Subhash C. Gupta & Co.

CHARTERED ACCOUNTANTS

B-3/1, First Floor, Rajouri Garden, New Delhi-110027 Tel. 45056702 · Telefax : 25458346

E-mail: subhashgupta@vsnl.com cascg@airtelmail.in

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF Siti Siri Digital Network Pvt. Ltd. (formerly known as Siri Digital Network Pvt. Ltd.)

Report on the Standalone Financial Statements

1. We have audited the accompanying standalone financial statements of Siti Siri Digital Network Pvt. Ltd. (formerly known as Siri Digital Network Pvt. Ltd.) ("the Company"), which comprise the Balance Sheet as at 31st March 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

2. 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 to give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

- 3. Our responsibility is to express an opinion on these standalone financial statements based on our audit.
- 4. We have taken into account the provisions of the Act and the Rules made thereunder including the accounting standards and matters which are required to be included in the audit report.
- 5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require



that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

- 6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.
- 7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

8. 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 31st March 2016, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- 9. As required by 'the Companies (Auditor's Report) Order, 2016, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the **Annexure A** a statement on the matters specified in paragraphs 3 and 4 of the Order.
- 10. 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 accounts 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, and the Cash Flow Statement 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 31st March 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2016 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 B.
- (g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:
- i. The Company has disclosed the impact, if any, of pending litigations as at 31st March 2016 on its financial position in its standalone financial statements Refer Note no. 1.2- f of the additional notes 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;
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Subhash C. Gupta & Co.

Chartered Accountants
Firm's Registration No.: 004103N

(Partner)

Membership No.: 504435

Place: New Delhi Date: 20.05.2016

Annexure A to Independent Auditors' Report

Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of Siti Siri Digital Network Pvt. Ltd. (formerly known as Siri Digital Network Pvt. Ltd.) on the standalone financial statements for the year ended 31st March 2016

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets except for Set Top Boxes capitalized/installed at customer premises.
 - (b) According to the information and explanations given to us the fixed assets (other than Set top boxes installed at customer premises and those in transit or lying with the distributors/cable operators and distribution equipment comprising overhead and underground cables physical verification of which is infeasible owing to the nature and location of these assets) have been physically verified by the management during the year in a phased periodical manner which, in our opinion, is reasonable, having regard to the size of the Company and nature of the assets. No material discrepancies were noticed on such verification.
 - (c) Since the company does not own any immovable properties the provisions of the said clause of the Order are not applicable.
- (ii) The company does not have any inventory. Accordingly, the provisions of clause 3(ii) of the Order are not applicable.
- (iii) The Company has not granted any loans, Secured or unsecured to companies, firms or other parties covered in the register maintained under Section 189 of the Act.
- (iv) The Company has not granted any loans, made any investments nor provided any guarantee or security during the year accordingly the provisions of the said clause of the Order are not applicable.
- (v) To the best of our knowledge & according to the information and explanations given to us the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) To the best of our knowledge and belief, the Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's products/ services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.

- (vii)(a) To the best of our knowledge and according to the information and explanations given to us the Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they become payable except in case service tax and TDS where there are considerable delays.
 - (b) There are no dues in respect of income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax and cess that have not been deposited with the appropriate authorities on account of any dispute.
- (viii) The company has not made any defaults in repayment of dues to a financial institution or bank or debenture holders.
- (ix) As per the information and explanation provided to us moneys raised by way of debt instruments and term loans were applied for the purposes for which those are raised.
- (x) Based upon the audit procedures performed for the purpose of reporting true and fair view of the financial statement and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.
- (xi) No managerial remuneration has been paid or provided by the company during the year accordingly the provisions of clause 3(xi) of the order are not applicable.
- (xii) Since the company is not a Nidhi company the provisions of clause 3(xii) of the order are not applicable.
- (xiii) As per the information and explanation provided to us, all the transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.
- (xiv) The company has raised the money through optionally convertible debentures during the year. To the best of our knowledge & according to the information and explanations given to us the Company has complied the requirement of Section 42 of the Companies Act, 2013 and the amount raised have been used for the purposes for which the funds were raised.



- (xv) According to the information and explanation provided to us the company has not entered into any non-cash transactions with directors or persons connected with him during the year accordingly the provisions of clause 3(xv) of the order are not applicable.
- (xvi) In our opinion and according to the information and explanation provided to us the company is not required to be registered u/s 45-IA of the Reserve Bank of India Act, 1934.

For Subhash C. Gupta & Co.

Chartered Accountants

Firm's Registration No.: 004103N

(Partner)

Membership No.: 504435

Place: New Delhi Date: 20.05.2016

Annexure B to Independent Auditors' Report

Referred to in paragraph 10 (f) of the Independent Auditors' Report of even date to the members of Siti Siri Digital Network Pvt. Ltd. (formerly known as Siri Digital Network Pvt. Ltd.) on the standalone financial statements for the year ended 31st March 2016.

