



February 10, 2022

To,  
The Manager - CRD,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
2<sup>nd</sup> Floor, Dalal Street, Fort,  
Mumbai - 400 001

Scrip Code: 540083

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

SYMBOL: TVVISION

Dear Sir(s),

**Sub: Outcome of Board Meeting held today i.e. Thursday, February 10, 2022**

Pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that the Board of Directors of the Company in their Meeting held today i.e. Thursday, February 10, 2022, *inter alia* considered and approved the following matters:

- 1. Standalone & Consolidated Un-Audited Financial Results of the Company for the quarter and nine months ended December 31, 2021.**

In terms of the provisions of Regulation 33 of Listing Regulations, we are enclosing herewith a copy of:

- a. Standalone & Consolidated Un-audited Financial Results for the quarter and nine months ended December 30, 2021;
  - b. Limited Review Report on the said Un-audited Financial Results received from the Statutory Auditors of the Company.
- 2. Re-appointment of M/s. Shweta Mundra & Associates, Practicing Company Secretaries, as the Secretarial Auditor of the Company to conduct Secretarial Audit for the Financial Year 2021-22.**

The details required to be furnished under Regulation 30 of Listing Regulations read with SEBI circular dated September 9, 2015 issued thereunder is furnished below:

Name of the Audit Firm/ Auditor & Address	M/s. Shweta Mundra & Associates B-202, Chandrakant Residency, 150 Feet Road, Bhayander (West), Thane - 401101
Name of the Partner	Ms. Shweta Mundra (Membership No. A38115, Certificate of Practice No. 15387)



Registered Office:

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

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

Website: www.tvvision.in

CIN: L64200MH2007PLC172707



Date & Term of appointment	February 10, 2022 For the Financial Year 2021-22
Brief Profile	<b>M/s. Shweta Mundra &amp; Associates</b> , Practising Company Secretaries, is in constant endeavour to craft a premier professional practice, specialized in providing high quality services and solving complexity relating to Various Corporate Law Matters. The firm is into practice in the Indian professional arena for more than five years and has diversified into various areas of Company Law and SEBI Laws.

Further, we would like to inform you that website of the Company has been updated w.r.t. the Related Party Transactions Policy, as modified and approved by the Board of Directors of the Company. This shall be treated as compliance as per Regulations 46 of the Listing Regulations.


The meeting of the Board of Directors commenced at 1:30 p.m. and concluded at 2:00 p.m.

Kindly take the same on your record.

Thanking You,

Yours faithfully,

For TV Vision Limited

  
Shilpa Jain



Company Secretary & Compliance Officer

ACS No: 24978

Encl.: A/a

Registered Office:

