





Founder's Profile

Mr. Nasser Hassan Anwar, former President of the Cable TV Operators Association (COA), stands as a remarkable figure whose contributions have been invaluable to the Indian cable TV industry. He played a pivotal role in shaping the direction of the Association of Small Cable Operators and was a driving force in the establishment of the cable TV operators' association in Kerala. The exceptional contribution of Mr. NH Anwar to the company is the Cable TV and FTTH network spread out in the length and breadth of Kerala developed by bringing together around 5000 cable TV operators scattered across the state under the umbrella of Cable TV Operators Association (COA). The network became the main success factor and the biggest asset and backbone of all companies incorporated under the aegis of COA which has imbibed his vision and insights to the future. Furthermore, he spearheaded the adoption of various technological advancements that revolutionized cable TV operations. An unwavering champion, Mr. N H Anwar tirelessly worked day and night to elevate the cable TV industry to new heights.

He courageously confronted the exploitative tendencies of corporate lobbies and the electricity department, positioning himself at the forefront of the battle.

It was Mr. N H Anwar's unwavering dedication and resolute spirit that enabled the cable operators' association to conquer these challenges, one after another. His visionary insights and genuine commitment played a pivotal role in the conception, expansion, and triumph of Kerala Vision. As his innovative projects and ideas achieved resounding success, they generated employment opportunities for numerous individuals. His accomplishments extended beyond the regional sphere, as he successfully brought Kerala into the national spotlight. He maintained harmonious relationships with cable TV organizations, media entities, and national leadership, solidifying his influence at the national level.

In addition to his impactful presence in the cable TV industry, N H Anwar was also a prominent figure in the cultural realm of Kasaragod.



Kerala Communicators Cable Limited (KCCL)

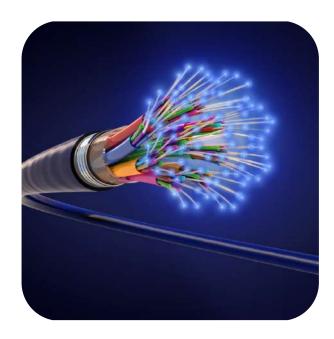
Company Profile

Kerala Communicators Cable Limited (KCCL) is the largest Multi System operator (MSO) in Kerala having more than 40% of the market share and ranked as 6th among leading MSOs in India. We integrate media content from different broadcasters across a wide range of genres according to the trends, taste and preferences of customers and serve over 3 million customers across the state of Kerala. KCCL is playing a vital role in digital communication in Kerala as a leading MSO and also play a crucial role in the media and entertainment landscape of Kerala. The rural population of the state is mainly depend on the company and its platform channels for their entertainment and information needs as well as for timely updates of all regional developments.

The company was found and incorporated in the year 2007 under the aegis of the Cable TV operators Association (COA), by a group of Local Cable Operators who were battling the onslaught of competition from large corporate MSO's with the objective of providing high quality cable TV signals to the public at large at affordable cost. The vision of the company is to converge as a single point access for customers to meet all their demands. The company has thus evolved as an alternative to big corporate MSOs in India, who exploited cable operators to consolidate their position in the market. The vision and earnest effort by leaders of COA lead to establishing a Company owned by cable operators to promote entertainment and information Services.





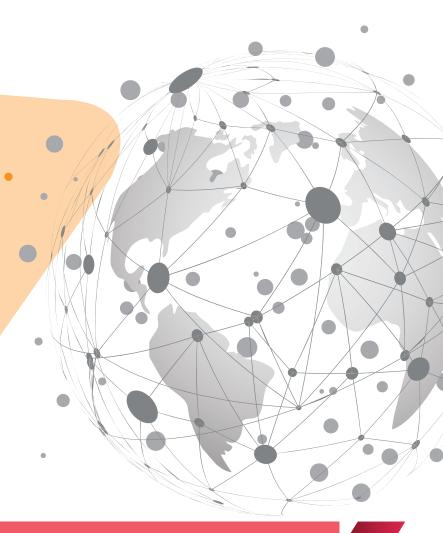


The company started its operations in 2007 as a Cable TV service Provider (MSO) and after laying a strong foundation started to offer broadband services. Initially both the ISP and MSO services were carried out through KCCL and later the ISP business was transferred to its sister concern, Kerala Vision Broad Band Limited (KVBL).

The backbone of the company is around 5000 cable operators with long term experience and equipped with FTTH network across Kerala. Majority of the operators of the company are also shareholders and hence their commitments to the common objective is total. The company is managed by a well experienced team including directors selected from among the operators of the company on democratic manner and professionals having well versed experience

in the respective fields. The company has adopted strategies commensurate with changing technology, market trends and customer preferences to elevate their TV viewing experience to a new levels. The democratic and unique business model of the company facilitate effective management of network and customer service.

KCCL has grown from a cable TV service provider to a Multi Service Provider with product diversification in Broadband, VOICE and IPTV. The Company is targeting to become a 1000 Crore turnover Company including the revenue of its subsidiary companies by expanding its product portfolio in line with the changing customer preference towards digital services.







To be a single point access provider to meet customer demand for information and entertainment ensuring availability, affordability and quality of digital service so as to keep all the segments entertained and connected to the world of information





Board of Directors



Mr. Sureshkumar PP Managing Director



Mr. M Aboobacker Sidhique
Executive Director



Mr. Vijayakrishnan K Executive Director



Mr. Sureshkumar C Executive Director



Dr. Sasi Keezhattupurathillam Independent Director



Mrs. Sharan V Pradan Independent Director

Associate Directors



Mr. Jyothikumar V S Associate Director*



Mr. Muhammed Navas V H Associate Director*



Mr. Binu Bharathan Associate Director*



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Corporate Information

KERALA COMMUNICATORS CABLE LIMITED

CIN: U72900KL2007PLC075395

55/142-H 1A, 1st Floor, COA Bhavan, Thoundayil Road,

4th Cross Road, Panampilly Nagar,

Ernakulam, Kerala – 682036. Email id: kccl@kccl.tv, website: www.kccl.tv

BOARD OF DIRECTORS		
Mr. Suresh Kumar Parameswran Palliprayil	Managing Director	
Mr. Mechery Aboobacker Sidhique	Executive Director	
Mr. Vijayakrishnan Krishnan Nair	Executive Director	
Mr. Cherukadath Sureshkumar	Executive Director	
Mr. Sasi Keezhattupurathillam	Independent Director	
Mr. Sharan Vidhyadharan Pradan	Independent Director	

KEY MANAGERIAL PERSONNEL		
Mr. Cherukadath Sureshkumar	Chief Financial Officer	
Mr. Shinumon KS	Company Secretary	

ASSOCIATE DIRECTORS*		
Mr. Jyothikumar VS	Associate Director	
Mr. Binu Bharathan	Associate Director	
Mr. Muhammed Navas V H	Associate Director	

^{*}Associate Directors by functional position and not under Companies Act, 2013

WE BANK WITH		
	Federal Bank Limited	State Bank of India

REGISTRAR & SHARE TRANSFER AGENTS		
Integrated Registry Management Services Private Limited	No 30 Ramana Residency, 4th Cross Sampige Road, Malleswaram, Bengaluru - 560 003	

AUDITORS		
Statutory Auditor	K. Rajan & Co., Chartered Accountants, Kalpetta	
Internal Auditor	PK Jayan & Co., Chartered Accountants, Thrissur	
Secretarial Auditor	Joseph & Chacko LLP, Company Secretaries, Bangalore	
Cost Auditor	Murthy & CO. LLP, Cost Accountants, Bangalore	





Words from

Managing Director

Dear Shareholders,

It has indeed been a privilege and honour to me to share with you the Annual Report for the financial year 2022-23 on behalf of the Board of Directors. During the previous year our company could maintain the growth momentum, and retained the first position among MSOs in Kerala on the basis of digital connection base and 6th position among MSOs in India with 32,25,535 assigned connectivity, through there has been a slight dip the digital connection base due to stiff competition from DTH and emergence of OTT platforms.

As you know, the Cable TV industry is facing stiff competition from diversified content delivery platforms like DTH, OTT as well as from social media and are experiencing massive customer churn. The industry is on downturn phase since implementation of Tariff order in 2019 and which was further intensified and taken into an altogether different level from the popularization of internet among common populace.

We have ended the financial with an all-time record turnover at Rs.343.12 Crore as against Rs.318.02 Crore during the previous year. Profit before tax and after is Rs.33.49 Cr. and Rs.21.73 Cr. respectively as against Rs.20.19 Cr. and 11.81 Cr. in the previous year. This was made

possible with the earnest effort of the operators of the company.

During the previous year under report the company tried to bring mobility services in partnership with Plintron called KTel and started the promotion, but due to the legal issues faced by Plintron, the plan didn't materialize. Discussions are progressing with the service provider and it is expected to add SIM facility along with digital tv connection. In addition, we are working with Vodafone idea (Vi) for a co-branding, so that all Vi Customer experience centres will be dealing with our FTTH broadband along with their services and it is expected to close the deal soon.

Being with the change, your company also started IPTV services with the support of Cinesoft and bagged around 20k subscribers in a short span of time. The IPTV subscription figure is extraordinary while comparing with other big MSOs. Now, we are moving towards the goal of having Kerala Vision's own OTT platform with integrated contents and regional news channels before long and it will help the Malayalee viewers to get local news from anywhere in the world.

During the previous year, the company disbursed bonus shares to the shareholders at the ratio of one share each against one share held and these have since been



credited to their respective demat accounts. The shareholders who have dematted their existing holding got credit of bonus shares and the shares of those who have not dematted their existing shares have been kept in an escrow demat account and will be transferred to these—shareholders as and when they complete the demat process. During the year the Board of Directors has proposed 5% dividend to shareholders, payable on the increased capital consequent to issue of bonus shares at 100 per cent of the shares held and the dividend amount thus is equivalent to 10 percent of the original capital.

I take this opportunity to express my sincere gratitude & thanks to all our Shareholders, Directors, Operators, Distributors, Sub-distributors, Broadcasters, Suppliers, COA office bearers, Banks, Auditors, all dedicated employees of Keralavision & Last but not the least all our valuable more than 3 Million Subscribers who have supported us to become the number one service provider of Kerala in both Digital and Broadband. This is indeed the achievement of effective team work and all of us can be proud of it.

Thanks & Regards

Suresh Kumar P P Managing Director





KCCL An Overview

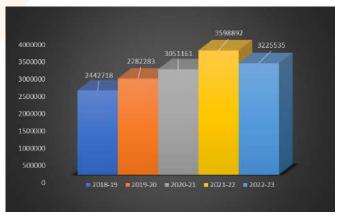
The company was formed and incorporated in the year 2007 under the aegis of the Cable TV operators Association (COA), by a group of Local Cable Operators who were battling the onslaught of competition from large corporate MSO's , with the objective of providing high quality cable TV signals to the public at large at affordable cost. The Business Model adopted by the company is to converge itself as a single point access for customers to meet all their information and entertainment needs. The company has thus evolved as an alternative to big corporate MSOs in India, who exploited cable operators to consolidate their position in the market. The vision and earnest effort by leaders of COA lead to establishing a Company owned by cable operators to promote entertainment and information Services.

Business Growth

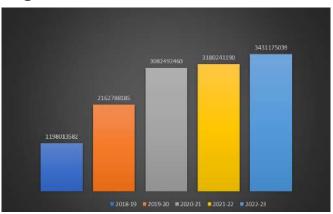
Our company could achieve substantial business growth during the last FY which in turn has lead to new initiatives aimed at providing better service and product experience to our strong digital customer base.

During the last FY, our Company could retain the first position among MSOs in Kerala on the basis of digital connection base and reached 6th position among MSOs on all India basis with a connection base of 3225535 cable connections (Assigned STBs). Despite the impact of convergence of digital to telecom and connection loss due to the emergence of OTT platforms, our Company could retain digital connection base with the support of effective customer service by our operators and also due to attractive packages provided by KCCL. Our Company has taken effective strategies to convert maximum number of competitor digital connection and thereby retain our digital connection base positively. Our active digital connection base has shown a slight dip to 2411989 as on 31-3-2023 when compared to 2428031 as on 31-3-2022 (A decline of 16042 connections). Though we faced many challenges due to stiff competition from DTH and also due to emergence of OTT platforms, we could sell 279572 no's of STB during the last FY when compared to 214446 STB during the previous FY. There was a steep increase in STB sales due to customer conversion from new untapped areas in Kerala state. During the last five years Company has achieved sustainable growth in connection and revenue and survived the negative impact of Tariff Order by Telecom Regulatory Authority of India (TRAI)

Digital | Connection Summary



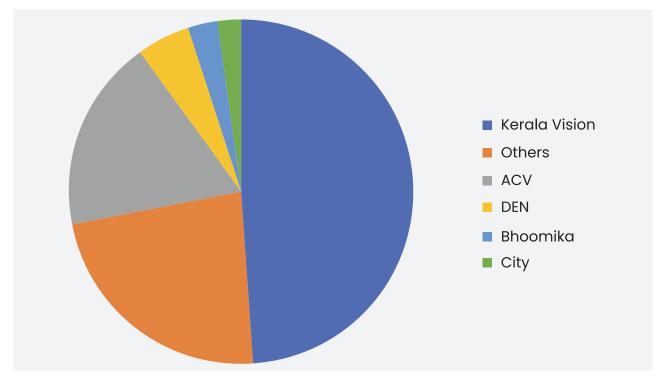
Digital | Revenue Growth





Market Share

KCCL has around 40% of market share in digital cable TV service in Kerala and occupies 6th position among top MSOs at all India level



SI. No	Name of the operator	Total Active Subscriber Base (includes subscribers who haave been inactive or temporarly suspended for not more than last 90 days)
1	GTPL Hathway	8,916,102
2	Siti Network Ltd	6,721,470
3	Hathway Digital Ltd	5,618,178
4	Den Networks Ltd	4,241,415
5	Thamizhaga Cable TV Communication Ltd (TCCL)	3,855,906
6	Kerala Communicators Cable Ltd (KCCL)	3,186,591
7	Tamil Nadu Arasu Cable TV (TACTV)	2,326,781
8	NXT Digital Ltd. (HITS)	2,324,550
9	KAL Cables	2,087,500
10	Fastway Transmission PVT Ltd	1,811,461
11	VK Digital	1,789,512
12	NXT Digital Ltd (CATV)	1,256,365
13	Asianet Digital Network	1,069,835



Future of Digital Cable Service & KCCL

Cable TV sector is facing stiff competition from diversified content delivery platforms like OTT and social media and is experiencing massive customer churn. The subscriber base of the cable TV industry is showing a declining trend as customers appear to be shifting to other alternatives which seem to be more convenient to them. As per the report of FICCI, from 131 million homes using cable and DTH in 2020, it has fallen to 120 million in 2022 and is estimated to go further down to 116 million by 2025. The advent of OTT platforms, Free Dish by Government and TRAI regulation which is not conducive for the growth of the sector adversely affected While OTT platforms connection growth. owned by broadcasters are providing same channel content at cheaper rate to their customers, they are forcing on MSOs higher prices by creating their own bouquet including non-popular channels. regulates cable TV which binds them in terms of prices, network capacity fees and discounts but there is no such rules for OTT. There is general opinion in the industry that if DPSs are allowed to break broadcasters' bouquet commensurate with the regional demand of customers we will be able to control churn to an extent. Despite all the aforesaid negative impacts, KCCL could retain connection base to an extent by capturing untapped market and with the support of dedicated operators to get new customers.

KRA Implementation Through HRMS

To bring more professionalism in employee engagements and to enhance employee productivity our Company had implemented HRMS software during 2020–21 which enabled a single site transaction for all HR-related activities. During the last financial year, we could streamline HRMS effectively to implement maximum HR and Administrative functions smoothly. In order to have a proper

productivity analysis of our employees and to create career growth opportunities commensurate with their performance, Company could implement salary revision and promotions by KRA performance evaluation process through HRMS software successfully. Company could communicate its business target and quality of service parameters to all our employees through this system. It is a great leap in the right direction of enhancing employees' productivity and hence the Company's productivity.

Enterprise Resource Planning

In order to integrate the activities of different departments for better analysis and reporting our Company has implemented Enterprise Resource Planning (ERP). We have already migrated Finance management to the ERP system and will migrate inventory and CRM at the earliest so that major departments will be migrated to the ERP system during this Financial Year.

Sales Promotion Initiatives with the support of MAITRI

In September 2022, we had on-boarded Maitri Advertising Works Ltd as our marketing communication and digital agency to enhance our sales promotion activities in a more professional manner. The agency guided us on the importance of sticking to brand colours, layout templates and ensuring consistency in messages. The agency through their creative approach and digital interventions helped Kerala Vision to grow and increase our digital footprint and follower base across all social media platforms. FB grew from mere 700 to approximate 30k followers. Instagram grew from 800 to 5k plus. YouTube grew from a meagre 200 to approximate 2k. During the period we along with Maitri team did some clutter breaking advertisements highlighting our USP of superfast internet using celebrities. The agency ensured consistency in communication across mediums.



Future Plans

The Company has the following immediate future plans:

- 1. Marketing activities have been intensified to convert maximum number of competitor digital connections to KCCL by offering attractive STB schemes. Our Company will introduce a scheme for free STB to consolidate and enhance the digital connection base.
- 2. Special focus on marketing in KOCHI city and TRIVANDRUM city to capture untapped market so as to enhance digital cable base in these major cities.
- 3. Expand our market share in areas like Idukki and Wayanad by adopting suitable business strategies.
- 4. Adopt strategies to monetize digital base through various revenue generating business initiatives and tie-up with other platforms.
- 5. Explore all technical options to provide multiple services to our existing digital customers so as to retain the base and revenue in the future.
- 6. Embrace new OTT integration and IPTV technology to ensure smooth convergence into new content platforms supported by high speed internet.
- 7. Explore the possibility of starting digital business in Lakshadweep this FY.

Enhance market share in digital cable service by expanding business in untapped market and to utilize this digital base to convert them for broadband and internet enabled services to ensure consistent business growth in E&M industry.



Notice to Members

Notice is hereby given that the 16th Annual General Meeting (AGM) of the Members of Kerala Communicators Cable Limited (KCCL) will be held on Friday, 22nd September 2023 at 12 Noon (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS

 Adoption of Financial Statements, Board report and Auditor Report

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2023 and the Reports of the Board of Directors and Auditors thereon.

- 2. Declaration of Final Dividend on Equity Shares To declare final dividend on the paid up equity shares at the rate of 5% [i.e. Rs. 05.00/- (Rupees Five Only] per Equity Share of Rs.100/- (Rupees Hundred Only)] each for the financial year ended March 31, 2023.
- 3. To appoint a director in place of the director who retires by rotation

To appoint a director in place of Mr. Cherukadath Sureshkumar (DIN: 06539875) who retires by rotation being eligible, and offers himself for re-appointment.

SPECIAL BUSINESS

4. Re-appointment of Managing Director
To consider and if thought fit, to pass with or
without modification(s), the following resolution
as Ordinary Resolution:

RESOLVED THAT pursuant to Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the Act), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the Articles of Association of the Company, and other applicable provisions if any, of the Act, or any statutory modifications or re-enactment thereof, the approval of

shareholders be and is hereby accorded for the re-appointment Mr. Suresh Kumar Parameswran Palliprayil, (DIN: 02210337), as the Managing Director of the Company for a period of 1 (One) year with effect from 19th December, 2023 to 18th December, 2024 and for payment of remuneration upon such terms and conditions as set out in the Explanatory Statement annexed to this Notice."

RESOLVED FURTHER THAT Mr. Suresh Kumar Parameswran Palliprayil – Managing Director of the Company shall have substantial powers of management of the affairs of the Company, in accordance with the Articles of Association of the Company, the provisions of the Companies Act, 2013 and the rules made there-under (including any statutory modification(s) or re-enactment thereof, for the time being in force) and such powers and duties that may be vested upon him by the Board, from time to time.

RESOLVED FURTHER THAT the Company Secretary of the Company (including any Committee thereof) be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to the above resolutions.

5. Ratification of remuneration to the Cost Auditor for FY 2023–24

To consider and if thought fit, to pass the following Resolution as Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act 2013, the Companies (Audit and Auditors) Rules 2014 [including any statutory modification(s) or re-enactment thereof for the time being in force] and Companies (Cost Records and Audit) Rules 2014 as amended, M/s. Murthy & Co, LLP, practicing Cost Accountants, Bangalore (Firm Registration No. 000648) appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year 2023-24 be paid a remuneration of Rs. 1,50,000/-plus applicable taxes.



