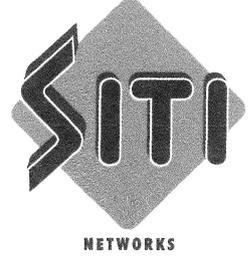


**SITI Networks Limited**

UG Floor, FC-19 & 20, Sector-16 A, Film City,  
Noida, Uttar Pradesh-201301, India

**Tel:** +91-120-4526700

**Website :** www.sitinetworks.com



**November 10, 2022**

To,

The General Manager  
Corporate Relationship Department  
BSE Limited  
Phiroze Jeejeeboy Towers  
Dalal Street, Fort,  
Mumbai- 400 001  
**BSE Scrip Code: 532795**

The Manager  
Listing Department  
National Stock Exchange of India limited  
Plaza, 5<sup>th</sup> Floor, Plot no. C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai- 400 051  
**NSE Scrip Symbol: SITINET**

**Kind Attn. : Corporate Relationship Department**

**Subject: Proceedings of the Board Meeting held on November 10, 2022**

Dear Sir,

Pursuant to Regulation 30 and other applicable Regulations of the Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Board of Directors of the Company at their meeting held today i.e. on November 10, 2022 (which commenced at 3:42 p.m. and concluded at 5:05 p.m.), has *inter-alia*, considered and approved the Un-Audited Financial Results of the Company, both on a Standalone and Consolidated basis, prepared under Ind-AS, for the second quarter of financial year 2022-23 and half year ended on September 30, 2022, duly reviewed by M/s DNS & Associates, the Statutory Auditors of the Company, pursuant to Regulation 33 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, together with Limited Review report thereon.

We are enclosing herewith a copy of un-audited Financial Results along with Limited Review Certificate(s) on both standalone and consolidated Financial Statements, issued by the Statutory Auditor of the Company.

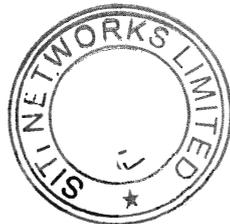
You are requested to kindly take the above on record.

Thanking you,

Yours truly,  
For **Siti Networks Limited**

  
Suresh Kumar

Company Secretary & Compliance Officer  
Membership No. ACS 14390





## SITI NETWORKS LIMITED

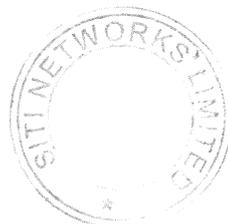
Regd. Office: Unit No. 38, 1st Floor, A Wing, Madhu Industrial Estate, P. B. Marg, Worli, Mumbai-400013  
Website: www.sitinetworks.com

CIN L64200MH2006PLC160733



Standalone Statement of Assets and Liabilities		(₹ in million)	
Particulars	Standalone		
	As at 30 September 2022 (Unaudited)	As at 31 March 2022 (Audited)	
<b>A. Assets</b>			
<b>1. Non-current assets</b>			
(a) Property, plant and equipment	2,811.88	3,358.25	
(b) Capital work-in-progress	217.01	265.20	
(c) Other intangible assets	468.63	626.32	
(d) Intangible assets under development	0.93	4.28	
(e) Financial assets			
(i) Investments	3,442.79	3,502.79	
(ii) Other financial assets	81.26	150.81	
(f) Income tax assets	18.48	-	
(g) Other non-current assets	97.62	98.88	
<b>Total non-current assets</b>	<b>7,138.60</b>	<b>8,006.53</b>	
<b>2. Current assets</b>			
(a) Inventories	6.53	6.41	
(b) Financial assets			
(i) Trade receivables	1,542.67	2,022.12	
(ii) Cash and cash equivalents	162.49	97.34	
(iii) Bank balances other than (ii) above	164.80	-	
(iv) Other financial assets	240.86	217.48	
(c) Income tax assets	223.37	176.02	
(d) Other current assets	167.31	206.58	
<b>Total current assets</b>	<b>2,508.03</b>	<b>2,725.95</b>	
<b>Total assets</b>	<b>9,646.63</b>	<b>10,732.48</b>	
<b>B. Equity and liabilities</b>			
<b>Equity</b>			
(a) Equity share capital	872.67	872.67	
(b) Other equity	(8,663.96)	(7,373.51)	
<b>Total equity</b>	<b>(7,791.29)</b>	<b>(6,500.84)</b>	
<b>Liabilities</b>			
<b>1. Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	112.51	855.23	
(ii) Lease Liabilities	6.52	8.01	
(iii) Other financial liabilities	4.96	14.49	
(b) Provisions	38.33	43.31	
<b>Total non-current liabilities</b>	<b>162.32</b>	<b>921.04</b>	
<b>2. Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	8,928.21	8,251.46	
(ii) Lease Liabilities	3.18	5.24	
(iii) Trade payables			
-Total outstanding dues of micro enterprises and small enterprises	354.07	332.37	
-Total outstanding dues of creditors other than micro enterprises and small enterprises	4,674.15	4,660.25	
(iv) Other financial liabilities	2,943.64	2,703.34	
(b) Other current liabilities	369.74	356.40	
(c) Provisions	2.61	3.22	
<b>Total current liabilities</b>	<b>17,275.60</b>	<b>16,312.28</b>	
<b>Total equity and liabilities</b>	<b>9,646.63</b>	<b>10,732.48</b>	