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls over financial reporting of Siti Siri Digital Network Pvt. Ltd. (formerly known as Siri Digital Network Pvt. Ltd.) ("the Company") as of 31st March, 2016 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

2. The Company's management is responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting 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 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 Companies Act'2013.

Auditors' Responsibility

- 3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit conducted in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
- 4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.



5. 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 over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

7. Because of the inherent limitations of internal financial controls over financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2016, based on "the internal control over financial reporting 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 issued by the Institute of Chartered Accountants of India".

For Subhash C. Gupta & Co.

Chartered Accountants

Firm's Karistration No.: 004103N

(Partner)

Membership No.: 504435

Place: New Delhi Date: 20.05.2016

SITI SIRI DIGITAL NETWORK PVT. LTD.

(Formerly Knowns as Siri Digital Network Pvt. Ltd.) **BALANCE SHEET AS AT MARCH 31,2016**

AMOUNTS IN INR

			ANIOONIS NA NA
Particulars	Notes	31-Mar-16	31-Mar-1S
I. EQUITY AND LIABILITY			
(1) Shareholder's Funds			
(a) Share Capital	2	1,00,000	1,00,000
(b) Reserves and Surplus	3	4,02,83,394	82,54,972
(4) Non-Current Liabilities			
(a) Long Term borrowings	4	76,43,60,596	1,68,02,500
(b) Deferred Tax Liability	S	1,64,27,977	30,28,375
(c) Long term provisions	6	90,994	-
(2) Current Liabilities			
(a) Trade payables	7	22,21,08,923	13,16,00,911
(b) Other current liabilities	7	3,91,42,285	3,24,90,835
(c) Short term provisions	8	1,21,63,550	8,03,030
7	otal	1,09,46,77,719	19,30,80,623
II.ASSETS			
(1) Non-current assets	İ		
(a) Fixed assets			
(i) Tangible assets	9	94,47,65,935	12,83,68,075
(ii) Capital work-in-progress		2,93,65,069	2,83,37,474
(c) Long term loans and advances	10	4,58,500	84,500
(2) Current assets			
(a) Trade Receivables	11	39,02,318	25,53,436
(b) Cash and cash equivalents	12	1,35,94,622	63,89,049
(c) Short-term loans and advances	13	10,25,91,274	2,73,48,089
т	otal	1,09,46,77,719	19,30,80,623
Significant Accounting Policies	1	-	-
Notes reffered above form integral part of the Balance Sheet			

As per our Report of even date attached

For Subhash C. Gupta & Co.

Chartered Accountants

Firm Regn, Na. 0642031

(Manoj Kulika

Partner

M. No. FCA - 50443S Dated: 20/05/2016

Place: Vijayawada

For & on behalf of Board of Directors Siti Siri Digital Network Pvt. Ltd.

A. lin Man I Jayah

Director
DIN 60098362
Name D. K. Molon Log

SITI SIRI DIGITAL NETWORK PVT LTD.

(Formerly Knowns as Siri Digital Network Pvt. Ltd.) STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2016

AMOUNTS IN INI			
Particulars	Notes	31-Mar-16	31-Mar-15
Continuing Operations			
Income			
Revenue from operations	14	42,01,74,855	4,75,64,031
Other Income	15	30,966	1,308
Total Revenue (I)		42,02,05,821	4,75,65,339
Expenses			
Carriage Sharing, Pay Channel and related costs	16	30,39,51,392	3,15,53,929
Employees Benefit expenses	17	17,99,907	3,46,263
Financial costs	18	5,62,807	40,727
Depreciation and amortization expense	19	5,04,37,420	16,30,228
Other expenses	20	44,56,046	20,36,055
Total Expenses (II)		36,12,07,572	3,56,07,202
Profit before exceptional and extraordinary items and tax Exceptional items	(1 - 11)	5,89,98,249	1,19,58,137 -
Profit before tax		5,89,98,249	1,19,58,137
Tax expense:			
(1) Current tax		1,20,98,047	6,63,066
(2) Previous Year Tax	1	14,72,178	-
(2) Deferred tax		1,33,99,602	30,28,375
Total Profit/(Loss) for the period		3,20,28,422	82,66,696
Earning per equity share:			
(1) Basic		3,202.84	826.67
(2) Diluted		3,202.84	826.67
Significant Accounting Policies	1		
Notes reffered to above form integral part of the Statement	of Profit & Lo	ss	

As per our Report of even date attached

For Subhash C. Gupta & Co.

Chartered Accountants

Firm Regn. Noc @04103N

(Manoj Kun

Partner

M. No. FCA - 504435 Dated: 20/05/2016

Place: Vijayawada

For & on behalf of Board of Directors Siti Siri Digital Network Pvt. Ltd.