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

6. Approval of related party transactions
To consider and if thought fit, to pass the following Resolution as Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date, and the Company's policy on Related Party transaction(s), approval of Shareholders be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/ arrangement(s)/transaction(s) with the related party as and when required within the meaning of Section 2(76) of the Act, for (Purpose of Transaction), on such terms and conditions as the Board of Directors may deem fit, up to a maximum aggregate value of Rs.100 Crores that can be entered for the financial year 2023-24, provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

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

By order of the Board For Kerala Communicators Cable Limited

Sureshkumar PP Managing Director (DIN: 02210337)

Date: 25.08.2023 Place: Ernakulam

Notes:

1. In view of the continuing Covid-19 pandemic

in the country, social distancing norms to be followed and continuing restriction on movement of persons at several places, the Ministry of Corporate Affairs ("MCA") has, vide its General Circular No. Circular No. 02/2022 dated 05th May, 2022 read with Circular No. 20/2020 dated 5th May, 2020 read with Circular No.14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020 and Circular 02/2021 dated 13th January, 2021 (collectively referred to as "MCA Circulars"), permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue and accordingly, in compliance with the provisions of the Companies Act, 2013 (the "Act") and MCA Circulars, Annual General Meeting of the members of the Company (AGM) will be held through VC/OAVM only (hereinafter referred to as "AGM").

- 2. Further, in compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website www.kccl.tv, and also on the website of CDSL https://www.evoting.cdsl.com.
- 3. The Explanatory Statement pursuant to section 102 of the Companies Act 2013 in respect of special business is annexed hereto.
- 4. All documents referred to in the notice provided hereinafter, will also be available for electronic inspection by the members without any fee from the date of circulation of this notice up to the date of AGM i.e., 22.09.2023. Members seeking to inspect such documents can send an email to cs@kccl.tv.
- 5. Since this AGM is being held pursuant to the MCA Circulars referred to above through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
- 6. Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send



- a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email from its registered email address with a copy marked to evoting@cdsl.co.in.
- 7. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank account details such as, name of the bank and branch, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Company's RTA- Integrated Registry Management Services Private Ltd., No. 30 Ramana Residency, 4th Cross, Sampige Road, Malleswaram, Bangalore-560003 (Telephone no. (080) 23460815-818) in case the shares are held by them in physical form.
- 8. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company or Register of Beneficial holders as made available by the depositories, will be entitled to vote at the AGM.
- Members desiring any information with regard to the annual accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Friday 22nd September 2023 through email on cs@kccl.tv.
- 10. Members attending the AGM through "VC"/"OAVM" shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- 11. Since the AGM will be held through "VC"/"OAVM", the Route Map is not annexed in this Notice.
- 12. Dividend as recommended by the Board of Directors, if approved at the AGM, will be paid within the time limit specified under the Companies Act, 2013 to those members whose name appear on the Register of Members as of the close of business hours on Friday, 15th September, 2023. The dividend will be paid through various online transfer modes to the Members who have updated their bank account details. For Members who have not

- updated their bank details, demand drafts /cheques will be sent to their registered addresses once the postal facility is available.
- 13. To avoid delay in receiving the dividend, Members are requested to update their Bank details, such as, name of the bank and branch address, bank account number, MICR code, IFSC code etc., with their depositories (where shares are held in dematerialized mode) and with the Company's Registrar and Share Integrated Transfer Agents Registry Management Services Private Ltd., No. 30 Ramana Residency, 4th Cross, Sampige Road, Malleswaram, Bangalore - 560003 (Tel no.(080) 23460815-818) in case the shares are held by them in physical form (where shares are held in physical mode) to receive the dividend directly into their bank account on the pay-out date.
- 14. Compulsory Transfer of Equity Shares to Investor Education and Protection Fund ("IEPF") Suspense Account:
- 15. Pursuant to the provisions of Sections 124 and 125 of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended), all Equity Shares on which dividend has not been paid or claimed for 7 (seven) consecutive years or more shall be transferred to the Investor Education and Protection Fund (IEPF) authority after complying with the procedure laid down under the said Rules.
- 16. Pursuant to Finance Act, 2020, dividend income will be taxable in the hands of the Members w.e.f. Olst April, 2020 and the Company is required to deduct tax at source from dividend paid to the Members at the prescribed rates. For the prescribed rates for various categories, the Members are requested to refer to the Finance Act, 2020 and amendments thereof.
- 17. Shareholders holding the shares in electronic mode may please note that their dividend would be paid through National Electronic Clearing System (NECS) or Electronic Clearing Services (ECS) at the available RBI locations or NEFT. The dividend would be credited to their bank account as per the mandate given by the Shareholders to their Depository Participant(s). In the absence of availability of NECS/ECS/NEFT facility, the dividend would be paid through warrants and the Bank details as furnished by



the respective Depositories to the Company will be printed on their dividend warrants as per the applicable Regulations. For Shareholders who have not updated their bank account details, Dividend Warrants/Demand Drafts will be sent to their registered addresses subject to normalization of the postal services.

- 18. Shareholders holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. For the safety and interest of the shareholders, it is important that bank account details are correctly provided to the Depository Participants and registered against their demat account.
- 19. Shareholders who have not provided the information regarding bank particulars, are requested to immediately notify the name of the bank and the branch, 9 digits MICR number, 11 digit IFS Code and the nature of account along with a copy of cancelled cheque to RTA, in respect of shares held in physical form and to their Depository Participant in case of shares held in electronic form.
- 20. Pursuant to provisions of the Companies Act 2013, the Members holding shares in physical form are required to convert their shares into dematerialized form, failing which, such shares will be credited to the Suspense Escrow Demat Account of the Company which shall be credited to the Members only upon furnishing their demat details.

By order of the Board For Kerala Communicators Cable Limited

Sureshkumar PP

Managing Director (DIN: 02210337)

Date: 25.08.2023 Place: Ernakulam

Explanatory Statement under Section 102 of the Companies Act, 2013:

ITEM NO.: 04 Re-Appointment of Managing Director

The Board of Directors at their meeting held on 9th considering August, 2023 after the recommendations of Nomination and Remuneration Committee and Audit Committee, subject to the approval of members, re-appointed Mr. Sureshkumar PP, Managing Director (DIN: 02210337), whose term is expiring on 18th December, 2023, for a further period of 1 year effective from 19th December, 2023 to 18th December, 2024.

The Nomination and Remuneration Committee after considering the contribution of Mr. Sureshkumar PP during his tenure as Managing Director, and the vast knowledge and experience he is possessing, recommended his re-appointment for a further period of one year and subsequently, the board of directors re-appointed him as Managing Director of the company for a period one year from 19th December, 2023 to 18th December, 2024 subject to the provisions of section 196, 197 and Schedule V of the Companies Act, 2013.

Terms of Appointment

- 1. Term of office will be from 19th December 2023 to 18th December 2024.
- 2. Monthly remuneration of Rs.60,000/per month.

Information as required under Section (II) (B)(iv) of Part II of Schedule V:

l. General Information:

1. Nature of Industry:

The Company is engaged in the business of cable TV networking, communication cabling, building automation and signal networking, install communication and terminal equipment for providing services related to internets etc.

2. Date or expected date of commencement of commercial production

The Company commenced its commercial production on 11th December, 2007.

- 3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus Not Applicable.
- 4. Financial performance based on given indicators:

	Year	Year
Particulars	ended	ended
	31.03.2023	31.03.2022
Total Income	34,31,175	31,80,241
Total expenditure	30,84,206	29,78,948
Profit/(Loss) before		
interest, depreciation	516,571	386,648
and tax		
Finance cost	0.00	1,834
Depreciation	1,81,666	1,85,355
Profit/(Loss) before tax	3,34,905	2,01,293
Provision for taxation (Net of deferred tax)	1,17,452	83,108
Profit/(loss) after tax	2,17,453	1,18,185
Net comprehensive	2,13,399	1,18,185
income for the year	2,10,099	1,10,100
Total comprehensive	212 200	110105
income for the year	2,13,399	1,18,185

5. Foreign investments or collaborations, if any: Not Applicable

II. Information about the appointee:

1. Background details

Mr. Suresh Kumar Parameswran Palliprayil is a holder of MBA in finance and he has more than 25 years' experience in Cable TV Industry.

2. Past remuneration

The present remuneration of Mr. Sureshkumar PP, Managing Director is Rs.60,000/- per month.

3. Job profile and his suitability

His current term of appointment as a Managing Director of the Company will expire on 18th December 2023. Considering his vast industrial experience and knowledge of various aspects relating to the Company's affairs and long business experience, the Board of Directors is of the opinion that the services of Mr. Sureshkumar

PP is essential for the smooth and efficient running of the business.

4. Remuneration Proposed

+. Remaneration roposea			
Salary		In the scale of Rs. 60,000/- (Rs. Sixty Thousand only) per month.	
Commission on Net Profits		As per Company Rule	
	Perquisites and ot	her components	
a.	Housing	As per Company Rule	
b.	Superannuation	As per Company Rule	
C.	Provident Fund	As per Company Rule	
d.	Medical reimbursement	As per Company Rule	
e.	Food Coupons Allowance	As per Company Rule	
f.	Production Incentive	As per Company Rule	
g.	Technical Literature Allowance	As per Company Rule	
h.	Conveyance	As per Company Rule	
i.	Other Allowances	As per Company Rule	
j.	Leave travel Allowances	As per Company Rule	
k.	Soft Furnishing	As per Company Rule	
l.	Personal Accident Insurance	As per Company Rule	
m.	Encashment of Leave	As per Company Rule	

Note: In case of inadequacy of profits, remuneration in accordance with Schedule V will be paid.

Notes:

Pursuant Section 197 (1) of the Companies Act, 2013, total managerial remuneration payable by a public company to its Directors in respect of any financial year shall not exceed 11% of the Net profits of the Company and the remuneration payable to any one Managing Director or whole time Director or manager shall not exceed 5% of the net profits of the Company.

5. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person

Since the Company falls under unique



segment of cable networking, the comparative remuneration profile with respect to Industry, size of the Company, profile of the position and persons are not available and hence not comparable. However, companies of similar size are paying their Managerial Personnel Rs. 1.5 lakhs to Rs. 3 lakhs per month.

6. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any.

Mr. Suresh Kumar Parameswran Palliprayil as an individual member, holding 0.18% of equity shares of the Company.

- III. Other information
- Reasons of loss or inadequate profits:
 The Company is consistently making profits in the past
- 2. Steps taken or proposed to be taken for improvement
- a. Exploring untapped markets and new business such as IPTV, OTT etc.
- Focusing on cost cutting and improving profitability.

In view of the above, approval of members is sought for re-appointment of Mr. Suresh Kumar Parameswran Palliprayil as Managing Director of the Company and requested to approve the resolution set out in Item No. 04 of the accompanied notice as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel except Mr. Suresh Kumar Parameswran Palliprayil is interested in this resolution.

ITEM NO.:05 Ratification of Remuneration to Cost Auditors for FY 2023–24

Based on the recommendations of the Audit Committee, the Board of Directors of the Company have appointed M/s. Murthy & Co, LLP, practicing Cost Accountants, Bangalore (Firm Registration No. 000648) as the Cost Auditor of the Company for the financial year 2023 - 24 and approved the remuneration payable to them.

Pursuant to the provisions of Section 148 of the Companies Act 2013 read with Rule 14 of the

Companies (Audit and Auditors) Rules 2014, the remuneration payable to the cost auditor should be ratified by the shareholders of the company. Hence, the Board recommends the resolution No: 5, for ratification of the members of the Company.

None of the Directors / Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the resolution.

ITEM NO.:06 Approval of related party transactions

All the Directors of the company are elected from among the operators of the company and hence related party transaction will occur on regular basis. The related parties of the company including directors and their relatives, companies, LLP's and Partnership having common directors/partners are operators/ distributors/ sub-distributors of the company and the transactions with them are in the ordinary course of business.

In order to ensure the business operations of the company are done smoothly, your Company proposes to enter into various transaction(s) with related parties. The total value of the proposed transaction(s) could reach for Rs.100 Crore during financial year 2023-24. Section 188 of the Act and the applicable Rules framed thereunder provide that any Related Party Transaction will require prior approval of shareholders through ordinary aggregate resolution, if the value transaction(s) crosses the limit as prescribed under the Act. Hence, approval of the shareholders is being sought for the said Related Party Transaction(s) proposed to be entered into by your Company with various related parties in the financial year 2023-24 up to an aggregate amount of Rs.100 crore.

All the directors and Key Managerial Personals except Company Secretary are interested in the resolution.

The Board of Directors recommends passing of the resolution as set out at item no. 6 of this Notice as an Ordinary Resolution.

By order of the Board For Kerala Communicators Cable Limited

Sureshkumar PPManaging Director



Information required to be furnished under Secretarial Standards - 2 on General Meetings

Name of Director	Mr. Suresh Kumar Parameswran Palliprayil
Age	47 Years
Qualification	MBA Finance
Experience in functional area	More than 25 years of experience in cable TV industry
Directorship in other Companies as on	1. Kerala Vision Broad Band Limited
31.03.2023	2. KV-TEL Media Private Limited
Terms & Conditions of appointment	As per Resolution No. 4
Remuneration	Rs.60,000/- per month
Date of first appointment	27.09.2012
Shareholding	0.18%
Relationship with other directors	Nil
No. of Board Meeting attended	Held during the year - 7 Attended during the year - 7
Membership / Chairmanship of Committees	CSR Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee

Information required to be furnished under Secretarial Standards - 2 on General Meetings

Name of Director	Mr. Cherukadath Sureshkumar
Age	53 years
Qualification	Bcom
Experience in functional area	More than 25 years of experience in cable TV industry
Directorship in other Companies as on	Keralavision Channel Broadcasting Limited
31.03.2023	2. TMC Digital Private Limited
Terms & Conditions of appointment	As per Resolution No. 3
Remuneration	Rs.40,000/- per month
Date of first appointment	25.09.2013
Shareholding	0.06%
Relationship with other directors	Nil
No. of Board Meeting attended	Held during the year - 7 Attended during the year - 7
Membership / Chairmanship of Committees	Nil



THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

The voting period begins on Tuesday 19th September, 2023 at 9.00 a.m. (IST) and ends on Thursday 21st September, 2023 at 5.00 p.m. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (i.e. 15th September, 2023) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories / Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

3. In terms of SEBI circular no.SEBI/HO/CFD/CMD/CIR/P/2020/242dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method	
Individual Shareholders holding securities in Demat mode with CDSL Depository	 Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is 	



Type of shareholders	Login Method
	available at cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in Demat mode with NSDL Depository	If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting



Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Help Desk Details	
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33	
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30	

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- 4. Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.
- 1. The shareholders should log on to the e-voting website www.evotingindia.com.
- 2. Click on "Shareholders" module.
- 3. Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4. Next enter the Image Verification as displayed and Click on Login.

- 5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6. If you are a first-time user follow the steps given below:



	For Physical shareholders and other than individual shareholders holding shares in Demat.		
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.		
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.		

- 5. After entering these details appropriately, click on "SUBMIT" tab.
- 6. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- 7. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 8. Click on the EVSN for the relevant Company Name i.e Kerala Communicators Cable Limited on which you choose to vote.
- 9. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- 10. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- 11. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A

- confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- 12. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- 13. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- 14. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- 15. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- 16. Additional Facility for Non- Individual Shareholders and Custodians-For Remote Voting only.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will



- be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- · Alternatively Non Individual shareholders are

required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@kccl.tv, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

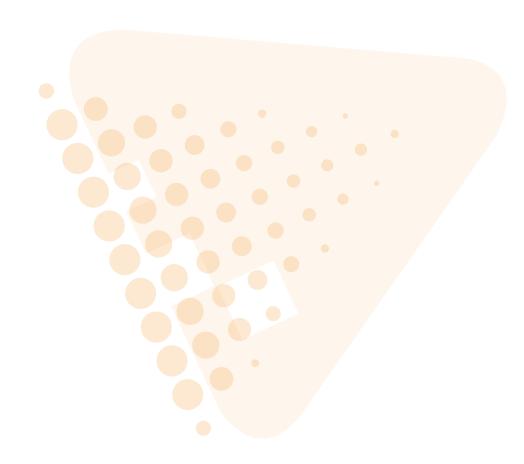
- The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
- The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- 3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
- 4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- 5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- 7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 2 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@kccl.tv. shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 2 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@kccl.tv. These queries will be

- replied to by the company suitably by email.
- 8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
- 10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.



PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

- For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id i.e giri@integratedindia.in or cs@kccl.tv.
- 2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
- 3. For Individual Demat shareholders Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.
- 4. If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
- 5. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.





Board's Report

Dear Shareholders,

The Board of Directors are pleased to present Annual Report 16th of Kerala (KCCL) Communicators Cable Limited with the Audited Financial together Statements of your Company for the Financial Year ('FY') ended March 31, 2023.

1. Financial Summary and Highlights

The Company's financial performance for the year ended March 31, 2023 is summarised below:

Amount in Thousands

/ integral in the acane			
Particulars	FY 2022-23	FY 2021-22	
Revenue from operations	33,86,932.49	31,62,897.19	
Other income	44,242.55	17,344.00	
Total Income	34,31,175.04	31,80,241.19	
Total Expense	30,84,206.30	29,78,266.70	
Profit/loss before Depreciation, Finance Costs,Exceptional items and Tax Expense	5,28,635.01	3,88,800.57	
Less: Depreciation Amortisation/ Impairment	1,81,666.27	1,85,354.65	
Profit /loss before Finance Costs, Exceptional items and Tax Expense	3,46,968.74	2,03,445.92	
Less: Finance Costs	0.00	1,471.44	
Profit /loss befor Exceptional items and Tax Expense	3,46,968.74	2,01,974.48	
Add/(less): Exceptional items	(12,063.54)	(681.18)	
Profit /loss before Tax Expense	3,34,905.20	2,01,293.31	
Less: Tax Expense (Current & Deferred)	1,17,452.22	83,107.96	
Profit /loss for the year	2,17,452.98	1,18,185.34	

Financial Performance

The period under review has been the toughest and challenging time for the

Company due to the stiff competition from diversified content delivery platforms like DTH, OTT as well as from social media with the potential for a massive customer churn. The industry as a whole is on downhill phase post implementation of the Tariff order in 2019. Despite, these roadblocks we have ended the financial with an all-time record turnover at Rs.343.12 Crore. Highlights of the Company's standalone financial performance for the year ended March 31, 2023 are:

- The Company has generated a total revenue of Rs.343.12 Crore during the year under review compared to the previous year's revenue of Rs.318.02 Crore.
- The total expenditure including depreciation and amortization expenses was Rs. 308.42
 Crore compared to Rs. 297.82 Crore of previous year.
- The Company has earned a net profit after tax amounting to Rs. 21.75 Crore during the year against Rs.11.81 Crore during the previous year.

Financial Ratios

Ratio	FY 2022-	FY 2021-
Ratio	23	22
Current Ratio	01.94	01.98
Debt-Equity Ratio	0.00	0.00
Debt Service Coverage Ratio	0.00	0.00
Return on Equity Ratio	18.00	15.00
Inventory turnover ratio	02.71	04.69
Net profit ratio	06.00	04.00
Return on Capital employed	18.00	11.00
Return on investment	07.00	09.00

2. State of Company's Affairs

1. Business Growth

Our company could achieve substantial business growth during the last FY which has lead to initiatives to provide better service and product experience to our strong digital customer base.

During the previous FY, our Company could retain the first position among the MSOs in Kerala on the basis of digital connection base, attaining the



sixth position among the MSOs in India with a connection base of 3225535 cable connections (Assigned STBs). Despite the impact of convergence of digital to telecom and connection loss due to the emergence of OTT platforms, our Company could retain digital connection base with the support of effective customer service by our operators, aided by attractive packages introduced by KCCL. Our Company has formulated effective strategies to convert in our favour maximum number of competitor digital connection to maintain positive growth. Our active digital connection base has declined slightly to 24,11,989 as on 31-3-2023 as compared to 24,28,031 as on 31-3-2022 (a decrease of 16,042 connections). Though we faced stiff competition from DTH and also from the OTT platforms, we could sell 279,572 no's of STB during the last FY as compared to 214446 STB during the previous FY. There was a steep increase in STB sales due to customer conversion from new untapped areas in Kerala state.

