QTL/Sec/2025-26/297 **September 6, 2025**

The Secretary,
Corporate Relationship Department,
BSE Limited,
Phiroze Jee Jee Bhoy Towers,
Dalal Street,
Mumbai - 400001

SUB: Notice of 78th Annual General Meeting along with Annual Report for the financial year 2024-25 and Notice of Book Closure

(SCRIP CODE 511116)

Dear Sir,

Pursuant to the Regulation 30, 34 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we hereby notify as under:

1. The 78th Annual General Meeting of Shareholders of the Company is scheduled to be held on Monday, September 29, 2025 at 4:00 PM through Video Conferencing (VC) and other audio visual means (OAVM).

2. Annual Report for the financial year 2024-25 including Notice of the AGM, e-voting instructions and Annual Financial Statements is enclosed herewith for your ready reference. The aforesaid documents are available on the website of the Company at www.connectbroadband.in and are being dispatched to all eligible shareholders whose email IDs are registered with Company/ Depository.

Pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 the Register of Members and Share Transfer books of the Company will remain closed from Monday, September 22, 2025 to Monday, September 29, 2025 (both days inclusive).

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we have provided the facility to vote by electronic means (remote e-voting) on all resolutions as set out in the notice of the AGM to those members, who are holding shares either in physical or in electronic form as on cut-off date i.e. Monday September 22, 2025.

The remote e-voting facility shall be opened from Friday, September 26, 2025 at 9.00am to Sunday, September 28, 2025 till 5.00pm, both days inclusive.

This is for your information and record, please.

Thanking you,
For QUADRANT TELEVENTURES LIMITED
Umesh Prasad Srivastava
Digitally signed by Umesh Prasad Srivastava
Date: 2025.09.06 10:51:22 +05'30'
(UMESH P SRIVASTAVA)
COMPANY SECRETARY

Encl: As above

CONNECT
BROADBAND

ANNUAL REPORT
2024-25

QUADRANT TELEVENTURES LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS
Dinesh A. Kadam
Anushka J. Vagal
Pritesh G. Lahoti
Pramod B Jagjeevan

CHIEF FINANCIAL OFFICER
Anuj Ohri

COMPANY SECRETARY
Umesh P Srivastava

AUDITORS
M/s SGN & Company
Chartered Accountants

INTERNAL AUDITORS
M/s Grant Thornton Bharat – LLP

Bankers
IDBI Bank Ltd
LIC of India
State Bank of India
(Erstwhile State Bank of Patiala)
Punjab National Bank
(Erstwhile Oriental Bank of Commerce)
Kotak Mahindra Bank
(Erstwhile ING Vyasa Bank Ltd.)

Registered Office
Flat no. 8, B-Type, Sadafuli Building,
Tirupati Park, Gurusahani Nagar, N-4, CIDCO
Aurangabad, Maharashtra - 431001

Corporate Office
B-71, Industrial Area, Phase VII, Mohali - 160055 Punjab

REGISTRAR & SHARE TRANSFER AGENTS
Cameo Corporate Services Ltd.
Subramanian Building No. 1
Club House Road, Anna Salai
Chennai - 600002
E-mail:investor@cameoindia.com
Tele: +91-44-28460390-394

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GO GREEN APPEAL TO SHAREHOLDERS

Dear Shareholder, if you are still receiving the physical copy of Annual Report, we request you to share your email address, so that Annual Report and other communications may be sent electronically. E-mail address may be communicated at investor@cameoindia.com or at secretarial@infotelconnect.com.

SAVE TREES SAVE EARTH

NOTICE

NOTICE is hereby given that the Seventy Seventh (78th) Annual General Meeting of Quadrant Televentures Limited (the "Company") will be held on Monday, 29th September, 2025 at 4:00 P.M. through video conference (VC) and other audio visual means (OAVM), to transact the following businesses:-

ORDINARY BUSINESS: -

1. To receive, consider and adopt the Audited Financial Statements for the financial year ended on March 31, 2025 together with the Reports of the Directors and Auditors thereon.

SPECIAL BUSINESS: -

2. To consider and approve the appointment of M/s. B. K. Gupta & Associates, Practicing Company Secretaries, as Secretarial Auditors and fix their remuneration in this regard to consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Section 204 of the Companies Act, 2013 ("Act") and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with Regulation 24A of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (including any Statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Audit Committee and the Board of Directors, M/s. B. K. Gupta & Associates, Practicing Company Secretaries (Membership No.: F 4590/ COP: 5708), be and is hereby appointed as Secretarial Auditors of the Company for a term of 5 (five) consecutive financial years, commencing from April 1, 2025 till March 31, 2030 on such terms and conditions, including remuneration, as may be determined by the Board of Directors ('Board') / Audit Committee of the Board of the Company.

