



SITI Networks Limited

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

Tel: +91-120-4526700

Website : www.sitinetworks.com

November 10, 2021

To,

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

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

Kind Attn. : Corporate Relationship Department

Subject: Proceedings of the Board Meeting held on November 10, 2021

Dear Sir,

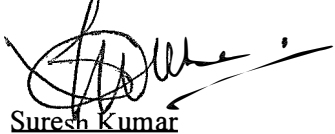
Pursuant to Regulation 30 and other applicable Regulations of the Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Board of Directors of the Company at their meeting held today i.e. on November 10, 2021 (which commenced at 4:02 p.m. and concluded at 5:30 p.m.), has *inter-alia*, considered and approved the Un-Audited Financial Results of the Company, both on a Standalone and Consolidated basis, prepared under Ind-AS, for the second quarter of financial year 2021-22 and half year ended on September 30, 2021, duly reviewed by M/s DNS & Associates, the Statutory Auditors of the Company, pursuant to Regulation 33 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, together with Limited Review report thereon; and

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

You are requested to kindly take the above on record.

Thanking you,

Yours truly,
For SITI Networks Limited

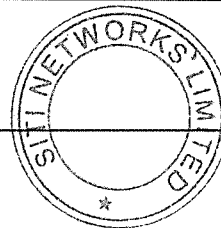

Suresh Kumar

Company Secretary & Compliance Officer
Membership No. ACS 14390

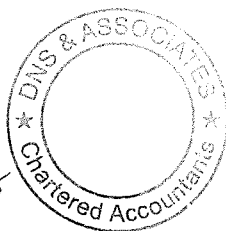




Particulars	Consolidated and Standalone Statement of Assets and Liabilities (₹ in lakh)			
	Consolidated		Standalone	
	30 September 2021 Unaudited	31 March 2021 Audited	30 September 2021 Unaudited	31 March 2021 Audited
A. Assets				
1. Non-current assets				
(a) Property, plant and equipment	88,264.5	97,078.4	39,465.2	45,932.1
(b) Capital work-in-progress	6,928.4	5,478.4	2,877.4	1,526.9
(c) Investment property	6,443.9	6,498.5	-	-
(d) Goodwill	4,917.4	4,863.8	-	-
(e) Other intangible assets	13,595.2	15,186.0	7,798.3	9,440.5
(f) Intangible assets under development	94.8	41.8	94.8	41.8
(g) Investments in joint ventures and associates	366.5	391.8	-	-
(h) Financial assets				
(i) Investments	843.7	843.7	35,196.2	35,196.2
(ii) Other financial assets	2,408.3	2,381.3	1,538.4	1,539.9
(i) Deferred tax assets (net)	1,467.9	1,247.7	-	-
(j) Other non-current assets	2,553.5	1,910.8	1,403.8	932.5
Sub-total of non-current assets	127,884.1	135,922.2	88,374.1	94,609.9
2. Current assets				
(a) Inventories	212.7	208.0	71.6	58.1
(b) Financial assets				
(i) Trade receivables	26,500.0	23,183.7	17,879.9	19,534.0
(ii) Cash and cash equivalents	9,488.0	11,140.3	188.4	374.8
(iii) Bank balances other than (ii) above	932.32	366.1	-	-
(iv) Investments	2,620.32	14.0	-	-
(v) Other financial assets	4,868.4	3,454.6	2,706.2	2,529.4
(c) Current tax assets (net)	972.7	1,286.3	-	-
(d) Other current assets	9,899.4	10,623.2	3,811.1	4,955.3
Sub-total of current assets	55,493.6	50,276.2	24,657.2	27,451.6
Total assets	183,377.7	186,198.4	113,031.3	122,061.5
B. Equity and liabilities				
Equity				
(a) Equity share capital	8,726.7	8,726.7	8,726.7	8,726.7
(b) Other equity	(44,959.1)	(33,194.1)	(59,811.1)	(48,212.6)
(c) Non-controlling interests	8,827.7	9,101.6	-	-
Sub-total of equity	(27,404.7)	(15,365.8)	(51,084.4)	(39,485.9)
Liabilities				
1. Non-current liabilities				
(a) Financial liabilities				
(i) Borrowings	17,851.0	21,512.5	11,433.9	14,960.8
(ii) Other financial liabilities	5,307.6	5,231.4	144.9	154.9
(b) Provisions	1,474.8	1,186.9	486.4	555.4
(c) Deferred tax liabilities (net)	90.2	90.2	-	-
(d) Other non-current liabilities	417.4	350.0	-	-
Sub-total of non-current liabilities	25,141.0	28,371.0	12,065.2	15,671.1
2. Current liabilities				
(a) Financial liabilities				
(i) Borrowings	83,667.9	80,164.6	79,711.1	75,315.7
(ii) Trade payables				
Total outstanding dues of micro enterprises and small enterprises	21.0	113.1	4.3	101.8
Total outstanding dues of creditors other than micro enterprises and small enterprises	70,464.5	64,307.2	44,471.6	44,980.6
(iii) Other financial liabilities	20,747.7	18,585.2	23,155.8	21,183.0
(b) Other current liabilities	10,329.0	9,552.8	4,646.4	4,222.7
(c) Provisions	411.3	470.3	61.3	72.5
Sub-total of current liabilities	185,641.4	173,193.2	152,050.5	145,876.3
Total equity and liabilities	183,377.7	186,198.4	113,031.3	122,061.5