The convergence of cable TV to telecom and the emergence of OTT platforms have resulted in a slight reduction of the digital customer base. However, we have captured new areas and new competitor operators during the year and it aided retention of our connection base, despite all the constraints. Our strategy of offering basic common digital packages with affordable prices and STB loan scheme support through our operators has helped us retain the digital customer base. KCCL reported revenue of INR 3,43,11,75,039/- as on March 2023, compared to previous year revenue of INR 3,18,02,40,000/-. There has been growth in revenue of INR 25,09,35,039/- compared to the previous year despite the impact of OTT proliferation. Thanks to the guidance and support of Cable TV Operators Association (COA) it has been possible to withstand competition from both corporate MSOs and broadcasters. We are providing signal to 7110 (Last year it was 6510) Local Cable Operators (LCO) through 30 KCCL Distributors and 168 sub-distributors. During the previous years, we took aggressive steps to capture KOCHI and TRIVANDRUM markets and our efforts have been fruitful. Many major deals have been concluded and these will contribute

towards the business growth in the next FY

2. Future of Digital Cable Service and KCCL

Cable TV sector is facing stiff competition from diversified content delivery platforms like OTT and social media and experiencing massive customer churn. Now the subscriber base of the cable TV industry is declining as customers are shifting to other alternatives which seems to be more convenient to them. As per the report of FICCI, from 131 million homes using cable and DTH in 2020, it has fallen to 120 million in 2022 and it is estimated to go down further to 116 million by 2025. The advent of OTT platforms, Free Dish by Government and TRAI regulation which is not conducive for this sector adversely affected connection growth. While OTT platforms owned by broadcasters are providing same channel content at cheaper rate to customers, they are forcing MSOs to pay higher prices by the way of their own bouquet including non-popular channels. TRAI regulates cable TV which binds them in terms of prices, network capacity fees and discounts but there is no such rules for OTT. There is general opinion in the industry that if DPSs are allowed to break broadcasters' bouquet commensurate with the regional demand of customers we will be able to control churn to an extent and save this industry. Despite all the aforesaid negative impacts, KCCL could retain connection base to an extent by capturing untapped market and with the support of dedicated operators to get new customers.

3. Digital Head End Up-gradations

Completed tasks encompass the successful integration of LRIPL Pro CAS, modifications to OTA processes, and the accomplishment of the OTA phase. The effective execution of Head end Hardware revamping phases 1 and 2 resulted in an augmented channel capacity and it will enhance the customer viewing experience. The seamless transition of servers to a hyper-converged infrastructure and the robust enhancement of network security through the successful implementation of firewalls were the major initiatives taken during last financial year. The expansion of the CDN node under Kannur NOC has also materialized



during last FY... Looking ahead, our Company's ongoing initiatives include the development of the Kerala Vision OTT platform, featuring a private CDN and seamless integration of numerous third-party OTT partners which is being projected to exceed 15 in number. Our Company is also incorporating comprehensive features such as OWN VOD, SVOD, AVOD, and TVOD. Furthermore, we are poised to elevate the DVB-C model's channel count to an impressive 500, with a steadfast commitment to continuous advancement. Notably, the OTT application will extend its reach to commercial customers including hotels, hospitals, resorts, and similar establishments.

4. Sales Promotion Initiatives

Last year we had on-boarded Maitri Advertising Works Pvt Ltd as our marketing communication and digital agency in September 2022 in order to enhance our sales promotion activities in a highly professional manner. The agency guided us on the importance of sticking to brand colors, setting layout templates and ensuring consistency in messages. The agency through their creative approach and diaital interventions helped Kerala vision to grow and increase our digital footprint and follower base across all social media platforms. FB grew from mere 700 to approximate 30k followers. Instagram grew from 800 to 5k plus. YouTube grew from a meagre 200 to approximate 2k. During the period we along with MITRI team did clutter breakina some advertisements highlighting our USP of superfast internet using celebrities. The agency ensured consistency in communication across all mediums.

5. Future Plans

The Company has the following immediate future plans:

- Marketing activities have been intensified to convert maximum number of competitor digital connections to KCCL by offering attractive STB schemes. Introduction of STB free schemes to increase and retain digital connection base.
- Special focus on marketing in KOCHI city and TRIVANDRUM city to capture untapped market so as to enhance digital cable base

in these major cities.

- Focus on expanding market share in areas like Idukki and Wayanad by adopting suitable business strategies.
- Adopt strategies to monetize digital base through various revenue generating business initiatives and tie-up with other platforms.
- Exploring all technical options to provide multiple services to our existing digital customers so as to retain the base and revenue in the future.
- Embrace new OTT integration and IPTV technology to ensure smooth convergence into new content platforms supported by high speed internet.
- Exploring the possibility of starting digital business in Lakshadweep this FY.
- Enhance market share in digital cable service by expanding business in untapped market and to utilize this digital base to convert them for broadband and internet enabled services to ensure consistent business growth in E&M industry.

Our Company will continue to be responsive to the market and fast on our feet. Considering stiff competition from Corporates and the advent of new technology, KCCL will adopt innovative technologies and be competitive in the market to retain and grow its customer base and revenue growth. The strong network of local cable operators, guidance and support from COA, and the support of strong distributors, and dedicated manpower are the strengths of our Company, and we are fully confident to survive and prosper in the industry successfully.

3. Amount, if any, which the Board proposes to carry to any Reserves

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

4. Dividend

The Board recommends dividend at the rate of 5% (Rs.5/- per equity share of ₹ 100/- each) as the final dividend for the financial year ended on 31st March, 2023. Subject to the approval of shareholders, the dividend will be paid on or



after 23rd September, 2023 to the shareholders, whose name appears on the Register of Members / Beneficial Owners as on Friday, 15th September, 2023 the Record Date as fixed for the purpose of payment of Dividend. The said dividend, if approved by the Members, would involve cash outflow of Rs.7.81 Crore.

In terms of the provisions of the Income Tax Act, 1961, the dividend, if declared, will be taxable in the hands of the shareholders subject to tax deduction at source at the applicable rates.

5. Change in Nature of Business

The Company is engaged in the business of cable networking, communication cabling, building automation and signal networking, install communication and terminal equipment for providing services related to internets etc. During the year under review there was no change in the nature of the business of the Company.

6. Material changes and commitments

There have been no material changes and commitments, which affect the financial position of the company which have occurred between the end of the financial year to which the financial statements relate and the date of this Report.

7. Capital and Debt Structure

The present authorised capital of the company is Rs. 2,00,00,00,000 /- (Rupees Two Hundred Crore only) divided into 2,00,00,000 (Two Crore) equity shares Rs.100/- (Rupees Hundred only) each.

During the period under review, the company has issued and allotted 77,90,655 Equity Shares of Rs.100/- each as bonus shares in the ratio of one share each against one share held and these have since been credited to their respective demat accounts. The shareholders who have dematted their existing holding got credit of bonus shares and the shares of those who have not dematted their existing shares have been kept in an escrow demat account and the respective shares will be transferred to these shareholders as and when they complete the demat process.

The shares so allotted rank pari-passu with the existing share capital of the Company. As a result of such allotment, the issued, subscribed and paid up share capital of the Company has been increased to Rs.1,56,18,71,000/- (Rupees One hundred and fifty six lakhs seventy one thousand only) divided into 1,56,18,710 (One Crore Fifty Six Lakh Eighteen Thousand Seven Hundred and Ten) equity shares of Rs.100/- (Rupees Hundred only) each.

Expect as stated herein, there was no other change in the share capital of the Company. The company is a zero debt company and hence there is no outstanding as on date.

8. Credit Rating

The company has not obtained credit rating till date from any agencies.

9. Unpaid Dividend and Investors Education and Protection Fund

During the year under review, the Company was not required to transfer any amount to the Investor Education and Protection Fund under sub-section (2) of section 125 of the Act and the IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016. The Company has displayed in its website the details of unpaid dividend in accordance with Section 124(2) of the Companies Act, 2013.



10. Directors and Key Managerial Personnel Composition

The composition of the Board of Directors and Key Managerial Personnel (KMP) as at the end of the Financial Year is as below:

SI. No.	DIN/PAN	Name of the director/KMP	Category
1	00789736	Mechery Aboobacker Sidhique	Executive Director
2	02210337	Suresh Kumar Parameswran Palliprayil	Managing Director
3	00790542	Vijayakrishnan Krishnan Nair	Executive Director
4	06539875	Cherukadath Sureshkumar	Executive Director cum CFO
5	07092848	Sasi Keezhattupurathillam	Independent Director
6	09691372	Sharan Vidhyadharan Pradan	Independent Director
7	EYCPS6975L	Shinumon KS	Company Secretary

During the Financial Year under review, following changes occurred in the composition of Board and KMP.

- Mrs. Sharan Vidhyadharan Pradan (DIN: 09691372)
 was appointed as the Independent Director of the
 Company at the board meeting held on 25th July,
 2022 and she is regularized as Independent
 Director of the Company at the Annual General
 Meeting held on 23rd September, 2022 to hold
 office for a period of 5 years with effect from 25th
 July, 2022.
- Mrs. Jayasree Ambadi (ICSI Membership No. A64476) resigned from the post of Company Secretary on 31st August, 2022.
- Mr. Mechery Aboobacker Sidhique (DIN: 00789736)
 who was liable to retire by rotation at the Annual
 General Meeting (AGM) held on 23rd September,
 2022, was reappointed as Director of the
 Company at the AGM.
- Mr. Shinumon KS (ICSI Membership No.A46508) was appointed as Company Secretary of the company with effect from 1st September, 2022.

There is no change in the Board of Directors & Key Managerial Personnel of your company during the financial year 2022–23 except as mentioned above.

During the year under review, the Directors have complied with the Code of Conduct for Directors and senior management personnel formulated by the company.

Mr. Cherukadath Sureshkumar (DIN: 06539875), who retires by rotation at the ensuing Annual General Meeting is sought to be reappointed as director of the company based on recommendation of Nomination and Remuneration Committee subject to the approval of shareholders at the ensuing Annual General Meeting.

11. Declaration By Independent Directors

The independent directors have submitted their declaration of independence, as required under section 149(7) of the Companies Act 2013 stating that they meet the criteria of independence as provided in section 149 (6) of the Companies Act 2013, as amended time to time. The independent directors have also confirmed compliance with the provisions of the rule 6 of Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended, relating to inclusion of their name in the databank of independent directors.

The Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Act during the period under review. In the opinion of the Board, the Independent Directors are persons with integrity, expertise and experience in the relevant functional areas.

12. Annual Evaluation of the Performance of the Board & Committees

The Board had evaluated its performance on various parameters such as Board composition and structure, effectiveness of board processes, effectiveness of flow of information, etc. The aspects covered in the evaluation included the contribution to and monitoring of corporate governance practices,



participation in the long-term strategic planning and the fulfillment of Directors' obligations and fiduciary responsibilities, including but not limited to, active participation at the Board and Committee meetings 08.08.2022, 27.09.2022, 27.10.2022 and 24.02.2023 and all members of the committee participated in all the meetings.

13. Board Meetings

During the year the Board met 7 times on 13.04.2022, 12.07.2022, 25.07.2022, 08.08.2022, 27.09.2022, 27.10.2022 and 24.02.2023.

The attendance of the directors at the board meetings during the year is given below:

SI. No.	Name of the Director	No. of meetings entitled to attend	No. of meetings attended
1	Mr. Mechery Aboobacker Sidhique	7	7
2	Mr. Suresh Kumar Parameswran Palliprayil	7	7
3	Mr. Vijayakrishnan Krishnan Nair	7	7
4	Mr. Cherukadath Sureshkumar	7	7
5	Mr. Sasi Keezhattupurathillam	7	7
6	Ms. Sharan Vidhyadharan Pradan	4	4

14. Committees

In compliance with the provisions of Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the company has re-constituted Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Stakeholder Relationship Committee of the Board of Directors at the board meeting held on 27th October, 2022.

a. Audit Committee

The Audit Committee comprises of the following directors as its members:

- 1. Mr. Sasi Keezhattupurathillam Chairman
- 2. Mrs. Sharan V Pradan Member
- 3. Mr. Aboobacker Siddique Member

The Audit Committee Meetings were held on 13.04.2022,

During the year under review, all recommendations made by the Audit Committee have been accepted by the Board. The Chairman of the Audit Committee was present at the previous Annual General Meeting.

b. Corporate Social Responsibility (CSR) Committee

The CSR Committee comprises of the following directors as its members:

- 1. Mr. Sasi Keezhattupurathillam Chairman
- 2. Mrs. Sharan V Pradan Member
- 3. Mr. Sureshkumar P P Member
- 4. Mr. Mechery Aboobacker Sidhique Member

The CSR Committee Meetings were held on 13.04.2022 and 24.02.2023 and all members of the committee participated in all the meetings.

During the year under review, all recommendations made by the CSR Committee have been accepted by the Board. The Chairman of the CSR Committee was present at the previous Annual General Meeting.

c. Nomination and Remuneration Committee

The Nomination and Remuneration Committee (NRC) comprises of the following directors as its members:

- 1. Mr. Sasi Keezhattupurathillam Chairman
- 2. Mrs. Sharan V Pradan Member
- 3. Mr. Sureshkumar P P Member
- 4. Mr. Mechery Aboobacker Sidhique Member

The NRC Meetings were held on 13.04.2022, 12.07.2022 and 08.08.2022 and all members of the committee participated in all the meetings.

During the year under review, all recommendations made by the CSR Committee have been accepted by the Board. The Chairman of the Nomination and remuneration Committee was present at the previous Annual General Meeting.

d. Stakeholder Relationship Committee

The Stakeholder Relationship Committee (SRC) comprises of the following directors as its members:



- 1. Dr. Sasi Keezhattupurathillam Chairman
- 2. Mr. M Aboobacker Sidhique Member
- 3. Mr. Sureshkumar PP Member

The NRC Meetings were held on 12.5.2022, 30.11.2022, 18.01.2023, 24.02.2023 and 30.03.2023 and all members of the committee participated in all the meetings.

During the year under review, all recommendations made by the CSR Committee have been accepted by the Board. The Chairman of the Stakeholder Relationship Committee was present at the previous Annual General Meeting.

15. General Meetings

Annual General Meeting of the company was held on 23rd September, 2022 through Audio-Visual means and no other meeting of the members were held during the period under review.

16. Company's Policy on Directors' Appointment and Remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under Sub-Section (3) of Section 178:

The Company has constituted the Nomination and Remuneration Committee as per the provisions of Section 178 and formulated the policy relating to appointment of directors, payment of managerial remuneration, Director's qualifications, positive attributes, independence of Directors and other related matters as provided under section 178(3) of the Companies Act, 2013. The Company's policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided in Section 178(3) of the Act is available on our website www.kccl.tv

We affirm that remuneration paid to the directors is as per the terms laid out in the Nomination and Remuneration Policy of the Company.

17. Directors' Responsibility Statement

Pursuant to Section 134(3)(c) of the Companies Act, 2013 the Board of Directors of the Company hereby confirms that-

 In the preparation of the annual accounts for the year ended 31.03.2023, the applicable Accounting Standards have been followed along with proper

- explanation relating to material departures;
- The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- 4. The directors have prepared the annual accounts on a going concern basis; and
- The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

18. Internal Financial Control System

The Company has in place proper and adequate internal financial control systems and standards commensurate with the size of the Company and nature of its business. The Internal audit is entrusted with M/s. PK Jayan & Associates, a firm of Chartered Accountants, Thrissur. The Company has an Audit Committee, comprising of well experienced Independent Directors undertaking regular review of financial and risk management policies, significant audit findings, the adequacy of internal controls and compliance with the applicable accounting standards.

19. Statutory Auditors

M/S. K RAJAN & CO. Chartered Accountants FRN: 012249S were appointed as Statutory Auditors for a period of 5 years in the 12th Annual General Meeting held on 27th September 2019 to hold the office till the conclusion of 17th Annual General Meeting of the Company in terms of provisions of Section 139(1) of Companies Act, 2013. Hence, they were continuing as the auditors of the company during the period under review.

20. Secretarial Audit

M/s. Joseph and Chacko LLP, a firm of Company Secretaries in practice, were appointed as secretarial auditors of the company for the financial year 2022-23



pursuant to Section 204 of the companies' act, 2013. The Secretarial Audit report submitted by them in the prescribed form MR-3 is annexed to this report as Annexure –IV and forms part of the same.

21. Cost Records & Audit

The Provision of cost audit as per section 148 is applicable on the company. M/s Murthy & Co LLP, a firm of Cost and Management Accountants in practice, were appointed as cost auditors of the company for the financial year 2023-2024 pursuant to the provision of Sec 148 of the Companies Act, 2013 and The Companies (Cost Records and Audit) Rules, 2014 and other applicable provisions if any of the Companies Act 2013.

22. Internal Audit

M/s. PK Jayan & Associates, a firm of Chartered Accountants, Thrissur were appointed as Internal Auditor of the company for the financial year 2023-2024 pursuant to Section 138 of the Companies Act, 2013.

At the beginning of each financial year, an audit plan is rolled out with approval by the Company's audit committee. The plan is aimed at evaluation of the efficacy and adequacy of internal control systems and compliance thereof, robustness of internal processes, policies and accounting procedures and compliance with laws and regulations. Based on the reports of internal audit, process owners undertake corrective action in their respective areas. Significant audit observations and corrective actions are periodically presented to the audit committee of the Board.

23. Explanations in Response to Auditors' Qualifications

The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments. There was no qualifications, reservations or adverse remarks made by the either by the Auditors or by the Practicing Company Secretary in their respective reports.

24. Fraud Reporting

Your Company has not entered into transactions which are fraudulent, illegal or violative of the Company's Code of Conduct. During the period under review no frauds have occurred in the Company and no frauds were reported by the auditors of the Company.

25. Information about Subsidiary/ Joint Venture/ Associate Company

The detail of subsidiary and associate company are given below:

SI. No	Name and Address of the Company	CIN/GIN	Holding/ Subsidiary/ Associate	% of shares held	Applica- ble Section
01	KV-TEL Media Private Limited	U64200KL2015PTC039101	Associate	32.26	2(6)
02	Media Plus Signals Private Limited	U64200KL2015PTC039101	Associate	31.97	2(6)
03	Kozhikode Digital and Broadband Pvt Ltd	U64200KL2012PTC032350	Associate	37.59	2(6)

Statement containing salient features of financial statements of subsidiaries and associate companies in Form AOC-1 is enclosed herewith as Annexure-I to this report.

26. Deposits

The Company has neither accepted nor renewed any deposits which were not in compliance with the requirements of Chapter V of the Companies Act, 2013.

27. Loans, Guarantees and Investments

The Company has not given any loan, provided any guarantee/security in connection with any loan and has not made any investments covered under Section 186 of the Companies, Act 2013 during the year under review.

The Company has made investments which are covered by section 186 of the Companies Act and the provisions of the aforesaid section are complied with.

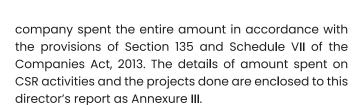
28. Related Party Transactions

The company has entered into related party transactions during the period under review and complied with the provisions of the Act. Particulars of contracts or arrangements with the related parties as per section 188(1) of the Companies Act, 2013 in the prescribed Form AOC-2 is attached to this Report as Annexure - II.

29. Corporate Social Responsibility

As per the provisions of section 135 of the Companies Act, 2013, the company has to spend at least 2% of the average net profits of the company made during the three immediately preceding financial years in pursuance of its Corporate Social Responsibility Policy. The company has Corporate Social Responsibility policy.

The amount earmarked for CSR expenditure during the financial year 2022-23 was Rs.61,85,825/- and the



30. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

1. Conservation of Energy:

Since the company is not an energy intensive industry, the particulars as prescribed under section 134(3)(m) read with sub Rule 3 or Rule 8 of the Companies (Accounts) Rules, 2017, are not set out in this Board Report. Nevertheless, the Company is taking adequate steps to conserve and minimize use of energy wherever it is possible

2. Technology Absorption:

Technology mapping being done by benchmarking with competitor products, engineers' participation to various technical conferences & exhibitions. Your Company is committed towards technology driven innovation and lays strong emphasis on inculcating an innovation driven culture within the organization. During the year under review, your Company continued to work on technology upgradation and capability development.

3. Foreign Exchange Earnings and Outgo:

The foreign exchange earnings and out flow during the year are as follows:

Foreign exchange earnings and outgo	2021-22	2020-21
Foreign Exchange earnings	-	-
Foreign Exchange outgo	722.22	609.14

31. Risk Management

Risk management is embedded in your Company's operating framework. Your Company believes that managing risks helps in maximizing returns. The Company's approach to addressing business risks is comprehensive and includes periodic review of such risks and a framework for mitigating controls and reporting mechanism of such risks. Board of Directors regularly review risks and threats and takes suitable steps to safeguard its interest and that there is no element of risk identified that may threaten the existence of the Company.



