



Date: 19th August, 2016

To, The Listing Department The National Stock Exchange of India Limited Plot no. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 NSE Trading Symbol: HATHWAY	To, The Corporate Relationship Department BSE Limited P.J. Towers, 1 st Floor, Dalal Street, Mumbai – 400 001 BSE Security Code: 533162
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Dear Sir(s),

Sub.: Submission of Annual Report pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Report of the Company for the financial year 2015-16.

Request you to take the same on record and oblige.

Thanking you,

Yours faithfully

FOR HATHWAY CABLE & DATACOM LIMITED

Ajay Singh

Head Legal, Company Secretary & Chief Compliance Officer

FCS No. 5189

Encl: As above

Hathway Cable & Datacom Limited

805/806, "Windsor", Off C.S.T. Road, Kalina, Santacruz (E), Mumbai 400 098. Tel.: +91 022 6774 2500, Fax : +91 22 6774 2400

Regd. Off.: "Rahejas", 4th Floor, Corner of Main Avenue & V.P. Road, Santacruz (W), Mumbai - 400 054.

Email : info@hathway.net Website: www.hathway.com

CIN : L64204MH1959PLC011421



OPENING DOORS TO A ***DIGITAL FUTURE***

Annual Report 2015-16

hathw@y

Where lives connect

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www.hathway.com
ANNUAL REPORT 2015-16

Visit our online annual report site.
Each section of the annual report
can be downloaded in pdf form



STAY CONNECTED

Visit our Investor and Media Centre on our
corporate website to stay up-to-date on
results, latest press releases, presentations,
conference call transcripts, quarterly results
and code of conduct.

Corporate Information

BOARD OF DIRECTORS

Mr. Sridhar Gorthi
DIN: 00035824
Chairman & Independent Director

Mr. Rajan Raheja
DIN: 00037480
Director

Mr. Akshay Raheja
DIN: 00288397
Director

Mr. Viren Raheja
DIN: 00037592
Director

Mr. Jagdishkumar G. Pillai
DIN: 00036481
Managing Director & CEO

Mr. Vinayak Aggarwal
DIN: 00007280
Director

Mr. Sasha Mirchandani
DIN: 01179921
Independent Director

Mr. Devendra Shrotri
DIN: 02780296
Independent Director

Mr. Biswajit Subramanian
DIN: 00905348
Independent Director

Ms. Ameeta Parpia
DIN: 02654277
Independent Director

CHIEF FINANCIAL OFFICER

Mr. Vineet Garg

HEAD LEGAL, COMPANY SECRETARY & CHIEF COMPLIANCE OFFICER

Mr. Ajay Singh
FCS No.: 5189

REGISTERED OFFICE

“Rahejas”, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (W), Mumbai - 400 054.
Tel No.: 022 26001306; Fax No.: 022 26001307
CIN: L64204MH1959PLC011421

STATUTORY AUDITORS

G. M. Kapadia & Co.
Chartered Accountants

COST AUDITORS

Ashok Agarwal & Co.

INTERNAL AUDITORS

Ernst & Young LLP

ADVOCATES & SOLICITORS

Law Offices of Indu Malhotra & Associates

Jayant Mehta, Advocate

Arun Khatpalia (Senior Advocate)

Trilegal

Thakore Jariwala & Associates (Mumbai)

S. Mahomedbhai & Company (Mumbai)

Shiv Prakash & Associates (Bangalore)

Tulsi Gokulraj & Associates (Hyderabad)

BANKERS

Axis Bank Limited

ICICI Bank Limited

Kotak Mahindra Bank Limited

Yes Bank Limited

REGISTRAR & TRANSFER AGENT

Link Intime India Private Ltd

C-13, Pannalal Silk Mills Compound,

LBS Marg, Bhandup (West), Mumbai - 400 078

Tel: 022 25963838; Fax: 022 25946969

COMMUNIQUE FROM MD & CEO



Dear Shareholders,

As you are aware, the contours of the Indian digital business are changing, and they are changing fast. The industry is in the midst of a huge transformation, underlined by changing media consumption patterns and a constantly moving regulatory environment. With the third and fourth phases of digitisation surging aggressively forward, a strong realignment is taking place across the industry.

The resultant changing dynamics of the Cable & Satellite (C&S) segment of the Media and Entertainment industry is ushering in a new era in broadcasting, marked by technological upgradations in offerings and enhanced viewer experience. The cascading impact of the change can also be seen across the Broadband segment, which is fast moving towards increased speeds and bandwidths packaged in value-enriched portfolios.

At Hathway, we are continuously striving to keep pace with the changing dynamics to create new touchpoints for improved consumer experience, by strengthening the network of our channel partners. During FY16, we scaled our efforts manifold through a series of innovative and game-changing initiatives designed to open new doors to a digital future packed with strong potentialities and positive possibilities.

The launch of Hathway Connect, improved packaging aligned to the

evolving consumer needs, content augmentation with the launch of four new channels and implementation of DAS 3 stand out as the key measures initiated during the year to upscale our Cable TV business. These initiatives, coupled with technological and service upgradation across our business segments, led to increased market share, thus paving the way for the next wave of growth for your Company.

Our ISP vertical also continued to scale new heights, with new collaborations to catapult it to enhanced leadership position.

I would like to share with you here some details about these initiatives.

HATHWAY CONNECT – EMPOWERING THE LCOs

With the changing face of the industry, we have become increasingly aware of the importance of strengthening the relationship between broadcasters, MSOs and LCOs. As we all know, MSOs and LCOs are facing growing competition from DTH players offering converged TV, internet access and video-on-demand services through a single connection. To battle this challenge, we launched a unique, industry-first initiative in the form of 'Hathway Connect' during FY16.

Hathway Connect is not just an online portal but a transformational initiative that seeks to empower our LCOs with

the technology and business tools needed to match the DTH content and service quality, thereby transforming consumer experience. The dedicated portal is equipped with a host of exciting features to enable the LCOs to run their business independently and efficiently, and to provide consumers with unmatched value proposition. You will find details of these features in other sections of this annual report.

This pioneering initiative will, in my opinion, go a long way in augmenting the competitive strength of the LCOs in the new digital regime by providing them the platform to build on their deeply entrenched consumer relationships. At the root of this novel scheme is our belief that our LCOs are not merely our vendors but our biggest asset, with the ability to grow our ARPU by at least 30 per cent in the coming quarters.

CONNECTING WITH CONSUMERS THROUGH NEW-AGE PACKAGING

At the risk of sounding repetitive, if we are to survive and grow in this competitive environment, the need for



“

HATHWAY STANDS AT
THE FOREFRONT OF
THE TECHNOLOGICAL
REVOLUTION
SWEEPING THE
DIGITAL BANDWIDTH
OF THE COUNTRY.

”

repackaging ourselves to align with the demands of the modern consumer cannot be overstated. As we move proactively towards expanding our subscriber base and market reach, we are focussed on redesigning our packages to make them wider and more interesting, and customised to the tastes of diverse customer categories.

Enhancement of content and addition of more value-added services to enhance our value proposition for consumers remained high on our business agenda during FY16. We have also initiated the process of rebranding and re-positioning our channels to deliver best-in-class experience for our customers. Also on the cards is launch of OTT services, for which we are already engaged in discussion with several vendors.

ENHANCING CONTENT TO SCALE CONSUMER EXPERIENCE

Led by our mission to continuously strengthen our consumer connect, we are also relooking our content portfolio to make it more dynamic and vibrant. To this end, we launched four new channels in the music and movie genres during the year. Packaged with a sophisticated, contemporary look, the new channels - DJAY, LAMHE, HOME THEATRE and MARATHI TALKIES - have brought in a lot of freshness to our content portfolio.

The channels were launched amid much buzz and hype, through teaser campaigns followed by a series of multi-platform marketing initiatives, generating intense excitement among viewers.

TAKING A DIGITAL LEAP THROUGH DAS 3 IMPLEMENTATION

Another creditable feature of our performance during FY16 is the speed and efficacy with which we are successfully implementing the third phase of digitisation, as mandated by the Government of India. The key benefit of digitisation to consumers is that it enables segmentation across categories according to the personal preferences and paying capacity of individual customers.

Partnering with the Government in this consumer-friendly initiative, we, at Hathway, are providing our customers with more variety in offerings, thus creating an uptick in demand. To keep pace with the DAS 3 implementation process, we have built a robust SMS back-end with Oracle Billing and Revenue Management System (OBRM), which are yielding results in terms of speed of delivery/provisioning, and also empowering LCOs/customers to manage their services without any major human intervention.



EXPANDING THE ISP AMBIT OF GROWTH

Even as we initiated a series of measures to grow our CATV business, we are concurrently also focussed on augmenting our Broadband service portfolio through new collaborations. Our continued efforts to invest in upscaling technology through GPON (Fibre-to-home solutions) have equipped us to serve our customers better through 100 MBPS plans in the near future. We have also strengthened our backend system with the latest hardware and software from CISCO (USA) to enhance the technical edge of our Broadband offerings. With our data pack benefits now reaching out to 50% of our markets, we see in this segment a huge potential to scale growth. Our efforts to bring various content providers within the ambit of our ISP offering also promise to open new vistas of growth for your Company.

ENABLING PROGRESS THROUGH TECHNOLOGY

While these initiatives are the key enablers of our future growth strategy, we are cognizant of the importance of leveraging technology to ensure their successful implementation. Technology, in fact, has always been the backbone of our growth strategy. As pioneers in launching high-speed 50 MBPS plans in the country using DOCSIS 3 technology in partnership with CISCO, we are well placed to embark on the next phase of growth by scaling our technological prowess. We have tied up with key technology partners for GPON (Fibre to home solutions) to provide our consumers with even higher speed limited options. We are, in fact, moving fast towards offering 100 MBPS plans to retail consumers at affordable rates.

Our technological thrust is founded on the belief that only a seamless

integration of old and new technologies can deliver growth for an organisation. This becomes even more important in a country like ours, with its large disparities in income and development. As an agile and empowered organisation, Hathway stands at the forefront of the technological revolution sweeping the digital bandwidth of the country.

GOING FORWARD

Given our strategic initiatives, we see a lot of positivity in our business in the coming quarters though challenges still remain on some counts. Deployment of boxes in Phase III of digitisation remains a concern, even though the process of digitisation is yielding significant benefits in the form of enhanced ARPU for MSOs and LCOs. Also, uncertainty continues to prevail due to legal wrangles in some States. Besides, with several broadcasters still delivering analogue signals, we see the process of migration taking some more time.

Another challenge relates to the development of a fair revenue sharing model to ensure that the process of digitisation becomes a win-win proposition for the LCOs and for the Company. We are proactively engaged with our LCOs on this and believe that a collaborative eco-system, underpinned by mutual trust and communication, is the key to growth in the CATV business.

On the positive side, with Phase I and II now steady, the process of transformation from analog-to-digital



is well entrenched, and we see things moving much more quickly from here.

As far as Broadband is concerned, we have successfully mapped our new data packs across 50% of our markets, providing our consumers with high speed experience at an affordable price. We have also tied up with several content providers, education portals and other lifestyle improvement players in an effort to provide consumers with a one-window solution in this business.

I firmly believe that these initiatives will help us scale new vistas of growth, while taking our valued consumers through new digital doors to an even more exciting future. For our partners,

MSOs and LCOs, these initiatives carry the promise of increased revenues and faster business growth, moving forward.

ON A CONCLUDING NOTE

Before I conclude, I would like to take this opportunity to thank all our partners, employees, consumers and shareholders for their unstinted support and cooperation over the years. The doors to the future are wide open, and together we shall emerge through them, stronger and more agile.

Thank you,

Mr. Jagdishkumar G. Pillai
Managing Director & CEO

“

WE ARE, IN FACT,
MOVING FAST
TOWARDS OFFERING
100 MBPS PLANS TO
RETAIL CONSUMERS
AT AFFORDABLE
RATES

”

OPENING DOORS TO A DIGITAL FUTURE

THE DIGITAL WORLD
OF TOMORROW
IS PACKED
WITH ENDLESS
POSSIBILITIES AND
EXTRAORDINARY
POTENTIAL.



We, at Hathway, are immensely focussed on opening the doors to a digital future for the hundreds and thousands of our consumers, trade partners, Local Cable Operators (LCOs), employees and other stakeholders.

With our innovative and revolutionary offerings across our Digital Cable TV (CATV) and Broadband services, we are helping them take their digital experience to the next level, designed to meet the needs of the future.

We are creating a new digital world that's structured to deliver tomorrow's solutions today.





GET READY, THEN,
TO JOIN US IN THIS
JOURNEY INTO THE
DIGITAL WORLD OF
THE FUTURE!





BUILDING A DIGITAL FOUNDATION FOR THE FUTURE

AS INDIA'S LARGEST MULTI SYSTEM OPERATOR (MSO) AND CABLE BROADBAND SERVICE PROVIDER, HATHWAY HAS SET UP A STATE-OF-THE-ART DIGITAL PLATFORM DESIGNED TO MEET THE FUTURE ASPIRATIONS OF CONSUMERS ACROSS THE COUNTRY.



With an extensive Cable TV (CATV) reach encompassing 200+ cities and towns of India and Broadband services covering 22 cities, we offer a complete package of services to meet the communication and entertainment needs of millions. We have a pan India ISP and CATV licence enabling us to connect to customers across the country.

DIVERSIFIED PRODUCT PORTFOLIO

Cable TV (Standard Definition & High Definition)

- Extensive network connecting 12.3 million CATV households and 10.6 million digital cable subscribers
- More than 10.6 million Set-Top Boxes (STBs) seeded across the country
- State-of-the-art digital Head-ends, sourced from global market leaders such as Ericsson and CISCO

Broadband (High-Speed)

- India's largest cable broadband service provider with approximately 3.3 million two-way broadband homes passes
- More than 40% share of the total cable broadband market in India

10.6
million digital
subscribers

12.3
million CATV
household

More than
40%
Cable
Broadband
marketshare



OUR VISION

Our vision is to be a single point access provider, bringing into the home and workplace, the converged world of information, entertainment and services.



OUR MISSION

Hathway's mission is to provide an incomparable world-class TV viewing & Broadband experience to consumers.



STOCK TICKER

BSE: 533162

NSE: HATHWAY

Bloomberg: HATH:IN

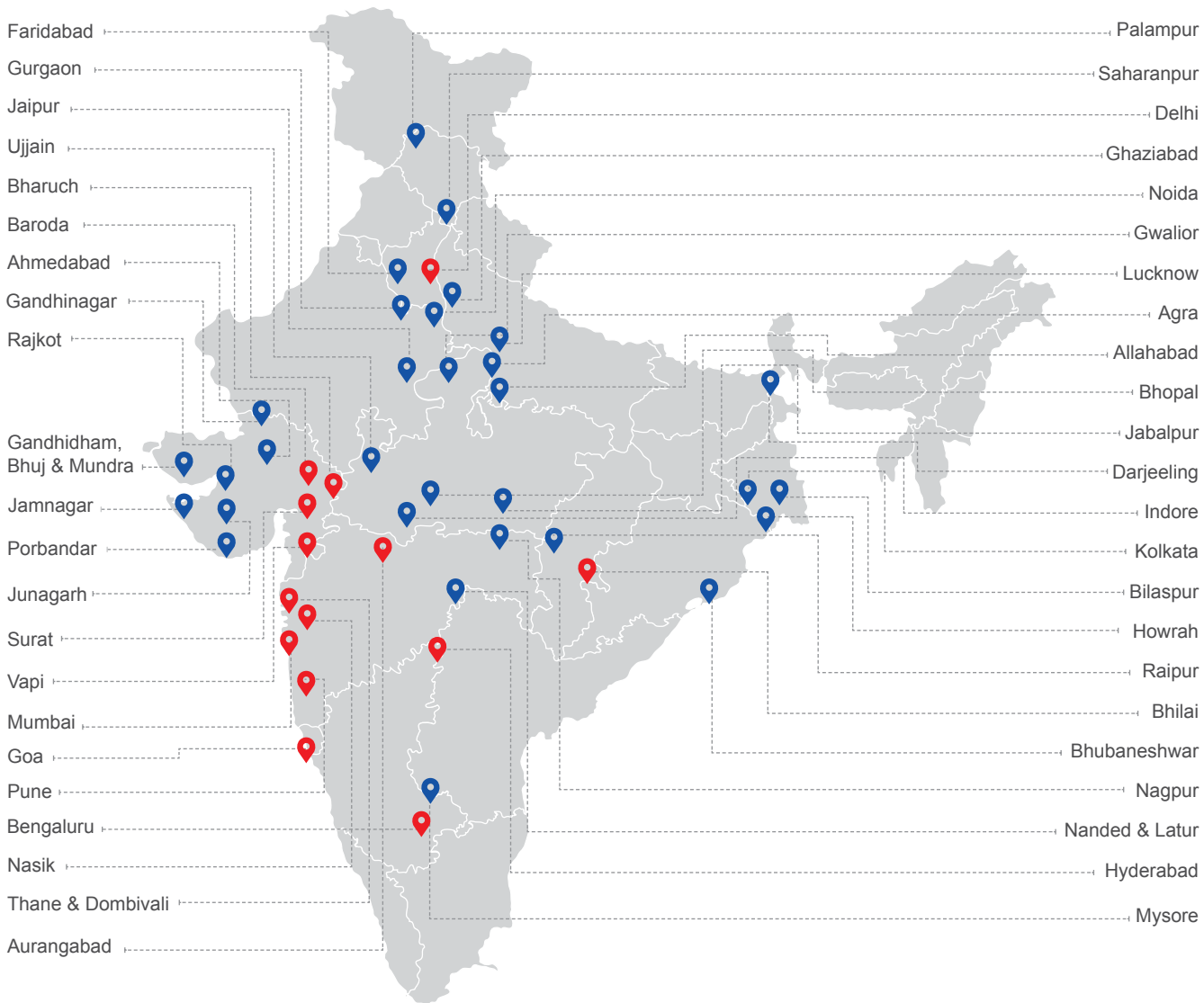
Reuters: HAWY.NS



The Cable TV and Broadband businesses are supported by a robust back-end infrastructure for Subscriber management and Billing systems based on the Oracle Billing and Revenue Management (OBRM) platform.



📍 Cable Service Offerings 📍 Cable and Broadband Service Offerings



*The map considers only major cities having Hathway's presence.
Map for illustrative purposes only



DRIVING INDIA'S DIGITAL AGENDA

AS A TECHNOLOGICALLY EMPOWERED ENTITY, HATHWAY HAS CONTINUALLY PIONEERED INNOVATIVE EXCELLENCE ACROSS THE DIGITAL LANDSCAPE OF INDIA. LEVERAGING OUR EXPERTISE AND EXPERIENCE, WE HAVE LAUNCHED SEVERAL TECHNOLOGY INITIATIVES THAT FORM PART OF THE “DIGITAL INDIA” INITIATIVE OF THE GOVERNMENT OF INDIA, WHICH WILL CATAPULT INDIA TO A GLOBAL LEADERSHIP POSITION IN THE DIGITAL DOMAIN ACROSS THE BROADBAND AND CATV SERVICES.

TAKING THE DIGITAL LEAP IN CATV

India's Cable TV industry has witnessed large-scale transformation in recent years. As the nation surges forward through the 3rd and 4th phase of digitisation, we are moving aggressively towards the realisation of the dream of a digitally connected India, on the back of our extensive reach, close relationships with our partners and operators and a future-centric network. We have successfully digitised 10.6 million homes, including 4.0 million in Phase III, taking our digital coverage to 87% of our footprint.

In an effort to align the Local Cable Operators (LCOs) to our vision and goals, we have launched a unique and breakthrough initiative

– Hathway Connect. The initiative is aimed at reaching out to more than 12,000 LCOs to empower them with technology, thus enabling them to serve the end-customers more effectively, and to enhance their experience with Hathway CATV to unmatched levels of excellence in entertainment.

Another key initiative aimed at strengthening the Company's LCO base and creating higher efficiencies in the system is the Electronic KYC (E-KYC). Aligned to comply with the new TRAI regulation for Phase III digitisation regarding completion of Customer Requisition Form (CRF) in a digitised format, this industry-first, environment-friendly initiative is available on Hathway Connect to enable the LCOs to manage their customer base better.



87%

coverage of our footprint

OUR STRONG SET-TOP BOX INVENTORY (OF ABOUT 1 MILLION SET-TOP BOXES), COUPLED WITH ADDITIONAL ORDERS TO COVER OUR REQUIREMENTS AS PER OUR CURRENT PLANS, PROMISES TO SCALE UP OUR CATV BUSINESS EVEN HIGHER OVER THE NEXT FEW QUARTERS. OUR CONDITIONAL ACCESS SYSTEM (CAS) IS INTEGRATED WITH OUR DIGITAL HEAD-ENDS, TO SEAMLESSLY STEER OUR SERVICE OFFERINGS TO A NATIONAL AUDIENCE.



RIDING THE BROADBAND DIGITAL WAVE

In the Broadband service portfolio, we had pioneered the launch of high-speed 50 MBPS plans in India, using DOCSIS-3 technology in partnership with CISCO. Taking this offering to the next level, we have now tied up with Huawei for Metro Ethernet LAN and with ZTE for GPON (Fibre-to-home solutions). These collaborations have prepared the Company to offer speed up to 1Gbps in the near future to retail consumers at affordable rates.

With such fast-paced Broadband set to become a reality soon, we, at Hathway, are getting ready to open the digital world to new frontiers of expansion and growth. Enhanced consumer experience, resulting from this new wave of Broadband expansion, will not only create more avenues for digital consumption but will shape the fast-changing digital world to meet the needs of tomorrow more effectively and efficiently than ever before.

100

MBPS plans in the near future to retail consumers at affordable rates.

WE HAVE UPGRADED OUR BACK-END SYSTEM WITH LATEST HARDWARE AND SOFTWARE FROM CISCO (USA) TO ENSURE OUR BROADBAND NETWORK MEETS INTERNATIONAL STANDARDS.

CONNECTING WITH GEN-X CONSUMERS

WITH CONSUMERS AT THE CORE OF OUR VISIONARY GROWTH CHARTER, WE ARE CONTINUALLY STRIVING TO STRENGTHEN OUR RELATIONSHIP WITH THEM WITH VALUE-ADDED SERVICES ALIGNED TO THEIR EVOLVING ASPIRATIONS.



TAKING DIGITAL LEAP IN CATV

Our 'Hathway Connect' initiative was part of our endeavour to meet the transforming needs of our CATV consumers. Besides strengthening our LCO-based customer connect, we have also opened up more doors to reach out directly to our end-customers. The self-care portal on our website offers quick recharge facility for both the primary and the secondary customers. We have also brought our customers online through our Android and iOS based mobile application, which is equipped with most of the transactional features needed to keep them well connected with the Hathway platform.



PACKAGED TO TOMORROW'S NEEDS

Another service-oriented measure we have taken for the customers is the new, enriched packages, with which we are looking at going deeper into the new and remote markets to reach out to a larger subscriber base in Phase III. Our new packages, with add-on options to supplement the base bouquet of channels, are designed to meet the aspirations of diverse categories of customers at the national and regional levels, across genres and languages.

To boost our competitive edge vis-à-vis DTH operators, we have introduced a simplified two-layer packaging, comprising two standard packs for the customer to choose from. The first is primarily a Hindi-centric pay channel bouquet focussed on GEC, Hindi movies etc., with Free-to-Air (FTA) channels included. The other is a similar pack with English Movies and English GEC genres added to it. A choice of two regional languages is also provided free with these packs. We are planning to enrich our base plans with Sports, while strengthening our Premium plans with English content. We have also taken care to simplify our offerings, making it easier for the customers to make their choice of the package best suited for their needs at an affordable price.

Overall, we are looking at enhanced content stability across our new and existing channels to offer a value proposition matching that of satellite channels.

While strengthening our services for our existing customers, we are also

concurrently expanding our subscriber base to new cities. We have soft launched a fibre-to-home GPON pilot in Kolkata and are aggressively adding home passes in cities like Delhi, Mumbai and Hyderabad.

SPEEDING THROUGH THE BROADBAND PORTAL

In terms of our Broadband services, we have taken our data packs benefit across 50% of our markets, without any cost increment, to ensure that the consumers get uninterrupted high speed broadband experience. Our marketing campaign, led by our brand ambassador Sania Mirza, is spreading awareness among consumers about the benefits of the new data packs.

Another key initiative we are undertaking in this business segment is to tie up with various content providers, education portals and other lifestyle improvement players to bring them under one umbrella, thus giving consumers a one-click cost-effective solution for their high speed broadband needs.

We are continuously augmenting our Broadband service portfolio to match the evolving aspirations and needs of the Gen-X consumers, who want connectivity on the go. As a dynamic entity focussed on delivering to the desires of the new-age consumers, we are consistently engaged in augmenting our experiential touch-points across the entire media gamut of the computer, the tablet, the mobile etc. Our focus in this business is steered by our strong and in-depth understanding of the ever-transforming needs of the young consumers, for whom Broadband connectivity is increasingly becoming a necessity for advancing their personal and professional goals.



OUR EXISTING CHANNEL PORTFOLIO

- H-TUBE
- CCC CINE CHANNEL
- HATHWAY MUSIC
- HATHWAY SHOPPE
- HATHWAY LIFE (IN ASSOCIATION WITH NATIONAL GEOGRAPHIC)
- HATHWAY ENTERTAINMENT
- HATHWAY MOVIES
- DJAY
- LAMHE
- HOME THEATRE
- MARATHI TALKIES



CABLING INDIA TO TOMORROW'S NEEDS

AS A FARSIGHTED AND VISIONARY ORGANISATION, WE ARE CONTINUOUSLY SCALING UP OUR CATV BUSINESS TO KEEP PACE WITH THE TRANSFORMING ASPIRATIONS OF OUR CUSTOMERS.

TAKING THE DIGITAL LEAP IN CATV

Operation 'Hathway Connect' is a major stepping stone in this direction, facilitating the empowerment of the LCOs to enable them to serve the end customer better and more efficiently. We see the LCOs as a critical component of the digital value chain and they shall continue to partner our growth story, going forward. With this initiative, we're empowering them to compete effectively with competing platforms such as DTH, so as to ensure consistent and sustainable growth in the Company's revenues and ARPUs.

OPERATION HATHWAY CONNECT

The industry-first Hathway Connect portal enables the LCOs to interact closely with the customers, with full autonomy to operate their business independently and to address individual customer needs in a customised manner.

The system is designed to provide sufficient tools to the LCOs to be more customer-friendly and compete more effectively with DTH providers. A special portal has been created for the LCOs, with the freedom to activate, add, delete and deactivate customers. This is backed by the Oracle Billing and Revenue Management (OBRM) System to ease the process for the LCOs.



Among the salient features offered by the portal are:

- Online activation of new customer (E-CAF)
- Pack management
- Balance management including integration with online payment gateways
- Customer prepaid option
- Sending customised notifications to subscribers
- Specialised LCO helpdesk
- Self-care through mobile app

'Hathway Connect' empowers the LCOs to scale-up their operations, and create efficient & seamless processes in order to provide the best offerings to their customers. The phased launch of this service, which started off in Bengaluru in January, will soon encompass the Western part of India, and then cover the rest of the country.

74%subscriber to
pre-paid category**THE WAY AHEAD**

BESIDES PLANS TO LAUNCH IN-HOUSE CHANNELS IN A COMPLETELY NEW AVATAR, WE ARE ALSO LOOKING AT REPOSITIONING OUR OLDER CHANNELS TO MAKE THEM MORE ALIGNED TO THE DESIRES OF THE NEW-AGE CONSUMER. LAUNCH OF MORE HD CHANNELS, WHERE WE SEE EXCEPTIONAL REVENUE AND ARPU GROWTH COMING FROM IN THE YEARS AHEAD, IS ANOTHER KEY INITIATIVE ON THE ANVIL. PAN-INDIA EXPANSION OF THESE INITIATIVES WILL FACILITATE HIGHER GROWTH GOING FORWARD.

SHARPENING OUR CATV EDGE

Constant improvement of our offerings remains central to our strategic approach in the CATV business, and to this end we have undertaken several initiatives to enhance our consumer experience.

- Successful launch of pre-paid services for our direct subscribers in Bengaluru, Mumbai, Pune and Delhi; 74% subscribers migrated to prepaid category
- Enhanced HD experience, achieved by an increase in number of HD channels to 50

- Streamlined payment systems to provide ease to customers and LCO
- Well on track on Phase III digitisation expansion plans
- Strengthened packaging structure to increase ARPU across our CATV footprint
- Introduction of right to use (RTU) deals, to enhance service to customer in line with primary customers

We see these measures translating into increased profitability and a greater competitive edge in the coming quarters.



BROADBASING OUR DIGITAL PLATFORM FOR TOMORROW

HAVING ESTABLISHED A STRONGHOLD IN THE BROADBAND BUSINESS, WE FURTHER LEVERAGED OUR CORE STRENGTHS TO SCALE-UP THIS SEGMENT THROUGH THE YEAR. EXPANSION INTO THE NEW CITIES OF KOLKATA, INDORE AND NAVI MUMBAI, AND INCREASED PENETRATION IN THE EXISTING REGIONS LED TO ENHANCED GROWTH AND PROFITABILITY IN THE BUSINESS.

TAKING DIGITAL LEAP IN CATV

We are already among the top two players for new consumer additions in the key markets of Delhi, Noida, Mumbai, Bengaluru, Hyderabad, Pune and Surat and are now striving to replicate the feat in more markets, beginning with Kolkata and Indore. Our continued focus on home passes is also yielding rich dividends and we see huge growth potential in this offering.

BUSINESS HIGHLIGHTS FOR FY16

- Subscriber base expanded by **2.2 Million** taking the total base to **10.6 Million**
- CATV and Broadband revenue have increased by **13%** and **61%** respectively, on YoY basis
- Home passes went up by **1 Million** mainly in Delhi, Bengaluru, Hyderabad
- Soft launch of GPON service, paving the way for commercial expansion

Being an intense customer-centric retail business, the Broadband segment is managed directly by Hathway across the entire value chain – from marketing, sales, customer service, billing & collection, to call centre and technical compliance. With on-ground support from LCOs, we are able to ensure total quality control of the business.



THE WAY AHEAD

GIVEN THE HUGE OPPORTUNITY FOR FURTHER GROWTH IN THIS SEGMENT, WE ARE NOW LOOKING AT LEVERAGING ITS COMPLETE POTENTIAL. WE ARE ENGAGED IN MOVING OUR BROADBAND BUSINESS TO ORACLE BILLING AND REVENUE MANAGEMENT SYSTEM AS THE BACK-END SYSTEM TO CREATE A MORE ROBUST PLATFORM FOR GROWTH.





PARTNERING OUR WAY INTO THE FUTURE

OUR BUSINESS GROWTH HAS ALWAYS BEEN NURTURED BY THE CLOSE RELATIONSHIPS WE HAVE BUILT WITH OUR TRADE PARTNERS OVER THE YEARS. FROM SUPPLIERS TO DISTRIBUTORS AND LCOs, OUR ORGANISATIONAL PROGRESS IS ROOTED IN THESE RELATIONSHIPS AND WE ARE CONTINUOUSLY TAKING CONCERTED INITIATIVES TO STRENGTHEN THEM.

A core facet of our partnerships is built on trust. The breakthrough 'Hathway Connect' initiative we launched during the year was aimed at augmenting the trust levels between the MSOs and the LCOs and empowering the role of the LCOs in our distribution chain. The initiative seeks to create a collaborative eco-system of mutual benefit and nurture an enabling environment where all stakeholders can work together. The move will empower Hathway to better reap the fruits of the digitisation wave in the form of increased ARPUs, while allowing LCOs to have greater flexibility and competitive edge leading to better monetisation. For the

consumers, this means a wider choice at better pricing.

The success of this strategic approach is manifest in the positive response from all the stakeholders, which we are leveraging to further strengthen our relationships through regular, one-to-one interactions with LCOs.

Our collaborative approach also extends to our technology partners, with whom we are continuously partnering to open more digital doors for a better and enhanced experience for users through upgradation of our key services, backed by continuous augmentation of our value-added services.





CORPORATE
OVERVIEW

BOARD OF
DIRECTORS

5-YEAR
HIGHLIGHTS

NOTICE OF THE
ANNUAL GENERAL
MEETING

DIRECTORS'
REPORT

MANAGEMENT
DISCUSSION &
ANALYSIS

REPORT ON
CORPORATE
GOVERNANCE

STANDALONE
FINANCIAL
STATEMENTS

CONSOLIDATED
FINANCIAL
STATEMENTS



NURTURING RELATIONSHIPS AND BUILDING CONSUMER CONNECT FOR THE FUTURE

TOMORROW'S DIGITAL NEEDS REQUIRE BUILDING STRONG CONSUMER CONNECT IN THE PRESENT TIME. OUR EMPOWERED RELATIONSHIPS EXTEND BEYOND OUR TECHNOLOGICAL, DISTRIBUTION AND LCO PARTNERS TO COVER OUR OWN EMPLOYEES, WHO ARE CENTRAL TO OUR FUTURE-DRIVEN GROWTH AGENDA. DURING THE YEAR UNDER REVIEW, WE LAUNCHED A SERIES OF NEW INITIATIVES TO DEEPEN OUR ENGAGEMENT WITH OUR PEOPLE ACROSS THE ORGANISATIONAL HIERARCHY, TO OPEN THE DOORS TO TOMORROW'S DIGITAL WORLD EVEN WIDER.



Talent induction, management and retention remains a key agenda of our Human Resources (HR) platform, and we have initiated a series of training programmes for new and existing employees through the year.

In an effort to infuse fresh talent in the organisation, we conducted a Pan- India Management Trainee recruitment drive on campuses. The drive led to the recruitment of 18 management trainees across diverse functions, including Finance, Operations and HR. The fresh management trainees were taken through a structured Induction and performance review process.

We also have in place a training calendar for the training and development of our existing people in key functions, such as Communication Skills, Sales Effectiveness, Basic and Advanced Excel, Communication Skills & Persuasive Conversation, Managerial Effectiveness, Customer Service, etc. The training programmes, conducted across locations during the year, received an extremely encouraging response.

As part of our focus on enhancing employee relationships, we regularly engage with them to celebrate major occasions, including festivals, national events and birthdays. The Southern Region started the year by felicitating employees who had completed 5, 10 and 15 years with the Company, and recognised their contributions to the organisation with the Reward & Recognition by way of Long Service Award.

The Southern region also saw special employee training programmes and workshops on topics such as 'Soft Skills' and 'Safety Awareness', and in the North region, similar training programmes were conducted on 'Women Empowerment' and 'Code of Conduct'.

Training programmes in the Western and Central regions also contributed to employee skill development and empowerment during the year.





INVESTING IN THE FUTURE

When we look ahead, we see a future of infinite possibilities and optimism. It's a future we have committed ourselves to nurturing with our dedicated efforts aimed at uplifting the marginalised sections of the society.

During the year under review, we strengthened our Corporate Social Responsibility (CSR) focus to reach out to more people in need.

In the Western region, we have partnered with NGO 'Buniyaad Foundation' to promote education of the underprivileged sections of the

society. As part of our Gifting and Receipts Policy, we auctioned all the gifts received during the festive season at discounted prices. The amount of ₹ 1.6 lakhs so collected was donated to Buniyaad's "Asha Kiran Scheme", which identifies bright pre-primary school students and sponsors their education till the primary level.

The East Region organised a visit to the NGO 'Bijayini' - a part of 'Dhakuria Human Resource Development Mission', which is engaged in serving orphans and needy women, and also provides relief to victims of

floods and other natural calamities. Our contribution to CSR in this region also involved donation of medical instruments and medicines to an orphanage in Barrakpore, Laxmikantapur.

In Indore (Central region), employees donated their old clothes for distribution to the poor, enabling them to live a life of dignity and protecting them from the extremes of weather. The Eastern region also saw employees join wholeheartedly in CSR drives during the year.



WINNING STRATEGIES FOR THE FUTURE

Our winning strategies are aimed at creating a robust, transparent and empowered organisation, endorsed by the awards and recognitions received year after year, which are testament to our success.



THE KEY AWARDS WON BY HATHWAY DURING FY16 WERE:

- Economic Times Best Tech Brand Award 2015 in Telecommunications, Technology and Media Space "Contributing Significantly to the growth of Digital Cable Television in the country"
- BCS Ratna Award 2016 as the "Most Outstanding National MSO for Implementation of DAS" - organised by Aavishkar Media Group
- BCS Ratna Award 2016 as the "Best MSO for Broadband Business" - organised by Aavishkar Media Group
- Bronze award for Annual Report – FY 2013-14 organised by Association of Business Communicators of India (ABCI)



"THIS RECOGNITION FROM ONE OF THE LEADING AND MOST TRUSTED NAMES IN MEDIA, THE ECONOMIC TIMES, IS TESTAMENT TO THE GIANT STRIDES THAT HATHWAY HAS TAKEN IN THE TECHNOLOGICAL TRANSFORMATION OF DIGITAL CABLE TV AND WIRED BROADBAND BUSINESSES IN INDIA AND OUR CONTINUING EFFORTS IN EMPOWERING OUR CUSTOMERS TO BUILD A BETTER AND ROBUST SERVICE & BRAND"

**MR. JAGDISH KUMAR,
MANAGING DIRECTOR &
CEO OF HATHWAY CABLE
& DATACOM LTD**

BOARD OF DIRECTORS

MR. SRIDHAR GORTHY

Chairman & Independent Director

EDUCATION

B.A. L.L.B (Hons)

PROFESSIONAL EXPERIENCE

Involved in legal advisory services to various multinational and domestic corporations on restructuring, debt finance, joint ventures, acquisitions and mergers.

MR. RAJAN RAHEJA

Director

EDUCATION

B.Com

PROFESSIONAL EXPERIENCE

Holds Directorship in diversified industries including Real Estate, Batteries, Building Materials, Petrochemicals, Cable TV, Hospitality and Life Insurance

MR. VINAYAK AGGARWAL

Director

EDUCATION

B.Com, Grad. CWA, PGDM (IIM-Ahmedabad)

PROFESSIONAL EXPERIENCE

More than two decades of work experience in Project Appraisal, Mergers and Acquisitions, Treasury Operations, etc.

MR. JAGDISHKUMAR G. PILLAI

Managing Director & CEO

EDUCATION

B.Com and Member of the Institute of Chartered Accountants

PROFESSIONAL EXPERIENCE

He has more than 28 years of professional experience, having worked in numerous leadership positions with bluechip companies like ITC Ltd, STAR TV and Reliance Industries Ltd. Mr. Jagdishkumar is an experienced media professional, having worked in various roles within STAR TV (a Newscorp venture) both in India and the headquarters in Hong Kong. During his stint with STAR TV, he worked on several aspects of the TV Broadcast business including Content, Distribution, Marketing, Broadcast Infrastructure, Digital Platforms, Business Development and Finance. In his last assignment before taking his current role, he was part of the Reliance Jio project team as President - Media & Entertainment at Reliance Industries Ltd.

MR. AKSHAY RAHEJA

Director

EDUCATION

B.Com, MBA from Columbia Business School, New York

PROFESSIONAL EXPERIENCE

Holds Directorship in diversified industries, including Real Estate, Cable TV, Retailing and General Insurance

MR. DEVENDRA SHROTRI

Independent Director

EDUCATION

MBA degree from Columbia Business School, New York, Masters in Computer Science & Engineering from University of South Carolina, Columbia and Bachelors of Electrical Engineering from the Jabalpur Engineering College, India

PROFESSIONAL EXPERIENCE

Varied experience in the fields of Management, Finance, Consulting, Outsourcing and Technology

MR. VIREN RAHEJA

Director

EDUCATION

B.Com, MBA from London Business School, completed all 3 levels leading to the CFA charter

PROFESSIONAL EXPERIENCE

Holds Directorship in diversified industries including Real Estate, Cable TV, Retailing and Software Development



MR. SASHA MIRCHANDANI

Independent Director

EDUCATION

Business Administration from Strayer University and MMDP program at IIM, Ahmedabad

PROFESSIONAL EXPERIENCE

Varied experience in Venture Capital, Consumer Electronics and Outsourcing

MR. BISWAJIT SUBRAMANIAN

Director

EDUCATION

B.Tech from IIT, Masters Degree in Electrical Engineering from the University of California and MBA from Wharton School of Pennsylvania

PROFESSIONAL EXPERIENCE

Before establishing Providence Equity Advisors, New Delhi office in 2007, Mr. Subramanian was based in Providence Equity's London office. Prior to joining Providence in 2000, Mr. Subramanian was a Vice President at Morgan Stanley, where he was part of the European telecommunications investment banking team. Prior to Morgan Stanley, Mr. Subramanian worked at Credit Suisse First Boston, McKinsey & Company and Intel

MS. AMEETA PARPIA

Independent Director

EDUCATION

LLB

PROFESSIONAL EXPERIENCE

She is a renowned Advocate and Solicitor partner of Messrs A H Parpia and Company, Advocates and Solicitors. Ms. Parpia passed the Examination (conducted by the Bombay Incorporated Law Society) in 1990 and specialises in the field of "Conveyancing", which covers knowledge of not only personal laws but also laws relating to immovable property and documentation

FINANCIAL HIGHLIGHTS

CONSOLIDATED REVENUES (in ₹ Crores)



CONSOLIDATED EBITDA (in ₹ Crores)



CATV UNIVERSE (in Millions)



2,105.13

412.19

12.3

HATHWAY CABLE & DATACOM LIMITED

'Rahejas', 4th Floor, Corner of Main Avenue & V.P. Road,
Santacruz (West), Mumbai – 400 054
Tel: 91-22-26001306 Fax: 91-22-26001307
CIN: L64204MH1959PLC011421
Website: www.hathway.com ; E-mail: info@hathway.net

NOTICE

NOTICE is hereby given that the Fifty Sixth Annual General Meeting of the Company will be held on Wednesday, 17th August, 2016 at 3.00 p.m., at ISKCON's Auditorium, Hare Krishna Land, Next to Hare Krishna Temple, Juhu, Mumbai – 400 049, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2016 and the statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with Reports of Directors' and Auditors' thereon;
2. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 read with rules there under, Mr. Rajan Raheja, (DIN 00037480), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company.”

3. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139(1) of the Companies Act, 2013 (the “Act”) read with Companies (Audit and Auditors) Rules, 2014, the appointment of M/s. G M Kapadia & Co., Chartered Accountants (Firm Registration No. 104767W) as made at the Annual General Meeting held on August 5, 2014, for a term of 3 years i.e. from the conclusion of the Fifty Fourth Annual General Meeting until the conclusion of the Fifty Seventh Annual General Meeting, be and is hereby ratified for a period of one year i.e. from the conclusion of this Annual General Meeting upto the conclusion of the next Annual General Meeting at such remuneration plus reimbursement of out of pocket expenses as may be mutually agreed between the Board of Directors of the Company and the said Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and

things as may be considered necessary, desirable and expedient to give effect to this resolution.”

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit and Auditors) Rules, 2014 or any other law for the time being in force, M/s. Ashok Agarwal & Co., Cost Accountants, (Firm Registration No. 000510), appointed as the Cost Auditor of the Company by the Board of Directors, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2017 at a remuneration of ₹ 5,75,000/- (Rupees Five Lakh Seventy Five Thousand only) plus reimbursement of out of pocket expenses, be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

BY ORDER OF THE BOARD

Place: Mumbai

Date: May 26, 2016

AJAY SINGH

**Head-Legal, Company Secretary &
Chief Compliance Officer**

FCS NO: 5189

Rahejas, 4th Floor, Corner of Main
Avenue & V.P. Road, Santacruz (West),
Mumbai - 400 054

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND, AND ON A POLL, TO VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. Proxies, if any, in order to be effective, must be received at the Company's Registered Office not later than 48 (Forty Eight) hours before the time fixed for holding the meeting. Proxies submitted on behalf of the companies, etc, must be supported by appropriate resolution/ authority, as applicable. During the period beginning 24

hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided not less than three days of notice in writing is given to the Company.

3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. Corporate Members intending to send their Authorized Representatives to attend the AGM are requested to send a duly certified true copy of the Board Resolution authorizing their representative to attend and vote at the AGM.
5. Any member proposing to seek any clarification on the accounts is requested to send the queries to the Company at its registered office at least seven days prior to the date of Annual General Meeting to enable the management to compile the relevant information to reply the same in the meeting.
6. The Register of Directors' and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting as per provision of Section 171 of the Companies Act, 2013.
7. The Register of the Members and the Share Transfer Books of the Company will remain closed from Saturday, August 13, 2016 to Monday, August 15, 2016 (Both days inclusive).
8. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, for Special Business, setting out all material facts and the statement of particulars of Director seeking re-appointment, are annexed hereto.
9. Members are requested to bring their copy of Annual Report and attendance slip to the meeting.
10. The Annual Accounts of the Subsidiary Companies shall be available at the Registered Office of the Company for inspection by any shareholder.
11. Hard copy of the details of accounts of subsidiaries required by any shareholders can be obtained with a written request to the Company Secretary of the Company at the Registered Office of the Company.

12. Relevant documents referred to in the accompanying Notice and the Statement, are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
13. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold in physical form are requested to write their folio number in the attendance slip.
14. Members who would like to receive notices, letters, annual reports, documents and any other correspondence by electronic mode are requested to register their email addresses and changes therein, from time to time, with Company's Registrar and Transfer Agent in respect of shares held in physical form and with respective Depository Participants (DP) where the shares are held in dematerialized form. Shareholders holding shares in physical form can send their email address for registration to rnt.helpdesk@linkintime.co.in quoting the Folio Number and Name of the Company.
15. The Annual Report and other documents will also be available on the Company's website www.hathway.com. The Company will be sending physical copy of Annual Report and other documents to all shareholders whose email address is not available with the Company. You may, anytime, request a printed copy of the Annual Report and other documents from the Company in spite of having registered under E-Communication facility.
16. THE COMPANY IS PROVIDING FACILITY FOR VOTING BY ELECTRONIC MEANS AND THE BUSINESS MAY BE TRANSACTED THROUGH E-VOTING.
17. THE FACILITY FOR VOTING THROUGH BALLOT OR POLLING PAPER SHALL BE MADE AVAILABLE AT THE MEETING AND THE MEMBERS ATTENDING THE MEETING WHO HAVE NOT ALREADY CAST THEIR VOTES BY REMOTE E-VOTING SHALL BE ABLE TO EXERCISE THEIR RIGHT AT THE MEETING.

THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:

- (i) The voting period begins on Saturday, August 13, 2016 at 10.00 am and ends on Tuesday, August 16, 2016 at 5.00 pm. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Wednesday, 10th August, 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iii) Click on Shareholders.

(iv) Now Enter your User ID:

- a. For CDSL: 16 digits beneficiary ID,
- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric*PAN issued by Income Tax Department (Applicable for both demat share holders as well as physical shareholders)</p> <ul style="list-style-type: none">Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.In case the sequence number is less than 8 digits enter the applicable number of 0' before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.
	<ul style="list-style-type: none">Please enter the DOB or Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id/folio number in the Dividend Bank details field as mentioned in instruction (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members

holding shares in demat form will now reach 'Password Creation' menu where in they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for the relevant < Hathway Cable & Datacom Limited> on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/ NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Note for Non- Individual Shareholders & Custodians:

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves as Corporates and Custodians respectively.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details they should create compliance user using the admin login and password. The Compliance user would be able to

link the depository account(s) /folio numbers on which they wish to vote.

- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting menu available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of **Wednesday, 10th August, 2016.**

Mr. Himanshu S. Kamdar, Practicing Company Secretary (Membership No. 5171) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Scrutinizer shall within a period not exceeding three(3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

The Results shall be declared on or after the conclusion of the Annual General Meeting of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.hathway.com and on the website of CDSL. The results will also be communicated to the Stock Exchanges on which the Company's equity shares are listed.

BY ORDER OF THE BOARD

Place: Mumbai **AJAY SINGH**
Date: May 26, 2016 **Head-Legal, Company Secretary & Chief Compliance Officer**
FCS NO: 5189
 Rahejas, 4th Floor, Corner of Main Avenue & V.P. Road, Santacruz (West), Mumbai - 400 054

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

ITEM NO. 4

The Board of the Directors of the Company as per the recommendation of the Audit Committee, has approved the appointment of M/s Ashok Agarwal & Co., Cost Accountant, as Cost Auditor, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2017 and also approved the remuneration of ₹ 5,75,000/- (Rupees Five Lakhs Seventy Five Thousand only) to be paid to him.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the shareholders of the Company.

Accordingly, it is proposed to seek approval of the members by passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditor for the financial year ending March 31, 2017.

None of the persons specified in Section 102 of the Companies Act, 2013 namely the Promoters, Directors, Key Managerial Personnel, Relatives of Promoters, Directors and Key Managerial Personnel or the entities comprising the interest of Promoters, Directors or Key Managerial Personnel, are concerned or interested financially or otherwise in the above resolution.

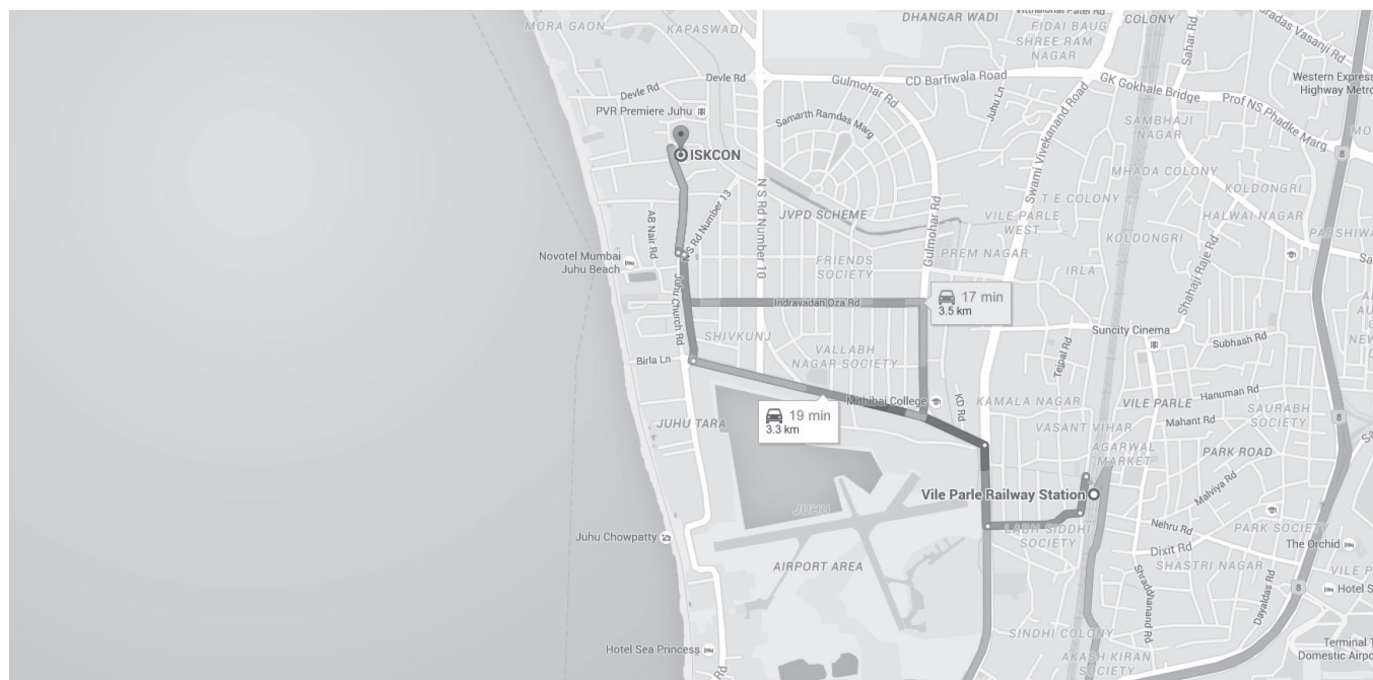
BY ORDER OF THE BOARD

Place: Mumbai **AJAY SINGH**
Date: May 26, 2016 **Head-Legal, Company Secretary & Chief Compliance Officer**
FCS NO: 5189
 Rahejas, 4th Floor, Corner of Main Avenue & V.P. Road, Santacruz (West), Mumbai - 400 054

Details of Directors seeking appointment and re-appointment at the forthcoming Annual General Meeting:

Name of Director	Mr. Rajan Raheja
Date of Birth	19/06/1953
Nationality	Indian
Date of Appointment on the Board	07/09/2000
Qualifications	B.com
Expertise in Specific Functional Area	Holds Directorship in diversified industries including Real Estate, Batteries, Building materials, Petrochemicals, Cable TV, Hospitality and Life Insurance.
Number of shares held in the Company	NIL
Disclosure of relationships between directors inter-se	Father of Mr. Viren Raheja and Mr. Akshay Raheja
Names of listed entities in which he holds the directorship and the membership of the Committees of the Board	<ol style="list-style-type: none"> Supreme Petrochem Limited (Director) <ol style="list-style-type: none"> Stakeholders' Relationship Committee-Member Corporate Social Responsibility Committee-Member Finance Committee-Member Prism Cement Limited (Director) <ol style="list-style-type: none"> Nomination and Remuneration Committee-Member Exide Industries Limited (Director)

Route Map from Vile Parle Railway Station to ISKCON, Juhu



DIRECTORS' REPORT



Your Company offers cable television services across 200+ cities and towns servicing through 23 digital headend

Dear Members,

Your Directors have pleasure in presenting the 56th Annual Report of the Company together with the Audited Statement of Accounts for the year ended 31st March, 2016.

1. FINANCIAL & OPERATION OVERVIEW:

a. Financial Highlights:

Your Company's performance during the year ended 31st March, 2016 as compared to the previous financial year, is summarized as below:

Particulars	Consolidated			Standalone		
	2015-16	2014-15	Growth (%)	2015-16	2014-15	Growth (%)
Operating & Other Income	2,105.13	1,858.74	13.26	1,193.30	1,038.10	14.95
Earnings before interest, depreciation, amortization & taxes	412.19	287.07	43.59	210.95	153.95	37.03
Finance Cost	137.49	153.50	(10.43)	90.76	105.76	(14.18)
Depreciation & Amortization	373.20	323.83	15.25	248.07	222.88	11.30
Impairment of Tangible / Intangible Assets	6.42	4.10	56.59	6.42	4.09	56.97
Goodwill on consolidation written off	-	3.77	(100.00)	-	-	-
Prior Period Expenses (Net)	1.70	(0.92)	(284.78)	0.69	0.27	155.56
Exceptional Items	3.75	(50.65)	(107.40)	36.35	(3.84)	(1046.61)
Amount transferred on change in stake in Subsidiaries/Joint Ventures	18.40	7.62	141.47	-	-	-
Minority Interest	(29.84)	(13.94)	114.06	-	-	-
Profit/(Loss) Share of Associates	1.12	0.40	180.00	-	-	-
Excess/Short provision for taxation in earlier years	(1.99)	0.93	2.92	-	-	-
Provision for Taxation – MAT Credit, Current Tax, Deferred Tax & (Excess)/Short provision for taxation in earlier years	42.43	27.04	56.92	-	-	-
Net Profit/(Loss)	(163.13)	(180.45)	9.60	(171.34)	(175.22)	2.21

During the year under review, the total income of your Company was ₹ 1,193.30 Crores on a standalone basis and ₹ 2,105.13 Crores on a consolidated basis as compared to the previous financial year's total income of ₹ 1,038.10 Crores on a standalone basis and ₹ 1,858.74 Crores on a consolidated basis. The net loss for the year under review, after taxation and exceptional items, stood at ₹ 171.34 Crores on a standalone basis and ₹ 163.13 Crores on a consolidated basis.

b. Operational Highlights:

Your Company has now reached over 10.6 million digital subscribers out of which 2.2 million subscribers digitized during current financial year. As a result, 87% of universe is digitalized and now the Company is one of the leading Multi System Operator (MSO) with highest digital subscribers in India.

Your Company offers cable television services across 200+ cities and towns servicing through 23 digital headend. To promote advertisements aired on cable channels, your Company introduced 4 new cable channels namely DJAY, Lamhe, Home Theatre & Marathi Talkies. Your Company also has more than 20 local cable channels including Music channel, Hathway CCC, Hathway Shoppe, H-tube, Hathway Life, Hathway Movies and Hathway Entertainment etc.

Your Company holds a pan India Internet Service Provider (ISP) license and is the first cable television service provider to offer broadband internet services. It has its presence in 22 cities across India with around 3.3 million two-way broadband enabled homes passed and 0.627 million broadband customers as on 31st March, 2016. This makes your company India's largest & leading cable broadband services provider.

Your Company has won several awards in the past year including "Most Outstanding National MSO for implementation of DAS" award by the BCS Ratna Awards 2016.

(i) CABLE TV BUSINESS:

DAS III

The Company has digitized 2.2 million customers in DAS III area in current financial year and now your company has 4 million digital subscribers in DAS III markets. During the year, Company has expanded the foot print in Sikkim, West Bengal, Karnataka, Madhya Pradesh and Maharashtra.

ROBUST BACKEND, BILLING & IT SYSTEM

During the year, your Company has launched robust Billing & IT System, which enabled to launch prepaid payment method for Company's direct subscribers. Your Company has also launched self-care portal on web, android and IOS platform. These initiatives have enhanced customer's experience and have provided them liberty to manage their connection efficiently. This also yielded a significant improvement in efficiency including higher collections per subscriber and has enhanced manpower productivity, this freed up significant manpower to be re-deployed in revenue enhancement initiatives.

Your Company has recently implemented an online portal for the Local Cable Operator (LCOs); christened "Hathway

Connect", which provide complete transparency to LCO about his customers and would facilitate managing its business efficiently and independently. This LCO portal is an extension of Hathway's backend system which supports LCO to service customer in real time, comply with Quality of Service guidelines, generate bills, receipts and reports etc.

LCO portal support automated pre-defined messages to customer to remind for payments, offers, schemes, greetings and also support dunning. This LCO portal supports packed wise share to be paid. LCO portal has also enabled making online payment through net banking, credit cards, debit cards, cash card and mobile wallets.

NEW PACKAGING

Your Company has introduced simplified package structure whereby customer can customize pack by choosing from the 6 Genre Add ons and 7 Regional Language Add ons packs with base FTA pack. The packaging is a first of its kind initiative for Cable Customers. To simplify selection of package, there are only 2 pre-customized packs for the customers. New packaging will not only help consumers to opt channel of their choice, but it will also help company to enhance its revenues. Your company has also increased High Definition (HD) channels to approximately 50 Channels in the all major cities.

(ii) BROADBAND BUSINESS:

The broadband reach of your Company is about 3.3 million homes where it can offer our services. This makes us the largest MSO providing such services in the country. Your Company is a Category-A ISP and it covers both retail and corporate segments. Apart from continuous expansion in Delhi, Bangalore and Hyderabad, your company has also expanded footprint in Indore and Kolkata for offering high speed broadband services.

YOUR COMPANY HAS NOW REACHED OVER 10.6 MILLION DIGITAL SUBSCRIBERS OUT OF WHICH 2.2 MILLION SUBSCRIBERS DIGITIZED DURING CURRENT FINANCIAL YEAR. AS A RESULT, 87% OF UNIVERSE IS DIGITALIZED AND NOW THE COMPANY IS ONE OF THE LEADING MULTI SYSTEM OPERATOR (MSO) WITH HIGHEST DIGITAL SUBSCRIBERS IN INDIA.

India has around 19.98 million wireline broadband subscribers as on 31st December, 2016 (As per revised definition i.e. a customer having minimum speed of 512 kbps). Cable provides big potential for growth of broadband penetration in the country considering the cable universe of 106 million CATV homes.

As of 31st March, 2016, your Company has over 0.63 million broadband subscribers with the ARPU of ₹ 670/-, which makes us the largest MSO in the country having highest number of broadband subscribers with an all India rank of being the 5th largest ISP Company in the country. With a high quality and high capacity HFC Network, your Company is well placed to garner a larger share of the growing broadband market. Your Company successfully implemented DOCSIS 3.0 high speed broadband service in many cities for broadband business and has received a good response to the same across Mumbai, Bangalore, Pune, Hyderabad and Delhi. At present, we are providing 50 Mbps speed to our DOCSIS 3.0 customers and we are further augmenting our network to provide 100 MBPS speed in future.

Your Company has also launched GPON Fibre to home services in Kolkata with ZTE as technology partner. Using this latest technology, your Company has built capability for providing up to 1 GBPS speed on mass scale. We will be gradually implementing this technology for premium consumers in other markets also.

Your company has also upgraded subscriber management system to QPS. This is latest and one of the best available global technology from CISCO. This also makes your Company's business model more sustainable and gives all of you healthy return of income. Your company has also renewed association with international Lawn Tennis player Ms. Sania Mirza as brand ambassador to ensure that there is further improvement of customer perception about our services.

c) Consolidated Accounts:

The consolidated financial statements of your Company for the financial year 2015-2016 are prepared in compliance with applicable provisions of the Companies Act, 2013, Accounting Standards and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as prescribed by the Securities and Exchange Board of India (SEBI).

d) Report on performance of subsidiaries, associates and joint venture Companies:

A statement containing the performance and financial position of each of the subsidiaries, associates and joint venture companies for the year ended 31st March, 2016 is given pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 and 8 of the Companies (Accounts) Rules, 2014 in AOC-1 in **Annexure-I** to this report.

Details of Companies/entities which have become or ceased as subsidiary company, associates and joint ventures, during the year under review, are as under:

Name of the Company	Relationship with the Company	Details of changes	Date of change
GTPL KCBPL Broad Band Pvt. Ltd.	Subsidiary Company	Became subsidiary of GTPL Hathway Private Limited	14.03.2015
GTPL Junagadh Network Pvt Ltd	Subsidiary Company	Became subsidiary of GTPL Hathway Private Limited	15.03.2016
GTPL Deesha Cable Net Pvt Ltd	Subsidiary Company	Became subsidiary of GTPL Hathway Private Limited	17.09.2015
GTPL Kaizen Infonet Pvt. Ltd	Wholly Owned Subsidiary Company	Acquired 100% shares	01.04.2015
GTPL Meghana Distributors Pvt. Ltd.	Wholly Owned Subsidiary Company	Acquired 100% shares	17.11.2015
GTPL Abhilash Communication Pvt. Ltd.	Subsidiary Company	Became subsidiary of GTPL Hathway Private Limited	15.06.2015
GTPL Chelikam Networks (India) Pvt. Ltd.	Subsidiary Company	Became subsidiary of GTPL Hathway Private Limited	23.05.2015
Vizianagar Citi Communications P. Ltd.	Subsidiary Company	Became subsidiary of GTPL Hathway Private Limited	01.11.2015

The financial statements of the subsidiary companies and related information are available for inspection by the members at the Registered Office of your Company during business hours on all days except Saturdays, Sundays and public holidays up to the date of the

Annual General Meeting as required under Section 136 of the Companies Act, 2013. Any member desirous of obtaining a copy of the said financial statements may write to the Company Secretary at the Registered Office of your Company.

e) Management Discussion and Analysis:

The Management Discussion and Analysis forms an integral part of this Report and gives detail of the overall industry overview, business overview, performance review in Cable television business and broadband business, key growth drivers, Opportunities and threats, risks and concerns, internal control systems and its adequacy and Human Resource.

f) Dividend:

Considering the losses incurred during the year under review, your Directors have not recommended any dividend for the financial year under review.

g) Transfer to reserves:

In view of losses incurred during the year under review, your Directors have not recommended transfer of any amount to reserves during the financial year under review.

h) Revision of financial statement:

There was no revision of the financial statements for the year under review.

i) Deposits:

Your Company has not accepted any public deposits during the year under review within the meaning of Sections 73 and 74 of the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014.

h) Disclosures under section 134(3)(l) of the Companies Act, 2013:

Except as disclosed elsewhere in this report, no material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and date of this report.

i) Disclosure of Internal Financial controls:

The Company's internal controls are commensurate with its size and the nature of its operations. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorised use, executing transactions with proper authorisation and ensuring compliance of corporate policies. The Company has a well-defined delegation of power with authority limits for approving revenue as well as expenditure. It uses a state-of-the-art enterprise resource planning (ERP) system to record data for accounting and management information purposes and connects to different locations for efficient exchange of information. It has continued its efforts to align all its processes and controls with global best practices.

