HATHWAY BHAWANI NDS NETWORK PRIVATE LIMITED

FINANCIAL STATEMENTS

2019 - 20

Independant Auditor's Report

To

The Members of Hathway Bhawani NDS Network Private Limited

Report on the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **Hathway Bhawani NDS Network Private Limited** (the Company), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020 and its profit, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the management report (but does not include the financial statements and our auditor's report thereon).

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, 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 Companies Act, 2013 (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, changes in equity, cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act, read together with relevant rules issued there under and relevant provisions of the Act. 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 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.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 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 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 Companies Act, 2013, 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 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 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, 2016 ("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 paragraph 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
   a) 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;

b) 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;

c) The Balance Sheet, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act;

f) 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 A”; and

g) 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:

   i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements. Refer Note ______ to the financial statements;

   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For GUPTA RUSTAGI & CO
Chartered Accountants
FRN- 128701W

SNEHAL J PADHIYAR
(Partner)
Membership No- 152691

Mumbai
Dated: 13.04.2020
UDIN : 20152691AAAAAB7824

Annexure A to the Independent Auditor's Report

Referred to in paragraph 1 under "Report on Other Legal & Regulatory Requirements" of our report on even date to the members of the Company on standalone financial statements for the year ended March 31, 2020:

(i) (a) The Company has maintained records of Property, Plant and Equipment showing particulars of assets including quantitative details and location 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) 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. 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 is in the 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;

In our opinion, frequency and procedure for verification of distribution equipments and subsequent reconciliation with book records need to be strengthened;

(c) The Company does not hold any immovable properties. Accordingly, the paragraph 3(i)(c) of the Order regarding title deeds of immovable properties is not applicable;

(ii) (a) Inventories have been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable;

(b) The discrepancies noticed on physical verification as compared to the book records were not material having regards to size and nature of operations and have been properly dealt with in the books of account;

(iii) (a) The Company has granted unsecured loan to parties covered in the register maintained under section 189 of the Act;

(b) In our opinion, the terms and conditions on which the loans had been granted to the companies listed in the register maintained under section 189 of the Act were not, prima facie, prejudicial to the interest of the Company;

(c) According to the information and explanations given to us, no repayment schedules have been specified in respect of such loans granted and accordingly, the question of regularity in repayment of principal amount does not arise;

(d) There is no amount which is overdue for more than ninety days in respect of such loans.

(iv) Based on the audit procedures applied by us, during the year under audit, the Company has not granted loans, guarantee and security or made investments which require compliance in terms of the provisions contained in the section 185 or section 186 of the Act. The Management has, based on legal opinion, represented that overdue book debts are not in the nature of loan and hence do not fall within the scope of section 185 of the Act. In such circumstances, para 3(iv) of the Order is not applicable;

(v) In our opinion and according to the information and explanation given to us, the Company has not accepted deposits from the public and therefore, the provisions sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under are 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 products manufactured 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 provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, goods and service 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, 2020, for a period of more than six months from the date they became payable;

(b) The details of dues of income tax, sales tax, service tax, duty of customs, duty of excise or value added tax or cess which have not been deposited with the concerned authorities on account of dispute are given below:

Sr No	Name of the Statute	Nature of the Dues	Amount involved (in crores)	Period to which amount relates	Forum where dispute is pending
1	NA	NA	NA	NA	NA

(viii) Based on our audit procedure and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to the financial institutions, banks, and government. The Company has not issued any debentures;

(ix) In our opinion and according to the information and explanations given to us and based on overall examination of records, the term loans have been applied for the purpose for which the loans were obtained; The Company did not raise any money by way of initial public offer or further public offer (including debt instruments);

(x) 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 by its officers or employees has been noticed or reported during the year;

(xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197, read with Schedule V to the Act;

(xii) In our opinion and according to information and explanation given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3 (xii) of the Order is not applicable to the Company;

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards;

(xiv) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to information and explanations given by the management, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable to the Company;

(xv) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements, the Company has not entered into any non-cash transactions with directors. We have been informed that no such transactions have been entered into with person connected with directors. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company; and

(xvi) The Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934.

For GUPTA RUSTAGI & CO
Chartered Accountants
FRN- 128701W

SNEHAL J PADHIYAR
(Partner)
Membership No- 152691

Mumbai
Dated: 13.04.2020
UDIN : 20152691AAAAAB7824

Annexure B to the Independent Auditor's Report

Report on the Internal Financial Controls under section 143(3)(i) of the Act

We have audited the internal financial controls with reference to financial statements of the Company as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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 Institute of Chartered Accountants of India ('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.

