



August 02, 2022

To,
**The Manager - CRD,
BSE Limited**
Phiroze Jeejeebhoy Towers,
2nd Floor, Dalal Street, Fort,
Mumbai - 400 001
Scrip Code: 540083

To,
**The Manager - Listing Department,
National Stock Exchange of India Limited**
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051
SYMBOL: TVVISION

Dear Sir(s),

Sub: Outcome of Board Meeting held today i.e. Tuesday, August 02, 2022

Pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that the Board of Directors of the Company in their Meeting held today, i.e. Tuesday, August 02, 2022, *inter alia* considered and approved the following matters:

1. Standalone & Consolidated Un-Audited Financial Results of the Company for the quarter ended June 30, 2022.
In terms of the provisions of Regulation 33 of Listing Regulations, we are enclosing herewith the copy of Un-audited Financial Results (Standalone & Consolidated) for the quarter ended June 30, 2022 with the Limited Review Report on the said Results issued by the Statutory Auditors of the Company, attached as **Annexure-I**.
2. Re-appointment of Dr. Ganesh P. Raut (DIN: 08047742), as an Independent Director of the Company to hold office for second and final term of 5 (five) years commencing from January 17, 2023 to January 16, 2028, subject to approval of shareholders in the ensuing Annual General Meeting of the Company.
3. Re-appointment of Mr. Umakanth Bhyravajoshiyulu (DIN: 08047765), as an Independent Director of the Company to hold office for second and final term of 5 (five) years commencing from January 17, 2023 to January 16, 2028, subject to approval of shareholders in the ensuing Annual General Meeting of the Company.
4. Re-appointment of Mr. M. Soundara Pandian (DIN: 07566951), as an Independent Director of the Company to hold office for second and final term of 5 (five) years commencing from January 17, 2023 to January 16, 2028, subject to approval of shareholders in the ensuing Annual General Meeting of the Company.



Registered Office:

4th Floor, Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (W), Mumbai - 400 053.

Tel.: 022 - 40230000 | Fax: 022 - 26395459

Website: www.tvvision.in

CIN: L64200MH2007PLC172707



TV VISION L.

A SRI ADHIKARI BROTHERS ENTERPRISE

5. Upon recommendation of Nomination & Remuneration Committee, the Board of Directors have terminated the services of Mr. Manav Dhanda as Chief Executive Officer of the Company with immediate effect.

Disclosures required pursuant to Regulation 30 of the Listing Regulations read with Para A of Part A of Schedule III to the said Regulations and SEBI Circular no. CIR/CFD/CMD/4/2015 dated September 09, 2015, with regard to change in Directors and Key Managerial Personnel is attached as **Annexure II** and **Annexure III**.



The meeting of the Board of Directors commenced at 12:30 p.m. and concluded at 1:35 p.m.

Kindly take the same on your record.

Thanking You,

Yours faithfully,

For TV Vision Limited

Markand Adhikari
Chairman & Managing Director
DIN: 00032016

Encl.: A/a

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		Annexure II
Sr. No.	Particulars	Mr. Manav Dhanda
1	Reason for change viz. appointment, resignation, removal, death or otherwise	Termination
2	Date of appointment/ cessation (as applicable) & term of appointment	August 02, 2022
3	Brief profile (in case of appointment);	Not applicable
4	Disclosure of relationships between directors (in case of appointment of a director).	Not applicable
5	Information as required pursuant to BSE Circular with ref. no. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/CML/2018/24, both dated 20th June, 2018.	Not applicable