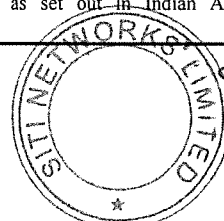
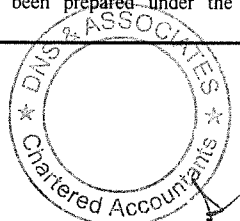
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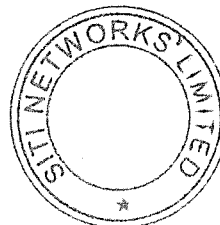
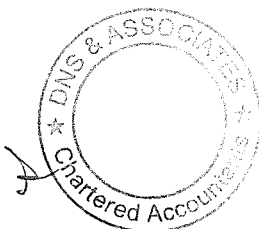
Consolidated Cash Flow Statement		(₹ in lakh)	
	Six months ended 30 September 2021 (Unaudited)	Six months ended 30 September 2020 (Unaudited)	
A. CASH FLOWS FROM OPERATING ACTIVITIES			
Loss before tax	(11,678.6)	(7,887.3)	
Adjustment for:			
Depreciation and amortisation expenses	15,953.4	16,939.0	
Interest income on bank deposits	(218.0)	(265.5)	
Excess provisions written back	(281.5)	(292.1)	
Share of loss/(profit) of associates and joint ventures	25.3	(185.0)	
Loss on sale of property, plant and equipment, and other intangible assets (net)	144.0	-	
Interest expense for borrowings	5,880.7	6,489.9	
Interest expense on lease liabilities	8.2	13.3	
Bad debts written off	262.9	78.2	
Unrealised foreign exchange loss	6.0	54.3	
Allowance for expected credit losses	420.3	441.3	
Provision for doubtful advances	-	18.0	
Effect of recognising other expense on security deposit as per effective interest method	-	25.0	
Exceptional items	172.2	-	
Operating profit before working capital changes	10,694.9	15,429.1	
Adjustments for changes in:			
(Increase)/Decrease in trade receivables	(3,999.5)	2,374.8	
Increase in other financial assets	(1,397.0)	(1,168.2)	
Decrease/(increase) in other current and non-current assets	502.9	(571.1)	
Increase in inventories	(4.7)	(61.4)	
Decrease in other financial liabilities	(850.9)	(911.4)	
Increase in provisions	213.3	102.2	
Increase/(decrease) in other current and non-current liabilities	843.6	(1,818.6)	
Increase in trade payables	6,346.5	4,969.1	
Cash generated from operations	12,349.1	18,344.5	
Income taxes (paid)/refund	(251.1)	2,501.2	
Net cash flows from operating activities	12,098.0	20,845.7	
B. CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of property, plant and equipment, and intangibles assets	(9,229.8)	(8,971.3)	
Proceeds from sale of property, plant and equipment, and intangible assets	20.8	-	
Purchase of investments (current)	(2,606.3)	-	
Interest received on bank deposits	186.8	520.2	
Margin money deposits and bank deposits made and matured (net)	(578.9)	318.3	
Net cash used in investing activities	(12,207.4)	(8,132.8)	
C. CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from short term borrowings (net)	408.8	151.1	
Repayment of long term borrowings	(775.0)	(17,206.0)	
Repayment of lease liabilities	22.1	-	
Interest paid	(1,198.7)	(3,601.8)	
Net cash used in financing activities	(1,542.8)	(20,656.7)	
Net decrease in cash and cash equivalents	(1,652.3)	(7,943.8)	
Cash and cash equivalents at the beginning of the period	11,140.3	17,576.4	
Cash and cash equivalents at the end of the period	9,488.0	9,632.6	
Notes :		(₹ in lakh)	
a. Cash and cash equivalents include:	30 September 2021	30 September 2020	
Cash on hand	286.3	272.2	
Balances with banks on current accounts	2,761.0	3,693.9	
Cheques and drafts on hand	411.4	494.6	
Deposits with maturity of upto three months	6,029.3	5,171.9	
	9,488.0	9,632.6	
b. The above cash flow statement has been prepared under the "Indirect Method" as set out in Indian Accounting Standard 7 (Ind AS-7) on "Statement of Cash Flows".			



