ISO 9001:2015 Certified

Ascend Telecom Infrastructure Private Limited

The financial details and Capital Evaluation of Ascend Telecom Infrastructure Private Limited for the previous 3 years as per the audited statement of Accounts:

Name of the Company: **ASCEND TELECOM INFRASTRUCTURE PRIVATE LIMITED**

(Rs. in Mn)

Particulars	As per last Audited Financial Year (FY 2022-23)	1 year prior to the last Audited Financial Year (FY 2021-22)	2 years prior to the last Audited Financial Year (FY 2020-21)	As per balances as on 30 September 2023 (unaudited) As on 30.09.2023
Equity Paid up Capital	293	293	293	455
Reserves and surplus	6,096	4,641	3,482	19,051
Net Worth	6,389	4,933	3,755	19,506
Miscellaneous Expenditure	-	-	-	-
Secured Loans	6,875	6,476	5,888	7,547
Unsecured Loans	-	-	-	13,858
Fixed Assets	8,476	6,701	6,809	9,213
Income from Operations	9,631	8,788	7,992	5,318
Total Income	9,919	8,969	8,233	5,483
Total Expenditure	8,009	7,635	7,245	5,972
Profit before Tax	1,910	1,334	988	(489)
Profit after Tax	1,454	1,159	728	(383)
Cash profit	2,663	2,564	2,403	170
EPS	50	40	25	(10)
Book value	218	168	128	429

For Ascend Telecom Infrastructure Private Limited

Rajagopalan

Ascend Telecom Infrastructure Pvt. Ltd. Bangalore-93

Jayaraman Rajagopalan

Chief Financial Officer, Company Secretary & Compliance officer

22 December 2023

8923

S.R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants

12th Floor, The Ruby
29 Senapati Bapat Marg
Dadar (West)
Mumbai - 400 028, India
Tel: +91 22 6819 8000

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Standalone Financial Results of the Company Pursuant to Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to
The Board of Directors
Ascend Telecom Infrastructure Private Limited

1. We have reviewed the accompanying statement of unaudited standalone financial results of Ascend Telecom Infrastructure Private Limited (the "Company") for the quarter ended September 30, 2023 and year to date from April 1, 2023 to September 30, 2023 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

2. The Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 52 of the Listing Regulations. The Statement has been approved by the Company's Board of Directors. 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. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. 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 Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

4. Based on our review conducted as above, 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 the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

5. As more fully discussed in Note 7 of the Statement, the figures for the corresponding quarter September 30, 2022 and for the corresponding year to date period from April 1, 2022 to September 30, 2022, as reported in these unaudited financial results have been approved by the Company's Board of Directors, but have not been subjected to any audit or review.

S.R. Batliboi & Associates LLP Mumbai Chartered Accountants

6. Emphasis of Matter:

   We draw attention to Note 6 of the Statement, which describes the material uncertainty on ability of a large customer of the Company to continue as a going concern and the corresponding impact on the business operations, receivables and financial position of the Company thereon.

   Our opinion is not modified in this regard.

For S.R. BATLIBOI & ASSOCIATES LLP
Chartered Accountants
ICAI Firm registration number: 101049W/E300004

Hormuz Eruch Master
Digitally signed by Hormuz Eruch Master
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Date: 2023.11.08 13:03:47 +05'30'

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per Hormuz Master
Partner
Membership No.: 110797
UDIN: 23110797BGYJWJ9876

Mumbai
November 8, 2023

Ascend Telecom Infrastructure Private Limited

CIN : U70102TG2002PTC038713

Regd Office : 37-2, Plot No 332, Mani Mansion, Defence Colony, Sainikpuri, Secunderabad, Telangana, Pin code 500094

Corporate Office : Sangeeta Towers, 3, 80 Feet Road, Indiranagar, Bangalore, Pin Code 560038

Tel : 080 61164555, Website: www.ascendtele.com

Statement of Standalone Financial Results for the quarter and half-year ended September 30, 2023

(All amounts are in Indian Rupees Million, unless otherwise stated)

Sr.No	Particulars	Quarter ended			Half-year ended		Year ended
		30.09.2023 (Unaudited)	30.06.2023 (Unaudited)	30.09.2022 (Unaudited) (Also refer note 7)	30.09.2023 (Unaudited)	30.09.2022 (Unaudited) (Also refer note 7)	31.03.2023 (Audited)
I	**Income**						
	Revenue from operations	2,714	2,604	2,382	5,318	4,678	9,631
	Other income	88	77	26	165	36	288
	Total income	**2,802**	**2,681**	**2,408**	**5,483**	**4,714**	**9,919**
II	**Expenses**						
	Power and fuel	942	946	827	1,888	1,650	3,443
	Operating and maintenance expense	198	190	164	388	328	688
	Employee benefits expense	53	57	66	110	125	289
	Other expenses (Refer Note-3)	306	398	84	704	199	367
	Total expenses	**1,499**	**1,591**	**1,141**	**3,090**	**2,302**	**4,787**
III	**Profit before interest, tax, depreciation and amortisation**	**1,303**	**1,090**	**1,267**	**2,393**	**2,412**	**5,132**
	Depreciation and amortization	533	550	502	1,083	840	1,979
	Finance cost (Refer Note-3)	918	880	260	1,799	599	1,243
	Profit / (loss) before exceptional items and tax from continuing operations	**(148)**	**(341)**	**505**	**(489)**	**973**	**1,910**
IV	**Profit / (loss) before tax**	**(148)**	**(341)**	**505**	**(489)**	**973**	**1,910**
V	**Tax expenses**						
	Current tax	-	-	-	-	-	104
	Deferred tax charge/ (credit)	(32)	(74)	88	(106)	176	352
	Profit / (loss) after tax	**(116)**	**(267)**	**417**	**(383)**	**797**	**1,454**
VI	**Profit / (loss) for the period/year**	**(116)**	**(267)**	**417**	**(383)**	**797**	**1,454**
VII	**Other comprehensive income**						
	Other comprehensive income not to be reclassified to profit or loss in subsequent periods	-	-	-	-	-	-
	Re-measurement gains / (losses) on defined benefit plans	3	(2)	-	1	-	1
	Income tax on above	-	-	-	-	-	-
	Total	3	(2)	-	1	-	1
	Net other comprehensive income not to be reclassified to profit or loss in subsequent periods	**3**	**(2)**	**-**	**1**	**-**	**1**
VIII	**Total comprehensive income / (loss) for the period/year**	**(113)**	**(269)**	**417**	**(382)**	**797**	**1,455**
IX	Paid-up equity share capital [Face value of Rs 10/- (absolute amount) each]	455	455	293	455	293	293
X	Reserves (excluding Revaluation Reserve)	19,051	19,167	5,613	19,051	5,613	6,096
XI	Securities Premium Account (included in X above)	18,090	18,090	4,752	18,090	4,752	4,752
XII	Net Worth	19,506	19,622	5,906	19,506	5,906	6,389
XIII	Paid up Debt Capital (Long term and Short term borrowings)	21,405	21,083	6,697	21,405	6,697	6,875
XIV	Capital Redemption Reserve (included in X above)	-	-	-	-	-	-
XV	Debenture Redemption Reserve (included in X above)	-	-	-	-	-	-
XVI	**Earnings per equity share (Rs.) (Nominal value of share Rs.10 each) #**						
	Basic (Rs.)	(2.55)	(7.98)	20.21	(9.70)	33.21	49.67
	Diluted (Rs.)	(2.55)	(7.98)	20.21	(9.70)	33.21	49.67

Earnings per equity share for each reported quarter / half year have not been annualised

Ascend Telecom Infrastructure Private Limited

Ascend Telecom Infrastructure Private Limited
CIN : U70102TG2002PTC038713
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Corporate Office : Sangeeta Towers, 3, 80 Feet Road, Indiranagar, Bangalore, Pin Code 560038
Tel : 080 61164555, Website: www.ascendtele.com

Standalone Statement of Assets and Liabilities as at September 30, 2023

(All amounts are in Indian Rupees Million, unless otherwise stated)

Particulars	As at September 30, 2023	As at March 31, 2023
Assets	**Unaudited**	**Audited**
Non- current assets		
Property, plant and equipment	9,213	8,476
Right-of-use assets	7,757	6,883
Capital work-in-progress	306	305
Intangible assets	1	1
Financial assets	-	-
Investments	28,280	355
Other financials assets	1,056	207
Income tax assets (net)	356	214
Deferred tax assets (net)	432	326
Other non-current assets	125	103
	47,526	**16,871**
Current assets		
Financial assets		
Investments	933	3,269
Trade receivables	2,806	2,909
Cash and cash equivalents	306	76
Other financials assets	1,464	838
Other current assets	511	319
	6,020	**7,411**
Non-current assets held for sale	84	84
Total assets	**53,630**	**24,366**
Equity and liabilities		
Equity		
Equity share capital	455	293
Other equity	19,051	6,096
Total equity	**19,506**	**6,389**
Non-current liabilities		
Financial liabilities		
Borrowings	20,711	6,275
Lease liabilities	7,392	6,338
Other financial liabilities	51	49
Provisions	396	373
Other non-current liabilities	23	25
	28,573	**13,061**
Current liabilities		
Financial liabilities		
Borrowings	693	600
Lease liabilities	1,417	1,428
Trade payables		
-Total outstanding dues of micro enterprises and small enterprise	8	8
-Total outstanding dues of creditors other than micro enterprise and small enterprises	1,482	1,420
Other financial liabilities	1,004	922
Provisions	551	431
Other current liabilities	396	108
	5,551	**4,916**
Total liabilities	**34,124**	**17,977**
Total equity and liabilities	**53,630**	**24,366**

Ascend Telecom Infrastructure Private Limited

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Standalone Statement of Cash Flows for the half year ended September 30, 2023

(All amounts are in Indian Rupees Million, unless otherwise stated)

Particulars	April to September 2023	April to September 2022 (Refer Note 7)
Cash flow from operating activities		
Profit / (loss) before tax	(489)	973
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expense	1,083	840
Profit / (loss) on disposal of property, plant and equipment	(40)	8
Gain / (loss) on sale and fair value of investments	(62)	(19)
Gain on termination of lease	(3)	-
Finance income	(22)	(3)
Finance costs	1,799	599
Provision for doubtful receivables	167	0
Bad Debts written off	5	-
Provision for contingencies	118	-
Liabilities/ provisions no longer required written back	(15)	-
Revenue Equalisation	(8)	(0)
Working capital adjustments:		
(Increase) in trade receivables	(68)	(82)
(Increase) / Decrease in other financial and non-financial assets	(875)	51
Increase / (Decrease) in trade payables and other financial liabilities	130	(397)
Increase / (Decrease) in provisions	26	(32)
Increase in other non-financial liabilities	285	155
	2,030	2,093
Income tax refund/ (paid)	(142)	(10)
Net cash flows from / (used in) operating activities (A)	**1,888**	**2,083**
Investing activities		
Purchase of property, plant and equipment	(1,468)	(1,097)
Proceeds from sale of property, plant and equipment	103	12
Investment in subsidiary	(27,925)	-
Proceeds from sale of/(Investment in) current investments	5,438	3,247
Purchase of current investments	(3,040)	(3,710)
(Investment) / Proceeds in bank deposits	(804)	-
Interest received from Bank and Other Deposits	22	0
Net cash flows from / (used in) investing activities (B)	**(27,674)**	**(1,547)**
Financing activities		
Proceeds from issue of shares	13,500	-
Proceeds from issue of debentures	13,360	-
Repayment of debentures	(1,002)	-
Proceeds from borrowings from banks and financial institutions	997	501
Repayment of borrowings from banks and financial institutions	(327)	(280)
Proceeds from inter-company deposits	1,500	-
Payment of lease liabilities (including interest accrued)	(730)	(518)
Interest paid on Borrowings from banks and financial institutions	(321)	(256)
Interest paid on Debentures	(528)	-
Arrangement fees and other bank charges	(433)	-
Net cash flows from / (used in) financing activities (C)	**26,016**	**(553)**
Net (decrease)/ increase in cash and cash equivalents (A+B+C)	230	(18)
Cash and cash equivalents at the beginning of the period / year	76	149
Cash and cash equivalents at the end of the year	**306**	**131**

The above Statement of Standalone Cash Flows has been prepared under the indirect method as set out in Ind AS 7 "Statement of Cash Flows" as prescribed under section 133 of the Companies Act, 2013.

Joshi

Ascend Telecom Infrastructure Private Limited

Notes

1 The above results of the Company have been prepared pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, 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, and the other accounting principles generally accepted in India.

2 The above standalone financial results for the quarter and period ended September 30, 2023 have been subjected to a limited review by the statutory auditors. These results have been approved by the Board of Directors at their respective meetings held on November 8, 2023.

3 The Company allotted 1,62,25,962 equity shares at Rs 832 (absolute amount) per share aggregating to Rs. 13,500 million for cash on private placement on June 7, 2023, to GIP EM Ascend 2 Pte Ltd and also allotted 1,33,600 unsecured, redeemable, listed, rated, fully paid non-convertible debentures ("NCD") having a face value of Rs. 100,000 (absolute amount) each aggregating to Rs.13,360 million for cash at par on private placement basis on June 12, 2023, to GIP EM Ascend 2 Pte. Ltd. The Company has listed its NCD on Bombay Stock exchange on June 13, 2023. As part of its growth strategy, the Company utilized the proceeds from allotment of shares and NCD to make strategic investment by acquiring 83,17,11,987 equity shares of Tower Vision India Private Limited (92.7% of paid-up equity capital and voting rights) on June 14, 2023 which is also engaged in the business similar to that of the Company. This acquisition would bring in meaningful operational and financial synergies and enhance the business footprint of the Company by giving access to new markets where the Company is not currently present and also enable the company to participate in the early phase of 5G roll out.

In the course of this transaction, during the quarter ended September 30, 2023, the Company had incurred Rs 134 million, which include professional expenses disclosed under other expenses. For the six months half year ended September 30, 2023, the total Acquisition cost is 639 million, which include loan arrangement fees of Rs 432 million disclosed under finance cost and legal and professional expenses of Rs 207 million disclosed under other expenses.

4 Additional disclosure pursuant to Regulation 52(4) of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended are as under:

Sr. No	Ratios for Stock exchange	Quarter ended			Half-year ended		Year ended
		30.09.2023	30.06.2023	30.09.2022	30.09.2023	30.09.2022	31.03.2023
		(Unaudited)	(Unaudited)	(Unaudited) (Refer Note 7)	(Unaudited)	(Unaudited) (Refer Note 7)	(Audited)
(i)	Debt equity ratio	1.10	1.07	1.13	1.10	1.13	1.08
(ii)	Debt service coverage ratio	0.51 *	1.87	3.60	0.75	3.21	3.20
(iii)	Interest service coverage ratio	1.45 #	3.02	8.07	1.88	6.54	6.30
(iv)	Current ratio	1.08	1.05	2.10	1.08	2.10	1.51
(v)	Long term debt to working capital	44.01 *	58.48	1.63	44.01	1.63	2.51
(vi)	Bad debts to Account receivable ratio	(0.00)	-	-	0.00	-	-
(vii)	Current liability ratio	0.16	0.19	0.23	0.16	0.23	0.27
(viii)	Total debts to total assets	0.40	0.40	0.33	0.40	0.33	0.28
(ix)	Debtors Turnover Ratio	0.93	0.88	0.99	1.86	1.97	3.68
(x)	Operating margin percent	31%	25%	40%	28%	40%	38%
(xi)	Net profit margin percent	(4%) ^	(10%)	25%	(7%)	21%	15%
(xii)	Inventory turnover	NA	NA	NA	NA	NA	NA
(xiii)	Capital redemption reserve/debenture redemption reserve	-	-	NA	-	NA	NA
(xiv)	Outstanding redeemable preference shares	NA	NA	NA	NA	NA	NA
(xv)	Net Profit after tax	(116)	(267)	417	(383)	797	1,454
(xvi)	Earnings per share	(2.55)	(7.98)	20.21	(9.70)	33.21	49.67

NA means Not Applicable

* Decreased mainly due to repayment of NCD

Decreased mainly due to interest cost on NCD

^ Increased mainly due to reduction in arrangement fees and other expenses

Formula used for calculation of above ratios are as under:

(i) Debt equity ratio = Paid up debt capital divided by total equity

(ii) Debt service coverage ratio = [Profit before tax, depreciation and amortization, finance costs minus repayment of lease liabilities] divided by [finance costs (excluding interest on lease liabilities and one time charge including loan arrangement fees) plus loan repaid during the period]

(iii) Interest service coverage ratio = [Profit before tax, depreciation and amortization, finance costs minus repayment of lease liabilities] divided by [finance costs (excluding interest on lease liabilities and one time charge including loan arrangement fees)]

(iv) Current ratio = Total current assets divided by Total current liabilities

(v) Long term debt to working capital = Long-term borrowings divided by working capital (Current assets- Current liabilities)

(vi) Bad debts to account receivable ratio = Bad debts charged for the period/year divided by average (of opening and closing) trade receivables during the period/year

(vii) Current liability ratio = Total current liabilities divided by total liabilities as on date

(viii) Total debts to total assets = Total borrowings (i.e. long-term borrowings and short term borrowings excluding lease liabilities) divided by total assets as on date

(ix) Debtors' turnover ratio = Revenue from operations divided by average (of opening and closing) trade receivables during the period/year

(x) Operating margin = [Profit before tax, depreciation and amortization, finance costs (excluding other income) minus repayment of lease liabilities] divided by [revenue from operation for the period/year]

(xi) Net profit margin = Net profit after tax divided by revenue from operation for the period/year

(xii) Net worth = Equity share capital plus Reserves and Surplus

(xiii) Paid up debt capital = Long term borrowings plus Short term borrowings plus Current maturities of long term borrowings

Anil Joshi

Ascend Telecom Infrastructure Private Limited

5 The Company's business activities fall within one operating segment namely, "Passive Telecom Infrastructure Service Provider". Accordingly separate disclosure as per the requirements of Ind AS 108, Operating Segments, are not applicable. The Company operates only in India, hence, geographical disclosure is not applicable.

6 The Company has significant part of the 'revenue from operations' for the quarter and six months ended September 30, 2023 and trade receivables outstanding (including unbilled revenue) as at September 30, 2023 from a large customer. The customer in its declared unaudited results for quarter and six months ended September 30, 2023, has expressed its ability to continue as a going concern, to be dependent on raising additional funds as required, successful negotiations with lenders and vendors for continued support and generation of cash flow from operations that it needs to settle its liabilities as they fall due. Further, the results stated that as at September 30, 2023, the said customer has met all its debt obligations payable to its lenders / banks and financial institutions along with applicable interest and has utilized extended credit period to discharge some of its contractual obligations. The said customer continues to be in discussion with its vendors to agree to a payment plan for the outstanding dues. Also, during February 2023, the said customer allotted equity shares to the Department of Investment and Public Asset Management, Government of India (GOI), towards conversion of net present value of the interest amount relating to deferment of certain dues and accordingly GOI now holds 33.1% in the said customer.

As at September, 2023, the gross amount of trade receivables (including unbilled revenue) from the said customer is Rs 2,153 million as on September 30, 2023. The Company believes that provision made as per policy of the Company is adequate to cover shortfall in recovery of dues from the Customer.

7 The financial results and other financial information for the quarter and six months ended September 30, 2022 have not been audited or reviewed by our statutory auditors. However, the management has exercised necessary due diligence to ensure that the financial results for these periods provide a true and fair view of the Company's affairs.