Annexure III				
Sr. No.	Particulars	Dr. Ganesh P. Raut	Mr. Umakanth Bhyravajoshiyulu	Mr. M. Soundara Pandian
1	Reason for change viz. appointment, resignation, removal, death or otherwise	Re-appointment Reason: As Present tenure of Dr. Ganesh Raut is expiring on January 16, 2023, hence the Board of Directors have decided to extend his term for Second term of 5 years w.e.f. from January 17, 2023 to January 16, 2028	Re-appointment Reason: As Present tenure of Mr. Umakanth Bhyravajoshiyulu is expiring on January 16, 2023, hence the Board of Directors have decided to extend his term for Second term of 5 years w.e.f. from January 17, 2023 to January 16, 2028	Re-appointment Reason: As Present tenure of Mr. M. Soundara Pandian is expiring on January 16, 2023, hence the Board of Directors have decided to extend his term for Second term of 5 years w.e.f. from January 17, 2023 to January 16, 2028
2	Date of appointment/ cessation (as applicable) & term of appointment	Re-appointment w.e.f. January 17, 2023 for a second term of 5 (five) consecutive years, subject to approval of shareholders	Re-appointment w.e.f. January 17, 2023 for a second term of 5 (five) consecutive years, subject to approval of shareholders	Re-appointment w.e.f. January 17, 2023 for a second term of 5 (five) consecutive years, subject to approval of shareholders



3	Brief profile (in case of appointment);	<p>Dr. Ganesh P. Raut is a Mechanical Engineer (1984) from B.I.T., Sindri. He has vast experience of 33 years in engineering, operation, maintenance, construction, commissioning, quality assurance and management. He possesses the unique skill set & qualifications of Science, Engineering, Post Graduate Diploma in Management (Operation Management) and Ph.D (Business Administration) His Doctoral Thesis titled, "Corporate Governance Practices: A Comparative Study between India & UK" provides comparative insight into corporate governance practices across different dimensions, countries, time</p>	<p>Mr. Umakanth Bhyravajoshiyulu is a Science Graduate from Government College, Ananthapuram and also obtained Professional Qualifications such as MA (Economics), MBA (Finance), CAIIB & PGDIRPM. He has worked with Syndicate Bank as the Senior Management Grade-V - Assistant General Manager. He has more than three decades of experience in banking sector. Mr. Umakanth Bhyravajoshiyulu is expert in charting out the Group's financial growth strategy.</p>	<p>Mr. M. Soundara Pandian is a Graduate in 'Business Management' from Madurai Kamaraj University and has also obtained professional qualifications such as "Certified Associate of Indian Institute of Banking & Finance", Mumbai, "Certified in 'IT Security' and 'Customer Service & Banking Codes and Standards' by IIBF". He is a Banking Professional having 31 years of Banking Experience and has served in various capacities including 'Head' of Bank Branches. He is having a flair for 'Corporate Governance'. The banking experience of Mr. Soundara Pandian will enliven the Group's exposure to the entire gamut of 'Financial Activities'.</p>
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		<p>period & nature of companies.</p> <p>Dr. Ganesh P. Raut's doctoral works on Corporate Governance analyzes difference in the corporate structure, functioning bodies, roles of Independent Directors & various officials, performance evaluation, accountability etc., which shall be beneficial to the Company.</p>		
4	<p>Disclosure of relationships between directors (in case of appointment of a director).</p>	Not related	Not related	Not related
5	<p>Information as required pursuant to BSE Circular with ref. no. LIST/COMP/ 14/ 2018-19 and the National Stock Exchange of India ltd with ref. no. NSE/CML/2018 /24, both dated 20th June, 2018.</p>	<p>Not debarred from holding the office of Director by virtue of any order of Securities and Exchange Board of India or any other such authority.</p>	<p>Not debarred from holding the office of Director by virtue of any order of Securities and Exchange Board of India or any other such authority.</p>	<p>Not debarred from holding the office of Director by virtue of any order of Securities and Exchange Board of India or any other such authority.</p>



TV VISION LIMITED

CIN : L64200MH2007PLC172707

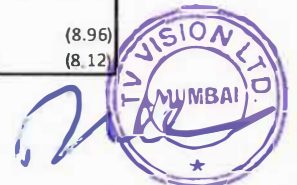
Regd. Office : 4th Floor, Adhikari Chambers, Oberoi Complex New Link Road, Andheri (West), Mumbai -400053.