Director DIN 000 98 362

Name Dk. Mohan Roa

SITI SIRI DIGITAL NETWORK PVT. LTD. FORMERLY KNOWN AS SIRI DIGITAL NETWORK PVT. LTD. CASH FLOW STATEMENT

CASH FLOW STATEMENT		T
PARTICULARS	Year ended	Year ended
	March 31 ,2016	March 31 ,2015
A CASH FLOW FROM OPERATING ACTIVITIES	Amount in Rs.	Amount in Rs.
Net Income / (Loss) before Tax	5,89,98,249	1,19,58,137
Adjustments for :	3,03,30,243	1,13,30,137
Depreciation	5,04,37,420	16,30,228
Loss(profit) on sale /disposal of assets	3,01,37,120	10,50,220
Provision for Doubtful Debts	_	-
Interest Expense	5,62,807	40,727
Income Tax paid	-	-
Provision for Taxation including Deferred Tax	(2,69,69,827)	(36,91,441)
Prior period Adjustment	(2,23,25,22.)	(22,52,112,
Taxes Paid		-
Operating Profit before working capital changes	8,30,28,648	99,37,651
Increase in Trade Receivables	(13,48,882)	
Decrease(Increase) in Long Terms L&A and Other non current assets	(3,74,000)	
Decrease(Increase) in Short Terms L&A and Other current assets	(7,52,43,185)	
Increase(Decrease) in Long Terms liabilities and provisions	1,34,90,596	30,28,375
Current Liabilities and Provisions	10,85,19,983	15,42,07,756
Net Cash Flow from Operating Activities	12,80,73,160	13,80,94,893
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(96 69 35 391)	(12 00 00 021)
	(86,68,35,281)	
Capital Work in progress sale of Fixed Assets	(10,27,595)	(2,83,37,474)
Net Cash utilised in Investing Activities	(86,78,62,876)	(15,73,27,395)
Net Cash uthised in Thresting Activities	(86,76,62,876)	(15,73,27,395)
C CASH FLOWS FROM FINANCING ACTIVITIES		
Interest paid (Net)	(5,62,807)	
Proceeds from Long Term borrowings	74,75,58,096	1,65,52,500
Procceds from Share Application Money	-	-
Proceeds from Issue of Share Capital		-
Net Cash provided by Financing Activities	74,69,95,289	1,65,11,773
Net Increase in cash and cash equivalents during the year	72,05,573	(27,20,729)
cash and cash equivalents at beginning of year	63,89,049	91,09,778
Cash and Cash Equivalents at end of the Year	1,35,94,622	63,89,049
Note:		
1 Component of Cash & cash Equivalents at the end of year		į
Cash in hand	9,37,799	13,55,175
Cheques in hand		-
Balances with Scheduled Banks in Current Accounts FDR's with Bank	1,26,56,823	50,33,874
FDK 5 WILL DOLLK	1,35,94,622	63,89,049

As per our report of even date For Subhash C. Supta & Co. Firm Regress Accountants

Manoj Kubier Partner Membership No.: 504435

Place : Vijayawada Date : 20105/2016 For Siti Siri Digital Network Pvt. Ltd.

J. Im Manh

Director DIN 00098362 Name D. K. Mohan Rog

Director 359319

SITI SIRI DIGITAL NETWORK PVT. LTD. (Formerly knowns as Siri Digital Network Pvt. Ltd.)

NOTES TO THE BALANCE SHEET AS AT MARCH 31, 2016

Note-1

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS

1.1 SIGNIFICANT ACCOUNTING POLICIES

a. Accounting Convention

The financial statements are prepared on going concern basis in accordance with Generally Accepted Accounting Principles in India (Indian GAAP). GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 (Act) read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified). The financial statements have been prepared on accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those of previous year.

b. Fixed Assets

Fixed Assets are stated at cost of acquisitions less depreciation and impairment losses if any. Cost of acquisitions comprises the purchase price and any attributable cost of bringing the assets to its working condition for its intended use.

Set top boxes intented to be provided to subscribers are treated as part of capital work in progress till at the end of the month of activation thereof.

c. Depreciation

The company has adopted Schedule II to the Companies Act, 2013, for depreciation purposes. The company has not identifying components of fixed assets separately for depreciation purposes; rather, a single useful life/depreciation rate was used to depreciate each item of fixed asset as mentioned delow:

Type of assets	Useful Life (Years)
Computers	3.00
Digital Equipment	8.00
Office Equipments	5.00
Set-Top-Boxes	8.00
Furniture and fixtures	10.00
Vehicle	8-10 Year

d. Taxation on Income

Income Tax expenses comprises of current tax expense and deferred tax expense or credit

Provision for current tax is made in accordance with the provisions of Income Tax Act, 1961. Deferred Tax is recognised for timing differences between taxable income and accounting Income that originate in one period and capable of reversal in one or more subsequent period.

