SITI Networks Limited

(Formerly known as SITI Cable Network Limited) GYS Global, Tower A, 4th Floor, Sector - 125 Noida, Uttar Pradesh - 201301, India

Tel.: +91-120-4526700

Website: www.sitinetworks.com



November 22, 2016

National Stock Exchanges of India Limited BSE Limited

Subject: Outcome of the Board Meeting - November 22, 2016

Dear Sir,

Pursuant to applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR) Regulation, 2015], including Regulation 30, this is to inform you that the Board of Directors of the Company at their meeting held today, i.e. November 22, 2016 (which commenced at 3:00 p.m. and concluded at 5:45 p.m.) has *inter alia* approved the Un-Audited Financial Results of the Company, both on standalone and consolidated operations, for the 2nd quarter and six months period ended on September 30, 2016 of the financial year 2016-17.

The Un-Audited Financial Results for the 2nd quarter and six months period ended on September 30, 2016 of the financial year 2016-17 in the format specified under Regulations 33 of SEBI (LODR) Regulations, 2015, together with Earning Release and Limited Review Report on standalone Financials issued by the Statutory Auditors of the Company are attached herewith for your information and record.

You are therefore, requested to take the above in your record.

Thanking you,

Yours faithfully,

For Siti Networks Limited

(Formerly known as Siti Cable Network Limited)

Suresh Kumar

Company Secretary and Complicate Office

Membership No. A 14390









SITI NETWORKS LIMITED (Formerly SITI Cable Network Limited) Regd. Office: Madhu Industrial Estate, 4th Floor, P. B Marg, Worli, Mumbai 400013



Regd. Office: Madhu Industrial Estate, 4th Fi				UNAUDITED FINANCIAL RESULTS (STANDALONE)			
UNAUDITED FINANCIAL RESULTS (CONS	OLIDATED)						(₹ in lacs
				Let us a Complete A Unaudited Results for the quarter and six months ended September 30, 2016			
Part - I Statement of Consolidated Unaudited Results for the quarter and six months ended September 30, 20	16			Six months	Six months	Quarter ended Quarter ended Quarter	
Particulars	Quarter ended September 30, 2016		September 30, 2015	ended September 30, 2016	ended September 30, 2015		r 30, September 36 2015
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	1 Income from operations 16 324 5 17 004 5 14,563.9 33	329.0 29,142.
Income from operations				56,422.2	45,885.0	16,324.5 17,004.5 14,503.7	070.8 991.
a. Net sales/income from operations	28,525.8	27,896.4	23,119.6	671.2	473.5	1,600.8	399.8 30,133.
b. Other operating income	370.9	300.3	267.3	57,093.4	46,358,5		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
Total income from operations	28,896.7	28,196.7	23,386.9	57,093.4	40,556.5	2 F	4.9 12
2. Expenses				4.9	12.1	1.8 3.1 10.3	.050.9 1,557
a. Cost of materials consumed	1.8	3.1	10.5	959.8	12.5	1,109.4 1,341.3 1,341.3	,868.1 17,191
b. Purchases of stock-in-trade	209.7	750.1	12.5 12.400.9	29.184.4	25,970.8	9,516.1 10,532.0 5,072.2	,028.9 2,242
c. Carriage sharing, pay channel and related costs	14,340.8	14,843.6		3,982.0	3,041.6	1,334.3 1,474.0	658.7 4,158
d. Employee benefits expense	2,069.8	1,912.2	1,708.3	11,190.9	7,256.1	Description and proofingtion expense	143.8 6,707
e. Depreciation and amortization expense	5,717.8	5,473.1	3,671.5	13,979.2	9,927.0	4,430.2 3,715.0	755.3 31,869
f. Other expenses	7,540.9	6,438.3	5,300.5	59,301.2	46,220.1	Total expenses 20,010.6 20,744.7 13,502.0	
Total expenses	29,880.8	29,420.4	23,104.2	59,301.2	46,220.1	3. Loss from operations before other income and finance costs (1-2) (2,025.3) (2,330.2) (812.3)	355.5) (1,736
3. Loss from operations before other income, finance costs and exceptional items (1-2)	(984.1)	(1,223.7)	282.7	(2,207.8)	138.4		545.4 1.650
3. Loss from operations before other mediac, manter costs and costs	(504.1)	(1,220.7)				133.7 411.7 813.0	
	237.0	491.5	876.0	728.5	1,120.0	(1,891.6) (1,918.5)	
4. Other Income	(747.1)	(732.2)	1,158.7	(1,479.3)	1,258.4	2,702.8 2,895.9 3,422.5	
5. (Loss)/profit before finance costs and exceptional items(3+4)	2,800.2		3,476.3	5,767.3	6,915.4		,408.8) (6,889
6. Finance cost	(3,547.3	(3,699.3	(2,317.6)	(7,246.6)	(5,657.0)	1 0 The service	.408.8) (6,889
7. Loss after finance cost but before exceptional items (5-6)	-	-	-			(4,324.4)	
8. Exceptional Items	(3,547.3	(3,699.3		(7,246.6)	(5,657.0)	0.8	
9. Loss before tax (7-8)	215.4	654.1	346.2	869.5	398.9		,407.2) (6,88
10. Tax expense	(3,762.7						941 5 6,776
11. Loss after tax (9-10)	926.7	1,008.6		1,935.3			,941.5 6,77
12 Minority Interest	(4,689.4	(5,362.0					
13 Loss after tax and minority interest (11-12)	0.8			1.6			
14 Other Comprehensive income	(4,688.6	(5,361.2		(10,049.8	(6,809.8		
15 Total comprehensive income (13+14)	7,941.5		6,776.3	7,941.5	6,776.3	to T : the control of	
16 Paid-up equity share capital (Face value ₹1/- per share)					1	(0.0)	(1.2)
Table 1 Carlo	(0.6	(0.7		(1.3		0) a) Basic (0.6) (0.6) (0.5)	(1.2)
17 Earnings per share (of ₹ 1/-) (not annualized)	(0.6		(0.5	(1.3	(1.0	0) b) Diluted	
a) Basic	, , , ,						
b) Diluted							