Opinion

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, 2020 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.

For GUPTA RUSTAGI & CO
Chartered Accountants
FRN- 128701W

SNEHAL J PADHIYAR
(Partner)
Membership No- 152691

Mumbai
Dated: 13.04.2020
UDIN : 20152691AAAAAB7824

Balance Sheet as at March 31, 2020

(All Amounts are Rupees in Lakhs unless otherwise stated)

	Notes	As at March 31, 2020	As at March 31, 2019
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	2.01	0.38	0.63
Goodwill	2.02	15.15	15.15
Financial Assets			
Investments	2.03	0.60	0.60
Loans	2.04	0.05	0.05
Deferred Tax Assets (Net)	2.05	29.56	33.39
Other Non-Current Assets	2.06	0.76	0.99
Total Non-Current Assets		**46.50**	**50.80**
Current Assets			
Financial Assets			
Trade Receivables	2.07	-	-
Cash and Cash Equivalents	2.08	22.27	11.08
Other Financial Assets	2.09	0.42	0.88
Other Current Assets	2.06	5.53	12.96
Total Current Assets		**28.22**	**24.92**
Total Assets		**74.72**	**75.72**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	2.10	155.00	155.00
Other Equity	2.11	(88.13)	(93.90)
Total Equity		**66.87**	**61.10**
Non-Current Liabilities			
Provisions	2.12	0.41	0.38
Total Non-Current Liabilities		**0.41**	**0.38**
Current Liabilities			
Financial Liabilities			
Trade Payables			
Total Outstanding Dues of Micro Enterprises and Small Enterprises		-	-
Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		2.71	8.82
Other Financial Liabilities	2.13	0.38	0.38
Other Current Liabilities	2.14	3.13	3.96
Provisions	2.12	1.22	1.08
Total Current Liabilities		**7.44**	**14.24**
Total Liabilities		**74.72**	**75.72**
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 M/s Gupta Rustagi & Company
Chartered Accountants
Firm Registration No. 128701W

SNEHAL J PADHIYAR
MEMBERSHIP NO: 152691

Place : Mumbai
Dated : April 13, 2020

For and on behalf of Board

IQBAL SHAIKH
(DIRECTOR)
DIN:02977953

VATAN PATHAN
(DIRECTOR)
DIN:07468214

Place : Mumbai
Dated : April 13, 2020

Statement of Profit and Loss for the Year Ended March 31, 2020

(All Amounts are Rupees in Lakhs unless otherwise stated)

Particulars	Note No.	Year Ended March 31, 2020	Year Ended March 31, 2019
Revenue from Operations	3.01	119.11	115.23
Other income	3.02	0.06	0.07
Total Income		**119.17**	**115.30**
Expenses:			
Operational Expenses	3.03	42.94	34.98
Employee Benefit Expenses	3.04	37.27	52.33
Depreciation / Amortisation	3.05	0.33	0.56
Other Expenses	3.06	28.22	37.80
Total Expenses		**108.76**	**125.67**
Profit before exceptional items and tax		**10.41**	**(10.37)**
Exceptional items		-	-
Profit before tax		**10.41**	**(10.37)**
Tax expense			
Current tax		-	-
MAT Credit Entitlement		0.87	-
Deferred tax		3.83	(3.48)
Net Profit after Tax		**5.71**	**(6.89)**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Re-measurements of defined benefit plans		0.06	-
		0.06	**-**
Total comprehensive income for the year		**5.77**	**(6.89)**
Weighted Average Number of Shares		**31,000**	**31,000**
Earnings per equity share (Face value of ₹ 500/- each) :			
Basic & Diluted EPS		18.61	(22.23)

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 M/s Gupta Rustagi & Company
Chartered Accountants
Firm Registration No. 128701W

SNEHAL J PADHIYAR
MEMBERSHIP NO: 152691

Place : Mumbai
Dated : April 13, 2020

For and on behalf of Board

IQBAL SHAIKH
(DIRECTOR)
DIN:02977953

VATAN PATHAN
(DIRECTOR)
DIN:07468214

Place : Mumbai
Dated : April 13, 2020

Cash Flow Statement for the year ended March 31, 2020

(All Amounts are Rupees in Lakhs unless otherwise stated)