In continuation of Company's plan for implementation of internal financial control during Phase II, the management had appointed an external consultant and formed an Internal Team to document and evaluate the design, adequacy and operating effectiveness of the Internal Financial Controls of the Company. Entity Level Control framework document has been documented. The documentation of process maps and key controls has been completed for all material operating processes. Further, during financial year 2015-16, management testing has been conducted on a sample basis for all key processes and remedial action has been taken or agreed upon with a finite closure date where control weaknesses were identified. The Management Audit Team (MAT) has also conducted a review of the Internal Financial Controls and remedial action has been taken or agreed upon with a finite closure date where in control weaknesses were identified.

There is no material financial controls related observations outstanding as at March 31, 2016.

Based on the above, the management believes that adequate Internal Financial Controls exist in relation to its Financial Statements.

j) Particulars of loans, guarantees, investments and securities:

The Company being engaged in the business of providing infrastructure facilities, the provisions of Section 186 of the Companies Act, 2013 are not applicable and accordingly, disclosure of details with respect to investment made, loan given, guarantee given and security made during the Financial Year 2015-16 in terms of Section 186(4) of the Act is not applicable.

2. MATTERS RELATED TO DIRECTORS AND KEY MANAGERIAL PERSONNEL

a) BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL

Mr. Brahmal Vasudevan (DIN 00242016), Independent Director of the Company resigned from the Board w.e.f January 13, 2016.

In accordance with the provisions of the Companies Act, 2013, none of the Independent Directors is liable to retire by rotation.

As per the provisions of Section 152 of the Companies Act, 2013, Mr. Rajan Raheja (DIN: 00037480), shall retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. Your Directors recommend the same for your approval.

Mr. Ganapathy Subramaniam resigned from the Board as Chief Financial Officer w.e.f 12th February, 2016 and Mr. Vineet Garg succeeded him as Chief Financial Officer with immediate effect i.e. w.e.f 12th February, 2016.

b. DECLARATIONS BY INDEPENDENT DIRECTORS:

Your Company has received declarations from all the Independent Directors under Section 149(6) of the Companies Act, 2013 confirming their independence vis-à-vis the Company.

3. DISCLOSURES RELATED TO BOARD, COMMITTEES AND POLICIES**A. BOARD MEETINGS:**

The Board of Directors met 6 times during the financial year ended 31st March, 2016 in accordance with the provisions of the Companies Act, 2013 and rules made thereunder.

The dates on which the Board of Directors met during the financial year under review are as under:

Sr. No.	Date of the Board Meeting
1	29th May, 2015
2	11th August, 2015
3	15th October, 2015
4	6th November, 2015
5	26th November, 2015
6	12th February, 2016

b. DIRECTOR'S RESPONSIBILITY STATEMENT:

In terms of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended 31st March, 2016, the Board of Directors hereby confirm that:

- in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- such accounting policies have been selected and applied consistently and the Directors made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2016 and of the loss of the Company for that year;
- proper and sufficient care was taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the annual accounts of the Company have been prepared on a going concern basis;
- internal financial controls have been laid down to be followed by the Company and that such internal financial controls are adequate and were operating effectively.

- proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively;

c. NOMINATION AND REMUNERATION COMMITTEE:

Consequent upon resignation of Mr. Brahmal Vasudevan from the Board w.e.f 13th January, 2016, the Nomination and Remuneration Committee was reconstituted by the Board of Directors of the Company in accordance with the requirements of Section 178 of the Act.

The composition of the Reconstituted committee is as under:

Sr. No.	Name of the Member	Designation
1	Mr. Sasha Mirchandani	Chairman
2	Mr. Viren Raheja	Member
3	Mr. Akshay Raheja	Member
4	Mr. Sridhar Gorthi	Member
5	Mr. Devendra Shrotri	Member

The Board of Directors has in accordance with the provisions of sub-section (3) of Section 178 of the Companies Act, 2013, formulated the policy setting out the criteria for determining credentials, positive attributes, independence of a Director and policy relating to remuneration for Directors, Key Managerial Personnel and other employees.

d. AUDIT COMMITTEE:

Consequent upon resignation of Mr. Brahmal Vasudevan from the Board w.e.f 13th January, 2016, the Audit Committee was reconstituted pursuant to the provisions of Section 177 of the Companies Act, 2013. The composition of the Audit Committee is in conformity with the provisions of the said section. The Reconstituted Audit Committee comprises of:

Sr. No.	Name of the Member	Designation
1	Mr. Sridhar Gorthi	Chairman
2	Mr. Viren Raheja	Member
3	Mr. Sasha Mirchandani	Member
4	Mr. Devendra Shrotri	Member
5	Ms. Ameeta Parpia	Member

The scope and terms of reference of the Audit Committee are in accordance with section 177 of the Companies Act, 2013, Audit Charter adopted by the Board of Directors in their meeting held on 11th February, 2015 and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year under review, the Board of Directors of the Company had accepted all the recommendations of the Committee.

e. STAKEHOLDERS RELATIONSHIP COMMITTEE:

Pursuant to Section 178 of the Companies Act, 2013, the Board of Directors of the Company has reconstituted the Stakeholder's Relationship Committee, comprising of:

Sr. No.	Name of the Member	Designation
1	Mr. Vinayak Aggarwal	Chairman
2	Mr. Viren Raheja	Member
3	Mr. Jagdishkumar G. Pillai	Member

The Company Secretary acts as the Secretary of the Stakeholders' Relationship Committee.

f. VIGIL MECHANISM POLICY FOR THE DIRECTORS AND EMPLOYEES:

The Board of Directors of Company has pursuant to the provisions of Section 178(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, framed "Vigil Mechanism Policy" for Directors and employees of the Company to provide a mechanism which ensures adequate safeguards to employees and Directors from any victimization on raising of concerns of any violations of legal or regulatory requirements, incorrect or misrepresentation of any, financial statements and reports, etc.

The employees of the Company have the right/option to report their concern/grievance to the Chairman of the Audit Committee.

Your Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations.

g. RISK MANAGEMENT POLICY:

The Board of Directors of the Company has designed Risk Management Policy and Guidelines to avoid events, situations or circumstances which may lead to negative consequences on the Company's businesses and define a structured approach to manage uncertainty and to make use of these in their decision making pertaining to all business divisions and corporate functions. Key business risks and their mitigation are considered in the annual/strategic business plans and in periodic management reviews.

h. CORPORATE SOCIAL RESPONSIBILITY POLICY:

As per the provisions of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 and any amendment thereof, the Board of Directors has constituted a Corporate Social Responsibility (CSR) Committee as under:

Sr. No.	Name of the Member	Designation
1	Mr. Devendra Shrotri	Chairman
2	Mr. Jagdishkumar G. Pillai	Member
3	Mr. Vinayak Aggarwal	Member

The Board of Directors of the Company has approved CSR Policy based on the recommendation of the CSR Committee. Since the Company has no profits in preceding 3 financial years, no amount was required to be spent for corporate social responsibility activities.

The CSR Policy of the Company is available on the Company's website and can be accessed in the link provided herein below:

http://www.hathway.com/assets/InvFile/HCDL_CSR_Policy.pdf

i. ANNUAL EVALUATION OF DIRECTORS, COMMITTEE AND BOARD:

The performance of the Board of Directors and its Committees, individual Directors was evaluated in the meeting of the Board of Directors held on 12th February, 2016 and the same was recorded as satisfactory.

j. DISCLOSURE UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 AND OTHER DISCLOSURES AS PER RULE 5 OF COMPANIES (APPOINTMENT & REMUNERATION) RULES, 2014:

The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year under review and Statement containing the particulars of employees in accordance with Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given in **Annexure - II**.

4. AUDITORS AND REPORTS

The matters related to Auditors and their Reports are as under:

a. OBSERVATIONS OF STATUTORY AUDITORS ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2016:

The observations made by the Statutory Auditors in their report for the financial year ended 31st March 2016 read with the explanatory notes therein are self-explanatory and therefore, do not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

b. SECRETARIAL AUDIT REPORT FOR THE YEAR ENDED 31ST MARCH 2016:

Provisions of Section 204 read with Section 134(3) of the Companies Act, 2013, mandates to obtain Secretarial Audit Report from Practicing Company Secretary. M/s. Rathi and Associates, Company Secretaries had been appointed to issue Secretarial Audit Report for the financial year 2015-16.

Secretarial Audit Report issued by M/s. Rathi and Associates, Company Secretaries in Form MR-3 for the financial year 2015-16 forms part to this report and the same is attached as **Annexure - III**.

In Secretarial Audit Report, M/s. Rathi and Associates quoted the following observation:

Pursuant to Regulation 29 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has not given the prior intimation to the Stock Exchanges(s) for convening the Board Meeting on 12th February, 2016. However, the Company has filed a letter dated 2nd March, 2016 with the stock exchanges requesting for taking a lenient and sympathetic view of the said omission.

In this regard, the Board of Directors would like to state that said intimation was duly prepared and signed by the Company Secretary of the Company. However, the said intimation could not be sent to the exchange due to oversight on the part of the concerned staff. The said omission in sending of the intimation to the exchange was purely unintentional and occurred inadvertently.

c. RATIFICATION OF APPOINTMENT OF AUDITORS:

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, M/s. G. M. Kapadia & Co, Chartered Accountants, the Statutory Auditors of the Company have been appointed for a term of 3 years. However, their appointment as Statutory Auditors of the Company shall be required to be ratified by the members at the ensuing Annual General Meeting. The Company has received a confirmation from the said Auditors that they are not disqualified to act as the Auditors and are eligible to hold the office as Auditors of the Company.

Necessary resolution for ratification of appointment of the said Auditors is included in the Notice of AGM for seeking approval of members.

d. COST AUDITORS:

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Notifications/Circulars issued by the Ministry of Corporate Affairs from time to time and as per the recommendation of the Audit Committee, the Board of Directors at their meeting held on 26th May, 2016, appointed M/s. Ashok Agarwal & Co, Cost Accountants, as the Cost Auditors of the Company for the financial year 2016-2017. The remuneration proposed to be paid to the Cost Auditor, subject to the ratification by the members at the ensuing Annual General Meeting would not be exceeding ₹ 5,75,000/- (Rupees Five Lakh Seventy Five Thousand only) plus reimbursement of out of pocket expenses, if any. The Cost Audit Report will be filed within the stipulated period of 180 days from the closure of the financial year.

5. OTHER DISCLOSURES

Other disclosures as per provisions of Section 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are furnished as under:

a. EXTRACT OF ANNUAL RETURN:

Pursuant to the provisions of Section 134(3)(a) of the Companies Act, 2013, extract of the Annual Return for the financial year ended 31st March, 2016 made under the provisions of Section 92(3) of the Act is attached as **Annexure - IV** which forms part of this Report.

b. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The particulars as required under the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy, technology absorption, foreign exchange earnings and outgo etc. are furnished in **Annexure - V** which forms part of this Report.

c. RELATED PARTY TRANSACTIONS:

During the financial year 2015-16, your Company has entered into transactions with related parties as defined under Section 2(76) of the Companies Act, 2013 read with Companies (Specification of Definitions Details) Rules, 2014 and any amendment thereof, which were in the ordinary course of business and on arms' length basis and in accordance with the provisions of the Companies Act, 2013, Rules issued thereunder and Regulation 34(3) and 53(f) and Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. During the financial year 2015-16, there were no transactions with related parties which qualify as material transactions under the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

d. CORPORATE GOVERNANCE: (Applicable to Companies giving remuneration as per Section II of Schedule V):

All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors (Applicable only in case of Managing Director)	₹ 227.45 Lacs
Details of fixed component and performance linked incentives along with the performance criteria	₹ 202.45 Lacs (Fixed) ₹ 25 Lacs (Variable)
Service contracts, notice period, severance fees	-
Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable	-

6. GENERAL:

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise as per provisions of Section 43(a)(ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014.
3. Issue of sweat equity shares to employees of the Company as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014.
4. Issue of equity shares under Employees Stock Option Scheme during the year under review and hence no information as per provisions of Section 62(1)(b) of the Act read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014.
5. Instances of exercising of voting rights in respect of shares purchased directly by employees under a scheme pursuant to Section 67(3) of the Act read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014
6. Payment of remuneration or commission from any of its Holding or subsidiary Companies to the Managing Director or the Whole-time Directors of the Company.

7. Significant or material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
8. Cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
9. There were no frauds reported by the Auditor of the Company pursuant to sub-section 12 of Section 143 of the Companies Act, 2013.

7. ACKNOWLEDGEMENTS AND APPRECIATION:

Your Directors take this opportunity to thank the customers, shareholders, suppliers, bankers, business partners/associates, financial institutions and Central and State Governments for their consistent support and encouragement to the Company.

For and on behalf of the Board

Jagdishkumar G. Pillai
Managing Director & CEO
DIN 00036481

Vinayak Aggarwal
Director
DIN 00007280

Date: 26/05/2016
Place: Mumbai

Registered Office

Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road,
Santacruz West, Mumbai 400054

CIN: L64204MH1959PLC011421
Tel No. 022-26001306 Fax No. 022-26001307
Mail:info@hathway.net website: www.hathway.com

ANNEXURE I

AOC-I

Part - A

STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIALS STATEMENTS OF SUBSIDIARIES, ASSOCIATES COMPANIES AND JOINT VENTURES, PURSUANT TO SECTION 129 (3) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 AND 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014

Reporting period : 01/04/2015 to 31/03/2016 & Reporting Currency in INR

(₹ In Crore unless otherwise stated)													
Sl. No.	Name of the Subsidiary	Note	Share Capital	Reserves and Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed Dividend	% of Shareholding
1	Channels India Network Pvt. Ltd.		0.09	(1.41)	0.02	1.34	-	0.00	(0.00)	-	(0.00)	N.A	95.63%
2	Vision India Network Pvt. Ltd.		0.09	(2.15)	0.01	2.07	-	0.00	(0.00)	-	(0.00)	N.A	100.00%
3	Liberty Media Vision Pvt. Ltd.		0.01	(2.25)	0.10	2.34	-	0.00	(0.01)	-	(0.01)	N.A	100.00%
4	Ideal Cables Pvt. Ltd.		0.08	(0.89)	0.01	0.82	-	-	(0.00)	-	(0.00)	N.A	100.00%
5	Hathway Channel 5 Cable & Datacom Pvt. Ltd.		0.49	(0.96)	3.34	3.81	-	0.00	(1.16)	-	(1.16)	N.A	51.00%
6	Bee Network & Communication Pvt. Ltd.		0.10	(1.44)	-	1.34	-	0.00	(0.00)	-	(0.00)	N.A	100.00%
7	Elite Cables Network Pvt. Ltd.		0.06	(0.08)	-	0.02	-	0.00	(0.00)	-	(0.00)	N.A	80.00%
8	Binary Technology Transfers Pvt. Ltd.		0.01	(1.63)	-	1.62	-	-	-	-	-	N.A	100.00%
9	Hathway Media Vision Pvt. Ltd.		0.07	0.80	6.37	5.50	2.46	0.22	(0.00)	-	(0.00)	N.A	100.00%
10	UTN Cable Communication Pvt. Ltd.		0.66	(6.61)	8.12	14.07	-	8.64	(2.99)	(0.01)	(2.98)	N.A	96.27%
11	ITV Interactive Media Pvt. Ltd.		0.08	(0.50)	0.03	0.45	-	0.00	(0.00)	-	(0.00)	N.A	100.00%
12	Chennai Cable Vision Network Pvt. Ltd.		0.18	(2.18)	0.00	2.00	-	0.00	(0.03)	-	(0.03)	N.A	75.99%
13	Hathway Universal Cabletel & Data com Pvt. Ltd.		2.02	(0.02)	2.80	0.81	2.00	0.00	(0.01)	-	(0.01)	N.A	100.00%
14	Win Cable & Data com Pvt. Ltd.		0.21	(19.78)	0.65	20.23	-	0.00	(0.00)	-	(0.00)	N.A	100.00%

(₹ In Crore unless otherwise stated)

Sl. No.	Name of the Subsidiary	Note	Share Capital	Reserves and Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed Dividend	% of Shareholding
15	Hathway Space Vision Cabletel Pvt. Ltd.		0.01	(1.05)	0.00	1.04	-	0.00	(0.00)	-	(0.00)	N.A	100.00%
16	Hathway Software Developers Pvt. Ltd.		0.66	(1.55)	11.60	12.49	0.00	6.00	(3.82)	(0.00)	(3.82)	N.A	84.04%
17	Hathway Nashik Cable Network Pvt. Ltd.		0.05	(9.81)	0.70	10.46	-	0.00	(0.00)	-	(0.00)	N.A	90.06%
18	Hathway Cnet Pvt. Ltd.		0.10	(0.53)	0.02	0.45	-	0.00	(0.00)	-	(0.00)	N.A	100.00%
19	Hathway United Cables Pvt. Ltd.		0.01	(0.03)	0.16	0.18	0.00	0.00	(0.00)	-	(0.00)	N.A	100.00%
20	Hathway Internet Satellite Pvt. Ltd.		0.01	(1.62)	-	1.61	-	-	-	-	-	N.A	100.00%
21	Hathway Krishna Cable Pvt. Ltd.		7.71	(1.90)	15.09	9.28	0.00	10.19	(6.54)	(0.03)	(6.51)	N.A	100.00%
22	Hathway Mysore Cable Network Pvt. Ltd.		1.04	(4.10)	8.97	12.02	0.00	3.96	(5.99)	(0.03)	(5.96)	N.A	83.87%
23	Hathway Prime Cable & Datacom Pvt. Ltd.		0.45	(0.35)	0.42	0.32	-	0.69	0.38	(0.01)	0.39	N.A	51.00%
24	Hathway Gwalior Cable & Datacom Pvt. Ltd.		0.01	(0.68)	0.07	0.73	-	-	(0.04)	-	(0.04)	N.A	100.00%
25	Hathway Digital Saharanpur Cable and Datacom Pvt. Ltd.		0.02	(2.25)	1.72	3.95	-	1.61	(0.64)	-	(0.64)	N.A	51.00%
26	Hathway Enjoy Cable Network Pvt. Ltd.		0.01	(0.00)	0.01	0.01	-	0.00	(0.00)	-	(0.00)	N.A	100.00%
27	Hathway JMD Farukhabad Cable & Datacom Pvt. Ltd.		0.01	(0.01)	0.01	0.00	-	0.00	(0.00)	-	(0.00)	N.A	100.00%
28	Hathway Kokan Crystal Cable Network Pvt. Ltd.		0.15	3.10	6.04	2.79	-	2.84	(1.10)	(0.19)	(0.91)	N.A	96.36%
29	Hathway Latur MCN Cable & Datacom Pvt. Ltd.		0.10	(0.61)	2.14	2.64	0.00	3.04	(0.04)	0.04	(0.08)	N.A	51.00%
30	Hathway MCN Pvt. Ltd.		1.89	6.80	16.82	8.13	0.41	17.23	(1.64)	(0.40)	(1.24)	N.A	51.00%
31	Hathway Sonali OM Crystal Cable Pvt. Ltd.	1	0.10	(11.02)	18.71	29.64	-	19.79	(8.54)	(0.23)	(8.30)	N.A	51.00%
32	Hathway ICE Television Pvt. Ltd.		0.20	(0.79)	1.06	1.65	-	0.01	0.01	-	0.01	N.A	51.00%

(₹ In Crore unless otherwise stated)													
Sl. No.	Name of the Subsidiary	Note	Share Capital	Reserves and Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed Dividend	% of Shareholding
33	Hathway Datacom Central Pvt. Ltd. (f.k.a. Hathway Bhaskar Multinet Pvt. Ltd.)	4	1.63	(5.32)	68.57	72.26	10.91	34.85	(33.08)	-	(33.08)	N.A	100.00%
34	Hathway Rajesh Multichannel Pvt. Ltd.	1	0.28	(3.08)	18.01	20.80	0.01	15.81	(4.04)	0.16	(4.20)	N.A	51.00%
35	Net 9 Online Hathway Pvt. Ltd.	6	0.01	1.08	2.49	1.40	-	6.96	0.49	0.19	0.30	N.A	50.00%
36	Hathway New Concept Cable & Datacom Pvt. Ltd.		0.05	1.37	13.71	12.29	0.01	5.86	(1.69)	-	(1.69)	N.A	100.00%
37	Hathway Sai Star Cable & Datacom Pvt. Ltd.	1	0.14	38.99	71.16	32.03	-	16.42	(7.35)	0.17	(7.52)	N.A	51.00%
38	Hathway Cable MCN Nanded Pvt. Ltd.	5	3.36	(2.64)	3.04	2.31	0.69	3.21	(0.06)	0.08	(0.14)	N.A	45.05%
39	Hathway Palampur Cable Network Pvt. Ltd.		0.03	1.18	1.80	0.59	-	1.27	0.08	0.02	0.06	N.A	51.00%
40	Hathway Mantra Cable & Datacom Pvt. Ltd.		0.01	(6.40)	8.62	15.02	-	12.50	(3.87)	-	(3.87)	N.A	98.00%
41	Hathway Dattatray Cable Network Pvt. Ltd.	1	0.04	(0.41)	11.84	12.21	-	5.55	(3.45)	(1.06)	(2.40)	N.A	51.00%
42	Hathway CBN Multinet Pvt. Ltd. (f.k.a. Hathway Bhaskar CBN Multinet Pvt. Ltd.)	2	0.05	1.84	4.99	3.10	-	3.87	(0.58)	0.01	(0.59)	N.A	51.00%
43	Hathway CCN Multinet Pvt. Ltd. (f.k.a. Hathway Bhaskar CCN Multinet Pvt. Ltd.)	2	0.48	2.65	12.80	9.68	-	6.72	0.05	(0.02)	0.07	N.A	51.00%
44	Hathway CCN Entertainment (India) Pvt. Ltd. (f.k.a. Hathway Bhaskar CCN Entertainment (India) Pvt. Ltd.)	2	0.50	2.26	7.16	4.40	-	4.59	0.58	0.18	0.40	N.A	51.00%
45	Hathway Bhaskar CCN Multi Entertainment Pvt. Ltd.	2	0.01	0.41	2.43	2.01	-	1.45	0.20	0.01	0.19	N.A	70.00%

(₹ In Crore unless otherwise stated)

Sl. No.	Name of the Subsidiary	Note	Share Capital	Reserves and Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed Dividend	% of Shareholding
46	Hathway Bhawani Cabletel & Datacom Ltd.	4	8.10	(11.86)	13.60	17.37	0.55	16.69	(2.37)	-	(2.37)	N.A	51.60%
47	Hathway Bhawani NDS Network Pvt. Ltd.	7	1.55	(1.55)	0.54	0.54	-	1.04	(0.19)	-	(0.19)	N.A	26.32%
48	Hathway SS Cable & Datacom LLP		1.18	-	3.40	2.22	-	1.03	(0.68)	-	(0.68)	N.A	50.99%
49	Hathway Broadband Pvt. Ltd.		2.50	0.18	2.68	0.00	-	0.24	0.23	0.06	0.17	N.A	100.00%
50	Hathway Universal VCN Cable Network LLP	9	3.15	(0.53)	3.47	0.85	-	0.34	(0.45)	0.10	(0.53)	NA	50.97%
51	GTPL Hathway Pvt. Ltd.	6	98.35	360.26	1,182.50	723.90	140.98	652.24	112.06	38.70	73.35	N.A	50.00%
52	GTPL Anjali Cable Network Pvt. Ltd.	3	0.02	2.41	3.47	1.04	-	1.91	(0.20)	(0.04)	(0.16)	N.A	30.50%
53	GTPL Solanki Cable Network Pvt. Ltd.	3	0.07	0.29	1.29	0.94	0.00	1.47	0.02	0.01	0.01	N.A	25.50%
54	GTPL Zigma Vision Pvt. Ltd.	3	0.03	0.12	0.83	0.68	0.00	0.81	(0.06)	0.00	(0.06)	N.A	45.10%
55	GTPL SK Network Pvt. Ltd.	3	0.02	1.13	2.52	1.37	0.00	2.04	(0.03)	(0.01)	(0.03)	N.A	25.50%
56	GTPL Video Badshah Pvt. Ltd.	3	0.01	2.72	4.40	1.67	0.13	1.97	0.49	0.15	0.33	N.A	25.50%
57	GTPL Broadband Pvt. Ltd. (formerly known as GTPL Kutch Network Pvt. Ltd.)	3	0.31	(0.02)	0.67	0.38	0.00	-	(0.03)	-	(0.03)	N.A	49.21%
58	GTPL City Channel Pvt. Ltd.	3	0.01	(0.01)	0.01	0.01	-	-	(0.00)	-	(0.00)	N.A	25.50%
59	GTPL SMC Network Pvt. Ltd.	3	0.01	0.36	0.60	0.23	0.00	0.67	0.07	0.02	0.05	N.A	25.50%
60	GTPL Surat Telelink Pvt. Ltd.	3	0.01	0.06	1.35	1.27	-	0.00	(0.07)	-	(0.07)	N.A	25.50%
61	GTPL Vidarbha Telelink Pvt. Ltd.	3	0.02	(3.19)	0.79	3.96	-	0.83	0.02	(0.00)	0.02	N.A	25.61%
62	GTPL Space City Pvt. Ltd.	3	0.02	1.92	2.41	0.47	-	0.32	0.00	(0.00)	0.00	N.A	25.50%
63	GTPL Vision Services Pvt. Ltd.	3	0.20	22.33	33.59	11.06	-	21.36	1.32	0.23	1.09	N.A	31.75%
64	GTPL Narmada Cyberzone Pvt. Ltd.	3	1.33	1.18	3.36	0.85	-	3.03	0.09	0.08	0.01	N.A	30.00%

(₹ In Crore unless otherwise stated)

Sl. No.	Name of the Subsidiary	Note	Share Capital	Reserves and Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed Dividend	% of Shareholding
65	GTPL Shivshakti Network Pvt. Ltd.	3	0.01	(0.00)	0.01	0.00	-	-	(0.00)	-	(0.00)	N.A	25.50%
66	GTPL Link Network Pvt. Ltd.	3	0.20	3.04	3.75	0.51	-	2.22	(0.15)	-	(0.15)	N.A	25.50%
67	GTPL VVC Network Pvt. Ltd.	3	0.20	0.77	2.10	1.13	-	1.03	(0.41)	(0.03)	(0.38)	N.A	25.50%
68	GTPL Blue Bell Network Pvt. Ltd.	3	0.01	(1.19)	0.71	1.89	-	-	(0.02)	-	(0.02)	N.A	46.00%
69	GTPL Parshwa Cable Network Pvt. Ltd.	3	0.01	0.66	2.96	2.29	-	1.48	0.10	0.10	0.00	N.A	28.66%
70	GTPL Insight Channel Network Pvt. Ltd.	3	0.04	0.97	1.41	0.40	-	0.73	0.07	0.01	0.06	N.A	37.23%
71	GTPL Kolkata Cable & Broadband Pariseva Pvt. Ltd.	3	8.30	27.88	161.40	125.22	-	105.84	4.96	1.81	3.15	N.A	25.56%
72	GTPL Dahod Television Network Pvt. Ltd.	3	0.02	0.90	1.68	0.76	-	1.00	(0.03)	(0.01)	(0.02)	N.A	25.50%
73	GTPL Jay Santoshima Network Pvt. Ltd.	3	0.10	2.21	3.76	1.45	-	2.31	0.03	(0.01)	0.04	N.A	25.50%
74	GTPL Sorath Telelink Pvt. Ltd.	3	0.10	1.83	3.10	1.17	0.00	1.56	0.14	0.06	0.08	N.A	25.50%
75	Gujarat Telelink East Africa Ltd.	3	0.01	(0.00)	0.42	0.41	-	-	(0.00)	-	(0.00)	N.A	25.50%
76	GTPL Shiv Network Pvt. Ltd.	3	0.02	0.31	0.51	0.18	-	0.20	0.00	0.00	0.00	N.A	25.61%
77	GTPL DCPL Pvt. Ltd.	3	16.26	(0.39)	35.82	19.95	-	13.21	0.13	0.04	0.09	N.A	25.50%
78	GTPL Bansidhar Telelink Pvt. Ltd.	3	0.02	0.06	1.80	1.72	-	2.20	(0.00)	0.03	(0.03)	N.A	25.50%
79	GTPL Sharda Cable Network Pvt. Ltd.	3	0.01	(0.13)	0.30	0.42	-	0.13	0.00	-	0.00	N.A	25.50%
80	GTPL Ahmedabad Cable Network Pvt. Ltd.	3	0.02	0.71	1.92	1.20	-	1.27	(0.45)	-	(0.45)	N.A	25.50%
81	DL GTPL Cabnet Pvt. Ltd.	3,688	0.07	9.48	49.61	40.06	0.28	35.18	2.80	0.90	1.90	N.A	13.00%
82	GTPL V & S Cable Pvt. Ltd.	3	4.60	(3.69)	12.81	11.90	-	6.56	(0.43)	0.16	(0.59)	N.A	25.50%

(₹ In Crore unless otherwise stated)

Sl. No.	Name of the Subsidiary	Note	Share Capital	Reserves and Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed Dividend	% of Shareholding
83	GTPL Video Vision Pvt. Ltd.	3	0.01	0.27	1.25	0.96	-	2.18	0.23	0.07	0.16	N.A	25.50%
84	Vaji Communications Pvt. Ltd.	3	6.46	(7.35)	9.55	10.44	-	3.45	(1.50)	(0.12)	(1.73)	N.A	25.50%
85	GTPL Junagadh Network Pvt. Ltd.	3	0.01	0.08	0.39	0.29	-	0.04	0.00	(0.00)	0.00	N.A	25.50%
86	GTPL Deesha Cable net Pvt. Ltd.	3	0.01	0.00	12.17	12.16	-	0.59	0.01	0.00	0.00	NA	25.50%
87	GTPL Kaizen Infonet Pvt. Ltd.	3	0.01	0.99	2.17	1.17	-	4.89	0.51	0.17	0.34	NA	50.00%
88	GTPL Meghana Distributors Pvt. Ltd.	3	0.01	(0.02)	2.13	2.13	-	0.28	(0.02)	-	0.02	NA	50.00%
89	GTPL Abhilash Communication Pvt. Ltd.	3	2.50	0.03	7.23	4.70	-	2.11	0.28	0.10	0.19	NA	25.50%
90	GTPL Chelikam Networks (India) Pvt. Ltd.	3	3.15	0.72	9.66	5.80	-	5.89	0.93	0.20	0.73	NA	25.50%
91	Vizianagar Citi Communications Pvt. Ltd.	3	1.00	0.38	13.98	12.61	-	1.18	0.39	0.03	0.37	NA	25.50%
92	GTPL KCBPL Broadband Pvt. Ltd.	8	2.84	(3.25)	139.76	140.17	-	0.26	(0.35)	-	(0.35)	NA	25.55%
93	DL GTPL Broadband Pvt. Ltd.	10	5.00	3.87	34.80	25.92	-	60.93	5.62	1.75	3.87	NA	13.00%

Note:

- The company has consolidated the provisional accounts, Refer Note No. 4.02 (B) of Notes to Accounts of the Consolidated Financial Statements. Hence details given as per last Management Signed Accounts as on March 31, 2016
- Held through subsidiary Hathway Central Datacom Pvt. Ltd.
- Held through subsidiary Gujarat Telelink Pvt. Ltd.
- Partly held directly by Hathway and partly through its subsidiary Hathway Media Vision Pvt. Ltd..
- Held through subsidiary Hathway MCN Pvt. Ltd.
- Subsidiary based on our Company's right to appoint majority of directors on the board of Company.
- Held through subsidiary Hathway Bhawani Cabletel & Datacom Pvt. Ltd.
- Held through subsidiary GTPL Kolkata Cable & Broadband Pariseva Pvt. Ltd.
- Held through subsidiary Hathway Universal Cabletel & Datacom Pvt. Ltd.
- Held through subsidiary DL GTPL Cabnet Pvt. Ltd.

AOC - I

PART - B:

Statement Pursuant to section 129(3) of the Companies Act, 2013 Relating to Associate Companies and Joint Ventures

(₹ in Crore unless otherwise stated)

Sr. No	Name of Associates/Joint Ventures	Pan Cables Services Pvt. Ltd.	Hathway VCN Cablenet Pvt. Ltd.	Hathway Sukhamrit Cable and Datacom Pvt. Ltd.
1	Latest Audited Balance Sheet	31 March 2016	31 March 2016	31 March 2015
2	Shares of Associate/Joint Ventures held by the Company on the year end			
	No.	10	12520	71175
	Amount of Investment in Associates/Joint Venture	0.00	0.10	4.02
	Extend of Holding %	33.33%	25.03%	49%
3	Description of how there is significant influence	The Holding Company by virtue of the Share Holding Agreement signed with JV Partners has power to participate in the Operations and Financial activities of the Company	The Holding Company by virtue of the Share Holding Agreement signed with JV Partners has power to participate in the Operations and Financial activities of the Company	The Holding Company by virtue of the Share Holding Agreement signed with JV Partners has power to participate in the Operations and Financial activities of the Company
4	Reason why the Associate/Joint Venture is not Consolidated	NA	NA	NA
5	Networth attributable to Shareholding as per latest audited Balance sheet	-0.62	-8.10	15.05
6	Profit/Loss for the year			
	(i) Considered in Consolidation	-	-	-
	(ii) Not Considered in Consolidation	-	-	-

For and on behalf of the Board of Directors of
Hathway Cable and Datacom Limited

VINEET GARG
Chief Financial Officer

JAGDISH KUMAR G PILLAI
DIN : 00036481
Managing Director & C.E.O

AJAY SINGH
FCS - 5189
Head-Legal, Company Secretary
and Chief Compliance Officer

VINAYAK AGGARWAL
DIN : 00007280
Director

Mumbai
Dated : May 26, 2016

Dated : May 26, 2016

ANNEXURE II

DISCLOSURE FOR RATIO OF REMUNERATION OF EACH DIRECTOR TO THE MEDIAN EMPLOYEE'S REMUNERATION AND OTHER DETAILS AS PER RULE 5 OF THE COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Median Remuneration: ₹ 6,63,000 per annum

Director: Remuneration paid to Managing Director & CEO: ₹ 2,27,44,999 per annum

The percentage increase in the median remuneration of employees in the financial year: 24%

The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

Sr. No.	Name of the Director*/ KMP & their Designation	Remuneration of Director/ KMP for financial year 2015-16 (Amount in ₹)	% increase in Remuneration in the Financial Year 2015-16	Ratio of remuneration of each Director/ to median remuneration of employees	Comparison of the Remuneration of the Directors/KMP against the performance of the Company
1.	Mr. Jagdishkumar G. Pillai, Managing Director & CEO	2,27,44,999	17.56	34.31	The standalone turnover of the Company has increased from ₹ 1,038.10 Crores to ₹ 1,193.30 Crores and the consolidated turnover of the Company has increased from ₹ 1,858.74 Crores to ₹ 2,105.13 at end of the financial year ended 31st March, 2016. The remuneration of Managing Director is ₹ 2,27,44,999 as compared to remuneration of Key managerial personnel (CS, CFO) aggregating to ₹ 1,40,89,582.
2.	Mr. G. Subramaniam, Former Chief Financial Officer (01/04/2015 to 12/02/2016)	87,63,394	1.90	13.22	
3.	Mr. Vineet Garg, Chief Financial Officer (12/02/2016 to 31/03/2016)	9,88,621	0	1.49	
4.	Mr. Ajay Singh, Head-Legal, Company Secretary & Chief Compliance Officer	4,337,567	58.75	6.54	

*Note 1: Remuneration paid only to Managing Director & CEO & not to other directors.

Note 2: The key parameters for component of remuneration availed by the directors are (i) Fixed Components: Basic Salary, Contribution to Provident Fund & Allowances (ii) Variable components: Performance incentives & Long term incentives.

There were 599 permanent employees on the rolls of the Company.

Variations in the market capitalization of the Company, price earning ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer in case of listed companies, and in case of unlisted companies, the variations in the net worth of the Company as at the close of the current financial year and previous financial year:

	As on 31st March, 2016 (Current F.Y.)	As on 31st March, 2015 (Previous F.Y.)
Market Capitalisation	₹ 3,218.17 Crores	₹ 4,069.42 Crores
Price Earnings Ratio	Not Applicable	Not Applicable

	As on 31st March, 2016 (Current F.Y.)					As on 31st March, 2015 (Previous F.Y.)				
Percentage increase over decrease in the market quotations of the shares of the Company as compared with last public offer rate	As on	Market Value (₹)	Face Value (₹)	% increase	Year on Year % increase	As on	Market Value (₹)	Face Value (₹)	% increase	Year on Year % increase
	31.03.2016	38.75	2.00	-19.27	-20.92	31.03.2015	49.00	2.00	2.08	1.10
Rate at which the Company came out with the last public offer	₹ 240/- [on 19.02.2010 & Face Value ₹ 10]					₹ 240/- [on 19.02.2010 & Face Value ₹ 10]				

Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: 24%

Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year: 24%

Percentile increase in the managerial remuneration: 17.56%

The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year:

Highest paid Director		Employees other than directors receiving remuneration in excess of the highest paid Director		Ratio of remuneration
Name of Director	Remuneration received	Name of Employee	Remuneration received	
Not Applicable				

The Company hereby affirms that the remuneration is as per the remuneration policy of the Company.

STATEMENT PURSUANT TO RULE 5(2) OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

A. List of employees of the Company employed throughout the financial year 2015-16 and were paid remuneration not less than ₹ 60 Lakhs per annum:

Sr. No.	Name	Designation	Date of Joining	Remuneration (in ₹)	Age (years)	Experience (Years)	Qualification	Last employment and designation held
1	Jagdishkumar G. Pillai	Managing Director & CEO	21-Dec-12	2,27,44,999	54	28	B.Com, CA	Reliance Industries Limited- President, Media & Entertainment
2	Kunal Ramteke	CATV Business Head of Karnataka	01-Mar-13	8,200,000	46	21	B.E., IIM(KOL)- Marketing, Finance	Reliance Communication Limited-Vice President
3	Jagadesh Babu Botta	Executive Vice President	17-Apr-13	6,400,000	49	24	B.Com, MBA (Finance)	Ignite Digital- Chief Financial Officer

Sr. No.	Name	Designation	Date of Joining	Remuneration (in ₹)	Age (years)	Experience (Years)	Qualification	Last employment and designation held
4	Samson Jesudas	Executive Vice President	04-Feb-08	7,275,000	49	31	BA	Hinduja Group, Chief Marketing & Distribution Officer
5	Ruzbeh Jaorewalla	Executive Vice President - Technical	01-Mar-13	8,220,667	51	29	Diploma in Electronics & Telecommunication Engineering	Business India Television Private Limited-Technical Consultant
6	Shirish Ruparel	Executive Vice President	16-Nov-04	8,550,000	39	21	B.Com, CA	CG CoreEL Logic Systems Limited-Senior Executive
7	Sudhir Sarin	Head Operations-North and Central	02-Sep-13	8,325,000	49	24	BA	Turner International-Senior Director, Distribution
8	Vineet Garg	CFO	15-Jun-14	7,977,959	46	21	CA	Reliance Communication Limited-Vice President
9	Rajan Gupta	President-Broadband Business	01-Jul-14	19,155,000	42	17	MBA, B.Tech-Civil Engineering	Tata Teleservices Limited-Chief Operating Officer
10	Tavinderjit Singh Panesar	President	08-Dec-14	13,900,000	51	18	B. Com	Star India Private Limited-Executive Vice President
11	Dulal Banerjee	Executive Vice President	01-Nov-99	7,985,500	45	22	ICWA	Indusind Media & Communication-Senior Executive
12	K K Sarathy	Executive Vice President	30-Mar-15	7,132,796	45	25	B.Sc., M.Com, MBA	Tata Teleservices Limited-MBU, CSD Head

1. The contractual terms of Mr. Jagdish Kumar G. Pillai are governed by the resolution passed by the shareholders through postal ballot on 18th December, 2015.
2. None of the employees mentioned above are related to any of the Directors of the Company within the meaning of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
3. None of the employees mentioned above hold more than 2% of the shares of your Company, along with their spouse and dependent children.
4. All appointments are contractual and terminable by notice on either side.
5. Remuneration includes salary, bonus, commission, various allowance, contribution to provident fund and superannuation fund and taxable value of perquisites but excluding provision for gratuity and leave encashment.

B. Employees employed for the part of the year and were paid remuneration during the financial year 2015-16 at a rate which in aggregate was not less than ₹ 5 Lakhs per month:

Sr. No.	Name	Designation	Date of Joining	Remuneration	Age (years)	Experience (Years)	Qualification	Last employment and designation held
1	G. Subramaniam	Chief Financial Officer	04-Dec-10	11,156,403	59	33	CA, Grad CWA	Mumbai International Airports Private Limited- Director, Finance
2	S. Rajaraman	Sr. Vice President (CATV- Commercial Operations)	27-Apr-15	6,494,445	40	19	CA	Vijay Television Private Limited- Vice President, Finance

- None of the employees mentioned above are related to any of the Directors of the Company within the meaning of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
- None of the employees mentioned above hold more than 2% of the shares of your Company, along with their spouse and dependent children.
- All appointments are contractual and terminable by notice on either side.
- Remuneration includes salary, bonus, commission, various allowance, contribution to provident fund and superannuation fund and taxable value of perquisites but excluding provision for gratuity and leave encashment.
- Ceased to be an employee during the year.
- Appointed as an employee during the year.

For and on behalf of the Board

Jagdishkumar G. Pillai
Managing Director & CEO
DIN 00036481

Vinayak Aggarwal
Director
DIN 00007280

Date: 26/05/2016

Place: Mumbai

Registered Office

Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road,
Santacruz West, Mumbai 400054
CIN: L64204MH1959PLC011421
Tel No. 022-26001306 Fax No. 022-26001307
Mail: info@hathway.net website: www.hathway.com

ANNEXURE III

SECRETARIAL AUDIT REPORT

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

FOR THE FINANCIAL YEAR ENDED 31STMARCH, 2016

To,

The Members

HATHWAY CABLE AND DATACOM LIMITED

Rahejas, 4th Floor, Corner of Main Avenue, & V.P. Road, Santacruz (West), Mumbai – 400 054

Dear Sirs,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practices by **Hathway Cable and Datacom Limited** (hereinafter called “the Company”). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended 31st March, 2016, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by Hathway Cable and Datacom Limited (hereinafter called “the Company”) as given in Annexure I, for the Financial Year ended on 31st March, 2016, according to the provisions of:
 - (i) The Companies Act, 2013 (the Act) and the rules made there under;
 - (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
 - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
 - (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment;
 - (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - i. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (effective upto 14th May 2015) and the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015(with effect from 15th May 2015); and
 - ii. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
2. Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company under the Financial Year under report:-
 - (i) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (ii) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
 - (iii) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
 - (iv) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client;
 - (v) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; and
 - (vi) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
3. Provisions of the Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of External Commercial Borrowings were not attracted to the Company under the financial year under report.

4. We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws specifically applicable to the Company:
 1. Cable Television Networks (Regulation) Act, 1995, Cable Television Network (Regulation) Rules, 1994 and Content Certification Rules, 2008;
 2. The Cinematography Act, 1952;
 3. Telecom Regulatory Authority of India Act, 1997;
 4. Indecent Representation of Women (Prohibition) Act, 1986.

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India under the provisions of Companies Act, 2013; and
- (ii) The Listing Agreements entered into by the Company with Stock Exchange(s) (upto 30th November, 2015) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (effective from 1st December, 2015);

During the financial year under report, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to following observation:

Pursuant to Regulation 29 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has not given the prior intimation to the Stock Exchange(s) for convening the Board meeting on 12th February, 2016. However, the Company has filed a letter dated 2nd March, 2016 with the stock exchanges requesting for taking a lenient and sympathetic view of the said omission.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors including one woman director in compliance with the provisions of the Companies Act, 2013.

Adequate Notice is given to all Directors to schedule the Board meetings, agenda and detailed notes on agenda were sent atleast seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting member's views, if any, are captured and recorded as part of the Minutes.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

The Company has not undertaken any event/ action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

**For RATHI & ASSOCIATES
COMPANY SECRETARIES**

HIMANSHU S. KAMDAR
PARTNER

Place: Mumbai
Date: 26th May 2016

FCS : 5171
COP: 3030

Note: This report should be read with our letter of even date which is annexed as Annexure-II and forms an integral part of this report.

ANNEXURE - I

List of documents verified

1. Memorandum & Articles of Association of the Company;
2. Annual Report for the financial year ended 31st March, 2015;
3. Minutes of the Board of Directors and Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee of the Company along with the respective Attendance Registers for meetings held during the Financial Year under report;
4. Minutes of General Body Meetings/ Postal Ballot(s) held during the Financial Year under report;
5. Proof of circulation and delivery of notice, agenda and notes to agenda for Board and Committee Meetings.
6. Proof of circulation of draft as well as certified signed Board & Committee meetings minutes as per Secretarial Standards.
7. Policies framed by the Company viz.
 - Policy on Related Party Transactions,
 - Policies on Material Subsidiaries,
 - Whistle Blower Policy,
 - Corporate Social Responsibility Policy,
 - Risk Management Policy & Framework,
 - Nomination & Remuneration Policy,
 - Code of Conduct for Independent Directors,
 - Hathway Cable and Datacom Limited – Code of Conduct for Employees; and
 - Internal Financial Controls;
8. Statutory Registers viz.
 - Register of Directors & KMP,
 - Register of Directors' Shareholding,
 - Register of loans, guarantees and security and acquisition made by the Company (Form No. MBP-2),
 - Register of Contracts with related party and contracts and Bodies etc. in which directors are interested (Form No. MBP-4)
 - Register of Charges (Form No. CHG-7);
9. Copies of Notice, Agenda and Notes to Agenda papers submitted to all the directors/members for the Board Meetings and Committee Meetings as well as resolutions passed by circulation;
10. Declarations received from the Directors of the Company pursuant to the provisions of Section 184(1), Section 164(2) and Section 149(7) of the Companies Act, 2013;
11. Intimations received from directors under the prohibition of Insider Trading Code;
12. e-Forms filed by the Company, from time to time, under applicable provisions of the Companies Act, 2013 and attachments thereof during the Financial Year under report;
13. Intimations / documents / reports / returns filed with the Stock Exchanges pursuant to the provisions of Listing Agreement entered with the Stock Exchanges and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year under report;
14. E-mails evidencing dissemination of information related to closure of Trading window;
15. Internal Code of Conduct for prevention of Insider Trading by Employee/Directors/ Designated Persons of the Company;
16. Compliance Certificate placed before the Board of Directors from time to time; Quarterly Related Party Transactions statements;
17. Documents filed with Stock Exchanges;
18. Details of Sitting Fees paid to all directors for attending the Board Meetings and Committees.

ANNEXURE – II

To,
The Members
HATHWAY CABLE AND DATACOM LIMITED
Rahejas, 4th Floor,
Corner of Main Avenue, & V.P. Road,
Santacruz (West), Mumbai – 400054

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices that we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**For RATHI & ASSOCIATES,
COMPANY SECRETARIES**

HIMANSHU KAMDAR
Partner
FCS No. 5171
C.P. No. 3030

Place: Mumbai
Date: 26th May, 2016

ANNEXURE IV

MGT-9 - EXTRACT OF ANNUAL RETURN

As on financial year ended on 31st March, 2016

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

CIN	:	L64204MH1959PLC011421
Registration Date	:	07 th August 1959
Name of the Company	:	Hathway Cable & Datacom Limited
Category / Sub-Category of the Company	:	Public Limited Company
Address of the Registered office and contact details	:	Rahejas, 4 th Floor, Corner of Main Avenue & V. P. Road, Santacruz West, Mumbai 400054
Whether listed company	:	Yes / No
Name, Address and Contact details of Registrar and Transfer Agent, if any	:	Link Intime India Private Ltd C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai 400 078 Tel : 25963838 Fax : 25946969

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products/services	NIC Code of the Product/service	% to total turnover of the company
1	Cable TV Service	Division 61- 61103 and 61104 (NIC Code of 2008).	₹ 886.75 Cr (74.31%)
2	Broadband Service		₹ 306.55 Cr (25.69%)

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and address of the Company	CIN / GLN	Holding/ subsidiary/ associate	% of Shareholding	Applicable section
1.	Channels India Network Pvt. Ltd. 103, 5th Floor, New Awadi, Road, Kilpauk, Chennai-600010	U74999TN1995PTC030929	Subsidiary	95.63%	2(87)(ii)
2.	Vision India Network Pvt. Ltd. 2nd Floor, Vinayaka Complex, Ex-Serviceman Colony, Dinnur Main Road, R. T. Nagar, Banagalore - 560032.	U64204KA1996PTC020258	Subsidiary	100.00%	2(87)(ii)
3.	Liberty Media Vision Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U64100MH1996PTC100667	Subsidiary	100.00%	2(87)(ii)
4.	Ideal Cables Pvt. Ltd. 3rd Floor, Sterling Plaza, 1206/B-19 Jangli Maharaj Road, Above UTI Bank, Pune - 411004.	U74999MH1996PTC100746	Subsidiary	100.00%	2(87)(ii)
5.	Hathway Channel 5 Cable & Datacom Pvt. Ltd. AB-6, Safdarjung Enclave, New Delhi - 110 029	U64204DL1996PTC083083	Subsidiary	51.00%	2(87)(ii)
6.	Bee Network & Communication Pvt. Ltd. 3-6-290/21, 2nd Floor, Sadhana Building, Hyderguda, Hyderabad - 500029	U64200AP1996PTC023212	Subsidiary	100.00%	2(87)(ii)
7.	Elite Cables Network Pvt. Ltd. 103, 5th Floor, New Awadi, Road, Kilpauk, Chennai 600010	U74300TN1995PTC032771	Subsidiary	80.00%	2(87)(ii)
8.	Binary Technology Transfers Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U74140MH1987PTC045344	Subsidiary	100.00%	2(87)(ii)
9.	Hathway Media Vision Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (West), Mumbai 400054	U64204MH1995PTC086909	Subsidiary	100.00%	2(87)(ii)
10.	UTN Cable Communication Pvt. Ltd. 288, Chinappa Layout, Kullappa Circle, Kammanahali, Bangalore 560 084, Karnataka	U92132KA1998PTC024132	Subsidiary	96.27%	2(87)(ii)
11.	ITV Interactive Media Pvt. Ltd Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U45200MH1991PTC064230	Subsidiary	100.00%	2(87)(ii)

Sl. No.	Name and address of the Company	CIN / GLN	Holding/ subsidiary/ associate	% of Shareholding	Applicable section
12.	Chennai Cable Vision Network Pvt. Ltd. 1, Ramaswamy Naicken Street, T. T. K. Road, Avertpet, Chennai - 600018	U64204TN1999PTC042488	Subsidiary	75.99%	2(87)(ii)
13.	Hathway Universal Cabletel & Datacom Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U70100MH1991PTC064234	Subsidiary	100.00%	2(87)(ii)
14.	Win Cable & Datacom Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U64200MH1999PTC120865	Subsidiary	100.00%	2(87)(ii)
15.	Hathway Space Vision Cabletel Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U64200MH1998PTC128169	Subsidiary	100.00%	2(87)(ii)
16.	Hathway Software Developers Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U72200MH1994PTC078279	Subsidiary	84.04%	2(87)(ii)
17.	Hathway Nashik Cable Network Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U64200MH1999PTC122539	Subsidiary	90.06%	2(87)(ii)
18.	Hathway Cnet Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U99999MH1999PTC123302	Subsidiary	100.00%	2(87)(ii)
19.	Hathway United Cables Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U31300MH2000PTC129833	Subsidiary	100.00%	2(87)(ii)
20.	Hathway Internet Satellite Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U64200MH1999PTC123303	Subsidiary	100.00%	2(87)(ii)
21.	Hathway Krishna Cable Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U92132MH2001PTC130548	Subsidiary	100%	2(87)(ii)
22.	Hathway Mysore Cable Network Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U31300MH2000PTC129831	Subsidiary	83.87%	2(87)(ii)

Sl. No.	Name and address of the Company	CIN / GLN	Holding/ subsidiary/ associate	% of Shareholding	Applicable section
23.	Hathway Prime Cable & Datacom Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U31300MH2000PTC129830	Subsidiary	51.00%	2(87)(ii)
24.	Hathway Gwalior Cable & Datacom Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U64204MH2007PTC170939	Subsidiary	100.00%	2(87)(ii)
25.	Hathway Digital Saharanpur Cable and Datacom Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U72200MH2008PTC177805	Subsidiary	51.00%	2(87)(ii)
26.	Hathway Enjoy Cable Network Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U32305MH2007PTC171401	Subsidiary	100.00%	2(87)(ii)
27.	Hathway JMD Farukhabad Cable & Datacom Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U64204MH2007PTC171161	Subsidiary	100.00%	2(87)(ii)
28.	Hathway Kokan Crystal Cable Network Pvt. Ltd. Shraddha Saburi, Ground Floor, P M Road, Behind Meghdoot Building, Vile Parle East, Mumbai – 400057	U64203MH2008PTC182256	Subsidiary	96.36%	2(87)(ii)
29.	Hathway Latur MCN Cable & Datacom Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U92100MH2008PTC177328	Subsidiary	51.00%	2(87)(ii)
30.	Hathway MCN Pvt. Ltd. 310/311, Akshaydeep Plazatown Centre, CIDCO Jalna Road, Aurangabad, Maharashtra – 431005	U92130MH2005PTC152694	Subsidiary	51.00%	2(87)(ii)
31.	Hathway Sonali OM Crystal Cable Pvt Ltd Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U72900MH2000PTC129836	Subsidiary	51.00%	2(87)(ii)
32.	Hathway Ice Television Pvt Ltd D-59/149, Shivpurva, Siga, Varanasi – 221010	U64203UP2007PTC032933	Subsidiary	51.00%	2(87)(ii)

CORPORATE OVERVIEW

BOARD OF DIRECTORS

5-YEAR HIGHLIGHTS

NOTICE OF THE ANNUAL GENERAL MEETING

DIRECTORS' REPORT

MANAGEMENT DISCUSSION & ANALYSIS

REPORT ON CORPORATE GOVERNANCE

STANDALONE FINANCIAL STATEMENTS

CONSOLIDATED FINANCIAL STATEMENTS

Sl. No.	Name and address of the Company	CIN / GLN	Holding/ subsidiary/ associate	% of Shareholding	Applicable section
33.	Hathway Datacom Central Pvt. Ltd. (f.k.a. Hathway Bhaskar Multinet Pvt. Ltd.) Jyoti Cinplex, 2nd Floor, M.P. Nagar, Zone-1, Bhopal, Madhya Pradesh-462011	U92130MP2007PTC019845	Subsidiary	100.00%	2(87)(ii)
34.	Hathway Rajesh Multichannel Pvt. Ltd. 41/2, Parvati Sadan, Tilak Road, Ghatkopar (East), Mumbai – 400077	U92132MH2000PTC125882	Subsidiary	51.00%	2(87)(ii)
35.	Net 9 Online Hathway Pvt Ltd 2 Prithvi Emperor, New Prabhadevi Road, Prabhadevi Mumbai 400025	U64202MH2004PTC149657	Subsidiary	50.00%	2(87)(ii)
36.	Hathway New Concept Cable & Datacom Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U72900MH2000PTC129837	Subsidiary	100.00%	2(87)(ii)
37.	Hathway Sai Star Cable & Datacom Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U72900MH2008PTC184787	Subsidiary	51.00%	2(87)(ii)
38.	Hathway Cable MCN Nanded Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U92130MH2008PTC179952	Subsidiary	45.05%	2(87)(ii)
39.	Hathway Palampur Cable Network Pvt. Ltd. 1, Lohana, Palampur, Himachal Pradesh 176061	U92190HP2008PTC030849	Subsidiary	51.00%	2(87)(ii)
40.	Hathway Mantra Cable & Datacom Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U64204MH2007PTC173624	Subsidiary	98.00%	2(87)(ii)
41.	Hathway Dattatray Cable Network Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U74900MH2009PTC192366	Subsidiary	51.00%	2(87)(ii)
42.	Hathway CBN Multinet Pvt. Ltd. (f.k.a. Hathway Bhaskar CBN Multinet Pvt. Ltd.) Plot No 5, Block 1, Akashganga Complex, Supela, Bhilai, Chattisgarh	U72900CT2006PTC018352	Subsidiary	51.00%	2(87)(ii)

Sl. No.	Name and address of the Company	CIN / GLN	Holding/ subsidiary/ associate	% of Shareholding	Applicable section
43.	Hathway CCN Multinet Pvt. Ltd. (f.k.a. Hathway Bhaskar CCN Multinet Pvt. Ltd.) Pagariya Complex, Mini Mata Parisar, Near Pandri Bus Station, Pandri, Raipur, Chhattisgarh 492003	U64200CT2007PTC020440	Subsidiary	51.00%	2(87)(ii)
44.	Hathway CCN Entertainment (India) Pvt. Ltd. (f.k.a. Hathway Bhaskar CCN Entertainment (India) Pvt. Ltd.) Ware House Road, Bilaspur, (C.G.) 495001	U74999CT2008PTC020658	Subsidiary	51.00%	2(87)(ii)
45.	Hathway Bhaskar CCN Multi Entertainment Pvt. Ltd. BTV, Dainik Bhaskar Building, 2nd Floor, 4/54, Press Complex, A.B. road, Indore - 452 003	U92130MP2011PTC026839	Subsidiary	70.00%	2(87)(ii)
46.	Hathway Bhawani Cabletel & Datacom Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	L65910MH1984PLC034514	Subsidiary	51.60%	2(87)(ii)
47.	Hathway Bhawani NDS Network Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U74990MH2010PTC208960	Subsidiary	26.32%	2(87)(ii)
48.	Hathway SS Cable & Datacom LLP Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	AAB-0552	Associate	50.99%	2(6)
49.	Hathway Broadband Pvt. Ltd. Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U74999MH2014PTC257407	Subsidiary	100.00%	2(87)(ii)
50.	Hathway Universal VCN Cable Network LLP Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	AAD-5885	Associate	51.00%	2(6)
51.	Hathway Sukhamrit Cable & Datacom Pvt. Ltd Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U92130MH2004PTC144245	Associate Company	49.00%	2(6)
52.	Hathway VCN Cablenet Pvt. Ltd Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (w), Mumbai 400054	U92190MH1999PTC117912	Associate Company	25.03%	2(6)

Sl. No.	Name and address of the Company	CIN / GLN	Holding/ subsidiary/ associate	% of Shareholding	Applicable section
53.	Pan Cable Services Pvt. Ltd. 104, Mansi Complex, Premchand Nagar, Satellite Road, Ahmedabad - 380015	U31300GJ1995PTC025831	Associate Company	33.33%	2(6)
54.	GTPL Hathway Pvt. Ltd. 202, Sahajanand Shopping Center, Opposite Swaminarayan Mandir, Shahibaug, Ahmedabad – 380004	U64204GJ2006PTC048908	Subsidiary	50.00%	2(87)(i)
55.	GTPL Anjali Cable Network Pvt. Ltd. 202, Sahajanand Shopping Center, Opposite Swaminarayan Mandir, Shahibaug, Ahmedabad – 380004	U64204GJ2008PTC054633	Subsidiary	30.50%	2(87)(ii)
56.	GTPL Solanki Cable Network Pvt. Ltd. C/O Amrutbhai Patel, Opp Bank of India, Piplod Gam, Surat-395001	U92199GJ2004PTC044487	Subsidiary	25.50%	2(87)(ii)
57.	GTPL Zigma Vision Pvt. Ltd. B-1 Paradise Appts, Athwa Gate, Surat -395001	U32209GJ1991PTC016738	Subsidiary	45.10%	2(87)(ii)
58.	GTPL SK Network Pvt. Ltd. Dwarkesh Darshan, New Kachia Street, Opp Mukhyakumar Shala, Anand, Gujarat - 388001	U72900GJ2008PTC081391	Subsidiary	25.50%	2(87)(ii)
59.	GTPL Video Badshah Pvt. Ltd. 202, Sahajanand Shopping Center, Opposite Swaminarayan Mandir, Shahibaug, Ahmedabad – 380004	U64204GJ2008PTC054616	Subsidiary	25.50%	2(87)(ii)
60.	GTPL Broadband Private Limited (GTPL Kutch Network Pvt. Ltd.) 202, Sahajanand Shopping Center, Opposite Swaminarayan Mandir, Shahibaug, Ahmedabad – 380004	U64204GJ2008PTC054111	Subsidiary	49.21%	2(87)(ii)
61.	GTPL City Channel Pvt. Ltd. 202, Sahajanand Shopping Center, Opposite Swaminarayan Mandir, Shahibaug, Ahmedabad – 380004	U64204GJ2008PTC054647	Subsidiary	25.50%	2(87)(ii)
62.	GTPL SMC Network Pvt. Ltd. 202, Sahajanand Shopping Center, Opposite Swaminarayan Mandir, Shahibaug, Ahmedabad – 380004	U64204GJ2008PTC054650	Subsidiary	25.50%	2(87)(ii)
63.	GTPL Surat Telelink Pvt. Ltd. 6/288,289 Sailila Building, Manchapura Vidhneswar Mahadevi Sheri, B/H Amisha Hotel, Surat -395003	U64204GJ2008PTC052871	Subsidiary	25.50%	2(87)(ii)
64.	GTPL Vidarbha Telelink Pvt. Ltd. 202, Sahajanand Shopping Center, Opposite Swaminarayan Mandir, Shahibaug, Ahmedabad – 380004	U72900GJ2008PTC053711	Subsidiary	25.61%	2(87)(ii)

Sl. No.	Name and address of the Company	CIN / GLN	Holding/ subsidiary/ associate	% of Shareholding	Applicable section
65.	GTPL Space City Pvt. Ltd. 202, Sahajanand Shopping Center, Opposite Swaminarayan Mandir, Shahibaug, Ahmedabad – 380004	U64204GJ2008PTC054649	Subsidiary	25.50%	2(87)(ii)
66.	GTPL Vision Services Pvt. Ltd. 402, City Pride, Opp Nalanda Hotel, Nr. Mithakhali Six Roads, Ahmedabad 380006	U64204GJ2008PTC053271	Subsidiary	31.75%	2(87)(ii)
67.	GTPL Narmada Cyberzone Pvt. Ltd. Nandvan Complex, 3rd Floor, Opp Shanti Baug, Sevashram Road, Bharuch, Gujarat 392001	U32309GJ1999PTC035618	Subsidiary	30.00%	2(87)(ii)
68.	GTPL Shivshakti Network Pvt. Ltd. 202, Sahajanand Shopping Center, Opposite Swaminarayan Mandir, Shahibaug, Ahmedabad – 380004	U64204GJ2008PTC054373	Subsidiary	25.50%	2(87)(ii)
69.	GTPL Link Network Pvt. Ltd. Jay Maharaj Complex, Dumral Bazar, Nadiad 387001	U64204GJ2009PTC056621	Subsidiary	25.50%	2(87)(ii)
70.	GTPL VVC Network Pvt. Ltd. Patel Electronics, Op. Chandan Book Store, Mota Bazar, Vallabh Vidyanagar 388120	U64204GJ2009PTC056619	Subsidiary	25.50%	2(87)(ii)
71.	GTPL Blue Bell Network Pvt. Ltd. 36, City Centre, 3rd Floor, C. G. Road, Navrangpura, Ahmedabad - 380009	U64204GJ2010PTC059691	Subsidiary	46.00%	2(87)(ii)
72.	GTPL Parshwa Cable Network Pvt. Ltd. 11, Shriraj 5, Shramjivi Soc., Dhebar Road South, Rajkot 360002	U64202GJ2006PTC048132	Subsidiary	28.66%	2(87)(ii)
73.	GTPL Insight Channel Network Pvt. Ltd. 3rd Floor, Narmada Complex, Panch Bhatti, Bharuch 392001	U64204GJ2002PTC041335	Subsidiary	37.23%	2(87)(ii)
74.	GTPL Koltata Cable & Broadband Pariseva Limited 86, Golaghata Road, Ganga Apartment, Block –A, 3rd Floor, Flat No. A, Kolkata - 700048	U64204WB2006PLC109517	Subsidiary	25.56%	2(87)(ii)
75.	GTPL Dahod Television Network Pvt. Ltd. 36, City Centre, 3rd Floor, C. G. Road, Navrangpura, Ahmedabad - 380009	U64204GJ2010PTC059770	Subsidiary	25.50%	2(87)(ii)

Sl. No.	Name and address of the Company	CIN / GLN	Holding/ subsidiary/ associate	% of Shareholding	Applicable section
76.	GTPL Jay Santoshima Network Pvt. Ltd. 202, Sahajanand Shopping Center, Opposite Swaminarayan Mandir, Shahibaug, Ahmedabad – 380004	U64204GJ2008PTC054615	Subsidiary	25.50%	2(87)(ii)
77.	GTPL Sorath Telelink Pvt. Ltd. C/O Giriraj Distributors, 906/907, Gurukrupa Tower, Nr. Limdachowk, Moti Tanki Chowk, Rajkot - 360001	U64204GJ2008PTC053204	Subsidiary	25.50%	2(87)(ii)
78.	Gujarat Telelink East Africa Ltd Plot No. LR 209/976, 2nd Floor, Gillfillan House, Kenyatta Avenue, PO BOX 22840, -000400 Nairobi	CR12 C114819	Subsidiary	25.50%	2(87)(ii)
79.	GTPL Shiv Network Pvt. Ltd. 202, Sahajanand Shopping Center, Opposite Swaminarayan Mandir, Shahibaug, Ahmedabad – 380004	U72900GJ2008PTC054620	Subsidiary	25.61%	2(87)(ii)
80.	GTPL DCPL Pvt. Ltd. 1st Floor, Shanti Niketan, House No. 1090, Holding No. 552/349, Circle No. 6, Fraser Road, Patna, Bihar 800001	U64202BR2013PTC020873	Subsidiary	25.50%	2(87)(ii)
81.	GTPL BANSIDHAR TELELINK Pvt. Ltd. 36, City Centre, 3rd Floor, C. G. Road, Navrangpura, Ahmedabad - 380009	U64204GJ2010PTC059948	Subsidiary	25.50%	2(87)(ii)
82.	GTPL Sharda Cable Network Pvt. Ltd. 36, City Center, 3rd Floor, C G Road, Navrangpura, Ahmedabad - 380009	U64204GJ2011PTC067697	Subsidiary	25.50%	2(87)(ii)
83.	GTPL Ahmedabad Cable Network Pvt. Ltd. 36, City Center, 3rd Floor, C G Road, Navrangpura, Ahmedabad - 380009	U64204GJ2010PTC059946	Subsidiary	25.50%	2(87)(ii)
84.	D L GTPL Cabnet Pvt. Ltd. 417 to 419, Intercity Complex, Near P.K.S. Petrol Pump, Puna Kumharia Road, Surat, Gujarat 395010	U64204GJ2009PTC056920	Subsidiary	13.00%	2(87)(i)
85.	GTPL V & S Cable Pvt. Ltd. C/O – Uniersal Communications, Sasanpara Road, East Chowkidingee, Dibrugarh - 786001	U64204AS2006PTC008237	Subsidiary	25.50%	2(87)(ii)
86.	GTPL Video Vision Pvt. Ltd. 202, Sahajanand Shopping Center, Opposite Swaminarayan Mandir, Shahibaug, Ahmedabad – 380004	U64204GJ2008PTC054651	Subsidiary	25.50%	2(87)(ii)

Sl. No.	Name and address of the Company	CIN / GLN	Holding/ subsidiary/ associate	% of Shareholding	Applicable section
87.	Vaji Communication Private Limited Door No. 2-30-26, Second Floor, Main Road, Sector – 7, MVP Colony, Vishakhapatnam - 530017	U74900AP2013PTC088313	Subsidiary	25.50%	2(87)(ii)
88.	GTPL KCBPL Broad band Pvt. Ltd. 86, Golaghata Road, Ganga Apartment, Block –A, 3rd Floor, Flat No. 3C, Kolkata - 700048	U64204WB2014PTC204136	Subsidiary	25.56%	2(87)(ii)
89.	GTPL Junagadh Network Pvt Ltd 36, City Center, 3rd Floor, C G Road, Navrangpura, Ahmedabad - 380009	U64204GJ2009PTC057139	Subsidiary	25.50%	2(87)(ii)
90.	GTPL Deesha Cable net Pvt Ltd Flat No. 205, Floor 2nd, Singora City, Middle School Road, Bartand, Dhanbad - 826015	U64204JH2015PTC003177	Subsidiary	25.50%	2(87)(ii)
91.	GTPL Kaizen Infonet Pvt. Ltd 901A, 9th Floor, Shahjanbad, Opp Swaminarayan Mandir, Shahibaug, Ahmedabad - 380004	U72200GJ2005PTC046140	Subsidiary	50.00%	2(87)(ii)
92.	GTPL Meghana Distributors Pvt. Ltd. 4th Floor, H No. 8-2-269/4/B, Road No. 2, Banjara Hills, Hyderabad, Kurnool – 500034	U64204TG2015PTC101756	Subsidiary	50.00%	2(87)(ii)
93.	GTPL Abhilash Communication Pvt. Ltd. C/202, Shahjanbad, Opp Swaminarayan Mandir, Shahibaug, Ahmedabad - 380004	U64204GJ2008PTC054634	Subsidiary	25.50%	2(87)(ii)
94.	GTPL Chelikam Networks (India) Pvt. Ltd. D.No. 16, II Floor, Panchamukhi Complex, Municipal Shopping Complex, Prakasham Road, Tirupati - 517501	U92130AP2012PTC080525	Subsidiary	25.50%	2(87)(ii)
95.	Vizianagar Citi Communications P. Ltd. D.No. 17-11-12/A, III Floor, Jeeyar Complex, AG Road, Vizianagaram	U72400AP2005PTC046012	Subsidiary	25.50%	2(87)(ii)

I SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY):

i. Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year (01.04.2015)				No. of Shares held at the end of the year (31.03.2016)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	240,966,000	0	240,966,000	29.0148	240,966,000	0	240,966,000	29.0148	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	120,095,015	0	120,095,015	14.4607	120,095,015	0	120,095,015	14.4607	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total(A)(1):	361,061,015	0	361,061,015	43.4754	361,061,015	0	361,061,015	43.4754	-
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):	-	0	-	0.0000	-	0	-	0.0000	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	361,061,015	0	361,061,015	43.4754	361,061,015	0	361,061,015	43.4754	-
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	53,144,034	0	53,144,034	6.3991	49,530,970	0	49,530,970	5.9640	-0.4351
b) Banks / FI	2,457,439	0	2,457,439	0.2959	2,461,413	0	2,461,413	0.2966	0.0007
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	127,596,829	0	127,596,829	15.3640	41,942,674	0	41,942,674	5.0503	-10.3137
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) <u>Others</u>	-	-	-	-	-	-	-	-	-
ii) Directors/relatives	-	0	-	0.0000	-	0	-	0.0000	-
iii) Foreign Portfolio Investor (Corporate)	203,485,904	0	203,485,904	24.5018	237,797,234	0	237,797,234	28.6332	4.1314
Sub-total (B)(1):	386,684,206	0	386,684,206	46.5608	331,732,291	0	331,732,291	39.9441	-6.6167

Category of Shareholders	No. of Shares held at the beginning of the year (01.04.2015)				No. of Shares held at the end of the year (31.03.2016)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Non-Institutions									
a) Bodies Corp.									
i) Indian	8,080,328	0	8,080,328	0.9730	7,336,630	0	7,336,630	0.8834	-0.0896
ii) Overseas	53,656,405	0	53,656,405	6.4608	106,439,625	0	106,439,625	12.8164	6.3556
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	4,497,893	265	4,497,628	0.5416	6,277,856	265	6,277,591	0.7559	0.2143
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	1,431,766	0	1,431,766	0.1724	1,366,933	0	1,366,933	0.1646	-0.0078
c) Others									
Non Resident Indian	14,948,623	0	14,948,623	1.8000	15,748,171	0	15,748,171	1.8963	0.0963
Clearing Member	134,264	0	134,264	0.0162	531,979	0	531,979	0.0641	0.0479
Sub-total(B)(2):	82,749,279	265	82,749,014	9.9640	137,701,194	265	137,700,929	16.5807	6.6167
Total Public Shareholding (B)=(B)(1)+(B)(2)	469,433,485	265	469,433,220	56.5246	469,433,485	265	469,433,220	56.5246	-
C. Shares held by	-	-	-	-	-	-	-	-	-
Custodian for	-	-	-	-	-	-	-	-	-
GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total(A+B+C)	830,494,500	265	830,494,235	100.0000	830,494,500	265	830,494,235	100.0000	-

II. SHAREHOLDING OF PROMOTERS:

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the Year			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	Akshay Rajan Raheja	12,14,13,000	14.62	0	12,14,13,000	14.62	0	-
2	Viren Rajan Raheja	11,95,53,000	14.40	0	11,95,53,000	14.40	0	-
3	Hathway Investments Private Limited	8,18,45,015	9.86	0	8,18,45,015	9.86	0	-
4	Spur Cable and Datacom Private Limited	3,82,50,000	4.60	0	3,82,50,000	4.60	0	-
	Total	36,10,61,015	43.48	0	36,10,61,015	43.48	0	-

- iii. **CHANGE IN PROMOTERS' SHAREHOLDING:** Since there was no change in Promoters' Shareholding during the financial year 2015-16, the below information is not applicable.