For and on behalf of the Board of Directors of
Ascend Telecom Infrastructure Private Limited

Milind Joshi

Ascend Telecom Infrastructure Private Limited

Milind Joshi
Director
DIN: 02685576

Place: Mumbai
Date: November 08, 2023

BOARD OF DIRECTORS REPORT

To,
The Members,
Ascend Telecom Infrastructure Private Limited,
Secunderabad.

Your Board has the pleasure in presenting the Board Report of **M/s Ascend Telecom Infrastructure Private Limited** (the Company) for the year ended 31st March 2023.

1. PERIOD OF REPORT:

This report pertains to the period from 01st April 2022 to 31st March 2023.

2. WEBLINK OF ANNUAL RETURN:

Pursuant to the amendments to Section 134(3)(a) and Section 92(3) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return (Form MGT-7) for the financial year ended March 31, 2023, shall be available on the Company's website and can be accessed at www.ascendtele.com and annual return of Company shall be published on such website.

3. FINANCIAL SUMMARY/PERFORMANCE OF THE COMPANY (STANDALONE):

The Board's Report is prepared based on the standalone financial statements of the company. The following gives a summary of the financial performance on standalone basis for the year ended 31st March 2022:

(Amount in INR Million)

Particulars	**For the year ended 31/03/2023**	**For the year ended 31/03/2022**
Revenue from Operations	9,631	8,788
Other Income	288	181
Total Income	**9,919**	**8,969**
Total Expenses (excluding Depreciation/ Amortization and Finance Costs)	4,787	4,591
Profit/loss before Depreciation, Finance Costs, Exceptional items and Tax Expense	**5,132**	**4,378**
Less: Depreciation/ Amortisation/ Impairment	1,979	1,684

Profit /loss before Finance Costs, Exceptional items and Tax Expense	**3,153**	**2,694**
Less: Finance Costs	1,243	1,360
Profit /loss before Exceptional items and Tax Expense	**1,910**	**1,334**
Add/(less): Exceptional items	--	--
Profit /loss before Tax Expense	**1,910**	**1,334**
Less: Tax Expense (Current & Deferred) Current Tax Deferred Tax charge/(credit)	 104 352	 -- 175
Profit /loss for the year (1)	**1,454**	**1,159**
Other Comprehensive Income/(loss) (2)	1	(0)
Total Comprehensive Income for the year (1+2) = (3)	**1,455**	**1,159**

4. **<u>CONSOLIDATED FINANCIAL STATEMENT/REVIEW OF FINANCIAL PERFORMANCE ON CONSOLIDATED BASIS:</u>**

‘Demello Telepower Private Limited’ (DTPL) is a ‘Wholly Owned Subsidiary’ (‘WOS’) of the Company. DTPL is a passive telecom infrastructure company based in Goa. The Company has prepared the consolidated financial statement for the FY2022-23 including the financials of DTPL.

The following gives a summary of the financial performance on consolidated basis for the year ended 31st March 2023:

(Amount in INR Million)

Particulars	**For the year ending 31/03/2023**	**For the year ending 31/03/2022**
Total Revenue	10,212	9,248
Less: Total Expense	4,834	4,703
Profit before Depreciation, Finance Costs, Exceptional items and Tax Expense	**5,378**	**4,545**
Less: *a) Depreciation/ Amortisation/ Impairment* *b) Finance Cost*	 2,074 1,293	 1,740 1,380
Profit Before Tax and prior period items	**2,011**	**1,425**
Less: Prior period items		

Profit / Loss Before Tax	**2,011**	**1,425**
Less: Tax Expenses *Current Tax* *Deferred Tax charge/(Credit)*	 133 349	 37 161
Profit / Loss for the year (1)	**1,529**	**1,226**
Other Comprehensive Income/(loss) (2)	1	0
Total Comprehensive Income for the year (1) + (2) = (3)	**1,530**	**1,226**

Consolidated EBITDA for the year closed at INR Mn 5,378. Previous year INR Mn 4,545.

5. STATE OF COMPANY AFFAIRS:

Your Company is in the business of providing passive infrastructure services to various telecom operators.

- The total Income of the Company for the year under review is INR Mn 9,919. In comparison to *previous year figure of* INR Mn 8,969 representing a positive growth of about 10.59%

- The EBITDA for the year closed at INR Mn 5,132 in relation to previous year figure of INR Mn 4,378 representing a positive growth of about 17.22%

- The finance cost & depreciation for the year closure is INR Mn 3,222 previous year INR Mn 3,044.

- During the year company has earned a net profit of INR Mn 1,454 in comparison to previous year figure of INR Mn 1,159.

- Net Worth as on 31st March 2023 – INR Mn 6,389.

- During the year external credit rating of the company was ungraded from 'A' to 'A+'.

6. MEETINGS OF BOARD OF DIRECTORS IN TERMS OF SECTION 134(3)(b) OF COMPANIES ACT, 2013:

The Board duly met for 05 (Five) times during the year under review on the following dates. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

SL NO	DATE OF BOARD MEETING	BOARD STRENGTH	NO. OF DIRECTORS PRESENT
1	11.07.2022	02	02

2	09.09.2022	04	04
3	14.11.2022	04	04
4	21.01.2023	04	04
5	31.03.2023	04	04

The CSR Committee met for 03 (Three) times during the year under review on the following date:

SL. NO.	DATE OF CSR COMMITTEE MEETING	COMMITTEE STRENGTH	COMMITTEE MEMBERS PRESENT
1.	11.07.2022	02	02
2.	14.11.2022	02	02
3.	31.03.2023	03	03

7. **PRESENCE/ATTENDANCE OF DIRECTOR IN THE MEETINGS:**

SL No	Name of the Director	Board Meeting		
		No of meetings which director was entitled to attend	No of Meeting Attended	%
1	Milind Mukund Joshi	05	05	100
2	Sharad Malhotra	05	05	100
3	Sanjeev Chachondia	04	04	100
4	Samad A Momin	04	04	100

SL No	Name of the Director	Committee Meeting		
		No of meetings which director was entitled to attend	No of Meeting Attended	%
1.	Milind Mukund Joshi	03	03	100
2.	Sharad Malhotra	03	03	100
3.	Samad A Momin	01	01	100

8. DIVIDEND:

The Board of Directors of the Company has not declared dividend for the year ending 31st March 2023.

9. TRANSFER TO RESERVE IN TERMS OF SECTION 134(3)(j) OF THE COMPANIES ACT, 2013:

The Board of Directors of the company has decided not to transfer any amount to the Reserves for the year under review.

10. LONG TERM LOAN:

Lender wise outstanding loan as on 31.03.2023 is as under:

Sl. No.	Name of lenders	Outstanding Loan Amount as on 31.03.2023 (Amount in INR Million)
1.	NIIF Infrastructure Finance Limited (formerly known as IDFC Infrastructure Finance Limited)	3,680.00
2.	Aseem Infrastructure Finance Limited	2,300.00
3.	ICICI Bank Limited	920.00
	Total	**6,900.00**

11. DETAILS OF DIRECTORS & SECRETARIES:

During the period under the review, the board disclosed the following changes in the Board Composition of the Company during the year:

Sr. No	Name of the Director	Appointment/ Cessation/ Others	Designation	Date of Appointment/ Cessation
1.	Sanjeev Chachondia	Appointment	Additional Director	11th July 2022
2.	Samad A Momin	Appointment	Additional Director	11th July 2022
3.	Sanjeev Chachondia	Change in Designation	Nominee Director	10th August 2022
4.	Samad A Momin	Change in Designation	Nominee Director	10th August 2022

12. COMPANY'S POLICIES ON APPOINTMENT OF DIRECTORS, REMUNERATION AND OTHER MATTERS:

If company is Private company, such Company doesn't fall under the purview of the criteria laid in section 178 of the Companies Act, 2013 read with rule 6 of meeting of Board & its powers rules, 2014. Therefore, reporting under this head shall not apply to the Company.

13. DECLARATION OF INDEPENDENT DIRECTORS:

The provisions of Section 149 pertaining to the appointment of Independent Directors does not apply to the Company.

14. PARTICULARS OF EMPLOYEES'/MANAGERIAL REMUNERATION:

If company is Private company, such Company doesn't fall under the purview of the criteria laid in Rule 5 disclosure with respect to, employee in receipt of remuneration in excess of the limits prescribed under the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Therefore, reporting under this head shall not apply to the Company.

15. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS / OUTGO:

a) Conservations of Energy:

a. The steps taken or impact on conservation of energy:
As part of the normal course of the business, the company operates and maintains telecom tower infrastructure, which requires energy consumption. Every endeavour has been made to ensure the optimal use of energy, avoid wastage and conserve energy.

b. The steps taken by the company for utilizing alternate sources of energy:
The Company continuously explores global technology opportunity as a benchmark and as required, enters into arrangements to avail of the latest technology trends and practices.

c. The Capital investment on energy conservation equipment's; NIL

b) Technology Absorption:

a. The efforts made towards technology absorption:
Your Company's Contribution to 'Going Green' is inherent to the Business Model of tower sharing as every co-location we add to the network helps in bringing down the energy consumption on a per co-location basis.

b. The benefits derived like product improvement, cost reduction, product development or import substitution:
We have successfully implemented a Green Towers program, which is aimed at minimizing dependency on diesel consumption and thereby reducing carbon footprint through providing electricity through Solar Energy. In this context, your company already implemented solar power network and has plans to implement this program further aggressively.

c. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year); NA
   i. The details of technology imported: NA
   ii. The year of import: NA
   iii. Whether the technology been fully absorbed: NA
   iv. If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: NA and
   v. The expenditure incurred on Research and Development: Nil

c) Foreign Exchange Earnings or Expenses during the year:

During this period company has neither earned any foreign currency as income nor incurred any expense in foreign currency.

16. DEFERRED TAX ASSET:

During the year the Company has recognized deferred tax asset as per accounting standard (AS) 22 amounting to INR Mn 326 as at the year end. The deferred tax asset is primarily on account of lease liabilities, provisions for contingency/ property tax and others.

17. SHARE CAPITAL & SECURITIES:

During the financial year, there was no change in the shareholding of the Company. The company has not made any allotments of equity share to any shareholders.

18. TRANSFER OF SHARES:

During the financial year, there was no transfer of shares of the Company.

19. SHARES:

a. Buy back of securities:
The Company has not bought back any of its securities during the year under review.
b. Sweat equity:
The Company has not issued any Sweat Equity Shares during the year under review.
c. Bonus share:
No Bonus Shares were issued during the year under review.
d. Employees Stock Option Plan:
The Company has not provided any Stock Option Scheme to the employees.

20. MAJOR EVENTS OCCURRED DURING THE YEAR:

a. Change in the nature of business/ Status of the Company:
There have been no changes made in the nature of the business by the Company for the year to which the financial statements and the report relate to.

b. Change in the financial year:
There is no change in the Financial Year of the company.

c. Details and status of acquisition, merger, expansion, modernization and diversification:

During the Financial Year 2022-23, the Company has entered into a Share Purchase Agreement (SPA) dated January 30, 2023 (as may be amended from time to time) to acquire 92.7% of the share capital of Tower Vision India Private Limited and the said acquisition is proposed to be partly funded through issuance of equity shares.

d. Developments, acquisition and assignment of material Intellectual Property Rights:
There have been no developments, acquisitions and assignment of material Intellectual Property for the year to which the financial statements and the report relate to.

21. DISCLOSURE UNDER SECTION 134(3)(l) OF THE COMPANIES ACT, 2013:

Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report:

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

22. PUBLIC DEPOSIT:

The Company has not accepted any public deposits during the year.

23. DETAILS OF SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES:

Details of Subsidiaries, Joint venture or Associate companies:

Sl. No.	Name of the company	No. of Shares Held	Percentage of Shareholding
1.	Demello Telepower Private Limited	10,000	100%

	Relationship: Wholly Owned Subsidiary		

Pursuant to section 129 of the Act, the statement containing salient features of the financial statements of Company's subsidiary is given in **ANNEXURE – I** (Form AOC -1) forms part of the Board's Report.

24. CORPORATE SOCIAL RESPONSIBILITY (CSR):

The net profit was more than INR 5,00,00,000/- (Indian Rupees Five Crore Only) during the Financial Year 2022-23, according to which, CSR provisions has been made applicable on the Company, as are contained in Section 135(1) of the Companies Act, 2013.

As per the rule 9 (Disclosure about CSR Policy) of Companies (Accounts) Rules, 2014 and as per the rule 8 (CSR Reporting) of Companies (Corporate Social Responsibility Policy) Rules, 2014 the annual report on CSR given in **ANNEXURE III (CSR)**, which forms a part of this Board report.

25. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

There is no guarantee given by the Company in terms of Section 186 of the Act, during the financial year.

26. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

Details relating to related party transactions during the period under review are provided in **ANNEXURE II (AOC-2)** and forms part of this Board's report.

27. STATEMENT OF RISK MANAGEMENT POLICY OF THE COMPANY

The Company has taken the required measures for reduction and elimination of Risk though the elements of risk threatening the company's existence are very minimal.

28. DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM:

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2013 with respect to Audit Committee are not applicable to the Company.

The Company has adopted a whistleblower mechanism for directors and employees to report concerns about unethical behaviour, actual or suspected fraud, or violation of the Company's code of conduct and ethics.

29. MAINTAINENCE OF COST RECORDS AS SPECIFIED BY THE CENTRAL GOVERNMENT UNDER SECTION 148(1) OF THE COMPANIES ACT, 2013:

The maintenance of Cost Records has been specified by the Central Government under Sub-section (1) of Section 148 of the Act, in respect of the telecommunications activities carried on by the company.

During the year Company has maintained the specified accounts and records under the section 148(1) of the Companies Act, 2013, related to the telecommunication service.

30. STATUTORY AUDITORS:

M/s S.R Batliboi and Associates LLP, Chartered Accountants were appointed by the company in the Eighteenth Annual General Meeting held on 28th October 2020 to hold office for a period of 04 (Four) years from the financial year 2020-21 to 2023-24 till the conclusion of Twenty First Annual General Meeting of the Company.

Hence, the said Auditors will continue to hold office for FY2023-24.

31. EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE:

The observations of the Statutory Auditor's, when read together with the relevant notes to the accounts and accounting policies are self-explanatory and does not call for any further comment.

In the report by the Auditors under Companies (Auditor's report) Order, 2016, there is no qualification hence, no comment from the management is needed.

32. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS:

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

33. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND:

There were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

34. COMPLIANCE WITH SECRETARIAL STANDARDS:

The company is in compliance with the applicable Secretarial Standards and other Secretarial Standards voluntarily adopted by the company.

35. INTERNAL FINANCIAL CONTROL:

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

36. SECRETARIAL AUDIT REPORT:

Secretarial Audit Report for the Financial Year 2022-23 given by Mr. Suman R, Practicing Company Secretary is appended as **Annexure- IV**, forms part of this Board Report and the same is self-explanatory. There is no qualification or adverse remark made by the secretarial auditor, hence, no comment from the management is needed.

37. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE:

The Company is committed to provide a safe and conducive work environment to its employees. The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

The following is a summary of sexual harassment complaints received and disposed of during the year:

(a) Number of complaints pending at the beginning of the year – NIL
(b) Number of complaints received during the year - NIL
(c) Number of complaints disposed of during the year – NIL
(d) Number of cases pending at the end of the year – NIL

The Company has complied with the provisions relating to the constitution of the Internal Complaints Committee ('ICC') under the POSH Act. The ICC has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

38. A STATEMENT REGARDING OPINION OF THE BOARD WITH REGARD TO INTEGRITY, EXPERTISE AND EXPERIENCE (INCLUDING THE PROFICIENCY) OF THE INDEPENDENT DIRECTORS APPOINTED DURING THE YEAR:

Since the Company is Private Limited Company, the company has not appointed any independent directors.

39. THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:

The company has not made any application under the Insolvency and bankruptcy code, 2016 during the year.

40. THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:

Not Applicable to the Company.

41. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Act, the Board, based on the representations received from the management, confirms that:

a) In the preparation of the annual accounts, for year ended on 31.03.2023, the applicable accounting standards have been followed and that there are no material departures;
b) The Board has selected such accounting policies and applied them consistently and made judgments and estimated that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the Company for that period.
c) The Directors had taken proper and sufficient care for the 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 fraud and other irregularities; and
d) The Directors had prepared the annual accounts on a going concerns basis.
e) The Company being unlisted, sub clause (e) of section 134(5) of the Companies Act, 2013 pertaining to laying down internal financial controls is not applicable to the Company.
f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

42. DETAILS OF FRAUD REPORT BY THE AUDITOR:

As per Auditors' Report, no fraud u/s 143(12) reported by the Auditor.

43. 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:

a) Details relating to deposits covered under Chapter V of the Companies Act, 2013.
b) Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
c) The Company has wholly owned subsidiary, however, there are no Managing Director nor the Whole-time Directors on the board of the Company. Hence, the receipt of remuneration or commission from any of its subsidiaries does not arise.

44. ACKNOWLEDGEMENTS:

Your directors gratefully acknowledge all stakeholders of the Company viz. customers, members, clients, employees, consultants, business partners, lenders, associates, solicitors, vendors, shareholders, auditors, bankers, business associates and various Government/Local Authorities for the continued support extended to the Company. for the excellent support received from them during the year. The Directors place on record their sincere appreciation to all employees of the Company for their unstinted commitment and continued contribution to the Company.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
For ASCEND TELECOM INFRASTRUCTURE PRIVATE LIMITED

Sd/-	**Sd/-**
Sharad Malhotra	**Milind Mukund Joshi**
Nominee Director	Nominee Director
DIN: 02192770	**DIN:** 02685576
Date: 31st May 2023	**Date:** 31st May 2023
Place: Mumbai	**Place:** Mumbai

Annexure I

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

<u>Part "A": Subsidiaries</u>

(Information in respect of each subsidiary to be presented with amounts in Rs. In thousand)

Sl. No.	Particulars	Details
1.	Name of the subsidiary	Demello Telepower Private Limited
2.	The date since when subsidiary was acquired	01st August 2018
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA 01st April to 31st March
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA
5.	Share capital	1,000
6.	Reserves & surplus	3,39,994
7.	Total assets	9,75,080
8.	Total Liabilities	6,34,086
9.	Investments	--
10.	Turnover	2,92,866
11.	Profit before taxation	1,17,367
12.	Provision for taxation Current tax Deferred tax charge/ (credit)	 28,599 1,565
13.	Profit after taxation	87,202
14.	Proposed Dividend	--
15.	% of shareholding	100%

Notes: The following information shall be furnished at the end of the statement:
1. Names of subsidiaries which are yet to commence operations: NIL
2. Names of subsidiaries which have been liquidated or sold during the year: NIL

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of associates/Joint Ventures	**NA**
1. Latest audited Balance Sheet Date	NA
2. Date on which the Associate or Joint Venture was associated or acquired	NA
3. Shares of Associate/Joint Ventures held by the company on the year end	NA
a) No.	NA
b) Amount of Investment in Associates/Joint Venture (Including Premium)	NA
c) Extend of Holding %	NA
4. Description of how there is significant influence	NA
5. Reason why the associate/joint venture is not consolidated	NA
6. Net worth attributable to shareholding as per latest audited Balance Sheet	NA
7. Profit/Loss for the year	NA
i. Considered in Consolidation	NA
ii. Not Considered in Consolidation	NA

1. Names of associates or joint ventures which are yet to commence operations: NA
2. Names of associates or joint ventures which have been liquidated or sold during the year: NA

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
For ASCEND TELECOM INFRASTRUCTURE PRIVATE LIMITED

Sd/-

Sharad Malhotra
Nominee Director
DIN: 02192770

Date: 31st May 2023
Place: Mumbai

Sd/-

Milind Mukund Joshi
Nominee Director
DIN: 02685576

Date: 31st May 2023
Place: Mumbai

Annexure II

Form No. AOC-2

(Pursuant to *clause (h) of sub-section (3) of section 134 of the Act and* Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis **– NIL**
   (a) Name(s) of the related party and nature of relationship
   (b) Nature of contracts/arrangements/transactions
   (c) Duration of the contracts / arrangements/transactions
   (d) Salient terms of the contracts or arrangements or transactions including the value, if any
   (e) Justification for entering into such contracts or arrangements or transactions
   (f) Date(s) of approval by the Board
   (g) Amount paid as advances, if any:
   (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188(1).