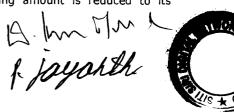
e. Revenue recognisation

- a.) Subscription revenue and other service revenue are recognised on completion of services.
- b.) Activation charges on Set top boxes (STB) is recognised as revenue on activation of the related boxes.
- c.) Carriage fees are recognised on accrual basis over the terms of related agreements.

f. Impairment of Assets

The carrying amounts of assets are reviewed at each balance sheet date. Impairment of Assets is recognised when there is an indication of Impairment and on such indication the recoverable amount of the assets is estimated and if such estimation is less than its carrying amount, the carrying amount is reduced to its

recoverable amount.



g. Earning Per Share:

The Basic earning per share is computed by dividing the net profit or loss attributable to the equity shareholders for the period by the weighted average number of equity shares outstanding during the reporting period. The number of shares used in computing diluted earning per share comprises the weighted average number of shares considered for deriving basic earning share, and also the weighted average number of equity shares, which may be issued on the conversion of all dilutive potential shares, unless the results would be anti dilutive.

h. Provisions

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

1.2 NOTES ON ACCOUNTS

a. Pursuant to the Accounting Standard for 'Taxes on Income' (AS-22), deferred tax liability/assets at the balance sheet date is:

	31st March, 2016	31st March, 2015
Deferred tax liability on account of difference between book		
value of depreciable assets as per books of account and		
written down value as per Income Tax	16,429,080	3,030,029
Deferred tax assets on account of disallowance under		
section 43 B or allowed on payment basis.	1,103	1,654
Net Deferred Tax Assets/(Liabilities)	(16,427,977)	(3,028,375)

b. Earning per share:

		31st March, 2016 3	31st March, 2015
a)	Profit after Tax	32,028,422	8,266,696
b)	Weighted average No. of Ordinary Shares	• •	-,,
	Basic	10,000	10,000
	Diluted	10,000	10,000
c)	Nominal Value of Ordinary Share	10	10
d)	Earning per Ordinary share considering:		
	Basic	3,202.84	826.67
	Diluted	3,202.84	826.67

c. Auditor's Remuneration (Including Legal & professional Charges)

Particulars	31st March, 2016 31st Ma	arch, 2015
Audit fees Rs.	30,000	30,000
Tax Audit Fees	5,000	-
Other Matter	-	_
(Amount are exclusive of Service Tax)		

d. Segment Reporting

Segment Reporting as required by Accounting Standard -17 issued by the Institute of Chartered Accountant of India is not applicable since the Company is in the business of providing Cable TV Services in one segment and there is no Geographical Segment.

e. Related Parties Disclosure:

List of Parties where control exists

i Holding Company

Siti Cable Network Limited (W.e.f. 02.02.2015)

ii Fellow Subsidiary Companies

Indinet Service Pvt. Ltd. (100% Subsidiary of ICNCL)
Bargachh Digital Communication N/w Pvt. Ltd.
Siti Prime Uttarane and Communication Pvt. Ltd.

SITI GLOBAL PVT. LTD. Siti Broadband Services Pvt. Ltd. Indian Cable Net Company Ltd.



Siti Jind Digital Media Communication Pvt. Ltd.
Panchsheel Digital Communication Network Pvt. Ltd.
Siti Jal Maa Durge Communications Pvt. Ltd.
Siti Bhatia Network Entertainment Private Limited
Siti Krishna Digital Media Private Limited
Siti Jony Digital Cable Network Private Limited
Master Channel Community Network Private Limited
Siti Maurya Cable Net povt. Ltd. (Subsidiary of ICNCL)
Siti Karnal Digital Media Network Pvt. Ltd.

Siti Vision Digital Media Pvt. Ltd.
Sai Star Digital Media Pvt. Ltd.
Siti Guntur Digital Network Pvt. Ltd.
Variety Entertainment Pvt. Ltd.
Wire & Wireless Tisai Satellite Ltd.
Siticable Broadband South Ltd.
Siti Faction Digital Private Limited
Central Bombay Cable Network Ltd.

iji Key Managerial Personnel

SURYANARAYANA GUDURU SURESH KUMAR KRISHAN MOHAN RAO DANDAMUDI BHARANI KUMAR DURGA ANIL KUMAR JAIN POTLURI JAYANTH-MANAGING DIRECTOR VINAY CHANDOK SAI BABU POTLURI SANJEEV TONDON

v Associate Person

3 Way Cable Communications Pvt Ltd.
Singareni Home Entertainment Pvt. Ltd.
Mega Satellite Services Private Limited
Sri Lakshmi Saritha
Sri Uday Satvision Pvt Ltd
The Gudiwada Communication
Dowleswaram Communication
Sity Digital Network
City Cable Network

9 Star Digital Cable Network Lotus Broadband Private Limited City Cable Network Sri Vaishnavi Communication Sri Vaenketeswara Star Sri Srinivasa cable TV N/w 21 Century Cable N/w Pvt Ltd Divya Cable Network

Transactions with:

Divya Digital Network

Holding Company	31st March, 2016	31st March, 2015
Purchase-Set Top Boxes	843,144,479	109,514,774
Reimburshment of Exp.	3,593,635	-
Management Charges paid	90,000,000	30,000,000
OCD Issued	744,900,000	<u>-</u>

