

**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**  
**(FORMERLY KNOWN AS VBS DIGITAL DISTRIBUTION NETWORK**  
**PRIVATE LIMITED)**  
**Financial Statements**  
**2020-21**

**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**  
**(FORMERLY KNOWN AS VBS DIGITAL DISTRIBUTION NETWORK PRIVATE LIMITED)**

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**INDEPENDENT AUDITOR'S REPORT**

**To the Members of VBS DIGITAL DISTRIBUTION NETWORK LIMITED (PREVIOUSLY KNOWN AS VBS DIGITAL DISTRIBUTION NETWORK PRIVATE LIMITED)**

**Report on the Audit of the Ind AS Financial Statements**

**Opinion**

We have audited the accompanying Ind AS financial statements of **VBS DIGITAL DISTRIBUTION NETWORK LIMITED (PREVIOUSLY KNOWN AS VBS DIGITAL DISTRIBUTION NETWORK PRIVATE LIMITED)** ("the Company"), which comprise the balance sheet as at **31st March 2021**, and the statement of Profit and Loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at **March 31, 2021** and loss, total comprehensive loss, changes in equity and its cash flows for the year ended on that date.

**Basis for Opinion**

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

**Other Information**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report, but does not include the Ind AS financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

**Responsibilities of Management and Those Charged with Governance for the Ind AS Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance, changes in equity 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. 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.

In preparing the Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**  
**(FORMERLY KNOWN AS VBS DIGITAL DISTRIBUTION NETWORK PRIVATE LIMITED)**

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### **Auditor's Responsibilities for the Audit of the Ind AS Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "**Annexure A**", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
  - (c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive loss), the statement of changes in equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
  - (d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**  
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(e) On the basis of the written representations received from the directors as on **31<sup>st</sup> March, 2021** taken on record by the Board of Directors, none of the directors is disqualified as on **31<sup>st</sup> March, 2021** 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 the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the company has not paid any remuneration to its directors during the year 2020-21.

(h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- I. The Company does not have any pending litigations which would impact its Ind AS financial position.
- 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’s education and protection fund by the company.

**For PIYUSH MISRA & CO.**

Chartered Accountants

ICAI Firm Registration Number: 07579C

**(CA. Piyush Kumar Misra)**

**Partner**

Membership Number: 076247

UDIN: 21076247AAAAFV7139

Place: Lucknow

Date: 13/04/2021

**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**  
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**Annexure “A” to the Independent Auditors’ Report**  
**(Referred to in Paragraph 1 under the Heading of “Report on Other Legal and Regulatory Requirements” of our Report of even date)**

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets. ;
- (b) Fixed assets have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- (c) Based on our audit procedures performed for the purpose of reporting and fair view of the financial statements and according to information and explanations given by the management, the title deeds of immovable assets included in plant and machinery are held in the name of the company. However, there are no immovable properties viz. Land & Building held by the company.
- (ii) The Company is a service company and does not deal with goods. Therefore clause (ii) of paragraph 3 and 4 of the order relating to physical verification of inventories, discrepancies on physical verification and maintaining inventory records is not applicable to the company.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iii)(a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
- (iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of section 185 and 186 of the Companies Act 2013 are applicable and hence not commented upon.
- (v) The company has not accepted any deposits; hence this clause does not applicable to the company.
- (vi) To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013, for the services of the Company;
- (vii) (a) The Company is generally regular in depositing undisputed statutory dues including Income-tax, TDS, Goods and service-tax and other statutory dues applicable to it.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees’ state insurance, income-tax, TDS, goods and service tax, and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (c) According to the information and explanations given to us, there are no dues of income tax, TDS, goods and service tax, etc. which have not been deposited on account of any dispute;
- (viii) As per information and explanation given to us and on the basis of our examination of the books of accounts, the company has not taken any loans or borrowings from any financial institution or bank or Government or debenture holders;
- (ix) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, the Company has not raised any money way of initial public offer / further public offer / debt instruments and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.

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- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the company or on the company by the officers and employees of the Company has been noticed or reported during the year.
- (xi) The provisions of section 197 read with Schedule V to the Companies Act, 2013 are not applicable to the Company. Therefore, the requirements under paragraph 3(xi) of the Order are not applicable to the Company and hence not commented upon.
- (xii) In our Opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.
- (xiii) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, 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 notes to the financial statements, as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence not commented upon.
- (xv) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him.
- (xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

**For PIYUSH MISRA & CO.**

Chartered Accountants

ICAI Firm Registration Number: 07579C

**(CA. Piyush Kumar Misra)**

**Partner**

Membership Number: 076247

UDIN: 21076247AAAAFV7139

Place: Lucknow

Date: 13/04/2021

**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**  
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**ANEEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE IND AS FINANCIAL STATEMENTS**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of **VBS DIGITAL DISTRIBUTION NETWORK LIMITED (PREVIOUSLY KNOWN AS VBS DIGITAL DISTRIBUTION NETWORK PRIVATE LIMITED)** (“the Company”) as of 31 March, 2021 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

**Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on, “the internal 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”. 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**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, 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 Institute of Chartered Accountants of India. 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.

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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

**Meaning of Internal Financial Controls Over Financial Reporting**

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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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.

**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**  
**(FORMERLY KNOWN AS VBS DIGITAL DISTRIBUTION NETWORK PRIVATE LIMITED)**

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**Opinion**

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 **31 March, 2021**, 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 PIYUSH MISRA & CO.**

Chartered Accountants

ICAI Firm Registration Number: 07579C

**(CA. Piyush Kumar Misra)**

**Partner**

Membership Number: 076247

UDIN: 21076247AAAAFV7139

Place: Lucknow

Date: 13/04/2021

**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**  
**(FORMERLY KNOWN AS VBS DIGITAL DISTRIBUTION NETWORK PRIVATE LIMITED)**  
**CIN NO.:- U70102UP2015PLC075160**  
**BALANCE SHEET AS AT 31ST MARCH 2021**

Particulars	Note No.	As at 31.03.2021 (Rs. '000)	As at 31.03.2020 (Rs. '000)
<b>A. ASSETS</b>			
<b>1. Non-Current Assets</b>			
(a) Property, plant and equipment	3	18,367.13	29,913.49
(b) Capital work in progress		1,049.68	1,288.59
		19,416.81	31,202.08
(c) Non current tax assets	4	744.71	-
(d) Deferred tax assets (net)	21	9,105.88	7,529.76
(e) Other non-current assets	5	35.00	35.00
		29,302.40	38,766.84
<b>2. Current Assets</b>			
(a) Financial assets			
(i) Trade receivables	6	10,371.48	10,465.17
(ii) Cash and cash equivalents	7	2,146.18	19,694.16
(iii) Bank balances other than cash and cash equivalents	8	5,114.88	-
(iv) Other financial assets	9	78.56	113.73
(b) Other current assets	10	6,435.69	4,786.74
		24,146.79	35,059.80
<b>Total Assets</b>		<b>53,449.19</b>	<b>73,826.64</b>
<b>B. EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	11	989.18	989.18
(b) Other equity	12	11,029.44	15,993.58
		12,018.62	16,982.76
<b>Liabilities</b>			
<b>1. Non-Current Liabilities</b>			
(a) Other non-current liabilities	13	8,804.05	17,681.39
<b>Total non-current liabilities</b>		8,804.05	17,681.39
<b>2. Current Liabilities</b>			
(a) Financial liabilities			
(i) Trade payables	14	24,687.82	27,935.60
(ii) Other financial liabilities	15	1,287.24	1,213.02
(b) Current tax liabilities (Net)	16	-	10.55
(c) Other current liabilities	17	6,651.46	10,003.32
<b>Total current liabilities</b>		32,626.52	39,162.49
<b>Total liabilities</b>		41,430.57	56,843.88
<b>Total Equity and Liabilities</b>		<b>53,449.19</b>	<b>73,826.64</b>

