

June 06, 2022

To, BSE Limited The Corporate Relationship Department, P J Towers, Dalal Street, Mumbai - 400 001 BSE Security Code: 533162	To, National Stock Exchange of India Limited Listing Department "Exchange Plaza" Bandra Kurla Complex Bandra (E), Mumbai – 400 051 NSE Trading Symbol: HATHWAY
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Sub: Intimation of Annual General Meeting of the Members of the Company and Submission of Annual Report for the financial year 2021-22 including Notice of Annual General Meeting

Dear Sir/Madam,

We wish to inform you that pursuant to Regulations 30 and 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 62nd (Sixty Second) Annual General Meeting ("AGM") of the Company is scheduled to be held on **Tuesday, June 28, 2022** at 12:00 noon IST through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Please find enclosed herewith the Annual Report for the financial year 2021-22 including Notice convening AGM, which has been sent to the members today i.e. Monday, June 06, 2022.

The Secretarial Audit Report of material unlisted subsidiary is also enclosed.

The Annual Report for the financial year 2021-22 including Notice is also made available on the website of the Company, viz. <https://www.hathway.com/assets/pdf/Annual Report/Annual Report-2021-22.pdf>

This is for your information and records.

Thanking you,
FOR HATHWAY CABLE AND DATACOM LIMITED



AJAY SINGH

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

Encl: As above

Hathway Cable and Datacom Limited



**SMART
INNOVATION.
DELIGHTED CUSTOMERS.**

Read On...



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To download or to read this report online, please log on to www.hathway.com

Corporate Information

BOARD OF DIRECTORS

Mr. Sridhar Gorthi
DIN: 00035824
Chairman and Independent Director

Mr. Sasha Mirchandani
DIN: 01179921
Independent Director

Ms. Ameeta Parpia
DIN: 02654277
Independent Director

Mr. Akshay Raheja
DIN: 00288397
Non-Executive Director

Mr. Viren Raheja
DIN: 00037592
Non-Executive Director

Mr. Saurabh Sancheti
DIN: 08349457
Non-Executive Director

Mr. Anuj Jain
DIN: 08351295
Non-Executive Director

Ms. Geeta Fulwadaya
DIN: 03341926
Non-Executive Director

Mr. Rajan Gupta
DIN: 07603128
Managing Director

CHIEF FINANCIAL OFFICER

Mr. Sitendu Nagchaudhuri

HEAD CORPORATE LEGAL, COMPANY SECRETARY AND CHIEF COMPLIANCE OFFICER

Mr. Ajay Singh
FCS No.: 5189

REGISTERED & CORPORATE OFFICE

805/806, Windsor,
Off C.S.T. Road, Kalina,
Santacruz (East),
Mumbai - 400 098
Tel No.: (022) 4054 2500
Fax No.: (022) 4054 2700
CIN: L64204MH1959PLC011421

STATUTORY AUDITORS

Nayan Parikh & Co.,
Chartered Accountants

SECRETARIAL AUDITORS

Rathi and Associates,
Company Secretaries

COST AUDITORS

Ashok Agarwal & Co., Cost Accountants

INTERNAL AUDITORS

Group internal audit cell, co-sourced
with professional firms of
Chartered Accountants

ADVOCATES AND SOLICITORS

Trilegal (Mumbai)
S. Mahomedbhai & Co. (Mumbai)
M/s. Dua Associates (Mumbai)

BANKERS

Axis Bank Limited
HDFC Bank Limited
ICICI Bank Limited
IndusInd Bank Limited
RBL Bank Limited
Yes Bank Limited

REGISTRAR AND TRANSFER AGENT

Link Intime India Private Limited
C-101, 247 Park, LBS Marg,
Vikhroli West, Mumbai - 400 083.
Tel: (022) 4918 6000,
Fax: (022) 4918 6060
Website: www.linkintime.co.in

WE LIVE TODAY IN A NEW, TRANSFORMED WORLD.

A world overwhelmed by
the need to create real
connections virtually.

A world driven by the demand
for continuous and seamless
online connectivity.

A world reconfigured to
the growing necessity of
at-home infotainment.



**IN THIS NEW WORLD,
CATALYSED BY THE
DIGITAL EVOLUTION,
HATHWAY HAS
EMERGED AS THE
PREFERRED CHOICE FOR
MILLIONS OF INDIANS.**



We have evolved as one of the most responsive service providers in the country's fixed line Internet Service (ISP) and Cable Television (CATV) space.



We have adopted innovative smart technologies, designed to enable uninterrupted Broadband and high-quality CATV access to our growing customer base.



We have scaled our service proposition to new levels, to deliver enhanced experience and greater delight to our customers, 24x7.

COME JOIN US IN EXPLORING
THE MYRIAD WAYS IN WHICH
WE RESPONDED TO THE
CHANGING NORMS OF THE
INDUSTRY DURING FY 2021-22,
AND PARTNERED OUR
CUSTOMERS IN THEIR JOURNEY
INTO THE NEW WORLD!

From the MD's Desk...



20% GROWTH
IN FTTH CUSTOMERS

+140 NEW
TOWNS (CATV)

+3,000 KMS
OF FIBRE

Dear Valued Shareholders

We have all been through an extremely difficult two years. The COVID-19 pandemic has had a significant impact on lives, livelihoods, and the business. Restricted movement and disrupted supply lines caused the operational challenges to mount during the pandemic months. However, even amid the multiple COVID waves, we did not waver from our sustained focus on ensuring uninterrupted Broadband and Cable TV services, while meeting the evolving consumer needs and demands triggered by the unprecedented crisis. We continued to protect our business model, even as we focussed determinedly on safeguarding the health and safety of our people.

With the pandemic catalysing a new surge in demand, the FTTH segment of our business saw a healthy 20% growth in revenue earning customers in these challenging times. However, our Cable TV business health was challenged due to a multitude of extraneous consumer and environmental factors. Limited original content, financial stress experienced by consumers in the COVID world, and multiple lockdowns led to many of them moving from metros to their home towns in this period. This, in turn, caused the bottom of the pyramid consumers to shift to Value offerings, thereby limiting our ability to monetise this business.

Armed with our in-depth industry knowledge and consumer understanding, we responded to the situation with a powerful thrust on Cable TV network expansion and transformation. Coupled with digital innovation, customer delight and workforce agility, this enabled us to successfully navigate these unprecedented times.

In line with this strategy, we rolled out more than 140 new towns and added more than 3,000 kms of fibre network during the year under CATV Business. With our innovative next-generation HD, HEVC and OTT set-top boxes delighting customers, we scaled our consumer proposition for millions of our new TV consumers. These boxes host many new

exciting industry-first features, such as Time Shift - enabling users to watch a programme on one channel while recording a programme on another, Radio Channels, among others. We have also initiated a Cable TV network transformation project, aimed at ensuring that our network is benchmarked to telco standards in terms of uptime, redundancies, resiliency and proactive monitoring.



For us, at Hathway, digital innovation, with the objective of increasing consumers delight across the Broadband and Cable TV businesses, has been one of the prime enablers for business transformation in these unprecedentedly challenging times.

Augmenting our digital outreach, we have applied AI, automation and other exponential technologies to make workflows more intelligent. AI & ML based VoiceBOTS have been rolled out across all our call centres to improve the quality of troubleshooting of consumer issues. Our ChatBOTS roll-out has enhanced customer experience, facilitating quick and seamless resolution of customer queries through Web/App/WhatsApp interface.

I am happy to share that we have effectively deployed these digital platforms to strengthen our Cable TV and Broadband businesses, and to acquire more customers, to upgrade them and to reduce churn.

We are well aware of the radical shift in business reality in the post-COVID world. Cognisant of this transformation, we have used this difficult year to invest in building our organisational competencies to align them with the evolving market and consumer demands and aspirations. We have focussed on developing our capabilities in crisis management, enterprise agility, cost management, workforce resilience and innovation, which we believe to be the pillars of our growth-centric business model. Initiatives are also under way to leverage digital platforms to enhance the competencies of our partners in Cable TV business, as more than 90% of our consumers in this segment are being serviced through our local cable operators.

Looking ahead, I believe that FY 2022-23 will be a transformational year for your Company. With the worst of the pandemic effect seemingly behind us, and sports and other live entertainment events fully back in action, the environment looks favourable for the revival of the Cable TV business sentiment. We are confident that the efforts we made to prepare our platforms for making deeper inroads into the market will yield significant benefit in terms of increased market share for us in the Cable TV segment, going forward. We remain focussed, committed and motivated to playing a pivotal role in helping India's Media and Entertainment industry bounce back, stronger than ever.

On this positive note, I would like to take the opportunity to thank all our people who have been tirelessly working to ensure that our consumers continued to enjoy our services, without any interruptions, through this extremely challenging year.

Most importantly, I would like to thank you, our shareholders, for your unwavering trust, support, and confidence, which enables us to move assuredly forward in our quest for building a bigger eco-system for sustained customer delight and sustainable long-term business growth.

Thank You,

Rajan Gupta

Managing Director



The World of Hathway

Part of the Reliance Group business conglomerate, Hathway Cable and Datacom Limited (HCDL) is a dynamic organisation engaged in providing high-quality fixed line ISP and CATV services to millions of subscribers across the length and breadth of India.



A Bundle of Innovative and Delightful Offerings

As a leading fixed line internet service provider in the country, HCDL provides uninterrupted and high-speed connectivity through its fast-growing ISP business, along with OTT offerings. It also provides CATV services through its wholly-owned subsidiary, Hathway Digital Limited (HDL), which is one of India's largest Multi System Operators (MSOs). It also delivers both CATV and Broadband services in certain parts of the country through its associate company, GTPL Hathway Limited.

"HCDL'S CUSTOMER-CENTRIC VALUE PROPOSITION IS LED BY THE VISION "TO BE A SINGLE POINT ACCESS PROVIDER, BRINGING INTO THE HOME AND WORKPLACE A CONVERGED WORLD OF INFORMATION, ENTERTAINMENT AND SERVICES."



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A History of Delighting Customers

Imbued with the spirit of innovation, and powered by the ability to respond dynamically to the evolving needs of customers, we have pioneered many industry-first initiatives in our niche business segments, through the years.

- 1 First Multi System Operator (MSO) to provide fixed line internet services (ISP) in the country.
- 2 First MSO to launch a digital platform in 2006.
- 3 First MSO to launch GPON Fibre to the Home (FTTH) service across the country.
- 4 Pioneered high-speed 200-500 Mbps plans using FTTH technology and 100 Mbps plans, using DOCSIS technology in India.
- 5 First MSO to introduce digital prepaid offering for transactional convenience of subscribers.
- 6 First ISP to provide AI and ML based **VoiceBOT** for handling interactive Voice Services at Call Centres.



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Modelled to Enable Customer Satisfaction

The Hathway business strategy is modelled to keep pace with the unique needs of customers in the transforming ISP and CATV business landscapes.

HATHWAY CABLE AND DATACOM LIMITED

ISP (Broadband Business)
 Parent Company
 Stock ticker
BSE: 533162; NSE: HATHWAY



- Providing high-quality Broadband services to customers pan India
- Ensuring sustained customer satisfaction through uninterrupted and fast connectivity powered by hi-tech tools and initiatives
- Leading share in fixed line Broadband segment in India

Cable TV Business
HATHWAY DIGITAL LIMITED
 [Formerly known as Hathway Digital Private Limited] - (100% Subsidiary)



- Delivering high-quality digital entertainment via Cable TV services through nationwide network of Local Cable Operators (LCOs)
- Serving 100% of our Cable TV subscribers through Hathway Connect - a unique online portal for our LCO partners
- Seamless experience with easy installation, uninterrupted service, unmatched delivery, affordable packages
- 5-time sharper HD picture clarity and 16:9 wide screen viewing experience
- Access to satellite channels as well as various regional / local channels including 29 in-house local channels

GTPL HATHWAY LIMITED
 (37.32% Equity Holding)
 Stock ticker BSE: 540602, NSE: GTPL



- Engaged in Cable TV distribution and high-speed Broadband services in various parts of the country
- #1 MSO in India

What Gives us the Power to Delight Customers...

The Hathway customer delight proposition is steered by its exceptional core of unrivalled strengths. It is propelled by our ability to keep our ears to the ground, and listen to our customers every day, in every way. It is powered by our commitment to stay connected with them, 24x7, through our innovative and smart solutions.



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WHERE DESIRE DRIVES DISCOVERY ...

THE 3D GESTURE-BASED
USER INTERFACE OF THE
TOUCHSCREENS WE SEE
TODAY FIRST BECAME
MANIFEST IN THE MOVIE
'MINORITY REPORT'

AMERICAN ROBERT
H. GODDARD, THE
INVENTOR OF THE FIRST
LIQUID-FUELLED ROCKET,
IS SAID TO HAVE BEEN
INSPIRED BY HG WELL'S
SCIENCE FICTION NOVEL
'WAR OF THE WORLDS'





Some of the most dramatic and impactful real-life discoveries have, in fact, been inspired by science fiction. Sci-fi books, movies etc. seem to drive the ability of innovators to tap into the emerging needs of the future. The origin of hi-tech gadgets like flip-phones and tablets can be traced to Star Trek books, movies, and TV shows, while the video chats and flying cars were first visualised in the 1960s TV show 'The Jetsons'.

AT HATHWAY, WE ALLOW THE FUTURISTIC DESIRES OF OUR CUSTOMERS TO INSPIRE US TO DISCOVER NEW WAYS OF KEEPING THEM DELIGHTED. THE COVID PANDEMIC BROUGHT THIS ABILITY EVEN MORE SHARPLY TO THE FORE. IT INSPIRED US TO BOLDLY GO WHERE NONE OF THE OTHER INDUSTRY PLAYERS HAD GONE BEFORE US. IT MOTIVATED US TO DEVELOP INNOVATIVE GROUNDBREAKING SOLUTIONS, NOT JUST TO MEET BUT IN FACT TO EXCEED THE NEEDS AND DESIRES OF OUR CUSTOMERS.

Mapping Response to Customer Needs

At Hathway, we believe in listening to our customers' needs, and then incorporating the same in our products and services. We believe in embracing the unlimited power of technology to deliver to their needs. We believe in innovating our way into their hearts through smart innovations, crafted to cater to their desires and provide quick resolution to their concerns.



Adoption of innovative and cutting-edge technological tools is the key to our commitment to continuously enhance customer experience. It has helped us emerge as India's partner of choice in both, the ISP and CATV segments.

Powering Innovation to Empower Customers

At the heart of our strategic thrust on continuous innovation lies a strong ambition to empower customers. We invest in modern technologies, including Artificial Intelligence (AI) and Machine Learning (ML) applications & tools, to stay connected with our customers at all times. This helps us foster meaningful interactions with our customers.

Our growing digital outreach is bringing speed and efficiency to customers and strengthening customer communication. It is also helping us to provide them with state-of-the-art digital experiences, with patently positive results.

DURING FY 2021-22,
WE EMBRACED SOME
INDUSTRY-FIRST
INNOVATIONS TO KEEP
OUR CUSTOMERS
HAPPY AND SATISFIED
IN A CHALLENGING
ENVIRONMENT.

Just a BOT away for our Broadband customers

We implemented AI and ML based VoiceBOT for handling interactive Voice Services at our Call Centres during the year.

We also implemented Chatbot, enabling quick and hassle-free First Time Resolution (FTR) to customer queries through Web/App/WhatsApp interface.



OTHER KEY INNOVATIONS IN ISP



With the introduction of Smart IVRs at Call Centres, we have further strengthened FTR for customers and reduced the wait time for responding to their queries.



The implementation of the Band Steering feature in Dual Band ONUs (Optical Network Units) is designed to enable seamless Wi-Fi experience for our customers.



Our DIY (Do It Yourself) videos, are also helping in speedy resolution of customer complaints.

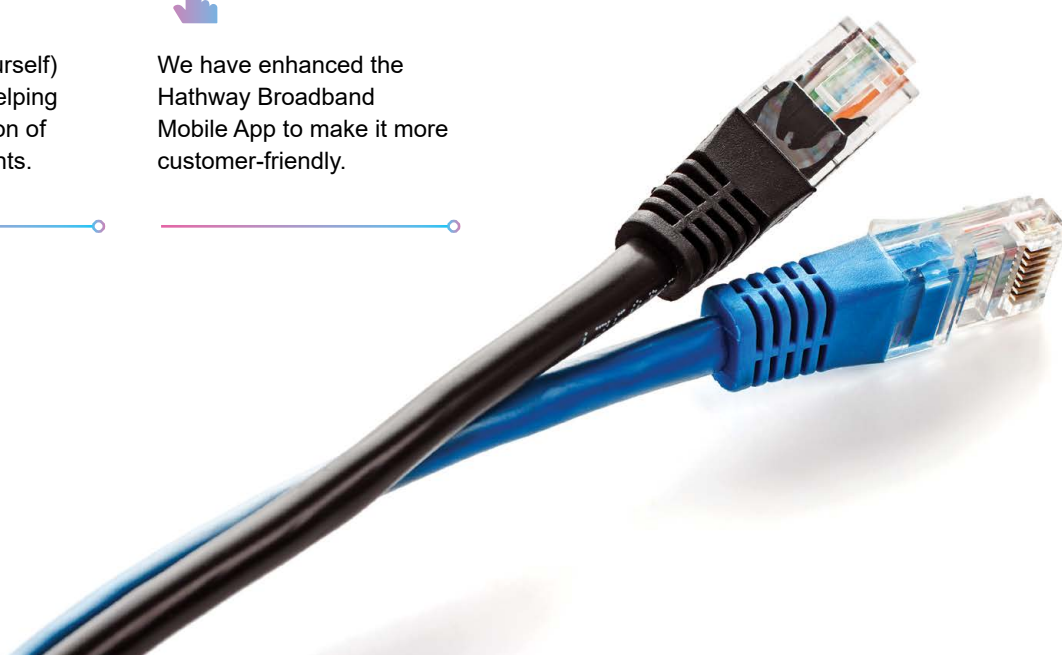


We have enhanced the Hathway Broadband Mobile App to make it more customer-friendly.

LEVERAGING SMART INNOVATION TO RESPOND TO CUSTOMERS

These game-changing innovations have enabled to scale up customer experience multifold:

- VoiceBOT has boosted the Quality of Troubleshooting, increased FTR, and reduced Average Hold Time (AHT)
- ChatBOT has enriched customer experience in a holistic manner, improving FTR significantly
- Interactive Voice Response (IVR) at Call Centres have made customer engagement more seamless and hassle-free



OUR CHATBOT ...DIVA (INING) CUSTOMER NEEDS

As part of our pioneering move to implement ChatBOT, we have partnered with Jio Haptik Technologies Limited to launch DIVA – an intelligent virtual assistant, to elevate customer experience and enhance customer support. The partnership with Haptik, one of the world’s largest conversational AI companies and a subsidiary of Reliance Jio Platforms, is aimed at leveraging Conversational AI to stay ahead of the curve and boost customer retention.

With more and more customers using Hathway’s digital platforms to raise queries, complaints and requests, DIVA has been innovated as a smart assistant to:



Deliver instant 24x7 resolution to basic complaints



Create tickets automatically for unresolved issues



Provide on-demand support for tasks like requesting invoices, getting payment receipts, etc.



Capture leads and build a robust sales pipeline



Share relevant offers and promotions with existing users



Renew customer plans through strategic payment integrations

2.7 Mn

Total conversations handled

83%

Automation rate

98.3%*

Improvement in Issue Identification

*This is based on the assumption that the first response time by email/ call/Issue segregation was 2 hours approximately for all TTs logged on our Digital Platforms. Now, with the ChatBOT doing initial troubleshooting and tagging the issue within 120 seconds, we can conclude that the improvement in FRT is 98.3%



Key Metrics

Web

2.5M

83.4%

Conversations

WhatsApp

172k

80%

Automation

Note: Above data shown is on yearly basis.

With the introduction of the ChatBOT service, our FTR for Digital Platforms on Non-Network Issues jumped from 0% to 60% and on Billing Issues from 0% to 35%.

Technological enablers to enhance CATV Customer Delight

- Next-generation HEVC HD box and OTT hybrid box – are our unique product and service offerings for CATV customers to give them enhanced viewing experience
- Instant customer activation – has enriched customer experience with no time lag
- Leveraging of platforms like WhatsApp is enabling continued customer engagement
- Online renewal facility – has empowered customers by giving them the freedom to renew their packages at the click of a button, at their own convenient time and place



Corporate Overview



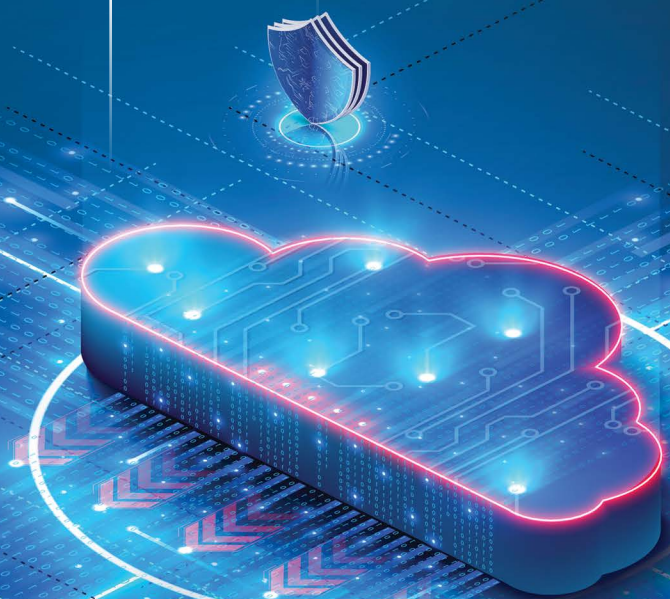
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WHEN RESULTS EXCEED AMBITIONS...

THE WORLD'S FASTEST
INTERNET SPEED RECORD OF 319
TERABYTES PER SECOND (TBPS)
WAS SET BY RESEARCHERS IN
JAPAN'S NATIONAL INSTITUTE
OF INFORMATION AND
COMMUNICATIONS TECHNOLOGY
IN JULY 2021. THE DISTANCE OVER
WHICH THIS LONG-HAUL DATA
TRANSFER WAS ACHIEVED WAS A
WHOPPING 3,001 KMS.





Scientific and technological research has always played a pivotal role in propelling the growth of nations and organisations, enabling them to often surpass their expectations and ambitions. It pushes the frontiers of achievable targets and performance by leaps and bounds.

AT HATHWAY, WE REMAIN CONSISTENTLY FOCUSED ON STRENGTHENING OUR TECHNOLOGICAL FRAMEWORK TO RAISE THE BAR OF OUR PERFORMANCE EXCELLENCE. THIS SUSTAINED TECHNOLOGICAL THRUST HELPED US DELIVER POSITIVE RESULTS, IN TERMS OF GROWTH, EXPANSION AND KEY NUMBERS, EVEN AMID THE PANDEMIC CRISIS DURING THE YEAR.



Setting Unmatched Performance Benchmarks

Our continuous smart and innovative efforts to enhance customer engagement and elevate their experience is steering exceptional performance for Hathway year-on-year. It imbues the organisation with the ambition to deliver to customer needs even more impactfully across its business segments.

Delivering Smart Broadband Growth

During FY 2021-22, we successfully accelerated our growth across the key metrics of our performance in the Broadband segment through our pioneering new digital and automation initiatives.

- We completed the next-gen DOCSIS upgradation in all cities, resulting in 70% decline in DOCSIS speed complaints. 64% of our DOCSIS consumers have now been upgraded to 100 MBPS speed plans
- We are providing higher speed and unlimited data limits to our customers now at competitive pricing
- Led by continuous increase in bandwidth per consumer, our national average of monthly data consumption now stands at 234 GB/consumer/month
- Our Net Promoter Score (NPS) has touched an all-time high of 80



Fibre-connected to More Homes

The high-speed internet connectivity with which Hathway is delighting customers through its Fibre-to-the-home (FTTH) network has emerged as a key pillar of its Broadband growth.

We took several concerted measures during the year to strengthen our FTTH value proposition.

- We have augmented our FTTH capacity to accommodate an additional 1.2 lakh consumers. The FTTH network capacity is being doubled without adding any electronics, by simply changing the network split from 1:64 to 1:128. This is helping in quick capacity addition in pockets of high consumer growth. FTTH consumers now account for 69% of overall ISP consumers.
- We are deploying the GPON-FTTH Parallel network in high-potential high-penetrated DOCSIS home passes. We are also offering 200-300 Mbps speed to our premium consumers, opening new vistas of opportunity for boosting our market share.
- Service upgradation has led to the average FTTH consumer complaints on any service issue getting reduced to once a year. We have achieved 80% redundancy in FTTH GPON ports up to splitter level.
- FTTH markets data consumption average is 250 GB / consumer / month, reflecting high level of consumer engagement.



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We further scaled up our FTTH customer acquisition growth momentum during FY 2021-22, adding 1.11 lakh new FTTH customers.

5.7 Mn

Broadband Home-pass

1.10 Mn

Broadband Subscriber Base

Up to 300 Mbps

Speed offered to customers

Up to 3 TB

Data offered to customers



Rolling out Smarter CATV Numbers

Enhanced technological interface with our CATV customers has led to the business segment witnessing improved growth. It is helping us expand our market share by enabling us to harness the emerging opportunities.

- We have rolled out a new product/GTM strategy to make Hathway infrastructure-ready to seize the benefit of the more conducive prevailing market. We are in the process of rolling out new plans, coupled with procurement of new advanced set-top Boxes.
- Our efforts to create an extensive incremental infrastructure, with focus on southern and eastern states, is enabling us to expand our market share. We have connected more than 140 new locations with IP links and added 3,000 kms of fibre network.
- Our pilot initiative of providing OTT apps through already seeded new generation HD boxes is designed to give OTT access to millions of our CATV customers without the need to buy an additional OTT device.
- TV Plug is a new product we have piloted to provide highly reliable last-mile CATV connectivity from a mobile tower network.

5.4 Mn

Viewers (including those served through fellow subsidiaries)

700+

Towns reached

92%

Subscription same month renewal efficiency

57K K.M.

Optical fibre cable

8+

World-class transmission Head ends



Corporate Overview



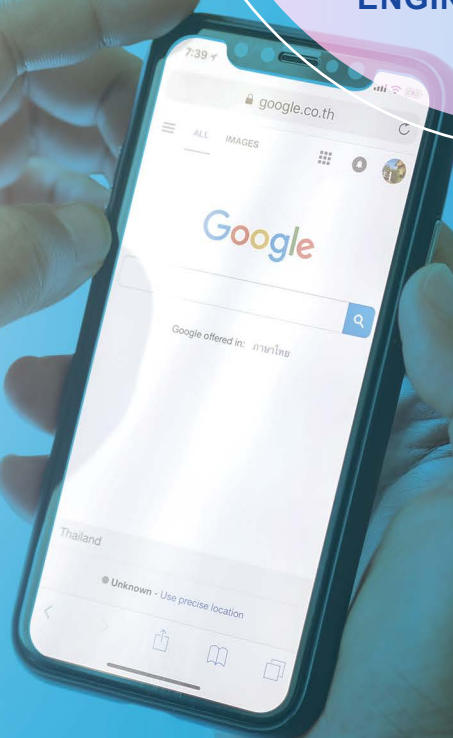
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WHERE PARTNERSHIPS CHANGE THE WORLD...

IN 1996, STANFORD UNIVERSITY FRIENDS LARRY PAGE AND SERGEY BRIN STARTED A COLLAGE RESEARCH PROJECT, WHICH PAVED THE WAY FOR THE LAUNCH OF GOOGLE JUST TWO YEARS LATER. LITTLE DID THEY KNOW THEN THAT THEIR ALGORITHM-BASED SEARCH ENGINE WOULD ECLIPSE EVERY OTHER SEARCH ENGINE IN THE WORLD.





History is replete, globally, with examples of partnerships changing the world forever, particularly in the technological domain. Microsoft's 1997 investment in Apple paved the way for the turnaround of Steve Jobs' company. The famous Wright Brothers' partnership made it possible for human being to 'fly'.

HATHWAY'S SUCCESS STORY IS ALSO FOUNDED ON MANY SUCH PARTNERSHIPS. OUR CLOSE COLLABORATION WITH OUR LCOs IS HELPING US STEER OUR JOURNEY TOWARDS BIGGER GOALS. LED BY A COMMON VISION, OUR EMPLOYEES PARTNER US IN EFFECTIVELY HARNESSING THE NEW EMERGING OPPORTUNITIES ACROSS OUR BUSINESS SEGMENTS.

Building Smart Partnerships with LCOs

Our partnership journey with our LCO partners was strengthened in FY 2021-22. We collaborated closely with them to innovate new products and services for augmenting customer engagement and experience.

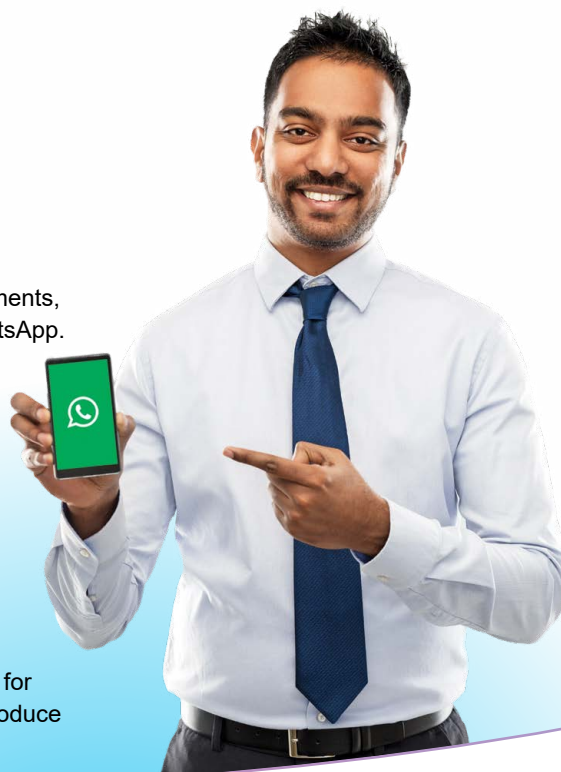
Taking our LCO partnerships to the next level

Amid the challenges of the year, the marketing team at Hathway pushed its efforts to boost communication with our LCO partners and helped them grow the business. As part of these efforts, we identified the pain points of our LCOs, innovated exciting ideas to grab their attention, and took initiatives that helped create awareness about our products and services. This triggered a new level of LCO activation and re-energisation of the stagnant engagement.

Among the key initiatives taken during FY 2021-22 to enhance LCO engagement were:

WhatsApp initiative

Working together with Haptik, we brought in Interakt - a customer engagement & support platform, designed to regularly broadcast important information, announcements, and offers/schemes through WhatsApp. The activation involved collating a massive database of the LCOs, identifying the mobile numbers that weren't active on Whatsapp, and taking assistance from the operations team to obtain the functional numbers of the LCOs. We subsequently segregated the data region-wise to structure the broadcast. We also designed fresh creatives for broadcasting, which helped reintroduce the brand's affinity.



Schemes & Offerings

We launched multiple campaigns to highlight offerings, announce attractive schemes, and send festivals greetings. A glance at some of these:

ACCIDENT INSURANCE POLICY -
brought under spotlight

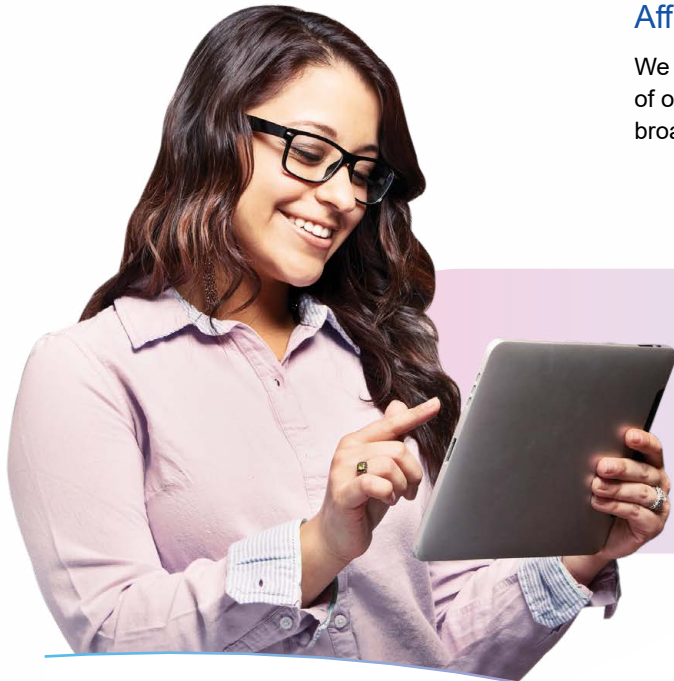
FESTIVAL GREETINGS -
extended to LCOs through WhatsApp messages on all major occasions

NAMASKAR STATE CAMPAIGN -
new set of creative designed to highlight product differentiation and disseminated through newspaper ads and leaflets

ATTRACTIVE STB PACKAGING -
boxes designed to highlight the product's key features and reflect the brand's image

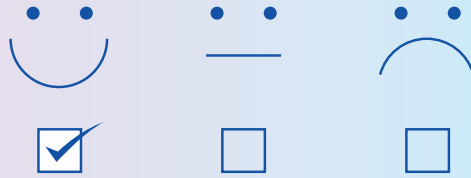
FIBRE TV PILOT PROGRAMME -
launched in Chennai and all BTL activity collaterals supplied to operations team in timely manner

VIDEO ON USP's OF HD PVR BOXES -
developed to highlight product differentiation and ran through in-house channels



Affiliate Satisfaction Survey

We launched this online survey to understand the pain points of our LCOs and record their responses. This survey was broadcasted through WhatsApp and Facebook.



Other Communication Tools & Campaigns

To further narrow the communication gap and understand our LCOs better, we:

- A** Held regular interactions with them through the year.
- B** Placed a sticky banner on the LCO portal with messages, effectively using it as a push notification.

WAY FORWARD

- To meet the consistent need for compelling creatives, we have scrutinised various agencies and are getting ready to onboard one of them.
- To support our LCO's to offer deferential product to their consumers, we are set to launch Kflicks - a dedicated channel for Korean content with dubbing in Kannada and Telugu languages for Karnataka, AP, and Telangana markets, while for the rest of the markets, it will be available with English subtitles. The move is aimed at catering to the high demand from the new generation and the millennials.
- We are set to launch a unique app - LCO LightHouse, to create awareness about the underused features of the LCO portal, provide necessary information, promote new or existing schemes, and increase engagement.
- We are working on a quarterly communication in the form of a newsletter.



Delighting Customers through GTPL Hathway

Responding to transforming mediascape

GTPL Hathway Limited, in which Hathway holds 37.32% stake, continues to move with agility to adapt to the transformations in the industry. It has further strengthened its position in the Digital Cable TV market and is now the No.1 MSO in the country. The Company has expanded its presence to 19 States across 1,200+ towns, with a dominant presence in the states of Gujarat, West Bengal, Maharashtra and Telangana.

GTPL Hathway is constantly evaluating opportunities for deeper expansion in the existing states of its presence. At the same time, it is exploring new avenues for entering new states.

On track of growth & expansion

During FY 2021-22, GTPL Broadband business registered a 46% growth in its subscriber base. It is today amongst the leading wireline broadband service provider in India. It has emerged as the largest broadband service provider in Gujarat, with a strong 54% market share through its subsidiary.



GTPL GROWTH IN LAST 6 YEARS



2.3x

CATV Subscribers



22% CAGR

Revenue



4.8x

Broadband Subscribers



24% CAGR

EBITDA

68,000+ Kms

Optical Fibre Cable - Owned
(7,500+ Kms. Underground;
6,500+ Kms. Leased)

19

States

1,200+

Towns of presence

8.40 Mn

Active Subscribers (CATV)

4.70 Mn

Broadband Homepass

0.81 Mn

Active Broadband Subscribers
256 GB Data Consumption Per
Subscriber Per Month

KEY PERFORMANCE INDICATORS

₹19,569 Mn

Market capitalisation as
on March 31, 2022

₹5,701 Mn

EBITDA for FY 2021-22

₹24,567 Mn

Revenue for FY 2021-22

₹2,006 Mn

PAT for FY 2021-22



Corporate Overview



Statutory Reports



Financial Statements

Notice

NOTICE is hereby given that the Sixty Second Annual General Meeting of the Company will be held on Tuesday, June 28, 2022 at 12:00 noon IST through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt (a) the audited standalone financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2022 and the report of Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolutions:**
 - a) **“RESOLVED THAT** the audited standalone financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”
 - b) **“RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2022 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”
2. To re-appoint Mr. Akshay Raheja, who retires by rotation as Director and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Akshay Raheja (DIN: 00288397), who retires by rotation at this meeting, be and is hereby appointed as Non-Executive Director of the Company.”
3. To re-appoint Mr. Viren Raheja, who retires by rotation as Director and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Viren Raheja (DIN: 00037592), who retires by rotation at this meeting, be and is hereby appointed as Non-Executive Director of the Company.”
4. To re-appoint M/s. Nayan Parikh & Co., Chartered Accountants (Firm Registration No.107023W) as Statutory Auditors of the Company and in this regard, to consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the

Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendations of the Audit Committee and Board of Directors of the Company, M/s. Nayan Parikh & Co., Chartered Accountants (Firm Registration No.107023W), retiring auditor of the Company, who have confirmed their eligibility for the re-appointment pursuant to Section 141 of the Companies Act, 2013 as Statutory Auditors of the Company, be and are hereby re-appointed as the Statutory Auditors of the Company for a second term of 5 (five) consecutive years, to hold office from the conclusion of this (62nd) Annual General Meeting (AGM) till the conclusion of the 67th AGM, at such remuneration as mutually agreed between the Board of Directors of the Company and the Statutory Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient to give effect to this resolution.”

SPECIAL BUSINESS:

5. To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2023 and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT in accordance with the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration, as approved by the Board of Directors and set out in the Statement annexed to the Notice, to be paid to the Cost Auditors appointed by the Board of Directors, to conduct the audit of cost records of the Company for the financial year ending March 31, 2023, be and is hereby ratified.”

By Order of the Board of Directors

Ajay Singh

Head Corporate Legal, Company Secretary and
Chief Compliance Officer

Mumbai, May 16, 2022

FCS 5189

Registered Office

805/806, Windsor, 8th Floor, Off CST Road,
Kalina, Santacruz (East),
Mumbai 400 098
CIN: L64204MH1959PLC011421
Tel No. 022 40542500, Fax: 022 40542700
Mail: info@hathway.net
Website: www.hathway.com

NOTES:

1. The Ministry of Corporate Affairs (“MCA”) has, vide its Circular no.21/2021, dated December 14, 2021 read together with circular dated January 13, 2021, April 8, 2020, April 13, 2020 and May 5, 2020 (collectively referred to as “MCA Circulars”), permitted convening the Annual General Meeting (“AGM”) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), without the physical presence of the Members at a common venue. In accordance with the MCA circulars, provisions of the Companies Act, 2013 (“the Act”) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the AGM of the Company is being held through VC/ OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. A statement pursuant to Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM is annexed hereto.
3. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and such proxy need not be a member of the Company. Since this AGM is being held through VC/ OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

Since the AGM will be held through VC/OAVM, the Route Map of the venue of the AGM is not annexed hereto.

4. In terms of the provisions of Section 152 of the Act, Mr. Akshay Raheja and Mr. Viren Raheja, Non-Executive Directors, retire by rotation at the Meeting. The Nomination and Remuneration Committee and the Board of Directors of the Company recommend their respective re-appointments. Mr. Akshay Raheja and Mr. Viren Raheja are interested in the ordinary resolutions set out at Item Nos. 2 and 3 respectively, of the Notice with regard to their re-appointment. The relatives of Mr. Akshay Raheja and Mr. Viren Raheja may be deemed to be interested in the resolutions set out at Item Nos. 2 and 3 respectively of the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item Nos. 1 to 4 of the Notice.

5. Details of Directors retiring by rotation and seeking re-appointment at this AGM are provided in the “Annexure” to the notice.

DISPATCH OF ANNUAL REPORT:

6. In compliance with the MCA Circulars and the Securities and Exchange Board of India (“SEBI”) Circulars dated May 13, 2022, Notice of the AGM along with the Annual Report 2021-22 is being sent through electronic mode to those members whose email address is registered with the Company/ Depository Participant(s). Members may note that the Notice and Annual Report 2021-22 will also be available on the Company’s website at www.hathway.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of KFin Technologies Limited (“KFinTech”) at <https://evoting.kfintech.com>.
7. For receiving all communication (including Annual Report) from the Company electronically:
 - a. Members holding shares in physical mode and who have not registered/ updated their email address may get their e-mail address registered with RTA, by clicking the link: https://web.linkintime.co.in/EmailReg/Email_Register.html or on the website www.linkintime.co.in under the "Investor Services" tab by choosing the Email / Bank Registration heading and following the registration process as guided therein. The members are requested to provide details such as Name, Folio Number, Certificate number, PAN, mobile number and e-mail id and also upload the image of PAN along with Aadhaar or Share certificate in PDF or JPEG format(upto 1 MB). In case of any query, a member may send an e-mail to RTA at rnt.helpdesk@linkintime.co.in.
 - b. Members holding shares in dematerialised mode are requested to register/ update their email address with the relevant Depository Participant with whom they maintain their account.

PROCEDURE FOR JOINING THE AGM THROUGH VC/OAVM:

8. The Company will provide VC/OAVM facility to its Members for participating at the AGM.
 - a. **Members will be able to attend the AGM through VC/OAVM as per the procedure given below:**
 - i. Launch internet browser (Edge 80+, Firefox 78+, Chrome 83+, Safari 13+) by typing the URL: <https://jiomeet.jio.com/hathwayagm>
 - ii. Select “Shareholders” option on the screen



- iii. Enter the login credentials

User ID: For demat shareholders: 16-digit DPID+Client ID is your User ID

(DP ID and Client ID to be typed continuously)

For e.g. IN12345612345678 (NSDL)

1402345612345678 (CDSL)

(Client ID is the last 8 digits of your demat account number as per your account statement / contract note / delivery instruction slip / email sent by the Company); or

For holders of shares in physical form: Your EVEN+Folio No. is your User ID (to be typed continuously)

Password: Enter your password for e-voting sent by the Company/KFinTech through e-mail.

- iv. After logging in, you will be directed to the AGM.

b. Members who do not have or who have forgotten their User ID and Password, may obtain/generate/retrieve the same, for attending the AGM, by following the procedure given in the instruction at Note No. 17C. vii III.

9. Members who would like to express their views or ask questions during the AGM may register themselves by logging on to <https://emeetings.kfintech.com> and clicking on the 'Speaker Registration' option available on the screen after log in. The Speaker Registration will be open during Thursday, June 23, 2022 to Friday, June 24, 2022. Only those members who are registered will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.
10. Members will be allowed to attend the AGM through VC/OAVM on first come first serve basis.
11. Facility to join the meeting shall be opened thirty minutes before the scheduled time of the AGM and shall be kept open throughout the proceedings of the AGM.
12. Members who need assistance before or during the AGM, can contact KFinTech on evoting@kfintech.com or call on toll free number 1800-309-4001 (from 9:00 a.m. IST to 5:00 p.m. IST). Kindly quote your name, DP ID-Client ID/Folio no. and E-voting Event Number ("Even") in all your communications.
13. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.
14. Institutional /Corporate Members (that is, other than Individuals, HUFs, NRIs, etc.) are required to send the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorised representative(s), at e-mail id: hsk@rathindassociates.com with a copy marked to evoting@kfintech.com. Such authorisation shall contain necessary authority in favour of its authorised representative(s) to attend the AGM.
15. Members attending the AGM through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.
16. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM.

PROCEDURE FOR REMOTE E-VOTING AND E-VOTING AT THE AGM ("INSTA POLL"):

17. A. E-VOTING FACILITY:

Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Act read with the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of SEBI Listing Regulations read with circular of SEBI on e-Voting Facility provided by Listed Entities, dated December 9, 2020, the Company is providing to its members facility to exercise their right to vote on resolutions proposed to be passed at AGM by electronic means ("**e-voting**"). Members may cast their votes remotely, using an electronic voting system on the dates mentioned herein below ("**remote e-voting**"). Further, the facility for voting through electronic voting system will also be made available at the Meeting ("**Insta Poll**") and members attending the Meeting who have not cast their vote(s) by remote e-voting will be able to vote at the Meeting through Insta Poll.

The Company has engaged the services of KFinTech as the agency to provide e-voting facility.

The manner of voting, including voting remotely by (i) individual shareholders holding shares of the Company in demat mode, (ii) shareholders other than individuals holding shares of the Company in demat mode, (iii) shareholders holding shares of the Company in physical mode, and (iv) Members who have not registered their e-mail address is provided in the instructions given below.

The remote e-voting facility will be available during the following voting period:

Commencement of remote e-voting	9:00 a.m. IST on Saturday, June 25, 2022
End of remote e-voting	5:00 p.m. IST on Monday, June 27, 2022

The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled by KFinTech upon expiry of the aforesaid period.

Voting rights of a member/beneficial owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the cut-off date i.e. Tuesday, June 21, 2022 (“Cut-Off Date”).

The Board of Directors of the Company has appointed Mr. Himanshu Kamdar, Practicing Company Secretary (Membership no.:5171), Partner-Rathi and Associates, Company Secretaries, as Scrutinizer to scrutinize the remote e-voting and Insta Poll process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the said purpose.

B. INFORMATION AND INSTRUCTIONS RELATING TO E-VOTING ARE AS UNDER:

- i. **The members who have cast their vote(s) by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote(s) again at the Meeting.**
- ii. **Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.**
- iii. A member can opt for only single mode of voting i.e. through remote e-voting or Voting at the

Meeting (“Insta Poll”). If a Member casts vote(s) by both modes, then voting done through remote e-voting shall prevail and vote(s) cast at the Meeting shall be treated as “INVALID”.

- iv. **A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or for participation at the AGM and voting through Insta Poll. A person who is not a member as on the cut-off date, should treat the Notice for information purpose only.**
- v. The Company has opted to provide the same electronic voting system at the Meeting, as used during remote e-voting, and the said facility shall be operational till all the resolutions proposed in the Notice are considered and voted upon at the Meeting and may be used for voting only by the members holding shares as on the cut-off date who are attending the Meeting and who have not already cast their vote(s) through remote e-voting.

C. REMOTE E-VOTING:

- vi. **INFORMATION AND INSTRUCTIONS FOR REMOTE E-VOTING BY INDIVIDUAL SHAREHOLDERS HOLDING SHARES OF THE COMPANY IN DEMAT MODE:**

As per circular of SEBI on e-voting facility provided by listed entities, dated December 09, 2020, all “individual shareholders holding shares of the Company in demat mode” can cast their vote, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. The procedure to login and access remote e-voting, as devised by the Depositories/ Depository Participant(s), is given below:



Procedure to login through websites of Depositories

National Securities Depository Limited (“NSDL”)	Central Depository Services (India) Limited (“CDSL”)
1. Users already registered for IDeAS e-Services facility of NSDL may follow the following procedure:	1. Users already registered for Easi / Easiest facility of CDSL may follow the following procedure:
i. Type in the browser / Click on the following e-Services link: https://eservices.nsdl.com	i. Type in the browser / Click on any of the following links: https://web.cdslindia.com/myeasi/home/login
	or
	www.cdslindia.com and click on New System Myeasi / Login to My Easi option under Quick Login (best operational in Internet Explorer 10 or above and Mozilla Firefox)
ii. Click on the button “ Beneficial Owner ” available for login under ‘ IDeAS ’ section.	ii. Enter your User ID and Password for accessing Easi / Easiest.
iii. A new page will open. Enter your User ID and Password for accessing IDeAS.	iii. You will see Company Name: “Hathway Cable and Datacom Limited” on the next screen. Click on the e-Voting link available against Hathway Cable and Datacom Limited or select e-Voting service provider “KFinTech” and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication.
iv. On successful authentication, you will enter your IDeAS service login. Click on “ Access to e-Voting ” under Value Added Services on the panel available on the left hand side.	
v. Click on “ Active E-voting Cycles ” option under E-voting.	
vi. You will see Company Name: “Hathway Cable and Datacom Limited” on the next screen. Click on the e-Voting link available against Hathway Cable and Datacom Limited or select e-Voting service provider “KFinTech” and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication.	
2. Users not registered for IDeAS e-Services facility of NSDL may follow the following procedure:	2. Users not registered for Easi/Easiest facility of CDSL may follow the following procedure:
i. To register, type in the browser / Click on the following e-Services link: https://eservices.nsdl.com	i. To register, type in the browser / Click on the following link: https://web.cdslindia.com/myeasi/Registration/EasiRegistration
ii. Select option “ Register Online for IDeAS ” available on the left hand side of the page	ii. Proceed to complete registration using your DP ID-Client ID (BO ID), etc.
iii. Proceed to complete registration using your DP ID, Client ID, Mobile Number etc.	iii. After successful registration, please follow steps given under Sr. No. 1 above to cast your vote.
iv. After successful registration, please follow steps given under Sr. No. 1 above to cast your vote.	

National Securities Depository Limited (“NSDL”)**Central Depository Services (India) Limited (“CDSL”)****3. Users may directly access the e-Voting module of NSDL as per the following procedure:****3. Users may directly access the e-Voting module of CDSL as per the following procedure:**

- | | |
|--|--|
| <p>i. Type in the browser / Click on the following link:
https://www.evoting.nsdl.com/</p> <p>ii. Click on the button “Login” available under “Shareholder/Member” section.</p> <p>iii. On the login page, enter User ID (that is, 16-character demat account number held with NSDL, starting with IN), Login Type, that is, through typing Password (in case you are registered on NSDL’s e-voting platform)/ through generation of OTP (in case your mobile/e-mail address is registered in your demat account) and Verification Code as shown on the screen.</p> <p>iv. On successful authentication, you will enter the e-voting module of NSDL. Click on “Active E-voting Cycles / VC or OAVMs” option under E-voting. You will see Company Name:

“Hathway Cable and Datacom Limited” on the next screen. Click on the e-Voting link available against Hathway Cable and Datacom Limited or select e-Voting service provider “KFinTech” and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication.</p> | <p>i. Type in the browser / Click on the following links: www.cdslindia.com / https://www.evotingindia.com</p> <p>ii. Provide Demat Account Number and PAN</p> <p>iii. System will authenticate user by sending OTP on registered Mobile & E-mail as recorded in the Demat Account.</p> <p>iv. On successful authentication, you will enter the e-voting module of CDSL. Click on the e-Voting link available against Hathway Cable and Datacom Limited or select e-Voting service provider “KFinTech” and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication.</p> |
|--|--|

Procedure to login through their demat accounts / Website of Depository Participant

Individual shareholders holding shares of the Company in Demat mode can **access e-Voting facility provided by the Company using login credentials of their demat accounts** (online accounts) through their demat accounts / **websites of Depository Participants** registered with NSDL/ CDSL. An option for “**e-Voting**” will be available once they have successfully logged-in through their respective logins. Click on the option “e-Voting” and they will be redirected to e-Voting modules of NSDL/CDSL (as may be applicable). **Click on the e-Voting link available against Hathway Cable and Datacom Limited or select e-Voting service provider “KFinTech”** and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication.

Members who are unable to retrieve User ID / Password are advised to use “Forgot User ID” / “Forgot Password” options available on the websites of Depositories / Depository Participants.

Contact details in case of any technical issue on NSDL Website	Contact details in case of any technical issue on CDSL Website
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Members facing any technical issue during login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free nos.: 1800 1020 990 / 1800 22 44 30

Members facing any technical issue during login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43.



vii. **INFORMATION AND INSTRUCTIONS FOR REMOTE-VOTING BY (I) SHAREHOLDERS OTHER THAN INDIVIDUALS HOLDING SHARES OF THE COMPANY IN DEMAT MODE AND (II) ALL SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE**

IA. In case member receives an e-mail from the Company/ KFinTech [for members whose e-mail address is registered with the Company/ Link Intime India Private Limited/ Depository Participant(s)]:

- a. Launch internet browser by typing the URL: <https://evoting.kfintech.com>.
- b. Enter the login credentials (**User ID and password given in the e-mail**). The E-Voting Event Number+Folio No. or DP ID Client ID will be your User ID. However, if you are already registered with KFinTech for e-voting, you can use the existing password for logging in. If required, please visit <https://evoting.kfintech.com> or contact toll-free number 1800-309-4001 (from 9:00 a.m. IST to 5:00 p.m. IST) for assistance on your existing password.
- c. After entering these details appropriately, click on "LOGIN".
- d. You will now reach Password Change Menu wherein you are required to mandatorily change your password upon logging in for the first time. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@,#,\$,etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail address, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. **It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.**
- e. You need to login again with the new credentials.
- f. On successful login, the system will prompt you to select the E-Voting Event Number (EVEN) for Hathway Cable and Datacom Limited.
- g. On the voting page, enter the number of shares as on the cut-off date under either

"FOR" or "AGAINST" or alternatively, you may partially enter any number under "FOR" / "AGAINST", but the total number under "FOR" / "AGAINST" taken together should not exceed your total shareholding as on the cut-off date. You may also choose to "ABSTAIN" and vote will not be counted under either head.

- h. Members holding shares under multiple folios/demat accounts shall choose the voting process separately for each of the folios / demat accounts.
- i. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as "ABSTAINED".
- j. You may then cast your vote by selecting an appropriate option and click on "SUBMIT".
- k. A confirmation box will be displayed. Click "OK" to confirm, else "CANCEL" to modify.
- l. Once you confirm, you will not be allowed to modify your vote.
- m. Corporate/Institutional Members (i.e., other than Individuals, HUFs, NRIs, etc.) are also required to send legible scanned certified true copy (in PDF Format) of the Board Resolution/Power of Attorney/Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail id: hsk@rathiandassociates.com with a copy marked to evoting@kfintech.com. Such authorization shall contain necessary authority for voting by its authorised representative(s). It is also requested to upload the same in the e-voting module in their login. The naming format of the aforesaid legible scanned document shall be "Corporate Name EVEN."

IB. In case of a member whose e-mail address is not registered / updated with the Company/ Link Intime India Private Limited/Depository Participant(s), please follow the following steps to generate your login credentials:

- a. The Members of the Company holding Equity Shares of the Company in physical Form and who have not registered/updated their e-mail address with the Company may get their e-mail address registered/updated with Link Intime India Private

Limited, by clicking the link: https://web.linkintime.co.in/EmailReg/Email_Register.html or on the website www.linkintime.co.in under the "Investor Services" tab by choosing the E mail / Bank Registration heading and following the registration process as guided therein. The members are requested to provide details such as Name, Folio Number, Certificate number, PAN, mobile number and e mail id and also upload the image of PAN along with Aadhaar or Share certificate in PDF or JPEG format (upto 1 MB). In case of any query, a member may send an e-mail to RTA at rnt.helpdesk@linkintime.co.in.

b. **Members holding shares in dematerialised mode who have not registered their e-mail address with their Depository Participant(s) are requested to register/update their email address with the Depository Participant(s) with whom they maintain their demat accounts.**

c. After due verification, KFinTech will forward your login credentials to your registered email address.

d. Follow the instructions at I(A) (a) to (m) to cast your vote.

II. Members can also update their mobile number and e-mail ID in the "user profile details" in their e-voting login on <https://evoting.kfintech.com> which may be used for sending further communication(s).

III. **Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date/ any Member who has forgotten the User Id and Password, may obtain/generate/ retrieve the same from KFinTech in the manner as mentioned below:**

a. If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may send SMS: **MYEPWD** <space> E-Voting Event Number+Folio No. or DP ID Client ID to **9212993399**

Example for NSDL: MYEPWD <SPACE> IN12345612345678

Example for CDSL: MYEPWD <SPACE> 1402345612345678

Example for Physical: MYEPWD <SPACE> 0000012

b. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.

c. Member may call on KFinTech's toll-free number 1800-309-4001 (from 9:00 a.m. IST to 5:00 p.m. IST)

d. Member may send an e-mail request to evoting@kfintech.com. After due verification of the request, User ID and password will be sent to the member.

e. If the member is already registered with KFinTech's e-voting platform, then he/she/ it can use his/her/its existing password for logging in.

IV. In case of any query pertaining to e-voting, members may refer to the "Help" and "FAQs" sections/ E-voting user manual available through a dropdown menu in the "Downloads" section of KFinTech's website for e-voting: <https://evoting.kfintech.com> or contact KFinTech as per the details given under sub-point no. V below.

V. **Members are requested to note the following contact details for addressing e-voting grievances:**

Mr. S.V Raju, Vice President
KFin Technologies Limited
Selenium Tower B, Plot 31-32, Gachibowli,
Financial District, Nanakramguda,
Hyderabad 500 032, India
Toll-free No.: 1800-309-4001
(from 9:00 a.m. IST to 5:00 p.m. IST)
E-mail: evoting@kfintech.com

D. INSTA POLL:

VI. INFORMATION AND INSTRUCTIONS FOR INSTA POLL:

Facility to vote through Insta Poll will be made available on the Meeting page (after you log into the Meeting) and will be activated once the Insta Poll is announced at the Meeting. An icon, "Vote", will be available at the bottom left on the Meeting Screen. Once the voting at the Meeting is announced by the Chairman, Members who have not cast their vote using remote e-voting will be able to cast their vote by clicking on this icon.



E. E-VOTING RESULT:

VII. The Scrutinizer will, after the conclusion of e-voting at the Meeting, scrutinize the votes cast at the Meeting (Insta Poll) and votes cast through remote e-voting, make a consolidated Scrutinizer's Report and submit the same to the Chairman. The result of e-voting, along with the consolidated Scrutinizer's Report, will be declared in accordance with the applicable provisions of SEBI Listing Regulations and will be placed on the website of the Company: www.hathway.com and on the website of KFinTech at: <https://evoting.kfintech.com>. The result will simultaneously be communicated to the Stock Exchanges.

VIII. **Subject to receipt of requisite number of votes, the Resolutions proposed in the Notice shall be deemed to be passed on the date of the Meeting, i.e. Tuesday, June 28, 2022.**

PROCEDURE FOR INSPECTION OF DOCUMENTS:

18. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.

All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to info@hathway.net

19. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Wednesday, June 22, 2022 through email on info@hathway.net. The same will be replied by the Company suitably.

OTHER INFORMATION

20. As mandated by the SEBI, Securities of the Company can be transferred/traded only in dematerialised form. Members holding shares in physical form are advised to avail of the facility of dematerialisation.
21. Members holding shares in physical form are advised to register nomination in respect of their shareholding in the Company. Nomination Form (SH-13) is available on the Company's website and can be accessed at link <https://www.hathway.com/assets/pdf/Annual%20Report/Nomination%20Form.pdf>
22. Members holding shares in electronic mode are:
 - a) requested to submit their PAN and bank account details to their respective Depository Participants ("DPs") with which they are maintaining their demat accounts.
 - b) advised to contact their respective DPs for registering nomination.