Fellow Subsidiary Companies Variety Entertainment Byt Ltd

Variety Entertainment Pvt. Ltd. Management Charges paid	183,600,000	-
With Key Managerial Personnel	31st March, 2016	31st March, 2015
Professional Charges	700,000	500,000
Rent Paid	720,000	600,000
Loan Received	7,900,000	16,802,500
Loan repaid	6,800,000	250,000
With Associate Persons		
Digital Service Charges received	27,000,000	1,825,608
Advance Received	3,000,000	19,890,000
Advance repaid	14,800,000	3,690,000
Internet Charges	53,400	· · -
Bandwidth/other Charges received	30,963,327	1,012,850
Balance Outstanding as on 31 Sundry Creditors	.03.2016:	
Siti Cable Network Limited	18,508	128,987,774
	206,550,000	120,967,774
Variety entertainment Pvt Ltd	200,330,000	-
Loan/Advance Payable	744 000 000	
OCD amount payable to SCNL	744,900,000	16 803 500
POTLURI JAYANTH	10,002,500	16,802,500
D.K. Mohan	7,900,000	-

2,900,000



	3 Way Cable Communications Pvt Ltd.	-	9,700,000
	Singareni Home Entertainment Pvt. Ltd	5,000,000	5,000,000
	Mega Satellite Services Private Limited		5,000,000
	Sundry Debtors		
	Recoverable from associates	3,447,292	1,046,284
	payable to associates	193,426	•
	Rent Payable:	·	
	Mr. Jayant P.	-	54,000
f.	Other Particulars	31st March, 2016	31st March, 2015
	Earnings in Foreign Exchange	Nil	Nil
	CIF Value of Imports	1,334,000	25,501,160
	Expenditure in Foreign Currency	Nil	Nil
	Contingent Liabilities		
	Vat Demand	46,919,520.00	-
	•	Amount Not Ascertained	Amount Not
	Other Legal Matter, if any		Ascertained
	Estimated amount of contracts	-	6,294,190
	remaining to be executed on		0,25.,150
	capital account (Net of Advances)		

- **g.** Figures for the previous year have been regrouped / rearranged / recast whenever necessary to confirm for comparison purpose.
- **h.** In the opinion of the Board of Directors the current assets , loan & advances shown in the Balance Sheet as at 31.03.2016 are considered good and fully recoverable , except other wise stated and provision for all known liabilities is made in the accounts.
- i. Sundry Creditors, Sundry Debtors, Unsecured Loans, Expenses Recoverable/payable & other loans & Advances are subject to confirmation and reconciliation from parties.
- j. Information required as per the Micro, Small and Medium Enterprises Development Act, 2006 small Scale Industries.

The Company has identified Micro, Small and Medium Enterprises on the basis of information available. As at March 31, 2016 there are no dues to Micro, Small and Medium Enterprises that are reportable under the MSMED Act, 2006.

- I. The company has calculated the benefits provided to employees as per accounting standards 15, are as under **Defined Benefit Plans**
 - a.) Gratuity Plan
 - b.) Leave Encashment

In accordance with Accounting Standards 15 (Revised), the acturial valuation carried out in respect of the

Acturial Assumption	Leave Encashment	Employee Gratuity Fund
Discount Rate (Per annum) Rate of Increase in compensation levels Expected Rate of return on plan assets Expected Average remaining working lives of employees	8.00% 5.00% - 32.30	0.0070

Change in obligation during the year ended 31st March, 2016

Present Value of obligation as at 31st March, 2015

Acquisition adjustment,



Interest cost	-	-
Past service cost	-	-
Current service cost	39,425.00	51,569.00
Curtailment cost/(Credit)	-	-
Settlement cost/(Credit)	-	-
Benefits paid	-	-
Actuarial (gain)/loss on obligation	-	-
Present value of obligation as at the end of period (31st		
March, 2016)	39,425.00	51,569.00
Change in fair value plan Assets	Nil	Nil
·		-
Movement in the liability recognized in the Balance		
Opening net liability	-	-
Expense as above	39,425.00	51,569.00
Benefits paid		
Actual return on plan assets	-	
Acquisition adjustment	-	
Net assets/(Liability) recognised in Balance Sheet as	(00.10%)	
provision (31.03.2016)	(39,425)	(51,569)
Expenses recognised in Profit and Loss Account		
Current service cost	39,425	51,569
Past service cost	-	-
Interest cost	-	-
Expected return on plan assets	-	-
Curtailment cost / (Credit)	-	-
Settlement cost / (credit)	-	-
Net actuarial (gain)/ loss recognized in the period	-	-
Expenses recognized in the statement of profit & losses	39,425	51,569

Acturial Assumption.

The discount rate is generally based upon the market yellds available on Government Bonds and salary growth rate takes account of inflation, seniority, promotion and other relevant factors on long term basis.