Sr. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-15 to 31-03-16)	
		No. of Shares at the beginning (01-04-15)/end of the year(31-03-16)	% of total shares of the Company				No. of Shares	% of total shares of the Company
				N.A				

- iv. **SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):**

Sr. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-15 to 31-03-16)	
		No. of Shares at the beginning (01-04-15)/end of the year(31-03-16)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1.	P6 Mauritius India Holding Limited	70,717,760	8.52	01/04/2015	--	No change		
		70,717,760	8.52	31/03/2016			70,717,760	8.52
2.	P5 Asia Holding Investments (Mauritius) Limited	--	--	20/11/2015	52,783,220	Acquisition	52,783,220	6.36
		52,783,220	6.36	31/03/2016			52,783,220	6.36
3.	Smallcap World Fund, Inc.	3,52,50,000	4.24	01/04/2015				
				16/10/2015	1,66,481	Acquisition	3,54,16,481	4.26
				15/01/2016	6,846	Acquisition	3,54,23,327	4.27
				22/01/2016	4,52,673	Acquisition	3,58,76,000	4.32
		3,58,76,000	4.32	31/03/2016			3,58,76,000	4.32
4.	Reliance Capital Trustee Co. Ltd A/c Reliance Equity Opportunities Fund	3,25,10,930	3.91	01/04/2015				
				24/04/2015	4,26,100	Acquisition	3,29,37,030	3.97
				01/05/2015	2,74,748	Acquisition	3,32,11,778	4.00
				08/05/2015	4,50,452	Acquisition	3,36,62,230	4.05
				15/05/2015	68,050	Acquisition	3,37,30,280	4.06
				05/06/2015	23,700	Acquisition	3,37,53,980	4.06
				21/08/2015	1,78,700	Acquisition	3,39,32,680	4.09
				22/01/2016	-9,92,500	Sale	3,29,40,180	3.97
				04/03/2016	4,52,645	Acquisition	3,33,92,825	4.02
				11/03/2016	75,228	Acquisition	3,34,68,053	4.03
		3,34,68,053	4.03	31/03/2016			3,34,68,053	4.03
5.	CLSA Global Markets Pte. Ltd.	3,33,49,405	4.02	01/04/2015				
				15/05/2015	275	Acquisition	3,33,49,680	4.02
		3,33,49,680	4.02	31/03/2016			3,33,49,680	4.02
6.	Infrastructure India Holdings Fund LLC	2,78,43,045	3.35	01/04/2015	--	No change		
		2,78,43,045	3.35	31/03/2016			2,78,43,045	3.35
7.	Macquarie Bank Limited	7,82,32,133	9.42	01/04/2015				
				20/11/2015	-5,27,83,220	Sale	2,54,48,913	3.06
		2,54,48,913	3.06	31/03/2016			2,54,48,913	3.06
8.	East Bridge Capital Master Fund Limited	70,00,000	0.84	01/04/2015				
				18/09/2015	1,54,67,400	Acquisition	2,24,67,400	2.71
		2,24,67,400	2.71	31/03/2016			2,24,67,400	2.71
9.	P6 Asia Holding Investments IV (Mauritius) Limited	1,93,50,000	2.33	01/04/2015	--	No change		
		1,93,50,000	2.33	31/03/2016			1,93,50,000	2.33

Sr. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-15 to 31-03-16)	
		No. of Shares at the beginning (01-04-15)/end of the year(31-03-16)	% of total shares of the Company				No. of Shares	% of total shares of the Company
10.	Morgan Stanley Asia (Singapore) PTE.	1,55,96,805	1.88	01/04/2015				
				15/05/2015	8,27,300	Acquisition	1,64,24,105	1.98
				22/05/2015	-1,25,000	Sale	1,62,99,105	1.96
				19/06/2015	-1,322	Sale	1,62,97,783	1.96
				28/08/2015	-1,54,67,400	Sale	8,30,383	0.10
				11/09/2015	89,99,753	Acquisition	98,30,136	1.18
				11/12/2015	-1,316	Sale	98,28,820	1.18
				18/12/2015	-1,520	Sale	98,27,300	1.18
				31/12/2015	1,24,559	Acquisition	99,51,859	1.20
				08/01/2016	1,31,140	Acquisition	1,00,82,999	1.21
				29/01/2016	6,20,357	Acquisition	1,07,03,356	1.29
				05/02/2016	22,54,596	Acquisition	1,29,57,952	1.56
				12/02/2016	88,272	Acquisition	1,30,46,224	1.57
				19/02/2016	84,222	Acquisition	1,31,30,446	1.58
				11/03/2016	88,802	Acquisition	1,32,19,248	1.59
				18/03/2016	18,38,857	Acquisition	1,50,58,105	1.81
				25/03/2016	12,09,728	Acquisition	1,62,67,833	1.96
				31/03/2016	25,61,725	Acquisition	1,88,29,558	2.27
		1,88,29,558	2.27	31/03/2016			1,88,29,558	2.27
11.	Goldman Sachs (Singapore) PTE.	1,71,48,109	2.06	01/04/2015				
				15/05/2015	-8,27,300	Sale	1,63,20,809	1.97
				06/11/2015	20,511	Acquisition	1,63,41,320	1.97
				15/01/2016	81,163	Acquisition	1,64,22,483	1.98
				22/01/2016	4,91,272	Acquisition	1,69,13,755	2.04
				29/01/2016	2,00,000	Acquisition	1,71,13,816	2.06
				04/03/2016	12,50,717	Acquisition	1,83,64,533	2.21
		1,83,64,533	2.21	31/03/2016			1,83,64,533	2.21
12.	American Funds Insurance Series Global Small Capitalization Fund	1,17,50,000	1.41	01/04/2015	--	No change		
		1,17,50,000	1.41	31/03/2016			1,17,50,000	1.41

Note: The aforesaid details includes top 10 shareholders as on 31.03.2015 and 31.03.2016, changes therein and as on 31.03.2015.

v. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sl. No	Name	Shareholding		Date	Increase/ Decrease	Reason	Cumulative Shareholding during the year	
		No. of Shares at the beginning (01-04-15) / end of the year (31-03-16)	% of total shares of the Company				No. of shares	% of total shares of the Company
1	Mr. Rajan Raheja Non-Executive Director	0	0.00	01/04/2015	0	-		
		0	0.00	31/03/2016			0	0.00
2	Mr. Akshay Raheja Non-Executive Director	12,14,13,000	14.62	01/04/2015				
					0	No change during the year	12,14,13,000	14.62
		12,14,13,000	14.62	31/03/2016			12,14,13,000	14.62

Sl. No	Name	Shareholding		Date	Increase/Decrease	Reason	Cumulative Shareholding during the year	
		No. of Shares at the beginning (01-04-15) / end of the year (31-03-16)	% of total shares of the Company				No. of shares	% of total shares of the Company
3	Mr. Viren Raheja Non-Executive Director	11,95,53,000	14.40	01/04/2015				
					0	No change during the year	11,95,53,000	14.40
		11,95,53,000	14.40	31/03/2016			11,95,53,000	14.40
4	Mr. Jagdishkumar G. Pillai Managing Director & CEO	0	0.00	01/04/2015	0	-		
		0	0.00	31/03/2016			0	0.00
5	Mr. Sridhar Gorthi Chairman & Non-Executive Independent Director	0	0.00	01/04/2015	0	-		
		0	0.00	31/03/2016			0	0.00
6	Mr. Vinayak Aggarwal Non-Executive Director	0	0.00	01/04/2015	0	-		
		0	0.00	31/03/2016			0	0.00
7	Mr. Sasha Mirchandani Non-Executive Independent Director	0	0.00	01/04/2015	0	-		
		0	0.00	31/03/2016			0	0.00
8	Mr. Biswajit Subramanian Non-Executive Director	0	0.00	01/04/2015	0	-		
		0	0.00	31/03/2016			0	0.00
9	Mr. Devendra Shrotri Non-Executive Independent Director	0	0.00	01/04/2015	0	-		
		0	0.00	31/03/2016			0	0.00
10	Ms. Ameeta Parpia Non-Executive Independent Director	27,315	0.00	01/04/2015				
					0	No change during the year	0	0.00
		27,315	0.00	31/03/2016			27,315	0.00

II INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(in ₹)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	10,840,058,108	24,000,000	-	10,864,058,108
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	63,935,156	784,701	-	64,719,857
Total (i+ii+iii)	10,903,993,264	24,784,701	-	10,928,777,965
Change in Indebtedness during the financial year				
• Addition	7,552,079,540	1,000,000,000	-	8,552,079,540
• Reduction	3,580,052,078	-	-	3,580,052,078
Net Change	3,972,027,462	1,000,000,000	-	4,972,027,462
Indebtedness at the end of the financial year				
i) Principal Amount	14,812,085,570	1,024,000,000	-	15,836,085,570
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	84,578,628	8,365,753		92,944,381
Total (i+ii+iii)	14,896,664,199	1,032,365,753	-	15,929,029,951

III REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(in ₹)

Sl. No.	Particulars of Remuneration	Name of Managing Director	Total Amount
		Mr. Jagdishkumar G. Pillai	-
1	Gross salary	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,94,95,347	1,94,95,347
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	- as % of profit	-	-
	- others, specify- Incentive	25,00,000	25,00,000
5	Others, please specify-Provident Fund	7,49,652	7,49,652
	Total (A)	2,27,44,999	2,27,44,999
	<u>Ceiling as per the Act</u>		
	From 01/04/2015 to 20/12/2015 (Exempted as per General Circular No. 07/2015 dated 10 April, 2015)	1,02,94,700	1,02,94,700
	From 21/12/2015 to 31/03/2016*	39,77,498	39,77,498

* Kindly refer note no. 4.29 of Notes to Standalone Financial Statements.

B. REMUNERATION TO OTHER DIRECTORS: None of the other Directors receive remuneration except sitting fees.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(in ₹)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel				
		CEO	Company Secretary	Former CFO (G. Subramaniam) (01.04.2015 to 12.02.2016)	CFO (Vineet Garg) (12.02.2016 to 31.03.2016)	Total
1	Gross salary	1,94,95,347	38,53,767	84,57,229	9,54,586	3,27,60,929
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-	-
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	-	35,000	-	-	35,000
	(c) Profits in lieu of salary under section 17(3) of the Income tax Act, 1961	-	-	-	-	-
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission	-	-	-	-	-
	- as % of profit	-	-	-	-	-
	- others, specify-Incentive	25,00,000	3,00,000	-	-	28,00,000
5	Others, please Specify: Provident Fund Exempt from tax (Incl. PF)	7,49,652	1,48,800	3,06,165	34,035	12,38,652
	Total	2,27,44,999	43,37,567	87,63,394	9,88,621	3,68,34,581

IV PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were neither any penalties/punishment levied on the Company nor the compounding of offences was done during the year under review.

For and on behalf of the Board

Jagdishkumar G. Pillai

Managing Director & CEO

DIN 00036481

Vinayak Aggarwal

Director

DIN 00007280

Date: 26/05/2016

Place: Mumbai

Registered Office

Rahejas, 4th Floor, Corner of Main Avenue & V. P. Road,

Santacruz West, Mumbai 400054

CIN: L64204MH1959PLC011421

Tel No. 022-26001306 Fax No. 022-26001307

Mail: info@hathway.net website: www.hathway.com

ANNEXURE V

DISCLOSURE PURSUANT TO SECTION 134(3)(m) OF THE COMPANIES ACT 2013 READ WITH RULE 8 OF THE COMPANIES (ACCOUNTS), RULES 2014

(A) Conservation of energy:

Steps taken or impact on conservation of energy	Not Applicable
Steps taken by the company for utilizing alternate sources of energy	
Capital investment on energy conservation equipment	

(B) Technology absorption:

Efforts made towards technology absorption	Not Applicable
Benefits derived like product improvement, cost reduction, product development or import substitution	
In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):	
Details of technology imported	Not Applicable
Year of import	
Whether the technology has been fully absorbed	
If not fully absorbed, areas where absorption has not taken place, and the reasons thereof	
Expenditure incurred on Research and Development	

(C) Foreign exchange earnings and Outgo:

	1st April, 2015 to 31st March, 2016 [Current F.Y.]	1st April, 2014 to 31st March, 2015 [Previous F.Y.]
	Amount (₹ In Crores)	Amount (₹ In Crores)
Actual Foreign Exchange earnings	1.63	11.68
Actual Foreign Exchange outgo	403.13	196.60

For and on behalf of the Board

Jagdishkumar G. Pillai
Managing Director & CEO
DIN 00036481

Vinayak Aggarwal
Director
DIN 00007280

Date: 26/05/2016
Place: Mumbai

Registered Office

Rahejas, 4th Floor, Main Avenue & V. P. Road,
Santacruz West, Mumbai 400054
CIN: L64204MH1959PLC011421
Tel No. 022-26001306 Fax No. 022-26001307
Mail: info@hathway.net
website: www.hathway.com

MANAGEMENT DISCUSSION AND ANALYSIS



With Phase I and II of cable digitization complete and phase III and IV underway, India has an estimated digital C&S subscriber base of around 160 million, as at the end of CY15.

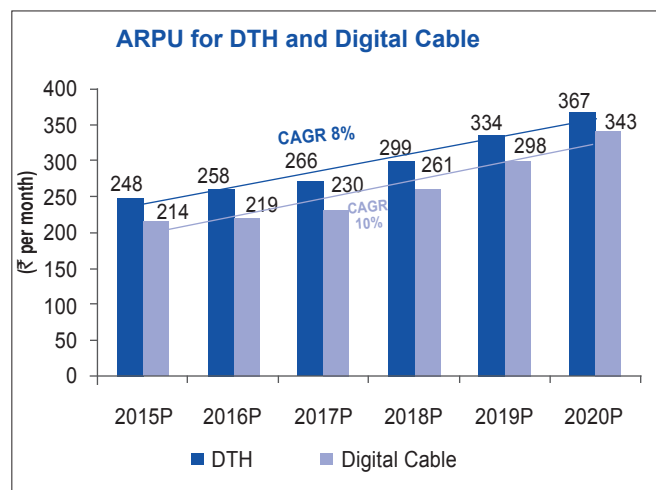
The entire dynamics of the Cable & Satellite (C&S) segment of the Media and Entertainment industry has changed as the third and fourth phases of digitization progresses. While B2B and B2C models are evolving to maximize collective benefits from the changing regulatory environment, media consumption patterns of consumers are changing too. "The Economic Survey for 2015-16 pointed out, the digitization achieved by December-end 2016" would usher in a new era in broadcasting, as it would enhance the viewing experience of the users and upgrade the service. The key to progress seems to be in the relationship between broadcasters, MSOs and LCOs & Customers.

The broadband segment of the sector is witnessing an evolution. Higher bandwidths and speeds have already begun to dominate consumer preferences. However, the next wave of growth for this segment is expected to come from interactivity in services as operators create a demand for TV embellishing two-way services.

Another emerging trend on the horizon is the increasing competition to MSOs and DTH from new-age service providers which offer CATV, internet access and video-on-demand services through a single connection.

SEGMENTS OF C&S SUBSCRIBERS

While the TV penetration in India has increased to 175 million (83%) in 2015, the total number of Cable & Satellite (C&S) subscribers has also grown to 160 million. Within this universe, the number of analog subscribers has fallen to 65 million or a little over 40% and is expected to fall further to just around 2.5% by 2020 as the transition to digital is complete.



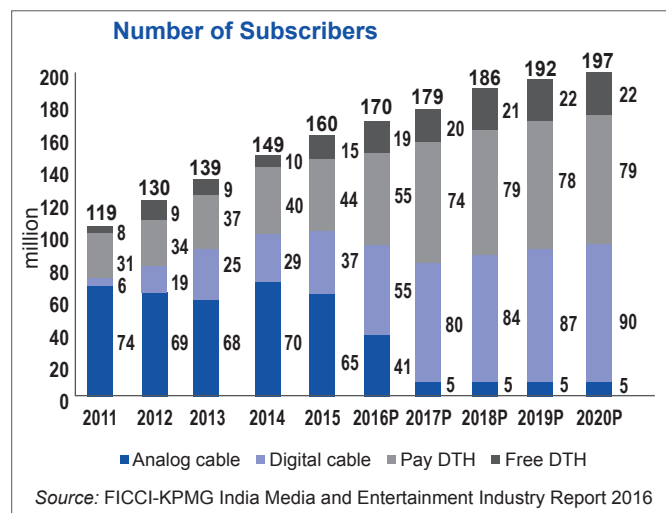
DIGITAL CABLE

Industry overview

With Phase I and II of cable digitization complete and phase III and IV underway, India has an estimated digital C&S subscriber base of around 160 million, as at the end of CY15. Nevertheless, both phases III and IV are running behind schedule. While the Ministry of Information & Broadcasting extended the deadlines for DAS Phase III and IV implementation from the earlier combined deadline of December 2014 to December 2015 and December 2016, respectively, the rollout of Set Top Boxes (STBs) are not likely to be completed before December 2017. Further, the expected benefits, in terms of improved addressability and Average Revenue per User (ARPU) are expected to manifest with a delay too.

Status of Digitisation

Since the advent of digitization, there has been a continuous increase in net realizations for pan-India MSOs during



Phase	Regulatory date for shutdown	No. of C&S subs* (million)	Non-digitised subs (million)	Digitisation including DTH*
Phase I	Jun-12	13	1.2	100% excl Chennai
Phase II	Mar-13	25	1.2	>95%
Phase III	Dec-15	41	10	-75%
Phase IV	Dec-16	81	52	-35%
Total		160	65	-60%

Source: KPMG in India's analysis 2016 based on data collected from industry discussions

* Including DD FreeDish

Note: Our new estimates reflect further delay in completion of digitisation and higher subscribers for DD FreeDish, reflecting its performance in Phase III areas in 2015.

Figures are rounded to nearest integers and may not add up exactly to column totals.

Over the past year, we bring technology and implemented prepaid system for our direct subscribers and provide self-care option over the web, android & IOS platform. Our focus has been to achieve synergic growth for the Company and its associated LCO's by aligning companies' goals with our initiative "Hathway Connect". As B2B still comprises 94% of the Company's business, LCOs are the face of the company to the consumer and an important part of our value chain. We are working towards strengthening and empowering LCOs by providing them with a better technology platform which facilitates them in their day to day business. Access to better package management, balance management, Electronic KYC and a medium through which they can communicate notifications, offers and schemes. This portal enables reduction in LCO's operating costs, faster and more flexible services and a more effective marketing channel. This will result in better revenues for the LCOs and higher ARPUs for the Company too.

We have also been working towards offering customized and better packaged content and building a more robust bouquet of in-house channels with a vibrant, dynamic and cutting-edge look to provide a sophisticated, satellite-like experience to subscribers and thus create fresh appeal.

phase I and II. However, according to the Indian Media and Entertainment Industry Report – 2016 (KPMG-FICCI), while DTH revenue growth remains healthy digital cable continues to face issues while raising consumer pricing. They ascribe the health of DTH to the increase in ARPUs, on the back of price increases and increasing high-definition (HD) penetration, and subscriber additions. Digital cable operators, on the other hand, have not been successful in ensuring collection as per channel packages as the rolling out of tiered channel packages is still in process. Once this segment is able to monetize their services better, its ARPU is likely to grow at a CAGR of 10% over the 5-year period starting 2015, as opposed to a CAGR of 8% in the DTH space.

Business Overview

As at the end of FY2016, of our cable universe of approximately 12.3 million at present, the current digital subscriber base of around 10.6 million comprises about 2.4 million Phase I, 4.2 million Phase II and 4.0 million Phase III and IV subscribers.

Until now, ARPUs in Phase I and Phase II have been at around ₹ 105 and ₹ 86, respectively. Looking ahead, we expect monetization of Phase-III to take place at a much faster rate as required infrastructure, in terms of distributed set top boxes is already in place and we are ready to offer better and more effectively packaged content.

BROADBAND

Industry Overview

By end of 2015, India had an internet user base of 331.7 million (source: TRAI report dt. 18th May'16), only a small fraction, i.e. 20 million are wire-line based while the balance 311.7 million are wireless. Since wireless tends to be the preferred mode of connectivity, MSOs focused on the broadband segment with a huge untapped opportunity, especially in the home segment as the wire-line household penetration stands at 6%. However, with the Government's 'Digital India' initiative, this segment has received considerable focus and is likely to see considerable activity, going ahead.

While the Government has defined a broadband connection as one with a speed of more than 512 kbps, consumer are rapidly demanding higher speeds, especially in metros and tier

l towns. The company provided Docsis-3.0 technology which provides speeds of 50-100 Mbps, better steady-state margins and higher ARPU. This supports higher per subscriber value creation opportunity.

Business Overview

Our subscriber base of High Speed Broadband internet connections is 627k. By the end of March 2016, our networks pass is approximately 3.3 million homes. We leverage our strong and extensive presence in the cable TV market, which has become the foundation for our internet initiatives. While the focus in FY2015 was augmenting the number of home-passes, the focus in FY2016 has been on monetizing our presence. This trend will continue in the coming year.

Post the launch of our high speed Docsis-3 technology-based internet service in October 2013, we have already upgraded approximately 40% of our subscriber base to this service (266k), which offers speeds of 50 Mbps at competitive price points. This along with better collections has resulted in better subscriber retention and higher ARPU too.

Performance Review

The standalone operating revenue for the Company for the year ended March 31, 2016 stood at ₹ 1178.8 Crores, which represents a growth of 15% over the previous year. The EBITDA was at ₹ 196.5 Crores (previous year ₹ 139.5 Crores).

The consolidated operating revenue was ₹ 2,081.6 Crores (previous year ₹ 1,831.6 Crores), up by 14%, and the EBITDA at ₹ 388.6 Crores (previous year ₹ 256.2 Crores). The consolidated PAT stood at (163.1) Crores (previous year PAT ₹ (180.4) Crores).

Key Growth Drivers

Significant investments already completed in Phase I and II

With almost 87% of our subscriber universe already digitized by end March 2016, we have already completed a bulk of investments towards the digitization opportunity and can now look forward to reaping the returns on that investment.

Aligning of Company goals with those of LCO associates

By empowering LCO associates with a technology platform that enables them to reduce operating cost and enhance service and marketing abilities, we foresee better synergies resulting in a large, more dedicated client base and higher ARPUs.

Value Added Services

Value added services such as HD, VoD and niche channels are expected to continue to be key revenue drivers in the future. The Company has developed the necessary back-end infrastructure and ecosystem for the roll out of these services. It currently offer sup to 50HD channels on its network to its customers. This acts as a barrier to customer churn.

POST THE LAUNCH OF OUR HIGH SPEED DOCSIS-3 TECHNOLOGY-BASED INTERNET SERVICE IN OCTOBER 2013, WE HAVE ALREADY UPGRADED APPROXIMATELY 40% OF OUR SUBSCRIBER BASE TO THIS SERVICE (266K), WHICH OFFERS SPEEDS OF 50 MBPS AT COMPETITIVE PRICE POINTS

Branding and Customer Service

Over time, customer service, brand identity and value have become critical differentiators among the industry participants. Brand Hathway is well established in the minds of consumers in several pockets and hence, we are potentially well placed to ensure 'consumer mind-space'.

OPPORTUNITIES AND THREATS

Opportunities

1. In DAS I & II areas, we are yet to reach our fair share of revenue that is receivable from the LCOs and customers.
2. Cable MSOs will monetize other Value Added Services viz. HD, local channels & VoD services which can improve the revenue and offer superior quality of services.
3. DAS IV digitization deadline of 31st Dec'16 provides a golden opportunity to further increase the subscriber base. As phase IV areas are contiguous to phase III areas, our investment will be very low.
4. As per data available with TRAI as on 31st Dec'15, internet penetration in India is 26 per 100 subscribers. With strong technology and remarkable services, our company is well placed to expand its footprint in the Broadband space.

Threats

1. Stay orders of various High Courts has impacted seeding plan in DAS III areas. Further extension or refusal to vacate the stay will create hurdles in our expansion plan.
2. The competition in broadband space may intensify over time due to existing and new players which may impact ARPUs and start a price war.

RISKS AND CONCERNS

Nature of risk	Risk	Risk Mitigation Strategy
Impact of a possible decline of broadcasting business	We derive a significant portion of our subscription revenue from carriage and placement fees. In the event of any decline in the growth of the broadcasting business in India or its stagnation, our revenues may decrease.	While Revenues from carriage and placement may decline over a period of time, We anticipate that the decline will be more than made up by growth in subscription and Value Added services revenues. The company also earns Advertisement revenues from local channels carried on its network. This is expected to further contribute to revenue growth
LCOs support and cooperation	LCOs form an important part of our value chain and are the face of the Company to the customers. Also as the owners of the last mile of networks, their support becomes crucial.	The Company has invested in facilitating infrastructure to enable the LCOs to work more efficiently in partnership with us. This new business model will ensure retention and support from LCO associates.
Competition	Our TV cable services face competition from providers of television services through alternative technology platforms, such as DTH satellite television and IPTV.	The Company is amongst the largest players in the MSO universe and is well placed to protect and grow its market share by virtue of which we enjoy certain advantages over competitor in the DTH space, such as better quality for the end-user, ability to deliver localized content, reliability of service even in monsoons, lower cost of subscriber acquisition and better suitability in high-density areas.
Financing risk	As at March 31, 2016, we have outstanding loans from banks and financial institutions of ₹ 295 Crores, which are subject to floating interest rates. In addition, outstanding payables to banks and creditors for capital expenditure aggregated to ₹ 1,147 Crores and are subject to fluctuations in foreign currency rates.	The company has put into place a formal mechanism to constantly review and if necessary hedge foreign currency risks. The interest rates risks are not hedged.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company's internal controls are commensurate with its size and the nature of its operations. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorised use, executing transactions with proper authorisation and ensuring compliance of corporate policies. The Company has a well-defined delegation of power with authority limits for approving revenue as well as expenditure. It uses a enterprise resource planning (ERP) system to record data for accounting and management information purposes and connects to different locations for efficient exchange of information. It has continued its efforts to align all its processes and controls with global best practices.

In continuation of Company's plan for implementation of internal financial control during Phase II, the management had appointed an external consultant and formed an Internal Team to document and evaluate the design, adequacy and operating effectiveness of the Internal Financial Controls of the Company. Entity Level Control framework has been documented. The documentation of process maps and key controls has been completed for all material operating processes. Further, during financial year 2015-16, testing has been conducted on a sample basis for all key processes and remedial action has been taken or agreed upon with a finite closure date where control weaknesses were identified. The

Management Audit Team (MAT) has also conducted a review of the Internal Financial Controls and remedial action has been taken or agreed upon with a finite closure date where in control weaknesses were identified.

There is no material financial controls related observations outstanding as at March 31, 2016.

Based on the above, the management believes that adequate Internal Financial Controls exist in relation to its Financial Statements.

HUMAN RESOURCES

Nearly 1,900 employees were added during the year. With that, the employee count exceeds 6,600 for the year ending March 31, 2016.

Various initiatives have been undertaken during the year to restructure and retrain our in-house human resources towards making the organisation more customer-centric.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectation may be "forward-looking" within the meaning of applicable laws and regulations. Actual results might differ materially from those expressed or implied.

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behavior and fairness to all stakeholders comprising of regulators, employees, customers, vendors, investors and the society at large. Integrity, transparency, accountability and compliance with laws which are the columns of good governance are instrumental in the Company's robust business practices to ensure ethical and responsible leadership both at the Board and at the Management level.

The Company believes in adopting the 'best practices' that are followed in the area of corporate governance across various geographies. The Company has a strong legacy of fair, transparent and ethical governance practices. The Company has adopted a Code of Conduct for its employees including the Managing Director and the Executive and Non-Executive Directors.

In accordance with Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, hereinafter referred as SEBI (LODR), the report containing the details of governance systems and processes at Hathway Cable & Datacom Limited is as under:

2. BOARD OF DIRECTORS

a) Composition of the Board of Directors:

As per the provisions of Regulation 17 of SEBI (LODR), as the Company has regular non-executive Chairman, the Board comprises of atleast one third of the total number of directors as Independent Directors who are not liable to retire by rotation. As required under the same regulation of having at least one woman Director on the Board, the Company has Ms. Ameeta Parpia as a Woman Director under the category of Independent Director.

As on 31st March, 2016, in compliance with the aforesaid regulation, the Board has an optimum combination of Executive, Non-Executive and Independent Directors, comprising of One (1) Executive Director and Nine (9) Non-Executive Directors of which Four (4) are Independent Directors. The Company has Non-Executive Chairman and he is an Independent Director. None of the Directors hold Directorship in more than 10 Public Limited Companies or acts as an Independent Director in more than 7 Listed Companies. Further, none of the Directors act as a member of more than 10 committees or acts as a chairman of more than 5 committees across all Public Limited Companies in which he is a Director.

The composition of the Board and other relevant details relating to Directors for the financial year ended March 31, 2016 are as under:

Name of the Director	Relationship with other Directors	Designation	Category of Directorship	No of Other Directorships ¹	No of Committees in other Companies ²	
					Chairman	Member
Mr. Sridhar Gorthi	None	Chairman	Independent	1	-	-
Mr. Rajan Raheja	Father of Mr. Akshay Raheja & Mr. Viren Raheja	Director	Non- executive & Non Independent	3	-	1
Mr. Akshay Raheja	Son of Mr. Rajan Raheja & Brother of Mr. Viren Raheja	Director	Non- executive & Non Independent	1	-	1
Mr. Viren Raheja	Son of Mr. Rajan Raheja & Brother of Mr. Akshay Raheja	Director	Non- executive & Non Independent	1	-	-

Name of the Director	Relationship with other Directors	Designation	Category of Directorship	No of Other Directorships ¹	No of Committees in other Companies ²	
					Chairman	Member
Mr. Jagdish Kumar G Pillai	None	Managing Director & CEO	Executive	-	-	-
Mr. Vinayak Aggarwal	None	Director	Non- executive & Non Independent	-	-	-
Mr. Sasha Mirchandani	None	Director	Independent	-	-	-
Mr. Brahmal Vasudevan*	None	Director	Independent	-	-	-
Mr. Devendra Shrotri	None	Director	Independent	-	-	-
Mr. Biswajit Subramanian	None	Director	Non- executive & Non Independent	1	-	-
Ms. Ameeta Parpia	None	Director	Independent	2	-	-

1 Directorships in Private, Foreign Companies and Companies under Section 8 of Companies Act, 2013 if any, are excluded.

2 Memberships of only Audit Committee and Stakeholders' Relationship Committee have been considered.

* ceased to be director of the Company w.e.f. 13th January, 2016

b) Appointment/Re-appointment of Directors:

Pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Rajan Raheja, Director shall retire by rotation at the forthcoming Annual General Meeting.

The Board has recommended to the shareholders the re-appointment of the aforesaid director retiring by rotation, as in the opinion of the Board, he fulfills the condition specified in this Act for holding of office of director. The detailed resume of the aforesaid proposed appointee is provided in the explanatory statement annexed to the notice of the Annual General Meeting.

c) Board Meetings and Annual General Meeting:

During the financial year 2015-16, 6 (Six) Board Meetings were held as per details given below:

Sr. No.	Board Meeting Dates
1.	29th May, 2015
2.	11th August, 2015
3.	15th October, 2015
4.	6th November, 2015
5.	26th November, 2015
6.	12th February, 2016

The directors are also given an option of attending the Board Meeting through video conferencing.

The last Annual General Meeting of the Company was held on 11th August, 2015.

The details of attendance of Directors in Board Meetings and the last Annual General Meeting are as follows:

Name of the Director(s)	No. of Board Meetings Attended	Attendance at Last Annual General Meeting
Mr. Sridhar Gorthi	4	Yes
Mr. Rajan Raheja	5	No
Mr. Akshay Raheja	4	Yes
Mr. Viren Raheja	5	Yes
Mr. Jagdish Kumar G. Pillai	6	Yes
Mr. Vinayak Aggarwal	6	Yes
Mr. Sasha Mirchandani	5	Yes
Mr. Brahma Vasudevan*	-	No
Mr. Devendra Shrotri	2	No
Mr. Biswajit Subramanian	2	No
Ms. Ameeta Parpia	5	Yes

*resigned w.e.f 13th January, 2016

d) Separate meeting of Independent Directors:

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and the SEBI (LODR), a separate meeting of the Independent Directors of the Company was held on 12th February, 2016 to review the performance of Non-Independent Directors (including the Chairman) and the Board as whole. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and it's Committees which is necessary to effectively and reasonably perform and discharge their duties.

e) Induction and training of the Board Members:

On appointment, the concerned Director is issued a Letter of Appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments. Each newly appointed Independent Director is taken through a formal induction program including the presentation from the Managing Director & CEO on the Company's legal, marketing, finance and other important aspects. The Company Secretary briefs the Director about their legal and regulatory responsibilities as a Director. The induction for Independent Directors include interactive sessions with Executive Committee Members, Business and Functional Heads, etc.

f) Evaluation of Board performance:

During the year, the Board adopted a formal mechanism for evaluating its performance and as well as that of its Committees and individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Boards functioning such as composition of the Board & committees, experience & competencies, performance of specific duties & obligations, governance issues etc. Separate exercise was carried out to evaluate the performance of individual Directors including the Board Chairman who were evaluated on parameters such as attendance, contribution at the meetings and otherwise, independent judgement, safeguarding of minority shareholders interest etc.

g) Code of Conduct:

The Board has laid down a code of conduct for all Board members and senior management of the Company.

The Company has obtained the confirmation of the Compliance with the Code from all its Board members and senior management personnel. As required by Clause (a) of sub-regulation (5) of Regulation 17 of SEBI (LODR), declaration on compliance of the Company's code of conduct signed by Managing Director forms a part of this Annual Report.

h) Prevention of Insider Trading Code:

As per SEBI (LODR), the Company has adopted a Code of Internal Procedure & Conduct for Regulating, Monitoring and Reporting of Trading by Insiders for Prevention of Insider Trading. All the Specified Persons who could have access to the unpublished price sensitive information of the Company are governed by this code. The trading window is closed during

the time of declaration of results and occurrence of any material events as per the code. The Company has appointed Mr. Ajay Singh, Company Secretary as Chief Compliance Officer, who is responsible for setting forth procedures and implementation of the code for trading in Company's securities. During the year under review, there has been due compliance with the said code.

3. AUDIT COMMITTEE

a) Constitution of Audit Committee:

The Committee comprises of (Five) 5 Non-executive Directors out of which (Four) 4 are Independent Directors. All the members of the Committee are financially literate and Mr. Sasha Mirchandani, who has done his Business Administration from Strayer University and MMDP program at IIM, Ahmedabad has financial management expertise. The Chairman of the Audit Committee is an Independent Director.

b) Composition of Audit Committee and Number of Meetings Attended:

During the Financial year 2015-16, (Four) 4 Audit Committee Meetings were held as per the details given below:

Sr. No.	Audit Committee Meeting Dates
1.	29th May, 2015
2.	11th August, 2015
3.	6th November, 2015
4.	12th February, 2016

The members are also given an option of attending the meeting through video conferencing.

Given below is the composition of the committee and the number of meetings attended by members:

Committee Members Attending the Meeting	Category	Designation	No. of Meetings Attended
Mr. Sridhar Gorthi	Independent	Chairman	2
Mr. Viren Raheja	Non Independent & Non Executive	Member	4
Mr. Sasha Mirchandani	Independent	Member	4
Mr. Devendra Shrotri	Independent	Member	2
Mr. Brahmal Vasudevan *	Independent	Member	-
Ms. Ameeta Parpia	Independent	Member	3

*Mr. Brahmal Vasudevan resigned from the committee w.e.f 13th January, 2016.

c) Attendees:

The Audit Committee invites such of the Board Members and senior management team, as it considers appropriate to be present at its meetings. The Statutory Auditors and the Internal Auditors are also invited to these meetings.

d) The terms of Reference of the Audit Committee as defined by the Board are as under:

- i) Hold discussions with the auditors periodically about internal control systems, the scope of audit including the observations of the auditors and review the quarterly, half-yearly and annual financial statements before submission to the Board and also ensure compliance of internal control systems;
- ii) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- iii) Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor, approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- iv) Reviewing with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to;
 - a) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013.

- b) Changes, if any, in accounting policies and practices and reasons for the same.
- c) Major accounting entries involving estimates based on the exercise of judgment by the management.
- d) Significant adjustments made in the financial statements arising out of audit findings.
- e) Compliance with listing and other legal requirements relating to financial statements.
- f) Disclosure of any related party transactions.
- g) Qualifications in the draft audit report.
- v) Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- vi) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- vii) Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- viii) Approval or any subsequent modification of transactions of the company with related parties;
- ix) Scrutiny of inter-corporate loans and investments;
- x) Valuation of undertakings or assets of the company, wherever it is necessary;
- xi) Evaluation of internal financial controls and risk management systems;
- xii) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- xiii) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- xiv) Discussion with internal auditors on any significant findings and follow up there on;
- xv) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- xvi) Discussion with statutory auditors about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- xvii) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- xviii) To review the functioning of the Whistle Blower mechanism;
- xxix) Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- xx) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

4. NOMINATION AND REMUNERATION COMMITTEE

a) Constitution of Nomination and Remuneration Committee:

The Nomination and Remuneration Committee comprises of (Five) 5 members. All the members of the Committee are Non-Executive Directors out of which (Three) 3 members are Independent Directors. The Chairman of the Committee is an Independent Director.

The Company has taken necessary steps to adequately comply with Regulation 19 of SEBI (LODR).

b) Composition of Nomination and Remuneration Committee and the number of meetings attended:

During the financial year 2015-16, two meetings of Nomination and Remuneration Committee were held on 6th November, 2015 and 12th February, 2016 respectively.

Committee Members Attending the Meeting	Designation	No of meetings attended
Mr. Sridhar Gorthi	Chairman	2
Mr. Viren Raheja	Member	2
Mr. Akshay Raheja	Member	1
Mr. Sasha Mirchandani	Member	2
Mr. Devendra Shrotri	Member	-
Mr. Brahma Vasudevan*	Member	-

*Mr. Brahma Vasudevan resigned from the committee w.e.f 13th January, 2016.

c) Terms of reference:

The Committee is empowered to -

- Formulate criteria for determining qualifications, positive attributes and independence of Directors and recommendation to Board of Directors a policy relating to the remuneration of the directors, key managerial personnel and other employees;
- Identification and assessing potential individuals with respect to their expertise, skills, attributes, personal and professional standing for appointment and re-appointment as Directors / Independent Directors on the Board and as Key Managerial Personnel;
- Support Board in evaluation of performance of all the Directors & in annual self-assessment of the Board's overall performance;
- Conduct Annual performance review of MD and CEO and Senior Management Employees;
- Administration of Employee Stock Option Scheme (ESOS);
- Formulate the criteria for evaluation of performance of independent directors and the board of directors.

d) Remuneration Policy:

i) Management Staff:

Remuneration of employees largely consists of basic remuneration and perquisites. The components of the total remuneration vary based on the grades and are governed by industry patterns, qualifications and experience of the employee, responsibilities handled by him, his individual performance, etc.

ii) Non-Executive Directors:

Non-Executive Directors of the Company receives only sitting fees for attending Board Meetings and Committee Meetings. The sitting fees paid to non-executive directors is within the limits prescribed under the Companies Act, 2013.

Details of the sitting fees during the financial year 2015-16 are as under:

Name of the Director	Sitting Fees (Amt. in ₹)
Akshay R Raheja	200,000
Ameeta Parpia	370,000
Biswajit Subramanian	100,000
Devendra Shrotri	180,000
Rajan B Raheja	250,000
Sasha Mirchandani	410,000
Sridhar Gorthi*	280,000
Vinayak Aggarwal	300,000
Viren R Raheja	410,000
Mr. Brahma Vasudevan**	-
Grand Total	2,500,000

* Payments made directly to "Trilegal"

**Resigned on 13th January, 2016

iii) Executive Directors:

As on 31st March, 2016, Mr. Jagdish Kumar G. Pillai, Managing Director & CEO, is the only Executive Director of the Company.

Details of remuneration paid to Executive Director during year ended March 31, 2016 are given below:

Name of the Executive Director	Designation	Salary & Perquisites (₹)	Commission (₹)	Total (₹)
Mr. Jagdish Kumar G. Pillai	Managing Director & CEO	22,744,999	0	22,744,999

5. STAKEHOLDERS' RELATIONSHIP COMMITTEE

a) Constitution and Composition of Stakeholders' Relationship Committee:

The Stakeholders' Relationship Committee has been constituted to look into investor's complaints like transfer of shares, non-receipt of declared dividends, etc. and take necessary steps for redressal thereof. The Company has taken necessary steps to adequately comply with Regulation 20 of SEBI (LODR).

During the financial year 2015-2016, (One) 1 meeting of Stakeholders Relationship Committee was held on 12th February, 2016.

The composition of the Stakeholders Relationship Committee is as under:

Name of Director	Designation	No. of Meetings Attended
Mr. Vinayak Aggarwal	Chairman	1
Mr. Jagdishkumar G. Pillai	Member	1
Mr. Viren Raheja	Member	1

b) Mr. Ajay Singh, Company Secretary acts as the Chief Compliance officer of the Company.

c) During the financial year 2015-16, 6 grievances from investors have been received. There were 0 complaints pending as at end of the year.

Received from	Received During 2015-16	Redressed during 2015-16	Pending as on 31.03.2016
SEBI	0	0	0
NSE	0	0	0
BSE	0	0	0
NSDL/CDSL	0	0	0
Direct from Investors	6	6	0
Total	6	6	0

d) Share Transfers in Physical Mode:

Shares sent for physical transfer are generally registered and returned within a period of 15 days from the date of receipt, if the documents are complete in all respects.

There was no transfer of shares held in physical form during the financial year 2015-16.

6. GENERAL BODY MEETINGS

i) Location, time and date of holding of the last (Three) 3 Annual General Meetings (AGM) are given below:

Year	Date	Venue	Time
2012-13	24.07.2013	ISKCONs Auditorium, Hare Krishna Land, Next to Hare Krishna Temple, Juhu, Mumbai 400049	3.00 pm
2013-14	05.08.2014	ISKCONs Auditorium, Hare Krishna Land, Next to Hare Krishna Temple, Juhu, Mumbai 400049	3.00 pm
2014-15	11.08.2015	ISKCONs Auditorium, Hare Krishna Land, Next to Hare Krishna Temple, Juhu, Mumbai 400049	3.00 pm

- ii) Special Resolutions during previous (Three) 3 Annual General Meetings:

Financial Year	Particulars of Special Resolutions Passed
2012-2013	Nil
2013-2014	Amendment to the Articles of Association of the Company incorporating the provisions of Companies Act, 2013.
2014-15	Nil

- iii) Location, time and date of holding of the Extra Ordinary General Meetings (EGM) in last (Three) 3 years are given below:

Year	Date	Venue	Time
2012-13	NIL	NIL	NIL
2013-14	19.08.2013	ISKCONs Auditorium, Hare Krishna Land, Next to Hare Krishna Temple, Juhu, Mumbai 400049	4.00 p.m.
	26.09.2013	Rahejas, 6th Floor, Corner of Main Avenue & V.P.Road, Santacruz West, Mumbai 400054	12.00 noon
2014-15	05.09.2014	Rahejas, 6th Floor, Corner of Main Avenue & V.P.Road, Santacruz West, Mumbai 400054	2.00 p.m.
	10.10.2014	Rahejas, 6th Floor, Corner of Main Avenue & V.P.Road, Santacruz West, Mumbai 400054	2.00 p.m.

- iv) During the financial year 2015-16, following resolutions were passed by way of Postal Ballot for seeking approval of members:

POSTAL BALLOT IN NOVEMBER 2015

Sr. No.	Description of Resolution	Date of Declaration of Result
1.	Special Resolution under Section 180(1)(c) of the Companies Act, 2013 for authorizing the Board of Directors of the Company to borrow loans in excess of Paid up Capital and Free reserves of the Company subject to maximum of ₹ 1,800 Crores.	23.11.2015
2.	Special Resolution under Section 180(1)(a) of the Companies Act, 2013 for authorizing the Board of Directors for creation of Charge / Hypothecation / Mortgage on the movable / immovable properties of the Company for securing the borrowings of the Company subject to maximum limit of ₹ 1,800 Crores. The said resolutions were passed through Postal Ballot and Shareholders of the Company were provided e-Voting facility for casting their votes electronically on the said resolutions.	

Voting Pattern and Procedure for Postal Ballot:

- The Board of Directors of the Company vide resolution passed by the Board of Directors at their meeting held on 15th October, 2015, appointed Mr. Himanshu S. Kamdar as the Scrutinizer for conducting the postal ballot voting process.
- The Company had completed the dispatch of the Postal Ballot Notice dated 15th October, 2015, together with the Explanatory Statement on 21st October, 2015, along with forms and postage prepaid business reply envelopes to all the shareholders whose name(s) appeared on the Register of Members/list of beneficiaries as on 16th October, 2015.
- The voting under the postal ballot was kept open from Thursday, 22nd October, 2015 at 10.00 am till Friday, 20th November, 2015 at 5.00 pm. (either physically or through electronic mode)
- Particulars of postal ballot forms received from the Members using the electronic platform of CDSL were entered in a register separately maintained for the purpose.
- The postal ballot forms were kept under safe custody of the scrutinizer in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.

- vi) All postal ballot forms received/receivable up to the closure of working hours on 20th November, 2015, the last date and time fixed by the Company for receipt of the forms, had been considered for his scrutiny.
- vii) Envelopes containing postal ballot forms received after closure of working hours on 20th November, 2015 had not been considered for his scrutiny.
- viii) On 23rd November 2015, Mr. Ajay Singh, Head Legal, Company Secretary & Chief Compliance Officer announced the following results of the postal ballot as per the Scrutinizer's Report:

A summary of Postal Ballot Form (PBF) received/ Votes Cast through e-Voting for item nos 1 and 2 is as under:

Sr. No.	Particulars	Resolution 1 No. of PBF / E-Voting	No. of Shares voted	Resolution 2 No. of PBF / E-Voting	No. of Shares voted
a.	Postal Ballot Forms received	110	40,782	110	40,782
b.	e-Voting Confirmations	67	603,729,312	67	603,729,312
	Total	177	603,770,094	177	603,770,094
c.	Less: Invalid Postal Ballot Forms / e-Voting confirmations	13	10,927	15	11,302
d.	Net Valid Postal Ballot Forms / e-Voting with assent for the Resolution	164	603,759,167	162	603,758,792
(i)	Postal Ballot Forms / e-Voting with assent for the Resolution	155	603,757,211	150	603,756,156
	% of Assent		99.9997		99.9996
(ii)	Postal Ballot Forms / e-Voting with dissent for the Resolution	9	1,956	12	2,636
	% of Dissent		0.0003		0.0004

POSTAL BALLOT IN DECEMBER 2015

Description of Resolution	Date of Declaration of Result
Special Resolution under Sections 196 and 197 of the Companies Act, 2013 read with Schedule V thereto and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, for re-appointment and payment of remuneration to Mr. Jagdishkumar G. Pillai as Managing Director & CEO for a period of 2 years with effect from 21st December, 2015.	18.12.2015

The said resolutions were passed through Postal Ballot and Shareholders of the Company were provided e-Voting facility for casting their votes electronically on the said resolutions.

Voting Pattern and Procedure for Postal Ballot:

- i) The Board of Directors of the Company, vide circular resolution passed by the Board of Directors on 6th November, 2015, appointed Mr. Himanshu S. Kamdar as the Scrutinizer for conducting the postal ballot voting process.
- ii) The Company had completed the dispatch of the Postal Ballot Notice dated 6th November, 2015 together with the Explanatory Statement on 17th November, 2015, along with forms and postage prepaid business reply envelopes to all the shareholders whose name(s) appeared on the Register of Members/list of beneficiaries as on 6th November, 2015.
- iii) The voting under the postal ballot was kept open from 18th November, 2015 at 10.00 a.m. and ends on Thursday, 17th December, 2015 at 5.00 p.m. (either physically or through electronic mode)
- iv) Particulars of postal ballot forms received from the Members using the electronic platform of CDSL were entered in a register separately maintained for the purpose.
- v) The postal ballot forms were kept under safe custody of the scrutinizer in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
- vi) All postal ballot forms received/receivable up to the closure of working hours on 17th December, 2015 the last date and time fixed by the Company for receipt of the forms, had been considered for his scrutiny.

- vii) Envelopes containing postal ballot forms received after closure of working hours on 17th December, 2015 had not been considered for his scrutiny.
- viii) On 18th December, 2015, Mr. Ajay Singh, Head Legal, Company Secretary and Chief Compliance Officer announced the following results of the postal ballot as per the Scrutinizer's Report:

A summary of Postal Ballot Form (PBF) received/ Votes Cast through e-Voting for item no 1 is as under:

Sr. No.	Particulars	Resolution 1	
		No. of PBF / E-Voting	No. of Shares voted
a.	Postal Ballot Forms received	108	29,023
b.	e-Voting Confirmations	62	603,901,320
	Total	170	603,930,343
c.	Less: Invalid Postal Ballot Forms / e-Voting confirmations	16	11,584
d.	Net Valid Postal Ballot Forms / e-Voting for the Resolution	154	603,918,759
	(i) Postal Ballot Forms / e-Voting with assent for the Resolution	147	603,902,604
	% of Assent		99.997
	(ii) Postal Ballot Forms / e-Voting with dissent for the Resolution	7	16,155
	% of Dissent		0.003

7. DISCLOSURES:

(a) Related Party Transactions:

There are no transactions of material nature with Directors/Promoters or any related entity, which will have any potential conflict with the interests of the Company at large. The transactions mentioned under the Section of Notes to Accounts which forms a part of the Auditors' Report for the year ended 31st March, 2016, are non-material in nature.

GTPL Hathway Private Limited (GTPL) (formerly known as Gujarat Telelinks Private Limited) is a material non-listed Indian subsidiary company in terms of Regulation 24 of the SEBI (LODR). Accordingly, Mr. Devendra Shrotri, Independent Director of the Company, is nominated as a Director on the Board of GTPL.

The policy on dealing with the related party transaction and for determining material subsidiary is uploaded on the website, the link of which is given below:

http://www.hathway.com/assets/pdf/Policies/Related%20Party%20Transaction%20Policy_2014-15_13.11.2014.pdf

http://www.hathway.com/assets/pdf/Policies/Policy%20on%20material%20subsidiaries_2014-15_11.02.2015.pdf

(b) Compliance by the Company:

The Company inadvertently failed to comply with Regulation 29 of the SEBI (LODR) for prior intimation to the Stock Exchange(s) for convening the Board meeting. However, the Company has filed a letter dated 2nd March, 2016 with the stock exchanges requesting for taking a lenient and sympathetic view of the said omission.

There were no penalties or strictures imposed by the Stock Exchange, SEBI or any other statutory authority on any matter related to capital markets, during the last three years.

(c) Whistle Blower Policy and Access of personnel to the Audit Committee:

The Company has framed a Whistle Blower Policy which was approved by the Board of Directors on 29th May, 2014. The Company's personnel have access to the Chairman of the Audit Committee in cases such as concerns about unethical behavior, frauds and other grievances. No personnel of the Company have been denied access to the Audit Committee.

(d) Compliance with the Mandatory requirements and Implementation of the Non-mandatory requirements:

The Company has complied with the mandatory requirements of the Corporate Governance Clause of SEBI (LODR). The Company has not implemented the non-mandatory requirements as specified in Part E of Schedule II.

(e) Compliance with Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (LODR)

The Company has on a timely basis disclosed the compliance as specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (LODR) to the extent it is applicable to the Company.

8. CEO/CFO CERTIFICATION:

As required under Part B of Schedule II read with Regulation 17(8) of SEBI (LODR), the Managing/Whole Time Directors and Chief Financial Officer of the Company have certified to the Board regarding their review on the Financial Statements, Cash Flow Statements and other matters related to internal controls in the prescribed format for the year ended 31st March, 2016.

9. MEANS OF COMMUNICATION

- (i) The quarterly results of the Company are published in Mumbai Lakshwadeep (Marathi Newspaper) and Financial Express (English Newspaper). The Company ensures that all quarterly, half-yearly and full year audited results be published at least in 2 newspapers. The quarterly results are further submitted to the National Stock Exchange of India Limited and BSE Limited immediately after the conclusion of the respective meetings.
- (ii) The Company has its own website www.hathway.com wherein the financial results, Annual Reports and other material information for the information of investors are uploaded.
- (iii) The Management Discussion and Analysis Report is attached and forms part of this Annual Report.