		Year Ended March 31, 2020		Year Ended March 31, 2019	
		₹	₹	₹	₹
1	**CASH FLOW FROM OPERATING ACTIVITIES:**				
	NET PROFIT BEFORE TAX		10.41		(10.37)
	ADJUSTEMENTS				
A	Adjustment for :				
	Depreciation / Amortisation	0.33		0.56	
	Interest Expense	-	0.33	-	0.56
			10.74		(9.81)
	Operating Profit Before Change in Assets & Liabilities		**10.74**		**(9.81)**
B	Change in Assets & Liabilities				
	(Increase) / Decrease in Trade Receivables	-		(0.39)	
	(Increase) / Decrease in Other Non Current Assets	(0.63)		0.93	
	(Increase) / Decrease in Other Current Assets	7.90		11.58	
	Increase / (Decrease) in Provision	0.09		(1.22)	
	Increase / (Decrease) in Current Liabilities	(6.81)	0.54	5.53	16.43
	Net Cash from / (used in) Operating Activities		11.28		6.62
2	**CASH FLOW FROM INVESTING ACTIVITIES:**				
	Purchase of Fixed Assets	(0.08)		(0.21)	
	Net cash Realised from / (used in) Investing Activities		(0.08)		(0.21)
3	**CASH FLOW FROM FINANCING ACTIVITIES**				
	Interest charges	-		-	
	Net cash Realised from / (used in) Financing Activities		-		-
	Net increase in Cash and Cash equivalent		11.20		6.42
	Cash & Cash equivalents at the beginning of year		11.08		4.66
	Cash & Cash equivalents at the end of year		22.28		11.08

As per our report of even date
For M/s Gupta Rustagi & Company
Chartered Accountants
Firm Registration No. 128701W

SNEHAL J PADHIYAR
MEMBERSHIP NO: 152691

Place : Mumbai
Dated : April 13, 2020

For and on behalf of Board

IQBAL SHAIKH (DIRECTOR) DIN:02977953

VATAN PATHAN (DIRECTOR) DIN:07468214

Place : Mumbai
Dated : April 13, 2020

Statement of Change in Equity for the year ended March 31, 2020

(All Amounts are Rupees in Lakhs unless otherwise stated)

A Equity Share Capital

Particulars	Note No.	Amount
Balance as at April 01, 2018	2.08	155.00
Increase in equity share capital	2.08	-
Balance as at March 31, 2019	2.08	155.00
Changes in equity share capital	2.08	-
Balance as at March 31, 2020	2.08	155.00

B Other Equity:

Particulars	Reserves and Surplus		Total
	Security Premium	Retained earnings	
Opening Balance as on April 01, 2018	**-**	(87.01)	(87.01)
Net Profit after tax for the year	-	(6.89)	(6.89)
Balance as at March 31, 2019	**-**	**(93.90)**	**(93.90)**
Net Profit after tax for the year	-	5.71	5.71
Other Comprehensive Income for the period	-	0.06	0.06
Balance as at March 31, 2020	**-**	**(88.13)**	**(88.13)**

Summary of Significant Accounting Policies (Refer Note No.1)

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

As per our report of even date
For M/s Gupta Rustagi & Company
Chartered Accountants
Firm Registration No. 128701W

SNEHAL J PADHIYAR
MEMBERSHIP NO: 152691

Place : Mumbai
Dated : April 13, 2020

For and on behalf of Board

IQBAL SHAIKH	**VATAN PATHAN**
(DIRECTOR)	**(DIRECTOR)**
DIN:02977953	**DIN:07468214**

Place : Mumbai
Dated : April 13, 2020

Significant accounting policies and notes on accounts

BACKGROUND

Hathway Bhawani NDS Network Private Limited is a company limited by shares domiciled in India and incorporated under the provisions of the Companies Act, 1956 having registered office at 805/806, Windsor, 8th floor, Off CST Road, Kalina, Santacruz (East), Mumbai Maharashtra 400098. The Company is engaged cable TV business.

Authorization of standalone financial statements

The standalone financial statements were authorised for issue in accordance with a resolution of the Board of directors on April 13, 2020.