See accompanying notes forming part of the Ind AS financial statements

In terms of our report attached  
**For PIYUSH MISRA & CO.**  
Chartered Accountants  
ICAI Firm Registration No.: 007579C

For and on behalf of the Board of Directors of  
**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**

**Piyush Misra**  
Partner  
Membership No. 076247  
Place: Lucknow  
Dated: 13-04-2021

**Vikas Singh**  
Director  
DIN No: 03116594  
Place: Lucknow  
Dated: 13-04-2021

**Kamal Gogna**  
Director  
DIN No: 08087269  
Place: Lucknow  
Dated: 13-04-2021

**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**  
**(FORMERLY KNOWN AS VBS DIGITAL DISTRIBUTION NETWORK PRIVATE LIMITED)**  
**CIN NO.:- U70102UP2015PLC075160**

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2021**

Particulars	Note No.	For the year ended	
		31.03.2021 (Rs. '000)	31.03.2020 (Rs. '000)
<b>1. REVENUE</b>			
a. Revenue from operations	18	79,557.12	78,332.47
b. Other income	19	141.31	25.01
<b>2. TOTAL REVENUE</b>		<b>79,698.43</b>	<b>78,357.48</b>
<b>3. EXPENSES</b>			
a. Depreciation	3	13,354.45	10,237.30
b. Content cost		39,912.04	40,297.28
c. Other expenses	20	32,828.45	16,431.52
<b>4. TOTAL EXPENSES</b>		<b>86,094.94</b>	<b>66,966.10</b>
<b>5. PROFIT/(LOSS) BEFORE EXCPETIONAL ITEM AND TAX EXPENSE (2-4)</b>		<b>(6,396.51)</b>	<b>11,391.38</b>
<b>6. EXCEPTIONAL ITEMS</b>		-	-
<b>7. PROFIT/(LOSS) BEFORE TAX (5-6)</b>		<b>(6,396.51)</b>	<b>11,391.38</b>
<b>8. TAX EXPENSE</b>			
a. Current tax expense		-	2,075.00
b. Short provision for tax relating to prior years		143.75	-
c. Deferred tax	21	(1,576.12)	1,387.25
<b>NET TAX EXPENSE</b>		<b>(1,432.37)</b>	<b>3,462.25</b>
<b>9. PROFIT / (LOSS) AFTER TAX (7-8)</b>		<b>(4,964.14)</b>	<b>7,929.13</b>
<b>10. OTHER COMPRESHENSIVE INCOME</b>			
(i) Items that will not be reclassified to Profit/(Loss)			
- Remeasurements of the defined benefit obligation		-	-
- Deferred Tax on Remeasurements of the defined benefit obligation		-	-
<b>TOTAL OTHER COMPRESHENSIVE INCOME</b>		<b>-</b>	<b>-</b>
<b>11. TOTAL COMPREHENSIVE INCOME FOR THE PERIOD (COMPRISING PROFIT/ (LOSS) AND OTHER COMPREHENSIVE INCOME FOR THE PERIOD) (9+10)</b>		<b>(4,964.14)</b>	<b>7,929.13</b>
<b>12. EARNINGS PER EQUITY SHARE</b>	25		
(Face value of Rs. 10 per share)			
Basic (Rs. per share)		(50.18)	80.16
Diluted (Rs. per share)		(50.18)	80.16

See accompanying notes forming part of the Ind AS financial statements

In terms of our report attached  
**For PIYUSH MISRA & CO.**  
Chartered Accountants  
ICAI Firm Registration No.: 007579C

For and on behalf of the Board of Directors of  
**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**

**Piyush Misra**  
Partner  
Membership No. 076247  
Place: Lucknow  
Dated: 13-04-2021

**Vikas Singh**  
Director  
DIN No: 03116594  
Place: Lucknow  
Dated: 13-04-2021

**Kamal Gogna**  
Director  
DIN No: 08087269  
Place: Lucknow  
Dated: 13-04-2021

**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**  
**(FORMERLY KNOWN AS VBS DIGITAL DISTRIBUTION NETWORK PRIVATE LIMITED)**  
**CIN NO.:- U70102UP2015PLC075160**  
**STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2021**

**A. Equity Share Capital**

(Rs. '000)

Particulars	As at 31.03.2021		As at 31.03.2020	
	No of shares	Amount	No of shares	Amount
Numbers of equity share shares at the Beginning	98,918	989.18	98,918	989.18
Add: Shares issued during the year	-	-	-	-
<b>Numbers of shares at the End</b>	<b>98,918</b>	<b>989.18</b>	<b>98,918</b>	<b>989.18</b>

**B. Other equity**

**For the year ended March 31, 2021**

(Rs. '000)

Particulars	Reserves and Surplus				Other comprehensive income	Total
	Securities premium	General reserve	Capital Redemption Reserve	Retained earnings	Actuarial Gain / (Loss)	
Balance at the beginning of the reporting year	25,088.82	-	-	(9,095.24)	-	15,993.58
Transfer to retained earnings	-	-	-	(4,964.14)	-	(4,964.14)
Balance at the end of the reporting year	25,088.82	-	-	(14,059.38)	-	11,029.44

**For the year ended March 31, 2020**

Particulars	Reserves and Surplus				Other comprehensive income	Total
	Securities premium	General reserve	Capital Redemption Reserve	Retained earnings	Actuarial Gain / (Loss)	
Balance at the beginning of the reporting year	25,088.82	-	-	(17,024.37)	-	8,064.45
Transfer to retained earnings	-	-	-	7,929.13	-	7,929.13
Balance at the end of the reporting year	25,088.82	-	-	(9,095.24)	-	15,993.58

In terms of our report attached  
**For PIYUSH MISRA & CO.**  
Chartered Accountants  
ICAI Firm Registration No.: 007579C

For and on behalf of the Board of Directors of  
**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**

**Piyush Misra**  
Partner  
Membership No. 076247  
Place: Lucknow  
Dated: 13-04-2021

**Vikas Singh**  
Director  
DIN No: 03116594  
Place: Lucknow  
Dated: 13-04-2021

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Director  
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Place: Lucknow  
Dated: 13-04-2021

**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**  
**(FORMERLY KNOWN AS VBS DIGITAL DISTRIBUTION NETWORK PRIVATE LIMITED)**  
**CIN NO.:- U70102UP2015PLC075160**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2021**