10. GENERAL SHAREHOLDERS' INFORMATION:

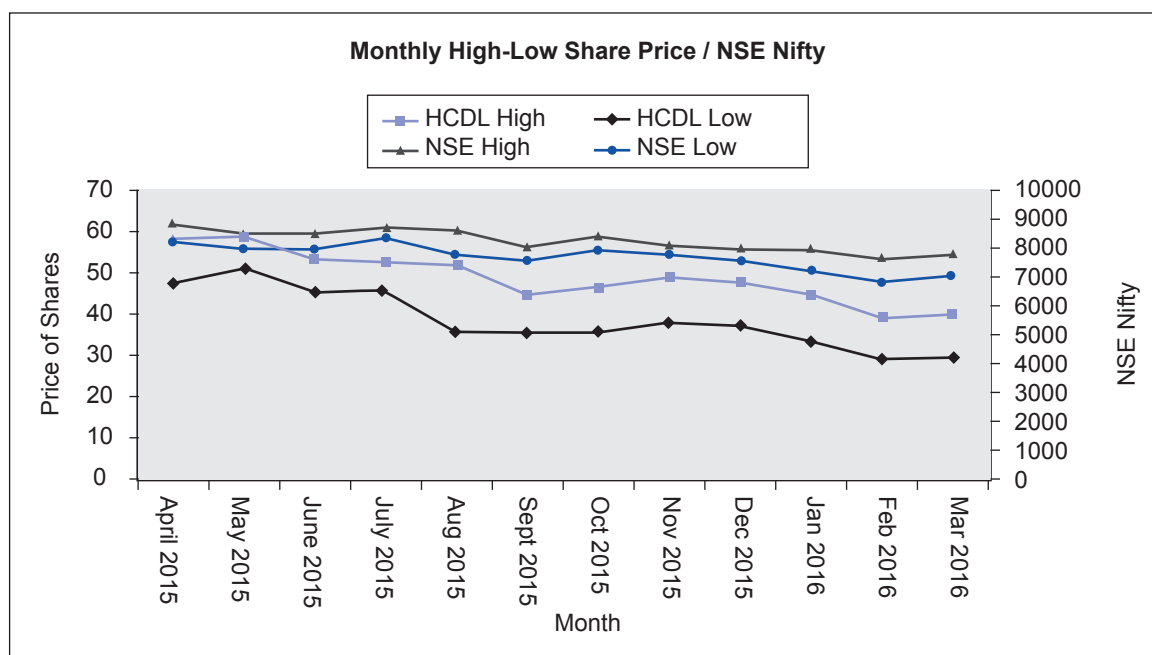
a.	Date, time and venue of Annual General Meeting of Shareholders	Wednesday, August 17, 2016 at 3.00 p.m. at ISKCON's Auditorium, Hare Krishna Land, Next to Hare Krishna Temple, Juhu, Mumbai - 400 049.
b.	Dates of book closures	Saturday, August 13, 2016 to Monday, August 15, 2016 (Both days inclusive)
c.	Dividend Payment	The Board of Directors of the Company has not recommended any dividend for the financial year ended 31st March 2016.
d.	Financial Calendar	The Company follows April-March as its financial year. The results for every quarter beginning from April are declared as per the SEBI (LODR).
e.	Listing on stock exchanges	National Stock Exchange of India Limited (Code : HATHWAY) BSE Limited (Code : 533162) ISIN : INE982F01036
f.	Listing fees	Paid for F.Y. 2015-2016 to both the stock exchanges wherein the shares of the Company are listed.
g.	Registered office	"Rahejas", 4th Floor, Corner of Main Avenue & V.P. Road, Santacruz (West), Mumbai- 400 054. Tel: (022) 26001306 Fax: (022) 26001307
h.	Registrar and Share Transfer agents	Link Intime India Private Ltd. C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai 400 078 Tel : (022) 25963838 Fax : (022) 25946969
i.	Share Transfer System	Shares sent for physical transfer are generally registered and returned within a period of 15 days from the date of receipt, if the documents are complete in all respects. The Stakeholders' Relationship Committee of the Company meets as often as required.
j.	Plant Locations	The Company is not engaged in manufacturing activities.
k.	Stock Market Price Data	

National Stock Exchange of India Limited

Monthly High and Low of Closing prices of the Company's Equity Shares traded at National Stock Exchange of India Limited for the financial year ended 31st March, 2016 is given below:

Performance in comparison to NSE Nifty:

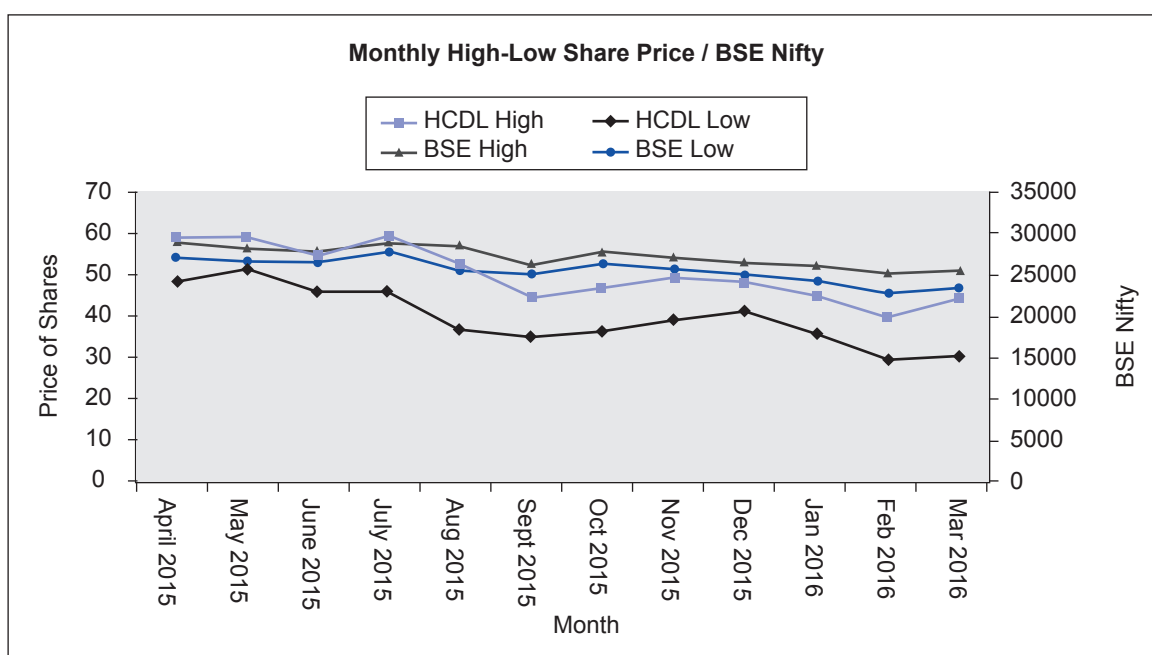
Month	NSE Nifty (High)	NSE Nifty (Low)	High Price	Low Price
April 2015	8844.8	8144.75	57.4	47.35
May 2015	8489.55	7997.15	58.6	50.5
Jun 2015	8467.15	7940.3	53.5	45.65
July 2015	8654.75	8315.4	52.4	45.5
Aug 2015	8621.55	7667.25	52.2	36.05
Sept 2015	8055	7539.5	44.45	35.8
Oct 2015	8336.3	7930.65	46.4	36.05
Nov 2015	8116.1	7714.15	49.25	38.6
Dec 2015	7979.3	7551.05	48	37.35
Jan 2016	7972.55	7241.5	45	33.5
Feb 2016	7600.45	6825.8	39.35	29.3
Mar 2016	7777.6	7035.1	39.9	29.5

**BSE Limited**

Monthly High and Low of closing prices of the Company's Equity Shares traded at BSE Limited for the financial year ended 31st March, 2016 is given below:

Performance in comparison to BSE Sensex:

Month	BSE SENSEX (High)	BSE SENSEX (Low)	High Price	Low Price
April 2015	29,094.61	26,897.54	57.7	48.1
May 2015	28,071.16	26,423.99	58.8	50.8
Jun 2015	27,968.75	26,307.07	53.7	45.75
July 2015	28,578.33	27,416.39	58.5	45.7
Aug 2015	28,417.59	25,298.42	51.95	36.55
Sept 2015	26,471.82	24,833.54	44.1	34.75
Oct 2015	27,618.14	26,168.71	46.4	36.3
Nov 2015	26,824.3	25,451.42	49	38.95
Dec 2015	26,256.42	24,867.73	48	40.95
Jan 2016	26,197.27	23,839.76	44.95	35.75
Feb 2016	25,002.32	22,494.61	39.05	29.6
Mar 2016	25,479.62	23,133.18	43.7	30



I. a) Distribution of Shareholding as on 31st March, 2016:

Range	No. of Shareholders	% of Total Share holders	Share Amount (₹)	% of Total Share Capital
1 -- 1000	11,114	82.90	3,635,450	0.22
1001 -- 2000	1,085	8.09	1,837,312	0.11
2001 -- 4000	648	4.83	2,069,580	0.12
4001-- 6000	148	1.10	762,848	0.05
6001 -- 8000	63	0.47	451,602	0.03
8001 -- 10,000	85	0.63	824,536	0.05
10,001--20,000	89	0.66	1,340,054	0.08
20,001 & above	175	1.30	1,650,067,618	99.34
Total	13,407	100.00	1,660,989,000	100.00

b) Category wise Distribution Schedule as on 31st March, 2016:

Sr. No.	Category	No. of Shares held	%
1.	Directors	240,993,315	29.02
2.	Corporate Bodies (Promoter Companies)	120,095,015	14.46
3.	Clearing Members	531,979	0.06
4.	Other Bodies Corporate	7,336,630	0.88
5.	Foreign Company	106,439,625	12.82
6.	Financial Institutions	2,451,852	0.30
7.	Foreign Institutional Investor	41,942,674	5.05
8.	Mutual Funds	49,530,970	5.96
9.	Non Nationalised Banks	9,561	0.00
10.	Non Resident Indians	11,318,859	1.36
11.	Non Resident Indians (Non Repatriable)	3,758,629	0.45
12.	Public	7,617,474	0.92
13.	Hindu Undivided Family	159,933	0.02
14.	Trusts	510,750	0.06
15.	Foreign Portfolio Investor (Corporate)	237,797,234	28.64
	Total	830,494,500	100.00

m. Address for correspondence

For general Correspondence	805/806, Windsor, Off C.S.T. Road, Kalina, Santacruz (E) Mumbai – 400 098 Tel: (022) 6774 2500 Fax: (022) 6774 2400 info@hathway.net ; investorgrievance@hathway.net
For matters related to Share transfers Dematerialization, etc.	Link Intime India Private Ltd. C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai 400 078 Tel : 022-25963838 Fax : 022-25946969 Email id: rnt.helpdesk@linkintime.co.in

n. Dematerialization of Shares and liquidity:

The Shares of the Company are compulsorily in demat segment and are available for trading in the depository systems of both the depositories. i.e. National Securities Depository Limited and Central Depository Services (India) Limited under the ISIN INE982F01036.

As on 31st March, 2016, except 265 equity shares all the shares have been held in dematerialized form.

- o.** The Company has no outstanding GDR's/ADR's/Warrants or any convertible instruments pending conversion or any other instrument likely to impact the Equity Share Capital of the Company.

p. Details as per clause F of Schedule V of SEBI (LODR):

Disclosures with respect to demat suspense account/unclaimed suspense account:

Aggregate number of shareholders and the outstanding shares in the suspense account lying as on 1st April, 2015		Details of Shareholders approached during the FY 2015-16 for claiming of shares		Details of Shareholders to whom the shares have been transferred during the FY 2015-16		Aggregate number of shareholders and the outstanding shares in the suspense account lying as on 31st March, 2016	
No. of share holders	No. of Shares	No. of share holders	No. of Shares	No. of share holders	No. of Shares	No. of share holders	No. of Shares
11	4,250	-	-	-	-	11	4,250

* Note: The Shareholders may please note that the voting rights on the said shares shall remain frozen till the rightful owner of such shares claims the same.

Request to investors:

- Investors are requested to communicate change of address, if any, directly to the share transfer agent of the Company at the above address.
- As required by SEBI, investors shall furnish details of their bank account number and name and address of the bank for incorporating the same in the warrants. This would avoid wrong credits being obtained by unauthorized persons.
- The Shareholders who still hold the shares in the physical mode are requested to convert their respective holding in Dematerialization form and get their email-id registered with the Company / Registrar & Share Transfer Agent to enable the company to send all the Communications / Correspondence through electronic mode.
- Investors who have not availed nomination facility are requested to avail the same by submitting the nomination form. The form will be made available on request.
- Investors holding shares in electronic form are requested to deal only with their depository participant in respect of change of address, nomination facility and furnishing bank account number etc.

CODE OF CONDUCT DECLARATION

Pursuant to Clause (a) of sub-regulation (5) of Regulation 17 of SEBI (LODR), I hereby declare that the Company has obtained affirmative compliance with the code of conduct from all the Board members and senior management personnel of the Company.

JAGDISH KUMAR G. PILLAI

Managing Director & CEO

DIN: 00036481

Place: Mumbai

Date: 26th May, 2016

To,
The Members
HATHWAY CABLE AND DATACOM LIMITED

CORPORATE GOVERNANCE CERTIFICATE

We have examined the compliance of conditions of Corporate Governance by **HATHWAY CABLE AND DATACOM LIMITED** ("Company") for the financial year ended 31st March, 2016, as stipulated in Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the said Company with the Stock Exchanges in India.

We have conducted our examination on the basis of the relevant records and documents maintained by the Company and furnished to us for the purpose of the review and the information and explanations given to us by the Company during the course of such review.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has in all material respect complied with the conditions of Corporate Governance as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For RATHI & ASSOCIATES,
COMPANY SECRETARIES**

HIMANSHU KAMDAR

Partner
FCS No. 5171
C.P. No. 3030

Date: 26th May, 2016
Place: Mumbai

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF HATHWAY CABLE & DATACOM LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **HATHWAY CABLE & DATACOM LIMITED** ('the Company'), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial

statements. 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. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2016, and its loss and its cash flows for the year ended on that date.

Emphasis of Matter

- a. We draw attention to note no. 4.27 to the accounts relating to manner and basis of recognition of subscription income in respect of Cable Television business.
- b. Attention is also invited to note no. 4.29 regarding managerial remuneration paid during the year to the Managing Director and CEO where approval from the Central Government is pending.

Our opinion is not qualified in respect of these matters.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, issued by the Central Government of India in terms of section 143(11) of the Act, we give in the "Annexure A" statement on the matters specified in the paragraph 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

- (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014;
- (e) On the basis of the written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of section 164(2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"; and
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of

the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements. Refer note 4.01 to the financial statements;
- ii. The Company has made provision as required under the applicable law or accounting standard for material foreseeable losses, if any, on long-term contracts including derivative contracts. Refer note 4.20 to the financial statements; and
- iii. There were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **G. M. Kapadia & Co.**
Chartered Accountants
Firm Registration No.104767W

Place : Mumbai
Dated: May 26, 2016

Viren Thakkar
Partner
Membership No. 49417

“ANNEXURE A” TO THE AUDITOR’S REPORT

Referred to in Paragraph 1 under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date to the financial statements of the Company for the year ended March 31, 2016:

- i. (a) The Company has maintained records of fixed assets showing particulars of assets including quantitative details and location except in case of certain types of distribution equipments like cabling, line equipments, access devices with subscribers/ local cable operators. In view of the management, nature of such assets and business is such that maintaining location-wise particulars is impractical;

(b) Distribution equipments like cabling and other line equipments of selected networks were verified. The management plans to verify balance networks in a phased manner. Fixed assets, other than distribution equipments and access devices with the subscribers / local cable operators were physically verified during the year based on verification programme adopted by the management. As per this programme, all assets will be verified atleast once in a period of three years. The management has represented that physical verification of access devices with the subscribers / local cable operators is impractical; however, the same can be tracked, in case of most of the networks, through subscribers management system;

The Company is in the process of reconciling book records with outcome of physical verification, wherever physical verification was carried out and have accounted for the discrepancies observed on such verification;

In our opinion, frequency and procedure for verification of distribution equipments and certain Head-end Equipments under the control of local cable operators and subsequent reconciliation with book records need to be strengthened;
- (c) The Company does not hold any immovable properties. Accordingly, the paragraph 3(i)(c) of the Order regarding title deeds of immovable properties is not applicable;
- ii. (a) Inventories have been physically verified during the year by the management. In our opinion the frequency of verification is reasonable;

(b) The discrepancies noticed on physical verification as compared to the book records were not material and have been properly dealt within the books of account;
- iii. The Company has granted unsecured loan to nine companies covered in the register maintained under section 189 of the Act;

(a) In our opinion, the rate of interest and other terms and conditions on which such loans had been granted were not, prima facie, prejudicial to the interest of the Company;
- (b) According to the information and explanation given to us, no repayment schedule has been specified for the outstanding balance amount of the loan given by the Company and accordingly, the question of regularity in repayment of principal amount does not arise; and

(c) There are no overdue amounts in respect of such loans;
- iv. Based on the audit procedures applied by us, during the year under audit, the Company has not granted loans, guarantee and security or made investments which require compliance in terms of the provisions contained in the section 185 or section 186 of the Act. The Management has, based on legal opinion, represented that overdue book debts are not in the nature of loan and hence do not fall within the scope of section 185 of the Act. In such circumstances, para 3(iv) of the Order is not applicable;
- v. In our opinion and according to the information and explanation given to us, the Company has not accepted deposits from the public and therefore, the provisions contained in sections 73 to 76 or any other relevant provisions of the Act and Rules framed there under are not applicable to the Company. We have been informed that no order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal;
- vi. The Central Government has prescribed maintenance of cost records under section 148(1) of the Act, for the products manufactured by the Company. We have broadly reviewed the books of account maintained and in our opinion; prima facie, the prescribed accounts and records have been made and maintained by the Company. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete;
- vii. (a) Based on the records produced before us, the Company has been generally regular in depositing with appropriate authorities undisputed statutory dues such as provident fund, employees state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amount payable in respect of outstanding statutory dues were in arrears as at March 31, 2016 for a period of more than six months from the date they became payable;

(b) The details of disputed statutory dues, which have not been deposited by the Company are as under:

(₹ In Crore unless otherwise stated)

Sr. No.	Name of the Statute	Nature of the Dues	Rupees	Period to which the amount relates	Forum where dispute is pending
1	Bombay Entertainments Duty Act, 1923	Entertainment Tax & penalty thereon, Thane	0.89	June 2006 to May 2007	Entertainment Tax Department, Thane
2	Bombay Entertainments Duty Act, 1923	Entertainment Tax	1.59 ¹	May 2009 to October 2010	Court of Divisional Commissioner, Aurangabad division
3	Hyderabad Entertainment Duty Act, 1939	Entertainment Tax	0.58	May 2005 to June 2006	Andhra Pradesh High Court
4	Uttar Pradesh Entertainment Tax Rules	Entertainment Tax	0.12	NA	District Magistrate, Agra
			1.05	April, 2014 to Sept 2014	
			0.13	Oct 2014 to November, 2014	
			0.67	December 2014 to June 2015	
5	Uttar Pradesh Entertainment and Betting Act, 1979	Entertainment Tax	1.41	April 2013 to January 2014	District Magistrate, Ghaziabad
6	The Maharashtra Value Added Tax, 2002	Value Added Tax	0.68 ²	April 2008 to March 2009	Maharashtra VAT Tribunal
7	Finance Act, 1994	Service Tax	0.16	April 2003 to March 2004	Service Tax Department
8	Madhya Pradesh Vilasita Manoranjan, Amod Evam Vigyapan Kar Adhiniyam, 2011	Commercial Taxes	0.81 ³	July 01, 2011 to March 17, 2012	Settlement Authority
9	Andhra Pradesh Value Added Tax, 2005	Value Added Tax	18.05 ⁴	April 2008 to March 2009	Sales Tax Appellate Tribunal, Andhra Pradesh
10	Delhi Entertainment & Betting Tax Act, 1996	Entertainment Tax	5.95 ⁵	April 2013 to May 2013	Delhi High Court
			23.36	June 2013 to March 2014	
			27.78	April 2014 to March 2015	
11	Maharashtra Entertainments Duty Act, 1923	Entertainment Tax	4.57	Up to October, 2014	Writ Petition to Bombay High Court
12	The Karnataka Entertainments Tax Act, 1958	Value Added Tax	10.28	2011-12, 2012-13, 2013-14	Writ Petition to Karnataka High Court
13	Income Tax Act, 1961	Tax Deducted at Source & interest thereon	3.99 ⁶	April 2000 to March 2004	Commissioner of Income Tax (Appeals)
14	Bombay Sales Tax Act, 1959	Sales Tax	0.007	1999-2000	Assistant Comm. of Sales Tax, Appeals
15	Commercial Tax Act	Sales Tax/VAT	0.88 ⁷	April 2013-March 14	Deputy Commissioner Commercial tax
16	Commercial Tax Act	Sales Tax	0.27 ⁸	2012-13	Deputy Commissioner Commercial tax

CORPORATE OVERVIEW

BOARD OF DIRECTORS

5-YEAR HIGHLIGHTS

NOTICE OF THE ANNUAL GENERAL MEETING

DIRECTORS' REPORT

MANAGEMENT DISCUSSION & ANALYSIS

REPORT ON CORPORATE GOVERNANCE

STANDALONE FINANCIAL STATEMENTS

CONSOLIDATED FINANCIAL STATEMENTS

(₹ In Crore unless otherwise stated)

Sr. No.	Name of the Statute	Nature of the Dues	Rupees	Period to which the amount relates	Forum where dispute is pending
17	Maharashtra Entertainments Duty Act, 1923	Entertainment Tax	0.14	2013-14	Bombay High Court
18	Andhra Pradesh Value Added Tax Act, 2005	Value Added Tax	0.05	April 2005 to Nov 2008	Commercial Tax Officer

¹ Amount paid is ₹ 1.15

² Amount paid is ₹ 0.23

³ Amount demanded is fully paid

⁴ ₹ 9.03 is paid as pre-deposit

⁵ Amount paid ₹ 3.14

⁶ Part payment made to department ₹ 1.99

⁷ Part payment made to department ₹ 0.22

⁸ Part payment made to department ₹ 0.026

- viii. Based on our audit procedure and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to the financial institutions, bank, and government. The Company has not issued any debentures;
- ix. In our opinion and according to the information and explanations given to us and based on overall examination of records, the term loans have been applied for the purpose for which the loans were obtained; The Company did not raise any money by way of initial public offer or further public offer or debt instrument;
- x. During the course of our examination of the books and records of the Company carried out in accordance with generally accepted auditing practices in India and according to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year;
- xi. The managerial remuneration has been provided and paid in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act except that, as stated in the note no. 4.29 of the financial statements, approval from the Central Government in respect of excess remuneration paid during the year amounting to ₹ 0.47 to the Managing Director & C.E.O. on account of inadequacy of profit is pending. To secure refund of such excess amount, the Company has obtained an undertaking from the said managerial personnel wherein he has undertaken to refund the excess amount as may be determined on disposal of the application by the Central Government;
- xii. The Company is not Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable;
- xiii. According to the information and explanations given to us the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable. The details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards;
- xiv. Based on the audit procedure performed and information and explanations given by the management, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, the provision of clause 3(xiv) of the Order are not applicable to the Company;
- xv. The Company has not entered into non-cash transaction with directors. We have been informed that no such transactions have been entered into with persons connected with directors. Accordingly, para 3(xv) of the Order is not applicable to the Company;
- xvi. In our opinion, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provision of clause 3(xvi) of the Order are not applicable to the Company;

For **G. M. Kapadia & Co.**
Chartered Accountants
Firm Registration No.104767W

Viren Thakkar
Partner
Membership No. 49417

Place : Mumbai
Dated: May 26, 2016

“ANNEXURE B” TO THE AUDITOR’S REPORT

Referred to in Paragraph 2(f) under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date to the financial statements of the Company for the year ended March 31, 2016

We have audited the internal financial controls over financial reporting of **HATHWAY CABLE & DATACOM LIMITED** (“the Company”) as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

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.

Opinion

In our opinion, the Company has maintained in all material respects adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as of March 31, 2016 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal financial control stated in the Guidance Notes on audit of internal financial controls over financial reporting issued by the Institute of Chartered Accountants of India.

For **G. M. Kapadia & Co.**
Chartered Accountants
Firm Registration No.104767W

Viren Thakkar
Partner
Membership No. 49417

Place : Mumbai
Dated: May 26, 2016

BALANCE SHEET

AS AT MARCH 31, 2016

(₹ in Crore unless otherwise stated)

	Notes	As at March 31, 2016	As at March 31, 2015
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2.01	166.10	166.10
Reserves and Surplus	2.02	844.72	1,016.13
Non-Current Liabilities			
Long-Term Borrowings	2.03	980.76	674.55
Other Long-Term Liabilities	2.04	19.81	14.97
Long-Term Provisions	2.05	18.77	5.27
Current Liabilities			
Short-Term Borrowings	2.06	198.84	99.17
Trade Payables	2.07		
Total outstanding dues of Micro enterprises and Small enterprises		0.01	-
Total outstanding dues of creditors other than Micro enterprises and Small enterprises		146.54	120.78
Other Current Liabilities	2.07	657.23	479.79
Short-Term Provisions	2.08	6.95	4.96
		3,039.73	2,581.72
ASSETS			
Non-Current Assets			
Fixed Assets			
Tangible Assets	2.09	1,351.68	1,155.37
Intangible Assets	2.10	93.37	117.10
Capital Work In Progress	2.09	277.79	156.60
Non-Current Investments	2.11	423.98	381.57
Deferred Tax Assets (Net)	2.12	-	-
Trade Receivables	2.13	1.08	1.08
Long-Term Loans and Advances	2.14	228.80	155.77
Other Non-Current Assets	2.15	30.29	60.63
Current Assets			
Current Investments	2.16	-	89.11
Inventories	2.17	18.17	6.02
Trade Receivables	2.13	372.80	302.20
Cash and Bank Balances	2.18	27.20	20.41
Short-Term Loans & Advances	2.14	213.78	132.14
Other Current Assets	2.15	0.79	3.72
		3,039.73	2,581.72
Summary of Significant Accounting Policies	1.00		
Refer accompanying notes. These notes are integral part of the financial statements.			

As per our report of even date

For G. M. Kapadia & Co.

Chartered Accountants

Firm's Registration No : 104767W

VIREN THAKKAR

Partner

Membership No : 49417

Mumbai

Dated : May 26, 2016

VINEET GARG

Chief Financial Officer

AJAY SINGH

FCS - 5189

Head-Legal, Company Secretary
and Chief Compliance Officer

**For and on behalf of the Board of Directors of
Hathway Cable and Datacom Limited**

JAGDISH KUMAR G PILLAI

DIN : 00036481

Managing Director & C.E.O

VINAYAK AGGARWAL

DIN : 00007280

Director

Mumbai

Dated : May 26, 2016

STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED MARCH 31, 2016

(₹ in Crore unless otherwise stated)

	Notes	Year Ended March 31, 2016	Year Ended March 31, 2015
INCOME			
Revenue From Operations	3.01	1,178.82	1,023.61
Other Income	3.02	14.48	14.49
		1,193.30	1,038.10
EXPENDITURE			
Purchase of Stock-In-Trade	3.03	0.37	0.19
Operational Expenses	3.04	629.12	595.66
Employee Benefits Expense	3.05	82.39	62.25
Other Expenses	3.06	270.47	226.05
		982.35	884.15
Earnings before Finance Cost, Depreciation, Amortization and Tax		210.95	153.95
Depreciation and Amortization	3.07	248.07	222.88
Impairment of Tangible / Intangible Assets		6.42	4.10
Finance Cost	3.08	90.76	105.76
Profit / (Loss) before Prior Period Items, Exceptional items and Tax		(134.30)	(178.79)
Prior Period Expenses (Net)	4.08	0.69	0.27
Exceptional Items	3.09	36.35	(3.84)
Net Profit / (Loss) before Tax		(171.34)	(175.22)
Tax Expense:			
Current Tax		-	-
Deferred Tax	2.12	-	-
Net Profit / (Loss) for the Year from Continuing Operations		(171.34)	(175.22)
Earnings per equity share (face value of share ₹ 2 each) from Continuing and Total Operation	4.17		
Weighted Average Number of Shares - Basic		830,494,500	797,143,815
Earning / (Loss) Per Share (In ₹) - Basic		(2.06)	(2.20)
Weighted Average Number of Shares - Diluted		830,494,500	797,143,815
Earning / (Loss) Per Share (In ₹) - Diluted		(2.06)	(2.20)
Summary of Significant Accounting Policies	1.00		
Refer accompanying notes. These notes are integral part of the financial statements.			

As per our report of even date

For G. M. Kapadia & Co.

Chartered Accountants

Firm's Registration No : 104767W

VIREN THAKKAR

Partner

Membership No : 49417

Mumbai

Dated : May 26, 2016

**For and on behalf of the Board of Directors of
Hathway Cable and Datacom Limited**

VINEET GARG
Chief Financial Officer

JAGDISH KUMAR G PILLAI
DIN : 00036481
Managing Director & C.E.O

AJAY SINGH
FCS - 5189
Head-Legal, Company Secretary
and Chief Compliance Officer

VINAYAK AGGARWAL
DIN : 00007280
Director
Mumbai
Dated : May 26, 2016

CASH FLOW STATEMENT

FOR THE YEAR ENDED MARCH 31, 2016

(₹ in Crore unless otherwise stated)

Particulars		Year Ended March 31, 2016	Year Ended March 31, 2015
1. CASH FLOW FROM OPERATING ACTIVITIES:			
NET PROFIT / (LOSS) BEFORE TAX		(171.34)	(175.22)
A	Adjustment For :		
	Depreciation & Amortization	248.07	222.88
	Impairment of Tangible / Intangible Assets	6.42	4.09
	Depreciation Reversal on Account of Change in Method From WDV to SLM and Change in Estimate of Life as per The Schedule II of Companies Act, 2013	-	(64.02)
	Marked Down in Value of Certain Assets towards Abnormal Wear and Tear	-	29.69
	Amount no Longer Payable Written Back (₹ 9,064 (March 31, 2015 : ₹ 1,777,661))	(0.00)	(0.18)
	Provision for Bad & Doubtful Debts (Net)	49.86	53.86
	Provision for Bad & Doubtful Advances	0.12	0.31
	Provision for Leave Encashment and Gratuity	4.17	0.39
	Share of Loss from LLP	0.35	0.19
	Sundry Advances Written Off	0.02	0.22
	Employee Compensation Expense	(0.06)	(0.70)
	Unrealized Foreign Exchange Loss / (Gain)	(0.12)	(0.03)
	MTM Loss on Swap	13.51	5.27
	Provision for Doubtful Advances / Investments / Receivables from Entities Under Control / Significant Influence	32.60	27.42
	Provision For Entertainment Tax	-	3.07
	Loss on Disposal / Shortage of Assets	3.26	3.31
	Interest and Finance Charges	90.76	86.45
	Income from Investments	(3.28)	(5.99)
	(Profit) / Loss on Sale of Investments	(5.98)	(7.24)
		439.70	358.99
	Operating Cash Flow Before Working Capital	268.36	183.77
B	Change In Working Capital		
	(Increase) / Decrease in Inventories	(12.15)	(4.29)
	(Increase) / Decrease in Trade Receivables	(122.81)	(91.89)
	(Increase) / Decrease in Loans & Advance & Other Assets	(43.63)	(10.27)
	Increase / (Decrease) in Liabilities & Provisions	102.74	9.20
		(75.84)	(97.25)
	Cash Generated from Operations	192.51	86.52
	Taxes Paid (Net)	(11.48)	(20.88)
	Net Cash from Operating activities	181.03	65.63
2. CASH FLOW FROM INVESTING ACTIVITIES:			
	Income From Investments	4.24	5.91
	Sale Proceeds of Fixed Assets	0.92	0.09
	Payment for Acquisition of Fixed Assets	(629.27)	(279.30)
	Loans & Advance given to Subsidiaries	(35.99)	(0.20)
	Loans & Advance repaid by Subsidiaries	1.06	1.76
	Investment in Subsidiaries & Share Application Money	(76.78)	(63.13)
	Purchase of Other Investments	(539.27)	(952.24)
	Net Sale Proceeds of Other Investments	634.36	870.37
	Net Cash Flow (used in) Investing activity	(640.73)	(416.74)

CASH FLOW STATEMENT

FOR THE YEAR ENDED MARCH 31, 2016 (Contd.)

(₹ in Crore unless otherwise stated)

Particulars		Year Ended March 31, 2016	Year Ended March 31, 2015
3. CASH FLOW FROM FINANCING ACTIVITIES			
Interest and Finance Charges	(87.86)	(85.68)	
Issue of Share Capital (Including Premium)	-	451.20	
Share Issue Expenses	-	(4.62)	
Proceeds from Long Term Borrowings	755.21	416.92	
Repayment of Long Term Borrowings	(300.54)	(455.76)	
Short Term Borrowings (Net)	99.68	46.51	
Net Cash Flow from / (used in) Financing activity	466.49	368.56	
Net Increase in Cash and Cash Equivalent	6.79	17.45	
Cash & Cash Equivalents (Net Of Book Overdraft) at the Beginning of Year	20.41	2.95	
Cash & Cash Equivalents (Net of Book Overdraft) at the end of year	27.20	20.41	
Components of cash and cash equivalents			
Balance with Banks:			
In Current Accounts	22.79	17.20	
Cheques on Hand	0.57	0.13	
Credit Balances In Current Account with Bank	-	-	
Fixed Deposits with Original Maturity of Less Than 3 Months	-	-	
Cash in hand	3.84	3.08	
Mutual Fund with Original Maturity of Less Than 3 Months	-	-	
Total cash and cash equivalents	27.20	20.41	

Note:

- Above Statement has been prepared by using Indirect method as per AS-3 on Cash Flow Statements.
- Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank, cash in hand, demand deposits with banks and other short-term investments with an original maturity of three months or less.

As per our report of even date

For G. M. Kapadia & Co.

Chartered Accountants

Firm's Registration No : 104767W

VIREN THAKKAR

Partner

Membership No : 49417

Mumbai

Dated : May 26, 2016

VINEET GARG
Chief Financial Officer

AJAY SINGH
FCS - 5189
Head-Legal, Company Secretary
and Chief Compliance Officer

**For and on behalf of the Board of Directors of
Hathway Cable and Datacom Limited**

JAGDISH KUMAR G PILLAI

DIN : 00036481
Managing Director & C.E.O

VINAYAK AGGARWAL

DIN : 00007280

Director

Mumbai

Dated : May 26, 2016

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS TO FINANCIAL STATEMENTS

COMPANY OVERVIEW

Hathway Cable and Datacom Limited (the Company) is a Public Company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company is Multi System Operator (MSO) engaged in distribution of television channels through analog and digital cable distribution network and internet services through cable. Its equity shares are listed on National Stock Exchange of India Limited (NSE) & Bombay Stock Exchange Limited (BSE) in India.

1.00 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

1.01 BASIS OF PREPARATION

The financial statements of the Company are consistently prepared and presented under historical cost convention on an accrual basis in accordance with the generally accepted accounting principles in India (Indian GAAP). The Company has prepared the financial statements to comply in all material aspects with the accounting standards notified under section 133 of the Companies Act, 2013 (the Act), read together with rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Act. In accordance with first proviso to section 129(1) of the Act and clause 6 of the General Instructions given in Schedule III to the Act, the terms used in these financial statements are in accordance with the Accounting Standards as referred to herein.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Act. Based on the nature of operations, the Company has ascertained its operating cycle as 12 months for the purpose of current - non-current classification of assets and liabilities.

The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

1.02 USE OF ESTIMATES

The preparation of financial statements in conformity with Indian Generally Accepted Accounting Principles (GAAP) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities and disclosures relating to contingent liabilities as at the date of financial statements and reported amounts of revenues and expenses during the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, actual results could differ from these estimates. Differences on account of revision of estimates, actual results and existing estimates are recognised in periods in which the results are known/ materialised in accordance with the requirements of the respective accounting standard, as may be applicable.

1.03 FIXED ASSETS

a) Tangible Assets

- (i) The fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises of purchase price, non refundable taxes and all expenses incurred in bringing the assets to its present location and condition for its intended use and includes installation and commissioning expenses. Such indirect expenditure incurred during the pre-commencement period is allocated proportionately over the cost of the relevant assets.
- (ii) Set Top Boxes (STBs) and Internet Access devices on hand at the year-end are included in Capital Work in Progress. On installation, such devices are capitalized or treated as sale, as the case may be.
- (iii) Gains or losses arising on de-recognition of fixed assets being the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is de-recognized.

b) Intangible Assets

- (i) Intangible assets comprises of Cable Television Franchise, Movie & Serial Rights, Bandwidth Rights, Goodwill and Softwares. Cable Television Franchisee represents purchase consideration of a network that mainly attributable to acquisition of subscribers and other rights, permission etc. attached to a network.
- (ii) Intangible assets are recognized only if they are separately identifiable and the Company expects to receive future economic benefits arising out of them. Such assets are stated at cost less accumulated amortization and impairment losses.

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS TO FINANCIAL STATEMENTS

(iii) The amortization period and the amortization method are reviewed at least at each financial year-end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. If there has been a significant change in the expected pattern of economic benefits from the asset, the amortization method is changed to reflect the changed pattern.

c) Fixed Asset not in active use and held for sale is classified under "Other Non Current Assets" and are recognised at the lower of their carrying amount or market value less cost to sell.

1.04 DEPRECIATION / AMORTISATION

- a) Depreciation is the systematic allocation of the depreciable amount of an asset over its useful life and is provided on a straight-line basis over the useful life as prescribed in Schedule II to the Act, unless otherwise specified.
- b) Depreciable amount for assets is the cost of an asset less its estimated residual value.
- c) In case of additions or deletions during the year, depreciation is computed from the month in which such assets are put to use and up to previous month of sale, disposal or held for sale as the case may be. In case of impairment, depreciation is provided on the revised carrying amount over its remaining useful life.
- d) The cost of STBs & Internet Access device at the customer location are depreciated on straight-line method over a period of eight years.
- e) Useful life of assets individually costing less than Rupees 5,000/- is considered as one year.
- f) The intangible assets are amortized on a straight line basis over their expected useful lives as follows:
 - (i) Cable Television Franchise is amortized over a period of twenty years.
 - (ii) Non Compete Fees classified as Goodwill is amortized over the non-compete period stated in the underlying agreements and in absence of the same, over ten years.
 - (iii) Goodwill arising on transfer of business of subsidiaries is fully amortized in the same year.
 - (iv) Goodwill other than mentioned above is amortized over the specific tenor of the relevant agreement and in absence of such tenor, over ten years.
 - (v) Softwares are amortized over the license period and in absence of such tenor, over five years.
 - (vi) Movie & Serial Rights are amortized on exploitation over the balance license period in equal installments.
 - (vii) Bandwidth Rights are amortized over the period of the underlying agreements.

1.05 INVESTMENTS

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition related cost such as brokerage, fees and duties.

a) Long-Term Investments

Long-term investments in shares are stated at cost. Provision for diminution in value of long-term investments is made if such diminution is considered other than temporary.

b) Current Investments

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Other current investments are recorded at lower of cost and fair value.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS TO FINANCIAL STATEMENTS

1.06 INVENTORIES

Inventories are valued as follows

Spares and maintenance items are valued at lower of cost (net of taxes recoverable) on first in first out basis and net realizable value.

Stock-in-trade comprising of access devices are valued at cost on weighted average method or at net realizable value, whichever is lower.

1.07 BORROWING COSTS

Borrowing Costs that are attributable to the acquisition, construction or production of qualifying assets are capitalized as part of such assets. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other Borrowing costs are recognized as an expense in the period in which they are incurred.

1.08 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

- a) A Provision is recognized when the Company has a present obligation as a result of past event and it is probable that an outflow of resources would be required to settle the obligation, and in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on management's estimate for the amount required to settle the obligation at the balance sheet date. Provisions are reviewed on each balance sheet date and are adjusted to effect the current best estimation.
- b) Contingent liabilities are disclosed separately by way of note to financial statements after careful evaluation by the management of the facts and legal aspects of the matter involved in case of:
 - (i) a present obligation arising from the past event, when it is not probable that an outflow of resources will be required to settle the obligation.
 - (ii) a possible obligation, unless the probability of outflow of resources is remote.
- c) Contingent Assets are neither recognized nor disclosed.

1.09 EMPLOYEE BENEFITS

- a) Short-term employee benefits are recognized as an expense at the undiscounted amount in the statement of profit & loss of the year in which the related service is rendered.
- b) Post employment and other long term employee benefits viz., gratuity, leave encashment, etc., are covered under Defined Benefit Plan. The cost of providing benefits are recognized as an expense in the statement of profit and loss for the year in which the employee has rendered services. The amount of expense is determined on the basis of actuarial valuation at each year-end by Projected Unit Credit Method. Actuarial gains and losses in respect of post employment and other long term benefits are charged to the statement of profit and loss in the period in which they occur. The Company presents the entire liability pertaining to leave encashment as a short term provision in the balance sheet, since it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

1.10 EMPLOYEE STOCK OPTION SCHEME

Stock options granted under the stock options schemes are accounted as per the accounting treatment prescribed by the guidance note on Employee Share Based Payments issued by the Institute of Chartered Accountants of India and SEBI (Share Based Employee Benefits) Regulations 2014. The excess of fair price on the date of grant over the exercise price is recognized uniformly over vesting period of the option.

1.11 ACCOUNTING FOR LEASES

The transactions where the Company conveys or receives right to use an asset for an agreed period of time for a payment or series of payments are considered as Lease.

a) As Lessee – Operating Lease

Lease rentals in respect of assets taken on 'Operating Lease' are charged to Statement of Profit and Loss over the lease term on systematic basis, which is more representative of the time pattern of the Company's benefit.

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS TO FINANCIAL STATEMENTS

b) As Lessor – Operating Lease

Assets subject to Operating Leases are included in Fixed Assets. Lease income is recognized in the Statement of Profit and Loss over the lease term on systematic basis which is more representative of the time pattern of the Company's benefit. Costs, including depreciation are recognized as an expense in the Statement of Profit & Loss.

c) As Lessee – Finance Lease

Finance Leases, which effectively transfer to the lessee substantially all the risks and benefits incidental to ownership of the leased item, are capitalized at the lower of the fair value and present value of the minimum lease payments at the inception of the lease term and disclosed as leased assets and depreciated as per the applicable policy.

Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. The finance charge is allocated over the lease term so as to produce a constant periodic rate of interest on the remaining balance of liability. Initial direct cost of lease is capitalized.

1.12 REVENUE RECOGNITION

Revenue is recognized on accrual basis to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

INCOME FROM SERVICES

- Subscription income includes subscription from Subscribers / Cable Operators relating to cable TV, Internet, activation of devices and from broadcasters relating to the placement of channels. Revenue from Operations is recognized on accrual basis based on underlying subscription plan or agreements with the concerned subscribers / parties.
- Revenue from prepaid Internet Service plans, which are active at the end of accounting period, is recognized on time proportion basis. In other cases of sale of prepaid Internet Service plans, entire revenue is recognized in the period of sale.
- Subscription Income from Cable TV Operators, is accrued monthly based on number of connections declared by the said operators to the Company. In cases where revision of number of connections and / or rate is under negotiations at the time of recognition of revenue, the Company recognizes revenue as per invoice raised. Adjustments for the year, if any, arising on settlement is adjusted against the Revenue. Other cases are reviewed by the management periodically.
- Advertisement revenue is accrued on release of the advertisement for public viewing.
- The Company collects service tax on behalf of the government and, therefore, it is not an economic benefit flowing to the Company. Hence, it is excluded from revenue.

SALE OF GOODS

Revenue from sale of Access Devices is recognized when all significant risks and rewards of ownership of the goods are passed to the buyer, usually on delivery of the devices. The Company collects value added taxes (VAT) on behalf of the Government and, therefore, these are not economic benefits flowing to the Company and hence not included in revenue.

OTHER OPERATING INCOME

Other Operating Income comprises of fees for rendering management, technical and consultancy services. Income from such services is recognized upon achieving milestones as per the terms of underlying agreements.

INTEREST INCOME

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "Other Income" in the Statement of Profit and Loss.

1.13 TAXATION

- Provision for Current Tax is made on the basis of taxable profits computed for the current accounting year in accordance with the Income Tax Act, 1961.

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS TO FINANCIAL STATEMENTS

- b) Deferred Tax is calculated at the tax rates and laws that have been enacted or substantively enacted as of the Balance Sheet date and is recognized on timing difference that originate in one period and are capable of reversal in one or more subsequent periods. Deferred Tax assets are recognized on carry forward of unabsorbed depreciation and tax losses, only if, there is virtual certainty that such deferred tax assets can be realized against future taxable income. Other deferred tax assets are recognized only to the extent that there is a reasonable certainty of realization in future.

1.14 FOREIGN CURRENCY TRANSACTIONS

- a) Foreign currency transactions are recorded at the exchange rate prevailing at the date of transactions. Exchange difference arising on settlement of transactions is recognized as income or expense in the year in which they arise except for transactions covered under (c) below.
- b) Monetary assets and liabilities related to foreign currency transactions remaining unsettled at the end of the year are restated at the year-end rate and difference in translations and realized gains / (losses) on foreign currency transactions are recognized in the statement of profit & loss except for transactions covered under (c) below.
- c) The exchange difference in respect of long-term monetary items arising in respect of accounting period commencing on or after December 07, 2006 to the extent they relate to the acquisition of depreciable capital assets are added to or deducted from the cost of the assets and are depreciated over the balance life of the assets.
- d) The premium or discount arising at the inception of forward exchange contracts is amortized as expense or income over the life of the contract. Exchange differences on such contracts are recognized in the statement of profit and loss in the year in which the exchange rates change. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognized as income or as expense for the year.
- e) Synthetic Swap (under forward contract) :
Outstanding forward / future contracts against firm commitments and derivative contracts, other than stated above, are marked to market and the resulting loss, if any, is charged to the Statement of Profit & Loss. Gain, if any, on such marked to market is not recognized unless it is reversal of loss recognized earlier.

1.15 EARNINGS PER SHARE (EPS)

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

1.16 IMPAIRMENT

The Company assesses at each Balance Sheet whether there is any indication that assets may be impaired. If any such indications exist, the Company estimates the recoverable amount of the assets or the cash-generating unit and if the same is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the assets are reflected at the recoverable amount.

1.17 MEASUREMENT OF EBITDA

The Company has elected to present earnings before interest, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the statement of profit and loss. The Company measures EBITDA on the basis of profit/ (loss) from continuing operations. In its measurement, the Company does not include depreciation and amortization expense, finance costs and tax expense.

1.18 CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise cash at bank, cash in hand, demand deposits with banks and other short-term investments with an original maturity of three months or less.

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

2.01 SHARE CAPITAL	As at March 31, 2016	As at March 31, 2015
SHARE CAPITAL		
Authorised Capital		
999,000,000 Equity Shares of ₹ 2 each (March 31, 2015: 999,000,000 Equity Shares of ₹ 2 each)	199.80	199.80
200,000 Non- Cumulative Redeemable Preference Shares of ₹ 10 each (March 31, 2015: 200,000 Non- Cumulative Redeemable Preference Shares of ₹ 10 each)	0.20	0.20
	200.00	200.00
Issued, Subscribed and Paid up Capital		
830,494,500 Equity Shares of ₹ 2* each (March 31, 2015: 830,494,500 Equity Shares of ₹ 2 each) fully paid-up	166.10	166.10
	166.10	166.10

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

(₹ in Crore unless otherwise stated)

	As at March 31, 2016		As at March 31, 2015	
	Number	Amount	Number	Amount
Equity Shares of ₹ 2 each (March 31, 2015 : ₹ 2 each)				
Shares Outstanding at the beginning of the year	830,494,500	166.10	151,998,900	152.00
Shares Issued during the year under ESOP	-	-	-	-
Shares Issued during the year under Preferential allotment	-	-	14,100,000	14.10
Shares Bought back/ Other movements during the year	-	-	-	-
	830,494,500	166.10	166,098,900	166.10
Shares split during the year to ₹ 2 each *	-	-	830,494,500	-
Shares Outstanding at the end of the year	830,494,500	166.10	830,494,500	166.10

* Pursuant to the sub-division of the Equity Shares of the Company, each Equity Share of the face value of ₹ 10/- was sub-divided into 5 Equity Shares of the face value of ₹ 2/- each fully paid up w.e.f. January 07, 2015 and it ranks pari-passu in all respect with existing fully paid up Equity Shares of ₹ 10/- each.

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

	As at March 31, 2016		As at March 31, 2015	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Equity Shares of ₹ 2 each				
Mr. Akshay Raheja	121,413,000	14.62	121,413,000	14.62
Mr. Viren Raheja	119,553,000	14.39	119,553,000	14.39
Hathway Investments Private Limited	81,845,015	9.85	81,845,015	9.85
P6 Mauritius India Holding Limited	70,717,760	8.52	70,717,760	8.15
Macquarie Bank Limited	-*	-*	78,232,133	9.42
P5 Asia Holding Investments	52,783,220	6.36	-	-
Reliance Capital Trustee Co. Limited (A/C Reliance Equity Opportunities Fund)	-*	-*	42,245,525	5.09

* Holding less than 5 %

c) Rights, Preference and restrictions attached to Shares:

Terms/ Rights attached to Equity Shares

The Company has issued only one class of equity shares having face value of ₹ 2 (March 31, 2015 : ₹ 2) per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts in proportion to the number of equity shares held by the shareholders.

NOTES TO THE FINANCIAL STATEMENTS

d) Shares reserved for issue under options:

5,000 number of Equity Shares (March 31, 2015 : 142,000 equity shares) of ₹ 2 (March 31, 2015 : ₹ 2) each towards outstanding employees stock option granted/ available for grant. Refer Note 4.07

(₹ in Crore unless otherwise stated)

2.02 RESERVES & SURPLUS	As at March 31, 2016	As at March 31, 2015
Securities Premium		
Balances as at the beginning of the year	1,876.99	1,444.54
Add: Securities premium credited on Share issue	-	437.10
Less: Deduction during the year*	-	4.65
Balances as at the end of the year	1,876.99	1,876.99
Employee Stock Options Outstanding Account (Refer note no. 4.07)		
Balances as at the beginning of the year	0.08	0.78
Add: Compensation for options during the year (net)	-	-
Less: Deduction during the year	0.07	0.70
Balances as at the end of the year	0.01	0.08
Surplus/ (Deficit) In the Statement of Profit and Loss		
Balance at the beginning of the year	(860.94)	(673.16)
Add : Adjustment relating to transitional provision contained in Schedule II (Refer Note No : 4.16)	-	(12.56)
Add : Net Profit/ (Loss) for the year	(171.34)	(175.22)
Debit Balance in the Statement of Profit and Loss	(1,032.28)	(860.94)
	844.72	1,016.13

* The Company had issued and allotted Nil Equity Shares (March 31, 2015 : 14,100,000) by way of preferential allotment as per the SEBI (ICDR) regulation 2009. Out of the total proceeds received of ₹ Nil (March 31, 2015 : ₹ 451.20), the Company has incurred ₹ Nil (March 31, 2015 : ₹ 4.65) towards share issue expenses.

(₹ in Crore unless otherwise stated)

2.03 LONG TERM BORROWINGS	Non-Current		Current	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Term Loans				
Secured				
From Banks	213.39	274.46	106.07	-
From Others	94.97	44.97	-	-
FCNR loan from Banks				
Secured	77.39	-	-	-
Buyers Credit				
Secured	368.46	194.37	141.81	255.55
Unsecured	205.51	110.79	127.20	-
Finance Lease Obligations				
Secured	21.04	49.95	28.91	57.14
	980.76	674.55	403.99	312.69
Amount disclosed under the head 'Other Current Liabilities' (Note No. 2.07)				
- Current maturities of Long-Term Debts			375.08	255.55
- Current maturities of Finance Lease Obligations			28.91	57.14
Net Amount	980.76	674.55	-	-
The above amount includes				
Aggregate amount of Secured Borrowings	775.25	563.76		
Aggregate amount of Unsecured Borrowings	205.51	110.79		

NOTES TO THE FINANCIAL STATEMENTS

Nature of Security and terms of repayment for secured borrowings :

(₹ In Crore unless otherwise stated)

Sr. No.	Nature of Security	Terms of Repayment	Outstanding as at March 31, 2016	Outstanding as at March 31, 2015
i	Term Loan from Banks			
a)	Yes Bank Ltd. Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company. Secured by pari passu hypothecation of present & future current assets of the Company.	Principal repayable in 14 equal quarterly installments with 1st installment due 18 months after the date of drawdown i.e. April 04, 2014. Interest is payable on monthly basis. Applicable Rate of Interest is 11.50% (March 31, 2015: Applicable rate of interest is 11.50%) .	115.71	115.71
b)	HDFC Bank Ltd. Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company. Secured by pari passu hypothecation of present & future current assets of the Company.	Principal repayable in 16 equal quarterly installments with 1st installment due 15 months after the date of drawdown i.e. April 25, 2013. Interest is payable on monthly basis. Applicable Rate of Interest is HDFC Bank Base rate + 1.50%. (March 31, 2015: HDFC Bank Base rate +1.50%)	33.75	33.75
c)	Kotak Mahindra Bank Ltd. (formerly ING Vysya Bank Ltd.) Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company. Secured by pari passu hypothecation of present & future current assets of the Company.	Principal repayable on completion of 3 years from the date of drawdown i.e. (Tranche I- February 21, 2014 for ₹ 15.00, Tranche II- May 28, 2014 for ₹ 20.00, Tranche III - July 24, 2014 for ₹ 15.00). Interest is payable on monthly basis. Applicable Rate of Interest is Kotak Mahindra Bank Base rate + 1.50%. (March 31, 2015: ING Vysya Bank Base rate + 0.70%)	50.00	50.00
d)	Axis Bank Ltd. Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company. Secured by pari passu hypothecation of present & future current assets of the Company.	Principal repayable in 12 equal quarterly installments with 1st installment due after 36 months after the date of drawdown to be paid at the end of each quarter. Applicable rate of Interest is Axis Bank Base rate + 1.65%.	25.00	0.00
e)	Kotak Mahindra Bank Ltd. Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company. Secured by first pari passu hypothecation of present & future current assets of the Company.	Principal repayable in 16 equal quarterly installments with 1st installment due 12 months after the date of drawdown. Applicable rate of Interest is Kotak Mahindra Bank Ltd Base rate + 1.50%.	20.00	0.00

NOTES TO THE FINANCIAL STATEMENTS

(₹ In Crore unless otherwise stated)

Sr. No.	Nature of Security	Terms of Repayment	Outstanding as at March 31, 2016	Outstanding as at March 31, 2015
f)	IDFC Bank Ltd. (formerly IDFC Ltd.)			
	Secured by pari passu hypothecation of the present & future movable & immovable fixed assets of the company. Secured by pari passu hypothecation of the present & future current assets of the Company. Secured by pari passu first charge on present & future book debts, operating cash flows, receivables, revenues of whatsoever nature. Secured by first charge on the uncalled capital of the Company. Secured by lien on Fixed Deposits with Bank of ₹ 22.23 (March 31, 2015: ₹ 18.64)	Principal repayable in 16 equal quarterly installments of ₹ 9.38 commencing from 15th April 2015. Interest is payable on monthly basis. Applicable Rate of Interest is IDFC Bank Ltd. Base rate + 2%. (March 31, 2015: IDFC Benchmark rate + 3%)	75.00	75.00
ii	Term Loan From Others			
a)	Housing Development Finance Corporation Ltd.			
	Secured by pari passu hypothecation of the present & future movable and immovable fixed assets of the Company. Secured by pari passu hypothecation of the present & future current assets of the Company.	Principal repayable in 16 equal quarterly installments of ₹ 12.17 along with Interest commencing from May 23, 2014. Interest is payable on Quarterly basis. Applicable Interest rate is HDFC Corporate Prime Lending Rate - 6.60%. (March 31, 2015: HDFC Corporate Prime Lending Rate - 6.60%)	44.97	44.97
b)	Housing Development Finance Corporation Ltd.			
	Secured by pari passu hypothecation of the present & future movable & immovable fixed assets of the Company. Secured by pari passu hypothecation of the present & future current assets of the Company.	Principal repayable in 12 equal quarterly installments of ₹ 19.80 with 1st installment due after 27 months after the date of drawdown. Interest is payable on Quarterly basis. Applicable Interest rate is HDFC Corporate Prime Lending Rate - 6.60%. (Sanctioned amount- ₹ 200.00)	50.00	0.00
iii	FCNR loan from Banks			
a)	Yes Bank Ltd			
	Secured by first pari passu hypothecation of the present & future movable & immovable fixed assets of the Company. Secured by first pari passu hypothecation of the present & future current assets of the Company.	Principal repayable on completion of 2 years from the date of drawdown. (Tranche I - September 1, 2015 for ₹ equivalent 20.00, Tranche II - September 10, 2015 for ₹ equivalent 12.00, Tranche III - October 8, 2015 for ₹ 20.00) . Interest is payable on monthly basis. Applicable Interest rate is 6 months LIBOR + 425 bps.	52.35	0.00

NOTES TO THE FINANCIAL STATEMENTS

(₹ In Crore unless otherwise stated)

Sr. No.	Nature of Security	Terms of Repayment	Outstanding as at March 31, 2016	Outstanding as at March 31, 2015
	b) Axis Bank Ltd			
	Secured by first pari passu hypothecation of the present & future movable & immovable fixed assets of the Company. Secured by first pari passu hypothecation of the present & future current assets of the Company.	Principal repayable on completion of 3 years from the date of drawdown i.e. December 28, 2015. Interest is payable on monthly basis. Applicable Interest rate is 3 months LIBOR + 370 bps.	25.04	0.00
iv	Buyers Credit			
	a) Axis Bank Ltd			
	Secured by hypothecation of current assets of the Company both present & future and extension of pari passu hypothecation of movable fixed assets of the Company both present & future.	Principal repayable with Interest on completion of 6 or 12 months with a rollover period of 3 years from the date of underlying shipment. Applicable Rate of Interest is applicable LIBOR + Spread prevailing as on the date of the drawdown.	145.28	127.62
	b) Yes Bank Ltd			
	Secured by pari passu hypothecation of current assets of the Company both present & future and extension of pari passu hypothecation of movable fixed assets of the Company both present & future.	Principal repayable with Interest on completion of 6 or 12 months with a rollover period of 3 years from the date of underlying shipment. Applicable Rate of Interest is applicable LIBOR + Spread prevailing as on the date of the drawdown.	254.20	161.80
	c) Kotak Mahindra Bank Ltd. (formerly ING Vysya Bank Ltd)			
	Secured by pari passu hypothecation of the present & future movable & immovable fixed assets of the Company. Secured by pari passu hypothecation of the present & future current assets of the Company.	Principal repayable with Interest on completion of 3 years from the date of drawdown. Interest is payable on half yearly basis. Applicable Rate of Interest is applicable LIBOR + Spread prevailing as on the date of the drawdown.	65.15	60.55
	d) ING Bank N.V. Singapore			
	Secured by pari passu hypothecation of the present & future movable & immovable fixed assets of the Company. Secured by pari passu hypothecation of the present & future current assets of the Company.	Principal repayable on completion of 3 years from the date of underlying shipment/ drawdown. Applicable Rate of Interest is 6 months JPY LIBOR + 3.50% prevailing as on the date of the drawdown. Interest is payable on Half Yearly basis.	28.41	99.95
	e) ICICI Bank, India			
	Secured by pari passu hypothecation of the present & future movable & immovable fixed assets of the Company. Secured by pari passu hypothecation of the present & future current assets of the Company.	Principal repayable with Interest on completion of 6 or 12 months with a rollover period of 3 years from the date of underlying shipment. Applicable Rate of Interest is applicable LIBOR + Spread prevailing as on the date of the drawdown.	17.22	0.00

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(₹ In Crore unless otherwise stated)

Sr. No.	Nature of Security	Terms of Repayment	Outstanding as at March 31, 2016	Outstanding as at March 31, 2015
f)	ICICI Bank, Qatar			
	Unsecured	Principal repayable on completion of 2 years from the date of each drawdown. Applicable Rate of Interest is 6 months LIBOR + 3.50% prevailing as on the date of the drawdown. Interest is payable on Half Yearly basis.	198.36	110.79
g)	ICICI Bank, Bahrain			
	Unsecured	Principal repayable on completion of 2 years from the date of each drawdown. Applicable Rate of Interest is 6 months LIBOR + 2.55% prevailing as on the date of the drawdown. Interest is payable on Half Yearly basis.	134.36	0.00
v	Finance Lease Obligations			
a)	Cisco System Capital (India) Pvt. Ltd			
	Secured by hypothecation of underlying assets taken on lease	Principal with Interest is payable in quarterly installments over the period of 5 years from inception of lease agreement. Applicable Rate of Interest varies between 9% - 10% p.a.	49.95	107.10

(₹ in Crore unless otherwise stated)

2.04 OTHER LONG-TERM LIABILITIES	As at March 31, 2016	As at March 31, 2015
Others		
Security Deposits	19.81	14.97
	19.81	14.97

(₹ in Crore unless otherwise stated)

2.05 LONG-TERM PROVISIONS	As at March 31, 2016	As at March 31, 2015
Mark to Market Losses on Derivatives	18.77	5.27
	18.77	5.27

(₹ in Crore unless otherwise stated)

2.06 SHORT TERM BORROWINGS	As at March 31, 2016	As at March 31, 2015
Loans repayable on demand		
Secured		
Working Capital Loans repayable on demand from a bank	25.00	35.00
Cash Credit with banks	52.79	51.77
Overdraft with bank	18.65	10.00
Unsecured		
Short Term Loan from Bank	100.00	-
Loans & Advances from Related Parties	2.40	2.40
	198.84	99.17

NOTES TO THE FINANCIAL STATEMENTS

Sr. No.	Nature of Security	Outstanding as at March 31, 2016	Outstanding as at March 31, 2015
	Secured		
i	Working Capital Demand Loan		
	a) Kotak Mahindra Bank Ltd. (formerly ING Vysya Bank Ltd)		
	Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company. Secured by pari passu hypothecation of present & future current assets of the Company. Sanctioned Amount ₹ 75.00	25.00	35.00
ii	Cash Credit		
	a) Axis Bank Ltd		
	Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company. Secured by pari passu hypothecation of present & future current assets of the Company. Sanctioned Amount ₹ 70.00	51.95	31.70
	b) Yes Bank Ltd		
	Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company. Secured by pari passu hypothecation of present & future current assets of the Company. Sanctioned cash credit amount ₹ 25.00 & working capital demand loan ₹ 25.00 (Sublimit of letter of credit/ letter of undertaking for buyers credit of ₹ 150.00)	0.00	0.08
	c) Kotak Mahindra Bank Ltd. (formerly ING Vysya Bank Ltd)		
	Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company. Secured by pari passu hypothecation of present & future current assets of the Company. Sanctioned amount ₹ 20.00 (sublimit of working capital demand loan of ₹ 75.00)	0.84	19.99
iii	Overdraft		
	a) ICICI Bank Ltd		
	Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company. Secured by pari passu hypothecation of present & future current assets of the Company. Sanctioned amount ₹ 20.00	18.65	10.00
	Unsecured		
iv	From Bank		
	IDFC Bank Ltd	100.00	-
v	From Related Parties		
	Hathway Broadband Private Limited	2.40	2.40

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

2.07 OTHER CURRENT LIABILITIES	Current As at March 31, 2016	Current As at March 31, 2015
Trade Payables		
Total outstanding dues of Micro enterprises and Small Enterprises (Refer Note No. 4.25)	0.01	-
Total outstanding dues of creditors other than Micro enterprises and Small enterprises	146.54	120.78
	146.55	120.78
Current maturities of Long-Term Debts (Refer note no. 2.03)	375.08	255.55
Current maturities of Finance Lease Obligations (Refer note no. 2.03)	28.91	57.14
Interest accrued but not due on borrowings	9.29	6.39
Income received in advance	79.22	45.23
Statutory Payables	38.26	11.08
Payables - Capital Expenditure	55.44	46.76
Employee Payables	2.04	1.58
Gratuity (Funded Plans)	3.19	0.10
Advance from Customers	17.95	16.80
Other Liabilities	47.85	39.16
	657.23	479.79
	803.78	600.57

(₹ in Crore unless otherwise stated)

2.08 SHORT TERM PROVISIONS	Short-term As at March 31, 2016	Short-term As at March 31, 2015
Provision for Employee Benefits		
Leave Encashment	5.37	4.30
Other Employee Benefits	1.58	0.66
	6.95	4.96

NOTES TO THE FINANCIAL STATEMENTS

FIXED ASSETS

2.09 TANGIBLE ASSETS	Gross Block (at Cost)				Depreciation/Amortisation/Impairment				Net Block	
	As at 01-04-2015	Additions during the year	Deductions during the year	Other Adjustments*	As at 01-04-2015	Additions during the year**	Deductions during the year	Other Adjustments*	As at 31-03-2016	As at 31-03-2015
Own Assets:										
Plant and Machinery	1,487.10	417.04	18.97	8.63	491.52	197.50	13.30	3.68	1,214.40	995.58
Air Conditioners	5.30	1.08	0.21	-	3.21	0.71	0.14	-	2.39	2.09
Structural Fittings	2.82	0.21	0.01	-	1.95	0.22	0.01	-	0.86	0.87
Furniture & Fixtures	14.51	2.82	0.21	-	7.67	1.62	0.17	-	8.00	6.84
Mobile, Pagers & Telephones	1.85	0.43	-	-	1.59	0.24	-	-	0.45	0.26
Computers	15.58	2.83	0.11	-	12.25	1.74	0.10	-	4.41	3.33
Office Equipments	3.19	0.03	0.03	-	2.21	0.03	0.03	-	1.32	0.98
Electrical Fittings	3.94	0.77	0.03	-	2.14	0.41	0.03	-	2.16	1.80
Motor Vehicles	1.60	0.43	0.09	-	0.93	0.15	0.07	-	0.93	0.67
Movie Master Tapes	0.18	-	-	-	0.17	-	-	-	0.01	0.01
Total	1,536.07	426.42	19.66	8.63	523.64	203.06	13.85	3.68	1,234.93	1,012.43
Assets Taken on Finance Lease:										
Plant and Machinery	182.98	-	-	(8.63)	40.04	21.24	-	(3.68)	116.75	142.94
Total	1,719.05	426.42	19.66	(8.63)	40.04	21.24	-	(3.68)	116.75	142.94
Previous Year	1,660.35	242.15	183.46	-	563.68	224.30	13.85	-	1,351.68	1,155.38
Capital Work in Progress:										
Total	-	-	-	-	566.19	240.90	179.39	(64.02)	1,155.38	1,094.16
Previous Year	-	-	-	-	-	-	-	-	277.79	156.60
Total	-	-	-	-	-	-	-	-	156.60	228.98

* During the year the Company has reclassified Assets under Finance Lease amounting to ₹ 8.63 (March 31, 2015: ₹ 18.46) (Gross Block) and ₹ 3.68 (March 31, 2015: ₹ 9.01) (Depreciation) as Owned Assets on completion of the lease period.