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. 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 certain financial assets and liabilities which are measured at fair value;

1.02 ROUNDING OF AMOUNTS

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

1.03 CURRENT VERSUS NON-CURRENT CLASSIFICATION

The Company 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) 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

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 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 standalone financial statements are as below:

Key sources of estimation uncertainty

(i) Financial instruments; (Refer note 4.06)

(ii) Useful lives of Property, Plant and Equipment and intangible assets; (Refer note 1.05 & 1.06)

(iii) Obligations relating to employee benefits; (Refer note 4.03)

(iv) Evaluation of recoverability of deferred tax assets; (Refer note 4.11) and

(v) Contingencies (Refer note 4.01).

1.05 PROPERTY, PLANT AND EQUIPMENT

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, 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. The purchase price is the aggregate amount paid and the fair value of any other consideration given to acquire the asset.

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.

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 the disposal or retirement 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.

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.

Depreciation on Property, Plant & 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 & Equipment and has adopted the useful lives and residual value as prescribed in Schedule II.

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.

All assets costing up to Rs. 5,000/- are fully depreciated in the year of capitalisation.

Deemed cost for Property, Plant and Equipment

The Company had elected to continue with the carrying value of all of its Property, Plant and Equipment recognised as of the date of transition to Ind AS measured as per the previous GAAP and use that carrying value as it’s deemed cost as of the transition date.

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 Cable Television Franchise and Softwares. 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.

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 accumulated impairment losses.

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 amortized 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.
- Cable Television Franchise are amortized over the contract period and in absence of such tenor, over 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.

Deemed cost for Intangible assets

The Company had elected to continue with the carrying value of all of its Intangible assets recognised as of the date of transition to Ind AS measured as per the previous GAAP and use that carrying value as it's deemed cost as of the transition date.

1.07 IMPAIRMENT OF ASSETS

Carrying amount of Tangible assets, Intangible assets, Investments in Joint Venture (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 CASH AND CASH EQUIVALENTS

For the purpose of Cash Flow Statement, cash and cash equivalents includes cash on hand, deposits held at call with banks or financial institutions and bank overdrafts.

1.09 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) 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.

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.

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.

Classification and Subsequent measurement: Financial Liabilities

The Company’s financial liabilities include trade and other payables, loans and borrowings.

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 derecognises 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. 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.

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.

1.10 INVESTMENT IN JOINT VENTURE

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 it's joint venture is accounted at cost and reviewed for impairment at each reporting date in accordance with the policy described in note 1.07 above.

1.11 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.

1.12 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.

1.13 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 & loss of the year in which the related services are rendered.

(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 contributes to Employees State Insurance Corporation and Provident Fund which are considered as defined contribution plans. The Company pays provident fund contributions to publicly administered provident funds as per local regulations. 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 bonus. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

1.14 REVENUE RECOGNITION

(i) Income from Rendering of services

The Company derives revenues primarily from Cable TV business.

Effective April 1, 2018 the Company adopted Ind AS 115 "Revenue from Contracts with Customers" using the cumulative catch-up transition method, applied to contracts that were not completed as at April 1, 2018. In accordance with the cumulative catch-up transition method, the comparatives have not been retrospectively adjusted. The following is the summary of new and/ or revised significant accounting policies related to revenue recognition. Refer Note 1 " Significant Accounting Policies" in the Company's 2018 Annual Report for the policies in effect for revenue prior to April 1, 2018. The effect on adoption of Ind AS 115 was insignificant.

Revenue is recognized upon transfer of control of promised services to customers in an amount that reflects the consideration the company expect to receive in exchange for those services. Subscription revenue is recognized ratably over the period in which the services are rendered.

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.

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 company presents revenues net of indirect taxes in its statement of profit and loss.

(ii) Interest Income

Interest income from debt instruments is recognised using the effective interest rate method.

1.15 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.

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.

1.16 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.

1.17 LEASES

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception date, whether fulfillment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset, even if that right is not explicitly specified in an arrangement.