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

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TV VISION LIMITED

CIN : L64200MH2007PLC172707

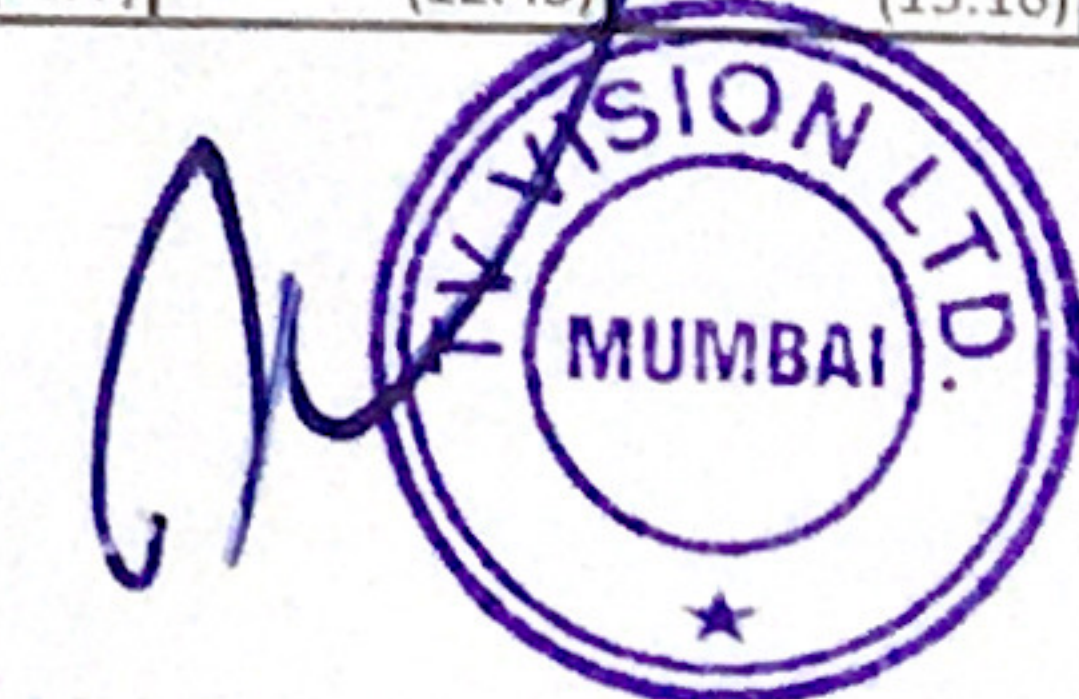
Regd. Office : 4th Floor, Adhikari Chambers, Oberoi Complex New Link Road, Andheri(West), Mumbai -400053.

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

STATEMENT OF STANDALONE AND CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTH ENDED DECEMBER 31, 2021.

(₹ in Lakhs, except earning per share)