- k. In view of mandatory digital addressable system (DAS) regulation announced by the Ministry of Information and Broadcasting, Government of India, digitalisation of cable network has been implemented in the cities notified for phase 1 and pase 2. The company has activated more than 6 Lakh Set top boxes in Vijaywara and adjoining region under Digital Addressable cable TV System (DAS) in accordance with TRAI mandate for phase 2 cities. Owing to the inital delays in implementation of DAS in Vijayawara region and chalanges faced by all the MSO's during transition from analog business to DAS, the company is in the process of executing contracts with the subscribers and implentation of revenue sharing contracts entered into with the local cable operators. Accordingly company has not invoiced and recognised subscription revenue under the new DAS regime.
- I. During the year the company has initiated ground work and STB seeding under Digital Addressable cable TV System (DAS) in Vijayvada and adjoining area in accordance with TRAI mandate for phase III cities. Since the TRAI is yet to notifiy the mandatory date of digitalisation company is not doing subscription billing as per DAS system.
- m. Liabilities on account of Provident Fund, ESI, etc. has not been paid/provided.
- n. Figures have been rounded off to the nearest rupee.
- **o.** In view of the nature of business, where the necessary documentry evidence does not support the payment made/expenses incurred, the same are accounted for on the basis of certification of the Management.

f jayanth.



- P. The Company has issued 0.01% Optionaly Covertable Debetured (OCD) 744900000 no.'s of RS.1 each to its holding company in terms of the resoltion passed in EGM held on 14.03.2016 Against the trade payable balance amounting to Rs.744900000.
- p. Notes 1 to 20 form an integral part of the accounts and have been duly authenticated.

As per our Report of even date For Subhash C. Gupta & Co.

Firm Regn No. 004103N Chartered Recognitants

Partner

M. No. 504435

Place: Vijayawada Date: 20/05/2018 For and on behalf of the Board

Director
Name D.K. Mohan Roa
DIN
00098362

P. Jayanh

SITI SIRI DIGITAL NETWORK PVT. LTD.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2016

Note 2. SHARE CAPITAL	31-Mar-16	31-Mar-15
Particulars	Rs.	Rs.
Authorised Shares	·	
10000 Nos. Equity Shres of Rs.10 each	1,00,000	1,00,000
	1,00,000	1,00,000
Issued , Subscribed and Fully Paid up		
10000 Equity Shares of Rs. 10 each fully paid up	1,00,000	1,00,000
Total Issued, Subscribed and paid up Share Capital	1,00,000	1,00,000

a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Share Capital Schedule (No. of Shares Outstanding)	31-M	ar-16	31-Ma	ar-15
Particulars	Nos.	Amount	Nos.	Amount
Opening number of Shares outstanding	10,000	1,00,000	-	-
Add: Issued during the year	- [-	10,000	1,00,000
Less: Bought back during the year	-	-	-	-
Closing number of outstanding shares at the end of the period	10,000	1,00,000	10,000	1,00,000
	1			

b. Out of Equity shares issued by the Company, shares held by its holding company, ultimate holding company and their subsidiaries/associates are as below:

Particulars	Nature of relationship	31-Mar-16	31-Mar-15
Siti Cable Network Limited	Holding Company	5100 Shares	-
		(51%)	
		4	

c. Terms/Rights attached to equity shares

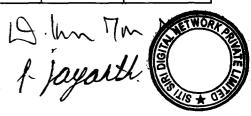
The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity share will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity share held by the shareholders.

d. Details of Shareholders holding more than 5 percent shares

	31-1	Mar-16	31-N	1ar-15
		%		%
Name of Shareholders	No. of Shares	Shareholding	No. of Shares	Shareholding
Siti Cable Network Limited	5,100	51.00%	-	-
Krishna Mohan Rao Dandamudi	2,450	24.50%	5,000	50.00%
Potluri Sai Babu	2,450	24.50%	5,000	50.00%





Note 3. Reserves and Surplus	31-Mar-16	31-Mar-15
Particulars		Rs.
Surplus in the statement of Profit & Loss Account		
As per last Balance Sheet	82,54,972	(11,724)
Add : Profit/ (Loss) for the year	3,20,28,422	82,66,696
Less : Appropriations		
Proposed Dividend		-
Tax on dividend	-	•
Transfer to general reserve		
Net surplus in the statement of profit and loss	4,02,83,394	82,54,972
Less: Appropriations	-	-
Total Reserves and Surplus	4,02,83,394	82,54,972

Note:4 Long-term borrowings	31-Mar-16	31-Mar-15
Particulars		Rs.
Secured Loan		
HDFC Bank-Car Loan	15,58,096	-
*Terms of Repayment: 36 monthly installments		
* Rate of interest: 9.5%		
Total Secured Loan	15,58,096	_
Jnsecured and Unconfirmed		
a.) Optionally Convertible Debentures (OCD)		
74,49,00,000 No. of OCD of Rs.1/- each	74,49,00,000	-
Terms & Conditions:		
he term of OCD shall be 20 years from the date of issue or option		
exercised by Debenture Holders ,whichever is earlier.		
he Debenture holder have an option either to redeem or to		
convert the one OCD into Equity shares of such no. within a		•
period of 20 Years.		
each OCD shall be converted into such number of equity		
hares/preference shares of the face value of Rs.10 each		
alculated at fair market value as on the date of issue of OCDs.		
The OCDs issued are Unsecured Debentures and are non narketable.		
the OCDs would carry an interest @0.01% p.a. Which shall be		
umulative and payable only at the time of conversion and/or		
edemption.		
b) Loans and advances from Directors/Related parties	1,79,02,500	1,68,02,500
c) Loans and advances from Others	_,. 3,0 _,000	_,55,52,56
Terms of Repayment: Not Specified		
Rate of interest: Nil		
otal Unsecured Loan	76,28,02,500	1,68,02,500
otal Long term Loan	76,43,60,596	1,68,02,500
(S) (NEWDYLHI) (S)	leil	
Para de la contra del	J D. h.	11
Per Account	L WUNKT	h/