As a Lessee

Operating Lease

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to statement of profit and loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

As a Lessor

Lease income from operating leases where the Company is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

Notes to the Financial Statements

(All Amounts are Rupees in Lakhs unless otherwise stated)

2.01 Property, plant and equipment :

Particulars	Gross Carrying Amount				Depreciation				Net Block	
	As at April 01, 2019	Additions	Disposals	As at March 31, 2020	Up to April 01, 2019	For the Year	Disposals	As at March 31, 2020	As at March 31, 2020	As at March 31, 2019
Own Assets										
Plant and Machinery	1.98	-	-	1.98	1.78	0.20	-	1.98	-	0.20
Furniture & Fixture	0.17	-	-	0.17	0.07	0.02	-	0.08	0.09	0.10
Mobiles & Telephone	0.13	-	-	0.13	0.04	0.02	-	0.07	0.06	0.09
Computers	0.28	-	-	0.28	0.24	0.02	-	0.26	0.02	0.04
Office Equipments	0.39	0.08	-	0.47	0.20	0.06	-	0.26	0.22	0.19
Total	**2.95**	**0.08**	**-**	**3.03**	**2.32**	**0.33**	**-**	**2.65**	**0.38**	**0.63**

2.01 Property, plant and equipment :

Particulars	Gross Carrying Amount				Depreciation				Net Block	
	As at April 01, 2018	Additions	Disposals	As at March 31, 2019	Up to April 01, 2018	For the year	Disposals	As at March 31, 2019	As at March 31, 2019	As at March 31, 2018
Own Assets										
Plant and Machinery	1.98	-	-	1.98	1.33	0.44	-	1.78	0.20	0.65
Furniture & Fixture	0.17	-	-	0.17	0.05	0.02	-	0.07	0.10	0.12
Mobiles & Telephone	0.13	-	-	0.13	0.02	0.02	-	0.04	0.09	0.11
Computers	0.28	-	-	0.28	0.20	0.04	-	0.24	0.04	0.08
Office Equipments	0.19	0.20	-	0.39	0.17	0.03	-	0.20	0.19	0.02
Total	**2.75**	**0.20**	**-**	**2.95**	**1.76**	**0.56**	**-**	**2.32**	**0.63**	**0.98**

2.02 Goodwill

Particulars	Gross Carrying Amount				Amortisation				Net Block	
	As at April 01, 2019	Additions	Disposals	As at March 31, 2020	Up to April 01, 2019	For the year	Disposals	As at March 31, 2020	As at March 31, 2020	As at March 31, 2019
Own Assets										
Goodwill	15.15	-	-	15.15	-	-	-	-	15.15	15.15
Total	**15.15**	**-**	**-**	**15.15**	**-**	**-**	**-**	**-**	**15.15**	**15.15**

Particulars	Gross Carrying Amount				Amortisation				Net Block	
	As at April 01, 2018	Additions	Disposals	As at March 31, 2019	Up to April 01, 2018	For the year	Disposals	As at March 31, 2019	As at March 31, 2019	As at March 31, 2018
Own Assets										
Goodwill	15.15	-	-	15.15	-	-	-	-	15.15	15.15
Total	**15.15**	**-**	**-**	**15.15**	**-**	**-**	**-**	**-**	**15.15**	**15.15**

Notes to the Financial Statements

(All Amounts are Rupees in Lakhs unless otherwise stated)

2.03 Non- current Investments	Non- current As at March 31, 2020	March 31, 2019
Investments in Government or trust securities		
National Saving Certificates (Pledged with Government Authorities)	0.60	0.60
	0.60	**0.60**

2.04 Loans	Non- current As at March 31, 2020	March 31, 2019	Current As At March 31, 2020	March 31, 2019
Security Deposit	0.05	0.05	-	-
	0.05	**0.05**	**-**	**-**

2.05 Deferred tax Assets	Non- current As at March 31, 2020	March 31, 2019	Current As At March 31, 2020	March 31, 2019
Deferred tax Assets				
Provision for employee benefits	0.41	0.38	-	-
Carried forward Business Losses	32.71	36.70	-	-
	33.12	37.08	-	-
Deferred tax Liabilities				
Property Plant & Equipment	3.56	3.70	-	-
	29.56	**33.39**	**-**	**-**

2.06 Other Assets	Non- current As at March 31, 2020	March 31, 2019	Current As At March 31, 2020	March 31, 2019
Sundry Advances	-	-	5.53	12.96
Advance Tax (Net of Provision for Tax)	0.58	-	-	-
Accrued Interest	0.18	0.12	-	-
MAT Credit Entitlement	-	0.87	-	-
	0.76	**0.99**	**5.53**	**12.96**

2.07 Trade Receivables	Current As At March 31, 2020	March 31, 2019
Unsecured (considered good to the extent not provided for)		
- Unsecured, considered good	-	-
	-	-
Less: Allowance for doubtful debts (expected credit loss)	-	-
	-	-

