merger since then as per pooling of interest method in accordance with Appendix C of Ind AS 103. The consideration given to the shareholders, cancellation of Investment of Infratel in erstwhile Indus and recording of assets, liabilities and reserves at carrying value of erstwhile Indus has been considered in these results for all the periods presented. Hence, the results include the combined operation of Infratel and erstwhile Indus on line by line basis and line by line consolidation for its subsidiary and the controlled trust.

Section-1

INDUS TOWERS – PERFORMANCE AT A GLANCE ³

Particulars	UNITS	Full Year Ended ²			Quarter Ended ²				
		2020	2021 ⁵	2022	Sep 2021	Dec 2021	Mar 2022	Jun 2022	Sep 2022
Consolidated Operating Highlights									
Total Towers ⁶	Nos	1,69,002	1,79,225	1,85,447	1,83,462	1,84,748	1,85,447	1,86,474	1,87,926
Total Co-locations ^{6&7}	Nos	3,11,111	3,22,438	3,35,791	3,32,551	3,35,106	3,35,791	3,36,382	3,38,128
Average Sharing factor	Times	1.85	1.82	1.80	1.81	1.81	1.81	1.81	1.80
Closing Sharing factor	Times	1.84	1.80	1.81	1.81	1.81	1.81	1.80	1.80
Sharing Revenue per Tower per month	Rs	78,855	78,345	80,467	77,807	79,609	85,445	75,688	84,841
Sharing Revenue per Sharing Operator per month	Rs	41,647	42,357	44,264	42,807	43,904	47,148	41,879	47,093
Financials									
Revenue ¹	Rs Mn	2,55,624	2,56,729	2,77,172	68,765	69,274	71,163	68,973	79,666
EBITDA ¹	Rs Mn	1,27,239	1,32,575	1,49,429	36,405	37,041	40,698	23,222	28,124
EBIT ¹	Rs Mn	73,158	77,575	95,755	23,072	23,743	26,971	9,226	15,045
Finance Cost (Net)	Rs Mn	11,953	14,021	14,973	3,665	3,793	3,747	3,720	3,924
Profit before Tax	Rs Mn	63,982	66,537	84,307	20,334	20,889	24,314	6,431	11,750
Profit after Tax	Rs Mn	50,270	49,751	63,731	15,585	15,708	18,285	4,773	8,718
Capex	Rs Mn	31,764	35,868	29,287	8,302	7,107	6,348	7,601	7,937
-of Which Maintenance & General Corporate Capex	Rs Mn	7,848	7,181	7,987	1,851	2,226	1,582	2,274	2,050
Operating Free Cash Flow ¹	Rs Mn	70,653	71,240	91,620	21,089	22,786	27,336	8,069	12,770
Adjusted Fund From Operations(AFFO) ¹	Rs Mn	94,570	99,927	1,12,920	27,540	27,667	32,102	13,396	18,657
Free Cash Flow	Rs Mn	27,900	47,952	30,160	4,110	1,112	22,320	5,509	(4,657)
Total Capital Employed	Rs Mn	3,48,855	3,51,671	3,92,442	3,76,839	3,94,780	3,92,442	3,89,517	4,04,554
Net Debt / (Net Cash) with Lease Liabilities	Rs Mn	1,71,774	1,92,901	1,70,937	1,88,818	1,91,351	1,70,937	1,93,226	1,99,805
Net Debt / (Net Cash) without Lease Liabilities	Rs Mn	42,499	58,782	28,545	51,823	50,788	28,545	52,630	57,295
Shareholder's Equity	Rs Mn	1,77,081	1,58,770	2,21,505	1,88,021	2,03,429	2,21,505	1,96,291	2,04,749
Key Ratios									
EBITDA Margin ¹	%	49.8%	51.6%	53.9%	52.9%	53.5%	57.2%	33.7%	35.3%
EBIT Margin ¹	%	28.6%	30.2%	34.5%	33.6%	34.3%	37.9%	13.4%	18.9%
Net Profit Margin ¹	%	19.7%	19.4%	23.0%	22.7%	22.7%	25.7%	6.9%	10.9%
Net Debt / (Net Cash) with Lease Liabilities to EBITDA (LTM) ³	Times	1.35	1.46	1.14	1.33	1.34	1.14	1.41	1.55
Interest Coverage ratio (LTM) ³	Times	10.64	9.46	9.98	9.49	9.62	9.98	9.20	8.50
Return on Capital Employed Pre Tax (LTM) ³	%	21.9%	22.1%	25.7%	23.8%	24.5%	25.7%	22.0%	19.2%
Return on Shareholder's Equity Pre Tax (LTM) ³	%	37.6%	39.6%	44.34%	40.9%	39.3%	44.3%	39.0%	32.3%
Return on Shareholder's Equity Post tax (LTM) ³	%	29.6%	29.6%	33.52%	30.9%	29.8%	33.5%	29.5%	24.2%
Valuation Indicators									
Market Capitalization ⁴	Rs Bn	431	660	598	832	669	598	564	532
Enterprise Value ⁴	Rs Bn	603	853	769	1021	861	769	757	732
EV / EBITDA ^{3&4}	Times	4.74	6.44	5.15	7.19	6.02	5.15	5.51	5.67
EPS (Diluted) ⁴	Rs	18.65	18.46	23.66	5.79	5.83	6.79	1.77	3.24
PE Ratio ⁴	Times	8.58	13.27	9.39	14.60	11.32	9.39	10.36	11.21

1. Revenue, EBITDA, EBIT, Operating free cash flow and Adjusted Fund from Operations (AFFO) are excluding other income. Further, EBITDA, EBIT and Net profit margins have been computed on revenue excluding other income.

2. Previous periods' figures have been regrouped/ rearranged wherever necessary to conform to current period classifications.

3. With the adoption of Ind AS 116 definition for Financial KPIs – 'Operating Free Cash Flow' and 'Adjusted Fund From Operations'; Key Ratios – 'Net Debt / (Net Cash) with Lease Liabilities to EBITDA', 'Interest Coverage Ratio', 'Return on Capital Employed Pre Tax', 'Return on Shareholder's Equity Pre Tax / Post Tax' and Valuation Indicators – 'EV/EBITDA' have been revised. Refer Section 11- Glossary for previous and revised definitions.

4. Valuation Indicators for periods prior to quarter ending December 31, 2020 are revised based on current outstanding share capital to make the data comparable.

5. The impact on account of alignment of accounting practices and estimates for the Company of Rs 123 million (net of tax) which has been charged to Consolidated Statement of Profit and Loss for the quarter ended December 31, 2020.

6. Reporting of towers & colocations has been changed from notice basis to actual exit basis w.e.f. 1st July 2021. During the consolidation phase of the telecom industry, Indus had adopted a conservative approach in December 2018 of reporting exits basis notices received vis-à-vis the earlier method of reporting basis actual exits. Now with the stabilization in the industry and reducing trend of exits, Indus has moved back to the earlier approach of reporting churn based on actual exits to represent actual colocations billed. This has resulted in one-time addition of 3,630 colocations in closing base for the quarter ended September 30, 2021.

7. Total colocations excludes Lean products, net additions thereof during the quarter aggregates to 1,535 (Previous Quarter 1,021).

Section 2

AN OVERVIEW

2.1 Industry Overview

The Indian telecommunications industry is one of the most competitive globally. The focus of Indian operators in the last ten years or so has been to develop an affordable mass market telecommunications service model which allows for service availability across India's urban and rural areas at affordable prices. A strong focus on optimization of operational expenses through the outsourcing of non-core areas, process innovation, cost-to-serve alignment and strategic partnerships has also resulted in steady growth of the tower industry. It is more economical for operators to lease towers from tower companies rather than build them for captive use.

Infrastructure sharing is effective in optimizing the utilization of available resources and helps to bring down the cost of providing telecommunications services. With the reduction in overall tariffs and restrictions placed by various local regulatory bodies on the installation of telecom towers, infrastructure sharing amongst service providers has become the norm in the Indian telecommunications industry in the last decade.

Tower companies provide the entire range of tower infrastructure that is required by wireless telecommunications service providers to offer mobile telephony services to their subscribers. Tower infrastructure refers to equipment such as towers, shelters, power regulation equipment, battery banks, diesel generator sets (DG sets), air conditioners, fire extinguishers and a security cabin, required at a site where such towers are installed.

Traditionally, tower companies provided two types of towers – Ground Based Towers (GBTs) and Roof Top Towers (RTTs). Space limitations on each site and overall limited availability of land for tower installation have expanded the traditional tower products to Ground Based Mast (GBMs) that occupy less space relative to GBTs and RTTs.

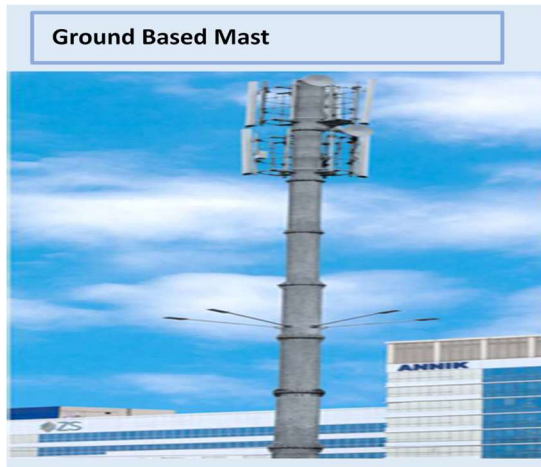
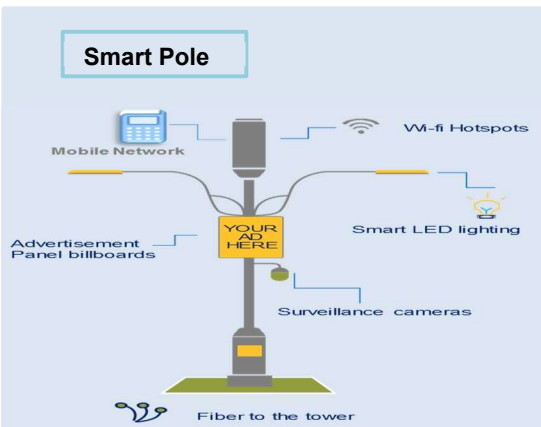
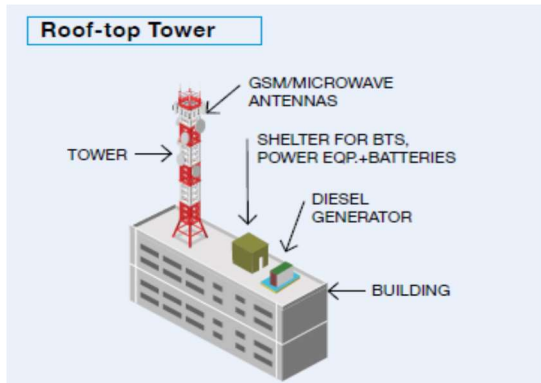
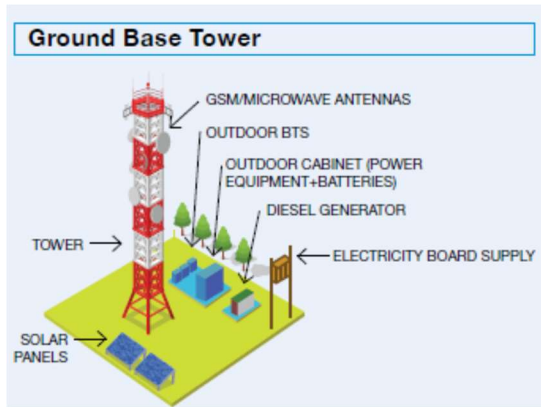
Apart from the above traditional products, tower companies are now also providing innovative solutions like smart poles, microsites, fiberized connectivity, feather sites, small cells etc. This is keeping in mind the demands of technologies such as 4G currently and technologies such as 5G, etc. in the future. These newer products are expected to not only provide high

coverage and capacity within a limited area, but also enhance aesthetic look of the city.

There are two kinds of infrastructure that constitute a telecom tower:

- Active Infrastructure: Radio antenna, BTS/cell site, cables, Fibre POP's etc. that are owned and supplied by telecom operators
- Tower Infrastructure: Steel tower, shelter room, DG set, power regulation equipment, battery bank, security cabin etc. that supports active infrastructure. These are owned by tower companies.

Telecommunication sector is playing a pioneer role in fulfilling Government mission of Digital India and will also have an enabling role in India's journey to Digital Economy and Industry 4.0. Infrastructure Providers (IP1) has empowered the Telecommunication Service Providers (TSPs) by providing affordable shareable passive infrastructure. The TSPs leverage the shareable passive infrastructure not only to quickly rollout their network but also enjoyed the benefit of cost efficiency which enables to provide affordable services to consumers. In the India Digital Economy and Industry 4.0 enablement, it is visualized that Infrastructure Provider has a more contributing role to play. This can happen when the Infrastructure providers start providing active network sharing along with passive infrastructure. 5G network will require large transmission capacities and more number of sites as 5G network is planned in 3.6 GHz, higher band and millimeter wave. This will call for huge investment by TSPs and may become a barrier for Pan India deployment and affordable services. IP1 can play an effective role by providing shared Transport Network and shared RAN (Radio Access Network). This will facilitate TSPs to focus on the core networks and its core businesses and leverage operational efficiency of IP1 in active network sharing. BEREC (Body of European Regulators for Electronics Communications) report conveys that active sharing has the potential to reduce the Capex by 33-35% and Opex by 25-33%. IP1 can provide active network sharing and extend the sharing efficiency to active infrastructure as well. Government of India has acknowledged the critical role played by IP1 for the success of Telecom sector and intends IP1 to play an enhanced role in the times to come as captured in National Digital Communication Policy 2018 (NDCP 2018) with proper regulatory frame-work by Department of Telecommunication (DoT).



Average specifications for these are summarized in the following table:

Particulars	GBT	RTT	GBM	Smart Pole	Feather Site
Space Requirement (Sq.ft)	2,500 - 4,000	300-1000	100 - 500	50-100	80-150
Height (m)	30-50	6-21	24-40	12	3-9
Occupancy Capacity (Colocations)	2-4	2-4	1-3	1-2	1-2

2.2 Company Overview

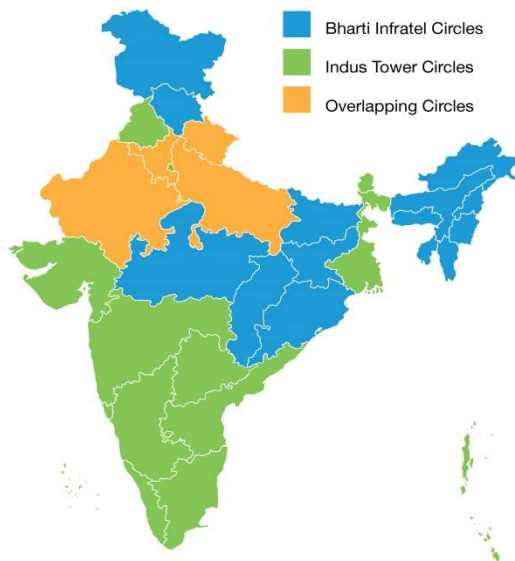
Indus Towers Limited (formerly Bharti Infratel Limited) is a provider of tower and related infrastructure sharing services.

Indus Towers has been formed following the amalgamation of erstwhile Indus Towers which was operating in 15 telecom circles with pre-merger Bharti Infratel which was operating in 11 telecom circles. Erstwhile Indus Towers was established as a joint venture in 2007, originally between Bharti Airtel, Vodafone India and Idea Cellular. The holdings underwent few changes over the years and as on 30th September 2020, Bharti Infratel, Vodafone Group Plc and Vodafone Idea held shareholding interest of 42%, 42% and 11.15% respectively in Indus. The balance 4.85% was held by P5 Asia Holding Investments (Mauritius) Limited (Providence).

Following the merger, Indus Towers is one of the largest tower infrastructure providers in the country and globally. The business of Indus Towers is to acquire, build, own, operate and maintain tower and related infrastructure. Indus provides access to their towers primarily to wireless telecommunications service providers on a shared basis, under long-term contracts. Indus Towers caters to all wireless telecommunication service providers in India.

Indus has a nationwide presence with operations in all 22 telecommunications Circles in India. As of September 30, 2022, Indus owned and operated 187,926 towers with 338,128 co-locations with an average sharing factor of 1.80.