SITI SIRI DIGITAL NETWORK PVT. LTD.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2016

Note: 5

Deferred tax asset (net)

	31-Mar-16	31-Mar-15
	Rs.	Rs.
Deferred tax liability		
Fixed assets: Impact of difference between tax depreciation and	1,64,29,080	30,30,029
depreciation/ amortization charged for the financial reporting		
Others		
Gross deferred tax liability	1,64,29,080	30,30,029
Deferred tax asset Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	1,103	1,654
Others		-
Gross deferred tax asset	1,103	1,654
Net deferred tax asset/(Liabilities)	(1,64,27,977)	(30,28,375)



P joyorth, Sustantia

SITI SIRI DIGITAL NETWORK PVT. LTD. NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2016 Note: 6 **Long Term Provisions** Long-term 31-Mar-16 31-Mar-15 **Particulars** Rs. Rs. Provision for employee benefits Gratuity (unfunded) 51,569 Leave Encashment (unfunded) 39,425 Total 90,994 Note: 7 31-Mar-16 Other current liabilities 31-Mar-15 **Particulars** Rs. Trade payables (including acceptances) 22,21,08,923 13,16,00,911 **Total Trade Payables** 22,21,08,923 13,16,00,911 Other current Liabilities Income Received in Advance 2,36,653 **Advance From Customer** 1,70,58,218 82,10,293 Interest Free Advance Received against STB 50,00,000 1,97,00,000 Service Tax Payable 96,36,371 15,40,157 TDS Payable 72,11,044 30,40,385 **Total Other Liabilities** 3,91,42,285 3,24,90,835 Long-term Note: 8 Short Term Provisions 31-Mar-16 31-Mar-15 **Particulars** Rs. Liability for Expenses 65,503 1,39,964 **Provision for Taxation** 1,20,98,047 6,63,066 Total 1,21,63,550 8,03,030





Note 9

Tangible and Intangible Assets

Description		Gross Block	Block			Depreciation	iation		Net Block	ock
	As at April 1,	Additions	Deductions	Deductions As at March 31, As at April 1, For the Year	As at April 1,	$\overline{}$	Deductions	Upto March	As at March 31,	As at March
	2015			2016	2015			31, 2016	2016	31, 2015
Tangible Assets										
Digital Equipment	2,41,66,360	42,85,417	•	2,84,51,776	15,14,002	33,42,292	1	48.56.294	2.35.95.482	2.26.52.358
Office Equipment	7,56,800	10,150	1	7,66,950	78,982	1,53,162	,	2.32.144	5.34.806	6 77 818
Set Top Boxes-HD	20,81,420	1,85,56,733	ı	2,06,38,153	713	14,03,223	ı	14.03.936	1 92 34 217	707 08 07
Set Top Boxes-SD	10,28,75,023	84,19,99,241	ı	94,48,74,264	35,231	4.54.66.234	1	4.55.01.465	89 93 77 799	10 78 39 797
Computers	52,500	1,42,300	,	1,94,800	719	34.357	1	35.076	1 59 724	51 781
Furniture & Fixture	66,200		ı	66,200	581	6.620	ı	7,201	58 999	65,619
Vehicle		18,41,440	•	18,41,440		31,532	. 1	31.532	18.09.908	10,00
Total	12,99,98,303	86,68,35,281		99,68,33,583	16,30,228	5,04,37,420	•	5,20,67,648	94,47,65,935	12.83.68.075
Previous Year	10,08,382	12,89,89,921	•	12,99,98,303	•	16,30,228		16,30,228	12,83,68,075	-



Note: 10 Long Term Loans and advances	Non-cur	rent
	31-Mar-16	31-Mar-15
Particulars	Rs.	Rs.
a. Deposits		
Secured, considered good		-
Unsecured, considered good	458500	84,500
Doubtful		-
Less: Provision for doubtful deposits		-
Total	4,58,500	84,500

31-Mar-16	31-Mar-15
	Rs.
	-
	-
	-
	31-Mar-16

^{*}Either severally or jointly





SITI SIRI DIGITAL NETWORK PVT. LTD.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2016