Sr. No.	Particulars	Standalone						Consolidated					
		Quarter Ended			Nine Month Ended		Year Ended	Quarter Ended			Nine Month Ended		Year Ended
		31-Dec-21	30-Sep-21	31-Dec-20	31-Dec-21	31-Dec-20	31-Mar-21	31-Dec-21	30-Sep-21	31-Dec-20	31-Dec-21	31-Dec-20	31-Mar-21
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	<b>Income</b>												
	(a) Income from operations	2,228.51	2,062.28	2,129.71	5,984.53	4,512.35	6,787.35	2,228.51	2,062.28	2,129.71	5,984.53	4,512.35	6,787.35
	(b) Other Income	5.86	-	1.21	5.86	4.67	19.75	5.86	-	1.21	5.86	4.67	20.00
	<b>Total Income (a+b)</b>	<b>2,234.36</b>	<b>2,062.28</b>	<b>2,130.92</b>	<b>5,990.38</b>	<b>4,517.02</b>	<b>6,807.11</b>	<b>2,234.36</b>	<b>2,062.28</b>	<b>2,130.92</b>	<b>5,990.38</b>	<b>4,517.02</b>	<b>6,807.36</b>
2	<b>Expenditure</b>												
a.	Cost of Material Consumed	1,521.03	1,532.45	1,584.11	4,573.42	4,834.87	6,582.13	1,521.03	1,532.45	1,584.11	4,573.42	4,834.87	6,582.13
b.	Changes in inventories of Finished Goods and Work-in-progress	-	-	-	-	-	(99.40)	-	-	-	-	-	(99.40)
c.	Employee Benefit Expense	213.43	213.72	258.28	625.71	709.51	964.19	213.43	213.72	258.28	625.71	709.51	964.19
d.	Finance Cost	59.70	38.19	36.52	146.14	52.92	90.32	59.71	38.20	36.52	146.17	52.92	90.36
e.	Depreciation & Amortization Expenses	647.71	648.59	660.29	1,937.18	1,973.54	2,619.12	647.71	648.59	660.29	1,937.18	1,973.54	2,619.12
f.	Other Expenses												
	(i) Operating Expenses	-	-	-	-	-	-	-	-	-	-	-	-
	(ii) Other Expenses	345.58	364.05	528.50	1,178.31	1,294.95	1,941.52	346.01	364.56	529.46	1,179.59	1,298.11	1,945.03
	<b>Total Expenditure (a+b+c+d+e+f)</b>	<b>2,787.45</b>	<b>2,797.00</b>	<b>3,067.70</b>	<b>8,460.77</b>	<b>8,865.80</b>	<b>12,097.87</b>	<b>2,787.89</b>	<b>2,797.52</b>	<b>3,068.65</b>	<b>8,462.07</b>	<b>8,868.96</b>	<b>12,101.43</b>
3	<b>Profit/(Loss) before Exceptional Items &amp; Tax (1-2)</b>	<b>(553.09)</b>	<b>(734.72)</b>	<b>(936.77)</b>	<b>(2,470.39)</b>	<b>(4,348.78)</b>	<b>(5,290.76)</b>	<b>(553.53)</b>	<b>(735.24)</b>	<b>(937.73)</b>	<b>(2,471.68)</b>	<b>(4,351.95)</b>	<b>(5,294.07)</b>
4	Exceptional Items	-	-	-	-	-	-	-	-	-	-	-	-
5	<b>Profit/ (Loss) before Tax (3-4)</b>	<b>(553.09)</b>	<b>(734.72)</b>	<b>(936.77)</b>	<b>(2,470.39)</b>	<b>(4,348.78)</b>	<b>(5,290.76)</b>	<b>(553.53)</b>	<b>(735.24)</b>	<b>(937.73)</b>	<b>(2,471.68)</b>	<b>(4,351.95)</b>	<b>(5,294.07)</b>
6	<b>Tax Expenses</b>												
	(i) Income Tax	-	-	-	-	-	-	-	-	-	-	-	-
	(ii) Short / Excess income tax of previous years	-	-	-	-	-	0.42	-	-	-	-	-	2.48
	(ii) MAT Credit Entitlement	-	-	-	-	-	-	-	-	-	-	-	-
	(iii) Deferred Tax	-	-	-	-	-	-	-	-	-	-	-	-
	<b>Total Tax Expenses</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.42</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2.48</b>
7	<b>Profit/(Loss) after Tax (5-6)</b>	<b>(553.09)</b>	<b>(734.72)</b>	<b>(936.77)</b>	<b>(2,470.39)</b>	<b>(4,348.78)</b>	<b>(5,291.18)</b>	<b>(553.53)</b>	<b>(735.24)</b>	<b>(937.73)</b>	<b>(2,471.68)</b>	<b>(4,351.95)</b>	<b>(5,296.55)</b>
8	Share of Profit/(Loss) of Associates	-	-	-	-	-	-	-	-	-	-	-	-
9	<b>Profit/(Loss) for the period</b>	<b>(553.09)</b>	<b>(734.72)</b>	<b>(936.77)</b>	<b>(2,470.39)</b>	<b>(4,348.78)</b>	<b>(5,291.18)</b>	<b>(553.53)</b>	<b>(735.24)</b>	<b>(937.73)</b>	<b>(2,471.68)</b>	<b>(4,351.95)</b>	<b>(5,296.55)</b>
10	<b>Other Comprehensive Income (Net of Taxes)</b>												
	Items that will not be reclassified to profit or loss (net of tax)												
	a) Changes in fair value of Equity instruments	-	-	-	-	-	-	-	-	-	-	-	-
	b) Remeasurement of Employee benefits obligations	1.15	1.15	(1.07)	3.44	(3.20)	4.59	1.15	1.15	(1.07)	3.44	(3.20)	4.59
	Other Comprehensive Income that will not be reclassified to Profit & Loss	-	-	-	-	-	-	-	-	-	-	-	-
	<b>Total other Comprehensive Income (net of taxes)</b>	<b>1.15</b>	<b>1.15</b>	<b>(1.07)</b>	<b>3.44</b>	<b>(3.20)</b>	<b>4.59</b>	<b>1.15</b>	<b>1.15</b>	<b>(1.07)</b>	<b>3.44</b>	<b>(3.20)</b>	<b>4.59</b>
11	<b>Total Comprehensive Income (9+10)</b>	<b>(551.94)</b>	<b>(733.58)</b>	<b>(937.84)</b>	<b>(2,466.94)</b>	<b>(4,351.99)</b>	<b>(5,286.59)</b>	<b>(552.38)</b>	<b>(734.10)</b>	<b>(938.80)</b>	<b>(2,468.24)</b>	<b>(4,355.15)</b>	<b>(5,291.96)</b>
12	Paid-up Equity Share Capital (Face Value Rs.10/-)	3,494.45	3,494.45	3,494.45	3,494.45	3,494.45	3,494.45	3,494.45	3,494.45	3,494.45	3,494.45	3,494.45	3,494.45
13	Other Equity	-	-	-	-	-	(4,666.63)	-	-	-	-	-	(8,015.26)
14	<b>Earnings Per Share (EPS)</b>												
	Basic	(1.58)	(2.10)	(2.68)	(7.07)	(12.44)	(15.14)	(1.58)	(2.10)	(2.68)	(7.07)	(12.45)	(15.16)
	Diluted	(1.58)	(2.10)	(2.68)	(7.07)	(12.44)	(15.14)	(1.58)	(2.10)	(2.68)	(7.07)	(12.45)	(15.16)