2. Details of material contracts or arrangement or transactions at arm's length basis: **(As disclosed in Table A, attached)**
   (a) Name(s) of the related party and nature of relationship:
   (b) Nature of contracts/arrangements/transactions:
   (c) Duration of the contracts / arrangements/transactions:
   (d) Salient terms of the contracts or arrangements or transactions including the value, if any:
   (e) Date(s) of approval by the Board, if any:
   (f) Amount paid as advances, if any:

3. Details of contracts or arrangements or transactions not in the ordinary course of business **– NIL**
   (a) Name(s) of the related party and nature of relationship
   (b) Nature of contracts/arrangements/transactions
   (c) Duration of the contracts / arrangements/transactions
   (d) Salient terms of the contracts or arrangements or transactions including the value, if any
   (e) Justification for entering into such contracts or arrangements or transactions'
   (f) Date(s) of approval by the Board
   (g) Amount paid as advances, if any
   (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

Table A

Sl. No.	Name of the Related Party	Nature of Relationship	Nature of contracts/ arrangements/transactions	FY2022-23 Amount (INR In Million)
01.	Demello Telepower Private Limited	Subsidiary (w.e.f August 01, 2018)	Management Fees	20
			Amount Receivable	24
02.	Sushil Kumar Chaturvedi (Chief Executive Officer)	Key Management Personnel	Managerial Remuneration	34

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
For ASCEND TELECOM INFRASTRUCTURE PRIVATE LIMITED

Sd/-
____
Sharad Malhotra
Nominee Director
DIN: 02192770

Date: 31st May 2023
Place: Mumbai

Sd/-
____
Milind Mukund Joshi
Nominee Director
DIN: 02685576

Date: 31st May 2023
Place: Mumbai

Note: Please note that disclosure of related party transaction in Form No. AOC-2 is made, as per latest audited Financial Statement of the Company for the year ending 31st March 2023. It includes disclosure as per AS-18 transactions.

ANNEXURE III

THE ANNUAL REPORT ON CSR ACTIVITIES

1. **Brief outline on CSR Policy of the Company:**

   Our CSR Policy aims to provide a dedicated approach to community development in the areas of education, skill development, healthcare, women empowerment, environmental sustainability, and rural development. Through the promotion of education and skill development, we empower individuals to reach their full potential. Our commitment to extends to bolstering social infrastructure, ensuring health and education facilities. Environmental protection and biodiversity preservation are integral facets of our sustainability initiatives. Furthermore, we take pride in supporting vulnerable populations, offering assistance to cancer patients and individuals with disabilities, fostering a more inclusive and compassionate society.

   The objective is to make significant and meaningful contribution with measurable benefits. Our CSR policy focus areas aim to be aligned with the activities prescribed in Schedule VII read with Section 135 of the Companies Act, 2013.

2. **Composition of CSR Committee:**

Sl. No.	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Milind Mukund Joshi	Nominee Director	03	03
2	Sharad Malhotra	Nominee Director	03	03
3	Samad A Momin	Nominee Director	03	01

Dr. Harry CD, CPO of the Company, will be coordinating the CSR activities on behalf of the management.

3. **Weblink of CSR activities of the company:**

   The Company has a website i.e., www.ascendtele.com and the details of Composition of CSR committee, CSR Policy and CSR projects approved by the Board of Directors of the Company shall be published on the website.

4. **Details of Impact assessment of CSR projects:**

   As per Rule 8(3) of the Companies (CSR Policy) Rules, 2014, the following class of companies are mandatorily required to conduct impact assessment:

   (i) Companies with minimum average CSR obligation of INR 10 crores (Indian Rupees Ten Crores Only) or more in the immediately preceding 3 financial years; and
   (ii) Companies that have CSR projects with outlays of minimum INR 1 crore (Indian Rupees One Crore Only) and which have been completed not less than 1 year before undertaking impact assessment.

   The average CSR Obligation in the three immediately preceding financial years of the Company is less than INR 10 Crores (Indian Rupees Ten Crores Only) and the outlay of the CSR Projects is less than INR 1 Crore (Indian Rupees One Crore Only). Hence, Impact Assessment is not applicable.

5.
   a) **Average net profit of the company as per section 135(5):** INR 99,87,32,990/-

   b) **Two percent of the average net profit of the company as per section 135(5):** INR 1,99,74,660/-

   c) **Surplus arising out of the CSR projects or programmes or activities of the previous financial years:** Nil

   d) **Amount required to be set off for the financial year, if any:** INR 24,37,829/-

   e) **Total CSR obligation for the financial year (6b+6c- 6d):** INR 1,75,36,831/-

6.

a) **Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): INR 1,76,58,406/-**

b) **Amount spent in Administrative Overheads: Nil**

c) **Amount spent on impact assessment, if applicable: Nil**

d) **Total amount spent for the Financial Year [(a) + (b) + (c)]: INR 1,76,58,406/-**

e) **CSR amount spent or unspent for the financial year:**

Total AmountSpent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
1,76,58,406/-	NIL	NA	NA	NA	NA

f) **Excess amount for set off, if any**

Sl. No	Particulars	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	1,99,74,660/-
(ii)	Amount required to be set off for the financial year, if any:	24,37,829/-
(iii)	Total CSR obligation for the financial year [(i)-(ii)]	1,75,36,831/-
(iv)	Total amount spent for the Financial Year	1,76,58,406/-
(v)	Excess amount spent for the financial year [(iv) - (iii)]	1,21,575/-

(vi)	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	Nil
(vii)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	1,21,575/-

7. Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	**Preceding Financial Year**	**Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in Rs.)**	**Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in Rs.)**	**Amount Spent in the Financial Year (in Rs)**	**Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any**		**Amount remaining to be spent in succeeding Financial Years (in Rs.)**	**Deficiency, if any,**
					Amount (in Rs)	**Date of Transfer**		
1.	2021-22	NA	Nil	NA	NA	NA	NA	NA
2.	2020-21	NA	Nil	NA	NA	NA	NA	NA
3.	2019-20	NA	Nil	NA	NA	NA	NA	NA

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year

~~Yes /~~ No

~~**If Yes, enter the number of Capital assets created/ acquired**~~ ______________________

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year

(1)	(2)	(3)	(4)	(5)	(6)		
Sl. No.	**Short particulars of the property or asset(s) [including complete address and location of the property]**	**Pincode of the property or asset(s)**	**Date of Creation**	**Amount of CSR amount spent**	**Details of entity/ Authority/ beneficiary of the registered owner**		
					CSR Registration Number	**Name**	**Registered Address**
01.	NA	--	--	--	--	--	--

9. **Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):** Not Applicable

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
For ASCEND TELECOM INFRASTRUCTURE PRIVATE LIMITED

Sd/-	**Sd/-**
Sharad Malhotra	**Milind Mukund Joshi**
Nominee Director	Nominee Director
DIN: 02192770	**DIN:** 02685576
Date: 31st May 2023	**Date:** 31st May 2023
Place: Mumbai	**Place:** Mumbai

SUMAN R BBM, MBA, ACS
Practicing Company Secretary

No. 41, Patalamma Temple Street,
Basavanagudi, Near South End Circle,
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Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2023

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

To,
The Members,
Ascend Telecom Infrastructure Private Limited,
Secunderabad – 500094,
Telangana, India.

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Ascend Telecom Infrastructure Private Limited** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my 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, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March 2023 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:

I have examined the books, papers, minute books, forms, and returns filed and other records maintained by the Company for the financial year ended on 31st March 2023 according to the provisions of:

i) The Companies Act, 2013 (the Act) and the rules made thereunder;

ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; ***Not applicable to the Company during the Financial Year.***

iii) The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;

iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), if applicable.

a) Securities Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. ***Not applicable to the Company during the Financial Year.***

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992. ***Not applicable to the Company during the Financial Year.***

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009. ***Not applicable to the Company during the Financial Year.***

d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; ***Not applicable to the Company during the Financial Year.***

e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008. ***Not applicable to the Company during the Financial Year.***

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993. ***Not applicable to the Company during the Financial Year.***

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; ***Not Applicable to the Company during the Financial Year*** and

a) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. ***Not applicable to the Company during the Financial Year.***

vi) The management has identified and confirmed the following laws as specifically applicable to the Company:

- Income Tax Act, 1961
- Goods and Service Tax
- Minimum Wages Act, 1948
- Motor Vehicle Act, 1988
- Negotiable Instruments Act, 1881
- State Profession Tax Acts
- Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
- Weekly Holidays Act, 1936
- Workmen's Compensation Act, 1923
- Foreign Exchange Management Act, 1999
- The Trademarks Act, 1999
- Information Technology Act, 2000
- Maternity Benefit Act, 1961
- Labour Welfare Fund Act, 1976
- Shops and Commercial Establishments Act
- Payment of Wages Act, 1936
- Equal Remuneration Act, 1976
- Employee Provident Fund Act, 1952
- Payment of Gratuity Act, 1972
- Payment of Bonus Act, 1965
- Employee State Insurance Act, 1948
- Child Labour (Prohibition and Regulation) Act, 1986
- Employment Exchanges (Compulsory Notification of Vacancies) Act, 1959
- Indian Contract Act, 1872
- Indian Stamp Act, 1889

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

a) Secretarial Standards issued by The Institute of Company Secretaries of India,

b) Other Specific laws as applicable to the Company that includes Tax Laws, Labour Laws and Industry Specific Laws;

During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. as mentioned above.

I further report that

The Board of the Company is duly constituted with proper balance of Directors as required under the Companies Act, 2013. All the directors are on the board of the Company during the review period are the Non-Executive Directors. During the year there were changes in the composition of the Board of Directors of the Company as listed out in **Annexure-B.**

Adequate notices were given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and consent for shorter notice is obtained from the Directors, wherever required, 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 decisions are carried through by unanimous consent and therefore dissenting members' views recording is not applicable.

I 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.

I further report that during the reporting period there were specific events/actions having a major bearing on Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards, as detailed below:

a. Alteration of Articles of Association (AOA) vide Special resolution passed in the Extra Ordinary General Meeting (EGM) held on 12th September 2022:

   The Company has passed a special resolution vide Extra-Ordinary General Meeting dated 12th September 2022 for reduction of Share Capital of the Company from INR 29,28,20,210/- (Indian Rupees Twenty-Nine Crores Twenty-Eight Lakhs Twenty Thousand Two Hundred and Ten Only) consisting of 2,92,82,021 (Two Crores Ninety Two Lakhs Eighty Two Thousand Twenty one) Equity Shares of INR 10/- (Indian Rupees Ten Only) to INR 26,08,20,210/- (Indian Rupees Twenty Six Crores Eight Lakh Twenty Thousand Two Hundred and Ten Only) divided into 2,60,82,021 (Two Crore Sixty Lakhs Eighty Two Thousand and Twenty One) fully paid-up equity shares of INR 10/- each. The Company has filed NCLT Application for the same earlier.
   Pursuant to the decision of board of directors in the meeting held on 16th January, 2023 board has decided to implement only one part of the resolution of members viz. reduction of losses against general reserve and not to proceed for cancellation/extinguishing the shares considering the recent business developments to Roll out of 5G service which require substantial capital expenditure.

With reference to the same (i.e., Petition filed under Section 66 read with Section 52 of the Companies Act, 2013) National Company Law Tribunal (NCLT), Hyderabad Bench issued Certified True Copy of Order on 29th March 2023.

Sd/-

____

Suman R
Practicing Company Secretary
Membership No: 38904
C P No: 14535
UDIN: A038904E000438710

Date: 31st May 2023
Place: Bengaluru

This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

Annexures A

To
The Members,
Ascend Telecom Infrastructure Private Limited,
Secunderabad – 500094,
Telangana, India.

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. My responsibility is to express an opinion on these secretarial records based on my audit.

2. I 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. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.

3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

4. Wherever required, I 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. My 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.

Sd/-

Suman R
Practicing Company Secretary
Membership No: 38904
C P No: 14535
UDIN: A038904E000438710

Date: 31st May 2023
Place: Bengaluru.

Annexures-B

Detail of changes in the composition of the Board of Directors of the Company

Sl. No.	Name	DIN	Nature of change	Designation	Date of Appointment/ Cessation
1.	SANJEEV CHACHONDIA	02234658	Appointment	Additional director	11th July 2022
2.	SAMAD A MOMIN	02531039	Appointment	Additional director	11th July 2022
3.	SANJEEV CHACHONDIA	02234658	Change in designation	Nominee Director	10th August 2022
4.	SAMAD A MOMIN	02531039	Change in designation	Nominee Director	10th August 2022

Shareholding Pattern of the Company as on our report of even date

Sl. No.	Name	Type of Shares	No. of Shares	Face Value (In Rs.)	Amount (In Rs.)	Percentage of shareholding
1.	GIP EM Ascend Pte. Ltd. Address: 120 Robinson Road, #08-01, Singapore 068913	Equity	1,96,56,987	10	19,65,69,870	67.13%
2.	India Infrastructure Fund II Address: C/o IDFC Alternatives Limited,7th Floor, One India Bulls center, Jupiter mills Compound,841 Senapati Bapat Marg, Elphinstone road, Mumbai-400013	Equity	96,25,034	10	9,62,50,340	32.87%
	Total		**2,92,82,021**	-	**29,28,20,210**	**100.00%**

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Dadar (West)
Mumbai - 400 028, India
Tel: +91 22 6819 8000

INDEPENDENT AUDITOR'S REPORT

To the Members of Ascend Telecom Infrastructure Private Limited

Report on the Audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of Ascend Telecom Infrastructure Private Limited (the "Company"), which comprise the Balance sheet as at March 31 2023, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the standalone Ind AS financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013, as amended (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, 2023, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

We draw attention to Note 12 of the standalone Ind AS financial statements, which describes the material uncertainty on ability of a large customer of the Company to continue as a going concern and the corresponding impact on the business operations, receivables and financial position of the Company thereon. Our opinion is not modified in this regard.

S.R. BATLIBOI & ASSOCIATES LLP MUMBAI CHARTERED ACCOUNTANTS

Information Other than the Standalone Ind AS Financial Statements and Auditor's Report Thereon

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

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

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

Responsibility of Management for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 (the "Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 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;

S.R. BATLIBOI & ASSOCIATES LLP MUMBAI CHARTERED ACCOUNTANTS

(c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

(d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

(e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 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 with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in “Annexure 2” to this report;

(g) The provisions of section 197 read with Schedule V of the Act are not applicable to the Company for the year ended March 31, 2023;

(h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended 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 standalone Ind AS financial statements – Refer Note 33 to the standalone Ind AS financial statements.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. a) The management has represented that, to the best of its knowledge and belief,, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. No dividend has been declared or paid during the year by the Company.

S.R. BATLIBOI & ASSOCIATES LLP MUMBAI CHARTERED ACCOUNTANTS

vi. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only w.e.f. April 1, 2023, reporting under this clause is not applicable.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/ E300004

HORMUZ ERUCH MASTER

Digitally signed by HORMUZ ERUCH MASTER
DN: cn=HORMUZ ERUCH MASTER, c=IN, o=Personal, email=hormuz.master@srb.in
Date: 2023.05.31 21:37:10 +05'30'

S.R. BATLIBOI & ASSOCIATES LLP MUMBAI CHARTERED ACCOUNTANTS

per Hormuz Master
Partner
Membership Number: 110797
UDIN: 23110797BGYJTI4026

Place of Signature: Mumbai
Date: May 31, 2023

ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS OF OUR REPORT OF EVEN DATE

Statement on matters specified in paragraph 3 and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order")

Re: Ascend Telecom Infrastructure Private Limited (the "Company")

In terms of the information and explanations sought by us and given by the company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(B) The Company has maintained proper records showing full particulars, including quantitative details and situation of intangible assets

(b) Property, plant and equipment have been physically verified by the management during the year and no material discrepancies were identified on such verification.

(c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2023.

(e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The Company's business does not involve inventories and, accordingly, the requirements under paragraph 3(ii) of the Order are not applicable to the Company.

(b) The Company has been sanctioned working capital limits in excess of Rupees five crores in aggregate from banks and/or financial institutions during the year on the basis of security of current assets of the Company. We are informed by the management that the Company was not required to file quarterly returns/statements with such banks or financial institutions.

(iii) (a) During the year the Company has not provided loans, advances in the nature of loans, stood guarantee or provided security to any company, firm, Limited Liability Partnership or any other party. Accordingly, the requirement to report on clause 3(iii)(a) of the Order is not applicable to the Company.

(b) During the year the Company has not made investments, provided guarantees, provided security and granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(b) of the Order is not applicable to the Company.

(c) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(c) of the Order is not applicable to the Company.

(d) The Company has not granted loans or advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(d) of the Order is not applicable to the Company.

S.R. BATLIBOI & ASSOCIATES LLP MUMBAI CHARTERED ACCOUNTANTS

(e) There were no loans or advance in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(e) of the Order is not applicable to the Company.

(f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.

(iv) There are no loans, investments, guarantees, and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable and accordingly, the requirement to report on clause 3(iv) of the Order is not applicable to the Company.

(v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the telecommunications services and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

(vii) (a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including employees' state insurance, professional tax, provident fund, income-tax, value added tax, work contract tax and goods and service tax. The provision related to duty of custom and duty of excise are not applicable to the Company. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) The dues of goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, value added tax, cess, and other statutory dues have not been deposited on account of any dispute, are as follows:

Name of the Statute	Nature of Dues	Amount in Rs. Million	Financial year to which it relates	Forum where dispute is pending
Jharkhand Value Added Tax Rules, 2005	Value Added Tax	0.24	2009 -10	Commissioner of Commercial Taxes, Jharkhand
Bihar Value Added Tax Act, 2005	Value Added Tax	0.95	2013-14	Commissioner of Commercial Taxes, Bihar
Telangana Tax on Entry of Goods into Local Areas Act, 2001	Entry Tax	1.44	2013-14 to 2016-17	Commercial Tax Officer, Keesara Circle, Telangana
Goods and services tax Act, 2017	Goods and services tax	12.23	2019-20	Assistant Commissioner (Appeals), Patna

S.R. BATLIBOI & ASSOCIATES LLP MUMBAI CHARTERED ACCOUNTANTS

(viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) Term loans were applied for the purpose for which the loans were obtained.

(d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company.

(x) (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) No fraud by the Company or no material fraud on the Company has been noticed or reported during the year.

(b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/ secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a), (b) and (c) of the Order is not applicable to the Company.

(xiii) Transactions with the related parties are in compliance with section 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards. The provisions of section 177 are not applicable to the company and accordingly reporting under clause 3(xiii) insofar as it relates to section 177 of the Act is not applicable to the Company and hence not commented upon.