Indus Towers has ongoing Master Services Agreements (MSAs) with its customers. The MSAs are long-term contracts which set out the terms on which access is provided to the Company's towers, with all service providers being offered substantially the same terms and receiving equal treatment at towers where they have installed their active infrastructure. Under the MSAs, Indus enters into service contracts in respect of individual towers. The MSAs and service contracts govern Indus' relationship with its customers, the services provided, and the applicable charges and incorporate annual escalation clauses in respect of the applicable charges. This provides stability to the Company's business and provides visibility with regard to future revenues.



History of Erstwhile Indus Towers

In order to capitalize on the opportunities for tower sharing in the Indian telecommunications market, Bharti Airtel, Vodafone India and Idea Cellular agreed to establish Indus Towers as an independently managed joint venture that provides non-discriminatory shared tower services to all wireless telecommunications service providers. In furtherance of this joint venture, the parties also agreed to contribute certain identified towers to Indus Towers and to use the services of Indus Towers in the first instance for any new rollout of telecommunications towers or co-locations in 15 telecommunications circles. In this context, erstwhile Indus Towers was incorporated in November 2007 and Bharti Airtel, Bharti Infratel, Vodafone India (certain of its subsidiaries), Idea Cellular and Idea Cellular Infrastructure entered into the Indus Share Holders Agreement (SHA) to govern their relationship with respect to Indus Towers and its day-to-day operations and the Framework Agreement, which set out among other things, the basis on which towers were to be contributed to Indus Towers by the respective parties. In accordance with the Framework Agreement, Bharti Infratel, Vodafone Group Plc and Vodafone Idea held a 42%, 42% and 16% shareholding interest in Indus Towers, respectively. During the quarter ended March 2017, Aditya Birla Telecom transferred 4.85% of its stake in Indus Towers to P5 Asia Holding Investment (Mauritius) Limited. As on 30th September 2020, Bharti Infratel, Vodafone India and Vodafone Idea held shareholding interest of 42%, 42% and 11.15% respectively in Indus Towers.

The Indus SHA provided that Indus could not carry on business in the 7 telecommunications circles in which pre-merger Bharti Infratel operated in, exclusive of Indus Towers. Similarly, subject to certain exceptions, the joint venture partners were not permitted to, among other things (a) compete with the business of Indus

Towers in the 15 specified telecommunications Circles that Indus operated in, (b) develop, construct or acquire any tower in the 15 specified telecommunications Circles that Indus Towers operated in and (c) directly or indirectly procure orders from or do business with any entity that has been a customer of Indus Towers during the previous two-year period in competition with the business of Indus in the 15 specified telecommunications Circles that Indus Towers operated in. On the basis of the relationship as described above, pre-merger Bharti Infratel and erstwhile Indus Towers did not compete with each other in any telecommunications Circle, they did not have any conflicts of interest in this regard and were able to work closely with each other and benefit from the synergies generated by the nationwide coverage and large scale of their operations.

Merger of erstwhile Indus Towers with pre-merger Bharti Infratel

On April 25, 2018, Indus Towers Limited (formerly Bharti Infratel Limited) ('the Company or Transferee Company') and its Joint Venture Company erstwhile Indus Towers Limited ('erstwhile Indus or Transferor Company') and their respective shareholders and creditors entered into a scheme of amalgamation and arrangement (under section 230 to 232 and other applicable provisions of the Companies Act, 2013) ('Scheme') to create a pan-India tower company operating across all 22 telecom service areas. Since then, the Scheme has received requisite regulatory approvals including approval from National Company Law Tribunal (NCLT), Chandigarh vide its order dated May 31, 2019 read with its order dated October 22, 2020.

The Company had filed certified copy of the NCLT order with the Registrar of Companies on November 19, 2020 to make the Scheme effective (Effective Date). Upon the Scheme becoming effective, the Transferor Company stood dissolved without being wound-up and amalgamated into the Company on a going concern basis.

Vodafone Idea had elected to receive cash pursuant to the right available to certain shareholders as per the Scheme. Pursuant to the same, Vodafone Idea received cash consideration of Rs. 37,642 (inclusive of 41 Mn paid after effective date of merger) million for its 11.15% shareholding in erstwhile Indus Towers. The said transaction was executed and completed on November 19, 2020.

For their 42% and 4.85% shareholding in erstwhile Indus Towers, Vodafone Group Plc. (through its indirect wholly owned subsidiaries) and P5 Asia Holding Investments (Mauritius) Limited (Providence) were allotted 757,821,804 and 87,506,900 equity shares aggregating to 28.12% and 3.25% respectively in the post-issue share capital of the Company. Accordingly, the paid-up equity share capital of the Company stands increased to Rs.26,949,369,500

divided into 2,694,936,950 Equity Shares of Rs.10/- each fully paid-up. Bharti Airtel along with its wholly owned subsidiary Nettle Infrastructure Investments Limited held 36.73% in the post-issue share capital of the Company following the above allotment consequently, the company cease to be subsidiary of Bharti Airtel Limited. On December 2, 2020 and December 28, 2020, Bharti Airtel through Nettle Infrastructure Investments Limited acquired additional ~4.94% and ~0.06% through the open market, taking its holding to 41.73% in the Company.

Upon implementation of the Scheme and allotment of shares to indirect wholly owned subsidiaries of Vodafone Group Plc., in addition to existing promoters (representing Bharti Airtel Limited along with its wholly owned subsidiary Nettle Infrastructure Investments Limited), the aforesaid indirect wholly owned subsidiaries of Vodafone Group Plc. have also been classified as promoters of the Company.

As on September 30, 2022, Bharti Airtel Limited along with its wholly owned subsidiary Nettle Infrastructure Investments Limited held 47.95% shares and Vodafone Group Plc. through its indirect wholly owned subsidiary companies held 21.05% shares in the Company.

Together, the promoters owned 69% of the Company as on September 30, 2022.

Please visit our website for more disclosures pertaining to the Scheme of Amalgamation.

Future visibility on revenues & cash flows

Indus Towers has assured future revenues and cash flows because of the following key competitive strengths:

- A leading telecommunications infrastructure operator in India, with large scale, nationwide operations in an industry which creates some entry barriers.
- Extensive presence in all telecommunications Circles with strong growth potential as data consumption and data users/devices continue to increase.
- Long term contracts with leading wireless telecommunications service providers in India, providing visibility on future revenues.
- The estimated weighted average remaining life of service contracts entered into with telecommunications service providers, as on September 30, 2022 is 5.98 Years.
- Comprehensive deployment and operational experience supported by well-developed processes, systems and IT infrastructure.

Alternate Energy and Energy Conservation Measures

We believe that a healthy environment is a prerequisite for progress, contributing to the well-being of society, our people and our business, and serving as the foundation for a sustainable and strong economy. In line with the vision of being known for Environmental Friendliness, the Company continues to deploy people, ideas and capital to help find effective solutions to environmental issues.

The Company has initiated various programs like getting out of air-conditioners, Shut DG, Green sites/ZEN, energy efficacy enhancement programs which are primarily based on ideas aimed at minimizing energy dependency and thereby, carbon footprint reduction. These programs promote (a) improving energy efficiency of tower infrastructure equipment, (b) use of renewable/alternate energy resources, and (c) reduction of equipment load on tower infrastructure equipment.

Some of the key initiatives taken so far are:

- Solar & RESCO Sites: As of September 30, 2022, we operate ~1,491 solar-powered & Solar RESCO sites across the network on a consolidated basis, which helps in reducing noise and emissions from DG sets and also in reducing dependency on diesel, thereby contributing towards better energy security. We have partnered with Renewable Energy Service Companies in our efforts towards powering our towers using solar energy along with community power development, in rural areas of select states of the country.
- Adoption of high efficiency power system as a part of standard configuration for new tower deployment to ensure effective utilization of grid power supply on the towers.
- Focus remains unabated towards enhancing electrification for all our sites.
- Continued usage of advanced storage helps to sustain our ZEN vision.
- Comprehensive program to ensure zero diesel consumption at our tower sites. As of September 30, 2022, we operate ~70,391 green towers across our network.
- Other green alternatives like fuel cell, wind turbines, gas gensets keep on getting evaluated and added to the portfolio.
- Conversion of Indoor sites to Outdoor or getting out of air conditioner helps in overall reduction in energy demand as well as supports energy initiative execution.
- We have installed Solar at Non EB sites in tough terrains of Leh – Solar roof of our country, thereby

reducing carbon emissions as well as reducing our Opex costs.

- We have initiated deployment of Lithium and VRLA combination using state of the art HSBTS switch, the same shall enable reduction in diesel costs and emissions while using economics and charging characteristics of VRLA and Lithium batteries.

We believe that these renewable energy solutions, advanced storage initiatives, energy efficiency measures and load optimization methods will continue to have long-term benefits to our business, securing us against rising power and fuel costs as well as reducing the environmental impact of our operations.

For Operating highlights and details refer Page no. 12.

Section 3

FINANCIAL HIGHLIGHTS

The financial highlights are prepared from audited consolidated financial results represent results of 'the Group' which comprises of the Company, its subsidiary 'Smartx Services Limited' and its controlled trust 'Indus Towers Employees Welfare Trust' prepared as per Ind AS 110 on Consolidated Financial Statements, Ind AS 111 on Joint Arrangements and Ind AS 28 on Investment in Associates and Joint Venture.

Detailed financial statements, analysis & other related information is attached to this report (Page 20). Also, kindly refer to section 7.3 – use of Non GAAP financial information (Page 25) and Glossary (Page 56) for detailed definitions.

3.1. Summarized Consolidated Statement of Operations

Particulars	Quarter Ended			Half Year Ended		
	Sep-22	Sep-21	Y-on-Y Growth	Sep-22	Sep-21	Y-on-Y Growth
	<i>Amount in Rs mn, except ratios</i>					
Revenue ¹	79,666	68,765	15.9%	1,48,639	1,36,735	8.7%
EBITDA ¹	28,124	36,405	-22.7%	51,346	71,690	-28.4%
<i>EBITDA Margin</i>	35.3%	52.9%		34.5%	52.4%	
EBIT ¹	15,045	23,072	-34.8%	24,271	45,041	-46.1%
Other Income	629	927	-32.1%	1,554	1,496	3.9%
Finance cost (Net)	3,924	3,665	7.1%	7,644	7,433	2.8%
Profit before tax	11,750	20,334	-42.2%	18,181	39,104	-53.5%
Income Tax Expense	3,032	4,749	-36.2%	4,690	9,366	-49.9%
Profit after Tax	8,718	15,585	-44.1%	13,491	29,738	-54.6%
Capex	7,937	8,302	-4.4%	15,538	15,832	-1.9%
Operating Free Cash Flow ¹	12,770	21,089	-39.4%	20,839	41,498	-49.8%
Adjusted Fund From Operations(AFFO) ¹	18,657	27,540	-32.3%	32,053	53,151	-39.7%
Free Cash Flow	(4,657)	4,110	-213%	852	6,728	-87.3%
Cumulative Investments	5,83,640	5,75,689	1.4%	5,83,640	5,75,689	1.4%

1. Revenue, EBITDA, EBIT, Operating free cash flow and Adjusted Fund from Operations (AFFO) are excluding other income.

3.2. Summarized Statement of Consolidated Financial Position

Particulars	<i>Amount in Rs. mn</i>	
	As at Sep 30, 2022	As at Mar 31, 2022
Shareholder's Fund		
Share capital	26,949	26,949
Other Equity	1,77,800	1,94,556
Total Equity	2,04,749	2,21,505
Liabilities		
Non-current liabilities	1,58,788	1,69,902
Current liabilities	1,06,824	88,269
Total liabilities	2,65,612	2,58,171
Total Equity and liabilities	4,70,361	4,79,676
Assets		
Non-current assets	3,64,030	3,56,563
Current assets	1,06,331	1,23,113
Total assets	4,70,361	4,79,676

Section 4
OPERATING HIGHLIGHTS

The financial figures are based on audited consolidated financial results represent results of 'the Group' which comprises of the Company, its subsidiary 'Smartx Services Limited' and its controlled trust 'Indus Towers Employees Welfare Trust' prepared as per Ind AS 110 on Consolidated Financial Statements, Ind AS 111 on Joint Arrangements and Ind AS 28 on Investment in Associates and Joint Venture.

4.1 Tower and Related Infrastructure Services

Parameters	Unit	Sep 30, 2022	Jun 30, 2022	Q-on-Q Growth	Sep 30, 2021	Y-on-Y Growth
Total Towers ¹	Nos	1,87,926	1,86,474	1,452	1,83,462	4,464
Total Co-locations ^{1&2}	Nos	3,38,128	3,36,382	1,746	3,32,551	5,577
Key Indicators						
Average Sharing Factor	Times	1.80	1.81		1.81	
Closing Sharing Factor	Times	1.80	1.80		1.81	
Sharing Revenue per Tower p.m	Rs	84,841	75,688	12.1%	77,807	9.0%
Sharing Revenue per Sharing Operator p.m	Rs	47,093	41,879	12.4%	42,807	10.0%

¹ Reporting of towers & colocations has been changed from notice basis to actual exit basis w.e.f. 1st July 2021. During the consolidation phase of the telecom industry, Indus had adopted a conservative approach in December 2018 of reporting exits basis notices received vis-à-vis the earlier method of reporting basis actual exits. Now with the stabilization in the industry and reducing trend of exits, Indus has moved back to the earlier approach of reporting churn based on actual exits to represent actual colocations billed. This has resulted in one-time addition of 3,630 colocations in closing base for the quarter ended September 30, 2021.

² Total colocations excludes Lean products, net additions thereof during the quarter aggregates to 1,535 (Previous Quarter 1,021).

4.2 Human Resource Analysis

Parameters	Unit	Sep 30, 2022	Jun 30, 2022	Q-on-Q Growth	Sep 30, 2021	Y-on-Y Growth
Total On Roll Employees	Nos	3,163	3,218	(55)	3,271	(108)
Number of Towers per Employee	Nos	59	58	1.7%	56	5.4%
Personnel Cost per Employee per month	Rs	2,04,461	1,89,092	8.1%	1,85,990	9.9%
Revenue per Employee per month	Rs	83,23,251	71,11,352	17.0%	69,20,793	20.3%

4.3 Residual Lease Period and Future Minimum Lease Receivable

Parameters	Unit	Sep 30, 2022
Average Residual Service Contract Period	Yrs.	5.98
Minimum Lease Payment Receivable	Rs. Mn	9,36,519

Section 5

MANAGEMENT DISCUSSION AND ANALYSIS

5.1 Key Industry Developments

1. Telecom Sector Overview

As on 31st Aug 2022, the total wireless subscriber base stood at 1,149.1 Mn of which 627.1 Mn subscribers were in urban areas and 522.0 Mn subscribers were in rural areas. In terms of telecom service providers, private sector (Bharti Airtel, Reliance Jio, Vodafone Idea) accounted for 90.2% of the market share compared to 9.8% of PSUs (MTNL, BSNL).

The Government of India continued to take steps to simplify and accelerate the deployment of telecom infrastructure in the country, with the aim to achieve a swift rollout of 5G services. Following launch of "GatiShakti Sanchar" portal, the Government has also notified RoW (Amendment) Rules, 2022 and released draft Telecom Bill to enable seamless rollout of telecommunication services based on emerging technologies.

Under the recently notified Right of Way (Amendment) Rules, 2022, street furniture can be used to deploy small cells at a nominal cost. The ability to use street furniture is important from a 5G perspective, as telecom infrastructure needed to facilitate 5G would be in the form of much leaner structures and in large quantity. As per RoW (Amendment) Rules, 2022, licensees can deploy telegraph infrastructure over any private property and shall not require any approval from the concerned authority but shall submit an intimation prior to commencement of such establishment. Realizing the need to restructure the legal framework to enforce adoption and implementation of the RoW Rules, seamless deployment of digital infrastructure, security etc., the Government is taking all necessary actions.

The Government is also considering amending the existing regulatory framework for the telecommunication sector which is based on the Indian Telegraph Act, 1885. Draft Telecom Bill has been released and the Government has sought comments from the industry. The bill proposes changes in the existing policies and new provisions such as waiving off fees, charges and penalty of any Company if required to protect the interest of consumers or ensure fair competition.

2. 5G Update

The 5G auction in July-August saw an active participation from the operators, with the acquisition of a total of 51,226 MHz of spectrum across bands, out of a total of 72,098 MHz put up

for auction. Out of the total acquisitions made, Jio acquired 24,740 MHz of 5G airwaves at a cost of Rs 88,078 Crs. Airtel bought 19,868 MHz of bandwidth worth Rs 43,084 Crs while VIL spent Rs 18,799 Crs to buy 6,228 MHz of airwaves. The top two operators have also announced their rollout plans. Airtel has already rolled out 5G in eight major cities and is planning a pan-India rollout by March 2024. Jio has rolled out its 5G services in five major cities and announced its plan for a pan-India rollout by December 2023.