32. Disclosure on Vigil Mechanism

The provisions of Section 177 of the Companies Act, 2013 relating to Vigil Mechanism is not applicable to the company. However, the company has established a mechanism for directors and employees to report their concerns about unethical behavior. The mechanism provides for adequate safeguards against victimization of Director(s)/ Employee(s) who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee in appropriate or exceptional cases. No personnel have been denied access to the Chairman of the Audit Committee, for making complaint on any Integrity issue.

33. Details of significant and material orders passed by the regulation or courts or tribunals impacting the going concern status and companies operations in future.

There were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

34. Compliance with Secretarial Standards

The Directors state that applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to Meetings of the Board of Directors' and 'General Meetings' have been duly complied with by the Company.

35. Annual Return

The Annual Return for the Financial Year ended March 31, 2023 as required under Section 92 and Section 134 of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 will uploaded on the Company's website on the date of filing of the same with the Registrar of Companies and thereafter the same can be viewed by the stakeholders at www.kccl.tv.

36. Disclosure as Required under Section 22 of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has zero tolerance policy for sexual harassment at workplace and is committed in providing and promoting a safe and healthy work environment for all its employees. During the period under review, no complaints were received or disposed off as envisaged



under Sexual Harassment of Women at workshop (prevention, Prohibition and redressal) Act, 2013.

37. Particulars of employees

The provisions relating to Section 197(12) read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to the company.

38. Human Resource

Human resource is considered as the face and mind of the organisation which contribute to the successful journey of the company. The Company regards the employees as its core strength and hence implemented KRA and ERP to build a strong work culture and professionalism that will contribute to the success of the organisation and employee morale.

a. KRA Implementation through HRMS

To bring more professionalism in employee engagements and to enhance employee productivity, our Company had implemented HRMS software during 2020-21 which enabled a single site transaction for all HR-related activities. During the last financial year, we could streamline HRMS effectively to implement maximum HR and Administrative functions smoothly. In order to have a proper productivity analysis of our employees and to create career growth opportunities commensurate with their performance, Company could implement salary revision and promotions by KRA performance evaluation process through HRMS software successfully. Company could communicate its business target and quality of service parameters to all our employees through this system. It is a great leap in the right direction of enhancing employees' productivity and hence the Company's productivity.

b. Enterprise Resource Planning (ERP)

In order to integrate the activities of different departments for better analysis and reporting our Company has implemented Enterprise Resource Planning (ERP). We have already migrated Finance management to the ERP system and will migrate inventory and CRM at the earliest so that major departments will be migrated to the ERP system during this Financial Year.

Details of Application made or any proceeding pending under the Insolvency and Bankruptcy Code 2016

There is no application made or any proceeding

pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year.

40. 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.

- Issue of equity shares with differential right as to dividend, voting or otherwise.
- Issue of shares (including sweat equity shares) to employees of the company under any scheme.
- 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.
- Receipt of any commission by MD / WTD from the Company or for receipt of commission/ remuneration from its Holding or subsidiary.
- Corporate Governance Report under Clause 49 of the Listing Agreement.

41. Acknowledgement

Your Directors wish to place on record their appreciation and acknowledgement with gratitude, the support and co-operation extended by the Operators, Distributors, Sub-distributors, Broadcasters, Suppliers, COA office bearers, Banks, Auditors, all dedicated employees of Keralavision and look forward to their continued support. Your Directors also thank all our valuable more than 3 Million Subscribers who have supported us to become the number one service provider of Kerala in both Digital and Broadband.

For and On behalf of the Board of Directors

Mechery Aboobacker Sidhique

Executive Director

DIN: 00789736

Suresh Kumar P P

Managing Director

DIN: 02210337



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.

Part "A": Subsidiaries

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

SI.	Particulars	Details
No.		
1.	Name of the subsidiary	NA
2.	Reporting period for the	NA
	subsidiary concerned, if different	
	from the holding company's	
	reporting period	
3.	Reporting currency and	NA
	Exchange rate as on the last	
	date of the relevant Financial	
	year in the case of foreign	
	subsidiaries	
4.	Share capital	NA
5.	Reserves & surplus	NA
6.	Total Assets	NA
7.	Total Liabilities	NA
8.	Investments	NA
9.	Turnover	NA
10.	Profit before taxation	NA
11.	Provision for taxation	NA
12.	Profit after taxation	NA
13.	Proposed Dividend	NA
14.	% of shareholding	NA

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	e of Associate Company	Kozhikode Digital And Broadband Pvt. Ltd.
1.	Latest audited Balance Sheet Date	March 31, 2023
2.	Shares of Associate held by	
	the company on the year end	
i.	Number of Shares	50 shares of Rs.10000/- each
ii.	Amount of Investment in	Rs.5,00,000 /-
	Associates/Joint Venture	
iii.	Extend of Holding%	37.59%
3.	Description of how there is	Shareholding of 37.59 % of paid-up share
	significant influence	capital.
4.	Reason why the	
	associate/joint venture is not	NA
	consolidated	
ხ.	Net worth attributable to	Rs. 6,89,749/-
	shareholding as per latest audited Balance Sheet	RS. 0,89,749/-
6	Profit/Loss for the year	
0.	Tony Loss for the year	
i.	Considered in Consolidation	Rs. 3,13,451/-
ii.	Not Considered in	
	Consolidation	

- Names of subsidiaries which are yet to commence operations NIL
 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	e of Associate Company	Media Plus Signals Private Limited
1.	Latest audited Balance Sheet	March 31, 2023
	Date	
2.	Shares of Associate held by	
	the company on the year end	
i.	Number of Shares	195 shares of Rs.10,000/- each
	A manufact lay contract in	Do 10 FO 000 /
ii.	Amount of Investment in	Rs.19,50,000/-
	Associates/Joint Venture	
iii.	Extend of Holding%	31.97 %
3.	Description of how there is	Shareholding of 31.97% of paid –up
	significant influence	share capital
4.	Reason why the	
	associate/joint venture is not	NA
	consolidated	
5.	Net worth attributable to	
	shareholding as per latest	Rs.23,78,888/-
	audited Balance Sheet	
6.	Profit/Loss for the year	
		,
i.	Considered in Consolidation	Rs. 5,49,000/-
ii.	Not Considered in	
11.	Consolidation	
	CONSONICATION	

- 1. Names of associates or joint ventures which are yet to commence operations NIL
- 2. Names of associates or joint ventures 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	e of Associate Company	KV-TEL Media Private Limited
1.	Latest audited Balance Sheet Date	March 31, 2023
2.	Shares of Associate held by the company on the year end	
i.	Number of Shares	15,00,000 shares of Rs.10/- each
ii.	Amount of Investment in Associates/Joint Venture	Rs.1,50,00,000 /-
iii.	Extend of Holding%	32.26%
3.	Description of how there is	Shareholding of 32.26% of paid-up
	significant influence	share capital.
4.	Reason why the associate/joint venture is not consolidated	NA
5.	Net worth attributable to	
	shareholding as per latest	Rs.1,08,46,476/-
	audited Balance Sheet	
6.	Profit/Loss for the year	
i.	Considered in Consolidation	Rs1,23,32,020/-
ii.	Not Considered in Consolidation	

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

For and on behalf of Board of Directors

Mechery Aboobacker Sidhique Executive Director DIN: 00789736

Suresh Kumar P P Managing Director DIN: 02210337



ANNEXURE-II

Related Party Transactions:

Particulars of contracts or arrangements with related parties referred to in section 188(1) are as follows:

Form No. A	OC-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)		
1. Details of contracts or arrangements or transactions not at arm's length basis		
(a) Name(s) of the related party and nature		
of relationship	-NA-	
(b) Nature of contracts/ arrangements/	N/A	
transactions	-NA-	
(c) Duration of the contracts /		
arrangements/ transactions	-NA-	
(d) Salient terms of the contracts or		
arrangements or transactions including the	e -NA-	
value, if any		
(e) Justification for entering into such	NIA	
contracts or arrangements or transactions	-NA-	
(f) date(s) of approval by the Board	-NA-	
(g) Amount paid as advances, if any:	-NA-	
(h) Date on which the special resolution was		
passed in general meeting as required -NA-		
under first proviso to		

2. Details of material contracts or arrangement or transactions at arm's length	
basis	
(a) Name(s) of the related party and nature	KV-Tel Media Private Ltd
of relationship	Associate Company
(b) Nature of	Payments given, Sales, Paid through
contracts/arrangements/transactions	them, Received from them
(c) Duration of the contracts / arrangements/transactions	Ongoing
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	Opening Balance Debit Rs. 302,86,770 /- Sold to them Debit Rs. 6,39,680/- Closing Balance Debit Rs. 1,87,35,740/-
(e) Date(s) of approval by the Board, if any	As per agreement
(f) Amount paid as advances, if any	NA



3. Details of material contracts or arrangement or transactions at arm's length basis		
(a) Name(s) of the related party and nature of relationship	Kerala Vision Broadband Ltd, Common Director	
(b) Nature of contracts/arrangements/transactions	Payments , Receipts, Sales, Purchase	
(c) Duration of the contracts / arrangements/transactions	Ongoing	
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	Opening Balance Debit Rs. 11,92,34,840/- Sold to them Rs. 44,68,01,940 /- Closing Balance Cr 1,400/-	
(e) Date(s) of approval by the Board, if any	As per agreement	
(f) Amount paid as advances, if any	NA	

4. Details of material contracts or arrang basis	ement or transactions at arm's length
(a) Name(s) of the related party and nature of relationship	Kerala Vision Channel broadcasting Ltd, Common Directors
(b) Nature of contracts/arrangements/transactions	Payments , Receipts, Sales, Purchase
(c) Duration of the contracts / arrangements/transactions	Ongoing
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	Opening Balance rs. 1,30,27,450/- Sold to them Rs. 2,660/- Purchase from them Rs. 20,40,480/- Closing Balance Rs 1,04,91,110/-
(e) Date(s) of approval by the Board, if any	As per agreement
(f) Amount paid as advances, if any	NA



5. Details of material contracts or arrangement or transactions at arm's length basis		
(a) Name(s) of the related party and nature of relationship	Media Plus Signals Pvt. Ltd, Associate Company	
(b)Nature of contracts/ arrangements/ transactions	Payments given, Sold to them, Purchased from them, Received from them	
(c) Duration of the contracts / arrangements/transactions	Ongoing	
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	Opening Balance Rs. 90,190/- Sold to them Rs 3,56,34,460/- Purchase from them Rs. 1,13,82,270/- /- Closing Balance Rs. 5,47,700/-	
(e) Date(s) of approval by the Board, if any	As per agreement	
(f) Amount paid as advances, if any	NA	

6. Details of material contracts or arrangement or transactions at arm's length basis		
(a) Name(s) of the related party and nature of relationship	Gold Vision Kerala Cable Network Private Ltd Common Director	
(b) Nature of contracts/arrangements/transactions	Sales to them, Paid to them, Purchased from them, Receipts from them.	
(c) Duration of the contracts / arrangements/transactions	Ongoing	
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	Opening Balance Rs 1000/- Sold to them Rs. 1,51,35,390/- Closing Balance Rs. 1,19,720/-	
(e) Date(s) of approval by the Board, if any	As per agreement	
(f) Amount paid as advances, if any	NA	



7. Details of material contracts or arrange basis	ement or transactions at arm's length
(a) Name(s) of the related party and nature of relationship	Idukki Cable Vision Private Ltd Common Director
(b) Nature of contracts/arrangements/transactions	Sales, Purchase, Receipts, Payments
(c) Duration of the contracts / arrangements/transactions	Ongoing
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	Opening Balance Rs 77,740/- Sold to them Rs. 32,91,440/- Closing Balance Rs. 13,04,940/-
(e) Date(s) of approval by the Board, if any	As per agreement
(f) Amount paid as advances, if any	NA

8. Details of material contracts or arrangement or transactions at arm's length basis		
(a) Name(s) of the related party and nature of relationship	Tirur Cable Vision Private Ltd Common Director	
(b) Nature of contracts/arrangements/transactions	Paid to them, Sales to them, Purchase from them, Received from them,	
(c) Duration of the contracts / arrangements/transactions	Ongoing	
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	Sold to them Rs 63,48,850/- Purchase from them Rs. 59,41,390/- Closing Balance Rs.27,680/-	
(e) Date(s) of approval by the Board, if any	As per agreement	
(f) Amount paid as advances, if any	NA	



9. Details of material contracts or arrange basis	ement or transactions at arm's length
(a) Name(s) of the related party and nature of relationship	TMC Digital Private Ltd Common Director
(b) Nature of contracts/arrangements/transactions	Paid to them, Sales to them, Purchased from them, Receipts from them.
(c) Duration of the contracts / arrangements/transactions	Ongoing
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	Opening Balance Rs. 98,980/- Sold to them Rs. 24,79,310/- Purchase from them Rs. 8,910,190/- Closing Balance Rs. 3,70,200/-
(e) Date(s) of approval by the Board, if any	As per agreement
(f) Amount paid as advances, if any	NA

on behalf of Board of Directors

Mechery Aboobacker Sidhique Executive Director

(DIN: 00789736)

Suresh Kumar Parameswran Palliprayil

Managing Director

(DIN: 02210337)



ANNEXURE III

FORMAT FOR THE ANNUAL REPORT ON CSR ACTIVITIES TO BE INCLUDED IN THE BOARD'S REPORT

1. Brief outline on CSR Policy of the Company.

Corporate Social Responsibility (CSR) is a self-regulating business model that helps a company to be socially accountable- to itself, to its stakeholders and the whole public. It is proud that India is the first country to legally mandate corporate social responsibility. In this regard, KERALA COMMUNICATORS CABLE LIMITED is whole heartedly supports the initiative of the Union Government of India to create a legal process under the companies Act, 2013 for facilitating the companies to undertake CSR programs in a structured manner.

The CSR policy set out the company's commitment to ensuring that our activities extend beyond business and include initiatives and endeavors for the benefit and development of the society and the whole nation. This CSR policy lays down the guidelines for undertaking programs geared towards social welfare activities or initiatives. The CSR policy has been framed in accordance with the applicable provisions and amendment made of the Companies Act, 2013 and the rules issued thereunder.

2. Composition of CSR Committee:

SI. 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 1.	Dr. Sasi Keezhattupurathillam	Chairman	2	2
2.	Mrs. Sharan V Pradhan	Member	2	2
I 3.	Mr. Mechery Aboobacker Sidhique	Member	2	2
4.	Mr. Sureshkumar P P	Member	2	2



- 3. Average net profit of the company as per section 135(5): Rs.30,92,91,262/-
- 4. Prescribed CSR Expenditure (two percent of the amount of average net profit): Rs.61,85,825/-
- 5. Details of CSR spent during the financial year
 - (a) Total amount to be spend for the financial year :- Rs.61,85,825/-
 - (b) Amount unspent, if any :- NIL

Manner in which the amount spent during the financial year is detailed below:-

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
SI. No.	CSR project or activity identified	Sector in which the project is covered		Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub heads: -(1) direct expenditure on projects or programs (2) overheads	reporting period	
1.	Construct ion of Road	Rural Develop ment Projects	(1)Other (2) Kerala, Thrissur	5,70,000	5,70,000/- (1) Nil (2) Nil	NIL	Direct
2.	Support to women	Women Empower ment	(1)Other (2) Kerala, whole districts	48,70,000	48,70,000 (1) Nil (2) Nil	NIL	Direct
3	Gift to Girl Child born in Govt. hospital	Protectio n of women and children	(1)Other (2) Kerala, whole districts	7,45,825	7,45,825 (1) NIL (2) NIL	NIL	Implem entation Agency
	TOTAL			61,85,825	61,85,825		



- 6. In case the company has failed to spend two per cent of the average net profit of the last three preceding financial year as per section 135(5):- NOT APPLICABLE
- 7. Statement of the CSR committee

It is very proud and glad to inform that the company can fulfill its CSR activity at its best way. Through this CSR implementation the company can work for the welfare of the society as a whole. The company is hereby assured that CSR implementation and monitoring of CSR policy is in compliance with CSR objectives and policy of the company as well as with the provisions of laws and rules.

For and on behalf of the Board

Mechery Aboobacker Sidhique Executive Director

DIN: 0078973

Suresh Kumar P P Managing Director DIN: 02210337



ANNEXURE-IV

Form No. MR-3 SECRETARIAL AUDIT REPORT

For the Financial Year ended on 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 Kerala Communicators Cable Limited. COA Bhavan, Kochi, Kerala – 682036

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Kerala Communicators Cable Limited having CIN: U72900KL2007PLC075395 (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended 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:

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

- 1. The Companies Act, 2013 (the Act) and the rules made thereunder;
- 2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- 3. The Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.
- 4. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not applicable to the Company as it is not listed in any Stock Exchange;
- 5. We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws applicable specifically to the Company:
- The Telecom Regulatory Authority of India (Amendment Act, 2014) and Rules, Regulation, orders, etc. notified thereunder;
- The Cable Television Networks (Regulation) Act, 1995 and Rules, Regulation, orders, etc. notified thereunder;

We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws applicable specifically to the Company:

- 1. Contract Labour (Regulation & Abolition) Act, 1979
- 2. The Employees' Provident Funds And Miscellaneous Provisions Act, 1952
- 3. Employees' State Insurance Act, 1948
- 4. Maternity Benefits Act 1961



- 5. Weekly Holidays Act, 1942
- 6. The Payment of Gratuity Act, 1972
- 7. The Payment of wages Act, 1936
- 8. The Trade Mark Act, 1999
- 9. Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
- 10. The Code on Wages, 2019
- 11. Indian Stamp Act, 1899 and State Stamp Acts
- 12. The Environment (Protection) Act, 1986

We have also examined compliance with the applicable clauses of Secretarial Standards issued by The Institute of Company Secretaries of India.

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

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Women Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

Majority decision is carried through and there were no dissenting members for any item.

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

For Joseph & Chacko LLP, Company Secretaries

Gigi Joseph KJ, FCS Partner Membership No: 6483 CP No. 5576

UDIN: F006483E000847620

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.



'ANNEXURE A'

To,
The Members
Kerala Communicators Cable Limited.
COA Bhavan, Kochi, Kerala – 682036

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

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

For Joseph & Chacko LLP, Company Secretaries

> Gigi Joseph KJ, FCS Partner Membership No: 6483



Independent Auditor's Report

To the Members of Kerala Communicators Cable Limited

Opinion

We have audited the accompanying standalone financial statements of Kerala Communicators Cable Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other 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 changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of standalone financial statements in accordance with the Standards on Auditing ("SAs") 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 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics issued by ICAI. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Key Audit Matters

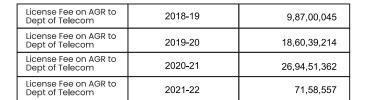
Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Determining the amount, if any, to be recognised or disclosed in the standalone financial statements, is inherently subjective. The amounts involved are potentially significant and due to the range of possible outcomes and considerable uncertainty around the various claims determination of the need for creating a provision in the financial statements is inherently subjective and therefore is considered to be a key audit matter in the current year.

Key Audit Matter-1

The company has received a Show cause notice (SCN) from DGGI (GST Intelligence), Trivandrum Unit, under section 74 of the CGST / SGST Acts alleging suppression / evasion of GST (based on argument that company shall be liable to pay GST of Rs. 268.54 Crores on amounts received by LCO- Local Cable Operators). This is denied by the company, as LCO's are separate legal entity as mandated by sectoral regulator TRAI (Telecom Regulatory Authority of India) and also under the GST Act/s, Tax is liable only on the transaction value and consideration received by the company, that being the legal position, company has been advised by their Tax as well as Legal advisors that such a GST liability is too remote to exist. The SCN is presently stayed by the Kerala High Court. Based on the above, company management has represented to us that, no liability can be determined as contingent or accrued or payable as of now.

Key Audit Matter-2

The company has received Demand notices from Department of Telecom, Government of India, under the AGR (Adjusted gross revenue) sharing agreement, that company shall be liable to pay 8% revenue share of the AGR as shown below-



This is disputed by the company, as the demand is stayed by order of the TDSAT Tribunal (in case/s in which the Federation of cable operators (AIDCF) is a party and company is a member of the Federation) and such stay order of TDSAT is in further dispute pending in appeal in the Supreme Court. Department of Telecom also demanded additional Bank Guarantee of Rs. 7,65,92,497/- (being 20% of unsecuritised dues, after deducting existing Bank guarantees). That being the position, company has been advised by their Legal advisors that such a liability is too remote to exist. Based on the above, company management has represented to us that, no liability can be determined as contingent or accrued or payable as of now.