   RESOLVED FURTHER THAT the Board (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.

   RESOLVED FURTHER THAT any one Director, the Chief Financial Officer and the Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary and expedient to give effect to this resolution."

3. To consider and ratify the remuneration to be paid to M/s SDM & Associates, Cost Auditors of the Company and in this regard to consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of Rs.90,000/- (Rupees Ninety Thousands Only) plus applicable Taxes, travelling and other out of pocket expenses incurred by them in connection with the Cost audit as approved by the Board on the recommendation of the Audit Committee, to be paid to M/s. SDM and Associates, (Firm Registration No. 000281) Cost Auditors of the Company for the cost audit w.r.t. the FY 2025-26, be and is hereby ratified, confirmed and approved.

   RESOLVED FURTHER THAT any one Director, the Chief Financial Officer and the Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary and expedient to give effect to this resolution."

By Order of the Board of Directors of
QUADRANT TELEVENTURES LIMITED

Place: Mohali **UMESH PRASAD SRIVASTAVA**
Dated: August 27, 2025 **COMPANY SECRETARY**

QUADRANT TELEVENTURES LIMITED
CIN: L00000MH1946PLC197474
REGD. OFFICE ADDRESS:
Flat no. 8, B-Type, Sadafuli Building,
Tirupati Park, Gurusahani Nagar,
N-4, CIDCO, Aurangabad 431001
(Maharashtra)

NOTES: -

1. Pursuant to General Circulars issued by the Ministry of Corporate Affairs dated April 8, 2020, April 13, 2020, May 5, 2020, and subsequent circulars issued in this regard, the latest being circular dated September 19, 2024 (collectively referred to as 'MCA Circulars') has allowed inter-alia, conduct of AGMs through Video Conferencing/Other Audio-Visual Means (VC/OAVM) facility on or before September 30, 2025. Further, the Securities and Exchange Board of India ('SEBI'), vide its circulars dated May 12, 2020, and subsequent circulars issued in this regard, the latest being October 3, 2024 (collectively referred to as 'SEBI Circulars'), has provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

   In compliance with the applicable provisions of the Companies Act, 2013 ('Act'), the SEBI Listing Regulations, MCA Circulars and SEBI Circulars, the forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. The deemed venue shall be the Registered Office of the Company.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11, dated January 15, 2021 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an arrangement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.connectbroadband.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com . The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

7. All the Directors of the Company has been disqualified under Section 164(2)(b) of the Companies Act, 2013 w.e.f April 1, 2025 due to non-redemption of the Non- Convertible Debentures (NCDs) that were issued in exchange for the Term Loan granted by the Lenders of the Company under Corporate Debt Restructuring Scheme. Accordingly no eligible Director is retiring by rotation and their reappointment under Section 152 of the Companies Act 2013.

8. In terms of the provisions of Section 102 of the Companies Act, 2013, the Statement setting out material facts in respect of all Special Business to be transacted at the meeting is annexed and forms part of the Notice.

9. Copies of Notice of 78th Annual General Meeting together with Annual Report are being sent by electronic mode to all the members whose email addresses are registered with the Company/Depository Participant(s) and shares held in the electronic form, to those beneficial owners of the shares as at the close of business hours on Friday, 29th August, 2025 as per the particulars of beneficial owners furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

10. Corporate Members are encouraged to attend and vote at the AGM through VC/OAVM. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution / authorization letter to the Company or upload on the VC/OAVM portal / e-voting portal.

11. Details as per the Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Directors seeking appointment /re-appointment at the ensuing Annual General Meeting is appended to the Notice.

12. Members holding shares in dematerialized form are requested to notify immediately any change of address to their Depository Participants (DPs) and those who hold shares in physical form are requested to write to the Company's Registrar & Share Transfer Agents, M/s. Cameo Corporate Services Ltd., "Subramanian Building" No. 1, Club House Road, Anna Salai, Chennai - 600 002.

13. The Register of Members and the Share Transfer Books of the Company will remain closed from Monday, 22nd September, 2025 to Monday, 29th September, 2025 (both days inclusive) for the purpose of the Meeting.