(xiv)(a) The Company has an internal audit system commensurate with the size and nature of its business.

(b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.

S.R. BATLIBOI & ASSOCIATES LLP MUMBAI CHARTERED ACCOUNTANTS

(xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.

(xvi)(a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.

(b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.

(d) There are no other Companies part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.

(xvii) The Company has not incurred cash losses in the current year and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

(xix) On the basis of the financial ratios disclosed in Note 47 to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

S.R. BATLIBOI & ASSOCIATES LLP MUMBAI CHARTERED ACCOUNTANTS

(xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in Note 42 to the financial statements.

(b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act. This matter has been disclosed in Note 42 to the financial statements.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

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S.R. BATLIBOI & ASSOCIATES LLP MUMBAI CHARTERED ACCOUNTANTS

per Hormuz Master
Partner
Membership Number: 110797
UDIN: 23110797BGYJTI4026

Place: Mumbai
Date: May 31, 2023

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIALS STATEMENT OF ASCEND TELECOM INFRASTRUCTURE PRIVATE LIMITED.

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

We have audited the internal financial controls over financial reporting of Ascend Telecom Infrastructure Private Limited (the "Company") as of March 31, 2023 in conjunction with our audit of the standalone Ind As financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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 with reference to these standalone financial statements 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 as specified under section 143(10) of the Act, to the extent 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 with reference to these standalone financial statements 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 with reference to these standalone financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these standalone financial statements, 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 is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting with reference to these standalone financial statements.

Meaning of Internal Financial Controls Over Financial Reporting with Reference to these Financial Statements

A company's internal financial control over financial reporting with reference to these standalone financial statements 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

S.R. BATLIBOI & ASSOCIATES LLP MUMBAI CHARTERED ACCOUNTANTS

reporting with reference to these standalone financial statements 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 with Reference to these Ind As Standalone Financial Statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to these standalone financial statements, 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 with reference to these standalone financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these standalone financial statements 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, in all material respects, an adequate internal financial controls system over financial reporting with reference to these standalone financial statements and such internal financial controls over financial reporting with reference to these standalone financial statements were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

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S.R. BATLIBOI & ASSOCIATES LLP MUMBAI CHARTERED ACCOUNTANTS

per Hormuz Master
Partner
Membership Number: 110797
UDIN: 23110797BGYJTI4026

Place: Mumbai
Date: May 31, 2023

Ascend Telecom Infrastructure Private Limited
Balance Sheet as at March 31, 2023
(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

	Notes	As at 31-Mar-23	As at 31-Mar-22
Assets			
Non- current assets			
Property, plant and equipment	4	8,476	6,701
Right-of-use assets	4	6,883	4,323
Capital work-in-progress	5	305	231
Intangible assets	6	1	2
Investment property	7	-	86
Financial assets			
Investments	8	355	355
Other financials assets	9	207	150
Income tax assets (net)		214	170
Deferred tax assets (net)	10	326	678
Other non-current assets	11	103	89
		16,871	**12,786**
Current assets			
Financial assets			
Investments	8	3,269	3,002
Trade receivables	12	2,909	2,329
Cash and cash equivalents	13	76	149
Other financials assets	9	838	695
Other current assets	11	319	433
		7,411	**6,608**
Non-current assets held for sale	7A	84	4
Total assets		**24,366**	**19,397**
Equity and liabilities			
Equity			
Equity share capital	14	293	293
Other equity		6,096	4,641
Total equity		**6,389**	**4,934**
Non-current liabilities			
Financial liabilities			
Borrowings	15	6,275	5,956
Lease liabilities	16	6,338	4,521
Other financial liabilities	17	49	331
Provisions	18	373	293
Other non-current liabilities	19	25	21
		13,061	**11,122**
Current liabilities			
Financial liabilities			
Borrowings	20	600	520
Lease liabilities	16	1,428	501
Trade payables	21		
-Total outstanding dues of micro enterprises and small enterprise		8	33
-Total outstanding dues of creditors other than micro enterprise and small enterprises		1,420	1,485
Other financial liabilities	17	922	369
Provisions	18	431	353
Other current liabilities	19	108	80
		4,916	**3,341**
Total liabilities		**17,977**	**14,463**
Total equity and liabilities		**24,366**	**19,397**

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S.R. Batliboi & Associates LLP
Chartered Accountants
Firm registration number: 101049W/E300004

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Hormuz Master
Partner
Membership No: 110797

S.R. BATLIBOI & ASSOCIATES LLP
MUMBAI
CHARTERED ACCOUNTANTS

Place : Mumbai
Date : May 31, 2023

For and on behalf of the Board of Directors of
Ascend Telecom Infrastructure Private Limited

SHARAD MALHOTRA
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Date: 2023.05.31 18:37:58 +05'30'

Sharad Malhotra
Director
DIN: 02192770

Milind Mukund Joshi
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Milind Joshi
Director
DIN: 02685576

RAJAGOPALAN JAYARAMAN
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J Rajagopalan
Chief Financial Officer & Company Secretary

Sushil Kumar Chaturvedi
Digitally signed by Sushil Kumar Chaturvedi

Sushil Kumar Chaturvedi
Chief Executive Officer

Place : Mumbai
Date : May 31, 2023

Ascend Telecom Infrastructure Private Limited
Statement of Profit and loss for the year ended March 31, 2023
(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

	Notes	Year ended 31-Mar-23	Year ended 31-Mar-22
Continuing Operations			
Income			
Revenue from operations	22	9,631	8,788
Finance and other income	23	288	181
Total income		**9,919**	**8,969**
Expenses			
Power and fuel		3,443	3,121
Operating and maintenance expense	24	688	606
Employee benefits expense	25	289	292
Other expenses	26	367	572
Total expenses		**4,787**	**4,591**
Profit before interest, tax, depreciation and amortisation		**5,132**	**4,378**
Depreciation and amortization	27	1,979	1,684
Finance cost	28	1,243	1,360
Profit before tax		**1,910**	**1,334**
Tax expenses	10		
Current tax		104	-
Deferred tax charge/ (credit)		352	175
(Loss) / profit for the year		**1,454**	**1,159**
Other comprehensive income			
Other comprehensive income not to be reclassified to profit or loss in subsequent periods			
Re-measurement gains / (losses) on defined benefit plans		1	(0)
Income tax on above		-	-
Revaluation of land and buildings			
Income tax			
Net other comprehensive income not to be reclassified to profit or loss in subsequent periods		**1**	**(0)**
Total comprehensive income for the year		**1,455**	**1,159**
Earnings per equity share (Rs.) (Nominal value of share Rs.10 each)			
Basic (Rs.)	29	50	40
Diluted (Rs.)	29	50	40

The accompanying notes form an integral part of the financial statements.

As per our report of even date

For S.R. Batliboi & Associates LLP
Chartered Accountants
Firm registration number: 101049W/E300004

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Hormuz Master
Partner
Membership No: 110797

S.R. BATLIBOI & ASSOCIATES LLP MUMBAI CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of
Ascend Telecom Infrastructure Private Limited

SHARAD MALHOTRA
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Sharad Malhotra
Director
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Milind Joshi
Director
DIN: 02685576

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J Rajagopalan
Chief Financial Officer
& Company Secretary

Sushil Kumar Chaturvedi
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Sushil Kumar Chaturvedi
Chief Executive Officer

Place : Mumbai
Date : May 31, 2023

Place : Mumbai
Date : May 31, 2023

Ascend Telecom Infrastructure Private Limited
Statement of Cash flows for the year ended March 31, 2023
(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

	Year Ended 31-Mar-23	Year Ended 31-Mar-22
Cash flow from operating activities		
Profit before tax	**1,910**	**1,334**
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expense	1,979	1,684
Loss on disposal of property, plant and equipment	(50)	37
Gain/loss on sale and fair value of investments	(157)	(105)
Gain on termination of lease	(16)	(2)
Finance income	(8)	(11)
Finance costs	1,243	1,360
Advances written off	5	11
Provision for doubtful receivables	2	71
Provision for contingencies	(3)	195
Liabilities/ provisions no longer required written back	(26)	(25)
Revenue Equalisation	1	2
Working capital adjustments:		
(Increase) in trade receivables	(582)	(479)
(Increase)/ decrease in other financial and non-financial assets	(105)	(520)
Increase in trade payables and other financial liabilities	163	596
Increase in provisions	73	(1)
(Decrease)/increase in other non-financial liabilities	6	(95)
	4,435	4,054
Income tax refund/ (paid)	(149)	167
Net cash flows from operating activities (A)	**4,286**	**4,221**
Investing activities		
Purchase of property, plant and equipment	(2,976)	(1,148)
Proceeds from sale of property, plant and equipment	79	47
Proceeds from sale of/(Investment in) current investments	7,930	5,860
Purchase of current investments	(8,040)	(6,700)
Interest received from Bank and Other Deposits	1	0
Net cash flows used in investing activities (B)	**(3,006)**	**(1,940)**
Financing activities		
Repayment of borrowings from banks and financial institutions	(600)	(5,888)
Repayment of debentures (including interest accured)	-	(1,232)
Proceeds from borrowings from banks and financial institutions	1,000	6,500
Payment of lease liabilities (including interest accrued)	(1,223)	(945)
Interest paid on Borrowings	(528)	(758)
Net cash flows used in financing activities (C)	**(1,351)**	**(2,324)**
Net (decrease)/ increase in cash and cash equivalents (A+B+C)	(72)	(43)
Cash and cash equivalents at the beginning of the year	148	191
Cash and cash equivalents at the end of the year (refer note 13)	**76**	**148**

The accompanying notes form an integral part of the financial statements.

As per our report of even date

For S.R. Batliboi & Associates LLP
Chartered Accountants
Firm registration number: 101049W/E300004

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S.R. BATLIBOI & ASSOCIATES LLP MUMBAI CHARTERED ACCOUNTANTS

Hormuz Master
Partner
Membership No: 110797

Place : Mumbai
Date : May 31, 2023

For and on behalf of the board of directors of
Ascend Telecom Infrastructure Private Limited

SHARAD MALHOTRA
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Sharad Malhotra
Director
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Milind Joshi
Director
DIN: 02685576

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J Rajagopalan
Chief Financial Officer &
Company Secretary

Sushil Kumar Chaturvedi
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Sushil Kumar Chaturvedi
Chief Executive Officer

Place : Mumbai
Date : May 31, 2023

Ascend Telecom Infrastructure Private Limited
Statement of changes in equity for the year ended March 31, 2023
(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

a. Equity Share Capital: Equity shares of Rs. 10 each issued, subscribed and fully paid	Number of shares	Amount
As at March 31, 2021	**2,92,82,021**	**293**
Changes in share capital during the year	-	-
As at March 31, 2022	**2,92,82,021**	**293**
Changes in share capital during the year	-	-
As at March 31, 2023	**2,92,82,021**	**293**

b.Other Equity

Particulars	Share Application Money pending Allotment	Equity component of compound financial instruments	Money received against share warrants	Reserves and surplus				Total Other Equity
				Securities Premium	General reserve	Retained earnings	Debenture redemption reserve	
For the year ended March 31, 2022	-	-						
As at April 01,2021	-	-	-	**4,752**	**2,419**	**(3,782)**	**93**	**3,482**
Profit for the year	-	-	-	-	-	1,159	-	1,159
Other comprehensive income	-	-	-	-	-	(0)	-	(0)
Transfer to debenture redemption reserve	-	-	-	-	-	93	(93)	-
As at March 31, 2022	-	-	-	**4,752**	**2,419**	**(2,531)**	-	**4,641**
As at April 01,2022	-	-	-	**4,752**	**2,419**	**(2,531)**	-	**4,641**
Changes in accounting policy or prior period erros	-	-	-	-	-	-	-	-
Profit for the year	-	-	-	-	-	1,454	-	1,454
Other comprehensive income	-	-	-	-	-	1	-	1
Transfer to General Reserve as per NCLT scheme (refer note iii below)	-	-	-	-	(1,077)	1,077	-	-
As at March 31, 2023	-	-	-	**4,752**	**1,343**	-	-	**6,096**

Notes:

(i) Securities Premium

Securities Premium is used to record the premium received on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares, write off of preliminary expenses, buy back of its own share and premium payable on redemption of preference shares/ debentures in accordance with the provisions of the Companies Act, 2013.

(ii) General Reserve

The general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013

(iii) On 15th September 2022, the Company has filed the petition with Hon'ble National Company Law Tribunal ('NCLT') for adjusting the accumulated losses as on the date of order approving the application , up to an amount of and not exceeding Rs. 2,531 millions, first against the monies available in the General Reserve up to an amount of Rs.2,419 million and thereafter, against the Securities Premium Account of Rs. 4,752 million and reduce the share capital by extinguishing 3.2 million equity shares, by making payment of Rs 625 per share aggregating to Rs 2,000 million by utilizing the balance in general reserve and securities premium account. Subsequently, on 17th January 2023, the Company filed an interim application to consider only write-off of losses and withdraw the capital reduction clause from the original application filed and filed the amended application on 17th February 2023. The NCLT passed the order on March 29, 2023 approving the application and uploaded the same on NCLT website on March 31, 2023. Accordingly, the Company has adjusted accumulated losses of Rs. 1,077 million against General Reserves on 31st March 2023.

The accompanying notes form an integral part of the financial statements.

As per our report of even date

For S.R. Batliboi & Associates LLP
Chartered Accountants
Firm registration number: 101049W/E300004

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MUMBAI

Hormuz Master
Partner
Membership No: 110797

Place : Mumbai
Date : May 31, 2023

For and on behalf of the Board of Directors of
Ascend Telecom Infrastructure Private Limited

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J Rajagopalan
Chief Financial Officer & Company Secretary

Sushil Kumar Chaturvedi
Digitally signed by Sushil Kumar Chaturvedi

Sushil Kumar Chaturvedi
Chief Executive Officer

Place : Mumbai
Date : May 31, 2023

1 Corporate Information

Ascend Telecom Infrastructure Private Limited (the 'Company' or 'Ascend') was incorporated on March 28, 2002. The Company registered office is in Hyderabad. Ascend is in the business of providing passive infrastructure services to telecom operators. Pursuant to a scheme of arrangement between the Company and India Telecom Infra Limited ('ITIL'), which has been sanctioned by the Hon'ble High Court of Andhra Pradesh vide dated October 28, 2011 and Hon'ble High Court of Madras vide order dated January 31, 2012, the undertaking and entire business of ITIL, including all the assets and liabilities were transferred and vested in the Company with effect from April 1, 2008 (appointed date), on a going concern basis.

The financial statements were approved for issue in accordance with a resolution of the directors on 31st May 2023

2 Significant accounting policies

The significant accounting policies applied by the company in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements.

2.1 Basis of preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values.

The functional and presentation currency of the Company is Indian Rupees (INR) (presented in millions) which is the currency of the primary economic environment in which the Company operates. All financial information presented in Indian Rupees has been rounded off to the nearest million. Amounts less than Rs 0.50 million have been presented as "0".

2.2 Summary of significant accounting policies

a) Current versus Non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:
i) Expected to be realised or intended to be sold or consumed in normal operating cycle
ii) Held primarily for the purpose of trading
iii) Expected to be realised within twelve months after the reporting period, or
iv) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.
A liability is current when :
i) It is expected to be settled in normal operating cycle,
ii) It is held primarily for the purpose of trading,
iii) It is due to be settled within twelve months after the reporting period, or
iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities. Advance tax paid is classified as non-current assets The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Property, Plant and Equipments

Property, plant and equipment including Capital work in progress is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the Property, plant and equipment if the recognition criteria are met. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. All other repair and maintenance costs are recognised in the Statement of Profit and Loss as incurred.

The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Refer note 3.2(c) regarding significant accounting judgements, estimates and assumptions and provisions for further information about the recorded decommissioning provision.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognised.

S.R. BATLIBOI & ASSOCIATES LLP CHARTERED ACCOUNTANTS MUMBAI

Assets are depreciated to the residual values on a straight-line basis over the estimated useful lives. Estimated useful lives of the assets are as follow:

Assets	**Useful lives estimated by the management**
Plant and Machinery	4-20 years
Computers	3 years
Buildings Freehold	30 years
Office equipment	5 years
Furniture and fixtures	10 years
Vehicles	8 years

The Company has considered realisable value of 15% for batteries and 1% for all other material assets. The Company believes that the useful lives and realisable value is the best estimate on the basis of technical evaluation and actual realization. The assets' residual values and useful lives are reviewed at each financial year end or whenever there are indicators for impairment, and adjusted prospectively, if appropriate.

c) Investment properties

Investment properties comprise of land that are held for long term lease rental yields and/or for capital appreciation. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of the investment property are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in profit or loss as incurred.

Though the Company measures investment property using cost based measurement, the fair value of investment property is disclosed in note 7. Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of derecognition.

d) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

Assets	**Useful lives estimated by the management**
Computer Software	3 years

Intangible assets are amortized on a straight line basis over the estimated useful economic life. The Company uses a rebuttable presumption that the useful life of an intangible asset will not exceed three years from the date when the asset is available for use. If the persuasive evidence exists to the affect that useful life of an intangible asset exceeds three years, the Company amortizes the intangible asset over the best estimate of its useful life. Such intangible assets and intangible assets not yet available for use are tested for impairment annually, either individually or at the cash-generating unit level. All other intangible assets are assessed for impairment whenever there is an indication that the intangible asset may be impaired.

e) Borrowing cost

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

f) Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets at the lease commencement date.

i) Right of use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the lease term.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (g) Impairment of non-financial assets.

ii) Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including insubstance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Company may elect not to apply the requirements of Ind AS 116 to leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.The Company has opted to recognize the asset retirement obligation liability as part of the cost of an item of property, plant and equipment in accordance with Ind AS 16.

iii) Short-term leases

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.

Company as a lessor

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

Leases where the Company does not transfer substantially all the risks and rewards incidental to ownership of the asset are classified as operating leases. Lease rentals under operating leases are recognized as income on a straight-line basis over the lease term. Contingent rents are recognized as revenue in the period in which they are earned.

g) Impairment of non-financial assets

As at the end of each accounting year, the Company reviews the carrying amounts of its Property,Plants & equipment, investment properties, intangible assets and investments in subsidiary to determine whether there is any indication that those assets have suffered an impairment loss. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

If recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, such deficit is recognised immediately in the statement of Profit and Loss as impairment loss and the carrying amount of the asset (or cash generating unit) is reduced to its recoverable amount. For this purpose, the impairment loss recognised in respect of a cash generating unit is allocated first to reduce the carrying amount of any goodwill allocated to such cash generating unit and then to reduce the carrying amount of the other assets of the cash generating unit on a pro-rata basis.

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

h) Provisions, Contingent liabilities, Contingent assets, and Commitments

Contingent assets are not recognised. However,when realisation of income is virtually certain, then the related asset is no longer a contingent asset,and is recognised as an asset.
Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation or reliable estimate of the amount cannot be made. The Company does not recognize a contingent liability but discloses its existence in the financial statements

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Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets. Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date

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Asset retirement obligations (ARO) are provided for those operating lease arrangements where the Company has binding obligation at the end of the lease period to restore the leased premises in a condition similar to inception of lease.