By Order of the Board of Directors

Ajay Singh

Head Corporate Legal, Company Secretary and
Chief Compliance Officer

FCS 5189

Mumbai, May 16, 2022

Registered Office

805/806, Windsor, 8th Floor, Off CST Road,
Kalina, Santacruz (East),

Mumbai 400 098

CIN: L64204MH1959PLC011421

Tel No. 022 40542500, Fax: 022 40542700

Mail: info@hathway.net

Website: www.hathway.com

STATEMENT PURSUANT TO REGULATION 36 (5) OF SEBI LISTING REGULATIONS

Item no. 4

M/s. Nayan Parikh & Co., Chartered Accountants (Firm Registration No.107023W) were appointed as the Statutory Auditors of the Company at the 57th Annual General Meeting ('AGM') held on September 15, 2017 for a term of 5 years. Accordingly the present term of M/s. Nayan Parikh & Co., gets completed on the conclusion of the ensuing AGM.

The Board at its meeting held on April 12, 2022, on the recommendation of the Audit Committee, approved the re-appointment of M/s. Nayan Parikh & Co. Chartered Accountants (Firm Registration No.107023W) as Statutory Auditors of the Company subject to the approval of the members of the Company to hold office from the conclusion of this 62nd AGM till the conclusion of the 67th AGM of the Company, at a remuneration of ₹ 83 Lacs (Rupees Eighty Three Lacs Only) plus applicable taxes and reimbursement of out of pocket expenses to conduct the Audit for the financial year 2022-23. The remuneration for the subsequent year(s) of their term shall be determined based on the recommendation of the Audit Committee and as mutually agreed between the Board of Directors of the Company and the Statutory Auditors.

Nayan Parikh & Co. (NPCO) is a firm of Chartered Accountants in Mumbai, India. Starting as a sole proprietary concern the Firm today has 8 partners. NPCO provides services in the fields of audit and assurance, tax and regulatory, transaction advisory and consulting keeping in mind the regulatory and commercial environment within which the Firm's clients operate. Over the years, NPCO has established excellent working relationships with statutory authorities, international firms of Chartered Accountants and Lawyers.

The Company has obtained a certificate from the auditors of the Company that they meet the criteria of independence, eligibility and qualification as prescribed in section 141 of the Act. As required under the SEBI Listing Regulations, M/s. Nayan Parikh & Co., has confirmed that they hold a valid certificate issued by the Peer Review Board of ICAI.

None of the directors and key managerial personnel or their relatives are interested financially or otherwise in the resolution as set out in item no. 4 of this notice.

The Board recommends the resolution set out at Item No. 4 of the Notice for approval by the Members by way of an Ordinary Resolution.

STATEMENT PURSUANT TO SECTION 102 (1) OF THE ACT

The following Statement sets out all material facts relating to the Special Business mentioned in the Notice:

Item No. 5

The Board of Directors has, on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. Ashok Agarwal & Co. (Firm Registration No. 000510), as Cost Auditors to conduct the audit of the cost records of the Company, for the financial year ending March 31, 2023 and also approved the remuneration of ₹ 6,00,000/- (Rupees Six Lacs only) to be paid to the Cost Auditors.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board, has to be ratified by the members of the Company.

Accordingly, ratification by the members is sought for the remuneration payable to the Cost Auditors for the financial year ending March 31, 2023 by passing an Ordinary Resolution as set out at Item No. 5 of the Notice.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for ratification by the members.

By Order of the Board of Directors

Ajay Singh

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

Mumbai, May 16, 2022

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805/806, Windsor, 8th Floor, Off CST Road,
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Website: www.hathway.com



ANNEXURE TO THE NOTICE DATED MAY 16, 2022**Details of Directors retiring by rotation and seeking re-appointment at the meeting:**

Name of Director	Mr. Akshay Raheja
Age	40
Nationality	Indian
Date of First Appointment on the Board	September 07, 2000
Qualification	B.Com, MBA from Columbia Business School, New York
Experience (including expertise in Specific Functional Area) / Brief resume	Holds Directorship in diversified industries including Real Estate, Cable TV and Retail
Terms and Conditions of Re-appointment	In terms of Section 152(6) of the Act, Director liable to retire by rotation is being re-appointed
Remuneration last drawn (FY 2021-22)	NIL However, sitting fees was paid for the Board Meetings attended by him
Remuneration proposed to be paid	NIL Sitting fees to be paid for attending the Board or any other Committee Meeting as approved by the Board.
Number of shares held in the Company as on March 31, 2022	12,14,13,000 equity shares of ₹ 2 each
Disclosure of relationships between directors inter-se/ Key Managerial Personnel	Mr. Akshay Raheja is brother of Mr. Viren Raheja, Non-Executive Director of the Company
Number of meetings of the Board attended during the financial year (2021-22)	Three
Names of listed entities in which the director holds the directorship and the membership of the Committees of the Board as on March 31, 2022	<ul style="list-style-type: none"> • Listed entities in which the director holds the directorship <ol style="list-style-type: none"> a. Hathway Cable and Datacom Limited b. EIH Associated Hotels Limited c. Prism Johnson Limited • Listed entities in which the director holds the membership of the Committees of the Board <ol style="list-style-type: none"> a. EIH Associated Hotels Limited <ul style="list-style-type: none"> • Audit Committee-Member
Listed entities from which the Director has resigned in the past three years	NIL

Name of Director	Mr. Viren Raheja
Age	38
Nationality	Indian
Date of First Appointment on the Board	March 28, 2008
Qualification	B. Com, MBA from London Business School, CFA
Experience (including expertise in Specific Functional Area) / Brief resume	Holds Directorship in diversified industries including Real Estate, Cable TV, Retail and Software Development
Terms and Conditions of Re-appointment	In terms of Section 152(6) of the Act, Director liable to retire by rotation is being re-appointed.
Remuneration last drawn (FY 2021-22)	NIL However, sitting fees was paid for the Board and Audit Committee Meetings attended by him
Remuneration proposed to be paid	NIL Sitting fees to be paid for attending the Board or any other Committee Meeting as approved by the Board.
Number of shares held in the Company as on March 31, 2022	11,95,53,000 equity shares of ₹ 2 each
Disclosure of relationships between directors inter-se// Key Managerial Personnel	Mr. Viren Raheja is brother of Mr. Akshay Raheja, Non-Executive Director of the Company
Number of meetings of the Board attended during the financial year (2021-22)	Four
Names of listed entities in which the director holds the directorship and the membership of the Committees of the Board as on March 31, 2022	<ul style="list-style-type: none"> • Listed entities in which the director holds the directorship <ol style="list-style-type: none"> a) Hathway Cable and Datacom Limited b) Sonata Software Limited • Listed entities in which the director holds the membership of the Committees of the Board <ol style="list-style-type: none"> a) Hathway Cable and Datacom Limited <ul style="list-style-type: none"> • Audit Committee-Member • Nomination and Remuneration Committee-Member • Stakeholders' Relationship Committee-Member • Investment and Loan Committee-Member • Administrative Cum Regulatory Committee-Member • Corporate Social Responsibility Committee-Chairman • Business Responsibility Committee-Member b) Sonata Software Limited <ul style="list-style-type: none"> • Nomination and Remuneration Committee-Member
Listed entities from which the Director has resigned in the past three years	NIL

Mumbai, May 16, 2022

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Website: www.hathway.com



Board's Report

Dear Members,

The Board of Directors are pleased to present the Company's 62nd Annual Report and the Company's audited financial statement for the financial year ended March 31, 2022.

1. FINANCIAL RESULTS

The Company's financial performance (Standalone and Consolidated) for the year ended March 31, 2022 is summarized below: -

(₹ in crores)

	STANDALONE		CONSOLIDATED	
	2021-22	2020-21	2021-22	2020-21
Revenue from Operations	621.94	615.56	1793.02	1731.77
Other Income	50.81	134.30	77.42	142.45
Profit/(Loss) before Tax	70.04	143.60	156.13	278.61
Less: Current Tax	-	-	0.01	0.81
Deferred Tax	22.88	32.45	25.77	24.55
Profit/(Loss) for the year	47.16	111.15	130.35	253.25
Add: Other Comprehensive Income ("OCI")	(0.09)	0.23	(1.45)	0.62
Total Comprehensive Income for the year	47.07	111.38	128.90	253.87
Add: Opening Balance in Retained Earnings and OCI (Adjusted)	(649.71)	(761.09)	(1081.98)	(1335.86)
Less: Appropriation	-	-	-	-
- General Reserve	-	-	-	-
Closing Balance of Retained Earnings and OCI	(602.63)	(649.71)	(953.30)	(1081.98)

2. TRANSFER TO RESERVES

The Board of Directors of the Company have not transferred any amount to the Reserves for the year under review.

3. RESULTS OF OPERATIONS AND STATE OF COMPANY'S AFFAIRS

During the year under review, the total revenue from operations was ₹ 621.94 crores on standalone basis and ₹ 1,793.02 crores on consolidated basis as compared to the last year's revenue of ₹ 615.56 crores on standalone basis and ₹ 1,731.77 crores on consolidated basis respectively. The post-tax profit of your Company was ₹ 47.16 crores on standalone basis and ₹ 130.35 crores on consolidated basis as compared to the last year's post-tax profit of ₹ 111.15 crores on standalone basis and ₹ 253.25 crores on consolidated basis respectively.

4. DETAILS OF MATERIAL CHANGES FROM THE END OF THE FINANCIAL YEAR TILL THE DATE OF THIS REPORT

No Material Changes have taken place from the end of the financial year till the date of this report.

5. DIVIDEND

The Board of Directors of the Company have not recommended any dividend on Equity Shares for the year under review. The Dividend Distribution Policy of the Company is put on the Company's website and can be accessed at <https://www.hathway.com/assets/pdf/Policies/Dividend%20Distribution%20Policy.pdf>.

6. BUSINESS OPERATIONS/PERFORMANCE OF THE COMPANY AND ITS MAJOR SUBSIDIARIES

The developments in business operations/performance of the Company and its major subsidiaries consolidated with the Company are as below:

A. Broadband Business

India has around 24 Mn wireline broadband subscribers as of December 31, 2021. Subscribers increasingly prefer wireline broadband as it allows online media consumption and seamless accessibility of data to multiple devices while at home. Due to the increasing trend of COVID-led work from home ("WFH"), the broadband industry

saw a huge increase in demand in many tier 2 and 3 towns as many professionals shifted base to their home towns. Online education also became a key growth driver for broadband in smaller cities.

The Company's focus on increasing Fiber to the Home ("FTTH")-led technology edge and improving subscriber experience through enhanced digitisation and automation helped in increasing the FTTH subscriber base by more than 30%. To enable subscribers to handle multiple digital engagements from office video calls to online school and OTT consumption needs, FTTH subscribers enjoying unlimited data, national average of 234 GB/month/subscriber data usage. This shows the level of engagement of subscribers with the Company network. With high-speed unlimited plans, while Company focused to provide uninterrupted service, it also started giving subscribers double band routers which allowed them to get consistent speed on multiple devices.

Company focused on re-engineering its Subscriber front-ending processes to make them technology-enabled, so as to drive operational efficiencies and strategic thrust on continuous innovation in which lies a strong ambition to empower subscribers. The key innovation Initiatives taken during the year were as below:

- First ISP Company to provide VOiceBOT, an Artificial Intelligence ("AI") and Machine Learning ("ML") applications & tools, for handling interactive Voice Services;
- Chatbot, enabling quick and hassle-free First Time Resolution ("FTR") to Subscriber queries through Web/ App/ WhatsApp interface;
- Smart IVR system at out call centres, which further strengthened FTR;
- DIY ("Do It Yourself") videos, to improve awareness and helping Subscriber in speedy resolution of their complaints.

During the year under review, the Broadband business revenue stood at ₹ 621.94 crores and the subscribers stood at 1.11 Mn (Previous Years' Broadband business revenue stood at ₹ 615.56 crores and subscribers stood at 1.07 Mn).

B. Cable Television Business:

Hathway Digital Limited ("Hathway Digital") – its wholly owned subsidiary provides Cable Television Services on Pan India basis. Implementation of New Tariff Order ("NTO") in March 2019, helped customers the freedom to watch channels of their choice with best-in-class technology.

To strengthen our systems and technical capabilities to ensure uninterrupted service to esteemed customers, several new initiatives were undertaken during the year:

- Next generation HEVC HD box and OTT hybrid box were launched during the year to give Cable Television Customers enhanced viewing experience;
- Introduced digital prepaid offering for transactional convenience of Customers;
- Online renewal facility to empower customers by giving them the freedom to renew their packages at the click of a button through MyJio App, at their own convenient time and place;
- Instant customer activation to enrich customer experience with no time lag;
- Leveraging platforms like WhatsApp for continuous customer engagement;
- New digital eCAF process including IVR-based authentication in addition to OTP process;
- Piloted initiative of providing OTT apps through already seeded new generation HD boxes, designed to give OTT access to millions of our Cable Television customers without the need to buy an additional OTT device;
- Rolled out a new product/GTM strategy to make Hathway infrastructure-ready to seize the benefit of the more conducive prevailing market. We are in the process of rolling out new plans;
- Efforts to create an extensive incremental infrastructure, with focus on southern and eastern states, enabling us to expand our market share. The Company connected more than 140 new locations with IP links and added 3,000 kms of fiber network;
- Piloted TV Plug, a revolutionary new product to provide highly reliable last-mile Cable Television connectivity from a mobile tower network.

7. CREDIT RATING

During the year, the Company had repaid its entire credit facilities and accordingly, as there was no need for credit rating, at the request of the Company, India Ratings and Research Private Limited ("Ind-Ra") – (Credit Rating Agency) has withdrawn its rating assigned to the credit facilities of the Company.

8. CONSOLIDATED FINANCIAL STATEMENT

In accordance with the provisions of the Companies Act, 2013 ("the Act") and Securities and Exchange Board of India (Listing Obligations and Disclosure



Requirements) Regulation 2015, ("SEBI(LODR)") read with Ind AS-110 (Consolidated Financial Statement), Ind AS-28 (Investments in Associates and Joint Ventures), the consolidated audited financial statement forms part of the Annual Report.

9. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

During the year under review and till the date of this report, Companies listed in **Annexure I** to this Report have become or ceased to be Subsidiaries of the Company.

A statement providing details of performance and salient features of the financial statements of Subsidiary/ Associate/ Joint Venture Companies, as per Section 129(3) of the Act is annexed herewith and marked as **Annexure II** to this report.

The audited financial statement including the consolidated financial statement of the Company and all other documents required to be attached thereto is put up on the Company's website and can be accessed at <https://www.hathway.com/About/QuarterlyFinancialResults#>.

The financial statements of the subsidiaries, as required, are put up on the Company's website and can be accessed at <https://www.hathway.com/About/Subsidiaries>.

The Company has formulated a policy for determining Material Subsidiaries and the same is put up on the Company's website and can be accessed at https://www.hathway.com/assets/pdf/Policies/Policy%20on%20material%20subsidiaries_2014-15_11.02.2015.pdf

10. SECRETARIAL STANDARDS

The Directors state that applicable Secretarial Standards i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly complied with by the Company.

11. DIRECTORS' RESPONSIBILITY STATEMENT

The Board of Directors state that:

- a) in the preparation of the annual accounts for the financial year ended March 31, 2022, the applicable accounting standards read with requirements set out under Schedule III to the Act have been followed and there were no material departures from the same;
- b) the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2022 and of the profit of the Company for the financial year ended on that date;

- c) the Directors have taken proper and sufficient care for the 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 fraud and other irregularities;
- d) the Directors have prepared the annual accounts on a 'going concern' basis;
- e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

12. CORPORATE GOVERNANCE

The Company is committed to maintain the highest standards of Corporate Governance and adhere to the Corporate Governance requirements set out by the Securities and Exchange Board of India ("SEBI").

The detailed Corporate Governance Report of the Company in pursuance of the SEBI ("LODR") forms part of the Annual Report of the Company. The requisite Certificate from a Practicing Company Secretary confirming compliance with the conditions of Corporate Governance as stipulated under the SEBI ("LODR") is enclosed to the Corporate Governance Report.

13. CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in its ordinary course of business and on an arm's length basis.

During the year, the Company had not entered into any contract/ arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions or which is required to be reported in Form No. AOC-2 in terms of Section 134(3)(h) read with Section 188 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

There were no materially significant related party transactions which could have potential conflict with interest of the Company at large.

The Policy on Materiality of Related Party Transactions and dealing with Related Party Transactions as approved by the Board is put up on the Company's website and can be accessed at https://www.hathway.com/assets/pdf/Policies/Related%20Party%20Transactions%20Policy_16.01.2020.pdf

Members may refer Note 4.13 to the Standalone Financial Statement which sets out related party disclosures pursuant to Ind AS.

14. CORPORATE SOCIAL RESPONSIBILITY

The Corporate Social Responsibility ("CSR") Committee's prime responsibility is to assist the Board in discharging its social responsibilities by way of formulating and monitoring implementation of the objectives set out in the 'Corporate Social Responsibility Policy' ("CSR Policy"). The CSR Policy of the Company, inter alia, covers CSR vision and objective and also provides for governance, implementation, monitoring and reporting framework.

The CSR Policy is put up on the Company's website and can be accessed at <https://www.hathway.com/assets/pdf/Policies/CSR%20Policy.pdf>.

In terms of the CSR Policy, the focus areas of engagement shall be eradicating hunger, poverty, preventative health care, education, rural areas development, gender equality, empowerment of women, environmental sustainability and protection of national heritage, art and culture and other need based initiatives.

During the year under review, the Company has spent ₹ 1,66,00,000 i.e. 2% of the average net profit of last three financial years on CSR activities.

The Annual Report on CSR activities as stipulated under the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed herewith and marked as **Annexure III** to this Report.

15. RISK MANAGEMENT

The Board of Directors of the Company have designed Risk Management Policy and framework to avoid events, situations or circumstances which may lead to negative impact on the Company's businesses as a whole and have defined a structured approach to manage uncertainty and outcomes. Key business risks and their mitigation are considered as a part of the annual/strategic business plans and is reviewed by the Risk Management Committee on frequent basis.

The Company shall continue to have periodic review mechanism for monitoring of risk events and functional activities basis residual risk rating.

Further details on Risk Management activities are covered in Management Discussion and Analysis section as well as in Corporate Governance Report, which forms part of the Annual Report.

16. INTERNAL FINANCIAL CONTROLS

The Company's internal as well as operational controls are commensurate with its size and the nature of its operations. The Company has put in place a defined risk management framework to identify, assess, monitor and mitigate risks at Enterprise level. Organisation adopts a systematic approach to mitigate risks associated with accomplishment of objectives, operations, performance and regulations. The Company believes that such steps would help to achieve stated objectives of the organisations.

The Audit Committee quarterly reviews adequacy and effectiveness of Company's Internal Controls and monitors the implementation of audit recommendations, if any.

17. DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the provisions of the Act and the Articles of Association of the Company, Mr. Akshay Raheja (DIN: 00288397) and Mr. Viren Raheja (DIN: 00037592), Directors of the Company, retire by rotation at the ensuing Annual General Meeting and being eligible have offered themselves for re-appointment. The Board of Directors on the recommendation of the Nomination and Remuneration Committee ("NRC") have recommended their re-appointment.

Mr. Rajan Gupta (DIN: 07603128) whose tenure as Managing Director, expired on November 24, 2021, was re-appointed for a further period of 3 (three) years commencing from November 25, 2021 till November 24, 2024.

Save and except aforementioned, there were no other changes in the Board of Directors and Key Managerial Personnel of the Company.

The Company has received declarations from all Independent Directors of the Company confirming that they meet the criteria of independence prescribed under the Act and SEBI ("LODR").

18. PERFORMANCE EVALUATION

During the year under review, NRC specified the manner for effective evaluation of performance of the Board, its committees and individual directors in accordance with the provisions of Section 178 of the Act and performance evaluation was carried out in accordance therewith.



The Board evaluated its own performance and performance of individual Directors. Each Committee self-evaluated its own performance and submitted its report of self-evaluation to the NRC. The NRC further evaluated based on self-evaluation reports submitted by various Committees and submitted its consolidated report on Committees evaluation to Board of Directors.

19. AUDITORS AND AUDITORS' REPORT

Statutory Auditors

M/s. Nayan Parikh & Co. Chartered Accountants (Firm Registration No.107023W) were appointed as Statutory Auditors of the Company for a term of 5 (five) consecutive years, at the Annual General Meeting held on September 15, 2017 and accordingly their first tenure shall end at the conclusion of the Sixty Second Annual General Meeting. The Board of Directors propose to re-appoint M/s. Nayan Parikh & Co. Chartered Accountants as Statutory Auditors of the Company for second term of 5 consecutive years beginning from the conclusion of the Sixty Second Annual General Meeting till the conclusion of Sixty Seventh Annual General Meeting. They have confirmed their eligibility and qualifications required under the Act for holding office as Statutory Auditors of the Company.

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

Secretarial Auditors

The Board of Directors of the Company had appointed M/s. Rathi & Associates to conduct Secretarial Audit for the financial year 2021-22. The Secretarial Audit Report for the financial year ended March 31, 2022 is annexed herewith and marked as **Annexure IV** to this Report.

The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

Cost Auditors

The Board of Directors of the Company had appointed M/s. Ashok Agarwal & Co., Cost Accountants, as Cost Auditors of the Company for conducting the audit of the cost records relating to Broadband Operations of the Company for the financial year 2021-22 under Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014.

In accordance with the provisions of Section 148(1) of the Act, read with the Companies (Cost Records and Audit) Rules, 2014, the Company has maintained cost accounts and records.

20. DISCLOSURES

Meetings of the Board

During the financial year ended March 31, 2022, 4 (four) Board Meetings were held. Further, details of the meetings of the Board and its Committees are given in the Corporate Governance Report, which forms part of the Annual Report.

Audit Committee

The Audit Committee of the Company comprises Mr. Shridhar Gorthi (Chairman), Mr. Sasha Mirchandani, Mr. Viren Raheja and Ms. Ameeta Parpia as Members. During the year, all the recommendations made by the Audit Committee were accepted by the Board.

Corporate Social Responsibility ("CSR") Committee

The CSR Committee comprises Mr. Viren Raheja (Chairman), Mr. Shridhar Gorthi and Mr. Rajan Gupta as Members.

Nomination and Remuneration Committee ("NRC")

During the financial year, Mr. Akshay Raheja resigned as a member from NRC and accordingly the NRC comprises Mr. Sasha Mirchandani (Chairman), Mr. Sridhar Gorthi and Mr. Viren Raheja as Members.

During the year under review, the Board has approved and adopted Policies namely Policy for Selection of Directors and Determining Directors' Independence, Remuneration Policy for Directors, Key Managerial Personnel and Senior Management and Policy on Board Diversity, in place of existing Nomination and Remuneration Policy, which are put up on the Company's website and can be accessed at: <https://www.hathway.com/assets/pdf/Policies/Policy%20for%20Selection%20of%20Directors.pdf>

<https://www.hathway.com/assets/pdf/Policies/Remuneration%20Policy%20for%20Directors.pdf>

<https://www.hathway.com/assets/pdf/Policies/Policy%20on%20Board%20Diversity.pdf>

The aforesaid Policies set out the guiding principles for the NRC for identifying persons who are qualified to become Directors and to determine the independence of Directors, in case of their appointment as independent directors of the Company; recommending to the Board the remuneration of the directors, Key Managerial Personnel and Senior Management of the Company and the approach to diversity of the Board of the Company.

Stakeholders Relationship Committee ("SRC")

The SRC comprises Ms. Ameeta Parpia (Chairperson), Mr. Viren Raheja and Mr. Rajan Gupta as Members.

Risk Management Committee ("RMC")

The RMC comprises Ms. Ameeta Parpia (Chairperson), Mr. Rajan Gupta and Mr. Ajay Singh as Members.

Business Responsibility Committee ("BRC")

The BRC comprises Mr. Rajan Gupta (Chairman) and Mr. Viren Raheja as Member.

As required under Regulation 34(2)(f) of SEBI ("LODR"), your Company has published the Business Responsibility Report on its website which can be accessed at https://www.hathway.com/assets/pdf/Annual Report/Business Responsibility Report_2021-22.pdf.

The details of the dates of the meetings, attendance and terms of reference of the Committees are disclosed in the Corporate Governance Report, which forms part of the Annual Report.

21. VIGIL MECHANISM

The Company promotes ethical behaviour in all its business activities. Towards this, the Company has adopted a Policy on Vigil Mechanism and Whistle Blower Policy. Protected disclosures can be made by a whistle blower through an e-mail or a letter to the Compliance Officer or to the Chairman of the Audit Committee. The Audit Committee also reviews compliants/issues (if any) raised through Vigil Mechanism or by any Whistle blower on a quarterly basis.

During the year under review, the Board has updated the Vigil Mechanism and Whistle Blower Policy which is put up on the Company's website and can be accessed at: <https://www.hathway.com/assets/pdf/Policies/Vigil%20Mechanism%20and%20Whistle-Blower%20Policy.pdf>.

During the year under review, the Company has received one complaint which was duly investigated and addressed by the Audit Committee.

22. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED

The Company, being a Company providing Infrastructural facilities, is exempted from the provisions of Section 186 of the Act relating to loan and guarantee given, and security provided by the Company.

During the year under review, the Company acquired remaining stake of 3.64% i.e. 5,488 equity shares @ ₹ 10 per Share aggregating to ₹ 54,880/- from the Joint Venture partner in its Subsidiary Company - Hathway Kokan Crystal Cable Network Limited. Post this acquisition, Hathway Kokan Crystal Cable Network Limited has become wholly owned subsidiary of the Company.

The Company has made further investment of ₹ 2,58,40,000/- through Rights issue in Hathway Sonali Om Crystal Cable Private Limited, Subsidiary Company.

23. PREVENTION OF SEXUAL HARASSMENT AT WORK PLACE

In accordance with the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ("POSH Act") and Rules made thereunder, the Company has formed Internal Complaint Committee for various work places to address complaints pertaining to sexual harassment in accordance with the POSH Act. The Company has a policy for prevention of Sexual Harassment, which ensures a free and fair enquiry process with clear timelines for resolution. There were no cases/complaints filed during the year under POSH Act.

24. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under the Act, is annexed herewith and marked as **Annexure V** to this Report.

25. ANNUAL RETURN

As required under Section 134(3)(a) of the Act, the Annual Return is put on the Company's website and can be accessed at https://www.hathway.com/assets/pdf/Annual%20Report/Annual%20Return%20AGM_2022.pdf.

26. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names of the top ten employees in terms of remuneration drawn and names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules forms part of this Report.

Disclosures relating to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 also forms part of this Report.

Having regard to the provisions of the second proviso to Section 136(1) of the Act and as advised, the Annual Report excluding the aforesaid information is being sent to the members of the Company. Any member interested in obtaining such information may write to the Company on email id info@hathway.net.



27. GENERAL

The Board of Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions or applicability pertaining to these matters during the year under review:

- i) Details relating to deposits covered under Chapter V of the Act.
- ii) Issue of equity shares with differential rights as to dividend, voting or otherwise.
- iii) Issue of shares (including sweat equity shares and Employees' Stock Options Schemes) to employees of the Company under any scheme.
- iv) Significant or material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
- v) Fraud reported by the Auditors to the Audit Committee or the Board of Directors of the Company.
- vi) Scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
- vii) Payment of remuneration or commission from any of its holding or subsidiary companies to the Managing Director of the Company.

- viii) Change in the nature of business of the Company.
- ix) Instances of transferring the funds to the Investor Education and Protection Fund.
- x) Issue of debentures/bonds/warrants/any other convertible securities.
- xi) Details of any application filed for Corporate Insolvency under Corporate Insolvency Resolution Process under the Insolvency and Bankruptcy Code, 2016.
- xii) Instance of one-time settlement with any Bank or Financial Institution.
- xiii) Statement of deviation or variation in connection with preferential issue.

28. ACKNOWLEDGEMENT

The Board of Directors would like to express their sincere appreciation for the assistance and co-operation received from the Financial Institutions, Banks, Government Authorities, Customers, Vendors and Members during the year under review. The Board of Directors also wish to place on record their deep sense of appreciation for the committed services by the Company's Executives, Staff and Employees.

For and on behalf of the Board

Rajan Gupta

Managing Director
DIN 07603128

Saurabh Sancheti

Non-Executive Director
DIN 08349457

Place: Mumbai

Date: April 12, 2022

Registered Office

805/806, Windsor, 8th Floor, Off CST Road,
Kalina, Santacruz (East),
Mumbai 400 098

CIN: L64204MH1959PLC011421

Tel No. 022 40542500, Fax: 022 40542700

Mail: info@hathway.net

Website: www.hathway.com

Annexures to the Directors Report

Annexure I	Details of Statement of Companies that have become or ceased to be Subsidiaries of the Company
Annexure II	Details of performance and salient features of the financial statements of Subsidiary/ Associate/ Joint Venture Companies
Annexure III	Annual Report on CSR Activities
Annexure IV	Secretarial Audit Report
Annexure V	Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo



Corporate Overview



Statutory Reports



Financial Statements

Annexure- I

The details of Companies, which have become or ceased to be Subsidiaries of the Company, as per the provisions of the Act, during the financial year 2021-22 are as below:

Sr. No.	Particulars	Details
I.	Company which became wholly owned subsidiary during the Financial year 2021-22	Hathway Kokan Crystal Cable Network Limited
II.	Companies which ceased to be Subsidiary during the Financial year 2021-22	<ol style="list-style-type: none"> 1. Hathway CBN Multinet Private Limited 2. Hathway CCN Multinet Private Limited 3. CCN Entertainment (India) Private Limited (Formerly Hathway CCN Entertainment (India) Private Limited) 4. Hathway Krishna Cable Limited* 5. Hathway Mysore Cable Network Limited* 6. Hathway Software Developers Limited* 7. UTN Cable Communications Limited* 8. Hathway New Concept Cable & Datacom Limited* 9. Hathway CNet Limited* 10. Hathway Gwalior Cable & Datacom Limited* 11. Ideal Cables Limited* 12. Bee Network and Communication Limited* 13. Binary Technology Transfers Limited* 14. Hathway Broadband Limited* 15. Hathway Enjoy Cable Network Limited* 16. Hathway Internet Satellite Limited* 17. Hathway JMD Farukhabad Cable Network Limited* 18. Hathway Media Vision Limited* 19. Hathway Space Vision Cabletel Limited* 20. Hathway United Cables Limited* 21. ITV Interactive Media Limited* 22. Liberty Media Vision Limited* 23. Vision India Network Limited* 24. Win Cable and Datacom Limited* 25. Hathway Digital Saharanpur Cable & Datacom Limited*

*Pursuant to the order of Regional Director, Western Region, dated December 03, 2021, these Companies got merged with and into Hathway Digital Limited, Wholly Owned Subsidiary of the Company, with effect from the closing hours of December 31, 2021.

For and on behalf of the Board

Rajan Gupta
Managing Director
DIN 07603128

Saurabh Sancheti
Non-Executive Director
DIN 08349457

Place: Mumbai
Date: April 12, 2022

Registered Office

805/806, Windsor, 8th Floor, Off CST Road,
Kalina, Santacruz (East),
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CIN: L64204MH1959PLC011421
Tel No. 022 40542500, Fax: 022 40542700
Mail: info@hathway.net
Website: www.hathway.com

Annexure- II

AOC - I

Part - A

**STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENTS OF SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES,
PURSUANT TO SECTION 129 (3) OF THE ACT, READ WITH RULE 5 OF THE COMPANIES (ACCOUNTS) RULES, 2014**

Reporting period : April 01, 2021 to March 31, 2022 and Reporting Currency in INR
(₹ In crores unless Otherwise Stated)

Sr. No.	Name of the Subsidiary	Note	Date of Acquisition	Equity Share Capital	Other Equity ⁵	Total Assets	Total Liabilities	Total Investments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed Dividend	% of Shareholding
1	Channels India Network Private Limited		20/04/1995	0.09	(1.41)	0.02	1.34	-	-	-	-	-	NA	95.63%
2	Hathway Channel 5 Cable & Datacom Private Limited		07/04/1998	0.49	(0.16)	4.15	3.83	-	0.007	(0.00)7	-	(0.00)7	NA	51.00%
3	Chennai Cable Vision Network Private Limited		30/09/1999	0.18	(2.18)	0.00	2.00	-	-	-	-	-	NA	75.99%
4	Hathway Nashik Cable Network Private Limited		17/06/2000	0.05	(10.45)	0.00	10.40	-	-	(0.00)7	-	(0.00)7	NA	90.06%
5	Hathway Prime Cable & Datacom Private Limited		03/02/2006	0.45	(0.52)	0.23	0.31	-	0.007	-	-	-	NA	51.00%
6	Hathway Kokan Crystal Cable Network Limited		01/11/2011	0.15	(3.01)	3.21	6.07	-	3.17	(1.18)	-	(1.18)	NA	100.00%
7	Hathway Latur MCN Cable & Datacom Private Limited		15/01/2008	0.10	0.83	2.11	1.17	-	6.44	0.69	0.19	0.50	NA	51.00%
8	Hathway MCN Private Limited		01/06/2007	1.89	7.26	11.08	1.93	0.41	21.31	(0.30)	0.04	(0.33)	NA	51.00%
9	Hathway Sonali OM Crystal Cable Private Limited		01/06/2008	3.90	(1.39)	2.64	0.13	-	13.72	13.07	2.72	10.35	NA	68.00%
10	Hathway ICE Television Private Limited		15/10/2007	0.20	(0.82)	1.04	1.65	-	-	(0.01)	-	(0.01)	NA	51.00%
11	Hathway Digital Limited		31/12/2007	355.73	1,259.69	1,911.95	296.54	201.43	1,202.82	24.63	3.00	21.63	NA	100.00%
12	Hathway Sai Star Cable & Datacom Private Limited		01/09/2008	0.16	29.26	41.01	11.59	-	39.17	(2.67)	-	(2.67)	NA	51.00%
13	Hathway Cable MCN Nanded Private Limited	1	17/06/2008	3.36	(1.77)	2.88	1.29	-	8.79	0.08	0.06	0.03	NA	45.05%
14	Hathway Mantra Cable & Datacom Limited		30/08/2008	0.01	(16.89)	8.33	25.21	-	11.84	0.77	-	0.77	NA	100.00%
15	Hathway Dattatray Cable Network Private Limited		13/05/2009	0.04	0.10	4.50	4.36	-	15.26	2.04	0.48	1.56	NA	51.00%
16	Hathway Bhaskar CCN Multi Entertainment Private Limited	2	29/09/2011	0.01	(0.06)	0.59	0.64	-	0.01	(0.00)	-	(0.00)	NA	70.00%
17	Hathway Bhawani NDS Network Limited	3	13/10/2010	1.55	(0.99)	0.62	0.06	0.01	0.96	(0.05)	0.07	(0.12)	NA	26.32%
18	Elite Cable Network Private Limited		07/04/1998	0.06	(0.08)	-	0.02	-	-	-	-	-	NA	80.00%
19	Hathway Bhawani Cabletel & Datacom Limited	4	31/08/2009	8.10	(6.49)	3.10	1.49	0.29	3.89	0.94	0.14	0.80	NA	51.60%

Notes

- Held through its subsidiary Hathway MCN Private Limited and has control over the composition of the Board of Directors.
- Held through wholly owned subsidiary Hathway Digital Limited
- Held through subsidiary Hathway Bhawani Cabletel & Datacom Limited
- Partly held directly by Hathway Cable and Datacom Limited and partly through its subsidiary Hathway Digital Limited
- Other Equity includes Reserves and Surplus
- Names of subsidiaries which are yet to commence operation
NIL
- Amount less than ₹ 50,000/-

AOC - I

PART - B:

Statement Pursuant To section 129(3) of the Act, Relating to Associate Companies and Joint Ventures

(₹ In crores unless Otherwise Stated)

Sr. No.	Name of Associates/Joint Ventures	GTPL Hathway Limited	Pan Cable Services Private Limited*	Hathway VCN Cablenet Private Limited	Hathway SS Cable & Datacom LLP
1	Latest Audited Balance Sheet	March 31, 2022	March 31, 2022	March 31, 2022	March 31, 2022
2	Date of Acquisition	October 12, 2007	May 10, 1995	March 18, 2009	September 30, 2012
3	Shares of Associate/Joint Ventures held by the Company on the year end				
	No.	41,972,694	10	12,520	-
	Amount of Investment in Associates/Joint Venture	168.75	0.00 ⁴	0.10	0.00 ⁴
	Extent of Holding %	37.32%	33.33%	25.03%	51.00%
4	Description of how there is significant influence	By virtue of holding more than 20% of the total share capital of the Company.	The Holding Company by virtue of the Shareholders Agreement signed with JV Partners, has power to participate in the Operations and Financial activities of the Company	By virtue of control over composition of Board of Directors of the Company	By virtue of joint arrangement whereby the Company has joint control and has the rights to the net assets of the arrangement.
5	Reason why the Associate/Joint Venture is not Consolidated	NA	NA	NA	NA
6	Networth attributable to Shareholding as per latest audited Balance sheet	315.57	-0.21	-1.74	-0.72
7	Profit/Loss for the year				
	(i) Considered in Consolidation	74.86	0.00 ⁴	0.00 ⁴	-0.06
	(ii) Not Considered in Consolidation	NA	NA	NA	NA

Notes:

- The investment in equity shares of Hathway Patiala Cable Private Limited was being classified as investment in Joint Venture. However, as the Management no longer intended to exercise its influence in operations of Hathway Patiala Cable Private Limited, such equity interest in Hathway Patiala Cable Private Limited was reclassified and measured as financial assets in terms of Ind AS 109 since financial year 2017-18
- Names of associates or joint ventures which are yet to commence operations
- NIL
- Names of associates or joint ventures which have been liquidated or sold during the year
- NIL
- Amount less than ₹ 50,000/-

* Dormant Company

For and on behalf of the Board

Rajan Gupta
Managing Director
DIN 07603128

Saurabh Sancheti
Non-Executive Director
DIN 08349457

Place: Mumbai
Date: April 12, 2022

Registered Office

805/806, Windsor, 8th Floor, Off CST Road,
Kalina, Santacruz (East),
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CIN: L64204MH1959PLC011421
Tel No. 022 40542500, Fax: 022 40542700
Mail: info@hathway.net
Website: www.hathway.com

Annexure- III

**ANNUAL REPORT ON CSR ACTIVITIES
FOR THE FINANCIAL YEAR 2021-22**

1. Brief outline of the Company's CSR Policy

Refer to the Section on Corporate Social Responsibility in the Board's report.

2. Composition of the CSR Committee

Sl. No.	Name of the Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Viren Raheja	Chairman, Non-Executive Director	2	2
2.	Mr. Rajan Gupta	Member, Managing Director	2	2
3.	Mr. Sridhar Gorthi	Member, Independent Director	2	2

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company

Composition of CSR Committee	https://www.hathway.com/assets/pdf/Compliance%20Report/2021-2022/Directory/Composition%20of%20the%20Committees%20of%20Board%20of%20Directors_20.10.2021.pdf
CSR Policy	https://www.hathway.com/assets/pdf/Policies/CSR%20Policy.pdf
CSR projects approved by the Board	https://www.hathway.com/assets/pdf/Compliance%20Report/2021-2022/Directory/CSR%20approved%20Project%20for%20FY%202021-22.pdf

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of Rule 8(3) of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report): **Not Applicable for the financial year under review**

5. Details of the amount available for set off in pursuance of Rule 7(3) of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any: **Not Applicable for the financial year under review**

Sl. no.	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set-off for the financial year, if any (in ₹)

6. Average net profit of the Company for last three financial years : ₹ 83.00 crores

7. a) Prescribed CSR Expenditure: ₹ 1.66 crores

(two percent of average net profit of the Company as per Section 135(5) of the Act)

b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: NIL

c) Amount required to be set off for the financial year, if any: NIL

d) Total CSR obligation for the financial year (7a+7b-7c): ₹ **1.66 crores**



8. a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount.	Date of transfer
1,66,00,000	NIL		NIL		

- b) Details of CSR amount spent against ongoing projects for the financial year: **Not Applicable for the financial year under review**

- c) Details of CSR amount spent against other than ongoing projects for the financial year:

Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount spent for the project (in ₹)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration number
Health									
1.	Covid-19-Mission Covid Suraksha	Clause (i) Promoting health care including preventive health care	Yes	Maharashtra	Mumbai	1,66,00,000	No	Reliance Foundation	CSR00000623
TOTAL						1,66,00,000			

- d) Amount spent in Administrative Overheads: NIL
- e) Amount spent on Impact Assessment, if applicable: Not Applicable
- f) Total amount spent for the Financial Year (8b+8c+8d+8e): ₹ **1,66,00,000**
- g) Excess amount for set off, if any: NIL

Sl. No.	Particular	Amount (in ₹)
i)	Two percent of average net profit of the company as per section 135(5)	
ii)	Total amount spent for the Financial Year	
iii)	Excess amount spent for the financial year [(ii)-(i)]	
iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	
v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	

9. a) Details of Unspent CSR amount for the preceding three financial years: Not Applicable

Sl. no.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135(6) (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
Not Applicable							

- b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): Not Applicable

Sl. no.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year (in ₹)	Status of the project - Completed /Ongoing
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Not Applicable

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: Not applicable
11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5) of the Act: Not Applicable

For and on behalf of the Board

Rajan Gupta
Managing Director
DIN 07603128

Viren Raheja
Chairman of the CSR Committee
(Non-Executive Director)
DIN 00037592

Place: Mumbai

Date: April 12, 2022

Registered Office

805/806, Windsor, 8th Floor, Off CST Road,
Kalina, Santacruz (East),

Mumbai 400 098

CIN: L64204MH1959PLC011421

Tel No. 022 40542500, Fax: 022 40542700

Mail: info@hathway.net

Website: www.hathway.com



Annexure- IV**SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022**

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule no. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members

HATHWAY CABLE AND DATACOM LIMITED

805/806, Windsor, 8th Floor, Off CST Road,

Kalina, Santacruz (East),

Mumbai 400 098

Dear Sirs,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practices by **Hathway Cable and Datacom Limited** (hereinafter called "**the Company**"). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

We have conducted online verification & examination of records, as facilitated by the Company, due to Covid-19 and subsequent lockdown situation for purpose of issuing this report and based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2022, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **Hathway Cable and Datacom Limited** (hereinafter called "**the Company**"), for the financial year ended on March 31, 2022, according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment.
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") to the extent applicable: -
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and
 - c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations").
- vi. Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") were not applicable to the Company under the Financial Year under report: -
 - a) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - b) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
 - c) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
 - d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client;
 - e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - f) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; and
- vii. Provisions of the Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of External Commercial Borrowings were not attracted to the Company under the financial year under report.

We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws specifically applicable to the Company:

- a) Indian Wireless Telegraphy Act, 1933;
- b) Telecom Regulatory Authority of India Act, 1997;
- c) Indecent Representation of Women (Prohibition) Act, 1986; and
- d) Information Technology Act, 2000.

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India under the provisions of the Companies Act, 2013 and during the financial year under report, the Company has:

- generally complied with the provisions of the Secretarial Standards referred to above;
- complied with the provisions of the other applicable Acts, Rules, Regulations, Guidelines etc. mentioned above

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors and Independent Directors including one-woman director in compliance with the provisions of the Companies Act, 2013. The changes in the composition of the Board of Directors took place during the period under report were carried out in compliance with the provisions of the Act.

Adequate Notice was given to all Directors to schedule the Board meetings and the agenda and detailed notes on agenda were sent atleast seven days in advance. Further, a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings, the decisions of the Board were taken unanimously.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that following event(s)/action(s) had a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to hereinabove:

1. The Company on November 30, 2021 completed acquisition of balance stake (3.64%) in Hathway Kokan Crystal Cable Network Limited. Thus, Hathway Kokan Crystal Cable Network Limited became a wholly owned subsidiary of the Company.
2. Hathway Sonali Om Crystal Cable Private Limited, subsidiary company made an offer of 25,84,000 (Twenty-Five Lakh Eighty-Four Thousand) Equity Shares of ₹ 10/- (Rupees Ten only) each for cash at par aggregating to ₹ 2,58,40,000 (Rupees Two Crore Fifty-Eight Lakhs and Forty Thousand only) on Rights basis through Letter of Offer dated February 18, 2022, to the Company which was accepted in full by the Company vide the resolution of the Investment and Loan Committee of Board of Directors passed at the meeting held on March 11, 2022. Accordingly, the Company subscribed to 25,84,000 Equity Shares of ₹ 10/- each aggregating to ₹ 2,58,40,000.

For RATHI & ASSOCIATES
COMPANY SECRETARIES

HIMANSHU S. KAMDAR

PARTNER

FCS: 5171

COP: 3030

Place: Mumbai

Date: April 12, 2022

UDIN: F005171D000088751

Note: This report should be read with our letter of even date which is attached as Annexure and forms an integral part of this report.



Annexure to the Secretarial Audit Report

To
The Board of Directors of
HATHWAY CABLE AND DATACOM LIMITED
805/806, Windsor, 8th Floor, Off CST Road,
Kalina, Santacruz (East),
Mumbai 400 098

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices that we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For RATHI & ASSOCIATES
COMPANY SECRETARIES

HIMANSHU S. KAMDAR
PARTNER
FCS: 5171
COP: 3030

Place: Mumbai
Date: April 12, 2022
UDIN: F005171D000088751

Annexure- V**ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO****A. Conservation of Energy****i) Steps taken for conservation of energy:**

During the year under review, the Company was not engaged in any manufacturing or processing activity. Considering the nature of the Company's business, there is no reporting to be made on conservation of energy in its operations.

Notwithstanding this, the Company recognises the importance of energy conservation in decreasing the adverse effects of global warming and climate change. The Company carries on its activities in an environmental friendly and energy efficient manner.

ii) Steps taken by the Company for utilizing alternate sources of energy:

Nil

iii) The capital investment on energy conservation equipment:

Nil

B. Technology Absorption**i) Major efforts made towards technology absorption:**

The Company has not entered into any technology agreement or collaborations.

ii) The benefits derived like product improvement, cost reduction, product development or import substitution:

None

iii) Information regarding imported technology (Imported during last three years):

The Company has not imported any technology during the last three years.

iv) Expenditure incurred on research and development:

None

C. Foreign Exchange Earnings and Outgo:

Foreign Exchange earned in terms of actual inflows (Previous Year ₹ NIL)	-	NIL
Foreign Exchange outgo in terms of actual outflows - (Previous Year ₹ 66.12 crore)	-	₹ 74.73 crore

For and on behalf of the Board

Rajan Gupta
Managing Director
DIN 07603128

Saurabh Sancheti
Non-Executive Director
DIN 08349457

Place: Mumbai

Date: April 12, 2022

Registered Office

805/806, Windsor, 8th Floor, Off CST Road,
Kalina, Santacruz (East),
Mumbai 400 098
CIN: L64204MH1959PLC011421
Tel No. 022 40542500, Fax: 022 40542700
Mail: info@hathway.net
Website: www.hathway.com



Corporate Overview



Statutory Reports



Financial Statements

Management Discussion & Analysis

GLOBAL ECONOMY OVERVIEW:

Economy in many countries rebounded in 2021 after a sharp decline in 2020. Advanced economies and many middle-income countries reached substantial vaccination rates. International trade picked up, and high commodity prices are benefiting many developing countries. Global growth is expected to moderate from 6.1 in 2021 to 3.6% in 2022 and 2023.

Source:

<https://www.imf.org/en/Publications/WEO/Issues/2022/04/19/world-economic-outlook-april-2022>

Although, rising energy prices and supply interruptions have resulted in higher and more widespread inflation than expected. Elevated inflation is projected to last longer than prediction, although assuming inflation expectations remain well-anchored, inflation should steadily decline in 2022 as supply-demand imbalances fade and major economies respond with monetary policy.

The emergence of new COVID-19 variants could prolong the pandemic and induce renewed economic disruptions. Moreover, supply chain disruptions, energy price volatility, and localized wage pressures mean uncertainty around inflation. As advanced economies lift policy rates, risks to financial stability in emerging market capital flows, currencies and fiscal positions may arise.

Source:

<https://www.imf.org/external/error.htm?URL=https://www.imf.org/en/Publications/WEO/Issues/2022/01/25/world-economic-outlook-updatejanuary2022#:~:text=Global%20growth%20is%20expected%20to.in%20the%20two%20largest%20economies>

INDIAN ECONOMY OVERVIEW:

India has emerged as the world's fastest-growing major economy, and it is predicted to be one of the top economic powers in the next decade, owing to its robust democracy and strong partnerships. According to Advance estimates, the Indian economy would expand by 9.2 percent in 2021-22 after declining in 2020-21. This indicates that overall economic activity has surpassed pre-pandemic levels.

With economic momentum resuming, and the long-term advantages of supply-side reforms in the works, the Indian economy is poised to grow at considerable pace. According to IMF's World Economic Outlook (October 2021 edition), India's nominal GDP, measured in nominal USD market exchange rate is estimated at USD 3,515 Bn in 2023 (FY 2023-24), accounting for 3.3% of global GDP and making it the sixth largest economy in the world. When measured in purchasing power parity (PPP) terms, India is estimated to be the third largest economy at PPP USD 12,387 Bn in 2023.

FY 2022-23 is expected to be the first normal year after the onslaught of COVID-19 which virtually eliminated meaningful increase in economic output during the two-year period up to FY21. India's per capita nominal GDP is estimated to grow by 16% in FY 2021-22 to INR 16,95,743 (USD 2,282.34) after suffering a contraction of 2.4% in FY21.

Source

<https://www.indiabudget.gov.in/economicsurvey/doc/echapter.pdf>

INDIAN M&E SECTOR OVERVIEW:

The M&E sector rebounded with a 16% growth in 2021 to reach INR 1.6 trillion, just 11% short of its 2019 pre-pandemic numbers. Except for cinema advertising, all segments of the M&E sector grew in 2021, though experiential segments – like events and films – are yet to get back to normal levels. What's more, the sector should reach and exceed its pre-pandemic levels in 2022 itself. Beginning in 2021-22, India is predicted to reclaim its status as a global growth leader.

While television remained the largest segment, digital media cemented its position as a strong 2nd largest segment followed by a resurgent print. M&E sector is expected to grow 17% in 2022 to reach INR 1.89 trillion (USD 25.2 Bn) and recover its 2019 levels, then grow at a CAGR of 11% to reach INR 2.32 trillion (USD 30.9 Bn) by 2024. Higher growth envisaged in India's per capita income in nominal terms is expected to support consumption growth including that in the media and entertainment sector.

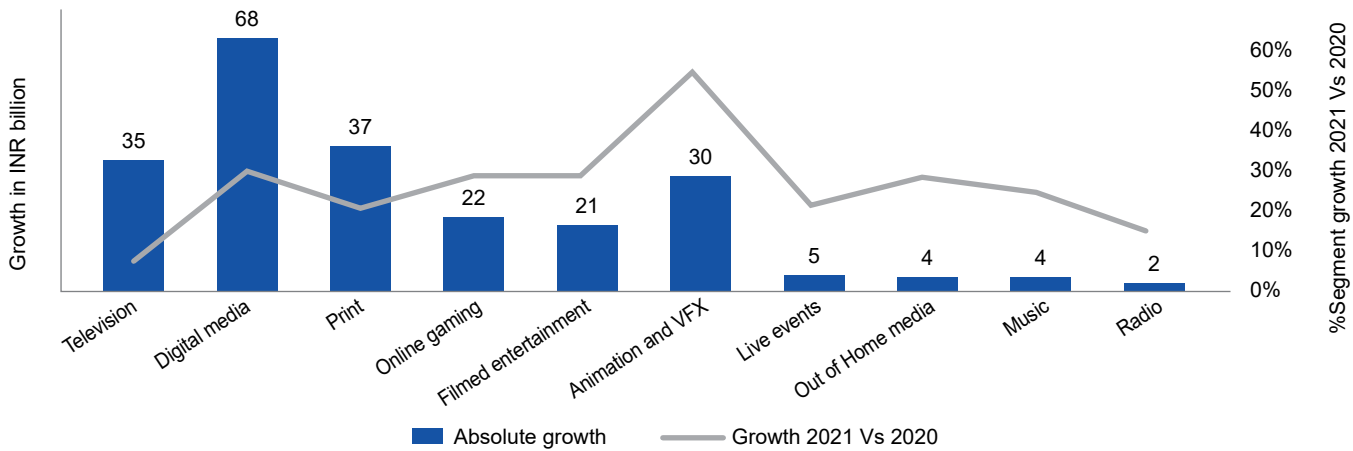
INDIAN M&E SECTOR GREW 16.4% IN 2021 TO REACH INR 1.61 TRILLION

	2019	2020	2021	2022E	2024E	CAGR 2021-24
Television	787	685	720	759	826	5%
Digital media	221	235	303	385	537	21%
Print	296	190	227	241	251	3%
Online gaming	65	79	101	120	153	15%
Filmed entertainment	191	72	93	150	212	32%
Animation and VFX	95	53	83	120	180	29%
Live events	83	27	32	49	74	32%
Out of Home media	39	16	20	26	38	25%
Music	15	15	19	21	28	15%
Radio	31	14	16	18	21	9%
Total	1,822	1,386	1,614	1,889	2,320	13%

All figures are gross of taxes (INR in billion) for calendar years | EY estimates

Television Sector 3rd Largest contribution in Segment Growth 2021:

Segment growth 2021 Vs 2020

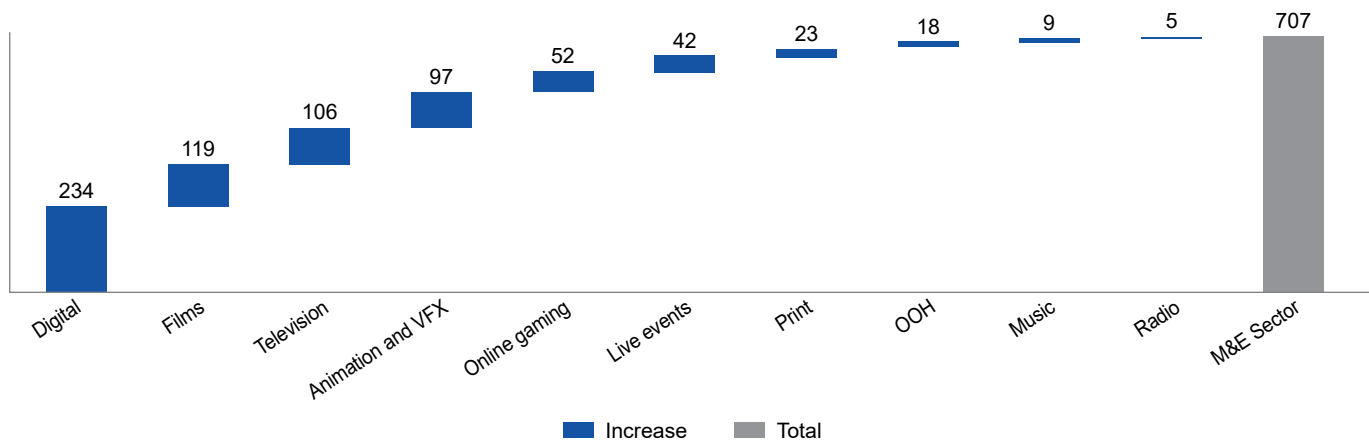


INR billion (gross of taxes) | EY estimates

M&E Future Outlook:

Continuing the Growth Estimate for Television the M&E sector will grow INR 707 Bn to reach INR 2.3 trillion in 2024

Segment growth 2021 to 2024E



All figures are gross of taxes (INR billion) | EY estimates

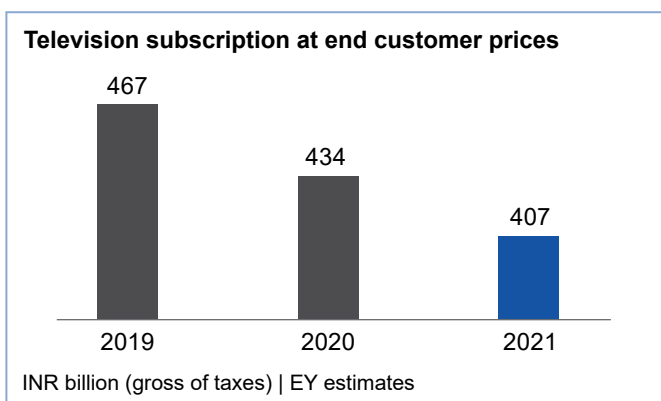
The M&E sector is projected to grow 17% in 2022 to USD 25.2 Bn, recover to pre-pandemic levels in 2019, and then grow at an 11 percent CAGR to USD 30.9 Bn by 2024. The development of digital infrastructure is likewise accelerating. According to the statistics, India has 795 million internet connections, over 500 million smartphones, and 10 million linked TVs, in addition to 170 million active TV connections.

The Media Sector is evolving and is becoming more Consumer Centric with consumers having immense power it what they chose and businesses are adapting to such change by re-thinking their business models to be more viable in the current scenario.

Television:

Television advertising grew 25% in 2021, recovering from a 21.5% drop in 2020, just 2% short of 2019 levels. Ad recovery was volume-driven for most of the year, with an average of 3% rate growth. Subscription revenue continued to fall for the second year in a row; it experienced de-growth of 6.2% mainly due to a reduction of six million pay TV homes and a fall in consumer-end ARPUs.

Connected TV sets, however, increased to 10 million. Time spent on TV fell 8% from 2020 levels and was slightly lower



Subscription income fell for the second year in a row, with a 6.2 percent decline owing to the loss of six million pay TV homes and a drop in consumer-end ARPUs there is an expectation of improvement as Connected TV continues to grow and increased to about 10 million sets due to its synergies growing incomes and increasing affordability of these CTVs. As the Covid situation continues to improve the amount of time spent on Television has begun to normalize hence there has been 8% decline in time spent on consuming Media on TV.