Tel. : 022-4023 0673/022-40230000, Fax : 022-26395459 Email : cs@tvvision.in Website: www.tvvision.in

STATEMENT OF STANDALONE AND CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2022

(` in Lakhs, except earning per share)

Sr. No.	Particulars	Standalone				Consolidated			
		Quarter Ended		Year Ended		Quarter Ended		Year Ended	
		30-Jun-22	31-Mar-22	30-Jun-21	31-Mar-22	30-Jun-22	31-Mar-22	30-Jun-21	31-Mar-22
		Unaudited	Audited	Unaudited	Audited	Unaudited	Audited	Unaudited	Audited
1	Income								
	(a) Income from operations	1,904.08	2,041.22	1,693.74	8,025.75	1,904.08	2,041.22	1,693.74	8,025.75
	(b) Other Income	0.13	0.05	-	5.91	0.38	0.70	-	6.56
	Total Income (a+b)	1,904.21	2,041.27	1,693.74	8,031.65	1,904.46	2,041.92	1,693.74	8,032.30
2	Expenditure								
a.	Cost of Material Consumed	1,222.14	1,484.37	1,519.94	6,057.79	1,222.14	1,484.37	1,519.94	6,057.79
b.	Changes in inventories of Finished Goods and Work-in-progress	-	10.31	-	10.31	-	10.31	-	10.31
c.	Employee Benefit Expense	184.06	232.11	198.57	857.82	184.06	232.11	198.57	857.82
d.	Finance Cost	35.27	50.30	48.25	196.44	35.28	50.31	48.25	196.47
e.	Depreciation & Amortization Expenses	468.54	538.47	640.88	2,475.65	468.54	538.47	640.88	2,475.65
f.	Other Expenses								
	(i) Operating Expenses	-	-	-	-	-	-	-	-
	(ii) Other Expenses	387.07	400.98	468.68	1,579.29	387.59	401.40	469.01	1,580.99
	Total Expenditure (a+b+c+d+e+f)	2,297.08	2,716.54	2,876.32	11,177.31	2,297.61	2,716.97	2,876.66	11,179.04
3	Profit/(Loss) before Exceptional Items & Tax (1-2)	(392.87)	(675.27)	(1,182.58)	(3,145.66)	(393.15)	(675.05)	(1,182.91)	(3,146.74)
4	Exceptional Items	-	-	-	-	-	-	-	-
5	Profit/ (Loss) before Tax (3-4)	(392.87)	(675.27)	(1,182.58)	(3,145.66)	(393.15)	(675.05)	(1,182.91)	(3,146.74)
6	Tax Expenses								
	(i) Income Tax	-	-	-	-	-	-	-	-
	(ii) Short / Excess income tax of previous years	-	(2.23)	-	(2.23)	-	(2.23)	-	(2.23)
	(ii) MAT Credit Entitlement	-	-	-	-	-	-	-	-
	(iii) Deferred Tax	-	-	-	-	-	-	-	-
	Total Tax Expenses	-	(2.23)	-	(2.23)	-	(2.23)	-	(2.23)
7	Profit/(Loss) after Tax (5-6)	(392.87)	(673.04)	(1,182.58)	(3,143.42)	(393.15)	(672.82)	(1,182.91)	(3,144.50)
8	Share of Profit/(Loss) of Associates	-	-	-	-	-	-	-	-
9	Profit/(Loss) for the period	(392.87)	(673.04)	(1,182.58)	(3,143.42)	(393.15)	(672.82)	(1,182.91)	(3,144.50)
10	Other Comprehensive Income (Net of Taxes)								
	Items that will not be reclassified to profit or loss (net of tax) :								
	a) Changes in fair value of Equity instruments	-	-	-	-	-	-	-	-
	b) Remeasurement of Employee benefits obligations	0.91	0.21	1.15	3.66	0.91	0.21	1.15	3.66
	Other Comprehensive Income that will not be reclassified to Profit & Loss	-	-	-	-	-	-	-	-
	Total other Comprehensive Income (net of taxes)	0.91	0.21	1.15	3.66	0.91	0.21	1.15	3.66
11	Total Comprehensive Income (9+10)	(391.96)	(672.82)	(1,181.43)	(3,139.77)	(392.23)	(672.61)	(1,181.77)	(3,140.85)
12	Paid-up Equity Share Capital (Face Value Rs.10/-)	3,674.45	3,674.45	3,494.45	3,674.45	3,674.45	3,674.45	3,494.45	3,674.45
13	Other Equity	-	(7,756.40)	-	(7,756.40)	-	(11,106.10)	-	(11,106.10)
14	Earnings Per Share (EPS)								
	Basic	(1.07)	(1.92)	(3.38)	(8.96)	(1.07)	(1.92)	(3.39)	(8.96)
	Diluted	(1.01)	(1.74)	(3.38)	(8.11)	(1.01)	(1.74)	(3.39)	(8.12)