TV VISION LIMITED

CIN : L64200MH2007PLC172707

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

Tel. : 022-4023 0673/022-40230000, Fax : 022-26395459 Email : [cs@tvvision.in](mailto:cs@tvvision.in) Website: [www.tvvision.in](http://www.tvvision.in)

STATEMENT OF STANDALONE AND CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTH ENDED DECEMBER 31, 2021.

Notes :

- 1 The above Standalone & Consolidated Unaudited Financial Results of the Company have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on Thursday, February 10, 2022. The Statutory Auditors have carried out the limited review of these Standalone & Consolidated Unaudited Financial Results for the quarter and nine months ended December 31, 2021 and the same are made available on website of the company [www.tvvision.in](http://www.tvvision.in) and website of BSE Limited [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited on [www.nseindia.com](http://www.nseindia.com) where shares of the Company are listed.
- 2 The Standalone & Consolidated Unaudited Financial Results for the quarter and nine months ended December 31, 2021, have been prepared in accordance with recognition and measurement principles laid down in the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India.
- 3 The Company is operating in a single segment viz. Broadcasting. Hence the results are reported on a single segment basis.
- 4 The account of the company has been classified as non-performing asset by banks in the previous financial years and the banks have not charged the interest / reversed the unpaid interest charged from the date the account has been classified as non-performing. No provision has been made in the books of accounts maintained by the Company for interest / penal interest, if any, on these term loans for the quarter and period ended December 31, 2021. Further, no provision for interest / penal interest, if any, on such term loans has been made in books of accounts, from the date the account of the Company has been classified as non-performing in the books of those banks.
- 5 The figures for the quarter ended December 31, 2021 are the balancing figures between figures in respect of the nine month period ended December 31, 2021 and the published figures for the period ended September 30, 2021.
- 6 The " Other Equity" balances of the Company will be provided by the Company for the year ended March 31, 2022 based on audited figures of standalone and consolidated accounts and is not given on a quarterly basis.
- 7 Previous year's/ period's figures have been re-grouped / re-arranged / reclassified / reworked wherever necessary to conform with the current year accounting treatment.
- 8 The figures of last quarter are the balancing figures between audited figures in respect of the full financial year and the published year-to-date figures upto the third quarter of the current financial year.