How our audit procedures addressed the key audit matters 1 and 2-

- Obtained an understanding from the management with respect to process and controls followed by the Company for identification and monitoring of significant developments in relation to the litigations, including completeness thereof;
- Obtained the list of litigations from the management and reviewed their assessment of the likelihood of outflow of economic resources being probable, possible or remote in respect of the litigations. This involved assessing the probability of an unfavorable outcome of a given proceeding and the reliability of estimates of related amounts;
- Performed substantive procedures including tracing from underlying documents / communications from the tax authorities and re-computation of the amounts involved;
- Assessed management's conclusions through discussions held with their in house tax experts and understanding precedents in similar cases;
- Obtained and evaluated the independent confirmations from the legal consultants representing the Company before the various authorities;
- Assessed and validated the adequacy and appropriateness of the disclosures made by the management in the standalone financial statements.

Our opinion on the financial statements, and our report on Other Legal and Regulatory requirements is not modified in respect of the above matters with respect to



our reliance on the written information provided by the Management.

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

The Company's Board of Directors is responsible for the preparation of the other information.

The other information comprises the information included in Annual report but does not include the standalone financial statements and our auditor's report thereon.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Standalone 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 financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and



design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone 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 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.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

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

Our objectives are to obtain reasonable assurance about whether the standalone 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 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 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.

- 2. 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness 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 standalone 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.
- 5. Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of the misstatement in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in; (i) planning the scope of our audit work and evaluating the results of our work; and (ii) to evaluate the effects of any identified misstatements in the standalone financial statements



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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

- As required by the Companies (Auditor's Report)
 Order, 2020 ("the Order"), issued by the Central
 Government of India in terms of section 143 (11)
 of the Act, we give in the "Annexure A", a statement on
 the matters specified in the paragraphs 3 and 4
 of the Order.
- 2. As required by section 143 (3) of the Act, we report that:
 - (i) 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;
 - 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;
 - (iii) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report

are in agreement with the relevant books of account;

- (iv) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under section 133 of the Act, read with relevant rules issued thereunder and relevant provisions of the Act:
- (v) 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;
- (vi) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
- (vii) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
 - In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act;
- (viii) 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:
- a) The Company has disclosed the impact of pending litigations as at March 31, 2023 on its financial position in its standalone financial statements.
- b) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
- c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
- d) (i) The Management has represented that, to the



best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity ("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;

- (ii) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;
- (iii) Based on the audit procedures performed by us

that has 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 (i) and (ii) above, contain any material mis-statement; and

- e) The Company has declared / paid dividend during the year and complied with the provisions of section 123 of the Act, as applicable.
- f) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For K. Rajan & Co. Chartered Accountants Firm Regn. No. 12249S

K. Rajan FCA Partner Membership No. 023946 UDIN No-23023946BGVZKZ3130

Wayanad, Kerala Date: 9th August, 2023.



Annexure A to the Independent Auditor's Report

Referred to in paragraph I under "Report on Other Legal and Regulatory Requirements" of our report on even date to the members of the Company on standalone financial statements for the year ended March 31, 2023:

- (i) (a) (A) The Company has maintained proper records of Property, Plant and Equipment showing particulars of assets including quantitative details and situation except in case of certain types of distribution equipments like line equipments, access devices with end users. In view of the management, nature of such assets and business is such that maintaining location-wise particulars is impractical;
- (B) The Company has maintained proper records showing full particulars of Intangible Assets;
- (b) Distribution equipments like cabling and other line equipments of selected networks were verified. The management plans to verify balance networks in a phased manner. Property, Plant and Equipment, other than distribution equipments and access devices with the end users were physically verified during the year based on verification programme adopted by the management. As per this programme, all assets will be verified at least once in a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. The management has represented that physical verification of access devices with the end users is impractical; however, the same can be tracked, in case of most of the networks, through subscribers management system;

The Company has a process of reconciling book records with outcome of physical

- verification, wherever physical verification was carried out and have accounted for the discrepancies observed on such verification;
- (c) The Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.
- (d) The Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) and intangible assets during the year
- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder;
- (ii) (a) Inventories have been physically verified during the year by the management. In our opinion, the coverage and procedure of verification is appropriate and the frequency of verification is reasonable. There were no discrepancies of 10% or more in aggregate for each class of inventory noticed on physical verification as compared to the book of accounts;



- (b) Company has been sanctioned working capital facility from banks / financial institutions and the quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company;
- (iii) (a) During the year the Company has provided loans or advances in the nature of loans, as below-

Name	Relation	Aggregate amount ('000)	Balance at 31-03-2022 ('000)
KvTel Media Private Ltd	Common Director	1,87,36	3,02,87

During the year, the Company has made investment,

Name of	No of Equity	Amount	Status
company	shares	(in '000)	
	Purchased		
	(unquoted)		
Kv Tel Media	1,499	14,990	Common Director
Private Ltd			
Kerala Vision	15,101	15,101	Common Director
Broad Band			
Ltd			

- (c) The terms and conditions of the grant of all loans and advances in the nature of loans provided are not prejudicial to the company's interest, schedule of repayment of principal and payment of interest has not been stipulated.
- (d) Since loans granted by the Company are repayable on demand and no demand for repayment being made till date, there is no overdue amount of loans granted to such parties. Accordingly, reporting under paragraph 3(iii)(d) of the Order is not applicable to the Company;
- (e) Since loans granted by the Company are repayable on demand, neither loan nor advance in the nature of loan has fallen due during the year. Accordingly, reporting under paragraph 3(iii)(e) of the Order is not applicable to the Company;
- (f) As stated above, the aggregate amount, percentage thereof to the total loans granted, aggregate amount of loans granted to Promoters, related parties as defined in clause

(76) of section 2 of the Companies Act, 2013 is given below –

Loan /Advance given to	Aggregate amount '000	% to total Loans / advances
KvTel Media Private Ltd	1,87,36	100%
Related parties	0	0

- (iv) Based on the audit procedures applied by us, the Company has complied with the terms of the provisions contained in the section 185 or section 186 of the Act in respect of investment made during the year under audit. The Company has not granted loans, guarantees and made securities, during the year under audit, which require compliance in terms of the provisions contained in the section 185 or section 186 of the Act. Accordingly, reporting under paragraph 3(iv) of the Order is not applicable to the Company;
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits. Accordingly, reporting under paragraph 3(v) of the Order is not applicable to the Company. We have been informed by the management that no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal in this regard
- (vi) The Central Government has prescribed maintenance of cost records under section 148(1) of the Act, for the services rendered by the Company. We have broadly reviewed the books of account maintained and in our opinion; prima facie, the prescribed accounts and records have been made and maintained by the Company. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete;
- (vii) (a) The Company has generally been regular in depositing with appropriate authorities undisputed statutory dues such as goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other applicable statutory dues. According to information and explanations given to us, no undisputed statutory dues

payable were in arrears as at March 31, 2022, for a period of more than six months from the date they became payable;

(b) The details of statutory dues referred to in sub-clause (a) which have not been deposited with the concerned authorities as on March 31, 2022, on account of dispute are given below-

Disputed Tax demands	Period	Tax Amount	Penalty Amount	Forum where pending
Income Tax	2013-14	17,69,194		CIT (Appeals)
License Fee on AGR to Dept of Telecom	2018-19	9,87,00,045	4,93,50,022	TDSAT- Tribunal
License Fee on AGR to Dept of Telecom	2019-20	18,60,39,214	9,30,19,607	TDSAT- Tribunal
License Fee on AGR to Dept of Telecom	2020-21	26,94,51,362	13,47,48,112	TDSAT- Tribunal
GST	2017-20	2,68,54,11,622		High Court, Kerala
Service Tax	2013-16	12,47,32,632	12,47,37,632	CESTAT, Bangalore

- (viii) There are no transactions which are not recorded in the books of account and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961;
- (ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under paragraph 3(ix)(a) of the Order is not applicable to the Company;
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or any other lender;
- (c) The Company has not taken any term loans. Accordingly, reporting under paragraph 3(ix)(c) of the Order is not applicable to the Company;
- (d) The Company has not raised any funds on short-term basis. Accordingly, reporting under paragraph 3(ix) (d) of the Order is not applicable to the Company;
- (e) 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. Accordingly, reporting under paragraph 3(ix)(e) of the Order is not applicable to the Company
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, reporting under paragraph 3(ix)(f) of

the Order is not applicable to the Company;

- (x) (a) The Company has not raised any moneys by way of Initial Public Offer or Further Public Offer (including debt instruments) during the year. Accordingly, reporting under paragraph 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 or convertible debentures (fully, partially or optionally convertible) during the current financial year.
- (xi) (a) To the best of our knowledge and belief and according to the information and explanations given to us, no material fraud by the Company or on the Company has been noticed or reported during the year;
- (b) To the best of our knowledge, no report under section 143(12) of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report;
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of audit procedures;
- (xii) In our opinion and according to information and explanation given to us, the Company is not a Nidhi Company. Accordingly, reporting under paragraph 3(xii) of the Order is not applicable to the Company;



- (xiii) In our opinion, the Company is in compliance with section 177 and 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc., as required by the applicable accounting standards;
- (xiv) (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business;
- (b) We have considered the internal audit reports of the company issued till date, for the period under audit, in determining the nature, timing and extent of our audit procedures;
- (xv) According to information and explanations given to us, in our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with them and hence provisions of section 192 of the Act are not applicable to the Company;
- (xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under paragraph 3(xvi)(a), (b) and (c) of the Order is not applicable;
- (b) The Group does not have any CIC as part of the Group as per definition of Group contained in the Core Investment Companies (Reserve Bank) Directions, 2016 and hence the reporting under paragraph 3(xvi)(d) of the Order is not applicable.
- (xvii)The Company has not incurred cash losses in the financial year and in the immediately preceding financial year;
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under paragraph 3(xviii) of the Order is not applicable to the Company;
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, 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; and

(xx) There is no amount remaining unspent by the Company under section 135 of the Act. Accordingly, reporting under paragraph 3(xx)(a) and (xx)(b) of the Order is not applicable to the Company.

For K. Rajan & Co. Chartered Accountants Firm Regn. No. 12249S

K. Rajan FCA Partner Membership No. 023946 UDIN No -23023946BGVZKZ3130

Wayanad, Kerala Date: 9th August, 2023.



Annexure B to the Independent Auditor's Report

Referred to in paragraph 2(vi) under "Report on Other Legal and Regulatory Requirements" of our report on even date to the members of the Company on standalone financial statements for the year ended March 31, 2023

Report on the Internal Financial Controls with reference to Standalone Financials Statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

Opinion

We have audited the internal financial controls with reference to financial statements of the Company as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2023, based on the criteria for internal financial control with reference to standalone financial statements 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 ICAI.

Management's Responsibility for Internal Financial

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal controls with reference to financial statements 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 ('Guidance Note') issued by the ICAI. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to 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 judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is suficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance



regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to 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 standalone financial statements in accordance with generally accepted accounting principles and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

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

For K. Rajan & Co. Chartered Accountants Firm Regn. No. 12249S

K. Rajan FCA Partner Membership No. 023946 UDIN No -23023946BGVZKZ3130

Wayanad, Kerala Date: 9th August, 2023.



Kerala Communicators Cable Ltd

55/142-H, 1a, 1st floor, COA Bhavan, Thoundiyil Lane, 4th Cross Road, Panampilly Nagar, Kochi-682036. CIN No- U72900KL2007PLC075395

BALANCE SHEET

(Amount in ₹ Thousands)

1 2 3 4	As at March 31, 2023 (₹) 10,75,476.16 65,247.96	As at March 31, 2022 (₹) 11,82,705.70
1 2 3	(₹) 10,75,476.16	(₹) 11,82,705.70
2 3	10,75,476.16	11,82,705.70
2 3	, ,	
2 3	, ,	
2 3	, ,	
2 3	, ,	
3	65,247.96	
3	65,247.96	
		38,711.00
		30,286.77
1 4 1		
	3,50,435.85	3,41,311.35
5	2,71,447.83	82,102.61
6	5.97.154.93	4,24,627.84
7	· · · · · · · · · · · · · · · · · · ·	1,26,391.76
8	, ,	1,25,996.37
	,, 13,133.3.	.,,,
9	13437457	83,717.12
		24,35,850.53
	20/04/-100:21	2-7/00/000:00
10	15.58.131.00	7,79,065.50
11	1.575.57.5	,,, 5,555.55
	2 44 403 95	1,86,818.11
	2,11,100.00	1,00,010.11
	60 992 95	8,40,058.45
	00,002.00	0,40,030.43
12		
I '- I		
1	,	1,718.61
1	I	36,349.30
15	1,71,353.69	1,66,959.88
_		
1	3,79,525.81	2,43,410.49
17	1,47,453.42	89,912.30
18	1,68,618.07	77,605.70
19	1,00,000.00	13,952.18
	28,80,436,21	24,35,850.53
	7 8 9 10 11 12 13 14 15	4 3,50,435.85 5 2,71,447.83 6 5,97,154.93 7 2,41,135.59 8 1,45,163.31 9 1,34,374.57 28,80,436.21 10 15,58,131.00 11 2,44,403.95 60,992.95 12 13 2,155.85 14 47,801.46 15 1,71,353.69 16 3,79,525.81 17 1,47,453.42 18 1,68,618.07

Sianificant accountina policies
In terms of our report of even date attached
For **K. Rajan & Co.**Chartered Accountants
Firm Regn No. 12249S

K Rajan FCA

Partner Membership No. 023946 UDIN -23023946BGVZKZ3137

Place Ernakulam Date August 9, 2023 For and on behalf of the Board of Directors

Mechery Aboobacker SidhiqueSuresh Kumar P.PDirectorManaging Director(DIN: 00789736)(DIN: 02210337)

Suresh Kumar.C Chief Financial Officer (DIN: 06539875) **Shinumon.K.S**Company Secretary
(PAN: EYCPS6975L)



55/142-H, 1a, 1st floor, COA Bhavan, Thoundiyil Lane, 4th Cross Road, Panampilly Nagar, Kochi-682036. CIN No- U72900KL2007PLC075395

STATEMENT OF PROFIT AND LOSS

(Amount in ₹ Thousands)

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
		(₹)	(₹)
INCOME			
Revenue from Operations	20	33,86,932.49	31,62,897.19
Other income	21	44,242.55 34,31,175.04	17,344.00 31,80,241.19
Total Income		34,31,173.04	31,00,241.19
EXPENDITURE			
Cost of sales	22	4,81,971.53	4,02,564.61
Changes in inventories of stock-in-trade			7,494.61
Emloyee benefit expense	23	18,610.45	16,589.73
Finance cost	24	0.00	1,471.44
Depreciation and amortisation expense	1	1,81,666.27	1,85,354.65
Other expense	25	24,01,958.04	23,64,791.68
Total expenses		30,84,206.30	29,78,266.70
Profit/ (loss) before exceptional items and tax		3,46,968.74	2,01,974.48
Prior period & Exceptional items		(12,063.54)	(681.18)
Profit/ (loss) before tax		3,34,905.20	2,01,293.31
		2,2 1,2 2 2 2 2	_,,
Tax expense :- Income Tax		(1,06,000.06)	
		(11,452.16)	83,107.96
Deferred Tax		2,17,452.98	1,18,185.34
Profit/ (loss) for the period from continuing operations		2,17,402.00	1,10,100.04
Profit/ (loss) from discontinued operations			
Tax expense of discontinued operations	<u> </u>		
Profit/ (loss) from discounting operations (after tax)		2,17,452.98	1,18,185.34
Profit/ (loss) for the period		2,17,452.96	1,10,100.34
Other comprehensive income		(
Share of profit /s of associate companies		(4,054.04)	
Total comprehensive income for the period		2,13,398.94	1,18,185.34
(Profit/ loss + other comprehensive income)			
Proposed Dividend			
Transfer to Balance sheet		2,13,398.94	1,18,185.34
Earnings per equity share (for continuing operations)			
a) Basic		27.32	15.17
b) Diluted		27.32	15.17
Earnings per equity share (for discontinued & continuing			
a) Basic		27.32	15.17
b) Diluted		27.32	15.17

Significant accounting policies

In terms of our report of even date attached For K. Rajan & Co.

Chartered Accountants Firm Regn No. 12249S

K Rajan FCA

Partner Membership No. 023946

UDIN -UDIN -23023946BGVZKZ3137

Place Ernakulam Date August 9, 2023 For and on behalf of the Board of Directors

Mechery Aboobacker Sidhique

Director (DIN: 00789736) Suresh Kumar P.P Managing Director (DIN: 02210337)

Suresh Kumar.C

Chief Financial Officer (DIN: 06539875)

Shinumon.K.S Company Secretary (PAN: EYCPS6975L)



Kerala Communicators Cable Ltd

55/142-H, 1a, 1st floor, COA Bhavan, Thoundiyil Lane, 4th Cross Road, Panampilly Nagar, Kochi-682036. CIN No- U72900KL2007PLC075395

STATEMENT OF CASH FLOWS

(Amount in ₹ Thousands)

	As at	As at
Particulars	March 31. 2023	March 31, 2022
	(₹)	(₹)
Cash flow from operatina activities		
Profit for the vear	2.13.398.94	1.18.185.34
Adjustments to reconcile net profit to net cash provided by operating		
activities		
Depreciation and amortization	1.81.666.27	1.85.354.65
Income tax expense	1,06,000.06	83,107.96
Finance cost Interest and dividend income	.00 22.335.86	1.471.44 (15.428.16)
Changes in current assets and current liabilities	22,330.60	(10.426.107
Trade receivables, Inventories and unbilled revenue	(3,61,872.32)	(1,89,134.70)
Loans, other financial assets and other assets	(69.824.38)	2.20.886.55
Trade payables	1,36,115.32	(1,13,153.27)
Other financial liabilities, other liabilities and provisions	2,34,601.31	8,933.52
· ·	· ·	·
Cash aenerated from operations Income taxes paid	4.62.421.05 (1.06.000.06)	3.00.223.33 (83.107.96)
Net cash aenerated by operatina activities	3.56.421.00	2.17.115.36
Cash flow from investing activities		
Expenditure on property, plant and equipment and intangibles	(74,436.73)	(64,343.00)
Other receipts	37.445.48	(28,360.23)
Interest received	(22.335.86)	15.428.16
Investments	(26.536.96)	
Net cash (used in) / from investina activities	(85.864.07)	(77.275.07)
Cash flow from financing activities		
Other receipts		.00
Interest paid	.00.	(1.471.44)
Payment of dividends	(1,55,813.10)	(62,325.24)
Net cash used in financina activities	(1.55.813.10)	(63.796.68)
Effect of exchange differences on translation of foreign currency cash		
and cash equivalents		
Net increase / (decrease) in cash and cash equivalents	1.14.743.83	76.043.61
Cash and cash equivalents at the beginning of the year	1,26,391.76	50,348.15
Cash and cash eauivalents at the end of the vear	2.41.135.59	1.26.391.76

Significant accounting policies

In terms of our report of even date attached For **K. Rajan & Co.**

Chartered Accountants Firm Regn No. 12249S

K Rajan FCA

Partner Membership No. 023946 UDIN -23023946BGVZKZ3137

Place: Ernakulam Date August 9, 2023 For and on behalf of the Board of Directors

Mechery Aboobacker Sidhique

Director

(DIN: 00789736)

Managing Director (DIN: 02210337)

Suresh Kumar P.P

Suresh Kumar.C

Chief Financial Officer (DIN: 06539875)

Shinumon.K.S Company Secretary (PAN: EYCPS6975L)

Kerala Communicators Cable Ltd 55/142-H, 1a, 1st floor, COA Bhavan, Thoundiyil Lane, 4th Cross Road, Panampilly Nagar, Kochi-682036. CIN No- U72900KL2007PLC075395

(All amounts in ₹ Thousands, unless otherwise stated)