Cable witnessed a 5 million household loss 7% decline compared to 2020. The decline in paid subscriptions is ascribed to rural subscribers churning out and migrating to free

than 2019 levels for Hindi speaking markets. While television households will continue to grow at 1% till 2025, we expect growth to be driven by connected TVs which could cross 40 million by 2025 and free television which could cross 50 million, thereby stressing the core pay television market

Subject to implementation of ad caps and regulatory restrictions on pricing, television revenues to grow to INR 826 Bn by 2024 and the LCO business model may shift more towards hybrid model to hybrid i.e. a linear TV wire + a broadband connection for providing efficient content services, broadband connectivity, smart home services and locality/community services

The Number of television channels reduced marginally to 906. Pay channels increased by 21, while free-to-air (FTA) channels reduced by 26, which reflects a move by broadcasters to build stronger subscription revenue products through bouquets. 62% of channels were free-to-air as compared to 64% in 2020.

While, the number of distribution platforms remained stable. MSO registrations increased by 3% during 2021 to reach 1,745. As of 2021, the Indian market was served by four paid DTH providers and one free DTH provider which are Dish + VideoconD2H+, TataPlay, Airtel, Sun Direct and FreeDish.

Active paid subscriptions reduced by 6 million in 2020

	2020	2021
Cable	72	67
DTH*	56	55
HITS	2	3
Free TV	40	43
Total	171	168

Television subscriptions (in million) | Industry discussions, billing reports, TRAI data, EY analysis.

*Net of temporarily suspended subscribers

TV platforms, as well as some urban subscribers shifting usage to linked TVs. In 2021, broadcasters earned revenues from an average of 125 million paid subscriptions, as compared to 131 million reported in 2020.

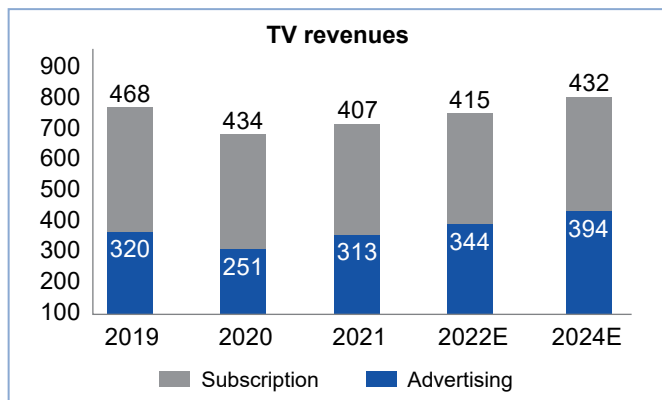
End-customer prices declined 1% on an average to reach INR 223 net of taxes as compared to INR 226 in 2020. The primary reason for the decrease would be DTH users modifying their packages and culling excess channels which they did not consume content from. Secondly According to industry talks, cable ARPUs did not fall considerably since most consumers opted packs created by MSOs and LCOs with minimum modification.

Future Outlook: Television

Television revenues are expected to grow to INR 826 Bn by 2024.

Television advertising to grow at a CAGR of 8% to reach INR 394 Bn by 2024, Major reasons would be returning advertiser confidence and that advertisers still believe that TV is the most effective way of Advertising and building brand awareness. Secondly upward correction in regional ad rates a constant slew of fresh sporting events and content which still remains the ultimate content when it comes to television.

Free TV continues to grow showing that there is a strong affinity towards TV as a source of Media consumptions among viewers and even though there has been a change in viewing habits of Consumers they will like to consume TV content as well with other Digital content. From a CPM perspective TV reigns supreme compared to other sources of Media consumption.



INR billion (gross of taxes) | EY estimates

Television will go mass, and premium

Electrification of rural areas will increase reach of TV households. As work resumes post the COVID-19 pandemic, and people get back to the cities where they work, deactivated connections will come alive. Entry level television sets will increase the demand for second screens in middle class homes, some of which may extend to television. Relative pricing of television to broadband remains — currently — much in favor of television.

Although on the negative side, Continued movement of the pay TV base to free TV (at the lower end) and OTT platforms at the upper end (for the 2nd TV in the home) could have a dampening effect on the pay TV base. Regulatory aspects around pricing and bundling could continue to impact ARPU as subscribers learn to rationalize their channels and packages.

Pay TV is expected to continue to grow as states like UP, Bihar, Rajasthan and West Bengal get access to affordable and easily available electricity. Despite the decision of large broadcasters to remove their content from the platform in February 2022, more new consumers will enter the Free TV market as the number of Free Dish channels climbs to roughly 200 by 2022 (from 164 in 2021), offering advertisers with a low-cost advertising opportunity.

The growth of unidirectional TV will be far outpaced by the growth of connected TVs, which could reach over 40 million connected sets by 2025, owing to 46 Indian cities with populations of over a million each and a total population of 122 million that can be wired up more easily for broadband, as well as telcos partnering with LCOs to drive broadband services. This means that overall TV connections will keep growing at a healthy pace of over 5% per year to cross 71% of Indian households by 2025

The future will be hybrid

As wired broadband becomes more widely accepted as a service and reaches more Indian households, the hybrid set-top box will become increasingly important. Users will be able to access more premium OTT video – and catchup TV content — via their broadband connections while receiving their television content in real time linear mode via the television connection. This will be network efficient, as live content will be seen utilising television infrastructure, lowering the burden on broadband networks.

Packaging will become more important as linear + OTT packs become the norm; and this transformation will be spearheaded not only by telcos and DPOs, but also by ISPs, LCOs, and independent start-ups. Top-end households are expected to remain on the same path as the rest, with at least one TV and one broadband + OTT bundle for the big screen.

With the hybrid model, LCOs will transition to a 2x4 business model, which entails two parallel cables linking a household for TV and broadband, respectively, and will provide four main services to consumers. The services would include – Linear TV content, OTT content, Broadband Connectivity, Home services like security, smart home (heating/cooling/ lighting etc.) management, etc.

Indian Broadband Industry:

Internet Broadband penetration increased 5% to reach 834 million, of which 795 million had broadband access Only 24 million Indian households had a wired broadband connection.

Wired Broadband reach to 24 Mn has increase by 26% compare to the 18 Mn in Dec-19

Online consumption increased

Indians spent 4.7 hours a day on their phones in 2021, aggregating 700 billion hours of consumption (second highest in the world). Indians spent 52% more time streaming entertainment content in 2021 as compared to 2019

Time spent by Indians on entertainment apps grew 52% since the onset of the pandemic, Importance of regional audiences increased - in 2021, 47% of OTT originals and 69% of films released on streaming platforms were in regional languages and over 100 films released directly on streaming platforms without a prior theatrical release.

Only 71% of telecom subscriptions accessed the internet, up from 68% in December 2020 secondly 95% of those accessing the internet used broadband. Broadband subscribers climbed 6% between December 2020 and September 2021, while narrow band subscriptions declined 19%. And there is a huge untapped opportunity in terms of a rural market. In 2021, urban internet subscriptions, which currently account for 60% of all internet subscribers, increased by 3%, while rural internet subscriptions increased to 8%. About 45% of India's population over 15 years of age had access to a smartphone by December 2020.

As the WFH requirement starts to normalize the broadband subscription growth rates was expected to normalize and has seen a growth of ~ 6.5% in 2021 compared to 2020 but there is still a huge untapped opportunity in the rural, broadband is a great growth outlet going forward and wired broadband stood at 24 Mn which roughly 3% of the base. There has been a ~19% decline in narrow band subscriptions while Rural continues its growth growing at 8%

Growth Drivers for M&E Industry:

Easing FDI Policy

To attract investment for adequate infrastructure development, the government has concentrated on liberalizing the FDI policy for both the telecom and media and entertainment sectors. FDI limits in the telecommunications industry were reduced in 2013, while those in the media and entertainment sector were reduced in 2015 and 2016.

FDI constraints in teleports, DTH, cable networks, mobile TV, Head End in the Sky broadcasting service dark fiber, electronic mail and voice mail, and cable networks were totally repealed in June 2016, allowing 100 percent FDI via the automatic method. Furthermore, before 2019, there were no clear provisions in the FDI policy relating to digital media. However, in December 2019, FDI of up to 26 percent was approved through the government clearance method for news and information uploading/streaming.

Investments in National Infrastructure pipeline:

Telecom is one of the top five sectors (by estimated value of INR 351 Bn) accounting for about 5.9% of the total NMP target. The potential asset base considered are telecom tower assets under Bharat Sanchar Nigam Ltd (BSNL), Mahanagar Telephone Nigam Ltd (MTNL) and Bharatnet optical fiber assets under the Bharat Broadband Network Limited (BBNL), and Bharat Sanchar Nigam Ltd (BSNL) Approximately 286k route-km of Bharatnet fiber assets are proposed to be bid out through PPP model by the Department of Telecommunications through nine packages comprising 16 states

Production-linked incentive schemes:

In November 2020, the Government of India announced the second edition of production-linked incentives (PLI) schemes across 10 key sectors. The PLI schemes were launched with

the intention of scaling up domestic manufacturing facilities, accompanied by higher import substitution and employment generation. These schemes offer turnover linked incentives ranging from 4% to 6% of incremental sales for five years to approved investors (which include the telecom and electronic goods sectors), upon meeting the specified investment, capacity, and turnover criteria. In the Budget 2022 speech, the finance minister announced that a scheme for design-led manufacturing will be launched to build a strong ecosystem for 5G as part of the PLI scheme. Investors have shown confidence in the PLI scheme introduced by the Government of India. India has recently turned from being an importer to an exporter of mobile phones. This trend is likely to spill over to the other sectors.

Government initiatives in the telecom and media and entertainment space:

The government has taken an active interest in aiding the media and entertainment industries, particularly through different measures aimed at promoting digitisation, such as development of digital communication infrastructure. With the goal of providing rural residents with equal access to e-services, communication facilities, and digital resources as their urban counterparts, the government announced in the Union Budget 2022 the installation of optical fibre in all villages under the Bharatnet project via PPP mode in 2022-23. The project is scheduled to be finished in 2025. The government wants to organize 5G spectrum auctions in 2022-23 with the goal of bringing in next generation technology, which is likely to aid in the achievement of the "Digital India" agenda.

COMPANY OVERVIEW

Part of the Reliance Group business conglomerate, Hathway Cable and Datacom Limited (HCDL) is a dynamic Organisation engaged in providing high-quality fixed line ISP and CATV services to millions of subscribers across length and breadth of India. Leading fixed line internet service provider in the country, HCDL provides uninterrupted and high-speed connectivity through its fast-growing ISP business along with OTT offering, having 5.7 Mn Home passes and 1.11 Mn subscribers base.

It is India's first MSO to launch GPON FTTH service in India

The Company also provides CATV services through its wholly owned subsidiary, Hathway Digital Limited (HDL), which is one of India's largest Multi System Operators (MSOs), with 8+ main head ends and a network of approximately 57,000 Kms of optical fiber and coaxial cable, providing cable services to 5.4 Mn viewers (including through its fellow subsidiaries & JV's) pan India and reach to 700+ towns and adjoining areas.

It also delivers both CATV and Broadband services in certain parts of the country through its associate company, GTPL Hathway Limited.

Broadband Business :

Broadband Customers (1.11 Mn wireline broadband subscribers as of March 31, 2022) increasingly prefer wireline broadband as it allows online media consumption and seamless accessibility of data to multiple devices while at home. Due to the increasing trend of COVID-led work from home “WFH”, the broadband industry saw a significant surge in demand in many tier 2 and 3 towns as many professionals shifted base to their home towns. Online education also became a key growth driver for broadband in smaller cities.

The Company’s focus on FTTH-led technology edge and improving consumer experience through enhanced digitisation and automation helped in increasing the FTTH consumer base by more than 20%. Through enabling consumers to handle multiple digital engagements from office video calls to online school and OTT consumption needs, FTTH consumers enjoying unlimited data, national average consumption has increase to 234 GB/month/consumer data usage. This shows the level of engagement of consumers with the Company network. With high-speed unlimited plans, while Company focused to provide uninterrupted service , it also started giving consumers double band routers which allowed them to get consistent speed on multiple devices.

The average data usage per costumer per month reached 234 GB in March 2022 exit which showed customers preference for watching online media.

Company focused on re-engineering its customer front-end to make it technology-enabled, so as to drive operational efficiencies and strategic thrust on continuous innovation, in which lies a strong ambition to empower customers.. The key innovation Initiatives taken during the year were as below :

- First ISP Company to provide VoiceBOT, an Artificial Intelligence (AI) and Machine Learning (ML) applications & tools, for handling interactive Voice Services
- Chatbot, enabling quick and hasslefree First Time Resolution (FTR) to customer queries through Web/ App/ WhatsApp interface
- Smart IVR system at out call centers, which further strengthened FTR
- DIY (Do It Yourself) videos to improve awareness and helping them in speedy resolution of their complaints.

During the year under review, the Broadband business revenue stood at ₹ 621.94 crores and the subscribers stood at 1.11 Mn (Previous Years’ Broadband business revenue stood at ₹ 615.6 crores and subscribers stood at 1.07 Mn).

Cable Television Business:

Hathway Digital Limited “Hathway Digital”, a wholly owned subsidiary of the Company, provides Cable Television Services on Pan India basis. Implementation of New Tariff Order (NTO) in March 2019, helped customers the freedom to watch channels of their choice with best-in-class technology.

To strengthen the systems and technical capabilities to ensure uninterrupted service to esteemed customers , several new initiatives were undertaken during the year:

- Next generation HEVC HD box and OTT hybrid box were launched during the year to give Cable Television Customers enhanced viewing experience
- Introduced digital prepaid offering for transactional convenience of Customers
- Online renewal facility to empower customers by giving them the freedom to renew their packages at the click of a button through MyJio App, at their own convenient time and place
- Instant customer activation to enrich customer experience with no time lag
- Leveraging platforms like whatsapp for continuous customer engagement
- New digital eCAF process including IVR-based authentication in addition to OTP process
- Piloted initiative of providing OTT apps through already seeded new generation HD boxes ,designed to give OTT access to millions of our Cable Television customers without the need to buy an additional OTT device.
- Rolled out a new product/GTM strategy to make Hathway infrastructure-ready to seize the benefit of the more conducive prevailing market. We are in the process of rolling out new plans.
- Efforts to create an extensive incremental infrastructure, with focus on southern and eastern states, enabling us to expand our market share. The Company connected more than 140 new locations with IP links and added 3,000 kms of fiber network.
- Piloted TV Plug ,a revolutionary new product to provide highly reliable last-mile Cable Television connectivity from a mobile tower network.



Financials Review:

Standalone Revenue stood at INR 672.75 crores compare to Previous year 749.86 Cr. Total Comprehensive Income stands at 47.07 Cr Previous year INR 111.38 Cr

Consolidated Revenue stand at INR 1870.44 compare to Previous year ₹ 1,874.22 and Total Comprehensive profit stand at 128.9 Cr. (P.Y. ₹ 253.9 Cr)

INR in Crs	FY 22	FY 21	Growth %
Standalone			
Operating Revenue	621.9	615.6	1%
Operating EBITDA	195.4	200.5	-3%
EBITDA Margin	31%	33%	-1%
Total other comprehensive income for the Year	47.1	111.4	-58%
Consolidated			
Operating Revenue	1,793.0	1,731.8	4%
Operating EBITDA	393.5	475.1	-17%
EBITDA Margin	22%	27%	-5%
Total other comprehensive income for the Year	128.9	253.9	-49%

Ratio Analysis

Sr. No.	Particulars	Year Ended March 31, 2022	Year Ended March 31, 2021	Variance	Remarks
1	Current Ratio	2.33	3.13	-26%	Movement from Cash & Cash Equivalents and Current Investments to Non-Current Investments
2	Debt-Equity Ratio	0.00	0.00	-	
3	Debt Service Coverage Ratio	NA	18.48	NA	The Company is Debt-free through the current F.Y.
4	Inventory Turnover Ratio	NA	NA	NA	
5	Trade Receivables Turnover Ratio	61.89	99.36	-38%	Trade Receivables Turnover Ratio decreased due to Increase in Average Trade Receivables
6	Operating Profit Margin	22%	27%	-20%	
7	Net Profit Ratio	0.07	0.15	-50%	Reduction in Net Profit on account of increase Operations Cost & decrease in Interest Income
8	Return on Capital Employed (Excluding Working Capital Financing)	0.00	0.03	-100%	Increase in Average Capital Employed & reduction in Profit After Tax

Company has 361 on roll employees in HCDL and 297 on roll employees in HDL as at March 31, 2022.

Disclosure of Internal Financial controls:

Hathway's internal controls are commensurate with its size and the nature of its operations. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorised use, executing transactions with proper authorisation and ensuring compliance of corporate policies. Hathway has a well-defined delegation of power with authority limits for approving revenue as well as expenditure. Hathway uses a state-of-the-art enterprise resource planning (ERP) system to record data for accounting and management information purposes and connects to different locations for efficient exchange of information. Entity Level Control framework document has been documented. The documentation of process maps and key controls has been completed during previous financial year for all material operating processes.

It has continued its efforts to align all its processes and controls with global best practices.

The Management Audit Team (MAT) had conducted a review and evaluated the design, adequacy and operating effectiveness of the Internal Financial Controls of the Company. Management testing has been conducted on a sample basis for Revenue, Expenses & payables, Fixed Assets, Inventory, Compliance, Related Party, Borrowings, Consolidation, Contingent Liability, Loans and Advances, Cash management, Current investment, Forex exposure and hedging, Finalisation, Retirement benefits and remedial action has been taken or agreed upon with a finite closure date where control weaknesses were identified.

Based on the above, the Management believes that adequate Internal Financial Controls exist in relation to its Financial Statements.

SWOT ANALYSIS

Strengths	Challenges
<p>Broadband:</p> <ul style="list-style-type: none"> • First MSO to Launch GPON with 300 Mbps speed • Highly engaged customer base with Average data consumption 234 Gb per subscriber per month • Strong support from JIO fibre back bone and NOC • First ISP Company to provide VoiceBOT, an Artificial Intelligence (AI) and Machine Learning (ML) applications & tools, for handling interactive Voice Services • Smart IVR system at call centers, which further strengthened First Time Response (FTR) <p>Cable:</p> <ul style="list-style-type: none"> • 5.4 million digital subscribers base; Offers its cable television services across 700+ towns, operating in pan India regions • JIO branded next generation best in industry HD Set top box • First MSO to integrate with TRAI Channel Selector App and Portal for convenience of subscribers. • Enhanced system and technical capabilities based on JIO fibre backend support to meet customer expectations for best in class TV viewing experience • Encouraging LCO's to empower their customers with online renewal facility. • Instant customer activation to enrich customer experience with no time lag • Provision of Mobile Apps and Portals to our customers and LCOs • Rolled out a new product/GTM strategy to make Hathway infrastructure-ready to seize the benefit of the more conducive prevailing market. We are in the process of rolling out new plans. 	<p>Broadband:</p> <ul style="list-style-type: none"> • To retain Lower GB usage customers as they can manage their usage from mobility at lower price • Aggressive pricing plan from competition impeding ARPU Growth • Reverse migration of subscribers to home towns <p>Cable:</p> <ul style="list-style-type: none"> • Lower paying capacity of consumers and poor infrastructure in Phase 3 and 4 markets • Revenue sharing with LCOs making it difficult to compete with DTH • Continued movement of the pay TV base to free TV (at the lower end) and OTT platforms at the upper end • Economic slow down during covid impacting renewal of multiple TV subscription
Opportunities	Threats
<p>Broadband:</p> <ul style="list-style-type: none"> • Rapid growth of the Tier II cities, increasing trend for demand for high speed fixed broadband • Government initiatives for Smart City • Increase in Media content through OTT platform main driver for online content consumption. • Covid lead sampling of online education and other use cases of online working will help in continuous increase in demand for fixed line broadband <p>Cable:</p> <ul style="list-style-type: none"> • Launch of Value Add Services • Geographical expansion • Increase ARPU through HD packs at right price • Increase customer engagement through better regional content • Launch of Hybrid Box 	<p>Broadband:</p> <ul style="list-style-type: none"> • Low end users may move to wireless service providers due to competitive pricing and improvement in wireless technology • Technology Changes can lead to need for network upgradation resulting in increased capex <p>Cable:</p> <ul style="list-style-type: none"> • Free Dish offering stiff competition in Phase 3 and 4 Markets • High end consumers / Nuclear families / Bachelors can move to TV viewing through OTT apps



RISKS AND CONCERNS

Product / Technology Risk

Consequence: The traditional cable customer preferences are very slowly changing and in long term some of them may move towards getting content in a non-linear manner. Inability to meet the customer's demand might lead to loss in business. Also Rapid advancements in technology leading to obsolescence of existing assets

Risk Mitigation Strategy: Your company is well placed to serve the arising needs of the customers by offering OTT & broadband services ₹to existing cable customers

The shift to MPEG-4/HEVC STBs in cable and provision of providing broadband through DOCSIS 3.1 /GPON network is testament to the fact that we are sensitive to the rapidly changing technology trends

Awareness Risk

Consequence: LCOs function as primary facilitators of our business expansion. Therefore, delay in updating/on boarding them on latest initiatives undertaken by the company would negate the first mover advantage.

Risk Mitigation Strategy: Your company has launched Hathway Connect portal for LCOs by imparting real-time training to help them manage their customers.

Competition

Consequence: Broadband and Cable business verticals where Hathway is present, has low entry barriers and multiple players across geographies

Risk Mitigation Strategy: To take early lead over competition, Hathway has offered cutting edge products & solutions at value for money pricing to enhance customers delight Hathway is well poised to to grow in this new segment of the market

Corporate Governance Report

In accordance with Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendments thereto), hereinafter referred to as “SEBI (LODR)”, the Board of Directors of Hathway Cable and Datacom Limited (Hathway) have pleasure in presenting the Company’s report containing the details of governance systems and processes for the Financial Year 2021-22.

Any reference to “the Act” in the Report means the Companies Act, 2013, as amended from time to time.

COMPANY’S PHILOSOPHY ON CORPORATE GOVERNANCE

Strong and effective Corporate Governance helps to cultivate a culture of integrity leading to positive performance and sustainable business overall. Essentially it exists to increase the accountability of individuals and teams within the organisation.

The Company’s philosophy on Corporate Governance imbibes the above culture throughout the organisation. It ensures fiscal accountability, ethical corporate behavior and fairness to all stakeholders comprising of regulators, employees, customers, vendors, investors and the society at large. This has enabled the Company in setting up of efficient processes, visibility of errors, reduce cost and also instrumental in the Company’s robust business practices to ensure ethical and responsible leadership both at the Board and Management level.

In accordance with this philosophy, the Company has adopted Code of Conduct for its Senior Management Personnel and Board of Directors.

APPROPRIATE GOVERNANCE STRUCTURE WITH DEFINED ROLES AND RESPONSIBILITIES

The Company has put in place an internal governance structure with defined roles and responsibilities of every constituent of the system. The Company’s shareholders appoint the Board of Directors, which in turn governs the Company. The Board has established various committees to discharge its responsibilities in an effective manner.

The Company has Chairman to guide the functioning of the Board. The Company also has a Managing Director (MD), who in consultation with the Chairman and Board of Directors provides overall direction and guidance to the Company. In the operations and functioning of the Company, the MD is assisted by a core group of senior executives. The MD is responsible for corporate strategy, brand equity, planning, external contacts and the overall management of the Company.

The Chairman being a member of the Nomination and Remuneration Committee of the Board of Directors, actively works to plan the Board and Committees’ composition, induction of Directors to the Board, plan for Directors’ succession and provide constructive feedback and advice on performance evaluation to the Directors.

The Company Secretary assists the Chairman and MD in management of the Board’s administrative activities such as convening and conducting the Board, Committee and Shareholders meetings, dissemination of information to all stakeholders of the Company, strengthening the compliance culture of the Company, co-ordination with the Regulators and all other stakeholders of the Company.

ETHICS/GOVERNANCE POLICIES

At Hathway, we strive to conduct our business and strengthen our relationships in a manner that is dignified, distinctive and responsible. We adhere to ethical standards to ensure integrity, transparency, independence and accountability in dealing with all stakeholders. Therefore, we have adopted various codes and policies to carry out our duties in an ethical manner. Some of these codes and policies are:

1. Code for Independent Directors
2. Code of Conduct for Board Members and Senior Management Personnel
3. Hathway Code to regulate, monitor and report trading by Directors, Promoters, Designated Persons and specified Connected Persons of the Company and Material Subsidiaries of the Company
4. Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information
5. Corporate Social Responsibility Policy
6. Dividend Distribution Policy
7. Succession Plan
8. Archival Policy
9. Policy for Selection of Directors and Determining Directors’ Independence
10. Remuneration Policy for Directors, Key Managerial Personnel and Senior Management
11. Policy on Board Diversity
12. Prevention of Sexual Harassment Policy
13. Policy on Preservation & Utilization of stationery



14. Policy on Material Subsidiaries
15. Preservation of Records Policy
16. Policy for determination of Material Events
17. Risk Management Policy
18. Related Party Transactions Policy
19. Vigil Mechanism and Whistle-blower Policy
20. Director & Designated Partners Nomination Policy in Company's Subsidiary/Associates/Joint Venture/LLPs
21. Human Rights Policy
22. Employee Welfare Policy
23. Responsible Marketing Policy
24. Environment, Health & Safety Policy
25. Code of Conduct for Business Associates
26. Sustainable Development Policy

AUDITS AND INTERNAL CHECKS AND BALANCES

M/s. Nayan Parikh & Co, Chartered Accountants, is the Statutory Auditors of the Company. The Statutory Auditors and the Group Internal Audit Function perform independent reviews of the ongoing effectiveness of Company's various components of the systems of internal controls and present the same before the Audit Committee on quarterly basis for their review and necessary action.

RISK MANAGEMENT, INTERNAL CONTROLS AND COMPLIANCE

The Board of Directors of the Company have designed Risk Management Policy and framework to avoid events, situations or circumstances which may lead to negative impact on the Company's businesses as a whole and have defined a structured approach to manage uncertainty and outcomes. Key business risks and their mitigation are considered as a part of the annual/strategic business plans and is reviewed by the Risk Management Committee on frequent basis.

The Company's internal as well as operational controls are commensurate with its size and the nature of its operations. The Company has put in place a defined risk management framework to identify, assess, monitor and mitigate the risks at Enterprise level. Organisation adopts a systematic approach to mitigate risks associated with accomplishment of objectives, operations, performance and regulations. Company believes that such steps would help to achieve stated objectives of the organisations.

The Company shall continue to have periodic review mechanism for monitoring of various risk events in relation to various functional activities being undertaken by the organisation.

BEST CORPORATE GOVERNANCE PRACTICES

Hathway strives for highest Corporate Governance standards and practices. It, therefore, endeavours to continuously improve and adopt the best of Corporate Governance codes and practices. Some of the implemented best governance norms and practices include the following:

- All securities related filings with Stock Exchanges are reviewed every quarter by the Stakeholders' Relationship Committee and the Board of Directors.
- The Company has independent Board Committees covering matters related to Risk Management, Stakeholder Relationship, Business Responsibility, Directors Remuneration and the nomination of Board Members.
- The Senior Management Personnel i.e. CXO Level and respective business heads of the Company, review the ongoing effectiveness of operational and financial risk mitigations and governance practices.
- The Company undertakes Annual Secretarial Audit and Secretarial Compliance Certification from an Independent Company Secretary who is in whole-time practice.

ROLE OF THE COMPANY SECRETARY IN OVERALL GOVERNANCE PROCESS

The Company Secretary plays a key role in ensuring compliances with all applicable laws to the Company and that the Board (including Committees thereof) procedures are followed and regularly reviewed. The Company Secretary acts as Secretary to all the Committees of the Board of Directors of the Company. The Company Secretary also ensures that all relevant information, details and documents are made available to the Directors and Senior Management for effective decision-making at the meetings. The Company Secretary is primarily responsible to assist and advise the Board in the conduct of affairs of the Company to ensure compliance with applicable statutory requirements, to provide guidance to Directors and to facilitate convening of meetings. The Company Secretary interfaces and act as link between the management and regulatory authorities for governance matters.

BOARD OF DIRECTORS

BOARD LEADERSHIP

At Hathway, the Board strives hard to achieve the long term vision of the Company. The Board's actions and decisions are aligned with the Company's best interests. The Board is committed to the goal of sustainably elevating the Company's value and brand creation. The Company has defined guidelines and an established framework for the meetings of the Board and Committees. These guidelines seek to systematise the decision-making process at the meetings of the Board and Committees in an informed and efficient manner.

The Board critically evaluates the Company's strategic direction, management policies and their effectiveness. The agenda for the Board inter alia includes strategic review from each of the

Committees, a detailed analysis and review of annual operating plans, capital allocation and budgets. Additionally, the Board reviews risks and risk mitigation measures, financial reports and business reports from each of the departmental heads. Frequent and detailed interaction sets the agenda and provides the strategic roadmap for the Company's future growth.

BOARD COMPOSITION AND CATEGORY OF DIRECTORS

As per the provisions of Regulation 17 of SEBI (LODR), the Board of Directors of the Company has optimum combination of Executive, Non-Executive and Independent Directors comprising of 1 (One) Executive Director and 8 (Eight) Non-Executive

Directors of which 3 (Three) are Independent Directors who are not liable to retire by rotation. The Chairman of the Company is Non-Executive, Independent Director and one third of the total number of Directors are Independent Directors. Ms. Ameeta Parpia is the Woman Independent Director.

None of the Directors of the Company holds directorship in more than 7 (Seven) Listed entities or act as an Independent Director of more than 7 (Seven) Listed Companies. Further, none of the Directors is member of more than 10 (Ten) committees or chairperson of more than 5 (Five) committees across all Public Limited Companies in which they hold the office of Directors.

The composition of the Board and other relevant details relating to Directors for the financial year ended March 31, 2022 are as under:

Name of Director	Relationship With other Directors	Designation	Category of Directorship	No. of Directorship in listed entities including this listed entity	Names of other listed entities along with category of directorship	No. of memberships in Statutory Committees ¹ (As per Regulation 26 of SEBI (LODR))	No. of post of Chairperson of Statutory Committees ¹ (As per Regulation 26 of SEBI (LODR))
Mr. Sridhar Gorthi	None	Chairman	Independent Director	3	1. Glenmark Pharmaceuticals Limited- Independent Director 2. Glenmark Life Sciences Limited- Independent Director	3	1
Mr. Sasha Mirchandani	None	Director	Independent Director	3	1. Zee Entertainment Enterprises Limited- Independent Director 2. Nazara Technologies Limited- Independent Director	1	0
Ms. Ameeta Parpia	None	Director	Independent Director	4	1. Supreme Petrochem Limited- Independent Director 2. Prism Johnson Limited- Independent Director 3. The Supreme Industries Limited- Independent Director	10	4
Mr. Akshay Raheja	Brother of Mr. Viren Raheja	Director	Non-Executive and Non-Independent Director	3	1. EIH Associated Hotels Limited- Non-Executive & Non-Independent Director 2. Prism Johnson Limited- Additional Non-Executive & Non-Independent Director	1	0
Mr. Viren Raheja	Brother of Mr. Akshay Raheja	Director	Non-Executive and Non-Independent Director	2	1. Sonata Software Limited- Promoter, Non-Executive & Non-Independent Director	3	0
Mr. Saurabh Sancheti	None	Director	Non-Executive and Non-Independent Director	2	1. Den Networks Limited-Non-Executive & Non-Independent Director	1	0
Ms. Geeta Fulwadaya	None	Director	Non-Executive and Non-Independent Director	3	1. Den Networks Limited-Non-Executive & Non-Independent Director 2. Just Dial Limited, Non-Executive & Non-Independent Director	0	0
Mr. Anuj Jain	None	Director	Non-Executive and Non-Independent Director	2	1. Den Networks Limited-Non-Executive & Non-Independent Director	0	0
Mr. Rajan Gupta	None	Managing Director	Executive Director	2	1. GTPL Hathway Limited- Chairman, Non-Executive & Non-Independent Director	2	0

¹It excludes Private Companies, Foreign Companies, Companies under Section 8 of the Act and for determination of limit of committees, chairpersonship and membership of the Audit Committee and Stakeholders' Relationship Committee alone shall be considered.



SHARES AND CONVERTIBLE INSTRUMENTS HELD BY NON-EXECUTIVE DIRECTORS

There are no convertible instruments issued by the Company. The details of equity shares of the Company held by Directors are given below:

Sr. No.	Name of the Director	Shares Held
1.	Mr. Akshay Raheja Non-Executive Director	12,14,13,000
2.	Mr. Viren Raheja Non-Executive Director	11,95,53,000
3.	Ms. Ameeta Parpia Independent Director	*38,240
TOTAL		24,10,04,240

*Note: Ms. Ameeta Parpia has received 10,925 equity shares by way of transmission through will dated May 27, 2021.

Apart from the details mentioned hereinabove, no other Directors holds any shares in the Company.

FAMILIARISATION PROGRAMMES FOR BOARD MEMBERS

On appointment, the Directors are taken through a formal induction program including the presentation from the Managing Director on the Company's general business profile, industry in which it operates, legal, marketing, finance and other important aspects. The Company Secretary briefs the Directors about their legal and regulatory responsibilities as a Director. The induction for Independent Directors includes interactive sessions with Executive Committee members, Business and Functional Heads.

The Board Members are provided with necessary documents / brochures, reports, programs and internal policies to enable them to familiarize and get acquainted with the Company's business, procedures and practices.

Periodic presentations are made at the Board and Committee Meetings on business and performance updates of the Company, business strategy and risks involved.

Quarterly updates on relevant statutory and regulatory changes encompassing important laws are provided to the Directors.

While all the Board members possess the skills identified, their area of core expertise is given below:

Name of Director	Area of Expertise
Sridhar Gorthi	<ul style="list-style-type: none"> • Leadership / Operational experience • Strategic Planning • Research & Development and Innovation • Global Business • Financial, Regulatory / Legal & Risk Management • Corporate Governance

The details of such familiarization programmes for Independent Directors are put up on the Company's website.

CODE OF CONDUCT

The Company has in place a comprehensive Code of Conduct for Board Members, Independent Directors and Senior Management. The Code gives guidance and support needed for ethical conduct of business and compliance of law.

A copy of the Code of Conduct has been put up on the Company's website.

The Company has obtained the confirmation of the compliance with the Code from all Board Members and Senior Management Personnel.

SUCCESSION PLANNING

The Company believes that sound succession plans for the senior leadership are very important for creating a robust future for the Company. The Nomination and Remuneration Committee works along with the Human Resource team of the Company for a structured leadership succession plan.

CORE SKILLS/EXPERTISE/COMPETENCIES AVAILABLE WITH THE BOARD

The Board comprises qualified members who possess required skills, expertise and competencies that allow them to make effective contributions to the Board and its Committees. The following skills / expertise / competencies have been identified for the effective functioning of the Company and are currently available with the Board:

- Leadership / Operational experience
- Strategic Planning
- Industry Experience,
- Research & Development and Innovation
- Global Business
- Financial Acumen
- Regulatory / Legal & Risk Management
- Corporate Governance

Name of Director	Area of Expertise
Sasha Mirchandani	<ul style="list-style-type: none"> • Leadership / Operational experience • Strategic Planning • Research & Development and Innovation • Global Business • Financial, Regulatory / Legal & Risk Management • Corporate Governance
Ameeta Parpia	<ul style="list-style-type: none"> • Leadership / Operational experience • Financial, Regulatory / Legal & Risk Management • Corporate Governance
Saurabh Sancheti	<ul style="list-style-type: none"> • Leadership / Operational experience • Strategic Planning • Industry Experience • Research & Development and Innovation • Global Business • Financial, Regulatory / Legal & Risk Management • Corporate Governance
Anuj Jain	<ul style="list-style-type: none"> • Leadership / Operational experience • Strategic Planning • Industry Experience, Research & Development and Innovation • Global Business • Corporate Governance
Geeta Fulwadaya	<ul style="list-style-type: none"> • Leadership / Operational experience • Strategic Planning • Financial, Regulatory / Legal & Risk Management • Corporate Governance
Akshay Raheja	<ul style="list-style-type: none"> • Leadership / Operational experience • Strategic Planning • Industry Experience • Research & Development and Innovation • Global Business • Financial, Regulatory / Legal & Risk Management • Corporate Governance
Viren Raheja	<ul style="list-style-type: none"> • Leadership / Operational experience • Strategic Planning • Industry Experience • Research & Development and Innovation • Global Business • Financial, Regulatory / Legal & Risk Management • Corporate Governance
Rajan Gupta	<ul style="list-style-type: none"> • Leadership / Operational experience • Strategic Planning • Industry Experience • Research & Development and Innovation • Global Business • Financial, Regulatory / Legal & Risk Management • Corporate Governance



Corporate Overview



Statutory Reports



Financial Statements

SELECTION OF INDEPENDENT DIRECTORS

Considering the requirement of skill sets on the Board, eminent people having an independent standing in their respective field / profession and who can effectively contribute to the Company's business and policy decisions are considered by the Nomination and Remuneration Committee, for appointment, as Independent Director on the Board. The Committee, inter alia, considers qualification, positive attributes, area of expertise and number of Directorship(s) and Membership(s) held in various Committees of other Companies by such persons in accordance with its policy for selection of Directors and determining Directors' Independence. The Board considers the Committee's recommendation and takes appropriate decision.

Every Independent Director, at the first meeting of the Board in which he / she participates as a Director and thereafter at the first meeting of the Board in every financial year, gives a declaration that he/she meets the criteria of independence as provided under the law and that he/she is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his / her ability to discharge his / her duties with an objective independent judgment and without any external influence.

In the opinion of the Board, the Independent Directors fulfil the conditions specified in the SEBI (LODR) and are Independent of the management.

SEPARATE MEETING OF INDEPENDENT DIRECTORS

The Company's Independent Directors met once during the financial year 2021-22. Such meeting was conducted to enable the Independent Directors to discuss matters pertaining to the Company's affairs and put forth their views as well as on matters prescribed under Schedule IV of the Act.

BOARD MEETINGS, COMMITTEE MEETINGS AND PROCEDURES

BOARD DECISION-MAKING PROCESS

The Board of Directors is the apex body constituted by Shareholders for overseeing the Company's overall functioning. The Board provides and evaluates the Company's strategic direction, management policies and their effectiveness and ensures that shareholders' long-term interests are being served.

The Board has constituted 8 (Eight) Committees of the Board of Directors, viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Risk Management Committee, Administrative-Cum-Regulatory Committee, Investment & Loan Committee and Business Responsibility Committee. The Board is authorized to constitute other functional Committees, from time to time, depending upon the business needs.

NUMBER OF BOARD MEETINGS

During the financial year 2021-22, 4 (Four) Board Meetings were held and the gap between two Board Meetings was not more than 120 days. The details of Board Meetings held during the year are given below:

Sr. No.	Date of Meeting (s)	Total Strength	No. of Directors Present
1.	April 28, 2021		8
2.	July 21, 2021		8
3.	October 20, 2021	9	8
4.	January 17, 2022		6

The details of attendance of Directors in Board Meetings and the last Annual General Meeting are as follows:

Name of the Director(s)	No. of Board Meetings Attended	Attendance at Annual General Meeting dated August 24, 2021
No. of Board Meetings held during the year	4	-
Mr. Sridhar Gorthi	4	Yes
Mr. Akshay Raheja	3	No
Mr. Viren Raheja	4	No
Mr. Sasha Mirchandani	4	Yes
Ms. Ameeta Parpia	3	Yes
Mr. Rajan Gupta	4	Yes
Ms. Geeta Fulwadaya	4	Yes
Mr. Saurabh Sancheti	3	Yes
Mr. Anuj Jain	1	Yes

Due to Covid-19 Pandemic during the year 2021-22, all the Board Meetings were convened through electronic mode. The Directors attended the Board Meetings through video conferencing.

PROCEDURE AT COMMITTEE MEETINGS

The statutory requirements relating to Board meetings are applicable to Committee meetings. The Committees of the Board of Directors may engage outside experts, advisors and counsels to the extent it considers appropriate to assist in its functioning. Minutes of proceedings of Committee meetings are circulated to the respective committee members and placed before respective Committee and Board meetings for noting. The composition and terms of reference of all the committees are in compliance with the Act and SEBI (LODR) as applicable.

COMMITTEES

AUDIT COMMITTEE

Constitution

The Committee comprises 4 (Four) Non-Executive Directors out of which 3 (Three) are Independent Directors. All the members of the Committee are financially literate and Mr. Sasha Mirchandani, who has done his Business Administration from Strayer University, USA and MMDP program at IIM, Ahmedabad, has financial management expertise. The Chairman of the Audit Committee is an Independent Director.

Composition and Number of Meetings held and Attended by Members during the financial year 2021-22

The composition of the Audit Committee and details of attendance at the meetings are as under:

Committee Members	Category	Designation	Directors Attended
Number of Committee Meetings Held during the year			5
Mr. Sridhar Gorthi	Independent	Chairman	5
Mr. Viren Raheja	Non - Executive & Non-Independent	Member	5
Mr. Sasha Mirchandani	Independent	Member	5
Ms. Ameeta Parpia	Independent	Member	4

During the financial year 2021-22, the Audit Committee have met 5 (five) times and the gap between two meetings was not more than 120 days. The dates of meetings held during the financial year 2021-22 are as below:

Sr. No.	Date of Meeting (s)
1.	April 28, 2021
2.	July 21, 2021
3.	October 20, 2021
4.	January 17, 2022
5	March 30, 2022

Due to Covid-19 Pandemic during the year 2021-22, all the Audit Committee Meetings were convened through electronic mode. The Members attended the Audit Committee Meetings through video conferencing.

The Chairman of the Audit Committee attended the last AGM held on August 24, 2021.

Attendees

The Audit Committee invites the Managing Director, Board Members and Senior Management Personnel, as it considers appropriate to be present at its meetings. The Statutory Auditors and the Internal Auditors are also invited to these meetings.

Terms of Reference

During the year under review, the Company has updated the Terms of Reference of the Committee, and accordingly the term of reference of the Audit Committee inter alia include the following:

- Hold discussions with the auditors periodically about internal control systems, the scope of audit including the

observations of the auditors and review the quarterly, half-yearly and annual financial statements before submission to the Board and also ensure compliance of internal control systems;

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommending to the Board, the appointment, remuneration and terms of appointment, re-appointment and, if required, the replacement or removal of the auditors.
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
 - i) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section 3 of section 134 of the Act.
 - ii) Changes, if any, in accounting policies and practices and reasons for the same.
 - iii) Major accounting entries involving estimates based on the exercise of judgment by the management.
 - iv) Significant adjustments made in the financial statements arising out of audit findings.
 - v) Compliance with listing and other legal requirements relating to financial statements.

- vi) Disclosure of any related party transactions.
 - vii) Modified Opinion(s) in the draft audit report.
 - Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
 - Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
 - Review and monitor the auditor's independence and performance, and effectiveness of audit process;
 - Approval or any subsequent modification of transactions of the Company with related parties;
 - Scrutiny of inter-corporate loans and investments;
 - Valuation of undertakings or assets of the Company, wherever it is necessary;
 - Evaluation of internal financial controls and risk management systems;
 - Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
 - Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 - Discussion with internal auditors on any significant findings and follow up there on;
 - Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
 - Discussion with statutory auditors before the audit commences about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
 - To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
 - To review the functioning of the Whistle Blower mechanism;
 - Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
 - Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
 - Reviewing the utilization of loans and/ or advances from/ investment by the holding Company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
 - Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders.
- Apart from the powers stated in the foregoing paragraph, the Committee would further review the matters related to:
- Management discussion and analysis of financial condition and results of operations;
 - Management letters / letters of internal control weaknesses issued by the statutory auditors;
 - Internal audit reports relating to internal control weaknesses; and
 - The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee;
 - Statement of deviations:
 - i) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of SEBI (LODR).
 - ii) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of SEBI (LODR).
 - The financial statements, in particular, the investments made by the unlisted subsidiary Company;
 - The details of Related Party Transactions entered into by the Company pursuant to each of the omnibus approval granted, if any on a quarterly basis.

NOMINATION AND REMUNERATION COMMITTEE ("NRC")

Constitution

During the year under review, the Committee was reconstituted in accordance with SEBI (LODR) (Third Amendment) Regulations, 2021. The NRC now comprises 3 (three) members. All the members of the Committee are Non-Executive Directors out of which 2 (Two) members are Independent Directors. The Chairman of the Committee is an Independent Director and the Chairman of the Company is also the member of the Committee.

Composition and Number of Meetings held and attended by members during financial year 2021-22

The composition of the NRC and details of attendance at the meetings are as under:

Committee Members	Category	Designation	Directors Attended
No. of Committee Meetings held during the year			3
Mr. Sasha Mirchandani	Independent	Chairman	3
Mr. Viren Raheja	Non - Executive & Non-Independent	Member	2
*Mr. Akshay Raheja	Non - Executive & Non-Independent	Member	-
Mr. Sridhar Gorthi	Independent	Member	3

*Note: Mr. Akshay Raheja ceased to be member of the Committee w.e.f October 20, 2021.

During the Financial year 2021-22, the Nomination and Remuneration Committee have met 3 (three) times and the dates are given below:

Sr. No.	Date of Meeting (s)
1.	April 28, 2021
2.	October 20, 2021
3.	January 17, 2022

Due to Covid-19 Pandemic during the year 2021-22, all the NRC Meetings were convened through electronic mode. The Members attended the NRC Meetings through video conferencing.

The Chairman of the Nomination and Remuneration Committee attended the last AGM held on August 24, 2021.

Terms of Reference

Terms of Reference of the Committee inter alia include the following:

- Formulate criteria for determining qualifications, positive attributes and independence of Directors and recommendation to the Board of Directors a policy relating to the remuneration of the Directors, key managerial personnel and other employees;
- Identification and assessing potential individuals with respect to their expertise, skills, attributes, personal and professional standing for appointment and re-appointment

as Directors/Independent Directors on the Board and as Key Managerial Personnel;

- Support Board in performance evaluation of all the Directors and annual self-assessment of the Board's overall performance;
- Conduct annual performance review of Managing Director and Senior Management Personnel;
- Administration of Employee Stock Option Scheme (ESOS);
- Formulate the criteria for evaluation of performance of Independent Directors and the Board of Directors;
- Devising a policy on diversity of Board of Directors;
- Recommend to the Board, all remuneration, in whatever form, payable to Senior Management Personnel.

STAKEHOLDERS' RELATIONSHIP COMMITTEE ("SRC")

Constitution

The SRC has been constituted to look into investor's complaints like transfer of shares etc. and take necessary steps for redressal thereof. The Company has taken necessary steps to adequately comply with Regulation 20 of SEBI (LODR).

The SRC comprises 3 (Three) members out of which 2 (Two) are Non-Executive Directors. The Chairperson of the Committee is an Independent Director.

Composition and Number of Meetings held and attended by members during financial year 2021-22

The composition of the SRC and details of attendance at the meetings are as under:

Sr. No.	Committee Members	Category	Designation	Directors Attended
No. of Committee meetings held during the year				4
1	Ms. Ameeta Parpia	Independent Director	Chairperson	4
2	Mr. Viren Raheja	Non-Executive Director	Member	3
3	Mr. Rajan Gupta	Managing Director	Member	3



During the financial year 2021-22, the SRC have met 4 (Four) times and the details are given below:

Sr. No.	Date of Meeting (s)
1.	April 28, 2021
2.	July 21, 2021
3.	October 19, 2021
4.	January 17, 2022

Due to Covid-19 Pandemic during the year 2021-22, all the SRC Meetings were convened through electronic mode. The Members attended the SRC Meetings through video conferencing.

The Chairman of the SRC attended the last AGM held on August 24, 2021.

Terms of Reference

Terms of Reference of the Committee inter alia include the following:

- Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc;
- Review of measures taken for effective exercise of voting rights by shareholders;

- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent;
- Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

Name and designation of the Compliance Officer

Mr. Ajay Singh, Head Corporate Legal, Company Secretary and Chief Compliance Officer of the Company is the Compliance Officer for complying with the requirements of SEBI (LODR) and other Securities Laws.

Prevention of Insider Trading Code

The Company has adopted the Code to regulate, monitor and report trading by Directors, promoters, designated persons and specified connected persons of the Company and material subsidiaries of the Company ("Hathway Code"). Mr. Ajay Singh, Head Corporate Legal, Company Secretary and Chief Compliance Officer is responsible for setting forth procedures and implementation of Hathway Code and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.

Investor Grievance Redressal

As of at the end of the Financial year 2021-22, there were no complaints pending

Received from	Received During 2021-22	Redressed during 2021-22	Pending as on March 31, 2022
SEBI	0	0	0
NSE	0	0	0
BSE	0	0	0
NSDL/CDSL	0	0	0
Direct from Investors	0	0	0
Total	0	0	0

RISK MANAGEMENT COMMITTEE

Constitution

The Risk Management Committee (RMC) comprises 3 (three) members, majority members consist of Board of Directors. The Chairperson is an Independent Director.

Composition and Number of Meetings held and attended by members during financial year 2021-22

The composition of the RMC and details of attendance at the meetings are as under:

Sr. No.	Committee Members	Category	Designation	Directors Attended
No. of Committee meetings held during the year				3
1	Ms. Ameeta Parpia	Independent Director	Chairperson	3
2	Mr. Rajan Gupta	Managing Director	Member	2
3	Mr. Ajay Singh	Company Secretary and Compliance Officer	Member	3

During the financial year 2021-22, the RMC have met 3 (three) times and the details are given below:

Sr. No.	Date of Meeting (s)
1.	April 28, 2021
2.	October 19, 2021
3.	January 17, 2022

Due to Covid-19 Pandemic during the year 2021-22, all the RMC Meetings were convened through electronic mode. The members attended the RMC Meetings through video conferencing.

The Chairman of the RMC attended the last AGM held on August 24, 2021.

Terms of Reference

During the year under review, the Company has updated the Terms of Reference of the Committee, which now inter alia include the following:

- To formulate a detailed risk management policy which shall include:
 - i) A framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly, Environmental, Social and

Governance (ESG) related risks), information, cyber security risks or any other risk as may be determined by the Committee.

- ii) Measures for risk mitigation including systems and processes for internal control of identified risks.
- iii) Business continuity plan.

- To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- To keep the board of Directors informed about the nature and content of its discussions, recommendations and actions to be taken;
- To review the appointment, removal and terms of remuneration of the Chief Risk Officer (if any).
- To seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary.

CORPORATE SOCIAL RESPONSIBILITY (“CSR”) COMMITTEE

Constitution

Pursuant to Section 135 of the Act, the CSR Committee comprises 3 (three) Directors, out of which 1 (one) is an Independent Director.

Composition and Number of Meetings held and attended by members during financial year 2021-22

The composition of the CSR Committee and details of attendance at the meetings are as under:

Sr. No.	Committee Members	Category	Designation	Directors Attended
No. of Committee meetings held during the year				2
1	Mr. Viren Raheja	Non-Executive Director	Chairman	2
2	Mr. Rajan Gupta	Managing Director	Member	2
3	Mr. Sridhar Gorthi	Independent Director	Member	2

During the financial year 2021-22, the CSR Committee have met 2 (two) times and the details are given below:

Sr. No.	Date of Meeting (s)
1.	April 28, 2021
2.	July 21, 2021

Due to Covid-19 Pandemic during the year 2021-22, all the CSR Committee Meetings were convened through electronic mode. The Members attended the CSR Committee Meetings through video conferencing.

Terms of reference

Terms of Reference of the Committee inter alia include the following:

- Formulate and recommend to the Board, a Corporate Social Responsibility (CSR) Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII;
- Recommend the amount of expenditure to be incurred on the activities referred to in the CSR policy of the Company; and
- Monitor the CSR Policy of the Company from time to time.



BUSINESS RESPONSIBILITY (“BR”) COMMITTEE

Composition and Number of Meetings held and attended by members during financial year 2021-22

The composition of the BR Committee and details of attendance at the meeting is as under:

Sr. No.	Committee Members	Category	Designation	Directors Attended
	No. of Committee meeting held during the year			1
1.	Mr. Rajan Gupta	Managing Director	Chairman	1
2.	Mr. Viren Raheja	Non-Executive Director	Member	1

During the financial year 2021-22, the BR Committee have met once and the detail is given below:

Sr. No.	Date of Meeting
1.	April 28, 2021

Due to Covid-19 Pandemic during the year 2021-22, the BR Committee Meeting was convened through electronic mode. The Members attended the BR Committee Meeting through video conferencing.

Terms of reference

Terms of Reference of the Committee inter alia include the following:

- Formulate and recommend to the Board, a Business Responsibility Policy which shall indicate the initiatives to be undertaken by the Company as prescribed by SEBI vide Circular No. CIR/CFD/CMD/10/2015 dated November 04, 2015;
- Oversee the effective implementation of Business Responsibility Policy of the Company from time to time;
- Review mechanism to be developed for evaluating the working of the policy;
- To appoint advisors/consultants to assist the Committee;
- To authorize any other official of the Company to assist the Committee in implementation and execution of Business Responsibility Policy.

RECOMMENDATION BY COMMITTEES OF THE BOARD OF DIRECTORS OF THE COMPANY

During financial year 2021-22, the Board of Directors of the Company has accepted all recommendations, received from its Committees.

PERFORMANCE EVALUATION CRITERIA FOR DIRECTORS

The NRC, during the year, had devised the manner of evaluation of the performance of the Board, its Committees and Individual Directors. Accordingly, the Board shall evaluate its own performance and performance of Individual Directors. Each Committee shall do the self-evaluation of its own performance and submit its report of self-evaluation to the

NRC. The NRC shall carry out further evaluation based on the self-evaluation reports submitted by various Committees and submit its consolidated report on Committees evaluation to the Board of Directors. Further, evaluation of performance of the Board, its Committees and Individual Directors shall be carried out through the questionnaire method by using a technology-based platform to maintain the confidentiality and anonymity of responses received from the Directors.

The said manner provides for certain parameters on which the evaluation shall be done. For example attendance, acquaintance with business, communication inter se between board members, effective participation, domain knowledge, compliance with code of conduct, vision, strategy, etc., which is in compliance with applicable laws, regulations and guidelines.

Based on the above, evaluation of the performance of the Board, its Committees and Individual Directors were undertaken during the year.

DIRECTORS’ REMUNERATION

REMUNERATION POLICY

During the year under review, the Company has updated Remuneration Policy for Directors, Key Managerial Personnel and Senior Management of the Company and the same can be accessed on its website www.hathway.com.

The salient features of the said Policy are as under:

- 1) Remuneration to Executive Directors and Key Managerial Personnel;
- 2) Remuneration to Non-Executive Directors;
- 3) Remuneration to Senior Management

The Remuneration Policy is in consonance with the industry practice.

I. Remuneration of Directors

Independent and Non-Executive Directors

Independent and Non-Executive Directors of the Company receive sitting fees for attending Board Meetings while no sitting fee is paid for attending Committee Meetings except Audit Committee. The sitting fees paid to Independent and Non-Executive Directors is within the limits prescribed under the Act.

Details of the sitting fees paid during the financial year 2021-22 are as under:

Sl. No.	Name of Director (s)	Sitting Fees (in ₹)
1	Mr. Akshay Raheja	1,50,000
2	Ms. Ameeta Parpia	3,10,000
3	Mr. Sasha Mirchandani	4,00,000
4	Mr. Sridhar Gorthi ²	4,00,000
5	Mr. Viren Raheja	4,00,000
6	Ms. Geeta Fulwadaya	2,00,000
7	Mr. Saurabh Sancheti	1,50,000
8	Mr. Anuj Jain	50,000
Grand Total		20,60,000

²Payment made to Sunshine Foundation

During the year, there were no other pecuniary relationships or transactions of Non Executive Directors with the Company. The Company has not granted any stock options to Non Executive Directors.

II. Executive Director

As of March 31, 2022, Mr. Rajan Gupta, Managing Director was the only Executive Director of the Company.

During the year under review, Mr. Rajan Gupta was re-appointed as Managing Director of the Company as on November 22, 2021 for a term of 3 years from November 25, 2021 to November 24, 2024.

Details of remuneration paid to Mr. Rajan Gupta during the financial year ended March 31, 2022 is given below:

Particulars	Rajan Gupta
All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc. of all the Directors (Applicable only in case of Managing Director)	₹ 5,50,34,250*
Details of fixed component and performance linked incentives along with the performance criteria	Fixed: ₹ 4,15,34,250* Variable: ₹ 1,35,00,000
Service Contracts	Yes

GENERAL BODY MEETINGS

ANNUAL GENERAL MEETING

Location, time and date of holding of the last 3 (three) Annual General Meetings

Financial Year	Date of AGM	Venue	Time
2020-21	August 24, 2021	Through video conferencing ("VC") / Other Audio-Visual Means ("OAVM"). The deemed venue was the Registered Office of the Company.	02:00 pm
2019-20	September 25, 2020	Through video conferencing ("VC") / Other Audio-Visual Means ("OAVM"). The deemed venue was the Registered Office of the Company.	12:00 noon
2018-19	July 31, 2019	ISKCONs Auditorium, Hare Krishna Land, Next to Hare Krishna Temple, Juhu, Mumbai 400049	03:00 pm

Particulars	Rajan Gupta
Severance Fee	Nil
Notice Period	6 months
Stock option details, if any and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable	Nil

*Includes provident fund of ₹ 12,96,000/-

FRAMEWORK FOR MONITORING SUBSIDIARY COMPANIES

During the year under review, Hathway Digital Limited (HDL) (formerly known as Hathway Digital Private Limited) is the material subsidiary of the Company as per SEBI (LODR).

In terms of the provisions of Regulation 24(1) of SEBI (LODR), Ms. Ameeta Parpia is the Independent Director of the Company on the Board of HDL. The Company is in compliance with Regulation 24A of SEBI (LODR). The Company's unlisted material subsidiary has undergone Secretarial Audit. Copy of Secretarial Audit Report of HDL is available on the website of the Company. The Secretarial Audit Report of HDL does not contain any qualification, reservation or adverse remark or disclaimer.

The Company monitors performance of subsidiary companies, inter alia, by the following means:

- Financial statements, in particular investments made by Subsidiary Companies, are reviewed quarterly by the Company's Audit Committee.
- Minutes of Board meetings of Subsidiary Companies are placed before the Company's Board regularly.
- A statement containing all significant transactions and arrangements entered into by Subsidiary Companies is placed before the Company's Board.
- Presentations are made to the Company's Board on business performance by the senior management on major Subsidiaries of the Company.

The Company's Policy for determining Material Subsidiaries is put up on the Company's website.



Special Resolutions passed during previous 3 (three) Annual General Meetings

Date of AGM	Particulars of Special Resolutions Passed
July 31, 2019	Alteration of the Articles of Association of the Company
September 25, 2020	Re-appointment of Ms. Ameeta Parpia as an Independent Director
August 24, 2021	None

Postal Ballot

(a) During the financial year 2021-22, 1 (One) Postal Ballot was conducted and the following resolution was passed by requisite majority.