TV VISION LIMITED

CIN : L64200MH2007PLC172707

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Tel. : 022-4023 0673/022-40230000, Fax : 022-26395459 Email : cs@tvvision.in Website: www.tvvision.in

STATEMENT OF STANDALONE AND CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2022

Notes :

- 1 The above Standalone & Consolidated Unaudited Financial Results of the Company have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on Tuesday, August 02, 2022. The Statutory Auditors have carried out the limited review of these Standalone & Consolidated Unaudited Financial Results for the quarter ended June 30, 2022 and the same are made available on website of the company www.tvvision.in and website of BSE Limited www.bseindia.com and National Stock Exchange of India Limited on www.nseindia.com where shares of the Company are listed.
- 2 The Standalone & Consolidated Unaudited Financial Results for the quarter ended June 30, 2022, have been prepared in accordance with recognition and measurement principles laid down in the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India.
- 3 The Company is operating in a single segment viz. Broadcasting. Hence the results are reported on a single segment basis.
- 4 The account of the company has been classified as non-performing asset by banks in the previous financial years and the banks have not charged the interest / reversed the unpaid interest charged from the date the account has been classified as non-performing. No provision has been made in the books of accounts maintained by the Company for interest / penal interest, if any, on these term loans for the quarter ended June 30, 2022 and in previous financial years. Further, no provision for interest / penal interest, if any, on such term loans has been made in books of accounts, from the date the account of the Company has been classified as non-performing in the books of those banks.
- 5 The " Other Equity " balances are only given on the basis of audited year end figures of standalone and consolidated financials of the Company.
- 6 Previous year's/ period's figures have been re-grouped / re-arranged / reclassified / reworked wherever necessary to conform with the current year accounting treatment.

By Order of the Board of Directors
For TV Vision Limited




Markand Adhikari
Chairman & Managing Director
DIN: 00032016

Place: Mumbai

Date : 02nd August, 2022

Independent Auditors' Review Report

To the Board of Directors of TV Vision Limited

1. We have reviewed the accompanying Statement of Unaudited Standalone Financial Results of TV Vision Limited ("the Company") for the quarter ended June 30, 2022. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Material Uncertainty relating to Going Concern

- i) The results are prepared on going concern basis notwithstanding the fact that loans have been recalled back by secured lenders, current liabilities are substantially higher than the current assets, issue of notices under Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002, recovery proceedings initiated with debt recovery tribunal, symbolic possession of mortgaged property provided as collateral by promoters / promoter group companies, invocation of part of the shares pledged as collaterals by bank, invocation of corporate guarantees from guarantors of the loan by the secured lenders of the Company and substantial losses incurred by the Company during the quarter ending June 30, 2022, in previous financial years and negative Other Equity as on June 30, 2022. All of the above conditions indicate that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern.