Suresh Jore



Standalone Cash Flow Statement		(₹ in lakh)	
		Six months ended 30 September 2021 (Unaudited)	Six months ended 30 September 2020 (Unaudited)
A. CASH FLOWS FROM OPERATING ACTIVITIES			
Loss before tax		(11,573.8)	(9,025.1)
Adjustment for:			
Depreciation and amortisation expenses		8,696.1	9,733.4
Interest income on bank deposits		(23.8)	(84.8)
Excess provisions written back		(6.0)	-
Loss on sale of property, plant and equipment, and other intangible assets (net)		147.9	-
Interest expense for borrowings		5,557.3	5,611.1
Interest expense on lease liabilities		2.9	8.2
Bad debts written off		317.9	196.5
Unrealised foreign exchange loss		6.0	28.1
Allowance for expected credit losses		300.0	300.0
Provision for doubtful advances		-	18.0
Effect of recognising other expense on security deposits as per effective interest method		-	25.0
Exceptional items		572.2	-
Operating profit before working capital changes		3,996.7	6,810.4
Adjustments for changes in:			
Decrease in trade receivables		636.3	2,390.9
Decrease in other financial assets		(152.0)	(1,708.6)
Increase in other current and non-current assets		(267.1)	(825.2)
Increase in inventories		(13.4)	(16.0)
Decrease in other financial liabilities		(1,155.5)	(990.4)
(Decrease)/increase in provisions		(105.1)	63.0
Increase/(decrease) in other current liabilities		423.7	(1,342.7)
(Decrease)/increase in trade payables		(600.6)	2,634.4
Cash generated from operations		2,763.0	7,015.8
Income tax refund		1,207.5	3,000.5
Net cash flow generated from operating activities		3,970.5	10,016.3
B. CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of property, plant and equipment and intangible assets		(3,930.0)	(1,803.0)
Proceeds from sale of property, plant and equipment		12.2	-
Interest received on bank deposits		0.5	368.0
Margin money deposits and bank deposits made and matured (net)		-	318.1
Net cash used in investing activities		(3,917.4)	(1,116.9)
C. CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from short term borrowings (net)		1,125.0	158.4
Repayment of long term borrowings		(523.7)	(5,671.2)
Repayment of lease liabilities		(10.9)	-
Interest paid		(830.0)	(2,955.5)
Net cash used in financing activities		(239.6)	(8,468.3)
Net Increase/(decrease) in cash and cash equivalents		(186.4)	431.1
Cash and cash equivalents at the beginning of the period		374.8	253.1
Cash and cash equivalents at the end of the period		188.4	684.2
Notes:		(₹ in lakh)	
a. Cash and cash equivalents include:		30 September 2021	30 September 2020
Cash on hand		23.2	17.0
Balances with banks on current accounts		164.1	639.7
Cheques on hand		1.1	27.5
		188.4	684.2
b. The above cash flow statement has been prepared under the "Indirect Method" as set out in Indian Accounting Standard 7 (Ind AS 7) on "Statement of Cash Flows".			