By Order of the Board of Directors  
For TV Vision Limited

Markand Adhikari  
Chairman & Managing Director  
DIN: 00032016



Place: Mumbai  
Date : 10th February, 2022



### **Independent Auditors' Review Report**

#### **To the Board of Directors of TV Vision Limited**

1. We have reviewed the accompanying Statement of Unaudited Standalone Financial Results of **TV Vision Limited** ("the Company") for the quarter and nine months ended December 31, 2021. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

#### **Material Uncertainty relating to Going Concern**

- i) The results are prepared on going concern basis notwithstanding the fact that loans have been recalled back by secured lenders, current liabilities are substantially higher than the current assets, issue of notices under Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002, recovery proceedings initiated with debt recovery tribunal, symbolic possession of mortgaged property provided as collateral by promoters / promoter group companies, invocation of part of the shares pledged as collaterals by bank, invocation of corporate guarantees from guarantors of the loan by the secured lenders of the Company and substantial losses incurred by the Company during the quarter and nine months ending December 31, 2021 and negative Other Equity as on December 31, 2021. All of the above conditions indicate that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern.

#### **Basis of Qualified Conclusion**

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

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#### **Branches :**

**India** : Mumbai, Vadodara, Kochi.

**Overseas** : Dubai, London, New York, Melbourne.



*(exact amount cannot be ascertained) for the quarter ending December 31, 2021, hence to that extent, finance cost, total loss and current financial liabilities is estimated to be understated by about Rs. 3,46,70,409 /- (exact amount cannot be ascertained) for the quarter ending December 31, 2021. Further, no provision for interest / penal interest, if any, on such term loans has been made in books of accounts, from the date the account of the Company has been classified as Non-Performing in the books of those banks. Also, such loan outstanding balances as per books of accounts are subject to confirmation / reconciliation with the balance as per banks as on December 31, 2021. Further, current account balances of some banks amounting to Rs. 32,584 /- are also subject to confirmation / reconciliation as on December 31, 2021 as the bank statements as on December 31, 2021 are not available with the Company, as informed to us by the management.*

- ii) No provision for diminution in value of investment is made in books of accounts as on December 31, 2021 even though the fair value of Investment of the Company of Rs. 3,00,00,000/- in Equity Shares of the Company's Subsidiary Companies i.e. HHP Broadcasting Services Private Limited, MPCR Broadcasting Service Private Limited, UBJ Broadcasting Private Limited and Rs. 30,12,00,000/- in Company's Associate Company i.e. Krishna Showbiz Services Private Limited, is lower than their cost of acquisition. The loss for the quarter and nine months ended December 31, 2021 is understated and non-current investments of the Company as on December 31, 2021 are overstated to that extent.*
- iii) The aggregate carrying value of Business and Commercial Rights and Channel Development Cost in the books of the Company as on December 31, 2021 is Rs. 82,65,50,779 /-. There is no revenue generation from monetization of these assets during the quarter and nine months ended December 31, 2021 and in previous financial years due to which the Company has incurred substantial losses during the quarter and nine months ended December 31, 2021 and in previous financial years. There is a strong indication of impairment in the value of these Business and Commercial Rights and Channel Development Cost and therefore we are of the opinion that the impairment loss of Rs. 82,65,50,779 /- should be provided on all such assets in the books of accounts of the Company as on December 31, 2021. The assets of the Company are overstated and net loss for the quarter and nine months ended December 31, 2021 is understated to that extent.*
- iv) The Company has not provided for loss allowances on financial guarantee contracts amounting to Rs.11,59,80,252 /- (excluding interest / penalty charges, if any) given by the Company on behalf of its related group companies to its secured lenders which is to be recognized as required by Indian Accounting Standard (IND-AS 109). The financial liabilities of the Company and net loss for the quarter and nine months ended December 31, 2021 is understated to that extent.*