Basis of Qualified Conclusion

- i) *Due to defaults in repayment of loans taken from the Banks, the Account of the Company has been classified as Non-Performing Asset by the banks in the previous financial years and the banks have not charged the interest / reversed the unpaid interest charged from the date the account has been classified as Non-Performing. No provision has been made in the books of accounts maintained by the Company for interest / penal interest, if any, on these term loans amounting to about Rs. 3,46,70,409 /- (exact amount cannot be ascertained) for the quarter ending June 30, 2022, hence to that extent,*

Branches :

India : Mumbai, Vadodara, Kochi.

Overseas : Dubai, London, New York, Melbourne.



finance cost, total loss and current financial liabilities is estimated to be understated by about Rs. 3,46,70,409 /- (exact amount cannot be ascertained) for the quarter ending June 30, 2022. Further, no provision for interest / penal interest, if any, on such term loans has been made in books of accounts, from the date the account of the Company has been classified as Non-Performing in the books of those banks. Also, such loan outstanding balances as per books of accounts are subject to confirmation / reconciliation with the balance as per banks as on June 30, 2022. Further, current account balances of some banks amounting to Rs. 32,584 /- are also subject to confirmation / reconciliation as on June 30, 2022 as the bank statements as on June 30, 2022 are not available with the Company, as informed to us by the management.

- ii) *No provision for diminution in value of investment is made in books of accounts as on June 30, 2022 even though the fair value of Investment of the Company of Rs. 3,00,00,000/- in Equity Shares of the Company's Subsidiary Companies i.e. HHP Broadcasting Services Private Limited, MPCR Broadcasting Service Private Limited, UBJ Broadcasting Private Limited and Rs. 30,12,00,000/- in Company's Associate Company i.e. Krishna Showbiz Services Private Limited, is lower than their cost of acquisition. The loss for the quarter ended June 30, 2022 is understated and the non-current investments of the Company as on June 30, 2022 are overstated to that extent.*
- iii) *The aggregate carrying value of Business and Commercial Rights and Channel Development Cost in the books of the Company as on June 30, 2022 is Rs. 72,67,02,147 /-. There is no revenue generation from monetization of these assets during the quarter ended June 30, 2022 and in previous financial years due to which the Company has incurred substantial losses during the quarter ended June 30, 2022 and in previous financial years. There is a strong indication of impairment in the value of these Business and Commercial Rights and Channel Development Cost and therefore we are of the opinion that the impairment loss of Rs. 72,67,02,147 /- should be provided on all such assets in the books of accounts of the Company as on June 30, 2022. The assets of the Company are overstated and the net loss for the quarter ended June 30, 2022 is understated to that extent.*
- iv) *The Company has not provided for loss allowances on financial guarantee contracts amounting to Rs.11,59,80,252 /- (excluding interest / penalty charges, if any) given by the Company on behalf of its related group companies to its secured lenders which is to be recognized as required by Indian Accounting Standard (IND-AS 109). The financial liabilities of the Company and the net loss for the quarter ended June 30, 2022 is understated to that extent.*

Branches :

India : Mumbai, Vadodara, Kochi.

Overseas : Dubai, London, New York, Melbourne.



P. PARIKH & ASSOCIATES
CHARTERED ACCOUNTANTS



HO : 501, Sujata, Off. Narsi Natha Street, Mumbai - 400009. Tel.: 2344 3549, 2671 6414. Email : admin@pparikh.com
www.pparikh.com