** Additions to Depreciation includes Impairment of Plant and Machinery ₹ 5.26 (March 31, 2015: ₹ 3.98) & Others ₹ 0.02 (March 31, 2015: ₹ NIL)

2.10 INTANGIBLE ASSETS	Gross Block (at Cost)				Depreciation/Amortisation/Impairment				Net Block	
	As at 01-04-2015	Additions during the year	Deductions during the year	Other Adjustments*	As at 01-04-2015	Additions during the year**	Deductions during the year	Other Adjustments*	As at 31-03-2016	As at 31-03-2015
Goodwill	32.15	-	-	-	27.23	0.73	-	-	4.19	4.92
Cable Television Franchisee	75.61	-	-	-	38.50	4.73	-	-	32.38	37.11
Movie & Serial Rights	18.83	1.39	-	-	9.81	4.22	-	-	6.19	9.01
Softwares	95.44	3.77	0.03	-	41.89	19.46	0.03	-	37.86	53.56
Bandwidth Rights	17.27	1.30	-	-	4.76	1.05	-	-	12.76	12.51
Total	239.30	6.46	0.03	-	122.19	30.19	0.03	-	93.38	117.11
Previous Year	196.07	43.22	-	-	93.14	29.05	-	-	117.10	102.93

Note :

Range of remaining period of amortisation of Intangible Assets is as below :

	0 to 5 Year	5 to 10 Year	10 to 15 Year	15 to 20 Year	Total WDV
Goodwill	2.99	1.20	-	-	4.19
Cable Television Franchisee	15.96	11.30	4.90	0.22	32.38
Movie & Serial Rights	6.19	-	-	-	6.19
Softwares	37.86	-	-	-	37.86
Bandwidth Rights	5.32	5.17	2.27	-	12.76

** Additions to Amortisation includes Impairment of Cable Television Franchisee ₹ 1.14 (March 31, 2015: ₹ 0.12).

Based on factors such as past experience, industry trends, value added services and quality of services provided by the Company, trends in other countries, various changes proposed in the regulations governing the industry, future business plans, estimated residual value etc., the Company is of the opinion that the useful life of the Cable Television Franchisee acquired by the company will exceed twenty years. Accordingly, the same has been amortized over a period of twenty years from the date of acquisition.

Based on factors such as past experience, remaining contract period, industry trends, estimated residual value etc. the Company is of the opinion that the useful life of the Movie & Serial Rights acquired by the company will exceed fifteen years. Accordingly, the same has been amortized up to a period of fifteen years from the date of commencement of the agreement.

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

2.11 NON-CURRENT INVESTMENTS	FACE VALUE ₹ Per Unit	As at March 31, 2016		As at March 31, 2015	
		Quantity	Rupees	Quantity	Rupees
Trade investments (valued at cost)					
Quoted equity instruments					
Investment in Equity Shares of Subsidiaries					
Hathway Bhawani Cabletel and Datacom Ltd.	10	2,020,000	2.39	2,020,000	2.39
			2.39		2.39
Unquoted equity instruments					
Investment in Equity Shares of Subsidiaries					
GTPL Hathway Pvt. Ltd.	10	49,172,694	197.70	1,000,000	166.26
Hathway Datacom Central Pvt. Ltd.	10	1,580,900	116.88	1,454,400	97.91
Hathway Sai Star Cable & Datacom Pvt. Ltd.	10	68,850	27.09	68,850	27.09
Hathway Broadband Pvt. Ltd.	10	2,500,000	2.50	2,500,000	2.50
Hathway Sonali Om Crystal Cable Pvt. Ltd.	10	51,000	16.36	51,000	16.36
Hathway Rajesh Multichannel Pvt. Ltd.	10	144,849	7.44	144,849	7.44
Hathway New Concept Cable & Datacom Pvt. Ltd.	10	50,000	7.16	25,500	7.14
Hathway MCN Pvt. Ltd.	10	963,000	8.01	963,000	8.01
Hathway Channel 5 Cable & Datacom Pvt. Ltd. ##	10	249,000	6.28	249,000	6.28
Hathway Media Vision Pvt. Ltd. ##	10	65,040	5.92	65,040	5.92
Hathway Krishna Cables Pvt. Ltd.	10	7,708,333	24.19	6,068,333	19.55
Hathway Dattatray Cable Network Pvt. Ltd.	10	20,400	4.05	20,400	4.05
Hathway Kokan Crystal Network Pvt. Ltd.	10	145,135	4.68	49,394	3.66
Ideal Cables Pvt. Ltd. ##	10	76,020	2.22	76,020	2.22
Net 9 Online Hathway Pvt. Ltd.	10	5,000	2.01	5,000	2.01
Hathway Cable MCN Nanded Pvt. Ltd.	10	1,305,717	1.31	1,305,717	1.31
Channels India Network Pvt. Ltd. ##	10	87,500	1.09	87,500	1.09
Hathway Latur MCN Cable & Datacom Pvt. Ltd.	10	51,000	0.92	51,000	0.92
Vision India Networks Pvt. Ltd. ##	10	87,700	0.74	87,700	0.74
Hathway Palampur Cable & Datacom Pvt. Ltd.	10	15,300	0.68	15,300	0.68
Hathway Digital Saharanpur Cable & Datacom Pvt. Ltd.	10	10,200	0.66	10,200	0.66
Hathway C-Net Pvt. Ltd. ##	10	100,000	0.60	100,000	0.60
Chennai Cable Vision Network Pvt. Ltd. ##	10	136,800	0.56	136,800	0.56
Hathway Nashik Cable Network Pvt. Ltd. ##	10	45,300	0.45	45,300	0.45
Hathway ICE Television Pvt. Ltd. ##	10	102,000	0.41	102,000	0.41
Bee Network & Communication Pvt. Ltd. ##	10	99,989	0.40	99,989	0.40
Hathway Mysore Cable Network Pvt. Ltd.	10	873,100	10.64	523,100	3.64
UTN Cable Communications Pvt. Ltd.	10	631,500	7.88	631,500	7.88
Hathway Prime Cable & Datacom Pvt. Ltd. ##	10	229,500	0.23	229,500	0.23
Win Cable and Datacom Pvt. Ltd. ##	10	200,000	0.20	200,000	0.20
Hathway Software Developers Pvt. Ltd.	10	553,000	9.76	268,000	2.20
Elite Cable Network Pvt. Ltd. ##	10	48,000	0.05	48,000	0.05
Hathway Space Vision and Cabletel Pvt. Ltd. ##	10	10,020	0.01	10,020	0.01
Hathway Enjoy Cable Network Pvt. Ltd.	10	10,000	0.01	10,000	0.01
Hathway Gwalior Cable & Datacom Pvt. Ltd. ##	10	10,000	0.01	10,000	0.01
Hathway JMD Farukabad Cable & Datacom Pvt. Ltd. ##	10	10,000	0.01	10,000	0.01
Binary Technology Transfers Pvt. Ltd. ##	100	1,000	0.01	1,000	0.01
Hathway Internet Satellite Pvt. Ltd. ##	10	10,000	0.01	10,000	0.01
Hathway United Cables Pvt. Ltd. ##	10	10,000	0.01	10,000	0.01
Hathway Universal Cabletel and Datacom Pvt. Ltd.	100	202,214	2.02	1,000	0.01
ITV Interactive Media Pvt. Ltd. ##	100	8,250	0.08	8,250	0.08
Liberty Media Vision Pvt. Ltd. ##	10	10,000	0.01	10,000	0.01
Hathway Mantra Cable & Datacom Pvt. Ltd.	10	9,800	0.01	9,800	0.01
			471.26		398.60
Less : Provision for diminution in value			53.60		23.35
			417.66		375.25

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

2.11 NON-CURRENT INVESTMENTS	FACE VALUE ₹ Per Unit	As at March 31, 2016		As at March 31, 2015	
		Quantity	Rupees	Quantity	Rupees
Investment in Equity Shares of Joint Venture					
Hathway Sukhamrit Cable & Datacom Pvt. Ltd.	10	71,075	4.02	71,075	4.02
Less : Provision for diminution in value			2.01		2.01
			2.01		2.01
Investment in Equity Shares of Associates					
Hathway VCN Cablenet Pvt. Ltd. ##	10	12,520	0.10	12,520	0.10
Pan Cable Services Pvt. Ltd. ## (₹ 100 (March 31, 2015 : ₹ 100))	10	10	-	10	-
			0.10		0.10
Less : Provision for diminution in value			0.10		0.10
			-		-
Investment in Equity Shares of other companies					
Hathway Cable Entertainment Pvt. Ltd. ##	10	47,009	0.05	47,009	0.05
Hathway Jhansi JMDSR Cable & Datacom Pvt. Ltd. ##	10	60,000	0.22	60,000	0.22
			0.27		0.27
Less : Provision for diminution in value			0.27		0.27
			-		-
Investment in Preference Shares of Subsidiary					
Hathway Datacom Central Pvt. Ltd.	10	51,020	0.05	51,020	0.05
Investment in Partnership Firm					
Hathway SS Cable & Datacom LLP			1.73		1.73
Others Investments (valued at cost)					
Unquoted Investment in Government Securities					
National Savings Certificates			0.14		0.15
Total Non-current Investments			423.98		381.57
Aggregate amount of quoted investments			2.39		2.39
Market Value of Quoted Investments			1.41		2.15
Aggregate amount of unquoted investments			421.59		379.19
Aggregate provision for diminution in value of investments			55.98		25.73

Fully provided for

(₹ in Crore unless otherwise stated)

2.12 DEFERRED TAX ASSETS (NET)	As at March 31, 2016	As at March 31, 2015
Deferred Tax Liabilities on		
a) Difference between book and tax depreciation	68.93	74.34
Deferred Tax Assets on		
a) Unabsorbed Depreciation Losses*	68.93	74.34
NET DEFERRED TAX ASSETS	-	-

* The Company has substantial unabsorbed depreciation and carry forward losses under the Income Tax Act, 1961. The deferred tax assets relating to such unabsorbed depreciation and other items is significantly higher than deferred tax liabilities arising on account of timing differences. On conservative approach, the Company has recognized deferred tax assets on unabsorbed depreciation only to the extent of its deferred tax liabilities. Disclosure relating to deferred tax liabilities required pursuant to Accounting Standard 22 – “Accounting for Taxes on Income” is as above.

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

2.13 TRADE RECEIVABLES	Non-Current		Current	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Unsecured, considered good unless stated otherwise				
Unsecured, considered good	1.08	1.08	372.80	302.20
Doubtful Outstanding	195.68	145.53	-	-
	196.76	146.61	372.80	302.20
Less: Provision for doubtful trade receivables	195.68	145.53	-	-
	1.08	1.08	372.80	302.20
Outstanding for a period exceeding six months from the date they are due for payment			65.19	68.02
Other receivables			307.61	234.18
			372.80	302.20

(₹ in Crore unless otherwise stated)

2.14 LOANS AND ADVANCES	Long - Term		Short - Term	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
CAPITAL ADVANCES				
Unsecured, considered good unless stated otherwise				
Network Acquisitions	10.74	11.00	-	-
Advance to Suppliers	33.64	5.03	-	-
Less: Provision for doubtful advances	0.82	0.82	-	-
	43.56	15.21	-	-
SECURITY DEPOSITS				
Unsecured, considered good				
Security Deposits	22.87	20.13	5.73	0.76
	22.87	20.13	5.73	0.76
LOANS AND ADVANCES TO RELATED PARTIES				
Unsecured, considered good unless stated otherwise				
Advance to Subsidiaries	79.90	49.69	34.70	11.68
Advance to Firm in which Subsidiaries are partner	17.16	17.16	-	-
Advance to other Cable Ventures	6.09	6.09	-	-
Share Application Money	30.35	44.54	-	-
Less: Provision for doubtful loans and advances	66.30	66.30	-	-
	67.20	51.18	34.70	11.68
OTHER LOANS AND ADVANCES				
Unsecured, considered good unless stated otherwise				
Prepaid expenses	15.95	7.33	16.09	10.72
Staff Advances	0.11	0.11	0.38	0.44
Staff Loan	-	-	0.32	0.35
Sundry Advances	11.57	13.05	91.35	47.39
Advances with Statutory Authorities	11.17	8.19	-	-
Service Tax Claimable	-	-	46.55	37.52
Loans Given	0.18	0.33	0.03	0.05
Advance Income Tax (Net of Provision)	58.77	42.69	18.63	23.22
Less: Provision for doubtful loans and advances to others	2.58	2.46	-	-
	95.17	69.24	173.35	119.69
	228.80	155.77	213.78	132.14

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

2.15 OTHER ASSETS	Non-Current		Current	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Unsecured, considered good unless stated otherwise				
Non-current other bank balances (Note No. 2.18)	29.82	60.15	-	-
Other Receivables	-	-	0.66	2.63
Interest accrued but not due	-	-	0.13	1.09
Others	0.47	0.48	-	-
	30.29	60.63	0.79	3.72

(₹ in Crore unless otherwise stated)

2.16 CURRENT INVESTMENTS	FACE VALUE ₹ Per Unit	As at March 31, 2016		As at March 31, 2015	
		Quantity	Rupees	Quantity	Rupees
Current investments (valued at lower of cost and fair value, unless stated otherwise)					
Investment in Debt Market Mutual Funds					
Quoted					
Franklin Templeton Mutual Fund					
- Franklin India Treasury Management Account- Super IP - Growth	1,000	-	-	289,119	60.23
- Franklin India Ultra Short Bond Fund - Super IP - Growth	10	-	-	5,945,528	11.00
HDFC Mutual Fund					
- HDFC Liquid Fund- Growth	10	-	-	6,493,897	17.88
Total Current Investments			-		89.11
Aggregate amount of quoted investments			-		89.11
Market Value of Quoted Investments			-		89.28
Aggregate amount of unquoted investments			-		-

(₹ in Crore unless otherwise stated)

2.17 INVENTORIES	Current	
	As at March 31, 2016	As at March 31, 2015
Inventories :		
Stock of Spares & Maintenance Items	18.17	6.02
	18.17	6.02

(₹ in Crore unless otherwise stated)

2.18 CASH AND BANK BALANCES	Non-Current		Current	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Cash & Cash Equivalents				
Balances with banks:				
In Current Accounts	-	-	22.79	17.20
Cheques on Hand	-	-	0.57	0.13
Cash in hand	-	-	3.84	3.08
	-	-	27.20	20.41
Other Bank Balance				
Margin money deposit*	29.82	60.15	-	-
	29.82	60.15	-	-
Less: Amount disclosed under non current asset (Refer Note 2.15)	29.82	60.15	-	-
* Marked under lien in favour of Banks	-	-	-	-

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

3.01 REVENUE FROM OPERATIONS	Year Ended March 31, 2016	Year Ended March 31, 2015
Sale of services		
Subscription Income*	1,132.13	994.58
Rental Income on Equipments*	2.16	1.91
Consultancy Income	4.35	3.13
Advertisement and Marketing Fees	26.89	19.11
	1,165.53	1,018.72
Sale of products		
Sale of Access Devices	0.85	0.72
	0.85	0.72
Other operating revenues		
Other Operational Income*	12.38	3.47
Employee Stock Compensation	0.06	0.70
	12.44	4.17
	1,178.82	1,023.61

* The above includes revenue from Internet Services, the details of the same are as under :

(₹ in Crore unless otherwise stated)

REVENUE FROM INTERNET SERVICES	Year Ended March 31, 2016	Year Ended March 31, 2015
Activation Charges	2.25	2.93
Internet Subscription Income	301.69	191.20
Rental Income on Equipment	1.45	0.98
Other Operational revenue	1.16	0.85

(₹ in Crore unless otherwise stated)

3.02 OTHER INCOME	Year Ended March 31, 2016	Year Ended March 31, 2015
Profit on Sale of Current Investments (Net)	5.98	7.24
Amount No Longer Payable Written Back	-	0.18
Interest on Fixed Deposits	2.59	5.39
Interest on Income Tax Refund	1.15	0.27
Gain on Foreign Exchange Fluctuation (Net)	3.50	0.51
Interest on Loans	0.68	0.60
Miscellaneous Income	0.58	0.30
	14.48	14.49

(₹ in Crore unless otherwise stated)

3.03 PURCHASE OF STOCK-IN-TRADE	Year Ended March 31, 2016	Year Ended March 31, 2015
Purchase of Access Device	0.37	0.19
	0.37	0.19

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

3.04 OPERATIONAL EXPENSES	Year Ended March 31, 2016	Year Ended March 31, 2015
Pay Channel Cost	421.28	383.99
Distribution Cost	36.09	48.57
Commission	48.50	31.79
Local Cable Operator Revenue Share	-	27.51
Bandwidth & Lease Line Cost	36.66	26.97
Other Sundry Operational Cost	10.15	10.43
Repairs & Maintenance (Plant & Machinery)	31.26	27.21
Rent	17.74	14.29
Consultancy & Technical Fees	15.55	14.51
Feed charges	5.42	5.99
Software & Programming Cost	4.37	2.70
Freight & Octroi Charges	1.61	1.30
Hire Charges	0.49	0.40
	629.12	595.66

(₹ in Crore unless otherwise stated)

3.05 EMPLOYEE BENEFITS EXPENSE	Year Ended March 31, 2016	Year Ended March 31, 2015
Salaries & Bonus	71.62	55.77
Staff Welfare	4.42	3.37
Contribution to provident and other fund	6.35	3.11
	82.39	62.25

(₹ in Crore unless otherwise stated)

3.06 OTHER EXPENSES	Year Ended March 31, 2016	Year Ended March 31, 2015
Service Charges	122.07	75.92
Bad Debts	2.05	10.36
Less: Transfer from Provision for Doubtful Debts	2.05	10.36
	-	-
Provision for Bad and Doubtful debts	49.86	53.86
Electricity Expenses	20.39	15.37
Loss on disposal / shortage of assets	3.26	3.31
Share of Loss from LLP	0.35	0.19
Rates & taxes	4.22	15.21
Office Expenses	4.36	5.19
Legal & Professional Charges	11.82	12.89
Advertisement & Promotion expenses	18.02	9.76
Conveyance	6.28	5.28
Repairs & Maintainance (Others)	4.52	4.98
Rent - Offices	7.95	7.37
Communication Charges	4.39	3.14
Travelling	5.02	4.95
Printing & Stationery	1.54	1.55
Miscellaneous Expenses	1.77	1.63
Business Promotion Expenses	1.29	1.39

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

3.06 OTHER EXPENSES	Year Ended March 31, 2016	Year Ended March 31, 2015
Insurance Charges	1.37	1.30
Interest on Taxes	0.56	1.25
Provision for Bad & Doubtful Advances	0.12	0.31
Sundry Advances Written Off	0.02	0.22
Sitting Fees	0.24	0.24
Auditor's Remuneration		
- Statutory Audit Fees	0.63	0.50
- Limited Review, Consolidation & Certification Fees	0.39	0.21
- Other Consultancy Services	0.03	0.03
	270.47	226.05

(₹ in Crore unless otherwise stated)

3.07 DEPRECIATION AND AMORTISATION	Year Ended March 31, 2016	Year Ended March 31, 2015
Depreciation on Tangible Assets	238.48	212.00
Amortisation of Intangible Assets	9.59	10.88
	248.07	222.88

(₹ in Crore unless otherwise stated)

3.08 FINANCE COST	Year Ended March 31, 2016	Year Ended March 31, 2015
Interest and Finance Charges	64.52	86.45
Bank Charges	12.73	14.04
Mark to Market Losses on Derivatives (Net)	13.51	5.27
	90.76	105.76

(₹ in Crore unless otherwise stated)

3.09 EXCEPTIONAL ITEMS *	Year Ended March 31, 2016	Year Ended March 31, 2015
Settlement fees paid to settle litigation initiated on certain employees by their previous employer, also a MSO	3.75	-
Depreciation reversal on account of change in method from WDV to SLM and Change in estimate of life as per the Schedule II of Companies Act, 2013	-	(64.02)
Marked down in value of certain assets towards abnormal wear and tear	-	29.69
Provision for Doubtful Advances / Investments / Receivables from entities Under Control / Significant Influence	32.60	27.42
Provision for Entertainment Tax of earlier years on settlement of litigation	-	3.07
	36.35	(3.84)

* Refer Note 4.05

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

4.01 CONTINGENT LIABILITIES

- a) The Company has given a counter indemnity favouring the bankers to the extent of ₹ 9.21 (March 31, 2015: ₹ 9.58) for issue of Bank Guarantees on behalf of the Company to various authorities/parties.
- b) The Company has given Corporate Guarantees of ₹ 126.23 (March 31, 2015: ₹ 135.18) to Banks & ₹ 32.80 (March 31, 2015: ₹ 32.80) to Others towards various credit facilities given by the Bank & Others to some of its subsidiary companies.
- c) Few Broadcasters and the Company have made claims and counter claims against each other relating to pay channel cost. Claims of such broadcasters, not acknowledged as liabilities, aggregate to ₹ 0.20 (March 31, 2015: ₹ 21.8) to the extent not settled, are disclosed under contingent liabilities as Claims against the Company not acknowledged as debts.
- d) In the state of Telangana, VAT authorities have considered Set top boxes deployed as sale and raised demand of ₹ 18.05 (March 31, 2015 : ₹ 18.05) for the period April, 2011 to May 31, 2013. The Company's appeal is pending before Tribunal. The Company has deposited 50% of the amount demanded. The authorities have also levied penalty @ 100% of demand without giving an opportunity of hearing. On writ petition, Andhra Pradesh High Court has directed to initiate fresh proceedings. Since this demand was based on an advance ruling order given by relevant authority in some other case, the Company being an affected party, has filed review petition before the Advance Ruling authority. The matter has been admitted and heard, however, the decision is awaited.
- e) In view of circular dated December 17, 2012 of the Delhi Entertainment Tax Department, MSOs are responsible for collection and payment of Entertainment Tax effective April 1, 2013, while LCOs are liable to collect and pay tax till that date. Pursuant to this circular, an assessment order has been passed against the Company raising a demand of ₹ 5.95 (including penalty of ₹ 2.89 & interest of ₹ 0.07) for the months of April 2013 and May 2013. Aggrieved by the said assessment order, the Company has challenged the vires of the above amendment brought about by the Entertainment Tax department by way of issue of a circular, instead of amending the charging section of the relevant Act and has filed a Writ petition before the High Court of Delhi. The petition was admitted and stay has been granted. While the Honorable High Court is yet to decide in the matter, the authorities have passed two assessment orders, first for the period June 2013 to March 2014 raising a demand of ₹ 27.22 (including penalty and interest of ₹ 12.26) and second for the period April 2014 to March 2015 for ₹ 33.61 (including interest and penalty of ₹ 15.65). In response to stay application filed by the Company against the fresh assessment orders, the honorable High Court has directed the department not to take any coercive measures against the Company till the writ petition is disposed off. The Hon'ble Court has heard the matter filed by the company, but it has yet to pronounce its final verdict.

During the period from December, 2013 to September, 2014, since the Company issued subscription invoices directly in the name of subscribers, charging Delhi Entertainment Tax in the same, it has acknowledged its liability to the extent of ₹ 9.70 (March 31, 2015 : ₹ 9.70) in its books of accounts. In view of the same, the aggregate amount of claims disputed by the Company is ₹ 57.08 (March 31, 2015 : ₹ 57.08). The Company has paid sum of ₹ 6.73 (March 31, 2015 : ₹ 6.73) against this demand.
- f) Entertainment Tax Officer, Pune has raised demand for Entertainment Tax on secondary points up to October, 2014 amounting to ₹ 4.57. Writ petition has been filed before the Bombay High Court challenging the demand. Another writ petition has also been filed challenging the constitutional validity, enforceability and legality of the amendment in the Maharashtra Entertainments Duty Act, 1923 brought about w.e.f. June 25, 2014.
- g) Karnataka VAT Department has reassessed VAT liabilities for the financial Years 2011-12, 2012-13 and 2013-14 stating that the amount realized as activation charges is sale of STBs and liable to VAT. The total tax liability is determined at ₹ 10.28. The Honorable High Court has admitted the writ petition and has granted an order of stay over recovery of taxes.
- h) The Company has challenged levy of license fees for pure Internet services before Telecom Disputes Settlement & Appellate Tribunal (TDSAT). On merit of the case, TDSAT has granted stay till disposal of petition. The Company is contingently liable to the extent of ₹ 33.55 (March 31, 2015 : ₹ Nil). During the year, the Company has paid an amount of ₹ 5.36 (March 31, 2015 : ₹ Nil) under protest.

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

i) Income Tax Matters

Particulars	2015-2016	2014-2015
Disputed Income Tax matter under appeal (of the above an amount of ₹ 1.99 has already been deposited with Income Tax Department)	3.99	3.99

j) Claims against the Company, other than those stated above, not acknowledged as debts are as under:

Matters with	2015-2016	2014-2015
Operators & Others	4.05	4.05
Entertainment Tax Department in the city of Thane, Aurangabad, Agra, Ghaziabad, Mumbai, Gwalior and Hyderabad	7.39	6.66
Other Statutory Departments	0.06	0.05
VAT department in the State of Maharashtra	0.68	0.68
Service Tax department	0.16	0.16
Commercial Tax department Madhya Pradesh, Hyderabad, Noida	1.20	-
Total	13.53	11.60

4.02 CAPITAL AND OTHER COMMITMENTS:

Estimated amount of contracts (including acquisition of intangible assets net of advances) remaining to be executed on capital account and not provided for aggregate to ₹ 63.88 (March 31, 2015: ₹ 64.26).

The Company in its ordinary course of business has promoted / acquired interest in various entities. Considering the long-term involvement of the Company in these entities and strategic impact it has on the business of the Company, the Company is committed to provide operating and financial support to these entities as and when required.

4.03 MATTERS RELATING TO SUBSIDIARIES:

Two wholly owned subsidiaries of the Company viz. Binary Technologies Transfers Pvt. Ltd. and Hathway Internet Satellite Pvt. Ltd. were majority partners in a partnership firm, namely, M/s. Hathway Space Vision (the firm). The aforesaid majority partners of the firm had initiated legal action i.e. invoked arbitration proceedings, against the minority partner viz. Space Vision Cabletel Pvt. Ltd. with reference to some management and operational issues and had made monetary claims against the minority partner. The minority partner had also filed certain counter claims against the wholly owned subsidiaries. After a long drawn legal battle, the firm stands dissolved as of July 8, 2011. The Court Receiver, High Court of Bombay has been appointed as the Receiver of the assets and business of the firm and Hathway Internet Satellite Private Limited has been appointed as the Agent of the Court Receiver. The issues concerning accounts and dissolution including adjudicating upon the original claims and counter claims made before the earlier Arbitrator are referred to Arbitration before Justice Srikrishna (Retd.). The Court Receiver had taken the possession of the movable assets found at the premises of the Firm and has appointed a valuer, the report thereof is pending. In the mean time, the Court Receiver has fixed an ad hoc royalty of ₹ 0.01 (March 31, 2015 : ₹ 0.01) per month that is to be paid by the agent of the Court Receiver under order dated December 2, 2011. An application by way of chamber summons inter alia for setting aside the said order dated December 2, 2011 has been filed by the Company and Hathway Internet Satellite Private Limited in the High Court, Bombay which is pending. The Court Receiver has taken back possession of the suit premises from Hathway Internet Satellite Pvt. Ltd.

The Company has investments in said fully owned subsidiaries namely Hathway Internet Satellite Pvt. Ltd. & Binary Technology Transfers Pvt. Ltd. of ₹ 0.01 (March 31, 2015 : ₹ 0.01) and ₹ 0.01 (March 31, 2015 : ₹ 0.01) and Loans and advance of ₹ 1.59 (March 31, 2015 : ₹ 1.59), ₹ 1.59 (March 31, 2015 : ₹ 1.59) respectively which has been fully provided for in the books.

4.04 The Trade Receivables includes amount due from disconnected / inactive customers / LCOs with whom no inter-connect documents have been executed and outstanding in excess of one year. The Company is taking adequate steps for recovery of overdue debts and advances and wherever necessary, adequate provisions have been made. In the opinion of the

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

Board, long-term Loans & Advances, Trade Receivables and current assets have a realizable value in the ordinary course of business not less than the amount at which they are stated in the Balance Sheet.

4.05 EXCEPTIONAL ITEMS:

- a) The Company in its ordinary course of business has promoted / acquired interest in various entities. The Company's exposure to these entities on account of Investments in equity shares and preference shares, on account of amounts advanced as Loans & Advances and Trade Receivables is ₹ 479.82 (March 31, 2015: ₹ 407.15), ₹ 137.86 (March 31, 2015: ₹ 84.63) and ₹ 100.15 (March 31, 2015: ₹ 71.47) respectively. The Company's exposure to such loss making entities on account of investments in equity shares and preference shares, on account of amounts advanced as Loans & Advances and Trade Receivables is ₹ 190.55 (March 31, 2015: ₹ 41.53), ₹ 123.69 (March 31, 2015: ₹ 70.31) and ₹ 59.98 (March 31, 2015: ₹ 35.66) respectively. The Company has made provision on overall basis of ₹ 55.98 (March 31, 2015: ₹ 25.73), ₹ 66.30 (March 31, 2015: ₹ 66.30) and ₹ 27.66 (March 31, 2015: ₹ 25.32) against such Investments, Loans and Advances and Trade Receivables respectively.

Considering the long-term involvement of the Company in these entities and strategic impact it has on the business of the Company, the Company has committed to provide financial support to these entities. The provisions made during the year include the amounts advanced during the year.

- b) There are certain ongoing disputes relating to performances as well as certain operational disagreements in case of 1) Hathway Sai Star Cable And Datacom Private Limited, 2) Hathway Rajesh Multichannel Private Limited, 3) Hathway Dattatray Cable Network Private Limited and 4) Hathway Sonali Om Crystal Cable Private Limited, the subsidiaries of the Company, where minority partners hold 49% of equity. The exposure of the Company by way of investment, loans and advances and receivables is ₹ 54.94, ₹ 25.38, and ₹ 20.30 respectively. The financial statements of these subsidiaries for past two years have not been finalized and hence not audited. Considering the provisions of the joint venture agreements executed with such minority partners, the Company is hopeful of resolving the issues amicably. Pending such resolution, on conservative basis, the Company has made provision of ₹ 32.60 against the above exposure.

4.06 OUTSTANDING LETTER OF CREDIT:

Outstanding Letters of Credit ₹ 24.15 (March 31, 2015: ₹ 77.98) secured against assets acquired under LC facility, hypothecation of present and future current assets of the Company and extension of pari passu hypothecation of present and future movable fixed assets of the Company.

4.07 EMPLOYEE STOCK OPTION PLAN:

The shareholders of the Company have approved Employee Stock Option Plan i.e. HATHWAY ESOP 2007 ("The Plan"). The Plan provides for issue of options (underlying equity share of ₹ 10 each) to the persons specified in the scheme at the price determined by the remuneration committee appointed by the Board of Directors. Price determined by the remuneration committee is in the range of ₹ 110.20 to ₹ 157.30.

The Options granted under the Plan shall vest within not less than one year and not more than five years from the date of grant of options. Under the terms of the Plan, 20% of the options will vest to the employees every year. Once the options vest as per the Plan, they would be exercisable by the Option Grantee at any time within a period of three years from the date of vesting and the shares received on exercise of such options shall not be subject to any lock-in period.

The value of the options granted is determined by the management based on the rates at which shares were allotted to the investors during the relevant year and the same has been considered as fair value of option.

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

Employee Stock Options Outstanding (Net of Deferred Employee Compensation Expense) is as follows :

Particulars	March 31, 2016	March 31, 2015
Total accounting value of Options Outstanding (A)	(0.01)	(0.70)
Deferred Employee Compensation Expense	-	0.08
Less: Amortized	-	0.08
Net Deferred Employee Compensation Expense (B)	-	-
Employee Stock Options Outstanding (Net of Deferred Employee Compensation Expense) (A – B)	(0.01)	(0.70)

The following table summarizes the Company's Stock Options activity:

Shares Underlying Options Outstanding

Sr. No.	Particulars	March 31, 2016		March 31, 2015	
		No. of Shares	Weighted Average Exercise Price in ₹	No. of Shares	Weighted Average Exercise Price in ₹
A	a) Outstanding at the beginning of the year	142,000	26.23	161,299	124.10
	b) Granted during the year	Nil	Nil	Nil	Nil
	c) Forfeited/ Cancelled during the year option I	Nil	Nil	61,899	110.20
	d) Forfeited/ Cancelled during the year option II	Nil	Nil	4,000	157.30
	e) Exercised during the year option I	Nil	Nil	Nil	Nil
	f) Exercised during the year option II	Nil	Nil	Nil	Nil
	g) Expired during the year option I	35,000	22.04	65,200	110.20
	h) Expired during the year option II	102,000	31.46	1,800	157.30
B	a) Subdivision of Shares option I (Refer Note Number 4.17)	Nil	Nil	32,000	110.20
	b) Subdivision of Shares option II (Refer Note Number 4.17)	Nil	Nil	81,600	157.30
C	Outstanding at the end of the year	5,000	22.04	142,000	26.23
D	Exercisable at the end of the year	5,000	22.04	142,000	26.23
E	Method of Settlement	Equity	Equity	Equity	Equity
F	Weighted average remaining contractual life (in months)		Nil		Nil
G	Weighted average Fair Value of Option granted during the year		Nil		Nil

4.08 PRIOR PERIOD ITEMS:

Detail of Prior Period Income and Expenses is as under:

Particulars	2015-2016	2014-2015
Income of earlier years credited to Statement of Profit and Loss		
Subscription Income	0.18	0.10
Others	0.15	0.26
Expenses of earlier years reversed and credited to Statement of Profit and Loss		
Salaries & Bonus	0.08	0.02

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

Particulars	2015-2016	2014-2015
Others	0.17	0.48
TOTAL CREDIT (A)	0.58	0.85
Income of earlier years reversed and debited to Statement of Profit and Loss		
Subscription Income	0.20	0.07
Expenses of earlier years debited to Statement of Profit and Loss		
Licence Fees	0.25	-
Others	0.82	1.07
TOTAL DEBIT (B)	1.27	1.13
Net Debit / (Credit) to Statement of Profit and Loss (A-B)	0.69	0.27

4.09 EMPLOYEE BENEFITS:

a) Defined Benefit Plans:

The present value of the defined benefit obligations and the related current service cost were measured using the Projected Unit Credit Method, with actuarial valuations being carried out at each Balance Sheet date.

The following table provides the disclosures in accordance with Revised AS 15.

Reconciliation of opening and closing balance of the present value of the defined benefit obligation and plan assets:

Sr. No.	Category	March 31, 2016 [Gratuity]	2014-2015 [Gratuity]
1	Change in benefit obligations:		
	Projected benefit obligations at beginning of the year	4.60	3.82
	Current Service Cost	0.74	0.94
	Interest Cost	0.31	0.33
	Benefits Paid	(1.34)	(0.26)
	Actuarial (Gain) / Loss	2.52	(0.24)
	Projected benefit obligations at end of the year	6.84	4.60
2	Change in plan assets:		
	Plan assets at the beginning of the year	4.51	4.40
	Expected return on plan assets	0.12	0.78
	Actuarial Gain / (Loss)	(0.04)	(0.64)
	Contributions	0.39	0.24
	Benefits Paid	(1.34)	(0.26)
	Plan assets at the end of the year	3.65	4.51
3	Reconciliation of present value of the obligation and the fair value of plan assets		
	Fair Value of plan assets at the end of the year	3.65	4.51
	Present value of the defined benefit obligations at the end of the year	6.84	4.60
	Liability / (Asset) recognized in the Balance Sheet	(3.19)	(0.10)
4	Cost for the year		
	Current Service Cost	0.74	0.94
	Interest Cost	0.31	0.33
	Expected return on plan assets	(0.12)	(0.78)
	Actuarial Gain / (Loss)	2.48	0.40
	Net Cost recognized in the Statement of Profit and Loss	3.41	0.91

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

Sr. No.	Category	March 31, 2016 [Gratuity]	2014-2015 [Gratuity]
5	Assumptions		
	Interest rate for discount	7.46%	7.77%
	Estimated rate of return on plan assets	3.08%	17.69%
	Mortality	IALM (2006-08) Ult	IALM (2006-08) Ult
	Salary Escalation	10.00%	10.00%
	Employee Attrition Rate (Past service)	0-5 years 8.68%	0-5 years 12.46%
		5-40 years - 6.01%	5-40 years - 9.07%
6	Investment Details		
	Deposit With LIC of India	30.56%	27.69%
	Deposit With ING Vysya Life Insurance Corporation of India	69.44%	72.31%
		100.00%	100.00%

b) Defined Contribution Plans:

“Contribution to provident and other funds” is recognized as an expense (Refer Note No. 3.05) of the Statement of Profit and Loss.

c) Other Disclosures :

Benefits	March 31, 2016	March 31, 2015	March 31, 2014	March 31, 2013	March 31, 2012
Defined benefit obligation	6.84	4.60	3.82	3.83	2.95
Plan assets	3.65	4.51	4.40	3.38	2.50
Surplus/(Deficit)	(3.19)	(0.10)	0.57	(0.45)	(0.45)
Experience adjustment on obligation - (gain)/loss	2.52	(0.24)	(0.18)	0.12	(0.03)
Experience adjustment on plan assets - gain/(loss)	(0.04)	(0.64)	0.41	(0.01)	(0.12)
Experience adjustment (best estimate) to funded plans in subsequent finance year	2.56	0.40	0.24	0.13	0.09

4.10 SEGMENTAL REPORTING:

The Company is a Multi System Operator providing Cable Television Network Services, Internet Services and allied services which is considered as the only reportable segment in terms of Accounting Standard 17 on Segment Reporting. The Company's operations are based in India.

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

4.11 RELATED PARTY DISCLOSURES:

Particulars of Related Parties

A. Names of related parties and related party relationship where control exist

i) Under Control of the Company

1	Wholly Owned Subsidiaries:	Bee Network & Communication Pvt. Ltd. Binary Technology Transfers Pvt. Ltd. Hathway C-Net Pvt. Ltd. Hathway Enjoy Cable Network Pvt. Ltd. Hathway Gwalior Cable & Datacom Pvt. Ltd. Hathway Internet Satellite Pvt. Ltd. Hathway JMD Farukhabad Cable Network Pvt Ltd. Hathway Media Vision Pvt. Ltd. Hathway Space Vision Cabletel Pvt. Ltd. Hathway United Cables Pvt. Ltd. Hathway Universal Cabletel & Datacom Pvt Ltd. Ideal Cables Pvt. Ltd. ITV Interactive Media Pvt. Ltd. Liberty Media Vision Pvt. Ltd. Vision India Networks Pvt. Ltd. Win Cable and Datacom Pvt. Ltd. Hathway Broadband Pvt. Ltd. Hathway New Concept Cable & Datacom Pvt. Ltd. Hathway Krishna Cables Pvt. Ltd. Hathway Datacom Central Pvt. Ltd.
	2	Other – Subsidiaries / Body Corporate
		Chennai Cable Vision Network Pvt. Ltd. Channels India Network Pvt. Ltd. Elite Cable Network Pvt. Ltd. Hathway Digital Saharanpur Cable & Datacom Pvt. Ltd. Hathway ICE Television Pvt. Ltd. Hathway Sonali Om Crystal Cable Pvt. Ltd. Hathway MCN Pvt. Ltd. Hathway Nashik Cable Network Pvt. Ltd. Hathway Rajesh Multichannel Pvt. Ltd. Hathway Software Developers Pvt. Ltd. UTN Cable Communications Pvt. Ltd. GTPL Hathway Pvt. Ltd. Hathway Latur MCN Cable & Datacom Pvt. Ltd. Hathway Channel 5 Cable & Datacom Pvt. Ltd. Hathway Mysore Cable Network Pvt. Ltd. Hathway Prime Cable & Datacom Pvt Ltd Hathway Mantra Cable & Datacom Pvt. Ltd. Hathway Sai Star Cable & Datacom Pvt. Ltd. Hathway Palampur Cable Network Pvt. Ltd. Hathway Cable MCN Nanded Pvt. Ltd. Net 9 Online Hathway Pvt. Ltd. Hathway Bhawani Cabletel and Datacom Ltd.

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(₹ in Crore unless otherwise stated)

		Hathway Dattatray Cable Network Pvt. Ltd.
		Hathway Kokan Crystal Cable Network Pvt. Ltd.
		Hathway SS Cable & Datacom - LLP
3	Subsidiaries of the Subsidiaries	Hathway CCN Multinet Pvt. Ltd. (f.k.a. Hathway Bhaskar CCN Multinet Pvt. Ltd.)
		Hathway CCN Entertainment (India) Pvt. Ltd. (f.k.a. Hathway Bhaskar CCN Entertainment (India) Pvt. Ltd.)
		Hathway CBN Multinet Pvt. Ltd. (f.k.a. Hathway Bhaskar CBN Multinet Pvt. Ltd.)
		Hathway Bhaskar CCN Multi Entertainment Pvt. Ltd.
		GTPL Anjali Cable Network Pvt. Ltd.
		GTPL Solanki Cable Network Pvt. Ltd.
		GTPL Zigma Vision Pvt. Ltd.
		GTPL SK Network Pvt. Ltd.
		GTPL Video Badshah Pvt. Ltd.
		GTPL Kutch Network Pvt. Ltd.
		GTPL City Channel Pvt. Ltd.
		GTPL SMC Network Pvt. Ltd.
		GTPL Surat Telelink Pvt. Ltd.
		GTPL Vidarbha Telelink Pvt. Ltd.
		GTPL Space City Pvt. Ltd.
		GTPL Vision Services Pvt. Ltd.
		GTPL Jai Mataji Pvt. Ltd.
		GTPL Narmada Cyberzone Pvt. Ltd.
		GTPL Shivshakti Network Pvt. Ltd.
		GTPL Link Network Pvt. Ltd.
		GTPL VVC Network Pvt. Ltd.
		GTPL Blue Bell Network Pvt. Ltd.
		GTPL Parshwa Cable Network Pvt. Ltd.
		GTPL Insight Channel Network Pvt. Ltd.
		GTPL Kolkata Cable & Broadband Pariseva Ltd.
		GTPL Dahod Television Network Pvt. Ltd.
		GTPL Jay Santoshima Network Pvt. Ltd.
		GTPL Sorath Telelink Pvt. Ltd.
		Gujarat Telelink East Africa Ltd.
		GTPL Shiv Network Pvt. Ltd.
		GTPL DCPL Pvt. Ltd.
		GTPL Bansidhar Telelink Pvt. Ltd.
		GTPL Sharda Cable Network Pvt. Ltd.
		GTPL Ahmedabad Cable Network Pvt. Ltd.
		DL GTPL Cabnet Pvt. Ltd.
		GTPL V & S Cable Pvt. Ltd.
		GTPL Video Vision Pvt. Ltd.
		Vaji Communication Pvt. Ltd.
		GTPL Junagadh Network Pvt. Ltd.
		GTPL Deesha Cabnet Pvt. Ltd.
		GTPL Kaizen Infonet Pvt. Ltd.
		GTPL Meghana Distribution Pvt. Ltd.

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

		GTPL Abhilash Communication Pvt. Ltd. GTPL Chelikam Networks (India) Pvt. Ltd. GTPL Vizianagar Citi Communications Pvt. Ltd. D.L. GTPL Broadband Pvt. Ltd. Hathway Bhawani NDS Network Pvt. Ltd.
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ii) Other Related parties :

1	Joint Venture	Hathway Sukhamrit Cable & Datacom Pvt. Ltd.
2	Joint Venture of Subsidiary	Hathway Universal VCN Cable Network LLP
3	Associate Company	Pan Cable Services Pvt. Ltd. Hathway VCN Cablenet Pvt. Ltd.
4	Promotor - Directors	Akshay Raheja Viren Raheja
5	Entities owned by or under significant influence of individuals having significant influence on the Company	Manali Investment and Finance Pvt. Ltd. Asianet Communications Pvt. Ltd. Sonata Information Technology Ltd. Peninsula Estates Pvt. Ltd.
6	Key Managerial Personnel	Jagdish Kumar G Pillai - Managing Director

B) Related Party Transactions

The transactions with related parties and the closing balances due to/from parties are as follows. The previous year figures are mentioned in brackets:

Transactions	Year	Subsidiary	Associate Company / Joint Ventures	Promo-tor Directors/ Other Directors	Entities own or Significant influence by individuals having Significant influence on the Company	Key Managerial Personnel and Relatives
INCOME						
Consultancy Income						
Hathway Sonali Om Crystal Cable Pvt. Ltd.	2015-16	3.39	-	-	-	-
	2014-15	(2.44)	-	-	-	-
Net 9 Online Hathway Pvt. Ltd.	2015-16	0.43	-	-	-	-
	2014-15	(0.31)	-	-	-	-
Others	2015-16	0.45	-	-	-	-
	2014-15	(0.16)	-	-	-	-
Advertisement Income						
Hathway Datacom Central Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	(0.02)	-	-	-	-
Interest - Cable Ventures						
Hathway Bhawani Cabletel & Datacom Ltd.	2015-16	0.19	-	-	-	-
	2014-15	(0.19)	-	-	-	-
Hathway Mysore Cable Network Pvt. Ltd.	2015-16	0.13	-	-	-	-
	2014-15	(0.13)	-	-	-	-
Hathway Rajesh Multichannel Pvt. Ltd.	2015-16	0.05	-	-	-	-
	2014-15	(0.06)	-	-	-	-
Hathway Datacom Central Pvt. Ltd.	2015-16	0.04	-	-	-	-
	2014-15	-	-	-	-	-
Hathway Cable MCN Nanded Pvt. Ltd.	2015-16	0.01	-	-	-	-
	2014-15	(0.01)	-	-	-	-

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

Transactions	Year	Subsidiary	Associate Company / Joint Ventures	Promo-tor Directors/ Other Directors	Entities own or Significant influence by individuals having Significant influence on the Company	Key Managerial Personnel and Relatives
Hathway Sai Star Cable and Datacom Pvt. Ltd.	2015-16	0.11	-	-	-	-
	2014-15	(0.01)	-	-	-	-
Hathway Sonali Om Crystal Cable Pvt. Ltd.	2015-16	0.01	-	-	-	-
	2014-15	-	-	-	-	-
Hathway Software Developers Pvt. Ltd.	2015-16	0.11	-	-	-	-
	2014-15	(0.11)	-	-	-	-
Others	2015-16	-	-	-	-	-
	2014-15	(0.04)	-	-	-	-
Other Operational Income						
Hathway Bhawani Cabletel & Datacom Ltd.	2015-16	-	-	-	-	-
	2014-15	(0.20)	-	-	-	-
Hathway Datacom Central Pvt. Ltd.	2015-16	0.13	-	-	-	-
	2014-15	(0.24)	-	-	-	-
Others	2015-16	-	-	-	-	-
	2014-15	(0.01)	-	-	-	-
Rental Income on Equipments						
Gujarat Telelink Pvt. Ltd.	2015-16	0.39	-	-	-	-
	2014-15	(0.32)	-	-	-	-
Hathway Bhawani Cabletel & Datacom Ltd.	2015-16	-	-	-	-	-
	2014-15	(0.04)	-	-	-	-
Hathway Sai Star Cable and Datacom Pvt. Ltd.	2015-16	0.09	-	-	-	-
	2014-15	-	-	-	-	-
Asianet Communications Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	-	-	-	(0.06)	-
Others (₹ NIL (March 31, 2015 : ₹ 30,000))	2015-16	-	-	-	-	-
	2014-15	-	-	-	(0.00)	-
Subscription Income						
Hathway Datacom Central Pvt. Ltd.	2015-16	26.79	-	-	-	-
	2014-15	(20.21)	-	-	-	-
Hathway Mantra Cable & Datcom Pvt. Ltd.	2015-16	11.69	-	-	-	-
	2014-15	(12.88)	-	-	-	-
Hathway Sonali Om Crystal Cable Pvt. Ltd.	2015-16	10.57	-	-	-	-
	2014-15	(16.11)	-	-	-	-
Hathway Krishna Cable Pvt. Ltd.	2015-16	13.70	-	-	-	-
	2014-15	(11.63)	-	-	-	-
Others	2015-16	57.30	0.30	-	-	-
	2014-15	(49.78)	-	-	-	-
EXPENSES						
Distribution Cost						
Hathway Bhawani Cabletel & Datacom Ltd.	2015-16	4.90	-	-	-	-
	2014-15	(5.13)	-	-	-	-

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

Transactions	Year	Subsidiary	Associate Company / Joint Ventures	Promo-tor Directors/ Other Directors	Entities own or Significant influence by individuals having Significant influence on the Company	Key Managerial Personnel and Relatives
Hathway Mantra Cable & Datcom Pvt. Ltd.	2015-16	4.36	-	-	-	-
	2014-15	(6.32)	-	-	-	-
Hathway MCN Pvt. Ltd.	2015-16	8.08	-	-	-	-
	2014-15	(8.13)	-	-	-	-
Hathway Sonali Om Crystal Cable Pvt. Ltd.	2015-16	8.78	-	-	-	-
	2014-15	(15.10)	-	-	-	-
Others	2015-16	8.69	-	-	-	-
	2014-15	(10.50)	-	-	-	-
Feed charges paid						
Hathway MCN Pvt. Ltd.	2015-16	2.40	-	-	-	-
	2014-15	(2.40)	-	-	-	-
Hathway Software Developers Pvt. Ltd.	2015-16	0.82	-	-	-	-
	2014-15	(0.89)	-	-	-	-
UTN Cable Communications Pvt. Ltd.	2015-16	0.88	-	-	-	-
	2014-15	(0.89)	-	-	-	-
Others	2015-16	0.34	-	-	-	-
	2014-15	(0.49)	-	-	-	-
Interest on Loan						
Hathway Broadband Pvt. Ltd.	2015-16	0.24	-	-	-	-
	2014-15	(0.07)	-	-	-	-
Rent Offices						
Manali Investment and Finance Pvt. Ltd.	2015-16	-	-	-	0.22	-
	2014-15	-	-	-	(0.22)	-
Hathway Datacom Central Pvt. Ltd.	2015-16	0.06	-	-	-	-
	2014-15	(0.02)	-	-	-	-
Peninsula Estates Pvt. Ltd.	2015-16	-	-	-	0.10	-
	2014-15	-	-	-	(0.10)	-
Viren R Raheja	2015-16	-	-	1.42	-	-
	2014-15	-	-	(1.29)	-	-
Akshay R Raheja	2015-16	-	-	1.42	-	-
	2014-15	-	-	(1.32)	-	-
Others ₹ 1,146,600 (March 31, 2015 : ₹ 2,840)	2015-16	0.11	-	-	-	-
	2014-15	(0.00)	-	-	-	-
Other Expenses						
Hathway Datacom Central Pvt. Ltd.	2015-16	0.21	-	-	-	-
	2014-15	(0.11)	-	-	-	-
Remuneration and Perquisites	2015-16	-	-	-	-	2.27
	2014-15	-	-	-	-	(1.93)
Others ₹ 355,624 (March 31, 2015 : ₹ 3,923,691)	2015-16	0.03	-	-	0.00	-
	2014-15	(0.05)	-	(0.05)	(0.29)	-
Purchase of Assets						
Sonata Information Technology Ltd.	2015-16	-	-	-	1.79	-
	2014-15	-	-	-	(1.53)	-

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

Transactions	Year	Subsidiary	Associate Company / Joint Ventures	Promo-tor Directors/ Other Directors	Entities own or Significant influence by individuals having Significant influence on the Company	Key Managerial Personnel and Relatives
Hathway Krishna Cable Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	(2.53)	-	-	-	-
Sale of Assets						
Hathway Mantra Cable & Datcom Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	(0.02)	-	-	-	-
Hathway New Concept Cable & Datacom Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	(0.03)	-	-	-	-
TRANSACTION DURING THE YEAR						
Provision against Investments made during the year						
Hathway Sonali OM Crystal Cable Pvt. Ltd.	2015-16	11.07	-	-	-	-
	2014-15	-	-	-	-	-
Hathway Media Vision Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	(5.92)	-	-	-	-
Hathway Sai Star Cable & Datacom Pvt. Ltd.	2015-16	16.68	-	-	-	-
	2014-15	-	-	-	-	-
Hathway New Concept Cable & Datacom Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	(4.03)	-	-	-	-
Hathway Sukhamrit Cable & Datacom Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	-	(2.01)	-	-	-
Others	2015-16	2.50	-	-	-	-
	2014-15	(0.24)	-	-	-	-
Provision against Advances made during the year						
Hathway Media Vision Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	(1.95)	-	-	-	-
Hathway Sukhamrit Cable & Datacom Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	-	(0.22)	-	-	-
Others	2015-16	-	-	-	-	-
	2014-15	(0.07)	-	-	-	-
Provision against Trade Receivable made during the year						
Hathway New Concept Cable & Datacom Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	(10.60)	-	-	-	-
Hathway Sukhamrit Cable & Datacom Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	-	(2.28)	-	-	-
Hathway Rajesh Multichannel Pvt. Ltd.	2015-16	2.34	-	-	-	-
	2014-15	-	-	-	-	-
Others	2015-16	-	-	-	-	-
	2014-15	(0.29)	-	-	-	-

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

Transactions	Year	Subsidiary	Associate Company / Joint Ventures	Promo-tor Directors/ Other Directors	Entities own or Significant influence by individuals having Significant influence on the Company	Key Managerial Personnel and Relatives
Provision against advances written back during the year						
Others	2015-16	-	-	-	-	-
	2014-15	(0.23)	(0.01)	-	-	-
Net Advances made during the year						
Hathway Bhawani Cabletel & Datacom Ltd.	2015-16	-	-	-	-	-
	2014-15	(3.54)	-	-	-	-
Hathway Mantra Cable & Datacom Pvt. Ltd.	2015-16	5.52	-	-	-	-
	2014-15	(3.08)	-	-	-	-
Hathway Datacom Central Pvt. Ltd.	2015-16	21.77	-	-	-	-
	2014-15	(1.79)	-	-	-	-
Hathway Sonali Om Crystal Cable Pvt. Ltd.	2015-16	14.45	-	-	-	-
	2014-15	(3.39)	-	-	-	-
Hathway Rajesh Multichannel Pvt. Ltd.	2015-16	6.71	-	-	-	-
	2014-15	(1.37)	-	-	-	-
UTN Cable Communications Pvt. Ltd.	2015-16	6.30	-	-	-	-
	2014-15	(4.51)	-	-	-	-
Others	2015-16	31.45	-	-	-	-
	2014-15	(3.92)	-	-	-	-
Net Advances Recovered During the Year						
GTPL Hathway Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	(4.57)	-	-	-	-
Hathway Software Developers Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	(2.72)	-	-	-	-
Hathway Media Vision Pvt. Ltd.	2015-16	0.31	-	-	-	-
	2014-15	(0.24)	-	-	-	-
Win Cable & Datacom Pvt. Ltd.	2015-16	0.15	-	-	-	-
	2014-15	-	-	-	-	-
Hathway Dattatray Cable Network Pvt. Ltd.	2015-16	0.60	-	-	-	-
	2014-15	-	-	-	-	-
Hathway MCN Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	(5.31)	-	-	-	-
Hathway Bhawani Cabletel & Datacom Ltd.	2015-16	3.18	-	-	-	-
	2014-15	-	-	-	-	-
Others	2015-16	0.05	-	-	-	-
	2014-15	(6.11)	(0.01)	-	-	-
Investment made during the year						
Hathway Software Developers Pvt. Ltd.	2015-16	7.55	-	-	-	-
	2014-15	-	-	-	-	-
GTPL Hathway Pvt. Ltd.	2015-16	31.44	-	-	-	-
	2014-15	-	-	-	-	-
Hathway Broadband Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	(2.50)	-	-	-	-
Hathway Datacom Central Pvt. Ltd.	2015-16	18.98	-	-	-	-
	2014-15	(12.00)	-	-	-	-

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

Transactions	Year	Subsidiary	Associate Company / Joint Ventures	Promo-tor Directors/ Other Directors	Entities own or Significant influence by individuals having Significant influence on the Company	Key Managerial Personnel and Relatives
Hathway Krishna Cable Pvt. Ltd.	2015-16	4.64	-	-	-	-
	2014-15	(2.50)	-	-	-	-
UTN Cable Communications Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	(5.12)	-	-	-	-
Others	2015-16	10.06	-	-	-	-
	2014-15	(0.11)	-	-	-	-
Unsecured Loan Taken/(Repaid) during the year						
Hathway Broadband Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	(2.40)	-	-	-	-
Security Deposit Given during the year						
Viren Raheja	2015-16	-	-	0.58	-	-
	2014-15	-	-	-	-	-
Akshay Raheja	2015-16	-	-	0.58	-	-
	2014-15	-	-	-	-	-
Closing Balances as at March 31, 2016						
Investments						
GTPL Hathway Pvt. Ltd.	2015-16	197.70	-	-	-	-
	2014-15	(166.26)	-	-	-	-
Hathway Datacom Central Pvt. Ltd.	2015-16	116.94	-	-	-	-
	2014-15	(97.96)	-	-	-	-
Hathway Sukhamrit Cable & Datacom Pvt. Ltd.	2015-16	-	4.02	-	-	-
	2014-15	-	(4.02)	-	-	-
Others	2015-16	160.80	0.10	-	-	-
	2014-15	(138.76)	(0.10)	-	-	-
Provision for Diminution in value of Investment						
Hathway Channel 5 Cable & Datacom Pvt. Ltd.	2015-16	6.28	-	-	-	-
	2014-15	(6.28)	-	-	-	-
Hathway Sai Star Cable & Datacom Pvt. Ltd.	2015-16	16.68	-	-	-	-
	2014-15	-	-	-	-	-
Hathway Media Vision Pvt. Ltd.	2015-16	5.92	-	-	-	-
	2014-15	(5.92)	-	-	-	-
Hathway Sonali Om Crystal Cable Pvt. Ltd.	2015-16	11.07	-	-	-	-
	2014-15	-	-	-	-	-
Hathway New Concept Cable & Datacom Pvt. Ltd.	2015-16	4.03	-	-	-	-
	2014-15	(4.03)	-	-	-	-
Others	2015-16	9.61	2.11	-	-	-
	2014-15	(7.33)	(2.11)	-	-	-

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

Transactions	Year	Subsidiary	Associate Company / Joint Ventures	Promo-tor Directors/ Other Directors	Entities own or Significant influence by individuals having Significant influence on the Company	Key Managerial Personnel and Relatives
Share Application Money						
GTPL Hathway Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	(5.00)	-	-	-	-
Hathway Datacom Central Pvt. Ltd.	2015-16	23.09	-	-	-	-
	2014-15	(18.98)	-	-	-	-
Hathway Krishna Cable Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	(4.50)	-	-	-	-
Hathway Mysore Cable Network Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	(7.00)	-	-	-	-
Hathway Software Developers Pvt. Ltd.	2015-16	-	-	-	-	-
	2014-15	(7.55)	-	-	-	-
Others	2015-16	0.26	-	-	-	-
	2014-15	(1.25)	-	-	-	-
Loans & advances						
GTPL Hathway Pvt. Ltd.	2015-16	10.32	-	-	-	-
	2014-15	(10.32)	-	-	-	-
Hathway Nashik Cable Network Pvt. Ltd.	2015-16	10.39	-	-	-	-
	2014-15	(10.39)	-	-	-	-
Hathway Sonali Om Crystal Cable Pvt. Ltd.	2015-16	15.53	-	-	-	-
	2014-15	(0.11)	-	-	-	-
Win Cable & Datacom Pvt. Ltd.	2015-16	20.22	-	-	-	-
	2014-15	(20.37)	-	-	-	-
Hathway VCN Cablenet Pvt. Ltd.	2015-16	-	5.50	-	-	-
	2014-15	-	(5.50)	-	-	-
Others	2015-16	57.73	0.81	-	-	-
	2014-15	(19.89)	(0.81)	-	-	-
Provision for Doubtful Advances						
Hathway Nashik Cable Network Pvt. Ltd.	2015-16	10.39	-	-	-	-
	2014-15	(10.39)	-	-	-	-
Win Cable & Datacom Pvt. Ltd.	2015-16	20.37	-	-	-	-
	2014-15	(20.37)	-	-	-	-
Hathway VCN Cablenet Pvt. Ltd.	2015-16	-	5.50	-	-	-
	2014-15	-	(5.50)	-	-	-
Others	2015-16	11.88	0.81	-	-	-
	2014-15	(11.99)	(0.81)	-	-	-
Trade Receivables						
GTPL Hathway Pvt. Ltd.	2015-16	3.25	-	-	-	-
	2014-15	(2.87)	-	-	-	-
Hathway Datacom Central Pvt. Ltd.	2015-16	14.87	-	-	-	-
	2014-15	(4.80)	-	-	-	-
Hathway Saistar Cable & Datacom Pvt. Ltd.	2015-16	11.97	-	-	-	-
	2014-15	(5.89)	-	-	-	-
Hathway Bhawani Cabletel & Datacom Ltd.	2015-16	3.69	-	-	-	-
	2014-15	(6.87)	-	-	-	-
Hathway Mantra Cable & Datacom Pvt. Ltd.	2015-16	6.71	-	-	-	-
	2014-15	(8.69)	-	-	-	-

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

Transactions	Year	Subsidiary	Associate Company / Joint Ventures	Promo-tor Directors/ Other Directors	Entities own or Significant influence by individuals having Significant influence on the Company	Key Managerial Personnel and Relatives
Hathway New Concept Cable & Datacom Pvt. Ltd.	2015-16	11.10	-	-	-	-
	2014-15	(10.60)	-	-	-	-
Hathway Sonali Om Crystal Cable Pvt. Ltd.	2015-16	5.99	-	-	-	-
	2014-15	(6.96)	-	-	-	-
Hathway Sukhamrit Cable & Datacom Pvt. Ltd.	2015-16	-	2.28	-	-	-
	2014-15	-	(2.28)	-	-	-
Others	2015-16	39.81	0.44	-	-	-
	2014-15	(22.46)	-	-	-	-
Provision for Bad & Doubtful Debt						
Channels India Network Pvt. Ltd.	2015-16	1.33	-	-	-	-
	2014-15	(1.33)	-	-	-	-
Hathway Channel 5 Cable & Datacom Pvt. Ltd.	2015-16	3.81	-	-	-	-
	2014-15	(3.81)	-	-	-	-
Hathway Rajesh Multi Channel Pvt. Ltd.	2015-16	2.35	-	-	-	-
	2014-15	-	-	-	-	-
Hathway Krishna Cable Pvt. Ltd.	2015-16	2.37	-	-	-	-
	2014-15	(2.37)	-	-	-	-
Hathway New Concept Cable & Datacom Pvt. Ltd.	2015-16	10.60	-	-	-	-
	2014-15	(10.60)	-	-	-	-
Hathway Sukhamrit Cable & Datacom Pvt. Ltd.	2015-16	-	2.28	-	-	-
	2014-15	-	(2.28)	-	-	-
Liberty Media Vision Pvt. Ltd.	2015-16	1.16	-	-	-	-
	2014-15	(1.16)	-	-	-	-
Vision India Network Pvt. Ltd.	2015-16	1.85	-	-	-	-
	2014-15	(1.85)	-	-	-	-
Others	2015-16	1.87	-	-	-	-
	2014-15	(1.87)	-	-	-	-
Trade Payables						
Hathway CCN Entertainment (India) Pvt. Ltd. (f.k.a. Hathway Bhaskar CCN Entertainment (India) Pvt. Ltd.)	2015-16	0.13	-	-	-	-
	2014-15	(0.71)	-	-	-	-
Hathway Bhaskar CCN Multi Entertainment Pvt. Ltd.	2015-16	0.70	-	-	-	-
	2014-15	(0.46)	-	-	-	-
Hathway Dattatray Cable Network Pvt. Ltd.	2015-16	0.80	-	-	-	-
	2014-15	(0.80)	-	-	-	-
Hathway SS Cable & Datacom LLP	2015-16	0.77	-	-	-	-
	2014-15	(0.24)	-	-	-	-
Hathway Ice Television Pvt. Ltd.	2015-16	0.80	-	-	-	-
	2014-15	(0.80)	-	-	-	-

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

Transactions	Year	Subsidiary	Associate Company / Joint Ventures	Promo-tor Directors/ Other Directors	Entities own or Significant influence by individuals having Significant influence on the Company	Key Managerial Personnel and Relatives
Hathway MCN Pvt. Ltd.	2015-16	0.60	-	-	-	-
	2014-15	(1.86)	-	-	-	-
Others	2015-16	0.35	-	-	-	-
	2014-15	(1.11)	-	-	-	-
Unsecured Loan						
Hathway Broadband Pvt. Ltd.	2015-16	2.40	-	-	-	-
	2014-15	(2.40)	-	-	-	-
Security Deposit Given						
Viren Raheja	2015-16	-	-	1.84	-	-
	2014-15	-	-	(1.26)	-	-
Akshay Raheja	2015-16	-	-	1.84	-	-
	2014-15	-	-	(1.26)	-	-

In Addition to aforementioned transactions, the Company has given Corporate Guarantees of ₹ 150.93 (March 31, 2015 ₹ 153.93) on behalf of GTPL Hathway Pvt. Ltd., ₹ 5.00 (March 31, 2015: ₹ 10.00) on behalf of Hathway Datacom Central Pvt. Ltd. and ₹ 3.1 (March 31, 2015: ₹ 4.05) on behalf of Hathway MCN Pvt Ltd.