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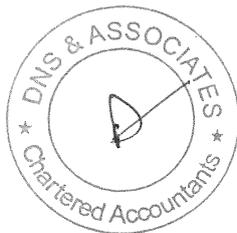
*Subscribed*



Statement of standalone unaudited financial results for the quarter and six months ended 30 September 2022							(₹ in million except per share data)
Particulars	Quarter ended 30 September 2022	Quarter ended 30 June 2022	Quarter ended 30 September 2021	Six months ended 30 September 2022	Six months ended 30 September 2021	Year ended 31 March 2022	
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	
I Revenue from operations	1,335.27	1,336.41	1,516.65	2,671.68	3,059.66	6,144.29	
II Other income	78.33	1.34	10.64	79.67	35.00	34.22	
III Total revenue (I+II)	1,413.60	1,337.75	1,527.29	2,751.35	3,094.66	6,178.51	
IV Expenses							
Purchases of stock-in-trade	6.13	0.30	1.75	6.43	4.08	15.70	
Pay channel costs	839.54	790.96	837.28	1,630.50	1,694.48	3,369.65	
Employee benefits expense	65.20	70.35	84.23	135.55	179.92	342.09	
Finance costs	264.29	280.52	283.80	544.81	556.02	1,085.75	
Depreciation and amortisation expenses	420.77	428.30	432.53	849.07	869.61	1,849.88	
Other expenses	467.39	408.50	422.97	875.89	890.71	1,830.63	
Total expenses (IV)	2,063.32	1,978.93	2,062.56	4,042.25	4,194.82	8,493.70	
V Loss before exceptional items and tax (III-IV)	(649.72)	(641.18)	(535.27)	(1,290.90)	(1,100.16)	(2,315.19)	
VI Exceptional items	-	-	57.22	-	57.22	237.96	
VII Loss before tax (V-VI)	(649.72)	(641.18)	(592.49)	(1,290.90)	(1,157.38)	(2,553.15)	
Tax expense							
(1) Current tax	-	-	-	-	-	-	
(2) Deferred tax	-	-	-	-	-	-	
VIII Total tax expense (1+2)	-	-	-	-	-	-	
IX Loss for the period (VII-VIII)	(649.72)	(641.18)	(592.49)	(1,290.90)	(1,157.38)	(2,553.15)	
X Other comprehensive income:							
Items that will not be reclassified to profit or loss	0.23	0.23	(1.24)	0.45	(2.48)	0.90	
Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-	-	-	
XI Total comprehensive loss (IX+X)	(649.49)	(640.95)	(593.73)	(1,290.45)	(1,159.86)	(2,552.24)	
XII Paid-up equity share capital (Face value ₹ 1/- per share)	872.05	872.05	872.05	872.05	872.05	872.05	
XIII Other equity						(7,373.51)	
XIV Loss per equity share (of ₹ 1/- each)							
- Basic and diluted	(0.75)	(0.74)	(0.68)	(1.48)	(1.33)	(2.93)	

See accompanying notes to the financial results.

*Suresh K*



*Sanjay*  
*Sanjay*  
*Sanjay*



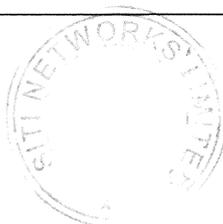
## SITI NETWORKS LIMITED

Regd. Office: Unit No. 38, 1st Floor, A Wing, Madhu Industrial Estate, P. B. Marg, Worli, Mumbai-400013  
Website: www.sitinetworks.com