2.08 Cash and Bank Balances	Current As At March 31, 2020	March 31, 2019
Cash and Cash Equivalents		
Balances with Banks		
In current Accounts	21.23	9.80
Cash on hand	1.04	1.28
	22.27	**11.08**

2.09 Other Financial Assets	Current As At March 31, 2020	March 31, 2019
Unbilled Revenue	0.42	0.88
	0.42	**0.88**

Notes to the Financial Statements

(All Amounts are Rupees in Lakhs unless otherwise stated)

2.10 Share Capital	As At March 31, 2020	As At March 31, 2019
Authorised Capital		
35,000 (35,000) Equity Shares of face value of Rs. 500/- Each	175.00	175.00
	175.00	**175.00**
Issued, Subscribed (fully paid) & Paid up Capital		
31,000 (31,000) Equity Shares of face value of Rs. 500/- Each	155.00	155.00
	155.00	**155.00**

a) Reconciliation of the number of shares outstanding as at the beginning and end of the reporting period :

Particulars	As At March 31, 2020		March 31, 2019	
	Number	Rs. in Lakhs	Number	Rs. in Lakhs
Shares outstanding at the beginning of the year	31,000	155.00	31,000	155.00
Shares Issued during the year	-	-		
Shares bought back/ other movements during the year	-	-	-	-
Shares outstanding at the end of the year	31,000	155.00	31,000	155.00

b) Shares in respect of each class in the company held by its holding company or its ultimate holding company including shares held by by subsidiaries or associates of the holding company or the ultimate holding company in aggregate

Particulars	As At March 31, 2020	March 31, 2019
	No. of Shares Held	No. of Shares Held
Its holding Company	15,810	15,810
	15,810	**15,810**

c)The details of shareholders holding more than 5% shares in the Company:

Particulars	As At March 31, 2020		March 31, 2019	
Name of Shareholder	**No. of Shares held**	**% of Holding**	**No. of Shares held**	**% of Holding**
Hathway Bhawani Cable & Datacom Limited	15,810	51%	51%	15,810
Iqbal Shaikh	15,190	49%	49%	15,190

d) The Company has only one class of shares referred to as equity shares having a face value of Rs.500/-. Each holder of equity shares is entitled to one vote per share and proportionate amount of dividend if declared to the total number of shares.

e) Out of the above, during the financial year 2010-2011, 31,000 equity shares of Rs. 500 each were allotted pursuant to contract(s) without payment being received in cash

2.11 Other equity	As At March 31, 2020	March 31, 2019
Surplus		
Balance at the beginning of the year	(93.90)	(87.01)
Add : Net Profit after tax for the current year	5.71	(6.89)
Add : Other Comprehensive Income for the period	0.06	-
Balance at the end of the year	**(88.13)**	**(93.90)**

2.12 Provisions	Non- Current March 31, 2020	Non- Current March 31, 2019	Current March 31, 2020	Current March 31, 2019
Provision for employee benefits				
Gratuity	0.40	0.38	1.08	0.94
Leave Encashment	0.00	-	0.14	0.14
	0.41	**0.38**	**1.22**	**1.08**

Notes to the Financial Statements

(All Amounts are Rupees in Lakhs unless otherwise stated)

2.13 Other Financial Liabilities	Current As At	
	March 31, 2020	March 31, 2019
Outstanding liabilities for expenses	0.38	0.38
	0.38	**0.38**

2.14 Other Liabilities	Current As At	
	March 31, 2020	March 31, 2019
Income received in advance	2.14	2.74
Statutory payable	0.99	1.22
	3.13	3.96

3.01 REVENUE FROM OPERATIONS	Year Ended March 31, 2020	Year Ended March 31, 2019
Sale of Service	119.11	115.23
	119.11	**115.23**

3.2 OTHER INCOME	Year Ended March 31, 2020	Year Ended March 31, 2019
Interest Income	0.06	0.07
	0.06	**0.07**

3.03 OPERATIONAL EXPENSES	Year Ended March 31, 2020	Year Ended March 31, 2019
Feed Charges	31.80	23.94
Digital Charges	5.11	5.95
Repairs & Maintenance - Machinery	2.19	0.93
STB Activation Charges	3.84	4.16
	42.94	**34.98**