As per Ericsson Mobility Report, 5G subscriptions globally grew by 70 million in the June quarter to 690 million. Total 5G subscriptions are expected to reach 4.4 billion by the end of 2027. In India, 5G is expected to account for almost 40 per cent of overall mobile subscriptions (estimated to be around 500 million) by 2027. Additionally, the number of commercial 5G service providers also increased from 210 in March 2022 to 218 in June 2022.

3. Customer Updates

Bharti Airtel

Singtel stake sale: In August 2022, Singtel announced its plan to sell 3.33% stake in Bharti Airtel to Bharti Telecom Ltd (BTL) for Rs. 12,860 Crs. After completion of the stake sale, BTL will own 38.75% in Airtel, up from 35.4%. Singtel's effective holding in Bharti Airtel will decrease to 29.7% from 31.4%. Its reduced holding in Airtel will include a 19.2% (up from 17.5%) indirect stake through BTL and a 10.5% (down from 13.9%) direct stake. Mittal family's effective stake in Airtel – direct and through BTL – will rise to 25.6% from the current 23.9 % level. Singtel indicated that transaction is set to crystallize a S\$0.6 Bn gain on divestment.

5G in NSA mode: Bharti Airtel's 5G services are set to be rolled out using the Non-Standalone Architecture (NSA) mode. As per the Company, the NSA mode allows it to use existing 4G technology at no extra cost since it already has the radios and the spectrum that is live on its network. It has been accumulating a large pool of mid-band spectrum over the past few years, which is going to provide the uplink for 5G, with the 3.5 GHz spectrum acquired in the latest auctions to provide the downlink.

Reliance Jio

Jio's 5G partnerships: In August 2022, Jio announced that it was working with telecom gear makers Ericsson, Nokia, Samsung and Cisco to

deploy the 5G network in the country. It also stated that it was working with Google to develop an ultra-affordable smartphone, with Microsoft to expand the Azure ecosystem cloud-enabled business applications and solutions for SMEs, and with Intel for cloud scale data centers and 5G edge locations.

5G in SA mode: Jio has decided to rollout its 5G services in the Standalone (SA) mode. As per the Company, SA has zero-dependency on its 4G network and will help it deliver new and powerful services such as low latency connectivity, massive machine-to-machine communication, 5G voice, edge computing and network slicing, and metaverse. In addition to the 3500 MHz mid-band, and the 26 GHz millimeter-wave band for ultra-high capacity, Jio has acquired the 700 MHz low-band spectrum which it claims is essential for deep indoor coverage.

Vodafone Idea (VIL)

Govt stake in VIL: In September 2022, the finance ministry cleared a proposal to convert Vodafone Idea's (VIL) Rs 16,130 crore worth of accrued interest on deferred adjusted gross revenue (AGR) related dues into equity, and now the DoT (Department of Telecommunications) needs to finalize the transaction. Post DoT approval, the Government will own ~33% of VIL's equity. As per the Company law provisions, any equity infusion cannot be below par value (Rs 10), and hence the equity conversion would only be decided once the stock price stabilizes above Rs 10.

VIL 5G launch: VIL has stated that its 5G rollout will depend on various factors such as evolution of use cases, demand from customers, capacity requirement as well as competitive dynamics. The Company also highlighted that it would leverage its strong presence in rural India, its enterprise customers and tech partners, as well as the global experience of Vodafone Group for progressively rolling out its 5G network and services in the coming period, without mentioning any specific timelines for the rollout.

5.2 Key Company updates

1. Update on Pledge

During the quarter ended March 31, 2022, the Security Arrangement provided by Vodafone Group Plc. ("Vodafone Promoter Group") was modified, inter-alia, to allow them to dispose of all the Primary Pledged Shares and use the proceeds thereof to participate in issue of new shares by Vodafone Idea Limited (VIL) which would be further utilised by VIL exclusively for repaying the outstanding dues with the Company. As disclosed in the last quarter, on July 25, 2022,

Vodafone Promoter Group infused the residual sale proceeds equivalent to Rs.4,362.10 Mn in Vodafone Idea Limited (VIL) and the same has been utilized by VIL towards repayment of its outstanding dues with the Company.

Further the Company has also received monthly committed amounts from VIL till the date agreed i.e. July 15, 2022.

The Company, subject to the terms and conditions agreed between the parties, has a secondary pledge over Vodafone Group's remaining shares held in the Company and a corporate guarantee provided by them which could be triggered in certain situations and events in the manner agreed between the parties. This is however not adequate to cover the total outstanding of VIL.

2. Update on Key Managerial Personnel

The Board in its meeting held on July 27, 2022 took note of the resignation of Mr. Bimal Dayal, MD & CEO. The effective date of his resignation was September 17, 2022.

3. Change in Promoter's Holdings

As on September 30, 2022, Bharti Airtel Limited along with its wholly owned subsidiary Nettle Infrastructure Investments Limited held 47.95% shares and Vodafone Group Plc. through its indirect wholly owned subsidiary companies held 21.05% shares in the Company.

4. Awards & Recognitions

Indus becomes the first company in India to receive CII-WAREX Titanium rating for five warehouses - CII Institute of Logistics has conferred Indus Towers accreditation for WAREX Excellence and Certification. Indus is the only company in India to have received five Titanium-rated and one Platinum-rated certification.

Indus Delhi Circle Wins Award at the ISQ Convention 2022 - Delhi Circle won the 2nd Prize on Process Excellence Project at the Indian Society for Quality (ISQ) TOPS Convention, NCR Chapter. The innovative project was on reducing complaints about repaired assets. Over 50 companies across industries participated in the competition.

Indus Karnataka Circle Wins the Special Jury Award - Karnataka Circle has won the Special Jury Award at the Team Oriented Problem Solving (TOPS) Convention, which was organized by the Indian Society for Quality - Bengaluru Chapter. Name of project was HPSC Sites TAT Improvement and Capex Reduction.

Indus wins 3 awards at 14th ELSC Leadership

Awards - Indus has been declared winners in the following three categories:

- Outstanding Digital Transformation in Supply Chain – Digital Invoicing Initiative
- Warehouse Innovation / Initiative of the Year – WAREX certifications across warehouses
- Best Procurement Transformation – Centralizing GBPA & Automating PO Process

Indus Towers Wins 2 Awards at the 3rd Edition Audit and Risk Summit & Awards 2022

- Indus Towers is a proud winner in two categories at the 3rd Edition Audit and Risk Summit & Awards 2022.

- Best audit – innovation of the year
- Excellence in cyber security

The award recognized the innovators and achievers who have committed to best practices and highest quality standards to enhance risk management and internal controls.

5.3 Results of Operations

The financial results are prepared from audited consolidated financial results represent results of 'the Group' which comprises of the Company, its subsidiary 'Smartx Services Limited' and its controlled trust 'Indus Towers Employees Welfare Trust' prepared as per Ind AS 110 on Consolidated Financial Statements, Ind AS 111 on Joint Arrangements and Ind AS 28 on Investment in Associates and Joint Venture.

Key Highlights – For the quarter ended September 30, 2022

- Revenues at Rs 79,666 Mn
 - EBITDA at Rs 28,124 Mn
 - Profit after tax at Rs 8,718 Mn
 - Operating Free Cash Flow (OFCF) at Rs 12,770 Mn
-

5.3.1 Financial & Operational Performance

Indus Towers Limited

Quarter Ended September 30, 2022

Tower and Co-Location base & additions

As of September 30 2022, Indus owned and operated 187,926 towers with 338,128 co-locations in 22 telecommunications Circles in India.

During the quarter, net co-locations increased by 1,746. Exits during the quarter were 543. Total colocations excludes Lean products, net additions thereof during the quarter aggregates to 1,535 (Previous Quarter 1,021).

For the quarter ended September 30, 2022, Indus had average sharing factor of 1.80 per tower.

Revenues¹ from Operations

Our revenue comprises of primarily revenues from co-locations and their energy billings.

Our revenue from operations for the quarter ended September 30, 2022 was Rs 79,666 million, up by 15.9% on Y-o-Y basis.

Revenue from Operations includes exit charges amounting to Rs 291 million recognized in financials for the quarter ended September 30, 2022 and Rs 1,840 million for the quarter ended September 30, 2021 as per accounting policy.

Operating Expenses

Our total expenses for the quarter ended September 30, 2022 were Rs 51,542 million, or 64.7% of our revenues from operations. The largest component of our expense during this period was power and fuel, amounting to Rs 27,177 million. The other key expenses incurred by us during the quarter ended September 30, 2022 were repair & maintenance (operations and maintenance costs of the network) of Rs 3,335 million, other expenses of Rs. 19,073 million (incl Provision for Doubtful Debts of Rs.17,709 million) and employee benefits expenses of Rs 1,957 million.

EBITDA¹, EBIT¹ & Finance Cost

For the quarter ended September 30, 2022, company had an EBITDA of Rs 28,124 million, down by 22.7% on Y-o-Y basis & EBITDA margin of 35.3%.

During the quarter ended September 30, 2022, the company had depreciation and amortization expenses of Rs 13,067 million or 16.4% of our revenues.

The resultant EBIT for the quarter ended September 30, 2022 was Rs 15,045 million, down by 34.8% on Y-o-Y basis.

The net finance cost for the quarter ended September 30, 2022 was Rs 3,924 million, or 4.9% of our revenues up by 7.1% on Y-o-Y basis.

Profit before Tax (PBT)

Our profit before tax for the quarter ended September 30, 2022 was Rs 11,750 million, or 14.7% of our revenues down by 42.2% on Y-o-Y basis.

Profit after Tax (PAT)

The net income for the quarter ended September 30, 2022 was Rs 8,718 million, or 10.9% of our revenues, down by 44.1% on Y-o-Y basis.

Our total tax expense (net of tax effect on long term capital gains / loss) for the quarter ended September 30, 2022 was Rs 3,032 million, or 3.8% of our consolidated revenues.

Capital Expenditure, Operating Free Cash Flow¹, Adjusted Fund from Operations (AFFO)¹ & Free Cash Flow

For the quarter ended September, 2022, the company incurred capital expenditure of Rs 7,937 million. The Operating free cash flow during the quarter was Rs 12,770 million down by 39.4% on Y-o-Y basis.

The Adjusted Fund from Operations (AFFO) during the quarter was Rs 18,657 million down by 32.3% on Y-o-Y basis.

Free Cash Flow during the quarter was Rs.(4,657) million.

1. Revenue, EBITDA, EBIT, operating free cash flow & AFFO are excluding other income.

Return on Capital Employed (ROCE)

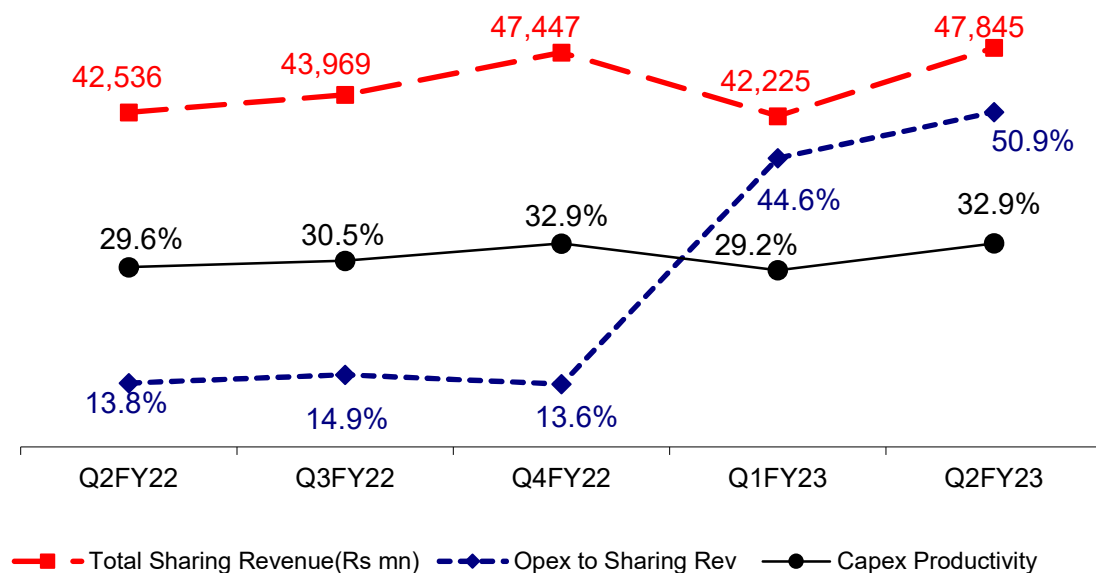
ROCE as at the period ended September 30, 2022 stands at 19.2%.

5.4 Indus Towers Three Line Graph

The Company tracks its performance on a three-line graph.

The parameters considered for the three-line graph are:

Given below are the graphs for the last five quarters of the Company:



1. **Total Sharing revenue** - i.e. total revenue excluding energy reimbursements accrued during the respective period

2. **Opex Productivity** – is calculated as operating expenses other than power and fuel expense divided by total sharing revenues for the respective period.

This ratio depicts the operational efficiencies in the Company.

3. **Capex Productivity** – this is computed by dividing sharing revenue accrued for the quarter (annualized) by average gross cumulative investments (gross fixed assets and capital work in progress) as at the end of respective period. This ratio depicts the asset productivity of the Company.

Section 6

STOCK MARKET HIGHLIGHTS

6.1 General Information

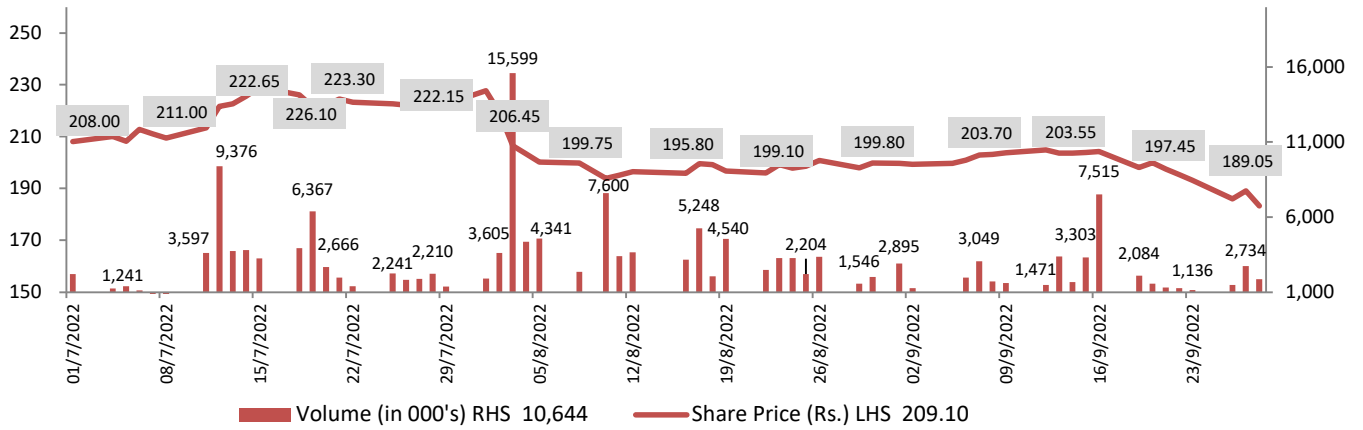
Shareholding and Financial Data	Unit	Quarter Ended Sep 30, 2022
Codes/Exchanges		534816/BSE INDUSTOWER/NSE
Bloomberg/Reuters		INDUSTOW IN/INUS.NS
No. of Shares Outstanding (30/09/22)	Mn Nos	2,694.94
Closing Market Price - NSE (30/09/22)	Rs /Share	197.45
Combined Volume (NSE & BSE) (01/07/22 - 30/09/22)	Nos in Mn/day	3.21
Combined Value (NSE & BSE) (01/07/22 - 30/09/22)	Rs bn /day	0.66
Market Capitalization	Rs bn	532
Book Value Per Equity Share	Rs /share	75.98
Market Price/Book Value	Times	2.60
Enterprise Value	Rs bn	732
PE Ratio	Times	11.21
Enterprise Value/ EBITDA	Times	5.67