ARO are provided at the present value of expected costs to settle the obligation using the estimated cashflows and are recognised as part of the cost of the particular asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the site restoration obligation. The unwinding of the discount is expensed as incurred and recognised in the Statement of Profit and Loss as a finance cost. The estimated future costs of decommissiong are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

i) Financial Intruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contract embodying the related financial instruments. All financial assets, financial liabilities and financial guarantee contracts are initially measured at transaction cost and where such values are different from the fair value, at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. Transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.

[I] Financial Assets

Financial assets primarily comprise of trade receivables, loan and receivables, cash and bank balances, marketable securities and investments

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

(i) Financial assets at amortised cost (debt instruments)
(ii) Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)
(iii) Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
(iv) Financial assets at fair value through profit or loss

Financial Assets at amortised cost

Financial assets are measured at amortised cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

Financial assets at fair value through OCI (FVTOCI) (debt instruments)

A 'financial asset' is classified as at the FVTOCI if both of the following criteria are met:
a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
b) The asset's contractual cash flows represent SPPI (Solely payment for Principal and Interest).

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. For debt instruments, at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in OCI. Upon derecognition, the cumulative fair value changes recognised in OCI is reclassified from the equity to profit or loss.

Financial assets designated at fair value through OCI (equity instruments)

Upon initial recognition, the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under Ind AS 32 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL.
Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit and loss when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.
This category includes investments in mutual funds.

Impairment of financial assets

In accordance with Ind AS 109, Financial instruments the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the Financial assets that are initially measured at fair value with subsequent measurement at amortised cost e.g. Trade receivables, unbilled revenue etc.The Company follows 'simplified approach' for recognition of impairment loss allowance for trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.
For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, twelve month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in the subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on a twelve month ECL.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR.

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De-recognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

(a) The rights to receive cash flows from the asset have expired, or
(b) The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (i) the Company has transferred substantially all the risks and rewards of the asset, or (ii) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

[II] Financial liabilities and equity intruments

Classification as debt or equity
Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument

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

Financial Liabilities
Initial recognition and measurement
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.
All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.
Subsequent measurement
For purposes of subsequent measurement, financial liabilities are classified in two categories:
(i) Financial liabilities at fair value through profit or loss
(ii) Financial liabilities at amortised cost (loans and borrowings)

Financial liabilities at fair value through profit or loss
Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The Company has not designated any financial liability as at fair value through profit or loss.

Financial liabilities at amortised cost (Loans and borrowings)
This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.This category generally applies to borrowings.

a. Financial Guarantee Contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee.

b. De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Off-setting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

j) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

k) Fair Value Measurement

The Company measures financial instruments at fair value at each balance sheet date.
Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:
i) In the principal market for the asset or liability, or
ii) In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the company.
The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

"A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs"

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:
Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

External valuers are involved for valuation of significant assets, such as properties and unquoted financial assets, and significant liabilities, such as contingent consideration. Involvement of external valuers is decided upon annually by the Valuation Committee after discussion with and approval by the Company's Audit Committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. Valuers are normally rotated every three years. The Valuation Committee decides, after discussions with the Group's external valuers, which valuation techniques and inputs to use for each case.

l) Revenue from contract with customer

The Company earns revenue primarily from leasing of passive infrastructure equipment and energy for operation of sites (Infrastructure provisioning services). Revenue is recognized when the Company satisfies the performance obligation by transferring the promised services to the customers. Services are considered performed when the customer obtains control, whereby the customer gets the ability to direct the use of such services and substantially obtains all benefits from the services. When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved. Rental fees is recognised as and when the services are rendered on a monthly basis as per contractual terms prescribed under contract entered with customer. The Company has straight-lined leasing of passive infrastructure revenue over the initial lock-in-period of the contract.

Recovery of Energy charges is recognized over the period on a monthly basis upon satisfaction of performance obligation as per contracts with the customers. The transaction price is the consideration received from customers based on prices agreed as per the contract with the customers.

In order to determine, if it is acting as principal or as an agent, the entity shall determine whether the nature of its promise is a performance obligation to provide the specified services itself (i.e. the entity is a principal) or to arrange for those services to be provided by the other party (i.e. the entity is an agent) for all its revenue arrangements.

Exit Charges is recognised when uncertainty relating to the amounts receivable on exit is resolved and it is probable that a significant reversal relating to the amounts receivable on exit will not occur.

Unbilled revenue represents revenues recognized after the last invoice raised to customer to the period end. These are billed in subsequent periods based on the prices specified in the contracts with the customers, whereas invoicing in excess of revenues are classified as unearned revenues. The Company collects GST on behalf of the government and therefore, it is not an economic benefit flowing to the Company, hence it is excluded from revenue.

Finance income

Finance income comprises of interest from bank deposits, income tax refund, EB deposits and unwinding of security deposits paid.
For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

Other interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

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Interest on delayed payment from operators is recognized as income when uncertainty relating to amount receivable is resolved and it is probable that a significant reversal relating to this amount will not occur.

Dividends

Revenue is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

m) Retirement and other employee benefits

Short term employee benefits are recognised in the period during which the services have been rendered.

The Company's post employment benefits include defined benefit plan and defined contribution plans. The Company also provides other benefits in the form of deferred compensation and compensated absences.

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions to a statutory authority and will have no legal or constructive obligation to pay further amounts. The Company contributions to defined contribution plans are recognized in Statement of Profit & Loss when the related services are rendered. The Company has no further obligations under these plans beyond its periodic contributions.

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. Under the defined benefit retirement plan, the Company provides retirement obligation in the form of Gratuity. Under the plan, a lump sum payment is made to eligible employees at retirement or termination of employment based on respective employee salary and years of experience with the Company.

The cost of providing benefits under this plan is determined on the basis of actuarial valuation carried out as at the reporting date by an independent qualified actuary using the projected unit credit method. Actuarial gains and losses are recognised in full in the period in which they occur in other comprehensive income forming part of Statement of Profit and Loss.

The obligation towards the said benefit is recognised in the balance sheet as the difference between the fair value of the plan assets and the present value of the plan liabilities. Scheme liabilities are calculated using the projected unit credit method and applying the principal actuarial assumptions as at the date of Balance Sheet.
Plan assets are assets that are held by a long-term employee benefit fund or qualifying insurance policies.The contribution towards gratuity is made to Life Insurance Corporation of India ('LIC')

All expenses excluding remeasurements of the net defined benefit liability (asset), in respect of defined benefit plans are recognized in the profit or loss as incurred. Remeasurements, comprising actuarial gains and losses and the return on the plan assets (excluding amounts included in net interest on the net defined benefit liability (asset)), are recognized immediately in the Balance Sheet with a corresponding debit or credit through other comprehensive income in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred.

The Company recognizes termination benefit as a liability and an expense when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the termination benefits fall due more than 12 months after the balance sheet date, they are measured at present value of future cash flows using the discount rate determined by reference to market yields at the balance sheet date on government bonds.

n) Foreign currency transactions

Transactions in foreign currencies are initially recorded by the Company at the functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Differences arising on settlement or translation of monetary items are recognised in Statement of Profit or Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.
Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

o) Taxes

Tax expense comprises current and deferred tax.

Current Income Tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred Tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.
Deferred tax liabilities are recognised for all taxable temporary differences.
Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilised

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

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax for the year. The deferred tax asset is recognised for MAT credit available only to the extent that it is probable that the concerned company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the company recognizes MAT credit as an asset, it is created by way of credit to the statement of profit and loss and shown as part of deferred tax asset. The company reviews the “MAT credit entitlement” asset at each reporting date and writes down the asset to the extent that it is no longer probable that it will pay normal tax during the specified period

Sales/ value added taxes paid on acquisition of assets or on incurring expenses:
Expenses and assets are recognised net of the amount of sales/ value added taxes paid, except:
(i) When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable
(ii) When receivables and payables are stated with the amount of tax included
The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

p) Earnings per share (EPS)

Basic EPS is calculated by dividing the net profit for the period attributable to ordinary equity shareholders of the Company by the weighted average number of Equity shares outstanding during the period.

Diluted EPS is calculated by dividing the net profit attributable to ordinary equity shareholders of the Company by the weighted average number of Equity shares outstanding during the period plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

3 Significant accounting judgements, estimates and assumptions

The preparation of the Company’s financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

3.1 Judgements

In the process of applying the Company’s accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

a) Leases

Company as lessor

The Company has assessed that its contracts with operators contains lease of its tower sites and plant and equipment and has determined, based on evaluation of the terms and conditions of the arrangements such as various lessees sharing the same tower sites with specific area, the fair value of the asset and all the significant risks and rewards of ownership of these properties retained by the Company, that such contracts are in the nature of operating lease and has accounted for as such.

Lease rentals under operating leases are recognised as income on straight line basis over the initial lockin lease term.

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

The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Company 'would have to pay', which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Company estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates .

b) Revenue Recognition

The Company's contracts with customers include promises to transfer services to a customer which are energy and rentals. Rentals are not covered within the scope of Ind AS 115, hence identification of distinct performance obligation within Ind AS 115 do not involve significant judgement.

Judgement is required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as discounts, service level credits, waivers etc. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end of each reporting period

In evaluating whether a significant revenue reversal will not occur, the Company considers the likelihood and magnitude of the revenue reversal and evaluates factors which results in constraints such as historical experience of the Company with a particular type of contract, and the regulatory environment in which the customers operates which results in uncertainty which is less likely to be resolved in near future.

Contract also contains clause on Service Level Penalty/ rewards in case the Company is not able to maintain uptime level mentioned in the agreement. These discount/penalties are called variable consideration.

There is no additional impact of SLA penalty as the Company already estimates SLA penalty amount and the same is provided for at each month end. The SLA penalty is presented as net off with revenue in the Statement of profit and loss.

Exit charges are recognised in the Statement of Profit and loss when the amounts due are collected.

3.2 Estimates and assumptions
The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company has based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

a) Impairment of non-financial assets
The carrying amounts of the Company's non-financial assets, other than deferred tax assets, are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs to sell and its value in use. The fair value less costs to sell calculation is based on available data from binding sales transactions in an arm's length transaction of similar assets or observable market prices less incremental costs for disposing the asset. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the cash generating unit being tested. The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash inflows and the growth rate used for extrapolation purposes.

Impairment losses recognised in prior periods are assessed at end of each reporting period for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. Such reversal is recognised in the statement of profit and loss except when the asset is carried at revalued amount, the reversal is treated as a revaluation increase.

b) Allowance of doubtful trade receivables
The expected credit loss is mainly based on the ageing of the receivable balances and historical experience. Based on the industry practices and the business environment in which the entity operates, management considers that the trade receivables are provided if the payment are more than twelve months past due. The receivables are assessed on an individual basis or grouped into homogeneous groups and assessed for impairment collectively, depending on their significance. Moreover, trade receivables are written off on a case-to-case basis if deemed not to be collectible on the assessment of the underlying facts and circumstances.

c) Asset Retirement Obligation
The Company uses various leased premises to install its tower assets. A provision is recognised for the cost to be incurred for the restoration of these premises at the end of the lease period, which is estimated based on actual quotes, which are reasonable and appropriate under these circumstances. It is expected that these provisions will be utilised at the end of the lease period of the respective sites as per respective lease agreements.

d) Useful life of property,plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The cost of property, plant and equipment net of expected residual value at the end of the life is depreciated on a straight-line basis over the property, plant and equipment's estimated economic useful lives. Based on the historical experience with similar assets, the Company estimates the economic useful lives of these property, plant and equipment as described in significant accounting policies (refer 2.2(b)). These are common life expectancies applied in the industry. Changes in the expected level of usage and future events such as technological developments may impact the economic useful lives and the residual values of these assets, therefore, future depreciation charges could be revised. The Company estimates the economic useful lives of these property, plant and equipment at the time of acquisition and review when deemed necessary. The carrying amount of the Company's property, plant and equipment at the end of the reporting year is disclosed in Note 4 to IND-AS Financial Statements.

e) Defined benefit plans (gratuity and compensated absences benefits)

The Company's obligation on account of gratuity and compensated absences is determined based on actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, attrition rate and mortality rates. Due to the complexities involved in the valuation and its long-term nature, these liabilities are highly sensitive to changes in these assumptions.

All assumptions are reviewed at each reporting date. The parameter subject to frequent changes is the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality tables in India. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Further details about gratuity obligations are given in Note 30

3.3 Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, as below:

Ind AS 1 - Presentation of Financial Statements - This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the standalone financial statements.

Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors - This amendment has introduced a definition of 'accounting estimates' and included amendments to IndAS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statements.

Ind AS 12 - Income Taxes - This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statement.

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(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

4 Property, plant and equipment & Right-of-Use Asset

	Land	Buildings	Furniture and fixtures	Office equipments	Plant & machinery	Vehicles	Computers	Total property, plant and equipment	Right-of-Use Asset
Cost									
At 31 March 2021	**8**	**12**	**(0)**	**7**	**8,969**	**2**	**16**	**9,015**	**4,733**
Additions	-	-	-	1	1,059	-	6	1,067	1,510
Disposals	-	-	-	(0)	(430)	-	(10)	(440)	(18)
At 31 March 2022	**8**	**12**	**(0)**	**9**	**9,598**	**2**	**13**	**9,642**	**6,225**
Additions	-	-	0	1	2,909	16	10	2,936	3,905
Disposals	(1)	-	-	(0)	(162)	-	-	(163)	(717)
At 31 March 2023	**7**	**12**	**0**	**10**	**12,344**	**19**	**23**	**12,416**	**9,413**
Accumulated Depreciation									
At 31 March 2021	**-**	**3**	**(2)**	**4**	**2,194**	**0**	**7**	**2,206**	**1,325**
Depreciation charge for the year	-	1	0	2	1,083	0	5	1,091	591
Disposals	-	-	-	(0)	(346)	-	(10)	(356)	(14)
At 31 March 2022	**-**	**4**	**(2)**	**6**	**2,931**	**0**	**2**	**2,941**	**1,902**
Depreciation charge for the year	-	1	0	2	1,127	2	7	1,139	838
Disposals	-	-	-	(0)	(140)	-	-	(140)	(210)
At 31 March 2023	**-**	**5**	**(1)**	**7**	**3,919**	**2**	**8**	**3,940**	**2,530**
Net Book value									
At 31 March 2023	**7**	**8**	**1**	**2**	**8,426**	**17**	**15**	**8,476**	**6,883**
At 31 March 2022	**8**	**9**	**1**	**3**	**6,667**	**2**	**11**	**6,701**	**4,323**

Notes:

(i) As per Common Loan Agreement , Negative Lien has been created pursuance to which Company has submitted Undertaking dated March 26, 2022 in favour of Security Trustee. As per the common loan agreement terms till the loan is repaid:
i) Company shall not sell or create any kind of charge/encumbrance in favour of any third parties on land without consent of the Lenders,
ii) In case of Event of Default and demanded by Lenders, appropriate additional security shall be created in favour of Lenders and
iii) As of this date, the Company has not sold nor created any kind of charge /encumbrance.

(ii) A first pari passu charge of Rs.7,500 Mn Rupee Term Loan, Rs.350 Mn against Overdraft facility and Rs.150 Mn against Letter of Credit facility has been created by way of hypothecation on the entire movable properties of the company, both present and future, including movable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles, raw material, stock-in-trade, inventory and all other movable properties of whatsoever nature.

(iii) Title deeds of immovable property not held in the name of the Company is as follows:

Description of Property	Gross carrying amount (Rs. in Mns)		Held in name of	Whether promoter, director or their relative or employee	Period held - indicate range wherever applicable	Reason for not being held in the name of Company
	31-Mar-23	31-Mar-22				
Right of Use Assets	259	66	Various Vendors	No	0-2 years	The Company is in the process of executing these lease agreements

(vi) The Company has not conducted revaluation of any block of Property, Plant and Equipment and hence disclosure on registration of valuer is not applicable.

5 Capital Work-in-Progress

	Non-current	
	31-Mar-23	31-Mar-22
Towers under Construction	305	231
	305	**231**

Ageing of Capital Work-in-Progress as at 31-Mar-2023

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	305	-	-	-	305
Projects temporarily suspended	-	-	-	-	-

Ageing of Capital Work-in-Progress as at 31-Mar-2022

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	123	64	4	40	231
Projects temporarily suspended	-	-	-	-	-

6 Intangible assets

	Computer software	Total
Cost		
At 31 March 2021	**6**	**6**
Additions	0	0
Disposals	-	-
At 31 March 2022	**6**	**6**
Additions	0	0
Disposals	-	-
At 31 March 2023	**7**	**7**
Amortisation		
At 31 March 2021	**2**	**2**
Amortisation charge for the year	2	2
Disposals		-
At 31 March 2022	**4**	**4**
Amortisation charge for the year	2	2
Disposals	-	-
At 31 March 2023	**6**	**6**
Net Book Value		
At 31 March 2023	**1**	**1**
At 31 March 2022	**2**	**2**

(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

7 Investment Property

	Freehold land	Total
Cost		
At 31 March 2021	**86**	**86**
At 31 March 2022	**86**	**86**
Classified as held for sale	(86)	(86)
At 31 March 2023	-	-
Net Book value		
At 31 March 2023	-	-
At 31 March 2022	**86**	**86**

7A Non-current Assets held for Sale

	Freehold land	Total
At 31 March 2021	**4**	**4**
At 31 March 2022	**4**	**4**
Additions	86	86
Deletions	(6)	(6)
At 31 March 2023	**84**	**84**
At 31 March 2022	**4**	**4**

Notes:

(a) Information regarding income and expenditure of Investment property

Particulars	**31-Mar-23**	**31-Mar-22**
Rental income derived from investment properties	-	38
Profit arising from investment properties before depreciation and indirect expenses	-	**38**
Less – Depreciation		-
Profit arising from investment properties before indirect expenses	-	**38**

(b) The board of directors approved for disposal of 6 & 314 freehold land vide board meeting dated February 19, 2020 & 11th July 2022. Accordingly the carrying value of these properties were re classified as Asset Held for Sale from Investment Property. Further the fair value of these assets is higher than their carrying value as on 31st March 2023 and hence no impairment loss has been recognised.