Postal Ballot Notice was dated October 20, 2021 and the date of passing of the Resolution was November 22, 2021

Resolution	Type of Resolution	Votes in favour of resolution		Votes against the resolution	
		No. of votes	% to total votes assented	No. of votes	% to total votes
Re-appointment of Mr. Rajan Gupta as the Managing Director of the Company, including his terms of re-appointment and remuneration	Ordinary	1,50,86,72,026	*99.96	5,74,963	*0.04

*Rounded off to nearest decimal.

Other details of Postal Ballot were as below:

Postal Ballot Notice dated	Cut Off date	Date of dispatch of notice	Date of publication of dispatch of notice in newspapers	Commencement of E-voting	End of e-voting by Scrutinizer	Date of declaration of results
October 20, 2021	October 15, 2021	October 21, 2021	October 21, 2021 October 24, 2021	October 24, 2021	November 22, 2021	November 22, 2021

Postal Ballot process

- i. Mr. Himanshu S. Kamdar, Practicing Company Secretary (Membership No. 5171), Partner-Rathi and Associates, Company Secretaries was appointed as the Scrutinizer for submitting report on voting through remote voting for postal Ballot exercise for the Postal Ballot Notice dated October 20, 2021.
- ii. The Board of Directors, at their Meeting, approved the resolution to be passed through Postal Ballot and authorised any of the Directors and/or the Company Secretary of the Company to conduct the postal ballot process.
- iii. Notice of Postal Ballot, along with the ballot papers, were sent to the Shareholders through email. E-voting facility was also offered to eligible Shareholders to enable them to cast their votes electronically.
- iv. An advertisement was published in a English newspaper and a Marathi newspaper about the dispatch of Postal Ballot Notice alongwith ballot papers.

- v. The Scrutinizer gave his report to the Chairman.
- vi. The Company Secretary announced the results of the Postal Ballot on receipt of the Scrutinizer's Report.
- vii. The result was intimated to the Stock Exchange(s) and are also hosted on the Company's website www.hathway.com

(b) Whether any Special Resolution is proposed to be conducted through Postal Ballot:

There is no immediate proposal for passing any special resolution through Postal Ballot.

DISCLOSURE ON MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTIONS THAT MAY HAVE POTENTIAL CONFLICT WITH THE COMPANY'S INTERESTS AT LARGE

The Company's major related party transactions are generally with its subsidiaries and fellow subsidiaries. The related party transactions are entered into based on considerations of various business exigencies, optimization of market share, profitability, legal requirements, liquidity and capital resources of subsidiaries.

All the contracts / arrangements / transactions entered by the Company during the financial year with related parties were in its ordinary course of business and on an arm's length basis.

During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on Materiality of Related Party Transactions. The Company has made full disclosure of transactions with the

related parties as set out in Note 4.13 of Standalone Financial Statements, which forms part of the Annual Report.

There were no transactions of material nature with Directors/ Promoters or any related entity, which will have any potential conflict with the interests of the Company at large.

The Company's Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions is put up on the Company's website.

DETAILS OF NON-COMPLIANCE BY THE COMPANY, PENALTIES, STRICTURES IMPOSED ON THE COMPANY BY STOCK EXCHANGE OR SEBI, OR ANY STATUTORY AUTHORITY, ON ANY MATTER RELATED TO CAPITAL MARKETS, DURING THE LAST THREE YEARS

FY 2021-22

Sr. No.	Action taken by	Details of Violation	Details of action taken	Observations/ Remarks
1.	BSE Limited (BSE) and The National Stock Exchange of India Limited (NSE)	Maintenance of minimum public shareholding (MPS) of at least 25% pursuant to Regulation 38 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Rule 19(2) and Rule 19A of the Securities Contracts (Regulation) Rules, 1957.	<p>The Company had received notices from BSE and NSE:</p> <p>1) dated July 05, 2021, for payment of penalty of ₹ 7,19,800 (Rupees Seven Lakhs Nineteen Thousand and Eight Hundred only) for the period of January 01, 2021 to March 31, 2021, and</p> <p>2) dated September 17, 2021 for payment of ₹ 3,06,800 (Rupees Three Lakhs Six Thousand and Eight Hundred Only) for the period April 01, 2021 to April 26, 2021.</p> <p>With regard to aforementioned notices, the Company had suo moto made payment of ₹ 7,13,900/- (Rupees Seven Lakhs Thirteen Thousand and Nine Hundred Only) on April 03, 2021, while it made payment of ₹ 5,900/- (Rupees Five Thousand and Nine Hundred Only) on July 07, 2021 and ₹ 3,06,800 (Rupees Three Lakhs Six Thousand and Eight Hundred Only) on September 17, 2021.</p>	Effective April 27, 2021, the Company is fully compliant with MPS requirements.



FY 2020-21

Sr. No.	Action taken by	Details of Violation	Details of action taken	Observations/ Remarks
1.	BSE Limited and The National Stock Exchange of India Limited	Maintenance of minimum public shareholding of atleast 25%, pursuant to Regulation 38 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Rule 19(2) and Rule 19A of the Securities Contracts (Regulation) Rules, 1957.	Penalty of ₹ 5,000 per day for the period from February 28, 2020 to December 31, 2020 levied by BSE Limited and The National Stock Exchange of India Limited	<p data-bbox="1133 289 1511 804">During financial year 2018-19, Jio Content Distribution Holdings Private Limited (JCDHPL), Jio Internet Distribution Holdings Private Limited (JIDHPL) and Jio Cable and Broadband Holdings Private Limited (JCBHPL) ("Promoters") acquired sole control of the Company through a preferential offer followed by an open offer. Consequently, the public shareholding fell below the minimum public shareholding ("MPS") prescribed under the Securities Contracts (Regulation) Rules, 1957.</p> <p data-bbox="1133 825 1511 1276">To achieve compliance of 25% MPS (against 5.91% public shareholding), the Promoters had made an offer for sale of 33,79,83,855 equity shares representing 19.09% of the total issued and paid-up equity share capital of the Company, in accordance with the provisions of the applicable SEBI Circulars. Pursuant to the said offer for sale, effective March 30, 2021, the public shareholding of the Company increased from 5.91% to 13.39%.</p> <p data-bbox="1133 1297 1511 1686">Thereafter, the Promoters made another offer for sale of 20,54,43,340 equity shares representing 11.61% of the total issued and paid-up equity share capital of the Company, in accordance with the provisions of the applicable SEBI Circulars. Pursuant to the said offer for sale, effective April 27, 2021, the public shareholding of the Company has increased from 13.39 % to 25%.</p> <p data-bbox="1133 1707 1511 1791">Accordingly, the Company achieved compliance with the MPS requirement w.e.f April 27, 2021.</p>

FY 2019-20

Nil

WHISTLE BLOWER POLICY

The Company promotes safe, ethical and compliant conduct of all its business activities and has put in place a mechanism for reporting illegal or unethical behaviour. The Company has framed a Vigil Mechanism and Whistle Blower Policy under which the employees are encouraged to report violations of applicable laws and regulations and the Code of Conduct without fear of any retaliation. The Company's personnel have access to the Chairman of the Audit Committee in cases such as concerns about unethical behavior, frauds and other grievances. No personnel of the Company have been denied access to the Audit Committee. The Vigil Mechanism and Whistle blower Policy has been updated during the year under review and is available on the website of the Company.

PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Company is committed to provide a work environment that ensures every employee is treated with dignity, respect and afforded equal treatment. The Company has complied with the provision relating to the constitution of Internal Complaints Committee and during the year under review, as per the table given below, the Company has not received any complaints under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Number of Com-plaints filed dur-ing FY 2021-22	Number of Com-plaints disposed off during FY 2021-22	Number of Com-plaints pending for FY 2021-22
0	0	0

DISCLOSURE OF LOANS AND ADVANCES

During the year under review, no loans and advances in the nature of loans to any firms/Companies have been granted by the Company and its Subsidiaries in which Directors are interested.

ADOPTION OF MANDATORY REQUIREMENTS

The Company has complied with all mandatory requirements of Regulation 34 of SEBI (LODR).

The Company has adopted the following discretionary requirements of the SEBI (LODR) :

Audit Qualification

The Company is in the regime of unmodified opinions on financial statements.

Reporting of Internal Auditors

The Internal Auditors directly reports to the Audit Committee.

MEANS OF COMMUNICATION

- i. All the vital information relating to the Company like quarterly results, annual results, official press releases, presentations, if any, made to Institutional Investors or Analysts are posted on the website of the Company www.hathway.com on timely basis.

- ii. The quarterly and annual financial results of the Company is published in Mumbai Lakshadeep (Marathi Newspaper) and Financial Express (English Newspaper). The said financial results are also submitted to the National Stock Exchange of India Limited and BSE Limited.
- iii. The Annual Report containing, inter alia, Audited Financial Statement, Audited Consolidated Financial Statement, Board's Report, Auditors' Report and other important information is circulated to the members and others entitled thereto. The Management Discussion and Analysis Report forms part of the Annual Report. The Annual Report is also available in downloadable form on the website of the Company

GENERAL SHAREHOLDER INFORMATION

DATE, TIME AND VENUE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

The Annual General Meeting of the Company would be held on Tuesday, June 28, 2022 at 12:00 noon (I.S.T) through Video Conferencing /other Audio Visual means as setout in the notice convening the Annual General Meeting . The Deemed venue of the meeting is 805/806, Windsor, 8th Floor, Off CST Road, Kalina, Santacruz (East), Mumbai 400 098.

FINANCIAL YEAR

The Company follows April 1 to March 31 as its financial year. The results for every quarter beginning from April are declared as per the SEBI (LODR).

DIVIDEND PAYMENT DATE

The Board of Directors of the Company have not recommended any dividend for the financial year ended March 31, 2022.

LISTING INFORMATION

The Company's equity shares are listed on National Stock Exchange of India Limited and BSE Limited.

- National Stock Exchange of India Limited
Address: Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai-400051
(Code: HATHWAY)
 - BSE Limited
Address: P.J. Towers, 1st Floor, Dalal Street, Mumbai-400001
(Code: 533162)
- ISIN: INE982F01036

ADDRESS FOR CORRESPONDENCE

For General Correspondence:

Mr. Ajay Singh-Head Corporate Legal, Company Secretary and Chief Compliance Officer
805/806, 8th floor, Windsor, Off C.S.T Road, Kalina, Santacruz (East), Mumbai-400098.



For matters related to Share transfers, Dematerialization etc.:

REGISTRAR AND TRANSFER AGENTS

Link Intime India Private Limited
C-101, 247 Park,
LBS Marg, Vikhroli West,
Mumbai-400083
Tel: (022) 49186000
Fax: (022) 49186060
Toll free Number : 91 22 49186000
Email ID : rnt.helpdesk@linkintime.co.in
Website : www.linkintime.co.in

SHARE TRANSFER SYSTEM

As mandated by SEBI, securities of the Company can be transferred / traded only in dematerialised form. Shareholders holding shares in physical form are advised to avail the facility of dematerialisation. In this regard, communication regarding dematerialisation of shares and explaining procedure thereof, is available on the website of the Company.

During the year, the Company obtained, a certificate (annual) from a Company Secretary in Practice, certifying that all certificates for transfer, transmission, sub-division, consolidation, renewal, exchange and deletion of names, were issued as required under Regulation 40(9) of the SEBI (LODR) read with SEBI Circular no. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/59, dated April 13, 2020. These certificates were duly filed with the Stock Exchanges.

PLANT LOCATIONS

The Company is not engaged in manufacturing activities.

PAYMENT OF LISTING FEES

Annual listing fee for the financial year 2022-23 has been paid by the Company to BSE Limited and National Stock Exchange of India Limited.

PAYMENT OF DEPOSITORY FEES

Annual Custody / Issuer fee is being paid by the Company within the due date based on invoices received from the Depositories.

FEES PAID TO STATUTORY AUDITORS

During the year, an amount of ₹ 90,60,000/- (Rupees Ninety Lakhs Sixty Thousand only) excluding taxes was paid to M/s. Nayan Parikh & Co. the statutory auditors of the Company for all services rendered by it to the Company, its subsidiaries, and all entities in the network firm/network entity of which the statutory auditors is a part, on a consolidated basis.

CREDIT RATING

During the year, the Company had repaid its entire credit facilities and accordingly, as there was no need for credit rating, at the request of the Company, India Ratings & Research Private Limited (Ind-Ra) – (Credit Rating Agency) has withdrawn its rating assigned to the credit facilities of the Company.

DETAILS OF UTILIZATION OF FUNDS RAISED THROUGH PREFERENTIAL ALLOTMENT

During the financial year 2018-19, the Company had raised funds through following 2 (two) preferential allotments:

Sr. No.	Date of Allotment	Name of the Allottee	Number of Equity Shares	Amount (₹)
1.	August 29, 2018	Hathway Investments Private Limited	30,800,000	996,380,000
2.	January 30, 2019	Jio Content Distribution Holdings Private Limited	534,698,609	17,297,500,001
3.	January 30, 2019	Jio Internet Distribution Holdings Private Limited	214,296,755	6,932,500,024
4.	January 30, 2019	Jio Cable and Broadband Holdings Private Limited	159,814,636	5,170,003,475
TOTAL			939,610,000	30,396,383,500

The funds raised by the Company through preferential issue, have been utilised for the purpose stated in the explanatory statement of postal ballot dated July 20, 2018 and EGM Notice dated October 17, 2018.

The details of utilization of funds during the year are as follows:

Sr. No.	Purpose	Amount Utilized as at March 31, 2021 (in ₹)	Utilization During the Year	Amount Utilized as at March 31, 2022 (in ₹)
1.	General Corporate Purpose	28,583,180,000	-	28,583,180,000
2.	Balance to be utilized	1,813,203,500	-	1,813,203,500

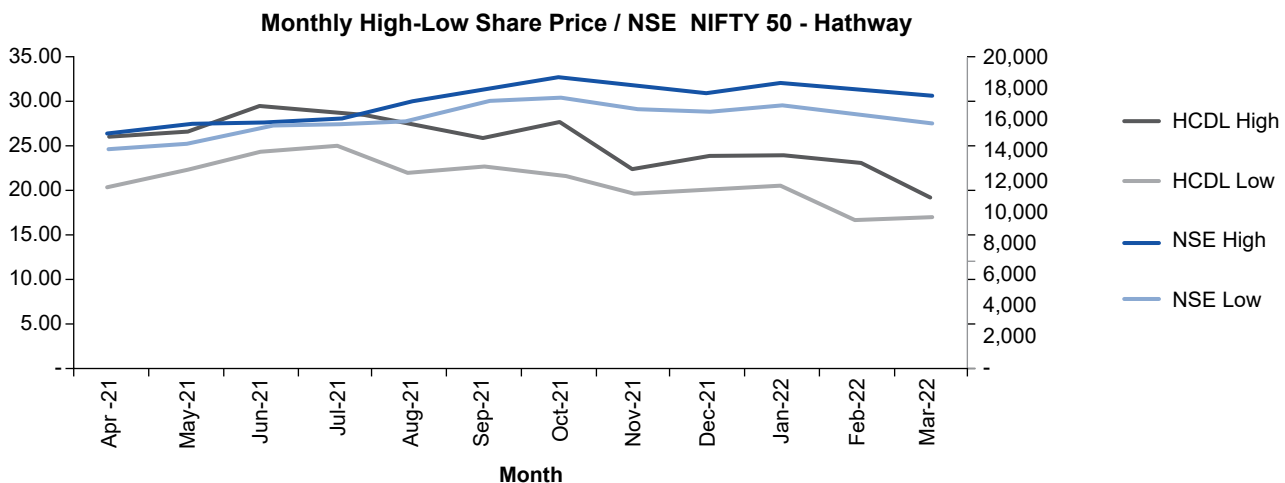
STOCK MARKET PRICE DATA

The National Stock Exchange of India Limited

Monthly High and Low of closing prices of the Company's Equity Shares traded at the National Stock Exchange of India Limited for the financial year ended March 31, 2022 is given below:

Month	NSE (High)	NSE (Low)	Hathway (High)	Hathway (Low)
Apr-21	15,044.35	14,151.40	26.15	20.55
May-21	15,606.35	14,416.25	26.90	22.45
Jun-21	15,915.65	15,450.90	29.25	24.40
Jul-21	15,962.25	15,513.45	28.70	25.00
Aug-21	17,153.50	15,834.65	27.85	21.90
Sep-21	17,947.65	17,055.05	25.75	22.95
Oct-21	18,604.45	17,452.90	27.60	21.75
Nov-21	18,210.15	16,782.40	22.45	19.60
Dec-21	17,639.50	16,410.20	23.70	20.00
Jan-22	18,350.95	16,836.80	24.05	20.45
Feb-22	17,794.60	16,203.25	23.15	16.80
Mar-22	17,559.80	15,671.45	19.30	17.05

Performance in comparison to NSE Nifty

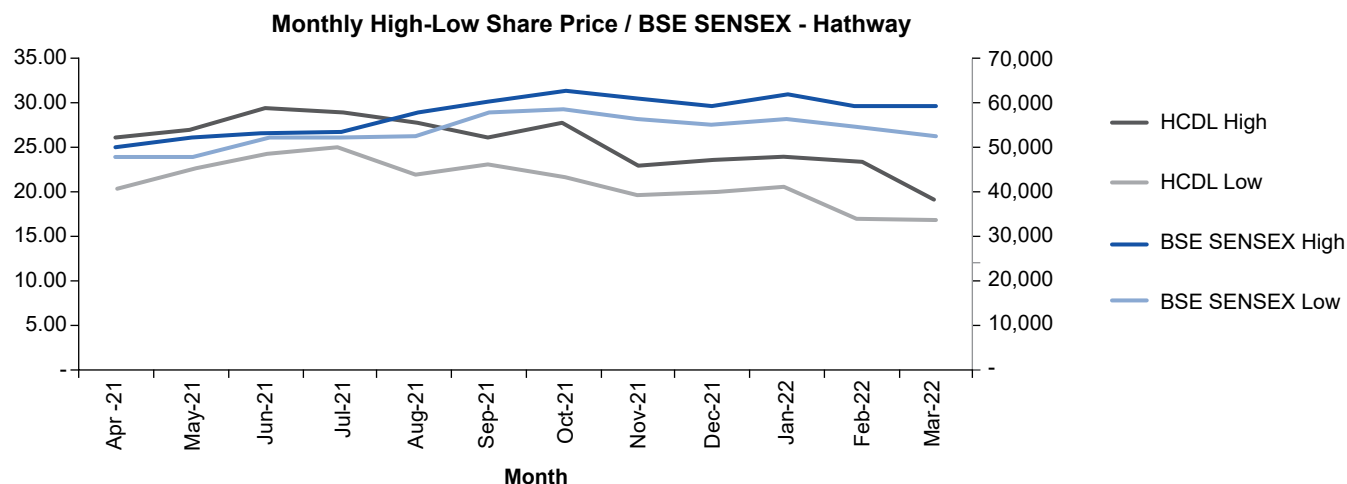


BSE Limited

Monthly High and Low of closing prices of the Company's equity shares traded at BSE Limited for the financial year ended March 31, 2022 is given below:

Month	BSE SENSEX (High)	BSE SENSEX (Low)	Hathway (High)	Hathway (Low)
Apr-21	50,375.77	47,204.50	26.10	20.50
May-21	52,013.22	48,028.07	26.95	22.50
Jun-21	53,126.73	51,450.58	29.30	24.40
Jul-21	53,290.81	51,802.73	28.70	25.00
Aug-21	57,625.26	52,804.08	27.80	21.90
Sep-21	60,412.32	57,263.90	25.95	22.95
Oct-21	62,245.43	58,551.14	27.60	21.75
Nov-21	61,036.56	56,382.93	22.90	19.65
Dec-21	59,203.37	55,132.68	23.65	20.00
Jan-22	61,475.15	56,409.63	24.05	20.45
Feb-22	59,618.51	54,383.20	23.20	16.80
Mar-22	58,890.92	52,260.82	19.40	17.05

Performance in comparison to BSE SENSEX



Distribution of Shareholding as on March 31, 2022 -Based on Nominal Value

Sl. no.	Shareholding of Nominal Value (INR)		Number of Shareholders	% of Total	Share Amount (INR)	% of Total Issued Capital
	From	To				
1	1	1,000	250,178	80.1280	61,513,182	1.7376
2	1,001	2,000	28,787	9.2200	48,456,164	1.3687
3	2,001	4,000	15,715	5.0333	49,160,988	1.3886
4	4,001	6,000	5,719	1.8317	29,445,742	0.8318
5	6,001	8,000	2,683	0.8593	19,579,504	0.5531
6	8,001	10,000	2,844	0.9109	27,281,632	0.7706
7	10,001	20,000	3,647	1.1681	56,220,588	1.5881
8	20,001	*****	2,650	0.8488	3,248,551,200	91.7616
TOTAL			312,223	100.0000	3,540,209,000	100.00

Distribution of Shareholding as on March 31, 2022- Based on Shares Held

Sl. no.	Shareholding of Shares		Number of Shareholders	% of Total Shareholders	Total Shares For The Range	% of Total Issued Capital
	From	To				
1	1	500	250,178	80.1280	30,756,591	1.7376
2	501	1,000	28,787	9.2200	24,228,082	1.3687
3	1,001	2,000	15,715	5.0333	24,580,494	1.3886
4	2,001	3,000	5,719	1.8317	14,722,871	0.8318
5	3,001	4,000	2,683	0.8593	9,789,752	0.5531
6	4,001	5,000	2,844	0.9109	13,640,816	0.7706
7	5,001	10,000	3,647	1.1681	28,110,294	1.5881
8	10,001	*****	2,650	0.8488	1,624,275,600	91.7616
TOTAL			312,223	100.0000	1,770,104,500	100.00

Category wise Distribution Schedule as on March 31, 2022

Sr. No.	Category	No. of Shares held	% of Total Issued Capital
1.	Directors	241,004,240	13.6153
2.	Corporate Bodies (Promoter Companies)	1,086,612,375	61.3869
3.	Clearing Members	2,854,237	0.1612
4.	Other Bodies Corporate	20,403,194	1.1527
5.	Foreign Portfolio Investors (Corporate)	120,187,983	6.7899
6.	Mutual Funds	46,996,906	2.6550
7.	Body Corporate-LLP	1,210,354	0.0684
8.	Non-Resident Indians	17,461,023	0.9864
9.	Public	220,966,362	12.4832
10.	Hindu Undivided Family	7,694,413	0.4347
11.	Insurance Companies	2,438,110	0.1377
12.	Nationalised Banks	1,508	0.0001
13.	Alternate Investment Funds	2,273,795	0.1285
Total		1,770,104,500	100.00

DEMATERIALIZATION OF SHARES AND LIQUIDITY

The shares of the Company are compulsorily in demat segment and are available for trading in the depository systems of both the depositories i.e. National Securities Depository Limited and Central Depository Services (India) Limited under the ISIN INE982F01036.

As on March 31, 2022, except 16 equity shares, all the shares are held in dematerialized form.

FURNISHING OF PAN, KYC DETAILS AND NOMINATION

As per SEBI circular dated November 03, 2021 read with Clarification Letter dated December 14, 2021, Letter was sent to the Physical shareholders of the Company for furnishing of PAN, KYC details and Nomination.

GDR'S/ADR'S/WARRANTS OR ANY CONVERTIBLE INSTRUMENTS

The Company has not issued any GDR's/ADR's/Warrants or any convertible instruments pending conversion and hence it does not have any outstanding GDR's/ADR's/Warrants or any convertible instruments pending conversion likely to impact the Equity Share Capital of the Company.

DETAILS AS PER CLAUSE F OF SCHEDULE V OF SEBI (LODR)

Disclosures with respect to Demat Suspense Account/Unclaimed Suspense Account:

Aggregate number of shareholders and the outstanding shares in the suspense account lying as on April 01, 2021		Details of Shareholders approached during FY 2021-22 for claiming of shares		Details of Shareholders to whom the shares have been transferred during FY 2021-22		Aggregate number of shareholders and outstanding shares in the suspense account lying as on March 31, 2022	
No. of share holders	No. of Shares	No. of share holders	No. of Shares	No. of share holders	No. of Shares	No. of share holders	No. of Shares
11	4,250	-	-	-	-	11	4,250

Note: Shareholders may please note that voting rights on the said shares shall remain frozen till the rightful owner of such shares claims the same.



EMPLOYEE STOCK OPTIONS

During the year under review, no shares have been allotted under Employee Stock Options Scheme.

COMMODITY PRICE RISKS / FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES

The Company does not deal in commodities. The Company does not have any foreign receivable however it has foreign exchange exposure in terms of letter of credit or other arrangements with foreign suppliers for import of capital goods and services. The Company has in place a robust risk management framework for identification and monitoring and mitigation of foreign exchange risk. The risk are monitored and tracked on regular basis and mitigation strategy are adopted in line with risk management framework.

WEBLINKS FOR THE MATTERS REFERRED IN THIS REPORT ARE AS UNDER

Particulars	Website link
Composition of Board of Directors	https://www.hathway.com/About/AboutUs
Composition of various Committees of the Board	https://www.hathway.com/assets/pdf/Compliance%20Report/2019-2020/Directory/Composition%20of%20the%20Committees%20of%20Board%20of%20Directors_16.10.2019.pdf
Familiarization Programme for Independent Directors	https://www.hathway.com/assets/pdf/Compliance%20Report/2021-2022/Directory/Familiarization%20Programme_2021-22.pdf
Code for Independent Directors	https://www.hathway.com/assets/pdf/Policies/Code%20of%20Conduct%20for%20Independent%20Directors_2014-15_29.05.2014.pdf
Code of Conduct for Board Members and Senior Management Personnel	https://www.hathway.com/assets/pdf/Policies/Code%20of%20Conduct%20for%20Board%20Members%20and%20Senior%20Management%20Personnel.pdf
Policy for Selection of Directors and Determining Directors' Independence	https://www.hathway.com/assets/pdf/Policies/Policy%20for%20Selection%20of%20Directors.pdf
Remuneration Policy for Directors, Key Managerial Personnel and Senior Management	https://www.hathway.com/assets/pdf/Policies/Remuneration%20Policy%20for%20Directors.pdf
Policy on Board Diversity	https://www.hathway.com/assets/pdf/Policies/Policy%20on%20Board%20Diversity.pdf
Succession Plan	https://www.hathway.com/assets/pdf/Policies/HathwayCable_Sucession_Plan.pdf
Policy on Material Subsidiaries	https://www.hathway.com/assets/pdf/Policies/Policy%20on%20material%20subsidiaries_2014-15_11.02.2015.pdf
Related Party Transactions Policy	https://www.hathway.com/assets/pdf/Policies/Related%20Party%20Transactions%20Policy_16.01.2020.pdf
Policy for Determination of Material Events	https://www.hathway.com/assets/pdf/Policies/HathwayCable_Policy_for_determination_of_Material_Events.pdf
Archival Policy	https://www.hathway.com/assets/pdf/Policies/HathwayCable_Archival_Policy.pdf
Vigil Mechanism and Whistle-blower Policy	hathway.com/assets/pdf/Policies/Vigil%20Mechanism%20and%20Whistle-Blower%20Policy.pdf
Quarterly, Half-yearly and Annual Financial Results	https://www.hathway.com/About/QuarterlyFinancialResults#/panel6/q4
Annual Report	https://www.hathway.com/About/AnnualReport

COMPLIANCE WITH REGULATION 17 TO 27 AND CLAUSES (B) TO (I) OF SUB-REGULATION (2) OF REGULATION 46 OF SEBI (LODR)

The Company has on a timely basis disclosed the compliance as specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (LODR).

Sr. No.	Particulars	Regulation	Compliance Status Yes / No / N.A.	Key Compliance observed
1.	Board of Directors	17	Yes	<ul style="list-style-type: none"> • Composition and Appointment of Directors • Meetings and quorum • Review of compliance reports • Plans for orderly succession for appointments • Code of Conduct • Fees / compensation to non-executive Directors • Minimum information to be placed before the Board • Compliance Certificate by CEO and CFO • Risk assessment and risk management plan • Performance evaluation of Independent Directors • Recommendation of Board for each item of special business
2.	Maximum Number of Directorships	17A	Yes	<ul style="list-style-type: none"> • Directorships in listed entities
3.	Audit Committee	18	Yes	<ul style="list-style-type: none"> • Composition • Meetings and quorum • Chairperson present at Annual General Meeting • Role of the Committee
4.	Nomination and Remuneration Committee	19	Yes	<ul style="list-style-type: none"> • Composition • Chairperson present at Annual General Meeting • Meetings and quorum • Role of the Committee
5.	Stakeholders' Relationship Committee	20	Yes	<ul style="list-style-type: none"> • Composition • Chairperson present at Annual General Meeting • Meetings • Role of the Committee
6.	Risk Management Committee	21	Yes	<ul style="list-style-type: none"> • Composition • Meetings • Role of the Committee
7.	Vigil Mechanism	22	Yes	<ul style="list-style-type: none"> • Vigil Mechanism for Directors and employees • Adequate safeguards against victimization • Direct access to Chairperson of Audit Committee
8.	Related Party Transactions	23	Yes	<ul style="list-style-type: none"> • Policy on Materiality of Related Party transactions and dealing with Related Party Transactions • Prior approval including omnibus approval of Audit Committee for Related Party Transactions • Periodical review of Related Party transactions • Disclosure on Related Party Transactions



Sr. No.	Particulars	Regulation	Compliance Status Yes / No / N.A.	Key Compliance observed
9.	Subsidiaries of the Company	24	Yes	<ul style="list-style-type: none"> • Appointment of Company's Independent Director on the Board of material subsidiary • Review of financial statements and investments of subsidiary by the Audit Committee • Minutes of the Board of Directors of the subsidiaries are placed at the meeting of the Board of Directors • Significant transactions and arrangements of subsidiary are placed at the meeting of the Board of Directors
10.	Secretarial Audit	24A	Yes	<ul style="list-style-type: none"> • Secretarial Audit of the Company • Secretarial Audit of material unlisted subsidiaries incorporated in India • Annual Secretarial Compliance Report
11.	Obligations with respect to Independent Directors	25	Yes	<ul style="list-style-type: none"> • Maximum directorships and tenure • Meetings of Independent Directors • Cessation and appointment of Independent Directors • Familiarisation of Independent Directors • Declaration from Independent Directors that he / she meets the criteria of independence • Directors and Officers insurance for all the Independent Directors
12.	Obligations with respect to employees including Senior Management, Key Managerial Personnel, Directors and Promoters	26	Yes	<ul style="list-style-type: none"> • Memberships / Chairmanships in Committees • Affirmation on compliance of Code of Conduct by Directors and Senior Management • Disclosure of shareholding by non-executive Directors • Disclosures by Senior Management about potential conflicts of interest • No agreement with regard to compensation or profit sharing in connection with dealings in securities of the Company by Key Managerial Personnel, Director and Promoter
13.	Other Corporate Governance requirements	27	Yes	<ul style="list-style-type: none"> • Filing of quarterly, half-yearly and yearly compliance report on Corporate Governance
14	Website	46(2)(b) to (i)	Yes	<ul style="list-style-type: none"> • Terms and conditions of appointment of Independent Directors • Composition of various Committees of the Board of Directors • Code of Conduct of Board of Directors and Senior Management Personnel • Details of establishment of Vigil Mechanism and Whistle-blower policy • Policy on dealing with Related Party Transactions • Policy for determining material subsidiaries • Details of familiarisation programmes imparted to Independent Directors

NO DISQUALIFICATION CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

The Company has obtained a Certificate from M/s. Rathi and Associates, Company Secretaries confirming that none of the Directors on the board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/Ministry of Corporate Affairs or any such statutory authority, as stipulated under Regulation 34 (3) of SEBI (LODR) which forms part of this Report as **Annexure - A**.

CEO/CFO CERTIFICATION

The MD and Chief Financial Officer (CFO) of the Company have certified to the Board regarding their review on the Financial Statements, Cash Flow Statement and other matters related to internal controls in the prescribed format for the year

ended March 31, 2022 in terms of Regulation 17 (8) of SEBI (LODR). The MD and CFO also give quarterly certification on financial results while placing the financial results before the board in terms of Regulation 33(2) of SEBI (LODR).

CODE OF CONDUCT DECLARATION

I hereby confirm that the Company has obtained from all the members of the Board and Senior Management Personnel, the affirmation that they have complied with the 'Code of Conduct' in respect of the financial year 2021-22.

Place: Mumbai
Date: April 12, 2022

RAJAN GUPTA
Managing Director
DIN: 07603128



To,
The Members,
HATHWAY CABLE AND DATACOM LIMITED

Corporate Governance Certificate

We have examined the compliance of conditions of Corporate Governance by **HATHWAY CABLE AND DATACOM LIMITED** ("the Company") for the financial year ended March 31, 2022, as stipulated in Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We have conducted our examination on the basis of the relevant records and documents maintained by the Company and furnished to us for the purpose of review and the information and explanations given to us by the Company during the course of such review.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has in all material respect complied with the conditions of Corporate Governance as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

FOR RATHI & ASSOCIATES
COMPANY SECRETARIES

HIMANSHU KAMDAR

Partner

M. NO. FCS 5171

C.P. No. 3030

Date: April 12, 2022
Place: Mumbai

ANNEXURE - A

To,
The Board of Directors
Hathway Cable and Datacom Limited
Rahejas 4th Floor, Corner of Main Avenue,
V.P. Road, Santacruz (West),
Mumbai 400 054

Dear Sir(s),

Re: Certificate pursuant to Clause 10(i) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Hathway Cable and Datacom Limited (CIN: L64204MH1959PLC011421) ("the Company"), a Public Limited Company incorporated under the provisions of the erstwhile Companies Act, 1956 whose equity shares are listed on the National Stock Exchange of India Limited ("NSE") and the BSE Limited ("BSE"), has approached us to issue certificate confirming that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as director of the Company by the Securities and Exchange Board of India (SEBI or Board)/Ministry of Corporate Affairs or any such statutory authority and based on the individual confirmations received from the Board of Directors of the Company who were in their respective office as on March 31, 2022 viz.

Sr. No.	Name of the Director	DIN
1.	Mr. Sridhar Gorthi	00035824
2.	Mr. Viren Rajan Raheja	00037592
3.	Mr. Akshay Rajan Raheja	00288397
4.	Mr. Sasha Gulu Mirchandani	01179921
5.	Ms. Ameeta Aziz Parpia	02654277
6.	Ms. Geeta Kalyandas Fulwadaya	03341926
7.	Mr. Rajan Gupta	07603128
8.	Mr. Saurabh Sancheti	08349457
9.	Mr. Anuj Jain	08351295

and we certify that:

None of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

This certificate is issued by us only for the purpose of disclosure to be furnished in the Corporate Governance Report of the Company for the financial year ended March 31, 2022, pursuant to Clause 10(i) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and should not be used for any other purpose.

For RATHI AND ASSOCIATES
COMPANY SECRETARIES

HIMANSHU S. KAMDAR
PARTNER
M. NO. FCS 5171
COP: 3030

Place: Mumbai
Date: April 12, 2022
UDIN: F005171D000088641

Independent Auditor's Report

To the Members of Hathway Cable and Datacom Limited

Report on Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Hathway Cable and Datacom Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, its profit (including other comprehensive income), its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of standalone financial statements in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics issued by ICAI. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No	Key Audit Matter	How our audit addressed the Key Audit Matter
1.	<p>Contingent liabilities:</p> <p>The Company is in receipt of certain demands from Statutory authority including show cause notice from licensing authority. The Company has disputed such claims. The review of claims involve high degree of judgement to determine the possible outcome, and estimates relating to the timing and the amount of outflow of resources embodying economic benefits.</p> <p>The audit of Contingent Liabilities is significant to our audit as any adverse outcome may have material impact on this Company.</p>	<p>Our audit procedures included the following:</p> <p>a) We obtained summary of all tax, regulatory and litigation including management's assessment.</p> <p>b) We obtained an understanding, evaluated the design, and tested the operating effectiveness of the controls related to management's risk assessment process for taxation, regulatory and legal matters.</p> <p>c) We obtained and read external legal opinions (where considered necessary) and other evidences provided by management to corroborate management's assessment of the regulatory and legal matters.</p> <p>d) Assessed the relevant accounting policies and disclosures in the standalone financial statements for compliance with the requirements of accounting standards.</p>

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in Annual report but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is

materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. 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 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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with 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 these standalone financial statements.

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 standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of section 143 (11) of the Act, we give in the "Annexure A", a statement on the matters specified in the paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, we report that:
 - (i) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (ii) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (iii) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account;
 - (iv) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under section 133 of the Act, read with relevant rules issued thereunder and relevant provisions of the Act;
 - (v) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of section 164(2) of the Act;
 - (vi) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B";
 - (vii) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act;
 - (viii) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - a) The Company has disclosed the impact of pending litigations as at March 31, 2022 on its financial position in its standalone financial statements - Refer Note 4.02(f) to the standalone financial statements;
 - b) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts - Refer Note 4.02(e) to the standalone financial statements;
 - c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
 - d) (i) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of

the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (ii) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate

Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (iii) Based on the audit procedures performed by us that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) above, contain any material mis-statement; and
- e) The Company has neither declared nor paid any dividend during the year.

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

K.Y. Narayana
Partner
Membership No. 060639
UDIN: 22060639AGXUUP2970

Place: Mumbai
Date : April 12, 2022



Annexure A to the Independent Auditor's Report

Referred to in paragraph 1 under "Report on Other Legal and Regulatory Requirements" of our report on even date to the members of the Company on standalone financial statements for the year ended March 31, 2022:

- (i) (a) (A) The Company has maintained proper records of Property, Plant and Equipment showing particulars of assets including quantitative details and situation except in case of certain types of distribution equipments like cabling, line equipments, access devices with end users. In view of the management, nature of such assets and business is such that maintaining location-wise particulars is impractical;
- (B) The Company has maintained proper records showing full particulars of Intangible Assets;
- (b) Distribution equipments like cabling and other line equipments of selected networks were verified. The management plans to verify balance networks in a phased manner. Property, Plant and Equipment, other than distribution equipments and access devices with the end users were physically verified during the year based on verification programme adopted by the management. As per this programme, all assets will be verified at least once in a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. The management has represented that physical verification of access devices with the end users is impractical; however, the same can be tracked, in case of most of the networks, through subscribers management system;
- The Company has a process of reconciling book records with outcome of physical verification, wherever physical verification was carried out and have accounted for the discrepancies observed on such verification;
- (c) The Company does not hold any immovable property and the properties where the Company is lessee, the agreements are duly executed in favour of the lessee. Accordingly, reporting under paragraph 3(i) (c) of the Order is not applicable to the Company;
- (d) The Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) and intangible assets during the year;
- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder;
- (ii) (a) Inventories have been physically verified during the year by the management. In our opinion, the coverage and procedure of verification is appropriate and the frequency of verification is reasonable. There were no discrepancies of 10% or more in aggregate for each class of inventory noticed on physical verification as compared to the book of accounts;
- (b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under paragraph 3(ii)(b) of the Order is not applicable;
- (iii) (a) During the year the Company has not provided loans or advances in the nature of loans, or stood guarantee, or provided security to any other entity. Accordingly, reporting under paragraph 3(iii)(a) of the Order is not applicable to the Company;
- (b) During the year, the Company has made investment in two companies and based on explanation provided to us, such investments are not prejudicial to the Company's interest;
- (c) During the year, the Company has not provided loans or advances in the nature of loans to any entity. Accordingly, reporting under paragraph 3(iii)(c) of the Order is not applicable to the Company;
- (d) Since loans granted by the Company are repayable on demand and no demand for repayment being made till date, there is no overdue amount of loans granted to such parties. Accordingly, reporting under paragraph 3(iii)(d) of the Order is not applicable to the Company;
- (e) Since loans granted by the Company are repayable on demand, neither loan nor advance in the nature of loan has fallen due during the year. Accordingly, reporting under paragraph 3(iii)(e) of the Order is not applicable to the Company;

- (f) As stated above, during the year, no loans or advances in the nature of loan or security were given or guarantees were provided. Accordingly, reporting under paragraph 3(iii)(f) of the Order is not applicable to the Company;
- (iv) Based on the audit procedures applied by us, the Company has complied with the terms of the provisions contained in the section 185 or section 186 of the Act in respect of investment made during the year under audit. The Company has not granted loans, guarantees and made securities, during the year under audit, which require compliance in terms of the provisions contained in the section 185 or section 186 of the Act. Accordingly, reporting under paragraph 3(iv) of the Order is not applicable to the Company;
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits. Accordingly, reporting under paragraph 3(v) of the Order is not applicable to the Company. We have been informed by the management that no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal in this regard;
- (vi) The Central Government has prescribed maintenance of cost records under section 148(1) of the Act, for the services rendered by the Company. We have broadly reviewed the books of account maintained and in our opinion; prima facie, the prescribed accounts and records have been made and maintained by the Company. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete;
- (vii) (a) The Company has generally been regular in depositing with appropriate authorities undisputed statutory dues such as goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other applicable statutory dues. According to information and explanations given to us, no undisputed statutory dues payable were in arrears as at March 31, 2022, for a period of more than six months from the date they became payable;

- (b) The details of statutory dues referred to in sub-clause (a) which have not been deposited with the concerned authorities as on March 31, 2022, on account of dispute are given below:

Sr. No.	Name of the Statute	Nature of the Dues	Amount involved (₹ in crores)	Period to which the amount relates	Forum where dispute is pending
1.	Indian Telegraph Act, 1885	License Fees	3,586.86 ¹	2006-07 to 2019- 2020	TDSAT
2.	Karnataka Value Added Tax Act, 2003	Value Added tax	0.57	April 2012 - March 2013	Deputy Commissioner of Commercial taxes, (Audit)
3.	The Telangana Value added Tax 2005	Value Added Tax	0.15 ²	April 2015 – March 2016	Appellate Joint Commissioner (ST)
4.	The Custom Act, 1962	Custom duty	8.95 ³	April 2011- March 2012	Customs and Excise and Service Tax Appellate Tribunal (CESTAT)
5	The Custom Act, 1962	Custom duty	3.24 ⁴	July 2020- November 2020	The Deputy Commissioner, Customs
6	The Delhi Value added tax 2004	Value Added Tax	3.50	April 2016- March 2017	Department of Trade and Taxes
7	Income tax Act, 1962	Income Tax	50.97 ⁵	April 2017- March 2018	Commissioner of Income Tax (Appeals)
8	The Custom Act, 1962	Custom duty	4.49 ⁶	2019- 2020	Commissioner of Customs ACC Account

¹Amount paid ₹ 53.29crores

²Amount paid ₹ 0.15 crores

³Amount paid ₹ 0.67 crores

⁴Amount paid ₹ 3.24 crores

⁵Amount paid ₹ 27.48crores

⁶Amount paid ₹ 0.32



Sr. No.	Name of the Statute	Nature of the Dues	Amount involved (₹ in crores)	Period to which the amount relates	Forum where dispute is pending
9	The Central Sales Tax Act, 1956	Central Sales Tax	1.40	2014- 2015	Deputy Commissioner of Sales Tax
10	The Central Sales Tax Act, 1956	Central Sales Tax	3.81	2016-17	Deputy Commissioner of Sales Tax
11	Income tax Act, 1962	Income Tax	13.60 ⁷	2019-2020	Commissioner of Income Tax (Appeals)
12	Income tax Act, 1962	Income Tax	10.78	2009-2010	Commissioner of Income Tax (Appeals)
13	Income tax Act, 1962	Income Tax	2.80	2016-2017	Commissioner of Income Tax (Appeals)
14	Income tax Act, 1962	Income Tax	5.59	2018-2019	Commissioner of Income Tax (Appeals)
15	The Central Goods and Service Tax Act, Chhattisgarh	GST	0.07 ⁸	2017-18	Assistant Commissioner, Sales Tax
16	Income tax Act, 1962	Income Tax	1.39	2016-17	National Faceless Assessment Centre, Delhi
17	The Custom Act, 1962	Custom duty	31.12	2021-22	Commissioner of Customs ACC Account
18	The Custom Act, 1962	Custom duty	1.00 ⁹	2020-21	Commissioner of Customs ACC Account

⁷Amount paid ₹ 13.60

⁸Amount paid ₹ 0.07

⁹Amount paid ₹ 1.00

- (viii) There are no transactions which are not recorded in the books of account and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961;
- (ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under paragraph 3(ix)(a) of the Order is not applicable to the Company;
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or any other lender;
- (c) The Company has not taken any terms loan. Accordingly, reporting under paragraph 3(ix)(c) of the Order is not applicable to the Company;
- (d) The Company has not raised any funds on short-term basis. Accordingly, reporting under paragraph 3(ix)(d) of the Order is not applicable to the Company;
- (e) The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures. Accordingly, reporting under paragraph 3(ix)(e) of the Order is not applicable to the Company ;
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, reporting under paragraph 3(ix)(f) of the Order is not applicable to the Company;
- (x) (a) The Company has not raised any moneys by way of Initial Public Offer or Further Public Offer (including debt instruments) during the year. Accordingly, reporting under paragraph 3(x)(a) of the Order is not applicable to the Company;
- (b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the current financial year. However, during the previous financial year 2018-19, the Company had made preferential allotment of shares and the requirement of section 42 and section 62 of the Act, as applicable, had been complied with. According to the information and explanations given by the management, out of the funds so raised, ₹ 2,858.32 crores have been utilized for the purposes for which those were raised and balance funds to the extent of ₹ 181.32 crores pending such utilization, have been temporarily invested in Fixed Deposits with Banks and Mutual Funds;

- (xi) (a) To the best of our knowledge and belief and according to the information and explanations given to us, no material fraud by the Company or on the Company has been noticed or reported during the year;
- (b) To the best of our knowledge, no report under section 143(12) of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report;
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of audit procedures;
- (xii) In our opinion and according to information and explanation given to us, the Company is not a Nidhi Company. Accordingly, reporting under paragraph 3(xii) of the Order is not applicable to the Company;
- (xiii) In our opinion, the Company is in compliance with section 177 and 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc., as required by the applicable accounting standards;
- (xiv) (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business;
- (b) We have considered the internal audit reports of the company issued till date, for the period under audit, in determining the nature, timing and extent of our audit procedures;
- (xv) According to information and explanations given to us, in our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with them and hence provisions of section 192 of the Act are not applicable to the Company;
- (xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under paragraph 3(xvi)(a), (b) and (c) of the Order is not applicable;
- (b) The Group does not have any CIC as part of the Group as per definition of Group contained in the Core Investment Companies (Reserve Bank) Directions, 2016 and hence the reporting under paragraph 3(xvi)(d) of the Order is not applicable.
- (xvii) The Company has not incurred cash losses in the financial year and in the immediately preceding financial year;
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under paragraph 3(xviii) of the Order is not applicable to the Company;
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due; and
- (xx) There is no amount remaining unspent by the Company under section 135 of the Act. Accordingly, reporting under paragraph 3(xx)(a) and (xx)(b) of the Order is not applicable to the Company.

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

K.Y. Narayana
Partner
Membership No. 060639
UDIN: 22060639AGXUUP2970

Place: Mumbai
Date : April 12, 2022



Annexure B to the Independent Auditor's Report

Referred to in paragraph 2(vi) under "Report on Other Legal and Regulatory Requirements" of our report on even date to the members of the Company on standalone financial statements for the year ended March 31, 2022

Opinion

We have audited the internal financial controls with reference to financial statements of the Company as of March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2022 based on the internal controls with reference to financial statements criteria established by the Company considering the essential components of internal controls stated in the Guidance Note.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('Guidance Note') issued by the ICAI. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference

to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any

evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

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

K.Y. Narayana
Partner
Membership No. 060639
UDIN: 22060639AGXUUP2970

Place: Mumbai

Date : April 12, 2022



Corporate Overview



Statutory Reports



Financial Statements

Standalone Balance Sheet

as at March 31, 2022

	Note No.	(₹ in Crores unless otherwise stated)	
		As at March 31, 2022	As at March 31, 2021
ASSETS			
Non-current assets			
Property, Plant and Equipment	2.01 (a)	779.70	767.13
Capital work in progress	2.01 (b)	40.70	28.50
Other Intangible assets	2.02	105.91	92.11
Financial assets			
Investments	2.03	3,021.62	2,836.09
Loans	2.04	-	1.20
Other financial assets	2.05	144.23	8.69
Deferred tax assets (net)	2.06	121.33	144.17
Other Non-current assets	2.07	101.13	97.49
Total Non-current assets		4,314.62	3,975.38
Current Assets			
Inventories	2.08	3.35	5.23
Financial Assets			
Investments	2.09	149.65	346.96
Trade receivables	2.10	1.10	1.11
Cash and cash equivalents	2.11	14.07	23.43
Bank balances other than Cash and cash equivalents	2.12	142.96	250.05
Loans	2.04	0.40	8.62
Other financial assets	2.05	12.64	13.61
Other current assets	2.07	30.50	25.61
Total current assets		354.67	674.62
Total Assets		4,669.29	4,650.00
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	2.13	354.02	354.02
Other Equity	2.14	4,123.16	4,076.08
Total equity		4,477.18	4,430.10
LIABILITIES			
Non-current liabilities			
Financial Liabilities			
Other financial liabilities	2.15	10.34	13.20
Provisions	2.16	2.43	2.63
Other Non-current liabilities	2.18	3.32	2.68
Total Non-current liabilities		16.09	18.51
Current liabilities			
Financial Liabilities			
Borrowings	2.17	-	0.00*
Trade payables			
Total outstanding dues :			
- Micro and small enterprises	2.19	0.08	0.03
- Other	2.19	47.39	47.32
Other financial liabilities			
Total outstanding dues :			
- Micro and small enterprises	2.15	6.10	7.01
- Other	2.15	42.78	50.42
Other current liabilities	2.18	79.47	96.38
Provisions	2.16	0.20	0.23
Total current liabilities		176.02	201.39
Total Equity and Liabilities		4,669.29	4,650.00
Summary of Significant Accounting Policies	1		

* Amount less than ₹ 50,000

Refer accompanying notes. These notes are an integral part of the financial statements.

As per our report of even date

For Nayan Parikh & Co.

Chartered Accountants

Firm's Registration No: 107023W

K.Y.Narayana

Partner

Membership No: 060639

Sitendu Nagchaudhuri

Chief Financial Officer

Ajay Singh

Head Corporate Legal, Company

Secretary & Chief Compliance Officer

Membership No: F - 5189

For and on behalf of the Board

Rajan Gupta

Managing Director

Saurabh Sancheti

Anuj Jain

Geeta Fulwadaya

Akshay Raheja

Viren Raheja

Non-Executive Director

Sridhar Gorthi

Chairman and Independent Director

Sasha Mirchandani

Ameeta Parpia

Independent Director

Place: Mumbai

Date: April 12, 2022

Standalone Statement of Profit and Loss

for the year ended March 31, 2022

(₹ in Crores unless otherwise stated)

Particulars	Note No.	Year ended March 31, 2022	Year ended March 31, 2021
INCOME			
Revenue From Operations	3.01	621.94	615.56
Other Income	3.02	50.81	134.30
		672.75	749.86
EXPENDITURE			
Operational Expenses	3.03	200.23	169.66
Employee Benefits Expense	3.04	55.73	56.41
Finance Cost	3.05	-	19.85
Depreciation, Amortization and Impairment	3.06	179.71	170.39
Other Expenses	3.07	170.61	189.03
		606.28	605.34
Profit before Exceptional items and Tax		66.47	144.52
Exceptional items	3.08	(3.57)	0.92
Profit before Tax		70.04	143.60
Tax Expenses :			
Current Tax		-	-
Deferred Tax	2.06	22.88	32.45
Profit for the Year (A)		47.16	111.15
Other Comprehensive Income			
(A) Items that will not be reclassified to profit or loss			
(i) Re-measurements of post employment benefit obligations		0.21	0.31
(ii) Income Tax relating to these items		(0.06)	(0.08)
(B) Items that will not be reclassified to profit or loss			
(i) On Debt funds & Bonds		(0.33)	-
(ii) Income Tax relating to these items		0.09	-
Other Comprehensive Income for the year (B)		(0.09)	0.23
Total Comprehensive Income for the year (A+B)		47.07	111.38
Earnings per equity share (Face value of ₹ 2/- each) (Refer Note 4.01):			
Basic and diluted (in ₹)		0.27	0.63
Summary of Significant Accounting Policies	1		

Refer accompanying notes. These notes are an integral part of the financial statements.

As per our report of even date
For Nayan Parikh & Co.
 Chartered Accountants
 Firm's Registration No: 107023W

K.Y.Narayana
 Partner
 Membership No: 060639

Sitendu Nagchaudhuri
 Chief Financial Officer

Ajay Singh
 Head Corporate Legal, Company
 Secretary & Chief Compliance Officer
 Membership No: F - 5189

For and on behalf of the Board

Rajan Gupta | Managing Director

Saurabh Sancheti
Anuj Jain
Geeta Fulwadaya
Akshay Raheja
Viren Raheja | Non-Executive Director

Sridhar Gorthi | Chairman and Independent Director

Sasha Mirchandani
Ameeta Parpia | Independent Director

Place: Mumbai
 Date: April 12, 2022



Corporate Overview



Statutory Reports



Financial Statements

Standalone Statement of Changes in Equity

for the year ended March 31, 2022

A. Equity Share Capital

(₹ in Crores unless otherwise stated)

Particulars	Note No.	Amount
Balance at April 01, 2020	2.13	354.02
Changes in equity share capital during the year		-
Balance at March 31, 2021	2.13	354.02
Changes in equity share capital during the year		-
Balance at March 31, 2022	2.13	354.02

B. Other Equity

Particulars	Reserves and Surplus		Debt Instruments through Other Comprehensive Income	Total
	Securities Premium Account	Retained earnings		
Balance at April 01, 2020	4,725.79	(761.09)	-	3,964.70
Profit for the year	-	111.15		111.15
Other Comprehensive Income for the year	-	0.23		0.23
Balance at March 31, 2021	4,725.79	(649.71)	-	4,076.08
Profit for the year	-	47.16		47.16
Other Comprehensive Income for the year	-	0.15	(0.24)	(0.09)
Balance at March 31, 2022	4,725.79	(602.39)	(0.24)	4,123.16

Summary of Significant Accounting Policies (Refer Note 1)

Refer accompanying notes. These notes are an integral part of the financial statements.

As per our report of even date

For Nayan Parikh & Co.

Chartered Accountants

Firm's Registration No: 107023W

K.Y.Narayana

Partner

Membership No: 060639

Sitendu Nagchaudhuri

Chief Financial Officer

Ajay Singh

Head Corporate Legal, Company
Secretary & Chief Compliance Officer
Membership No: F - 5189

For and on behalf of the Board

Rajan Gupta

Managing Director

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Viren Raheja

Non-Executive Director

Sridhar Gorthi

Chairman and Independent Director

Sasha Mirchandani

Ameeta Parpia

Independent Director

Place: Mumbai

Date: April 12, 2022

Standalone Statement of Cash Flow

for the year ended March 31, 2022

(₹ in Crores unless otherwise stated)

	Year ended March 31, 2022	Year ended March 31, 2021
Cash flow from operating activities		
Profit before Tax	70.04	143.60
Depreciation, Amortization and Impairment	179.71	170.39
Amount no longer payable written back	(2.55)	(0.64)
(Reversal of impairment) / impairment of trade receivables	(0.06)	(0.58)
Impairment of Investment	-	0.25
Impairment of doubtful advances	0.01	2.18
Provision for leave encashment and gratuity	0.62	1.30
Share of loss / (profit) from LLP	0.06	(0.61)
Sundry Advances Written Off	0.01	14.35
Foreign Exchange Fluctuation	(0.18)	(1.49)
Loss on disposal of Property, Plant and Equipment	5.92	10.80
Finance Income (including fair value change in financial instruments)	(15.26)	(3.21)
Gain on Sale of Current Investment (net)	(3.66)	(63.98)
Income from Fixed Deposit / Loans	(8.50)	(47.24)
Dividend Income from associate	(16.79)	(12.59)
Finance Cost	-	19.85
Exceptional Items:		
Reversal of Impairment of advances & exposure to certain entities including Joint Ventures	(3.57)	-
Loss on sale of investment in Subsidiaries and Joint Ventures (net)	-	0.92
	205.80	233.30
Change in operating assets and liabilities :		
Decrease/(increase) in trade receivables	0.07	(0.33)
Decrease/(increase) in inventories	1.88	6.40
Decrease/(increase) in other financial assets	0.47	1.94
Decrease/(increase) in other non-current assets	(4.15)	(31.28)
Decrease/(increase) in other current assets	(4.88)	8.48
Increase/(decrease) in trade payables	0.12	3.07
Increase/(decrease) in other current liabilities	(16.93)	(8.97)
Increase/(decrease) in other financial liabilities	(1.21)	6.54
Cash generated from operations	181.17	219.15
Less/(Add): Income taxes paid (net of refunds)	-	(20.83)
Net cash flow from / (used in) operating activities (A)	181.17	239.98
Cash flow from investing activities		
Payments for acquisition of Property, Plant and Equipment	(230.92)	(204.08)
Proceeds from sale of Property, Plant and Equipment	0.39	1.38
Loans & advances repayment to related parties & Others	28.94	0.40
Investment in related parties (Net)	(2.59)	(1,800.25)
Proceeds from sale of investments in Subsidiaries and Joint Ventures	-	46.79
Payment for Purchase of investments-Bonds	(199.26)	-
Payment for Purchase of investments-Mutual Funds	(1,027.95)	(2,766.40)
Proceeds from sale of investments-Mutual Funds/others	1,243.53	2,514.35
Invested in fixed deposits	(282.91)	(2,250.22)
Fixed Deposit redeemed during the year	254.38	4,000.08
Income from Fixed Deposit / Loans	9.07	169.11
Dividend from Associate received	16.79	12.59
Net cash flow from / (used in) investing activities (B)	(190.53)	(276.25)
Cash flows from financing activities		
Payment of lease liabilities	-	(0.29)
Repayments of Non - current Borrowings	-	(61.76)
Bank Overdrafts	(0.00)*	(900.00)
Interest and finance charges	-	(20.00)
Net cash flow from / (used in) financing activities (C)	(0.00)*	(982.05)
Net Increase / (decrease) in cash and cash equivalents (A+B+C)	(9.36)	(1,018.32)
Cash and cash equivalents at the beginning of the year	23.43	1,050.34
Bank overdrafts at the beginning of the year	(0.00)*	(8.59)
Cash and cash equivalents at the end of the year	14.07	23.43



Corporate Overview



Statutory Reports



Financial Statements

Standalone Statement of Cash Flow

for the year ended March 31, 2022

(₹ in Crores unless otherwise stated)

	Year ended March 31, 2022	Year ended March 31, 2021
Reconciliation of cash and cash equivalents as per the cash flow statement :		
Cash and cash equivalents		
Balances with banks:		
On current accounts	4.04	23.27
Deposits with banks with original maturity of 3 months or less	9.96	-
Cash on hand	0.07	0.16
Bank overdrafts	-	(0.00)*
Balance as per the cash flow statement	14.07	23.43

* Amount less than ₹ 50,000/-

Note:

- Above statement has been prepared by using Indirect method as per Ind AS 7 on Statement of Cash flows.
- Changes in liabilities arising from financing activities:

Particulars	As at March 31, 2021	Net Cash Flows	Non cash changes		As at March 31, 2022
			Foreign Exchange movement (Gain) / Loss	Fair value changes	
Non - current Borrowings (including current maturities of Non-current Borrowings)	-	-	-	-	-
Current borrowings	(0.00)*	(0.00)*	-	-	-
Total liabilities from financing activities	(0.00)*	(0.00)*	-	-	-

* Amount less than ₹ 50,000

Particulars	As at March 31, 2020	Net Cash Flows	Non cash changes		As at March 31, 2021
			Foreign Exchange movement (Gain) / Loss	Fair value changes	
Non - current Borrowings (including current maturities of Non-current Borrowings)	61.54	(61.76)	-	0.22	-
Current borrowings	899.99	(900.00)	-	-	0.00*
Total liabilities from financing activities	961.53	(961.76)	-	0.22	0.00*

* Amount less than ₹ 50,000

- The Company incurred an amount of ₹ 1.66 (March 31, 2021 : ₹ 1.16), towards CSR expenditure for purposes other than construction / acquisition of any asset.