6.2 Summarized Shareholding pattern as of September 30, 2022

Category	Number of Shares	%
Promoter & Promoter Group	1,85,94,25,399	69.00%
Public Shareholding		
Institutions	79,28,63,284	29.42%
Non-Institutions	4,22,16,319	1.56%
Sub-Total	83,50,79,603	30.98%
Non-promoter Non-public shareholding		
(Held by Indus Towers Employees Welfare Trust (formerly Bharti Infratel Employee's Welfare Trust)	4,31,948	0.02%
Total	2,69,49,36,950	100.00%

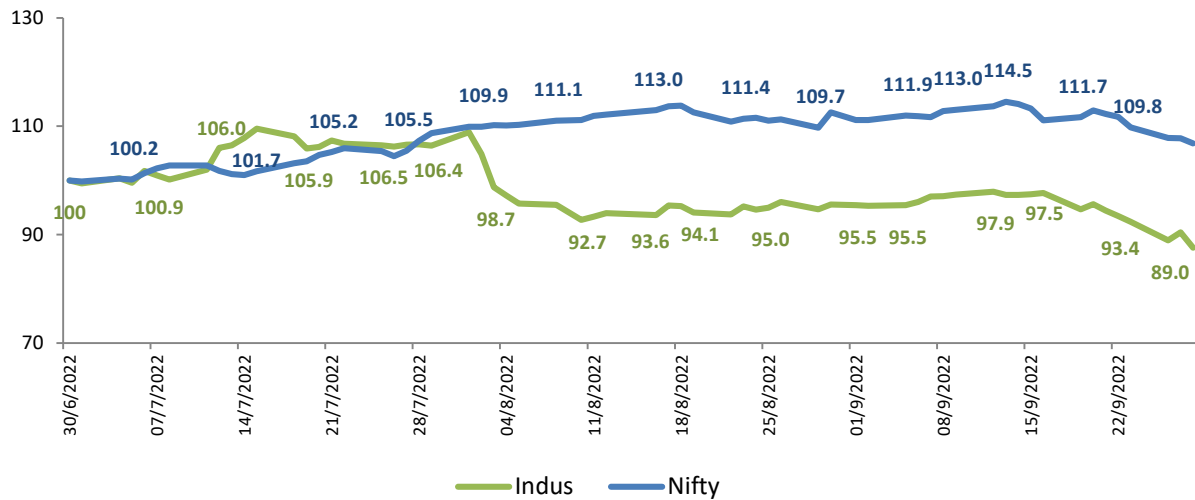
6.3 Indus Towers daily stock price (NSE) and volume (NSE) movement

Volume and Share Price Data (July 01, 2022 – September 30, 2022)



6.4 Comparison of Indus Towers with Nifty

Nifty Comparison with Indus Tower (July 01, 2022 - September 30, 2022)



Nifty and Indus Towers Stock price rebased to 100.

Section 7

DETAILED FINANCIAL AND RELATED INFORMATION

The financial information are prepared from audited consolidated financial results represent results of 'the Group' which comprises of the Company, its subsidiary 'Smartx Services Limited' and its controlled trust 'Indus Towers Employees Welfare Trust' prepared as per Ind AS 110 on Consolidated Financial Statements, Ind AS 111 on Joint Arrangements and Ind AS 28 on Investment in Associates and Joint Venture.

7.1 Financial Statements

7.1.1 Statement of Profit and Loss

Particulars	<i>Amount in Rs mn, except ratios</i>					
	Quarter Ended			Half Year Ended		
	Sep-22	Sep-21	Y-on-Y growth	Sep-22	Sep-21	Y-on-Y growth
Income						
Revenue from Operations	79,666	68,765	16%	1,48,639	1,36,735	9%
Other income	629	927	-32%	1,554	1,496	4%
	80,295	69,692	15%	1,50,193	1,38,231	9%
Expenses						
Power and fuel	27,177	26,511	3%	54,092	52,974	2%
Employee expenses	1,957	1,848	6%	3,791	3,720	2%
Repairs and maintenance	3,335	3,340	0%	6,703	6,640	1%
Other expenses	19,073	661	2785%	32,707	1,711	1812%
	51,542	32,360	59%	97,293	65,045	50%
Profit before depreciation and amortization, finance cost, finance income, charity and donation, exceptional items and tax	28,753	37,332	-23%	52,900	73,186	-28%
Finance Costs	4,151	3,958	5%	8,065	8,069	0%
Finance Income	(227)	(293)	-23%	(421)	(636)	-34%
Charity and Donation	12	172	-93%	615	290	112%
Depreciation and Amortization Expense	13,338	13,398	0%	27,094	26,816	1%
Less: adjusted with general reserve in accordance with the Scheme	(271)	(237)	14%	(634)	(457)	39%
Profit before exceptional items and tax	11,750	20,334	-42%	18,181	39,104	-54%
Profit before tax	11,750	20,334	-42%	18,181	39,104	-54%
Income Tax expense						
Current tax	7,037	4,732	49%	11,629	9,688	20%
Deferred tax	(4,005)	17	-23659%	(6,939)	(322)	2055%
Total income tax expense	3,032	4,749	-36%	4,690	9,366	-50%
Profit for the period	8,718	15,585	-44%	13,491	29,738	-55%
Other comprehensive income/(loss)	(5)	15	-133%	(5)	15	-133%
Total comprehensive income for the period, net of tax	8,713	15,600	-44%	13,486	29,753	-55%
Earnings per equity share (nominal value of share Rs 10 each)						
Basic (Rs.)	3.24	5.79	-44%	5.01	11.04	-55%
Diluted (Rs.)	3.24	5.79	-44%	5.01	11.04	-55%

7.1.2 Statement of Balance Sheet

Particulars	Amount in Rs mn	
	As at	
	Sep 30, 2022	Mar 31, 2022
Assets		
Non-current assets		
Property, plant and equipment	2,05,890	2,08,699
Right of Use Assets	1,08,901	1,09,210
Capital work-in-progress	2,196	1,787
Intangible assets	278	352
Financial Assets		
Other Financial Assets	11,690	11,012
Income Tax Assets (net)	7,093	6,844
Deferred tax assets (net)	6,022	-
Other non - Current assets	21,960	18,659
	3,64,030	3,56,563
Current assets		
Financial assets		
Investments	2,783	16,521
Trade receivables	64,990	70,586
Cash and cash equivalents	333	9,802
Other Financial assets	35,120	23,755
Other Current Assets	3,105	2,449
	1,06,331	1,23,113
Total assets	4,70,361	4,79,676
Equity and Liabilities		
Equity		
Equity Share capital	26,949	26,949
Other Equity	1,77,800	1,94,556
	2,04,749	2,21,505
Non-current liabilities		
Financial Liabilities		
Lease Liabilities	1,21,435	1,20,877
Other Financial Liabilities	4,094	5,708
Borrowings	13,613	23,739
Provisions	17,907	17,198
Deferred tax liability (Net)	-	918
Other non - Current liabilities	1,739	1,462
	1,58,788	1,69,902
Current liabilities		
Financial Liabilities		
Borrowings	46,798	31,129
Trade and Other payables	21,466	21,293
Lease Liabilities	21,075	21,515
Other financial liabilities	6,642	6,510
Other Current Liabilities	7,178	5,163
Provisions	677	535
Current Tax Liabilities (Net)	2,988	2,124
	1,06,824	88,269
Total liabilities	2,65,612	2,58,171
Total equity and liabilities	4,70,361	4,79,676

7.1.3 Cash Flow Statement

Amount in Rs mn

Particulars	Quarter Ended		Half Year Ended	
	Sep-22	Sep-21	Sep-22	Sep-21
Cash flows from operating activities				
Profit before taxation	11,750	20,334	18,181	39,104
Adjustments for				
Depreciation and amortization expense	13,067	13,161	26,460	26,359
Finance income	(227)	(293)	(421)	(636)
Finance costs	4,151	3,958	8,065	8,069
Profit on sale of property, plant and equipment	(461)	(576)	(1,236)	(980)
Provision for doubtful debts and advances (net)	17,730	(372)	30,062	(488)
Revenue equalisation	(1,826)	(941)	(3,644)	(1,925)
Others	(126)	(396)	(258)	(579)
Operating profit before changes in assets and liabilities	44,058	34,875	77,209	68,924
Changes in other assets / financial assets	(6,049)	(5,949)	(12,114)	(7,097)
Changes in other non current and current assets	(559)	1,546	(320)	3,122
Changes in trade receivables	(20,170)	(4,490)	(24,406)	(18,749)
Changes in other financial liabilities	(2,253)	(625)	(2,244)	(407)
Changes in provisions	45	28	42	48
Changes in other non current and current liabilities	2,727	64	2,446	2
Changes in trade payables	(924)	(1,053)	299	1,664
Cash generated from operations	16,875	24,396	40,912	47,507
Income tax paid (net of refunds)	(5,653)	(5,019)	(11,014)	(8,545)
Net cash flow from operating activities (A)	11,222	19,377	29,898	38,962
Cash flows from investing activities				
Purchase of property, plant & equipment	(8,439)	(8,368)	(14,844)	(17,929)
Proceeds from sale of property, plant & equipment	793	899	2,056	1,544
Investment in mutual funds	(47,068)	(28,579)	(1,06,475)	(44,698)
Proceeds from sale of mutual funds	47,088	40,897	1,20,226	61,168
Proceeds from bank deposits (net)	(2)	(2)	(5)	(5)
Interest received	101	89	409	357
Net cash flow from / (used in) investing activities (B)	(7,527)	4,936	1,367	437
Cash flows from financing activities				
Amount on account of sale/purchase of treasury shares (net)	-	-	-	(83)
Proceeds from / (Repayment) of borrowings (Net)	4,071	(16,066)	5,571	(21,907)
Dividend paid	-	-	(29,638)	-
Interest Paid	(917)	(873)	(1,698)	(1,846)
Repayment of lease liabilities (including interest)	(7,417)	(7,014)	(14,969)	(14,360)
Net cash flow used in financing activities (C)	(4,263)	(23,953)	(40,734)	(38,196)
Net increase in cash and cash equivalents during the period (A+B+C)	(568)	360	(9,469)	1,203
Cash and cash equivalents at the beginning of the period	901	986	9,802	143
Cash and cash equivalents at the end of the period	333	1,346	333	1,346
Components of cash and cash equivalents				
Cash and cash equivalents				
Balances with banks				
- on current accounts	333	1,340	333	1,340
- Deposits with original maturity of less than three months	-	6	-	6
Total cash and cash equivalents	333	1,346	333	1,346

7.2 Schedules to Financial Statements

7.2.1 Schedule of Revenue from Operations

Amount in Rs mn

Particulars	Quarter Ended		Half Year Ended	
	Sep-22	Sep-21	Sep-22	Sep-21
Sharing revenue	47,845	42,536	90,070	84,649
Energy reimbursements	31,821	26,229	58,569	52,086
Revenue	79,666	68,765	1,48,639	1,36,735

7.2.2 Schedule of Operating Expenses

Amount in Rs mn

Particulars	Quarter Ended		Half Year Ended	
	Sep-22	Sep-21	Sep-22	Sep-21
Power and fuel	27,177	26,511	54,092	52,974
Employee expenses	1,957	1,848	3,791	3,720
Repairs and maintenance	3,335	3,340	6,703	6,640
Other expenses	19,073	661	32,707	1,711
Expenses	51,542	32,360	97,293	65,045

7.2.3 Schedule of Depreciation & Amortization

Amount in Rs mn

Particulars	Quarter Ended		Half Year Ended	
	Sep-22	Sep-21	Sep-22	Sep-21
Depreciation of tangible assets	7,959	8,531	16,410	17,082
Amortization of intangible assets	53	67	93	127
Depreciation without ROU assets	8,012	8,598	16,503	17,209
Add: Depreciation on ROU assets	5,055	4,563	9,957	9,150
Depreciation and Amortization	13,067	13,161	26,460	26,359

7.2.4 Schedule of Finance Cost (Net)

Amount in Rs mn

Particulars	Quarter Ended		Half Year Ended	
	Sep-22	Sep-21	Sep-22	Sep-21
Finance Income	(227)	(293)	(421)	(636)
Finance Cost	1,333	1,255	2,602	2,636
Finance cost (Net) without lease obligation	1,106	962	2,181	2,000
Add: Interest on lease obligation	2,818	2,703	5,463	5,433
Finance cost (Net)	3,924	3,665	7,644	7,433

7.2.5 Schedule of Tax Expenses (Net)

Amount in Rs mn

Particulars	Quarter Ended		Half Year Ended	
	Sep-22	Sep-21	Sep-22	Sep-21
Current tax	7,037	4,732	11,629	9,688
Deferred tax	(4,005)	17	(6,939)	(322)
Income Tax Expenses	3,032	4,749	4,690	9,366

7.2.6 Schedule of Cumulative Investments

Amount in Rs. mn

Particulars	As at	As at
	Sep 30, 2022	Mar 31, 2022
Property, plant and equipment(Gross)	5,78,147	5,71,647
Less: Accumulated Depreciation	3,72,257	3,62,948
Property, plant and equipment(Net)	2,05,890	2,08,699
Intangible assets(Gross)	3,297	3,279
Less: Accumulated Amortization	3,019	2,927
Intangible assets(Net)	278	352
Capital work-in-progress	2,196	1,787
Cumulative Investments	5,83,640	5,76,713

7.3 Use of Non - GAAP Financial Information

In presenting and discussing the Company's reported financial position, operating results and cash flows, certain information is derived from amounts calculated in accordance with IND AS, but this information is a Non-GAAP measure. Such Non-GAAP measures should not be viewed in isolation as alternatives to the equivalent IND AS measures.

A summary of Non – GAAP measures included in this report are shown below

7.3.1 Reconciliation of Non- GAAP financial information to the information as per audited consolidated financial statements in 7.1 & 7.2 above

a) Reconciliation of Total Income to Revenue

Particulars	Amount in Rs mn	
	Quarter Ended Sep-22	Half Year Ended Sep-22
Total Income to Revenue		
Total Income as per IND AS	80,295	1,50,193
Less: Other Income	629	1,554
Revenue	79,666	1,48,639

b) Reconciliation of EBITDA (Including Other Income) to EBITDA

Particulars	Amount in Rs mn	
	Quarter Ended Sep-22	Half Year Ended Sep-22
EBITDA (Including Other Income) to EBITDA		
EBITDA (Incl. Other Income) as per IND AS	28,753	52,900
Less: Other Income	629	1,554
EBITDA	28,124	51,346

c) Reconciliation of EBIT (Including Other Income) to EBIT

Particulars	Amount in Rs mn	
	Quarter Ended Sep-22	Half Year Ended Sep-22
EBIT (Including Other Income) to EBIT		
EBIT (Incl. Other Income) as per IND AS	15,674	25,825
Less: Other Income	629	1,554
EBIT	15,045	24,271

d) Derivation of Operating Free Cash Flow from EBITDA

Particulars	Amount in Rs mn	
	Quarter Ended Sep-22	Half Year Ended Sep-22
EBITDA to Operating Free Cash Flow		
EBITDA	28,124	51,346
Less: Repayment of Lease Liabilities	7,417	14,969
Adjusted EBITDA	20,707	36,377
Less: Capex	7,937	15,538
Operating Free Cash Flow	12,770	20,839

e) Derivation of Adjusted Fund From Operations (AFFO) from Adjusted EBITDA

Amount in Rs mn

Particulars	Quarter Ended	Half Year Ended
	Sep-22	Sep-22
Adjusted EBITDA to Adjusted Fund From Operations		
Adjusted EBITDA	20,707	36,377
Less: Maintenance & General Corporate Capex	2,050	4,324
Adjusted Fund From Operations(AFFO)	18,657	32,053

f) Calculation of Net Debt / (Net Cash) with and without Lease Liabilities

Amount in Rs mn

Particulars	As at Sep 30, 2022	As at March 31, 2022
Total Debt (Long Term and Short Term Borrowings)	2,02,921	1,97,260
Less: Cash and Cash Equivalents & Current and non-current Investments	3,116	26,323
Net Debt / (Net Cash) with Lease Liabilities	1,99,805	1,70,937
Less: Lease Obligation	1,42,510	1,42,392
Net Debt / (Net Cash) without Lease Liabilities	57,295	28,545

g) Calculation of Capital Employed

Amount in Rs mn

Particulars	As at Sep 30, 2022	As at March 31, 2022
Shareholder's Equity	2,04,749	2,21,505
Add: Net Debt / (Net Cash) with Lease Liabilities	1,99,805	1,70,937
Capital Employed	4,04,554	3,92,442

Section 8

TRENDS AND RATIOS

The financial figures are prepared from audited consolidated financial results represent results of 'the Group' which comprises of the Company, its subsidiary 'Smartx Services Limited' and its controlled trust 'Indus Towers Employees Welfare Trust' prepared as per Ind AS 110 on Consolidated Financial Statements, Ind AS 111 on Joint Arrangements and Ind AS 28 on Investment in Associates and Joint Venture.