8 Investment

a. Non-current investments

	31-Mar-23	31-Mar-22
Investment in equity instruments of subsidiary (Unquoted) at cost		
Demello Telepower Private Limited :10,000 (March 31, 2022: 10,000) fully paid up Equity shares of Rs 100/-	355	355
	355	**355**

Acquisition of Demello Telepower Private Limited

On August 01, 2018, the Company acquired 100% shareholding in Demello Telepower Private Limited ("DTPL") by way of acquisition of share for a purchase consideration of Rs.355 million paid in two tranches of Rs. 344 million on July 31, 2018 and Rs.11 million on March 31, 2019. DTPL is in the business of providing passive infrastructure services to telecom operators in Goa.

b. Current Investments

	31-Mar-23	31-Mar-22
Investments carried at fair value through profit or loss		
Mutual funds (Quoted)	3,269	3,002
	3,269	**3,002**
Aggregate value of unquoted Investments	355	355
Aggregate book value of quoted Investments	3,269	3,002
Aggregate market value of quoted Investments	3,269	3,002

(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

Current Investments

Details of investments in mutual funds are provided below:	31-Mar-23		31-Mar-22	
	No. of Units	**Amount**	**No. of Units**	**Amount**
Bandhan Bond Fund - Short Term Plan - Growth (Direct Plan) (erstwhile IDFCBond Fund - Short Term Plan - Growth (Direct Plan))	17,09,364	87	17,09,364	84
Bandhan Corporate Bond Fund Direct Plan- Growth (erstwhile IDFC Corporate Bond Fund Direct Plan- Growth)	5,56,40,303	924	5,56,40,303	892
Bandhan Ultra Short Term Fund Plan - Growth (erstwhile IDFC Ultra Short Term Fund Plan - Growth)	6,44,82,797	844	5,99,64,910	744
Bandhan Floating Rate Fund Direct Plan Growth (erstwhile IDFC Floating Rate Fund Direct Plan Growth)	5,76,28,434	633	9,78,66,354	1,025
Bandhan Gilt Index Fund Direct Plan (erstwhile IDFC Gilt Index Fund Direct Plan)	-	-	2,43,00,127	257
Bandhan Crisil IBX Gilt April 2026 Index Fund Direct Plan- Growth (erstwhile IDFC Crisil IBX Gilt April 2026 Index Fund Direct Plan- Growth)	3,19,98,400	332	-	-
Bandhan Crisil IBX Gilt Sep 2027 Index Fund Direct Plan- Growth (erstwhile IDFC Crisil IBX Gilt Sep 2027 Index Fund Direct Plan- Growth)	49,99,750	51	-	-
Bandhan Crisil IBX Gilt Nov 2026 Index Fund Direct Plan- Growth (erstwhile IDFCCrisil IBX Gilt Nov 2026 Index Fund Direct Plan- Growth)	79,99,600	82	-	-
Bandhan Crisil IBX Gilt April 2032 Index Fund Direct Plan-Growth (erstwhile IDFC Crisil IBX Gilt April 2032 Index Fund Direct Plan-Growth)	49,99,750	51	-	-
Bandhan Crisil IBX Gilt Jun 2027 Index Fund Direct Plan-Growth (erstwhile IDFC Crisil IBX Gilt Jun 2027 Index Fund Direct Plan-Growth)	2,43,00,127	265	-	-
	25,37,58,525	**3,269**	**23,94,81,058**	**3,002**

9 Other financials assets

	Non-current		Current	
	31-Mar-23	**31-Mar-22**	**31-Mar-23**	**31-Mar-22**
Security Deposit	197	140	15	8
Unbilled revenue	-	-	799	663
Deposit with banks/margin money*	10	10	-	-
Other Receivables	-	-	24	24
Interest accrued but not due	-	-	0	0
	207	**150**	**838**	**695**

* Deposits with banks/margin money having maturity of 5 to 15 years held with banks as margin money deposits against bank guarantee issued by banks and they are auto renewed.
Note: The Company has not provided any loans to related parties or others and hence disclosure on loans to various related parties is not applicable.

10 Taxes
a. Income tax expense
The major components of income tax expense are

Profit and loss

	31-Mar-23	31-Mar-22
Tax expenses		
Current Income Tax Charge	104	-
Deferred tax	352	175
Income tax expense reported in the statement of profit and loss	**456**	**175**
Deferred tax related to items recognised in OCI during the year		
Re-measurement gains (losses) on defined benefit plans	-	-
Income tax charged to OCI	-	-

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(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

b. Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for 31 March 2023 and 31 March 2022:

	31-Mar-23	31-Mar-22
Profit Before Tax	1,910	1,334
Applicable tax rate	25.17%	25.17%
Computed tax expense	**481**	**336**
Adjustments to taxable profit on account of:		
Tax effect on disallowable expenses	4	4
Others (refer note (iii) below)	(29)	(165)
Total tax expense reported in the statement of profit and loss	**456**	**175**

Notes:
(i) The Company has brought forward unabsorbed depreciation against which current tax liability has been set off during the year.
(ii) The Company has exercised the option of lower tax rate of 25.17% (inclusive of Surcharge and Cess) permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Act, 2019.
(iii) Others include reassessment impact of the pending litigation on the unabsorbed loss / depreciation in the future.

c. Deferred tax assets (net)
The components that gave rise to deferred tax assets and liabilities are as follows:

	As at March 31, 2023	**Recognised in**		**As at March 31, 2022**	**Recognised in**	
		Profit and loss	**OCI**		**Profit and loss**	**OCI**
Deferred tax liability in relation to:						
Right of Use assets	1,732	644		1,088	233	-
Property, plant and equipment and intangible asset (excluding ARO)	22	(13)		35	(76)	-
Investment carried at fair value to profit and loss	56	17		39	20	-
Revenue equalisation reserve	21	1		20	(0)	-
Others	69	(9)		77	113	-
Total deferred tax liability	**1,900**	**641**	**-**	**1,259**	**290**	**-**
Deferred tax assets in relation to:						
Lease liabilities	1,955	691		1,264	282	-
Brought forward business loss/ unabsorbed depreciation	-	(405)		405	(301)	-
Provision for contingency	74	(1)		74	49	-
Provision for Property Tax	73	(3)		76	76	
Provision for employee benefits	2	0		2	(0)	0
Provision for doubtful trade receivables	106	0		106	8	-
Others	17	7		11	1	-
Total deferred tax asset	**2,227**	**289**	**-**	**1,937**	**115**	**0**
Deferred tax assets (net)	**326**	**(352)**	**-**	**678**	**(175)**	**0**

11 Other assets

	Non-current		**Current**	
	31-Mar-23	**31-Mar-22**	**31-Mar-23**	**31-Mar-22**
Unsecured, considered good				
Prepaid expenses	-	-	10	7
Balances with statutory/government authorities	0	0	258	369
Advance to suppliers	-	-	24	26
Capital advances	7	3	-	-
Advances to employees	-	-	4	3
Advances paid under disputes	10	6	-	-
Revenue equalisation reserve	85	80	24	29
	103	89	319	434
Unsecured, considered doubtful				
Less: Provision for doubtful advances	-	-	0	(1)
	-	-	0	(1)
	103	**89**	**319**	**433**

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12 Trade Receivables

Particulars	Current	
	31-Mar-23	**31-Mar-22**
Unsecured, considered good	2,909	2,329
Unsecured, considered doubtful	1,309	1,308
Less: Provision for doubtful receivables	(1,309)	(1,308)
Total	**2,909**	**2,329**

Ageing of Trade Receivables as at 31-Mar-2023

Particulars	Unbilled Receivable (Refer Note 9)	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables- considered good	669	420	1,008	638	120	110	241	3,206
(ii) Undisputed Trade receivables- which have significant increase in credit risk (Refer Note - 3)	130	25	1,286	57	44	21	42	1,605
(iii) Undisputed Trade Receivables- Credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables- credit impaired							206	206
Total Gross Receivables	**799**	**445**	**2,294**	**695**	**164**	**131**	**490**	**5,017**
Unbilled Revenue (refer Note - 9)								(799)
Provision								(1,309)
Total Net Receivables								**2,909**

Ageing of Trade Receivables as at 31-Mar-2022

Particulars	Unbilled Receivable (Refer Note 9)	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables- considered good	663	400	1,388	850	462	171	159	4,093
(ii) Undisputed Trade receivables- which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables- Credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables- credit impaired	-					-	206	206
Total Gross Receivables	**663**	**400**	**1,388**	**850**	**462**	**171**	**365**	**4,300**
Unbilled Revenue (refer Note - 9)								(663)
Provision								(1,308)
Total Net Receivables								**2,329**

Note:
1. Trade receivables are non-interest bearing and are generally on terms of 15 days.

2. No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

3. The Company has significant part of the 'revenue from operations' for the year ended March 31, 2023 and trade receivables outstanding (including unbilled revenue) as at March 31, 2023 from a large customer. The customer in its declared unaudited results for quarter the year ended March 31, 2023, has expressed its ability to continue as a going concern, to be dependent on raising additional funds as required, successful negotiations with lenders and vendors for continued support and generation of cash flow from operations that it needs to settle its liabilities as they fall due. Further, the results stated that as at March 31, 2023, the said customer has met all its debt obligations payable to its lenders / banks and financial institutions along with applicable interest and has utilized extended credit period to discharge some of its contractual obligations. The said customer continues to be in discussion with its vendors to agree to a payment plan for the outstanding dues. Also, during February 2023, the said customer allotted equity shares to the Department of Investment and Public Asset Management, Government of India (GOI), towards conversion of net present value of the interest amount relating to deferment of certain dues and accordingly GOI now holds 33.1% in the said customer.
As at March 31, 2023, the gross amount of trade receivables (including unbilled revenue) from the said customer is Rs 1,605 millions and Rs 618 millions as on March 31, 2023 and March 31, 2022 respectively. The Company believes that provision made as per policy of the Company is adequate to cover shortfall in recovery of dues from the Customer.

13 Cash and cash equivalents

	Current	
	31-Mar-23	**31-Mar-22**
Balances with banks:		
– In current accounts	73	147
– In deposit accounts	2	2
Cash on hand	0	0
Total	**76**	**149**

(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

14 Share Capital

	31-Mar-23	31-Mar-22
Authroised Share Capital		
76,40,00,000 (March 31, 2022:76,40,00,000) equity shares of Rs. 10 each	7,640	7,640
10,00,000 (March 31, 2022:10,00,000) preference shares of Rs. 10 each	10	10
	7,650	**7,650**
Issued, subscribed and fully paid-up shares		
2,92,82,021 (March 31, 2022: 2,92,82,021) equity shares of Rs. 10 each	293	293
	293	**293**

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

	31-Mar-23		31-Mar-22	
	No of Shares in Units	Amount	No of Shares in Units	Amount
Equity shares				
At the beginning of the year	2,92,82,021	293	2,92,82,021	293
Issued during the year	-	-	-	-
Outstanding at the end of the year	**2,92,82,021**	**293**	**2,92,82,021**	**293**

(b) Terms/ rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in ensuing Annual General Meeting. During the year, the Company has not proposed for any dividend payable to the shareholders. In event of liquidation of the Company, the holders of equity shares would be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Shares held by the Holding Company

Name of shareholder	31-Mar-23		31-Mar-22	
	No of Shares in Units	% holding	No of Shares in Units	% holding
GIP EM Ascend PTE Ltd	1,96,56,987	67.13%	1,96,56,987	67.13%

(d) Shares held by associates

Out of the equity shares issued by the company, shares held by enterprises having significant influence are as below:

Name of shareholder	31-Mar-23		31-Mar-22	
	No of Shares in Units	% holding	No of Shares in Units	% holding
India Infrastructure Fund II	96,25,034	32.87%	96,25,034	32.87%

(e) Details of shareholders holding more than 5% shares in the Company

Name of shareholder	31-Mar-23		31-Mar-22	
	No of Shares in Units	% holding	No of Shares in Units	% holding
Equity shares of Rs.10 each fully paid up				
GIP EM Ascend PTE Ltd	1,96,56,987	67.13%	1,96,56,987	67.13%
India Infrastructure Fund II	96,25,034	32.87%	96,25,034	32.87%

Note : As per records of the Company, including its register of shareholders/ members and other declaration received from shareholders regarding beneficial interest, the above shareholding represent both legal and beneficial ownership of shares.

(f) Details of shareholding of Promoters of the Company

Class of Shares	Promoter's Name	31-Mar-23		% change during the period	31-Mar-22		% change during the period
		No. of shares	% of total shares		No. of shares	% of total shares	
Equity	GIP EM Ascend PTE Ltd	1,96,56,987	67.13%	**0.00%**	1,96,56,987	67.13%	**0.00%**

15 Long-term Borrowings

	Non-current portion		Current maturities	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Secured term loans				
Term loan from banks	840	662	80	58
Term loan from financial institutions	5,435	5,294	520	462
	6,275	**5,956**	**600**	**520**
The above amount includes				
Secured borrowings	6,275	5,956	600	520
Amount disclosed under the head 'borrowings' under 'current financial liabilities' (refer note 20)	-	-	(600)	(520)
	6,275	**5,956**	**-**	**-**

(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

Notes:

a) Term loan from banks & financial institution (Secured):

Borrower wise details of term loans

	31-Mar-23	31-Mar-22
Indian rupee term loan from banks		
ICICI Bank Limited	920	720
Sub-total (A)	920	720
Indian rupee term loan from financial institutions		
NIIF Infrastructure Finance Limited (formerly known as IDFC Infrastructure Finance Limited)	3,680	4,000
Aseem Infrastructure Finance Limited	2,300	1,780
Unamortized proccessing fees of all loans	(25)	(24)
Sub-total (B)	5,955	5,756
Total (A+B)	**6,875**	**6,476**

The terms and conditions pertaining to the term loans is as follows:

i. As per Common Loan Agreement dated 26th March 2022, Company has drawn additional Rs.280 millions term loan from ICICI and additional Rs.720 million from Aseem Infrastructure Finance limited during the year. The ICICI term loan of Rs.280 millions has been drawn in two tranches, i.e Rs.140 millions in September 2022 at an applicable interest rate of 8.65 % (1 year MCLR of ICICI plus Spread) & Rs.140 millions in December 2022 at an applicable interest rate of 9.05 % (1 year MCLR of ICICI plus Spread). The Aseem Infrastructure Finance limited term loan of Rs.720 millions has also been drawn in two tranches i.e Rs.360 millions in September 2022 at an applicable interest rate of 9.05% (1 year MCLR of HDFC Bank Limited plus Spread) & Rs.360 millions in December 2022 at an applicable interest rate of 9.45% (1 year MCLR of HDFC Bank Limited plus Spread. All other terms and conditions are same.

ii. The interest rates for the loans taken in last financail year are as follows ICICI Bank Limited is 7.90 % (1 year MCLR of ICICI plus Spread), NIIF Infrastructure Finance limited is 8.25% (NIIF IFL 5 Years benchmark rate plus spread), Aseem infrastructure Finance limited is at 8.25% (NIIF IFL 5 Years benchmark rate plus spread) & 8.05% (1 year MCLR of HDFC Bank Limited plus Spread). Spread is based on the credit rating of the Company. The interest payable on loan shall be paid on the last day of each month falling after the date of first disbursement of the loan. The Company shall be liable to pay revised interest @ 1% per annum over and above the applicable interest rate, in case of any default in payment of any instalment of the principal amount of the loan, interest or other monies on the respective due dates. The spread shall be reduced by 25 basis points if the Company's credit rating is 'AA' category (AA- and above) for the entire debt availed by it.

iii. Terms loans due to assignee and assignor (collectively referred to as 'Secured parties') is secured by the following security interest ('Security') created in favour of the Security Trustee (SBI CAP Trustee Company Limited), on behalf of and for the benefit of the secured parties, in a form and manned satisfactory to the secured parties:

(1) Negative lien on entire immovable properties of the Company, both present and future;

(2) a first pari passu charge by way of hypothecation on the entire movable properties of the company, both present and future, including movable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles, raw material, stock-in-trade, inventory and all other movable properties of whatsoever nature.
Company has filed quarterly returns or statements of current assets hypothecated by the Company with banks or financial institutions as stated above and these statements are in agreement with the books of accounts

(3) all assets of the Company created or acquired utilising the proceeds of the loan;

(4) a first charge on entire cash-flows, receivables, book debts and revenue of the Company of whatsoever nature and wherever arising, both present and future;

(5) a first charge on entire intangible assets of the Company, including but not limited to, goodwill, intellectual property rights and uncalled capital, both present and future;

(6) a first charge / assignment, as the case may be, of:

- all the rights, title, interest, benefits, claims and demands whatsoever of the Company in the Project documents (including but not limited to Contracts with customers, Service contracts, Insurance contracts), all as amended, varied or supplemented from time to time:
- all the rights, title, interest, benefits, claims and demands whatsoever of the Company in the clearances (to the extent assigned under applicable law), and
- all the rights, title, interest, benefits, claims and demands whatsoever of the Company in any letter of credit, guarantee, performance bond, corporate guarantee, bank guarantee provided by any party to the project documents;

(7) a first charge on the escrow account, debt service reserve account, and any other reserves and other bank accounts of the Company (including but limited to the Accounts and the permitted investments) wherever maintained, including in each case, all monies lying credited / deposited into such accounts.

iv. The Company shall maintain and comply with the following financial ratios:
(1) the debt service coverage ratio (DSCR) of not less than 1.30;
(2) Gross Debt to Adjusted EBITDA not greater than 3.50x
Failure to meet the above ratios will result in additional interest of 1% being charged over and above applicable rate of interest for such period, the ratios are in breach.

v. Loan will be repayable in 40 structured quarterly instalments commencing from June 30, 2022 and ending on March 31, 2032. Debt Service Requirement Amount to be maintained for the next 1 (one) quarter of interest on the Loan and principal amount of the Loan to be determined on the first day of every month in accordance with the Repayment Schedule. During the year the Company has refinanced all its existing terms loans outstanding as on 31st March 2021 with better Commercial terms such as reduction of interest rate, increase in tenure, etc. Also when the draw down happened in September 2022, 2 Quarters Principal were paid in September 2022 itself and for the draw down in December 2022, 3 Quarters Principal were paid in December 2023, to make them aline with the March 2022 draw down instalments.

vi. The other terms and conditions of loans are as follows:

(1) The lenders shall be entitled to appoint and remove from time to time one nominee director or an observer of the board.

(2) The lenders shall have right to terminate their commitments and accelerate the obligations of the Company, in the event of default.

(3) If the Company commits a default of payment of either interest or repayment of any 2 consecutive instalments of the loan or interest thereon or any combination thereof and the amount in DSRA is not sufficient to satisfy the entire outstanding obligations, the lenders shall have a right to convert at its option the whole or part of the loans, whether due or not, into fully paid-up equity shares of the Company, as per the valuation arrived in accordance with RBI guidelines.

(4) The Company shall deposit all proceeds from the project including revenue, subsidies, proceeds of capital raising and receipt from all other sources, in the Escrow account and shall utilise the proceeds in the manner and priority, as specified in the Escrow account agreement.

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(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

b) Details of repayments of term loans including interest rate are as follows:

Details as at March 31, 2023 are as follows:

Particulars	Rate of interest	Total	Within one year	Between one and two years	Between two and five years	Over five years
NIIF Infrastructure Finance Limited	8.25%	3,680	320	320	1,120	1,920
Aseem Infrastructure Finance Limited	8.25%	920	80	80	280	480
Aseem Infrastructure Finance Limited	9.80%	1,380	120	120	420	720
ICICI Bank Limited	9.40%	920	80	80	280	480
		6,900	**600**	**600**	**2,100**	**3,600**

Details as at March 31, 2022 are as follows:

Particulars	Rate of interest	Total	Within one year	Between one and two years	Between two and five years	Over five years
NIIF Infrastructure Finance Limited	8.25%	4,000	320	320	1,040	2,320
Aseem Infrastructure Finance Limited	8.25%	1,000	80	80	260	580
Aseem Infrastructure Finance Limited	8.05%	780	62	62	203	452
ICICI Bank Limited	7.90%	720	58	58	187	418
		6,500	**520**	**520**	**1,690**	**3,770**

c) Movement in borrowings during the year is provided below:

Changes in liabilities arising from financing activities

Particulars	01-Apr-21	Interest	Amortization of Processing fees	Net proceeds [Repayment/ New borrowings]	31-Mar-22	Interest	Amortization of Processing fees	Net proceeds [Repayment/ New borrowings]	31-Mar-23
Term Loans	5,888	576	(2)	14	6,476	550	(1)	400	6,875
As at March 31, 2023	**5,888**	**576**	**(2)**	**14**	**6,476**	**550**	**(1)**	**400**	**6,875**

d) There have been no defaults in repayment of borrowings and thus also the Company has not been declared as a wilful defaulter.
e) There are no charges or satisfaction of charges yet to be registered with Registrar of Companies beyond statutory period.
f) Proceeds of all borrowings have been utilised for the purpose for which they were obtained/sanctioned.