Consolidated and standalone statement of assets and liabilities		(₹ in lacs
onsoridated and statistical of statement of those and	Consolidated	Standalone
	As at Sept	ember 30,
Particulars	2016	2016
at steath; 5	(Unaudited)	(Unaudited)
Assets		
. Non-current assets		
Fixed assets	155,481.7	64,065.1
(a) Property, plant and equipment	4,942.0	32,759.2
(b) Capital work-in-progress	3,033.1	52,1-1
(c) Goodwill on consolidation	28,643.5	9,068.0
(d) Other intangible assets	20,043.3	3,0001
(e) Financial assets	84.2	38,731.
(i) Investments	943.0	645.
(ii) Loans	7.655.7	7,358.
(ii) Others- Fixed deposits	1,021.0	7,336.
(f) Non current tax assets	959.0	746.
(g) Other non-current assets	202,763.2	153,375.
Sub-total of Non-current assets	202, 103.2	133,573.
2. Current assets	1 022 0	1,410.
(a) Inventories	1,932.0	. 1,410.
(b) Financial assets	1000	130.
(i) Investments	130.3	36,936.
(ii) Trade receivables	29,899.4	
(iii) Cash and bank balances	10,663.2	5,239. 163.
(iv) Loans	164.9	
(v) Others - unbilled revenue and interest accrued on fixed deposits	9,931.2	7,908.
(c) Current tax assets	5,894.9	5,512.
(d) Other current assets	28,141.9	26,270
Sub-total of Current assets	86,757.8	83,571
Total assets	289,521.0	236,946
B. Equity and liabilities		
Equity	70415	7,941
(a) Equity share capital	7,941.5	38,620
(b) Other equity	35,316.1	38,020
(c) Non-controlling interests	9,978.6	46,562
Sub-total - Equity	53,236.2	46,362
Liabilities		
1. Non-current lia bilities		
(a) Financial liabilities		
(i) Long-term borrowings	89,351.3	
(ii) Other financial liabilities-payable for fixed assets	19,956.1	
(b) Provisions	599.7	
(c) Deferred tax liability (net)	1,486.0	
(d) Other non-current liabilities	5,901.0	
Sub-total - Non-current liabilities	117,294.1	104,533
2. Current liabilities		
(a) Financial liabilities		
(i) Borowings	3,664.8	
(ii) Tendo parables	37,102.1	
(ii) Other financial liabilities-payable for fixed assets, interest accrued, book overdraft etc	58,580.8	
(b) Other current liabilities	10,751.0	
	2,891.4	
(c) Provisions Sub-total of current liabilities	118,990.	
	289,521.6	236,94

Place: New Delhi

Date: November 22, 2016

inority Interest

- 1 SITI Networks Limited (formerly SITI Cable Network Limited) (the "Company") predominantly operates in a single business segment of cable distribution in India only. Hence there are no separately reportable business or geographical segments as per Indian Accounting Standard 108 on Operating Segments.
- 2 The above unaudited standalone financial results for the quarter and six months ended September 30, 2016 have been reviewed by the Audit Committee and were approved by the Board of Directors in their meeting held on November 22, 2016.
- appared by the sound of Directors at the modified field of the control as, 2010.