- v) *The Company has not accounted the lease transactions as per requirements of Indian Accounting Standard (IND AS-116) which is applicable from April 1, 2020. The impact, if any, of such non-compliance of IND-AS 116 on the financials of the Company for the quarter ended June 30, 2022 is unascertainable.*
- vi) *The Company has not provided for Interest expenses on late payment of Carriage Fees and other Operational Cost payable to various vendors whose balances are outstanding as on June 30, 2022 which needs to be accounted as per the applicable Indian Accounting Standards as the same is payable to the vendors as per the agreements entered into with them. Further, the working for such interest expenses on late payment of such expenses has not been made by the Company, due to which the exact amount of provision for interest cannot be ascertained as on June 30, 2022. The financial liabilities of the Company and net loss for the quarter ended June 30, 2022, due to non-accounting of provision for interest, are understated to that extent.*

Based on our review conducted as above and except for the possible effects of the matters, as described in the Basis of Qualified Conclusion section and Material Uncertainty relating to Going Concern paragraph, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For P. Parikh & Associates
Chartered Accountants
Firm Registration No. 107564W


Jitesh Jain, Partner
Membership No. 114920
Mumbai



August 02, 2022
UDIN:- 22114920AOBDOL1212

Branches :
India : Mumbai, Vadodara, Kochi.
Overseas : Dubai, London, New York, Melbourne.

Independent Auditors' Review Report

To the Board of Directors of TV Vision Limited

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of TV Vision Limited ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), for the quarter ended June 30, 2022, being submitted by the Parent pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following entities :-
 - i) TV Vision Limited (Holding Company)
 - ii) HHP Broadcasting Services Private Limited (Subsidiary Company)
 - iii) MPCR Broadcasting Service Private Limited (Subsidiary Company)
 - iv) UBJ Broadcasting Private Limited (Subsidiary Company)

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Material Uncertainty relating to Going Concern

- i) The results are prepared on going concern basis notwithstanding the fact that loans have been recalled back by secured lenders, current liabilities are substantially higher than the current assets, issue of notices under Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002, recovery proceedings initiated with debt recovery tribunal, symbolic possession of mortgaged property provided as collateral by promoters / promoter group companies, invocation of part of the shares pledged as collaterals by bank, invocation of corporate guarantees from guarantors of the loan by the secured lenders of the Company and substantial losses incurred by the Company during the quarter ending June 30, 2022, in previous financial years and negative Other Equity as on June 30, 2022. All of the above conditions indicate that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern.

5. Basis of Qualified Conclusion for accounts of Holding Company (i.e. TV Vision Limited)

- i) *Due to defaults in repayment of loans taken from the Banks, the Account of the Company has been classified as Non-Performing Asset by the banks in the previous financial years and the banks have not charged the interest / reversed the unpaid interest charged from the date the account has been classified as Non-Performing. No provision has been made in the books of accounts maintained by the Company for interest / penal interest, if any, on these term loans amounting to about Rs. 3,46,70,409 /- (exact amount cannot be ascertained) for the quarter ending June 30, 2022, hence to that extent, finance cost, total loss and current financial liabilities is estimated to be understated by about Rs. 3,46,70,409 /- (exact amount cannot be ascertained) for the quarter ending June 30, 2022. Further, no provision for interest / penal interest, if any, on such term loans has been made in books of accounts, from the date the account of the Company has been classified as Non-Performing in the books of those banks. Also, such loan outstanding balances as per books of accounts are subject to confirmation / reconciliation with the balance as per banks as on June 30, 2022. Further, current account balances of some banks amounting to Rs. 32,584 /- are also subject to confirmation / reconciliation as on June 30, 2022 as the bank statements as on June 30, 2022 are not available with the Company, as informed to us by the management.*
- ii) *No provision for diminution in value of investment is made in books of accounts as on June 30, 2022 even though the fair value of Investment of the Company of Rs. 3,00,00,000/- in Equity Shares of the Company's Subsidiary Companies i.e. HHP Broadcasting Services Private Limited, MPCR Broadcasting Service Private Limited, UBJ Broadcasting Private Limited and Rs. 30,12,00,000/- in Company's Associate Company i.e. Krishna Showbiz Services Private Limited, is lower than their cost*

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India : Mumbai, Vadodara, Kochi.