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Standalone Cash Flow Statement	(₹ in million)	
	Six months ended 30 September 2022 (Unaudited)	Six months ended 30 September 2021 (Unaudited)
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Loss before tax	(1,290.90)	(1,157.38)
Adjustment for:		
Depreciation and amortisation expense	849.07	869.61
Interest income	(13.03)	(2.38)
Excess provisions written back	(63.75)	(0.60)
Loss on sale of property, plant and equipment, and other intangible assets (net)	2.15	14.79
Interest expense for borrowings at amortised cost	539.38	555.73
Interest expense on lease liabilities	0.67	0.29
Bad debts written off	0.90	31.79
Unrealised foreign exchange loss (net)	(0.41)	0.60
Expected credit losses on trade receivables	55.00	30.00
Impairment of financial assets	60.00	-
Exceptional items	-	57.22
<b>Operating profit before working capital changes</b>	<b>139.08</b>	<b>399.67</b>
Adjustments for movement in:		
Trade receivables	(121.35)	63.63
Other financial assets	(24.69)	(15.20)
Other current and non-current assets	40.53	(26.71)
Inventories	(0.12)	(1.34)
Other financial liabilities	(66.69)	(115.55)
Provisions	(5.14)	(10.51)
Other current and non-current liabilities	13.33	42.37
Trade payables	469.21	(60.06)
<b>Cash generated from operations</b>	<b>444.16</b>	<b>276.30</b>
Income taxes (paid)/refund (net)	(65.83)	120.75
<b>Net cash flow generated from operating activities</b>	<b>378.33</b>	<b>397.05</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment, and intangible assets	(102.15)	(393.00)
Proceeds from sale of property, plant and equipment	2.31	1.22
Interest received on bank deposits	15.07	0.05
Investment in bank deposits	(164.80)	-
Maturity of margin money deposits	68.84	-
<b>Net cash flow used in investing activities</b>	<b>(180.73)</b>	<b>(391.73)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from borrowings (current, financial liabilities) (net)	-	112.50
Repayment of borrowings (non-current, financial liabilities)	(65.97)	(52.37)
Payment of lease liabilities	(4.22)	(1.09)
Interest paid	(62.26)	(83.00)
<b>Net cash flow used in financing activities</b>	<b>(132.45)</b>	<b>(23.96)</b>
Net increase in cash and cash equivalents	65.15	(18.64)
Cash and cash equivalents at the beginning of the period	97.34	37.48
Cash and cash equivalents at the end of the period	<b>162.49</b>	<b>18.84</b>
<b>Notes:</b>		
a. Cash and cash equivalents include:		
Cash on hand	1.97	2.32
Balances with banks on current accounts	154.10	16.41
Cheques on hand	6.42	0.11
	<b>162.49</b>	<b>18.84</b>
b. The above cash flow statement has been prepared under the "Indirect Method" as set out in Indian Accounting Standard 7 (Ind AS 7) on "Statement of Cash Flows".		

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## SITI NETWORKS LIMITED

Regd. Office: Unit No. 38, 1st Floor, A Wing, Madhu Industrial Estate, P. B. Marg, Worli, Mumbai-400013  
Website: www.sitinetworks.com

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CIN L64200MH2006PLC160733

Consolidated Statement of Assets and Liabilities		(₹ in million)	
Particulars	Consolidated		
	As at 30 September 2022 (Unaudited)	As at 31 March 2022 (Audited)	
<b>A. Assets</b>			
<b>1. Non-current assets</b>			
(a) Property, plant and equipment	6,825.31	7,777.24	
(b) Capital work-in-progress	749.80	860.74	
(c) Investment property	694.90	700.88	
(d) Goodwill	491.60	491.74	
(e) Other intangible assets	835.12	1,099.19	
(f) Intangible assets under development	0.93	4.28	
(g) Investments in joint ventures and associates	25.24	26.35	
(h) Financial assets			
(i) Investments	-	-	
(ii) Other financial assets	173.36	238.34	
(i) Deferred tax assets (net)	255.97	199.05	
(j) Income tax assets	18.48	-	
(k) Other non-current assets	178.38	178.87	
<b>Total non-current assets</b>	<b>10,249.09</b>	<b>11,576.68</b>	
<b>2. Current assets</b>			
(a) Inventories	18.92	21.98	
(b) Financial assets			
(i) Trade receivables	2,637.40	2,553.60	
(ii) Investments	-	114.87	
(iii) Cash and cash equivalents	664.79	563.21	
(iv) Bank balances other than (iii) above	538.11	308.60	
(v) Other financial assets	482.27	391.31	
(c) Income tax assets (net)	332.32	300.79	
(d) Other current assets	632.20	670.28	
<b>Total current assets</b>	<b>5,306.01</b>	<b>4,924.64</b>	
<b>Total assets</b>	<b>15,555.10</b>	<b>16,501.32</b>	
<b>B. Equity and liabilities</b>			
<b>Equity</b>			
(a) Equity share capital	872.67	872.67	
(b) Other equity	(7,226.98)	(5,837.89)	
(c) Non-controlling interests	760.50	824.48	
<b>Sub-total of equity</b>	<b>(5,593.81)</b>	<b>(4,140.74)</b>	
<b>Liabilities</b>			
<b>1. Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	309.73	1,053.94	
(ii) Lease Liabilities	8.08	9.89	
(iii) Other financial liabilities	496.15	499.40	
(b) Provisions	222.98	167.00	
(c) Deferred tax liabilities (net)	9.64	9.64	
(d) Other non-current liabilities	71.82	71.55	
<b>Total non-current liabilities</b>	<b>1,118.40</b>	<b>1,811.42</b>	
<b>2. Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	9,131.99	8,760.60	
(ii) Lease Liabilities	8.23	10.28	
(iii) Trade payables			
-Total outstanding dues of micro enterprises and small enterprises	355.49	334.81	
-Total outstanding dues of creditors other than micro enterprises and small enterprises	6,813.73	6,516.58	
(iv) Other financial liabilities	2,819.33	2,330.15	
(b) Other current liabilities	887.77	867.41	
(c) Provisions	13.97	10.81	
<b>Total current liabilities</b>	<b>20,030.51</b>	<b>18,830.64</b>	
<b>Total equity and liabilities</b>	<b>15,555.10</b>	<b>16,501.32</b>	



Subscribed

Subscribed  
R.T.  
M.K.