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**Branches :**

**India** : Mumbai, Vadodara, Kochi.

**Overseas** : Dubai, London, New York, Melbourne.



- v) *The Company has not accounted the lease transactions as per requirements of Indian Accounting Standard (IND AS-116) which is applicable from April 1, 2020. The impact, if any, of such non-compliance of IND-AS 116 on the financials of the Company for the quarter and nine months ended December 31, 2021 is unascertainable.*
- vi) *The Company has not provided for Interest expenses on late payment of Carriage Fees and other Operational Cost payable to various vendors whose balances are outstanding as on December 31, 2021 which needs to be accounted as per the applicable Indian Accounting Standards as the same is payable to the vendors as per the agreements entered into with them. Further, the working for such interest expenses on late payment of such expenses has not been made by the Company, due to which the exact amount of provision for interest cannot be ascertained as on December 31, 2021. The financial liabilities of the Company and net loss for the quarter and nine months ended December 31, 2021, due to non-accounting of provision for interest, are understated to that extent.*

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

For **P. Parikh & Associates**

**Chartered Accountants**

**Firm Registration No. 107564W**

**SANDEEP**

**PADMAKANT**

**PARIKH**

SANDEEP PADMAKANT PARIKH  
c.in, cr=Personal  
pseudonym=1823d2e57de5214c926285e266  
d6bb8c888b5add5f3842843b14caaf66ceda8d  
, postalCode=400056, st=MAHARASHTRA  
serialNumber=440589e82711b00598239c35de  
30c467963cc267317a27e40010beb9c06865  
c, cr=SANDEEP PADMAKANT PARIKH

**Sandeep Parikh, Partner**

**Membership No. 039713**

**Mumbai**

**February 10, 2022**

**UDIN:- 22039713ABECCD3249**

**Branches :**

**India** : Mumbai, Vadodara, Kochi.

**Overseas** : Dubai, London, New York, Melbourne.



### **Independent Auditors' Review Report**

#### **To the Board of Directors of TV Vision Limited**

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **TV Vision Limited** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), for the quarter and nine months ended December 31, 2021, being submitted by the Parent pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

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

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

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**Branches :**

**India** : Mumbai, Vadodara, Kochi.

**Overseas** : Dubai, London, New York, Melbourne.



### **Material Uncertainty relating to Going Concern**

- i) The results are prepared on going concern basis notwithstanding the fact that loans have been recalled back by secured lenders, current liabilities are substantially higher than the current assets, issue of notices under Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002, recovery proceedings initiated with debt recovery tribunal, symbolic possession of mortgaged property provided as collateral by promoters / promoter group companies, invocation of part of the shares pledged as collaterals by bank, invocation of corporate guarantees from guarantors of the loan by the secured lenders of the Company and substantial losses incurred by the Company during the quarter and nine months ending December 31, 2021 and negative Other Equity as on December 31, 2021. All of the above conditions indicate that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern.

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

- i) *Due to defaults in repayment of loans taken from the Banks, the Account of the Company has been classified as Non-Performing Asset by the banks in the previous financial years and the banks have not charged the interest / reversed the unpaid interest charged from the date the account has been classified as Non-Performing. No provision has been made in the books of accounts maintained by the Company for interest / penal interest, if any, on these term loans amounting to about Rs. 3,46,70,409 /- (exact amount cannot be ascertained) for the quarter ending December 31, 2021, hence to that extent, finance cost, total loss and current financial liabilities is estimated to be understated by about Rs. 3,46,70,409 /- (exact amount cannot be ascertained) for the quarter ending December 31, 2021. Further, no provision for interest / penal interest, if any, on such term loans has been made in books of accounts, from the date the account of the Company has been classified as Non-Performing in the books of those banks. Also, such loan outstanding balances as per books of accounts are subject to confirmation / reconciliation with the balance as per banks as on December 31, 2021. Further, current account balances of some banks amounting to Rs. 32,584 /- are also subject to confirmation / reconciliation as on December 31, 2021 as the bank statements as on December 31, 2021 are not available with the Company, as informed to us by the management.*
- ii) *No provision for diminution in value of investment is made in books of accounts as on December 31, 2021 even though the fair value of Investment of the Company of Rs. 3,00,00,000/- in Equity Shares of the Company's Subsidiary Companies i.e. HHP Broadcasting Services Private Limited, MPCR Broadcasting Service Private Limited, UBJ Broadcasting Private Limited and Rs. 30,12,00,000/- in Company's Associate Company i.e. Krishna Showbiz Services Private Limited, is lower than their cost*