14. The remote e-voting facility shall be opened from Friday, 26th September, 2025 at 9.00 a.m. to Sunday, 28th September, 2025 till 5.00 p.m., both days inclusive. The remote e-voting facility shall not be allowed beyond 5.00 p.m. Sunday, 28th September, 2025. During the period when facility for remote e-voting is provided, the members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date/entitlement date, may opt for remote e-voting. Provided that once the vote on a resolution is casted by the member, he shall not be allowed to change it subsequently or cast the vote again. The notice of the meeting is also being placed on the website of the Company viz. www.connectbroadband.in and on the website of CDSL viz. www.cdslindia.com.

15. The Company has fixed Monday, 22nd September, 2025, as the cutoff date/entitlement date for identifying the Shareholders for determining the eligibility to vote by electronic means. Instructions for exercising voting rights by remote e-voting are attached herewith and forms part of this Notice. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off/ entitlement date only shall be entitled to avail the facility of remote e-voting as well as voting at the Annual General Meeting.

16. The facility for voting during the AGM will also be made available. Members present in the AGM through VC/OAVM and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.

    Mrs. Gayathri R. Girish, Practicing Company Secretary (C.P. No. 9255) has been appointed as the Scrutinizer to scrutinize the e-voting process in fair and transparent manner. The Scrutinizer shall immediately after the conclusion of voting at the Meeting, submit her report to the Chairman of the Company ('the Chairman') or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes casted during the AGM and votes casted through remote e-voting), not later than 48 hours after the conclusion of the AGM. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.connectbroadband.in and on the website of CDSL at www.cdslindia.com , immediately after the results are declared by the Chairman.

17. Any person who becomes a member of the Company after the date of this Notice of the Meeting and holding shares as on the cut-off date i.e. Monday, 22nd September, 2025, may obtain the User ID and Password by sending an email to helpdesk.evoting@cdslindia.com . However, if he/she is already registered with CDSL for remote e-voting then he/she

can use his/her existing user ID and password for casting the vote.

18. The Voting Rights will be reckoned on the paid-up value of shares registered in the name of shareholders on Monday, 22nd September, 2025, the cut-off date/entitlement date for identifying the Shareholders for determining the eligibility to vote by electronic means.

19. Non-resident Indian Members are requested to inform M/s. Cameo Corporate Services Limited, Registrar and Share Transfer Agent of the Company, immediately whenever there is a change in their residential status on return to India for permanent settlement together with the particulars of their Bank Account maintained in India with complete name, branch, account type, account number and address of the Bank with Pin code number, if not furnished earlier.

20. Members are advised to update their PAN, KYC (Address, Email ID, Mobile Number, Bank Account Details, Specimen Signature, etc.) and Nomination details, as mandated by SEBI vide Master Circular No. SEBI/HO/MIRSD/POD-1/P/ CIR/ 2024/37 dated May 7, 2024. Members holding shares in physical form approach to the Company's RTA - Cameo Corporate Services Limited, in prescribed Form ISR - 1 and other forms as per instructions mentioned in the form. The Company has already sent requisite communication to the Members for furnishing these details. The formats can be downloaded from RTA's at https://cambridge.cameoindia.com/Module/Downloadable_Formats.aspx and such formats are also available on the Company's website at https://www.connectbroadband.in/kyc-updation-for-physical-shareholders/ . It may be noted that any service request can be processed only after the folio is KYC Compliant and, Members holding shares in dematerialized form approach to their respective DPs as per the procedure prescribed by them.

21. SEBI, vide its Master Circular No. SEBI/HO/MIRSD/POD-1/P/ CIR/2024/37 dated May 7, 2024, has also mandated that the Members whose folio(s)/demat account(s) do not have PAN, Contact details (Postal Address with PIN and Mobile Number), Bank A/c details, Specimen signature for their corresponding folio numbers and other KYC details updated, shall be eligible for any payment including dividend, interest or redemption in respect of such folios/demat accounts, only through electronic mode with effect from April 1, 2024, upon their furnishing all the aforesaid details in entirety. If a Member updates the above-mentioned details after April 1, 2024, then such Member would receive all the dividends, etc., declared during that period (from April 1, 2024, till the date of updation) pertaining to the shares held after the said updation automatically.

22. 'WISDOM' is a secure, user-friendly online investor portal, developed by our RTA "Cameo Corporate Services limited" that empowers Members to effortlessly access various services. We request you to get registered and have first-hand experience of the portal. This application can be accessed at https://wisdom.cameoindia.com . For effective resolution of Service Requests i.e. Generate and Track Service Requests/ Complaints can be done through WISDOM.

23. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition.

    Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website at www.connectbroadband.in and on the website of the Company's RTA, Cameo Corporate Services Limited at https://cambridge.cameoindia.com/Module/Downloadable_Formats.aspx . It may be noted that any service request can be processed only after the folio is KYC Compliant.

24. In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be affected only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or Company's RTA, for assistance in this regard.

25. Members are also informed that pursuant to Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, read with a Corrigendum No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, Master Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), and Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/191 dated December 20, 2023, SEBI has introduced a common Online Dispute Resolution ("ODR") mechanism to facilitate the online resolution of all kinds of disputes arising in the Indian securities market. Members can access the SEBI Circulars on the website of SEBI at https://www.sebi.gov.in/ and the same are also available on the website of the Company at https://www.connectbroadband.in/intimation-to-shareholders/ .

26. Members seeking any information with regard to the financial statements or any matter to be placed at the AGM, are requested to write to the Company so as to reach them at least 7 days before the date of AGM through e-mail on secretarial@infotelconnect.com . The same will be replied by the Company suitably. The Annual Report of the Company will be made available on the Company's website at www.connectbroadband.in and also on the website of BSE Limited at www.bseindia.com. Members who have not registered their e-mail address so far are requested to register their E-mail address for receiving all communication including Annual Report, Notices, and Circulars etc. from the Company electronically.

27. Members who hold the shares in physical form under the multiple folio's, in identical names or joint accounts in the same order or names, are requested to send the share certificates to Registrar and Share Transfer Agent of the Company namely M/s. Cameo Corporate Services Ltd., "Subramanian Building", No.1, Club House Road, Anna Salai, Chennai - 600 002, for consolidation into a single folio. In case of joint holders attending the AGM through VC/OAVM facility, only such joint holder who is higher in the order of names as per the Register of Members or in the Register of Beneficial Owners maintained by the Depositories will be entitled for e-voting at the AGM.

28. Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice and the registered office of the Company shall deemed to be the location of the AGM.

29. The Register of directors and key managerial personnel and their shareholding, maintained under Section 170 of the Companies Act 2013, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to secretarial@infotelconnect.com.

30. As per the provisions of Section 72 of the Companies Act 2013, the facility for submitting nomination is available for members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit these details to their DP in case the shares are held by them in electronic form, and to the RTA, in case the shares are held in physical form.

INSTRUCTIONS FOR VOTING THROUGH ELECTRONIC MODE

The process and manner for voting by electronic means and the time schedule including the time period during which the votes may be casted is as under:

(i) The voting period begins on Friday, 26th September, 2025 at 9.00 a.m. to Sunday, 28th September, 2025 till 5.00 p.m., both days inclusive. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date/entitlement date of Monday, 22nd September, 2025, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", e-voting process has been enabled to all the Individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process.

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 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 e-mail ID with their demat accounts in order to access e-Voting facility

Individual Shareholders holding securities in demat modewith CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their 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 and My Easi new (Token) Tab. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. CDSL. Click on CDSL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login and My Easi new (Token) 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 link in 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 provided links for the respective ESP i.e., CDSL where the e-Voting is in progress.
Individual Shareholders holding securities in demat modewith NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. 2. On the e-Services home page, click on the "Beneficial Owner" icon under "Login" which is available under "IDeAS" section. 3. This will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value Added Services. 4. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. 5. Click on the company name or e-Voting service provider i.e., CDSL and you will be re-directed to e-Voting website of CDSL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 6. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com . 7. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

	e-Voting website of NSDL 1. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. 2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. 3. 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. 4. 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 i.e., CDSL and you will be redirected to e-Voting website of CDSL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client ID, PAN No.. Verification code and generate OTP. Enter OTP received on registered email id/mobile number and click on login. 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 name" and you will be redirected e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting and voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their depository participants	1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/ CDSL for e-Voting facility. 2. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. 3. Click on company name or e-Voting service provider i.e. CDSL and you will be redirected to e-Voting website of CDSL 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	Helpdesk 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 21 09911
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 022 - 4886 7000 and 022 - 2499 7000

(v) **Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form & physical shareholders.**

1. The shareholders should log on to the e-voting website www.evotingindia.com
2. Click on "Shareholders".
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. Members 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 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 Members holding shares in Demat and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members 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	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 member ID/ folio number in the Dividend Bank details field as mentioned in instruction 3.