Statement of consolidated unaudited financial results for the quarter and six months ended 30 September 2022 (₹ in million except per share data)

Particulars	Quarter ended 30 September 2022	Quarter ended 30 June 2022	Quarter ended 30 September 2021	Six months ended 30 September 2022	Six months ended 30 September 2021	Year ended 31 March 2022
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
I Revenue from operations	3,416.61	3,306.82	3,626.08	6,723.43	7,210.42	14,458.53
II Other income	85.99	29.84	57.87	115.83	95.14	150.17
III Total revenue (I+II)	3,502.60	3,336.66	3,683.95	6,839.26	7,305.56	14,608.70
IV Expenses						
Purchases of stock-in-trade	0.00	0.04	0.36	0.04	3.19	4.97
Pay channel costs	1,860.97	1,795.78	1,902.03	3,656.75	3,828.55	7,529.25
Employee benefits expense	168.50	162.53	183.22	331.03	353.43	696.95
Finance costs	288.07	301.74	313.60	589.81	616.95	1,203.98
Depreciation and amortisation expenses	778.94	789.80	804.90	1,568.74	1,595.34	3,307.09
Other expenses	1,070.69	1,060.72	1,077.52	2,131.41	2,056.22	4,366.63
Total expenses (IV)	4,167.17	4,110.61	4,281.63	8,277.78	8,453.67	17,108.87
V Loss for the period before tax and share of loss in associates and joint ventures and exceptional items (III-IV)	(664.57)	(773.95)	(597.68)	(1,438.52)	(1,148.11)	(2,500.17)
VI Share of loss of associates and joint ventures	0.10	(1.21)	(1.49)	(1.11)	(2.53)	(3.83)
VII Loss before exceptional items and tax (V+VI)	(664.47)	(775.16)	(599.17)	(1,439.63)	(1,150.64)	(2,504.00)
VIII Exceptional items	-	-	17.22	-	17.22	85.90
IX Loss before tax (VII-VIII)	(664.47)	(775.16)	(616.39)	(1,439.63)	(1,167.86)	(2,589.90)
(1) Current tax	45.61	26.37	30.85	71.98	63.52	100.51
(2) Deferred tax	(28.53)	(28.40)	(12.37)	(56.92)	(29.06)	(80.70)
X Total tax expense (1+2)	17.08	(2.03)	18.48	15.06	34.46	19.81
XI Loss for the period (IX-X)	(681.55)	(773.13)	(634.87)	(1,454.69)	(1,202.32)	(2,609.71)
XII Other comprehensive income:						
Items that will not be reclassified to profit or loss	0.80	0.80	(0.78)	1.60	(1.56)	5.52
Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-	-	-
Total comprehensive loss for the period	(680.75)	(772.33)	(635.65)	(1,453.09)	(1,203.88)	(2,604.19)
Net loss attributable to:						
A Owners of the parent	(660.50)	(729.73)	(600.24)	(1,390.24)	(1,174.56)	(2,523.44)
B Non-controlling interest	(21.05)	(43.40)	(34.62)	(64.45)	(27.76)	(86.27)
Other comprehensive loss attributable to:						
A Owners of the parent	0.57	0.57	(0.96)	1.14	(1.93)	3.76
B Non-controlling interest	0.23	0.23	0.18	0.46	0.37	1.75
Total comprehensive loss attributable to:						
A Owners of the parent	(659.93)	(729.16)	(601.20)	(1,389.10)	(1,176.49)	(2,519.68)
B Non-controlling interest	(20.82)	(43.17)	(34.44)	(63.99)	(27.39)	(84.52)
XIII Paid-up equity share capital (Face value ₹ 1/- per share)	872.05	872.05	872.05	872.05	872.05	872.05
XIV Other equity						(5,837.89)
XV Loss per equity share (of ₹ 1/- each)						
-Basic and diluted	(0.78)	(0.89)	(0.73)	(1.67)	(1.38)	(2.99)