Susheel Kulkarni



SITI NETWORKS LIMITED

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



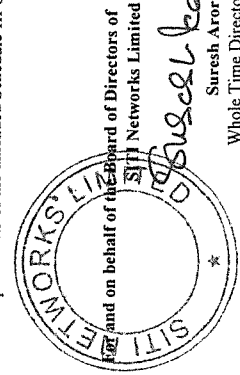
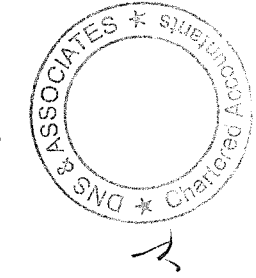
Website: www.sitinetworks.com

CIN L64200MH2006PLC160733

Notes:-

- 1 SITI Networks Limited (the 'Company' or 'the Holding Company'), and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its associates and joint ventures predominantly operate in a single business segment of cable and broadband distribution only in India. The aforesaid is in line with the way operating results are reviewed and viewed by the chief operating decision maker(s) and hence, there are no additional disclosures required to be furnished in terms of Indian Accounting Standard 108 - Operating Segments.
- 2 The standalone and consolidated financial results for the quarter and six months ended 30 September 2021 have been reviewed by the Audit Committee and approved by the Company's Board of Directors in their respective meetings held on 10 November 2021.
- 3 This statement of standalone and consolidated financial results for the quarter and six months ended 30 September 2021 has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 and as per the presentation requirements of SEBI Circular CIR/CFD/FAC/62/2016 dated 05 July 2016 and other accounting principles generally accepted in India.
- 4 The statutory auditors have carried out limited review of these standalone and consolidated financial results for the quarter and six months ended 30 September 2021 and have expressed a modified review conclusion on these results.
- 5 The Company/the Group continued to incur losses during the quarter and six months ended 30 September 2021 and had negative working capital as at 30 September 2021. The Company/the Group also has negative net worth as at 30 September 2021. As at 30 September, there are instances of delays in payments of obligations and borrowings, but in view of the management there is expected revenue growth and expected improvement in operating margins under the Tariff Order 2017, and other likely mitigating factors such as, continued endeavor to secure additional funds by the Company/its subsidiaries besides on-going discussions with the lenders for debt restructuring and continuous dialogue with its vendors. Further, the Company is under discussion with its partners for consolidation of operations in East India to attain the benefits of economies of scale and operational efficiencies; accordingly, these standalone/ consolidated financial results for the quarter and six months ended 30 September 2021 continue to be prepared on a going concern basis in view of the above.
- 6 In view of aforementioned ongoing discussions with the lenders, *inter alia*, for reducing existing interest rates, additional interest levied, if any, has not been provided for.
- 7 For the quarter ended 30 June 2021, and for quarter and six months ended 30 September 2021, the 'subscription income' included in the 'Revenue from Operations' in these financial results, *inter alia*, includes the amounts payable to the broadcasters' towards their share in relation to the pay channels subscribed by the customers. The aforementioned corresponding amounts (i.e. the broadcasters' share) has also been presented as an expense in these financial results. The said amounts are ₹ 8,572.0 lakh, ₹ 8,372.8 lakh and ₹ 16,944.8 lakh for the quarter ended 30 June 2021, and for quarter and six months ended 30 September 2021 in the standalone financial results and ₹ 19,265.2 lakh, ₹ 19,020.3 lakh and ₹ 38,285.5 lakh for the quarter ended 30 June 2021, and for the quarter and six months ended 30 September 2021 in the consolidated financial results respectively.
- 8 Had these expenses been disclosed on net basis, the 'Revenue from Operations' and the 'Pay channel, carriage sharing and related costs' each would have been lower by ₹ 8,572.0 lakh, ₹ 8,372.8 lakh and ₹ 16,944.8 lakh for the quarter ended 30 June 2021, and for quarter and six months ended 30 September 2021 in the standalone financial results, and ₹ 19,265.2 lakh, ₹ 19,020.3 lakh and ₹ 38,285.5 lakh for the quarter ended 30 June 2021, and for quarter and six months ended 30 September 2021 in the consolidated financial results respectively, though there would have been no impact on the net loss for the quarter and period then ended.
- 9 In March 2020, World Health Organization (WHO) had declared the outbreak of Novel Coronavirus as a pandemic. Complying with the directives of Government, offices of the company had been under lock-down for few months with relaxation to essential services and selected economic activities. The Company and the Group has continued to operate and provide cable television and broadband distribution services to its customers, which has been declared as an essential service. Based on the management's assessment and review of current economic scenario, the management does not expect any significant impact of COVID-19 on the Company and the Group. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial results, and the Company and the Group will continue to closely monitor any material changes arising from future economic conditions and continually assess its impact on the operations and financial matrices.
Exceptional items in the standalone and consolidated financial results include the following:
 - a) Exceptional items, for the quarter and six months ended 30 September 2021 for ₹ 172.2 lakh pertains to the write off of old indirect tax balances not utilised by the company.
 - b) During the quarter and six months ended 30 September 2021, the management, in view of prevailing COVID-19 situation and considering other factors, assessed the likelihood of recovery of certain balances from a party and has provided for an amount of ₹ 400.0 lakh which is doubtful for recovery.
- 10 The total impact of 9(a) and 9(b) above on the standalone financial results for the quarter and six months ended 30 September 2021 amounts to ₹ 572.2 lakh, and the impact on the consolidated financial results for the quarter and six months ended 30 September 2021 amounts to ₹ 172.2 lakh respectively.
- 11 The Group has acquired 7,000 Equity Shares (representing 76.00% of paid up capital) of Meghbela Infotel Cable & Broadband Private Limited on 08 June 2021. Accordingly, w.e.f. 08 June 2021, Meghbela Infotel Cable & Broadband Pvt. Ltd. has become subsidiary company of the Group.
Previous period figures have been re-grouped / reclassified wherever necessary to conform to current period's classification in order to comply with the requirements of the amended Schedule III of the Companies Act, 2013 effective from 01 April 2021.