 This statement of unaudited financial results for quarter and the six months ended September 30, 2016 is in compliance with Indian Accounting Standards (Ind AS) as notified under the Companies (Indian Accounting Standards) Rules, 2015 as specified in Section 133 at the Companies Act, 2013 read with SEBI Circular CRICCPD/CAD/15/2015 dated November 30, 2015 and SEBI Circular CRICCPD/CAD/15/2015 dated November 30, 2015 and SEBI Circular CRICCPD/CAD/15/2015 dated November 30, 2015 and SEBI Circular CRICCPD/FAC/62/2016 dated July 05, 2016 and other recognised accounting policies and practices. Consequently, results for the quarter and six months ended September 30, 2015 have been restated to comply with Ind AS to make them comparable

The Statutory Auditors have carried out limited review of the unaudited standalone financial results for the quarter and six months ended September 30, 2016. The Ind AS compliant financial results, pertaining to the corresponding quarter and six months ended September 30, 2015, have not been subjected to limited review or audit by the statutory auditors, however, the management has exercised necessary due diligence to ensure that these financial results provide a true and fair view of the Company's affairs.

- The digitisation of cable networks has been implemented in Phase 1, 2 and 3 cities starting from November 1, 2012 onwards and Phase 4 cities are expected to be digitised by January 1, 2017. Owing to the initial delays in implementation of DAS, all the Multi-System Operators (MSOs) are in transition from analogue regime to DAS and are in the process of implementation of revenue sharing contracts with the local cable operators (LCOs). Accordingly, the Company has invoiced LCO's and recognised subscription revenue amounting to ₹11,432 lacs (Standalone ₹6,561 lacs) and ₹20,995 lacs (Standalone ₹12,071 lacs) for the quarter and six months ended September 30, 2016 respectively and ₹2,476 lacs (Standalone ₹2,282 lacs) and ₹4,923 lacs (Standalone ₹4,208 lacs) for the quarter and six months ended September 30, 2015 and ₹9,563 lacs (Standalone ₹ 5,510 lacs) for the quarter ended June 30, 2016, based on certain estimates (net basis) derived from market trends and ongoing discussion with the LCOs. Management is of the view that the execution/implementation of such contracts will not have a significant impact on the subscription revenue recognised.
- 6 The Company continued to incur losses during the quarter and six months ended September 30, 2016 but in view of the present positive net worth and expected substantial subscription revenue growth, the unaudited financial results for the quarter and six months ended September 30, 2016 continue to be prepared on a going concern basi During the quarter ended June 30, 2016, the Company has acquired 48% equity share capital in C&S Medianet Private Limited.

As approved by the Shareholders, the remuneration paid to ED and CEO of the Company exceeds the prescribed limits under the Companies Act, 2013, for which

- As approved by the consequences, the refundamental part of the many part of the Company exceeds the presentation for reconsidering the proposal has been submitted before Central Government and approval is availed for the same. The Audit Committee and Desired or Directors noted the utilisation of the proceeds of preferential allotment of Warrants and Optionally Fully Convertible Debentures. for the six months ended September 30, 2016, which is in line with utilisation schedule approved by the Board of Directors. Out of the total proceeds of ₹ 53,000 lacs, the unutilised amount from the proceeds of preferential allotment as on September 30, 2016 is Nil lacs.
- 10 Reconciliation of net loss after tax for the quarter and six months ended September 30, 2015 as reported under previous Indian GAAP vis a vis Ind AS is as below:

Consolidated Six months ended Six months ender Onarter ended September 30, 2015 September 30, September 30, September 30, 2015 2015 6,800.7 2,771.2 6,481.7 3,117.5 Net loss after tax as reported under previous Indian GAAP Adjustments: Effect of recognising interest expense on long term borrowings and advances as per effecti 51.6 Effect of actuarial gain on defined benefit plan taken to other compachensive income (4.9)(4.8 Measurement of financial asset at fair value through profit and loss account 447.3 287. Effect of provision for expected credit loss (110.2) 30.8 Effect of recognition of activation and set top boxes pairing charges (217.6 Effect of prior period expenses 3,421.8 Net loss after tax as reported under Ind AS 6.811.4 (1.6) Other comprehensive income after tax 6,887.8 6,809.8 3,142.3 Total comprehensive income after tax .oss for the period under Ind AS attributable to 3,897.8 quity holders of the Company (479.3

11 Previous period's amounts have been regrouped and rearranged, wherever necessary.

For and on behalf of the Board of Directors of SITI Networks Limited (Formerly SITI Cable Network Limited)