See accompanying notes to the financial results



Subscribed

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Consolidated Cash Flow Statement		(₹ in million)	
	Six months ended 30 September 2022 (Unaudited)	Six months ended 30 September 2021 (Unaudited)	
<b>A. CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Loss before tax	(1,439.63)	(1,167.86)	
<b>Adjustment for:</b>			
Depreciation and amortisation expenses	1,568.74	1,595.34	
Interest income on bank deposits	(28.01)	(21.80)	
Excess provisions written back	(78.00)	(28.15)	
Share of loss of associates and joint ventures	1.11	2.53	
Loss on sale of property, plant and equipment, and other intangible assets (net)	9.99	14.40	
Profit on sale of Investments	-	588.07	
Interest expense for borrowings at amortised cost	550.66	0.82	
Interest expense on lease liabilities	1.02	26.29	
Bad debts written off	3.37	0.60	
Unrealised foreign exchange loss	(0.41)	42.03	
Expected credit losses on trade receivables	67.95	-	
Exceptional items	-	17.22	
<b>Operating profit before working capital changes</b>	<b>656.80</b>	<b>1,069.49</b>	
<b>Adjustments for movement in:</b>			
Trade receivables	(155.12)	(399.95)	
Other financial assets	(93.64)	(139.70)	
Other current and non-current assets	38.28	50.29	
Inventories	3.06	(0.47)	
Other financial liabilities	(3.97)	(85.09)	
Provisions	60.74	21.33	
Other current and non-current liabilities	20.63	84.36	
Trade payables	395.85	634.65	
<b>Cash generated from operations</b>	<b>922.64</b>	<b>1,234.91</b>	
Income taxes (paid)	(121.98)	(25.11)	
<b>Net cash flows generated from operating activities</b>	<b>800.65</b>	<b>1,209.80</b>	
<b>B. CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Purchase of property, plant and equipment, and intangibles assets	(228.00)	(922.98)	
Proceeds from sale of property, plant and equipment	4.31	2.08	
Proceeds from sale/purchase of investments (non-current, financial assets)	114.87	(260.63)	
Interest received on bank deposits	27.46	18.68	
Investment in bank deposits	(164.80)	-	
Maturity of/(Investment in) margin money deposits (net)	3.49	(57.89)	
<b>Net cash flow used in investing activities</b>	<b>(242.67)</b>	<b>(1,220.74)</b>	
<b>C. CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Movement in borrowings(net)	(372.81)	(36.62)	
Payment of lease liabilities	(4.88)	2.21	
Interest paid	(78.71)	(119.87)	
<b>Net cash flow used in financing activities</b>	<b>(456.40)</b>	<b>(154.28)</b>	
<b>Net increase in cash and cash equivalents</b>	<b>101.58</b>	<b>(165.23)</b>	
Cash and cash equivalents at the beginning of the period	563.21	1,114.03	
Cash and cash equivalents at the end of the period	<b>664.79</b>	<b>948.80</b>	
<b>Notes :</b>			
a. Cash and cash equivalents include:			
Cash on hand	48.06	28.63	
Balances with banks on current accounts	466.06	276.10	
Cheques and drafts on hand	6.63	41.14	
Deposits with original maturity of upto three months	144.04	602.93	
	<b>664.79</b>	<b>948.80</b>	
b. The above cash flow statement has been prepared under the "Indirect Method" as set out in Indian Accounting Standard 7 (Ind AS-7) on "Statement of Cash Flows".			

*M. K. S. L.*  
*M. K.*



*Susanta K. S.*

**SITI NETWORKS LIMITED**

Regd. Office: Unit No. 38, 1st Floor, A Wing, Madhu Industrial Estate, P. B. Marg, Worli, Mumbai-400013

Website: www.sitinetworks.com

CIN L64200MH2006PLC160733

**Notes:-**

- 1 SITI Networks Limited ('the Company' or 'the Holding Company'), its subsidiaries, associates and joint ventures (collectively referred to as 'the Group') predominantly operate in a single business segment of cable and broadband distribution only in India. The aforesaid is in line with the way operating results are reviewed and viewed by the chief operating decision maker(s) and hence, there are no additional disclosures required to be furnished in terms of Indian Accounting Standard 108 - Operating Segments.
- 2 The standalone and consolidated financial results for the quarter and six months ended 30 September 2022 have been reviewed by the Audit Committee and approved by the Company's Board of Directors in their respective meetings held on 10 November 2022.
- 3 The above results have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 and as per the presentation requirements of SEBI Circular CIR/CFD/FAC/62/2016 dated 05 July 2016 and other accounting principles generally accepted in India.
- 4 The statutory auditors have carried out limited review of these standalone and consolidated financial results for the quarter and six months ended 30 September 2022 and have expressed a modified review conclusion on these results.
- 5 The Company/the Group continued to incur losses during the quarter and six months ended 30 September 2022 and had negative working capital as at 30 September 2022. The Company/the Group also has negative net worth as at 30 September 2022. As at 30 September 2022, there are instances of delays in payments of obligations and borrowings, but in view of the management, the expected revenue growth and expected improvement in operating margin due to introduction of new revenue streams and several cost reduction initiatives which is likely to result in reasonable improvement in the profitability of the company. Besides this, the Company continues its endeavor to secure additional funds and is in constant dialogue with the lenders for finalizing the debt restructuring proposal. Further, the Company is under discussion with its partners for consolidation of operations in East India to attain the benefits of economies of scale and operational efficiencies, accordingly, these standalone/ consolidated financial results for the quarter and six months ended 30 September 2022 continue to be prepared on a going concern basis in view of the above.
- 6 As on 30 September 2022, the Holding Company as well as some of the subsidiaries has defaulted in repayment of their loans to lenders. In view of aforementioned ongoing discussions with the lenders, inter alia, for reducing existing interest rates, additional interest levied, if any, has not been provided for.
- 7 Exceptional items in the standalone and consolidated financial results include the following:

a) Exceptional items, for the quarter and six months ended 30 September 2021 for ₹ 17.22 million pertains to the write off of old indirect tax balances not utilised by the company.

b) During the quarter and six months ended 30 September 2021, the management, in view of prevailing COVID-19 situation and considering other factors, assessed the likelihood of recovery of certain balances from a related party and has provided for an amount of ₹ 40.00 million which is doubtful for recovery.