3.04 EMPLOYEE BENEFITS EXPENSE	Year Ended March 31, 2020	Year Ended March 31, 2019
Salaries and wages	37.23	52.10
Staff welfare expenses	0.04	0.23
	37.27	**52.33**

3.05 DEPRECIATION AND AMORTISATION	Year Ended March 31, 2020	Year Ended March 31, 2019
Depreciation on tangible assets	0.33	0.56
Amortisation of intangible assets	-	-
	0.33	**0.56**

3.06 OTHER EXPENSES	Year Ended March 31, 2020	Year Ended March 31, 2019
Conveyance	3.60	3.50
Consultant Charges	11.60	23.00
Communication charges	0.16	0.28
Electricity charges	2.57	3.31
Legal & Professional Charges	3.49	2.96
Rates and taxes	0.03	0.03
Rent - offices	2.43	2.24
Repairs & maintenance - others	2.31	0.50
Miscellaneous Expenses	1.58	1.63
Printing and stationery	0.15	0.14
Interest on taxes	0.10	-
Payment to Auditors		
- As Audit fees	0.20	0.20
	28.22	**37.80**

Notes to the Financial Statements

(All Amounts are Rupees in Lakhs unless otherwise stated)

4.01 Contingent Liabilities & Commitments to the Extent not Provided for:

Particulars	As at March 31, 2020	2019
a) Claims against the Company not acknowledged, as debt	Nil	Nil
b) Contract remaining to be executed on capital account and not provided for	Nil	Nil

4.02 Related Party Disclosure:

Related party disclosure has been made wherever related party transactions happened during the year.

List of Related Parties:

Controlled By:

- Hathway Bhawani Cabletel & Datacom Limited (Holding Company)

Fellow Subsidiary of Holding Company

- Hathway Digital Private Limited

Key Managerial Person

- Iqbal Shaikh

Transactions with Related Party:

Type of Transactions	Name of the Party	Year Ended March 31, 2020	2019
Feed & Digital charges	Hathway Digital Private Limited	40.51	29.89
STB Activation Charges	Hathway Digital Private Limited	3.84	4.16
Subscription (Placement Income)	Hathway Digital Private Limited	5.32	0.88
Consultancy Charges	Hathway Bhawani Cabletel & Datacom Limited	11.00	23.00
Remuneration	Iqbal Shaikh	6.00	13.44

Particulars	As at March 31, 2020	2019
Balance as at year end		
Unbilled Revenue		
Hathway Digital Private Limited	0.42	0.88
Trade Payable		
Hathway Digital Private Limited	2.60	8.74

4.03 Operating Lease (as a lessee)

Details of Cancellable Leases are as under:

The Company's significant leasing arrangements in terms of IND AS 17 are in respect of Operating Leases for Premises. These leasing arrangements, which are cancellable in nature range between 11 months to 33 months and are renewable by mutual consent.

The treatment of the rental by the Company is as under:

Rental Expenses debited to the Statement of Profit and Loss ₹ 2.43 (March 31, 2019: ₹ 2.24).

4.04 Disclosure Under MSME Development Act 2006:

The Company has not received intimation from any 'enterprise' regarding its status under Micro, Small and Medium Enterprise Development Act, 2006 and therefore no disclosure under the said Act is considered necessary.

4.05 As the company's business activity falls within a single business segment in terms of Ind AS 108 on "Operating Segments" and the revenue substantially being from the domestic market, the financial statement are reflective of the information required by Ind AS 108.

4.06 Capital Management

For the purpose of the Company's capital management, capital includes issued capital and all other equity reserves. The Company manages its capital structure to ensure that it will be able to continue as a going concern while maximising the return to the stakeholders. The Company has not taken any borrowings and accordingly has no externally imposed capital restrictions.

Notes to the Financial Statements

(All Amounts are Rupees in Lakhs unless otherwise stated)

4.07 FINANCIAL INSTRUMENTS : ACCOUNTING CLASSIFICATIONS, FAIR VALUE MEASUREMENTS, FINANCIAL RISK MANAGEMENT

Methods and assumptions used to estimate the fair values

(i) 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.

(ii) The carrying amounts of cash and cash equivalents and short term loans are considered to be the same as their fair values, due to their short-term nature.