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#### **Branches :**

**India** : Mumbai, Vadodara, Kochi.

**Overseas** : Dubai, London, New York, Melbourne.



*of acquisition. The loss for the quarter and nine months ended December 31, 2021 is understated and non-current investments of the Company as on December 31, 2021 are overstated to that extent.*

- iii) The aggregate carrying value of Business and Commercial Rights and Channel Development Cost in the books of the Company as on December 31, 2021 is Rs. 82,65,50,779 /-. There is no revenue generation from monetization of these assets during the quarter and nine months ended December 31, 2021 and in previous financial years due to which the Company has incurred substantial losses during the quarter and nine months ended December 31, 2021 and in previous financial years. There is a strong indication of impairment in the value of these Business and Commercial Rights and Channel Development Cost and therefore we are of the opinion that the impairment loss of Rs. 82,65,50,779 /- should be provided on all such assets in the books of accounts of the Company as on December 31, 2021. The assets of the Company are overstated and net loss for the quarter and nine months ended December 31, 2021 is understated to that extent.*
- iv) The Company has not provided for loss allowances on financial guarantee contracts amounting to Rs.11,59,80,252 /- (excluding interest / penalty charges, if any) given by the Company on behalf of its related group companies to its secured lenders which is to be recognized as required by Indian Accounting Standard (IND-AS 109). The financial liabilities of the Company and net loss for the quarter and nine months ended December 31, 2021 is understated to that extent.*
- v) The Company has not accounted the lease transactions as per requirements of Indian Accounting Standard (IND AS-116) which is applicable from April 1, 2020. The impact, if any, of such non-compliance of IND-AS 116 on the financials of the Company for the quarter and nine months ended December 31, 2021 is unascertainable.*
- vi) The Company has not provided for Interest expenses on late payment of Carriage Fees and other Operational Cost payable to various vendors whose balances are outstanding as on December 31, 2021 which needs to be accounted as per the applicable Indian Accounting Standards as the same is payable to the vendors as per the agreements entered into with them. Further, the working for such interest expenses on late payment of such expenses has not been made by the Company, due to which the exact amount of provision for interest cannot be ascertained as on December 31, 2021. The financial liabilities of the Company and net loss for the quarter and nine months ended December 31, 2021, due to non-accounting of provision for interest, are understated to that extent.*

Based on our review conducted as above and except for the possible effects of the matters, as described in the Basis of Qualified Conclusion section and Material Uncertainty relating to Going Concern paragraph, nothing has come to our attention that causes us to believe that

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**Branches :**

**India** : Mumbai, Vadodara, Kochi.

**Overseas** : Dubai, London, New York, Melbourne.



the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

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

- i) *The aggregate carrying value of Business and Commercial Rights and Channel Development Cost in the books of the Company as on December 31, 2021 is Rs. 65,12,91,816 /-. There is no revenue generation from monetization of these assets during the quarter and nine months ended December 31, 2021 and in previous financial years due to which the Company has incurred substantial losses during the quarter ended December 31, 2021 and in previous financial years. There is a strong indication of impairment in the value of these Business and Commercial Rights and Channel Development Cost and therefore we are of the opinion that the impairment loss of Rs. 65,12,91,816 /- should be provided on all such assets in the books of accounts of the Company as on December 31, 2021. The assets of the Company are overstated and net loss for the quarter ended December 31, 2021 is understated to that extent.*
- ii) *No provision has been made in the books of accounts maintained by the Company for interest / penal interest, if any, on these term loans amounting to about Rs. 4,49,71,036 /- (exact amount cannot be ascertained) for the quarter ended December 31, 2021 as the loan statement as on December 31, 2021 has not been received from the bank, hence to that extent, finance cost, total loss and current financial liabilities is estimated to be understated by about Rs. 4,49,71,036 /- (exact amount cannot be ascertained) for the quarter ending December 31, 2021. Further, no provision for interest / penal interest, if any, on such term loans has been made in books of accounts, from the date the account of the Company has been classified as non-performing in the books of those banks. Also, such loan outstanding balances as per books of accounts are subject to confirmation / reconciliation with the balance as per banks as on December 31, 2021.*