Details of debits / credits which are purely in the nature of reimbursements are not included in above.

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

4.12 SUPPLEMENTARY STATUTORY INFORMATION REQUIRED TO BE GIVEN PURSUANT TO REGULATION 34 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATION, 2015

LOANS AND ADVANCES IN THE NATURE OF LOANS TO SUBSIDIARIES AND ASSOCIATES:

Name of Related Party	Year			Year		
	March 31, 2016			March 31, 2015		
	Under Control	Associate And Joint Ventures	Maximum Amount Outstanding During The Year	Under Control	Associate And Joint Ventures	Maximum Amount Outstanding During The Year
Hathway Mysore Cable Network Pvt. Ltd.	4.30	-	4.30	1.55	-	1.55
Hathway Software Developers Pvt. Ltd.	2.88	-	2.88	0.88	-	0.88
Hathway Sukhamrit Cable & Datacom Pvt. Ltd.	-	0.22	0.22	-	0.22	0.22
Hathway Media Vision Pvt. Ltd.	1.64	-	1.95	1.95	-	2.19
UTN Cable Communications Pvt. Ltd.	6.11	-	6.11	1.11	-	1.11
Hathway Ice Television Pvt. Ltd.	0.68	-	0.68	0.68	-	0.78
Hathway MCN Pvt. Ltd.	-	-	-	-	-	1.27
GTPL Hathway Pvt. Ltd.	10.32	-	10.32	10.32	-	10.32
Net 9 Online Hathway Pvt. Ltd.	0.20	-	0.20	0.20	-	0.20
Hathway Sonali Om Crystal Cable Pvt. Ltd.	15.53	-	15.53	0.11	-	0.11
Hathway Gwalior Cable & Datacom Pvt. Ltd.	0.52	-	0.52	0.52	-	0.52
Hathway Enjoy Cable Network Pvt. Ltd.	0.00	-	0.00	0.00	-	0.00
Under Control includes (₹ 43,528 (March 31, 2015 ₹ 43,528) Maximum Out Standing includes (₹ 43,528 (March 31, 2015 ; ₹ 43528)						
Hathway Latur MCN Cable & Datacom Pvt. Ltd.	0.17	-	0.17	0.17	-	0.17

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

Name of Related Party	Year			Year		
	March 31, 2016			March 31, 2015		
	Under Control	Associate And Joint Ventures	Maximum Amount Outstanding During The Year	Under Control	Associate And Joint Ventures	Maximum Amount Outstanding During The Year
Hathway Digital Saharanpur Cable & Datacom Pvt. Ltd.	1.04	-	1.04	0.30	-	0.30
Hathway JMD Farukhabad Cable Network Pvt. Ltd. Under Control includes (₹ 11,233 (March 31, 2015 ₹ 11,233) Maximum Out Standing includes (₹ 11,233 (March 31, 2015 ; ₹ 11,233)	0.00	-	0.00	0.00	-	0.00
Hathway Cable MCN Nanded Pvt. Ltd.	0.29	-	0.29	0.29	-	0.29
Hathway Dattatray Cable Network Pvt. Ltd.	0.14	-	0.74	0.74	-	0.74
Hathway Mantra Cable & Datacom Pvt. Ltd. Under Control includes (₹ 7.50 (March 31, 2015 ₹ 30,321) Maximum Out Standing includes (₹ 7.50 (March 31, 2015 ; ₹ 30,321)	7.50	-	7.50	0.00	-	0.00
Hathway Datacom Central Pvt. Ltd.	11.71	-	11.71	-	-	0.09
Hathway Prime Cable & Datacom Pvt. Ltd.	0.02	-	0.02	0.02	-	0.02
Hathway New Concept Cable & Datacom Pvt. Ltd.	0.04	-	0.04	0.04	-	0.04
Hathway Konkan Crystal Cable Network Pvt. Ltd.	0.01	-	0.01	0.01	-	0.01
Bee Network & Communications Pvt. Ltd.	0.37	-	0.37	0.37	-	0.37

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

Name of Related Party	Year			Year		
	March 31, 2016			March 31, 2015		
	Under Control	Associate And Joint Ventures	Maximum Amount Outstanding During The Year	Under Control	Associate And Joint Ventures	Maximum Amount Outstanding During The Year
Binary Technology Transfers Pvt. Ltd.	1.59	-	1.59	1.59	-	1.59
Chennai Cable Vision Network Pvt. Ltd.	1.97	-	1.97	1.97	-	1.97
Channels India Network Pvt. Ltd.	0.01	-	0.01	0.01	-	0.01
Elite Cable Network Pvt. Ltd.	0.02	-	0.02	0.02	-	0.02
Hathway C-Net Pvt. Ltd.	0.45	-	0.45	0.45	-	0.45
Hathway Internet & Satellite Pvt. Ltd.	1.59	-	1.59	1.59	-	1.59
Hathway Nashik Cable Network Pvt. Ltd.	10.39	-	10.39	10.39	-	10.41
Hathway Space Vision Cabletel Pvt. Ltd.	1.04	-	1.04	1.04	-	1.04
Hathway Universal Cabletel & Datacom Pvt. Ltd.	0.02	-	0.02	0.02	-	0.02
Ideal Cables Pvt. Ltd.	0.44	-	0.44	0.44	-	0.44
ITV Interactive Media Pvt. Ltd.	0.45	-	0.45	0.45	-	0.45
Liberty Media Vision Pvt. Ltd.	1.17	-	1.17	1.17	-	1.17
Vision India Network Pvt. Ltd.	0.22	-	0.22	0.22	-	0.22
Win Cable & Datacom Pvt. Ltd.	20.22	-	20.37	20.37	-	20.94
Hathway Rajesh Multichannel Pvt. Ltd.	8.30	-	8.30	0.33	-	0.57
Hathway Sai Star Cable & Datacom Pvt. Ltd.	1.40	-	1.40	0.20	-	0.20
Hathway Bhawani Cabletel & Datacom Ltd.	1.43	-	1.46	1.43	-	1.43
Pan Cable Services Pvt. Ltd.	-	0.59	0.59	-	0.59	0.59

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

Name of Related Party	Year			Year		
	March 31, 2016			March 31, 2015		
	Under Control	Associate And Joint Ventures	Maximum Amount Outstanding During The Year	Under Control	Associate And Joint Ventures	Maximum Amount Outstanding During The Year
Hathway VCN Cablenet Pvt. Ltd.	-	5.50	5.50	-	5.50	5.51
Hathway SS Cable & Datacom LLP (₹ 2500 (March 31, 2015 ; ₹ 2500))	0.00	-	0.00	0.00	-	0.00

4.13 The Company being engaged in the business of providing infrastructure facilities, the provision of section 186 of the Companies Act, 2013 are not applicable and accordingly, disclosure of details with respect to Investment made, Loan given, guarantee given, and security made during the Financial Year 2015-16 in terms of Section 186 (4) of the Act is not applicable.

4.14 During the year under review, the Company has not capitalized any borrowing cost in the absence of acquisition of any qualifying assets.

4.15 LEASES

(a) Finance Leases (As Lessee):

Lease rentals outstanding as at March 31, 2016 in respect of fixed assets taken on finance lease are as under:

Due	Total minimum lease payments outstanding as at March 31, 2016	Interest not due	Present value of minimum lease payments as at March 31, 2016
Not Later than 1 year	32.53	3.62	28.91
	(65.46)	(8.33)	(57.14)
Later than 1 year and not later than 5 years	22.32	1.28	21.04
	(54.85)	(4.90)	(49.95)
Later than 5 years	Nil	Nil	Nil
	(Nil)	(Nil)	(Nil)
Total	54.85	4.90	49.95
	(120.31)	(13.23)	(107.09)

Upon the expiry of the original term lessor may offer lessee to purchase all of the equipments at nominal value.

Finance Lease obligation of Long-Term Borrowing (Ref: Note No: 2.03) include ₹ 49.95 (March 31, 2015: ₹107.09) payable to lessor under finance lease arrangement.

(b) Operating Leases (As Lessee): The Company's significant leasing arrangements in terms of Accounting Standard on Leases (AS 19) are in respect of Operating Leases for Premises and Equipments. The period of these leasing arrangements, which are cancellable in nature range between eleven months to six years and are renewable by mutual consent.

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

Details of Non-Cancellable Leases are as under:

Particulars	2015-16	2014-15
Rental Expense Debited to Statement of Profit and Loss	11.07	7.61
Payable in the next one year	7.89	7.50
Payable after next one year but Before next five years	10.27	12.47
Payable after five years	-	-

Details of Cancellable Leases are as under:

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

Rental Expenses debited to the Statement of Profit and Loss ₹ 14.62 (March 31, 2015: ₹ 19.81)

Some of these lease agreements have price escalation clauses

(c) Operating Leases (As Lessor):

Particulars	2015-16	2014-15
Gross Carrying Amount of Assets capitalized as Plant & Machinery and given on operating lease	2.62	5.03
Accumulated Depreciation	0.88	1.69
Depreciation for the year	0.36	(0.27)

Details of Non Cancellable lease are as under

Particulars	2015-16	2014-15
Receivable in the next one year	0.36	0.52
Receivable after next one year but Before next five years	0.11	0.48
Receivable after five years	-	-

(d) The right to use granted to subsidiaries/local cable operators in respect of Access devices are not classified as lease transactions as the same are not for an agreed period of time

4.16 During the previous year, the enactment of the Companies Act, 2013 requires that the Company should reassess useful life of its fixed assets and provide depreciation based on such re-assessment with effect from April 1, 2014. During the previous year ended March 31, 2015, the Company had decided to provide depreciation on all fixed assets, except Set top boxes on straight line basis (SLM) as against written down value basis (WDV) based on useful life specified in Schedule II to the said Act. There is no change in the method of depreciation for Set top boxes.

This change had resulted in net surplus of ₹ NIL (March 31, 2015: ₹ 64.02) and was disclosed as Exceptional Items

Based on transitional provision provided in Note 7 (b) of the Schedule II to the Act, the charge to retained earnings in respect of assets having no useful life as on effective date, net of deferred tax is ₹ Nil (March 31, 2015: ₹ 12.56)

4.17 EARNINGS / (LOSS) PER SHARE

Particulars	2015-16	2014-15
Profit / (Loss) after tax (but including prior period adjustments)	(171.34)	(175.22)
Weighted / Adjusted No. of ordinary shares (No.'s) used as denominator for calculating Basic EPS	830,494,500	797,143,815
Weighted / Adjusted No. of ordinary shares (No.'s) used as denominator for calculating Diluted EPS	830,494,500	797,143,815
Nominal value of ordinary shares (₹) *	2	2
Basic EPS before extraordinary items (₹)	(2.06)	(2.20)
Diluted EPS before extraordinary items (₹)	(2.06)	(2.20)
Basic EPS after extraordinary items (₹)	(2.06)	(2.20)
Diluted EPS after extraordinary items (₹)	(2.06)	(2.20)

* Pursuant to the sub-division of the Equity shares of the Company during last Financial Year, each Equity share of the face value of ₹ 10/- was sub-divided into 5 Equity shares of the face value of ₹ 2/- each fully paid up w.e.f. January 07, 2015 and it ranks pari-passu in all respect with existing fully paid up Equity Shares of ₹ 10/- each.

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

In view of the loss in the current year and Previous year, potential issue of equity under conversion of the Employee Stock Option Plan is anti-dilutive and accordingly, has not been considered in calculation of diluted earnings per share.

4.18 JOINT VENTURES

The Company has the following Joint Venture arrangements in the capacity of a Venturer as on March 31, 2016 :

Particulars	Hathway Sukhamrit Cable and Datacom Pvt. Ltd.		Hathway Universal VCN Cable Network LLP	
	March 31, 2016*	March 31, 2015	March 31, 2016	March 31, 2015
Date of Incorporation	28-Jan-04	28-Jan-04	20-Mar-15	20-Mar-15
Country of Incorporation	India	India	India	India
% of shareholding	49%	49%	50.98%	0%
Assets				
Fixed assets	1.97	5.50	1.47	-
Deferred Tax Assets (Net)	0.16	-	-	-
Cash & Bank Balances	1.02	2.33	0.03	-
Trade Receivables	3.64	5.80	0.11	-
Long Term Loans & Advances	8.85	18.06	-	-
Short Term Loans & Advances	2.67	4.85	0.16	-
Other Current Assets	0.51	-	-	-
Liabilities				
Current liabilities	9.40	19.84	0.38	-
Non Current liabilities	1.47	-	-	-
Deffered Tax Liability	-	0.16	0.05	-
Particulars				
Sales	23.46	43.53	0.17	-
Other income	0.03	0.05	-	-
Total income	23.49	43.58	0.17	-
Operating and other expenses	21.35	40.59	0.22	-
Employee's remuneration and benefits	0.29	0.56	0.03	-
Financial charges	0.25	0.48	0.01	-
Depreciation/ amortization	0.72	1.47	0.13	-
Provision for Taxation	0.30	0.25	0.05	-
Total expenditure	22.91	43.35	0.44	-
Proportionate share of Contingent Liabilities and Capital Commitments	-	-	-	-
* In the absence of the signed financial statement for the period 2015-16 data for the current financial year provided based on management accounts & data for the previous year provided based on the audited financial statements.				

4.19 DEFERRAL/CAPITALIZATION OF EXCHANGE DIFFERENCES

The Company has capitalized exchange gain / (loss) arising on long-term foreign currency loan amounting to ₹ 38.37 [March 31, 2015: ₹ (8.64)] to the cost of plant and equipments. The Company has also capitalized exchange gain / (loss) amounting to ₹ (0.86) arising on long-term foreign forward contract undertaken to partially hedge the foreign current loan to the cost of plant and equipments [March 31, 2015: ₹ 11.10]

- 4.20** The Company has booked INR USD Cross Currency Swap Contracts of USD 3.50 (March 31, 2015 : USD 3.50) against the underlying INR borrowing of 215.71 (March 31, 2015 : 215.71). The actual interest earned on notional INR deposit, interest paid on notional USD borrowing and marked to market loss on USD exposure aggregating net gain / (loss) of ₹ 0.25 (March 31, 2015 : ₹ (0.35)) are included under finance cost in note number 3.08 in Notes to the financials Statement.

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

4.21 ADDITIONAL INFORMATION AS REQUIRED UNDER PARA 5 (viii) OF PART II OF SCHEDULE III TO THE COMPANIES ACT, 2013 HAS BEEN GIVEN TO THE EXTENT APPLICABLE TO THE COMPANY.

Particulars	2015-16	2014-15
A CIF Value of Imports:		
Capital Goods (Includes items of Stores, Spares and Others which may also be used for Repairs & Maintenance)	361.26	175.75
Stores, Spares and Others	27.48	7.16
B Consumption Details of Stores, Spares & Others:		
Value of Imported Stores, Spares & Others consumed during year	0.47	3.74
Percentage of total consumption	25.46%	80.87%
Value of Indigenous Stores, Spares & Others consumed during year	1.37	0.88
Percentage of total consumption	74.54%	19.13%
C Expenditure in foreign currency		
Interest	14.06	11.32
Consultancy Charges	0.13	0.05
Subscription Charges	-	0.86
Software Charges	-	0.30
Repairs and Maintenance	0.18	0.06
Foreign Travel	-	1.04
Others	0.01	0.05
D Earning in foreign currency	1.62	11.68

4.22 UNHEDGED FOREIGN CURRENCY EXPOSURE

Currency	March 31, 2016			March 31, 2015		
	Amount in Foreign Currency	Exchange Rate	Amount	Amount in Foreign Currency	Exchange Rate	Amount
Secured Loans						
USD	172,051,055	66.26	1,139.97	123,439,264	62.51	771.56
Accounts Payables						
USD	1,003,949	66.26	6.65	3,626,165	62.51	22.67
JPY	5,150,412	0.59	0.30	18,192,286	0.52	0.95
Other Firm Commitments						
USD	11,766,196	66.26	77.96	12,369,255	62.51	77.31
JPY	460,646	0.59	0.03	11,108,564	0.52	0.58
Accounts Receivables						
USD	245,000	66.26	1.62	-	62.51	-

4.23 ₹ figures are mentioned in Crores unless otherwise stated.

Particulars	2015-16		2014-15	
Utilization of Equity funds	Allotted	Utilised	Allotted	Utilised
General Corporate Purpose as per the objects stated in the respective offer letters	-	104.11	451.20	347.09
Total	-	104.11	451.20	347.09

Unutilised Balance has been invested as stated below:

Particulars	March 31, 2016	March 31, 2015 *
Mutual funds	-	89.11
Parked in Cash Credit	-	15.00
Total	-	104.11

* Unutilised amount of ₹ 104.11 of Last Financial Year have been fully utilised during FY 2015-16

NOTES TO THE FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

4.25 The details of amounts outstanding to Micro and Small Enterprises based on available information with the Company is as under

Particulars	March 31, 2016	March 31, 2015
Principal amount due and remaining unpaid	0.01	-
Interest due on above and the unpaid interest (₹ 1,519 (March 31, 2015 : ₹ Nil))	0.00	-
Interest paid	-	-
Payment made beyond the appointed day during the year	-	-
Interest due and payable for the period of delay (₹ 1,519 (March 31, 2015 : ₹ Nil))	0.00	-
Interest due and remaining unpaid (₹ 1,519 (March 31, 2015 : ₹ Nil))	0.00	-
Interest accrued and remaining unpaid (₹ 1,519 (March 31, 2015 : ₹ Nil))	0.00	-
Amount of further interest remaining due and payable in succeeding year (₹ 935 (March 31, 2015 : ₹ Nil))	0.00	-

4.26 The board of directors of the Company has approved a scheme of arrangement u/s 391–394 of the Companies Act, 1956 where by ISP Business Undertaking of the Company gets transferred and vest into one of the wholly owned subsidiary viz. Hathway Broadband Pvt. Ltd. (HBPL) as of April 1, 2015 (the Appointed Date), subject to necessary approvals including approvals of the shareholders, High Court of Bombay and the Department of Telecommunications, Government of India.

As per the scheme, the Company is required to pay consideration of ₹ 98.05 crores in cash. The parties have also agreed that, in the intervening period the Company will carry on the said business for and on behalf of HBPL. The Company has obtained the approvals from the concerned stock exchanges and is in the process of securing NOC from its secured lenders. Subsequently, the petition will be filed with the High Court. Pending approval, no effect of the scheme has been given in the financial statements

4.27 Pursuant to introduction of Digital Addressable System (DAS), in terms of TRAI Regulations the Company is required to inter alia enter into inter connect agreements with local cable operators in notified cities. However, due to market conditions, the Company is facing some resistance from Local Cable Operators. Pending execution of documentations, income recognized is based on various underlying factors including rate charged by other MSO's, ongoing negotiations with cable operators etc. The management has reviewed the outstanding receivables and is confident that it is stated at realizable amount.

4.28 The Company has its presence in various cities, which form part of phase III of DAS rollout in terms of TRAI regulations. DAS rollout is sub-judice in certain cities. Preparatory to DAS rollout dates in each of these markets, the Company had established required infrastructure. The monetization of these investments is subject to successful DAS rolled out.

4.29 Mr. Jagdish Kumar G Pillai was reappointed as MD and CEO of the Company w.e.f. December 21, 2015 for a further period of 2 years. As required under Part II of Schedule V to the Companies Act, 2013, the Company has applied to the Central Government for approval of remuneration payable to him for the entire period of his reappointment on March 3, 2016. Post application, central government had sought some additional information, which have been already provided. The approval is awaited.

4.30 The Board of Directors of the Company has decided in its meeting held on May 26, 2016 to amalgamate certain wholly owned subsidiaries of the Company with effect from April 1, 2015 and are in the process of appointing lawyers and valuers to carry out necessary preparatory work. Such amalgamation would be in terms of provisions of section 391–394 of the Companies Act, 1956 and subject to requisite approvals. Pending finalization and approvals of the Scheme, no effect have been given of this proposed amalgamations in the financial results.

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

As per our report of even date

For G. M. Kapadia & Co.

Chartered Accountants

Firm's Registration No : 104767W

VIREN THAKKAR

Partner

Membership No : 49417

Mumbai

Dated : May 26, 2016

VINEET GARG
Chief Financial Officer

AJAY SINGH
FCS - 5189
Head-Legal, Company Secretary
and Chief Compliance Officer

**For and on behalf of the Board of Directors of
Hathway Cable and Datacom Limited**

JAGDISH KUMAR G PILLAI
DIN : 00036481
Managing Director & C.E.O

VINAYAK AGGARWAL
DIN : 00007280
Director
Mumbai
Dated : May 26, 2016

CONSOLIDATED FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF HATHWAY CABLE & DATACOM LIMITED

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **HATHWAY CABLE & DATACOM LIMITED** (hereinafter referred to as "the Holding Company") its subsidiaries, (the Holding Company and its subsidiaries together referred to as "the Group"), its associates and its jointly controlled entities (as defined in the Companies (Accounting Standards) Rules, 2006), comprising of the Consolidated Balance Sheet as at March 31, 2016, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its associates and jointly controlled entities in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Governing bodies of the entities included in the Group and of its associates and jointly controlled entities are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and of its associates and jointly controlled entities and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act,

the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 Group, its associates and jointly controlled entities as at March 31, 2016, and their consolidated loss and their consolidated cash flows for the year ended on that date.

Emphasis of Matter

We draw attention to:

- a) Note no. 4.02A(i) to consolidated financial statements regarding exclusion of step down joint venture by the management from consolidation on account of outstanding disputes;

- b) Note no. 4.02A(iii), 4.02A(iv) and 4.02A(v) to consolidated financial statements regarding exclusion of certain joint ventures and subsidiaries of GTPL Hathway Private Limited from consolidation by GTPL Hathway Private Limited as criteria of joint control/control could not be fulfilled. The consolidated financial statements of GTPL Hathway Private Limited is audited by other auditors and our observations to the extent it relates to GTPL Hathway Private Limited's consolidated financial statements, are solely based on such audited consolidated financial statements of GTPL Hathway Private Limited furnished to us;
- c) As stated in Note no. 4.02B to the consolidated financial statements in view of non-availability of audited financial statements of four subsidiaries and one jointly controlled entity, the consolidated financial statements have been prepared considering the provisional management accounts of such entities. Management accounts of such entities reflect total assets of ₹ 145.79 crores as on March 31, 2016 and total revenues of ₹ 81.06 crores and net cash outflows amounting to ₹ 2.42 crores for the year ended on that date, as considered in the consolidated financial statements. Amounts and disclosures included in respect of these entities, is solely based on the unaudited information provided by the management of the Company;
- d) Note no. 4.20 to the consolidated financial statements relating to manner and basis of recognition of subscription income in respect of Cable Television business; and
- e) Attention is invited to Note no. 4.26 regarding excess remuneration paid during the year to Managing Director. The Company's application with the Central Government seeking regularisation of excess remuneration paid is pending;

Our opinion is not qualified in respect of these matters.

Other Matters

- a) We did not audit financial statements / consolidated financial statements of thirty one subsidiaries, whose financial statements / consolidated financial statements reflect total assets of ₹ 1,574.65 crores as on March 31, 2016 and total revenues of ₹ 945.57 crores and net cash inflows amounting to ₹ 23.31 crores for the year ended on that date, as considered in the preparation of the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of Section 143(3) of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of other auditors.
 - b) Apart from above, as stated in Note no. 4.02B of the consolidated financial statements and para (c) of the Emphasis of the Matter paragraph above, we did not audit the financial statements of four subsidiaries and one jointly controlled entity, whose financial statements reflect total assets of ₹ 145.79 crores as at March 31, 2016 and total revenues of ₹ 81.06 crores and net cash outflows amounting to ₹ 2.42 crores for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit/loss of ₹ Nil for the year ended March 31, 2016, as considered in the consolidated financial statements, in respect of an associate, whose financial have not been audited by us. These financial statements are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, a jointly controlled entity and an associate, and our report in terms of Section 143(3) of the Act, in so far as it relates to the aforesaid subsidiaries, jointly controlled entities and associate, is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the Group.
- Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, we report to the extent applicable, 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 of the aforesaid consolidated financial statements;
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated

Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account, working and records maintained for the purpose of preparation of the consolidated financial statements;

- (d) In our opinion the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2016 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiaries, associate companies and jointly controlled entities incorporated in India, none of the directors of the Group companies, its associate companies and jointly controlled entities incorporated in India is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164(2) of the Act;
- (f) With respect to the adequacy of the internal financial control over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in "Annexure A", which is based on the auditor's reports of the Holding Company, subsidiary companies, associate company and a jointly controlled entity incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Holding company's/subsidiary companies/ associate company/ jointly controlled entity incorporated in India, internal financial controls over financial reporting; and

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

- i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associates and jointly controlled entities - Refer Note 4.10 to the consolidated financial statements;
- ii. Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts - Refer Note 4.23 to the consolidated financial statements in respect of such items; and
- iii. There were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies, associate companies and jointly controlled entities incorporated in India.

For **G. M. Kapadia & Co.**
Chartered Accountants
Firm Registration No.104767W

Viren Thakkar
Partner

Place : Mumbai
Dated: May 26, 2016

Membership No. 49417

“ANNEXURE A” TO THE AUDITOR’S REPORT

Referred to in Paragraph (f) under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date to the financial statements of the Company for the year ended March 31, 2016

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2016, we have audited the internal financial controls over financial reporting of Hathway Cable & Datacom Limited (hereinafter referred to as “the Holding Company”) and its subsidiary companies, its associate companies and jointly controlled entities, which are companies incorporated in India, as of that date.

Management’s Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding company, its subsidiary companies, its associate companies and a jointly controlled company, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls 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”) issued by the ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, 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 judgement, 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 and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Holding Company, its subsidiary companies, its associate companies and a jointly controlled company, which are companies incorporated in India, have, 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 March 31, 2016 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial

controls over financial reporting insofar as it relates to thirty one subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For **G. M. Kapadia & Co.**
Chartered Accountants
Firm Registration No.104767W

Place : Mumbai
Dated: May 26, 2016

Viren Thakkar
Partner
Membership No. 49417

CONSOLIDATED BALANCE SHEET

AS AT MARCH 31, 2016

(₹ in Crore unless otherwise stated)

	Notes	As at March 31, 2016	As at March 31, 2015
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2.01	166.10	166.10
Reserves and Surplus	2.02	880.80	1,044.32
Minority Interest		302.89	241.93
Non-Current Liabilities			
Long-Term Borrowings	2.03	1,233.19	839.30
Deferred Tax Liability	2.04	41.30	30.26
Other Long-Term Liabilities	2.05	18.05	15.44
Trade Payables	2.08	0.40	0.21
Long-Term Provisions	2.06	24.36	9.80
Current Liabilities			
Short-Term Borrowings	2.07	298.58	173.64
Trade Payables	2.08		
Total outstanding dues of Micro enterprises and Small enterprises		0.01	-
Total outstanding dues of creditors other than Micro enterprises and Small enterprises		389.58	348.78
Other Current Liabilities	2.08	1,051.42	810.72
Short-Term Provisions	2.06	12.67	10.35
		4,419.35	3,690.85
ASSETS			
Non-Current Assets			
Fixed Assets			
Tangible Assets	2.09	2,180.62	1,777.28
Intangible Assets	2.10	235.04	259.34
Capital Work In Progress	2.09	338.90	167.51
Goodwill on Consolidation	4.05	255.11	236.02
Non-Current Investments	2.11	9.06	14.88
Deferred Tax Assets	2.12	6.42	5.87
Trade Receivables	2.13	3.78	4.44
Long-Term Loans and Advances	2.14	234.32	151.66
Other Non-Current Assets	2.15	34.49	65.00
Current Assets			
Current Investments	2.16	0.09	89.14
Inventories	2.17	18.52	7.89
Trade Receivables	2.13	648.74	566.80
Cash and Bank Balances	2.18	136.03	105.62
Short-Term Loans & Advances	2.14	304.22	200.66
Other Current Assets	2.15	14.02	38.74
		4,419.35	3,690.85
Summary of Significant Accounting Policies	1.00		
Refer accompanying notes. These notes are integral part of the financial statements.			

As per our report of even date

For G. M. Kapadia & Co.

Chartered Accountants

Firm's Registration No : 104767W

VIREN THAKKAR

Partner

Membership No : 49417

Mumbai

Dated : May 26, 2016

**For and on behalf of the Board of Directors of
Hathway Cable and Datacom Limited**

VINEET GARG

Chief Financial Officer

JAGDISH KUMAR G PILLAI

DIN : 00036481

Managing Director & C.E.O

AJAY SINGH

FCS - 5189

Head-Legal, Company Secretary
and Chief Compliance Officer

VINAYAK AGGARWAL

DIN : 00007280

Director

Mumbai

Dated : May 26, 2016

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED MARCH 31, 2016

(₹ in Crore unless otherwise stated)

	Notes	Year Ended March 31, 2016	Year Ended March 31, 2015
INCOME			
Revenue From Operations	3.01	2,081.62	1,831.60
Other Income	3.02	23.51	27.14
		2,105.13	1,858.74
EXPENDITURE			
Purchase of Stock-In-Trade	3.03	2.46	0.77
Changes in Stock-In-Trade (March 31, 2015: ₹ 76,666)	3.04	(0.35)	0.00
Operational Expenses	3.05	1,125.81	1,086.86
Employee Benefits Expense	3.06	181.36	152.24
Other Expenses	3.07	383.66	331.80
		1,692.94	1,571.67
Earnings before Finance cost, Depreciation, Amortization and Tax		412.19	287.07
Depreciation and Amortization	3.08	373.20	323.83
Impairment of Tangible / Intangible Assets		6.42	4.10
Goodwill on Consolidation Written Off		-	3.77
Finance Cost	3.09	137.49	153.50
Profit / (Loss) before Prior Period Items, Exceptional items and Tax		(104.92)	(198.13)
Prior Period Expenses (Net)	4.07	1.70	(0.92)
Exceptional Items	3.10	3.75	(50.65)
Net Profit / (Loss) before Tax		(110.37)	(146.56)
Tax Expense:			
Current Tax		35.72	22.06
MAT Credit		(1.08)	(0.06)
Deferred Tax		9.79	5.04
(Excess)/Short provision for taxation for earlier years		(1.99)	0.93
Net Profit / (Loss) for the Year		(152.81)	(174.54)
Amount transferred on change in stake in Subsidiaries/ Joint Ventures		18.40	7.62
Minority Interest		(29.84)	(13.94)
Profit/ (Loss) Share of Associates		1.12	0.40
Net Profit / (Loss) for the Year		(163.13)	(180.46)
Earnings per equity share (face value of share ₹ 2 each)	4.16		
Weighted Average Number of Shares - Basic		830,494,500	797,143,815
Earning / (Loss) Per Share (In ₹) - Basic		(1.96)	(2.26)
Weighted Average Number of Shares - Diluted		830,494,500	797,143,815
Earning / (Loss) Per Share (In ₹) - Diluted		(1.96)	(2.26)
Summary of Significant Accounting Policies	1.00		
Refer accompanying notes. These notes are integral part of the financial statements.			

As per our report of even date

For G. M. Kapadia & Co.

Chartered Accountants

Firm's Registration No : 104767W

VIREN THAKKAR

Partner

Membership No : 49417

Mumbai

Dated : May 26, 2016

VINEET GARG
Chief Financial Officer

AJAY SINGH
FCS - 5189
Head-Legal, Company Secretary
and Chief Compliance Officer

**For and on behalf of the Board of Directors of
Hathway Cable and Datacom Limited**

JAGDISH KUMAR G PILLAI
DIN : 00036481
Managing Director & C.E.O

VINAYAK AGGARWAL
DIN : 00007280
Director
Mumbai
Dated : May 26, 2016

CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR ENDED MARCH 31, 2016

(₹ in Crore unless otherwise stated)

Particulars		Year Ended March 31, 2016	Year Ended March 31, 2015
1. CASH FLOW FROM OPERATING ACTIVITIES:			
NET PROFIT / (LOSS) BEFORE TAX		(120.69)	(152.48)
A Adjustment For :			
1. Non Cash Charges			
Depreciation / Amortisation / Impairment	379.62	327.93	
Goodwill on consolidation written off	-	3.77	
Provision for Bad & Doubtful Debts	57.22	61.17	
Bad Debts (Net)	19.27	19.52	
Provision for Bad & Doubtful Advances	2.22	1.66	
Amount no longer payable written back	(1.29)	(0.74)	
Share of (Profit) / Loss in Partnership firms / associates	(1.12)	(0.40)	
Share of Loss from Body Corporate	0.05	1.82	
Provision / (Excess Provision Reversed) for leave encashment and gratuity	4.17	0.76	
Preliminary Exp. Written off	0.01	0.08	
Unrealised Foreign Exchange Loss / (Gain)	(0.12)	(0.03)	
Sundry Advances Written off	0.06	0.24	
Provision for diminution in value of Investments	-	-	
Employee Compensation Expense	(0.06)	(0.70)	
Amount transferred on change in stake in Subsidiaries/ Joint Ventures	(18.40)	(7.62)	
Minority Interest	29.84	13.94	
Exceptional Items			
- Depreciation reversal on account of change in method from WDV to SLM and change in estimate of life as per Schedule II of Companies Act, 2013	-	(83.82)	
- Marked down in value of Certain Assets towards abnormal wear and tear	-	29.69	
- Provision for Entertainment Tax of earlier years	-	3.07	
- Provision for Impairment of Tangible Assets	-	0.41	
2. Item Considered Separately			
(Profit) / loss on sale of Fixed Assets	3.30	3.00	
(Profit) / loss on sale of Investments	(5.98)	(7.24)	
Interest and Finance Charges	97.48	128.62	
Foreign Exchange difference to the extent considered as an adjustment to finance cost	5.92	2.34	
Mark to Market Losses on Derivatives (Net)	13.51	5.27	
Income from Investments	(5.13)	(8.90)	
	580.56	493.84	
Operating Cash Flow Before Working Capital	459.87	341.36	
B Change In Working Capital			
(Increase) / Decrease in Inventories	(10.63)	(4.45)	
(Increase) / Decrease in Trade Receivables	(157.76)	(105.01)	
(Increase) / Decrease in Loans & Advance & Other Assets	(91.31)	(24.28)	
Increase / (Decrease) in Minority Interest, Liabilities & Provisions	183.38	66.86	
	(76.32)	(66.88)	
Cash Generated from Operations	383.55	274.48	
Taxes Paid (Net)	(42.54)	(48.19)	
Net Cash Generated By Operating Activities	341.01	226.29	

CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR ENDED MARCH 31, 2016 (Contd.)

(₹ in Crore unless otherwise stated)

Particulars		Year Ended March 31, 2016	Year Ended March 31, 2015
2. CASH FLOW FROM INVESTING ACTIVITIES:			
	Income from Investments	8.53	7.54
	Share Application money given	(8.46)	(5.00)
	Sale Proceeds of Fixed assets	0.94	3.68
	Loans & Advances (Net)	-	(7.24)
	Payment for Fixed Assets (Net)	(1,103.04)	(440.84)
	Purchase of Other Investments	(432.04)	(950.82)
	Sale Proceeds of Other Investment	552.41	870.37
	Net cash Realised from Investing Activities	(981.66)	(522.30)
3. CASH FLOW FROM FINANCING ACTIVITIES			
	Interest and Finance Charges	(94.58)	(127.91)
	Issue of Share Capital (Including Premium)	-	451.20
	Share Issue Expenses	-	(4.62)
	Proceeds from Long Term Borrowings (Net)	614.34	(28.86)
	Short Term Borrowings (Net)	124.94	66.37
	Net cash Realised from Financing Activities	644.70	356.17
	Net Increase in Cash and Cash Equivalent	4.05	60.15
	Cash & Cash Equivalents (Net of Book Overdraft) at the Beginning of Year	91.45	31.28
	Cash & Cash Equivalents (Net of Book Overdraft) at the end of year	95.50	91.45
	Components of cash and cash equivalents		
	Balances with banks:		
	In Current Accounts	76.37	57.78
	Credit balance in Bank Accounts	-	-
	Fixed Deposits with Original Maturity of Less Than 3 Months	0.45	0.54
	Cheques on hand	5.09	18.88
	Cash in hand	13.59	14.25
	Mutual Fund with Original Maturity of Less Than 3 Months	-	-
	Total of cash and cash equivalents	95.50	91.45

Note:

- Above Statement has been prepared by using Indirect Method as per AS - 3 on Cash Flow Statements.
- Figures have been regrouped/ rearranged wherever necessary.

As per our report of even date

For G. M. Kapadia & Co.

Chartered Accountants

Firm's Registration No : 104767W

VIREN THAKKAR

Partner

Membership No : 49417

Mumbai

Dated : May 26, 2016

VINEET GARG
Chief Financial Officer

AJAY SINGH
FCS - 5189
Head-Legal, Company Secretary
and Chief Compliance Officer

**For and on behalf of the Board of Directors of
Hathway Cable and Datacom Limited**

JAGDISH KUMAR G PILLAI
DIN : 00036481
Managing Director & C.E.O

VINAYAK AGGARWAL
DIN : 00007280
Director

Mumbai
Dated : May 26, 2016

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS TO CONSOLIDATED FINANCIAL STATEMENTS

These Significant Accounting policies and notes to accounts form part of the Consolidated Financial Statements for the year ended March 31, 2016. The consolidated financial statement comprises of Hathway Cable and Datacom Limited (hereinafter referred to as “the Holding Company”) and its subsidiaries (the Holding Company and its subsidiaries together referred to as “the Group”), its associates and jointly controlled entities (as defined in the Companies (Accounting Standards) Rules, 2006).

COMPANY OVERVIEW

Hathway Cable and Datacom Limited is a Public Company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company is Multi System Operator (MSO) and engaged in distribution of television channels through analog and digital cable distribution network and internet services through cable. Its equity shares are listed on National Stock Exchange of India Limited (NSE) & Bombay Stock Exchange Limited (BSE) in India.

1.00 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

1.01 BASIS OF PREPARATION

The consolidated financial statements are consistently prepared and presented under historical cost convention on an accrual basis in accordance with the generally accepted accounting principles in India (Indian GAAP). The Company has prepared the financial statements to comply in all material aspects with the accounting standards notified under section 133 of the Companies Act, 2013 (the Act), read together with rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Act. In accordance with first proviso to section 129(1) of the Act and clause 6 of the General Instructions given in Schedule III to the Act, the terms used in these financial statements are in accordance with the Accounting Standards as referred to herein.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Act. Based on the nature of operations, the Company has ascertained its operating cycle as 12 months for the purpose of current - non-current classification of assets and liabilities.

The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

1.02 PRINCIPLES OF CONSOLIDATION

The consolidated financial statements are prepared in accordance with Accounting Standard 21 – “Consolidated Financial Statements”, Accounting Standard 23 – “Accounting for Investments in Associates in Consolidated Financial Statements” and Accounting Standard 27 – “Financial Reporting of Interests in Joint Ventures” as notified by the Companies (Accounting Standard) Rules, 2006.

The excess of the cost to the Company of its investment, over the Company's portion of net assets at the time of acquisition of shares is recognized in the financial statements as Goodwill. The excess of Company's portion of net assets over the cost of investment therein is treated as Capital Reserve.

The consolidated financial statements are prepared using uniform accounting policies for like transactions and events in similar circumstances and necessary adjustments required for deviations, if any to the extent possible, are made in the consolidated financial statements and are presented in the same manner as the Company's standalone financial statements. The figures pertaining to the Subsidiary Companies have been recast/ reclassified wherever necessary to bring them in line with the parent Company's financial statements.

The financial statements of the subsidiaries, joint ventures and associates used in the consolidation are drawn up to the same reporting date as that of the Company.

The Notes and Significant accounting policies to the Consolidated Financial Statements are intended to serve as a means of informative disclosure and a guide to better understanding of the consolidated position of the Group. In this respect, the Company has disclosed such notes and policies which fairly present the needed disclosures, and such other notes and statutory information disclosed in the financial statements of the parent and the subsidiary companies which are not having any effect on the true and fair view of the Consolidated Financial Statements are excluded.

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS TO CONSOLIDATED FINANCIAL STATEMENTS

(a) Subsidiaries

The financial statements of the Company and its subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions. The unrealized profits or losses resulting from the intra-group transactions have been eliminated and unrealised losses resulting from the intra-group transactions have also been eliminated unless cost cannot be recovered.

Share of minority interest in the net profit of the consolidated subsidiaries is identified and adjusted against the profit after tax to arrive at the net income attributable to shareholders. Share of minority interest in losses of the consolidated subsidiaries, if exceeds the minority interest in the equity, the excess and further losses applicable to the minority, are adjusted against the Group's interest. Share of minority interest in net assets of consolidated subsidiaries is presented in the consolidated balance sheet separately from liabilities and the equity of the company's shareholders.

(b) Associates

Investments in entities in which the Company directly or indirectly through subsidiaries has significant influence but does not have a controlling interest, are accounted for using equity method i.e. the investment is initially recorded at cost. The carrying amount of the investment is adjusted thereafter for the post acquisition change in the Group's share of net assets of the associates. The consolidated statement of profit & loss includes the Group's share of the results of the operations of the associate.

(c) Joint ventures

Interests in joint ventures have been accounted by using the proportionate consolidation method as per Accounting Standard 27 - Financial Reporting of Interests in Joint Ventures as notified by the Rules. The consolidated financial statements are presented, to the extent possible, in the same format as that adopted by the Company for its independent financial statements.

1.03 USE OF ESTIMATES

The preparation of financial statements in conformity with Indian Generally Accepted Accounting Principles (GAAP) requires management to make judgements, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities and disclosures relating to contingent liabilities as at the date of financial statements and reported amounts of revenues and expenses during the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, actual results could differ from these estimates. Differences on account of revision of estimates, actual results and existing estimates are recognised in periods in which the results are known/ materialised in accordance with the requirements of the respective accounting standard, as may be applicable.

1.04 FIXED ASSETS

a) Tangible Assets

- (i) The fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises of purchase price, non refundable taxes and all expenses incurred in bringing the assets to its present location and condition for its intended use and includes installation and commissioning expenses. Such indirect expenditure incurred during the pre-commencement period is allocated proportionately over the cost of the relevant assets.
- (ii) Set Top Boxes (STBs) and Internet Access devices on hand at the year-end are included in Capital Work in Progress. On installation, such devices are capitalized or treated as sale, as the case may be.
- (iii) Gains or losses arising on de-recognition of fixed assets being the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is de-recognized.

b) Intangible Assets

- (i) Intangible assets comprises of Cable Television Franchise, Movie & Serial Rights, Bandwidth Rights, Goodwill and Softwares. Cable Television Franchisee represents purchase consideration of a network that mainly attributable to acquisition of subscribers and other rights, permission etc. attached to a network.

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS TO CONSOLIDATED FINANCIAL STATEMENTS

- (ii) Intangible assets are recognized only if they are separately identifiable and the Company expects to receive future economic benefits arising out of them. Such assets are stated at cost less accumulated amortization and impairment losses.
 - (iii) The amortization period and the amortization method are reviewed at least at each financial year-end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. If there has been a significant change in the expected pattern of economic benefits from the asset, the amortization method is changed to reflect the changed pattern.
- c) Fixed Asset not in active use and held for sale is classified under "Other Non Current Assets" and are recognised at the lower of their carrying amount or market value less cost to sell.

1.05 DEPRECIATION / AMORTISATION

- a) Depreciation is the systematic allocation of the depreciable amount of an asset over its useful life and is provided on a straight-line basis over the useful life as prescribed in Schedule II to the Act, unless otherwise specified.
- b) Depreciable amount for assets is the cost of an asset less its estimated residual value.
- c) In case of additions or deletions during the year, depreciation is computed from the month in which such assets are put to use and up to previous month of sale, disposal or held for sale as the case may be. In case of impairment, depreciation is provided on the revised carrying amount over its remaining useful life.
- d) The cost of STBs and Internet Access devices at customers location are depreciated on straight-line method over a period of eight years .
- e) Useful life of assets individually costing less than ₹ 5,000/- is considered as one year.
- f) The intangible assets are amortized on a straight line basis over their expected useful lives as follows:
 - (i) Cable Television Franchise is amortized over a period of twenty years.
 - (ii) Non Compete Fees classified as Goodwill is amortized over the non-compete period stated in the underlying agreements and in absence of the same, over ten years.
 - (iii) Goodwill arising on transfer of business of subsidiaries is fully amortized in the same year.
 - (iv) Goodwill other than mentioned above is amortized over the specific tenor of the relevant agreement and in absence of such tenor, over ten years.
 - (v) Softwares are amortized over the license period and in absence of such tenor, over five years.
 - (vi) Movie & Serial Rights are amortized on exploitation over the balance license period in equal installments.
 - (vii) Bandwidth Rights are amortized over the period of the underlying agreements.

1.06 INVESTMENTS

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

a) Long-Term Investments

Long-term investments in shares are stated at cost. Provision for diminution in value of long- term investments is made if such diminution is considered other than temporary.

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS TO CONSOLIDATED FINANCIAL STATEMENTS

b) Current Investments

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Other current investments are recorded at lower of cost and fair value.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of Profit and Loss.

1.07 INVENTORIES

Inventories are valued as follows:

Spares and maintenance items are valued at lower of cost (net of taxes recoverable) on first in first out basis and net realizable value.

Stock-in-trade comprising of access devices are valued at cost on weighted average method or at net realizable value, whichever is lower.

1.08 BORROWING COSTS

Borrowing Costs that are attributable to the acquisition, construction or production of qualifying assets are capitalized as part of such assets. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other Borrowing costs are recognized as an expense in the period in which they are incurred.

1.09 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

- a) A Provision is recognized when the Company has a present obligation as a result of past event and it is probable that an outflow of resources would be required to settle the obligation, and in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on management's estimate for the amount required to settle the obligation at the balance sheet date. Provisions are reviewed on each balance sheet date and are adjusted to effect the current best estimation.
- b) Contingent liabilities are disclosed separately by way of note to financial statements after careful evaluation by the management of the facts and legal aspects of the matter involved in case of:
 - (i) a present obligation arising from the past event, when it is not probable that an outflow of resources will be required to settle the obligation.
 - (ii) a possible obligation, unless the probability of outflow of resources is remote.
- c) Contingent Assets are neither recognized nor disclosed.

1.10 EMPLOYEE BENEFITS

- a) Short-term employee benefits are recognized as an expense at the undiscounted amount in the statement of profit & loss of the year in which the related service is rendered.
- b) Post employment and other long term employee benefits viz., gratuity, leave encashment, etc., are covered under Defined Benefit Plan. The cost of providing benefits are recognized as an expense in the statement of profit and loss for the year in which the employee has rendered services. The amount of expense is determined on the basis of actuarial valuation at each year-end by Projected Unit Credit Method. Actuarial gains and losses in respect of post employment and other long term benefits are charged to the statement of profit and loss in the period in which they occur. The Company presents the entire liability pertaining to leave encashment as a short term provision in the balance sheet, since it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

1.11 EMPLOYEE STOCK OPTION SCHEME

Stock options granted to the employees under the stock options schemes are accounted as per the accounting treatment prescribed by the guidance note on Employee share based payments issued by the Institute of Chartered Accountants of India and SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999. The excess of fair price on the date of grant over the exercise price is recognized uniformly over vesting period of the option.

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS TO CONSOLIDATED FINANCIAL STATEMENTS

1.12 ACCOUNTING FOR LEASES

The transactions where the Company conveys or receives right to use an asset for an agreed period of time for a payment or series of payments are considered as Lease.

a) As Lessee – Operating Lease

Lease rentals in respect of assets taken on 'Operating Lease' are charged to Statement of Profit and Loss over the lease term on systematic basis, which is more representative of the time pattern of the Company's benefit.

b) As Lessor – Operating Lease

Assets subject to Operating Leases are included in Fixed Assets. Lease income is recognized in the Statement of Profit and Loss over the lease term on systematic basis which is more representative of the time pattern of the Company's benefit. Costs, including depreciation are recognized as an expense in the Statement of Profit & Loss.

c) As Lessee – Finance Lease

Finance Leases, which effectively transfer to the lessee substantially all the risks and benefits incidental to ownership of the leased item, are capitalized at the lower of the fair value and present value of the minimum lease payments at the inception of the lease term and disclosed as leased assets and depreciated as per the applicable policy.

Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. The finance charge is allocated over the lease term so as to produce a constant periodic rate of interest on the remaining balance of liability. Initial direct cost of lease is capitalized.

1.13 REVENUE RECOGNITION

Revenue is recognized on accrual basis to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

INCOME FROM SERVICES

- a) Subscription income includes subscription from Subscribers / Cable Operators relating to cable TV, Internet, activation of devices and from broadcasters relating to the placement of channels. Revenue from Operations is recognized on accrual basis based on underlying subscription plan or agreements with the concerned subscribers / parties.
- b) Revenue from prepaid Internet Service plans, which are active at the year-end, is recognized on time proportion basis. In other cases of prepaid Internet Service plans, entire revenue is recognized in the period of sale.
- c) Subscription Income from Cable TV Operators, is accrued monthly based on number of connections declared by the said operators to the Company. In cases where revision of number of connections and / or rate is under negotiations at the time of recognition of revenue, the Company recognizes revenue as per invoice raised. Adjustments for the year, if any, arising on settlement is adjusted against the Revenue. Other cases are reviewed by the management periodically and provision for doubtful debts is made wherever ultimate realization is considered uncertain.
- d) Advertisement revenue is accrued on the release of the advertisements for public viewing. Marketing support fees is recognized based on underlying terms of agreement and proportionately with the degree of completion of services under such agreement.
- e) The company collects service tax on behalf of the government and, therefore, it is not an economic benefit flowing to the company. Hence, it is excluded from revenue.

SALE OF GOODS

Revenue from sale of Access Devices is recognized when all significant risks and rewards of ownership of the goods have been passed to the buyer, usually on delivery of the devices. The Company collects value added taxes (VAT) on behalf of the Government and, therefore, these are not economic benefits flowing to the Company and hence not included in revenue.

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS TO CONSOLIDATED FINANCIAL STATEMENTS

OTHER OPERATING INCOME

Other Operating Income comprises of fees for rendering management, technical and consultancy services. Income from such services is recognized upon achieving milestones as per the terms of underlying agreements.

INTEREST INCOME

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "Other Income" in the statement of Profit and Loss.

1.14 TAXATION

- a) Provision for Current Tax is made on the basis of taxable profits computed for the current accounting year in accordance with the Income Tax Act, 1961.
- b) Deferred Tax is calculated at the tax rates and laws that have been enacted or substantively enacted as of the Balance Sheet date and is recognized on timing difference that originate in one period and are capable of reversal in one or more subsequent periods. Deferred Tax assets are recognized on carry forward of unabsorbed depreciation and tax losses, only if, there is virtual certainty that such deferred tax assets can be realized against future taxable income. Other deferred tax assets are recognized only to the extent that there is a reasonable certainty of realization in future.

1.15 FOREIGN CURRENCY TRANSACTIONS

- a) Foreign currency transactions are recorded at the exchange rate prevailing at the date of transactions. Exchange difference arising on settlement of transactions is recognized as income or expense in the year in which they arise except for transactions covered under (c) below.
- b) Monetary assets and liabilities related to foreign currency transactions remaining unsettled at the end of the year are restated at the year-end rate and difference in translations and realized gains / (losses) on foreign currency transactions are recognized in the statement of profit & loss except for transactions covered under (c) below.
- c) The exchange difference in respect of long-term monetary items arising in respect of accounting period commencing on or after 07th December, 2006 to the extent they relate to the acquisition of depreciable capital assets are added to or deducted from the cost of the assets and are depreciated over the balance life of the assets.
- d) The premium or discount arising at the inception of forward exchange contracts is amortized as expense or income over the life of the contract. Exchange differences on such contracts are recognized in the statement of profit and loss in the year in which the exchange rates change. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognized as income or as expense for the year.
- e) Synthetic Swap:
Outstanding forward / future contracts against firm commitments and derivative contracts, other than stated above, are marked to market and the resulting loss, if any, is charged to the Statement of Profit & Loss. Gain, if any, on such marked to market is not recognized unless it is reversal of loss recognized earlier.

1.16 EARNINGS PER SHARE (EPS)

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS TO CONSOLIDATED FINANCIAL STATEMENTS

1.17 IMPAIRMENT

The Company assesses at each balance sheet whether there is any indication that assets may be impaired. If any such indications exist, the Company estimates the recoverable amount of the assets or the cash-generating unit and if the same is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the assets are reflected at the recoverable amount.

1.18 MEASUREMENT OF EBITDA

The Company has elected to present earnings before interest, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the statement of profit and loss. The Company measures EBITDA on the basis of profit/ (loss) from continuing operations. In its measurement, the Company does not include depreciation and amortization expense, finance costs and tax expense.

1.19 CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise cash at bank, cash in hand, demand deposits with banks and other short-term investments with an original maturity of three months or less.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ In Crore unless otherwise stated)

2.01 SHARE CAPITAL	As at March 31, 2016	As at March 31, 2015
SHARE CAPITAL		
Authorised Capital		
999,000,000 Equity Shares of ₹ 2 each (March 31, 2015: 999,000,000 Equity Shares of ₹ 2 each)	199.80	199.80
200,000 Non- Cumulative Redeemable Preference Shares of ₹ 10 each (March 31, 2015: 200,000 Non- Cumulative Redeemable Preference Shares of ₹ 10 each)	0.20	0.20
	200.00	200.00
Issued, Subscribed and Paid up Capital		
830,494,500 Equity Shares of ₹ 2* each (March 31, 2015: 830,494,500 Equity Shares of ₹ 2 each) fully paid-up	166.10	166.10
	166.10	166.10

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

(₹ In Crore unless otherwise stated)

	As at March 31, 2016		As at March 31, 2015	
	Number	Amount	Number	Amount
Equity Shares of ₹ 2 each (March 31, 2015 : ₹ 2 each)				
Shares Outstanding at the beginning of the year	830,494,500	166.10	151,998,900	152.00
Shares Issued during the year under ESOP	-	-	-	-
Shares Issued during the year under Preferential allotment	-	-	14,100,000	14.10
Shares bought back/ other movements during the year	-	-	-	-
Shares outstanding at the end of the year	830,494,500	166.10	166,098,900	166.10
Shares split during the year to ₹ 2 each *	-	-	830,494,500	-
Shares outstanding at the end of the year	830,494,500	166.10	830,494,500	166.10

* Pursuant to the sub-division of the Equity shares of the Company, each Equity share of the face value of ₹ 10/- was sub-divided into 5 Equity shares of the face value of ₹ 2/- each fully paid up w.e.f. January 07, 2015 and it ranks pari-passu in all respect with existing fully paid up Equity Shares of ₹ 10/- each.

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

(₹ In Crore unless otherwise stated)

Equity Shares of	As at March 31, 2016		As at March 31, 2015	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
	Face Value of ₹ 2 each		Face Value of ₹ 2 each	
Mr. Akshay Raheja	121,413,000	14.62	121,413,000	14.62
Mr. Viren Raheja	119,553,000	14.39	119,553,000	14.39
Hathway Investments Private Limited	81,845,015	9.85	81,845,015	9.85
P6 Mauritius India Holding Limited	70,717,760	8.52	70,717,760	8.15
Macquarie Bank Limited	-*	-*	78,232,133	9.42
P5 Asia Holding Investments	52,783,220	6.36	-	-
Reliance Capital Trustee Co. Limited (A/C Reliance Equity Opportunities Fund)	-*	-*	42,245,525	5.09

* Holding less than 5 %

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

c) Rights, preference and restrictions attached to shares:

Terms/ Rights attached to Equity Shares

The Company has issued only one class of equity shares having face value of ₹ 2 (March 31, 2015 : ₹ 2) per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts in proportion to the number of equity shares held by the shareholders.

d) Shares reserved for issue under options

5,000 number of equity shares (March 31, 2015 : 142,000 equity shares) of ₹ 2 (March 31, 2015 : ₹ 2) each towards outstanding employees stock option granted/ available for grant. Refer Note 4.06.