8.1 Based on Statement of Operations

Parameters	Amount in Rs mn				
	For the Quarter Ended				
	Sep-22	Jun-22	Mar-22	Dec-21	Sep-21
Revenue ¹	79,666	68,973	71,163	69,274	68,765
Energy Cost	27,177	26,915	24,008	25,676	26,511
Other Operating Expenses	24,365	18,836	6,457	6,557	5,849
EBITDA ¹	28,124	23,222	40,698	37,041	36,405
<i>EBITDA / Total revenues²</i>	<i>35.3%</i>	<i>33.7%</i>	<i>57.2%</i>	<i>53.5%</i>	<i>52.9%</i>
EBIT ¹	15,045	9,226	26,971	23,743	23,072
Other Income	629	925	1,090	939	927
Finance cost (Net)	3,924	3,720	3,747	3,793	3,665
Profit before tax	11,750	6,431	24,314	20,889	20,334
Income Tax Expense	3,032	1,658	6,029	5,181	4,749
Profit after Tax	8,718	4,773	18,285	15,708	15,585
Capex	7,937	7,601	6,348	7,107	8,302
Operating Free Cash Flow ¹	12,770	8,069	27,336	22,786	21,089
Adjusted Fund From Operations(AFFO) ¹	18,657	13,396	32,102	27,667	27,540
Free Cash Flow	(4,657)	5,509	22,320	1,112	4,110
Cumulative Investments	5,83,640	5,79,032	5,76,713	5,77,606	5,75,689

	Sep-22	Jun-22	Mar-22	Dec-21	Sep-21
As a % of Revenue²					
Energy Cost	34.1%	39.0%	33.7%	37.1%	38.6%
Other Operating Expenses	30.6%	27.3%	9.1%	9.5%	8.5%
EBITDA	35.3%	33.7%	57.2%	53.5%	52.9%
Profit before tax	14.7%	9.3%	34.2%	30.2%	29.6%
Profit after tax	10.9%	6.9%	25.7%	22.7%	22.7%

1. Revenue, EBITDA, EBIT, Operating free cash flow & AFFO are excluding other income.

2. Previous periods' figures have been regrouped/ rearranged wherever necessary to conform to current period classifications.

8.1.1 Consolidated Statement of Operations

Amount in Rs mn

Particulars	Quarter Ended				
	Sep 2022	Jun 2022	Mar 2022	Dec 2021	Sep 2021
Income					
Revenue from Operations	79,666	68,973	71,163	69,274	68,765
Other income	629	925	1,090	939	927
	80,295	69,898	72,253	70,213	69,692
Expenses					
Power and fuel	27,177	26,915	24,008	25,676	26,511
Employee expenses	1,957	1,834	2,059	1,943	1,848
Repairs and maintenance	3,335	3,368	3,441	3,386	3,340
Other expenses	19,073	13,634	957	1,228	661
	51,542	45,751	30,465	32,233	32,360
Profit before depreciation and amortization, finance cost, finance income, charity and donation, exceptional items and tax	28,753	24,147	41,788	37,980	37,332
Depreciation and amortization expense	13,067	13,393	13,649	13,244	13,161
Finance costs	4,151	3,914	3,985	3,979	3,958
Finance Income	(227)	(194)	(238)	(186)	(293)
Charity and donation	12	603	78	54	172
	17,003	17,716	17,474	17,091	16,998
Profit before tax	11,750	6,431	24,314	20,889	20,334
Income Tax expense					
Current tax	7,037	4,592	5,703	4,982	4,732
Deferred tax	(4,005)	(2,934)	326	199	17
Total income tax expense	3,032	1,658	6,029	5,181	4,749
Profit for the period	8,718	4,773	18,285	15,708	15,585
Other comprehensive income/(loss)	(5)	-	21	-	15
Total Comprehensive Income	8,713	4,773	18,306	15,708	15,600
Earnings per equity share (nominal value of share Rs 10 each)					
Basic	3.24	1.77	6.79	5.83	5.79
Diluted	3.24	1.77	6.79	5.83	5.79

8.1.2 Consolidated Balance sheet

Amount in Rs mn

Particulars	As at	As at	As at	As at	As at
	Sep 2022	Jun 2022	Mar 2022	Dec 2021	Sep 2021
ASSETS					
Non-current assets					
Property, plant and equipment	2,05,890	2,07,002	2,08,699	2,11,291	2,13,248
Right of use asset	1,08,901	1,07,428	1,09,210	1,08,046	1,04,820
Capital work-in-progress	2,196	1,739	1,787	2,347	2,512
Intangible assets	278	328	352	375	434
Financial Assets					
Investments	-	-	-	-	-
Other Financial Assets	11,690	11,288	11,012	10,921	10,790
Income Tax Assets (net)	7,093	6,845	6,844	6,865	7,087
Deferred tax Assets (Net)	6,022	2,015	-	-	-
Other non - Current assets	21,960	20,227	18,659	17,056	16,254
	3,64,030	3,56,872	3,56,563	3,56,901	3,55,145
Current assets					
Financial assets					
Investments	2,783	2,786	16,521	3,786	6,475
Trade receivables	64,990	62,496	70,586	73,511	57,512
Cash and cash equivalents	333	901	9,802	96	1,346
Other Financial Assets	35,120	29,425	23,755	35,665	36,408
Other Current Assets	3,105	2,451	2,449	2,055	2,813
	1,06,331	98,059	1,23,113	1,15,113	1,04,554
Total assets	4,70,361	4,54,931	4,79,676	4,72,014	4,59,699
EQUITY AND LIABILITIES					
Equity					
Equity Share Capital	26,949	26,949	26,949	26,949	26,949
Other Equity	1,77,800	1,69,342	1,94,556	1,76,480	1,61,072
Equity attributable to equity holders of the parent	2,04,749	1,96,291	2,21,505	2,03,429	1,88,021
Non-current liabilities					
Financial Liabilities					
Lease Liabilities	1,21,435	1,19,216	1,20,877	1,17,938	1,14,895
Other Financial Liabilities	4,094	3,996	5,708	5,580	5,457
Borrowings	13,613	18,260	23,739	21,717	20,737
Provisions	17,907	17,583	17,198	16,654	16,334
Deferred tax liability	-	-	918	584	385
Other non - Current liabilities	1,739	1,544	1,462	1,557	1,686
	1,58,788	1,60,599	1,69,902	1,64,030	1,59,494
Current liabilities					
Financial Liabilities					
Trade payables	21,466	22,462	21,293	33,878	33,859
Borrowings	46,798	38,057	31,129	32,953	38,907
Lease Liabilities	21,075	21,380	21,515	22,625	22,100
Other Financial Liabilities	6,642	9,535	6,510	7,989	8,832
Other Current Liabilities	7,178	4,711	5,163	5,231	5,711
Provisions	677	540	535	518	509
Current Tax Liabilities (Net)	2,988	1,356	2,124	1,361	2,266
	1,06,824	98,041	88,269	1,04,555	1,12,184
Total equity and liabilities	4,70,361	4,54,931	4,79,676	4,72,014	4,59,699

8.2 Based on Consolidated Statement of Financial Position

Amount in Rs mn, except ratios

Parameters	As at				
	Sep-22	Jun-22	Mar-22	Dec-21	Sep-21
Shareholder's Equity	2,04,749	1,96,291	2,21,505	2,03,429	1,88,021
Net Debt / (Net Cash) with Lease Liabilities	1,99,805	1,93,226	1,70,937	1,91,351	1,88,818
Capital Employed = Shareholder's Equity + Net Debt / (Net Cash) with Lease Liabilities	4,04,554	3,89,517	3,92,442	3,94,780	3,76,839

Parameters	Sep-22	Jun-22	Mar-22	Dec-21	Sep-21
Return on Capital Employed Pre Tax (LTM)	19.2%	22.0%	25.7%	24.5%	23.8%
Return on Shareholder's Equity Pre Tax (LTM)	32.3%	39.0%	44.3%	39.3%	40.9%
Return on Shareholder's Equity Post tax (LTM)	24.2%	29.5%	33.5%	29.8%	30.9%
Net Debt / (Net Cash) with Lease Liabilities to EBITDA (LTM)	1.55	1.41	1.14	1.34	1.33
Asset Turnover ratio ¹	54.8%	47.7%	49.3%	48.1%	47.9%
Interest Coverage ratio (times) (LTM)	8.50	9.20	9.98	9.62	9.49
Net debt / (Net Cash) to Funded Equity (Times)	0.98	0.98	0.77	0.94	1.00
Per share data (for the period)					
Earnings Per Share - Basic (in Rs)	3.24	1.77	6.79	5.83	5.79
Earnings Per Share - Diluted (in Rs)	3.24	1.77	6.79	5.83	5.79
Book Value Per Equity Share (in Rs)	76.0	72.8	82.2	75.5	69.8
Market Capitalization (Rs. bn)	532	564	598	669	832
Enterprise Value (Rs. bn)	732	757	769	861	1,021

1. Refer Section 11- Glossary for revised definition.

8.3 Operational Performance

Parameters	Unit	Sep 2022	Jun 2022	Mar 2022	Dec 2021	Sep 2021
Total Towers ¹	Nos	1,87,926	1,86,474	1,85,447	1,84,748	1,83,462
Total Co-locations ^{1&2}	Nos	3,38,128	3,36,382	3,35,791	3,35,106	3,32,551
Key Indicators:						
Average sharing factor	Times	1.80	1.81	1.81	1.81	1.81
Closing sharing factor	Times	1.80	1.80	1.81	1.81	1.81
Sharing revenue per tower per month	Rs	84,841	75,688	85,445	79,609	77,807
Sharing revenue per sharing operator per month	Rs	47,093	41,879	47,148	43,904	42,807

1. Reporting of towers & colocations has been changed from notice basis to actual exit basis w.e.f. 1st July 2021. During the consolidation phase of the telecom industry, Indus had adopted a conservative approach in December 2018 of reporting exits basis notices received vis-à-vis the earlier method of reporting basis actual exits. Now with the stabilization in the industry and reducing trend of exits, Indus has moved back to the earlier approach of reporting churn based on actual exits to represent actual colocations billed. This has resulted in one-time addition of 3,630 colocations in closing base for the quarter ended September 30, 2021.

2 Total colocations excludes Lean products, net additions thereof during the quarter aggregates to 1,535 (Previous Quarter 1,021).

8.4 Human Resource Analysis

Parameters	Unit	Sep 2022	Jun 2022	Mar 2022	Dec 2021	Sep 2021
Total on roll employees	Nos	3,163	3,218	3,248	3,285	3,271
Number of towers per employee	Nos	59	58	57	56	56
Personnel cost per employee per month	Rs	2,04,461	1,89,092	2,10,113	1,97,580	1,85,990
Gross revenue per employee per month	Rs	83,23,251	71,11,352	72,61,901	70,44,336	69,20,793

8.5 Revenue From Operations

Amount in Rs mn

Particulars	Quarter Ended				
	Sep 2022	Jun 2022	Mar 2022	Dec 2021	Sep 2021
Sharing Revenue	47,845	42,225	47,447	43,969	42,536
Energy reimbursements	31,821	26,748	23,716	25,305	26,229
Total revenues	79,666	68,973	71,163	69,274	68,765

8.6 Operating Expenses

Amount in Rs mn

Particulars	Quarter Ended				
	Sep 2022	Jun 2022	Mar 2022	Dec 2021	Sep 2021
Power & fuel	27,177	26,915	24,008	25,676	26,511
Employee benefit expenses	1,957	1,834	2,059	1,943	1,848
Repair and maintenance expenses	3,335	3,368	3,441	3,386	3,340
Other expenses	19,073	13,634	957	1,228	661
Total expenses	51,542	45,751	30,465	32,233	32,360

8.7 Depreciation and Amortization

Amount in Rs mn

Particulars	Quarter Ended				
	Sep 2022	Jun 2022	Mar 2022	Dec 2021	Sep 2021
Depreciation on tangible assets	7,959	8,451	8,598	8,468	8,531
Amortization on intangible assets	53	40	46	53	67
Depreciation without ROU assets	8,012	8,491	8,644	8,521	8,598
Add: Depreciation on ROU assets	5,055	4,902	5,005	4,723	4,563
Depreciation and amortization	13,067	13,393	13,649	13,244	13,161

8.8 Finance Cost

Amount in Rs mn

Particulars	Quarter Ended				
	Sep 2022	Jun 2022	Mar 2022	Dec 2021	Sep 2021
Finance Income	227	194	238	186	293
Finance Cost	1,333	1,269	1,265	1,210	1,255
Finance cost (Net) without lease obligation	1,106	1,075	1,027	1,024	962
Add: Interest on lease obligation	2,818	2,645	2,720	2,769	2,703
Finance Cost (Net)	3,924	3,720	3,747	3,793	3,665

8.9 Schedule of Net Debt

Amount in Rs mn

Particulars	As at				
	Sep 2022	Jun 2022	Mar 2022	Dec 2021	Sep 2021
Total Debt with Lease Liabilities	2,02,921	1,96,913	1,97,260	1,95,233	1,96,639
Less: Cash and Cash Equivalents & Current and non-current Investments	3,116	3,687	26,323	3,882	7,821
Net debt	1,99,805	1,93,226	1,70,937	1,91,351	1,88,818

8.10 Energy Cost Analysis

Particulars	Unit	For the Quarter Ended				
		Sep 2022	Jun 2022	Mar 2022	Dec 2021	Sep 2021
Energy Cost Indicators						
Energy Cost Per Tower per month	Rs	48,392	48,245	43,235	46,488	48,494
Energy Cost Per Colocation per month	Rs	26,861	26,695	23,857	25,638	26,680

8.11 Other Than Energy Cost Analysis

Particulars	Unit	For the Quarter Ended				
		Sep 2022	Jun 2022	Mar 2022	Dec 2021	Sep 2021
Other Than Energy Cost						
Cost Per Tower per month	Rs	43,385	33,763	11,628	11,872	10,699
Cost per Colocation per month	Rs	24,082	18,682	6,416	6,547	5,886

8.12 Revenue and Operating Cost Composition

Parameters	Unit	For the Quarter Ended				
		Sep 2022	Jun 2022	Mar 2022	Dec 2021	Sep 2021
Revenue Composition						
Sharing Revenue	%	60%	61%	67%	63%	62%
Energy reimbursements	%	40%	39%	33%	37%	38%
Total		100%	100%	100%	100%	100%
Opex Composition						
Power and fuel	%	53%	59%	79%	80%	82%
Employee benefits expenses	%	4%	4%	7%	6%	6%
Repair and maintenance expenses	%	6%	7%	11%	11%	10%
Other expenses	%	37%	30%	3%	4%	2%
Total		100%	100%	100%	100%	100%

Section B

Standalone and Consolidated IND AS Financial Statements

The consolidated financial results represent results of the Company, its subsidiary 'Smartx Services Limited', its controlled trust 'Indus Towers Employees Welfare Trust (formerly Bharti Infratel Employees Welfare Trust)' and its share in Joint Venture Company 'erstwhile Indus Towers Limited' (ceased to exist and merged into the Company w.e.f. November 19, 2020).

This section contains the extracts from Audited Standalone and Consolidated Financial Statements prepared in accordance with IND AS Accounting Principles.