The total impact of 7(a) and 7(b) above on the standalone financial results for the quarter and six months ended 30 September 2021 amounts to ₹ 57.22 million, and the impact on the consolidated financial results for the quarter and six months ended 30 September 2021 amounts to ₹ 17.22 million respectively.

- 8 For the quarter ended 30 June 2022, for quarter and six months ended 30 September 2022, for quarter and six months ended 30 September 2021 and for year ended 31 March 2022, the 'subscription income' included in the 'Revenue from Operations' in these financial results, inter alia, includes the amounts payable to the broadcasters towards their share in relation to the pay channels subscribed by the customers. The aforementioned corresponding amounts (i.e. the broadcasters' share) has also been presented as an expense in these financial results. The said amounts are ₹ 790.96 million, ₹ 839.54 million, ₹ 1,630.50 million, ₹ 837.28 million, ₹ 1,694.48 million and ₹ 3,369.65 million for the quarter ended 30 June 2022, for quarter and six months ended 30 September 2022, for quarter and six months ended 30 September 2021 and for year ended 31 March 2022 respectively in the standalone financial results and ₹ 1,795.78 million, ₹ 1,860.97 million, ₹ 3,656.75 million, ₹ 1,902.03 million, ₹ 3,828.55 million and ₹ 7,529.25 million for the quarter ended 30 June 2022, for quarter and six months ended 30 September 2022, for quarter and six months ended 30 September 2021 and for year ended 31 March 2022 respectively in the consolidated financial results respectively.

Had these expenses been disclosed on net basis, the 'Revenue from Operations' and the 'Pay channel costs' each would have been lower by ₹ 790.96 million, ₹ 839.54 million, ₹ 1,630.50 million, ₹ 837.28 million, ₹ 1,694.48 million and ₹ 3,369.65 million for the quarter ended 30 June 2022, for quarter and six months ended 30 September 2022, for quarter and six months ended 30 September 2021 and for year ended 31 March 2022 respectively in the standalone financial results, and ₹ 1,795.78 million, ₹ 1,860.97 million, ₹ 3,656.75 million, ₹ 1,902.03 million, ₹ 3,828.55 million and ₹ 7,529.25 million for the quarter ended 30 June 2022, for quarter and six months ended 30 September 2022, for quarter and six months ended 30 September 2021 and for year ended 31 March 2022 respectively in the consolidated financial results respectively, though there would have been no impact on the net loss for the quarter and period then ended.

- 9 (a) HDFC Limited has filed application against the Company under section 7 of the Insolvency and Bankruptcy Code, 2016 before National Company Law Tribunal ('NCLT'), Mumbai for initiation of corporate insolvency resolution process on the ground that the Company has defaulted in making repayment of ₹ 2,960.60 million. Application was registered by NCLT on 25 March 2022. On 29 June 2022, HDFC Limited has assigned the loan to Assets Care and Reconstruction Enterprise Limited and in the previous hearing, Assets Care and Reconstruction Enterprise Limited has filed application for substitution of its name and NCLT has reserved its order for substitution. Next date of hearing is 15 November 2022 for further proceedings.
  - (b) IndusInd Bank Limited has application filed against the Company under section 7 of the Insolvency and Bankruptcy Code, 2016 before National Company Law Tribunal ('NCLT'), Mumbai for initiation of corporate insolvency resolution process on the ground that the Company has defaulted in making repayment of ₹ 1,488.29 million. Application was registered by NCLT on 06 June 2022. Respondent had filed reply against application filed by the petitioner. As per direction of the NCLT, IndusInd Bank has filed an additional affidavit along with documents. Next date of hearing is 22 November 2022 for further proceedings.
  - (c) IndusInd Bank Limited has filed application under Recovery of Debt and Bankruptcy Act 1993 against the Company before Debt Recovery Tribunal, Lucknow for recovery of its outstanding loans of ₹ 1,488.29 million on 05 August 2022. Written statement has been filed by the Company against which rejoinder has been filed by IndusInd Bank Limited. Next date of hearing is 22 November 2022 for further proceedings.
- 10 Star India Private Limited has disputed the incentive invoices of the subsidiary company w.e.f. February 2021 aggregating to ₹ 148.10 million against bills raised on the alleged ground of violation of the incentive Agreement and has withheld the payment of incentive payments to the subsidiary company. Being aggrieved, the subsidiary company has filed a petition before the TDSAT against Star India Private Limited. In an interim relief, TDSAT has ordered withholding part-payment to Star India Private Limited against their dues on account of "Pay Channel cost" towards incentive payments to the subsidiary company. TDSAT has also prima facie upheld the contention of the subsidiary company. However, the outcome of the dispute is dependent on the final Order of TDSAT. The subsidiary company is of the view that no provision is required in the books in respect of the Incentive receivable by the subsidiary company and accordingly has not made any provision in its accounts.
  - 11 Previous period figures have been re-grouped / reclassified wherever necessary to conform to current period's classification.