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of acquisition. The loss for the quarter ended June 30, 2022 is understated and the non-current investments of the Company as on June 30, 2022 are overstated to that extent.

- iii) The aggregate carrying value of Business and Commercial Rights and Channel Development Cost in the books of the Company as on June 30, 2022 is Rs. 72,67,02,147 /-. There is no revenue generation from monetization of these assets during the quarter ended June 30, 2022 and in previous financial years due to which the Company has incurred substantial losses during the quarter ended June 30, 2022 and in previous financial years. There is a strong indication of impairment in the value of these Business and Commercial Rights and Channel Development Cost and therefore we are of the opinion that the impairment loss of Rs. 72,67,02,147 /- should be provided on all such assets in the books of accounts of the Company as on June 30, 2022. The assets of the Company are overstated and the net loss for the quarter ended June 30, 2022 is understated to that extent.
- iv) The Company has not provided for loss allowances on financial guarantee contracts amounting to Rs.11,59,80,252 /- (excluding interest / penalty charges, if any) given by the Company on behalf of its related group companies to its secured lenders which is to be recognized as required by Indian Accounting Standard (IND-AS 109). The financial liabilities of the Company and the net loss for the quarter ended June 30, 2022 is understated to that extent.
- v) The Company has not accounted the lease transactions as per requirements of Indian Accounting Standard (IND AS-116) which is applicable from April 1, 2020. The impact, if any, of such non-compliance of IND-AS 116 on the financials of the Company for the quarter ended June 30, 2022 is unascertainable.
- vi) The Company has not provided for Interest expenses on late payment of Carriage Fees and other Operational Cost payable to various vendors whose balances are outstanding as on June 30, 2022 which needs to be accounted as per the applicable Indian Accounting Standards as the same is payable to the vendors as per the agreements entered into with them. Further, the working for such interest expenses on late payment of such expenses has not been made by the Company, due to which the exact amount of provision for interest cannot be ascertained as on June 30, 2022. The financial liabilities of the Company and net loss for the quarter ended June 30, 2022, due to non-accounting of provision for interest, are understated to that extent.

Based on our review conducted as above and except for the possible effects of the matters, as described in the Basis of Qualified Conclusion section and Material Uncertainty relating to Going Concern paragraph, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has

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not disclosed the information required to be disclosed in terms of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Basis of Adverse Conclusion for accounts of Associate Company (i.e. Krishna Showbiz Services Private Limited):

- i) *The aggregate carrying value of Business and Commercial Rights and Channel Development Cost in the books of the Company as on June 30, 2022 is Rs. 56,33,68,907 /-. There is no revenue generation from monetization of these assets during the quarter ended June 30, 2022 and in previous financial years due to which the Company has incurred substantial losses during the quarter ended June 30, 2022 and in previous financial years. There is a strong indication of impairment in the value of these Business and Commercial Rights and Channel Development Cost and therefore we are of the opinion that the impairment loss of Rs. 56,33,68,907 /- should be provided on all such assets in the books of accounts of the Company as on June 30, 2022. The assets of the Company are overstated and net loss for the quarter ended June 30, 2022 is understated to that extent.*
- ii) *No provision has been made in the books of accounts maintained by the Company for interest / penal interest, if any, on these term loans amounting to about Rs. 4,49,71,036 /- (exact amount cannot be ascertained) for the quarter ended June 30, 2022 as the loan statement as on June 30, 2022 has not been received from the bank, hence to that extent, finance cost, total loss and current financial liabilities is estimated to be understated by about Rs. 4,49,71,036 /- (exact amount cannot be ascertained) for the quarter ending June 30, 2022. Further, no provision for interest / penal interest, if any, on such term loans has been made in books of accounts, from the date the account of the Company has been classified as non-performing in the books of those banks. Also, such loan outstanding balances as per books of accounts are subject to confirmation / reconciliation with the balance as per banks as on June 30, 2022.*