	<b>For the Year Ended March 31, 2021</b>	<b>For the Year Ended March 31, 2020</b>
	<b>(Rs. '000)</b>	<b>(Rs. '000)</b>
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit/(Loss) before tax	(6,396.51)	11,391.38
<b>Adjustments for:</b>		
Depreciation	13,354.45	10,237.30
Liabilities/ excess provisions written back (net)	(15.40)	(25.01)
Provision for doubtful debts	12.68	248.98
Fixed assets/ capital work in progress written off	-	1,250.00
Interest income on income tax refund	(1.71)	-
Interest income on Fixed Deposit	(124.20)	-
<b>Operating profit before working capital changes</b>	<b>6,829.31</b>	<b>23,102.65</b>
<b>Changes in working capital:</b>		
<u>Adjustments for (increase)/ decrease in operating assets:</u>		
Trade Receivables	81.01	(4,977.74)
Other current financial assets	35.17	4,052.51
Other current non- financial assets	(1,648.95)	(2,498.75)
Other non current non-financial assets	-	(10.00)
<u>Adjustments for increase / (decrease) in operating liabilities:</u>		
Current financial Liabilities	(3,173.56)	539.69
Current non-financial Liabilities	(3,351.86)	3,778.21
Other non current non-financial Liabilities	(8,877.34)	(7,311.66)
Non current provisions	15.40	25.01
<b>Cash generated from operations</b>	<b>(10,090.82)</b>	<b>16,699.92</b>
Taxes paid / (received)	(897.30)	(1,593.44)
<b>Net Cash generated from Operating Activities</b>	<b>(10,988.12)</b>	<b>15,106.48</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Capital expenditure on fixed assets, including capital advances	(1,569.18)	(1,548.72)
Bank balances not considered as Cash and cash equivalents	(5,114.88)	-
Interest income on Fixed Deposit	124.20	-
<b>Net Cash used in Investing Activities</b>	<b>(6,559.86)</b>	<b>(1,548.72)</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
<b>Net Cash used in Financing Activities</b>	<b>-</b>	<b>-</b>
<b>Net Increase in Cash and Cash Equivalents</b>	<b>(17,547.98)</b>	<b>13,557.76</b>
<b>Cash and Cash Equivalents at the beginning of the year</b>	<b>19,694.16</b>	<b>6,136.40</b>
<b>Cash and Cash Equivalents at the end of the year</b>	<b>2,146.18</b>	<b>19,694.16</b>
<b>Cash and Cash Equivalents at the end of the year comprise of:</b>		
Cash on Hand	-	-
Balances with Banks in Current Accounts	2,146.18	19,694.16
	<b>2,146.18</b>	<b>19,694.16</b>

Note : The above Cash Flow Statement has been prepared under the indirect method set out in IND AS - 7 "Statement of Cash Flow" issued by the Central Government under Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (Companies Indian Accounting Standard Rules, 2015)

In terms of our report attached  
**For PIYUSH MISRA & CO.**  
Chartered Accountants  
ICAI Firm Registration No.: 007579C

For and on behalf of the Board of Directors of  
**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**

**Piyush Misra**  
Partner  
Membership No. 076247  
Place: Lucknow  
Dated: 13-04-2021

**Vikas Singh**  
Director  
DIN No: 03116594  
Place: Lucknow  
Dated: 13-04-2021

**Kamal Gogna**  
Director  
DIN No: 08087269  
Place: Lucknow  
Dated: 13-04-2021

**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**  
**(FORMERLY KNOWN AS VBS DIGITAL DISTRIBUTION NETWORK PRIVATE LIMITED)**  
**CIN NO.:- U70102UP2015PLC075160**  
**NOTES TO THE FINANCIAL STATEMENTS**

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## **1 Background**

VBS Digital Distribution Network Limited (Formerly known as VBS Digital Distribution Network Private Limited) is incorporated on 17th December 2015. The company primarily engaged in providing cable television distribution and other related services. It is a subsidiary of Den Networks Limited w.e.f. 5th Jan 2018 which is listed on NSE & BSE.

## **2 Significant accounting policies**

### **2.01 Basis of preparation**

#### **(i) Statement of Compliance**

The financial statements have been prepared in accordance with Ind ASs notified under the Companies (Indian Accounting Standards) Rules, 2015.

Upto the year ended 31 March, 2016, the Company prepared its financial statements in accordance with the requirements of Indian GAAP, which includes Standards notified under the Companies (Accounting Standards) Rules, 2006.

#### **(ii) Basis of preparation and measurement**

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the assets or liability.

### **2.02 Investments in associates and joint ventures**

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

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The results and assets and liabilities of associates or joint ventures are incorporated in these financial statements using the equity method of accounting, except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for in accordance with Ind AS 105. Under the equity method, an investment in an associate or a joint venture is initially recognised in the balance sheet at cost and adjusted thereafter to recognise the Company's share of the profit or loss and other comprehensive income of the associate or joint venture. Distributions received from an associate or a joint venture reduce the carrying amount of the investment. When the Company's share of losses of an associate or a joint venture exceeds the Company's interest in that associate or joint venture (which includes any long-term interests that, in substance, form part of the Company's net investment in the associate or joint venture), the Company discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Company has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture.

An investment in an associate or a joint venture is accounted for using the equity method from the date on which the investee becomes an associate or a joint venture. On acquisition of the investment in an associate or a joint venture, any excess of the cost of the investment over the Company's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill, which is included within the carrying amount of the investment. Any excess of the Company's share of the net fair value of the identifiable assets and liabilities over the cost of the investment, after reassessment, is recognised directly in equity as capital reserve in the period in which the investment is acquired.

After application of the equity method of accounting, the Company determines whether there any is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the net investment in an associate or a joint venture and that event (or events) has an impact on the estimated future cash flows from the net investment that can be reliably estimated. If there exists such an objective evidence of impairment, then it is necessary to recognise impairment loss with respect to the Company investment in an associate or a joint venture.

When necessary, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with Ind AS 36 Impairment of Assets as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs of disposal) with its carrying amount, Any impairment loss recognised forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with Ind AS 36 to the extent that the recoverable amount of the investment subsequently increases.

The Company discontinues the use of the equity method from the date when the investment ceases to be an associate or a joint venture, or when the investment is classified as held for sale. When the Company retains an interest in the former associate or joint venture and the retained interest is a financial asset, the Company measures the retained interest at fair value at that date and the fair value is regarded as its fair value on initial recognition in accordance with Ind AS 109. The difference between the carrying amount of the associate or joint venture at the date the equity method was discontinued, and the fair value of any retained interest and any proceeds from disposing of a part interest in the associate or joint venture is included in the determination of the gain or loss on disposal of the associate or joint venture. In addition, the Company accounts for all amounts previously recognised in other comprehensive income in relation to that associate or joint venture on the same basis as would be required if that associate or joint venture had directly disposed of the related assets or liabilities. Therefore, if a gain or loss previously recognised in other comprehensive income by that associate or joint venture would be reclassified to profit or loss on the disposal of the related assets or liabilities, the Company reclassifies the gain or loss from equity to profit or loss (as a reclassification adjustment) when the equity method is discontinued.

The Company continues to use the equity method when an investment in an associate becomes an investment in a joint venture or an investment in a joint venture becomes an investment in an associate. There is no remeasurement to fair value upon such changes in ownership interests.

When the Company reduces its ownership interest in an associate or a joint venture but the Company continues to use the equity method, the Company reclassifies to profit or loss the proportion of the gain or loss that had previously been recognised in other comprehensive income relating to that reduction in ownership interest if that gain or loss would be reclassified to profit or loss on the disposal of the related assets or liabilities.

When a Company entity transacts with an associate or a joint venture of the Company, profits and losses resulting from the transactions with the associate or joint venture are recognised in the Company's financial statements only to the extent of interests in the associate or joint venture that are not related to the Company.

### **2.03 Use of estimates**

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

### **2.04 Cash and cash equivalents (for purpose of Cash Flow Statement)**

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition) and highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

### **2.05 Cash flow statement**

Cash flows are reported using indirect method, whereby Profit before tax reported under statement of profit/ (loss) is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on available information.

The above Cash Flow Statement has been prepared under the indirect method set out in IND AS - 07 "Statement of Cash Flow" issued by the Central Government under Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (Companies Indian Accounting Standard Rules, 2015) and as per amendment notified in March 2017 by the Ministry of Corporate Affairs issued in the Companies (Indian Accounting Standards) (Amendments) Rules, 2017

#### **Amendment to Ind AS 7:**

The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement.