Place : Noida  
Date : 10 November 2022



For and on behalf of the Board of Directors of  
SITI Networks Limited

Suresh Arora  
Whole Time Director

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Chartered Accountants

## **Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results and Year to Date Financial Results of SITI Networks Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)**

**To the Board of Directors of SITI Networks Limited**

1. We have reviewed the accompanying statement of standalone unaudited financial results ('the Statement') of SITI Networks Limited ('the Company') for the quarter and six months ended 30 September 2022 being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time.
2. The Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the accounting principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under Section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. As described in note 8 to the accompanying Statement, the Company's 'Revenue from operations' includes broadcasters' share in subscription income from pay channels, which has correspondingly been presented as an expense which is not in accordance with the requirements of Ind AS 115, 'Revenue from contracts with customers. Had the management disclosed the same on net basis, the 'Revenue from Operations' and the 'Pay channel, carriage sharing and related costs' each would have been lower by ₹ 839.54 million and ₹ 1,630.50 million for the quarter and six months ended 30 September 2022 respectively, while there would have been no impact on the net loss for the quarter and six months ended 30 September 2022.

Our reports on the standalone financial results for the quarter and six months ended 30 September 2021, quarter ended 30 June 2022 and year ended 31 March 2022 were also qualified with respect to this matter.



# DNS & Associates

## Chartered Accountants

5. Based on our review conducted as above except for the effects/possible effects of the matter described in previous section nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. We draw attention to note 5 to the accompanying Statement, which indicates that the Company has incurred a net loss (including other comprehensive income/loss) of ₹ 649.49 million and ₹ 1,290.45 million during the quarter and six months ended 30 September 2022 respectively, and as of that date, the Company's accumulated losses amount to ₹ 24,726.64 million resulting in a negative net worth of ₹ 7,791.29 million and its current liabilities exceeded its current assets by ₹ 14,767.57 million resulting in negative working capital. Further, as at 30 September 2022, there are delays/default in repayment of obligations and borrowings. The above factors along with other matters as set forth in note 5, indicate a material uncertainty, which may cast significant doubt about the Company's ability to continue as a going concern. However, basis the ongoing discussion with the lenders of the Company, expected revenue growth, cost reduction initiatives and other factors mentioned in aforesaid note to the Statement, the management is of the view that going concern basis of accounting is appropriate for preparation of these results. Our opinion is not modified in respect of this matter.

**For DNS & Associates**

Chartered Accountants

Firm Registration No: 006956C



**Ankit Marwaha**

Partner

Membership No. 518749

UDIN: 22518749BCTBLU5101



**Place:** Noida

**Date:** 10 November 2022

# DNS & Associates

Chartered Accountants

## **Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results and Year to Date Financial Results of Siti Networks Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)**

### **To the Board of Directors of SITI Networks Limited**

1. We have reviewed the accompanying statement of unaudited consolidated financial results ('the Statement') of SITI Networks Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), its associates and joint ventures (refer Annexure 1 for the list of subsidiaries, associates and joint ventures included in the Statement) for the quarter and six months ended 30 September 2022 being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time.
2. This Statement, which is the responsibility of the Holding Company's management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143 (10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



# DNS & Associates

## Chartered Accountants

We also performed procedures in accordance with the SEBI Circular CIR/CFD/CMD1/44/2019 dated 29 March 2019 issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), to the extent applicable.

4. As described in note 8 to the accompanying Statement, the Group's 'Revenue from Operations' includes broadcasters' share in subscription income from pay channels, which has correspondingly been presented as an expense which is not in accordance with the requirements of Ind AS-115, 'Revenue from contracts with customers. Had the management disclosed the same on net basis, the 'Revenue from Operations' and the 'Pay channel, carriage sharing and related costs' each would have been lower by ₹ 1,860.97 million and ₹ 3,656.75 million respectively for the quarter and six months ended 30 September 2022, while there would have been no impact on the net loss for the quarter and six months ended 30 September 2022.

Further, with respect to the above matter, qualification have been given by other firms of Chartered Accountants vide their review reports dated 07 November 2022, 08 November 2022 and 09 November 2022 on the quarterly and year to date financial results of the subsidiaries of the Holding Company, namely, Siti Prime Uttranchal Communication Private Limited, Central Bombay Cable Network Limited, Indian Cable Net company Limited, Siti Jind Digital Media Communications Private Limited, Siti Saistar Digital Media Private Limited, Siti Vision Digital Media Private Limited and Siti Siri Digital Network Private Limited respectively, and is reproduced by us as under, with the aggregate amount pertaining to such subsidiaries, as also included in the above paragraph:

The company's/group's 'Revenue from Operations' includes broadcasters' share in subscription income from pay channels, which has correspondingly been presented as an expense for the above-mentioned subsidiaries which is not in accordance with the requirements of Ind AS-115, 'Revenue from contracts with customers. Had the management disclosed the same on net basis, the 'Revenue from Operations' and the 'Pay channel costs' each would have been lower by ₹ 1,023.42 million and ₹ 2,029.62 million for the quarter and six months ended 30 September 2022 respectively, while there would have been no impact on the net loss for the quarter ended 30 September 2022.