1 Property, plant and equipment

Current year

		5	Gross carrying amount			Ó	Depreciation and impairment loss and reversals	nent loss and reversal	s	Net carrying amount	ng amount
Particulars	As at April 01, 2022	Additions/ Acquisitons	Disposals	Revaluation / other adjustments	As at March 31, 2023	As at April 01, 2022	For the year	Reversals	As at March 31, 2023	As at March 31, 2023 As at March 31, 2023	As at March 31, 2022
Land Building- Pudukkad Building- Ernakulam Set Top Boxes Transmission Equipments Plant and Machinery Plant and Machinery Plant and Auchinery Office equipment Computer and accessories Assets not in use	23,347.81 21,450.31 59,248.03 38,34,822.34 5,37,134.72 19,666.37 27,126.77 1,941.96 13,809.11 29,961.44 56,733.66	68,620.56 440.72 1,024.50 4,655.88 605.11 110.36	(967.65)		23,347.81 21,450.31 59,248.03 38,34,822.34 6,04,787.64 20,107.10 28,151.27 5,937.84 14,414.21 30,071.80	2,473.40 1,007.35 32,60,250.62 1,53,308.60 5,722.40 7,246.87 1,478.30 4,274.08	339.63 1,21,436.04 44,157.79 1,504.97 2,674.37 828.07 2,738.70 4,761.37	(607.25)	0.00 2,813.03 1,945.45 33.81,686.66 1,97,466.39 6,727.37 9,921.24 1,649.12 7,012.78	23,347,81 18,637,28 57,303,728 4,53,135,68 4,07,321,25 13,379,73 18,230,03 4,288,73 7,401,44 2,225,59 56,733,66	23,347,81 18,976,91 58,240,68 5,74,571.72 3,83,826.12 14,43,97 19,879,90 9,535.03 6,876,60 56,733,66
Total	46,25,242.53	75,457.13	(1,627.65)	0.00	46,99,072.01	34,58,296.46	1,79,379.03	(1,290.01)	36,36,385.47	10,62,003.78	11,66,946.07
Previous year			Gross block			Ĭ	Depreciation and impairment loss and reversals	nent loss and reversal	S	Net block	lock
Particulars	As at April 01, 2021	Additions/ Acquisitons	Disposals	Revaluation / other adjustments	As at March 31, 2022	As at April 01, 2021	For the year	Reversals	As at March 31, 2022	As at March 31, 2022 As at March 31, 2022 As at March 31, 2021	As at March 31, 2021
Land	23,347.81				23,347.81					23,347.81	23,347.81
Building- Pudukkad	21,450.31				21,450.31	2,133.77	339.63		2,473.40	18,976.91	19,316.54
Building- Ernakulam	59,210.38	37.66			59,248.03	69.26	938.09		1,007.35		59,141.12
Set Top Boxes	38,34,822.34				38,34,822.34	31,20,132.11	1,40,118.51		32,60,250.62	5,74,571.72	7,14,690.23
Transmission Equipments	4,97,885.90	39,248.82			5,37,134.72	1,26,142.76	27,165.84		1,53,308.60	3,83,826.12	3,71,743.14
Plant and Machinery	11,195.88	8,470.50			19,666.37	3,976.86	1,245.54		5,222.40	14,443.97	7,219.01
Furniture & fixture	20,257.51	6,869.26			27,126.77	4,669.82	2,577.04		7,246.87	19,879.90	15,587.68
Motor Vehicle	1,941.96				1,941.96	1,120.82	307.48		1,428.30	513.67	821.15
Office equipment	8,753.58	5,055.53			13,809.11	1,650.35	2,623.73		4,274.08	9,535.03	7,103.23
Computer and accessories	26,195.30	3,766.14			29,961.44	18,340.95	4,743.89		23,084.84	09.826.60	7,854.35
Assets not in use	56,733.66				56,733.66					56,733.66	
Total	45,61,794.62	63,447.91	0.00	0.00	46,25,242.53	32,78,236.70	1,80,059.76	0.00	34,58,296.46	11,66,946.07	12,26,824.27

As on the date of approval of this financial statements, no proceedings has been initiated or pending against the company for holding any Benami property under the Benami Transactions(Prohibitions) Act, 1988 (45 of 1988) and the Rules made thereunder."
During the current financial year and the previous financial year, the company does not have any immovable property not held in the name of the company.

Intangible assets Current year

			Gross carrying amount				Amortisation and reversals	nd reversals		Net carrying amount	ig amount
Particulars	As at April 01, 2022	Additions	Disposals	Other adjustments	As at March 31, 2023	As at April 01, 2022	For the year	Reversals	As at March 31, 2023	As at March 31, 2023	As at March 31, 2022
Computer software	31,769.33				31,769.33	16,010.70	2,287.24		18,297.94	13,471.39	15,758.63
Irade mark Total	31,779.33	0.00	0.00	0.00	31,779.33	16,019.70	2,287.24	0.00	18,306.95	13,472.38	15,759.63
Previous year											
		,	Gross carrying amount				Amortisation and reversals	nd reversals		Net carrying amount	ig amount
Particulars	As at April 01, 2021	Additions	Disposals	Other adjustments	As at March 31, 2022	As at April 01, 2021	For the year	Deletions	As at March 31, 2022	As at March 31, 2022	As at March 31, 2021
Trade Mark	10.00				10.00	00.6			00.6	1.00	1.00
Computer Software	30,874.24	895.09			31,769.33	10,715.81	5,294.89		16,010.70	15,758.63	20,158.43
Total	30,884.24	895.09	0.00	0.00	31,779.33	10,724.82	5,294.89	0.00	16,019.70	15,759.63	20,159.43



2. Non-current investments

(All amounts in ₹ Thousands)

Particulars	As at	As at
Futiculais	March 31, 2023	March 31, 2022
Equity instruments of subsidiaries Unquoted-		
KCCL Digital Services Private Ltd		1,000.00
Equity instruments-others (unquoted)-		
Kv-Tel Media Pvt Ltd	11,642.55	
Idukki Cable Vision Pvt Ltd	1,920.00	1,920.00
KERALA VISION BROAD BAND LIMITED	35,001.00	19,900.00
Keralavision Channel Broadcasting Lmited	15,500.00	15,000.00
Kozhikode Digital & Broadband Private Ltd	617.83	500.00
Media Plus Signals Pvt Ltd	565.59	390.00
Others-		
Membership in CIDCO co-op society	1.00	1.00
Total non-current investments	65,247.96	38,711.00

3. Long term loans and advances

Particulars	As at	As at
Particulars	March 31, 2023	March 31, 2022
Advance to Subsidiary		30,286.77
Advance for capital purchases		
Total		30,286.77



4. Other non-current assets

Daubia daua	As at	As at
Particulars	March 31, 2023	March 31, 2022
Security deposits with-		
BSNL - Caution Deposit	5.98	5.98
Caution Deposit - Director's Flat	44.00	44.00
CAUTION DEPOSIT-KALAMASSERY CONTROL ROOM	10.00	10.00
Caution Deposit - Neo Sports	3.50	3.50
Caution Deposit Pudukkad Staff Quartors	9.00	9.00
Deposit - Kadavanthra Building	200.00	200.00
Esi Deposit	100.00	100.00
GST deposit (DRC-07)	10,000.00	10,000.00
ST appeal deposit (CESTAT)	9,400.00	
KSEB CAUTION DEPOSIT	6,100.03	5,302.53
Mavies Satcom Ltd Deposit	22.00	22.00
Msm Box Deposit	416.50	416.50
NSC - VAT Deposit	84.84	84.84
RAJ TELEVISION	46.24	46.24
Rent Deposit - Pudukkad Godown	50.00	50.00
Rent Deposit-Pudukkad Office	45.00	45.00
Sale Tax Deposit	237.62	237.62
Sebastin-Rent Deposit	27.00	27.00
STAR INDIA PVT LTD BOX DEPOSIT	32.50	32.50
Sun 18 Media Box Deposit	47.50	47.50
TAJ TELEVISION BOX	315.00	315.00
TDS appeal deposit	60.64	60.64
Tender Deposit	321.60	321.60
Tender Deposit-ITI		1,073.00
TR MEDIA ENTERTAIMENT LTD	5.00	5.00
Zee Turner - Caution Deposit	58.30	58.30
Bank deposits with maturity above 12 months with-		
Deposit for Bank Guarantee for BSNL	1,426.92	1,426.92
Deposit for Bank Guarantee for GST-Federal Bank	72,131.00	72,131.00
Deposit for Bank Guarantee for GST-SBI	2,33,280.46	2,33,280.46
Deposit for Bank Guarantee for ITI-Federal Bank	3,000.00	3,000.00
ISP LISCENCE CAUTION DEPOSIT	12,955.23	12,955.23
GST deposit		
Total other non-current assets	3,50,435.85	3,41,311.35



5. Inventories

(All amounts in ₹ Thousands)

Particulars	As at	As at	
raiticulais	March 31, 2023	March 31, 2022	
Raw materials			
Work in progress			
Finshed goods			
Stock in trade	2,71,447.83	82,102.61	
Stores and spares			
Loose tools			
Total	2,71,447.83	82,102.61	

6. Trade and other receivables

Particulare	Particulars As at	
Particulars	March 31, 2023	March 31, 2022
(A). Undisputed - unsecured considered doubtful		
- External parties		
Less: Provision for doubtful receivables		
Ageing of the (A) above		
6 months - 1 year		
1-2 years		
More than 3 years		
Undisputed - unsecured considered good		
, ·	31,548.67	1,33,792.97
- Related parties	· ·	
- External parties	5,65,606.27	2,90,834.87
Total	5,97,154.93	4,24,627.84
Ageing of the (B) above		
Less than 6 months	4,23,752.99	1,11,185.91
6 months - 1 year	7,868.72	2,42,073.72
1-2 years	18,486.18	71,368.21
More than 3 years	1,47,047.05	
	5,97,154.93	4,24,627.84

7. Cash and cash equivalents

Particulars	As at	As at
Particulars	March 31, 2023	March 31, 2022
a. Cash on hand	9.81	15.72
b. Balances with banks		
- in current account		
Federal Bank - 17045600000604	139.30	101.49
Federal Bank 785	765.28	3,894.54
Federal Bank - Panampilly Nagar	-20,399.46	12,926.13
Federal Bank Unpaid Dividend-2021	1,069.91	1,647.48
Federal Bank Unpaid Dividend-2022	2,088.75	
SBI BANK A/C 5963	3,500.99	5,442.25
Federal Bank-OD		3.15
SBI-SME branch		
SBI-13157		
SBI-9810		
SBI-9495		
- Deposits with banks / others		
FEDERAL BANK FIXED DEPOSITS	25,962.00	25,962.00
Kerala State CIDCO Ltd	2,27,999.00	34,400.00
Kerala State CIDCO Ltd Fixed deposits		41,999.00
SBI-Fixed		
Total	2,41,135.59	1,26,391.76
Balance with Banks in unpaid divident accont	3,158.66	1,647.48
Deposits with more than 12 months maturity	25,962.00	3,06,838.38
Balances with banks as margin money for guarantee	3,09,838.38	3,06,838.38



8. Short term loans and advances

Particulars	As at	As at
rantediais	March 31, 2023	March 31, 2022
Opening Service Tax Credit Up to 2016-17		12,692.66
Due from statutory authorities-		
GST cash Ledger balance	1,442.91	1,578.66
GST credit register-CGST balance	52,505.66	20,453.39
Income Tax Refund Receivable VsV 2014 and 2015	42,430.44	42,430.44
Income Tax Refund Receivable VsV-2(Unmatched) 2014	10,000.00	10,000.00
IT Refund Receivable AY 2019-20	13,167.43	13,167.43
IT Refund Receivable AY 2020-21	25,146.18	25,146.18
Advances		
-Towards employees	152.08	527.62
-Towards suppliers/service providers	318.62	
Total	1,45,163.31	1,25,996.37

9. current assets

Particulars	As at	As at	
Particulars	March 31, 2023	March 31, 2022	
Advances other than capital advance			
Payment to vendors for supply of goods			
Prepaid expenses	5,546.84	16,003.21	
Accrued income	11,540.67	7,577.85	
MAT credit receivable			
TDS receivable	1,16,476.49	59,659.77	
TCS	810.57	476.30	
Total other current assets	1,34,374.57	83,717.12	





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CIN No- U72900KL2007PLC075395

(All amounts in ₹ Thousands, unless otherwise stated)

10 Equity Share capital

Particulars	As	at	A	s at	
	March 31, 2023		March 31, 2023 March 31, 2		31, 2022
	Units in Nos	Amount	Units in Nos	Amount	
Authorized	20,000.00	20,00,000.00	10,000.00	10,00,000.00	
200,00,000 Equity shares of ₹ 100 each					
Issued, subscribed and paid up	15,581.31	15,58,131.00	7,790.66	7,79,065.50	
1,55,581 Equity shares of ₹ 100 each					
Total	15,581.31	15,58,131.00	7,790.66	7,79,065.50	

Reconciliation of shares outstanding at the beginning and at the end of the reporting period:

Particulars	As at		As at		
	March 31, 2023		March 31, 2023 March 31, 2		31, 2022
	Units in Nos	Amount	Units in Nos	Amount	
Number of shares outstanding as at the beginning of the	7,790.66	7,79,065.50	7,790.66	7,79,065.50	
financial year (April 01)					
Add: Increase in number of shares during the year	7,790.66	7,79,065.50	.00	.00	
			7,790.66	7,79,065.50	
Less: Reduction in number of shares during the year					
Number of shares outstanding as at the close of the financial	15,581.31	15,58,131.00	7,790.66	7,79,065.50	
year (March 31)					

Bonus Issue:

The Company has allotted 77,90,65,500 fully paid-up shares of face value ₹ 100/- each on 31-03-2023 pursuant to bonus issue approved by the shareholders. The bonus shares were issued by capitalization of profits transferred from share premium reserve.

Bonus share of 1 equity share for every equity share held has been allotted. The bonus shares once allotted shall rank pari passu in all

Terms/rights attached to equity shares:

The Company has only one class of share of equity share having a par value of ₹100 each per share. Each holder of equity share is

Equity Shares held by the promoter or holding/ultimate holding company and/or their

Particulars	As	at	As at	
	March 3	March 31, 2023		31, 2022
	No. of Shares	% of Holding	No. of Shares	% of Holding
	held		held	
K Govindan	11.15	0.07%	5.58	0.07%
E Jayadevan	2.11	0.01%	1.06	0.01%
Mechery Abbobacker Sidhique	28.91	0.19%	14.45	0.19%
TV Johnson	11.93	0.08%	5.97	0.08%
K Vijayakrishnan	.92	0.01%	.46	0.01%
VS Anil Kumar				

During this financial year, there is no change in the promoter share holding in respect of equity shares issued by the company.

Details of Shareholders holding more than 5% shares in the Company

Name of Shareholder	As	at	As at	
	March 3	March 31, 2023		31, 2022
	No. of Shares	% of Holding	No. of Shares	% of Holding
	held		held	
Nil	Nil		Nil	
Total				



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11. Statement of changes in equity

(Amount in ₹ Thousands)

Other Equity

	Share	Securities	Other	Retained earnings	Other items	Capital	TOTAL
as on 31-03-2023	application	premium	reserves		of other	reserve	
	money pending				comprehensi		
Balance at the beginning of the year		8,40,058		1,86,818			10,26,877
Changes due to prior period errors				(77,907)			(77,907)
Restated balance at the beginning of the year		8,40,058		1,08,912			9,48,970
Total comprehensive income for the current year	r			2,13,399			2,13,399
Dividends				(77,907)			(77,907)
Any other change		(7,79,066)					(7,79,066)
Balance at the end of the year		60,993		2,44,404			3,05,397

	Share	Securities	Other	Retained earnings	Other items of	Capital	TOTAL
gs on 31-03-2022	application	premium	reserves		other	reserve	
43 011 01 2022	money pending				comprehensiv		
	allotment				e income		
Balance at the beginning of the year		8,40,058		1,30,958			9,71,016
Changes due to prior period errors				(62,325)			(62,325)
Restated balance at the beginning of the year		8,40,058		68,633			9,08,691
Total comprehensive income for the current yea	r			1,18,185			9,08,691
Dividends							
transfer to retained earnings							
Any other change							
Balance at the end of the year		8,40,058		1,86,818			10,26,877

Significant accounting policies

In terms of our report of even date attached

For **K. Rajan & Co.**

Chartered Accountants Firm Regn No. 12249S For and on behalf of the Board of Directors

K Rajan FCA

Partner
Membership No. 023946
UDIN -23023946BGVZKZ3137

Place Ernakulam

Date August 9, 2023

Mechery Aboobacker Sidhique

Director (DIN: 00789736)

Suresh Kumar.C Chief Financial Officer (DIN: 06539875) **Suresh Kumar P.P** *Managing Director*

(DIN: 02210337)

Shinumon.K.SCompany Secretary

(PAN: EYCPS6975L)



12. Long term borrowings

(All amounts in ₹ Thousands)

Particulars	As at	As at
Furticulars	March 31, 2023	March 31, 2022
Term Loan-Federal Bank		
Total		

13. Other financial liabilities

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Accrued compensation to employees (Gratuity) Accrued expenses	2,155.85	1,718.61
Total non-current other financial liabilities	2,155.85	1,718.61

14. Deferred tax liability

Particulars	As at	As at
Furticulars	March 31, 2023	March 31, 2022
(a) Opening balance as at the beginning of the year (Apr 01)	36,349.30	25,362.00
(b) Adjustments during the financial year		
- Depreciation on PPE and intangible assets	11,452.16	10,987.30
(c) Closing balance as at the end of the year (March 31)	47,801.46	36,349.30

15. Other non-current liabilities

Particulars	As at	As at	
raiticulais	March 31, 2023	March 31, 2022	
Security Deposits-			
CD NET CAUTION DEPOSIT	1,135.87	1,135.87	
Cd Net Caution Deposit(Bq)	500.00	500.00	
Haritha Communication Llp Caution Deposit	1,125.00	1,125.00	
HARVEST TV DEPOSIT	400.00	400.00	
Isp Security Deposit	240.00	240.00	
K13PRADESIKA DIGITAL INTERNET AND			
COMMUNICATIONSLTD(CAUTION DEPOSIT)	500.00	500.00	
KUTTANAD CABLEVISION CAUTION DEPOSIT	910.00	910.00	
ONE Digital Network Deposit	400.00	400.00	
UNITED TV CAUTION DEPOSIT	250.00	250.00	
OLT & ONT Deposits	1,65,892.82	1,51,119.02	
ISP-LCO deposit		10,380.00	
Total other non-current liabilities	1,71,353.69	1,66,959.88	



16. Trade and other payables

(All amounts in ₹ Thousands)

Particulars	As at	As at
rarticulars	March 31, 2023	March 31, 2022
(A) - Dues to to micro and small enterprises (refer note)		-
(B) - Dues of creditors other than dues to to micro and small enter	prises	
- Dues to related parties	207.26	266.92
- Dues to external parties	3,79,318.55	2,43,143.58
	3,79,525.81	2,43,410.49
Ageing of the (B) above		
(Outstanding for following periods from due date of transaction)		
Less than 1 year	2,55,717.91	2,40,305.49
1-2 years	72,331.16	3,105.00
2–3 years	1,138.74	
More than 3 years	50,338.00	
	3,79,525.81	2,43,410.49

17. Other financial liabilities

Particulars	As at	As at	
Futiculars	March 31, 2023	March 31, 2022	
Unpaid dividends		1,647.48	
Others			
Accrued compensation to employees	1,213.97	1,193.61	
Accrued expenses-			
Electricty Charges Payable	1,018.46	897.50	
Rent Payable Staff Quartors Ekm	15.00	15.00	
Rent Payble Staff Quartors Pudukkad		9.50	
Professional Fees-PK Jayan & Co	2,175.64	1,875.00	
Statutory Audit Fee- K Rajan & Co	200.00	200.00	
Other expenses payable	1,39,671.69	84,074.21	
Unpaid Dividend 2021	1,069.91		
Unpaid Dividend 2022	2,088.75		
Capital goods suppliers			
Total current other financial liabilities	1,47,453.42	89,912.30	



18. Other current liabilities

Particulars	As at	As at
Farticulars	March 31, 2023	March 31, 2022
Non trade payables		
- Towards Statutory liabilities		
DOT Payable	38,640.76	38,640.76
ESI Payable	17.96	15.18
Labour Welfare Fund Payable	9.06	1.60
Provident Fund Payable	111.98	85.16
TDS 192B PAYABLE	53.67	25.00
TDS 194 C PAYABLE	1,057.05	1,023.13
TDS194 J PAYABLE	14,657.87	11,213.37
TDS 194Q PAYABLE	72.02	7.72
TCS on Sales		27.34
GST payable	14,585.70	8,499.78
Proposed Dividend	77,906.55	
Dues to Related parties		
- Towards interest on loan		
- Towards expenses	143.00	
Income received in advance (Subscrition)	14,277.57	11,880.83
CSR expenditure	7,084.89	6,185.83
Total	1,68,618.07	77,605.70

19. Liabilities for Current Taxes

Particulars	As at	As at	
raiticulais	March 31, 2023	March 31, 2022	
Current Income tax	1,00,000.00	13,952.18	
Total	1,00,000.00	13,952.18	



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(All amounts in ₹ Thousands)

20. Revenue from operations

Particulars	Year ended	Year ended
ruttediais	March 31, 2023	March 31, 2022
Sale of services-		
Marketing & Promotional Fee	8,63,823.34	7,72,237.42
Subscription Charges	13,70,152.50	14,03,097.33
Promotion & Placement Fees	1,46,342.59	1,29,827.68
Incentive	1,45,191.90	1,65,946.96
Income from Advertisement.	13,236.63	14,486.56
Fiber leasing	7,255.50	
One Time Charges	195.00	1,230.00
Annual maintenance service		1,100.00
Income from franchise	1,156.93	1,373.60
Income from Bandwidth		42,493.92
SMS activation charge	71.61	168.01
STB Repair & service charges		4,740.11
Subcriber Management System Charge	432.20	305.62
Income from Distribution	2,44,908.53	1,58,145.67
Sale of goods	5,94,165.76	4,67,744.30
Total	33,86,932.49	31,62,897.19

21. Other income

Particulare	Year ended Particulars	
ruiticuluis	March 31, 2023	March 31, 2022
Interest income		
- on fixed deposits with bank	22,335.86	15,428.16
- on others	13,431.78	883.27
Business and Exhibition income	1,000.00	
Discount Received	3,185.83	
Foreign exchange gain / loss (net)	209.26	66.59
Rent received	900.00	
Profit on sale of Vehicle/s	652.44	
SUndry balances written-off	1,970.29	965.98
Scrap sales	557.08	
Total	44,242.55	17,344.00

Under the Income Tax Act, 1961, the company has neither surrendered nor disclosed any transactions as income that has not been recorded in the books of accounts during the tax assessments for this financial year. Accordingly, there are no undisclosed income to report for this financial year.