As per our report of even date
For Nayan Parikh & Co.
 Chartered Accountants
 Firm's Registration No: 107023W

K.Y.Narayana
 Partner
 Membership No: 060639

Sitendu Nagchaudhuri
 Chief Financial Officer

Ajay Singh
 Head Corporate Legal, Company
 Secretary & Chief Compliance Officer
 Membership No: F - 5189

For and on behalf of the Board

Rajan Gupta | Managing Director

Saurabh Sancheti
Anuj Jain
Geeta Fulwadaya
Akshay Raheja
Viren Raheja | Non-Executive Director

Sridhar Gorthi | Chairman and Independent Director

Sasha Mirchandani
Ameeta Parpia | Independent Director

Place: Mumbai
 Date: April 12, 2022

Notes to the Standalone Financial Statements

for the year ended March 31, 2022

BACKGROUND

Hathway Cable and Datacom Limited (“the Company”) is a Public Company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company is engaged in distribution of internet services through cable and has strategic stake in entities engaged in Cable Television business. Its equity shares are listed on National Stock Exchange of India Limited (NSE) and Bombay Stock Exchange Limited (BSE Limited) in India.

Authorisation of standalone financial statements

The standalone financial statements were authorized for issue in accordance with a resolution of the Board of directors on April 12, 2022.

1.00 SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the presentation of these standalone financial statements.

1.01 BASIS OF PREPARATION

(i) Compliance with Ind AS

The standalone financial statements comply in all material aspects with Indian Accounting Standards (“Ind AS”) notified under Section 133 of the Companies Act, 2013 (“the Act”), and relevant rules issued thereunder and relevant provisions of the Act. In accordance with proviso to the Rule 4A of the Companies (Accounts) Rules, 2014, the terms used in these financial statements are in accordance with the definitions and other requirements specified in the applicable Accounting standards.

(ii) Historical cost convention

The standalone financial statements have been prepared on a historical cost basis, except for the following:

- certain financial assets and liabilities (including derivative instruments) is measured at fair value; and
- defined benefit plans – plan assets measured at fair value
- Right of Use assets

1.02 ROUNDING OF AMOUNTS

All amounts disclosed in the standalone financial statements and notes have been rounded off to the nearest crores, except where otherwise indicated.

1.03 CURRENT VERSUS NON-CURRENT CLASSIFICATION

The Company presents its assets and liabilities in the balance sheet based on current / non-current classification.

An asset is classified as current if:

- (i) it is expected to be realised or intended to be sold or consumed in normal operating cycle;
- (ii) it is held primarily for the purpose of trading;
- (iii) it is expected to be realised within twelve months after the reporting period; or
- (iv) the cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current if:

- (i) it is expected to be settled in normal operating cycle;
- (ii) it is held primarily for the purpose of trading;
- (iii) it is due to be settled within twelve months after the reporting period; or
- (iv) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.



Notes to the Standalone Financial Statements

for the year ended March 31, 2022

All other liabilities are classified as non-current.

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

All assets and liabilities have been classified as current or non-current as per Company's normal operating cycle. Based on the nature of operations, the Company has ascertained its operating cycle as twelve months for the purpose of current and non-current classification of assets and liabilities.

1.04 USE OF JUDGEMENTS, ESTIMATES & ASSUMPTIONS

While preparing standalone financial statements in conformity with Ind AS, the management makes certain estimates and assumptions that require subjective and complex judgments. These judgments affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses, disclosure of contingent liabilities at the statement of financial position date and the reported amount of income and expenses for the reporting period. Financial reporting results rely on our estimate of the effect of certain matters that are inherently uncertain. Future events rarely develop exactly as forecasted and the best estimates require adjustments, as actual results may differ from these estimates under different assumptions or conditions. The management continually evaluates these estimates and assumptions based on the most recently available information.

Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the standalone financial statements are as below:

Key assumptions

- (i) Financial instruments; (Refer note 4.11)
- (ii) Useful lives of Property, Plant and Equipment and Intangible Assets; (Refer note 1.05 and 1.06)
- (iii) Assets and obligations relating to employee benefits; (Refer note 4.06)
- (iv) Evaluation of recoverability of deferred tax assets; (Refer note 2.06) and
- (v) Contingencies (Refer note 4.02).

1.05 PROPERTY, PLANT AND EQUIPMENT

Property, Plant and Equipment acquired separately

- (i) Property, Plant and Equipment is stated at cost, less accumulated depreciation and accumulated impairment losses. The initial cost of an asset comprises its purchase price, non-refundable taxes, any costs directly attributable to bringing the asset into the location and conditions necessary for it to be capable of operating in the manner intended by management, the initial estimate of any decommissioning obligation, if any, finance cost. The purchase price is the aggregate amount paid and the fair value of any other consideration given to acquire the asset.
- (ii) Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to statement of profit and loss during the reporting period in which they are incurred.
- (iii) Access devices on hand at the year-end are included in Capital Work in Progress. On installation, such devices are capitalized or treated as sale, as the case may be.
- (iv) The residual values and useful lives of Property, Plant and Equipment are reviewed at each financial year end, and changes, if any, are accounted prospectively.
- (v) Stores & Spares which meet the definition of Property, Plant and Equipment and satisfy the recognition criteria of Ind AS 16 are capitalized as Property, Plant and Equipment.

Notes to the Standalone Financial Statements

for the year ended March 31, 2022

Derecognition of Property, Plant and Equipment

- (vi) An item of Property, Plant and Equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on derecognition of an item of Property, Plant and Equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in statement of profit and loss.

Depreciation on Property, Plant and Equipment

- (vii) Depreciation on Property, Plant and Equipment is provided on straight line method. In accordance with requirements prescribed under Schedule II of Companies Act, 2013, the Company has assessed the estimated useful lives of its Property, Plant and Equipment and has adopted the useful lives and residual value as prescribed in Schedule II except for the cost of Access devices at the customer's location which are depreciated on straight-line method over a period of eight years based on internal technical assessment.
- (viii) In case of additions or deletions during the year, depreciation is computed from the month in which such assets are put to use and up to previous month of sale, disposal or held for sale as the case may be. In case of impairment, depreciation is provided on the revised carrying amount over its remaining useful life.
- (ix) All assets costing up to ₹ 5,000/- are fully depreciated in the year of capitalisation.

1.06 INTANGIBLE ASSETS

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

Intangible Assets acquired separately

Intangible assets comprises of Network Franchisee, Bandwidth Rights, Goodwill, Customer Acquisition Cost and Softwares.

Intangible assets with finite useful lives that are acquired are recognized only if they are separately identifiable and the Company expects to receive future economic benefits arising out of them. Such assets are stated at cost less accumulated amortization and impairment losses. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less impairment losses.

Intangible Assets acquired in business combination

Intangible Assets acquired in business combination and recognised separately from goodwill are initially recognised at their fair value at the acquisition date (which is regarded as their cost).

Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in statement of profit and loss when the asset is derecognised.

Amortisation of intangible assets

Intangible assets with finite useful lives are amortised on a straight line basis over their useful economic lives and assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at each year end. The amortisation expense on Intangible assets with finite lives and impairment loss is recognised in the Statement of Profit and Loss.

Estimated lives for current and comparative periods in relation to application of straight line method of amortisation of intangible assets (acquired) are as follows:

- Network Franchisee are amortised over the period of five to twenty years.
- Softwares are amortised over the license period and in absence of such tenor, over five years.



Notes to the Standalone Financial Statements

for the year ended March 31, 2022

- Bandwidth Rights are amortised over the period of the underlying agreements.
- Customer acquisition costs are amortised over the period of five years.

The estimated useful lives, residual values, amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

1.07 IMPAIRMENT OF ASSETS

Carrying amount of Tangible assets, Intangible assets, Investments in Subsidiaries, Joint Ventures and Associates (which are carried at cost) are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

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.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or Company's assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

1.08 NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell.

An impairment loss is recognised for any initial or subsequent write-down of the asset to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset, but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset is recognised at the date of de-recognition.

Non-current assets are not depreciated or amortised while they are classified as held for sale.

Non-current assets classified as held for sale are presented separately from the other assets in the balance sheet.

A discontinued operation is a component of the entity that has been disposed off or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of profit and loss.

1.09 INVENTORIES

Inventories are valued as follows:

Spares and maintenance items are valued at lower of cost (net of taxes recoverable) on first in first out basis or net realizable value.

Stock-in-trade comprising of access devices are valued at cost on weighted average method or at net realizable value, whichever is lower.

Notes to the Standalone Financial Statements

for the year ended March 31, 2022

1.10 CASH AND CASH EQUIVALENTS

Cash and cash equivalents in the Balance Sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to insignificant risk of change in value.

For the purpose of statement of cash flows, cash and cash equivalents consist of cash, short-term deposits as defined above, bank overdrafts and short-term highly liquid investments that are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value as they are considered as an integral part of the Company's management. Bank overdrafts are shown within borrowings under current liabilities in the balance sheet.

1.11 FINANCIAL INSTRUMENTS

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

Initial Recognition and Measurement – Financial Assets and Financial Liabilities

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss and ancillary costs related to borrowings) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

Classification and Subsequent Measurement: Financial Assets

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income ("FVTOCI") or fair value through profit or loss ("FVTPL") on the basis of following:

- the entity's business model for managing the financial assets; and
- the contractual cash flow characteristics of the financial asset.

Amortised Cost:

A financial asset is classified and measured at amortised cost if both of the following conditions are met:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

FVTOCI:

A financial asset is classified and measured at FVTOCI if both of the following conditions are met:

- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses and interest revenue which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.



Notes to the Standalone Financial Statements

for the year ended March 31, 2022

FVTPL:

A financial asset is classified and measured at FVTPL unless it is measured at amortised cost or at FVTOCI.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Impairment of Financial Assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

Expected Credit Losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward-looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

Classification and Subsequent measurement: Financial Liabilities

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Financial Liabilities at FVTPL:

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or are designated upon initial recognition as FVTPL.

Gains or losses on financial liabilities held for trading are recognised in the Statement of Profit and Loss.

Other Financial Liabilities:

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of Financial Assets and Financial Liabilities:

The Company de-recognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

Notes to the Standalone Financial Statements

for the year ended March 31, 2022

Offsetting Financial Instruments:

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

1.12 INVESTMENT IN SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES

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

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

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

The Company's investments in its subsidiaries, associates and joint ventures are accounted at cost and reviewed for impairment at each reporting date in accordance with the policy described in note 1.07 above.

1.13 BORROWING COSTS

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an company incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

1.14 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a current pre-tax rate. The increase in the provision due to the passage of time is recognised as interest expense.

Contingent liabilities are disclosed in the case of:

- a present obligation arising from the past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- a present obligation arising from the past events, when no reliable estimate is possible;
- a possible obligation arising from past events, unless the probability of outflow of resources is remote.

Contingent Assets is disclosed when inflow of economic benefits is probable.

1.15 GRATUITY AND OTHER POST-EMPLOYMENT BENEFITS

(i) Short-term obligations

Short term employee benefits are recognised as an expense at an undiscounted amount in the Statement of Profit and Loss of the year in which the related services are rendered.



Notes to the Standalone Financial Statements

for the year ended March 31, 2022

(ii) Post-employment obligations

The Company operates the following post-employment schemes:

- defined benefit plans such as gratuity; and
- defined contribution plans such as provident fund

Gratuity obligations

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised at amount net of taxes in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in Statement of Profit and Loss as past service cost.

Defined contribution plans

The Company pays provident fund contributions to publicly administered provident funds. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

(iii) Other long-term employee benefit obligations

The liabilities for leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in Statement of Profit and Loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(iv) Bonus Plans

The Company recognises a liability and an expense for bonuses. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

1.16 REVENUE RECOGNITION

(i) Income from rendering of services and sale of products

The Company derives revenues primarily from Broadband business comprising of Internet services and other allied services.

Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Company expect to receive in exchange for those products or services. Subscription revenue is recognized ratably over the period in which the services are rendered.

Notes to the Standalone Financial Statements

for the year ended March 31, 2022

To recognize revenues, the Company applies the following five step approach:

1. identify the contract with a customer;
2. identify the performance obligations in the contract;
3. determine the transaction price;
4. allocate the transaction price to the performance obligations in the contract; and
5. recognize revenues when a performance obligation is satisfied

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The Company presents revenues net of indirect taxes in its Statement of Profit and Loss.

Contract balances

Trade Receivables

A receivable represents the Company's right to an amount of consideration that is unconditional.

Contract Liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier), which we refer to as Unearned Revenue.

Contract liabilities are recognised as revenue when the Company performs under the contract.

(ii) Other Operating Income

Other Operating Income comprises of fees for rendering management, technical and consultancy services. Income from such services is recognized upon satisfaction of performance obligation as per the terms of underlying agreements.

(iii) Interest Income

Interest income from financial assets is recognised using the effective interest rate method.

(iv) Dividend Income

Dividends are recognised in the Statement of Profit and Loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

(v) Share of profit / loss from Partnership firms

Share of profit / loss from Partnership firm is recognised in the Statement of Profit and Loss in respect of the financial year of the Partnership firm ending on or before the balance sheet date, on the basis of its audited accounts.

1.17 TAXES ON INCOME

Current Tax:

Tax on income for the current period is determined on the basis of estimated taxable income and tax credits computed in accordance with the provisions of the relevant tax laws and based on the expected outcome of assessments / appeals.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the Statement of Profit and Loss.

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.



Notes to the Standalone Financial Statements

for the year ended March 31, 2022

Deferred tax:

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside the statement of profit and loss is recognised outside the Statement of Profit and Loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

The break-up of the major components of the deferred tax assets and liabilities as at balance sheet date has been arrived at after setting off deferred tax assets and liabilities where the Company have a legally enforceable right to set-off assets against liabilities.

1.18 EARNINGS PER SHARE (EPS)

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders is adjusted for after income tax effect of interest and other financing cost associated with dilutive potential equity shares and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

1.19 LEASES

As a lessee

The Company, as a lessee, recognizes a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset 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 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 assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Company 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 Company uses incremental borrowing rate.

For short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

Notes to the Standalone Financial Statements

for the year ended March 31, 2022

1.20 FOREIGN CURRENCY TRANSLATIONS

(i) Functional and presentation currency

The Company's standalone financial statements are prepared in INR, which is also the Company's functional and presentation currency.

(ii) Transactions and balances

Monetary items:

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in statement of profit and loss. Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, within finance costs. All other foreign exchange gains and losses are presented in the Statement of Profit and Loss on a net basis within other gains / (losses).

Non – Monetary items:

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.

1.21 FINANCIAL GUARANTEE CONTRACT

The Company on case to case basis elects to account for financial guarantee contracts as financial instruments or as an insurance contract, as specified in Ind AS 109 on Financial Instruments and Ind AS 104 on Insurance Contracts. The Company has regarded its financial guarantee contracts as insurance contracts on contract by contract basis. At the end of each reporting period the Company performs liability adequacy test, (i.e. it assesses the likelihood of a pay-out based on current undiscounted estimates of future cash flows) on financial guarantee contracts regarded as insurance contracts, and the deficiency is recognized in the Statement of Profit and Loss.

1.22 BUSINESS COMBINATIONS AND GOODWILL

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any non-controlling interest in the acquiree. For each business combination, the Company elects whether it measures the non-controlling interest in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition costs which are administrative in nature are expensed out.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Company's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill forms part of a cash-generating unit and part of the operation within that unit is disposed off, the goodwill associated with the operation disposed off is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed off in this circumstance is measured based on the relative values of the operation disposed off and the portion of the cash-generating unit retained.

Common control business combinations include transactions, such as transfer of subsidiaries or businesses, between entities within a group.

Business combinations involving entities or businesses under common control are accounted for using the pooling of interests method. Under pooling of interest method, the assets and liabilities of the combining entities are reflected at their carrying amounts, the only adjustments that are made are to harmonise accounting policies.

The financial information in the standalone financial statements in respect of prior periods are restated as if the business combination had occurred from the beginning of the preceding period in the standalone financial statements, irrespective of the actual date of the combination. However, if business combination had occurred after that date, the prior period information is restated only from that date.

The difference, if any, between the amount recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve and presented separately from other capital reserves with disclosure of its nature and purpose in the notes.



Notes to the Standalone Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

2.01 (a) PROPERTY, PLANT AND EQUIPMENT :

Particulars	Gross Carrying Amount		Accumulated Depreciation / Impairment		Net Carrying Amount	
	As at April 1, 2021	As at March 31, 2022	As at April 1, 2021	As at March 31, 2022	As at March 31, 2022	As at March 31, 2021
Own Assets:						
Plant and Equipment	1,253.75	1,399.76	499.47	631.73	768.03	754.28
Air conditioners	4.86	5.14	3.57	4.03	1.11	1.29
Structural fittings	2.75	2.75	1.46	1.65	1.10	1.29
Furniture & Fixtures	11.23	11.39	6.49	7.41	3.98	4.74
Mobile & Telephone	0.70	0.70	0.53	0.57	0.13	0.17
Computers	9.06	10.15	7.12	8.05	2.10	1.94
Office Equipments	3.07	3.28	2.53	2.78	0.50	0.54
Electrical Fittings	5.35	5.74	2.70	3.15	2.59	2.65
Motor Vehicles	0.63	0.63	0.40	0.47	0.16	0.23
Total (A)	1,291.40	1,439.54	524.27	659.84	779.70	767.13
Right of Use assets :						
Building	0.65	0.65	0.65	0.65	-	-
Total (B)	0.65	0.65	0.65	0.65	-	-
Total (A+B)	1,292.05	1,440.19	524.92	660.49	779.70	767.13

Particulars	Gross Carrying Amount		Accumulated Depreciation / Impairment		Net Carrying Amount	
	As at April 1, 2020	As at March 31, 2021	As at April 1, 2020	As at March 31, 2021	As at March 31, 2021	As at March 31, 2020
Own Assets:						
Plant and Equipment	1,136.02	1,253.75	379.62	499.47	754.28	756.40
Air conditioners	4.63	4.86	2.90	3.57	1.29	1.73
Structural fittings	2.72	2.75	1.24	1.46	1.29	1.48
Furniture & Fixtures	11.23	11.23	5.64	6.49	4.74	5.59
Mobile & Telephone	0.62	0.70	0.45	0.53	0.17	0.17
Computers	8.39	9.06	6.31	7.12	1.94	2.08
Office Equipments	2.89	3.07	2.18	2.53	0.54	0.71
Electrical Fittings	5.10	5.35	2.27	2.70	2.65	2.83
Motor Vehicles	0.63	0.63	0.33	0.40	0.23	0.30
Total (A)	1,172.23	1,291.40	400.94	524.27	767.13	771.29
Right of Use assets :						
Building	0.65	0.65	0.38	0.65	-	0.27
Total (B)	0.65	0.65	0.38	0.65	-	0.27
Total (A+B)	1,172.88	1,292.05	401.32	524.92	767.13	771.56

Notes :

- 1 Depreciation charge for the year includes Impairment of Plant and Equipment ₹ 19.41 (March 31, 2021: ₹ 29.64).
- 2 Refer note no 4.04 for disclosure of contractual commitments for acquisition of Property, Plant and Equipment.

Notes to the Standalone Financial Statements

for the year ended March 31, 2022

2.01 (b) Capital work in progress (CWIP)

(i) Ageing schedule as at March 31, 2022:

(₹ in crores unless otherwise stated)

CWIP	Outstanding for following periods from			Total
	< 1 year	1-2 years	2-3 years > 3 years	
Projects in progress	39.80	0.90	-	40.70
Projects temporarily Suspended	-	-	-	-
Total	39.80	0.90	-	40.70

(ii) Ageing schedule as at March 31, 2021:

CWIP	Outstanding for following periods from			Total
	< 1 year	1-2 years	2-3 years > 3 years	
Projects in progress	25.17	3.26	0.07	28.50
Projects temporarily Suspended	-	-	-	-
Total	25.17	3.26	0.07	28.50

2.02 INTANGIBLE ASSETS:

(₹ in crores unless otherwise stated)

Particulars	Gross Carrying Amount		Accumulated Depreciation / Impairment		Net Carrying Amount	
	As at April 1, 2021	As at March 31, 2022	As at April 1, 2021	As at March 31, 2022	As at March 31, 2022	As at March 31, 2021
Goodwill	0.11	0.11	-	0.11	-	-
Network Franchisee	6.05	6.05	3.22	3.63	2.42	2.83
Softwares	33.34	38.26	23.09	27.95	10.31	10.25
Bandwidth Rights	2.14	2.14	1.60	1.72	0.42	0.54
Customer Acquisition Cost	113.12	154.64	34.63	27.25	61.88	78.49
Total	154.76	201.20	62.65	32.64	95.29	92.11

Notes to the Standalone Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

Particulars	Gross Carrying Amount		Accumulated Depreciation / Impairment		Net Carrying Amount	
	As at April 1, 2020	As at March 31, 2021	As at April 1, 2020	For the Year on disposal March 31, 2021	As at March 31, 2021	As at March 31, 2020
Goodwill	0.11	0.11	-	-	0.11	-
Network Franchisee	6.05	6.05	2.80	0.42	3.22	2.83
Softwares	29.76	33.34	18.05	5.04	23.09	10.25
Bandwidth Rights	2.12	2.14	1.29	0.31	1.60	0.54
Customer Acquisition Cost	73.90	113.12	15.53	19.10	34.63	78.49
Total	111.94	42.82	37.78	24.87	62.65	92.11

Notes :

- 1 Amortisation charge for the year includes Impairment of Network Franchisee ₹ Nil (March 31, 2021: ₹ 0.01)
- 2 Range of remaining period of amortisation as at March 31, 2022 of Intangible assets is as below :

	0 - 5 Years	6 - 10 Years	10 to 15 years	Total
Network Franchisee	2.03	0.39	-	2.42
Softwares	10.31	-	-	10.31
Customer Acquisition Cost	92.76	-	-	92.76
Bandwidth Rights	0.36	0.06	0.01	0.42
Total	105.45	0.45	0.01	105.91

Notes to the Standalone Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

2.03 NON-CURRENT INVESTMENTS

	Face value per share (₹)	As at March 31, 2022		As at March 31, 2021	
		No. of shares	Amount	No. of shares	Amount
Investments (measured at cost)					
Investment in Subsidiaries, Joint Ventures and Associates					
Quoted (fully paid up)					
Investment in Equity Shares of Subsidiary					
Hathway Bhawani Cabletel & Datacom Ltd.	10	2,020,000	2.39	2,020,000	2.39
Less : Impairment in value of investment			0.60		0.60
Investment in Equity Shares of Associate					
GTPL Hathway Ltd.	10	41,972,694	568.55	41,972,694	568.55
			570.34		570.34
Unquoted (fully paid up)					
Investment in Equity Shares of Subsidiaries					
Hathway Digital Ltd.	10	355,734,833	432.67	355,734,833	432.67
Hathway Kokan Crystal Network Ltd.	10	150,623	4.69	145,135	4.68
Hathway Mantra Cable & Datacom Ltd.	10	9,800	2.10	9,800	2.10
Channels India Network Pvt. Ltd.	10	87,500	-	87,500	-
Chennai Cable Vision Network Pvt. Ltd.	10	136,800	-	136,800	-
Hathway Nashik Cable Network Pvt. Ltd.	10	45,300	-	45,300	-
Elite Cable Network Pvt. Ltd.	10	48,000	-	48,000	-
Less : Impairment in value of investment			6.79		-
			432.67		439.45
Investment In 0.01% Non-Cumulative Optionally Convertible Preference Shares of Subsidiary					
Hathway Digital Ltd.	10	1,800,000,000	1,800.00	1,800,000,000	1,800.00
			1,800.00		1,800.00
Investment in Equity Shares of Joint Ventures					
Hathway Sai Star Cable & Datacom Pvt. Ltd.	10	82,463	11.10	82,463	11.10
Hathway MCN Pvt. Ltd.	10	963,000	8.01	963,000	8.01
Hathway Sonali Om Crystal Cable Pvt. Ltd.	10	2,652,000	7.87	68,000	5.29
Hathway Dattatray Cable Network Pvt. Ltd.	10	20,400	1.56	20,400	1.56
Hathway Cable MCN Nanded Pvt Ltd	10	1,305,717	1.37	1,305,717	1.37
Hathway Latur MCN Cable & Datacom Pvt. Ltd.	10	51,000	0.97	51,000	0.97
Hathway Channel 5 Cable & Datacom Pvt. Ltd.	10	249,000	-	249,000	-
Hathway ICE Television Pvt. Ltd.	10	102,000	-	102,000	-
Hathway Prime Cable & Datacom Pvt. Ltd.	10	229,500	-	229,500	-
Less : Impairment in value of investment			15.14		5.29
			15.74		23.01



Notes to the Standalone Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

	Face value per share (₹)	As at March 31, 2022		As at March 31, 2021	
		No. of shares	Amount	No. of shares	Amount
Investment in Equity Shares of Associates					
Hathway VCN Cablenet Pvt. Ltd.	10	12,520	-	12,520	-
Pan Cable Services Pvt. Ltd.	10	10	-	10	-
			-		-
Investment in Partnership Firm in the nature of Joint Venture					
Hathway SS Cable & Datacom LLP			1.73		1.73
Less : Impairment in value of investment			1.73		1.73
			-		-
Investments at amortised cost					
Unquoted					
Investment in Preference Shares of Subsidiary (fully paid up) *					
Hathway Digital Ltd.	10	51,020	0.07	51,020	0.07
Investment in Government Securities					
National Savings Certificates			0.14		0.14
Investments at Fair Value through Other Comprehensive Income					
Investment in equity shares of other companies					
Unquoted					
Hathway Cable Entertainment Pvt. Ltd.	10	47,009	-	47,009	-
Hathway Jhansi JMDSR Cable & Datacom Pvt. Ltd.	10	60,000	-	60,000	-
Hathway Patiala Cable Private Limited	10	71,175	3.08	71,175	3.08
Less : Impairment in value of investment			0.00*		-
			3.08		3.08
Investment in Bonds					
Unquoted					
HDFC Bonds	1,000,000	2,000	199.58		-
			199.58		-
Total Non-current Investments			3,021.62	2,836.09	
Aggregate amount of quoted investments			570.34	570.34	
Market Value of quoted investments			735.04	501.52	
Aggregate amount of unquoted investments			2,248.63	2,262.67	
Aggregate fair value of investments designated at FVTOCI			202.66	3.08	
Aggregate amount of impairment in value of investments			24.26	7.62	

* Amount less than ₹ 50,000/-

* 5% Non-Cumulative Redeemable Preference Shares of ₹ 10 each - The carrying value of the equity component included in investment in 5% Non-cumulative Redeemable Preference Shares issued by wholly owned subsidiary Hathway Digital Ltd. is ₹ 0.07 (As at March 31, 2021 ₹ 0.07).

Notes to the Standalone Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

2.04 LOANS

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Loans to Related Parties				
Considered good - Unsecured				
Loan to Subsidiaries, Joint Ventures and Associates	-	1.20	0.40	8.62
Loan receivables - credit impaired	38.38	57.90	-	-
	38.38	59.10	0.40	8.62
Less : Loss allowance	38.38	57.90	-	-
	(A)	1.20	0.40	8.62
Other Loans				
Loan receivables - credit impaired	17.57	17.57	-	-
	17.57	0.41	-	-
Less : Loss allowance	17.57	17.57	-	-
	(B)	-	-	-
Total	(A+B)	1.20	0.40	8.62

Note : No amount is due from any of the directors or officers of the Company, severally or jointly with any other person, or from firms where such director is a partner or from private companies where such director is a member.

2.04.1 Loans or Advances in the nature of loans are granted to promoters, Directors, KMPs and the Related Parties.

	As at March 31, 2022	% to Total Loans and Advances	As at March 31, 2021	% to Total Loans and Advances
Related Parties	38.78	69%	67.72	79%
Total	38.78	69%	67.72	79%

All the above loans and advances have been given are re-payable on demand.

2.05 OTHER FINANCIAL ASSETS

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Security Deposits	4.23	4.05	3.47	3.64
Bank deposits with more than 12 months maturity	140.00	4.38	-	-
Accrued Interest on Fixed Deposit	-	-	8.71	9.40
Accrued Interest on Loans Given	0.27	0.05	0.25	0.36
Less : Loss allowance	0.27	0.05	-	-
Other Receivables (Refer note 4.02 b)	0.26	0.26	0.21	0.21
Less : Loss allowance	0.26	-	-	-
Total	144.23	8.69	12.64	13.61

Note : No amount is due from any of the directors or officers of the Company, severally or jointly with any other person, or from firms where such director is a partner or from private companies where such director is a member.



Notes to the Standalone Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

2.06 DEFERRED TAX ASSETS (NET)

	As at March 31, 2022	As at March 31, 2021
The balance comprises of temporary differences attributable to -		
Deferred tax assets in relation to : *		
Unabsorbed depreciation	126.91	150.95
Others	14.25	15.01
	141.16	165.96
Deferred Tax Liabilities in relation to:		
Property, Plant & Equipment	19.83	21.79
	19.83	21.79
DEFERRED TAX ASSETS (NET)	121.33	144.17

Significant Estimates -

* The deferred tax assets recognised is mainly in respect of unabsorbed depreciation allowance and brought forward losses available for set off in terms of applicable tax laws. The Management is reasonably certain of future taxable income and hence recovery of such deferred tax assets.

The movement in deferred tax asset / liabilities during the Year ended March 31, 2022 :

Particular	As at March 31, 2021	(Charged) / Credited Profit / (Loss)	(Charged) / Credited Other Comprehensive Income	As at March 31, 2022
Deferred Tax Assets in relation to:				
Unabsorbed depreciation	150.95	(24.04)	-	126.91
Others	15.01	(0.80)	(0.04)	14.25
	165.96	(24.84)	(0.04)	141.16
Deferred tax liabilities in relation to:				
Property, Plant and Equipment	21.79	1.96	-	19.83
	21.79	1.96	-	19.83
Total	144.17	(22.88)	(0.04)	121.33

Notes to the Standalone Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

2.07 OTHER ASSETS

	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
CAPITAL ADVANCES				
Unsecured, considered good unless stated otherwise				
Advance to Suppliers	2.28	2.95	-	-
Doubtful	0.20	0.55	-	-
Less: Allowance for bad & doubtful advances	0.20	0.55	-	-
(A)	2.28	2.95	-	-
ADVANCES OTHER THAN CAPITAL ADVANCES				
Unsecured, considered good unless stated otherwise				
Prepaid expenses	0.13	0.11	4.25	2.92
Staff Advances	-	-	0.32	0.33
Sundry Advances	-	-	0.34	2.15
Balance with Government authorities:				
GST Recoverable	-	-	25.45	20.09
Balance with Statutory Authorities	8.96	8.96	0.12	0.10
Advance Income Tax (Net of Provision)	38.50	49.18	-	-
Deposits paid under Protest	51.26	36.29	-	-
Other Receivables	-	-	0.02	0.02
Doubtful	15.52	16.14	-	-
Less: Allowance for bad & doubtful advances	15.52	16.14	-	-
(B)	98.85	94.54	30.50	25.61
Total (A + B)	101.13	97.49	30.50	25.61

Note : No amount is due from any of the directors or officers of the Company, severally or jointly with any other person, or from firms where such director is a partner or from private companies where such director is a member.

2.08 INVENTORIES

	As at March 31, 2022	As at March 31, 2021
Stock of Spares and Maintenance Items	3.33	5.23
Stock of Spares and Maintenance Items (Goods-in-transit)	0.02	0.00*
Total	3.35	5.23

* Amount less than ₹ 50,000

2.09 CURRENT INVESTMENTS

	As at March 31, 2022	As at March 31, 2021
Unquoted		
Investments at fair value through profit and loss account		
Investment in Mutual Funds	56.89	346.96
Investments at fair value through other comprehensive income		
Investment in Mutual Funds	92.76	-
Total	149.65	346.96
Aggregate amount of unquoted investments	149.65	346.96



Notes to the Standalone Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

2.10 TRADE RECEIVABLES

	Current	
	As at March 31, 2022	As at March 31, 2021
Trade receivables - Unsecured considered good	1.10	1.11
Trade receivables - Unsecured credit impaired	52.39	52.43
	53.49	53.54
Less: Loss allowance	52.39	52.43
Total	1.10	1.11

Note : No amount is receivable from any of the directors or officers of the Company, severally or jointly with any other person, or from firms where such director is a partner or from private companies where such director is a member.

2.10.1 TRADE RECEIVABLES AGEING AS ON MARCH 31, 2022

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - considered good	-	1.09	0.01	0.00	-	-	1.10
(ii) Undisputed Trade Receivables - credit impaired	-	0.03	0.48	0.91	39.17	11.80	52.39
Total	-	1.12	0.49	0.91	39.17	11.80	53.49

2.10.2 TRADE RECEIVABLES AGEING AS ON MARCH 31, 2021

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - considered good	-	1.10	0.01	-	-	-	1.11
(ii) Undisputed Trade Receivables - credit impaired	-	0.71	0.76	40.46	1.70	8.80	52.43
Total	-	1.81	0.77	40.46	1.70	8.80	53.54

2.11 CASH AND CASH EQUIVALENTS

	Current	
	As at March 31, 2022	As at March 31, 2021
Balances with banks:		
In Current Accounts	4.05	23.27
Deposits with banks with original maturity of 3 months or less	9.95	-
Cash on hand	0.07	0.16
Total	14.07	23.43

Notes to the Standalone Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

2.12 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Margin money deposit*	-	-	125.00	250.00
Deposits with original maturity for more than 3 months but less than 12 months	-	-	17.96	0.05
Deposits with original maturity for more than 12 months	140.00	4.38	-	-
	140.00	4.38	142.96	250.05
Less: Amount disclosed under other financial asset (Refer Note 2.05)	140.00	4.38	-	-
Total	-	-	142.96	250.05

* Marked under lien in favour of Banks for security against borrowing availed by the company and its wholly owned subsidiary i.e. Hathway Digital Limited.

2.13 EQUITY SHARE CAPITAL

	As at March 31, 2022	As at March 31, 2021
Authorised Capital		
1,999,000,000 (March 31, 2021:1,999,000,000) Equity Shares of ₹ 2 each	399.80	399.80
Total	399.80	399.80
Issued, Subscribed and Paid up Capital		
1,770,104,500 (March 31, 2021: 1,770,104,500) Equity Shares of ₹ 2 each fully paid-up	354.02	354.02
Total	354.02	354.02

a) Reconciliation of the number of shares outstanding as at the beginning and end of the reporting period:

	As at March 31, 2022		As at March 31, 2021	
	Number	Amount	Number	Amount
Equity Shares of ₹ 2 each				
Shares Outstanding at the beginning of the Year	1,770,104,500	354.02	1,770,104,500	354.02
Shares Outstanding at the end of the year	1,770,104,500	354.02	1,770,104,500	354.02

b) Rights, Preference and restrictions attached to Shares:

Terms/ Rights attached to Equity Shares

The Company has issued only one class of equity shares having face value of ₹ 2 (March 31, 2021 : ₹ 2) per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts in proportion to the number of equity shares held by the shareholders.



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for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

- c) Shares in respect of each class in the company held by its holding company or its ultimate holding company including shares held by subsidiaries or associates of the holding company or the ultimate holding company in aggregate

Name of the shareholder	As at March 31, 2022	As at March 31, 2021
	No. of Shares held	No. of Shares held
Equity Shares of ₹ 2 each		
Jio Content Distribution Holdings Private Limited\$	550,529,562	671,402,207
Jio Internet Distribution Holdings Private Limited\$	220,641,491	269,084,886
Jio Cable and Broadband Holdings Private Limited\$	164,546,307	200,673,607

\$ Controlled by Digital Media Distribution Trust of which Reliance Content Distribution Limited - Wholly owned Subsidiary of Reliance Industries Limited, is the sole beneficiary.

- d) Details of shareholders holding more than 5% shares in the Company:

Name of the Shareholder	As at March 31, 2022		As at March 31, 2021	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Equity shares of ₹ 2 each				
Mr. Akshay Raheja	121,413,000	6.86	121,413,000	6.86
Mr. Viren Raheja	119,553,000	6.75	119,553,000	6.75
Hathway Investments Private Limited	112,645,015	6.36	112,645,015	6.36
Jio Content Distribution Holdings Private Limited	550,529,562	31.10	671,402,207	37.93
Jio Internet Distribution Holdings Private Limited	220,641,491	12.46	269,084,886	15.20
Jio Cable And Broadband Holdings Private Limited	164,546,307	9.30	200,673,607	11.34

2.13.1 Shareholding of Promoter as at March 31, 2022

Sr. no.	Class of Equity Share	Promoter's Name	No. of shares at the beginning of the year	change during the year	shares at the end of the year	% of total shares	% change during the year
1	Fully paid-up equity shares of ₹ 2 each	Jio Content Distribution Holdings Private Limited	671,402,207	(120,872,645)	550,529,562	31.10	6.83
2		Jio Internet Distribution Holdings Private Limited	269,084,886	(48,443,395)	220,641,491	12.46	2.74
3		Jio Cable And Broadband Holdings Private Limited	200,673,607	(36,127,300)	164,546,307	9.30	2.04

2.13.2 Shareholding of Promoter as at March 31, 2021

Sr. no.	Class of Equity Share	Promoter's Name	No. of shares at the beginning of the year	change during the year	shares at the end of the year	% of total shares	% change during the year
1	Fully paid-up equity shares of ₹ 2 each	Jio Content Distribution Holdings Private Limited	749,382,454	(77,980,247)	671,402,207	37.93	4.41
2		Jio Internet Distribution Holdings Private Limited	300,337,845	(31,252,959)	269,084,886	15.20	1.77
3		Jio Cable And Broadband Holdings Private Limited	223,980,916	(23,307,309)	200,673,607	11.34	1.31

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2.14 OTHER EQUITY

	As at March 31, 2022	As at March 31, 2021
Retained earnings	(602.39)	(649.71)
Debt instruments through other comprehensive income	(0.24)	-
Securities premium	4,725.79	4,725.79
Total	4,123.16	4,076.08

Description of the nature and purpose of each reserve within equity is as follows:

(a) **Retained earnings:**

Retained earnings are the losses that the Company has incurred till date.

(b) **Securities premium:**

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.

2.15 OTHER FINANCIAL LIABILITIES

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Security Deposits	10.34	13.20	-	-
Salary and Employee benefits payable	-	-	5.60	5.25
Payables for acquisition of property, plant and equipment				
- Micro and Small enterprises	-	-	2.02	1.79
- Other	-	-	15.89	22.22
Other financial liabilities				
- Micro and Small enterprises	-	-	4.08	5.22
- Other	-	-	21.29	22.95
Total	10.34	13.20	48.88	57.43

2.16 PROVISIONS

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Employee benefits				
Provision for Leave Encashment	2.43	2.63	0.20	0.23
	2.43	2.63	0.20	0.23

2.17 CURRENT BORROWINGS

	As at March 31, 2022	As at March 31, 2021
Loans repayable on demand		
Secured		
Overdraft with bank	-	0.00*
Total	-	0.00*

* Amount less than ₹ 50,000



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2.18 OTHER LIABILITIES

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Contract liability	-	-	62.17	74.25
Statutory Payables	-	-	14.08	15.36
Gratuity (Funded)	3.32	2.68	-	-
Other Liabilities	-	-	3.22	6.77
Total	3.32	2.68	79.47	96.38

2.19 TRADE PAYABLES

	As at March 31, 2022	As at March 31, 2021
Micro and small enterprises	0.08	0.03
Other	47.39	47.32
Total	47.47	47.35

2.19.1 TRADE PAYABLES AGEING AS ON MARCH 31, 2022

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			< 1 year	1-2 years	2-3 years	> 3 years	
(i) MSME	-	-	0.08	-	-	-	0.08
(ii) Others	28.45	-	14.17	0.41	0.35	3.11	46.49
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	0.06	-	0.84	0.90
Total	28.45	-	14.25	0.47	0.35	3.95	47.47

2.19.2 TRADE PAYABLES AGEING AS ON MARCH 31, 2021

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			< 1 year	1-2 years	2-3 years	> 3 years	
(i) MSME	-	-	0.03	-	-	-	0.03
(ii) Others	30.37	0.00	11.68	0.28	0.39	3.76	46.48
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	0.84	0.84
Total	30.37	0.00	11.71	0.28	0.39	4.60	47.35

3.01 REVENUE FROM OPERATIONS

	Year ended March 31, 2022	Year ended March 31, 2021
Revenue from operations		
Sale of services	621.23	615.28
Sale of products	0.04	-
Other operating revenues	0.67	0.28
Total	621.94	615.56

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for the year ended March 31, 2022

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3.02 OTHER INCOME

	Year ended March 31, 2022	Year ended March 31, 2021
Interest income earned on financial assets measured at Amortised Cost:		
Bank Deposits	8.38	46.89
Interest on Loans	0.13	0.35
Interest income earned on financial assets measured at Fair Value through Other Comprehensive Income:		
Interest on Bonds	0.47	-
Interest on Debt Funds	4.17	-
Dividend Income from an Associate	16.79	12.59
Share of Profit from LLP	-	0.61
Other Non - operating income		
Amount No Longer Payable Written Back	2.55	0.64
Interest on Income Tax Refund	-	4.07
Miscellaneous Income	0.01	0.21
Other gains and losses		
Gain on disposal of Current Investments (Net)	3.66	63.98
Net Gain on sale of investments measured at fair value through other comprehensive income	12.35	-
Net Gain on financial assets measured at fair value through profit and loss	1.95	3.21
Profit on Sale of property, plant and equipment (net)	0.18	0.25
Net gain on foreign currency fluctuations	0.17	1.50
Total	50.81	134.30

3.03 OTHER OPERATIONAL EXPENSES

	Year ended March 31, 2022	Year ended March 31, 2021
Commission	43.90	52.37
Bandwidth & Lease Line Cost	42.56	47.14
Licence Fees	52.47	11.95
Repairs and Maintenance (Plant and Machinery)	9.67	10.84
Lease	14.80	14.65
Consultancy and Technical Fees	3.73	3.23
Other Sundry Operational Cost	22.00	20.11
Software and Programming Cost	3.06	2.30
Freight & Octroi Charges	1.43	1.20
Hire Charges	6.61	5.87
Total	200.23	169.66

3.04 EMPLOYEE BENEFIT EXPENSES

	Year ended March 31, 2022	Year ended March 31, 2021
Salaries & bonus	49.14	50.83
Contribution to provident and other funds	3.09	3.13
Staff welfare expenses	3.50	2.45
Total	55.73	56.41



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3.05 FINANCE COSTS

	Year ended March 31, 2022	Year ended March 31, 2021
Interest and Finance charges on financial liabilities	-	15.19
Other borrowing costs	-	4.65
Interest expenses on Leases Liability	-	0.01
Total	-	19.85

3.06 DEPRECIATION, AMORTISATION & IMPAIRMENT

	Year ended March 31, 2022	Year ended March 31, 2021
Depreciation of Property, Plant and Equipment	127.66	115.61
Amortisation of Intangible Assets	32.64	24.86
Depreciation on Right of Use Assets	-	0.27
Impairment of Property, Plant and Equipment	19.41	29.64
Impairment of Other Intangible Assets	-	0.01
Total	179.71	170.39

3.07 OTHER EXPENSES

	Year ended March 31, 2022	Year ended March 31, 2021
Service Charges	117.82	118.28
Impairment of trade receivables (Expected credit loss) (net)	(0.04)	(0.58)
Electricity Expenses	16.20	14.67
Advertisement & Promotion expenses	8.08	6.80
Legal & Professional Charges	1.73	2.25
Lease - Offices	4.27	4.19
Conveyance	0.51	0.65
Repairs & Maintenance (Others)	2.46	2.44
Office Expenses	1.66	1.65
Travelling	1.16	0.61
Communication Charges	1.32	1.74
Rates & taxes	0.79	1.58
Loss on disposal / shortage of Property, Plant and Equipment	6.10	11.05
Printing & Stationery	0.68	0.54
Insurance Charges	0.46	0.95
Business Promotion Expenses	0.04	0.03
Sundry Advances Written Off	0.01	14.35
Interest on Taxes	0.42	0.29
Share of Loss from LLP	0.06	-
Impairment of advances	0.01	2.18
Sitting Fees	0.19	0.29
Miscellaneous Expenses	0.76	0.78
Auditor's Remuneration		
- Statutory Audit Fees	0.52	0.47
- Limited Review, Consolidation and Certification Fees	0.34	0.55
Corporate Social Responsibility Expenses	1.66	1.16
Other Expenses	3.40	1.86
Impairment of Investment	-	0.25
Total	170.61	189.03

Notes to the Standalone Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

3.08 EXCEPTIONAL ITEMS*

	Year ended March 31, 2022	Year ended March 31, 2021
Loss on sale of Subsidiaries / Joint Ventures (Net)	-	0.92
Reversal of Impairment of advances & exposure to certain entities including Joint Ventures	(3.57)	-
Total	(3.57)	0.92

* Refer Note 4.05

4.01 Earnings Per Share

	Year ended March 31, 2022	Year ended March 31, 2021
Basic earnings per share : (₹)		
Attributable to equity holders of the Company	0.27	0.63
Diluted earnings per share : (₹)		
Attributable to equity holders of the Company	0.27	0.63
Nominal value of Ordinary shares (₹ per Share):	2.00	2.00
Reconciliation of earnings used in calculating earnings per share :		
Basic earnings per share		
Profit attributable to equity holders of the Company used in calculating basic earnings per share	47.16	111.15
Diluted earnings per share		
Profit attributable to equity holders of the Company used in calculating diluted earnings per share	47.16	111.15
Weighted average number of shares used as the denominator in calculating basic and diluted earnings per share	1,770,104,500	1,770,104,500

4.02 Contingent Liabilities

- The Company has received Show Cause cum Demand notices ("SCNs") from the Department of Telecommunications ("DOT"), Government of India for the financial years from 2006-07 to 2019-20 towards license fees aggregating to ₹ 3,586.86 which includes penalty and interest thereon (31 March 2021: for financial years from 2006-07 to 2008-09: ₹ 376.40 including penalty and interest). The Company has made representations to DOT contesting the basis of such demands. Based on opinion of legal expert, the Company is confident that it has good grounds on merit to defend itself in the above matter. Accordingly, the Company is of the view that no provision is necessary in respect of the aforesaid matter.
- The minority shareholders of the erstwhile joint venture company, Hathway Rajesh Multichannel Pvt. Ltd., filed an arbitration petition against the Company before the High Court, Bombay, which was referred to a sole arbitrator in August 2016. The minority shareholders, in their statement of claim have sought, amongst other reliefs, payment of ₹ 54.98 (March 31, 2021: ₹ 54.98) under various heads. The Company has refuted the claims and has made counter claim of ₹ 91.17 (March 31, 2021: ₹ 91.17) towards inter-alia outstanding content cost, loans, payments and damages / compensation for the loss of financial and management credibility, goodwill etc. The matter is currently pending.
- On conclusion of investigation by the Directorate of Revenue Intelligence (DRI) on alleged evasion of customs duty on import of software licence of viewing cards, the Commissioner of Customs (Import) has passed an order demanding Custom's Duty of ₹ 8.95 (March 31, 2021: ₹ 8.95). The Company has deposited ₹ 0.67 (March 31, 2021: ₹ 0.67) under protest and filed an appeal against the order before Customs and Excise and Service Tax Appellate Tribunal (CESTAT), Western Zonal Branch, Mumbai. Such appeal is pending before the CESTAT.



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d) **Claims against the Company, other than those stated above, not acknowledged as debts are as under:**

Matters with	As at March 31, 2022	As at March 31, 2021
Operators & Others	2.23	0.59
Income Tax Matter under Appeal	85.14	43.07
Other Statutory Authorities	0.00*	0.29
GST / VAT Authorities	9.50	4.24
Custom's Duty under Provisional Assessment	39.87	3.24
Total	136.74	51.43

* Amount less than ₹ 50,000

Pursuant to Business Transfer Agreement dated March 24, 2017, the Company has transferred its Cable Television business which inter alia includes claims against the Company not acknowledged as debts, by way of slump sale to its wholly owned subsidiary Hathway Digital Limited (HDL). Accordingly, the details of such claims, litigation etc. relating to Cable Television business transferred to HDL are not disclosed hereinabove

e) **Foreseeable losses**

The Company has a process whereby periodically all long term contracts are assessed for material foreseeable losses. At the year end, the Company has reviewed and ensured that adequate provision as required under any law/applicable accounting standards for material foreseeable losses on such long term contracts has been made in the books of account.

f) **Note on pending litigations**

The Company's pending litigations comprises of proceedings pending with various Direct Tax, Indirect tax and other authorities. The company has reviewed its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed the contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial statements.

4.03 Financial Corporate Guarantee

The Company has given Corporate Guarantees of ₹ 20 (March 31, 2021: ₹ 20) to Banks towards various credit facilities extended by them to related parties.

4.04 Capital and Other Commitments

Estimated amount of contracts (including acquisition of intangible assets net of advances) remaining to be executed on capital account and not provided for aggregate to ₹ 24.29 (March 31, 2021: ₹ 72.58).

As a part of business strategy, the Company has expanded its area of operations in various parts of the country by entering into arrangements with local partners. Such operations are in the form of subsidiaries/joint ventures. Since operations of such entities are significantly dependent on the company's policies, the Company is committed to provide the required support towards the operations of such entities including financial support that may be required to meet commitments/obligations of such entities.

4.05 Exceptional Items

Changes in market dynamics has impacted operations of certain entities including Joint Ventures. Management, based on a review; has provided for impairment of investment in such entities, classified under Exceptional Item so as to give its clear impact, independent of operational performance. Such exceptional item is net of provision for impairment no longer required.

During the previous financial year, the Company has sold investments in certain Subsidiaries and Joint ventures. The loss on sale of investments in such entities being non-routine in nature, has been disclosed as "Exceptional Item" in the financial statements.

Notes to the Standalone Financial Statements

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4.06 Employee Benefits

a) Defined Benefit Plans:

The Company provides for gratuity, a defined benefit retirement plan covering eligible employees. The gratuity plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount equivalent to 15 to 26 days' salary for each completed year of service subject to a maximum of ₹ 0.20 (March 31, 2021: ₹ 0.20). Vesting occurs upon completion of five continuous years of service in accordance with Indian law.

The Present value of the defined benefit obligations and related current service cost were measured using the Projected Unit Credit Method, with actuarial valuation being carried out at each Balance Sheet date.

Investment Risk	The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to government bond yields. If the return on plan asset is below this rate, it will create a plan deficit. Currently the plan has a relatively balanced investment with LIC of India and Exide Life Insurance Corporation of India.
Interest Risk	A decrease in the bond interest rate will increase the plan liability. However, this will be partially offset by an increase in the return on the plan's debt investments
Longevity Risk	The plan is of a final salary defined benefit in nature which is sponsored by the Company and hence it underwrites all the risks pertaining to the plan. In particular, there is a risk for the Company that any adverse salary growth or demographic experience or inadequate returns on underlying plan assets can result in an increase in cost of providing these benefits to employees in future. Since the benefits are lump sum in nature the plan is not subject to any longevity risks.
Salary Risk	The Gratuity benefit, being based on last drawn salary, will be critically affected in case of increase in future salaries being more than assumed.

Particulars	Gratuity	
	March 31, 2022	March 31, 2021
1 Expense recognized in the statement of Profit and Loss		
Current Service Cost	0.69	0.65
Net Interest	0.17	0.14
Past Service Cost	-	-
Expense recognized in the statement of Profit and Loss	0.86	0.79
2 Other Comprehensive Income (OCI)		
Measurement of net defined benefit liability		
Actuarial (gains)/ losses arising from changes in financial assumption	(0.10)	0.13
Actuarial (gains)/ losses arising from experience adjustments	(0.11)	(0.24)
Return on plan asset excluding net interest (gain) / losses	(0.01)	(0.12)
Total Actuarial (Gain)/loss recognised in OCI	(0.22)	(0.23)
3 Change in benefit obligations:		
Projected benefit obligations at beginning of the year	5.77	5.07
Current Service Cost	0.69	0.65
Interest Cost	0.36	0.33
Benefits Paid	(0.65)	(0.17)
Actuarial (Gain) / Loss		
Actuarial (gains)/ losses arising from changes in financial assumption	(0.10)	0.13
Actuarial (gains)/ losses arising from experience adjustments	(0.11)	(0.24)
Projected benefit obligations at end of the year	5.96	5.77



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Particulars	Gratuity	
	March 31, 2022	March 31, 2021
4 Fair Value of Plan Assets		
Opening Fair Value of Plan Asset	3.09	2.95
Return on Plan Assets excl. interest income (gain)/losses	0.01	0.12
Interest Income	0.19	0.19
Benefits Paid	(0.65)	(0.17)
Fair Value of Plan Assets at end of the year	2.64	3.09
* On account of business combination / inter group transfer		
5 Net Liability		
Projected benefit obligations at end of the year	5.96	5.77
Fair Value of Plan Asset at the end of the year	2.64	3.09
Net Liability	3.32	2.68
6 The net liability disclosed above relates to funded plans are as follows		
Projected benefit obligations at end of the year	5.96	5.77
Fair Value of Plan Asset at the end of the year	2.64	3.09
Deficit of gratuity plan	3.32	2.68
7 Sensitivity Analysis		
Present value of benefit obligation at the end of the year on		
0.5 % increase in discount rate	5.77	5.59
0.5 % decrease in discount rate	6.15	5.96
0.5 % increase in rate of salary increase	6.14	5.94
0.5 % decrease in rate of salary increase	5.77	5.60
1% increase in attrition rate	5.98	5.79
1% decrease in attrition rate	5.93	5.75
10% increase in mortality rate	5.96	5.77
10% decrease in mortality rate	5.95	5.77
8 Principal assumptions used for the purpose of actuarial valuation		
Mortality	IALM (2012-2014) Ult	IALM (2012-2014) Ult
Interest /discount rate	6.80%	6.55%
Rate of increase in compensation	5.00%	5.00%
Expected average remaining service	6.38	6.26
Employee Attrition Rate (Past service(PS))	21-30 Year: 14.3%	21-30 Year: 14.3%
	31-40 Year: 16.9%	31-40 Year: 16.9%
	41-50 Year: 10.00%	41-50 Year: 10.00%
	51-57 Year: 0.00%	51-57 Year: 0.00%
9 Investment Details		
Insurer Managed Funds	100.00%	100.00%

Notes to the Standalone Financial Statements

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b) Defined Contribution Plans:

The Company contributes towards provident fund and other defined contribution benefit plans for qualifying employees. Under the plan, the Company is required to contribute a specified percentage of payroll cost to the defined contribution plan to fund the benefits.

The Total expenses recognised in the statement of Profit and Loss is ₹ 2.23 (March 31, 2021: ₹ 2.34) represents contribution payable to these plans by the Company at the rates specified in the rules of plan.

4.07 Disclosures as required by Indian Accounting Standard (Ind AS) 108 Operating Segments

As the Company's business activity falls within a single business segment in terms of Ind AS 108 on Operating Segments, the financial statement are reflective of the information required by Ind AS 108.

4.08 Leases

Short term leases accounted in the statement of Profit and Loss is ₹ 25.68 (March 31, 2021 : ₹ 24.71)

4.09 The details of amounts outstanding to Micro and Small Enterprises based on available information with the Company is as under :

Particulars	March 31, 2022	March 31, 2021
Principal amount due and remaining unpaid	6.18	7.04

4.10 Capital Management

The Company's financial strategy aims to support its enterprise priorities and to maintain an optimal capital structure so as to provide adequate capital to its businesses for growth and create sustainable stakeholder value. For the purposes of Company's capital management, Capital includes equity attributable to the equity holders of the Company and all other equity reserves. The principal source of funding of the Company is expected to be cash generated from its operations supplemented by funding through capital market options.

Consequent to such capital structure, the Company is not subject to any externally imposed capital requirements.

4.11 Financial Instruments :

(i) Methods & assumptions used to estimate the fair values

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

- The carrying amounts of receivables and payables which are short term in nature such as trade receivables, security deposits given, loans given to related parties, other bank balances, deposits, trade payables, payables for acquisition of non-current assets and cash and cash equivalents are considered to be the same as their fair values.
- For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

(ii) Categories of financial instruments

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2: directly or indirectly observable market inputs, other than Level 1 inputs; and

Level 3: inputs which are not based on observable market data



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Particulars	As at March 31, 2022		As at March 31, 2021	
	Carrying values	Fair value	Carrying values	Fair value
Financial assets				
Measured at amortised cost				
Investment in Government securities	0.14	0.14	0.14	0.14
Trade receivables	1.10	1.10	1.11	1.11
Loans	0.40	0.40	9.87	9.87
Cash and Bank balances	297.03	297.03	277.86	277.86
Other financial assets	16.87	16.87	17.92	17.92
Total (A)	315.54	315.54	306.90	306.90
Measured at fair value through profit or loss				
Investment in mutual funds	56.89	56.89	346.96	346.96
Total (B)	56.89	56.89	346.96	346.96
Measured at fair value through other comprehensive income				
Investment in equity instruments of other companies	3.08	3.08	3.08	3.08
Investment in mutual funds & Bonds	292.34	292.34	-	-
Total (C)	295.42	295.42	3.08	3.08
Total Financial assets (A+B+C)	667.85	667.85	656.94	656.94
Financial liabilities				
Measured at amortised cost				
Borrowings #	-	-	0.00 *	0.00 *
Trade payables	47.47	47.47	47.35	47.35
Other financial liabilities	33.85	33.85	43.01	43.01
Total Financial liabilities	81.32	81.32	90.36	90.36

* Amount less than ₹ 50,000

includes current maturities of long term debts

Level wise disclosure of financial instruments

Matters with	As at March 31, 2022	As at March 31, 2021	Level	Valuation techniques and key inputs
Investment in equity instruments of other companies	3.08	3.08	3	Asset Approach
Investment in Mutual funds	149.65	346.96	1	Closing Net Asset Value of Mutual Fund
Investment in Bonds	199.58	-	2	Quote from Rating Agency

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4.12 Financial Risk Management

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the Board of Directors. The details of different types of risk and management policy to address these risks are listed below:

The business activities of Company expose it to financial risks namely Credit risk, Liquidity risk and Market risk.