V D Wadhwa

Executive Director and CEO

Walker Chandiok & Co LLP

Walker Chandiok & Co LLP (Formerly Walker, Chandiok & Co) L-41 Connaught Circus New Delhi 110001

T +91 11 4278 7070 F +91 11 4278 7071

Review Report on Quarterly and Year to Date Standalone Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To the Board of Directors of SITI Networks Limited (Formerly SITI Cable Network Limited)

- 1. We have reviewed the accompanying statement of unaudited standalone financial results (the "Statement") of SITI Networks Limited (Formerly SITI Cable Network Limited) (the "Company") for the quarter ended 30 September 2016 and the year to date results for the period 1 April 2016 to 30 September 2016, attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Attention is drawn to the fact that the figures for the corresponding quarter ended 30 September 2015 and the corresponding year to date from 1 April 2015 to 30 September 2015 including the reconciliation of net loss under Ind AS of the aforementioned periods with net loss reported under the previous GAAP, as included in the Statement under note 10, have been approved by the Company's Board of Directors but have not been subject to limited review or audit. 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 the Statement based on our review.
- 2. We conducted our review in accordance with the Standard on Review Engagement (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 Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures, applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Walker Chandiok & Co LLP

Review Report on Quarterly and Year to Date Standalone Financial Results of SITI Networks Limited (Formerly SITI Cable Network Limited) pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Cont'd)

3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with applicable accounting standards, as notified under the Companies (Indian Accounting Standards) Rules, 2015 as specified in Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular dated 5 July 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

CHANDIO

For Walker Chandiok & Co LLI

(formerly Walker, Chandiok & Co)

Chartered Accountants

Firm Registration No: 001076N/N500013

per Sumit Mahajan

Partner

Membership No. 504822

Place: New Delhi

Date: 22 November 2016

SITI Networks Limited

Consolidated Financial Results Q2 FY17

Investor Release

22nd November, 2016

New Delhi, India; 22nd Nov., 2016: The Board of Directors of SITI Networks Limited (SITINET) (BSE: 532795, NSE: SITINET) in its meeting held today, has taken on record the Unaudited Consolidated Financial Results of the company for the Second Quarter ended September 30, 2016.

Q2 FY17 Highlights

- o Revenue at INR291 Crores; up 20% YoY
- o EBITDA at INR50 Crores; up 5% QoQ
- o Operating EBITDA at INR11 Crores; up 6% QoQ
- Subscription Income (On Net Billing Basis) at INR135 Crores; up 7% QoQ & 33% YoY
- o Broadband Income at INR25 Crores; up 28% QoQ & 168% YoY
- Customer acquisition at 4 lakhs with a Total Digital Subscriber Base of 8.7 Mn; Largest presence in the country at ~400 Locations
- o Added ~28,000 Broadband subscribers; Total Broadband Subscriber Base at 1.95 Lakh

Income Statement (INR Million)

	Quarter Ended		
	Q2 FY 2017	Q1 FY 2017	Q2 FY 2016
Revenues	2,890	2,820	2,339
Other Income	24	49	88
Total Revenue	2,913	2,869	2,426
Total Expenditure	2,416	2,395	1,943
EBITDA	497	474	483
Finance cost	280	297	348
Depreciation	572	547	367
PBT	(355)	(370)	(232)
Tax	22	65	35
PAT	(377)	(435)	(266)

Davide China and (IND Milliam)	Quarter Ended			
Revenue Streams (INR Million)	Q2 FY 2017	Q1 FY 2017	Q2 FY 2016	
Subscription (Restated on Net Billing Basis)	1353	1263	1015	
Subscription (As per published financials)	1397	1393	1385	
Carriage	757	720	603	
Activation	383	366	191	
Broadband	249	195	93	





	Quarter Ended		
Operational Metrics	Q2 FY 2017	Q1 FY 2017	
Cable Universe (Mn)	12.2	12.2	
Digital Subscribers (Mn)	8.7	8.3	
Digital Subscribers added (Mn)	0.4	0.4	
HD Subscribers ('000s)	91	65	
Broadband Home Passess (Lakhs)	14.6	11.9	
Broadband Subscribers	1,95,000	1,67,000	

Operational Highlights

Broadband

- SITI Cares: An initiative aimed to build a pro-active service experience throughout customer lifecycle for both broadband & video customers has been rolled out. The program works from the on boarding of customers, to managing their experience in the initial days with close looping query resolution
- SITI is currently offering the most aggressive plans which provide great value for the discerning Broadband Customer. The current average speed on our DOCSIS Network stands at 14.3 Mbps with average data consumption/ subscriber at 59 GB/ month