The Company has neither traded nor invested in Crypto currency or Virtual Currency during the current financial year and the previous financial year. Accordingly, there are no gain/(loss) to disclose.



55/142-H, 1a, 1st floor, COA Bhavan, Thoundiyil Lane, 4th Cross Road, Panampilly Nagar, Kochi-682036.

CIN No- U72900KL2007PLC075395

(All amounts in ₹ Thousands)

22. Purchases

Particulars	Year ended	Year ended	
Particulars	March 31, 2023	March 31, 2022	
Cost of sales	4,78,418.55	4,02,564.61	
Customs Duty	3,552.98		
Total	4,81,971.53	4,02,564.61	

23. Employee benefit expenses

Particulars	Year ended	Year ended	
rutuculais	March 31, 2023	March 31, 2022	
Salaries and allowances	16,826.44	14,590.70	
Bonus		491.00	
Contributions to provident and ESI fund	866.01	565.52	
Security service charges	375.15	339.00	
Welfare fund contribution	17.35	9.04	
Gratuity	525.51	594.47	
Total	18,610.45	16,589.73	

24. Finance costs

Particulars	Year ended	Year ended
Particulars	March 31, 2023	March 31, 2022
Interest on Overdraft		1,376.84
Other Bank interest charges		94.60
Total		1,471.44

25. Other expenses

Particulars	Year ended	Year ended	
Fullculuis	March 31, 2023	March 31, 2022	
Subscription Charges Pay channel	17,67,673.42	17,45,316.99	
Bandwidth Charges - Railtel		19,486.06	
Bandwidth Charges - Tata Communications	5,112.59	2,179.97	
Bandwidth Charges - Tata Tele Services		2,135.34	
Bandwidth Charge-Vodafone	1,332.92	1,655.62	
Bandwidth Charges-Airtel	4,556.23	21,565.85	
Bank charges		362.43	
Fiber Charge -Railtel	3,096.31	3,508.11	
Fiber Charge - KSEB	25,119.35	20,174.13	
Fiber Charge - BSNL	2,251.83	13,170.44	
Fiber leasing-Vodafone	4,161.90	4,606.73	
Advertisement Expenses	10,801.42	5,718.42	
Business and Exhibition Expenses		186.50	



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(All amounts in ₹ Thousands)

	•	lii amounts in ₹ i nousanas)
Transportation Expenses	6,044.19	4,908.29
Freight Charge	792.08	647.62
Accrued Expenses-Pay Channel		84,074.21
Annual Maintenance Charges	5,447.07	8,099.53
Annual custody fee	150.00	75.00
Audit Fees	200.00	200.00
Bank Charges & Payment gateway charges	1,002.10	1,028.50
Bad debt	3,494.79	1,557.67
Cable line maintenance charges	31,457.79	
Maintenance Expenses	737.72	639.48
CSR Expenditure	7,084.89	6,244.67
Directors Expenses	838.11	686.49
Directors Salaries	2,040.00	1,440.00
Discount allowed	3,842.25	9,239.26
Promotion and Placement Expense	5,855.88	451.67
Electronic Programme Guide Service Charge	234.00	234.00
ITR Filing fee	50.00	50.00
Internet Port Charge		441.61
Food & Accommodation	2,003.27	1,765.21
GST return filing fee Fee	100.00	100.00
Insurance	6,854.96	4,173.30
Interest on TDS		192.41
Internet Charges	.61	.21
Internet Bandwidth Charges		450.00
Legal Expense	1,126.50	1,373.50
Loading & Unloading Charge	242.70	181.98
Meeting expense	3,411.64	2,904.02
News Paper and Periodicals	3.12	3.36
Office Expenses	607.00	1,245.33
Postage and courier	149.31	133.44
Fuel expenses	918.99	918.11
Professional Fees	39,841.21	3,660.18
Rates & Taxes	250.88	208.28
Rent	556.00	583.22
Repairs & Maintenance	2,158.02	4,281.41
Filing fee	7,639.00	167.42
Digital Signal Distribution Service Charge	2,00,934.02	1,93,221.82
Software expenses	22,865.01	3,064.02
License Charges		3,399.51
License Fee-Magik software	9,146.58	700.00
License Fee-DOT	25.00	34.66
Tax Audit Fees	225.00	225.00
Telephone Charges	131.03	520.92
Teleport Charges of Channel	3,075.00	3,090.59



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(All amounts in ₹ Thousands)

Total	24,01,958.04	23,64,791.68
Fiber Leasing Expenses		765.26
Website & web service expenses	478.12	
GST expenses	732.51	12,875.99
Vehicle maintenance expenses	140.45	
VAT paid expense		979.72
Internal Auditors Fees	1,500.00	1,500.00
Round Off	-1.86	61
Tds Expenses	3.48	3.27
Printing & Stationery	3,563.37	641.53
Electricity Pole Rent	40.39	181.13
Donation	22.50	2,808.00
Internet Distribution Charges(LCO)	1,86,445.78	1,47,667.10
Internet Cross Connect Charge		91.95
Electricity Charges	10,706.85	9,036.24
E Voting Charges	35.00	35.00
Annual Affiliation Fee	880.64	985.44
Forex Fluctutaion- Loss	144.90	232.71
Water Charges	116.62	79.66
Travelling expense	1,507.64	226.84

Break-up of payment to auditors*

Particulars	Year ended	Year ended	
Particulars	March 31, 2023	March 31, 2022	
Statutory audit fee	200.00	200.00	
Out of pocket expenses			
Total	200.00	200.00	

^{*} Goods and service tax excluded

Corporate social responsibility expenses ('CSR')

Particulars	Year ended	Year ended		
Particulars	March 31, 2023	March 31, 2022		
(a) Amount required to be spent by the company for the year	6,185.83	5,300.89		
(b) Total of previous years shortfall / (excess)				
(c) Amount of expenditure incurred	6,185.83	5,359.73		
(d) Shortfall (excess) at the end of the year		-		
(e) Reason for shortfall				
(f) Details of related party transactions	Nil	Nil		
(g) Provision is made with respect to a liability incurred by entering				
into a contractual obligation		-		

⁽h) Nature of CSR activities undertaken by the company

Year ended March 31, 2023 and 2022

¹⁾ Promoting health care including preventive health care and sanitation.



(All amounts in ₹ Millions, unless otherwise stated)

(Amount in ₹ Thousands)

A Earnings in foreign currency

Particulars	Year ended	Year ended	
r di ticulai s	March 31,2023	March 31,2022	
Export of services (Before adjustment of unbilled/deferred revenue)	Nil	Nil	

B Expenditure in foreign currency including capital purchase (on accrual basis)

Particulars	Year ended March 31,2023	Year ended March 31,2022
Imports	722.22	609.14
Total in US Dollars	722.22	609.14

C Earnings per share

The Company reports basic and diluted Earnings per Share (EPS). Basic earnings per share are computed by dividing the net profit / loss after tax for the year by the weighted average number of the equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit / loss after tax, for the year, by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all dilutive potential equity shares. In compliance to the same, the EPS computed is as follows:

Particulars	Year ended	Year ended	
rardiculars	March 31,2023	March 31,2022	
a) Profit during the year (₹ in Millions)	2,13,398.94	1,18,185.34	
b) Weighted average number of shares (Nos.)	7,812.00	7,790.66	
c) Nominal value of equity share (₹)	100	100	
d) Basic and diluted earnings per share (₹)	27.32	15	

D Related Party Transactions

Party	Relation	Transaction type		Amount		Previous Year
	Common	•				
Kerala Vision Broad Band Ltd	Director/s					
		Opening Balance	Dr	1,19,234.84	Cr	4,099.93
		Sold to them	Dr	4,46,801.94	Dr	2,54,034.61
		Purchase from ther	Cr		Cr	2,54,479.34
		Closing Balance	Cr	1.40	Dr	1,19,234.84
	Common					
KvTel Media Private Ltd	Director/s					
		Opening Balance	Dr	30,286.77	Dr	33,291.70
		Sold to them	Dr	639.68	Dr	2,287.69
		Purchase from then	n			
		Closing Balance	Dr	18,735.74	Dr	30,286.77
	Common					
Media Plus SIgnals Private Ltd	Director					



(All amounts in ₹ Millions, unless otherwise stated)

		Opening Balance	Cr	90.19	Cr	4,171.53
		Sold to them			Dr	35,634.46
		Purchase from ther	Cr	11,382.27	Cr	7,391.63
		Closing Balance	Dr	547.70	Cr	90.19
Kerala Vision Channel Broadcasting	Common					
Ltd	Director					
		Opening Balance	Dr	13,027.45	Dr	15,308.50
		Sold to them	Dr	2.66	Dr	15.62
		Purchase from ther	Cr	2,040.48	Cr	1,192.48
		Closing Balance	Dr	10,491.11	Dr	13,027.45
Gold Vision Kerala Cable Network	Common					
Private Ltd	Director					
		Opening Balance	Dr	1.00	Dr	239.99
		Sold to them	Dr	15,135.39	Dr	23,597.97
		Purchase from ther	Cr		Cr	28,846.87
		Closing Balance	Cr	119.72	Dr	1.00
	Common					
ldukki Cable Vision Private Ltd	Director					
		Opening Balance	Cr	77.74	Cr	108.88
		Sold to them	Dr	3,291.44	Dr	2,516.52
		Purchase from then	n		Cr	5,022.06
		Closing Balance	Dr	1,304.94	Cr	77.74
	Common					
Tirur Cable Vision Private Ltd	Director					
		Opening Balance			Dr	68.96
		Sold to them	Dr	6,348.85		5,050.74
		Purchase from ther	Cr	5,941.39		2,768.11
		Closing Balance	Cr	27.68		
	Common					
TMC Digital Private Ltd	Director					
		Opening Balance	Cr	98.98	Cr	457.26
		Sold to them	Dr	2,479.31	Dr	3,258.59
		Purchase from ther	Cr	8,910.19	Cr	4,531.62
		Closing Balance	Dr	370.20	Cr	98.98
<u>İ</u>						

E Related Party Transactions- Directors / KMP

Director / KMP	March 31,2023	Previous Year
Suresh Kumar PP Managing Director	720.00	600.00
Suresh Kumar C Executive Director	480.00	360.00
VijayaKrishnan K Executive Director	360.00	360.00
Aboobacker Sidhique M Executive Director	480.00	120.00
	2,040.00	1,440.00
TA to Directors	835.86	502.00
Shinumon.KS Company secretary	455.00	
Jayasree.A Company secretary	125.00	300.00
	3,455.86	2,242.00



(All amounts in ₹ Thousands, unless otherwise stated)

F Derivative instruments and foreign currency exposure

The period end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are given below:

Particulars	As March	at 31, 2023	As at March 31, 2022	
	Amount (USD)	Amount (INR)	Amount (USD)	Amount (INR)
Amount receivable in foreign currency				
Amount payable foreign currency- others				
Amount payable in foreign currency- ECB loan				

G Open capital commitments (net of advances)

Particulars	Year ended	Year ended
	March 31, 2023	March 31, 2022
Estimated amount of contracts remaining to be executed on capital account and not provided for	Nil	Nil

H Contingent liabilities

Demand / claims against the company not acknowledged as debt, for which company may be liable (provison made=Nil)-

Particulars (amo	Particulars (amount in '000)		Year ended	Year ended
r un ticulars (unio	unit iii 00		March 31, 2023	March 31, 2022
Income Tax	2013-	(as per TDS Demand Notice)	1,769.19	1,769.19
IT- TDS	2020-	(as per CPC-TDS Demand Notice)	1.033.11	
License Fee-AGR	2018-	(as per DOT Demand Notice)	98,700.05	98,700.05
License Fee-AGR	2019-	(as per DOT Demand Notice)	1.86.039.21	1.86.039.21
License Fee-AGR	2020-	(as per DOT Demand Notice)	2,69,451.36	2,69,451.36
License Fee-AGR	2021-	(as per DOT Demand Notice)	7,158.56	8,08,911.46
Additional BG		(as per DOT Demand Notice)	76,592,50	
GST	2017-	(as per Show cause Notice)	26,85,411.62	26,85,411.62
Service Tax	2013-	(as per adjudication order)(deposited Rs.	1,24,732.63	1,24,732.63
Bank Guarantee	(BSNL)	(covered by Deposit with Bank Rs.14,27/-)	1.426.92	1,426.92
Bank Guarantee	(GST)	(covered by Deposit with Bank Rs 30,54,11/-)	3,05,411.46	3,05,411.46
Bank Guarantee	DOT	(covered by Deposit with Bank Rs 1,33,88/-)	12,955.23	12,955.23
Bank Guarantee		ITI, Palakkad	3,000.00	3,000.00

I Seament Information

Based on the guiding principle given in the Accounting Standard-17 "Segment Reporting" issued by the Institute of Chartered Accountants of India, the Company's primary segments are software development services and software license subscription services. The above business segments have been identified considering

- i) the nature of the products/service;
- ii) the related risks and returns; and
- iii) the internal financial reportina systems

Segmental expenses and revenue have been accounted for considering its relationship to the operating activities of a segment. Expenditure and revenue that cannot be identified with a particular segment and relates to the organization as a whole has been treated as un-allocable expenditure/income. Similarly segmental assets and liabilities are recognized as those, which relate to the operating activities of the segments. Those assets and liabilities that cannot be allocated to a particular segment have been treated as un-allocable assets and liabilities.

Description.			Platform	Distribution			
Description	Year	Cable TV	services	service	Sale of Goods	Unallocated	Total
Primary Segment Informa	ation :					· ·	
Segment revenue							
External sales	2023	15,15,344	10,32,514	2,44,909	5,94,166		33,86,932
	2022	15,69,044	9,67,963	1,58,146	4,67,744		31,62,897
Other income	2023					(44,243)	(44,243)
	2022					17,344	17,344
Total revenue	2023	15,15,344	10,32,514	2,44,909		(44,243)	33,42,690
	2022	15,69,044	9,67,963	1,58,146		17,344	31,80,241
Operating expenses	2023	17,67,673	56,433	1,86,446	4,81,972	6,03,747	30,96,270
	2022	17,45,317	94,563	1,47,667	4,02,565	5,88,155	29,78,267
Segment result	2023	(2,52,329)	9,76,081	58,463	1,12,194	(5,59,504)	3,34,905
	2022	(1,76,273)	8,73,400	10,479	65,180	(5,71,492)	2,01,293
Profit / (loss) before tax	2023						3,34,905
	2022						2,01,293
Provision for taxes	2023						(1,17,452)
	2022						(83,108)
Profit (loss) after tax	2023						2,17,453
	2022						1,18,185
Segment assets	2023	10,75,476				18,04,960	28,80,436
	2022	11,82,706				12,53,145	24,35,851
Segment liabilities	2023	3,79,526				25,00,910	28,80,436
	2022	2,43,410				21,92,440	24,35,851
Capital expenditure	2023	75,457					75,457
	2022	64,343					64,343
Depreciation including	2023	1,81,666					1,85,355
impairment	2022	1,85,355					1,87,902

Secondary Segment :

The Company's primary segments are its business segments, and there are no other reportable geographical segments.



(All amounts in ₹ Thousands, unless otherwise stated)

J. Analytical Ratios

This following is the disclosure requirement for analytical ratios along with an explanation of the items included in numerator and denominator for computing ratios.

Description of the ratio	Explanation of the items included in numerator and denominator	Period / Year ended	Numerator	Denominator	Ratio	% Variance	Explanation for variance #
(a) Current ratio	Current assets / Current	Mar-23 Mar-22	13,89,276 8,42,836	7,17,691 4,24,881	1.94	-5%	
(b) Debt-equity ratio	Total debt / Shareholder's	Mar-23	15,58,131	0	#DIV/0!	#DIV/0!	Debt closed
		Mar-22	7,79,066	0	#DIV/0!		
(c) Debt service coverage ratio	Earnings available for debt service / Debt service	Mar-23 Mar-22	2,13,399 1,18,185	0	#DIV/0! #DIV/0!	#DIV/0!	Debt closed
(d) Return on equity	Net profits after taxes / Average shareholder's	Mar-23	2,13,399	11,68,598	18%	3%	
ratio ('ROE')	equity	Mar-22	1,18,185	7,79,066	15%	0,0	
(e) Inventory turnover	Cost of goods sold /	Mar-23	4,78,419	1,76,775	2.71	-198%	Higher inventory
ratio	Average inventory	Mar-22	4,02,565	85,850	4.69		holding
(f) Trade receivables	Net credit sales / Average	Mar-23	33,86,932	5,10,891	6.63	-31%	Lower trade
turnover ratio	accounts receivable	Mar-22	31,62,897	3,30,060	9.58	0170	receivables
(g) Trade payables	Net credit purchases /	Mar-23	4,78,419	3,11,468	1.54	14%	
turnover ratio	Average trade payables	Mar-22	4,02,565	2,99,987	1.34	1470	
(h) Net capital	Net sales / Average working	Mar-23	33,86,932	5,05,817	6.70	-27%	Working capital
turnover ratio	capital	Mar-22	31,62,897	3,43,699	9.20	2776	increase
(i) Net profit ratio	Net profit / Net sales	Mar-23	2,13,399	33,86,932	6%	29/	
(i) Net profit ratio	inet profit / net sales	Mar-22	1,18,185	31,62,897	4%	3%	
(j) Return on capital	Earning before interest and	Mar-23	3,34,905	18,63,528	18%	7%	
employed ('ROCE')	taxes / Capital employed	Mar-22	2,01,293	18,05,942	11%		
(k) Return on investment ('ROI')	Earnings from investment /	Mar-23	22,336	99,520	22%	14%	
investment (NOI)	COSt Of HIVESTITION	Mar-22	15,428	1,75,919	9%		

[#] Comment is given for any change (whether positive or negative) in the ratio by more than 25% compared to the ratio of preceding year.