1. Credit risk

Credit risk arises from the possibility that counter party will cause financial loss to the company by failing to discharge its obligation as agreed.

The exposure of the Company to credit risk arises mainly from the trade receivables, unbilled revenue, loans given and financial guarantee contract.

Credit risks from balances with banks and financial institutions are managed in accordance with the Company policy. For derivative and financial instruments, the Company attempts to limit the credit risk by only dealing with reputable banks and financial institutions having high credit-ratings assigned by credit-rating agencies.

The Company's major revenue streams arises from services provided to end use customers in the form of monthly subscription income, which predominantly follows a prepaid model. The trade receivables and unbilled revenue on account of subscription income are typically un-secured and derived from sales made to large number of independent customers. As the customer base is distributed economically and geographically, there is no concentration of credit risk.

The Company follows a simplified approach (i.e based on lifetime ECL) for recognition of impairment loss allowance on Trade receivables. For the purpose of measuring the lifetime ECL allowance for trade receivables, the Company uses a provision matrix. In addition, in case there are events or changes in circumstances indicating individual or class of trade receivables is required to be reviewed on qualitative aspects, necessary provisions are made.

Reconciliation of changes in the loss allowances measured using life-time expected credit loss model - Trade receivables

Particulars	Amount
As at April 01, 2020	53.00
Provided during the year	0.38
Amounts written off	-
Reversals of Provision	0.95
As at March 31, 2021	52.43
Provided during the year	0.11
Amounts written off	-
Reversals of Provision	0.15
As at March 31, 2022	52.39

2. Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company liquidity risk management policies include to, at all times ensure sufficient liquidity to meet its liabilities when they are due, by maintaining adequate sources of financing from banks at an optimised cost whenever considered appropriate. In addition, processes and policies related to such risks are overseen by senior management. The Company's senior management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.



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Maturities of financial liabilities

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

As on March 31, 2022	less than 1 Year	1 to 5 year	Total
Non-Derivatives			
Trade payables	47.47	-	47.47
Other financial liabilities	48.88	10.34	59.22
Total	96.35	10.34	106.69

As on March 31, 2021	less than 1 Year	1 to 5 year	Total
Non-Derivatives			
Trade payables	47.35	-	47.35
Borrowings	0.00*	-	0.00*
Other financial liabilities	57.43	13.20	70.63
Total	104.78	13.20	117.98

* Amount less than ₹ 50,000

The Company from time to time in its usual course of business issues financial guarantees and letter of comfort to certain subsidiaries, associates and joint ventures. Company has issued corporate guarantee and letter of comfort for debt of ₹ 20.00 (March 31, 2021: ₹ 20.00). The outflow in respect of these guarantees and letter of comfort will arise only upon default of such subsidiaries, associates and joint ventures. ₹ 20.00 (March 31, 2021: ₹ 20.00) is due for repayment within 1 year from the reporting date.

Financing arrangements

The Company has sufficient sanctioned line of credit from its bankers / financiers; commensurate to its business requirements. The Company reviews its line of credit available with bankers and lenders from time to time to ensure that at all point in time there is sufficient availability of line of credit.

The Company pays special attention to the net operating working capital invested in the business. In this regard, as in previous years, considerable work has been performed to control and reduce collection periods for trade and other receivables, as well as to optimise accounts payable with the support of banking arrangements to mobilise funds.

3. Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The Company is exposed in the ordinary course of business to following risks: (a) foreign exchange risk and (b) price risk.

(a) Market Risk – Foreign Exchange

Foreign exchange risk arises on all recognised monetary assets and liabilities which are denominated in a currency other than the functional currency of the Company. The Company has foreign currency trade payables.

Foreign currency risk is managed by following established risk management policies, which inter alia includes monitoring the movements in currencies in which the borrowings / capex vendors are payable and hedging the exposure to foreign currency risk, wherever considered appropriate, by entering into forward currency contracts, call options and currency swaps contracts.

The Company does not enter into or trade financial instrument including derivative for speculative purpose.

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The carrying amount of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

Foreign currency exposure

	As at	As at
	March 31, 2022	March 31, 2021
	USD	USD
Liabilities		
Trade payables	0.04	0.18

Details of Unhedged Foreign Currency Exposure is as under:-

	As at March 31, 2022		As at March 31, 2021	
	Amount in Foreign currency	Amount in INR	Amount in Foreign currency	Amount in INR
Accounts Payables				
USD	0.04	2.87	0.18	12.81
Other Firm Commitments				
USD	0.04	3.39	0.80	58.38

Foreign currency sensitivity

1 % increase or decrease in foreign exchange rates will have the following impact on profit / (loss) before tax and on other components of equity

Particulars	Impact on Profit : Increase/(Decrease)			
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	1% increase	1% increase	1 % decrease	1 % decrease
USD	(0.03)	(0.13)	0.03	0.13

Particulars	Impact on other components of equity: Increase / (Decrease)			
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	1% increase	1% increase	1 % decrease	1 % decrease
USD	(0.03)	(0.13)	0.03	0.13

(b) Market Risk -Price Risk:

The Company is mainly exposed to the price risk due to its investment in mutual funds and bonds. The price risk arises due to uncertainties about the future market values of these investments. At March 31 2022, the investments in mutual funds is ₹ 149.65 (March 31, 2021 : ₹ 346.96) and in Bonds is ₹ 199.58 (March 31,2021: ₹ Nil). These are exposed to price risk. In order to minimise price risk arising from investments in mutual funds and bonds, the Company predominately invests in those mutual funds, which have higher exposure to high quality debt instruments with adequate liquidity and no demonstrated track record of price volatility. Further, in order to minimise price risk in bonds, the company invests in high rated Debt Instrument issued by large corporates.

Price risk sensitivity:

0.10% increase or decrease in prices will have the following impact on profit/(loss) before tax and on other components of equity

Particulars	Impact on Profit or Loss: Increase / (Decrease)		Impact on equity: Increase / (Decrease)	
	As at	As at	As at	As at
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Price - increase by 0.10%*	0.35	0.35	0.35	0.35
Price - decrease by 0.10% *	(0.35)	(0.35)	(0.35)	(0.35)

* assuming all other variables as constant



Notes to the Standalone Financial Statements

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4.13 Related Party Disclosures

A. Names of related parties and related party relationship

i) The company is controlled by the following entities:

Entities exercising control #	Reliance Industries Limited
	Reliance Industrial Investments and Holdings Limited * (Protector of Digital Media Distribution Trust)
	Digital Media Distribution Trust
	Jio Content Distribution Holdings Private Limited \$
	Jio Internet Distribution Holdings Private Limited \$
	Jio Cable and Broadband Holdings Private Limited \$

ii) Under Control of the Company

1	Wholly Owned Subsidiaries	Hathway Mantra Cable & Datacom Limited Hathway Digital Limited Hathway Kokan Crystal Cable Network Limited (w.e.f. November 26, 2021)
2	Other – Subsidiaries	Chennai Cable Vision Network Private Limited Channels India Network Private Limited Elite Cable Network Private Limited Hathway Nashik Cable Network Private Limited Hathway Bhawani Cabletel And Datacom Limited Hathway Kokan Crystal Cable Network Limited (up to November 26, 2021)
3	Step Down Subsidiaries	Bee Network and Communication Limited @ Binary Technology Transfers Limited @ Hathway CNet Limited @ Hathway Enjoy Cable Network Limited @ Hathway Gwalior Cable & Datacom Limited @ Hathway Internet Satellite Limited @ Hathway JMD Farukhabad Cable Network Limited @ Hathway Media Vision Limited @ Hathway Space Vision Cabletel Limited @ Hathway United Cables Limited @ Ideal Cables Limited @ ITV Interactive Media Limited @ Liberty Media Vision Limited @ Vision India Network Limited @ Win Cable and Datacom Limited @ Hathway Broadband Limited @ Hathway New Concept Cable & Datacom Limited @ Hathway Software Developers Limited @ UTN Cable Communications Limited @ Hathway Mysore Cable Network Limited @ Hathway Krishna Cable Limited @ Hathway Digital Saharanpur Cable & Datacom Limited @

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(₹ in crores unless otherwise stated)

iii) Other Related parties:

1	Fellow Subsidiaries #	Reliance Corporate IT Park Limited ^ Reliance Jio Infocomm Limited ^ Den Networks Limited ^ Den Broadband Limited ^ Jio Haptik Technologies Limited ^ Reliance Retail Limited ^ Reliance Projects & Property Management Services Limited (Formerly Reliance Digital Platform & Project Services Limited) ^ TV18 Broadcast Limited ^
2	Joint Ventures	Hathway Digital Saharanpur Cable & Datacom Limited (upto December 15, 2020) Hathway Sai Star Cable & Datacom Private Limited Hathway MCN Private Limited Hathway Channel 5 Cable & Datacom Private Limited Net 9 Online Hathway Private Limited (Upto March 18, 2021) Hathway Cable MCN Nanded Private Limited Hathway Latur MCN Cable & Datacom Private Limited Hathway Palampur Cable Network Private Limited (upto February 11, 2021) Hathway ICE Television Private Limited Hathway Sonali Om Crystal Cable Private Limited Hathway Dattatray Cable Network Private Limited Hathway Prime Cable & Datacom Private Limited Hathway SS Cable & Datacom - LLP
3	Joint venture of Entity exercising control	Alok Industries Limited
4	Associate of Fellow Subsidiary	Eenadu Television Private Limited
5	Associate Companies	Pan Cable Services Private Limited Hathway VCN Cablenet Private Limited GTPN Hathway Limited
6	Trusts - Post Employment Benefit Trust	Hathway Cable and Datacom Limited Employee Group Gratuity Assurance Scheme
7	Key Management Personnel	Executive Director:- Mr. Rajan Gupta - Managing Director Non Executive Directors :- Independent Directors Mr. Sridhar Gorthi Mr. Sasha Gulu Mirchandani Ms. Ameeta A Parpia Non Independent Directors Mr. Viren R Raheja Mr. Akshay R Raheja Ms. Geeta Fulwadaya Mr. Anuj Jain Mr. Saurabh Sancheti

w.e.f. January 30, 2019

* Reliance Industrial Investments and Holdings Limited - Protector of Digital Media Distribution Trust is wholly owned subsidiary of Reliance Industries Limited

§ Controlled by Digital Media Distribution Trust of which Reliance Content Distribution Limited - Wholly owned Subsidiary of Reliance Industries Limited, is the sole beneficiary

^ Subsidiary of Reliance Industries Limited.

@ Merged with wholly owned susidiary namely Hathway Digital Limited w.e.f. appointed date 1st April 2021



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B) Related Party Transaction:**Compensation to Key Management Personnel:-**

Particulars	March 31, 2022	March 31, 2021
(a) Short Term employee benefits	5.37	4.77
(b) Post employment benefits	0.13	0.13
(c) Other long term benefits	-	-
(d) Sitting Fees	0.19	0.29
Total Compensation	5.69	5.19

As the employment benefits such as Gratuity & Leave encashment are provided on an actuarial basis for the Company as a whole, the amount pertaining to Key Management Personnel is not ascertainable and therefore not included above.

Nature of Transactions	Name of the Party	Relationship	2021-22	2020-21
Income				
Subscription Income	Net 9 Online Hathway Private Limited	Joint Venture	-	0.56
	Reliance Projects & Property Management Services Limited (Formerly Reliance Digital Platform & Project Services Limited)	Fellow Subsidiary	0.02	-
	Alok Industries Limited	Joint Venture of Parent	0.04	-
	Eenadu Television Private Limited	Associate of Entity exercising control	0.01	-
	Reliance Retail Limited	Fellow Subsidiary	0.01	-
	Others	Fellow Subsidiary	0.00	-
	Consultancy Income	Net 9 Online Hathway Private Limited	Joint Venture	-
Interest on Loans	Hathway Kokan Crystal Cable Network Limited	Wholly Owned Subsidiary	0.12	0.12
	Hathway Mysore Cable Network Limited	Step Down Subsidiary	-	0.12
	Hathway Software Developers Limited	Step Down Subsidiary	-	0.09
	Others	Wholly Owned Subsidiary	0.00*	0.00*
	Others	Joint Ventures	-	0.00*
Sales of Parts and Accessories	Hathway Digital Limited	Wholly Owned Subsidiary	0.02	-
Service Charges (Salary Recovery)	Den Networks Limited	Fellow Subsidiaries	2.62	0.90
Dividend Income	GTPL Hathway Limited	Associate	16.79	12.59
Business Support Services (Income)	Hathway Digital Limited	Wholly Owned Subsidiary	0.07	0.03
	Others	Step Down Subsidiary	-	0.06
	Others	Wholly Owned Subsidiary	0.02	0.01
	Others	Other – Subsidiaries	0.01	0.02
	Others	Joint Ventures	0.04	0.04
Lease Income	Den Networks Limited	Fellow Subsidiary	0.41	0.17
	Den Broadband Limited	Fellow Subsidiary	0.14	-
	Others	Wholly Owned Subsidiary	0.01	0.01
Profit on Sale of non-trade Investments (Under exceptional Item)	Others	Step Down Subsidiary	-	0.02
Share of Profit from LLP	Hathway SS Cable & Datacom LLP	Joint Venture	-	0.61
Reversal of Impairment of advances	Win Cable & Datacom Limited	Step Down Subsidiary	20.22	-
	Others	Step Down Subsidiary	9.41	-

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Nature	Name of the Party	Relationship	2021-22	2020-21
Expenses (Capital and Revenue nature)				
Lease Offices	Akshay R Raheja	Key Management Personnel	0.34	0.37
	Viren R Raheja	Key Management Personnel	0.34	0.37
	Den Networks Limited	Fellow Subsidiary	0.08	0.04
Purchase of Parts, Accessories and Others	Hathway Digital Limited	Wholly Owned Subsidiary	0.35	-
	Den Broadband Limited	Fellow Subsidiary	1.28	0.21
	Jio Haptik Technologies Limited	Fellow Subsidiary	-	0.08
	Others	Fellow Subsidiary	0.03	-
Purchase of Set Top Boxes	Hathway Digital Limited	Wholly Owned Subsidiary	4.55	0.39
Business Support Expense	Reliance Industries Limited	Entity exercising control	0.01	0.01
	Hathway Digital Limited	Wholly Owned Subsidiary	0.02	0.01
Bandwidth and Lease Line Cost	Reliance Jio Infocomm Limited	Fellow Subsidiary	36.41	35.93
Internet Usage Charges	Reliance Jio Infocomm Limited	Fellow Subsidiary	0.02	0.01
Service Charges (Expense)	Jio Haptik Technologies Limited	Fellow Subsidiary	-	0.06
	Reliance Projects & Property Management Services Limited (Formerly Reliance Digital Platform & Project Services Limited)	Fellow Subsidiary	1.92	-
Share of Loss from LLP	Hathway SS Cable & Datacom LLP	Joint Venture	0.06	-
Software Charges	Jio Haptik Technologies Limited	Fellow Subsidiary	0.25	0.10
Advances Written Off	Hathway Mysore Cable Network Limited	Step Down Subsidiary	-	4.58
	Hathway Software Developers Limited	Step Down Subsidiary	-	3.02
	UTN Cable Communications Limited	Step Down Subsidiary	-	6.11
	Others	Joint Ventures	-	0.20
Impairment of accrued Interest / Advances	Hathway Konkan Crystal Cable Network Limited	Wholly Owned Subsidiary	0.22	-
	Hathway Mantra Cable and Datacom Limited	Wholly Owned Subsidiary	7.50	-
	Hathway Konkan Crystal Cable Network Limited	Wholly Owned Subsidiary	1.20	-
	Others	Joint Ventures	0.03	-
Impairment of value of Investment (Under exceptional Items)	Hathway Konkan Crystal Cable Network Limited	Wholly Owned Subsidiary	4.69	-
	Hathway Mantra Cable and Datacom Limited	Wholly Owned Subsidiary	2.10	-
	Hathway Sai Star Cable & Datacom Private Limited	Joint Ventures	5.70	-
	Hathway Sonali OM Crystal Cable Private Limited	Joint Ventures	2.58	-
	Others	Joint Ventures	1.56	-

Nature	Name of the Party	Relationship	2021-22	2020-21
Change in Assets / Liabilities during the year				
Allowance for bad and doubtful loans made during the year	Hathway Mantra Cable and Datacom Limited	Wholly Owned Subsidiary	7.50	-
	Hathway Konkan Crystal Cable Network Limited	Wholly Owned Subsidiary	1.20	-
	Win Cable & Datacom Limited	Step Down Subsidiary	(20.22)	-
	Hathway C-Net Limited	Step Down Subsidiary	-	(0.42)
	ITV Interactive Media Limited	Step Down Subsidiary	-	(0.29)
	Hathway Digital Saharanpur Cable & Datacom Limited	Step Down Subsidiary	-	(1.04)
	Others	Step Down Subsidiary	(8.73)	(0.10)
	Others	Wholly Owned Subsidiary	(0.68)	-
	Others	Joint Venture	0.71	0.24



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Nature	Name of the Party	Relationship	2021-22	2020-21
Allowance for bad and doubtful Debts / receivables made during the year	Hathway Kokan Crystal Cable Network Limited	Wholly Owned Subsidiary	0.22	-
	Others	Wholly Owned Subsidiary	0.01	-
Allowance for Investments (Net) / Reversal of Allowances	Hathway Kokan Crystal Cable Network Limited	Wholly Owned Subsidiary	4.69	-
	Hathway Mantra Cable and Datacom Limited	Wholly Owned Subsidiary	2.10	-
	Hathway Sai Star Cable & Datacom Private Limited	Joint Ventures	5.70	-
	Hathway Sonali OM Crystal Cable Private Limited	Joint Ventures	2.58	-
	Hathway New Concept Cable & Datacom Limited	Step Down Subsidiary	-	4.03
	Ideal Cables Limited	Step Down Subsidiary	-	2.22
	Hathway Media Vision Limited	Step Down Subsidiary	-	5.92
	UTN Cable Communications Limited	Step Down Subsidiary	-	-
	Others	Step Down Subsidiary	-	2.57
	Others	Joint Ventures	1.56	0.68
Net Advances/Trade Receivables/ Trade Payables Made During the Year	Hathway Kokan Crystal Cable Network Limited	Other – Subsidiary	-	0.11
	Reliance JIO Infocomm Limited	Fellow Subsidiary	3.05	-
	Den Networks Limited	Fellow Subsidiary	-	0.09
	Hathway Digital Limited	Wholly Owned Subsidiary	-	0.64
	Others	Joint Ventures	0.06	0.01
	Others	Wholly Owned Subsidiary	0.12	0.01
	Others	Fellow Subsidiary	0.21	-
Net Advances/Trade Receivables/ Trade Payables Recovered/ Paid During the Year	Reliance Jio Infocomm Limited	Fellow Subsidiary	-	5.54
	Hathway Bhawani Cabletel & Datacom Limited	Other – Subsidiary	-	0.25
	Hathway Sai Star Cable & Datacom Private Limited	Joint Venture	-	0.15
	Net 9 Online Hathway Private Limited	Joint Venture	-	0.13
	Hathway Software Developers Limited	Step Down Subsidiary	-	0.15
	Hathway SS Cable & Datacom LLP	Joint Venture	-	0.61
	Others	Step Down Subsidiary	-	0.07
Receipt of repayment of Loan	Hathway Digital Limited	Wholly Owned Subsidiary	29.58	-
Investment made during the year	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	2.58	-
	Hathway Digital Limited	Wholly Owned Subsidiary	-	2,800.00
	Others	Wholly Owned Subsidiary	0.01	-
	Others	Step Down Subsidiary	-	0.25
Investment sold / redeemed during the year	Hathway Digital Limited	Wholly Owned Subsidiary	-	1,000.00
	Hathway Krishna Cables Limited	Step Down Subsidiary	-	15.41
	Hathway Software Developers Limited	Step Down Subsidiary	-	9.53
	Hathway Mysore Cable Network Limited	Step Down Subsidiary	-	10.09
	UTN Cable Communications Limited	Step Down Subsidiary	-	-
	Hathway New Concept Cable & Datacom Limited	Step Down Subsidiary	-	7.26
	Others	Step Down Subsidiary	-	18.41
	Others	Joint Ventures	-	2.68

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Nature	Name of the Party	Relationship	2021-22	2020-21
Closing Balances				
Investments	Hathway Digital Limited	Wholly Owned Subsidiary	2,232.68	2,232.68
	GTPL Hathway Limited	Associate	168.75	168.75
	Others	Wholly Owned Subsidiary	6.79	6.78
	Others	Other – Subsidiary	4.54	4.54
	Others	Associate	0.10	0.10
	Others	Joint Ventures	69.75	67.17
Loans & advances	Hathway Mantra Cable & Datacom Limited	Wholly Owned Subsidiary	7.50	7.50
	Win Cable & Datacom Limited	Step Down Subsidiary	-	20.22
	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	13.48	13.48
	Hathway Nashik Cable Network Private Limited	Other – Subsidiary	10.39	10.39
	Others	Wholly Owned Subsidiary	1.20	0.64
	Others	Other – Subsidiary	2.00	3.20
	Others	Step Down Subsidiary	-	8.72
	Others	Associate	2.90	2.90
	Others	Joint Ventures	1.30	1.30
Impairment in Value of Investments	Hathway Channel 5 Cable & Datacom Private Limited	Joint Venture	6.28	6.28
	Hathway Sai Star Cable & Datacom Private Limited	Joint Venture	22.38	16.68
	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	18.96	16.38
	Others	Other – Subsidiary	2.75	2.75
	Others	Associate	0.10	0.10
	Others	Wholly Owned Subsidiary	6.79	-
	Others	Joint Ventures	6.42	4.86
Allowance for bad and doubtful loans	Hathway Mantra Cable & Datacom Limited	Wholly Owned Subsidiary	7.50	-
	Hathway Nashik Cable Network Private Limited	Other – Subsidiary	10.39	10.39
	Win Cable & Datacom Limited	Step Down Subsidiary	-	20.22
	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	13.48	13.45
	Hathway Kokan Crystal Cable Network Limited	Wholly Owned Subsidiary	0.22	-
	Others	Step Down Subsidiary	-	8.72
	Others	Other – Subsidiary	2.00	2.00
	Others	Associate	2.50	2.50
	Others	Wholly Owned Subsidiary	1.20	-
Other Financial Liabilities	Hathway SS Cable & Datacom LLP	Joint Venture	2.39	2.33
Trade Payables	Reliance Jio Infocomm Limited	Fellow Subsidiary	8.18	5.13
	Others	Fellow Subsidiary	0.21	0.15
Trade Receivables / Other Receivables	Den Networks Limited	Fellow Subsidiary	0.00*	0.09
	Hathway Sai Star Cable & Datacom Private Limited	Joint Venture	0.05	-
	Hathway Kokan Crystal Cable Network Limited	Wholly Owned Subsidiary	0.33	-
	Others	Fellow Subsidiary	0.00*	-
	Others	Wholly Owned Subsidiary	0.03	0.01
	Others	Joint Ventures	-	(0.00)
Allowance for bad and doubtful debt	Hathway Sai Star Cable & Datacom Private Limited	Joint Ventures	0.05	-
	Others	Wholly Owned Subsidiary	0.01	-

* Amount less than ₹ 50,000

The Company had invested in 5% Non cumulative Redeemable Preference shares issued by Hathway Digital Limited aggregating to ₹ 0.07 (March 31, 2021 : ₹ 0.07). The Company has given Corporate financial Guarantees of ₹ 20.00 (March 31, 2021 ₹ 20.00) on behalf of GTPL Hathway Limited.



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4.14 Supplementary statutory information required to be given pursuant to Schedule V of regulation 34(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

Loans and Advances in the Nature of Loans to Subsidiaries, Joint Ventures and Associates

Name of Joint ventures	As at March 31, 2022			As at March 31, 2021		
	Subsidiaries / Step Down Subsidiaries	Associates And Joint Ventures	Maximum Amount Outstanding During The Year	Subsidiaries / Step Down Subsidiaries	Associates And Joint Ventures	Maximum Amount Outstanding During The Year
Hathway Mysore Cable Network Limited @	-	-	-	-	-	4.53
Hathway Software Developers Limited @	-	-	-	-	-	3.08
Hathway Media Vision Limited @	-	-	-	1.64	-	1.64
UTN Cable Communications Limited @	-	-	-	-	-	6.11
Hathway ICE Television Private Limited	-	0.68	0.68	-	0.68	0.68
GTPL Hathway Limited	-	2.90	2.90	-	2.90	2.90
Net 9 Online Hathway Private Limited	-	-	-	-	-	0.20
Hathway Sonali Om Crystal Cable Private Limited	-	13.48	13.48	-	13.48	15.48
Hathway Gwalior Cable & Datacom Limited @	-	-	-	0.46	-	0.51
Hathway Enjoy Cable Network Limited @	-	-	-	0.00*	-	0.00*
Hathway Digital Saharanpur Cable & Datacom Limited @	-	-	-	-	-	1.04
Hathway JMD Farukhabad Cable Network Limited @	-	-	-	0.00*	-	0.00*
Hathway Mantra Cable & Datacom Limited	7.50	-	7.50	7.50	-	7.50
Hathway Digital Limited	-	-	29.58	0.64	-	0.64
Hathway Prime Cable & Datacom Private Limited	-	0.02	0.02	-	0.02	0.02
Hathway Kokan Crystal Cable Network Limited	1.20	-	1.20	1.20	-	1.20
Bee Network and Communication Limited @	-	-	-	0.37	-	0.37
Binary Technology Transfers Limited @	-	-	-	1.60	-	1.63
Chennai Cable Vision Network Private Limited	1.97	-	1.97	1.97	-	1.97
Channels India Network Private Limited	0.01	-	0.01	0.01	-	0.01
Elite Cable Network Private Limited	0.02	-	0.02	0.02	-	0.02
Hathway CNet Limited @	-	-	-	0.03	-	0.45
Hathway Internet & Satellite Limited @	-	-	-	1.62	-	1.63
Hathway Nashik Cable Network Private Limited	10.39	-	10.39	10.39	-	10.39
Hathway Space Vision Cabletel Limited @	-	-	-	1.04	-	1.04
Ideal Cables Limited	-	-	-	0.41	-	0.41
ITV Interactive Media Limited @	-	-	-	0.16	-	0.45
Liberty Media Vision Limited @	-	-	-	1.17	-	1.17
Vision India Network Limited	-	-	-	0.22	-	0.22
Win Cable & Datacom Limited @	-	-	-	20.22	-	20.22
Hathway Sai Star Cable & Datacom Private Limited	-	0.38	0.38	-	0.38	0.54
Hathway SS Cable & Datacom - LLP	-	0.21	0.21	-	0.21	0.21

* Amount less than ₹ 50,000

@ Refer Note 4.13

Investments by the loanee in the shares of parent company and subsidiary company, when the company has made a loan or advance in the nature of loan.

(a) None of the loanee has made, per se, investment in the shares of the Company.

Notes to the Standalone Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

4.15 Ratio Analysis

Sr. No.	Particulars	Year Ended March 31, 2022	Year Ended March 31, 2021	% Variance
1	Current Ratio \$	2.01	3.35	-40%
2	Debt-Equity Ratio	NA	NA	-
3	Debt Service Coverage Ratio *	NA	2.00	-100%
4	Return on Equity Ratio #	0.01	0.03	-67%
5	Inventory Turnover Ratio	NA	NA	-
6	Trade Receivables Turnover Ratio ^	562.84	932.67	-40%
7	Trade Payables Turnover Ratio	9.00	9.06	-1%
8	Net Capital Turnover Ratio ##	3.48	1.30	168%
9	Net Profit Ratio @	0.08	0.18	-58%
10	Return on Capital Employed (Excluding Working Capital Financing)	0.00	0.00	-
11	Return on Investment	0.05	0.06	-21%

\$ Current Ratio decreased due to movement from cash & cash equivalents and current investment to non current investment.

* Debt Service Coverage Ratio is not applicable as the Company is debt free through the current financial year.

Return on Equity Ratio decreased due to reduction in Net Profit majorly contributed by Lower Interest Income on Investments.

^ Trade Receivables Turnover Ratio decreased due to Increase in Average Trade Receivables.

Net Capital Turnover Ratio increased due to Reduction in Working Capital on account of movement from cash & cash equivalents and current investment to non current investment.

@ Net Profit Ratio decreased due to reduction in Net Profit majorly contributed by Lower Interest Income on Investments.

4.15.1 Formulae for computation of ratios are as follows:

Sr. No.	Particulars	Formula
1	Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$
2	Debt-Equity Ratio	$\frac{\text{Total Debt}}{\text{Total Equity}}$
3	Debt Service Coverage Ratio	$\frac{\text{Earnings before Interest, Tax and Exceptional Items}}{\text{Interest Expense + Principal Repayments made during the period for long term loans}}$
4	Return on Equity Ratio	$\frac{\text{Profit After Tax (Attributable to Owners)}}{\text{Average Net Worth}}$
5	Inventory Turnover Ratio	$\frac{\text{Cost of Goods Sold}}{\text{Average Inventories of Finished Goods, Stock-in-Process and Stock-in-Trade}}$
6	Trade Receivables Turnover Ratio	$\frac{\text{Value of Sales \& Services}}{\text{Average Trade Receivables}}$
7	Trade Payables Turnover Ratio	$\frac{\text{Cost of Materials Consumed (after adjustment of RM Inventory) + Purchases of Stock-in-Trade + Other Expenses}}{\text{Average Trade Payable}}$
8	Net Capital Turnover Ratio	$\frac{\text{Net Sales}}{\text{Working Capital}}$



Notes to the Standalone Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

Sr. No.	Particulars	Formula
9	Net Profit Ratio	$\frac{\text{Profit After Tax}}{\text{Value of Sales \& Services}}$
10	Return on Capital Employed (Excluding Working Capital Financing)	$\frac{\text{Net Profit After Tax + Deferred Tax Expense/(Income) + Finance Cost (-) Other Income (-) Share of Profit / (Loss) of Associates and Joint Ventures}}{\text{Average Capital Employed}}$
11	Return on Investment	$\frac{\text{Other Income (Excluding Dividend from Associate)}}{\text{Average Cash, Cash Equivalents \& Other Marketable Securities}}$

4.16 The Operation of the Company are classified as 'infrastructure facilities' as defined under Schedule VI of the Act. Accordingly the disclosure requirements specified in sub section 4 of section 186 of the Act in respect of loan given or guarantee given or security provided and the related disclosure on purposes/ utilization by recipient companies, are not applicable to the Company except details of Investment made during the year as per section 186(4) of the Act.

Financial Year 2021-22

The Company has made Investment in following body corporate during the year:

Hathway Kokan Crystal Network Ltd. - 5,488 Equity Shares amounting to ₹ 0.01

Hathway Sonali Om Crystal Cable Pvt. Ltd. - 25,84,000 Equity Shares amounting to ₹ 2.58

Financial Year 2020-21

The Company has made Investment in following body corporate:

Hathway Digital Saharanpur Cable & Datacom Ltd. - 9,800 Equity Shares amounting to ₹ 0.25

Hathway Digital Limited - 180,00,00,000 0.01 % Non-Cumulative Optionally Convertible Preference Shares amounting to ₹ 1,800.

Hathway Digital Limited - 100,00,00,000 Zero Coupon Optionally Fully Convertible Debentures amounting to ₹ 1,000 (these are fully redeemed during the year).

4.17 Revenue from contracts with customers

Disaggregation Of Revenue

As the Company's business activity falls within a single business segment in terms of Ind AS 108. The nature, amount, timing and uncertainty of revenue and cash flows are similar across company's revenue from contracts with customers. Accordingly, there is no disaggregation of revenue disclosed.

Contract Balances

The Company classifies the right to consideration in exchange for deliverables as either a receivable or as unbilled revenue.

Trade receivable and unbilled revenues are presented net of impairment in the Balance Sheet.

Notes to the Standalone Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

The following table provides information about receivables and contract liabilities for the contracts with the customers.

Particulars	March 31, 2022	March 31, 2021
Receivables, which are included in 'Trade and other receivables'	1.10	1.11
Contract liabilities (Unearned Revenue)	62.17	74.25

The contract liabilities primarily relate to the billing recognized in advance where performance obligations are yet to be satisfied.

Significant changes in the contract liabilities balances during the year are as follows.

Particulars	Contract liabilities	
	March 31, 2022	March 31, 2021
Balance at the beginning of the year	74.25	76.01
Add: Advance Income received from the customer during the year	62.17	74.25
Revenue recognised that is included in the contract liability balance at the beginning of the year	74.25	76.01
Balance at the end of the year	62.17	74.25

Contract costs

The company has incurred a cost of ₹ 41.57 (March 31, 2021 : ₹ 39.22) towards acquisition of customers, such customer acquisition cost being incremental cost of obtaining contract is capitalised under intangible assets.

Customer acquisition cost are amortised over a period of five years.

4.18 Corporate Social Responsibility

- As per section 135 of the Companies Act, 2013, gross amount required to be spent by the Company during the current year was ₹ 1.66 (March 31, 2021 : ₹ 1.16).
- Amount approved by the Board to be spent during the current year : ₹ 1.66 (March 31, 2021 : ₹ 1.16).
- Details of amount spent by the Company are as follows :

Particulars	March 31, 2022	March 31, 2021
Construction/acquisition of any asset	-	-
On purposes other than above	1.66	1.16
Total	1.66	1.16



Notes to the Standalone Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

4.19 Transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956

Name of the struck off company	Nature of transactions with struck off company	Balance outstanding as at current period March 31, 2022	Relationship with the struck off company, if any, to be disclosed	Balance outstanding as at previous period (March 31, 2021)	Relationship with the struck off company, if any, to be disclosed
Amogh Electronics Pvt. Ltd.	Payable	-	NA	0.00*	NA
Epicenter Technologies Pvt. Ltd.	Payable	-	NA	0.00*	NA
Plexitech Technologies Pvt. Ltd.	Receivables	-	NA	0.00*	NA
Softech Pharma Pvt. Ltd.	Payable	-	NA	0.00*	NA
Universal Flexibles Pvt. Ltd.	Receivables	-	NA	0.00*	NA

* Amount less than ₹ 50,000/-

4.20 Additional Regulatory Information detailed in clause 6L of General Instructions given in Part I of Division II of the Schedule III to the Companies Act, 2013 are furnished to the extent applicable to the Company.

4.21 RECENT PRONOUNCEMENTS

On March 23, 2022, the Ministry of Corporate Affairs (MCA) has notified Companies (Indian Accounting Standards) Amendment Rules, 2022. This notification has resulted into amendments in the following existing accounting standards which are applicable to company from April 1, 2022.

- Ind AS 103 – Business Combination
- Ind AS 109 – Financial Instrument
- Ind AS 16 – Property, Plant and Equipment
- Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets

Application of above standards are not expected to have any significant impact on the company's financial statements.

4.22 Previous year's figures have been rearranged / regrouped, wherever necessary.

As per our report of even date

For Nayan Parikh & Co.

Chartered Accountants

Firm's Registration No: 107023W

K.Y.Narayana

Partner

Membership No: 060639

Sitendu Nagchaudhuri

Chief Financial Officer

Ajay Singh

Head Corporate Legal, Company
Secretary & Chief Compliance Officer
Membership No: F - 5189

For and on behalf of the Board

Rajan Gupta

Managing Director

Saurabh Sancheti

Anuj Jain

Geeta Fulwadaya

Akshay Raheja

Viren Raheja

Non-Executive Director

Sridhar Gorthi

Chairman and Independent Director

Sasha Mirchandani

Ameeta Parpia

Independent Director

Place: Mumbai

Date: April 12, 2022

Independent Auditor's Report

To the Members of Hathway Cable and Datacom Limited

Report on the audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Hathway Cable and Datacom Limited** (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its joint ventures and its associates comprising of the Consolidated Balance Sheet as at March 31, 2022, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information. (hereinafter referred to as 'the consolidated financial statements').

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on standalone / consolidated financial statements and on the other financial information of the subsidiaries, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Company as at March 31, 2022, its consolidated profit (including other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by Institute of Chartered Accountants of India (ICAI), together with the independence requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and rules made there under and we have fulfilled our other ethical responsibilities in accordance with these requirements and Code of Ethics issued by ICAI. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters section below is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement and based on the consideration of the reports of the other auditors on standalone financial statements/ consolidated financial statements and on the other financial information of the subsidiaries, joint ventures and associates, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No	Key Audit Matter	How our audit addressed the Key Audit Matter
1.	<p>Contingent liabilities:</p> <p>The Group is in receipt of certain demands from Statutory authority including show cause notice from licensing authority. The Group has disputed such claims. The review of claims involve high degree of judgement to determine the possible outcomes, and estimates relating to the timing and the amount of outflow of resources embodying economic benefits.</p> <p>The audit of Contingent Liabilities is significant to our audit as any adverse outcome may have material impact on this Group.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> a) We obtained summary of all tax, regulatory and litigation including management's assessment. b) We obtained an understanding, evaluated the design, and tested the operating effectiveness of the controls related to management's risk assessment process for taxation, regulatory and legal matters. c) We obtained and read external legal opinions (where considered necessary) and other evidences provided by management to corroborate management's assessment of the regulatory and legal matters. d) Assessed the relevant accounting policies and disclosures in the standalone financial statements for compliance with the requirements of accounting standards.

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in Annual report but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance (including other comprehensive income), consolidated changes in equity and consolidated cash flows of the Group including its joint ventures and associates in accordance with Ind AS and other accounting principles generally accepted in India. The Holding Company's Board of Directors is also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of these consolidated financial statements. The respective Governing Bodies of the companies included in the Group and of its joint ventures and associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its joint ventures and its associates are responsible for assessing the ability of the Group and of its joint ventures and associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless respective Board of Directors either intends to liquidate the company 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 and of its joint ventures and associates are responsible for overseeing the financial reporting process of the Group and of its joint ventures and associates.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with 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 these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its joint ventures and associates 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 consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its joint ventures and associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its joint ventures and associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in "Other Matters" paragraph below.

We believe that the audit evidence obtained by us along with the consideration of the audit report of the other auditors referred to in "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements 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 statements.

We communicate with those charged with governance of the Holding Company and such other entities included in

the consolidated financial statements 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.

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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

We did not audit (a) the audited consolidated financial statements of one subsidiary, whose audited consolidated financial statements reflect total assets of ₹1,912.43 crores as at March 31, 2022, total revenues of ₹1,159.41 crores, Group's share of total net profit after tax of ₹21.39 crores and total comprehensive income of ₹19.50 crores and net cash inflows amounting to ₹40.60 crores for the year ended on that date, as considered in the consolidated financial statements; (b) the audited consolidated financial statements of one associate, whose consolidated financial statements include the Group's share of net profit after tax of ₹74.51 crores and total comprehensive income of ₹74.86 crores for the year ended March 31, 2022; (c) the audited standalone financial statements of six subsidiaries, whose standalone financial statements reflect total assets of ₹11.56 crores as at March 31, 2022, total revenues of ₹14.96 crores, total net profit /(loss) after tax of ₹(0.18) crores and total comprehensive income / (loss) of ₹(0.01) crore and net cash outflows amounting to ₹0.94 crores for the year ended on that date, as considered in the consolidated financial statements; and (d) the audited standalone financial statements of ten joint ventures and two associates, whose standalone financial statements include the Group's share of net profit after tax of ₹6.51 crores and total comprehensive income of ₹6.51 crores for year ended March 31, 2022. These financial statements and other financial information have been audited by their respective independent auditors whose reports have been furnished to us by the Management of the Company and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these



subsidiaries, joint ventures and associates, is based solely on the reports of such auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements/ financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the standalone / consolidated financial statements / financial information of the subsidiaries, joint ventures and associates and referred to in Other Matters section above, we report, to the extent applicable that;

- (i) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;
- (ii) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;
- (iii) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
- (iv) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under section 133 of the Act, read with relevant rules issued thereunder and relevant provisions of the Act;
- (v) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2022 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiaries, joint ventures and associates incorporated in India, none of the directors of the Group, its joint ventures and associates incorporated in India is disqualified as on March 31, 2022 from being appointed as a director in terms of section 164 (2) of the Act;
- (vi) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, its subsidiaries, joint ventures and

associates incorporated in India and the operating effectiveness of such controls, refer to our separate report in 'Annexure A';

- (vii) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act; and

- (viii) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of other auditors of subsidiaries, joint ventures and associates, as noted in the Other matters paragraph:
 - a) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its joint ventures and associates. Refer Note 4.03(m) and 4.10 to the consolidated financial statements;
 - b) The Group, its joint ventures and associates have made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts. Refer Note 4.03(n) to the consolidated financial statements ;
 - c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group, its joint ventures and associates;
 - d) (i) The respective Managements of the Company, its subsidiaries, joint ventures and associates which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries and associates respectively that, to the best of their knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company, its subsidiaries, joint ventures and associates to or in any other person(s) or entity(ies), including

foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company, its subsidiaries, joint ventures and associates ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (ii) The respective Managements of the Company, its subsidiaries, joint ventures and associates which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries and associates respectively that, to the best of their knowledge and belief, no funds have been received by the Company, its subsidiaries, joint ventures and associates from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company, its subsidiaries, joint ventures and associates shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (iii) Based on the audit procedures performed by us that has been considered reasonable and appropriate in the circumstances, and those performed by the auditors of the subsidiaries, joint ventures and associates which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us to believe that the representations under sub-clause (i) and (ii) above, contain any material mis-statement;
- e) The Company has neither declared nor paid any dividend during the year.
2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order" / "CARO") issued by the Central Government in terms of section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by the auditors of the subsidiaries, joint ventures and associates included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, provided to us by the Management of the Company and based on the identification of matters of qualifications or adverse remarks in their CARO reports by the respective component auditors and provided to us, we report that the auditors of such companies have not reported any qualifications or adverse remarks in their CARO reports.

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

K.Y. Narayana
Partner
Membership No. 060639
UDIN: 22060639AHOFPK5124

Place: Mumbai
Date : April 12, 2022



Annexure A to the Independent Auditor's Report

Referred to in paragraph (vi) under “Report on Other Legal and Regulatory Requirements” of our Independent Auditor's Report on even date to the members of Hathway Cable and Datacom Limited (“the Holding Company”) on the consolidated financial statements for the year ended March 31, 2022:

Opinion

In conjunction with our audit of the consolidated financial statements of the Holding Company as of and for the year ended March 31, 2022, we have audited the internal financial controls with reference to financial statements of **Hathway Cable and Datacom Limited (hereinafter referred to as ‘the Holding Company’)** and its subsidiaries, its joint ventures and associates, which are companies incorporated in India, as of that date.

In our opinion, the Holding Company, its subsidiaries, its joint ventures and associates, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2022 based on the internal controls with reference to financial statements criteria established by the Holding Company, considering the essential components of internal controls stated in the Guidance Note issued by the ICAI.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding company, its subsidiaries, its joint ventures and associates, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal controls with reference to financial statements criteria established by the Holding Company, considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (“Guidance Note”) issued by the ICAI. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial statement of the Holding Company, its subsidiaries, joint ventures and associates, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, specified under section 143(10) of the Act, to the extent applicable to

an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal controls based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their report referred to in the “Other Matters” paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's internal financial control system with reference to financial statements.

Meaning of Internal Financial Controls with reference to Financial Statements

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

acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

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

because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Other Matters

Our aforesaid report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements, in so far as it relates to standalone financial statements of six subsidiaries, consolidated financial statements of one subsidiary, consolidated financial statements of one associate, standalone financial statements of ten joint ventures and two associates, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

Place: Mumbai

Date : April 12, 2022

For Nayan Parikh & Co.

Chartered Accountants

Firm Registration No. 107023W

K.Y. Narayana

Partner

Membership No. 060639

UDIN: 22060639AHOFPK5124



Consolidated Balance Sheet

as at March 31, 2022

(₹ in crores unless otherwise stated)

	Note No.	As at March 31, 2022	As at March 31, 2021
ASSETS			
Non-current assets			
Property, Plant and Equipment	2.01	1,337.73	1,360.07
Capital work in progress		56.96	81.72
Goodwill	2.02	91.46	92.21
Other Intangible assets	2.02	162.94	149.34
Investment accounted using equity method	4.10	766.04	720.42
Financial assets			
Investments	2.03	402.38	3.24
Loans	2.04	0.22	0.22
Other financial assets	2.05	156.55	16.18
Deferred tax assets (Net)	2.06	386.72	412.29
Other Non-current assets	2.07	159.21	143.73
Total Non-current assets		3,520.21	2,979.42
Current Assets			
Inventories	2.08	3.66	5.60
Financial Assets			
Investments	2.09	736.86	1,071.36
Trade receivables	2.10	52.42	5.52
Cash and cash equivalents	2.11	25.56	75.07
Bank balances other than Cash and cash equivalents	2.12	143.08	255.55
Loans	2.04	0.40	1.17
Other financial assets	2.05	42.72	37.48
Current tax assets (Net)	2.13	0.25	1.91
Other current assets	2.07	94.68	86.00
Total current assets		1,099.63	1,539.66
Total Assets		4,619.84	4,519.08
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	2.14	354.02	354.02
Other Equity	2.15	3,771.03	3,642.49
Equity attributable to owners of the Company		4,125.05	3,996.51
Non - controlling interests		1.57	1.43
Total equity		4,126.62	3,997.94
LIABILITIES			
Non-current liabilities			
Financial Liabilities			
Other financial liabilities	2.16	10.69	14.15
Provisions	2.17	4.51	4.79
Other Non-current liabilities	2.18	6.49	10.98
Total Non-current liabilities		21.69	29.92
Current liabilities			
Financial Liabilities			
Borrowings	2.19	-	0.00*
Trade payables	2.20	-	-
Total outstanding dues :			
- Micro and small enterprises		0.09	0.08
- Other		253.15	213.20
Other financial liabilities	2.16	-	-
Total outstanding dues :			
- Micro and small enterprises		7.93	12.90
- Other		77.76	93.20
Other current liabilities	2.18	132.17	171.42
Provisions	2.17	0.43	0.41
Current Tax Liabilities (Net)	2.21	-	0.01
Total current liabilities		471.53	491.22
Total Equity and Liabilities		4,619.84	4,519.08
Summary of Significant Accounting Policies	1		

The accompanying notes are an integral part of the financial statements.

* Amount less than ₹ 50,000

As per our report of even date
For Nayan Parikh & Co.
 Chartered Accountants
 Firm's Registration No: 107023W

K.Y.Narayana
 Partner
 Membership No: 060639

Sitendu Nagchaudhuri
 Chief Financial Officer

Ajay Singh
 Head Corporate Legal, Company
 Secretary & Chief Compliance Officer
 Membership No: F - 5189

For and on behalf of the Board

Rajan Gupta | Managing Director

Saurabh Sancheti
Anuj Jain
Geeta Fulwadaya
Akshay Raheja
Viren Raheja | Non-Executive Director

Sridhar Gorthi | Chairman and Independent Director

Sasha Mirchandani
Ameeta Parpia | Independent Director

Place: Mumbai
 Date: April 12, 2022

Consolidated Statement of Profit and Loss

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

Particulars	Note No.	Year ended March 31, 2022	Year ended March 31, 2021
INCOME			
Revenue From Operations	3.01	1,793.02	1,731.77
Other Income	3.02	77.42	142.45
Total Income		1,870.44	1,874.22
EXPENSES			
Pay channel cost		649.03	559.37
Other operational expenses	3.03	360.02	304.38
Employee benefits expense	3.04	102.81	97.95
Finance costs	3.05	-	37.48
Depreciation, Amortization & Impairment	3.06	367.67	371.18
Other expenses	3.07	287.72	294.93
Total Expenses		1,767.25	1,665.29
Profit before share of profit of associates / joint ventures and exceptional items		103.19	208.93
Share of net profit of associates and joint ventures accounted for using the equity method		81.39	74.93
Profit before exceptional items and tax		184.57	283.86
Exceptional items	3.08	28.45	5.25
Profit before tax		156.13	278.61
Tax expenses :	3.09		
Current tax		0.01	0.81
Deferred tax		25.77	24.55
		(25.78)	(25.36)
Profit for the Year		130.35	253.25
Other comprehensive income / (loss)			
(A) Items that will not be reclassified to profit or loss			
(i) Re-measurements of defined benefit plans		0.40	0.64
(ii) Share of Profit / (Loss) of Associates / Joint Ventures		0.36	0.14
(iii) Income Tax relating to these items		(0.06)	(0.16)
(B) Items that will not be reclassified to profit or loss:			
(i) On Debt funds & Bonds		(2.42)	-
(ii) Income Tax relating to these items		0.27	-
Total other comprehensive Income / (losses)		(1.45)	0.62
Total other comprehensive income for the Year		128.90	253.87
Profit for the Year attributable to:			
Owners of the Parent		129.99	252.73
Non-controlling interests		0.36	0.52
		130.35	253.25
Other comprehensive income / (loss) for the Year attributable to:			
Owners of the Parent		(1.45)	0.62
Non-controlling interests		(0.00)*	(0.00)
		(1.45)	0.62
Total comprehensive income for the Year attributable to:			
Owners of the Parent		128.54	253.35
Non-controlling interests		0.36	0.52
		128.90	253.87
Earnings per equity share (Face value of ₹ 2 /- each) (Refer Note 4.01):			
Basic and diluted (in ₹)		0.73	1.43
Summary of Significant Accounting Policies	1		

The accompanying notes are an integral part of the financial statements.

As per our report of even date
For Nayan Parikh & Co.
 Chartered Accountants
 Firm's Registration No: 107023W

K.Y.Narayana
 Partner
 Membership No: 060639

Sitendu Nagchaudhuri
 Chief Financial Officer

Ajay Singh
 Head Corporate Legal, Company
 Secretary & Chief Compliance Officer
 Membership No: F - 5189

For and on behalf of the Board

Rajan Gupta | Managing Director
Saurabh Sancheti
Anuj Jain | Non-Executive Director
Geeta Fulwadaya
Akshay Raheja
Viren Raheja
Sridhar Gorthi | Chairman and Independent Director
Sasha Mirchandani
Ameeta Parpia | Independent Director

Place: Mumbai
 Date: April 12, 2022

Consolidated Statement of Changes in Equity

for the year ended March 31, 2022

A. Equity Share Capital

(₹ in crores unless otherwise stated)

Particulars	Note No.	Amount
Balance at April 01, 2020	2.14	354.02
Changes in equity share capital during the year		-
Balance at March 31, 2021	2.14	354.02
Changes in equity share capital during the year		-
Balance at March 31, 2022	2.14	354.02

B. Other Equity

Particulars	Reserves and Surplus			Debt Instruments through Other Comprehensive Income	Amount attributable to Owners of the parent	Non controlling interests (NCI)	Total
	Capital Reserve	Securities Premium Account	Retained earnings				
Balance at April 01, 2020	0.10	4,725.79	(1,336.76)	-	3,389.13	0.90	3,390.03
Profit for the year	-	-	252.73	-	252.73	0.52	253.25
Other comprehensive income							
Remeasurements of the defined benefit plans	-	-	0.64	-	0.64	(0.00)*	0.64
Income tax relating to items that will not be reclassified to profit or (loss)	-	-	(0.16)	-	(0.16)	-	(0.16)
Share of other comprehensive income/ (loss) of Joint ventures and Associates	-	-	0.14	-	0.14	-	0.14
Total comprehensive income for the year	-	-	253.35	-	253.35	0.52	253.87
Balance at March 31, 2021	0.10	4,725.79	(1,083.41)	-	3,642.49	1.43	3,643.91
Profit for the year	-	-	129.99	-	129.99	0.36	130.35
Other comprehensive income							
Remeasurements of the defined benefit plans	-	-	0.40	-	0.40	(0.00)*	0.40
Income tax relating to items that will not be reclassified to profit or (loss)	-	-	(0.06)	0.27	0.21	-	0.21
Share of other comprehensive income/ (loss) of Joint ventures and Associates	-	-	0.36	-	0.36	-	0.36
Net Gain arising on financial assets measured at FVTOCI	-	-	-	(2.42)	(2.42)	-	(2.42)
Change of stake in Subsidiary	-	-	-	-	-	(0.21)	(0.21)
Total comprehensive income for the year	-	-	130.69	(2.15)	128.54	0.15	128.69
Balance at March 31, 2022	0.10	4,725.79	(952.72)	(2.15)	3,771.03	1.57	3,772.60

Summary of Significant Accounting Policies (Refer Note 1)

The accompanying notes are an integral part of the financial statements.

As per our report of even date
For Nayan Parikh & Co.
 Chartered Accountants
 Firm's Registration No: 107023W

K.Y.Narayana
 Partner
 Membership No: 060639

Sitendu Nagchaudhuri
 Chief Financial Officer

Ajay Singh
 Head Corporate Legal, Company
 Secretary & Chief Compliance Officer
 Membership No: F - 5189

For and on behalf of the Board

Rajan Gupta | Managing Director

Saurabh Sancheti
Anuj Jain
Geeta Fulwadaya
Akshay Raheja
Viren Raheja | Non-Executive Director

Sridhar Gorthi | Chairman and Independent Director

Sasha Mirchandani
Ameeta Parpia | Independent Director

Place: Mumbai
 Date: April 12, 2022

Consolidated Statement of Cash Flow

for the year ended March 31, 2022

Particulars	(₹ in crores unless otherwise stated)	
	Year ended March 31, 2022	Year ended March 31, 2021
Cash flow from operating activities		
Profit before Tax	156.13	278.61
Depreciation, amortization and impairment	367.67	371.18
Impairment of trade/loan receivables	0.67	10.36
Share of net profit of associates and joint ventures accounted for using the equity method	(81.39)	(74.93)
Amount no longer payable written back	(4.06)	(4.68)
Sundry advances written off	0.08	0.87
Goodwill Written off	-	0.01
Unrealised foreign exchange loss / (gain)	0.40	(3.18)
Unwinding of interest	(0.00)*	(0.05)
Net Loss on disposal of property, plant and equipment	8.49	15.93
Net gain on financial assets measured at fair value through profit or loss	(27.83)	(79.44)
Income from Investments	(44.77)	(47.43)
Interest and finance charges	0.01	37.48
Exceptional Items (Refer Note no 3.08)	28.45	5.25
	403.85	509.98
Change in operating assets and liabilities:		
Decrease/(increase) in trade receivables	(11.03)	18.35
Decrease/(increase) in inventories	1.94	8.16
Increase/(decrease) in trade payables	44.01	(13.96)
Decrease/(increase) in other financial assets	(36.45)	6.77
Decrease/(increase) in other non-current assets	(11.28)	(36.41)
Decrease/(increase) in other current assets	(8.69)	11.11
Increase/(decrease) in provisions	(0.25)	0.92
Increase/(decrease) in other liabilities	(43.74)	(73.82)
(Increase)/decrease in Loans & Advances	0.77	5.46
Increase/(decrease) in other financial liabilities	(10.32)	(2.97)
Cash generated from operations	328.81	433.59
Income taxes refund / (paid)	3.96	33.71
Net cash flow from/(used in) operating activities (A)	332.77	467.30
Cash flow from investing activities		
Payments for acquisition of property, plant and equipment	(380.45)	(439.42)
Proceeds from sale of property, plant and equipment	1.16	2.45
Dividend from Associates	16.79	12.59
Payments for purchase of investments	(4,046.48)	(5,763.90)
Proceeds from sale of investments in Joint Ventures	2.36	1.07
Proceeds from sale of investments	4,009.67	4,806.08
Investment in Joint Venture	(2.58)	(0.26)
Fixed Deposit made during the year	(292.86)	(2,250.44)
Fixed Deposit redeemed during the year	269.73	4,004.11
Income from investments	40.37	169.44
Net cash flow from/(used in) investing activities (B)	(382.29)	541.72
Cash flows from financing activities		
Repayments of Non current borrowings	-	(63.16)
Net Proceeds/(Repayments) of current borrowings	(0.00)*	(1,899.99)
Payment of lease liabilities	-	(1.98)
Interest and finance charges	(0.06)	(37.50)
Net cash flow from/(used in) financing activities (C)	(0.06)	(2,002.63)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	(49.58)	(993.61)
Cash and cash equivalents at the beginning of the year	75.14	1,080.07
Bank overdraft at the beginning of the year	-	(11.83)
Cash and cash equivalents of Joint Venture which became subsidiary during the year	-	0.51
Cash and cash equivalents at the end of the year	25.56	75.14



Corporate Overview



Statutory Reports



Financial Statements

Consolidated Statement of Cash Flow

for the year ended March 31, 2022

Particulars	(₹ in crores unless otherwise stated)	
	Year ended March 31, 2022	Year ended March 31, 2021
Reconciliation of cash and cash equivalents as per the cash flow statement :		
Cash and cash equivalents		
Balances with banks:		
On current accounts	13.89	72.70
Deposits with original maturity of 3 months or less	9.95	0.64
Cheques/drafts on Hand	-	0.01
Cash on hand	1.72	1.79
Balance as per the cash flow statement :	25.56	75.14

Note :

- Above statement has been prepared by using Indirect method as per Ind AS - 7 on Statement of Cash flows.
- Changes in liabilities arising from financing activities:

Particulars	As at March 31, 2021	Net Cash Flows	Non cash changes		As at March 31, 2022
			Foreign Exchange movement (Gain) / Loss	Fair value changes	
Non - current Borrowings (including current maturities of Non-current Borrowings)	-	-	-	-	-
Current borrowings	(0.00)*	(0.00)*	-	-	-
Total liabilities from financing activities	(0.00)*	(0.00)*	-	-	-

Particulars	As at March 31, 2020	Net Cash Flows	Non cash changes		As at March 31, 2021
			Foreign Exchange movement (Gain) / Loss	Fair value changes	
Non - current Borrowings (including current maturities of Non-current Borrowings)	62.94	(63.16)	-	0.22	-
Current borrowings	1,899.99	(1,899.99)	-	-	(0.00)*
Total liabilities from financing activities	1,962.93	(1,963.15)	-	0.22	(0.00)*

* Amount less than ₹ 50,000

As per our report of even date
For Nayan Parikh & Co.
 Chartered Accountants
 Firm's Registration No: 107023W

K.Y.Narayana
 Partner
 Membership No: 060639

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For and on behalf of the Board

Rajan Gupta | Managing Director

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Sridhar Gorthi | Chairman and Independent Director

Sasha Mirchandani
Ameeta Parpia | Independent Director

Place: Mumbai
 Date: April 12, 2022

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

BACKGROUND

Hathway Cable and Datacom Limited (“the Company”) is a Public Company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company is engaged in distribution of internet services through cable and has strategic stake in entities engaged in Cable Television business. Its equity shares are listed on National Stock Exchange of India Limited (NSE) & Bombay Stock Exchange Limited (BSE) in India.