The Company is evaluating the requirements of the amendment and the effect on the financial statements is being evaluated.

### **2.06 Property, plant and equipment**

For transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as of 1 April, 2015 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

All the items of property, plant and equipment are stated at historical cost net off cenvat credit less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Intangible assets acquired in business combinations are stated at fair value as determined by the management of the Company on the basis of valuation by expert valuers, less accumulated amortisation. The estimated useful life of the intangible assets and the amortisation period are reviewed at the end of each financial year and the amortisation period is revised to reflect the changed pattern, if any.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful life is taken in accordance with Schedule II to the Companies Act, 2013 except in respect of the following categories of assets, in whose case the life of the assets has been assessed as under based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**  
**(FORMERLY KNOWN AS VBS DIGITAL DISTRIBUTION NETWORK PRIVATE LIMITED)**

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a.	Headend and distribution equipment	6 -15 years
b.	Set top boxes (STBs)	8 years
c.	Office and other equipment	5 years
d.	Furniture and fixtures	3 to 10 years
e.	Vehicles	6 years
f.	Leasehold improvements	Lower of the useful life and the period of the lease.
g.	Fixed assets acquired through business purchase	5 years as estimated by an approved valuer
h.	Computers	3 years

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

## 2.07 Intangible assets

### Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

### Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

### Useful lives of intangible assets

Intangible assets are amortised over their estimated useful life on straight line method as follows:

a.	Distribution network rights	5 years
b.	Software	5 years
c.	License fee for internet service	Over the period of license agreement
d.	Non compete fees	5 years

### Deemed cost on transition to Ind AS

For transition to Ind AS, the Company has elected to continue with the carrying value of all of its intangible assets recognised as of 1 April, 2015 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

## 2.08 Impairment of tangible and intangible assets other than goodwill

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

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If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

## **2.09 Revenue recognition**

Revenue is measured at the fair value of consideration received or receivable. Amount disclosed as revenue are net of return, trade allowances, rebates, service taxes and amount collected on behalf of third parties.

The company recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been mapped for each of the company's activities as described below. The company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and specifics of each arrangements.

### **i. Rendering of services**

1. Service revenue comprises subscription income from digital and analog subscribers, placement of channels, advertisement revenue, fees for rendering management, technical and consultancy services and other related services. Income from services is recognised upon completion of services as per the terms of contracts with the customers. Period based services are accrued and recognised pro-rata over the contractual period.
2. Activation fees on Set top boxes (STBs) is recognised on activation of boxes over the life of the STBs. Activation fees received in advance is deferred over the period of life of the STB and has been considered as deferred revenue.
3. Amounts billed for services in accordance with contractual terms but where revenue is not recognised, have been classified as advance billing and disclosed under current liabilities.
4. Revenue from prepaid internet service plans, which are active at the end of accounting period, is recognised on time proportion basis.

### **ii. Sale of goods (equipment)**

Revenue from the sale of goods is recognised when the goods are delivered and titles have passed, at which time all the following conditions are satisfied:

- a) the Company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- b) the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- c) the amount of revenue can be measured reliably
- d) it is probable that the economic benefits associated with the transaction will flow to the Company; and
- e) the costs incurred or to be incurred in respect of the transaction can be measured reliably.

## **2.10 Other income**

### Dividend income and interest income

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

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Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Profit on sale of investments in mutual funds, being the difference between the sales consideration and carrying value of investments.

### **2.11 Share-based payment arrangements**

#### Share-based payment transactions of the Company

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

Equity-settled share-based payment transactions with parties other than employees are measured at the fair value of the goods or services received, except where that fair value cannot be estimated reliably, in which case they are measured at the fair value of the equity instruments granted, measured at the date the entity obtains the goods or the counterparty renders the service.

For cash-settled share-based payments, a liability is recognised for the goods or services acquired, measured initially at the fair value of the liability. At the end of each reporting period until the liability is settled, and at the date of settlement, the fair value of the liability is remeasured, with any changes in fair value recognised in profit or loss for the year.

### **2.12 Foreign exchange gains and losses**

The functional currency for the Company is determined as the currency of the primary economic environment in which it operates. For the Company, the functional currency is the local currency of the country in which it operates, which is INR.

In preparing the financial statements the Company, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

#### Treatment of exchange differences

The exchange differences arising on settlement / restatement of long-term foreign currency monetary items are taken into Statement of Profit and Loss.

### **2.13 Financial instruments**

Financial assets and financial liabilities are recognised when a Company entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

### **Investment in Subsidiaries**

A subsidiary is an entity controlled by the Company. Control exists when the Company has power over the entity, is exposed, or has rights to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over the entity. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. Investments in subsidiaries are carried at cost. The cost comprises price paid to acquire investment and directly attributable cost. On transition to IND AS, the Company has adopted optional exception under IND AS 101 to fair value investment in subsidiaries at fair value.

### **Investment in joint ventures and associates**

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control. An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies. The investment in joint ventures and associates are carried at cost. The cost comprises price paid to acquire investment and directly attributable cost.

### **Financial assets**

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

### **Classification of financial assets**

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For the impairment policy on financial assets measured at amortised cost, refer Note

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognised in profit or loss for FVTOCI debt instruments. For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income and accumulated under the heading of 'Reserve for debt instruments through other comprehensive income'. When the investment is disposed of, the cumulative gain or loss previously accumulated in this reserve is reclassified to profit or loss.

For the impairment policy on debt instruments at FVTOCI, refer Note

All other financial assets are subsequently measured at fair value.

**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**  
**(FORMERLY KNOWN AS VBS DIGITAL DISTRIBUTION NETWORK PRIVATE LIMITED)**

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**Effective interest method**

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

**Investments in equity instruments at FVTOCI**

On initial recognition, the Company can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or a financial guarantee.

**Financial assets at fair value through profit or loss (FVTPL)**

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

Debt instruments that do not meet the amortised cost criteria or FVTOCI criteria (see above) are measured at FVTPL. In addition, debt instruments that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Company has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

### **Impairment of financial assets**

The Company applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous period, but determines at the end of a reporting period that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

The impairment requirements for the recognition and measurement of a loss allowance are equally applied to debt instruments at FVTOCI except that the loss allowance is recognized in other comprehensive income and is not reduced from the carrying amount in the balance sheet.

### **Derecognition of financial assets**

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The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

### **Foreign exchange gains and losses**

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in profit or loss except for those which are designated as hedging instruments in a hedging relationship.
- Changes in the carrying amount of investments in equity instruments at FVTOCI relating to changes in foreign currency rates are recognised in other comprehensive income.
- For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income.

## **2.14 Financial liabilities and equity instruments**

### **Classification as debt or equity**

Debt and equity instruments issued by a Company entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

### **Equity instruments**

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Company entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

### **Financial liabilities**

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

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Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability forms part of a Company of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the Companying is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

However, for non-held-for-trading financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss, in which case these effects of changes in credit risk are recognised in profit or loss. The remaining amount of change in the fair value of liability is always recognised in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are reflected immediately in retained earnings and are not subsequently reclassified to profit or loss.

Gains or losses on financial guarantee contracts and loan commitments issued by the Company that are designated by the Company as at fair value through profit or loss are recognised in profit or loss.

Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

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Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contracts issued by a Company entity are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:

- the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and
- the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 18.

Commitments to provide a loan at a below-market interest rate

Commitments to provide a loan at a below-market interest rate are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:

- the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and
- the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 18.

Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in 'Other income'.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in profit or loss.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

## **2.15 Employee benefits**

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions:

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

- a. service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- b. net interest expense or income; and
- c. remeasurement

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The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

Short-term and other long-term employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

Contributions from employees or third parties to defined benefit plans

Discretionary contributions made by employees or third parties reduce service cost upon payment of these contributions to the plan.

When the formal terms of the plans specify that there will be contributions from employees or third parties, the accounting depends on whether the contributions are linked to service, as follows:

- If the contributions are not linked to services (e.g. contributions are required to reduce a deficit arising from losses on plan assets or from actuarial losses), they are reflected in the remeasurement of the net defined benefit liability (asset).
- If contributions are linked to services, they reduce service costs. For the amount of contribution that is dependent on the number of years of service, the Company reduces service cost by attributing the contributions to periods of service using the attribution method required by Ind AS 19.70 for the gross benefits. For the amount of contribution that is independent of the number of years of service, the Company reduces service cost in the period in which the related service is rendered / reduces service cost by attributing contributions to the employees' periods of service in accordance with Ind AS 19.70.

## **2.16 Leases**

On April 1, 2019, the Company adopted IFRS 16, Ind AS 116 - Leases. Accordingly, the policy for Leases as presented in the Company's Annual Report is amended as under:

### **Classification of leases**

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an options to extend the lease if the Company is reasonably certain to exercise that options; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that options. In assessing whether the company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

### **The Company as a lessee**

The Company's lease asset classes primarily consist of leases for land and buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

### **The Company as a lessor**

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right- of-use asset arising from the head lease.

For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.

## **2.17 Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

## **2.18 Earnings per share**

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

## **2.19 Taxation**

Income tax expense represents the sum of the tax currently payable and deferred tax.

### Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

### Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

### Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

## **2.20 Provisions and contingencies**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

## **2.21 Share issue expenses**

Share issue expenses are adjusted against the Securities Premium Account as permissible under Section 52 of the Companies Act, 2013, to the extent any balance is available for utilisation in the Securities Premium Account. Share issue expenses in excess of the balance in the Securities Premium Account, if any is expensed in the Statement of Profit and Loss.

## **2.22 Fair value measurement**

Fair value is the price that would be received to sell an asset or settle a liability in an ordinary transaction between market participants at the measurement date. The fair value of an asset or a liability is measured using the assumption that market participants would use when pricing an asset or a liability acting in their best economic interest. The Company used valuation techniques, which were appropriate in circumstances and for which sufficient data were available considering the expected loss/ profit in case of financial assets or liabilities.

## **2.23 Insurance claims**

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection.

## **2.24 GST input credit**

GST input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is reasonable certainty in availing/ utilising the credits.

## **2.25 Operating Cycle**

Based on the nature of activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

**2.26 Current and non Current classification :**

**i. The assets and liabilities in the Balance Sheet are based on current/ non - current classification. An asset as current when it is:**

- 1 Expected to be realised or intended to be sold or consumed in normal operating cycle
  - 2 Held primarily for the purpose of trading
  - 3 Expected to be realised within twelve months after the reporting period, or
  - 4 Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period
- All other assets are classified as non - current.

**ii A liability is current when:**

1. Expected to be settled in normal operating cycle
  2. Held primarily for the purpose of trading
  3. Due to be settled within twelve months after the reporting period, or
  4. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period
- All other liabilities are treated as non - current.

Deferred tax assets and liabilities are classified as non - current assets and liabilities.

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**3. Property, plant and equipment**

	(Rs. '000)	
	As at 31.03.2021	As at 31.03.2020
<b>Carrying amounts of :</b>		
<b>a) Plant and equipment</b>		
(i) Headend and distribution equipment	1,821.28	1,827.41
(ii) Set top boxes	16,545.85	28,086.08
	<b>18,367.13</b>	<b>29,913.49</b>
<b>b) Capital work-in-progress</b>	2,299.68	2,538.59
Less: Provision for capital work in progress	(1,250.00)	(1,250.00)
	<b>1,049.68</b>	<b>1,288.59</b>
	<b>19,416.81</b>	<b>31,202.08</b>

	Plant and equipment		
	Headend and distribution equipment	Set top boxes	Total
<b>Gross Block</b>			
Balance at 1 April, 2019	2,615.86	63,088.19	<b>65,704.05</b>
Additions	-	1,924.24	<b>1,924.24</b>
Disposals	-	-	-
<b>Balance at 31 March, 2020</b>	<b>2,615.86</b>	<b>65,012.43</b>	<b>67,628.29</b>
Additions	411.29	1,396.80	<b>1,808.09</b>
Disposals	-	-	-
<b>Balance at 31 March, 2021</b>	<b>3,027.15</b>	<b>66,409.23</b>	<b>69,436.38</b>
<b>Accumulated depreciation</b>			
Balance at 1 April, 2019	(373.27)	(21,215.89)	<b>(21,589.16)</b>
Depreciation expenses	(415.18)	(9,822.12)	<b>(10,237.30)</b>
Elimination on disposals of assets	-	-	-
<b>Balance at 31 March, 2020</b>	<b>(788.45)</b>	<b>(31,038.01)</b>	<b>(31,826.46)</b>
Depreciation expenses	(417.42)	(12,937.03)	<b>(13,354.45)</b>
Eliminated on disposals of assets	-	-	-
<b>Balance at 31 March, 2021</b>	<b>(1,205.87)</b>	<b>(43,975.04)</b>	<b>(45,180.91)</b>
<b>Provision for Impairment</b>			
Balance at 1 April, 2019	-	(5,888.34)	<b>(5,888.34)</b>
Impairment expenses	-	-	-
<b>Balance at 31 March, 2020</b>	<b>-</b>	<b>(5,888.34)</b>	<b>(5,888.34)</b>
Impairment expenses	-	-	-
<b>Balance at 31 March, 2021</b>	<b>-</b>	<b>(5,888.34)</b>	<b>(5,888.34)</b>
<b>Carrying amount</b>			
Balance at 1 April, 2019	2,242.59	35,983.96	<b>38,226.55</b>
Additions	-	1,924.24	<b>1,924.24</b>
Disposals	-	-	-
Depreciation expenses	(415.18)	(9,822.12)	<b>(10,237.30)</b>
Impairment expenses	-	-	-
<b>Balance at 31 March, 2020</b>	<b>1,827.41</b>	<b>28,086.08</b>	<b>29,913.49</b>
Additions	411.29	1,396.80	<b>1,808.09</b>
Disposals	-	-	-
Depreciation expense	(417.42)	(12,937.03)	<b>(13,354.45)</b>
Impairment expenses	-	-	-
<b>Balance at 31 March, 2021</b>	<b>1,821.28</b>	<b>16,545.85</b>	<b>18,367.13</b>

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Particulars	As at 31.03.2021 (Rs. '000)	As at 31.03.2020 (Rs. '000)
<b>4. Non current tax assets</b>		
a. Advance tax (net of provision of tax of Rs. 2,075.00)	744.71	-
	<b>744.71</b>	<b>-</b>
<b>5. Other non-current assets</b>		
<b>i. Considered good</b>		
a. Other balances with govt. authorities		
i. Sales tax authorities	35.00	35.00
	<b>35.00</b>	<b>35.00</b>