(₹ In Crore unless otherwise stated)

2.02 RESERVES & SURPLUS	As at March 31, 2016	As at March 31, 2015
Capital Reserve		
Balances as at the beginning of the year	0.10	0.10
Add: Addition during the year	-	-
Less: Written back during the year	-	-
	0.10	0.10
Securities Premium		
Balances as at the beginning of the year	1,876.99	1,444.54
Add: Securities premium credited on Share issue	-	437.10
Less: Deductions during the year *	-	4.65
Balances as at the end of the year	1,876.99	1,876.99
Employee Stock Options Outstanding Account (Refer note no. 4.06)		
Balances as at the beginning of the year	0.08	0.78
Add: Compensation for options during the year (net)	-	-
Less: Deductions during the year	0.07	0.70
Balances as at the end of the year	0.01	0.08
Surplus/ Debit balance In the Statement of Profit and Loss		
Balances as at the beginning of the year	(832.85)	(638.12)
Add: Net Profit/ (Loss) for the year	(163.13)	(180.46)
Less : Depreciation on assets having Nil useful life	-	(15.01)
Add : Depreciation adjusted against reserves - MI Share	-	1.00
Less : Proposed Dividend	(0.23)	-
Less : Dividend Tax	(0.09)	-
Adjustment on Account of Change in stake	-	(0.27)
Debit balance in the Statement of Profit and Loss	(996.30)	(832.85)
	880.80	1,044.32

* The Company had issued and allotted Nil Equity Shares (March 31, 2015 : 14,100,000) by way of preferential allotment as per the SEBI (ICDR) Regulation 2009. Out of the total proceeds received of ₹ Nil (March 31, 2015 : ₹ 451.20), the Company has incurred ₹ Nil (March 31, 2015 : ₹ 4.65) towards share issue expenses.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ In Crore unless otherwise stated)

2.03 LONG TERM BORROWINGS	Non-Current		Current	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Term Loans				
Secured				
From Banks	236.40	322.79	130.04	28.11
From Financial Institutions	120.51	0.39	2.15	-
From Others	94.97	44.97	-	-
FCNR loan from Banks				
Secured	77.39	-	-	-
Buyers Credit				
Secured	451.53	234.51	164.66	255.55
Unsecured	205.51	110.79	127.20	-
Deferred payment liabilities				
Unsecured	-	10.01	1.25	9.38
Finance Lease Obligations				
Secured	39.60	110.16	95.34	111.57
Vehicle Loans from Banks				
Secured	0.95	0.58	0.48	0.31
Other Loans and Advances				
Unsecured	6.33	5.10	-	0.69
	1,233.19	839.30	521.12	405.61
Amount disclosed under the head 'Other Liabilities' (Note No. 2.08)				
- Current maturities of Long-Term Debts	-	-	425.78	294.04
- Current maturities of Finance Lease Obligations	-	-	95.34	111.57
Net Amount	1,233.19	839.30	-	-
The above amount includes				
Aggregate amount of Secured Borrowings	1,021.34	713.40		
Aggregate amount of Unsecured Borrowings	211.85	125.90		

Nature of Security and terms of repayment for secured borrowings :

(₹ In Crore unless otherwise stated)

Sr. No.	Nature of Security	Terms of Repayment	Outstanding as at March 31, 2016	Outstanding as at March 31, 2015
i	Term Loan from Banks			
a)	Yes Bank Ltd.			
	Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company. Secured by pari passu hypothecation of present & future current assets of the Company.	Principal repayable in 14 equal quarterly installments with 1st installment due 18 months after the date of drawdown i.e. April 04, 2014. Interest is payable on monthly basis. Applicable Rate of Interest is 11.50% (March 31, 2015: Applicable rate of interest is 11.50%) .	115.71	115.71
b)	HDFC Bank Ltd.			
	Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company. Secured by pari passu hypothecation of present & future current assets of the Company.	Principal repayable in 16 equal quarterly installments with 1st installment due 15 months after the date of drawdown i.e. April 25, 2013. Interest is payable on monthly basis. Applicable Rate of Interest is HDFC Bank Base rate + 1.50%. (March 31, 2015: HDFC Bank Base rate +1.50%)	33.75	33.75

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ In Crore unless otherwise stated)

Sr. No.	Nature of Security	Terms of Repayment	Outstanding as at March 31, 2016	Outstanding as at March 31, 2015
c)	Kotak Mahindra Bank Ltd. (formerly ING Vysya Bank Ltd.)			
	Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company. Secured by pari passu hypothecation of present & future current assets of the Company.	Principal repayable on completion of 3 years from the date of drawdown i.e. (Tranche I- February 21, 2014 for ₹ 15.00, Tranche II- May 28, 2014 for ₹ 20.00, Tranche III - July 24, 2014 for ₹ 15.00) . Interest is payable on monthly basis. Applicable Rate of Interest is Kotak Mahindra Bank Base rate + 1.50%. (March 31, 2015: ING Vysya Bank Base rate + 0.70%)	50.00	50.00
d)	Axis Bank Ltd.			
	Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company. Secured by pari passu hypothecation of present & future current assets of the Company.	Principal repayable in 12 equal quarterly installments with 1st installment due after 36 months after the date of drawdown to be paid at the end of each quarter. Applicable rate of Interest is Axis Bank Base rate + 1.65%.	25.00	0.00
e)	Kotak Mahindra Bank Ltd.			
	Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company. Secured by first pari passu hypothecation of present & future current assets of the Company.	Principal repayable in 16 equal quarterly installments with 1st installment due 12 months after the date of drawdown. Applicable rate of Interest is Kotak Mahindra Bank Ltd Base rate + 1.50%.	20.00	0.00
f)	IDFC Bank Ltd. (formerly IDFC Ltd.)			
	Secured by pari passu hypothecation of the present & future movable & immovable fixed assets of the Company. Secured by pari passu hypothecation of the present & future current assets of the Company. Secured by pari passu first charge on present & future book debts, operating cash flows, receivables, revenues of whatsoever nature. Secured by first charge on the uncalled capital of the Company. Secured by lien on fixed deposits with bank of ₹ 22.23 (March 31, 2015: ₹ 18.64)	Principal repayable in 16 equal quarterly installments of ₹ 9.38 commencing from 15th April 2015. Interest is payable on monthly basis. Applicable Rate of Interest is IDFC Bank Ltd. Base rate + 2%. (March 31, 2015: IDFC Benchmark rate + 3%).	75.00	75.00
g)	Axis Bank Ltd.			
	Secured by first pari passu charge on entire movable & immovable fixed assets of one of the subsidiary company. Secured by second charge by way of hypothecation of entire current assets belonging to one of the subsidiary company. Secured by corporate guarantee of the Company.	Principal Repayable in 16 equal quarterly installments of ₹ 0.63 with 1st installment commencing from 1-Jun-2012. Interest is payable on Monthly basis. Applicable Rate of Interest is Axis Bank Base Rate + 4%.	0.00	2.52

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ In Crore unless otherwise stated)

Sr. No.	Nature of Security	Terms of Repayment	Outstanding as at March 31, 2016	Outstanding as at March 31, 2015
	h) Axis Bank Ltd.			
	Secured by first pari passu charge on entire movable & immovable fixed assets of one of the subsidiary company. Secured by second charge by way of hypothecation of entire current assets belonging to one of the subsidiary company. Secured by personal guarantee of one of the director of one of the subsidiary company and corporate guarantee of the Company.	Principal Repayable in 16 equal quarterly installments of ₹ 0.88 with 1st installment commencing from 30-Jun-2014. Interest is payable on Monthly basis. Applicable Rate of Interest is Axis Bank Base Rate + 3.75%.	0.00	8.56
	i) Axis Bank Ltd.			
	Secured by second pari passu charge by way of hypothecation of entire current assets belonging to one of the subsidiary company. Secured by extension of first charge on the specific immovable properties of one of the subsidiary company of market value ₹ 1866 lacs already charged to existing TLs/Capex LC/SBLC/LER facilities. Secured by first charge on fixed deposit of ₹ 108.10 Lacs. Secured by letter of comfort from the Company. Secured by personal guarantee of director.	Principal Repayable in 16 equal quarterly installments of ₹ 0.94 with 1st installment commencing from 05-Jan-2015. Interest is payable on Monthly basis. Applicable Rate of Interest is Axis Bank Base Rate + 3.75%.	0.00	14.06
	j) Axis Bank Ltd.			
	Secured by first pari passu charge on entire movable & immovable fixed assets of one of the subsidiary company. Secured by extension of first charge on the specific immovable properties of one of the subsidiary company of market value ₹ 1866 lacs already charged to existing TLs/Capex LC/SBLC/LER facilities. Secured by first charge on fixed deposit of ₹ 108.10 Lacs. Secured by letter of comfort from the Company. Secured by personal guarantee of director.	Principal Repayable in 16 equal quarterly installments of ₹ 0.94 with 1st installment commencing from 05-Jan-2015. Interest is payable on Monthly basis. Applicable Rate of Interest is Axis Bank Base Rate + 3.75%.	5.07	0.00
	k) Axis Bank Ltd.			
	Secured by second pari passu charge by way of hypothecation of entire current assets belonging to one of the subsidiary company. Secured by extension of first charge on the specific immovable properties of one of the subsidiary company of market value ₹ 1866 lacs already charged to existing TLs/Capex LC/SBLC/LER facilities. Secured by first charge on fixed deposit of ₹ 108.10 Lacs. Secured by letter of comfort from the Company. Secured by personal guarantee of director.	Principal Repayable in 16 equal quarterly installments of ₹ 0.94 with 1st installment commencing from 05-Jan-2015. Interest is payable on Monthly basis. Applicable Rate of 6 month LIBOR + Spread (Actual ROI)	10.32	0.00

CORPORATE OVERVIEW

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CONSOLIDATED FINANCIAL STATEMENTS

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ In Crore unless otherwise stated)

Sr. No.	Nature of Security	Terms of Repayment	Outstanding as at March 31, 2016	Outstanding as at March 31, 2015
	l) Yes Bank Ltd.			
	Secured by first pari passu charge on movable fixed assets of one of the subsidiary company. Secured by second pari passu charge on current assets of one of the subsidiary company. Secured by letter of comfort from the Company. Secured by personal guarantee of director. Secured by non disposal undertaking from director & the Company. Secured by shortfall undertaking from director & the Company for repayment of principal and interest. Secured by exclusive charge on by way of mortgage of property situated in Ahmedabad.	Principal Repayable in 10 equal quarterly installments of ₹ 1.00 with 1st installment commencing from August 12, 2013. Interest is payable on Monthly basis. Applicable Rate of Interest is Yes Bank Base Rate + 4%.	0.00	3.00
	m) Yes Bank Ltd.			
	Secured by first pari passu charge on movable fixed assets of one of the subsidiary company. Secured by second pari passu charge on current assets of one of the subsidiary company. Secured by letter of comfort from the Company. Secured by personal guarantee of Director. Secured by non disposal undertaking from director & the Company. Secured by shortfall undertaking from director & the Company for repayment of principal and interest. Secured by exclusive charge on by way of mortgage of property situated in Ahmedabad. Secured by pledge of equity shares of 10% of GTPL which are owned /held by Mr. Anirudhsinh Jadeja /Mr. Kanaksinh Rana/M/s. Gujarat Digicom Pvt. Ltd.	Principal Repayable in 18 equal quarterly installments of ₹ 1.11 with 1st installment commencing from February 24, 2014. Interest is payable on Monthly basis. Applicable Rate of Interest is Yes Bank Base Rate + 3.25%.	10.00	14.44
	n) Yes Bank Ltd.			
	Secured by first pari passu charge on movable fixed assets of one of the subsidiary company. Secured by second pari passu charge on current assets of one of the subsidiary company Secured by personal guarantee of managing director of one of the subsidiary company Secured by personal guarantee of director. Secured by guarantee from the Company.	Principal Repayable in 10 equal quarterly installments of ₹ 1.50 with 1st installment commencing from Jan 17, 2015. Interest is payable on Monthly basis. Applicable Rate of Interest is Yes Bank Base Rate + 2%.	7.50	13.50

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Sr. No.	Nature of Security	Terms of Repayment	Outstanding as at March 31, 2016	Outstanding as at March 31, 2015
	o) Yes Bank Ltd.			
	Secured by first pari passu charge on movable fixed assets of one of the subsidiary company. Secured by second pari passu charge on current assets of one of the subsidiary company. Secured by personal guarantee of managing director of one of the subsidiary company. Secured by guarantee from the Company.	Principal Repayable in 12 equal quarterly installments of ₹ 1.56 with 1st installment commencing from June 30, 2015. Interest is payable on Monthly basis. Applicable Rate of Interest is Yes Bank Base Rate + 2%.	14.08	18.77
	p) Dhanlaxmi Bank Ltd.			
	Secured by exclusive first charge on by way of mortgage of property situated at Ganga Apartment, Golaghalla Road, Kolkata of the Company.	Principal Repayable in 120 monthly installments gradually increasing from ₹ 0.007 to ₹ 0.03 with 1st installment commencing from February 15, 2011. Interest is payable on Monthly basis. Applicable Rate of Interest is Dhanlaxmi Bank Base Rate + 4.5%.	0.00	1.30
	q) Axis Bank Ltd.			
	Secured by personal guarantee given by the directors of one of the subsidiary company.	Principal Repayable in 48 equal monthly installments of ₹ 0.00 (₹ 85,021) with 1st installment commencing from January 20, 2015. Interest is payable on Monthly basis. Applicable Rate of Interest is 16%.	0.00	0.29
ii	Term Loan From Financial Institutions			
	a) Indostar Capital Finance Ltd			
	Secured by first charge on minimum 40% paid up share of one of the subsidiary company on a fully diluted basis. Secured by subservient charge on all present and future movable and immovable fixed asset and current assets of one of the subsidiary company Secured by personal guarantee of all the promoters of one of the subsidiary company. Secured by corporate guarantee of Gujarat Digicom ₹ 120.00 Cores.	Principal Repayable in 24 monthly installments with 1st installment commencing from September 30, 2018. Interest is payable on Monthly basis. Applicable Rate of Interest is 13.35%.	118.62	0.00
	b) Tata Capital Financial Services Ltd			
	Secured by hypothecation of machinery purchased out of the said fund. Secured by personal guarantee of one of the director.	Principal Repayable in 30 monthly installments with 1st installment commencing from July 15, 2015. Interest and Principal is payable on Monthly basis. Applicable Rate of Interest is 13.00%.	3.77	0.00
	c) HDB Financial Services			
	Secured by exclusive first charge on by way of mortgage of property situated at Vizag of one of the subsidiary of the Company.	Principal repayable in 60 monthly installments gradually increasing from ₹ 0.01 with 1st installment commencing from June 04, 2013. Interest is payable on Monthly basis. Applicable Rate of Interest is 13.50%.	0.28	0.39

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Sr. No.	Nature of Security	Terms of Repayment	Outstanding as at March 31, 2016	Outstanding as at March 31, 2015
iii	Term Loan from Others			
	a) Housing Development Finance Corporation Ltd.			
	Secured by pari passu hypothecation of the present & future movable & immovable fixed assets of the Company. Secured by pari passu hypothecation of the present & future current assets of the Company.	Principal repayable in 16 equal quarterly installments of ₹ 12.17 along with Interest commencing from May 23, 2014. Interest is payable on Quarterly basis. Applicable Interest rate is HDFC Corporate Prime Lending Rate - 6.60%. (March 31, 2015: HDFC Corporate Prime Lending Rate - 6.60%)	44.97	44.97
	b) Tata Capital Financial Services Ltd			
	Secured by pari passu hypothecation of the present & future movable & immovable fixed assets of the Company. Secured by pari passu hypothecation of the present & future current assets of the Company.	Principal repayable in 12 equal quarterly installments of ₹ 19.80 with 1st installment due after 27 months after the date of drawdown. Interest is payable on Quarterly basis. Applicable Interest rate is HDFC Corporate Prime Lending Rate - 6.60%. (Sanctioned amount- ₹ 200.00).	50.00	0.00
iv	FCNR loan from Banks			
	a) Yes Bank Ltd.			
	Secured by first pari passu hypothecation of the present & future movable & immovable fixed assets of the Company. Secured by first pari passu hypothecation of the present & future current assets of the Company.	Principal repayable on completion of 2 years from the date of drawdown. (Tranche 1- September 1, 2015 for ₹ equivalent 20.00, Tranche II- September 10, 2015 for ₹ equivalent 12.00, Tranche III - October 8, 2015 for ₹ 20.00) . Interest is payable on monthly basis. Applicable Interest rate is 6 months LIBOR+ 425 bps.	52.36	0.00
	b) Axis Bank Ltd.			
	Secured by first pari passu hypothecation of the present & future movable & immovable fixed assets of the Company. Secured by first pari passu hypothecation of the present & future Current Assets of the Company.	Principal repayable on completion of 3 years from the date of drawdown i.e. December 28, 2015. Interest is payable on monthly basis. Applicable Interest rate is 3 months Libor + 370 bps.	25.04	0.00
v	Buyers Credit			
	a) Axis Bank Ltd.			
	Secured by hypothecation of current assets of the Company both present & future and extension of pari passu hypothecation of movable fixed assets of the Company both present & future.	Principal repayable with Interest on completion of 6 or 12 months with a rollover period of 3 years from the date of underlying shipment. Applicable Rate of Interest is applicable LIBOR + Spread prevailing as on the date of the drawdown.	145.28	127.62

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Sr. No.	Nature of Security	Terms of Repayment	Outstanding as at March 31, 2016	Outstanding as at March 31, 2015
b)	Yes Bank Ltd.			
	Secured by pari passu hypothecation of Current Assets of the Company both present & future and extension of pari passu hypothecation of movable Fixed Assets of the Company both present & future.	Principal repayable with Interest on completion of 6 or 12 months with a rollover period of 3 years from the date of underlying shipment. Applicable Rate of Interest is applicable LIBOR + Spread prevailing as on the date of the drawdown.	254.20	161.80
c)	Kotak Mahindra Bank Ltd. (formerly ING Vysya Bank Ltd)			
	Secured by pari passu hypothecation of the present & future movable & immovable fixed assets of the Company. Secured by pari passu hypothecation of the present & future current assets of the Company.	Principal repayable with Interest on completion of 3 years from the date of drawdown. Interest is payable on half yearly basis. Applicable Rate of Interest is applicable LIBOR + Spread prevailing as on the date of the drawdown.	65.15	60.55
d)	ING Bank N.V. Singapore			
	Secured by pari passu hypothecation of the present & future movable & immovable fixed assets of the Company. Secured by pari passu hypothecation of the present & future current assets of the Company.	Principal repayable on completion of 3 years from the date of underlying shipment/ drawdown. Applicable Rate of Interest is 6 months JPY LIBOR + 3.50% prevailing as on the date of the drawdown. Interest is payable on Half Yearly basis.	28.41	99.95
e)	ICICI Bank, India			
	Secured by pari passu hypothecation of the present & future movable & immovable fixed assets of the Company. Secured by pari passu hypothecation of the present & future current assets of the Company.	Principal repayable with Interest on completion of 6 or 12 months with a rollover period of 3 years from the date of underlying shipment. Applicable Rate of Interest is applicable LIBOR + Spread prevailing as on the date of the drawdown.	17.22	0.00
f)	Axis Bank Ltd.			
	Secured by way of hypothecation of current assets of one of the subsidiary company both present and future and personal guarantee of one of the directors of one of the subsidiary company and corporate guarantee of the Company.	Principal repayment with interest on completion of six months with roll over period of 2 to 3 years from the date of underlying shipment. Applicable Rate of Interest is 6 months LIBOR + Spread rate ranging from 0.65% to 2.10% bps p.a.	52.24	31.48
g)	SBER Bank Ltd.			
	Secured by way of exclusive first charge on property at Baroda and personal guarantee of one of the director of one of the subsidiary company.	Principal repayment with interest on completion of six months with roll over period of 3 years from the date of underlying shipment. Applicable Rate of Interest is 2.58% p.a.	0.00	1.73
h)	IDBI Bank Ltd.			
	Secured by pari pasu first charge on entire movable fixed assets of one of the subsidiary company. (Including assets created out of TL availed from various banks)	Principal repayment with interest on completion of 360 days with roll over period of 3 years. Applicable Rate of Interest is ranging from 1.3825% p.a. to	18.15	5.71

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Sr. No.	Nature of Security	Terms of Repayment	Outstanding as at March 31, 2016	Outstanding as at March 31, 2015
	Secured by second pari pasu charge on entire current assets of one of the subsidiary company. Secured by extension on charge on office no 202 A to E, 211, 212 and 213 and 903 of Sahjanand complex. Secured by exclusive charge of shop no. 301 & 317 of Bapunagar office. Secured by lien on FD of ₹ 0.28. Secured by exclusive charge on Rajkot CSW no 8 and CS no 620, P.Of no 401, in Century Centre.	1.5312% p.a.		
i)	Yes Bank Ltd.			
	Secured by first pari pasu charge on movable fixed assets of one of the subsidiary company. Secured by second pari pasu charge on current assets of one of the subsidiary company. Secured by personal guarantee of managing director of one of the subsidiary company Secured by guarantee from the Company.	Principal repayment with interest on completion of 178 days with roll over period of 3 years from the date of underlying shipment. Applicable Rate of Interest is 1.4296% p.a.	31.97	1.22
j)	Yes Bank Ltd.			
	Secured by first pari pasu charge on movable Fixed Assets of the one of Subsidiary Company. Secured by second pari pasu charge on current assets of the one of subsidiary company. Secured by personal guarantee of the director of the Company.	Principal repayment with interest on completion of 178 days with roll over period of 3 years from the date of underlying shipment. Applicable Rate of Interest is 1.4296% p.a.	3.58	0.00
k)	ICICI Bank, Qatar			
	Unsecured	Principal repayable on completion of 2 years from the date of each drawdown. Applicable Rate of Interest is 6 months LIBOR + 3.50% prevailing as on the date of the drawdown. Interest is payable on Half Yearly basis.	198.35	110.79
l)	ICICI Bank, Bahrain			
	Unsecured	Principal repayable on completion of 2 years from the date of each drawdown. Applicable Rate of Interest is 6 months LIBOR + 2.55% prevailing as on the date of the drawdown. Interest is payable on Half Yearly basis.	134.36	-
vi	Deferred Payment Liabilities			
a)	Fujian Newland Comm. Science Technology Co. Ltd			
	Unsecured	Principal amount repayable within 2 years along with interest. Applicable rate of interest is 4%	1.25	19.39

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Sr. No.	Nature of Security	Terms of Repayment	Outstanding as at March 31, 2016	Outstanding as at March 31, 2015
vii	Finance Lease Obligations			
a)	Cisco System Capital (India) Pvt. Ltd			
	Hypothecation of underlying assets taken on lease.	Principal with Interest is payable in quarterly installments over the period of 5 years from inception of lease agreement. Applicable Rate of Interest varies between 9% - 10% p.a.	49.95	108.90
b)	Cisco System Capital (India) Pvt. Ltd			
	Secured against set top boxes purchased under lease by one of the subsidiary company and corporate guarantee of the company.	Principal with Interest is payable in quarterly installments over the period of 5 years. Applicable Rate of Interest varies between 9% - 10% p.a.	52.81	64.41
c)	Cisco System Capital (India) Pvt. Ltd			
	Secured against set top boxes purchased under lease by one of the subsidiary company and corporate guarantee of one of the subsidiary company.	Principal with Interest is payable in quarterly installments over the period of 5 years. Applicable Rate of Interest varies between 9% - 10% p.a.	30.80	48.30
d)	Cisco System Capital (India) Pvt. Ltd			
	Secured by way of legal ownership of assets, taken under lease and finance agreement, remaining with the lessor during the lease term starting from December 03, 2012 ending on November 03, 2015. Collateral security has also been given by one of the directors of one of the subsidiary Company by way of guarantee.	Principal with Interest is payable in 36 monthly installments starting from the month in which lease taken i.e. January 2013. Effective rate of interest ranging between 11.5% - 12.5% p.a.	-	0.12
e)	Cisco System Capital (India) Pvt. Ltd			
	Secured by hypothecation of underlying assets taken on lease	Principal with Interest is payable in monthly installments over the period of 48 months from inception of lease agreement. Applicable rate of Interest varies between 10-11% p.a.	1.38	-
viii	Vehicle loan from Banks			
a)	Daimler Financial Services (India) Pvt. Ltd			
	Secured by hypothecation of vehicle.	Principal repayable in 60 equal installments along with interest with first installment being due from June 2015. Applicable rate of interest is 10.71%.	0.56	0.00
b)	Financial Institution			
	Secured by hypothecation of vehicle.	Principal repayable in 60 equal monthly installments along with Interest.	0.01	0.02
c)	HDFC Bank Ltd.			
	Secured by first and exclusive charge on movable assets acquired out of loan.	Principal repayable in 36 equal monthly installments commencing from August 05, 2013. Last installment due on July 05, 2015.	0.01	0.01
d)	Various banks			
	Secured by hypothecation of vehicle.	Principal repayable over 36-60 months on monthly rests along with Interest. Applicable Rate of Interest is in the range of 12-15% p.a.	0.85	0.78

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Sr. No.	Nature of Security	Terms of Repayment	Outstanding as at March 31, 2016	Outstanding as at March 31, 2015
e)	Financial Institution			
	Secured by hypothecation of vehicle.	Principal repayable in 60 equal monthly installments along with Interest. Applicable rate of interest is 11% /10.75%. 1st installment due from Nov 2010/ June 2011.	0.00	0.04
f)	HDFC Bank Ltd.			
	Secured by first and exclusive charge on movable assets acquired out of loan.	Principal repayable in 24 equal monthly installments commencing from August 5, 2014. Last installment due on July 05, 2016.	0.00	0.02
g)	HDFC Bank Ltd.			
	Secured by first and exclusive charge on movable assets acquired out of loan.	Principal repayable in 24 equal monthly installments commencing from August 5, 2014. Last installment due on July 05, 2016.	0.00	0.02
ix	Unsecured- Others			
	Other Loans and Advances - Unsecured	Principal amount repayable after 12 months as per mutual consent. No interest is payable on the loans.		

(₹ In Crore unless otherwise stated)

2.04 DEFERRED TAX LIABILITY	As at March 31, 2016	As at March 31, 2015
Deferred Tax Assets		
Disallowances Under Income Tax Act 1961	0.02	0.02
Carried Forward Losses	0.10	-
Deferred Tax Liabilities		
Difference between book and tax depreciation	41.42	30.28
NET DEFERRED TAX LIABILITY	41.30	30.26

(₹ In Crore unless otherwise stated)

2.05 OTHER LONG-TERM LIABILITIES	As at March 31, 2016	As at March 31, 2015
Others		
Income received in advance (Refer Note No. 2.08)	0.03	-
Security Deposits (Refer Note No. 2.08)	17.85	15.44
Statutory payables (Refer Note No. 2.08)	0.07	-
Other liabilities (March 31, 2015: ₹ 20,001) (Refer Note No. 2.08)	0.10	0.00
	18.05	15.44

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(₹ In Crore unless otherwise stated)

2.06 PROVISIONS	Long-Term		Short-Term	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Provision for Employee Benefits				
Gratuity (unfunded)	1.42	1.32	0.57	0.85
Bonus	-	-	0.05	0.04
Leave Encashment	3.18	2.63	5.43	4.72
Other Employee Payables	-	0.01	2.99	1.80
Mark to Market Losses on Derivatives	18.77	5.27	-	-
Others				
Provision for Income Tax (Net)	0.99	0.57	3.31	2.94
Provision for Dividend	-	-	0.23	-
Provision for Tax on dividend	-	-	0.09	-
	24.36	9.80	12.67	10.35

(₹ In Crore unless otherwise stated)

2.07 SHORT-TERM BORROWINGS		As at March 31, 2016	As at March 31, 2015
Loans repayable on demand			
Secured			
Working Capital Loans repayable on demand from a bank		28.17	35.00
Cash Credit with banks		128.13	112.43
Overdraft with bank		18.65	10.00
Unsecured Loan			
From bank		100.00	-
Others		23.63	16.21
		298.58	173.64

Nature of Security for secured borrowings:

(₹ In Crore unless otherwise stated)

Sr. No.	Nature of Security	Outstanding as at March 31, 2016	Outstanding as at March 31, 2015
I	Working Capital Demand Loan		
a)	Kotak Mahindra Bank Ltd. (formerly ING Vysya Bank Ltd)		
	Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company.	25.00	35.00
	Secured by pari passu hypothecation of present & future current assets of the Company.		
	Sanctioned amount ₹ 75		
b)	Factoring facility		
	Secured by domestic receivable sanction limit of ₹10	3.17	-
II	Cash Credit		
a)	Axis Bank Ltd		
	Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company.	51.95	31.70
	Secured by pari passu hypothecation of present & future current assets of the Company.		
	Sanctioned Amount ₹ 70		
b)	Yes Bank Ltd		
	Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company.	-	0.08
	Secured by pari passu hypothecation of present & future Current Assets of the Company.		
	Sanctioned cash credit amount ₹ 25 & working capital demand loan ₹ 25 (sublimit of letter of credit/ letter of undertaking for buyers Credit of ₹ 150)		

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Sr. No.	Nature of Security	Outstanding as at March 31, 2016	Outstanding as at March 31, 2015
c)	Kotak Mahindra Bank Ltd. (formerly ING Vysya Bank Ltd)		
	Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company.	0.84	19.99
	Secured by pari passu hypothecation of present & future current assets of the Company.		
	Sanctioned Amount ₹ 20 (sublimit of working capital demand loan of ₹ 75)		
d)	Axis Bank Ltd		
	Secured by pari passu hypothecation of book debts of the Company.	2.34	1.77
	Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company.		
	Secured by corporate guarantee of the Company.		
e)	Axis Bank Ltd		
	Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company.	5.04	3.25
	Secured by pari passu hypothecation of present & future current assets of the Company.		
	Secured by corporate guarantee of the Company.		
f)	Axis Bank Ltd		
	Secured by pari passu first charge by way of hypothecation of entire current assets of one of the subsidiary of the Company.	13.67	17.04
	Secured by second pari passu charge on the entire movable fixed assets of one of the subsidiary of the Company.		
	Secured by personal guarantee of one of the directors of one of the subsidiary company and corporate guarantee of the Company.		
g)	Axis Bank Ltd		
	Secured by pari passu first charge by way of hypothecation of entire current assets of one of the subsidiary of the Company.	10.00	-
	Secured by second pari passu charge on the entire movable fixed assets of one of the subsidiary of the Company.		
	Secured by personal guarantee of one of the directors of one of the subsidiary company and Corporate Guarantee of the Company.		
h)	IDBI Bank Ltd		
	Secured by pari passu first charge by way of hypothecation of entire current assets of the Company.	9.24	14.45
	Secured by second pari passu charge on the entire movable fixed assets of the Company.		
i)	SBER Bank of India		
	Secured by pari passu first charge by way of hypothecation of entire current assets of the Company.	22.35	21.30
	Secured by second pari passu charge on the entire movable fixed assets of the Company.		
j)	Axis Bank Ltd		
	Secured by pari passu first charge by way of hypothecation of entire current assets of one of the subsidiary of the Company.	3.21	0.60
	Secured by second pari passu charge on the entire movable fixed assets of one of the subsidiary of the Company.		
k)	IDBI Bank Ltd		
	Secured by pari passu first charge by way of hypothecation of entire current assets of one of the subsidiary of the Company.	3.85	-
	Secured by second pari passu charge on the entire movable fixed assets of one of the subsidiary of the Company.		
l)	Yes Bank Ltd		
	Secured by pari passu first charge by way of hypothecation of entire current assets of one of the subsidiary of the Company.	5.43	-
	Secured by second pari passu charge on the entire movable fixed assets of one of the subsidiary of the Company.		
	Secured by personal guarantee of one of the directors of one of the subsidiary of the Company.		

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Sr. No.	Nature of Security	Outstanding as at March 31, 2016	Outstanding as at March 31, 2015
m)	State bank Of India		
	Secured by pari passu first charge by way of hypothecation of entire current assets of one of the subsidiary of the Company.	0.20	0.22
	Secured by personal guarantee of one of the directors of one of the subsidiary of the Company.		
n)	Central Bank of India		
	Secured by pari passu first charge by way of hypothecation of entire current assets of one of the subsidiary of the Company.	0.00	1.99
	Secured by second pari passu charge on the entire movable fixed assets of one of the subsidiary of the Company.		
III	Overdraft		
	ICICI Bank Ltd		
	Secured by pari passu hypothecation of present & future movable and immovable fixed assets of the Company.	18.65	10.00
	Secured by pari passu hypothecation of present & future current assets of the Company.		
	Sanctioned amount ₹ 20		
UNSECURED			
IV	From Bank		
	IDFC Bank Ltd		
	Unsecured	100.00	-
V	From Others	23.63	16.21

(₹ In Crore unless otherwise stated)

2.08 OTHER LIABILITIES	Non-Current		Current	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Trade Payables				
Total outstanding dues of Micro enterprises and Small Enterprises (Refer Note No. 4.25)	-	-	0.01	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	0.40	0.21	389.58	348.78
	0.40	0.21	389.59	348.78
Current maturities of Long Term Debts (Note No. 2.03)	-	-	425.78	294.04
Current maturities of Finance Lease Obligations (Note No. 2.03)	-	-	95.34	111.57
Interest accrued but not due on borrowings	-	-	9.29	6.39
Credit Balances in Current Account with Bank	-	-	0.81	2.18
Income received in advance	0.03	-	131.76	70.03
Statutory Payables	0.07	-	86.40	54.44
Payables - Capital Expenditure	0.00	-	132.70	124.00
Employee Payables	0.00	-	10.39	8.03
Gratuity (Funded Plans)	-	-	3.19	0.10
Security Deposits	17.85	15.44	23.13	21.96
Advance from Customers	-	-	60.01	29.72
Other Liabilities (March 31, 2015: ₹ 20,001)	0.10	0.00	72.62	88.26
	18.05	15.44	1,051.42	810.72
Amount disclosed under the head Other liabilities (Refer Note No. 2.05) (March 31, 2015: ₹ 20,001)	0.10	0.00	-	-
Amount disclosed under the head Security Deposits (Refer Note No. 2.05)	17.85	15.44	-	-
Amount disclosed under the head Income received in advance (Refer Note No. 2.05)	0.03	-	-	-
Amount disclosed under the head Statutory Payables (Refer Note No. 2.05)	0.07	-	-	-
	-	-	1,051.42	810.72

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FIXED ASSETS

2.09 TANGIBLE ASSETS	Gross Block (at Cost)					Depreciation/Amortisation/Impairment					Net Block	
	As at 01-04-2015	Additions during the period	Deductions during the period	Other Adjustments*	As at 31-03-2016	As at 01-04-2015	Additions during the period**	Deductions during the period	Other Adjustments*	As at 31-03-2016	As at 31-03-2015	As at 31-03-2015
Own Assets:												
Plant and Machinery	2,043.61	720.92	19.79	8.64	2,763.38	649.14	266.06	13.46	5.08	906.82	1,846.56	1,394.47
Air Conditioners	5.83	1.15	0.21	-	6.77	3.61	0.77	0.14	0.02	4.26	2.51	2.22
Structural Fittings	2.83	0.21	0.01	-	3.03	1.95	0.22	0.01	-	2.16	0.87	0.88
Furniture & Fixtures	26.72	5.35	0.21	(0.00)	31.86	14.12	3.11	0.17	0.01	17.07	14.79	12.60
Mobile, Pagers & Telephones	2.07	0.52	0.01	-	2.58	1.77	0.26	0.01	0.00	2.02	0.56	0.30
Computers	26.33	7.59	0.12	-	33.80	18.32	4.21	0.12	0.15	22.56	11.24	8.01
Office Equipments	10.26	2.72	0.05	-	12.93	6.50	1.45	0.04	0.02	7.93	5.00	3.76
Electrical Fittings	6.12	2.79	0.08	0.00	8.83	2.94	0.73	0.05	0.01	3.63	5.20	3.18
Motor Vehicles	8.01	2.41	0.36	-	10.06	4.93	1.15	0.23	0.09	5.94	4.12	3.07
Movie Master Tapes	0.18	-	-	-	0.18	0.17	-	-	-	0.17	0.01	0.01
Land and Building	18.90	1.12	0.12	-	19.90	3.32	0.41	0.01	-	3.72	16.18	15.58
	2,150.86	744.78	20.96	8.64	2,883.32	706.77	278.37	14.24	5.38	976.28	1,907.04	1,444.09
Assets Taken on Finance Lease:												
Plant and Machinery	447.77	-	-	(8.63)	439.14	114.58	54.67	-	(3.68)	165.57	273.57	333.19
	447.77	-	-	(8.63)	439.14	114.58	54.67	-	(3.68)	165.57	273.57	333.19
Total	2,598.63	744.78	20.96	0.01	3,322.46	821.35	333.04	14.24	1.70	1,141.85	2,180.62	1,777.28
Previous Year	2,401.83	388.61	191.84	3.00	2,598.63	756.88	332.69	183.93	(84.29)	821.35	1777.28	1644.95
Capital Work in Progress:	-	-	-	-	-	-	-	-	-	-	338.90	167.51
Total	-	-	-	-	-	-	-	-	-	-	338.90	167.51
Previous Year	-	-	-	-	-	-	-	-	-	-	167.51	257.76

* During the year the Company has reclassified Assets under Finance Lease amounting to ₹ 8.63 (March 31, 2015; ₹ 18.46) (Gross Block) and ₹ 3.68 (March 31, 2015; ₹ 9.01) (Depreciation) as Owned Assets on completion of the lease period.

** Additions to Depreciation includes Impairment of Plant and Machinery ₹ 5.26 (March 31, 2015; ₹ 3.98) & Others ₹ 0.02 (March 31, 2015; ₹ NIL)

2.10 INTANGIBLE ASSETS	Gross Block (at Cost)					Depreciation/Amortisation/Impairment					Net Block	
	As at 01-04-2015	Additions during the period	Deductions during the period	Other Adjustments*	As at 31-03-2016	As at 01-04-2015	Additions during the period**	Deductions during the period	Other Adjustments*	As at 31-03-2016	As at 31-03-2015	As at 31-03-2015
Goodwill	131.09	-	-	-	131.09	70.11	7.94	-	0.11	78.16	52.93	60.98
Cable Television Franchisee	192.99	12.39	3.91	-	201.47	72.62	11.77	0.61	0.52	84.30	117.17	120.37
Movie & Serial Rights	18.95	1.39	0.05	-	20.29	9.90	4.23	0.05	0.01	14.09	6.20	9.05
Softwares	101.43	11.14	0.07	-	112.50	45.00	21.55	0.03	-	66.52	45.98	56.43
Bandwidth Rights	17.27	1.30	-	-	18.57	4.76	1.05	-	-	5.81	12.76	12.51
	461.73	26.22	4.03	-	483.92	202.39	46.54	0.69	0.64	248.88	235.04	259.34
Previous Year	413.16	52.19	3.62	-	461.73	158.41	45.00	2.03	1.01	202.39	259.34	254.75

** Additions to Amortisation includes Impairment of Cable Television Franchisee ₹ 1.14 (March 31, 2015; ₹ 0.12).

Based on factors such as past experience, industry trends, value added services and quality of service provided by the company, trends in other countries, various changes proposed in the regulations governing the industry, future business plans, estimated residual value etc., the Company is of opinion that the useful life of the Cable Television Franchise acquired by the Company will exceed twenty years. Accordingly, the same has been amortized over a period of twenty years from the date of acquisition.

Based on factors such as past experience, remaining contract period, industry trends, estimated residual value etc., the Company is of opinion that the useful life of the Movie & Serial Rights acquired by the Company will exceed fifteen years. Accordingly, the same has been amortized up to a period of fifteen years from the date of commencement of the agreement.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ In Crore unless otherwise stated)

2.11 NON-CURRENT INVESTMENTS	FACE VALUE ₹ Per Unit	As at March 31, 2016		As at March 31, 2015	
		Quantity	Amount	Quantity	Amount
Trade Investments					
Unquoted Equity Investments (At Cost)					
Investment in Equity Shares of Subsidiaries					
GTPL Jay Mataji Network Pvt.Ltd. #	10	10,000	0.93	-	-
Less : Provision for diminution in value			0.93		-
			-		-
Investment in Equity Shares of Associates					
Hathway VCN Cablenet Private Limited #	10	12,520	0.10	12,520	0.10
Pan Cable Services Private Limited # (₹ 100 (March 31, 2015: ₹ 100))	10	10	0.00	10	0.00
GTPL Rajwadi Network Private Limited	10	5,000	0.52	5,000	0.52
Gujarat Television Private Limited	10	800,090	5.73	800,090	4.76
			6.35		5.38
Less : Provision for diminution in value			0.10		0.10
			6.25		5.28
Investment in Equity Shares of Other companies					
Hathway Cable Entertainment Private Limited #	10	47,009	0.05	47,009	0.05
Hathway Jhansi JMDSR Cable & Datacom Private Limited #	10	60,000	0.22	60,000	0.22
			0.27		0.27
Less : Provision for diminution in value			0.27		0.27
			-		-
Investment in Partnership Firm					
M/s GTPL Ganesh Communication#~			0.09		0.09
M/s GTPL G P Marketing~			0.30		0.30
M/s GTPL Kim Cable Entertainment#~			0.10		0.10
M/s GTPL Lucky World Vision#~			0.02		0.02
M/s GTPL Nawaz Network#~			0.09		0.09
M/s GTPL Sab Network#~			0.05		0.05
M/s GTPL Universal Cable Network#~			0.06		0.06
M/s GTPL Yak Cable Network#~			0.05		0.05
M/s GTPL Shiv Vision*~			-		0.38
M/s GTPL Lucky World Video^^~			-		0.24
M/s Unity Cable Network^			0.13		0.13
M/s Sai DL Vision^			0.04		0.04
M/s GTPL Pol Star Vision*~			-		0.17
M/s GTPL World Vision*~			-		0.27
M/s GTPL Zubi Video Vision#~			0.14		0.14
M/s GTPL Bapu Network*~			-		0.19
M/s GTPL Siddhi Digital Services#~			1.92		1.92
M/s Sri Raghav G GTPL^^~			-		2.15
M/s GTPL City Cable Visavadar~			0.54		0.54
M/s. GTPL Hamidali Rizwi^^~			-		1.20
M/s. GTPL Sky World Vision^^~			-		0.30
M/s GTPL Aakash Cable Vision~			0.10		0.12
M/s GTPL So Lucky Cable Services~			1.11		1.11
M/s DL Digital Cable Vision^			0.20		0.19
M/s DL Sai sanket^			0.04		0.03
M/s GTPL Parshwa Shivani Vision^			-		0.27

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ In Crore unless otherwise stated)

2.11 NON-CURRENT INVESTMENTS	FACE VALUE ₹ Per Unit	As at March 31, 2016		As at March 31, 2015	
		Quantity	Amount	Quantity	Amount
M/s GTPL Parshwa Shivshakti World^			-		0.27
M/s. GTPL Shiv Network (Billimora)~			0.15		-
M/s. GTPL City Channel(Surendranagar) (₹ 51,000 (March 31, 2015: ₹ Nil))~			0.01		-
			5.14		10.42
Less : Provision for diminution in value of Investment			2.51		0.99
			2.63		9.43
Other Investments					
Unquoted					
Investment in Government Securities					
National Savings Certificates (Deposited with Government Authorities)			0.17		0.17
The Saraswat Co-operative Bank Ltd. (₹ 31,300 (March 31, 2015: ₹ 31,300))		3,130	0.00	3,130	-
Thane Janta Shares (₹ 50,001 (March 31, 2015: ₹ 50,001))		5,000	0.01	5,000	0.01
The Varachha Co-Op. Bank Ltd. (₹ 5,050 (March 31, 2015: ₹ 5,050))	10	50	0.00	50.00	0.00
			0.18		0.18
			9.06		14.88
Total Non-current Investments					
Aggregate amount of quoted investments			-		-
Market Value of Quoted Investments			-		-
Aggregate amount of unquoted investments			9.06		14.88
Aggregate provision for diminution in value of investments			3.81		1.36

Fully provided for

~ These entities are Joint Venture of one of our subsidiary GTPL Hathway Pvt. Ltd.

^ These entities are Joint Venture of subsidiaries of one of our subsidiary GTPL Hathway Pvt. Ltd.

^^ These Joint Ventures have been consolidated in this financial year 2015-16

* These Joint Ventures of one of our subsidiary GTPL Hathway Pvt. Ltd. have been disposed off during the year.

(₹ In Crore unless otherwise stated)

2.12 DEFERRED TAX ASSETS (NET)	As at March 31, 2016	As at March 31, 2015
Deferred Tax Liabilities on		
Difference between book and tax depreciation	0.53	0.44
Deferred Tax Assets on		
Disallowances Under Income Tax Act 1961	0.20	0.26
Leave Encashment Payable	0.67	0.67
Carried Forward Losses	4.96	4.57
Gratuity Payable	0.14	0.14
On Account of Bonus	0.11	0.11
Provision for Doubtful Debts	0.70	0.38
Others	0.17	0.18
NET DEFERRED TAX ASSETS	6.42	5.87

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ In Crore unless otherwise stated)

2.13 TRADE RECEIVABLES	Non-Current		Current	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Unsecured, considered good unless stated otherwise				
Unsecured, considered good	7.86	4.44	657.24	566.80
Doubtful Outstanding	188.63	139.00	35.32	6.31
	196.49	143.44	692.56	573.11
Less: Provision for doubtful trade receivables	192.71	139.00	43.83	6.31
	3.78	4.44	648.74	566.80

(₹ In Crore unless otherwise stated)

2.14 LOANS AND ADVANCES	Long - Term		Short - Term	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
CAPITAL ADVANCES				
Unsecured, considered good unless stated otherwise				
Network Acquisitions	12.88	13.13	12.04	14.31
Advance to Suppliers	55.56	7.84	13.09	4.85
Less: Provision for doubtful advances	2.63	2.65	-	-
	65.81	18.32	25.13	19.16
SECURITY DEPOSITS				
Unsecured, considered good				
Security Deposits	45.35	40.32	6.65	1.92
	45.35	40.32	6.65	1.92
LOANS AND ADVANCES TO RELATED PARTIES				
Unsecured, considered good unless stated otherwise				
Advance Recoverable	0.49	0.47	8.62	7.13
Advance to Firm in which Subsidiaries are partner	17.16	17.16	0.12	0.04
Advance to other Cable Ventures	6.09	6.09	-	-
Advances to Related Parties	0.08	0.05	9.57	4.74
Share Application Money	7.00	5.00	-	-
Less: Provision for doubtful loans and advances	23.44	23.44	0.72	0.72
	7.38	5.33	17.59	11.19
OTHER LOANS AND ADVANCES				
Unsecured, considered good unless stated otherwise				
Prepaid expenses	15.96	7.33	21.17	13.48
Staff Advances	0.11	0.11	0.68	1.01
Staff Loan ((₹ Nil (March 31, 2015: ₹37,164))	-	0.00	0.09	0.39
Sundry Advances	23.36	17.81	108.66	59.17
Service Tax Claimable	0.57	0.32	55.25	42.67
Loans Given	0.18	0.33	0.31	0.05
Advance Income Tax (Net of Provision)	63.73	55.01	44.79	43.63
Cenvat Receivable	3.28	1.47	23.90	7.98
Advances with statutory Authorities	11.59	8.19	-	-
Less: Provision for doubtful loans and advances to others	3.00	2.88	-	-
	115.78	87.69	254.85	168.39
	234.32	151.66	304.22	200.66

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ In Crore unless otherwise stated)

2.15 OTHER ASSETS	Non-Current		Current	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Unsecured, considered good unless stated otherwise				
Non-current other bank balances (Note No. 2.18)	33.96	62.99	-	-
Other Receivables	0.51	1.95	13.86	35.22
Interest accrued but not due	0.02	0.06	0.16	3.52
	34.49	65.00	14.02	38.74

(₹ In Crore unless otherwise stated)

2.16 CURRENT INVESTMENTS	FACE VALUE ₹ Per Unit	As at March 31, 2016		As at March 31, 2015	
		Quantity	Amount	Quantity	Amount
Quoted Investments					
Investment in Mutual Funds					
Franklin Templeton Mutual Fund					
- Franklin India Treasury Management Account- Super IP - Growth	1,000		-	289,119	60.23
- Franklin India Ultra Short Bond Fund	10		-	5,945,528	11.00
- Super IP - Growth					
HDFC Mutual Fund					
- HDFC Liquid Fund- Growth	10		-	6,493,897	17.88
			-		89.11
Unquoted Investments					
Investment in Partnership Firms					
M/s GTPL Pol Star vision			-		0.02
M/s GTPL Zubi Video Vision			0.01		0.01
M/s GTPL Bapu Network (₹ Nil (March 31, 2015: ₹ 42,105))			-		0.00
M/s GTPL Shiv Network			0.08		-
			0.09		0.03
Total Current Investments			0.09		89.14
Aggregate amount of quoted investments			-		89.11
Market Value of Quoted Investments			-		89.28

(₹ In Crore unless otherwise stated)

2.17 INVENTORIES	Current	
	As at March 31, 2016	As at March 31, 2015
Stock-In-Trade	1.04	0.69
Stock of Spares & Maintenance Items	17.48	7.20
	18.52	7.89

(₹ In Crore unless otherwise stated)

2.18 CASH AND BANK BALANCES	Non-Current		Current	
	As at March 31, 2016	As at March 31, 2015	As at March 31, 2016	As at March 31, 2015
Cash & Cash Equivalents				
Balances with banks:				
In Current Accounts	-	-	76.37	57.78
Fixed Deposits with original maturity of less than 3 months	-	-	0.45	0.54
Cheques in hand	-	-	5.09	18.88
Cash in hand	-	-	13.59	14.25
	-	-	95.50	91.45
Other Bank Balance				
Margin money deposit*	33.96	62.99	40.53	14.17
	33.96	62.99	40.53	14.17
Less: Amount disclosed under non current asset (Refer Note 2.15)	33.96	62.99	-	-
	-	-	136.03	105.62

* Marked under lien in favour of Banks

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ In Crore unless otherwise stated)

3.01 REVENUE FROM OPERATIONS	Year Ended March 31, 2016	Year Ended March 31, 2015
Sale of services		
Subscription Income	2,015.75	1,794.87
Rental Income on Equipments	5.64	2.90
Consultancy Income	2.35	2.98
Advertisement Income & Marketing Support Services	35.01	25.18
Commission Income	1.31	1.08
	2,060.06	1,827.01
Sale of products		
Sale of Access Devices	4.86	0.93
	4.86	0.93
Other operating revenues		
Employee Stock Compensation	0.06	-
Other Operational Income	16.64	3.66
	16.70	3.66
	2,081.62	1,831.60

(₹ In Crore unless otherwise stated)

3.02 OTHER INCOME	Year Ended March 31, 2016	Year Ended March 31, 2015
Profit on Sale of Current Investments (Net)	5.98	7.24
Amount No Longer Payable Written Back	1.29	0.74
Interest on Fixed Deposits	5.08	8.84
Interest on Income Tax Refund	1.26	0.55
Gain on Foreign Exchange Fluctuation (Net)	3.61	0.51
Interest on Loans	0.04	0.06
Miscellaneous Income	6.25	9.20
	23.51	27.14

(₹ In Crore unless otherwise stated)

3.03 PURCHASE OF STOCK-IN-TRADE	Year Ended March 31, 2016	Year Ended March 31, 2015
Purchase of Access Device	2.46	0.77
	2.46	0.77

(₹ In Crore unless otherwise stated)

3.04 CHANGES IN STOCK-IN-TRADE	Year Ended March 31, 2016	Year Ended March 31, 2015
Opening Stock	0.69	0.69
Less : Closing Stock	1.04	0.69
(March 31, 2015: ₹ 76,666)	(0.35)	0.00

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ In Crore unless otherwise stated)

3.05 OPERATIONAL EXPENSES	Year Ended March 31, 2016	Year Ended March 31, 2015
Pay Channel Cost	821.65	813.13
Distribution Cost	29.29	37.73
Commission	78.38	46.77
Bandwidth & Lease Line Cost	65.28	45.08
Other Sundry Operational Cost	8.88	11.85
Repairs & Maintenance (Plant & Machinery)	58.36	44.14
Rent	19.26	15.20
Local Cable Operator Revenue Share	5.70	27.51
Consultancy & Technical Fees	19.09	21.20
Feed charges	2.37	6.55
Software & Programming Cost	5.46	3.80
Freight & Octroi Charges	1.71	1.37
Hire Charges	10.34	12.52
Movie/Cable Right Expenses	0.04	0.01
	1,125.81	1,086.86

(₹ In Crore unless otherwise stated)

3.06 EMPLOYEE BENEFITS EXPENSE	Year Ended March 31, 2016	Year Ended March 31, 2015
Salaries & Bonus	162.26	138.93
Staff Welfare	7.32	6.01
Contribution to provident and other fund	11.78	8.00
Employee Stock Compensation Expenses	-	(0.70)
	181.36	152.24

(₹ In Crore unless otherwise stated)

3.07 OTHER EXPENSES	Year Ended March 31, 2016	Year Ended March 31, 2015
Service Charges	126.65	80.09
Bad Debts	25.44	29.92
Less: Transfer from Provision for Doubtful Debts	6.17	10.40
	19.27	19.52
Provision for Bad and Doubtful debts	57.22	61.17
Electricity Expenses	27.94	23.25
Loss on disposal / shortage of assets	3.30	3.00
Rates & taxes	8.81	19.78
Office Expenses	10.79	12.33
Share of Loss from Body Corporate	0.05	1.82
Legal & Professional Charges	23.61	22.81
Advertisement & Promotion expenses	22.18	10.85
Conveyance	12.82	11.32
Repairs & Maintenance (Others)	13.36	12.87
Rent - Offices	17.53	15.41
Communication Charges	7.65	6.13
Travelling	5.59	5.76
Printing & Stationery	3.17	2.78
Business Promotion Expenses	4.33	6.41

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ In Crore unless otherwise stated)

3.07 OTHER EXPENSES	Year Ended March 31, 2016	Year Ended March 31, 2015
Insurance Charges	2.06	1.83
Interest on Taxes	3.52	5.48
Provision for Bad & Doubtful Advances	2.22	1.66
Provision for diminution in investments	3.10	-
Sundry Advances Written Off	0.06	0.25
Preliminary Exp Written Off	0.01	0.08
Sitting Fees	0.25	0.26
Donation	1.08	0.84
Miscellaneous Expenses	5.96	5.26
Auditor's Remuneration		
- Statutory Audit Fees	0.69	0.60
- Tax Audit Fees	0.02	-
- Limited Review, Consolidation & Certification Fees	0.39	0.21
- Other Consultancy Services	0.03	0.03
	383.66	331.80

(₹ In Crore unless otherwise stated)

3.08 DEPRECIATION AND AMORTISATION	Year Ended March 31, 2016	Year Ended March 31, 2015
Depreciation on Tangible Assets	348.72	296.02
Amortisation of Intangible Assets	24.48	27.81
	373.20	323.83

(₹ In Crore unless otherwise stated)

3.09 FINANCE COST	Year Ended March 31, 2016	Year Ended March 31, 2015
Interest and Finance Charges	97.48	128.63
Bank Charges	20.58	17.26
Foreign Exchange difference to the extent considered as an adjustment to finance cost	5.92	2.34
Mark to Market Losses on Derivatives (Net)	13.51	5.27
	137.49	153.50

(₹ In Crore unless otherwise stated)

3.10 EXCEPTIONAL ITEMS	Year Ended March 31, 2016	Year Ended March 31, 2015
Depreciation reversal on account of change in method from WDV to SLM and change in estimate of life as per Schedule II to the Companies Act, 2013 (Refer Note 4.28)	-	(83.82)
Marked down in value of Certain Assets towards abnormal wear and tear	-	29.69
Provision for Entertainment Tax of earlier years on settlement of litigation	-	3.07
Provision for Impairment of Tangible Assets	-	0.41
Settlement fees paid to settle litigation initiated on certain employees by their previous employer, also a MSO	3.75	-
	3.75	(50.65)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

4.01 (a) List of subsidiaries which are included in the Consolidation & the company's effective holdings therein as under :

Name of the Subsidiary & Body Corporate	Country of the Incorporation	Date on which it became Subsidiary	Ownership in % either directly or through subsidiaries	
			March 31, 2016	March 31, 2015
Channels India Network Pvt. Ltd.	India	07.04.1998	95.63%	95.63%
Vision India Network Pvt. Ltd.	India	07.04.1998	100.00%	100.00%
Liberty Media Vision Pvt. Ltd.	India	07.04.1998	100.00%	100.00%
Ideal Cables Pvt. Ltd.	India	07.04.1998	100.00%	100.00%
Hathway Channel 5 Cable & Datacom Pvt. Ltd.	India	07.04.1998	51.00%	51.00%
Bee Network & Communication Pvt. Ltd.	India	07.04.1998	100.00%	100.00%
Elite Cable Network Pvt. Ltd.	India	07.04.1998	80.00%	80.00%
Binary Technology Transfers Pvt. Ltd.	India	07.04.1998	100.00%	100.00%
Hathway Media Vision Pvt. Ltd.	India	13.08.1998	100.00%	100.00%
UTN Cable Communication Pvt. Ltd.	India	31.05.1999	96.27%	96.27%
ITV Interactive Media Pvt. Ltd.	India	09.09.1999	100.00%	100.00%
Chennai Cable Vision Network Pvt. Ltd.	India	30.09.1999	75.99%	75.99%
Hathway Universal Cabletel & Datacom Pvt. Ltd.	India	10.03.2000	100.00%	100.00%
Win Cable and Datacom Pvt. Ltd.	India	15.03.2000	100.00%	100.00%
Hathway Space Vision Cabletel Pvt. Ltd.	India	21.03.2000	100.00%	100.00%
Hathway Software Developers Pvt. Ltd.	India	21.03.2000	71.85%	71.85%
Hathway Nashik Cable Network Pvt. Ltd.	India	27.07.2000	90.06%	90.06%
Hathway Cnet Pvt. Ltd.	India	27.07.2000	100.00%	100.00%
Hathway United Cables Pvt. Ltd.	India	01.12.2000	100.00%	100.00%
Hathway Internet Satellite Pvt. Ltd.	India	01.01.2001	100.00%	100.00%
Hathway Krishna Cable Network Pvt. Ltd.	India	22.07.2002	100.00%	97.74%
Hathway Mysore Cable Network Pvt. Ltd.	India	29.11.2003	75.70%	75.70%
Hathway Prime Cable & Datacom Pvt. Ltd.	India	03.02.2006	51.00%	51.00%
Hathway Gwalior Cable & Datacom Pvt. Ltd.	India	01.05.2007	100.00%	100.00%
Hathway Digital Saharanpur Cable & Datacom Pvt. Ltd.	India	01.03.2008	51.00%	51.00%
Hathway Enjoy Cable Network Pvt. Ltd.	India	07.06.2007	100.00%	100.00%
Hathway JMD Farukhabad Cable & Datacom Pvt. Ltd.	India	01.05.2007	100.00%	100.00%
Hathway MCN Pvt.Ltd. (Refer Note No. 4.02 (B) (i))	India	01.06.2007	51.00%	51.00%
Hathway Sonali OM Crystal Cable Pvt Ltd (Refer Note No. 4.02 (B) (ii))	India	01.01.2008	51.00%	51.00%
Hathway ICE Television Pvt. Ltd.	India	15.10.2007	51.00%	51.00%
Hathway Rajesh Multichannel Pvt. Ltd. (Refer Note No. 4.02 (B) (ii))	India	01.10.2007	51.00%	51.00%
Net 9 Online Hathway Pvt. Ltd.*	India	01.03.2008	50.00%*	50.00%*
GTPL Hathway Pvt. Ltd.*	India	12.10.2007	50.00%*	50.00%*
Hathway Datacom Central Pvt. Ltd.	India	31.12.2007	100.00%	100.00%
Hathway New Concept Cable & Datacom Pvt. Ltd.	India	01.09.2008	100.00%	51.00%
Hathway Latur MCN Cable & Datacom Pvt. Ltd. (Refer Note No. 4.02 (B) (i))	India	15.01.2008	51.00%	51.00%
Hathway Cable MCN Nanded Pvt. Ltd.*	India	17.06.2008	45.05%*	45.05%*

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(₹ in Crore unless otherwise stated)

Name of the Subsidiary & Body Corporate	Country of the Incorporation	Date on which it became Subsidiary	Ownership in % either directly or through subsidiaries	
			March 31, 2016	March 31, 2015
Hathway Palampur Cable Network Pvt. Ltd.	India	01.04.2008	51.00%	51.00%
Hathway Mantra Cable & Datacom Pvt. Ltd.	India	30.08.2007	98.00%	98.00%
Hathway Sai Star Cable & Datacom Pvt. Ltd. (Refer Note No. 4.02 (B) (ii))	India	01.09.2008	51.00%	51.00%
Hathway Bhawani Cabletel & Datacom Ltd.	India	31.08.2009	51.60%	51.60%
Hathway Dattatray Cable Network Pvt. Ltd. (Refer Note No. 4.02 (B) (ii))	India	01.07.2009	51.00%	51.00%
Hathway Kokan Crystal Cable Network Pvt. Ltd.	India	01.11.2010	90.00%	90.00%
Hathway SS Cable & Datacom LLP	India	08.10.2012	51.00%	51.00%
Hathway Broadband Pvt. Ltd.	India	14.08.2014	100.00%	100.00%

*Subsidiary due to Board Control

(b) List of Joint Venture held directly and Company's effective Ownership :-

Joint Venture directly held and Company's effective Shareholding therein	Country of the Incorporation	March 31, 2016	March 31, 2015
Hathway Sukhamrit Cable & Datacom Pvt. Ltd. (Refer Note No. 4.02(B)(iv))	India	49.00%	49.00%

(c) List of Associates held directly and Company's effective Ownership :-

Associate's directly held and Company's effective Shareholding therein	Country of the Incorporation	March 31, 2016	March 31, 2015
Hathway VCN Cablenet Pvt. Ltd.	India	25.03%	25.03%
Pan Cable Services Pvt. Ltd.	India	33.33%	33.33%

(d) List of Subsidiaries held indirectly and Company's effective Ownership :-

	Country of the Incorporation	Date on which it became Subsidiary	Ownership in % either directly or through subsidiaries	
			March 31, 2016	March 31, 2015
Subsidiaries of Hathway Datacom Central Pvt. Ltd.				
Hathway CCN Multinet Pvt. Ltd. (f.k.a. Hathway Bhaskar CCN Multinet Pvt. Ltd.)	India	01.07.2008	51.00%	51.00%
Hathway CCN Entertainment (India) Pvt. Ltd. (f.k.a. Hathway Bhaskar CCN Entertainment (India) Pvt. Ltd.)	India	01.07.2008	51.00%	51.00%
Hathway CBN Multinet Pvt. Ltd. (f.k.a. Hathway Bhaskar CBN Multinet Pvt. Ltd.)	India	01.07.2008	51.00%	51.00%
Hathway Bhaskar CCN Multi Entertainment Pvt. Ltd. (Refer Note No. 4.02 (B) (iii))	India	29.09.2011	70.00%	70.00%
Subsidiary of Hathway Bhawani Cabletel & Datacom Ltd.				
Hathway Bhawani NDS Network Pvt. Ltd.	India	13.10.2010	26.01%	26.01%

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	Country of the Incorporation	Date on which it became Subsidiary	Ownership in % either directly or through subsidiaries	
			March 31, 2016	March 31, 2015
Subsidiaries of GTPL Hathway Pvt. Ltd.				
GTPL Anjali Cable Network Pvt. Ltd.	India	03.02.2009	30.50%	25.50%
GTPL Solanki Cable Network Pvt. Ltd.	India	07.07.2009	25.50%	25.50%
GTPL Zigma Vision Pvt. Ltd.	India	20.02.2009	45.10%	45.10%
GTPL S K Network Pvt. Ltd.	India	01.12.2008	25.50%	25.50%
GTPL Video Badshah Pvt. Ltd.	India	04.08.2008	25.50%	25.50%
GTPL Broadband Pvt. Ltd. (Formerly known as GTPL Kutch Network Pvt. Ltd.)	India	23.01.2009	49.99%	49.99%
GTPL City Channel Pvt. Ltd.	India	31.07.2008	25.50%	25.50%
GTPL SMC Network Pvt. Ltd.	India	21.01.2009	25.50%	25.50%
GTPL Surat Telelink Pvt. Ltd.	India	21.01.2009	25.50%	25.50%
GTPL Vidarbha Telelink Pvt. Ltd.	India	07.09.2009	25.61%	25.61%
GTPL Space City Pvt. Ltd.	India	13.04.2009	25.50%	25.50%
GTPL Vision Services Pvt. Ltd.	India	01.10.2009	31.75%	31.75%
GTPL Narmada Cyberzone Pvt. Ltd.	India	01.10.2009	30.00%	30.00%
GTPL Shivshakti Network Pvt. Ltd.	India	01.04.2009	25.50%	25.50%
GTPL Link Network Pvt. Ltd.	India	15.04.2009	25.50%	25.50%
GTPL VVC Network Pvt. Ltd.	India	15.04.2009	25.50%	25.50%
GTPL Blue Bell Network Pvt. Ltd.	India	01.10.2009	46.00%	46.00%
GTPL Parshwa Cable Network Pvt. Ltd.^	India	01.10.2009	28.66%	28.66%
GTPL Insight Channel Network Pvt. Ltd.	India	01.10.2009	37.23%	37.23%
GTPL Kolkata Cable & Broadband Pariseva Ltd.^	India	30.06.2010	25.56%	25.56%
GTPL Dahod Television Network Pvt. Ltd.	India	01.08.2010	25.50%	25.50%
GTPL Jay Santoshima Network Pvt. Ltd	India	31.03.2011	25.50%	25.50%
GTPL Sorath Telelink Pvt. Ltd.	India	01.04.2010	25.50%	25.50%
Gujarat Telelink East Africa Ltd.* and ^^	Kenya	01.06.2010	25.50%	25.50%
GTPL Shiv Network Pvt. Ltd.	India	01.10.2010	25.61%	25.61%
GTPL Sharda Cable Network Pvt. Ltd.	India	02.11.2011	25.50%	25.50%
GTPL Ahmedabad Cable Network Pvt. Ltd.	India	01.06.2011	25.50%	25.50%
D.L GTPL Cabnet Pvt. Ltd.# and ^	India	01.11.2011	13.00%*	13.00%*
GTPL V&S Cable Pvt. Ltd.	India	17.01.2012	25.50%	25.50%
GTPL Video Vision Pvt Ltd.	India	01.10.2012	25.50%	25.50%
Vaji Communication Pvt. Ltd.	India	11.03.2014	25.50%	25.50%
GTPL Bansidhar Telelink Pvt. Ltd.	India	05.11.2014	25.50%	25.50%
GTPL DCPL Pvt. Ltd.	India	13.03.2015	25.50%	25.50%
GTPL KCBPL Broadband Pvt. Ltd.^^	India	14.03.2015	25.56%	26.42%
GTPL Junagadh Network Pvt. Ltd.	India	15.03.2016	25.50%	-
GTPL Deesha Cable net Pvt. Ltd.	India	17.09.2015	25.50%	-
GTPL Kaizen Infonet Pvt. Ltd.	India	01.04.2015	50.00%	-
GTPL Meghana Distribution Pvt. Ltd.	India	17.11.2015	50.00%	-
GTPL Abhilash Communication Pvt. Ltd.^^	India	15.06.2015	25.50%	-
GTPL Chelikam Networks (India) Pvt. Ltd.	India	23.05.2015	25.50%	-
Vizianagar Citi Communications Pvt. Ltd.^^	India	01.11.2015	25.50%	-
D. L. GTPL Broadband Pvt. Ltd. ^^^	India	07.10.2015	13.00%	-

* The subsidiary company viz. GTPL Hathway Private Limited has invested in its subsidiary, however the same is now held for disposal, and has been carried at cost less provision for diminution.

Subsidiary due to Board Control

^ Step down subsidiary of GTPL through GTPL Kolkata Cable & Broadband Pariseva Limited

^^ In the absence of availability of the audited financials of these subsidiary companies, consolidated financial statements for the financial year 2015-16 were prepared considering management account.

^^^ Step down subsidiary of GTPL through D. L. GTPL Cabnet Private Limited.

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(e) List of joint ventures held indirectly and Company's effective Ownership therein:-

	Country of the Incorporation	March 31, 2016	March 31, 2015
Joint Venture of GTPL Hathway Pvt. Ltd.			
M/S. Airlink Communication	India	25.50%	25.50%
M/S. GTPL A J Enterprise	India	37.50%	37.50%
M/S. GTPL Anil Cable Services	India	25.50%	25.50%
M/S. GTPL Ashok Cable Services	India	25.50%	25.50%
M/S. GTPL Atul Cable Network	India	25.50%	25.50%
M/S. GTPL Bariya Television Network	India	25.50%	25.50%
M/S. GTPL Gujarat Television Network	India	25.50%	25.50%
M/S. GTPL H K Cable	India	25.50%	25.50%
M/S. GTPL Jaydeep Cable	India	25.50%	25.50%
M/S. GTPL Kal Cable Network	India	25.50%	25.50%
M/S. GTPL Khambhat Cable Network	India	25.50%	25.50%
M/S. GTPL Krishna Cable Network	India	25.50%	25.50%
M/S. GTPL Krishna Cable Services	India	25.50%	25.50%
M/S. GTPL M Channel	India	25.50%	25.50%
M/S. GTPL Maa Bhagwati Entertainment	India	25.50%	25.50%
M/S. GTPL Pearl Communication	India	30.00%	30.00%
M/S. GTPL Pooja Cable	India	25.50%	25.50%
M/S. GTPL Rainbow Multi Channel	India	25.50%	25.50%
M/S. GTPL Rainbow Video Vision	India	25.50%	25.50%
M/S. GTPL Raj World Vision	India	25.50%	25.50%
M/S. GTPL Renuka Cable	India	25.50%	25.50%
M/S. GTPL S P Enterprise	India	25.50%	25.50%
M/S. GTPL Sagar Cable Services	India	25.50%	25.50%
M/S. GTPL Sai Cable	India	25.50%	25.50%
M/S. GTPL Shiv Cable	India	25.50%	25.50%
M/S. GTPL Shree Sai Cable Network	India	30.00%	30.00%
M/S. GTPL Shree Shani Cable	India	25.50%	25.50%
M/S. GTPL Valsad Network	India	30.00%	30.00%
M/S. GTPL Vraj Cable	India	25.50%	25.50%
M/S. GTPL World View Cable	India	25.50%	25.50%
M/S. GTPL World Vision - Ambaji	India	25.50%	25.50%
M/S. GTPL Sainath World Vision	India	25.50%	25.50%
M/S. GTPL Star Line Networks	India	25.50%	25.50%
M/S. GTPL Narmada Cable Services	India	25.50%	25.50%
M/S. GTPL Leo Vision	India	25.50%	25.50%
M/S. GTPL Bawa Cable	India	25.50%	25.50%
M/S. GTPL Sai Vision	India	25.50%	25.50%
M/s. GTPL Jyoti Cable	India	25.50%	25.50%
M/s. GTPL Sanjiv Cable Vision	India	25.50%	25.50%
M/s. GTPL Shiv Cable (Manish Joshi)	India	25.50%	25.50%
M/s. GTPL Shiv Cable (Rajesh Patel)	India	25.50%	25.50%
M/s. GTPL Hariom World Vision	India	25.50%	25.50%
M/s. GTPL Henish Cable Vision	India	25.50%	25.50%
M/s. GTPL - Buldhana City Cable Network	India	25.50%	25.50%
M/s. GTPL Chaudhary Vision	India	25.50%	25.50%
M/S. GTPL Space	India	28.50%	28.50%
M/S. GTPL Khushaboo Video Channel	India	25.50%	25.50%
M/S. GTPL Hamidali Cable* and **	India	25.50%	25.50%
M/S. GTPL Sky World Vision**	India	25.50%	25.50%

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	Country of the Incorporation	March 31, 2016	March 31, 2015
M/S. Sri Raghav G GTPL	India	25.00%	25.00%
M/S. GTPL Lucky Video Cable**	India	25.50%	25.50%
M/S. GTPL Shreenathji Communication	India	25.50%	-
M/S. GTPL Wireless Cable Vision	India	25.50%	-
M/S. GTPL Parth World Vision	India	25.50%	-
M/S. GTPL Swastik Communication	India	25.50%	-
M/S. GTPL Sai World Channel	India	25.50%	-
M/S. GTPL Rushi World Vision	India	25.50%	-
M/S. GTPL Modern World Vision	India	25.50%	-
M/S. GTPL Crazy Network*	India	25.00%	-
M/S. GTPL Tridev Cable Network *	India	25.50%	-
M/S. GTPL Riddhi Digital Pvt. Ltd.	India	25.00%	-
M/S. GTPL Parshwa Shivani Vision ^ and **	India	14.62%	14.62%
M/S. GTPL Parshwa Shivshakti Vision ^ and **	India	14.62%	14.62%
M/S. GTPL Parshwa Shivani World Vision **	India	14.62%	-
Joint Venture of Hathway Universal Cabletel & Datacom Pvt. Ltd.			
Hathway Universal VCN Cable Network LLP	India	50.97%	-

* In the absence of availability of the audited financials of these Joint Ventures, consolidated financial statement for the financial year 2015-16 were prepared considering the management account.