AUTHORISATION OF CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements were authorized for issue in accordance with a resolution of the Board of directors on April 12, 2022.

1. SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the presentation of these consolidated financial statements. The consolidated financial statements are of the Company and its subsidiaries (collectively, “the Group”).

1.01 BASIS OF PREPARATION

(i) Compliance with Ind AS

The consolidated financial statements comply in all material aspects with Indian Accounting Standards (“Ind AS”) notified under Section 133 of the Companies Act, 2013 (“the Act”) and relevant rules issued thereunder and relevant provisions of the Act. In accordance with proviso to the Rule 4A of the Companies (Accounts) Rules, 2014, the terms used in these financial statements are in accordance with the definitions and other requirements specified in the applicable Accounting standards.

(ii) Historical cost convention

The consolidated financial statements have been prepared on a historical cost basis, except for the following:

- certain financial assets and liabilities (including derivative instruments) are measured at fair value; and
- defined benefit plans – plan assets measured at fair value.
- Right of Use assets.

1.02 ROUNDING OF AMOUNTS

All amounts disclosed in the consolidated financial statements and notes have been rounded off to the nearest crores, except where otherwise indicated.

1.03 CURRENT VERSUS NON-CURRENT CLASSIFICATION

The Group presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset is classified as current if:

- (i) it is expected to be realised or intended to be sold or consumed in normal operating cycle;
- (ii) it is held primarily for the purpose of trading;
- (iii) it is expected to be realised within twelve months after the reporting period; or
- (iv) the cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current if:

- (i) it is expected to be settled in normal operating cycle;
- (ii) it is held primarily for the purpose of trading;
- (iii) it is due to be settled within twelve months after the reporting period; or



Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

- (iv) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

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

All assets and liabilities have been classified as current or non-current as per Group's normal operating cycle. Based on the nature of operations, the Group has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

1.04 USE OF JUDGEMENTS, ESTIMATES & ASSUMPTIONS

While preparing consolidated financial statements in conformity with Ind AS, the management make certain estimates and assumptions that require subjective and complex judgments. These judgments affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses, disclosure of contingent liabilities at the statement of financial position date and the reported amount of income and expenses for the reporting period. Financial reporting results rely on our estimate of the effect of certain matters that are inherently uncertain. Future events rarely develop exactly as forecast and the best estimates require adjustments, as actual results may differ from these estimates under different assumptions or conditions. The management continually evaluate these estimates and assumptions based on the most recently available information.

Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements are as below:

Key assumptions

- (i) Financial instruments; (Refer Note 4.07)
- (ii) Useful lives of Property, Plant and Equipment and Intangible assets; (Refer Note 1.06 and 1.07)
- (iii) Assets and obligations relating to employee benefits; (Refer Note 4.02)
- (iv) Evaluation of recoverability of deferred tax assets; (Refer Note 2.06) and
- (v) Contingencies (Refer Note 4.03)

1.05 PRINCIPLES OF CONSOLIDATION AND EQUITY ACCOUNTING

(i) Subsidiaries

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intergroup transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated Statement of Profit and Loss, consolidated statement of changes in equity and balance sheet respectively. Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

(ii) Associates

Associates are all entities over which the Group has significant influence but not control or joint control. This is generally the case where the Group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting (see (iv) below), after initially being recognised at cost.

(iii) Joint Ventures

Under Ind AS 111 Joint Arrangements, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement. The Group has only joint ventures.

Interests in joint ventures are accounted for using the equity method (see (iv) below), after initially being recognised at cost in the consolidated balance sheet.

(iv) Equity method

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in Statement of Profit and Loss, and the Group's share of other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment.

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

The carrying amount of equity accounted investments are tested for impairment in accordance with the policy described in note 1.08 below.

(v) Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity. (Refer Note 4.10)

When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in statement of profit and loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate or joint venture. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed off the related assets or liabilities. The amounts previously recognised in other comprehensive income are reclassified to Statement of Profit and Loss.

If the ownership interest in a joint venture or an associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to Statement of Profit and Loss where appropriate.



Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

1.06 PROPERTY, PLANT AND EQUIPMENT

Property, Plant and Equipment acquired separately

- (i) Property, Plant and Equipment is stated at cost, less accumulated depreciation and accumulated impairment losses. The initial cost of an asset comprises its purchase price, non-refundable taxes, any costs directly attributable to bringing the asset into the location and condition necessary for it to be capable of operating in the manner intended by management, the initial estimate of any decommissioning obligation, if any, finance cost. The purchase price is the aggregate amount paid and the fair value of any other consideration given to acquire the asset.
- (ii) Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to Statement of Profit and Loss during the reporting period in which they are incurred.
- (iii) Set Top Boxes (STBs) and Access devices on hand at the year-end are included in Capital Work in Progress. On installation, such devices are capitalized or treated as sale, as the case may be.
- (iv) The residual values and useful lives of Property, Plant and Equipment are reviewed at each financial year end, and changes, if any, are accounted prospectively.
- (v) Stores and Spares which meet the definition of Property, Plant and Equipment and satisfy the recognition criteria of Ind AS 16 are capitalized as Property, Plant and Equipment.

Derecognition Property, Plant & Equipment

- (vi) An item of Property, Plant and Equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on derecognition of an item of Property, Plant and Equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in Statement of Profit and Loss.

Depreciation on Property, Plant & Equipment

- (vii) Depreciation on Property, Plant and Equipment is provided on straight line method. In accordance with requirements prescribed under Schedule II of Companies Act, 2013, the Group has assessed the estimated useful lives of its Property, Plant and Equipment and has adopted the useful lives and residual value as prescribed in Schedule II except for the cost of STBs and Internet Access devices at the customer location which are depreciated on straight-line method over a period of eight years based on internal technical assessment.
- (viii) In case of additions or deletions during the year, depreciation is computed from the month in which such assets are put to use and up to previous month of sale, disposal or held for sale as the case may be. In case of impairment, depreciation is provided on the revised carrying amount over its remaining useful life.
- (ix) All assets costing up to ₹ 5,000/- are fully depreciated in the year of capitalisation.

1.07 INTANGIBLE ASSETS

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles are not capitalised and the related expenditure is reflected in Statement of Profit and Loss in the period in which the expenditure is incurred.

Intangible Assets acquired separately

Intangible assets comprises of Cable Television Franchise, Movie and Serial Rights, Bandwidth Rights, Goodwill, Distribution Network Rights, Softwares, Network Franchise, Customer acquisition cost and Channel Design. Cable Television Franchise represents purchase consideration of a network that is mainly attributable to acquisition of subscribers and other rights, permission etc. attached to a network.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

Intangible assets with finite useful lives that are acquired are recognized only if they are separately identifiable and the Group expects to receive future economic benefits arising out of them. Such assets are stated at cost less accumulated amortisation and impairment losses. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less impairment losses.

Intangible Assets acquired in business combination

Intangible Assets acquired in business combination and recognised separately from goodwill are initially recognised at their fair value at the acquisition date (which is regarded as their cost).

Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in Statement of Profit and Loss when the asset is derecognised.

Amortisation of intangible assets

The intangible assets with finite useful lives are amortised on a straight line basis over their useful economic lives and assessed for impairment whenever there is indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at each year end. The amortisation expense on Intangible assets with finite lives and impairment loss is recognised in the Statement of Profit and Loss.

Estimated lives for current and comparative periods in relation to application of straight line method of amortisation of intangible assets (acquired) are as follows:

- Softwares are amortized over the license period and in absence of such tenor, over five years.
- Movie and Serial Rights are amortized on exploitation over the balance license period in equal installments.
- Channel Design are amortised over the period of five years.
- Network Franchisee are amortized over the period of five to twenty years.
- Distribution Network Rights are amortized over the period of five years.
- Customer acquisition costs are amortized over the period of five years.
- Bandwidth Rights are amortized over the period of the underlying agreements.
- Cable television Franchise are amortized over the period of five to twenty years.

The estimated useful lives, residual values, amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

1.08 IMPAIRMENT OF ASSETS

Carrying amount of Tangible assets, Intangible assets and Investments in Joint Ventures and Associates (accounted under equity method) are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

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.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or Group's assets (cash-generating units). Non- financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.



Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

1.09 NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell.

An impairment loss is recognised for any initial or subsequent write-down of the asset to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset, but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset is recognised at the date of de-recognition.

Non-current assets are not depreciated or amortised while they are classified as held for sale.

Non-current assets classified as held for sale are presented separately from the other assets in the balance sheet.

A discontinued operation is a component of the entity that has been disposed off or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the Statement of Profit and Loss.

1.10 INVENTORIES

Inventories are valued as follows:

Spares and maintenance items are valued at lower of cost (net of taxes recoverable) on first in first out basis or net realizable value.

Stock-in-trade comprising of access devices are valued at cost on weighted average method or at net realizable value, whichever is lower.

1.11 CASH AND CASH EQUIVALENTS

Cash and cash equivalents in the Balance Sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to insignificant risk of change in value.

For the purpose of statement of cashflows, cash and cash equivalents consist of cash, short-term deposits as defined above, bank overdrafts and short-term highly liquid investments that are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value as they are considered as an integral part of the Company's management. Bank overdrafts are shown within borrowings under current liabilities in the balance sheet.

1.12 FINANCIAL INSTRUMENTS

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instruments.

Initial Recognition and Measurement – Financial Assets and Financial Liabilities

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss and ancillary costs related to borrowings) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

Classification and Subsequent Measurement: Financial Assets

The Group classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income ("FVTOCI") or fair value through profit or loss ("FVTPL") on the basis of following:

- the entity's business model for managing the financial assets; and
- the contractual cash flow characteristics of the financial asset.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

Amortised Cost:

A financial asset is classified and measured at amortised cost if both of the following conditions are met:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

FVTOCI:

A financial asset is classified and measured at FVTOCI if both of the following conditions are met:

- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses and interest revenue which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

FVTPL:

A financial asset is classified and measured at FVTPL unless it is measured at amortised cost or at FVTOCI.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Impairment of Financial Assets

The Group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

Expected Credit Losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For trade receivables only, the Group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

The Group uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward-looking estimates are analysed.

For other assets, the Group uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

Classification and Subsequent measurement: Financial Liabilities

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Financial Liabilities at FVTPL:

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or are designated upon initial recognition as FVTPL.

Gains or Losses on financial liabilities held for trading are recognised in the Statement of Profit and Loss.



Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

Other Financial Liabilities:

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of Financial Assets and Financial Liabilities:

The Group de-recognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. If the Group enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

Offsetting Financial Instruments:

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

1.13 FINANCIAL LIABILITIES AND EQUITY INSTRUMENTS:

Classification as debt or equity:

Debt and equity instruments issued by the Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received.

1.14 BORROWING COSTS

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that the Group incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

1.15 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a current pre-tax rate. The increase in the provision due to the passage of time is recognised as interest expense.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

Contingent liabilities are disclosed in the case of:

- a present obligation arising from the past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- a present obligation arising from the past events, when no reliable estimate is possible;
- a possible obligation arising from past events, unless the probability of outflow of resources is remote.

Contingent Assets is disclosed when inflow of economic benefits is probable.

1.16 GRATUITY AND OTHER POST-EMPLOYMENT BENEFITS

(i) *Short-term obligations*

Short term employee benefits are recognised as an expense at an undiscounted amount in the Statement of Profit and Loss of the year in which the related services are rendered.

(ii) *Post-employment obligations*

The Group operates the following post-employment schemes:

- defined benefit plans such as gratuity; and
- defined contribution plans such as provident fund

Gratuity obligations

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised at amount net of taxes in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in Statement of Profit and Loss as past service cost.

Defined contribution plans

The Group pays provident fund contributions to publicly administered provident funds. The Group has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

(iii) *Other long-term employee benefit obligations*

The liabilities for leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in Statement of Profit and Loss.



Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(iv) Bonus Plans

The Group recognises a liability and an expense for bonuses. The Group recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

1.17 REVENUE RECOGNITION

(i) Income from Rendering of services and Sale of goods

The Group derives revenues primarily from Broadband business comprising of Internet services and MSO business comprising of Cable Television Services including Placement Income for placing channels of various Broadcasters on MSOs Platform and other allied services.

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration the group expect to receive in exchange for those products or services. Subscription revenue is recognized ratably over the period in which the services are rendered.

To recognize revenues, the Group applies the following five step approach:

1. identify the contract with a customer;
2. identify the performance obligations in the contract;
3. determine the transaction price;
4. allocate the transaction price to the performance obligations in the contract; and
5. recognize revenues when a performance obligation is satisfied

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties.

A receivable is a right to consideration that is unconditional upon passage of time. Revenues in excess of billings is recorded as unbilled revenue and is classified as a financial asset for these cases as right to consideration is unconditional upon passage of time. While invoicing in excess of revenue are classified as contract liabilities (which we refer to as unearned revenue).

The Group presents revenues net of indirect taxes in its Statement of Profit and Loss.

(ii) Other Operating Income

Other Operating Income comprises of fees for rendering management, technical and consultancy services. Income from such services is recognized upon satisfaction of performance obligations as per the terms of underlying agreements.

(iii) Interest Income

Interest income from debt instruments is recognised using the effective interest rate method.

(iv) Dividend Income

Dividends are recognised in the Statement of Profit and Loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

1.18 TAXES ON INCOME

Current Tax

Tax on income for the current period is determined on the basis on estimated taxable income and tax credits computed in accordance with the provisions of the relevant tax laws and based on the expected outcome of assessments / appeals.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the Statement of Profit and Loss.

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.

Deferred tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside the Statement of Profit and Loss is recognised outside the Statement of Profit and Loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

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

The break-up of the major components of the deferred tax assets and liabilities as at balance sheet date has been arrived at after setting off deferred tax assets and liabilities where the Group have a legally enforceable right to set-off assets against liabilities.

Deferred tax liabilities are recognised for all taxable temporary differences, except in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

1.19 EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders is adjusted for after income tax effect of interest and other financing cost associated with dilutive potential equity shares and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.



Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

1.20 LEASES

As a lessee

The Group, as a lessee, recognizes a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset 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 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 assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

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 short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

1.21 FOREIGN CURRENCY TRANSLATIONS

(i) *Functional and presentation currency*

The Group's consolidated financial statements are prepared in INR, which is also the Group's functional and presentation currency.

(ii) *Transactions and balances*

Monetary items

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in statement of Profit and Loss. Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, within finance costs. All other foreign exchange gains and losses are presented in the Statement of Profit and Loss on a net basis within other gains / (losses).

Non – Monetary items:

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.

1.22 SEGMENT REPORTING

The Chief Operational Decision Maker monitors the operating results of its business segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with Profit or Loss in the financial statements.

- a) Segment revenue includes sales and other income directly attributable with allocable to segments including inter-segment revenue.
- b) Expenses that are directly identifiable with / allocable to segments are considered for determining the segment results. Expenses which relate to the Group as a whole and not allocable to segments are included under unallowable expenditure.
- c) Income which relates to the Group as a whole and not allocable to segments is included in unallowable income.
- d) Segment assets and liabilities include those directly identifiable with the respective segments. Un-allocable assets and liability represent the assets and liabilities that relate to the Group as a whole and not allocable to any segment.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

2.01 PROPERTY, PLANT AND EQUIPMENT :

Particulars	Gross Carrying Amount		Accumulated Depreciation / Impairment		Net Carrying Amount	
	As at April 1, 2021	As at March 31, 2022	As at April 1, 2021	For the Year** on disposal	As at March 31, 2022	As at March 31, 2021
Own Assets:						
Plant and Equipment	2,746.00	292.89	29.43	305.06	1,693.39	1,316.07
Furniture & Fixtures	21.08	0.71	0.01	1.98	13.81	7.97
Motor Vehicles	1.61	0.01	-	0.17	1.14	0.48
Office Equipments	5.60	0.70	0.01	0.70	5.16	1.13
Computers	14.71	2.13	0.00*	1.85	12.78	4.06
Air conditioners	8.77	0.73	0.11	0.98	6.86	2.53
Structural fittings	3.49	0.01	0.00*	0.23	2.18	1.32
Electrical fittings	7.80	0.96	0.00*	0.71	4.91	3.85
Mobile & Telephone	1.62	0.02	0.01	0.11	1.33	0.30
Movie Master Tapes	0.01	-	-	-	-	0.01
Total (A)	2,810.69	298.16	29.57	311.79	1,741.56	1,337.72
Right of Use assets :						
Building	4.54	-	-	-	4.53	0.01
Total (B)	4.54	-	-	-	4.53	0.01
Total (A+B)	2,815.23	298.16	29.57	311.79	1,746.09	1,337.73

Particulars	Gross Carrying Amount		Accumulated Depreciation / Impairment		Net Carrying Amount	
	As at April 1, 2020	As at March 31, 2021	As at April 1, 2020	For the Year** on disposal	As at March 31, 2021	As at March 31, 2020
Own Assets:						
Plant and Equipment	2,459.90	335.29	49.18	317.89	1,409.06	1,336.93
Furniture & Fixtures	20.88	1.15	0.95	1.90	11.84	9.25
Motor Vehicles	2.54	0.02	0.94	0.21	0.89	0.64
Office Equipments	5.31	0.44	0.15	0.62	4.47	1.13
Computers	12.93	2.17	0.39	1.37	10.93	3.78
Air conditioners	7.50	1.48	0.21	1.11	5.98	2.79
Structural fittings	3.59	0.06	0.15	0.31	1.95	1.54
Electrical fittings	7.94	0.68	0.82	0.74	4.20	3.61
Mobile & Telephone	1.53	0.09	-	0.16	1.23	0.39
Movie Master Tapes	0.01	-	-	-	-	0.01
Total (A)	2,522.13	341.37	52.79	324.31	1,450.63	1,360.06
Right of Use assets :						
Building	4.54	-	-	1.83	4.53	1.84
Total (B)	4.54	-	-	1.83	4.53	1.84
Total (A+B)	2,526.67	341.37	52.79	326.14	1,455.16	1,361.90

* Amount less than ₹ 50,000

** Depreciation for the Year includes Impairment of Plant and Machinery ₹ 70.01 (March 31, 2021 : ₹ 83.93)

Refer note no 4.04 for disclosure of contractual commitments for acquisition of Property, Plant and Equipments.

Notes to the Consolidated Financial Statements

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(₹ in crores unless otherwise stated)

2.02 INTANGIBLE ASSETS:

Particulars	Gross Carrying Amount		Accumulated Depreciation / Impairment		Net Carrying Amount	
	As at April 1, 2021	As at March 31, 2022	As at April 1, 2021	For the Year** on disposal	As at March 31, 2022	As at March 31, 2021
Goodwill (acquired separately)	9.94	9.95	2.12	0.76	2.88	7.82
Goodwill on Consolidation	84.39	84.39	-	-	-	84.39
Distribution Network Right	-	3.25	-	0.32	0.32	2.93
Customer Acquisition Cost	113.12	154.69	34.63	27.30	61.93	92.76
Softwares	139.37	157.53	103.37	13.63	117.00	40.53
Bandwidth Rights	21.79	21.79	9.62	1.57	11.19	10.60
Movie & Serial Rights	48.51	54.20	40.83	9.18	50.01	4.19
Network Franchise	6.05	6.05	3.21	0.41	3.62	2.43
Cable Television Franchise	35.09	35.13	22.97	2.67	25.64	9.49
Channel Design	1.21	1.21	1.16	0.04	1.20	0.05
Total	459.46	528.19	217.91	55.88	273.79	254.40

Particulars	Gross Carrying Amount		Accumulated Depreciation / Impairment		Net Carrying Amount	
	As at April 1, 2020	As at March 31, 2021	As at April 1, 2020	For the Year** on disposal	As at March 31, 2021	As at March 31, 2020
Goodwill (acquired separately)	9.93	9.94	2.12	-	2.12	7.81
Goodwill on Consolidation	84.39	84.39	-	-	-	84.39
Customer Acquisition Cost	73.90	113.12	15.54	19.09	34.63	78.49
Softwares	119.42	139.37	91.74	11.62	103.37	36.00
Bandwidth Rights	21.77	21.79	7.86	1.76	9.62	12.17
Movie & Serial Rights	32.60	48.51	31.83	9.00	40.83	7.68
Network Franchise	6.05	6.05	2.79	0.42	3.21	2.84
Cable Television Franchise	35.09	35.09	20.06	2.91	22.97	12.12
Channel Design	1.21	1.21	0.92	0.24	1.16	0.29
Total	384.36	459.46	172.87	45.04	217.91	211.49

*** Amortisation during the Year includes Impairment of Intangible assets ₹ 1.02 (March 31, 2021 : ₹ 0.12)

1. Range of remaining Year of amortisation as at March 31, 2022 of other Intangible assets is as below :

Assets	0 - 5 Years	6 - 10 Years	More than 10 Years	Total
Softwares	40.53	-	-	40.53
Customer acquisition cost	92.76	-	-	92.76
Distribution Network Right	2.93	-	-	2.93
Bandwidth Rights	7.49	3.10	0.01	10.60
Movie & Serial Rights	4.19	-	-	4.19
Cable Television Franchise	6.84	2.52	0.13	9.49
Network Franchise	2.43	-	-	2.43
Channel Design	0.01	-	-	0.01
Total	157.18	5.62	0.14	162.94

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

2.03 INVESTMENTS

	Face value per share (₹)	As at March 31, 2022		As at March 31, 2021	
		No. of shares	Amount	No. of shares	Amount
Non-Current					
Investments at fair value through other comprehensive income - Unquoted					
Investments in equity instrument (fully paid)					
Hathway Patiala Cable Private Limited	10	71,175	3.08	71,175	3.08
Less : Impairment in value of investment			0.00*		-
			3.08		3.08
Investment in Bonds					
HDFC Bonds			399.14		-
Investments in Government securities at amortised cost - Unquoted					
National Savings Certificates			0.16		0.16
			402.38		3.24
Aggregate amount of unquoted investments			0.16		0.16
Aggregate value of investments designated at FVTOCI			402.22		3.08

* Amount less than ₹ 50,000

2.04 LOANS

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Loans to Related Parties				
Considered good - Unsecured				
Loans to Joint Ventures	0.22	0.22	0.40	1.12
Loan receivables - credit impaired	22.86	41.23	-	-
	23.08	41.45	0.40	1.12
Less : Provision for impairment	22.86	41.23	-	-
	(A) 0.22	0.22	0.40	1.12
Other Loans				
Considered good - unsecured	-	-	-	0.05
Loan receivables - credit impaired	17.85	0.90	-	-
	17.85	0.90	-	0.05
Less : Provision for impairment	17.85	0.90	-	-
	(B) -	-	-	0.05
Total	(A+B) 0.22	0.22	0.40	1.17

2.04.1 Loans or Advances in the nature of loans are granted to promoters, Directors, KMPs and the Related Parties.

	As at March 31, 2022	% to Total Loans and Advances	As at March 31, 2021	% to Total Loans and Advances
Related Parties	23.48	56.82%	42.57	97.93%
Total	23.48	56.82%	42.57	97.93%

All the above loans and advances have been given are re-payable on demand.



Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

2.05 OTHER FINANCIAL ASSETS

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Security Deposit	22.60	15.75	8.17	14.83
Less: Loss Allowance	6.17	4.41	-	-
	16.43	11.34	8.17	14.83
Accrued interest	0.01	0.01	11.61	9.62
Unbilled Revenue#	-	-	22.74	12.82
Bank deposits with more than 12 months maturity ^	140.11	4.57	-	-
Other Receivables	0.26	0.26	0.20	0.21
Less: Loss Allowance	0.26	-	-	-
Total	156.55	16.18	42.72	37.48

#Classified as financial asset as right to consideration is unconditional upon passage of time.

^Marked under lien in favour of banks

2.06 DEFERRED TAX ASSETS (NET)*

	As at March 31, 2022	As at March 31, 2021
The balance comprises of temporary differences attributable to -		
Deferred Tax Assets in relation to:		
Property, Plant & Equipment	69.37	63.03
Unabsorbed Depreciation / Business Loss	201.81	235.62
Others	135.41	136.76
	406.59	435.41
Deferred Tax Liabilities in relation to:		
Property, Plant & Equipment	19.87	23.12
	19.87	23.12
Net Deferred Tax Assets	386.72	412.29

Significant Estimates -

* The deferred tax assets recognised is mainly in respect of unabsorbed depreciation allowance and brought forward losses available for set off in terms of applicable tax laws. The Management is reasonably certain of future taxable income and hence recovery of such deferred tax assets.

The movement in deferred tax Asset/ liabilities during the Year ended March 31, 2022:

Particular	As at March 31, 2021	(Charged) / Credited Profit / (Loss)	(Charged) / Credited Other Comprehensive Income	As at March 31, 2022
Deferred Tax Assets in relation to:				
Property, Plant & Equipment	63.03	6.34	-	69.37
Unabsorbed Depreciation / Business Loss	235.62	(33.81)	-	201.81
Others	136.76	(1.56)	0.21	135.41
Total	435.41	(29.02)	0.21	406.59
Deferred Tax Liabilities in relation to:				
Property, Plant & Equipment	23.12	3.25	-	19.87
Total	23.12	3.25	-	19.87
Total	412.29	(25.77)	0.21	386.72

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

2.07 OTHER ASSETS

	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Capital Advances				
Unsecured, considered good unless stated otherwise				
Advance to Suppliers	8.57	2.73	-	-
Doubtful	0.76	3.65	-	-
	9.33	6.38	-	-
Less : Allowance for bad and doubtful advances	0.76	3.65	-	-
(A)	8.57	2.73	-	-
Advances other than Capital Advances				
Unsecured, considered good unless stated otherwise				
Balance with Government authorities:				
GST Claimable	-	1.38	80.96	71.08
Advance Income Tax (Net of provision)	78.20	80.52	-	-
Deposit paid under protest	61.91	48.92	-	-
Prepaid expenses	0.70	0.23	10.27	6.73
Staff Advances	-	-	0.56	0.59
Sundry Advances	-	0.02	2.68	7.47
Deposit with statutory authorities	9.83	9.93	0.19	0.11
Others	-	-	0.02	0.02
Doubtful	17.82	18.58	-	-
	168.46	159.59	94.68	86.00
Less : Allowance for doubtful advances	17.82	18.58	-	-
(B)	150.64	141.01	94.68	86.00
Total (A + B)	159.21	143.73	94.68	86.00

2.08 INVENTORIES

	As at March 31, 2022	As at March 31, 2021
Stock of Spares & Maintenance Items	3.66	5.60
Total	3.66	5.60

2.09 CURRENT INVESTMENTS

	As at March 31, 2022	As at March 31, 2021
Investments at fair value through profit or loss - Unquoted		
Investment in Mutual Funds	249.99	1,071.36
Investments at fair value through other comprehensive income - Unquoted		
Investment in Mutual Funds	486.87	-
Total	736.86	1,071.36
Aggregate amount of unquoted investments	736.86	1,071.36



Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

2.10 TRADE RECEIVABLES

	Current	
	As at March 31, 2022	As at March 31, 2021
Trade receivables - Unsecured considered good	52.42	5.52
Trade receivables - Unsecured credit impaired	514.39	533.00
	566.81	538.52
Less: Loss allowance	514.39	533.00
Total	52.42	5.52

TRADE RECEIVABLES AGEING AS ON MARCH 31, 2022

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - considered good	0.77	51.65	-	-	-	-	52.42
(ii) Undisputed Trade Receivables - credit impaired	-	11.70	8.89	36.01	185.46	272.08	514.14
(iii) Disputed Trade Receivables - credit impaired	-	-	-	-	-	0.25	0.25
Total	0.77	63.35	8.89	36.01	185.46	272.33	566.81

TRADE RECEIVABLES AGEING AS ON MARCH 31, 2021

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - considered good	0.72	4.80	-	-	-	-	5.52
(ii) Undisputed Trade Receivables - credit impaired	-	48.03	10.19	76.53	198.03	199.97	532.75
(iii) Disputed Trade Receivables - credit impaired	-	-	-	-	-	0.25	0.25
Total	0.72	52.83	10.19	76.53	198.03	200.22	538.52

2.11 CASH AND CASH EQUIVALENTS

	As at March 31, 2022	As at March 31, 2021
Balances with banks:		
In Current Accounts	13.89	72.63
Deposits with banks with original maturity of 3 months or less	9.95	0.64
Cheques on hand	-	0.01
Cash on hand	1.72	1.79
Total	25.56	75.07

2.12 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

	As at March 31, 2022	As at March 31, 2021
Margin money deposit*	125.10	250.11
In Current Accounts	0.02	0.07
Deposits with original maturity for more than 3 months but less than 12 months	17.96	5.37
Total	143.08	255.55

*Marked under lien in favour of banks

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

2.13 CURRENT TAX ASSETS (NET)

	As at March 31, 2022	As at March 31, 2021
Advance Income Tax (net of provision)	0.25	1.91
Total	0.25	1.91

2.14 EQUITY SHARE CAPITAL

	As at March 31, 2022	As at March 31, 2021
Paid up Share Capital comprises :		
1,770,104,500 (March 31, 2021: 1,770,104,500) Equity Shares of ₹ 2/- each fully paid up	354.02	354.02
Total	354.02	354.02

a) Reconciliation of the number of shares outstanding as at the beginning and end of the reporting period:

	As at March 31, 2022		As at March 31, 2021	
	No. of shares	Amount	No. of shares	Amount
Equity Shares of ₹ 2 each				
Shares Outstanding at the beginning of the Year	1,770,104,500	354.02	1,770,104,500	354.02
Shares Outstanding at the end of the year	1,770,104,500	354.02	1,770,104,500	354.02

b) Rights, preference and restrictions attached to shares:

Terms/ Rights attached to Equity Shares

The Company has issued only one class of equity shares having face value of ₹ 2 (March 31, 2021: ₹ 2) per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts in proportion to the number of equity shares held by the shareholders.

c) Shares in respect of each class in the company held by its holding company or its ultimate holding company including shares held by subsidiaries or associates of the holding company or the ultimate holding company in aggregate

Name of Shareholder	As at March 31, 2022	As at March 31, 2021
	No. of Shares held	No. of Shares held
Equity Shares of ₹ 2 each		
Jio Content Distribution Holdings Private Limited \$	550,529,562	671,402,207
Jio Internet Distribution Holdings Private Limited \$	220,641,491	269,084,886
Jio Cable and Broadband Holdings Private Limited \$	164,546,307	200,673,607

\$ Controlled by Digital Media Distribution Trust of which Reliance Content Distribution Limited - Wholly owned Subsidiary of Reliance Industries Limited, is the sole beneficiary.



Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

d) Details of shareholders holding more than 5% shares in the company

	As at March 31, 2022		As at March 31, 2021	
	No. of Shares held ₹ 2 each	% of Holding	No. of Shares held ₹ 2 each	% of Holding
Equity shares of ₹ 2 each				
Mr. Akshay Raheja	121,413,000	6.86	121,413,000	6.86
Mr. Viren Raheja	119,553,000	6.75	119,553,000	6.75
Hathway Investments Private Limited	112,645,015	6.36	112,645,015	6.36
Jio Content Distribution Holdings Private Limited	550,529,562	31.10	671,402,207	37.93
Jio Internet Distribution Holdings Private Limited	220,641,491	12.46	269,084,886	15.20
Jio Cable and Broadband Holdings Private Limited	164,546,307	9.30	200,673,607	11.34

e) Shareholding of Promoter As at March 31, 2022

Class of Equity Share	Promoter's Name	No. of shares at the beginning of the year	change during the year	shares at the end of the year	% of total shares	% change during the year
Fully paid-up equity shares of ₹ 2 each	Jio Content Distribution Holdings Private Limited	671,402,207	(120,872,645)	550,529,562	31.10	6.83
	Jio Internet Distribution Holdings Private Limited	269,084,886	(48,443,395)	220,641,491	12.46	2.74
	Jio Cable and Broadband Holdings Private Limited	200,673,607	(36,127,300)	164,546,307	9.30	2.04

Shareholding of Promoter As at March 31, 2021

Class of Equity Share	Promoter's Name	No. of shares at the beginning of the year	change during the year	shares at the end of the year	% of total shares	% change during the year
Fully paid-up equity shares of ₹ 2 each	Jio Content Distribution Holdings Private Limited	749,382,454	(77,980,247)	671,402,207	37.93	4.41
	Jio Internet Distribution Holdings Private Limited	300,337,845	(31,252,959)	269,084,886	15.20	1.77
	Jio Cable and Broadband Holdings Private Limited	223,980,916	(23,307,309)	200,673,607	11.34	1.31

2.15 OTHER EQUITY

	As at March 31, 2022	As at March 31, 2021
Retained earnings	(952.71)	(1,083.40)
Debt instruments through other comprehensive income	(2.15)	-
Capital reserve	0.10	0.10
Securities premium	4,725.79	4,725.79
	3,771.03	3,642.49

Description of the nature and purpose of each reserve within equity is as follows:

(a) Retained earnings:

Retained earnings are the losses that the group has incurred till date.

(b) Securities premium:

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

2.16 OTHER FINANCIAL LIABILITIES

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Security deposits	10.69	14.15	0.03	0.03
Employee benefits payable	-	-	9.44	8.39
Capital Creditors				
- Micro and Small enterprises	-	-	2.75	4.61
- Others	-	-	26.16	38.86
Liability for expenses	-	-	0.01	0.14
Proportionate share in Joint venture losses	-	-	2.86	2.06
Other financial liabilities				
- Micro and Small enterprises	-	-	5.18	8.29
- Others	-	-	39.27	43.72
Total	10.69	14.15	85.69	106.10

2.17 PROVISIONS

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Employee benefits				
Provision for Bonus	-	-	0.05	0.05
Provision for Leave Encashment	4.18	4.38	0.35	0.32
Provision for Gratuity (non funded)	0.33	0.41	0.03	0.04
Others	-	-	-	-
	4.51	4.79	0.43	0.41

2.18 OTHER LIABILITIES

Particulars	Non-Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Contract Liability	-	-	68.37	81.44
Gratuity payables (Funded)	6.49	5.69	0.15	0.06
Statutory Payables	-	-	49.15	45.27
Others	0.00*	5.29	14.50	44.65
Total	6.49	10.98	132.17	171.42

* Amount less than ₹ 50,000

2.19 CURRENT BORROWINGS

	As at March 31, 2022	As at March 31, 2021
	Loans repayable on demand	
Secured		
Overdraft with bank	-	0.00*
Total	-	0.00*



Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

2.20 TRADE PAYABLES

	As at March 31, 2022	As at March 31, 2021
Micro and Small enterprises	0.09	0.08
Other	253.15	213.20
Total	253.24	213.28

Trade Payables Ageing as on March 31, 2022

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			< 1 year	1-2 years	2-3 years	> 3 years	
(i) MSME	-	-	0.09				0.09
(ii) Others	106.75	-	136.04	0.83	1.13	7.20	251.95
(iii) Disputed dues- Others	-	-	-	0.06	-	1.14	1.20
Total	106.75	-	136.13	0.89	1.13	8.34	253.24

Trade Payables Ageing as on March 31, 2021

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			< 1 year	1-2 years	2-3 years	> 3 years	
(i) MSME	-	-	0.08				0.08
(ii) Others	105.29	0.63	94.69	1.15	0.56	9.74	212.06
(iii) Disputed dues- Others	-	-	-	-	0.02	1.12	1.14
Total	105.29	0.63	94.77	1.15	0.58	10.86	213.28

2.21 CURRENT TAX LIABILITIES (NET)

	As at March 31, 2022	As at March 31, 2021
Provisions for Taxation (net of advance tax)	-	0.01
Income tax payable	-	0.00*
Total	-	0.01

* Amount less than ₹ 50,000

3.01 REVENUE FROM OPERATIONS

	Year ended March 31, 2022	Year ended March 31, 2021
Sale of Services	1,784.65	1,723.89
Sale of products	5.97	5.45
Other operating revenues	2.40	2.43
Total	1,793.02	1,731.77

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

3.02 OTHER INCOME

	Year ended March 31, 2022	Year ended March 31, 2021
Interest income earned on financial assets measured at Amortised Cost:		
Bank Deposits	8.77	47.41
Interest on Loans	0.01	0.02
Corporate guarantee / Unwinding Interest	-	0.05
Interest income earned on financial assets measured at Fair Value through Other Comprehensive Income:		
Interest on Bonds	0.94	-
Interest on Debt Funds	16.88	-
Other Non - Operating Income		
Interest on Income Tax Refund	0.08	6.42
Miscellaneous Income	0.01	1.57
Amount no longer payable written back	4.06	4.68
Other Gains and Losses		
Gain on Disposal of Current Investments (Net)	10.73	74.42
Net Gain on Foreign Exchange Fluctuation	0.16	2.18
Net gain on financial assets measured at fair value through profit or loss	4.74	5.02
Net gain on financial assets measured at fair value through other comprehensive income	30.53	-
Gain on disposal of property, plant and equipment	0.51	0.68
Total	77.42	142.45

3.03 OTHER OPERATIONAL EXPENSES

	Year ended March 31, 2022	Year ended March 31, 2021
Commission	86.46	87.53
Bandwidth & Lease Line Cost	88.11	81.10
License Fees	52.48	11.95
Other Sundry Operational Cost	31.56	32.77
Repairs & Maintenance (Plant & Equipment)	24.03	20.79
Lease Expense	30.03	26.24
Consultancy & Technical Fees	20.91	18.45
Feed charges	0.75	0.54
Software & Programming Cost	12.73	12.74
Freight & Octroi Charges	3.51	3.87
Hire Charges	9.45	8.40
Total	360.02	304.38

3.04 EMPLOYEE BENEFIT EXPENSES

	Year ended March 31, 2022	Year ended March 31, 2021
Salaries & bonus	90.88	87.96
Contribution to provident and other funds	5.59	5.45
Staff welfare expenses	6.34	4.54
Total	102.81	97.95



Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

3.05 FINANCE COSTS

	Year ended March 31, 2022	Year ended March 31, 2021
Interest expenses on financial liabilities	-	30.54
Other borrowing costs	-	6.94
Total	-	37.48

3.06 DEPRECIATION , AMORTIZATION & IMPAIRMENT

	Year ended March 31, 2022	Year ended March 31, 2021
Depreciation of Property, Plant and Equipment	241.78	242.20
Amortization of intangible assets	54.86	44.93
Impairment on Property, Plant & Equipment	70.01	83.93
Impairment on Other Intangible assets	1.02	0.12
Total	367.67	371.18

3.07 OTHER EXPENSES

	Year ended March 31, 2022	Year ended March 31, 2021
Service Charges	185.42	177.95
Bad Debts	1.73	5.05
Less: Transfer from impairment of trade receivables (Expected credit loss)	1.73	5.05
	-	-
Electricity Expenses	30.10	27.61
Impairment of trade receivables (Expected credit loss)	0.66	4.15
Impairment of Advances	0.01	6.21
Sundry Advances Written Off	0.08	0.87
Advertisement & Promotion expenses	9.33	8.12
Lease expense - Office	11.15	11.78
Loss on disposal / shortage of Property, Plant and Equipment	9.01	16.60
Rates and taxes	2.46	5.33
Office Expenses	7.92	7.69
Legal and Professional Charges	7.77	7.22
Auditor Remuneration	0.91	0.86
Conveyance	1.89	2.00
Repairs and Maintenance (Others)	5.30	5.50
Communication Charges	2.09	2.40
Travelling	2.63	1.47
Printing and Stationery	1.20	0.95
Business Promotion Expenses	1.00	0.82
Insurance Charges	0.89	1.33
Interest on Taxes	0.46	0.91
Sitting Fees	0.23	0.33
Goodwill written off	-	0.01
Miscellaneous Expenses	7.21	4.82
Total	287.72	294.93

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

3.08 EXCEPTIONAL ITEMS

	Year ended March 31, 2022	Year ended March 31, 2021
Impairment of Trade Receivables, advances & exposure to certain entities including Joint Ventures	9.85	-
Settlement under Amnesty Scheme for local levies	8.23	4.59
(Profit) / Loss due to change in stake in Joint Ventures (net)	10.37	0.66
Total	28.45	5.25

3.09 TAX EXPENSES

	Year ended March 31, 2022	Year ended March 31, 2021
(a) Income tax expenses:		
Current tax		
In respect of the current Year	0.01	0.81
	0.01	0.81
Deferred tax		
In respect of the current Year	25.77	24.55
	25.77	24.55
Total income tax expense/ (benefit) recognised in the Year	25.78	25.36
(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:		
Profit Before tax	156.13	278.61
Enacted tax rate in India	25.17%	25.17%
Expected Income tax expenses / (benefit) at statutory tax rate	39.29	70.12
Entities with no tax	(18.80)	(50.45)
Share of net profit of Joint venture and Associate not taxable	(20.48)	(18.86)
Current tax (A)	0.01	0.81
Effect of Deferred tax asset on deductible taxable differences	1.56	9.89
Effect of Deferred tax asset on temporary differences of Tangible and Intangible Assets	(9.59)	(10.59)
Effect of Deferred tax asset on account of Unabsorbed depreciation and carried forward losses	33.81	25.25
Deferred tax (B)	25.77	24.55
Total (A+B)	25.78	25.36

4.01 Earnings/(Loss) Per Share

	Year ended March 31, 2022	Year ended March 31, 2021
Basic earnings per share (Amount in ₹)		
Attributable to equity holders of the group	0.73	1.43
Diluted earnings per share (Amount in ₹)		
Attributable to equity holders of the group	0.73	1.43
Nominal value of Ordinary shares (Amount in ₹)	2.00	2.00
Reconciliation of earnings used in calculating earnings per share :		
Basic earnings per share		
Profit / (Loss) attributable to equity holders of the group used in calculating basic earnings per share	129.99	252.73



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for the year ended March 31, 2022

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	Year ended March 31, 2022	Year ended March 31, 2021
Diluted earnings per share		
Profit / (Loss) attributable to equity holders of the group used in calculating diluted earnings per share	129.99	252.73
Weighted average number of equity shares used as the denominator in calculating basic and diluted earnings per share	1,770,104,500	1,770,104,500

4.02 Employee Benefits

a) Defined Benefit Plans:

The Present value of the defined benefit obligations and related current service cost were measured using the Projected Unit Credit Method, with actuarial valuation being carried out at each Balance Sheet date.

Investment Risk	The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to government bond yields. If the return on plan asset is below this rate, it will create a plan deficit. Currently the plan has a relatively balanced investment with LIC of India and Exide Life Insurance Corporation of India.
Interest Risk	A decrease in the bond interest rate will increase the plan liability. However, this will be partially offset by an increase in the return on the plan's debt investments.
Longevity Risk	The plan is of a final salary defined benefit in nature which is sponsored by the Company and hence it underwrites all the risks pertaining to the plan. In particular, there is a risk for the Company that any adverse salary growth or demographic experience or inadequate returns on underlying plan assets can result in an increase in cost of providing these benefits to employees in future. Since the benefits are lump sum in nature the plan is not subject to any longevity risks.
Salary Risk	The Gratuity benefit, being based on last drawn salary, will be critically effected in case of increase in future salaries being more than assumed.

Particulars	Gratuity	
	March 31, 2022	March 31, 2021
1 Expense recognized in the consolidated Statement of Profit and Loss		
Current Service Cost	1.26	1.22
Net Interest	0.39	0.36
Past Service Cost	-	-
Expense recognized in the consolidated Statement of Profit and loss	1.65	1.57
2 Other Comprehensive Income (OCI)		
Measurement of net defined benefit liability		
Actuarial (gains)/ losses arising from changes in financial assumption	(0.14)	0.19
Actuarial (gains)/ losses arising from experience adjustments	(0.24)	(0.54)
Return on plan asset excluding net interest	(0.02)	(0.13)
Total Actuarial (Gain)/Loss recognised in OCI	(0.40)	(0.48)
3 Change in benefit obligations		
Projected benefit obligations at beginning of the year	9.74	8.70
Current Service Cost	1.26	1.22
Interest Cost	0.60	0.56
Past Service Cost	-	-
Benefits Paid	(1.09)	(0.38)
Actuarial (Gain) / Loss		
Actuarial (gains)/ losses arising from changes in financial assumption	(0.30)	0.13
Actuarial (gains)/ losses arising from experience adjustments	(0.08)	(0.48)
Projected benefit obligations at end of the year	10.13	9.74

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Particulars	Gratuity	
	March 31, 2022	March 31, 2021
4 Fair Value of Plan Assets		
Opening Fair Value of Plan Asset	3.55	3.39
Return on Plan Assets excl. interest income	0.02	0.13
Interest Income	0.21	0.21
Contributions by Employer	0.44	0.20
Benefits Paid	(1.09)	(0.37)
Fair Value of Plan Assets at end of the year	3.13	3.55
5 Net Liability		
Projected benefit obligations at end of the year	10.13	9.74
Fair Value of Plan Asset at the end of the year	3.13	3.55
Net Liability	7.00	6.19
6 The net liability disclosed above relates to funded and unfunded plans are as follows		
Projected benefit obligations at end of the year	9.87	9.39
Fair Value of Plan Asset at the end of the year	3.13	3.55
Deficit of funded plan	6.74	5.84
Unfunded Plan	0.26	0.35
Deficit of gratuity plan	7.00	6.19
7 Sensitivity Analysis		
Present value of benefit obligation at the end of the year on		
0.50 % to 1.00 % increase in discount rate	9.91	9.44
0.50 % to 1.00 % decrease in discount rate	10.55	10.06
0.50 % to 1.00 % increase in rate of salary	10.54	10.05
0.50 % to 1.00 % decrease in rate of salary	9.92	9.45
1.00 % increase in attrition rate	9.80	9.33
1.00% decrease in attrition rate	9.73	9.27
10% increase in mortality rate	9.76	9.30
10% decrease in mortality rate	9.76	9.29
8 Principal assumptions used for the purpose of actuarial valuation		
Mortality	IALM (2012-2014) Ult	IALM (2012-2014) Ult
Interest /discount rate	6.75%-7.20%	6.55%-7.00%
Rate of increase in compensation	5.00%	5.00%
Expected average remaining service	5.85 - 11.2	6.19 - 11.88
Employee Attrition Rate (Past service(PS))	21-30 years: 10.00% - 21.70%	21-30 years: 10.00% - 21.70%
	31-40 years: 5.00% - 16.90%	31-40 years: 5.00% - 16.90%
	41-50 yeras: 3.00% - 10.00%	41-50 yeras: 3.00% - 10.00%
	51-59 years: 0.00% - 11.11%	51-59 years: 0.00% - 11.11%
9 Investment Details		
Insurer managed funds (LIC of India and Exide Life Insurance Company Limited)	100.00%	100.00%

Above data pertains to Hathway Cable and Datacom Limited (Holding Company), Hathway Digital Ltd. (Wholly-owned subsidiary), Hathway Kokan Crystal Cable Network Ltd (Subsidiary) and Hathway Bhawani Cabletel and Datacom Limited (Subsidiary) only. In the opinion of the management no material liabilities would arise on account of other subsidiaries.



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(b) Defined Contribution Plans:

The Group contributes towards provident fund, Employee Pension Scheme, ESIC and Employees' Deposit Linked Insurance Scheme to a defined contribution plan for qualifying employees. Under the plan, the Group is required to contribute a specified percentage of payroll cost to the defined contribution plan to fund the benefits.

The Group operated defined contribution retirement benefit plans for all qualifying employees.

The total expenses recognised in the statement of Profit and Loss is ₹ 4.03 (March 31, 2021 : ₹ 3.97) represents contribution payable to these plans by the Group at the rates specified in the rules of plan.

4.03 Contingent Liabilities

- a) The Group has received Show Cause cum Demand notices ("SCNs") from the Department of Telecommunications ("DOT"), Government of India towards license fees aggregating to ₹ 3,620.08 which includes penalty and interest thereon (March 31, 2021: ₹ 399.11 including penalty and interest). The Group has made representations to DOT contesting the basis of such demands. Based on opinion of legal expert, the Group is confident that it has good grounds on merit to defend itself in the above matter. Accordingly, the Group is of the view that no provision is necessary in respect of the aforesaid matter.
- b) The minority shareholders of the erstwhile joint venture company, Hathway Rajesh Multichannel Pvt. Ltd., filed an arbitration petition against the Company before the High Court, Bombay, which was referred to a sole arbitrator in August 2016. The minority shareholders, in their statement of claim have sought, amongst other reliefs, payment of ₹ 54.98 (March 31, 2021: ₹ 54.98) under various heads. The Company has refuted the claims and has made counter claim of ₹ 91.17 (March 31, 2021: ₹ 91.17) towards inter-alia outstanding content cost, loans, payments and damages / compensation for the loss of financial and management credibility, goodwill etc. The matter is currently pending.
- c) Karnataka VAT Department has reassessed VAT liabilities of one of our subsidiaries, Hathway Digital Limited (HDL); stating that the amount realized as activation charges is sale of STBs and liable to VAT. The total tax liability is determined at ₹ 23.72 (March 31, 2021 : ₹ 17.70). The Honorable High Court has admitted the writ petition and has granted an order of stay over recovery of taxes.
- d) In the state of Telangana, VAT authorities have considered Set top boxes deployed as sale and raised demand of ₹ 18.05 (March 31, 2021 : ₹ 18.05) on one of our subsidiaries, Hathway Digital Limited (HDL). HDL's appeal is pending before Tribunal. HDL has deposited 50% of the amount demanded. The authorities have also levied penalty @ 100% of demand without giving an opportunity of hearing. On writ petition, Andhra Pradesh High Court has directed to initiate fresh proceedings. Since this demand was based on an advance ruling order given by relevant authority in some other case, HDL being an affected party, has filed review petition before the Advance Ruling authority. The matter has been admitted and heard, however, the decision is awaited.
- e) On conclusion of investigation by the Directorate of Revenue Intelligence (DRI) on alleged evasion of customs duty on import of software licence of viewing cards, the Commissioner of Customs (Import) has passed an order demanding Custom's Duty of ₹ 8.95 (March 31, 2021: ₹ 8.95) and penalty of ₹ 8.95 (March 31, 2021: ₹ 8.95). The Company has deposited ₹ 0.67 (March 31, 2021: ₹ 0.67) under protest and filed an appeal against the order before Customs and Excise and Service Tax Appellate Tribunal (CESTAT), Western Zonal Branch, Mumbai. Such appeal is pending before the CESTAT.
- f) Entertainment Tax Officer, Pune has raised demand for Entertainment Tax on secondary points up to October, 2014 amounting to ₹ 4.57 (March 31, 2021: ₹ 4.57) on one of our subsidiaries, Hathway Digital Limited (HDL). Writ petition has been filed before the Bombay High Court challenging the demand. Another writ petition has also been filed challenging the constitutional validity, enforceability and legality of the amendment in the Maharashtra Entertainments Duty Act, 1923 brought about w.e.f June 25, 2014.

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g) **Income Tax Matters**

Particulars	March 31, 2022	March 31, 2021
Income Tax matter under appeal (Of the above an amounts of ₹ 41.08 (March 31, 2021: ₹ 27.48) has already been deposited with Income Tax Department)	103.02	46.25

h) Claims against the Company, other than those stated above, not acknowledged as debts are as under:

Matters with	March 31, 2022	March 31, 2021
Operators & Others	7.02	6.47
Entertainment Tax Department in the city of Thane, Aurangabad, Agra, Ghaziabad, Hyderabad, Gwalior and Delhi	8.22	8.23
Other Statutory Departments	0.29	0.61
Custom Duty (including provisional assessment) (Out of which, Deposit of ₹ 4.96 (March 31, 2021: ₹ 3.62 paid under protest))	45.50	8.87
VAT department in the State of Maharashtra, Madhya Pradesh, Telangana, Gujarat, Delhi and Karnataka	14.49	9.09
Service Tax department	0.64	-
Total	76.16	33.27

i) **Note on pending litigations**

The Group has reviewed its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed the contingent liabilities where applicable, in its financial statements. The Group does not expect the outcome of these proceedings to have a materially adverse effect on its financial statements.

j) **Foreseeable losses**

The Group has a process whereby periodically all long term contracts including derivative contracts are assessed for material foreseeable losses. At the year end, the Group has reviewed and ensured that adequate provision as required under any law/ applicable accounting standards for material foreseeable losses on such long term contracts including derivative contracts has been made in the books of account.

4.04 Capital And Other Commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) aggregate to ₹ 126.37 (March 31, 2021: ₹ 175.89)

As a part of business strategy, the Group has expanded its area of operations in various parts of the country by entering into arrangements with local partners. Such operations are in the form of joint ventures (subsequently, some of such entities are converted into wholly owned subsidiaries). Since operations of such entities are significantly dependent on the Group's policies, the Group is committed to provide the required support towards the operations of such entities including financial support that may be required to meet commitments / obligations of such entities.

4.05 Financial Corporate Guarantee

The Company has given Corporate Guarantees of ₹ 20.00 (March 31, 2021 : ₹ 20.00) to Banks towards various credit facilities extended by such banks to the Associates.

4.06 Capital Management

The Group's financial strategy aims to support its enterprise priorities and to maintain an optimal capital structure so as to provide adequate capital to its businesses for growth and create sustainable stakeholder value. For the purposes of Group's capital management, Capital includes equity attributable to the equity holders of the Group and all other equity reserves.



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The principal source of funding of the Group is expected to be cash generated from its operations supplemented by funding through capital market options.

Consequent to such capital structure, the Group is not subject to any externally imposed capital requirements.

4.07 Financial Instruments

(i) Methods and assumptions used to estimate the fair values

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

- a) The carrying amounts of receivables and payables which are short term in nature such as trade receivables, security deposits given, loans given to related parties, other bank balances, deposits, trade payables, payables for acquisition of non-current assets, security deposits taken, and cash and cash equivalents are considered to be the same as their fair values.
- b) For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

(ii) Categories of financial instruments

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2: directly or indirectly observable market inputs, other than Level 1 inputs; and

Level 3: inputs which are not based on observable market data

Particulars	As at March 31, 2022		As at March 31, 2021	
	Carrying values	Fair value	Carrying values	Fair value
Financial assets				
Measured at amortised cost				
Non-current investments	0.16	0.16	0.16	0.16
Trade receivables	52.42	52.42	5.52	5.52
Loans and Advances	0.62	0.62	1.39	1.39
Cash and Bank balances	308.75	308.75	335.19	335.19
Other financial assets	59.16	59.16	49.08	49.08
Total (A)	421.11	421.11	391.34	391.34
Measured at fair value through profit/loss				
Investment in mutual funds	249.99	249.99	1,071.36	1,071.36
Total (B)	249.99	249.99	1,071.36	1,071.36
Measured at fair value through other comprehensive income				
Investment in equity shares of other companies	3.08	3.08	3.08	3.08
Investment in mutual funds	486.87	486.87	-	-
Investment in bonds	399.15	399.15	-	-
Total (C)	889.10	889.10	3.08	3.08
Total Financial assets (A+B+C)	1,560.20	1,560.20	1,465.78	1,465.78

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Particulars	As at March 31, 2022		As at March 31, 2021	
	Carrying values	Fair value	Carrying values	Fair value
Financial liabilities				
Measured at amortised cost				
Borrowings #	-	-	0.00*	0.00*
Trade payables	253.24	253.24	213.28	213.28
Other financial liabilities	96.38	96.38	120.25	120.25
Total Financial liabilities	349.62	349.62	333.53	333.53

includes current maturities of long term debts

* Amount less than ₹ 50,000/-

(iii) Level wise disclosure of financial instruments

Particulars	As at March 31, 2022	As at March 31, 2021	Level	Valuation techniques and key inputs
Investment in equity instruments of other companies	3.08	3.08	3	Asset Approach
Investment in mutual funds	736.86	1,071.36	1	Closing Net Asset Value of Mutual funds
Investment in bonds	399.15	-	2	Quote from Rating Agency

4.08 Financial Risk Management

The Group's financial risk management is an integral part of how to plan and execute its business strategies. The Group's financial risk management policy is set by the Board of Directors. The details of different types of risk and management policy to address these risks are listed below:

The business activities of the Group expose it to financial risks namely Credit risk, Liquidity risk and Market risk .

1 Credit Risk :

Credit risk arises from the possibility that counter party will cause financial loss to the Group by failing to discharge its obligation as agreed.

The Group's exposure to credit risk arises mainly from the trade receivables, unbilled revenue, loans given, financial guarantee contract.

Credit risks from balances with banks and financial institutions are managed in accordance with the Group policy. For derivative and financial instruments, the Group attempts to limit the credit risk by only dealing with reputable banks and financial institutions having high credit-ratings assigned by credit-rating agencies.

The Group's major revenue streams arises from services provided to end use customers in the form of monthly subscription income and receivables from broadcasters for marketing and promotional income and incentives. The trade receivables and unbilled revenue on account of subscription income are typically un-secured and derived from sales made to large number of independent customers. As the customer base is distributed economically and geographically, there is no concentration of credit risk. In case of receivables and unbilled revenue from the marketing and promotional income and incentives, as there is no independent credit rating of the broadcasters available with the Group, the management reviews the credit-worthiness of the broadcasters based on their financial position, past experience and other factors.



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The Group follows a simplified approach (i.e. based on lifetime ECL) for recognition of impairment loss allowance on Trade receivables. For the purpose of measuring the lifetime ECL allowance for trade receivables, the Group uses a provision matrix. In addition, in case there are events or changes in circumstances indicating individual or class of trade receivables is required to be reviewed on qualitative aspects, necessary provisions are made.