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Particulars	As at 31.03.2021 (Rs. '000)	As at 31.03.2020 (Rs. '000)
<b>6. Trade receivables (Unsecured)</b>		
<b>Current</b>		
Trade receivables		
(a) Trade Receivables considered good - Unsecured*	10,371.48	10,465.17
(b) Trade Receivables which have significant increase in Credit Risk	-	-
(c) Trade Receivables - credit impaired	12.68	15.40
(d) Less:- Provision for doubtful debts / expected credit loss	(12.68)	(15.40)
	<b>10,371.48</b>	<b>10,465.17</b>
* includes dues from related parties		
<b>6a. Movement in the allowance for doubtful debts</b>		
Balance at beginning of the year	15.40	300.85
Add: Provided during the year	12.68	15.40
Less: Reversed on account of provision written back	(15.40)	(25.01)
Less: Bad debts during the year	-	(275.84)
<b>Balance at end of the year</b>	<b>12.68</b>	<b>15.40</b>
<b>6b. Trade receivables breakup (net of allowances)</b>		
Of the above, trade receivables from:		
- Related Parties	10,371.48	10,465.17
Less: Provision for doubtful trade receivables	-	-
<b>Total</b>	<b>10,371.48</b>	<b>10,465.17</b>
- Others	12.68	15.40
Less: Provision for doubtful trade receivables	12.68	15.40
<b>Total</b>	<b>-</b>	<b>-</b>
<b>7. Cash and cash equivalents</b>		
a. Cash on hand	-	-
b. Balance with banks		
i. in current accounts	2,146.18	19,694.16
	<b>2,146.18</b>	<b>19,694.16</b>
<b>8. Bank balances other than cash and cash equivalents</b>		
i. in deposit accounts		
- original maturity more than 3 months	5,114.88	-
	<b>5,114.88</b>	<b>-</b>
<b>9. Other financial assets</b>		
<b>i. Considered good</b>		
a. Unbilled Revenue	78.56	113.73
	<b>78.56</b>	<b>113.73</b>
<b>10. Other current assets</b>		
a. Balance with government authorities		
i. GST Receivable	3,618.01	1,765.96
b. Other advances	2,817.68	3,020.78
	<b>6,435.69</b>	<b>4,786.74</b>

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Particulars	As at 31.03.2021 (Rs. '000)	As at 31.03.2020 (Rs. '000)
<b>11. Share Capital</b>		
<b>A. Authorised</b>		
2,50,000 (31.03.2020, 2,50,000) Equity Shares of Rs. 10/- each	2,500.00	2,500.00
<b>B. Issued, Subscribed And Fully Paid Up</b>		
98,918 (31.03.2020, 98,918) Equity Shares of Rs. 10/- each, fully paid up	989.18	989.18
	<b>989.18</b>	<b>989.18</b>

**a) The reconciliation of the number of shares outstanding and the amount of share capital:**

Particulars	As at 31.03.2021		As at 31.03.2020	
	No of shares	Amount	No of shares	Amount
Numbers of equity share shares at the	98,918	989.18	98,918	989.18
Add: Shares issued during the year	-	-	-	-
<b>Numbers of shares at the End</b>	<b>98,918</b>	<b>989.18</b>	<b>98,918</b>	<b>989.18</b>

**b) Shares held by holding/ultimate holding company and/or their subsidiaries/associates:**

Particulars	As at 31.03.2021		As at 31.03.2020	
	No of shares	Amount	No of shares	Amount
Den Networks Limited*	50,448	504.48	50,448	504.48

**b) Details of shares held by each shareholder holding more than 5% shares:**

Name of Shareholder	As at 31.03.2021		As at 31.03.2020	
	No of shares	% Holding	No of shares	% Holding
Den Networks Limited*	50,448	51.00%	50,448	51.00%
Vikas Singh	38,470	38.89%	38,470	38.89%
Shachi Singh	10,000	10.11%	10,000	10.11%
<b>Total</b>	<b>98,918</b>	<b>100.00%</b>	<b>98,918</b>	<b>100.00%</b>

\* Including shares held by nominee shareholders of Den Networks Limited

**c)** 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. Equity Shareholders are eligible to dividend proposed by the Board of Directors as approved by Shareholders in the ensuing Annual General Meeting.

**d)** In the event of liquidation of the company, the holders of equity shares 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 shares held by the shareholders.

**12. Other Equity**

**For the year ended March 31, 2021**

(Rs. '000)

Particulars	Reserves and Surplus					Other comprehensive income	Total
	Securities premium	General reserve	Equity-settled employee benefits reserve	Capital Redemption Reserve	Retained earnings	Actuarial Gain / (Loss)	
Balance at the beginning of the reporting year	25,088.82	-	-	-	(9,095.24)	-	15,993.58
Transfer to retained earnings	-	-	-	-	(4,964.14)	-	(4,964.14)
Balance at the end of the reporting year	25,088.82	-	-	-	(14,059.38)	-	11,029.44

**Other Equity**

**For the year ended March 31, 2020**

(Rs. '000)

Particulars	Reserves and Surplus					Other comprehensive income	Total
	Securities premium	General reserve	Equity-settled employee benefits reserve	Capital Redemption Reserve	Retained earnings	Actuarial Gain / (Loss)	
Balance at the beginning of the reporting year	25,088.82	-	-	-	(17,024.37)	-	8,064.45
Transfer to retained earnings	-	-	-	-	7,929.13	-	7,929.13
Balance at the end of the reporting year	25,088.82	-	-	-	(9,095.24)	-	15,993.58

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Particulars	As at 31.03.2021 (Rs. '000)	As at 31.03.2020 (Rs. '000)
<b>13. Other non-current liabilities</b>		
a. Deferred revenue	8,804.05	17,681.39
	<b>8,804.05</b>	<b>17,681.39</b>
<b>14. Trade payables</b>		
Trade payables - Other than acceptances*		
a. total outstanding dues of creditors other than micro enterprises and small enterprises		
-Payable for goods and services	24,687.82	27,935.60
	<b>24,687.82</b>	<b>27,935.60</b>
* The Company has not received intimation from suppliers regarding the status under Micro Small and Medium Enterprises Development Act, 2006 and based on the information available with the Company there are no dues to Micro, Small and Medium Enterprises Development Act, 2006.		
<b>15. Other financial liabilities</b>		
a. Others	1,287.24	1,213.02
	<b>1,287.24</b>	<b>1,213.02</b>
<b>16. Current tax liabilities (Net)</b>		
a. Provision for income tax (net of advance tax)	-	10.55
	<b>-</b>	<b>10.55</b>
<b>17. Other current liabilities</b>		
a. Deferred revenue	4,596.32	6,931.28
b. Statutory remittances	862.80	1,694.48
c. Other payables		
i Advances from customers	1,192.34	1,377.56
	<b>6,651.46</b>	<b>10,003.32</b>

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Particulars	For the year ended 31.03.2021 (Rs. '000)	For the year ended 31.03.2020 (Rs. '000)
<b>18. Revenue From Operations</b>		
a. Sale of services	79,557.12	78,332.47
	<b>79,557.12</b>	<b>78,332.47</b>
<b>19. Other Income</b>		
a. Interest income		
i. on fixed deposits	124.20	-
ii. on income tax refund	1.71	-
b. Liabilities/ excess provisions written back	15.40	25.01
	<b>141.31</b>	<b>25.01</b>
<b>20. Other Expenses</b>		
a. Repairs and maintenance		
i. Plant and machinery	1,402.65	-
ii. Others	14,600.00	3,600.00
b. Consultancy, professional and legal charges*	12,194.00	7,147.50
c. Brokerage/ commission	45.45	214.11
d. Leaseline/bandwidth expenses	4,356.75	3,850.00
e. Freight and labour charges	14.27	-
f. Rates and taxes	100.95	22.19
g. Bad trade receivables and advances written off	-	233.58
h. Provision for Fixed assets/ capital work in progress	-	1,250.00
i. Provision for doubtful debts	12.68	15.40
j. Miscellaneous expenses	101.70	98.74
	<b>32,828.45</b>	<b>16,431.52</b>
* Consultancy, professional and legal charges includes Auditor's remuneration as under :		
a. To statutory auditors		
: Statutory audit fee	45.00	45.00
: Tax audit fee	5.00	5.00
: Other Services	-	5.00
	<b>50.00</b>	<b>55.00</b>