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

- i) *The results are prepared on going concern basis notwithstanding the fact that loan accounts are classified as non-performing by bank, loans have been recalled back by secured lenders, current liabilities are substantially higher than the current assets, symbolic possession of mortgaged property provided as collateral by promoters / promoter group companies,*

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invocation of part of the shares pledged as collaterals by bank, further as discussed in the Basis of Adverse Conclusion paragraph, the carrying value of non-current assets has been fully impaired and also that there is no business activity has been carried out during the quarter under review and substantial losses incurred by the Company during the quarter ended December 31, 2021 and in previous financial years. All of the above conditions indicate that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern.

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

- i) The financial statements of the Company are prepared on a going concern basis, notwithstanding the fact that the Company has a loss of Rs. 45,588 /- in the nine months ended December 31, 2021 and in previous financial years and also has negative net worth as at December 31, 2021. The said condition indicates that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern.

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

- i) The financial results of the Company are prepared on a going concern basis, notwithstanding the fact that the company has a loss of Rs. 45,434 /- in the nine months ended December 31, 2021 and in previous financial years and also has negative "Other Equity" as at December 31, 2021. The said condition indicates that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern.

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

- i) The financial results of the Company are prepared on a going concern basis, notwithstanding the fact that the company has a loss of Rs.38,795 /- in the nine months ended December 31, 2021 and in previous financial years and also has negative net worth as at December 31, 2021. The said condition indicates that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern.

**Emphasis of Matters in the review report of Subsidiary Companies**

- i) UBJ Broadcasting Private Limited:- Bank balance of Rs. 8,171/- as on December 31, 2021 is subject to confirmation / reconciliation with banks as the bank statement as on December 31, 2021 is not available with the Company, as informed to us by the management.

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- ii) MPCR Broadcasting Services Private Limited:- Bank balance of Rs. 3,496/- as on December 31, 2021 is subject to confirmation / reconciliation with banks as the statement as on December 31, 2021 is not available with the Company, as informed to us by the management.
- iii) HHP Broadcasting Services Private Limited:- Bank balance of Rs. 5,05,382/- as on December 31, 2021 is subject to confirmation / reconciliation with banks as the statement as on December 31, 2021 is not available with the Company, as informed to us by the management.
6. The consolidated unaudited financial results include the interim financial results of 3 subsidiaries which have been reviewed by us, whose interim financial results reflect total revenue of Rs. NIL and total net loss after tax of Rs.1.28 Lakhs for the nine months ended December 31, 2021, as considered in the consolidated unaudited financial results. The consolidated unaudited financial results does not include Group's share of net loss after tax for the quarter and nine months ended December 31, 2021, in respect of one associate, whose interim financial results have been reviewed by us. According to the information and explanations given to us by the Management, these interim financial results of the associate are not considered in the results of the Parent as the investment in the associate had become Rs. NIL in the previous financial years in the books of the Parent and liability for proportionate losses for the quarter ended December 31, 2021 are not recognised as per requirements of Indian Accounting Standard (Ind AS) 28 "Investments in Associates".

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

**SANDEEP**  
**PADMAKANT**  
**PARIKH**



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**Sandeep Parikh, Partner**  
**Membership No. 039713**  
**Mumbai**  
**February 10, 2022**  
**UDIN:- 22039713ABECOV3028**