** These joint ventures were not considered for consolidation in the consolidated financial statements of GTPL Hathway Pvt. Ltd. for the financial year 2014-15.

^ Step down Joint venture of GTPL through GTPL Parshwa Cable Network Pvt. Ltd.

(f) Associate indirectly held and Company's effective Shareholding therein

Name of the Associate	March 31, 2016	March 31, 2015
GTPL Rajwadi Network Pvt. Ltd.*	12.50%	12.50%
Gujrat Television Pvt. Ltd.#	21.06%	21.06%

* In the absence of availability of the audited financials of these associate company, consolidated financial statement for the financial year 2015-16 were prepared considering the management account.

This Associate Company is not considered for consolidation in the consolidated financial statements of GTPL Hathway Pvt. Ltd. for the financial year 2015-16.

4.02 Note on consolidation of certain subsidiaries/ joint ventures:-

A) Reasons not consolidating certain subsidiaries / joint ventures:-

i) M/s. Hathway Space Vision

Two wholly owned subsidiaries of the Company viz. Binary Technology Transfers Pvt. Ltd. and Hathway Internet Satellite Pvt. Ltd. were majority partners in a partnership firm, namely, M/s. Hathway Space Vision (the firm). The aforesaid majority partners of the firm had initiated legal action i.e invoked arbitration proceedings, against the minority partner viz. Space Vision Cabletel Pvt. Ltd. with reference to some management and operational issues and had made monetary claims against the minority partner. The minority partner had also filed certain counter claims against the wholly owned subsidiaries. After a long drawn legal battle, the firm stands dissolved as of July 8, 2011, under the directions of the Bombay High Court. The Court Receiver, High Court of Bombay has been appointed as the Receiver of the assets and business of the firm and Hathway Internet Satellite Private Limited has been appointed as the Agent of the Court Receiver. The issues concerning accounts and dissolution including adjudicating upon the original claims and counter claims made before the earlier Arbitrator are referred to for fresh Arbitration. The matter is pending. There are no claims against the Company. In the mean time, the Court Receiver has fixed an ad hoc royalty of ₹ 0.005/- per month that is to be paid by the agent of the Court Receiver under

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order dated December 2, 2011. An application inter alia for setting aside the said order dated December 2, 2011 has been filed by the Company and Hathway Internet Satellite Private Limited in the High Court, Bombay which is pending. The Court Receiver has taken back possession of the suit premises from Hathway Internet Satellite Private Limited & Binary Technology Transfers Pvt. Ltd.

The Company has investments in said fully owned subsidiaries namely Hathway Internet Satellite Pvt. Ltd. & Binary Technology Transfers Pvt. Ltd. of ₹ 0.01 (March 31, 2015 : ₹ 0.01) and ₹ 0.01 (March 31, 2015 : ₹ 0.01) and Loans and advance of ₹ 1.59 (March 31, 2015 : ₹ 1.59), ₹ 1.59 (March 31, 2015 : ₹ 1.59) respectively which has been fully provided for in the books. In view of the above facts, the Group has not consolidated the Firm.

- ii) GTPL Hathway Pvt. Ltd. (GTPL), one of the subsidiaries has investment in the following subsidiary, which have not been consolidated by GTPL as the criteria of effective joint control could not be fulfilled during the reporting period as listed below. Hence the same have been shown as investments and have been carried at cost.

Name of the Entity	Country of the Incorporation	Effective date of Partnership	Effective Ownership in Joint Venture	
			March 31, 2016	March 31, 2015
GTPL Jai Mataji Network Pvt. Ltd.# and ^^^	India	01.08.2009	25.00%	25.00%

The subsidiary company viz. GTPL Hathway Private Limited has invested in its subsidiary, however the same is now held for disposal, and has been carried at cost less provision for diminution.

^^^This Subsidiary Company was considered for consolidation in the consolidated financial statements of GTPL Hathway Pvt. Ltd. for the financial year 2014-15.

- iii) GTPL Hathway Pvt. Ltd. (GTPL), one of the subsidiaries has investment in the following joint ventures, which have not been consolidated by GTPL as the criteria of effective joint control could not be fulfilled during the reporting period as listed below. Hence the same have been shown as investments and have been carried at cost.

Name of the Entity	Effective date of Partnership	Effective Ownership in Joint Venture	
		March 31, 2016	March 31, 2015
M/s. GTPL G P Marketing	01.08.2009	25.50%	25.50%
M/s. GTPL Shiv Networks*	01.10.2009	25.50%	25.50%
M/s. GTPL Shiv Vision* and ^	01.06.2012	-	25.50%
M/s. GTPL Aakash Cable Vision	01.04.2014	25.50%	25.50%
M/s. GTPL Om Net* and ^	29.09.2008	-	25.00%
M/s. GTPL So Lucky Cable Services	01.08.2014	25.50%	25.50%
M/s. GTPL City Cable - Visavadar	30.03.2014	25.50%	25.50%
M/s. GTPL City Channel - Surendranagar	24.08.2015	25.50%	-

^These joint ventures have been disposed off because of partnership dissolution.

*These joint ventures were considered for consolidation in the consolidated financial statement of GTPL Hathway Pvt. Ltd. for the financial year 2014-15.

- iv) GTPL Hathway Pvt. Ltd. has investments in following joint ventures / partnership firms which were not considered for consolidation in the consolidated financial statements of GTPL Hathway Pvt. Ltd. as the criteria of effective joint control could not be fulfilled during the reporting period. Hence, the same are held for disposal and shown at cost less provision for diminution, if any.

Name of the Entity	Effective Ownership in Joint Venture	
	March 31, 2016	March 31, 2015
M/s GTPL Ganesh Communication	25.50%	25.50%
M/s GTPL Kim Cable Entertainment	25.50%	25.50%
M/s GTPL Lucky World Vision	25.50%	25.50%
M/s GTPL Nawaz Network	25.00%	25.00%
M/s GTPL Sab Network	25.00%	25.00%
M/s GTPL Universal Cable Network	25.00%	25.00%
M/s GTPL Yak Cable Network	25.00%	25.00%

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Name of the Entity	Effective Ownership in Joint Venture	
	March 31, 2016	March 31, 2015
M/s GTPL Siddhi Digital Services	25.50%	25.50%
M/S. GTPL Zubi Video Vision	25.50%	25.50%
M/S. GTPL Bapu Network*	-	25.50%
M/S. GTPL Pol Star Vision*	-	25.50%
M/S. GTPL World Vision – Sangali*	-	25.50%

*These joint ventures have been disposed off against provision for diminution

- v) GTPL Hathway Pvt. Ltd. (GTPL), one of the subsidiary, of the Company has subsidiaries having investment in the following joint ventures / partnership firms, which have not been consolidated by GTPL as the criteria of effective joint control could not be fulfilled during the reporting period as listed below. Hence the same have been shown as investments and have been carried at cost.

Name of the Entity	Effective Ownership in Joint Venture	
	March 31, 2016	March 31, 2015
M/S. Unity Cable Network*	13.01%	13.01%
M/S. Sai DL Vision**	6.63%	6.63%
M/S. DL Digital Cable Vision**	4.55%	4.55%
M/S. DL Sai Sanket**	6.63%	6.63%

* Joint venture of GTPL Video Badshah Private Limited i.e., subsidiary of GTPL.

** Joint venture of DL GTPL Cabnet Private Limited i.e., subsidiary of GTPL.

B) Reasons for consolidation based on Management Accounts :

- The Company holds 51% in Hathway MCN Pvt. Ltd. and Hathway Latur MCN Cable & Datacom Pvt. Ltd. Consolidated Financial Statements for the year 2014-15 of the Group were prepared considering the management certified accounts of these subsidiaries as the audited financials were not available. The effect of differences between the audited financial statements and such management certified accounts amounting to ₹ 1.23 and ₹ Nil respectively is included in prior period adjustments.
- The Company also holds 51% in Hathway Rajesh Multichannel Pvt. Ltd., Hathway Sonali Om Crystal Cable Pvt. Ltd., Hathway Sai Star Cable & Datacom Pvt. Ltd. and Hathway Dattatray Cable Network Pvt. Ltd. There are certain operational disagreements with minority partners of these entities. The financial statements of these entities for past two years i.e. 2014-15 and 2015-16 have not been prepared and hence not audited. Consolidated Financial Statements of the Group for the above years have been prepared based on draft accounts prepared and certified by the holding company.
- The Company has interest of 70% in one of its step down subsidiary namely, Hathway Bhaskar CCN Multi Entertainment Pvt. Ltd. In the absence of availability of the Audited financials for the purposes of consolidation, Consolidated Financial Statement for the year 2014-15 were prepared with considering the Management Accounts of this subsidiary. The difference between audited financial statement and unaudited financial statement for the financial year 2014-15, amounting to ₹ 0.04 (March 31, 2015 ₹ Nil) is included in prior period adjustment.
- The Company has interest of 49% in one of its Joint ventures namely Hathway Sukhamrit Cable & Datacom Pvt. Ltd.. In the absence of availability of the audited financials for the purpose of consolidation of previous year, Consolidated Financial Statements for the financial year 2014-15 were prepared without considering financial statement of this Joint Venture. The difference between audited financial statement and unaudited financial statement for the financial year 2014-15, amounting to ₹ 0.27 (March 31, 2015 ₹ Nil) is included in prior period adjustment.

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- v) The Company has a holding of 51% in some of its step down subsidiaries namely Hathway CCN Multinet Pvt. Ltd. (f.k.a. Hathway Bhaskar CCN Multinet Pvt. Ltd.), Hathway CCN Entertainment (India) Pvt. Ltd. (f.k.a. Hathway Bhaskar CCN Entertainment (India) Pvt. Ltd.), Hathway CBN Multinet Pvt. Ltd. (f.k.a. Hathway Bhaskar CBN Multinet Pvt. Ltd.) and has 70% holding in step down subsidiary namely Hathway Bhaskar CCN Multi Entertainment Pvt. Ltd. In the absence of availability of the Audited financials for the purpose of the consolidated financial statement, Consolidated Financial Statement for the financial year 2013-14 was prepared with considering the Management Accounts of this subsidiaries. The difference between audited financial statement and unaudited financial statement for the financial year 2013-14, amounting to ₹ Nil (March 31, 2015 ₹ 1.69), ₹ Nil (March 31, 2015 ₹ (0.10)), ₹ Nil (March 31, 2015 ₹ 0.28) and ₹ Nil (March 31, 2015 ₹ (0.33)) respectively is included in prior period adjustment.

4.03 EXCEPTIONAL ITEMS

The Group in its ordinary course of business has promoted / acquired interest in various entities. The Company's exposure to these entities on account of Investments in equity shares and preference shares, on account of amounts advanced as Loans & Advances and Trade Receivables is ₹ 0.37 (March 31, 2015: ₹ 0.37), ₹ 23.45 (March 31, 2015: ₹ 23.45) and ₹ 0.05 (March 31, 2015: ₹ 0.05) respectively. The Company has made provision on overall basis of ₹ 0.37 (March 31, 2015: ₹ 0.37), ₹ 23.45 (March 31, 2015: ₹ 23.45) and ₹ 0.05 (March 31, 2015: ₹ 0.05) against such Investments, Loans and Advances and Trade Receivables respectively.

Considering the long-term involvement of the Company in these entities and strategic impact it has on the business of the Company, the Company has committed to provide financial support to these entities. The provisions made during the year include the amounts advanced during the year.

4.04 INTANGIBLE ASSETS

Based on factors such as past experience, industry trends, value added services and quality of services provided by the Company, trends in other countries, various changes proposed in the regulations governing the industry, future business plans, estimated residual value etc., the Company is of the opinion that the useful life of the Cable Television Franchise acquired by the company will exceed twenty years. Accordingly, the same has been amortised over a period of twenty years from the date of acquisition.

Based on factors such as past experience, remaining contract period, industry trends, estimated residual value etc. the Company is of the opinion that the useful life of the Movie Rights acquired by the company will exceed fifteen years. Accordingly, the same has been amortised upto a period of fifteen years from the date of commencement of the agreement.

Goodwill arising on acquisition of businesses or joint ventures that has enduring life or indefinite useful economic life has not been amortised.

4.05 Goodwill on Consolidation comprises of :

Particulars	March 31, 2016	March 31, 2015
Goodwill on Consolidation	258.52	238.05
Less :Capital Reserve on Consolidation	3.41	2.04
Net Goodwill on Consolidation	255.11	236.02

4.06 EMPLOYEE STOCK OPTION PLAN

The shareholders of the Company have approved Employee Stock Option Plan i.e. HATHWAY ESOP 2007 ("The Plan"). The Plan provides for issue of options (underlying equity share of ₹ 10 each) to the persons specified in the scheme at the price determined by the remuneration committee appointed by the Board of Directors. Price determined by the remuneration committee is in the range of ₹ 110.20 to ₹ 157.30.

The Options granted under the Plan shall vest within not less than one year and not more than five years from the date of grant of options. Under the terms of the Plan, 20% of the options will vest to the employees every year. Once the options vest as per the Plan, they would be exercisable by the Option Grantee at any time within a period of three years from the date of vesting and the shares received on exercise of such options shall not be subject to any lock-in period.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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The value of the options granted is determined by the management based on the rates at which shares were allotted to the investors during the relevant year and the same has been considered as fair value of option.

Employee Stock Options Outstanding (Net of Deferred Employee Compensation Expense) is as follows:

Particulars	March 31, 2016	March 31, 2015
Total accounting value of Options Outstanding (A)	(0.01)	(0.70)
Deferred Employee Compensation Expense	-	0.08
Less: Amortized	-	0.08
Net Deferred Employee Compensation Expense (B)	-	-
Employee Stock Options Outstanding (Net of Deferred Employee Compensation Expense) (A – B)	(0.01)	(0.70)

The following table summarizes the Company's Stock Options activity:

Shares Underlying Options Outstanding

Sr. No.	Particulars	March 31, 2016		March 31, 2015	
		No. of Shares	Weighted Average Exercise Price	No. of Shares	Weighted Average Exercise Price
A	a Outstanding at the beginning of the year	142,000	26.23	161,299	124.10
	b Granted during the year	Nil	Nil	Nil	Nil
	c Forfeited/ Cancelled during the year option I	Nil	Nil	61,899	110.20
	d Forfeited/ Cancelled during the year option II	Nil	Nil	4,000	157.30
	e Exercised during the year option I	Nil	Nil	-	0.00
	f Exercised during the year option II	Nil	Nil	-	0.00
	g Expired during the year option I	35,000	22.04	65,200	110.20
	h Expired during the year option II	102,000	31.46	1,800	157.30
B	a Subdivision of Shares option I (Refer Note No. 4.16)	Nil	Nil	32,000	110.20
	b Subdivision of Shares option II (Refer Note No. 4.16)	Nil	Nil	81,600	157.30
C	Outstanding at the end of the year	5,000	22.04	142,000	26.23
D	Exercisable at the end of the year	5,000	22.04	142,000	26.23
E	Method of Settlement	Equity	Equity	Equity	Equity
F	Weighted average remaining contractual life (in months)		Nil		Nil
G	Weighted average Fair Value of Option granted during the year		Nil		Nil

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(₹ in Crore unless otherwise stated)

4.07 PRIOR PERIOD ITEMS

Detail of Prior Period Income and Expenses is as under:

Particulars	March 31, 2016	March 31, 2015
Income of earlier years credited to Statement of Profit and Loss		
- Subscription Income	0.40	0.10
- Deferred tax income	0.18	-
- Others	0.15	0.26
Expenses of earlier years reversed and credited to Statement of Profit and Loss		
- Pay Channel Cost	0.07	0.12
- Salaries & Bonus	0.08	-
- Deferred tax expense	0.13	-
- Others	0.24	4.44
TOTAL CREDIT (A)	1.25	4.92
Income of earlier years reversed and debited to Statement of Profit and Loss		
- Subscription Income	0.20	0.07
- Placement Income	-	0.01
- Rental Income on STB (₹ Nil (March 31, 2015; ₹ 5,556))	-	0.00
Expense of earlier years debited to Statement of Profit & Loss		
- Licence Fees	0.25	-
- Rent	0.16	-
- Legal & Professional Expenses	0.14	0.66
- Deferred tax expense	1.23	-
- Others	0.97	3.26
TOTAL DEBIT (B)	2.96	4.00
Net Debit / (Credit) to Statement of Profit and Loss (A-B)	1.70	(0.92)

4.08 LEASES

(a) Finance Lease (As Lessee):

Lease rentals outstanding as at 31st March 2016 in respect of fixed assets taken on finance lease are as under:

Due	Total minimum lease payments outstanding as at March 31, 2016	Interest not due	Present value of minimum lease payments as at March 31, 2016
Not Later than 1 year	106.01 (128.60)	10.19 (17.03)	95.82 (111.57)
Later than 1 year and not later than 5 years	41.33 (118.29)	2.21 (9.94)	39.13 (108.35)
Later than 5 years	Nil (Nil)	Nil (Nil)	Nil (Nil)
Total	147.34 (246.89)	12.40 (26.97)	134.95 (219.92)

Finance Lease obligation of Long-Term Borrowing (Ref: Note No: 2.03) include ₹ 134.94 (March 31, 2015: ₹ 221.73) payable to lessor under finance lease arrangement .

GTPL Hathway Pvt. Ltd., one of our subsidiary, has entered into MOU with CISCO System Capital (India) Pvt. Ltd. for payment of Lease charges on 21/01/2016. The interim order was passed during the suit proceedings on 12/01/2015 and 28/04/2016 for the payment of lease charges due by the subsidiary. The subsidiary has not paid due lease charges for the year to CISCO as per interim order passed by the City Civil Court Ahmedabad.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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(b) Operating Leases (As Lessee):

The Company's significant leasing arrangements in terms of Accounting Standard on Leases (AS 19) are in respect of Operating Leases for Premises and Equipments. The period of these leasing arrangements, which are cancellable in nature range between eleven months to six years and are renewable by mutual consent.

Details of Non-Cancellable Leases are as under:

Particulars	March 31, 2016	March 31, 2015
Rental Expense debited to Statement of Profit & Loss	12.41	9.02
Payable in the next one year	8.85	8.45
Payable after next one year but before next five years	11.90	14.59
Payable after five years	0.87	1.27

Details of Cancellable Leases are as under:

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

Rental Expenses debited to the Statement of Profit & Loss ₹ 29.19 (March 31, 2015 : ₹ 34.16)

(c) Operating Leases (As Lessor):

Particulars	March 31, 2016	March 31, 2015
Gross Carrying Amount of assets capitalised as Plant & Machinery and given on operating lease	730.02	493.65
Depreciation for the year	75.41	57.46

Details of Non Cancellable lease are as under :

Particulars	March 31, 2016	March 31, 2015
Receivable in the next one year	0.36	0.52
Receivable after next one year but before next five years	0.11	0.48
Receivable after five years	-	-

(d) The right to use granted to subsidiaries/local cable operators in respect of Access devices are not classified as lease transactions as the same are not for an agreed period of time.

Above data pertains to Hathway Cable and Datacom Limited and subsidiaries namely GTPL Hathway Pvt. Ltd., Hathway Bhawani Cabletel & Datacom Ltd., Hathway Digital Saharanpur Cable & Datacom Pvt. Ltd., Hathway New Concept Cable & Datacom Pvt. Ltd., Hathway SS Cable & Datacom LLP, Hathway Rajesh Multichannel Pvt. Ltd., Hathway Sonali OM Crystal Cable Pvt. Ltd., Hathway Sai Star Cable & Datacom Pvt. Ltd., Hathway Dattatray Cable Network Pvt. Ltd., UTN Cable Communication Pvt. Ltd., Hathway Mysore Cable Network Pvt. Ltd., Hathway Krishna Cable Network Pvt. Ltd., Hathway Software Developers Pvt. Ltd. and Hathway Mantra Cable & Datacom Pvt. Ltd. only. In absence of details from other entities, disclosure under Accounting Standard- 19 Leases is restricted to Holding company and fourteen subsidiaries.

4.09 EMPLOYEE BENEFITS

(a) Defined Benefit Plans:

The present value of the defined benefit obligations and the related current service cost were measured using the Projected Unit Credit Method, with actuarial valuations being carried out at each Balance Sheet date.

The following table provides the disclosures in accordance with Revised AS 15.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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Reconciliation of opening and closing balance of the present value of the defined benefit obligation and plan assets:

Category	As at March 31, 2016 [Gratuity]	As at March 31, 2015 [Gratuity]
1. Change in benefit obligations:		
Projected benefit obligations at beginning of the year	7.32	7.20
Current Service Cost	1.67	1.67
Interest Cost	0.50	0.46
Benefits Paid	(1.40)	(1.92)
Actuarial Gain / (Loss)	2.37	(0.09)
Projected benefit obligations at end of the year	10.46	7.32
2. Change in plan assets:		
Plan assets at the beginning of the year	5.83	6.35
Expected return on plan assets	0.24	1.19
Actuarial Gain / (Loss)	(0.05)	(0.67)
Contributions	1.21	0.40
Benefits Paid	(1.40)	(1.44)
Plan assets at the end of the year	5.84	5.83
3. Reconciliation of present value of the obligation and the fair value of plan assets		
Fair Value of plan assets at the end of the year	5.84	5.83
Present value of the defined benefit obligations at the end of the year	10.47	7.02
Liability / (Asset) recognised in the Balance Sheet	4.63	1.18
4. Cost for the year		
Current Service Cost	1.67	1.78
Interest Cost	0.50	0.46
Expected return on plan assets	(0.24)	(1.19)
Actuarial Gain / (Loss)	2.32	0.28
Net Cost recognised in the Statement of Profit & Loss	4.26	1.33
5. Assumptions		
Interest rate for discount	7% - 8%	8% - 10%
Estimated rate of return on plan assets	3% - 8%	8% - 18%
Mortality	Indian Assured Lives Mortality (2006-08) Ultimate and LIC (94-96) Mortality Table	LIC (94-96) Mortality Table
Salary Escalation	7% - 10%	7% - 10%
Employee Attrition Rate (Past service)	0-5 year 8.68% 5-40 years - 6.01%	0-5 year 12.46% 5-40 years - 9.07%

Above data pertains to Hathway Cable and Datacom Limited (Holding Company), Hathway Datacom Central Pvt. Ltd. (Wholly-owned subsidiary), GTPL Hathway Pvt. Ltd. (Subsidiary due to control over its Board of Directors) and Hathway Bhawani Cabletel and Datacom Limited (Subsidiary) only. In the opinion of the management no material liabilities would arise on account of this Subsidiary. In absence of details from other components including step down Subsidiaries and Joint Ventures, disclosure under Accounting Standard- 15 on Employee Benefits is restricted to holding company and three of its subsidiaries.

(b) Defined Contribution Plans:

“Contribution to provident and other funds” is recognised as an expense in the Statement of Profit and Loss.

Benefits	March 31, 2016	March 31, 2015	March 31, 2014	March 31, 2013	March 31, 2012
Defined benefit obligation	10.47	7.32	5.51	6.19	4.80
Plan assets	5.84	5.83	4.25	4.97	3.61
Surplus/(Deficit)	(4.63)	(1.18)	(0.84)	(1.23)	(1.19)
Experience adjustment on obligation - gain/(loss)	2.37	(0.09)	(0.02)	0.15	(0.03)
Experience adjustment on plan assets - gain/(loss)	(0.05)	(0.67)	0.52	(0.01)	(0.17)
Experience adjustment (best estimate) to funded plans in subsequent finance year	2.43	0.58	(0.55)	0.16	0.14

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

4.10 CONTINGENT LIABILITIES

Particulars	March 31, 2016	March 31, 2015
Counter indemnity given by the Company favouring the bankers for having given bank guarantees	11.75	9.91
Outstanding Letter of Credit	24.15	77.98
Total	35.90	87.89

- Few Broadcasters and the Company have made claims and counter claims against each other relating to pay channel cost. Claims of such broadcasters, not acknowledged as liabilities, aggregate to ₹ 1.73 (March 31, 2015: ₹ 22.73) to the extent ascertained and not settled, are disclosed under contingent liabilities as Claims against the Company not acknowledged as debts.
- In the state of Telangana, VAT authorities have considered Set top boxes deployed as sale and raised demand of ₹ 18.05 (March 31, 2015 : ₹ 18.05) for the period April, 2011 to May 31, 2013. The Company's appeal is pending before Tribunal. The Company has deposited 50% of the amount demanded. The authorities have also levied penalty @ 100% of demand without giving an opportunity of hearing. On writ petition, Andhra Pradesh High Court has directed to initiate fresh proceedings. Since this demand was based on an advance ruling order given by relevant authority in some other case, the Company being an affected party, has filed review petition before the Advance Ruling authority. The matter has been admitted and heard, however, the decision is awaited.
- In view of circular dated December 17, 2012 of the Delhi Entertainment Tax Department, MSOs are responsible for collection and payment of Entertainment Tax effective April 1, 2013, while LCOs are liable to collect and pay tax till that date. Pursuant to this circular, an assessment order has been passed against the Company raising a demand of ₹ 5.95 (including penalty of ₹ 2.89 & interest of ₹ 0.07) for the months of April 2013 and May 2013. Aggrieved by the said assessment order, the Company has challenged the vires of the above amendment brought about by the Entertainment Tax department by way of issue of a circular, instead of amending the charging section of the relevant Act and has filed a Writ petition before the High Court of Delhi. The petition was admitted and stay has been granted. While the Honorable High Court is yet to decide in the matter, the authorities have passed two assessment orders, first for the period June 2013 to March 2014 raising a demand of ₹ 27.22 (including penalty and interest of ₹ 12.26) and second for the period April 2014 to March 2015 for ₹ 33.61 (including interest and penalty of ₹ 15.65). In response to stay application filed by the Company against the fresh assessment orders, the honorable High Court has directed the department not to take any coercive measures against the Company till the writ petition is disposed off. The Hon'ble Court has heard the matter filed by the company, but it has yet to pronounce its final verdict.

During the period from December, 2013 to September, 2014, since the Company issued subscription invoices directly in the name of subscribers, charging Delhi Entertainment Tax in the same, it has acknowledged its liability to the extent of ₹ 9.70 (March 31, 2015 : ₹ 9.70) in its books of accounts. In view of the same, the aggregate amount of claims disputed by the Company is ₹ 57.08 (March 31, 2015 : ₹ 57.08). The Company has paid sum of ₹ 6.73 (March 31, 2015 : ₹ 6.73) against this demand.

- Entertainment Tax Officer, Pune has raised demand for Entertainment Tax on secondary points up to October, 2014 amounting to ₹ 4.57 (March 31, 2015 : ₹ 4.57). Writ petition has been filed before the Bombay High Court challenging the demand. Another writ petition has also been filed challenging the constitutional validity, enforceability and legality of the amendment in the Maharashtra Entertainments Duty Act, 1923 brought about w.e.f. June 25, 2014.
- Karnataka VAT Department has reassessed VAT liabilities for the financial Years 2011-12, 2012-13 and 2013-14 stating that the amount realized as activation charges is sale of STBs and liable to VAT. The total tax liability is determined at ₹ 10.28 (March 31, 2015 : ₹ 10.28). The Honorable High Court has admitted the writ petition and has granted an order of stay over recovery of taxes.
- The Company has challenged levy of license fees for pure Internet services before Telecom Disputes Settlement & Appellate Tribunal (TDSAT). On merit of the case, TDSAT has granted stay till disposal of petition. The Company is contingently liable to the extent of ₹ 33.55 (March 31, 2015 : ₹ Nil). During the year, the Company has paid an amount of ₹ 5.36 (March 31, 2015 : ₹ Nil) under protest.
- The relevant authority under Bihar Entertainment Tax, 1948 had initiated assessment of entertainment tax liability of GTPL Hathway Pvt. Ltd. i.e one of our subsidiary for the year 2013-14 for providing CATV services in Patna city. The subsidiary

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

had not obtained registration as required under the Bihar Entertainment Tax rules. As a result, the subsidiary did not discharged the entertainment tax liability for the financial year 2013-14. In assessment, the relevant authority determined and raised demand of ₹ 4.18 (including penalty of ₹ 2.51) towards entertainment tax for the financial year 2013-14 under section 3AA of the Bihar Entertainment Tax, 1948. Thus, this has resulted in the contingent liability of ₹ 4.18.

Further, the subsidiary filed writ petition in the Patna High Court against the order. However, the high court disposed of the petition directing the subsidiary to avail remedy from the assessment authority under the Bihar Entertainment Tax, 1948. As a result, the subsidiary has filed appeal to Joint commissioner of Commercial Taxes, Patna.

- h) The sales tax officer has raised demand of ₹ 2.23 (including interest of ₹ 0.53) as per West Bengal Value Added Tax Rules, 2005 from GTPL Hathway Pvt. Ltd. i.e. one of our subsidiary, considering turnover of ₹ 12.60 instead of ₹ 1.75 without considering the facts of the case. The subsidiary has already made payment of ₹ 0.24 as tax and interest. So, the disputed tax liability including interest raised by sales tax officer is ₹ 1.99 against which the subsidiary has provided security of ₹ 0.30 under protest. The subsidiary has also filed appeal to Directorate of commercial tax for the same.
- i) GTPL Kolkata Cable & Broadband Pariseva Ltd., our step down subsidiary's (through GTPL Hathway Pvt. Ltd.) shareholder offered to sell his 30,000 share to it, price offered by the step down subsidiary was not accepted by him. Matter was then referred to Company Law Board, whereby Board appointed valuer. Valuation finalized by Company Law Board was not accepted by the step down subsidiary, hence, petition was filed with High Court against Board's order. Value was finalized by valuer of High Court at ₹ 2.40 (₹ 800/- per share). Hence, petition was filed in Supreme Court against order passed by high court. Supreme Court agreed to hear petition on a condition that "Company to deposit ₹ 2 in cash & ₹ 0.48 as bank guarantee with registrar of court". Hence, step down subsidiary has paid ₹ 2.48 as guarantee with Registrar and petition is yet to be heard in Supreme Court.
- j) Hathway Datacom Central Pvt. Ltd, one of our subsidiary has not provided for the demand of ₹ 29.68 upto March, 2011 raised by the Commercial Tax Department, Jaipur on account of Entertainment Tax on Cable Connection in view of the Hon'ble Supreme Court Judgment in the case of Purvi Communication V/s West Bengal. As per management, the Company being Multi System Operator (MSO) and has not given any direct Connection to customers, the said demand is not justifiable. This case being different than that of Purvi Communication and the same is not covered by the Rajasthan Entertainment & Advertisement Tax Act in the tax preview. Hence the provision of the Rajasthan Entertainment & Advertisement Tax Act is not applicable on the subsidiary. The subsidiary has filed appeal before the Dy. Commissioner (Appeal) against the said demand. In support of the company's view the Hon'ble Rajasthan Tax Board, Ajmer has allowed the appeal of the subsidiary on the same issue by deleting the demand for ₹ 4 for the period March 2006 to Dec 2006 vide its order dated 29.10.2010.

Commercial Tax department has filed an appeal before the Hon'ble High Court of Rajasthan, Jaipur Bench against the order of Hon'ble Rajasthan Tax Board. The Hon'ble High Court of Rajasthan, Jaipur Bench vide its order dated 08th May 2015 quashed & set aside the order of Rajasthan Tax Board and upheld the order of the DC (A) and AO. Thereafter the subsidiary has filed a SLP petition before the Hon'ble Supreme Court of India and the Hon'ble Supreme Court has given the Interim stay against demand and as per the direction of the court the subsidiary has deposited the amount of ₹ 2.

- k) Pursuant to the enactment of the Madhya Pradesh Vilasita Manoranjan, Amod Evam Vigyapan Kar Adhiniyam 2011, (2011 Act) the Government of Madhya Pradesh has levied Entertainment Tax on the Cable Operators w.e.f. 01.04.2011. Accordingly Hathway Datacom Central Pvt. Ltd, one of our subsidiary has received notice from Asstt Commissioner of Commercial Tax, Indore for payment of entertainment tax. The subsidiary filed a writ petition before the High Court of Madhya Pradesh wherein it inter alia contended that the levy of entertainment tax on cable operators under the 2011 Act is nothing but a tax on service and not a tax on entertainment and the provision of Cable TV being characterized as a service only the parliament i.e. the Central Government has the power to tax this service and not the State Government. The Hon'ble High Court of Madhya Pradesh dismissed the subsidiary's petition, which order of dismissal was challenged by the subsidiary before the Hon'ble Supreme Court vide Special Leave Petition (SLP) 10316 of 2012 dt. 9th April, 2012. The said SLP is under consideration before the Hon'ble Supreme Court along with a group of other petitions filed by the DTH and other service providers who have also challenged the levy of entertainment tax on their business on the same grounds as those taken by the subsidiary.

As per the view of the Management of the subsidiary, since the levy of entertainment tax on cable operators under the 2011 Act is nothing but a tax on service and not a tax on entertainment and the provision of Cable TV being

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characterized as a service only the parliament i.e. the Central Government has the power to tax this service and not the State Government, Entertainment Tax is not applicable on the business of the subsidiary, however company is making payment of such entertainment tax under protest without prejudice to the subsidiary's rights/contentions.

Meanwhile, the Commercial Tax Department of Madhya Pradesh has passed an ex-parte assessment order and has demanded entertainment tax amounting to ₹ 3.23 for the period ended 27th February 2012 and penalty thereon for ₹ 6.47, aggregating to ₹ 9.70. The Company has filed an appeal before the Dy. Commissioner of the Commercial Tax (Appeals), Indore and has deposited ₹ 0.97, against such demand. The appellate authority has confirmed the demand raised by the Assessing officer. For settlement of dispute of such demand subsidiary has filed an application before the Hon'ble Settlement Authority under the MP VAT Act and agreed to pay ₹ 1.75, the liability as calculated by the subsidiary. The application has been accepted by the settlement authority which is pending for adjudication. Simultaneously the subsidiary has also filed an application before the Indore Bench of the Hon'ble High Court of Madhya Pradesh for granting the stay to deposit the demand raised by the Commercial Tax Department and as per the direction of the Hon'ble High Court of the Madhya Pradesh the subsidiary has deposited balance of undisputed tax liability of ₹ 77.71 and got the stay order for the balance demand. Accordingly, during 2012-13 the subsidiary has charged such entertainment tax of ₹ 2.05 for financial year 2011-12 including ₹ 1.75 for the period ended 27-02-2012.

Settlement Authority has rejected the application vide order dated 26.08.2014. Thereafter, the subsidiary filed a writ petition before the Hon'ble High Court of Indore Bench challenging the order passed by Settlement Authority. Hon'ble High court of Madhya Pradesh Indore bench passed interim order on 26.11.2014 and directed to the subsidiary to deposit the entire tax and 25% of penalty amount and provide bank guarantee of remaining 75% of penalty amount. In compliance of order of Hon'ble High Court of Madhya Pradesh Indore Bench, the subsidiary has deposited entire tax of ₹ 3.23, ₹ 1.62 as 25% of the penalty and also submitted bank guarantee of ₹ 4.85 for 75% of the penalty amount. The Hon'ble High Court of Madhya Pradesh Indore Bench has rejected the writ petition of the subsidiary and thereafter the subsidiary has filed a SLP petition before the Hon'ble Supreme Court of India and the Hon'ble Supreme Court has given the Interim stay against demand and as per the direction of the court the subsidiary has deposited the amount of ₹ 1.

In view of the management said rejection of settlement application is not valid and Entertainment Tax & penalty is levied by the department is bad in law, unreasonable and unconstitutional and thus, illegal, hence the subsidiary has not yet provided for the said demand. And accordingly, amount deposited shown as non-current assets in its financial statements. Hon'ble Supreme Court of India has given a stay on Demand after depositing ₹ 1.

- l) Authorities has raised under Madhya Pradesh Vilasita Manoranjan, Amod Evam Vigyan Kar Adhiniyam 2011, (2011 Act), demand for ₹ 0.16 for Entertainment Tax for the financial year 2012-13 against activation income of Hathway Datacom Central Pvt. Ltd., i.e one of our subsidiary. Presently subsidiary is in second appeal against such demand and deposited ₹ 0.03 under protest

In view of the management said rejection of settlement application is not valid and Entertainment Tax & penalty is levied by the department is bad in law, unreasonable and unconstitutional and thus, illegal, hence the subsidiary has not yet provided for the said demand. And accordingly, amount deposited shown as non-current assets in its financial statements.

m) Income Tax Matters

Particulars	March 31, 2016	March 31, 2015
Income Tax matter under appeal (Of the above an amount of ₹ 2.69 (March 31, 2015: ₹ 2.52) has already been deposited with Income Tax Department)	9.62	9.24

n) Claims against the Company, other than those stated above, not acknowledged as debts are as under:

Particulars	March 31, 2016	March 31, 2015
Operators & Others	7.41	7.41
Entertainment Tax Department in the city of Thane, Aurangabad, Agra, Ghaziabad, Hyderabad, Gwalior and Delhi	7.50	7.85
Other Statutory Departments	1.28	0.06
VAT department in the State of Maharashtra	4.30	3.94
Service Tax department	3.27	0.16
Commercial Tax department Madhya Pradesh, Hyderabad and Noida	1.20	0.81
Total	24.96	20.23

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4.11 SEGMENTAL REPORTING

The Company is a Multi System Operator providing Cable Television Network Services, Internet Services and allied services which is considered as the only reportable segment in terms of Accounting Standard 17 on Segment Reporting. The Company's operations are based in India.

4.12 RELATED PARTY DISCLOSURES

A Entities under control but not considered for Consolidation

Others	Hathway Space Vision (Refer Note No. 4.02 (A) (i))
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B Others

1. Joint Venture	Hathway Sukhamrit Cable & Datacom Pvt. Ltd.
2. Joint Venture of Subsidiary	Hathway Universal VCN Cabletel Network LLP
3. Associate Companies:	Hathway VCN Cablenet Pvt. Ltd. Pan Cable Services Pvt. Ltd.
4. Entities own or Significant influence by individual having significant influence on the company	Manali Investment and Finance Pvt Ltd Asianet Communications Pvt. Ltd. Sonata Information Technology Ltd. Peninsula Estates Pvt. Ltd.
5. Promoter - Directors	Akshay Raheja Viren Raheja
6. Key Managerial Personnel	Jagdish Kumar G Pillai - Managing Director

C Related Party Transactions

Type of Transactions	Name of the Party	March 31, 2016	March 31, 2015
Transaction during the year			
Net Advances Recovered During the Year	Hathway VCN Cablenet Pvt. Ltd.	-	0.01
Rental Income on Equipments	Asianet Communications Pvt. Ltd.	-	0.06
Subscription Income	Hathway Universal VCN Cable Network LLP	0.15	-
Rent Office	Manali Investment and Finance Pvt. Ltd. Peninsula Estates Pvt. Ltd. Viren R Raheja Akshay R Raheja	0.22 0.10 1.42 1.42	0.22 0.10 1.29 1.32
Other Expenses	Viren R Raheja Others (March 31, 2016 ₹ 13,864)	0.05 -	0.05 0.29
Remuneration and Perquisites	Key Managerial Personnel	2.27	1.93
Purchase of assets	Sonata Information Technology Ltd.	1.79	1.53
Security Deposit Given	Viren Raheja Akshay Raheja	0.58 0.58	- -
Balance as at the year end			
Loans & Advances	Hathway VCN Cablenet Pvt. Ltd. Pan Cable Services Pvt. Ltd.	5.50 0.59	5.50 0.59
Provision against Advances	Hathway VCN Cablenet Pvt. Ltd. Pan Cable Services Pvt. Ltd.	5.50 0.59	5.50 0.59
Security Deposit Given	Viren Raheja Akshay Raheja	1.84 1.84	1.26 1.26
Trade Receivables	Hathway Universal VCN Cable Network LLP	0.22	-

Details of debits / credits which are purely in the nature of reimbursements are not included in above.

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4.13 CAPITAL AND OTHER COMMITMENTS:

Estimated amount of contracts (net of advances) remaining to be executed on capital account and not provided for aggregate to ₹ 70.48 (March 31, 2015: ₹ 70.98).

4.14 UNHEDGED FOREIGN CURRENCY EXPOSURE:

Currency	March 31, 2016			MARCH 31, 2015		
	Amount in Foreign Currency	Exchange Rate	Amount	Amount in Foreign Currency	Exchange Rate	Amount
Secured Loans						
USD	188,176,055	66.25	1,246.69	129,738,573	62.50	810.82
Accounts Payables						
USD	15,508,254	66.18	102.63	16,383,878	62.37	102.19
JPY	5,150,412	0.59	0.30	18,192,286	0.52	0.95
Other Firm Commitments						
USD	11,766,196	66.26	77.96	12,369,255	62.51	77.31
JPY	460,646	0.59	0.03	11,108,564	0.52	0.58
Accounts Receivables						
USD	245,000	66.26	1.62	-	-	-

Above data pertains to Hathway Cable & Datacom Limited (Holding Company) and GTPL Hathway Pvt. Ltd. (subsidiary). In absence of details from other entities, this disclosure as required by Guidance note on Accounting for Derivative Contracts is restricted to holding company and one of its subsidiary.

4.15 DEFERRAL/CAPITALIZATION OF EXCHANGE DIFFERENCES

The Company has capitalized exchange gain / (loss) arising on long-term foreign currency loan amounting to ₹ 38.37 [March 31, 2015: ₹ (8.64)] to the cost of plant and equipments. The Company has also capitalized exchange gain / (loss) amounting to ₹ 0.86 arising on long-term foreign forward contract undertaken to partially hedge the foreign current loan to the cost of plant and equipments [March 31, 2015: ₹ 11.10] .

4.16 EARNINGS \ (LOSS) PER SHARE

Particulars	March 31, 2016	March 31, 2015
Profit \ (Loss) after tax (but including prior period adjustment, adjustment for change in policy by a subsidiary, profit share of associates and Minority Interest	(163.13)	(180.45)
Weighted / Adjusted No. of ordinary shares (No.'s) used as denominator for calculating Basic EPS	830,494,500	797,143,815
Weighted / Adjusted No. of ordinary shares (No.'s) used as denominator for calculating Diluted EPS	830,494,500	797,143,815
Nominal value of ordinary shares (₹)*	2	2
Basic EPS before extraordinary items (₹)	(1.96)	(2.26)
Diluted EPS before extraordinary items (₹)	(1.96)	(2.26)
Basic EPS after extraordinary items (₹)	(1.96)	(2.26)
Diluted EPS after extraordinary items (₹)	(1.96)	(2.26)

*Pursuant to the sub-division of the Equity shares of the Company during last Financial Year, each Equity share of the face value of ₹10/- was sub-divided into 5 Equity shares of the face value of ₹ 2/- each fully paid up w.e.f. January 07, 2015 and it ranks pari-passu in all respect with existing fully paid up Equity Shares of ₹ 10/- each.

In view of the loss in the current year and previous year, potential issue of equity under conversion of the Employee Stock Option Plan is anti-dilutive and accordingly, has not been considered in calculation of diluted earnings per share.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

4.17 ₹ figures are mentioned in Crore unless otherwise stated.

4.18

Particulars	March 31, 2016		March 31, 2015	
	Allotted	Utilized*	Allotted	Utilized
Utilization of Equity funds				
General Corporate Purpose as per the objects stated in the respective offer letters	-	104.11	451.20	347.09
Total	-	104.11	451.20	347.09

Unutilized Balance has been invested as stated below:

Particulars	March 31, 2016	March 31, 2015
Mutual funds	-	89.11
Parked in Cash Credit	-	15.00
Total	-	104.11

* Unutilised amount of ₹ 104.11 of Last Financial Year have been fully utilised during Financial Year 2015-16.

4.19 The Board of Directors of the Company has approved a scheme of arrangement u/s 391–394 of the Companies Act, 1956 where by ISP Business Undertaking of the Company gets transferred and vest into one of the wholly owned subsidiary viz. Hathway Broadband Private Limited (HBPL) as of April 1, 2015 (the Appointed Date), subject to necessary approvals including approvals of the shareholders, High Court of Bombay and the Department of Telecommunications, Government of India.

As per the scheme, the Company is required to pay consideration of ₹ 98.05 in cash. The parties have also agreed that, in the intervening period the Company will carry on the said business for and on behalf of HBPL. The Company has obtained the approvals from the concerned stock exchanges and is in the process of securing NOC from its secured lenders. Subsequently, the petition will be filed with the High Court. Pending approval, no effect of the scheme has been given in the financial statements.

4.20 Pursuant to introduction of Digital Addressable System (DAS), in terms of TRAI Regulations the Company is required to inter alia enter into inter connect agreements with local cable operators in notified cities. However, due to market conditions, the Company is facing some resistance from Local Cable Operators. Pending execution of documentations, income recognized is based on various underlying factors including rate charged by other MSO's, ongoing negotiations with cable operators etc. The management has reviewed the outstanding receivables and is confident that it is stated at realizable amount.

4.21 For one of the subsidiary named GTPL Hathway Pvt. Ltd., the comparatives for financial year 2014-15 were consolidated based on audited calendar year and thereafter significant transactions were considered for the quarter ending March 2014. However in view of amendment to Companies Act 2013 regarding the requirement for preparation of financial statements on the financial year basis, the account of such subsidiary during the financial year 2014-15 has been consolidated based on audited financial year and considering the residual transactions for the quarter ending March 2015.

4.22 The Company has its presence in various cities, which form part of phase III of DAS rollout in terms of TRAI regulations. DAS rollout is sub-judice in certain cities. Preparatory to DAS rollout dates in each of these markets, the Company had established required infrastructure. The monetization of these investments is subject to successful DAS rolled out.

4.23 The Company has booked INR USD Cross Currency Swap Contracts of USD 3.50 (March 31, 2015 : USD 3.50) against the underlying INR borrowing of ₹ 215.71 (March 31, 2015 : ₹ 215.71). The actual interest earned on notional INR deposit, interest paid on notional USD borrowing and marked to market loss on USD exposure aggregating net gain / (loss) of ₹ 0.25 (March 31, 2015 : ₹ (0.35)) are included under finance cost in note number 3.09 in Notes to the financials statements.

4.24 During the year under review, the Company has not capitalized any borrowing cost in the absence of acquisition of any qualifying assets.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

4.25 The details of amounts outstanding to Micro and Small Enterprises based on available information with the Company is as under :

Particulars	March 31, 2016	March 31, 2015
Principal amount due and remaining unpaid	0.01	-
Interest due on above and the unpaid interest(₹ 1,519 (March 31, 2015 : ₹ Nil)	0.00	-
Interest paid	-	-
Payment made beyond the appointed day during the year	-	-
Interest due and payable for the period of delay (₹ 1,519 (March 31, 2015 : ₹ Nil)	0.00	-
Interest due and remaining unpaid (₹ 1,519 (March 31, 2015 : ₹ Nil)	0.00	-
Interest accrued and remaining unpaid (₹ 1,519 (March 31, 2015 : ₹ Nil)	0.00	-
Amount of further interest remaining due and payable in succeeding year (₹ 935 (March 31, 2015 : ₹ Nil)	0.00	-

The above disclosure is in respect of holding company and some of the subsidiaries, to the extent furnished in their audited financial statements. However, no disclosures have been made by 3 subsidiaries and 3 step down subsidiaries, while in case of consolidated financial statements of one of the subsidiary namely GTPL Hathway Pvt. Ltd., the said company is in the process of compiling the relevant information.

4.26 Mr. Jagdish Kumar G Pillai was reappointed as MD and CEO of the Company w.e.f. December 21, 2015 for a further period of 2 years. As required under Part II of Schedule V to the Companies Act, 2013, the Company has applied to the Central Government for approval of remuneration payable to him for the entire period of his reappointment on March 3, 2016. Post application, Central Government had sought some additional information, which have been already provided. The approval is awaited.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

4.27 Additional Information, as required under Schedule III to the Companies Act, 2013, of entities consolidated as Subsidiaries / Associates / Joint Ventures.

Name of the entity	Net Assets i.e. total assets minus total liabilities				Share in profit or loss			
	2015-16		2014-15		2015-16		2014-15	
	As % of consolidated net assets	Amount	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated profit or loss	Amount
Parent								
Hathway Cable and Datacom Ltd.	48.71%	657.50	59.84%	869.15	84.91%	(138.51)	97.12%	(175.24)
Subsidiaries								
Indian								
Channels India Network Pvt. Ltd.	-0.10%	(1.32)	-0.09%	(1.32)	0.00%	(0.00)	0.00%	(0.00)
Vision India Network Pvt. Ltd.	-0.15%	(2.06)	-0.14%	(2.06)	0.00%	(0.00)	0.00%	(0.00)
Liberty Media Vision Pvt. Ltd.	-0.17%	(2.24)	-0.15%	(2.24)	0.00%	(0.01)	0.06%	(0.11)
Ideal Cables Pvt. Ltd.	-0.06%	(0.81)	-0.06%	(0.81)	0.00%	(0.00)	0.00%	(0.01)
Hathway Channel 5 Cable & Datacom Pvt. Ltd.	-0.04%	(0.48)	0.02%	0.35	0.71%	(1.16)	0.77%	(1.39)
Bee Network & Communication Pvt. Ltd.	-0.10%	(1.34)	-0.09%	(1.34)	0.00%	(0.00)	0.00%	(0.00)
Elite Cable Network Pvt. Ltd.	0.00%	(0.02)	0.00%	(0.02)	0.00%	(0.00)	0.00%	(0.00)
Binary Technology Transfers Pvt. Ltd.	-0.12%	(1.62)	-0.11%	(1.62)	0.00%	-	0.00%	-
Hathway Media Vision Pvt. Ltd.	-0.12%	(1.58)	-0.11%	(1.59)	-0.01%	0.01	-2.44%	4.40
UTN Cable Communication Pvt. Ltd.	0.25%	3.34	0.43%	6.31	1.83%	(2.98)	0.03%	(0.05)
ITV Interactive Media Pvt. Ltd.	-0.03%	(0.42)	-0.03%	(0.42)	0.00%	(0.00)	0.00%	(0.00)
Chennai Cable Vision Network Pvt. Ltd.	-0.15%	(2.00)	-0.14%	(1.97)	0.02%	(0.03)	0.00%	(0.00)
Hathway Universal Cabletel & Datacom Pvt. Ltd.	0.00%	(0.00)	0.00%	(0.00)	0.01%	(0.01)	0.00%	(0.00)
Win Cable and Datacom Pvt. Ltd.	-1.45%	(19.57)	-1.35%	(19.57)	0.00%	(0.00)	-0.09%	0.17
Hathway Space Vision Cabletel Pvt. Ltd.	-0.08%	(1.04)	-0.07%	(1.04)	0.00%	(0.00)	0.00%	(0.00)
Hathway Software Developers Pvt. Ltd.	0.71%	9.55	-0.16%	(2.30)	-2.35%	3.83	1.78%	(3.21)
Hathway Nashik Cable Network Pvt. Ltd.	-0.72%	(9.76)	-0.67%	(9.76)	0.00%	(0.00)	0.01%	(0.02)
Hathway Cnet Pvt. Ltd.	-0.03%	(0.43)	-0.03%	(0.43)	0.00%	(0.00)	0.00%	(0.00)
Hathway United Cables Pvt. Ltd.	0.00%	(0.02)	0.00%	(0.02)	0.00%	(0.00)	0.00%	-
Hathway Internet Satellite Pvt. Ltd.	-0.12%	(1.61)	-0.11%	(1.61)	0.00%	-	0.00%	-
Hathway Krishna Cable Network Pvt. Ltd.	1.56%	21.09	1.57%	22.78	3.88%	(6.33)	-1.46%	2.63
Hathway Mysore Cable Network Pvt. Ltd.	0.59%	8.03	-0.02%	(0.35)	-0.56%	0.91	2.47%	(4.45)
Hathway Prime Cable & Datacom Pvt. Ltd.	0.00%	0.05	-0.02%	(0.29)	-0.24%	0.39	-0.29%	0.52
Hathway Gwalior Cable & Datacom Pvt. Ltd.	-0.05%	(0.67)	-0.04%	(0.63)	0.02%	(0.04)	-0.02%	0.04
Hathway Digital Saharanpur Cable & Datacom Pvt. Ltd.	-0.13%	(1.76)	-0.08%	(1.13)	0.39%	(0.64)	0.60%	(1.08)
Hathway Enjoy Cable Network Pvt. Ltd.	0.00%	0.01	0.00%	0.01	0.00%	(0.00)	0.00%	(0.00)
Hathway JMD Farukhabad Cable & Datacom Pvt. Ltd.	0.00%	0.00	0.00%	0.00	0.00%	(0.00)	0.00%	0.01
Hathway MCN Pvt. Ltd. (Refer Note No. 4.02 (B) (i))	0.45%	6.01	0.51%	7.35	1.19%	(1.95)	-1.77%	3.20
Hathway Sonali Om Crystal Cable Pvt. Ltd. (Refer Note No. 4.02 (B) (ii))	0.40%	5.34	0.94%	13.64	5.09%	(8.30)	2.59%	(4.67)
Hathway Ice Television Pvt. Ltd.	-0.04%	(0.59)	-0.04%	(0.59)	0.00%	0.01	0.27%	(0.49)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

Name of the entity	Net Assets i.e. total assets minus total liabilities						Share in profit or loss			
	2015-16			2014-15			2015-16		2014-15	
	As % of consolidated net assets	Amount	As % of consolidated net assets	Amount	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated profit or loss	Amount
Hathway Rajesh Multichannel Pvt. Ltd. (Refer Note No. 4.02 (B) (ii))	0.21%	2.79	0.43%	6.30			2.57%	(4.20)	0.33%	(0.60)
Net 9 Online Hathway Pvt. Ltd.	0.19%	2.51	0.17%	2.40			-0.16%	0.26	-0.15%	0.27
GTPL Hathway Pvt. Ltd. (Refer Note No. 4.21)*	22.82%	308.02	16.63%	241.47			-43.10%	70.31	-17.98%	32.44
Hathway Datacom Central Pvt. Ltd.	2.21%	29.81	3.02%	43.93			20.28%	(33.08)	16.84%	(30.38)
Hathway CCN Multinet Pvt. Ltd. (f.k.a. Hathway Bhaskar CCN Multinet Pvt. Ltd.)	0.47%	6.31	0.45%	6.53			0.17%	-0.27	-0.30%	0.54
Hathway CCN Entertainment (India) Pvt. Ltd. (f.k.a. Hathway Bhaskar CCN Entertainment (India) Pvt. Ltd.)	0.35%	4.67	0.31%	4.47			-0.25%	0.40	-0.46%	0.82
Hathway CBN Multinet Pvt. Ltd. (f.k.a. Hathway Bhaskar CBN Multinet Pvt. Ltd.)	0.19%	2.59	0.14%	2.07			-0.14%	0.23	-0.06%	0.11
Hathway Bhaskar CCN Multi Entertainment Pvt. Ltd. (Refer Note No. 4.02 (B) (iii))	0.05%	0.72	0.04%	0.56			-0.13%	0.22	-0.36%	0.65
Hathway New Concept Cable & Datacom Pvt. Ltd.	0.41%	5.51	0.37%	5.44			0.01%	-0.01	-6.24%	11.26
Hathway Latur MCN Cable & Datacom Pvt. Ltd. (Refer Note No. 4.02 (B) (i))	-0.04%	(0.51)	-0.03%	(0.42)			0.05%	(0.08)	-0.10%	0.19
Hathway Cable MCN Nanded Pvt. Ltd.	0.03%	0.38	0.03%	0.49			0.11%	-0.18	-0.14%	0.25
Hathway Palampur Cable Network Pvt. Ltd.	0.05%	0.63	0.04%	0.60			-0.04%	0.06	-0.03%	0.05
Hathway Mantra Cable & Datacom Pvt. Ltd.	-0.47%	(6.39)	-0.17%	(2.52)			2.37%	(3.87)	0.60%	(1.08)
Hathway Sai Star Cable & Datacom Pvt. Ltd. (Refer Note No. 4.02 (B) (ii))	1.46%	19.67	1.61%	23.34			4.61%	(7.52)	3.30%	(5.95)
Hathway Bhawani Cabeltel & Datacom Ltd.*	-0.64%	(8.59)	-0.50%	(7.26)			0.88%	(1.43)	1.60%	(2.90)
Hathway Dattatray Cable Network Pvt. Ltd. (Refer Note No. 4.02 (B) (ii))	-0.03%	(0.45)	0.07%	0.95			1.47%	(2.40)	1.02%	(1.84)
Hathway Kokan Crystal Cable Network Pvt. Ltd.	0.32%	4.26	0.21%	3.06			-0.09%	0.14	0.16%	(0.28)
Hathway SS Cable & Datacom LLP	0.08%	1.02	0.07%	0.99			0.42%	(0.68)	0.10%	(0.19)
Hathway Broadband Pvt. Ltd.	0.20%	2.68	0.17%	2.51			-0.10%	0.17	0.00%	0.01
Minority interests in all subsidiaries	22.44%	302.89	16.66%	241.93			16.54%	(26.98)	6.39%	(11.53)
Associates (Investments as per equity method)										
Indian										
Hathway VCN Cablenet Pvt. Ltd.	-	-	-	-			-	-	-	-
Pan Cable Services Pvt. Ltd.	-	-	-	-			-	-	-	-
Joint Venture (As per proportionate consolidation method)										
Indian										
Hathway Sukhamrit Cable and Datacom Pvt. Ltd. (Refer Note No. 4.02 (B) (iv))	0.59%	7.95	0.49%	7.10			-0.52%	0.85	-4.15%	7.48
Hathway Universal VCN Cable Network LLP	0.13%	1.73	0.00%	-			0.16%	(0.27)	0.00%	-
Total	100.00%	1,349.77	100.00%	1,452.39			100.00%	(163.13)	100.00%	(180.43)

*on consolidated basis

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(₹ in Crore unless otherwise stated)

4.28 During the previous year, the enactment of the Companies Act, 2013 requires that the Company should reassess useful life of its fixed assets and provide depreciation based on such re-assessment with effect from April 1, 2014. The Company has decided to provide depreciation on all fixed assets, except Set Top Boxes on straight line basis (SLM) as against written down value basis (WDV) based on useful life specified in Schedule II to the said Act. There is no change in the method of depreciation for Set Top Boxes.

- a) This change has resulted in net surplus of ₹ Nil (March 31, 2015 : ₹ 83.82) and is disclosed under as Exceptional Items.
- b) Based on transitional provision provided in Note 7(b) of Schedule II to the Act, the charge to retained earnings in respect of assets having no useful life as on the effective date, net of deferred tax is ₹ Nil (March 31 2015 : ₹ 12.56).

4.29 The Trade Receivables includes amount due from disconnected / inactive customers and outstanding in excess of one year. The Company is taking adequate steps for recovery of overdue debts and advances and wherever necessary, adequate provisions have been made. In the opinion of the Board, long-term Loans & Advances, Trade Receivables and Current Assets have a realizable value in the ordinary course of business not less than the amount at which they are stated in the Balance Sheet.

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

As per our report of even date

For G. M. Kapadia & Co.

Chartered Accountants

Firm's Registration No : 104767W

VIREN THAKKAR

Partner

Membership No : 49417

Mumbai

Dated : May 26, 2016

**For and on behalf of the Board of Directors of
Hathway Cable and Datacom Limited**

VINEET GARG

Chief Financial Officer

AJAY SINGH

FCS - 5189

Head-Legal, Company Secretary
and Chief Compliance Officer

JAGDISH KUMAR G PILLAI

DIN : 00036481

Managing Director & C.E.O

VINAYAK AGGARWAL

DIN : 00007280

Director

Mumbai

Dated : May 26, 2016

NOTES

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Hathway Cable & Datacom Limited

CIN: L64204MH1959PLC011421

Rahejas, 4th Floor, Corner of Main Avenue and V. P. Road, Santacruz (West), Mumbai – 400 054

Tel: 91-22-26001306 Fax: 91-22-26001307

Website: www.hathway.com

E-mail: info@hathway.net

ATTENDANCE SLIP

Registered Folio No./ DP ID No. / Client ID No:	
Name and address of the	
Member(s):	
Joint Holder 1:	
Joint Holder 2:	
Number of Shares held:	

I certify that I am a member / proxy for the member of the Company.

I hereby record my presence at the 56th Annual General Meeting of the Company at ISKCON's Auditorium, Hare Krishna Land, Next to Hare Krishna Temple, Juhu, Mumbai – 400049 on Wednesday, 17th August, 2016 at 3.00 p.m.



Name of the member / proxy

Signature of member / proxy

Note:

1. Only Member/Proxy holder can attend the meeting.
2. Please fill up the attendance slip and hand it over at the entrance of the meeting hall.
3. Members are requested to bring their copies of the Annual Report to the AGM.



Hathway Cable & Datacom Limited

CIN: L64204MH1959PLC011421

Rahejas, 4th Floor, Corner of Main Avenue and V. P. Road,
Santacruz (West), Mumbai – 400 054 Tel: 91-22-26001306 Fax: 91-22-26001307

Website: www.hathway.com E-mail: info@hathway.net

MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

56th Annual General Meeting – 17th August, 2016

Name of the Member(s) :	
Registered Address :	
Email :	
Folio No. / Client ID :	
DP ID :	

I/We, being the member(s) of _____ shares of the above named company, hereby appoint

1. Name: _____ E-mail Id: _____
 Address: _____
 Signature: _____

or failing him

2. Name: _____ E-mail Id: _____
 Address: _____
 Signature: _____

or failing him

3. Name: _____ E-mail Id: _____
 Address: _____
 Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 56th Annual general meeting of the company, to be held on Wednesday, 17th August, 2016 at 3.00 p.m. at ISKCON's Auditorium, Hare Krishna Land, Next to Hare Krishna Temple, Juhu, Mumbai – 400049 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Particulars	Voting		
		For	Against	Abstain
ORDINARY BUSINESS				
1	Adoption of audited Balance Sheet, Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with Report of Directors' and Auditors' thereon.			
2	To appoint a Director in place of Mr. Rajan Raheja, (DIN 00037480), liable to retire by rotation and being eligible seeks reappointment			
3	To ratify the appointment of M/s. G. M. Kapadia & Co., Chartered Accountants as Auditors of the Company.			
SPECIAL BUSINESS				
4	To appoint M/s. Ashok Agarwal & Co. as Cost Auditor of the Company.			

Signed this _____ day of _____ 2016

Signature of shareholder _____

Signature of Proxy holder(s) _____

Affix
revenue
Stamp of
Re. 1/-

Note:

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- It is optional to indicate your preference. If you leave the for, against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.



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