Section 9

FINANCIAL HIGHLIGHTS

9.1 Extracts from Standalone and Consolidated Audited Financial Statements prepared in accordance with IND AS Accounting Principles

9.1.1 Standalone Statement of Profit & Loss for the quarter and half year ended September 30, 2022

Amount in Rs mn, except ratios

Particulars	Quarter Ended			Half Year Ended		
	Sep-22	Sep-21	Y-on-Y growth	Sep-22	Sep-21	Y-on-Y growth
Income						
Revenue from Operations	79,666	68,752	16%	1,48,639	1,36,708	9%
Other income	629	927	-32%	1,554	1,496	4%
	80,295	69,679	15%	1,50,193	1,38,204	9%
Expenses						
Power and fuel	27,177	26,511	3%	54,092	52,972	2%
Employee expenses	1,957	1,848	6%	3,791	3,720	2%
Repairs and maintenance	3,336	3,340	0%	6,703	6,640	1%
Other expenses	19,069	653	2820%	32,698	1,694	1830%
	51,539	32,352	59%	97,284	65,026	50%
Profit before depreciation and amortization, finance cost, finance income, charity and donation, exceptional items and tax	28,756	37,327	-23%	52,909	73,178	-28%
Finance Costs	4,151	3,954	5%	8,065	8,062	0%
Finance Income	(227)	(293)	-23%	(421)	(636)	-34%
Charity and Donation	12	172	-93%	615	290	112%
Depreciation and Amortization Expense	13,331	13,384	0%	27,081	26,787	1%
Less: adjusted with general reserve in accordance with the Scheme	(271)	(237)	14%	(634)	(457)	39%
Profit before tax	11,760	20,347	-42%	18,203	39,132	-53%
Income Tax expense						
Current tax	7,035	4,732	49%	11,627	9,688	20%
Deferred tax	(4,005)	17	-23659%	(6,943)	(322)	2056%
Total income tax expense	3,030	4,749	-36%	4,684	9,366	-50%
Profit for the period	8,730	15,598	-44%	13,519	29,766	-55%
Other comprehensive income/(loss)	(5)	15	-133%	(5)	15	-133%
Total comprehensive income for the period, net of tax	8,725	15,613	-44%	13,514	29,781	-55%
Earnings per equity share (nominal value of share Rs 10 each)						
Basic (Rs.)	3.24	5.79	-44%	5.02	11.05	-55%
Diluted (Rs.)	3.24	5.79	-44%	5.02	11.05	-55%

9.1.2 Consolidated Statement of Profit & Loss for the quarter and half year ended September 30, 2022

The consolidated financial results represent results of the Company, its subsidiary 'Smartx Services Limited', its controlled trust 'Indus Towers Employees Welfare Trust (formerly Bharti Infratel Employees Welfare Trust)' and its share in Joint Venture Company 'erstwhile Indus Towers Limited' (ceased to exist and merged into the Company w.e.f. November 19, 2020).

Particulars	Amount in Rs mn, except ratios					
	Quarter Ended			Half Year Ended		
	Sep-22	Sep-21	Y-on-Y growth	Sep-22	Sep-21	Y-on-Y growth
Income						
Revenue from Operations	79,666	68,765	16%	1,48,639	1,36,735	9%
Other income	629	927	-32%	1,554	1,496	4%
	80,295	69,692	15%	1,50,193	1,38,231	9%
Expenses						
Power and fuel	27,177	26,511	3%	54,092	52,974	2%
Employee expenses	1,957	1,848	6%	3,791	3,720	2%
Repairs and maintenance	3,335	3,340	0%	6,703	6,640	1%
Other expenses	19,073	661	2785%	32,707	1,711	1812%
	51,542	32,360	59%	97,293	65,045	50%
Profit before depreciation and amortization, finance cost, finance income, charity and donation, exceptional items and tax	28,753	37,332	-23%	52,900	73,186	-28%
Finance Costs	4,151	3,958	5%	8,065	8,069	0%
Finance Income	(227)	(293)	-23%	(421)	(636)	-34%
Charity and Donation	12	172	-93%	615	290	112%
Depreciation and Amortization Expense	13,338	13,398	0%	27,094	26,816	1%
Less: adjusted with general reserve in accordance with the Scheme	(271)	(237)	14%	(634)	(457)	39%
Profit before share of profit of joint venture and tax	11,750	20,334	-42%	18,181	39,104	-54%
Share of profit of joint venture	-	-		-	0	
Profit before tax	11,750	20,334	-42%	18,181	39,104	-54%
Income Tax expense						
Current tax	7,037	4,732	49%	11,629	9,688	20%
Deferred tax	(4,005)	17	-23659%	(6,939)	(322)	2055%
Total income tax expense	3,032	4,749	-36%	4,690	9,366	-50%
Profit for the period	8,718	15,585	-44%	13,491	29,738	-55%
Other comprehensive income/(loss)	(5)	15	-133%	(5)	15	-133%
Total comprehensive income for the period, net of tax	8,713	15,600	-44%	13,486	29,753	-55%
Earnings per equity share (nominal value of share Rs 10 each)						
Basic (Rs.)	3.24	5.79	-44%	5.01	11.04	-55%
Diluted (Rs.)	3.24	5.79	-44%	5.01	11.04	-55%

Section C

Key Accounting Policies and Glossary

Section 10

Basis of Preparation and Key Accounting Policies as per IND AS

1. Corporate information

Indus Towers Limited (formerly Bharti Infratel Limited) ('the Company' or 'Indus') was incorporated on November 30, 2006 with the object of, inter-alia, setting up, operating and maintaining wireless communication towers. The Company received the certificate of commencement of business on April 10, 2007 from the Registrar of Companies. The Company is publicly traded on National Stock Exchange of India (NSE) and BSE Limited. The Registered office of the Company is situated at Building No. 10, Tower A, 4th Floor, DLF Cyber City, Gurugram-122002, Haryana w.e.f. August 6, 2021.

The Company, together with its wholly owned subsidiary 'Smartx Services Limited' and controlled trust 'Indus Towers Employees Welfare Trust' (formerly Bharti Infratel Employees Welfare Trust) is hereinafter referred to as "the Group".

The Scheme of amalgamation and arrangement between the Company and erstwhile Indus Towers Limited (a joint venture company) became effective on November 19, 2020. Upon implementation of the Scheme, the Joint venture company (i.e. erstwhile Indus Towers Limited) merged into the Company on a going concern basis. Further, the name of the Company was changed from Bharti Infratel Limited to Indus Towers Limited w.e.f. December 10, 2020 vide Certificate of Incorporation pursuant to change of name issued by Registrar of Companies.

Upon implementation of the Scheme and allotment of shares to indirect wholly owned subsidiaries of Vodafone Group Plc., in addition to existing promoters (representing Bharti Airtel Limited along with its wholly owned subsidiary Nettle Infrastructure Investments Limited), the aforesaid indirect wholly owned subsidiaries of Vodafone Group Plc. have also been classified as promoters of the Company. As on September 30, 2022, Bharti Airtel Limited along with its wholly owned subsidiary Nettle Infrastructure Investments Limited held 47.95% shares and Vodafone Group Plc. through its indirect wholly owned subsidiary companies held 21.05% shares in the Company.

2. a) Statement of Compliance

The interim condensed consolidated financial statements ("financial statements") have been prepared to comply in all material aspects with the (Ind AS 34 'Interim Financial Reporting') notified under section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015 issued thereunder and other relevant provisions of the Companies Act, 2013 (the Act) as amended from time to time.

b) Basis of preparation

The interim condensed consolidated financial statements do not include all the information and disclosures that would otherwise be required in a full set of financial statements and should be read in conjunction with the Group's Financial Statements for the year ended March 31, 2022. However, selected explanatory notes are included to explain events and transactions that are significant for the understanding of the Group's financial position and performance.

The financial statements have been prepared under historical cost convention on accrual and going concern basis, except for the certain financial instruments which have been measured at fair value as required by relevant Ind ASs.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

All the amounts included in the financial statements are reported in millions of Indian Rupees ('Rupees' or 'Rs.')

and are rounded to the nearest million (Mn) except per share data and unless stated otherwise.

The interim condensed consolidated financial statements are approved for issuance by the Company's Board of Directors on October 27, 2022.

c) Basis of Consolidation

The Consolidated financial statements comprise the financial statements of the Company, its subsidiary and its directly Controlled Trust which are as follows:

Entity	Country of Incorporation	Principal Service	Relationship	Shareholding as at September 30, 2022	Shareholding as at March 31, 2022
Smartx Services Limited*	India	Optical Fibre Service	Subsidiary	100%	100%

Details of Controlled Trust

Name of Trust	Country of Incorporation
Indus Towers Employees Welfare Trust* (formerly Bharti Infratel Employees Welfare Trust)	India

*Refer note 1

Accounting for Subsidiary:

A subsidiary is an entity controlled by the Group. Control exists when the parent has power over the entity, is exposed, or has rights to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over entity. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns.

Subsidiary is fully consolidated from the date on which Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the period are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary. Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies and accounting period in line with those used by the Group. All intra-group transactions, balances, income and expenses and cash flows are eliminated on consolidation.

The Group consolidates its directly controlled trust on the line by line consolidation basis and according to principles of Ind AS 110, Consolidated Financial Statements.

3. Merger of 'erstwhile Indus Towers Limited' with 'the Company'

On April 25, 2018, Indus Towers Limited (formerly Bharti Infratel Limited) ('the Company' or 'Transferee Company') and its Joint Venture Company erstwhile Indus Towers Limited ('erstwhile Indus' or 'Transferor Company') and their respective shareholders and creditors entered into a scheme of amalgamation and arrangement (under section 230 to 232 and other applicable provisions of the Companies Act, 2013) ('Scheme') to create a pan-India tower company operating across all 22 telecom service areas. The Company had received requisite regulatory approvals and the merger become effective on November 19, 2020 (i.e. the effective date of merger) on filing the certified copy of the NCLT order with the Registrar of Companies. Upon the Scheme becoming effective the erstwhile Indus stood dissolved without being wound-up.

As a result of above scheme, Bharti Airtel group through its subsidiary i.e Bharti Infratel Limited and Vodafone group through its joint venture i.e. erstwhile Indus Towers Limited contributed assets and liabilities to the merged entity i.e Bharti Infratel Limited and have become promoters of the Company. Furthermore, the name of the Company has been changed from Bharti Infratel Limited to Indus Towers Limited w.e.f. December 10, 2020.

In compliance with the Scheme, 845,328,704 equity shares of the Company were issued to the shareholders of erstwhile Indus which have been recorded at face value of Rs. 10 per equity share and Rs. 37,642 Mn was paid to Vodafone Idea Limited (in lieu of cash option exercised for its shareholding of 11.15% in erstwhile Indus) by the Company. The stamp duty paid on issue of shares amounting to Rs. 8 Mn has been debited to Securities Premium Account.

As per Indian Accounting Standards as prescribed under section 133 of the Companies Act, 2013, no specific accounting guidance is given in case of formation of such arrangement, hence, the Company had an option to either account for such business combination using 'Pooling of interest' method or adopt the 'fair value' method. The merger of erstwhile Indus with the Company has been accounted as per 'Pooling of interest' method and accordingly, all the assets, liabilities and reserves of erstwhile Indus have been recorded at their carrying amounts and the identity of the reserves (of the transferor) shall be preserved and appear in the financial statements of the transferee in the same form in which they appeared in the financial statements of the transferor.

On the date of Scheme becoming effective, the Company has combined assets, liabilities and components of other equity of the erstwhile Indus on line by line basis. Furthermore, the Company has recognised impact of alignment of accounting practices and estimates of Rs. 589 Mn through General Reserve and Rs. 123 Mn (net of tax) through the Statement of profit and loss for the year ended March 31, 2021.

Upon the merger becoming effective, the investment in Joint Venture (erstwhile Indus) has been cancelled by debiting the General Reserve to the extent available (i.e. Rs. 58,033 Mn) in the books of the Transferee Company, which was created out of the "BAL Scheme" (refer Note 11(a) for details of BAL scheme). Further, earlier recognised gain of Rs. 382 Mn and deferred tax liability of Rs. 116 Mn have been reversed and the balance amount of investment in joint venture i.e. Rs. 1,888 Mn has been debited to the merger Capital Reserve on account of cancellation of such investment.

In addition to above, difference between share capital of erstwhile Indus of Rs. 1 Mn and shares issued by the Company of Rs. 8,453 Mn and cash paid of Rs. 37,642 Mn to the shareholders of the erstwhile Indus have resulted into debit balance of Merger Capital Reserve.

4. Significant accounting policies, judgements, estimates and assumptions

4.1. Significant accounting policies

a) Property, Plant and Equipment

Property, plant and equipment including Capital work in progress is stated at cost, except assets acquired under Schemes of Arrangement, which are stated at fair values as per the Schemes, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the Property, plant and equipment and borrowing costs for long term construction projects if the recognition criteria are met. When significant parts of property, plant and equipment are required to be replaced in intervals, the Group recognizes such parts as separate component of assets with specific useful lives and provides depreciation over their useful life. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repair and maintenance costs are recognised in the Consolidated Statement of Profit and Loss as incurred.

The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Refer note 4.2 regarding significant accounting judgements, estimates and assumptions and provisions for further information about the recorded decommissioning provision.

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 derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in the Consolidated Statement of Profit and Loss when the asset is derecognised.

Assets are depreciated to the residual values on a straight-line basis over the estimated useful lives. Depreciation on property, plant and equipment starts when asset is available for use. Estimated useful lives of the assets are as follows:

Particulars	Useful lives
Office Equipment	2 years / 5 years
Computer	3 years
Vehicles	5 years
Furniture and Fixtures	5 years
Plant and Machinery	3 to 20 Years
Leasehold Improvement	Period of Lease or useful life whichever is less

The existing useful lives and residual value of tangible assets are different from the useful lives as prescribed under Part C of Schedule II to the Companies Act, 2013 and the Group believes that this is the best estimate on the basis of technical evaluation and actual usage period.

The existing residual values of tangible assets are different from 5% as prescribed under Part C of Schedule II to the Companies Act, 2013 and the Group believes that this is the best estimate on the basis of actual realization.

The assets' residual values, depreciation method and useful lives are reviewed at each financial year end or whenever there are indicators for impairment, and adjusted prospectively.

On transition to Ind AS, the Group has elected to continue with the carrying value of all its property, plant and equipment (including assets acquired under Schemes of Arrangement) except with an adjustment in decommissioning cost recognised as at April 1, 2015 measured as per the previous GAAP and use that carrying value as the cost of the property, plant and equipment.

b) Intangible Assets

Intangible assets are recognized when the entity controls the asset, it is probable that future economic benefits attributed to the asset will flow to the entity and the cost of the asset can be reliably measured.

At initial recognition, the separately acquired intangible assets are recognised at cost. Intangible assets with finite useful lives are carried at cost less accumulated amortisation and accumulated impairment losses, if any.

Intangible assets are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset are reviewed at least at the end of each financial year. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets is recognised in the Consolidated Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset.

Software is capitalized at the amounts paid to acquire the respective license for use and is amortised over the period of license, generally not exceeding three years. Acquired telecom license is initially recognised at cost and subsequently measured at cost less accumulated amortisation and impairment losses, if any. Amortisation is recognised over the unexpired period of license.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Consolidated Statement of Profit and Loss when the asset is derecognised.

c) Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset,

unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. Impairment losses, if any, are recognized in Consolidated Statement of Profit and Loss as a component of depreciation and amortisation expense.

A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited to the extent the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation or amortisation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognized in the Consolidated Statement of Profit and Loss when the asset is carried at the revalued amount, in which case the reverse is treated as a revaluation increase.

d) Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

Current assets include the current portion of non-current assets. All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

Current liabilities include the current portion of long-term liabilities. The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

e) Leases

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

Group as a Lessee

The Group recognizes right-of-use asset (ROU) representing its right to use the underlying asset for the lease term and a corresponding lease liability at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use asset is depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the consolidated statement of profit and loss.

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate. For leases with reasonably similar characteristics, the Group may adopt the incremental borrowing rate for the entire portfolio of leases as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Group is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. 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 and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Group recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognizes any remaining amount of the re-measurement in the consolidated statement of profit and loss.

The Group may elect not to apply the requirements of Ind AS 116 to leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

The Group has opted to recognize the asset retirement obligation liability as part of the cost of an item of property, plant and equipment in accordance with Ind AS 16.

Group as a Lessor

At the inception date, leases are classified as a finance lease or an operating lease. Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Group to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Groups net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

Leases where the Group does not transfer substantially all the risks and rewards incidental to ownership of the asset are classified as operating leases. Lease rentals under operating leases are recognized as income on a straight-line basis over the lease term. Contingent rents are recognized as revenue in the period in which they are earned.

f) Share-based payments

The Group issues equity-settled and cash-settled share-based options to certain employees. These are measured at fair value on the date of grant.

The fair value determined at the grant date of the equity-settled share-based options is expensed over the vesting period, based on the Group's estimate of the shares that will eventually vest.

The fair value determined on the grant date of the cash settled share based options is expensed over the vesting period, based on the Group's estimate of the shares that will eventually vest. At the end of each reporting period,

until the liability is settled, and at the date of settlement, the fair value of the liability is recognized, with any changes in fair value pertaining to the vested period recognized immediately in Consolidated Statement of Profit and Loss.