Note: 11

Trade receivables (Debtors) and other assets

Particulars	31-Mar-16	31-Mar-15
raruculars		Rs.
Trade receivables outstanding for a period less than six months from the date		
they are due for payment		
Secured, considered good		-
Unsecured, considered good	30,10,839	25,53,436
Unsecured, considered doubtful		-
Less: Provision for doubtful debts		
	30,10,839	25,53,436
Trade receivables outstanding for a period exceeding six months from the date		;
they are due for payment		
Secured, considered good	8,91,479	-
Unsecured, considered good	-	-
Unsecured, considered doubtful		
Less: Provision for doubtful debts		
	8,91,479	
Total	39,02,318	25,53,436

Trade receivables include:

Particulars	31-Mar-16	31-Mar-15
Particulars		Rs.
Holding Company		
Firm in which director is a partner *		- -
Private Company in which director is a member		-
Total	-	-

*Either severally or jointly





Note: 12 Cash & Bank Balances	31-Mar-16	31-Mar-15 Rs.
Cash & Cash Equivalents		
Cash on Hand	9,37,799	13,55,175
Balances with banks		
Cheques in hand		-
- On currrent accounts	1,26,56,823	50,33,874
TOTAL	1,35,94,622	63,89,049

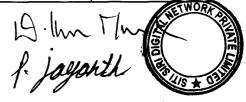
Note : 13	Short term Loans & Advances	31-Mar-16	31-Mar-15 Rs.
Other advance	es		
Advances to si	uppliers against material	17,50,825	62,94,549
Advance to Sta	aff	1,815	12,000
Prepaid Expen	ses	30,572	6,39,436
Advance Direc	t Taxes	44,22,190	2,26,021
Income accrue	ed but not due	72,35,000	72,35,000
Advance Indire	ect Taxes	7,31,68,066	1,29,41,083
Expenses Reco	overable	1,59,82,806	-
TOTAL	_	10,25,91,274	2,73,48,089





Note: 14 Revenue from operations	31-Mar-16	31-Mar-15
Particulars		Rs
Revenue from operations		
Sale of services		
STB Activation charges	27,41,24,886	4,51,97,879
SMS/other Income	14,59,37,277	23,66,152
Carriage	1,12,692	
Revenue from operations (net)	42,01,74,855	4,75,64,031
Note: 15 Other income	31-Mar-16	31-Mar-15
Particulars	31 Wai 10	Rs.
Interest income on Bank deposits Others Other non-operating income(Round off)	30,966	- - 1,308
Total	30,966	1,308
Note: 16 Carriage Sharing, Pay Channel and Related Costs	31-Mar-16	31-Mar-15
Particulars	32 1014, 10	Rs.
Band Width Charges	83,07,875	3,12,906
Repairs and Maintenance - Network	2,43,066	2,800
Other Operational Cost	2,04,61,015	72,498
Technical Consultancy fees	13,39,436	10,65,725
License Fees	-	1,00,000
Management Charges	27,36,00,000	3,00,00,000
Total	30,39,51,392	3,15,53,929
		Was





Note: 17	Employee benefits expense	31-Mar-16	31-Mar-15
Particulars			Rs.
(a) Salaries and incentives:			
- To Staff		16,68,748	3,36,021
- To Directors		- 1	-
(b) Gratuity fund contribution	ons	51,569	-
(c) Leave Encashment fund	contributions	39,425	-
(d) Staff welfare expenses		40,165	10,242
Total		17,99,907	3,46,263
Note: 18	Finance costs	31-Mar-16	31-Mar-15
Particulars			Rs.
Interest/late fee on service	tax/TDS	3,37,897	-
Interest on Car Laon		12,640	-
Bank charges		2,12,270	40,727
Total		5,62,807	40,727
Note: 19 Deprecia	tion and amortization expenses	31-Mar-16	31-Mar-15
Particulars			Rs.
Depreciation of tangible ass	sets	5,04,37,420	16,30,228
		5,04,37,420	16,30,228
Less: recoupment from reva	aluation reserve		



Total



Note: 20 Other expenses	31-Mar-16	31-Mar-15
Particulars		Rs.
Office Rent	8,50,000	6,00,000
Office Expenses	1,25,179	30,45
ROC Fee	14,900	7,600
Telephone Expenses	5,962	5,297
Repairs and Maintenance:		
- Building	-	3,07,215
- STB/Others	98,831	6,975
Power & Electricity Expenses	5,72,355	3,60,520
Legal, Professional and Consultancy Charges	33,500	5,00,000
Swachh Bharat Cess	14,92,577	
Rates & Taxes	10,711	550
Printing and Stationery	8,39,580	1,15,085
Foreign Currency Fluctuation	1,18,056	41,580
Misc. Expenses	40,570	
Postage & Courier	7,997	18,235
Conveyance Expenses	49,781	5,405
Insurance	1,07,647	•
Internet Charges	53,400	•
Prilimenary Expenses	_	7,136
Payment to auditor (Refer details below)	35,000	30,000
Total	44,56,046	20,36,055
Down and to good to	31-Mar-16	31-Mar-15
Payment to auditor	Rs.	Rs.
As auditor:	NS.	
Audit fee	35000	30,000
Tax audit fee	- 1	
In other capacity:	-	-
Total	35,000	30,000