**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**  
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**NOTES TO THE FINANCIAL STATEMENTS**

**21. Current Tax and Deferred Tax**

**(a) Income Tax Expense**

	(Rs. '000)	
Particulars	Year ended 31.03.2021	Year ended 31.03.2020
<b>Current Tax:</b>		
Current Income Tax Charge	143.75	2,075.00
<b>Deferred Tax</b>		
In respect of current year origination and reversal of temporary differences	(1,576.12)	1,387.25
<b>Total Tax Expense recognised in profit and loss account</b>	<b>(1,432.37)</b>	<b>3,462.25</b>
Deferred Tax in respect of reversal of temporary differences considered in exceptional items	-	-
<b>Total Tax Expense</b>	<b>(1,432.37)</b>	<b>3,462.25</b>

**(b) Movement of Deferred Tax**

**(i) Movement of Deferred Tax for 31.03.2021**

	(Rs. '000)		
	Year ended 31.03.2021		
Particulars	As on 01.04.2020	Recognised in statement of profit and Loss	As on 31.03.2021
<u>Tax effect of items constituting deferred tax liabilities</u>			
Property, Plant and Equipment	1,772.50	1,912.74	3,685.24
	<b>1,772.50</b>	<b>1,912.74</b>	<b>3,685.24</b>
<u>Tax effect of items constituting deferred tax assets</u>			
Doubtful debts/advances/impairment	3.88	(0.69)	3.19
Other financial asset	5,753.38	(2,674.33)	3,079.05
Other Items	-	2,338.40	2,338.40
	<b>5,757.26</b>	<b>(336.62)</b>	<b>5,420.64</b>
<b>Net Tax Asset (Liabilities)</b>	<b>7,529.76</b>	<b>1,576.12</b>	<b>9,105.88</b>

**(ii) Movement of Deferred Tax for 31.03.2020**

	(Rs. '000)		
	Year ended 31.03.2020		
Particulars	As on 01.04.2019	Recognised in statement of profit and Loss	As on 31.03.2020
<u>Tax effect of items constituting deferred tax liabilities</u>			
Property, Plant and Equipment	847.45	925.05	1,772.50
	<b>847.45</b>	<b>925.05</b>	<b>1,772.50</b>
<u>Tax effect of items constituting deferred tax assets</u>			
Doubtful debts/advances/impairment	78.22	(74.34)	3.88
Financial Assets	7,991.34	(2,237.96)	5,753.38
	<b>8,069.56</b>	<b>(2,312.30)</b>	<b>5,757.26</b>
<b>Net Tax Asset (Liabilities)</b>	<b>8,917.01</b>	<b>(1,387.25)</b>	<b>7,529.76</b>

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(c) Numerical Reconciliation between average effective tax rate and applicable tax rate :

Particulars	(Rs. '000)			
	As at March 31, 2021		As at March 31, 2020	
	Amount	Tax Rate	Amount	Tax Rate
<b>Profit Before tax from exceptional items and tax expenses</b>	<b>(6,396.51)</b>	<b>25.17%</b>	<b>11,391.38</b>	<b>25.17%</b>
Exceptional items	-		-	
<b>Profit Before tax</b>	<b>(6,396.51)</b>		<b>11,391.38</b>	
Tax on above	(1,609.87)		2,866.98	
<b><u>Tax Impacts of the followings</u></b>				
Permanent differences	21.93		314.70	
Timing Difference relating to PPE & Other Financial Assets	11.83		279.81	
Rounding off Tax Provision	0.00		0.76	
Short provision for tax relating to prior years	143.75		-	
	<u>(1,432.37)</u>		<u>3,462.25</u>	
<b><u>Tax Expense debited to P&amp;L A/c</u></b>				
Current Tax	143.75		2,075.00	
Deferred Tax	(1,576.12)		1,387.25	
<b>Tax Expense</b>	<b>(1,432.37)</b>		<b>3,462.25</b>	

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**22. Related Party Disclosures**

**a) Holding Company**

1 DEN Networks Limited

**b) Key Managerial Personnel**

1 Vikas Singh  
 2 Shachi Singh

**c) Proprietorship firm of KMP**

1 VB Digital Distribution Cable Network

(Rs. in '000)

(Figures in bracket relates to previous year)

Particulars	Den Networks Ltd.	VB Digital Distribution Cable Network	Total
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**A. Transactions during the year**

<b>i.</b>	<b>Sale of services</b>		
	For the Year ended 31 March 2021	20,013.67	-
	For the Year ended 31 March 2020	(20,117.64)	-
<b>ii.</b>	<b>Expenses Reimbursed to</b>		
	For the Year ended 31 March 2021	14.38	-
	For the Year ended 31 March 2020	(35.57)	-
<b>iii.</b>	<b>Purchase of Services</b>		
	For the Year ended 31 March 2021	56,314.24	14,600.00
	For the Year ended 31 March 2020	(51,357.87)	(3,600.00)
<b>iv.</b>	<b>Purchase of Fixed Assets</b>		
	For the Year ended 31 March 2021	1,160.54	-
	For the Year ended 31 March 2020	(423.73)	-

**B. Outstanding balances at year end**

<b>i.</b>	<b>Trade payable</b>		
	As at 31st March 2021	20,154.59	4,498.44
	As at 31st March 2020	(23,821.28)	(4,061.18)
<b>ii.</b>	<b>Other Loans &amp; Advances</b>		
	As at 31st March 2021	625.73	2,191.95
	As at 31st March 2020	(828.84)	(2,191.95)
<b>iii.</b>	<b>Trade Recievables</b>		
	As at 31st March 2021	10,371.48	-
	As at 31st March 2020	(10,465.17)	-

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**23. Disclosure pursuant to IND AS 19 on 'Employee Benefits'**

**Employee benefit plans**

The company doesn't have any employee as on 31/03/2021. Therefore the company have not recognised the provision for define gratuity plan.

**24. Disclosures as per the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006**

Particulars	As at 31-03-2021 (Rs. '000)	As at 31-03-2020 (Rs. '000)
(a) (i) the principal amount remaining unpaid to any supplier	-	-
(ii) interest due thereon	-	-
(b) interest paid in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 and the amount of payment made to the supplier beyond the appointed day.	-	-
(c) interest due and payable for the period of delay in making payment other than the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
(d) interest accrued and remaining unpaid	-	-
(e) further interest remaining due and payable even in the succeeding years for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

**25. Earnings per equity share (EPS)\***

Particulars	Year ended 31.03.2021	Year ended 31.03.2020
a. Net Profit/(loss) attributable to equity shareholders	(4,964.14)	7,929.13
b. Weighted average number of equity shares outstanding used in computation of basic EPS	98,918	98,918
c. Basic Profit per equity share of Rs. 10 each (in Rs.)	(50.18)	80.16
d. Weighted average number of equity shares and equity equivalent shares outstanding used in computing diluted EPS	98,918	98,918
e. Diluted Earnings per equity share of Rs. 10 each (in Rs.)	(50.18)	80.16

\* There are no potential equity shares as at 31.03.2021 (nil at 31.03.2020)

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**26. Financial Instruments**

**(a) Financial risk management objective and policies**

This section gives an overview of the significance of financial instruments for the company and provides additional information on the balance sheet.