At the vesting date, the Group's estimate of the shares expected to vest is revised to equal the number of equity shares that ultimately vest.

Fair value is measured using Black-Scholes framework by an independent valuer and is recognized as an expense, together with a corresponding increase in equity/ liability as appropriate, over the period in which the options vest using the graded vesting method. The expected life used in the model is adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions and behavioral considerations. The expected volatility and forfeiture assumptions are based on historical information.

Where the terms of share-based payments are modified, the minimum expense recognized is the expense as if the terms had not been modified, if the original terms of the award are met. An additional expense is recognized for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification.

Where an equity-settled award is cancelled, it is treated as if it is vested on the date of cancellation, and any expense not yet recognized for the award is recognized immediately. This includes any award where non-vesting conditions within the control of either the entity or the employee are not met. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if they were a modification of the original award, as described in the previous paragraph.

The dilutive effect of outstanding options if any is reflected as additional share dilution in the computation of diluted earnings per share.

g) Cash and Cash equivalents

Cash and cash equivalents in the consolidated balance sheet comprise cash at banks and in hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. Bank overdrafts that are repayable on demand and form an integral part of the Groups cash management are included as a component of cash and cash equivalents for the purpose of the consolidated Statement of Cash Flows.

h) Treasury shares

The Group has formed Indus Towers Employees Welfare Trust (formerly Bharti Infratel Employees Welfare Trust), for administration of ESOP Schemes of the Group. The Trust bought shares of the Group from the market, for giving shares to employees. The Group treats Trust as its extension and shares held by Trust are treated as treasury shares.

Own equity instruments ("treasury shares") which are reacquired through Indus Towers Employees Welfare Trust (formerly Bharti Infratel Employees Welfare Trust) are recognized at cost and deducted from equity. No gain or loss is recognized in the Consolidated Statement of Profit and Loss on the purchase, sale, issue or cancellation of the Group own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognized in the general reserve and gain or loss, if sold, is recognised in treasury shares. Share options exercised during the reporting period are satisfied with treasury shares.

i) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

Initial Recognition and Measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent Measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through Profit or Loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt Instruments at Amortised Cost

This category applies to the Group's trade receivables, unbilled revenue, security deposits.

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows and
- b) 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. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Consolidated Statement of Profit and Loss. The losses arising from impairment are recognised in the Consolidated Statement of Profit and Loss.

Debt instrument at fair value through other comprehensive income (FVTOCI)

A 'debt instrument' is classified at FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent solely payment of principal and interest (SPPI).

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Group recognizes interest income, impairment losses and reversals in the Consolidated Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to the Consolidated Statement of Profit and Loss.

Interest earned whilst holding FVTOCI debt instrument is reported as interest income.

The Group has classified Investment in tax free bonds within this category.

Debt instrument at fair value through Profit or Loss (FVTPL)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization at amortized cost or at FVTOCI, is classified at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Consolidated Statement of Profit and Loss. This category applies to the Group investment in government securities, mutual funds, taxable bonds and non-convertible debentures.

In addition, the Group may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Group has not designated any debt instrument as FVTPL.

Equity investments

All equity investments in scope of Ind AS 109, "Financial Instruments" are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination, if any to which Ind AS 103, Business combinations applies are classified as at fair value through Profit or loss. Further, there is no such equity investments measured at Fair value through profit or loss or fair value through other comprehensive income in the Group.

De-recognition

A financial asset (or, where applicable, a part of a financial asset) is primarily derecognised (i.e. removed from the Group's balance sheet) when:

- The contractual rights to receive cash flows from the asset have expired, or
- The Group has transferred its contractual rights to receive cash flows from the financial asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of Financial Assets

In accordance with Ind AS 109, Financial instruments the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the Financial assets that are debt instruments and are initially measured at fair value with subsequent measurement at amortised cost e.g. Trade receivables, unbilled revenue etc.

The Group follows 'simplified approach' for recognition of impairment loss allowance for trade receivables.

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

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. If credit risk has not increased significantly, twelve month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in the subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on a twelve month ECL.

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 entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR.

Financial Liabilities

Initial Recognition and Measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings or payables, as appropriate

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Group's financial liabilities include borrowings, trade and other payables, security deposits, lease liabilities etc.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through Profit and Loss (FVTPL)

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109, Financial instruments are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risks are recognized in Other Comprehensive Income. These gains/ loss are not subsequently transferred to the Consolidated Statement of Profit and Loss. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the Consolidated Statement of Profit and Loss.

Financial Liabilities at Amortised Cost

This category includes security deposit received, trade payables etc. After initial recognition, such liabilities are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the consolidated Statement of Profit and Loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Consolidated Statement of Profit and Loss.

De-recognition

A financial liability is derecognised 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 the Consolidated Statement of Profit and Loss.

Reclassification of Financial Assets

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest

Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet 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.

j) Revenue Recognition

The Group earns revenue primarily from rental services by leasing of passive infrastructure and energy revenue by the provision of energy for operation of sites.

Revenue is recognized when the Group satisfies the performance obligation by transferring the promised services to the customers. Services are considered performed when the customer obtains control, whereby the customer gets the ability to direct the use of such services and substantially obtains all benefits from the services. When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved.

In order to determine, if it is acting as principal or as an agent, the entity shall determine whether the nature of its promise is a performance obligation to provide the specified services itself (i.e. the entity is a principal) or to arrange for those services to be provided by the other party (i.e. the entity is an agent) for all its revenue arrangements.

Service revenue

Service revenue includes rental revenue for use of sites and energy revenue for the provision of energy for operation of sites.

Rental revenue is recognized as and when services are rendered on a monthly basis as per the contractual terms prescribed under master service agreement entered with customer. The Group has ascertained that the lease payments received are straight lined over the period of the contract.

Exit Charges on site exit and equipment de-loading is recognised when uncertainty relating to such exit and de-loading is resolved and it is probable that a significant reversal relating to recoverability of these charges will not occur.

Interest on delayed payment from operators is recognized as income when uncertainty relating to amount receivable is resolved and it is probable that a significant reversal relating to this amount will not occur.

Energy revenue is recognized over the period on a monthly basis upon satisfaction of performance obligation as per contracts with the customers. The transaction price is the consideration received from customers based on prices agreed as per the contract with the customers. The determination of standalone selling prices is not required as the transaction prices are stated in the contract based on the identified performance obligation.

Unbilled revenue represents revenues recognized for the services rendered for the period falling after the last invoice raised to customer till the period end. These are billed in subsequent periods based on the prices specified in the master service agreement with the customers, whereas invoicing in excess of revenues are classified as unearned revenues. The Group collects GST on behalf of the government and therefore, it is not an economic benefit flowing to the Group, hence it is excluded from revenue.

Use of significant judgements in revenue recognition

The Group's contracts with customers include promises to transfer services to a customer which are energy and rentals. Rentals are not covered within the scope of Ind AS 115, hence identification of distinct performance obligation within Ind AS 115 do not involve significant judgement.

Judgement is required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as discounts, service level credits, waivers etc. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end of each reporting period.

In evaluating whether a significant revenue reversal will not occur, the Group considers the likelihood and magnitude of the revenue reversal and evaluates factors which results in constraints such as historical experience of the Group with a particular type of contract, and the regulatory environment in which the customers operates which results in uncertainty which is less likely to be resolved in near future.

The Group provides volume discount to its customers based on slab defined in the revenue contracts. Contract also contains clause on Service Level Penalty/ rewards in case the Group is not able to maintain uptime level mentioned in the agreement. These discount/penalties are called variable consideration.

There is no additional impact of variable consideration as per Ind AS 115 since maximum discount is already being given to customer and the same is deducted from revenue.

There is no additional impact of SLA penalty as the Group already estimates SLA penalty amount and the same is provided for at each month end. The SLA penalty is presented as net off with revenue in the Statement of profit and loss.

Determination of standalone selling price does not involve significant judgement for the Group. The Group exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Group considers the indicators on how customer consumes benefits as services are rendered in making the evaluation. Contract fulfillment costs are generally expensed as incurred. The assessment of this

criteria requires the application of judgement, in particular when considering if costs generate or enhance resources to be used to satisfy future performance obligations and whether costs are expected to be recovered.

Dividend Income

Dividend Income is recognized when the right to receive payment is established, which is generally on the date when shareholders approve the dividend in case of final dividend and approval by Board of Directors in case of interim dividend.

k) Finance income

Finance income comprises interest income on funds invested and changes in the fair value of financial assets at fair value through profit or loss, and that are recognised in the Consolidated Statement of Profit and Loss. Interest income is recognised as it accrues in the Consolidated Statement of Profit and Loss, using the effective interest rate (EIR) which is the rate that exactly discounts the estimated future cash receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset.

Finance income does not include dividend income, interest on income tax refund etc. which is included in other income.

l) Other Income

Other income includes dividend income, interest income, interest on income tax refund, gain on sale of property, plant and equipment etc. Any gain or loss arising on derecognition of property, plant and equipment is calculated as the difference between the net disposal proceeds and the carrying amount of the asset.

m) Finance Cost

Finance costs comprise Borrowing cost, interest expense on lease obligations, accretion of interest on site restoration obligation and security deposits received.

n) Income Taxes

The income tax expense comprises of current and deferred income tax. Income tax is recognised in the statement of profit and loss, except to the extent that it relates to items recognised in the other comprehensive income or directly in equity, in which case the related income tax is also recognised accordingly.

Current tax

The current tax is calculated on the basis of the tax rates, laws and regulations, which have been enacted or substantively enacted as at the reporting date. The payment made in excess / (shortfall) of the Group's income tax obligation for the period are recognised in the balance sheet as current income tax assets / liabilities. Any interest, related to accrued liabilities for potential tax assessments are not included in Income tax charge or (credit), but are rather recognised within finance costs. The management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets and current tax liabilities are off-set against each other and the resultant net amount is presented in the balance sheet where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred tax

Deferred tax is recognised, using the balance sheet approach, on temporary differences arising between the tax bases of assets and liabilities and their carrying values in the financial statements. However, deferred tax is not recognised if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. The unrecognised deferred tax assets / carrying amount of deferred tax assets are reviewed at each reporting date for recoverability and adjusted appropriately.

Deferred tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets and liabilities are off-set against each other and the resultant net amount is presented in the balance sheet, if and only when, (a) the Group currently has a legally enforceable right to set-off the current income tax assets and liabilities, and (b) when it relates to income tax levied by the same taxation authority.

o) Dividend Payments

Final dividend is recognized, when it is approved by the shareholders and the distribution is no longer at the discretion of the Group. However, Interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

p) Retirement and other employee benefits

Short term employee benefits are recognised in the period during which the services have been rendered. All employee benefits expected to be settled wholly within twelve months of rendering the service are classified as short-term employee benefits. When an employee has rendered service to the Group during an accounting period, the Group recognises the undiscounted amount of short-term employee benefits expected to be paid in exchange for that service as an expense unless another Ind AS requires or permits the inclusion of the benefits in the cost of an asset. Benefits such as salaries, wages and short-term compensated absences and bonus etc. are recognised in Statement of Profit and Loss in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid after deducting any amount already paid under short-term cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

The Group post-employment benefits include defined benefit plan and defined contribution plans. The Group also provides other benefits in the form of deferred compensation and compensated absences.

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions to a statutory authority and will have no legal or constructive obligation to pay further amounts. The Group contributions to defined contribution plans are recognized in the Consolidated Statement of Profit and Loss when the related services have been rendered. The Group has no further obligations under these plans beyond its periodic contributions.

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. Under the defined benefit retirement plan, the Group provides retirement obligation in the form of Gratuity. Under the plan, a lump sum payment is made to eligible employees (including contractual employees as per their terms of contract) at retirement or termination of employment based on respective employee salary and years of experience with the Group.

The cost of providing benefits under this plan is determined on the basis of actuarial valuation carried out half yearly by an independent qualified actuary using the projected unit credit method. Actuarial gains and losses are recognised in full in the period in which they occur in other comprehensive income forming part of the Statement of Profit and Loss.

The obligation towards the said benefit is recognised in the consolidated balance sheet as the difference between the fair value of the plan assets and the present value of the plan liabilities. Scheme liabilities are calculated using the projected unit credit method and applying the principal actuarial assumptions as at the date of consolidated Balance Sheet. Plan assets are assets that are held by a long-term employee benefit fund or qualifying insurance policies.

All expenses excluding remeasurements of the net defined benefit liability (asset), in respect of defined benefit plans are recognized in the profit or loss as incurred. Remeasurements, comprising actuarial gains and losses and the return on the plan assets (excluding amounts included in net interest on the net defined benefit liability (asset)), are recognized immediately in the consolidated Balance Sheet with a corresponding debit or credit through other comprehensive income in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

The Group provides other benefits in the form of compensated absences and long term service awards. The employees of the Group are entitled to compensated absences based on the unavailed leave balance. The Group records liability based on actuarial valuation computed under projected unit credit method. Actuarial gains / losses are immediately taken to the Statement of Profit and Loss and are not deferred. The Group presents the entire leave encashment liability as a current liability in the balance sheet, since the Group does not have an unconditional right to defer its settlement for more than 12 months after the reporting date.

Under the long term service award plan, a lump sum payment is made to an employee on completion of specified years of service. The Group records the liability based on actuarial valuation computed under projected unit credit method. Actuarial gains / losses are immediately taken to the Consolidated Statement of Profit and Loss and are not deferred. The amount charged to the Statement of Profit and Loss in respect of these plans is included within operating costs

The amount charged to the Consolidated Statement of Profit and Loss in respect of these plans is included within operating costs.

q) Provision

(i) General

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

When the Group expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Consolidated Statement of Profit and Loss, net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time (i.e., unwinding of discount) is recognised as a finance cost.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources would be required to settle the obligation, the provision is reversed.

(ii) Contingent assets/liabilities

Contingent assets are not recognised. However, when realisation of income is virtually certain, then the related asset is no longer a contingent asset, and is recognised as an asset.

Contingent liabilities are disclosed in notes to accounts when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

(iii) Asset Retirement Obligations

Asset retirement obligations (ARO) are provided for those operating lease arrangements where the Group has a binding obligation at the end of the lease period to restore the leased premises in a condition similar to inception of lease.

Asset retirement obligation are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognized as part of the cost of the particular asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the site restoration obligation. The unwinding of the discount is expensed as incurred and recognized in the Consolidated Statement of Profit and Loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

r) Earnings Per Share (EPS)

Basic EPS is calculated by dividing the profit for the period attributable to the ordinary equity shareholders of the Company by the weighted average number of Equity shares outstanding during the period excluding shares purchased by the Group and held as treasury shares.

Diluted EPS is calculated by dividing the profit attributable to ordinary equity shareholders of the Company by the weighted average number of Equity shares outstanding during the period excluding shares purchased by the Group and held as treasury shares adjusted for the effect of the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

s) Fair Value Measurement

The Group measures financial instruments at fair value at each reporting 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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

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.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- 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)
- Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value measurements. Other fair value related disclosures are given in the relevant notes.

t) Foreign Currency

Functional and presentation currency

The Group financial statements are presented in Indian Rupees ('INR' or 'Rs.'), which is also the Group's functional currency. Presentation currency is the currency in which the financial statement of the group is presented. Functional currency is the currency of the primary economic environment in which an entity operates and is normally the currency in which the entity primarily generates and expends cash. All the financial information presented in Indian Rupees (INR) has been rounded to the nearest of million rupees, except where otherwise stated.

Transactions and Balances

Transactions in foreign currencies are initially recorded by the Group at the functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Differences arising on settlement or translation of monetary items are recognised in the Consolidated Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of nonmonetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively)

u) Share capital

Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a deduction from equity, net of any tax effects.

v) Non-GAAP measure of financial performance

Profit before depreciation and amortization, finance cost, finance income, charity and donation, share of profit of joint venture and tax is an important measure of financial performance relevant to the users of financial statements and stakeholders of the Group. Hence, the Group presents the same as an additional line item on the face of the Statement of Profit and Loss considering such presentation is relevant for understanding of the Group's financial position and performance.