Reconciliation of changes in the loss allowances measured using life time expected credit loss model-Trade receivables

Particulars	Amount
As at April 01, 2020	533.91
Provided during the year	7.54
Amounts written off	(5.05)
Provision reversed	(3.39)
As at March 31, 2021	533.00
Provided during the year	0.83
Amounts written off	(1.73)
Provision reversed	(17.71)
As at March 31, 2022	514.39

The Trade Receivables includes amount due from disconnected / inactive customers / LCOs with whom no inter-connect documents have been executed and outstanding in excess of one year. The Group is taking adequate steps for recovery of overdue debts and advances and wherever necessary, adequate provisions as per expected credit loss model have been made.

2 Liquidity Risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Group's liquidity risk management policies include to, at all times ensure sufficient liquidity to meet its liabilities when they are due, by maintaining adequate sources of financing from banks at an optimised cost whenever considered appropriate. In addition, processes and policies related to such risks are overseen by senior management. The Group's senior management monitors the Group's net liquidity position through rolling forecasts on the basis of expected cash flows.

Maturities of financial liabilities

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

As on March 31, 2022	Less Than 1 Year	1 to 5 year	Total
Non-Derivatives			
Trade payables	253.24	-	253.24
Other financial liabilities	85.69	10.69	96.38
Total	338.93	10.69	349.62

As on March 31, 2021	Less Than 1 Year	1 to 5 year	Total
Non-Derivatives			
Trade payables	213.28	-	213.28
Borrowings	0.00*	-	0.00*
Other financial liabilities	106.10	14.15	120.25
Total	319.38	14.15	333.53

* Amount less than ₹ 50,000

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The Group from time to time in its usual course of business has issued financial guarantees and letter of comfort to certain Joint Ventures and Associate. Accordingly, Group has issued corporate guarantee and letter of comfort for debt of ₹ 20 as on March 31, 2022 (March 31, 2021: ₹ 20) . The outflow in respect of these guarantees and letter of comfort will arise only upon default of the such joint ventures and associate. An amount of ₹ 20 (March 2021 : ₹ 20) is due for repayment within 1 year from the reporting date.

Financing arrangements

The Group has sufficient sanctioned line of credit from its bankers / financiers; commensurate to its business requirements. The Group reviews its line of credit available with bankers and lenders from time to time to ensure that at all point of time there is sufficient availability of line of credit.

The Group pays special attention to the net operating working capital invested in the business. In this regard, as in previous years, considerable work has been performed to control and reduce collection periods for trade and other receivables, as well as to optimise accounts payable with the support of banking arrangements to mobilise funds.

3 Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The Company is exposed in the ordinary course of business to risks related to changes in foreign currency exchange rate and price.

a) Market Risk – Foreign Exchange

Foreign exchange risk arises on all recognised monetary assets and liabilities which are denominated in a currency other than the functional currency of the Group. The Group has foreign currency trade payables.

Foreign currency risk is managed by following established risk management policies, which inter alia includes monitoring the movements in currencies in which the capex vendors are payable and hedging the exposure to foreign currency risk, wherever considered appropriate, by entering into forward currency contracts, call options and currency swaps contracts.

The Group does not enter into or trade financial instruments, including derivatives for speculative purpose.

The carrying amount of the Group's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

Foreign Currency Exposure

	As at	As at
	March 31, 2022	March 31, 2021
	USD	USD
Liabilities		
Trade payables	0.05	0.19

Unhedged Foreign Currency Exposure :

	As at March 31, 2022		As at March 31, 2021	
	Amount in foreign currency	Amount in INR	Amount in foreign currency	Amount in INR
Accounts Payables				
USD	0.05	3.52	0.19	13.56
Other Firm Commitments				
USD	0.15	11.21	0.83	60.91



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Foreign currency sensitivity

1 % increase or decrease in foreign exchange rates will have the following impact on profit or loss before tax and on other components of equity

Particulars	Impact on Profit or Loss before tax: Increase / (Decrease)			
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	1% increase	1% increase	1 % decrease	1 % decrease
USD	(0.04)	(0.14)	0.04	0.14

Particulars	Impact on other components of equity: Increase / (Decrease)			
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	1% increase	1% increase	1 % decrease	1 % decrease
USD	(0.04)	(0.14)	0.04	0.14

b) Market Risk – Price risk

The Group is mainly exposed to the price risk due to its investment in mutual funds and bonds. The price risk arises due to uncertainties about the future market values of these investments. At March 31 2022, the investments in mutual funds and bonds is ₹ 1,136.01 (March 31, 2021 : ₹ 1,071.36). These are exposed to price risk. In order to minimise price risk arising from investments in mutual funds, the Group predominately invests in those mutual funds which have higher exposure to high quality debt instruments with adequate liquidity and no demonstrated track record of price volatility. Further in order to minimise price risk in bonds, the Group invests in high rated Debt instrument issued by large Corporates.

Price risk sensitivity:

0.10% increase or decrease in prices will have the following impact on profit/ (loss) before tax and on other components of equity

Particulars	Impact on Profit or Loss :		Impact on equity :	
	Increase / (Decrease)		Increase / (Decrease)	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Price - increase by 0.10%*	1.14	1.07	1.14	1.07
Price - decrease by 0.10% *	(1.14)	(1.07)	(1.14)	(1.07)

* assuming all other variables as constant

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4.09 Related Party Disclosures

A) Name of Related Parties and Related Party Relationships:

i) The group is controlled by the following entities:

Entities exercising control #	
	Reliance Industries Limited
	Reliance Industrial Investments and Holdings Limited* (Protector of Digital Media Distribution Trust)
	Digital Media Distribution Trust
	Jio Content Distribution Holdings Private Limited \$
	Jio Internet Distribution Holdings Private Limited \$
	Jio Cable and Broadband Holdings Private Limited \$

ii) Other Related Parties

1 Fellow Subsidiaries	Reliance Corporate IT Park Limited ^ Reliance Jio Infocomm Limited ^ Reliance Projects & Property Management Services Limited^ Den Broadband Limited^ Den Networks Limited^ Jio Haptik Technologies Limited^ Reliance Retail Limited^ Jio Platforms Limited^ Viacom 18 Media Private Limited^ TV18 Broadcast Limited ^ IndiaCast Media Distribution Private Limited ^
2 Joint Ventures	Hathway Digital Saharanpur Cable & Datacom Limited (upto December 15, 2020) Hathway Sai Star Cable & Datacom Private Limited Hathway MCN Private Limited Hathway Channel 5 Cable & Datacom Private Limited Net 9 Online Hathway Private Limited (Upto March 18, 2021) Hathway Cable MCN Nanded Private Limited Hathway Latur MCN Cable & Datacom Private Limited Hathway Palampur Cable Network Private Limited (upto February 11, 2021) Hathway ICE Television Private Limited Hathway Sonali Om Crystal Cable Private Limited Hathway Dattatray Cable Network Private Limited Hathway Prime Cable & Datacom Private Limited Hathway SS Cable & Datacom - LLP
3 Joint Ventures of Subsidiaries	Hathway CCN Multinet Private Limited (upto October 26, 2021) Hathway CCN Entertainment (India) Private Limited (upto October 25, 2021) Hathway CBN Multinet Private Limited (upto October 26, 2021) Hathway Bhaskar CCN Multi Entertainment Private Limited Hathway Bhawani NDS Network Private Limited
4 Associate of Fellow Subsidiaries	Eenadu Television Private Limited
5 Joint Venture of Entity exercising control	Alok Industries Limited
6 Associate Companies	Pan Cable Services Private Limited Hathway VCN Cablenet Private Limited GTPL Hathway Limited



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7 Trust - Post Employment Benefit Trust	Hathway Cable and Datacom Limited Employee Group Gratuity Assurance Scheme Hathway Digital Private Limited Employees Group Gratuity Trust
8 Key Management Personnel	Executive Directors :- Mr. Rajan Gupta - Managing Director Non Executive Directors :- Independent Directors Mr. Sridhar Gorthi Mr. Sasha Gulu Mirchandani Ms. Ameeta A Parpia Non Independent Directors Mr. Viren R Raheja Mr. Akshay R Raheja Ms. Geeta Fulwadaya Mr. Anuj Jain Mr. Saurabh Sancheti

w.e.f. January 30, 2019

* Reliance Industrial Investments and Holdings Limited - Protector of Digital Media Distribution Trust is wholly owned subsidiary of Reliance Industries Limited

\$ Controlled by Digital Media Distribution Trust of which Reliance Content Distribution Limited - Wholly owned Subsidiary of Reliance Industries Limited, is the sole beneficiary

^ Subsidiaries of Reliance Industries Limited.

B) Related Party Transaction:**Compensation to Key Management Personnel**

Particulars	March 31, 2022	March 31, 2021
(a) Short term employee benefits	5.37	4.77
(b) Post employment benefits	0.13	0.13
(c) Other Long term benefits	-	-
(d) Sitting Fees	0.19	0.29
Total Compensation	5.69	5.19

Note : As the employment benefits such as Gratuity & Leave encashment are provided on an actuarial basis for the Company as a whole, the amount pertaining to Key Management Personnel is not ascertainable and therefore not included above.

Nature of Transactions	Name of the Party	Relationship	F.Y.	F.Y.
			2021-22	2020-21
INCOME				
Subscription Income	Hathway MCN Private Limited	Joint venture	10.52	10.75
	Net 9 Online Hathway Private Limited	Joint Venture	-	0.56
	Others	Associate of Fellow Subsidiary	0.01	0.01
	IndiaCast Media Distribution Private Limited	Fellow Subsidiary	56.98	45.34
	Others	Entity exercising control	0.03	0.04
	Others	Fellow Subsidiaries	0.06	0.03
	Others	Joint ventures	8.73	9.68
	Others	Joint venture of Parent	0.04	-
	Others	Joint Venture of Subsidiary	0.39	0.44
	Service Charges	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	0.01
DEN Networks Limited		Fellow Subsidiary	3.56	0.90

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Nature of Transactions	Name of the Party	Relationship	F.Y.	F.Y.
			2021-22	2020-21
Incentive	Eenadu Television Private Limited	Associate of Fellow Subsidiary	6.29	3.65
	TV18 Broadcast Limited	Fellow Subsidiary	10.17	7.51
Consultancy Income	Hathway Latur MCN Cable & Datacom Private Limited	Joint venture	0.40	0.85
	Hathway Cable MCN Nanded Private Limited	Joint venture	0.95	1.19
	Hathway MCN Private Limited	Joint venture	2.60	2.70
	Hathway Sai Star Cable & Datacom Private Limited	Joint venture	2.35	2.98
	Net 9 Online Hathway Private Limited	Joint venture	-	0.17
	Others	Joint Venture of Subsidiary	0.37	0.11
	Interest on Loans	Hathway Sai Star Cable & Datacom Private Limited	Joint venture	-
Sales of Access Devices / Parts and Accessories	Hathway Sai Star Cable & Datacom Private Limited	Joint venture	1.06	1.06
	Hathway MCN Private Limited	Joint venture	0.86	1.36
	Den Networks Limited	Fellow Subsidiary	2.47	1.40
	Others	Fellow Subsidiary	-	0.09
	Others	Joint Venture of Subsidiary	0.03	0.04
	Others	Joint Ventures	1.25	1.66
Business Support Services	Hathway Cable MCN Nanded Private Limited	Joint venture	0.02	0.02
	Hathway Latur MCN Cable & Datacom Private Limited	Joint venture	0.02	0.02
	Hathway MCN Private Limited	Joint venture	0.02	0.02
Software Charges recovered	Den Networks Limited	Fellow Subsidiary	1.50	1.43
Advertisement	Viacom 18 Media Private Limited	Fellow Subsidiary	0.09	0.27
Lease Line charges recovered	Hathway Cable MCN Nanded Private Limited	Joint venture	0.23	0.18
	Hathway Latur MCN Cable & Datacom Private Limited	Joint venture	0.34	0.58
	Hathway MCN Private Limited	Joint venture	0.61	0.43
	Hathway CBN Multinet Private Limited	Joint Venture of Subsidiary	0.21	-
	Hathway CCN Entertainment (India) Private Limited	Joint Venture of Subsidiary	0.20	-
	Others	Joint Venture of Subsidiary	0.09	-
	Lease Income	Den Networks Limited	Fellow Subsidiary	0.57
	Den Broadband Limited	Fellow Subsidiary	0.14	-
Dividend Income	GTPL Hathway Limited	Associate	16.79	12.59
Reversal of provision for bad and doubtful debts	GTPL Hathway Limited	Associate	2.23	-
	Hathway CCN Multinet Private Limited	Joint Venture of Subsidiary	2.17	-
	Hathway Dattatray Cable Network Private Limited	Joint Venture	4.02	-
	Others	Joint Venture	0.54	-



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Nature of Transactions	Name of the Party	Relationship	F.Y. 2021-22	F.Y. 2020-21
EXPENSES (Capital & Revenue Nature)				
Feed charges	Hathway MCN Private Limited	Joint venture	7.23	6.83
	Hathway Sai Star Cable And Datacom Private Limited	Joint venture	1.61	1.77
	Hathway Cable MCN Nanded Private Limited	Joint venture	2.03	2.25
	Hathway Latur MCN Cable & Datacom Private Limited	Joint venture	1.46	1.52
	Others	Joint venture	0.87	0.98
	Others	Joint Ventures of Subsidiaries	0.16	0.29
	Lease Offices	Mr. Akshay R Raheja	Key Management Personnel	1.68
Mr. Viren R Raheja		Key Management Personnel	1.68	1.85
DEN networks Limited		Fellow Subsidiary	1.39	0.44
Pay Channel Cost	TV18 Broadcast Limited	Fellow Subsidiary	88.79	78.38
	Eenadu Television Private Limited	Associate of Fellow Subsidiary	15.50	12.74
Bad Debts written off	Hathway Dattatray Cable Network Private Limited	Joint venture	-	2.00
	Hathway CCN Entertainment (India) Private Limited	Joint Venture of Subsidiary	0.81	-
	Hathway CCN Multinet Private Limited	Joint Venture of Subsidiary	0.83	-
Impairment of Doubtful Advances / Receivables	Hathway Sonali OM Crystal Cable Private Limited	Joint venture	0.25	-
	Hathway VCN Cablenet Private Limited	Associate	0.32	-
Contribution to Gratuity Fund	Hathway Digital Private Limited Employees Group Gratuity Trust	Trust	0.44	0.20
Business Support Expense	Reliance Industries Limited	Entity exercising control	0.01	0.01
Bandwidth and Lease Line Cost	Reliance Jio Infocomm Limited	Fellow Subsidiary	56.53	51.48
Internet Usage Charges	Reliance Jio Infocomm Limited	Fellow Subsidiary	0.02	0.01
Purchase of Asset (License Fees)	Jio Haptik Technologies Limited	Fellow Subsidiary	0.28	0.37
Service Charges	Jio Platforms Limited	Fellow Subsidiary	2.79	2.89
	DEN networks Limited	Fellow Subsidiary	1.27	0.30
	Reliance Projects & Property Management Services Limited	Fellow Subsidiary	2.72	0.30
Purchase of Access devices and Accessories	Reliance Jio Infocomm Limited	Fellow Subsidiary	-	0.06
	Den Networks Limited	Fellow Subsidiary	5.39	-
	Den Broadband Limited	Fellow Subsidiary	1.28	0.21
	Reliance Retail Limited	Fellow Subsidiary	0.01	4.46
	Jio Haptik Technologies Limited	Fellow Subsidiary	-	0.08
Advance Written off	Hathway CCN Multinet Private Limited	Joint Venture of Subsidiary	1.63	-
	Others	Joint Venture	-	0.20
Exceptional Item	Hathway Dattatray Cable Network Private Limited	Joint Venture	(1.56)	-
	Hathway Sai Star Cable & Datacom Private Limited	Joint Venture	(5.70)	-
	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	(2.58)	-

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(₹ in crores unless otherwise stated)

Nature	Name of the Party	Relationship	F.Y. 2021-22	F.Y. 2020-21
Change in Assets/Liabilities during the year				
Impairment in value of Investments made during the year	Hathway Sai Star Cable & Datacom Private Limited	Joint Venture	5.70	-
	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	2.58	-
	Others	Joint Venture	1.56	-
Allowance for bad and doubtful loans made during the year	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	-	-
	Hathway Digital Saharanpur Cable & Datacom Limited	Joint Venture	-	(1.04)
	Others	Joint Venture	-	0.24
Allowance / (Reversal) for bad and doubtful debts made during the year	Hathway Sai Star Cable & Datacom Private Limited	Joint Venture	-	(0.21)
	Hathway Dattatray Cable Network Private Limited	Joint Venture	(4.02)	(2.23)
	Hathway SS Cable & Datacom LLP	Joint Venture	-	2.10
	GTPL Hathway Limited	Associate	(2.23)	-
	Hathway CCN Multinet Private Limited	Joint Venture of Subsidiary	(2.17)	-
	Hathway CCN Entertainment (India) Private Limited	Joint Venture of Subsidiary	(0.54)	-
Net Advances / Trade Receivables / Trade Payables made during the year	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	0.25	-
	Hathway VCN Cablenet Private Limited	Associate	0.32	-
	Hathway Sai Star Cable & Datacom Private Limited	Joint Venture	0.11	1.17
	Hathway Latur MCN Cable & Datacom Private Limited	Joint Venture	-	0.62
	IndiaCast Media Distribution Private Limited	Fellow Subsidiary	7.81	0.64
	TV18 Broadcast Limited	Fellow Subsidiary	10.97	-
Net Advances / Trade Receivables / Trade Payables made during the year	Reliance JIO Infocomm Limited	Fellow Subsidiary	9.23	0.25
	Others	Fellow Subsidiary	-	0.10
	Others	Entity exercising control	-	0.01
	Others	Joint Ventures	-	0.66
	Eenadu Television Private Limited	Associate of Fellow Subsidiary	4.45	0.38
	Hathway SS Cable & Datacom LLP	Joint Venture	-	0.61
	Hathway Dattatray Cable Network Private Limited	Joint Venture	1.83	3.39
	Hathway CCN Multinet Private Limited	Joint Venture of Subsidiary	-	0.70
	TV18 Broadcast Limited	Fellow Subsidiary	-	4.90
	Others	Fellow Subsidiary	0.09	-
Investment Sold during the year	Hathway Sai Star Cable & Datacom Private Limited	Joint Venture	-	0.15
	Others	Entity exercising control	0.01	-
	Reliance Jio Infocomm Limited	Fellow Subsidiary	-	5.54
	Others	Joint Venture of Fellow Subsidiary	-	0.00*
	Others	Joint Ventures	1.31	0.16
	Others	Joint Venture of Subsidiaries	0.02	0.70
	Hathway Palampur City Cable Network Private Limited	Joint Venture	-	0.68
Investment made during the year	Net 9 Online Hathway Private Limited	Joint Venture	-	2.01
	Hathway CBN Multinet Private Limited	Joint Venture of Subsidiary	1.05	-
	Hathway CCN Entertainment (India) Private Limited	Joint Venture of Subsidiary	3.69	-
	Hathway CCN Multinet Private Limited	Joint Venture of Subsidiary	6.16	-
	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	2.58	-



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Nature	Name of the Party	Relationship	F.Y.	F.Y.
			2021-22	2020-21
CLOSING BALANCES				
Investments	GTPL Hathway Limited	Associate	168.75	168.75
	Hathway Sai Star Cable & Datacom Private Limited	Joint Venture	27.80	27.80
	Others	Joint Ventures of Subsidiaries	0.55	11.45
	Others	Associate	0.10	0.10
	Others	Joint Ventures	41.90	39.31
	Loans & advances	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	13.48
Hathway CCN Multinet Private Limited		Joint venture of Subsidiary	-	1.63
Hathway VCN Cablenet Private Limited		Associate	5.50	5.50
Others		Associate	3.49	3.49
Others		Joint Ventures	1.30	1.30
Allowance for bad and doubtful debts		Hathway Channel 5 Cable & Datacom Private Limited	Joint Venture	3.81
	Hathway Dattatray Cable Network Private Limited	Joint Venture	0.67	4.69
	Others	Associate	1.78	4.01
	Others	Joint Venture	5.21	4.96
	Others	Joint Ventures of Subsidiaries	-	4.47
Impairment in Value of Investments	Hathway Channel 5 Cable & Datacom Private Limited	Joint Venture	6.28	6.28
	Hathway Sai Star Cable & Datacom Private Limited	Joint Venture	22.38	16.68
	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	17.75	15.17
	Hathway Bhaskar CCN Entertainment (India) Pvt. Ltd.	Joint venture of Subsidiary	2.58	2.58
	Others	Joint Ventures of Subsidiary	0.15	0.15
	Others	Associate	0.10	0.10
	Others	Joint Venture	6.42	4.86
Allowance for bad and doubtful loans	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	13.48	13.45
	Hathway VCN Cablenet Private Limited	Associate	5.50	5.50
	Hathway CCN Multinet Private Limited	Joint venture of Subsidiary	-	1.63
	Others	Associate	3.09	3.09
	Others	Joint Ventures	1.30	0.62
Trade Payables	TV18 Broadcast Limited	Fellow Subsidiary	23.00	14.02
	Eenadu Television Private Limited	Associate of Fellow Subsidiary	5.10	2.48
	Reliance Jio Infocomm Limited	Fellow Subsidiary	16.73	7.50
	Others	Fellow Subsidiary	3.33	0.63
	Others	Joint Ventures	1.35	1.03
	Others	Entity exercising Control	0.00*	-
	Others	Joint Ventures of Subsidiaries	0.01	0.03

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Nature	Name of the Party	Relationship	F.Y.	F.Y.	
			2021-22	2020-21	
Trade Receivables	Hathway Dattatray Cable Network Private Limited	Joint Venture	0.58	2.41	
	Hathway Sonali OM Crystal Cable Private Limited	Joint Venture	2.86	2.86	
	Hathway SS Cable & Datacom LLP	Joint Venture	2.10	2.10	
	Hathway Channel 5 Cable & Datacom Private Limited	Joint Venture	3.81	3.81	
	Others	Associate	1.78	1.78	
	Others	Joint Ventures	0.40	1.61	
	Others	Joint Ventures of Subsidiaries	-	2.16	
	IndiaCast Media Distribution Private Limited	Fellow Subsidiary	14.00	6.19	
	Eenadu Television Private Limited	Associate of Fellow Subsidiary	3.12	0.71	
	Others	Fellow Subsidiary	0.18	0.12	
	Others	Entity exercising control	-	0.01	
	TV18 Broadcast Limited	Fellow Subsidiary	3.47	1.48	
	Unbilled Revenue	IndiaCast Media Distribution Private Limited	Fellow Subsidiary	-	0.36
		Others	Joint Ventures	0.60	0.66
Others		Joint Ventures of Subsidiaries	0.02	0.03	
Others		Associate of Fellow Subsidiary	0.26	-	
Other Financial Liability	Hathway SS Cable & Datacom - LLP	Joint Venture	2.39	2.33	
Security Deposits (Received)	Others	Joint Venture	0.02	0.02	
Security Deposits (Given)	Mr. Viren R Raheja	Key Management Personnel	1.84	1.84	
	Mr. Akshay R Raheja	Key Management Personnel	1.84	1.84	

* Amount less than ₹ 50,000

The Company has given Corporate financial Guarantees of ₹ 20 (March 31, 2021: ₹ 20) on behalf of GPL Hathway Limited.

4.10 INTEREST IN OTHER ENTITIES

a) Subsidiaries

The Group's subsidiaries at March 31, 2022 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the Group, and the proportion of ownership interest held equals the voting rights held by the Group. The country of incorporation or registration is also their principal place of business.

Name of Subsidiary	Principal Activity	Place of Incorporation & Operation	Proportion of ownership interest and voting power held by them	
			March 31, 2022	March 31, 2021
Hathway New Concept Cable & Datacom Limited*	Cable Television network Services	India	-	100.00%
Hathway Software Developers Limited*	Cable Television network Services	India	-	100.00%
Hathway Bhawani Cabletel & Datacom Limited	Cable Television network Services	India	51.60%	51.60%



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Name of Subsidiary	Principal Activity	Place of Incorporation & Operation	Proportion of ownership interest and voting power held by them	
			March 31, 2022	March 31, 2021
Hathway Digital Limited	Cable Television network Services	India	100.00%	100.00%
Hathway Broadband Limited *	Internet Service Provider	India	-	100.00%
Hathway Krishna Cable Limited *	Cable Television network Services	India	-	100.00%
Bee Network and Communication Limited *	Cable Television network Services	India	-	100.00%
Hathway Nashik Cable Network Private Limited	Cable Television network Services	India	90.06%	90.06%
Hathway Kokan Crystal Cable Network Limited	Cable Television network Services	India	100.00%	96.36%
Hathway Cnet Limited *	Cable Television network Services	India	-	100.00%
Channels India Network Private Limited	Cable Television network Services	India	95.63%	95.63%
Hathway Enjoy Cable Network Limited *	Cable Television network Services	India	-	100.00%
Hathway JMD Farukhabad Cable Network Limited *	Cable Television network Services	India	-	100.00%
Chennai Cable Vision Network Private Limited	Cable Television network Services	India	75.99%	75.99%
Hathway Media Vision Private Limited *	Cable Television network Services	India	-	100.00%
Elite Cable Network Private Limited	Cable Television network Services	India	80.00%	80.00%
Hathway United Cables Limited *	Cable Television network Services	India	-	100.00%
UTN Cable Communications Limited *	Cable Television network Services	India	-	100.00%
Hathway Space Vision Cabletel Limited *	Cable Television network Services	India	-	100.00%
Hathway Gwalior Cable & Datacom Limited *	Cable Television network Services	India	-	100.00%
Ideal Cables Limited *	Cable Television network Services	India	-	100.00%
Binary Technology Transfers Limited *	Cable Television network Services	India	-	100.00%
Hathway Internet Satellite Limited *	Cable Television network Services	India	-	100.00%
ITV Interactive Media Limited *	Cable Television network Services	India	-	100.00%
Liberty Media Vision Limited *	Cable Television network Services	India	-	100.00%
Vision India Network Limited *	Cable Television network Services	India	-	100.00%
Win Cable & Datacom Limited *	Cable Television network Services	India	-	100.00%
Hathway Mysore Cable Network Limited *	Cable Television network Services	India	-	100.00%
Hathway Mantra Cable & Datacom Limited	Cable Television network Services	India	100.00%	100.00%
Hathway Digital Saharanpur Cable & Datacom Limited (w.e.f. Decemehr 15, 2020)**	Cable Television network Services	India	-	100.00%

* subsidiary upto March 09, 2021 and step down subsidiary with effect from March 10, 2021 and merged with Hathway Digital Limited w.e.f. April 1, 2021.

** joint venture upto December 15, 2020, subsidiary till March 09, 2021 and step down subsidiary with effect from March 10, 2021 and merged with Hathway Digital Limited w.e.f. April 1, 2021.

b) Non-controlling interests

The Group doesn't have any material subsidiary warranting a disclosure in respect of individual subsidiaries.

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c) Interest in Joint Ventures and Associates

Details of joint ventures

Name of Joint ventures	March 31, 2022		March 31, 2021	
	Proportion of ownership interest and voting power held by them	Amount	Proportion of ownership interest and voting power held by them	Amount
Hathway Cable MCN Nanded Private Limited	45.05%	0.80	45.05%	0.82
Hathway ICE Television Private Limited	51.00%	-	51.00%	-
Hathway Latur MCN Cable & Datacom Private Limited	51.00%	0.27	51.00%	0.04
Hathway Sai Star Cable & Datacom Private Limited	51.00%	2.06	51.00%	9.22
Hathway Sonali OM Crystal Cable Private Limited	68.00%	7.96	68.00%	0.91
Hathway Prime Cable & Datacom Private Limited	51.00%	-	51.00%	-
Hathway MCN Private Limited	51.00%	6.28	51.00%	6.53
Hathway SS Cable & Datacom LLP	51.00%	0.06	51.00%	0.12
Hathway Channel 5 Cable & Datacom Private Limited	51.00%	-	51.00%	-
Hathway Dattatray Cable Network Private Limited	51.00%	-	51.00%	-
Hathway CBN Multinet Private Limited (Joint venture of Subsidiary) (Upto October 26, 2021)	0.00%	-	51.00%	1.21
Hathway CCN Entertainment (India) Private Limited (Joint venture of Subsidiary) (Upto October 25, 2021)	0.00%	-	51.00%	4.32
Hathway CCN Multinet Private Limited (Joint venture of Subsidiary) (Upto October 26, 2021)	0.00%	-	51.00%	6.79
Hathway Bhaskar CCN Multi Entertainment Private Limited (Joint venture of Subsidiary)	70.00%	-	70.00%	-
Hathway Bhawani NDS Network Private Limited (Joint venture of Subsidiary)	51.00%	0.27	51.00%	0.33

Place of Incorporation and Operation of all the joint ventures is in India only

Details of Associates

Name of Associates	March 31, 2022		March 31, 2021	
	Proportion of ownership interest and voting power held by them	Amount	Proportion of ownership interest and voting power held by them	Amount
GTPL Hathway Limited *	37.32%	748.34	37.32%	690.00
Hathway VCN Cablenet Private Limited	25.03%	-	25.03%	0.28
Pan Cable Services Private Limited	33.33%	-	33.33%	-

Place of Incorporation and Operation of all the associates is in India only. The principle activity of all the associates is Cable Television network services except for GTPL Hathway Limited, which is engaged in activities of Cable Television network and Internet services

* Quoted fair value as on March 31, 2022: ₹ 730.32 (As on March 31, 2021: ₹ 498.22)

Information of associate that is material to the Group

GTPL Hathway Limited is the associate of the Group as at March 31, 2022 which, in the opinion of the directors, are material to the Group.



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Share in Contingent liabilities of GTPL Hathway Limited:

- 1 GTPL Broadband Private Limited ("GBPL"), one of the subsidiary Company of our associate GTPL Hathway Limited, has been granted Unified License from Department of Telecommunication ("DoT"), under which GBPL is required to pay annual license fee at the rate of 8% of the adjusted gross revenue ("AGR"). The definition of "Gross Revenue" under the ISP license issued prior to 2013 excluded revenue from Pure Internet Services ("PIS"). However, the Unified License introduced in 2013 removed the exclusion / exemption granted to revenue from PIS without following the due process of law as required under Section 11(1) of the TRAI Act. This discrimination was challenged by the Internet Service Providers Association of India ("ISPAI") before the Telecom Disputes Settlement and Appellate Tribunal ("TDSAT") in Telecom Petition No. 169 of 2014 and GBPL vide another petition alleging disparity and non-level playing field among similarly placed licenseholders. The TDSAT passed an order dated 18.10.2019 ("ISPAI judgment") holding the clause to be discriminatory and contrary to the concept of a level playing field and also stated that the decision of DoT to remove the exclusion / exemption granted to ISPs was not in conformity with the requirements of fairness and transparency inherent in Section 11 (1) of the TRAI Act. Accordingly, all demands by DoT upon Unified Licensees on the basis of revenue from PIS were quashed and none of the unified license holders are required to pay license fees on PIS. The said TDSAT order has been challenged by DoT and a civil appeal is pending before Hon'ble Supreme Court. Additionally, TDSAT, following ISPAI judgement, has also allowed the petition filed by GBPL challenging inclusion of PIS for computation of AGR and set aside the letter of DOT seeking inclusion of revenue from PIS for computation of AGR. This judgement has not been challenged before the Hon'ble Supreme Court of India.

On March 31, 2021, DOT through amendment dated 31.03.2021 ("DoTAmendment") amended the definition of AGR for ISP Licenses granted under the old regime, thereby including the revenue from PIS as part of AGR for calculating licenses fee payable by ISP Licenses. The said DoT Amendment has been stayed by the TDSAT in relation to cases filed by the licenses holders of the old regime.

GBPL, basis external legal opinions, assessed that since the matter relating to levy of license fees on PIS is subjudice as the position of disparity in relation to the levy of licenses fees on PIS amongst various ISPs continues since the same was introduced without following the due process of law, the liability has been assessed to be contingent and no provision for such levy is considered necessary at this stage.

Considering the nature of above disputes / litigations, it is difficult to reliably ascertain the amount or timing of outflow.

- 2 A shareholder of GTPL Kolkata Cable & Broadband Pariseva Limited (GTPL KCBPL), one of the subsidiary company of our associate GTPL Hathway Ltd offered to sale his 30,000 share to GTPL KCBPL (buy back), price offered by GTPL KCBPL was not accepted by him hence the matter was then referred to Company Law Board, whereby Board appointed valuer. Valuation finalized by Company Law Board was not accepted by GTPL KCBPL, hence, petition was filed with High Court against Board's order. Value was finalized by valuer of High Court at ₹ 2.48 (₹ 825/- per share). Hence, petition was filed in Supreme Court against order passed by high court. Supreme Court agreed to hear petition on a condition that "GTPL KCBPL to deposit ₹ 2.00 in cash & ₹ 0.48 (Group share= ₹ 0.93) as bank guarantee with registrar of court". Hence, GTPL KCBPL has paid ₹ 2.48 (Group share= ₹ 0.93) as guarantee with Registrar. Supreme Court has redirected the matter to the High Court and petition is yet to be heard in High Court.
- 3 The Department of Telecommunications, Ministry of Communications, Government of India ("DoT") has raised demand on the GTPL Hathway Limited (GTPL) consisting of Principal amount of ₹ 228.65 (Group share= ₹ 85.33) and interest, penalty and interest on penalty (as of January 15, 2020) of ₹ 706.89 (Group share= ₹ 263.81) towards license fee in respect of the GTPL's Internet Services Provider's License (ISP). GTPL, in line with the observations made by the Supreme Court in its final order dated June 18, 2020, has made representations to DoT against said notice, which DoT has taken on record. Basis its assessment of the legal position on the matter coupled with observations made by the Supreme Court in its order dated June 18, 2020 in the matter of Union of India v/s AUSPI & Ors. bearing C.A. Nos.6328 – 6399 & based on the opinion of legal experts, GTPL is confident that it has good grounds on merit to defend itself in this matter. Accordingly, GTPL is of the view that no provision is necessary in respect of the aforesaid matter in the financial statements.

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- 4 GTPL KCBPL Broadband Private Limited, one of the step down subsidiary Company of our associate GTPL Hateway Ltd, The Department of Telecommunications ("DoT"), through amendment vide File No. 820-01/2006-LR(VOL-II)Pt-2 dated 31.03.2021 ("DOTAmendment") amended the definition of Adjusted Gross Revenue ("AGR") for Internet Service Provider ("ISP") Licenses granted under the applicable guidelines for Unified Licenses holder, thereby including the revenue from Pure Internet Services as part of AGR for calculating licenses fee payable by ISP Licenses. The DOT Amendment has been stayed by the TDSAT in relation to cases filed by the other licenses holders. The Company has made payment of licenses fee (under protest) by inclusion of revenue from pure internet service for dues of Quarter 1 & Quarter 2 of financial year 2021-22. Further, the Company has not paid dues of AGR on pure internet service for Quarter 3 & 4 of financial year 2021-22. The Company having Unified license and duly protected by the TDSAT judgement dated October 18, 2019 and also the DOT amendment being stayed by TDSAT in cases filed by other license holders and based on the legal opinion obtained from independent legal counsel, the Company is confident that it has good ground on merit to defend itself in this matter. Accordingly, the Company is of the view that no provision is required in respect of the aforesaid matter in the financial results. Since the litigation is pending with Hon'ble Supreme Court and also with TDSAT, availability for payment of license fee till March 31, 2022 works out to ₹ 5.22 (8% of ₹ 65.20 Adjusted Gross Revenue) (Group share= ₹ 1.95) while till March 31, 2021 ₹ 2.44 (8% of ₹ 30.45 Adjusted Gross Revenue) (Group share= ₹ 0.91) has been considered to be contingent in nature. However the company has paid ₹ 1.40 (Group share= ₹ 0.52) towards DoT fees under Protest.
- 5 Claims against the Company not acknowledged as debt: (Group's Share)

Particulars	March 31, 2022	March 31, 2021
Income Tax Matters	7.05	7.23
Sales-Tax/VAT Matters	2.65	3.05
Entertainment Tax Matters	2.06	2.63
Custom Duty Matters	17.71	17.32
Services Tax Matters	12.52	12.78
ESIC Matters	-	0.12

Summarised financial information for Associate

The tables below provide summarised financial information for an Associate that is material to the Group. The information disclosed reflects the amounts presented in the financial statements of such associate and not parent's share of those amounts.

Summarised balance sheet

Particulars	GTPL Hateway Limited	
	March 31, 2022	March 31, 2021
Current assets		
Cash and cash equivalents	63.38	86.53
Other assets	546.61	647.35
Total Current assets	609.99	733.88
Total Non current assets	1,742.15	1,618.84
Current liabilities		
Financial Liabilities	732.06	943.62
Other liabilities	369.85	359.14
Total current liabilities	1,101.91	1,302.76
Non current liabilities		
Financial Liabilities	44.20	31.25
Other liabilities	80.43	138.57
Total Non current liabilities	124.63	169.82
Net assets	1,125.61	880.14



Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

Summarised statement of profit and loss

Particulars	GTPL Hathway Limited	
	March 31, 2022	March 31, 2021
Revenue	2,414.12	2,467.00
Interest Income	6.81	4.90
Depreciation & amortisation	252.86	260.43
Interest expense	14.43	23.03
Income Tax expense	71.24	77.50
Profit or (loss) for the year	218.66	210.40
Other Comprehensive income or (loss) for the year	1.01	0.38
Total Comprehensive Income or (loss) for the year	219.67	210.78
Dividend received	16.79	12.59

d) Individually immaterial Joint ventures and Associates

Commitments and Contingent liabilities in respect of immaterial Joint ventures and Associates

Particulars	March 31, 2022	March 31, 2021
Capital and Other commitments		
Share of capital commitment in Joint Venture	-	-
Bank Guarantees		
Share in Joint Venture	-	-
Contingent liabilities		
Share in Associates' contingent liabilities	-	-
Share in Joint Ventures' contingent liabilities in respect of Income Tax matter under appeal, VAT/CST, excise and service tax claims not acknowledged as debts	0.06	-

Particulars	March 31, 2022	March 31, 2021
Aggregate carrying amount of individually immaterial Joint ventures and Associates	17.70	30.15
Aggregate amounts of the group's share of:		
Profit/(loss) from continuing operations	6.88	4.73
Post-tax profit or loss from discontinued operations	-	-
Other comprehensive income	0.00*	0.00*
Total comprehensive income	6.88	4.73

Particulars	March 31, 2022	March 31, 2021
Share of profits/ (losses) from Joint Venture	6.52	4.45
Share of profits / (losses) from Subsidiary's Joint Ventures	0.35	0.00*
Share of profits/ (losses) from Associate	-	0.28
Total share of profits / (losses) from Joint Ventures and Associates	6.88	4.73

Unrecognised share of loss of associates

Particulars	March 31, 2022	March 31, 2021
Unrecognised share of loss for the year of associates	-	0.00*
Cumulative unrecognised share of loss of associates	(2.33)	(2.33)

* Amount less than ₹ 50,000

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

e) **Summary of carrying amount of Group's interest in associates and joint ventures accounted using equity method**

Particulars	March 31, 2022	March 31, 2021
Carrying amount of material associate	748.34	690.00
Carrying amount of immaterial associates	-	0.28
Carrying amount of material joint ventures	-	-
Carrying amount of immaterial joint ventures	17.70	30.15
Total	766.04	720.42

Aggregate amount of impairment in carrying amount of investment 17.10 7.26

f) **Reconciliation of Net Assets considered for Consolidated financial statement to Group's share in Net Assets as per Associates' and Joint ventures' financial statements**

Particulars	March 31, 2022	March 31, 2021
Group's share in Net Assets of Associates' and Joint ventures as per Entity's Financials	409.66	345.61
Add/ (Less) : Consolidation adjustment		
(i) Goodwill on consolidation	98.18	98.18
(ii) Fair value of Investments and Others	309.15	329.41
(iii) Change in stake	(50.94)	(52.78)
Net Asset as per Consolidated Financials	766.04	720.42

4.11 **Goodwill On Consolidation comprises of:**

Particulars	March 31, 2022	March 31, 2021
Goodwill on Consolidation	86.26	86.26
Less :Capital Reserve on Consolidation	(1.87)	(1.87)
Net Goodwill on Consolidation	84.39	84.39

4.12 **Revenue from contract with customers**

Management conclude that disaggregation of revenue disclosed in Ind AS 108 meets the disclosure criteria of Ind AS 115 and segment revenue is measured on the same basis as required by Ind AS 115, hence separate disclosures as per Ind AS 115 is not required.

Contract Balances

The Group classifies the right to consideration in exchange for deliverables as either a receivable or as unbilled revenue. Trade receivable and unbilled revenues are presented net of impairment in the Consolidated Balance Sheet.

The following table provides information about receivables and contract liabilities for the contracts with the customers.

Particulars	March 31, 2022	March 31, 2021
Receivables, which are included in 'Trade and other receivables'	52.42	5.52
Contract liabilities (Unearned revenue)	68.37	81.43

The contract liabilities primarily relate to the billing recognized in advance where performance obligations are yet to be satisfied.



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for the year ended March 31, 2022

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Significant changes in the contract liabilities balances during the period are as follows.

Particulars	March 31, 2022	March 31, 2021
	Contract liabilities	Contract liabilities
Balance at the beginning of the year	81.43	83.29
Advance Income received from the customer during the year	68.37	81.43
Revenue recognized that is included in the contract assets balance at the beginning of the year	81.43	83.29
Balance at the end of the year	68.37	81.43

Contract costs

The group incurred cost of ₹ 41.57 (March 2021: ₹ 39.22) during the year as a result of obtaining customers. The group has therefore capitalised them as customer acquisition costs.

Customer acquisition costs are amortised over the period of five years.

4.13 Leases

(a) Lessee

Short term leases accounted in the Statement of Profit and Loss for the Financial Year 2021-22 is ₹ 50.63 (March 2021: ₹ 46.41).

(b) Lessor :

The right to use granted to joint ventures and subscribers in respect of Access devices are not classified as lease transactions as the same are not for an agreed period of time.

4.14 Segment Information

The Group reportable segments under Ind AS 108 are Broadband Business and Cable Television.

Segment Revenue and Results:

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

Particulars		Segment Revenue	Segment Results	Segment Revenue	Segment Results
		For the Year ended	For the Year ended	For the Year ended	For the Year ended
		March 31, 2022	March 31, 2022	March 31, 2021	March 31, 2021
Broadband Business	(a)	621.87	17.27	615.43	45.67
Cable Television	(b)	1,171.15	10.15	1,116.34	59.46
	(a)+(b)	1,793.02	27.42	1,731.77	105.13
Less: Inter Segment revenue		-	-	-	-
Total		1,793.02	27.42	1,731.77	105.13
Add: Other un-allocable income net of un-allocable expenditure			47.33		136.03
Add: Share of profit/ (loss) of associates and joint ventures			81.39		74.93
Less: Finance Costs			-		37.48
			156.13		278.61

Notes to the Consolidated Financial Statements

for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

Segment Assets & Liabilities

Particulars		As at March 31, 2022	As at March 31, 2021
Segment Assets			
Broadband Business	(a)	1,180.43	1,244.43
Cable Television	(b)	806.96	858.34
Total Segment Assets	(a)+(b)	1,987.38	2,102.77
Unallocable		2,632.46	2,416.31
Consolidated Total Assets		4,619.84	4,519.08
Segment Liabilities			
Broadband Business	(a)	191.60	219.37
Cable Television	(b)	298.21	299.07
Total Segment Liabilities	(a)+(b)	489.80	518.44
Unallocable		5.02	4.13
Consolidated Total Liabilities		494.82	522.57

Other Segment Information	As at March 31, 2022			As at March 31, 2021		
	Broadband Business	Cable Television	Total	Broadband Business	Cable Television	Total
Capital Expenditure						
Additions to Property, Plant & Equipment	166.99	131.17	298.16	152.82	188.55	341.37
Additions to Intangible assets	46.49	22.23	68.72	42.82	32.28	75.10
Material Non Cash items						
Depreciation	147.02	94.76	241.78	115.88	126.32	242.20
Amortisation	32.69	22.17	54.86	24.86	20.07	44.93
Impairment during the year of Property, Plant and Equipment / Intangibles	19.41	51.62	71.03	29.65	54.40	84.05
Allowance for Doubtful Advances / impairment in value of Investments / Impairment of trade receivables from Entities Under/ Joint Control and other	0.57	9.84	10.41	0.66	4.59	5.25
Impairment / (Reversal) on trade receivables during the year	(0.06)	0.72	0.66	(0.58)	4.73	4.15

Information about Products and Services

Revenue from external customers (Disaggregation of revenue from contracts with customers)

Product/ Service	March 31, 2022			March 31, 2021		
	Broadband Business	Cable Television	Total	Broadband Business	Cable Television	Total
Subscription Income	617.77	757.65	1,375.42	611.75	737.85	1,349.61
Marketing and Promotional Income	-	297.05	297.05	-	223.73	223.73
Broadcaster's Incentive Income	-	74.17	74.17	-	55.70	55.70
Activation Income (Set top Boxes)	-	28.09	28.09	-	52.63	52.63
Other Operating Revenues	4.09	14.20	18.29	3.68	46.43	50.11

Information about Geographical Areas

Since the group is domiciled in India and caters to domestic customers only, the disclosure requirements of information on geographical areas is not given.



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4.15 Additional information as required under Schedule III to the Companies Act, 2013 of entities consolidated as Subsidiaries, Joint ventures and Associates

March 31, 2022:

Name of the entity in the group	Net assets (total assets minus total liabilities)		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Parent	89.08%	3,676.17	12.96%	16.85	6.19%	(0.09)	13.04%	16.76
Subsidiaries (Group's share)								
Indian								
Hathway Bhawani Cabletel & Datacom Limited*	0.01%	0.24	0.61%	0.80	-0.40%	0.01	0.63%	0.81
Hathway Digital Limited *	-6.84%	(282.39)	24.21%	31.48	129.88%	(1.89)	23.02%	29.59
Hathway Nashik Cable Network Private Limited	-0.25%	(10.33)	0.00%	-	0.00%	-	0.00%	-
Hathway Kokan Crystal Cable Network Limited	-0.07%	(2.87)	-0.72%	(0.94)	-11.51%	0.17	-0.60%	(0.77)
Channels India Network Private Limited	-0.03%	(1.32)	0.00%	-	0.00%	-	0.00%	-
Chennai Cable Vision Network Private Limited	-0.05%	(1.99)	0.00%	-	0.00%	-	0.00%	-
Elite Cable Network Private Limited	-0.00%	(0.02)	0.00%	-	0.00%	-	0.00%	-
Hathway Mantra Cable and Datacom Limited	-0.41%	(16.92)	0.59%	0.77	0.00%	-	0.60%	0.77
Non-controlling interests in all subsidiaries	0.04%	1.57	0.00%		0.00%	-	0.00%	
Indian								
Joint ventures (Investment as per equity method)								
Hathway Cable MCN Nanded Private Limited	0.02%	0.80	0.01%	0.01	0.00%	-	0.01%	0.01
Hathway ICE Television Private Limited	-0.01%	(0.61)	-0.00%	(0.00)*	0.00%	-	-0.00%	(0.00)*
Hathway Latur MCN Cable and Datacom Private Limited	0.01%	0.27	0.20%	0.26	0.00%	-	0.20%	0.26
Hathway Sai Star Cable and Datacom Private Limited	0.05%	2.06	-1.05%	(1.36)	0.00%	-	-1.06%	(1.36)
Hathway Sonali OM Crystal Cable Private Limited	0.19%	7.96	5.42%	7.04	0.00%	-	5.48%	7.04
Hathway Prime Cable and Datacom Private Limited	-0.00%	(0.18)	0.00%	-	0.00%	-	0.00%	-
Hathway MCN Private Limited	0.15%	6.28	-0.13%	(0.17)	0.00%	0.00*	-0.13%	(0.17)
Hathway SS Cable & Datacom LLP	0.00%	0.06	-0.04%	(0.06)	0.00%	-	-0.04%	(0.06)
Hathway Channel 5 Cable and Datacom Private Limited	-0.01%	(0.34)	-0.00%	(0.00)	0.00%	-	-0.00%	(0.00)
Hathway Dattatray Cable Network Private Limited	-0.00%	(0.17)	0.61%	0.79	0.00%	-	0.62%	0.79
Associate (Investment as per equity method)								
Indian								
Hathway VCN Cablenet Private Limited	0.00%	-	0.00%	-	0.00%	-	0.00%	-
Pan Cable Services Private Limited	0.00%	-	0.00%	-	0.00%	-	0.00%	-
GTPL Hathway Limited *	18.13%	748.34	57.32%	74.51	-23.82%	0.35	58.24%	74.86
Total	100%	4,126.62	100%	129.99	100%	(1.45)	100%	128.54

* Based on consolidated financial statement of the respective entities

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for the year ended March 31, 2022

(₹ in crores unless otherwise stated)

March 31, 2021:

Name of the entity in the group	Net assets (total assets minus total liabilities)		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Parent	88.31%	3,530.59	44.14%	111.55	37.04%	0.23	44.12%	111.78
Subsidiaries (Group's share)								
Indian								
Hathway Bhawani Cabletel & Datacom Limited*	-0.00%	(0.10)	-0.34%	(0.86)	0.53%	0.00*	-0.34%	(0.86)
Hathway Digital Limited *	-5.15%	(206.01)	29.06%	73.46	28.29%	0.17	29.06%	73.63
Hathway Nashik Cable Network Private Limited	-0.26%	(10.33)	-0.00%	(0.00)*	0.00%	-	-0.00%	(0.00)
Hathway Kokan Crystal Cable Network Limited	-0.06%	(2.34)	-0.33%	(0.84)	11.41%	0.07	-0.30%	(0.77)
Channels India Network Private Limited	-0.03%	(1.32)	0.00%	-	0.00%	-	0.00%	-
Chennai Cable Vision Network Private Limited	-0.05%	(1.99)	0.00%	-	0.00%	-	0.00%	-
Elite Cable Network Private Limited	-0.00%	(0.02)	0.00%	-	0.00%	-	0.00%	-
Hathway Mantra Cable and Datacom Limited	-0.44%	(17.68)	-2.18%	(5.50)	0.00%	-	-2.17%	(5.50)
Non-controlling interests in all subsidiaries	0.04%	1.43	0.00%	-	0.00%	-	0.00%	-
Indian								
Joint ventures (Investment as per equity method)								
Hathway Cable MCN Nanded Private Limited	0.02%	0.80	0.14%	0.36	0.00%	-	0.14%	0.36
Hathway ICE Television Private Limited	-0.02%	(0.60)	-0.00%	(0.00)*	0.00%	-	-0.00%	(0.00)*
Hathway Latur MCN Cable and Datacom Private Limited	0.00%	0.02	0.08%	0.21	0.00%	-	0.08%	0.21
Hathway Sai Star Cable and Datacom Private Limited	0.23%	9.17	-0.66%	(1.68)	0.00%	-	-0.66%	(1.68)
Hathway Sonali OM Crystal Cable Private Limited	0.02%	0.91	-0.07%	(0.19)	0.00%	-	-0.07%	(0.19)
Net 9 Online Hathway Private Limited	0.00%	-	-0.07%	(0.17)	0.00%	-	-0.07%	(0.17)
Hathway Palampur Cable Network Private Limited	0.00%	-	0.16%	0.39	0.00%	-	0.16%	0.39
Hathway Prime Cable and Datacom Private Limited	-0.00%	(0.18)	0.00%	-	0.00%	-	0.00%	-
Hathway MCN Private Limited	0.16%	6.47	0.45%	1.13	0.43%	0.00*	0.45%	1.13
Hathway SS Cable & Datacom LLP	0.00%	0.11	0.24%	0.61	0.00%	-	0.24%	0.61
Hathway Digital Saharanpur Cable and Datacom Limited	0.00%	-	0.65%	1.65	0.00%	-	0.65%	1.65
Hathway Channel 5 Cable and Datacom Private Limited	-0.01%	(0.34)	-0.00%	(0.00)*	0.00%	-	-0.00%	(0.00)*
Hathway Dattatray Cable Network Private Limited	-0.02%	(0.94)	0.84%	2.13	0.00%	-	0.84%	2.13
Associate (Investment as per equity method)								
Indian								
Hathway VCN Cablenet Private Limited	0.01%	0.28	0.11%	0.28	0.00%	-	0.11%	0.28
Pan Cable Services Private Limited	0.00%	-	0.00%	-	0.00%	-	0.00%	-
GTPL Hathway Limited *	17.26%	689.99	27.78%	70.20	22.30%	0.14	27.76%	70.34
Total	100%	3,997.94	100%	252.73	100%	0.62	100%	253.35

* Based on consolidated financial statement of the respective entities



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(₹ in crores unless otherwise stated)

4.16 Transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956

Name of the struck off company	Nature of transactions with struck off company	Balance outstanding as at current period (March 31, 2022)	Relationship with the struck off company, if any, to be disclosed	Balance outstanding as at previous period (March 31, 2021)	Relationship with the struck off company, if any, to be disclosed
Amogh Electronics Pvt. Ltd.	Payable	-	NA	0.00*	NA
Epicenter Technologies Pvt. Ltd.	Payable	-	NA	0.00*	NA
Plexitech Technologies Pvt. Ltd.	Receivables	-	NA	0.00*	NA
Softech Pharma Pvt. Ltd.	Payable	-	NA	0.00*	NA
Universal Flexibles Pvt. Ltd.	Receivables	-	NA	0.00*	NA

* Amount less than ₹ 50,000/-

4.17 Additional Regulatory Information detailed in clause 6L of General Instructions given in Part I of Division II of the Schedule III to the Companies Act, 2013 are furnished to the extent applicable to the Group.

4.18 On March 23, 2022, the Ministry of Corporate Affairs (MCA) has notified Companies (Indian Accounting Standards) Amendment Rules, 2022. This notification has resulted into amendments in the following existing accounting standards which are applicable to the Group from April 1, 2022.

- Ind AS 103 – Business Combination
- Ind AS 109 – Financial Instrument
- Ind AS 16 – Property, Plant and Equipment
- Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets

Application of above standards are not expected to have any significant impact on the Group's financial statements.

4.19 Previous year's figures have been rearranged / regrouped, wherever necessary.

As per our report of even date

For Nayan Parikh & Co.

Chartered Accountants

Firm's Registration No: 107023W

K.Y.Narayana

Partner

Membership No: 060639

Sitendu Nagchaudhuri

Chief Financial Officer

Ajay Singh

Head Corporate Legal, Company
Secretary & Chief Compliance Officer
Membership No: F - 5189

For and on behalf of the Board

Rajan Gupta

Managing Director

Saurabh Sancheti

Anuj Jain

Geeta Fulwadaya

Akshay Raheja

Viren Raheja

Non-Executive Director

Sridhar Gorthi

Chairman and Independent Director

Sasha Mirchandani

Ameeta Parpia

Independent Director

Place: Mumbai

Date: April 12, 2022



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SECRETARIAL AUDIT REPORT

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

To
The Members,
HATHWAY DIGITAL LIMITED
(Formerly known as Hathway Digital Private Limited)
805/806, 8th Floor, Windsor Off. CST Road, Kalina
Santacruz (East)
Mumbai – 400 098

Dear Sirs,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practices by **Hathway Digital Limited** (hereinafter called “**the Company**”), wholly owned subsidiary of Hathway Cable and Datacom Limited, company whose equity shares are listed on the BSE Limited and the National Stock Exchange of India Limited. The Company is a Material Subsidiary Company within the meaning of Regulation 16(1) (c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended. The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

We have conducted online verification & examination of records, as facilitated by the Company, due to Covid-19 and subsequent lockdown situation for purpose of issuing this report and based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2022, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by Hathway Digital Limited, for the financial year ended on March 31, 2022, according to the provisions of the Companies Act, 2013 and the rules made there under;
2. Provisions of the following Acts were not applicable to the Company under the Financial Year under report:
 - (a) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
 - (b) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
 - (c) Foreign Exchange Management Act, 1999 and the rules and regulations made there under;
3. Provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulation, 2011, were applicable to the Company to the extent of compliances related to acquisition of 26% shareholding in Hathway Bhawani Cabletel and Datacom Limited, a listed entity, on merger of Hathway Media Vision Limited, the then shareholder company of the said listed entity, with the Company;
4. Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company under the Financial Year under report:
 - (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015;
 - (d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (e) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
 - (f) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
 - (g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client; and
 - (h) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
5. We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws specifically applicable to the Company:
 - (a) Cable Television Networks (Regulation) Act, 1995, Cable Television Network (Regulation) Rules, 1994 and Content Certification Rules, 2008;

- (b) The Cinematography Act, 1952;
- (c) Telecom Regulatory Authority of India Act, 1997;
- (d) Indecent Representation of Women (Prohibition) Act, 1986.

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by the Institute of Company Secretaries of India under the provisions of Companies Act, 2013 for the Board Meetings and General Meetings.

During the financial year under report, the Company has generally complied with the provisions of the Secretarial Standards and has complied with the provisions of the Act, Rules, Regulations, Guidelines etc. mentioned above.

We further report that:

The Board of Directors of the Company was duly constituted as per the provisions of the Companies Act, 2013 and rules made thereunder. There were changes in the composition of the Board of Directors during the period under report.

Except in case of meetings convened at a shorter notice, adequate Notice was given to all Directors to schedule the Board meetings and the agenda and detailed notes on agenda was sent atleast seven days in advance. Further, a system exists for seeking further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings, the decisions of the Board were taken unanimously.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the year under report, the following event(s)/action(s) had a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to herein above:

- 1) The Company had on October 26 and 27, 2021 disposed of 51% stake in Hathway CCN Multinet Private Limited, Hathway CCN Entertainment (India) Private Limited and Hathway CBN Multinet Private Limited Subsidiary Companies.
- 2) The Company had received the order of Regional Director – West dated December 3, 2021 for merger of 22 Wholly owned Subsidiary with the Company.

For RATHI & ASSOCIATES
COMPANY SECRETARIES

HIMANSHU S. KAMDAR
PARTNER
M. NO. FCS 5171
COP: 3030

Place: Mumbai
Date: April 11, 2022
UDIN: F005171D000074119

Note: This report should be read with our letter of even date which is annexed as Annexure and forms an integral part of this report.

ANNEXURE

To
The Board of Directors of
HATHWAY DIGITAL LIMITED
(Formerly known as Hathway Digital Private Limited)
805/806, 8th Floor, Windsor Off CST Road, Kalina
Santacruz (East)
Mumbai – 400 098

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices that we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For RATHI & ASSOCIATES
COMPANY SECRETARIES

HIMANSHU S. KAMDAR
PARTNER
M. NO. FCS 5171
COP: 3030

Place: Mumbai
Date: April 11, 2022
UDIN: F005171D000074119