Place : Noida
Date : 10 November 2021



Suresh Arora
Whole Time Director

Suresh Arora

12/11

DNS & Associates

Chartered Accountants

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

To the Board of Directors of SITI Networks Limited

1. We have reviewed the accompanying statement of standalone unaudited financial results ('the Statement') of SITI Networks Limited ('the Company') for the quarter and six months ended 30 September 2021 being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time.
2. The Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the accounting principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under Section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

As described in note 7 to the accompanying Statement, the Company's 'Revenue from operations' includes broadcasters' share in subscription income from pay channels, which has correspondingly been presented as an expense which is not in accordance with the requirements of Ind AS 115, 'Revenue from contracts with customers'. Had the management disclosed the same on net basis, the 'Revenue from Operations' and the 'Pay channel, carriage sharing and related costs' each would have been lower by ₹ 8,372.8 lakh and ₹ 16,944.8 lakh for the quarter and six months ended 30 September 2021, while there would have been no impact on the net loss for the quarter and six months ended 30 September 2021.

Our reports on the standalone financial results for the quarter and six months ended 30 September 2020, quarter ended 30 June 2021 and year ended 31 March 2021 were also qualified with respect to this matter.

DNS & Associates

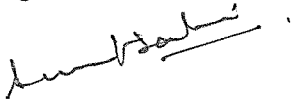
Chartered Accountants

4. Based on our review conducted as above except for the effects/possible effects of the matter described in previous section nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We draw attention to note 5 to the accompanying Statement, which indicates that the Company has incurred a net loss (including other comprehensive income/loss) of ₹ 5,937.3 lakh and ₹ 11,598.6 lakh during the quarter and six months ended 30 September 2021, and as of that date, the Company's accumulated losses amount to ₹ 220,437.9 lakh resulting in a negative net worth of ₹ 51,084.4 lakh and its current liabilities exceeded its current assets by ₹ 127,393.3 lakh resulting in negative working capital. Further, as at 30 September 2021, there are delays/ defaults in repayment of obligations and borrowings. The above factors along with other matters as set forth in note 5, indicate a material uncertainty, which may cast significant doubt about the Company's ability to continue as a going concern. However, basis the impact of Tariff Order 2017, ongoing discussion with the lenders of the Company, and other factors mentioned in aforesaid note to the Statement, the management is of the view that going concern basis of accounting is appropriate for preparation of these results. Our opinion is not modified in respect of this matter.