4.2 Significant accounting judgements, estimates and assumptions

The preparation of the Group financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements

In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the consolidated financial statements:

a) Leases

Group as lessor

The Group has assessed that its master service agreement (“MSA”) with operators contains lease of its tower sites and plant and equipment and has determined, based on evaluation of the terms and conditions of the arrangements such as various lessees sharing the same tower sites with specific area, the fair value of the asset and all the significant risks and rewards of ownership of these properties retained by the Group, that such contracts are in the nature of operating lease and has accounted for as such.

Lease rentals under operating leases are recognised as income on straight line basis over the lease term.

Group as lessee

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

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group has based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

(b) Impairment of non-financial assets

The carrying amounts of the Group non-financial assets, other than deferred tax assets, are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, then the asset’s recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit (‘CGU’) is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. For the purpose of impairment testing, assets that cannot be tested individually are Grouped together into the smallest Group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or Groups of assets (‘CGU’).

The Group’s corporate assets do not generate separate cash inflows. If there is an indication that a corporate asset may be impaired, then the recoverable amount is determined for the CGU to which the corporate asset belongs.

An impairment loss is recognized, if the carrying amount of an asset or its cash-generating unit exceeds its estimated recoverable amount and is recognised in the Consolidated Statement of Profit and Loss. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of goodwill, if any, allocated to the units and then to reduce the carrying amounts of the other assets in the unit (Group of units) on a pro rata basis.

Impairment losses recognised in prior periods are assessed at end of each reporting period for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the

asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. Such reversal is recognized in the consolidated statement of profit and loss except when the asset is carried at revalued amount, the reversal is treated as a revaluation increase.

(c) Property, plant and equipment

Refer Note 4.1(a) for the estimated useful life of Property, plant and equipment.

Property, plant and equipment also represent a significant proportion of the asset base of the Group. Therefore, the estimates and assumptions made to determine their carrying value and related depreciation are critical to the Group's financial position and performance.

The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. Increasing an asset's expected life or its residual value would result in a reduced depreciation charge in the Consolidated Statement of Profit and Loss.

The useful lives and residual values of Group assets are determined by management at the time the asset is acquired and reviewed periodically. The lives are based on historical experience with similar assets as well as anticipation of future events which may impact their life, such as changes in technology.

(d) Allowance of doubtful trade receivables

The expected credit loss is mainly based on the ageing of the receivable balances and historical experience. Based on the industry practices and the business environment in which the entity operates, management considers that the trade receivables are provided if the payment are more than 180/60 days past due from related parties and 90 days past due from other customers. The receivables are assessed on an individual basis or grouped into homogeneous groups and assessed for impairment collectively, depending on their significance. Moreover, trade receivables are written off on a case-to-case basis if deemed not to be collectible on the assessment of the underlying facts and circumstances.

During the six months ended September 30, 2022, the Group has revised the expected credit loss policy in case of one of the Customer of the Group from 90 days past due to 60 days past due and has taken the additional impact in the Statement of Profit and Loss for the six months ended September 30, 2022.

(e) Asset Retirement obligation

The Group uses various leased premises to install its tower assets. A provision is recognised for the cost to be incurred for the restoration of these premises at the end of the lease period, which is estimated based on actual quotes, which are reasonable and appropriate under these circumstances. It is expected that these provisions will be utilised at the end of the lease period of the respective sites as per respective lease agreements.

(f) Share based payment

The Group initially measures the cost of cash-settled transactions with employees using a binomial model to determine the fair value of the liability incurred. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. For cash-settled share-based payment transactions, the liability needs to be remeasured at the end of each reporting period up to the date of settlement, with any changes in fair value recognised in the Profit and Loss. This requires a reassessment of the estimates used at the end of each reporting period.

(g) Fair value measurement of financial instrument

When the fair values of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the discounted cash flow model. The inputs to these models are taken from observable markets where possible, but

where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk volatility and discount rates. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

(h) Provisions and Contingent Liabilities

The Company has ongoing litigations with various regulatory authorities and third parties that arise in the ordinary course of business, the outcome of which is inherently uncertain. The Company records a liability when it is both probable that a loss has been incurred and the amount can be reasonably estimated. Significant judgment is required to determine both probability and the estimated amount. The Company reviews these provisions at least quarterly and adjusts these provisions accordingly to reflect the impact of negotiations, settlements, rulings, advice of legal counsel, and updated information.

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Section 11

GLOSSARY

11.1 Company Related Terms

22 Circles	Represents the 22 telecommunications circles of Andhra Pradesh, Delhi, Gujarat, Karnataka, Kerala, Kolkata, Maharashtra & Goa, Mumbai, Punjab, Tamil Nadu (including Chennai), West Bengal, Bihar, Madhya Pradesh and Chhattisgarh, Orissa, Jammu and Kashmir, Himachal Pradesh, Assam, North East states, Haryana, Rajasthan, Uttar Pradesh (East) and Uttar Pradesh (West).
Adjusted EBITDA	It is defined as EBITDA as mentioned above, adjusted for Repayment of Lease liabilities.
Adjusted Fund from Operations (AFFO)	It is not an IND AS measure and is defined as EBITDA adjusted for Maintenance and General Corporate Capex and Non Cash IND AS measures, i.e., operating lease revenue/expense on security deposit received/paid till March 31, 2019. From the period ended June 30, 2019 onwards it is defined as Adjusted EBITDA less Maintenance and General Corporate Capex for the period.
Asset Turnover	Asset Turnover is defined as total revenues (revenues (annualized for 12 months), divided by average cumulative investments. Average cumulative investments are calculated by considering average of opening and closing assets of the relevant period.
Average Co-locations	Average co-locations are derived by computing the average of the Opening and Closing co-locations at the end of relevant period.
Average Sharing Factor	Average Sharing factor is calculated as the average of the opening and closing number of co-locations divided by average of the opening and closing number of towers for the relevant period.
Average Towers	Average towers are derived by computing the average of the opening and closing towers at the end of relevant period.
Bn	Billion
Book Value Per Equity Share	Total shareholder's equity as at the end of the relevant period divided by outstanding equity shares as at the end of the relevant period.
Capex	It includes investment in gross fixed assets and capital work in progress for the relevant period.
Capital Employed	Capital Employed is defined as sum of equity attributable to equity shareholders and net debt / (net cash) with lease liabilities.
Circle(s)	22 service areas that the Indian telecommunications market has been segregated into.
Closing Sharing Factor	Closing Sharing factor is calculated as the closing number of co-locations divided by closing number of towers as at the end of relevant period.
Co-locations	Co-location is the total number of sharing operators at a tower, and where there is a single operator at a tower; 'co-location' refers to that single operator. Co-locations as referred to are revenue-generating co-locations
CSR	Corporate Social Responsibility
Cumulative Investments	Cumulative Investments comprises of gross fixed assets net of retirements/ disposals (including Capital Work In Progress).
Earnings Per Share (EPS)-Basic	It is computed by dividing net profit or loss attributable for the period to equity shareholders by the weighted average number of equity shares outstanding during the period.
Earnings Per Share (EPS)- Diluted	Diluted earnings per share is calculated by adjusting net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period for the effects of all dilutive potential equity shares.
EBIT	Earnings before interest, taxation excluding other income for the relevant period.
EBIT (Including Other Income)	Earnings before interest, taxation including other income for the relevant period.

EBITDA	Earnings before interest, taxation, depreciation and amortization excluding other income for the relevant period. It is defined as operating income and does not include depreciation and amortization expense, finance cost (net), tax expense and charity & donation.
EBITDA (Including Other Income)	Earnings before interest, taxation, depreciation and amortization and charity and donation including other income for the relevant period.
Enterprise Value (EV)	Calculated as sum of Market Capitalization plus Net Debt / (Net Cash) with lease liabilities as at the end of the relevant period.
EV / EBITDA (times)	Except for period from April 1, 2019 to March 31, 2020, it is computed by dividing Enterprise Value as at the end of the relevant period ('EV') by EBITDA for the preceding (last) 12 months from the end of the relevant period. For the financial year ended March 31 2020, it is computed by dividing Enterprise Value as at the end of the relevant period (EV) by annualized EBITDA for the end of the relevant period.
Future Minimum Lease Payment Receivable	The Company has entered into long term non-cancellable agreements to provide infrastructure services to telecom operators. Future Minimum Lease Payment Receivable represents minimum amounts receivable in future under the above long term non-cancellable agreements.
Finance Cost (Net)	Calculated as Finance Cost less Finance Income
Free Cash Flow	Calculated as Cash Flow from operations less tax payments, less net tangible capital expenditure, less net intangible capital expenditure, plus net proceeds from asset sales, less repayment of lease liabilities (incl interest) and less net interest.
GAAP	Generally Accepted Accounting Principle
IGAAP	Indian Generally Accepted Accounting Principle
IND AS	Indian Accounting Standards
Intangibles	Comprises of acquisition cost of software.
Interest Coverage Ratio (LTM)	For the full year ended March 31, 2018 and March 31, 2019, it is computed by dividing EBITDA for the preceding (last) 12 months from the end of relevant period by finance cost for the preceding (last) 12 months. For the financial year ended March 31, 2020, it is computed by dividing year till date EBITDA by year till date finance cost (net) for that relevant period. From the period ended June 30, 2020, it is computed by dividing EBITDA for the preceding (last) 12 months from the end of relevant period by finance cost (net) for the preceding (last) 12 months.
IRU	Indefeasible right to use
LTM	Last Twelve months
Lean	Represents feather sites.
Market Capitalization	Number of current issued and outstanding shares multiplied by closing market price (NSE) as at end of the period.
Mn	Million
MSA	Master Service Agreement
Maintenance & General Corporate Capex	Represents the capital expenditure undertaken by the company for general maintenance, upkeep and replacement of equipments installed at the Towers which is undertaken on the end of their useful life as well as General Corporate related capital expenditure such as on office/ facilities and information technology.
NA	Not ascertainable
Net Debt / (Net Cash) with Lease Liabilities	It is not an IND AS measure and is defined as the sum of long-term, short-term borrowings and current maturities of long-term borrowings, current and non-current lease liabilities minus cash and cash equivalents, current and non-current investments, and other bank balances as at the end of the relevant period.
Net Debt / (Net Cash) without Lease Liabilities	It is not an IND AS measure and is defined as the sum of long-term, short-term borrowings and current maturities of long-term borrowings, minus cash and cash equivalents, current and non-current investments, and other bank balances as at the end of the relevant period.
Net Debt / (Net Cash) with Lease Liabilities to EBITDA	Except for period from April 1, 2019 to March 31, 2020, it is computed by dividing net debt / (net cash) with lease liabilities as at the end of the relevant period by EBITDA for preceding (last) 12 months from the end of the relevant period. For the

financial year ended March 31 2020, it is computed by dividing net debt / (net cash) with lease liabilities as at the end of the relevant period by annualized EBITDA of year till date period.

Net Debt / (Net Cash) to Funded Equity Ratio	It is computed by dividing net debt / (net cash) with lease liabilities as at the end of the relevant period by Equity attributable to equity shareholders as at the end of the relevant period.
Operating Free Cash flow	It is not an IND AS measure and is defined as EBITDA adjusted for Capex and Non Cash IND AS measures, i.e., operating lease revenue/expense on security deposit received/paid till March 31, 2019. From the period ended June 30, 2019 onwards it is defined as Adjusted EBITDA less Capex for the period.
PE Ratio	Price to Earnings ratio is calculated as closing market price (NSE) as at the end of relevant period, divided by diluted annual earnings per share. Annual Diluted Earnings per share is calculated by adding the preceding last four quarters diluted Earnings per share.
Return On Capital Employed (ROCE) Pre Tax (LTM)	Except for period from April 1, 2019 to March 31, 2020, it is computed by dividing sum of EBIT for the preceding (last) 12 months from the end of the relevant period by average (of opening and closing) capital employed during the relevant periods. For the financial year ended March 31 2020, ROCE is computed by dividing the annualized EBIT of year till date period by average of opening capital employed as on April 1, 2019 including opening Ind AS 116 adjustments and closing that of relevant period ended.
Return On Equity (ROE) Pre Tax (LTM)	Except for period from April 1, 2019 to March 31, 2020, it is computed by dividing sum of Profit before tax for the preceding (last) 12 months from the end of the relevant period by average (of opening and closing) equity shareholders' funds during the relevant periods. For the financial year ended March 31 2020, it is computed by dividing annualized Profit before tax of year till date period by average of opening equity shareholders' funds as on April 1, 2019 including opening Ind AS 116 adjustments and closing that of relevant period ended.
Return On Equity (ROE) Post Tax (LTM)	Except for period from April 1, 2019 to March 31, 2020, it is computed by dividing sum of Profit after tax for the preceding (last) 12 months from the end of the relevant period by average (of opening and closing) equity shareholders' funds during the relevant periods. For the financial year ended March 31 2020, it is computed by dividing annualized Profit after tax of year till date period by average of opening equity shareholders' funds as on April 1, 2019 including opening Ind AS 116 adjustments and closing that of relevant period ended.
Revenue per Employee per month	It is computed by dividing the Total Revenues (net of inter-segment eliminations) by the average number of on – roll employees in the business unit and number of months in the relevant period.
Revenue Equalization	It represents the effect of fixed escalations (as per the terms of service agreements with customers) recognized on straight line basis over the fixed, non-cancellable term of the agreement, as applicable.
Right of use Asset	An asset that represents a lessee's right to use an underlying asset for the lease term. This is calculated on the inception of the lease term basis the present value of lease payments over the lease term.
ROC	Registrar of Companies
SHA	Shareholders Agreement
Sharing Operator	A party granted access to a tower and who has installed active infrastructure at the tower
Sharing Revenue	It represents total revenue excluding energy reimbursements accrued during the relevant period.
Sharing revenue per Sharing Operator per month	Is calculated on the basis of sharing revenues accrued during the relevant period divided by the average number of co-locations for the period (including such co-locations for which exit notices have been received, but actual exits have not yet happened as at period end), determined on the basis of opening and closing number of co-locations for the relevant period.
Sharing revenue per Tower per month	Is calculated on the basis of sharing revenues accrued during the relevant period divided by the average number of towers for the period, determined on the basis of opening and closing number of towers for the relevant period.
Smartx	Smartx Services Ltd
Towers	Infrastructure located at a site which is permitted by applicable law to be shared, including, but not limited to, the tower, shelter, diesel generator sets and other alternate energy sources, battery banks, air conditioners and electrical works. Towers as referred to are revenue generating towers
Tower and Related Infrastructure	Infrastructure Located at site which is permitted by applicable law to be shared, including, but not limited to, the tower, shelter, diesel generator sets and other alternate energy sources, battery banks, air conditioners and electrical works

11.2 Regulatory Terms

DoT	Department of Telecommunications
IP-1	Infrastructure Provider Category 1
NSE	National Stock Exchange
SEBI	Securities and Exchange Board of India
CCI	Competition Commission of India
TRAI	Telecom Regulatory Authority of India

11.3 Others (Industry) Terms

BTS	Base Transceiver Station
CII	Confederation of Indian Industry
DG	Diesel Generator
EMF	Electro Magnetic Field
FCU	Free Cooling Units
FDI	Foreign Direct Investment
GBT	Ground Based Towers
IBS	In-building Solutions
IPMS	Integrated Power Management Systems
OFC	Optical Fiber Cable
PAN	Presence Across Nation
PPC	Plug and Play Cabinet
RET	Renewable Energy Technology
RTT	Roof Top Towers
TAIPA	Tower and Infrastructure Providers Association
TSP	Telecom Service Provider
Wi-Fi	Wireless Fidelity

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October 27, 2022

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

The National Stock Exchange of India Limited
Exchange Plaza, C-1, Block – G, Bandra Kurla Complex,
Bandra (E), Mumbai-400051

Ref: Indus Towers Limited (534816/ INDUSTOWER)

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Dear Sir/ Madam,

Further to our intimation dated October 20, 2022, and pursuant to Regulation 30 of the Listing Regulations, we hereby inform that the Board of Directors of the Company in its meeting held today, has, inter alia, approved raising of funds by way of issuance of Non-Convertible Debentures ('NCD's) of up to Rs. 2,000 crores in one or more tranches on private placement basis.

In this regard, the Board has authorized a Committee of Directors to determine the detailed terms and conditions thereof and the same will be informed to the Stock Exchanges in compliance with the requirements of the Listing Regulations as and when approved.

The Board Meeting commenced at 4.10 p.m. and concluded at 8:23 p.m.

Kindly take the same on record.

Thanking you,

**For Indus Towers Limited
(formerly Bharti Infratel Limited)**

**Samridhi Rodhe
Company Secretary**

Indus Towers Limited

(formerly Bharti Infratel Limited)