16 Lease liabilities

	Non-current		Current	
	31-Mar-23	**31-Mar-22**	**31-Mar-23**	**31-Mar-22**
Lease liabilities	6,338	4,521	1,428	501
	6,338	**4,521**	**1,428**	**501**

Set out below are the carrying amounts of lease liabilities and the movements during the period:

	31-Mar-23	31-Mar-22
Opening Balance	5,022	3,942
Addtions during the year	3,868	1,500
Deletions during the year	(524)	(7)
Interest accrued during the year	623	533
Payment of lease liabilities	(1,223)	(945)
Closing Balance	**7,766**	**5,022**
Current	1,428	501
Non-current	6,338	4,521

*The effective interest rate for lease liabilities is 8.19% -11.40%, with maturity between 2023-2048.

Following amounts are recognised in statement of profit and loss:

	31-Mar-23	31-Mar-22
Depreciation expense of right-of-use assets	838	591
Interest expense on lease liabilities	623	536
Expense relating to short term leases	23	20
Gain recognised due to lease termination	(16)	(2)
Total amount recognised in statement of profit and loss	**1,468**	**1,145**

17 Other financial liabilities

	Non-current		Current	
	31-Mar-23	**31-Mar-22**	**31-Mar-23**	**31-Mar-22**
Security deposits	49	331	355	51
Interest accrued but not due on borrowings	-	-	1	2
Capital Creditors*	-	-	367	190
Employee payables	-	-	199	126
	49	**331**	**922**	**369**

* Includes dues towards MSME vendors Rs.60 million. (Refer Note 38)

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(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

18 Provisions

	Non-current		Current	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Provision for Gratuity (refer note 30)	-	-	2	3
Provision for Compensated Absences	-	-	7	7
Provision for site restoration obligation (Refer note 39)	373	293	-	-
Provision for Contingencies (Refer note 40)	-	-	422	343
	373	**293**	**431**	**353**

19 Other liabilities

	Non-current		Current	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Payable to Statutory Authorities	-	-	67	40
Deferred Lease	15	21	-	-
Advance from customers	-	-	6	6
Advance Billing	10	-	34	32
Accrued Payroll	-	-	1	2
	25	**21**	**108**	**80**

20 Borrowings

	31-Mar-23	31-Mar-22
Current maturities of long term borrowings - Secured (refer note 15)	600	520
	600	**520**
The above amount includes		
Secured Borrowings	600	520
	600	**520**

21 Trade payables

	Current	
	31-Mar-23	31-Mar-22
Trade payables		
- Total outstanding dues of micro enterprises and small enterprises (refer note 38)	8	33
- Total outstanding dues of creditors other than micro enterprises and small enterprises*	1,420	1,485
	1,428	**1,518**

* Trade payable (net of advance of similar nature) of Rs 290 million (March 2022 : Rs 823 million)

Ageing of Trade Payables as at 31-Mar-2023

Particulars	Unbilled Payables	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	8	0	0	-	8
(ii) Others	-	-	870	179	134	236	1,420
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-

Ageing of Trade Payables as at 31-Mar-2022

Particulars	Unbilled Payables	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	33	-	-	-	33
(ii) Others	-	-	1,039	224	179	43	1,485
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-

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(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

22 Revenue from Operations

	31-Mar-23	31-Mar-22
Sale of Services		
Fees for Infrastructure provisioning	9,593	8,750
Land leasing rent	38	38
	9,631	**8,788**

23 Finance and other income

	31-Mar-23	31-Mar-22
Finance income		
Interest on:		
-Bank deposits	1	0
-Interest on Income tax refunds	11	19
-Others	7	10
Other income		
Management fees	20	20
Profit on Sale of Land	21	-
Gain on sale of investments	89	26
Gain on fair value of investments	68	79
Gain on lease termination	16	2
Profit on fixed assets sold/discarded	29	-
Liability / provision no longer required, written back	26	25
	288	**181**

24 Operating and maintenance expense

	31-Mar-23	31-Mar-22
Repairs and maintenance charges	97	91
Managed services for sites	558	487
Others	33	28
	688	**606**

25 Employee benefit expense

	31-Mar-23	31-Mar-22
Salaries, wages and bonus	265	263
Contribution to provident and other funds	9	7
Compensated Absence	3	3
Gratuity expense (Refer Note-30)	3	4
Staff welfare expenses	10	15
	289	**292**

26 Other expenses

	31-Mar-23	31-Mar-22
Rates and taxes	66	103
Legal and professional fees	134	61
Rent	23	20
Insurance	18	17
Travelling and conveyance	22	9
Payment to auditors (refer details below)	4	4
Communication costs	8	6
Printing and stationery	5	3
Manpower outsourcing cost	55	26
Advances written off	5	11
Loss on fixed assets sold/discarded	-	20
Provision for doubtful receivables	2	71
Provision for contingencies	(3)	195
CSR expenditure (refer note 42)	18	15
Miscellaneous expenses	11	9
	367	**572**

Payment to auditors		
As auditor:		
Audit fee	4	4
Tax Audit Fees	0	0
Reimbursement of expenses	0	0
	4	**4**

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(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

27 Depreciation and Amortisation Expense

	31-Mar-23	31-Mar-22
Depreciation on property,plant and equipment (refer note 4)	1,139	1,091
Depreciation on right-of-use assets (refer note 4)	838	591
Amortisation of intangible assets(refer note 6)	2	2
	1,979	**1,684**

28 Finance costs

	31-Mar-23	31-Mar-22
Interest cost:		
- Term loans from Bank & Financial institutions	550	576
- Debentures	-	170
- Lease Liabilities	623	536
- Asset Retirement Obligation	49	39
- Security deposit received	18	16
Others	4	23
	1,243	**1,360**

29 Earnings per share ['EPS']

Basic EPS amounts are calculated by dividing the profit/(loss) for the year attributable to equity holders of the parent by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the parent (after adjusting for interest on the convertible preference shares) by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

	31-Mar-23	31-Mar-22
Profit after tax attributable to equity shareholders		
Continuing operations	1,455	1,159
Discontinued operations	-	-
Profit attributable to equity shareholders for computing basic and diluted earnings per share	1,455	1,159
Weighted average number	2,92,82,021	2,92,82,021
Nominal value per equity shares	10	10
Earnings per share -Basic (Rs. per share)	**50**	**40**
Earnings per share -Diluted (Rs. per share)	**50**	**40**

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Ascend Telecom Infrastructure Private Limited
Notes to financial statements for the year ended March 31, 2023
(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

30 Employee benefits

Defined Benefit Plans

The Company operates a defined benefit gratuity plan for its employees. Under the gratuity plan, every employee who has completed at least five years of service gets a gratuity on departure at 15 days of last drawn salary for each completed year of service. The plan is funded by the Company.

The following tables summarise the components of net benefit expense recognised in the statement of profit or loss (including other comprehesive income) and the funded status and amounts recognised in the balance sheet for the defined benefit plans:

Expense recognised in the Statement of Profit & Loss

(i) Expenses recognised in the statement of profit and loss

Particulars	**31-Mar-23**	**31-Mar-22**
Current service cost	3	3
Interest cost	2	2
Expected return on plan assets	(2)	(1)
Net benefit expenses	**3**	**4**

(ii) Amount recorded in Other Comprehensive Income (OCI)

Particulars	**31-Mar-23**	**31-Mar-22**
Remeasurements during the year due to		
-Changes in demographic assumptions	(0)	1
-Changes in financial assumptions	(0)	(2)
-Experience adjustments	1	1
-Return on plan assets less/(greater) than discount rate	(0)	0
Remeasurement (gain)/ loss recognised in OCI	**0**	**(0)**

Amount recognised in Balance Sheet

Particulars	**31-Mar-23**	**31-Mar-22**
Present value of defined benefit obligation	30	27
Fair value of plan assets	(27)	(23)
Net (Asset)/Liability recognised in the Balance Sheet	**3**	**4**

Changes in the defined benefit obligation are as follows:

Particulars	**31-Mar-23**	**31-Mar-22**
Opening defined benefit obligation	27	26
Current service cost	3	3
Interest cost	2	2
Benefits paid	(3)	(2)
Actuarial (gain)/ loss on obligation- demographic assumtions	(0)	1
Actuarial (gain)/ loss on obligation- financial assumptions	(0)	(2)
Actuarial (gain)/ loss on obligation- experience changes	1	1
Closing defined benefit obligations	**30**	**27**

(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

Change in the value of plan assets are as follows:

Particulars	31-Mar-23	31-Mar-22
Opening fair value of plan assets	23	22
Contribution by employer	4	2
Interest income on plan assets	2	1
Benefits paid	(3)	(2)
Return on plan assets less/(greater) than discount rate	(0)	0
Closing fair value of plan assets	**27**	**23**

The Company expects to contribute Rs 3 million (March 31, 2022: Rs. 3 million) towards gratuity fund in next year.

The major category of plan assets as a percentage of the fair value of total plan assets is as follows:

Particulars	31-Mar-23	31-Mar-22
Investment with insurer managed funds	100%	100%

The principal assumptions used in determining gratuity and post-employment medical benefit obligations for the Company's plans are shown below:

Particulars	31-Mar-23	31-Mar-22
Discount rate	7.52%	7.42%
Future salary increase	8.00%	8.00%
Attrition rate	13.79%	10.62%
Expected rate of return on plan assets	7.42%	6.48%
Retirement age (years)	60	60
Mortality rate	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2012-14)

A quantitative sensitivity analysis for significant assumption as at March 31,2023 is as shown below:

Assumptions	Change in assumption		Impact on Gratuity	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Discount rate	+1%	+1%	(2)	(2)
	-1%	-1%	2	2
Salary Growth rate	+1%	+1%	2	2
	-1%	-1%	(2)	(2)

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The following payments are expected contributions to the defined benefit plan in future years:

Particulars	31-Mar-23	31-Mar-22
Within the next 12 months	2	2
Between 2 and 5 years	8	7
Between 5 and 10 years	12	11
Beyond 10 years	37	36

Note:
The average duration of the defined benefit plan obligation at the end of the reporting period is 10.96 years (31 March 2022: 11.40 years).

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(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

31 Related Party Transactions

a List of related parties

Party Name	Nature of relationship
GIP EM Ascend PTE Ltd	Holding Company (from 23.03.2022)
India Infrastructure Fund II (IDFC)	Enterprise having significant influence
Demello Telepower Private Limited	Subsidiary
Sushil Kumar Chaturvedi (Chief Executive Officer)	Key Management Personnel

b Summary of transactions / balances with the above related parties is as follows:

Name of the related party	Description of transaction	31-Mar-23	31-Mar-22
India Infrastructure Fund II (IDFC)	Interest expense on debentures	-	170
Key Management Personnel	Managerial Remuneration*	34	25
Demello Telepower Private Limited	Management fees	20	20
	Amount receivable	24	24

* Remuneration paid to Chief Executive Officer does not include provision for leave encashment and gratuity as it is provided in the books on the basis of acturial valuation for the Company as a whole.Above amount disclose related to short term employee beneifits.

32 Leases

As a Lessor

The Company has given sites on operating lease to telecom operators. As per the agreements with the operators the escalation rates range from 0% to 2.5% per annum.

The service charges recognised as income for lease arrangements relating to provision for passive infrastructure sites and land leasing as per the agreements for the year ended March 31, 2023 is Rs.5,785 million (March 31, 2022: Rs.5,145 million), which includes rental from sites for which lock in period has expired.

Particulars	31-Mar-23	31-Mar-22
Future minimum lease payment receivable:		
Not later than one year	1,664	1,542
Not later than one year but not later than five years	4,196	2,941
Later than five year	1,715	700
	7,575	**5,183**

As a Lessee

The Company has taken certain warehouse spaces on lease for storage of materials and certain office spaces on short-term basis. Amount of rental expenses recognised in statement of profit or loss on such short-term leases Rs.23 millions.

33 Contingent liabilities and commitments

Particulars	31-Mar-23	31-Mar-22
(i) Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for, net of advances	481	114
(ii) Contingent liabilities		
GST and Value Added tax matters (refer note a below)	12	22
Entry tax matters	-	1

a) The amount of Rs 12 Mn as at March 31, 2023 pertains to the GST demand. During the current year, the group received GST demand for FY 2019-20 in relation to input tax credit taken. Based upon the advice from its lawyers/experts, the group is confident that no liability would accrue on this account. Currently, the case is pending before the Joint Commissioner of State Tax (Appeals), Patna.

The amount of Rs 22 Mn as at March 31, 2022 pertains to Value added Tax Matters and represents demand orders received in relation to input credit taken. Based upon the advice from its lawyers/experts, the Company is confident that no liability would accrue on this account.

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34 Financial risk management objectives and policies

The Company's businesses are subject to several risks and uncertainties including financial risks. The Company's risk management polices act as an effective tool in mitigating the various financial risks to which the business is exposed to in the course of their daily operations. The risk management policies cover areas such as liquidity risk, foreign exchange risk, interest rate risk, counterparty and concentration of credit risk and capital management. Risks are identified and managed with active involvement of senior management personnel. The potential financial impact of the risk and its likelihood of a negative outcome are regularly monitored.

Market risk
Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Financial instruments affected by market risk include investments in mutual funds, floating interest rate borrowings. Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company does not have exposure to foreign currency payable or receivable balances and hence it does not have any foreign currency risk. The company's non-listed equity securities are not susceptible to market price risk arising from uncertainties and as such equity price risk is not applicable to the Company.

Interest rate risk
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company exposure to the risk of changes in market interest rates relates primarily to its long term obligations with floating interest rates. The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. The exposure of the Company's borrowings to floating interest rates are Rs.2,300 Million rupees and Rs.1,500 Million rupees for the year ended 31 March 2023 and 31 March 2022 respectively.

Interest rate sensitivity
The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected, after the impact of hedge accounting. With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Increase/ decrease in basis points	Effect on profit before tax
March 31, 2023		
INR (Million)	+/-50	'+/-10
March 31, 2022		
INR (Million)	+/-50	'+/-18

Counterparty credit risk
Credit risk arises from cash held with banks and financial institutions, as well as credit exposure to clients, including outstanding accounts receivable. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors.

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Trade receivables are non-interest bearing and are generally on 15 days credit term. Outstanding customer receivables are regularly monitored. The Company creates allowance for all unsecured receivables based on lifetime expected credit loss based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and rates used in provision matrix.

The ageing analysis of financial assets as of the reporting date is as follows:

Particulars	Not due and not impaired	Less than 30 days	30 to 60 days	60 to 90 days	above 90 days	Total
Year ended March 31, 2023						
Current Investments	3,269	-	-	-	-	3,269
Security deposits	197	-	-	-	-	197
Trade receivables	525	471	377	415	1,121	2,909
Other financials assets	849	-	-	-	-	849
Total	**4,839**	**471**	**377**	**415**	**1,121**	**7,223**

Particulars	Not due and not impaired	Less than 30 days	30 to 60 days	60 to 90 days	above 90 days	Total
Year ended March 31, 2022						
Current Investments	3,002	-	-	-	-	3,002
Security deposits	140	-	-	-	-	140
Trade receivables	400	375	231	234	1,089	2,329
Other financials assets	705	-	-	-	-	705
Total	**4,246**	**375**	**231**	**234**	**1,089**	**6,175**

S.R. Batliboi & Associates LLP Chartered Accountants MUMBAI

(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by Company’s treasury in accordance with the approved policy. Investment of surplus funds are made only with approved counterparties who meet the minimum threshold requirements under the counterparty risk assessment process. The Company monitors ratings, credit spreads and financial strength on at least quarterly basis. Based on its on-going assessment of counterparty risk, the Company adjusts its exposure to various counterparties. None of the Company’s cash and cash equivalents, including time deposits with banks, are past due or impaired.

Receivables are deemed to be past due or impaired with reference to the Company’s normal terms and conditions of business. These terms and conditions are determined on a case to case basis with reference to the customer’s credit quality and prevailing market conditions. Receivables that are classified as ‘past due’ in the above tables are those that have not been settled within the terms and conditions that have been agreed with that customer. The credit quality of the Company’s customers is monitored on an ongoing basis and assessed for impairment where indicators of such impairment exist. The Company uses simplified approach for impairment of financial assets. If credit risk has not increased significantly, 12-month expected credit loss is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime expected credit loss is used. The solvency of the debtor and their ability to repay the receivable is considered in assessing receivables for impairment. Where receivables have been impaired, the Company actively seeks to recover the amounts in question and enforce compliance with credit terms. The above balances include receivables net of provisions of Rs.2,827 Million as at March 31, 2023 (March 31, 2022: Rs. 2,329 Million)

Liquidity risk

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank deposits and loans. The Company requires funds both for short-term operational needs as well as for long-term investment programmes mainly in growth projects. The Company generates sufficient cash flows from the current operations which together with the available cash and cash equivalents and short-term investments provide liquidity both in the short-term as well as in the long-term.

The table below summarises the maturity profile of the Company’s financial liabilities based on contractual undiscounted payments (including interest payments):

Particulars	Carrying amount	Contractual Cash flow	Within 1 year	1 to 5 years	> 5 years
Year ended March 31, 2023					
Borrowings	6,875	6,900	600	2,700	3,600
Lease Liabilities	7,766	14,857	1,335	4,278	9,244
Trade and other payables	1,427	1,427	1,427	-	-
Other financial liabilities	971	1,332	962	69	302
Total	**17,040**	**24,516**	**4,325**	**7,046**	**13,145**
Year ended March 31, 2022					
Borrowings	6,476	6,500	520	2,210	3,770
Lease Liabilities	5,023	9,612	1,019	3,184	5,409
Trade and other payables	1,518	1,518	1,518	-	-
Other financial liabilities	700	773	630	125	18
Total	**13,717**	**18,403**	**3,687**	**5,519**	**9,197**

(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

35 Fair Value Measurements

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

Particulars	As at March 31, 2023		As at March 31, 2022	
	Fair value through statement of profit or loss (FVTPL)	Amortised cost	Fair value through statement of profit or loss (FVTPL)	Amortised cost
Financial assets				
Investments	3,269	-	3,002	-
Trade receivables	-	2,909	-	2,329
Cash and cash equivalents	-	76	-	149
Other financial assets	-	1,045	-	846
Total	**3,269**	**4,031**	**3,002**	**3,323**
Financial liabilities				
Borrowings	-	6,875	-	6,476
Lease liabilities	-	7,766	-	5,023
Trade payables	-	1,427	-	1,518
Other financial liabilities	-	971	-	700
Total	**-**	**17,040**	**-**	**13,716**

Notes:

(i) The carrying amounts of the above financial assets and financial liabilities are a reasonable approximation of their fair values. Accordingly, the fair values of such financial assets and financial liabilities have not been disclosed separately.

(ii) Investment in subsidiary is carried at cost and hence are not required to be disclosed as per Ind AS 107 "Financial Instruments Disclosures". Hence, the same have been excluded from the above table.

36 Fair Value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Quoted prices in an active market (Level 1): This level of hierarchy includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities. This category consists of investment in quoted equity shares, and mutual fund investments.

Valuation techniques with observable inputs (Level 2): This level of hierarchy includes financial assets and liabilities, measured using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).