Video

- New HD upgrade scheme launched; In line with our commitment to provide best in class TV viewing experience, SITI has realigned HD sales strategy to maximize HD penetration and has rolled out bundled HD content offers for subscribers for a limited time frame
- Shifted to Net Billing in Delhi & Mumbai from August 2016 onwards, as per provisions of MIA
- SITI Networks has collaborated with BSNL to distribute DITTO Mobile TV services. These services will be available across the entire BSNL Mobile Customer base as bundled data vouchers and VAS services
- "My SITI" proprietary local channels launched in MP & Rajasthan, focused towards providing hyper local and community relevant content to viewers

Others

Consolidated Gross Debt at INR1,196 Crores & Net Debt at INR1,089 Crores





While commenting on the results, Mr. V D Wadhwa, Executive Director & CEO, SITI Networks mentioned that

"We continue to grow our digital subscriber base steadily with incremental improvements in monetisation seen in certain Phases. This could have been significantly better but for the delay in digitization because of pending Court cases, which continues to impact monetization in the Phase 3 areas. Although the majority of the stay orders have been vacated by the Honorable Delhi High Court, the closure of the balance pending cases will lead to complete switch off of analog signals, improve monetization and significantly spur the growth of the industry.

The expected implementation of the new Draft Tariff Order will be a game changer and is more beneficial for the distribution platforms post execution. However, the success of the same will lie in its effective implementation."

About SITI Networks Limited

SITI Networks Limited (Formerly known as "SITI Cable Network Limited") is a part of the Essel Group, which is one of India's leading business houses with a diverse portfolio of assets in media, packaging, entertainment, technology-enabled services, infrastructure development and education.

SITI Networks Limited is one of India's largest Multi System Operator (MSO). With 17 digital head ends and a network of more than 31,000 Kms of optical fibre and coaxial cable, it provides its cable services in India's ~400 Locations and adjoining areas, reaching out to over 12.2 million viewers.

SITI Networks deploys State-of-the-art technology for delivering multiple TV signals to enhance consumer viewing experience. Its product range includes Digital & Analogue Cable Television, Broadband and Local Television Channels. SITI Networks has been providing services in analogue and digital mode, armed with technical capability to provide features like Video on Demand, Pay per View, Over-The-Top content (OTT), Electronic Programming Guide (EPG) and Gaming through a Set Top Box (STB). All products are marketed under SITI brand name.

Note: This earnings release contains consolidated results that are unaudited and prepared as per Indian Accounting Standards (Ind-AS).

Caution Concerning Forward-Looking Statements

This document includes certain forward-looking statements. These statements are based on management's current expectations or beliefs, and are subject to uncertainty and changes in circumstances. Actual results may vary materially from those expressed or implied by the statements herein due to changes in economic, business, competitive, technological and/or regulatory factors. SITI Networks Limited is under no obligation to, and expressly disclaims any such obligation to, update or alter its forward-looking statements, whether as a result of new information, future events, or otherwise.

Key Contact - Investor Relations

Ankit Saint

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Phone: +91 0120 4526754; +91 9999766109







Conference Call

On the 24th Nov., 2016 for the Q2FY17 Results







SITI Networks Limited

On 22nd November, 2016, SITI Networks Limited (BSE: 532795, NSE: SITINET EQ) is due to announce its Unaudited Financial Results for the Second Quarter of FY2017

After the conclusion of the Board Meeting and duly informing the Stock Exchanges the results would be made available on the Company's website: www.sitinetworks.com

To discuss the performance of the Company, a conference call has been scheduled on 24th November 2016

We take pleasure in inviting you to a discussion with Mr. V.D. Wadhwa, Executive Director & CEO, SITI Networks, along with other members of the Senior Management team.

We invite you to join the call and look forward to your participation. Early registration is encouraged. The operator will provide instructions on asking the question before and during the call.

Best Regards,

Ankit Saint

Date: 24th November 2016

Time: 10:30 AM (India Time); 01:00 PM (HK/SG Time)

Call Leader: Ankit Saint

Call in Numbers (India):

Primary Access Toll Number: +91 22 3960 0626 Secondary Access Toll Number: +91 22 6746 5846

Local Access Number

3940 3977

Available in - Ahmedabad, Bangalore, Chandigarh, Chennai, Gurgaon (NCR), Hyderabad, Kochi/Cochin, Kolkata, Lucknow, Pune.

Accessible from all carriers

Toll Free Call-in Numbers (International):

USA - 18667462133 UK - 08081011573

Singapore - 8001012045

Hong Kong - 800964448

Conference Code:

Please ask the operator for the "SITI NETWORKS" result call.