Our reports on the consolidated financial results for the quarter and six months ended 30 September 2021, quarter ended 30 June 2022 and year ended 31 March 2022 were also qualified with respect to this matter.



# DNS & Associates

## Chartered Accountants

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and upon consideration of the review reports of the other auditors referred to in paragraph 7 below, except for the effects of the matter described in previous sections, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. We draw attention to note 5 to the accompanying Statement, which indicates that the Group has incurred a net loss of (including other comprehensive income) ₹ 680.75 million and ₹ 1,453.09 million during the quarter and six months ended 30 September 2022 respectively, and as of that date, the Group's accumulated losses amount to ₹ 23,289.79 million resulting in a negative net worth of ₹ 5,593.81 million and its current liabilities exceeded its current assets by ₹ 14,724.50 million resulting in negative working capital. As at 30 September 2022, there are delays/ defaults in repayment of obligations and borrowings. The above factors along with other matters as set forth in note 5 indicate a material uncertainty, which may cast significant doubt about the Group's ability to continue as a going concern. However, basis the, ongoing discussion with the lenders of the Holding Company, expected revenue growth, cost reduction initiatives and other factors mentioned in the aforesaid note to the Statement, the management is of the view that going concern basis of accounting is appropriate for preparation of these results. Our conclusion is not modified in respect of this matter.
7. We did not review the interim financial results of twenty subsidiaries included in the Statement, whose financial information reflects total assets of ₹ 11,279.55 million as at 30 September 2022, total revenues of ₹ 2,211.33 million and ₹ 4,308.11 million, total net loss after tax of ₹ 126.14 million and ₹ 260.03 million and total comprehensive loss of ₹ 116.96 million and ₹ 241.74 million for the quarter and six months ended on 30 September 2022 respectively, and cash flows (net) of ₹ 36.43 million for the six months ended 30 September 2022, as considered in the Statement. The Statement also includes the Group's share of net profit after tax of ₹ 0.10 million and net loss after tax of ₹ 1.11 million and total comprehensive income of ₹ 0.10 million and total comprehensive loss of ₹ 1.11 million, for the quarter and six months ended on 30 September 2022, respectively, as considered in the Statement, in respect of one associate and two joint ventures, whose interim financial results have not been reviewed by us. These interim financial results have been reviewed by other auditors whose review reports have been furnished to us by the management, and our conclusion in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, associates and joint ventures is based solely on the review reports of such other auditors and the procedures performed by us as stated in paragraph 3 above. Our conclusion is not modified in respect of this matter with respect to our reliance on the work done by and the reports of the other auditors.



# DNS & Associates

Chartered Accountants

**For DNS & Associates**

Chartered Accountants

Firm Registration No: 006956C



**Ankit Marwaha**

Partner

Membership No. 518749

UDIN: 22518749BCTBWB8280



**Place:** Noida

**Date:** 10 November 2022

# DNS & Associates

## Chartered Accountants

### Annexure 1

#### List of entities included in the Statement

Name of Related Party	Relation
Central Bombay Cable Network Limited	Subsidiary Company
Indian Cable Net Company Limited	Subsidiary Company
Siti Broadband Services Private Limited	Subsidiary Company
Siti Cable Broadband South Limited	Subsidiary Company
Siti Faction Digital Private Limited	Subsidiary Company
Siti Global Private Limited	Subsidiary Company
Siti Guntur Digital Network Private Limited	Subsidiary Company
Siti Jai Maa Durgee Communications Private Limited	Subsidiary Company
Siti Jind Digital Media Communications Private Limited	Subsidiary Company
Siti Jony Digital Cable Network Private Limited	Subsidiary Company
Siti Karnal Digital Media Network Private Limited	Subsidiary Company
Siti Krishna Digital Media Private Limited	Subsidiary Company
Siti Networks India LLP	Subsidiary Company
Siti Prime Uttaranchal Communication Private Limited	Subsidiary Company
Siti Sagar Digital Cable Network Private Limited	Subsidiary Company
Siti Saistar Digital Media Private Limited	Subsidiary Company
Siti Siri Digital Network Private Limited	Subsidiary Company
Siti Vision Digital Media Private Limited	Subsidiary Company
Variety Entertainment Private Limited	Subsidiary Company
E-Net Entertainment Private Limited	Step Subsidiary Company
Indinet Service Private Limited	Step Subsidiary Company
Master Channel Community Network Private Limited	Subsidiary Company
Meghbela Infitel Cable & Broadband Private Limited	Step Subsidiary Company
Siti Maurya Cable Net Private Limited	Step Subsidiary Company
Paramount Digital Media Services Private Limited	Joint Venture
Wire And Wireless Tisai Satellite Limited	Joint Venture
C&S Medianet Private Limited	Associate Company