Valuation techniques with significant unobservable inputs (Level 3): This level of hierarchy includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

Quantitative disclosures fair value measurement hierarchy for assets :

Particulars	As at March 31, 2023				As at March 31, 2022			
	Carrying amount	Fair Value			Carrying amount	Fair Value		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial assets								
Investments	3,269	3,269	-	-	3,002	3,002	-	-
Total	**3,269**	**3,269**	**-**	**-**	**3,002**	**3,002**	**-**	**-**
Assets for which fair values are disclosed:								
Investment property (Note 7)	-	-	-	-	86	-	-	436
Non-current assets Held for Sale	84	-	-	84	-	-	-	-
Total	**84**	**-**	**-**	**84**	**86**	**-**	**-**	**436**

(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

37 Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maintain strong credit rating and heathy capital ratios in order to support its business and maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings less cash and cash equivalents and investment in liquid mutual funds.

		31-Mar-23	31-Mar-22
Borrowings (including current maturities (Note15)		6,875	6,476
Less: Cash and cash equivalents (Note13)		(76)	(149)
Less: Investment in liquid mutual funds (Note8b)		(3,269)	(3,002)
Net debt	(i)	**3,531**	**3,325**
Share Capital		293	293
Other Equity		6,096	4,641
Total capital	(ii)	**6,389**	**4,933**
Capital and net debt	(iii= i+ii)	**9,920**	**8,259**
Gearing ratio (%)	(i/iii)	**36%**	**40%**

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the lenders to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2023 and March 31, 2022.

38 Details of dues to Micro, Small and Medium Enterprise as per MSMED Act, 2006

Amounts due to micro and small enterprises under Micro, Small and Medium Enterprises Development Act, 2006 aggregate to Rs.68 million (March 31, 2022: Rs.33 million) based on the information with the Company and the confirmation received from the creditors till the year end:

	31-Mar-23	31-Mar-22
The principal amount remaining unpaid to any supplier as at the end of each accounting year	68	33
The Interest due on above	-	0
Total of principal and interest	**68**	**33**
The amount of interest paid by the buyer in terms of section 16 of the Micro Small and Medium Enterprise Development Act, 2006, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year;	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006.	-	-

39 Provision for site restoration obligation

The Company uses various premises on lease to install plant and equipment. Provision is recognised for the costs to be incurred for the restoration of these premises at the end of the lease period. It is expected that this provision will be utilized at the end of the lease period of the respective sites as per the respective lease agreements. The movement of provision in accordance with Ind AS 37 on "Provisions, Contingent liabilities and Contingent Assets" is given below:

	31-Mar-23	31-Mar-22
Opening Balance	294	244
Provision during the year	33	12
Unwinding of discount	50	39
Utilised / written back during the year	(4)	(1)
Closing Balance	**373**	**294**

S.R. BATLIBOI & ASSOCIATES LLP
MUMBAI
CHARTERED ACCOUNTANTS

(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

40 Provision for contingencies

Provision for contingencies represents amounts that may be required to settle customer / government authorities claims, which are expected to be utilized on settlement of the claims.

	31-Mar-23	31-Mar-22
Opening balance	343	148
Provision made during the year	322	195
Amount written back during the year	(243)	-
Closing balance	**422**	**343**

41 Segment reporting

The Company is engaged in the business of Passive Telecom infrastructure services and only operates in India. Also, the CEO and the Board of Directors reviews the results when making decisions about allocating resources and assessing performance of the Company as a whole, based on mentioned fact the Company has only one reportable segment. As the Company's long-lived assets are all located in India and the Company's revenues are derived from India, no geographical information is presented.

42 Corporate Social Responsibility

As per Section 135 of the Companies Act, 2013, a Company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. Accordingly, amount required to be spent and actual spent details are hereunder.

Particulars	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
(i) amount required to be spent by the company during the year	18	15
(ii) amount of expenditure incurred	18	15
(iii) shortfall at the end of the year	0	0
(iv) total of previous years shortfall	0	0
(v) reason for shortfall	NA	NA
(vi) nature of CSR activities	Tree plantation, Family Strengthening, Contributing to eye sight recovery and healthy children	Family Strengthening, Contributing to eye sight recovery and healthy children
(vii) details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard	Nil	Nil
(viii) in respect of provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision is given below	Nil	Nil

43 Ascend has signed the Definitive documents for acquisition of 92.7 % equity shares of an independent telecom tower company Tower Vision India Private Limited (TVI) on 30 Jan 2023.

44 There are no significant subsequent events between the year ended 31-March-2023 and signing of financial statements as on 31-May-2023 which have material impact on the financials of the Company.

45 The Company has not invested in any other enterprise and hence provisions of the Companies (Restriction on number of Layers) Rules, 2017 regarding restrictions on number of layers of companies investment downstream are not applicable and accordingly, relevant disclosure for departure from the Rules are not applicable.

46 The Company does not have any transactions or investments with struck off companies and hence the relevant disclosures are not applicable.

MUMBAI

Ascend Telecom Infrastructure Private Limited
Notes to financial statements for the year ended 31st March 2023
(All amounts are in Indian Rupees Million, except share data and per share data, unless otherwise stated)

47 Following are the various financial ratios of the Company:

Sl.No.	Ratios	Numerator	Denominator	31-Mar-23	31-Mar-22	Variance	Reason for variance > (+/-) 25%
i	Current Ratio,	Current Assets	Current Liabilities	1.51	1.98	-24%	-
ii	Debt-Equity Ratio	Total debts	Total Equity	1.08	1.31	-18%	-
iii	Debt Service Coverage Ratio	Net Operating Income (Earnings before finance costs, tax, depreciation and amortization)	Debt payment for the year	3.73	3.16	18%	-
iv	Return on Equity Ratio	PAT	Total Equity (incl. reserve)	23%	23%	-3%	-
v	Inventory turnover ratio	N.A.		-	-		-
vi	Trade Receivables turnover ratio	Revenue	Average Trade receivables	3.68	4.14	-11%	-
vii	Trade payables turnover ratio	Purchases of service and other expense	Trade payables (opex)	2.80	3.07	-9%	-
viii	Net capital turnover ratio	Total Revenue	Working capital	3.86	2.69	44%	Due to increase in sales and effective use of working capital.
ix	Net profit ratio	PAT	Total Revenue	15%	13%	14%	-
x	Return on Capital employed	PAT	Total Assets - Current Liabilities (Capital Employed)	11%	10%	8%	-
xi	Return on investment	PAT	Total Assets - Current Liabilities (Capital Employed)	23%	23%	-3%	-

As per our report of even date

For S.R. Batliboi & Associates LLP
Chartered Accountants
Firm registration number: 101049W/E300004

HORMUZ ERUCH MASTER
Digitally signed by HORMUZ ERUCH MASTER
DN: cn=HORMUZ ERUCH MASTER, c=IN, o=Personal, email=hormuz.master@srb.in
Date: 2023.05.31 21:28:58 +05'30'

Hormuz Master
Partner
Membership No:110797

MUMBAI

For and on behalf of the Board of Directors of
Ascend Telecom Infrastructure Private Limited

SHARAD MALHOTRA
Digitally signed by SHARAD MALHOTRA
Date: 2023.05.31 18:40:10 +05'30'

Sharad Malhotra
Director
DIN: 02192770

Milind Mukund Joshi
Digitally signed by Milind Mukund Joshi
Date: 2023.05.31 18:45:41 +05'30'

Milind Joshi
Director
DIN: 02685576

RAJAGOPALAN JAYARAMAN
Digitally signed by RAJAGOPALAN JAYARAMAN
Date: 2023.05.31 17:38:14 +05'30'

J Rajagopalan
Chief Financial Officer & Company Secretary

Sushil Kumar Chaturvedi
Digitally signed by Sushil Kumar Chaturvedi

Sushil Kumar Chaturvedi
Chief Executive Officer

Place : Mumbai
Date : May 31, 2023

Place : Mumbai
Date : May 31, 2023

Ascend Telecom Infrastructure Private Limited

ISO 9001:2015 Certified

BOARD OF DIRECTORS REPORT

To,
The Members,
Ascend Telecom Infrastructure Private Limited,
Secunderabad.

Your Board has the pleasure in presenting the Board Report of **M/s Ascend Telecom Infrastructure Private Limited** (the Company) for the year ended 31st March 2021.

1. PERIOD OF REPORT:

This report pertains to the period from 01st April 2020 to 31st March 2021.

2. WEBLINK OF ANNUAL RETURN:

Pursuant to the amendments to Section 134(3)(a) and Section 92(3) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return (Form MGT-7) for the financial year ended March 31, 2021, shall be available on the Company's website and can be accessed at www.ascendtele.com and annual return of Company shall be published on such website.

3. EXTRACT OF ANNUAL RETURN AS PROVIDED UNDER SECTION 92(3):

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in Form MGT 9 has been placed as **ANNEXURE I** and forms part of this Board's Report.

4. FINANCIAL SUMMARY/PERFORMANCE OF THE COMPANY (STANDALONE):

The Board's Report is prepared based on the standalone financial statements of the company. The following gives a summary of the financial performance on standalone basis for the year ended 31st March, 2021:

Sangeeta Towers, No. 3, 80th Feet Road, Indiranagar, Bangalore – 560 038 Phone : 080 - 61164555
Registered Office : House No. 37-2, Plot No. 332, Mani Mansion, Defence Colony, Sainikpuri, Secundrabad - 500094 Ph : 040 - 66220000
Email: info@ascendtele.com Website : www.ascendtele.com CIN : U70102TG2002PTC038713

(Amount in INR Million)

Particulars	For the year ended 31/03/2021	For the year ended 31/03/2020
Revenue from Operations	7,992	7,527
Other Income	241	170
Total Income	**8,233**	**7,697**
Total Expenses (excluding Depreciation/ Amortization and Finance Costs)	4,060	3,990
Profit/loss before Depreciation, Finance Costs, Exceptional items and Tax Expense	**4,173**	**3,707**
Less: Depreciation/ Amortisation/ Impairment	1,754	1,463
Profit /loss before Finance Costs, Exceptional items and Tax Expense	**2,419**	**2,244**
Less: Finance Costs	1,431	1,442
Profit /loss before Exceptional items and Tax Expense	**988**	**802**
Add/(less): Exceptional items	--	--
Profit /loss before Tax Expense	**988**	**802**
Less: Tax Expense (Current & Deferred) Current Tax Deferred Tax charge/(credit)	260	21
Profit /loss for the year (1)	**728**	**781**
Other Comprehensive Income/(loss) (2)	(1)	(1)
Total Comprehensive Income for the year (1+2) = (3)	**727**	**780**

Current year revenue, EBITDA, and profit are higher than previous year.

5. CONSOLIDATED FINANCIAL STATEMENT/REVIEW OF FINANCIAL PERFORMANCE ON CONSOLIDATED BASIS:

'Demello Telepower Private Limited' (DTPL) is a 'Wholly Owned Subsidiary' ('WOS') of the Company. DTPL is a passive telecom infrastructure company based in Goa. The Company has prepared the consolidated financial statement for the FY2020-21 including the financials of DTPL.

The following gives a summary of the financial performance on consolidated basis for the year ended 31st March 2021:

(Amount in INR Million)

Particulars	For the year ending 31/03/2021	For the year ending 31/03/2020
Total Revenue	8,429	7,968
Less: Total Expense	4,199	4,094
Profit before Depreciation, Finance Costs, Exceptional items and Tax Expense	**4,230**	**3,874**
Less: *a) Depreciation/ Amortisation/ Impairment* *b) Finance Cost*	 1,808 1,454	 1,530 1,466
Profit Before Tax and prior period items	**968**	**878**
Less: Prior period items	--	--
Profit / Loss Before Tax	**968**	**878**
Less: Tax Expenses *Current Tax* *Deferred Tax charge/(Credit)*	 31 224	 29 5
Profit / Loss for the year (1)	**713**	**844**
Other Comprehensive Income/(loss) (2)	(2)	(2)
Total Comprehensive Income for the year (1) + (2) = (3)	**711**	**842**

Consolidated EBITDA for the year closed at INR Mn 4,230. Previous year INR Mn 3,874.

6. STATE OF COMPANY AFFAIRS:

Your Company is in the business of providing passive infrastructure services to various telecom operators.

- The total Income of the Company for the year under review is INR Mn 8,233. In comparison to *previous year figure of* INR Mn 7,697 representing a positive growth of about 06.96%.

- The EBITDA for the year closed at INR Mn 4,173 in relation to previous year figure of INR Mn 3,707. representing a positive growth of about 12.57%

- The finance cost & depreciation for the year closure is INR Mn 3,185. previous year INR Mn 2,905.

- During the year company has earned a net profit of INR Mn 728 in comparison to previous year figure of INR Mn 781.

- Net Worth as on 31st March 2021 – INR Mn 3,775.

- There has been no significant impact on the operations of the company due to COVID-19.

- Gross receivable from BSNL as on 31st March 2021 was INR Mn 2,062. Management is closely following up for recovery and collection figures are expected to improve during FY 2021-22.

- During the year effective from 01st April 2020 entire O&M activities in all circles were outsourced to Applied Solar Technology India Private Limited (AST). Both on roll and off roll employees in O&M activities were transferred to AST during the year. Uptime recorded during the year showed improvement compared to last year.

- In spite of higher provision for doubtful debts due to lower BSNL collection, EBIDA earned during the year is higher compared to previous year due to higher revenue and lower cost.

- During the year external credit rating of the company was ungraded from 'BBB+' to 'A-'.

- During the year, the Company restructured the loan by substituting high interest loan with lower interest loans.

- The Company has made adequate provision for property tax demand notices received from circles, pending settlement of outstanding issues.

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7. MEETINGS OF BOARD OF DIRECTORS IN TERMS OF SECTION 134(3)(b) OF COMPANIES ACT, 2013:

The Board duly met for 05 (Five) times during the year under review on the following dates. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

SL NO	DATE OF BOARD MEETING	BOARD STRENGTH	NO. OF DIRECTORS PRESENT
1	13.08.2020	03	02
2	05.10.2020	03	02
3	28.10.2020	03	02
4	08.02.2021	03	03
5	26.03.2021	03	02

The CSR Committee met for 03 (Three) time during the year under review on the following date:

SL. NO.	DATE OF CSR COMMITTEE MEETING	COMMITTEE STRENGTH	COMMITTEE MEMBERS PRESENT
1.	28.10.2020	02	02
2.	08.02.2021	02	02
3.	26.03.2021	02	02

8. PRESENCE/ATTENDANCE OF DIRECTOR IN THE MEETINGS:

SL No	Name of the Director	Board Meeting		
		No of meeting held	No of Meeting Attended	%
1	Vivek Anilchand Sett	05	05	100
2	Parag Phoolchand Saxena	05	01	20
3	Milind Mukund Joshi	05	05	100

SL No	Name of the Director	Committee Meeting		
		No of meeting held	No of Meeting Attended	%
1	Vivek Anilchand Sett	03	03	100
2	Milind Mukund Joshi	03	03	100

9. DIVIDEND:

The Board of Directors of the Company has not declared dividend for the year ending 31st March 2021.

10. TRANSFER TO RESERVE IN TERMS OF SECTION 134(3)(j) OF THE COMPANIES ACT, 2013:

The Board of Directors of the company has decided not to transfer any amount to the Reserves for the year under review.

11. LONG TERM LOAN:

Lender wise outstanding loan as on 31.03.2021 is as under:

Sl. No.	Name of lenders	Outstanding Loan Amount as on 31.03.2021 (Amount in INR Million)
1	NIIF Infrastructure Finance Limited (formerly known as IDFC Infrastructure Finance Limited)	2,436.00
2	India Infra Debt Limited	2,974.00
3	ICICI Bank Limited	500.00
	Total	**5,910.00**

12. DETAILS OF DIRECTORS & SECRETARIES:

During the period under the review, the board is duly constituted and there was no change in the composition of the Board of Directors and Secretaries.

13. COMPANY'S POLICIES ON APPOINTMENT OF DIRECTORS, REMUNERATION AND OTHER MATTERS:

If company is Private company, such Company doesn't fall under the purview of the criteria laid in section 178 of the Companies Act, 2013 read with rule 6 of meeting of Board & its powers rules, 2014. Therefore, reporting under this head shall not apply to the Company.

14. DECLARATION OF INDEPENDENT DIRECTORS:

The provisions of Section 149 pertaining to the appointment of Independent Directors does not apply to the Company.

15. PARTICULARS OF EMPLOYEES'/MANAGERIAL REMUNERATION:

If company is Private company, such Company doesn't fall under the purview of the criteria laid in Rule 5 disclosure with respect to, employee in receipt of remuneration in excess of the limits prescribed under the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Therefore, reporting under this head shall not apply to the Company.

16. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS / OUTGO:

a) Conservations of Energy:

a. The steps taken or impact on conservation of energy:
As part of the normal course of the business, the company operates and maintains telecom tower infrastructure, which requires energy consumption. Every endeavor has been made to ensure the optimal use of energy, avoid wastage and conserve energy.

b. The steps taken by the company for utilizing alternate sources of energy:
The Company continuously explores global technology opportunity as a benchmark and as required, enters into arrangements to avail of the latest technology trends and practices.

c. The Capital investment on energy conservation equipment's; NIL

b) Technology Absorption:

a. The efforts made towards technology absorption:
Your Company's Contribution to 'Going Green' is inherent to the Business Model of tower sharing as every co-location we add to the network helps in bringing down the energy consumption on a per co-location basis.

b. The benefits derived like product improvement, cost reduction, product development or import substitution:
We have successfully implemented a Green Towers program, which is aimed at minimizing dependency on diesel consumption and thereby reducing carbon footprint through providing electricity through Solar Energy. In this context, your company already implemented solar power network and has plans to implement this program further aggressively.

c. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year); NA
   i. The details of technology imported: NA
   ii. The year of import: NA
   iii. Whether the technology been fully absorbed: NA
   iv. If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: NA and
   v. The expenditure incurred on Research and Development: Nil

c) Foreign Exchange Earnings or Expenses during the year:

During this period company has neither earned any foreign currency as income nor incurred any expense in foreign currency.

d) The Company has appointed M/s Deloitte Haskins & Sells as an agency for independent assurance of CHG inventory during financial year 2021-22.

17. DEFERRED TAX ASSET:

During the year the Company has recognized deferred tax asset as per accounting standard (AS) 22 amounting to INR Mn 853 as at the year end. The deferred tax asset is primarily on account of unabsorbed depreciation, off set partly by the differences in the block of fixed assets between tax books and statutory financials statement.

18. SHARE CAPITAL & SECURITIES:

During the financial year, there was no change in the shareholding of the Company. The company has not made any allotments of equity share to any shareholders.

19. TRANSFER OF SHARES:

During the Financials Year 2020-2021 there is no change in the shareholders of the company.

20. SHARES:

a. Buy back of securities:
The Company has not bought back any of its securities during the year under review.
b. Sweat equity:
The Company has not issued any Sweat Equity Shares during the year under review.
c. Bonus share:
No Bonus Shares were issued during the year under review.
d. Employees Stock Option Plan:
The Company has not provided any Stock Option Scheme to the employees.

21. MAJOR EVENTS OCCURRED DURING THE YEAR:

a. Change in the nature of business/ Status of the Company:
There have been no changes made in the nature of the business by the Company for the year to which the financial statements and the report relate to.

b. Change in the financial year:
There is no change in the Financial Year of the company.

c. Details and status of acquisition, merger, expansion, modernization and diversification:
There are no merger, expansion, modernization and diversification in the company for the year to which the financial statements and the report relate to.

d. Developments, acquisition and assignment of material Intellectual Property Rights:
There have been no developments, acquisitions and assignment of material Intellectual Property for the year to which the financial statements and the report relate to.