(iii) **Categories of financial instruments and fair value hierarchy**

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: inputs other than quoted price included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or

Level 3: unobservable inputs from assets and liability

Particulars	March 31, 2020		March 31, 2019		Fair value hierarchy
	Carrying values	Fair value	Carrying values	Fair value	
Financial assets					
Measured at amortised cost					
Investments					
Investment in government securities	0.60	0.60	0.60	0.60	Level 3
Loan	0.05	0.05	0.05	0.05	Level 3
Trade receivables (Current)	-	-	-	-	Level 3
Other financial assets	0.42	0.42	0.88	0.88	Level 3
Cash and cash equivalents	22.27	22.27	11.08	11.08	Level 3
Financial liabilities					
Measured at amortised cost					
Trade Payable	2.71	2.71	8.82	8.82	Level 3
Other financial liabilities	0.38	0.38	0.38	0.38	Level 3

(iii) Financial Risk Management

The Company's activities does not expose it to any financial risk except for liquidity risk and Credit risk as stated below.

Liquidity risk

Liquidity risk is defined as 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.

Management monitors rolling forecasts of the group's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows.

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. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly.

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 at March 31, 2020	less than 1 year	1 to 5 year	Total
Non-Derivatives			
Trade payables	2.71	-	2.71
Other financial liabilities	0.38	-	0.38
Total	**3.09**	**-**	**3.09**

As at March 31, 2019	less than 1 year	1 to 5 year	
Non-Derivatives			
Trade payables	8.82	-	8.82
Other financial liabilities	0.38	-	0.38
Total	**9.20**	**-**	**9.20**

Notes to the Financial Statements

(All Amounts are Rupees in Lakhs unless otherwise stated)

4.08 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.
Longevity Risk :	This risk effects Past Retirement Benefit Plans, especially Pension and Medical Benefits. This Plan pays the benefit on Retirement, if not paid earlier, on account of resignation or death and hence the Longevity risk will not materially effect this Plan.
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.

Category	March 31, 2020 [Gratuity]	March 31, 2019 [Gratuity]
1. Expense recognised in the Statement of Profit and Loss		
Current Service Cost	1.48	1.32
Net Interest		-
Expense recognised in the Statement of Profit and Loss	1.48	1.32
2. Other Comprehensive Income (OCI)		
Measurement of net defined benefit liability		
Actuarial (gains)/ losses arising from changes in financial assumption	-	-
Actuarial (gains)/ losses arising from changes in demographic assumptions	-	-
Actuarial (gains)/ losses arising from experience adjustments	-	-
Total Actuarial (Gain)/loss recognised in OCI	-	-

Category	March 31, 2020 [Gratuity]	March 31, 2019 [Gratuity]
3. Change in benefit obligations:		
Projected benefit obligations at beginning of the year	1.32	-
Current Service Cost	0.15	1.32
Interest Cost	0.07	-
Benefits Paid	-	-
Actuarial (Gain) / Loss	(0.06)	-
Projected benefit obligations at end of the year	1.48	1.32
4. Fair Value of Plan Asset		
Fair Value of Plan Asset at the beginning	-	-
Contributions by Employer	-	-
Benefits Paid	-	-
Fair Value of Plan Assets at end	-	-
5. Sensitivity Analysis		
Increase/(decrease) on present value of benefit obligation at the end of the year		
50 basis point increase in discount rate	(1.42)	(1.30)
50 basis point decrease in discount rate	1.56	1.35
50 basis point increase in rate of salary Increase	1.56	1.35
50 basis point decrease in rate of salary increase	(1.42)	(1.30)

Notes to the Financial Statements

(All Amounts are Rupees in Lakhs unless otherwise stated)

6. Principal assumptions used for the purpose of actuarial valuation

Mortality	IALM (2012-2014) UTI	IALM (2006-2008) UTI
Interest /discount rate	6.60%	7.90%
Rate of increase in compensation	5.00%	5.00%
Expected average remaining service	12.84	10.08
Employee Attrition Rate (Past service (PS))	5.00%	5.00%

4.09 Previous year figures have been rearranged and regrouped wherever necessary.

As per our report of even date
For M/s Gupta Rustagi & Company
Chartered Accountants
Firm Registration No. 128701W

SNEHAL J PADHIYAR
MEMBERSHIP NO: 152691

Place : Mumbai
Dated : April 13, 2020

For and on behalf of Board

IQBAL SHAIKH
(DIRECTOR)
DIN:02977953

VATAN PATHAN
(DIRECTOR)
DIN:07468214

Place : Mumbai
Dated : April 13, 2020