For DNS & Associates

Chartered Accountants

Firm Registration No: 006956C



Sumant Sahni

Partner

Membership No. 502945

UDIN: 21502945A4AAAK5850



Place: Noida

Date: 10 November 2021

DNS & Associates

Chartered Accountants

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

To the Board of Directors of SITI Networks Limited

1. We have reviewed the accompanying statement of unaudited consolidated financial results ('the Statement') of SITI Networks Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), its associates and joint ventures (refer Annexure 1 for the list of subsidiaries, associates and joint ventures included in the Statement) for the quarter ended 30 September 2021 and consolidated year to date results for the period 1 April 2021 to 30 September 2021 being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time.
2. This Statement, which is the responsibility of the Holding Company's management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

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



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4. As described in note 7 to the accompanying Statement, the Group's 'Revenue from Operations' includes broadcasters' share in subscription income from pay channels, which has correspondingly been presented as an expense which is not in accordance with the requirements of Ind AS-115, 'Revenue from contracts with customers'. Had the management disclosed the same on net basis, the 'Revenue from Operations' and the 'Pay channel, carriage sharing and related costs' each would have been lower by ₹ 19,020.3 lakh and ₹ 38,285.5 lakh for the quarter and six months ended 30 September 2021, while there would have been no impact on the net loss for the quarter and six months ended 30 September 2021.

Further, with respect to the above matter, qualifications have been given by other firms of Chartered Accountants vide their review reports dated 25 October 2021, and 5 November 2021 for Siti Prime Uttaranchal Communication Private Limited and Indian Cable Net Company Limited respectively, Reports dated 9 November 2021 for C&S Medianet Private Limited and Siti Saistar Digital Media Private Limited. Reports dated 08 November 2021 for, Master Channel Community Network Private Limited, Siti Siri Digital Network Private Limited, Siti Jind Digital Media Communications Private Limited, Siti Vision Digital Media Private Limited and Central Bombay Cable Network Limited, is reproduced by us as under, with the aggregate amount pertaining to such subsidiaries, as also included in the above paragraph:

The company's/group's 'Revenue from Operations' includes broadcasters' share in subscription income from pay channels, which has correspondingly been presented as an expense for the above mentioned subsidiaries which is not in accordance with the requirements of Ind AS-115, 'Revenue from contracts with customers'. Had the management disclosed the same on net basis, the 'Revenue from Operations' and the 'Pay channel, carriage sharing and related costs' each would have been lower by ₹ 10,695.7 lakh and ₹ 21,400.4 lakh for the quarter and six months ended 30 September 2021 respectively, while there would have been no impact on the net loss/profit for the quarter ended 30 September 2021.

Our reports on the consolidated financial results for the quarter and six months ended 30 September 2020, quarter ended 30 June 2021 and year ended 31 March 2021, were also qualified with respect to this matter.

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and upon consideration of the review reports of the other auditors referred to in paragraph 7 below, except for the effects of the matter described in previous sections, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.



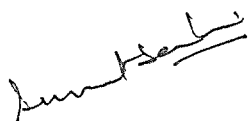
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6. We draw attention to note 5 to the accompanying Statement, which indicates that the Group has incurred a net loss of (including other comprehensive income) ₹ 6,356.4 lakh and ₹ 12,038.8 lakh during the quarter and six months ended 30 September 2021, and as of that date, the Group's accumulated losses amount to ₹ 2,05,570.5 lakh resulting in a negative net worth of ₹ 36,232.4 lakh and its current liabilities exceeded its current assets by ₹ 1,30,147.8 lakh resulting in negative working capital. As at 30 September 2021, there are delays/ defaults in repayment of obligations and borrowings. The above factors along with other matters as set forth in note 5 indicate a material uncertainty, which may cast significant doubt about the Group's ability to continue as a going concern. However, basis the impact of Tariff Order 2017, ongoing discussion with the lenders of the Holding Company, and other factors mentioned in the aforesaid note to the Statement, the management is of the view that going concern basis of accounting is appropriate for preparation of these results. Our conclusion is not modified in respect of this matter.
7. We did not review the interim financial results of twenty subsidiaries included in the Statement, whose financial information reflects total assets of ₹ 129,350.6 lakh as at 30 September 2021, total revenues of ₹ 23,018.8 lakh and ₹ 44,591.9 lakh, total net profit after tax of ₹ 859.6 lakh and ₹ 922.5 lakh and total comprehensive income of ₹ 753.3 lakh and ₹ 810.3 lakh for the quarter and six months ended on 30 September 2021 respectively, and cash flows (net) of ₹ 7,653.7 lakh for the six months ended 30 September 2021, as considered in the Statement. The Statement also includes the Group's share of net loss after tax of ₹ 14.9 lakhs and ₹ 25.3 lakhs and total comprehensive loss of ₹ 14.9 lakhs and ₹ 25.3 lakhs, for the quarter and six months ended on 30 September 2021, respectively, as considered in the Statement, in respect of two associates and two joint ventures, whose interim financial results have not been reviewed by us. These interim financial results have been reviewed by other auditors whose review reports have been furnished to us by the management, and our conclusion in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, associates and joint ventures is based solely on the review reports of such other auditors and the procedures performed by us as stated in paragraph 3 above.