Disclosure on consolidated entities as per Schedule-III to the Companies Act, 2013							
	Net A	Assets	Share in pr	ofit or loss			
	consolidated		consolidated				
Name of the entity	net assets	Amount	profit or loss	Amount			
Kerala Communicators Cable Limited (Parent)	100%	28,15,555	101.90%	2,17,453			
<u>Subsidiaries</u>							
Indian							
1	-	-	-	-			
Foreign							
1. Nil	-	-	-	-			
Minority Interests in all subsidiaries	-	-	-	-			
<u>Associates</u>							
(Investment as per the equity method)							
Indian							
1. Kozhikode Digital And Broadband Private Limite	0.00%	0	0.06%	117.83			
2. Media Plus Signals Private Limited	0.00%	0	0.08%	175.59			
3. KvTel Media Private Limited	0.00%	0	-2.04%	-4,347.45			
Foreign							
1. Nil	-	0	-	-			



SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNT

Company Overview

Kerala Communicators Cable Limited (CIN No-U72900KL2007PLC075395), the company, is registered with the Companies Act, 1956 / 2013 on January 03, 2007, with primary object to carry on the business of cable networking, communication cabling, building automation and signal networking and having its registered office at 55/142-H, 1a, 1st floor, COA Bhavan, Thoundiyil Lane, 4th Cross Road, Panampilly Nagar, Kochi-682036.

The company is engaged in cable TV signal receiving and distribution to customers through Local Cable Operators and franchisees, also as a part of programming segment, the company receives an allocation of scheduled advertisement time and sells the same to local, regional or national advertisers.

SIGNIFICANT ACCOUNTING POLICIES

Statement of compliance

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

Basis of preparation

These standalone financial statements have been prepared on historical cost basis except for certain financial instruments and defined benefit plans which are measured at fair value amortised cost at the end of each reporting period. Historical cost is generally based on the value of the consideration given in exchange for goods and services. Fair value is the price would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle. Based on the nature of services rendered to customers and time elapsed between deployment of resources and the realisation in cash and cash equivalents of the consideration for such services rendered, the Company has considered an operating cycle of 12 months.

These standalone financial statements have been prepared in Indian Rupee (₹) which is the functional currency of the Company. Foreign currency transactions are recorded at exchange rates prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are retranslated at the exchange rate prevailing on the balance sheet dates and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss. Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are not retranslated.

The significant accounting policies used in preparation of the standalone financial statements have been discussed in the respective notes.

Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard 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) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

Ind AS 1 – Presentation of Financial Statements

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Company does not expect this amendment to have any significant impact in its financial statements.

Ind AS 12 – Income Taxes

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company is evaluating the impact,



if any, in its financial statements.

Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in statements financial that are subiect measurement uncertainty". **Entities** develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Company does not expect this amendment to have any significant impact in its financial statements.

Financial assets, financial liabilities and equity instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

The Company de recognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired.

Financial assets at amortised cost

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

Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

The Company has made an irrevocable election to present subsequent changes in the fair value of equity investments not held for trading in other comprehensive income.

Financial assets at fair value through profit or loss

Financial assets are measured at fair value through profit or loss unless they are measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in statement of profit and loss.

Investment in subsidiaries

Investment in subsidiaries are measured at cost less impairment loss, if any.

Financial liabilities

Financial liabilities are measured at amortised cost using the effective interest method.

Equity instruments

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received.

Instruments not in hedging relationship

The Company enters into contracts that are effective as hedges from an economic perspective, but they do not qualify for hedge accounting. The change in the fair value of such instrument is recognised in the statement of profit and loss.

Impairment of financial assets (other than at fair value)

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit



losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. In determining the allowances for doubtful trade receivables, the Company has used a practical expedient by computing the expected credit loss allowance for trade receivables 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 allowance rates used in the provision matrix. For all other financial assets, expected credit losses are measured at an amount equal to the 12-months expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

Realisable Value

Carrying amounts of cash and cash equivalents, trade receivables, loans and trade payables as at March 31, 2023 and 2022, approximate the fair value due to their nature. Carrying amounts of bank deposits, earmarked balances with banks, other financial assets and other financial liabilities which are subsequently measured at amortised cost also approximate the fair value due to their nature in each of the periods presented.

Use of estimates

The preparation of financial statement in conformity with GAAP requires the management of Kerala Communicators Cable Limited ("Management") to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of financial statements and reported amounts of income and expenses during the period. Examples of such estimates include provisions for doubtful debts, future obligations under employee retirement benefit plans, income taxes, and the useful lives of fixed tangible assets and intangible assets. The accounting estimates are based on the judgments of the management which is based on historical experience and on various other assumptions that are reasonable under the circumstances.

Accounting estimates could change from period to period. Actual results could differ from these estimates. Appropriate changes are made to the estimates as the Management becomes aware of changes in the

circumstances surrounding the estimates. Changes in estimates, if any, are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

Inventories

Inventory is valued at the lower of cost and net realizable value. Cost is determined on FIFO method. Inventory costs include purchase price, freight inward and transit insurance charges and taxes and duties that are not recoverable. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Cash flow statement and cash equivalent

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expenses associated with investing or financing activities. The cash flows from Operating, Investing and Financing activities are segregated.

Cash and cash equivalents comprise of cash in hand, cash at bank and short term deposits with an original maturity period of three months or less. Non-current earmarked balances with banks represent deposits and balances not due for realisation within 12 months from the balance sheet date. These are primarily placed as security, as margin money against issue of bank guarantee/s.

Contingent & subsequent events

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 not wholly within the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability. Information on contingent liabilities is disclosed in the notes to the financial statements, unless the possibility of an outflow of resources embodying economic benefits is remote.

All subsequent events or circumstances occurred between the last day of the financial year and Balance



sheet approval date that could significantly affect the accompanying financial statements or the related disclosures forming part of these financial statements of the company which have material effect and indicate conditions existed as on date prior to 31-03-2023 have been adjusted wherever necessary.

Prior period items

Prior period items are incomes or expenses that arise in the current year as a result of errors or omissions in the preparation of the financial statements of one or more prior periods.

Changes in accounting policies

No changes were made in the accounting policies during the year ended 31st March, 2023.

Revenue Recognitions

Revenue is recognized when there is no uncertainty as to measurement or collectability of the consideration. When there is uncertainty as to measurement or ultimate collectability, the revenue recognition is postponed until such uncertainty is resolved. During the year, there are no items of revenue deferred/unrecognized in the Profit and Loss Account.

The main sources of revenue and its recognitions are as following:

- (a)Subscription rent subscription rent is recognized on monthly basis. The revenue pertaining to each month is accounted at the month end as receivables.
- (b)Income from distribution Distribution of Broad band / ISP signals of other providers through own cable network , and is recognized pro rata time basis, and billed as per contract with such providers.
- (c)Income from advertisement Advertisement income is recognized on a monthly basis corresponding to when the advertisement arises and based on the broadcast calendar.
- (d)Income from transferring right to use –income from transfer of right to use of Set top boxes are recognized as and when the physical possession is transferred to the customers for its intended use installed in the client premises without transferring the ownership.
- (e)Promotion and Placement Income Income is recognized on a monthly basis based on the agreement.
- (f)Activation charge Activation charge is recognized

when the physical possession of Set top boxes is transferred to the customer.

- (g)Subscriber Management System Charge- One time charge collected from distributors for using the Magic software maintained by the company. Distributors can login to this software using their unique id and can review the functioning of set top boxes under their respective places.
- (h)Income from Broadband Monthly charges collected from customers to whom internet connectivity is provided by the company.
- (i)ISP Drop Charge One time charge collected from distributors of internet for installing ISP facilities in their area.
- (j)Static IP Charge One time charges collected from customers who require distinct IP Address of their own
- (k)Income from franchise- Franchise fee collected from entities who are allowed to act as franchise of the company in their respective areas. Income is recognized on monthly basis.
- (I)Contract Income Contract income is recognized on Percentage of completion method.

Interest on fixed deposit is recognized as revenue as and when the intimation is received from the Bank with regard to the credit of interest, which is calculated on time proportion method at the applicable interest rate.

Promotion and Placement means carriage and placement of general entertainment channels in the company, COA and all their Affiliates, Franchisees and Link Operators cable networks across Kerala. The Promotion and Placement Services are provided based on the mutual agreement made with parties.

Property, Plant & Equipment

The cost of an item of property, plant and equipment is recognised as an asset if, and only if: (a) it is probable that future economic benefits associated with the item will flow to the enterprise; and (b) the cost of the item can be measured reliably.

Tangible fixed assets are stated at cost less accumulated depreciation and impairment, if any. Direct costs are capitalized until the assets are ready for its intended use. We capitalize improvements that extend the asset lives and expend repairs and



maintenance costs as incurred. When an asset is retired or sold, the applicable cost and accumulated depreciation is removed and gain or loss on disposition, if any, is presented separately.

Capital work – in – progresses comprise of cost of fixed assets that are not ready for their intended use as at the reporting date. Expenditure during construction period directly attributable to the projects under implementation is included in Capitalwork-in-progress, pending allocation to the assets.

Impairment

The company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's fair value or cash-generating unit's (CGU) fair value less costs of disposal and its value in use.

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.

The Set top boxes, which are owned by the company, are not in the possession of the Company. They are installed at the client premises, but the risk and reward associated with ownership of the asset lies with the Company, since the company can suspend transmission and re-possess the set top boxes from the client for reasons of any non-compliance to the terms and conditions. Hence these are recorded as fixed assets owned by the Company.

Foreign Exchange fluctuation differences-Those related to assets-

Exchange differences in Long term monetary items in foreign currency or settlement of long term foreign currency monetary items at rates different from those at which they were initially recorded or reported in previous financial statements, in so far as they relate to the acquisition of a depreciable capital asset are adjusted to the cost of the assets.

Those related to short term monetary items and Operating Expenses/Income-

Non-monetary forex transactions are initially recorded at transaction rates and exchange differences that arise at a later point of time are recognized through PL Account.

Government grants

The company has not received any government grants during the year or in the previous year.

Investments

The company has long term investment in equity shares as given below-

Name of Company	Quoted / Unquoted	Acquisition Cost (in '000)
Keralavision Channel broadcasting Ltd	Unquoted Equity Shares	15,000
Kozhikode Digital and Broadband Private Limited	Unquoted Equity Shares	500
Kerala Vision Broadband Limited	Unquoted Equity Shares	35,001
Kv Tel Media private Ltd	Unquoted Equity Shares	15,990
Media Plus Signals Private Limited	Unquoted Equity Shares	390
Idukki Cable Vision Private Limited	Unquoted Equity Shares	1,920



Investments are initially recognized at cost and subsequently adjusted for any permanent diminution in value. There are no short term investments

Fair value hierarchy

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

- Level 1 Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 Inputs are 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).
- Level 3 Inputs 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.

The cost of unquoted investments included in Level 3 of fair value hierarchy approximate their fair value because there is a wide range of possible fair value measurements and the cost represents estimate of fair value within that range.

Retirement and other benefit to employees

A specified percentage of the basic salary is contributed monthly by the company and the employees to the provident fund and ESI fund maintained by the Regional Provident fund Commissioner and ESI Corporation respectively.

Other employee benefits are recognized as and when incurred.

The Indian Parliament has approved the Code on Social

Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The Ministry of Labour and Employment had released draft rules for the Code on Social Security, 2020 on November 13, 2020. The Company will assess the impact and its evaluation once the subject rules are notified. The Company will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

Borrowing cost

The Company does not have any borrowing cost eligible for capitalization as defined in the "Accounting Standard 16 – Borrowing Costs" for the year ended March 31, 2023.

Segment reporting

A segment report with primary segment being industrial classification is prepared in accordance with the Accounting Standard 17 – Segment Reporting. The accounting policies used in the preparation of the financial statements are consistently applied to record income and expenditure of individual segments. The industry segments of the Company are primarily the following:

- (a) Cable TV
- (b) Promotional Services
- (c) Distribution services

Income and direct expenses in relation to segments are categorized based on the items that are individually identifiable to that segment, while the remainder of the costs is categorized in relation to the associated turnover of the segment.

The company operates in only one geographic segment (Kerala State).

Earnings per share



The basic earnings per share is computed by dividing the net profit / (loss) after tax by weighted average number of equity shares outstanding as on March 31, 2023. Since there are no dilutive securities, the diluted earnings per share and basic earnings per share are same.

Income taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current reporting period and reversal of timing differences of earlier reporting periods. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the reporting date.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized

only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws in India, to the extent it would be available for set off against future current income tax liability. Accordingly, MAT credit receivable is recognized as an asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

Associates, Subsidiaries and Consolidated Financial Statement The company has two associates, namely,

Name of the Associate company	% of shareholding	Value of Shares held (in '000)
i. Media Plus Signals Pvt. Ltd.,	31.97%	3,90
ii. Kozhikode Digital and Broadband Pvt. Ltd.	37.59%	5,00
iii. KV-Tel Media Private Limited	32.36%	15,000

The investments in associates are accounted using Equity method, and is recognized on cost incurred for purchasing the shares.

Intangible Assets

Recognition and measurement-

Intangible assets are recognised if it is probable that the future economic benefits attributable to the assets will flow to the enterprise and cost of the asset can be measured reliably in accordance with the notified Accounting Standard – 26 on '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.

The company has the following intangible assets-

SI		
No.	Particulars	Amortization
1.	Trademark	Over a period of 10 years
2.	Computer Software	Over a period of 5 years
3.	Set Top Boxes	Over a period of 7 years



Impairment

The recoverability of the property and equipments are evaluated whenever events or substantive changes in circumstances indicate that the carrying amount may not be recoverable, or the useful life has changed .If estimated recoverable amount is lower than the carrying amount, the carrying amount is reduced to the estimated recoverable amount and the impairment loss is recognized immediately in the Profit & Loss account.

If the impairment subsequently reverses, the carrying amount of the asset (or group of related assets) is increased to the revised estimate of its recoverable amount, but not in excess of the amount that would have been its carrying amount had no impairment loss been recognized for that asset (or group of related assets). A reversal of impairment loss is recognized immediately to the Profit & Loss account.

Tangible Assets-

Depreciation of Fixed Assets is provided to the extent of depreciable amount on the Straight Line Method (SLM) Method. Depreciation is provided based on the useful life of the assets as prescribed in Schedule II to the Companies Act, 2013, except in case of "Set top Boxes" and "Smart Cards" which are depreciated over its useful life as technically assessed. Set top boxes and smart cards acquired till 31st March 2015 were depreciated over a period of 7 years.

In respect of additions or extensions forming an integral part of existing assets, including incremental cost arising on account of translation of foreign currency liabilities for acquisition of Fixed Assets, depreciation is provided as aforesaid over the residual life of the respective assets.

Intangible assets-

a) Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired.

b) The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period

Provisions and contingencies

A provision is recognized, if as a result of a past event, the Company has a present legal obligation that can be reliably measured and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation on the reported date. Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure of contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where the possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote no provision or disclosure is made.

If a customer account is delinquent, various measures are used to collect the outstanding amount, including termination of service / transmission. Subsequent to this, if the account remains unrecoverable or doubtful of recovery, a provision for the unrecoverable portion or the doubtful portion is made.

Trade payables-

Dues to small and micro enterprises pursuant to section 22 of the Micro, Small and Medium

Enterprises Development ('MSMED') Act, 2006: is Rs. Nil.



i) the principal amount and the interest due thereon remaining unpaid to any supplier as at	
the end of each accounting year	Nil
ii) the amount of interest paid by the buyer in terms of section 16, along with the amounts of	
the payment made to the supplier beyond the appointed day during each accounting year	Nil
iii) the amount of interest due and payable for the period of delay in making payment (which	
have been paid beyond the appointed day during the year) under this Act, adding the interest specified	Nil
iv) the amount of interest accrued and remaining unpaid at the end of each accounting year;	
	Nil
v) the amount of further interest remaining due and payable in the succeeding years, until	
such date when the interest dues as above are actually paid to the MSME unit for the purpose of disallowance as a deductible expenditure under section 23	Nil

Property, Plant & Equipment, depreciation, amortization, and impairment

Refer NOTE-1 to Balance Sheet.

Financial Risk Management

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the Board of Directors. The details of different types of risk and management policy to address these risks are listed below:

The business activities of Company expose it to financial risks namely Credit risk, Liquidity risk and Market risk.

1. Credit risk

Credit risk arises from the possibility that counter party will cause financial loss to the company by failing to discharge its obligation as agreed.

The exposure of the Company to credit risk arises mainly from the trade receivables, unbilled revenue, loans given and financial guarantee contract.

Credit risks from balances with banks and financial institutions are managed in accordance with the Company policy. For derivative and financial instruments, the Company attempts to limit the credit risk by only dealing with reputable banks and financial institutions having high credit-ratings assigned by credit-rating agencies.

The Company's major revenue streams arises from services provided to end use customers in the form of

monthly subscription income, which predominantly follows a prepaid model. The trade receivables and unbilled revenue on account of subscription income are typically un-secured and derived from sales made to large number of independent customers. As the customer base is distributed economically and geographically, there is no concentration of credit risk.

The Company follows a simplified approach (i.e based on lifetime ECL) for recognition of impairment loss allowance on Trade receivables. For the purpose of measuring the lifetime ECL allowance for trade receivables, the Company uses a provision matrix. In addition, in case there are events or changes in circumstances indicating individual or class of trade receivables is required to be reviewed on qualitative aspects, necessary provisions are made.

2. Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company liquidity risk management policies include to, at all times ensure sufficient liquidity to meet its liabilities when they are due, by maintaining adequate sources of financing from banks at an optimised cost whenever considered appropriate. In addition, processes and policies related to such risks are overseen by senior management. The Company's senior management monitors the



Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

Maturities of financial liabilities

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

The Company from time to time in its usual course of business issues financial guarantees and letter of comfort to certain subsidiaries, associates and joint ventures. Company has issued corporate guarantee and letter of comfort for debt of ₹ 20.00 (March 31, 2021: ₹ 20.00). The outflow in respect of these guarantees and letter of comfort will arise only upon default of such subsidiaries, associates and joint ventures. ₹ 20.00 (March 31, 2021: ₹ 20.00) is due for repayment within 1 year from the reporting date.

Financing arrangements

The Company has sufficient sanctioned line of credit from its bankers / financiers; commensurate to its business requirements. The Company reviews its line of credit available with bankers and lenders from time to time to ensure that at all point in time there is sufficient availability of line of credit.

The Company pays special attention to the net operating working capital invested in the business. In this regard, as in previous years, considerable work has been performed to control and reduce collection periods for trade and other receivables, as well as to optimise accounts payable with the support of banking arrangements to mobilise funds.

3. Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The Company is exposed in the ordinary course of business to following risks: (a) foreign exchange risk and (b) price risk.

(a) Market Risk - Foreign Exchange

Foreign exchange risk arises on all recognised monetary assets and liabilities which are denominated in a currency other than the functional currency of the Company. The Company has foreign currency trade payables.

Foreign currency risk is managed by following established risk management policies, which inter alia includes monitoring the movements in currencies in which the borrowings / capex vendors are payable and hedging the exposure to foreign currency risk, wherever considered appropriate, by entering into forward currency contracts, call options and currency swaps contracts.

The Company does not enter into or trade financial instrument including derivative for speculative purpose. The carrying amount of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

Foreign currency exposure

Liabilities

Trade payables= Nil.

Details of Unhedged Foreign Currency Exposure = Nil.

(b) Market Risk - Price Risk:

The Company is mainly exposed to the price risk due to its investments. The price risk arises due to uncertainties about the future market values of these investments.

Other information / Notes

During the current financial year and the previous financial year, the company has not made any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

As on the date of approval of this financial statements, the company is not declared as a wilful defaulter by any bank or financial institution or other lender.



Details charges or satisfaction yet to be registered with registrar of companies beyond the statutory period as on the balance sheet date is Nil (Previous year: Nil)

The company has not made any investments, accordingly disclosure requirements for compliance with the number of layers prescribed under clause (87) of section 2 of the companies act, 2013 read with companies (Restriction on number of layers) rules, 2017 is not applicable.

Amounts in the financial statements are presented in Indian Rupee (`000). Previous year's figures have been regrouped or reclassified to conform to the current year presentation.

K Rajan FCA	Mechery Aboobacker Sidhique	Suresh Kumar P.P
Partner	Director	Managing Director
Membership No. 023946	(DIN: 00789736) (DIN: 02210337)	
UDIN - 23023946BGVZKZ3130		
	Suresh Kumar. C	Shinumon.K.S
Place: Ernakulam	Chief Financial Officer	Company Secretary
Date: 9th August, 2023	(DIN: 06539875)	(PAN: EYCPS6975L)



KERALA COMMUNICATORS CABLE LIMITED

CIN: U72900KL2007PLC075395

55/142-H 1A, 1st Floor, COA Bhavan, Thoundayil Road,

4th Cross Road, Panampilly Nagar,

Ernakulam, Kerala – 682036. Email id: kccl@kccl.tv, website: www.kccl.tv