**Financial assets and liabilities:**

The accounting classification of each category of financial instruments, and their carrying amounts, are set out below:

<b>As at 31.03.2021</b>	<b>(Rs. '000)</b>			
<b>Financial assets</b>	<b>Amortised Cost</b>	<b>FVTOCI</b>	<b>FVTPL</b>	<b>Total carrying value</b>
Cash and cash equivalents	2,146.18	-	-	2,146.18
Trade receivables	10,371.48	-	-	10,371.48
Other current financial assets	78.56	-	-	78.56
Bank balances other than cash and cash equivalents	5,114.88	-	-	5,114.88
	<b>17,711.10</b>	<b>-</b>	<b>-</b>	<b>17,711.10</b>

<b>Financial liabilities</b>	<b>Amortised Cost</b>	<b>FVTOCI</b>	<b>FVTPL</b>	<b>Total carrying value</b>
Trade payables	24,687.82	-	-	24,687.82
Other current financial liabilities	1,287.24	-	-	1,287.24
	<b>25,975.06</b>	<b>-</b>	<b>-</b>	<b>25,975.06</b>

**As at 31.03.2020**

<b>Financial assets</b>	<b>Amortised Cost</b>	<b>FVTOCI</b>	<b>FVTPL</b>	<b>Total carrying value</b>
Cash and cash equivalents	19,694.16	-	-	19,694.16
Trade and other receivables	10,465.17	-	-	10,465.17
Other current financial assets	113.73	-	-	113.73
	<b>30,273.06</b>	<b>-</b>	<b>-</b>	<b>30,273.06</b>

<b>Financial liabilities</b>	<b>Amortised Cost</b>	<b>FVTOCI</b>	<b>FVTPL</b>	<b>Total carrying value</b>
Trade payables	27,935.60	-	-	27,935.60
Other current financial liabilities	1,213.02	-	-	1,213.02
	<b>29,148.62</b>	<b>-</b>	<b>-</b>	<b>29,148.62</b>

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**(b) Risk management framework**

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings, trade and other payables. The Company's principal financial assets include Investment, trade and other receivables and cash and bank balances that derive directly from its operations. The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

**Market Risk**

Market risk is the risk that the fair value of future cash flows of a financial assets will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial Assets affected by market risk include loans and borrowings, deposits and derivative financial instruments.

**Liquidity risk**

The company remains committed to maintaining a healthy liquidity, gearing ratio, deleveraging and strengthening the balance sheet. The maturity profile of the Company's financial liabilities based on the remaining period from the date of balance sheet to the contractual maturity date is given in the table below. The figures reflect the contractual undiscounted cash obligation of the company.

	(Rs. '000)		
	<1 year	> 1 Year	Total
<b>As at 31.03.2021</b>			
- Trade payables	24,687.82	-	24,687.82
- Other current financial liabilities	1,287.24	-	1,287.24
<b>Total</b>	<b>25,975.06</b>	<b>-</b>	<b>25,975.06</b>
<b>As at 31.03.2020</b>			
- Trade payables	27,935.60	-	27,935.60
- Other current financial liabilities	1,213.02	-	1,213.02
<b>Total</b>	<b>29,148.62</b>	<b>-</b>	<b>29,148.62</b>

**Counterparty and concentration of credit risk**

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the company. The company is exposed to credit risk for receivables, cash and cash equivalents, short-term investments and loans and advances.

Credit risk on receivables is limited as most of the portion of receivables is pertaining to fellow subsidiary or holding/ ultimate holding Company. The history of trade receivables shows a negligible provision for bad and doubtful debts.

None of the company's cash equivalents are past due or impaired. Regarding trade and other receivables, and other non-current assets, there were no indications as at 31.03.2021, that defaults in payment obligations will occur.

(a) Receivables are deemed to be past due or impaired with reference to the company's normal terms and conditions of business. These terms and conditions are determined on a case to case basis with reference to the customer's credit quality and prevailing market conditions. Receivables that are classified as 'past due' in the above tables are those that have not been settled within the terms and conditions that have been agreed with that customer.

(b) The credit quality of the company's customers is monitored on an ongoing basis and assessed for impairment where indicators of such impairment exist. The solvency of the debtor and their ability to repay the receivable is considered in assessing receivables for impairment. Where receivables have been impaired, the company actively seeks to recover the amounts in question and enforce compliance with credit terms.

27. In the opinion of the Management, Current Assets, Loans and Advances are of the value stated, if realized in the ordinary course of business.
28. The Company is providing cable television network and allied services and hence has only one reportable segment. The operations of the Company are located in India.
29. Certain Credit balances included in Current Liabilities are pending for confirmation and consequential reconciliation.
30. Sundry debtors/ Advances as at the Balance Sheet date in view of management represent bonafide sums due by debtors for services arising on or before that date and advances for value to be received in cash or in kind respectively. The balances however are subject to confirmation from respective parties except related parties who have confirmed the balance outstanding in their account.
31. The debit / credit balances in group Companies including Den Networks Limited have been grouped under Trade payable, Other liability and Trade receivable on 'gross' basis as in the previous year.

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**NOTES TO THE FINANCIAL STATEMENTS**

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32. As per the information provided by the management, no legal cases are pending and no demand is being raised by any legal authority on the company, therefore, there is no need to take the effect of any contingent liability into the financial statements.
- 33. Events Occuring After The Balance Sheet Date**  
All material events occurring after the balance sheet date up to the date of approval of financial statements by the board of directors have been considered, disclosed and adjusted, wherever applicable, as per the requirements of Ind AS 10 - Events after the Reporting Period.
- 34. Authorisation Of Financial Statements**  
The financial statements for the year ended March 31, 2021 were approved by the Board of Directors on 13th April, 2021. The management and authorities have the power to amend the Financial Statements in accordance with Section 130 and 131 of The Companies Act, 2013.
- 35. Impact Of Pandemic Covid 19**  
The outbreak of Coronavirus (COVID -19) has impacted businesses globally. The company being service provider of one of the "Essential Services – Television Broadcasting & Distribution" was able to operate under normal course of business during the period of Nationwide Lockdown with minimal impact on operations. In assessing the recoverability of Company's assets such as Investments, Loans, Trade receivables, based on current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets as of 31st March 2021. The Company will continue to closely monitor any material changes arising of future economic conditions and impact on its business.
36. All amounts in the financial statement and accompanying notes are presented in Rs. "thousand" and have been rounded-off to two decimal place unless stated otherwise.
- 37. Name Change**  
Pursuant to the shareholders' resolution dated March 21, 2020, the status of the Company was changed from a Private Company to a Public Company to cater to the growing size of the business and consequently, the name of our Company was changed to VBS Digital Distribution Network Limited earlier known as VBS Digital Distribution Network Private Limited. Consequent to the change of name pursuant to conversion, a fresh certificate of incorporation was issued by the Registrar of Companies.
38. Previous year figures have been regrouped/reclassified wherever considered necessary, to make them comparable with current year figures.

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In terms of our report attached  
**For PIYUSH MISRA & CO.**  
Chartered Accountants  
ICAI Firm Registration No.: 007579C

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For and on behalf of the Board of Directors of  
**VBS DIGITAL DISTRIBUTION NETWORK LIMITED**

**Piyush Misra**  
Partner  
Membership No. 076247  
Place: Lucknow  
Dated: 13-04-2021

**Vikas Singh**  
Director  
DIN No: 03116594  
Place: Lucknow  
Dated: 13-04-2021

**Kamal Gogna**  
Director  
DIN No: 08087269  
Place: Lucknow  
Dated: 13-04-2021