Our conclusion is not modified in respect of this matter with respect to our reliance on the work done by and the reports of the other auditors.

For DNS & Associates
Chartered Accountants
Firm Registration No: 006956C



Sumant Sahni
Partner



Membership No. 502945
UDIN: 21502945AAAAL1934

Place: Noida
Date: 10 November 2021

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Annexure 1

List of entities included in the Statement

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

SITI NETWORKS LIMITED

SITI Networks' Q2FY22 Operating EBITDA at Rs.509 Mn.

SITI Networks Limited announces consolidated Ind-AS results for Q1FY22

New Delhi, November 10, 2021: **SITI Networks Limited** (BSE: 532795, NSE: SITINET), an Essel Group Company, one of India's largest Multi-System Operators (MSO), has released its Consolidated Audited Financial Results for Q2FY22, ending September 30, 2021.

Showcasing strict control on expenses and operational efficiencies, SITI has maintained its Operating EBITDA at Rs.509 Mn in Q2FY22. The Company's **Operating EBITDA Margin expanded to 13.9% in Q2FY22. Total Revenue (excluding Activation) increased to Rs. 3,672 Mn** in Q2FY22 from Rs.3,615 in the previous quarter. The Company's **Subscription revenue** remained essentially flat at **Rs. 2,350 Mn** in Q2FY22. **SITI Broadband**, too observed a base jump of 20% y-o-y and 7% q-o-q to 2.19 lakhs at the end of Q2FY22. **SITI Broadband's** Revenue in Q2FY22 also increased **4.1% over the previous quarter** and **11% y-o-y to Rs. 288 Mn.**

SITI has also announced the launch of the **SITI Mitra** mobile app for its 25000+ Local Cable Operator partners. The app has a fully functional "Own Your Customer" subscriber management system, allowing partners to have control of their business on their palms. The app is available on the Google Play store.

While commenting on the results, **Mr. Anil Malhotra, CEO of SITI Networks Limited**, mentioned:

"SITI's continued focus on operational efficiencies and strict control over expenses has ensured that our Operating EBITDA is Rs.509 Mn in Q2FY22 with 13.9% Operating EBITDA Margins. Our Total Revenue also increased to Rs.3,672 Mn in Q2FY22. Our push for SITI Broadband has ensured that our Customer Base and Revenues are up 20% and 11% y-o-y, respectively.

We have always had our ears to the ground, and the launch of the SITI Mitra mobile app for our 25,000+ partners is a testament to that. The app has our fully functional Own Your Customers subscriber management system, and now our partners will be able to manage their business from their mobile phones. The app is available on the Google Play Store."

About SITI Networks Limited

SITI Networks Limited is a part of the Essel Group, one of India's leading business houses with a diverse portfolio of media, packaging, entertainment, technology-enabled services, infrastructure development, and education. SITI Networks Limited is one of India's largest Multi System Operator (MSO). With ten digital head ends and a network of more than 33,000 km of optical fiber and coaxial cable, it provides its cable services in India's ~800+ Locations. SITI Networks Limited deploys State-of-the-art technology for delivering multiple TV signals to enhance the consumer viewing experience. Its product range includes Digital & Analogue Cable Television, Broadband, and Local Television Channels. SITI Networks has been providing services in analog and digital mode, armed with the technical capability to provide features like Video on Demand, Pay per View, Over-The-Top content (OTT), Electronic Programming Guide (EPG), and Gaming through a Set-Top Box (STB). All products are marketed under the SITI brand name.