Material uncertainty related to Going Concern of Associate Company (i.e. Krishna Showbiz Services Private Limited):

- i) *The results are prepared on going concern basis notwithstanding the fact that loan accounts are classified as non-performing by bank, loans have been recalled back by secured lenders, current liabilities are substantially higher than the current assets, symbolic possession of mortgaged property provided as collateral by promoters / promoter group companies, invocation of part of the shares pledged as collaterals by bank, further as discussed in the Basis of Adverse Conclusion paragraph, the carrying value of non-current assets has been fully impaired and also that there is no business activity has been carried out during the quarter under review and substantial losses incurred by the Company during the quarter*

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ended June 30, 2022 and in previous financial years. All of the above conditions indicate that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern.

Material uncertainty related to Going Concern of Subsidiary Company (i.e. UBJ Broadcasting Private Limited)

- i) The financial statements of the Company are prepared on a going concern basis, notwithstanding the fact that the Company has a profit of Rs. 6,656 /- in the quarter ended June 30, 2022, however it has a negative net worth as at June 30, 2022. The said condition indicates that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern.

Material uncertainty related to Going Concern of Subsidiary Company (i.e. HHP Broadcasting Services Private Limited)

- i) The financial results of the Company are prepared on a going concern basis, notwithstanding the fact that the company has a loss of Rs. 20,938 /- in the quarter ended June 30, 2022 and in previous financial years and also has negative "Other Equity" as at June 30, 2022. The said condition indicates that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern.

Material uncertainty related to Going Concern of Subsidiary Company (i.e. MPCR Broadcasting Services Private Limited)

- i) The financial results of the Company are prepared on a going concern basis, notwithstanding the fact that the company has a loss of Rs.13,342 /- in the quarter ended June 30, 2022 and in previous financial years and also has negative net worth as at June 30, 2022. The said condition indicates that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern.

Basis of Qualified Opinion in the review report of Subsidiary Companies

- i) UBJ Broadcasting Private Limited:- Bank balance of Rs. 8,171/- as on June 30, 2022 is subject to confirmation / reconciliation with banks as the bank statement as on June 30, 2022 is not available with the Company, as informed to us by the management.
- ii) MPCR Broadcasting Services Private Limited:- Bank balance of Rs. 3,496/- as on June 30, 2022 is subject to confirmation / reconciliation with banks as the statement as on June 30, 2022 is not available with the Company, as informed to us by the management.

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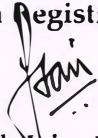
P. PARIKH & ASSOCIATES
CHARTERED ACCOUNTANTS



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- iii)HHP Broadcasting Services Private Limited:- Bank balance of Rs. 5,05,382/- as on June 30, 2022 is subject to confirmation / reconciliation with banks as the statement as on June 30, 2022 is not available with the Company, as informed to us by the management.
6. The consolidated unaudited financial results include the interim financial results of 3 subsidiaries which have been reviewed by us, whose interim financial results reflect total revenue of Rs. NIL and total net loss after tax of Rs.0.28 Lakhs for the quarter ended June 30, 2022, as considered in the consolidated unaudited financial results. The consolidated unaudited financial results does not include Group's share of net loss after tax for the quarter ended June 30, 2022, in respect of one associate, whose interim financial results have been reviewed by us. According to the information and explanations given to us by the Management, these interim financial results of the associate are not considered in the results of the Parent as the investment in the associate had become Rs. NIL in the previous financial years in the books of the Parent and liability for proportionate losses for the quarter ended June 30, 2022 are not recognised as per requirements of Indian Accounting Standard (Ind AS) 28 "Investments in Associates".

For P. Parikh & Associates
Chartered Accountants
Firm Registration No. 107564W


Jitesh Jain, Partner
Membership No. 114920
Mumbai
August 02, 2022
UDIN:- 22114920AOBDVX2617



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