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

(vii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu 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.

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

(ix) Click on the EVSN for the relevant Quadrant Televentures Limited on which you choose to vote.

(x) 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.

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

(xii) 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.

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

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

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

(xvi) There is also an optional provision to upload the BR/POA if any uploaded which will be made available to Scrutinizer for verification.

(xvii) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts thay would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- 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; secretarial@infotelconnect.com, 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 THROUGH VC/OAVM ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Individual demat account shareholders may access the same at https://www.cdslindia.com and other Shareholders may access the same at https://www.evotingindia.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. 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 7 days prior to meeting mentioning their name, demat account number/ folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior

to meeting mentioning their name, demat account number/ folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM 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 AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility , then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH RTA/COMPANY/ DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS AND NOTICE AND FOR DEMAT SHAREHOLDERS FOR OBTAINING NOTICE FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. 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.
2. For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id.

In case the shareholders have any query or issue 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 21 09911.

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 on toll free no. 1800 21 09911.

By Order of the Board of Directors of
QUADRANT TELEVENTURES LIMITED

Place: Mohali **UMESH PRASAD SRIVASTAVA**
Dated: August 27, 2025 **COMPANY SECRETARY**

A STATEMENT SETTING OUT MATERIAL FACTS PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 AND SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Item No. 2

Appointment of M/s. B. K. Gupta & Associates, Practicing Company Secretaries, as Secretarial Auditors and fix their remuneration. Pursuant to the amended provisions of Regulation 24A of the SEBI Listing Regulations vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Companies Act, 2013 ('Act') and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and any other applicable provisions, the Audit Committee of the Board at its meeting held on May 21, 2025, recommended appointment of M/s B. K. Gupta & Associates, Practicing Company Secretaries, Peer Reviewed Firm (Membership No.: F4590/ COP: 5708) as Secretarial Auditors of the Company to hold office for a period of 5 (five) consecutive financial commencing from April 1, 2025 till March 31, 2030 on following terms and conditions:

a) Terms of appointment: 5 (five) consecutive financial years commencing from April 1, 2025 till March 31, 2030.
b) Proposed Remuneration: As determined by the Board of Directors ('Board')/ Audit, Committee of the Board of the Company.
c) Basis of recommendations: The recommendations are based on the fulfilment of the eligibility criteria & qualification prescribed under the Act & Rules made thereunder and SEBI Listing Regulations with regard to the full-time partners, secretarial audit, experience of the firm, capability, independent assessment, audit experience and also based on the evaluation of the quality of audit work done by them in the past.

M/s. B. K. Gupta & Associates have given their consent to act as Secretarial Auditors of the Company and confirmed that their aforesaid appointment (if made) would be within the prescribed limits under the Act & Rules made thereunder and SEBI Listing Regulations. They have also confirmed that they are not disqualified to be appointed as Secretarial Auditors in terms of provisions of the Act & Rules made thereunder and SEBI Listing Regulations.

Brief Profile and other details:

M/s. B. K. Gupta & Associates ("the firm") is a peer reviewed firm, which was established in 2003 and has office at 2181, Sector 38-C, Chandigarh (U.T.) - 160036 as well as at SCF 47, Rishi Nagar Market, Ludhiana – 141001, Punjab. It provides comprehensive regulatory services pertaining to Company law, SEBI, RBI, IRDAI, PFRDA etc. under the leadership of Mr. Bhupesh Gupta, who has experience of more than 25 years and other professionals. It serves as one stop solution for Corporate Bodies, NBFCs, Merchant Bankers, Foreign Entities, Industrialists, Entrepreneurs and Professionals. It caters to the needs of clients from various sectors and specialised in the Secretarial Audits of Listed Companies (including High Value Debt Listed Entities) and Other Companies

Accordingly, consent of the members is being sought by passing an Ordinary Resolution as set out at Item No. 2 of the Notice for the appointment of the Secretarial Auditors and fix their remuneration.

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

Item No. 3

The Board on the recommendation of Audit Committee has reappointed M/s SDM & Associates, Cost Accountants, as Cost Auditors of the Company to conduct the audit of Cost Records of the Company in respect of Telecommunication Services for the financial year commencing from 1st April, 2025 to 31st March, 2026.

M/s SDM & Associates, Cost Accountants have submitted a Certificate to the effect that their appointment, if made, will be within the limits specified under Section 141 of the Companies Act, 2013.

The Board of Directors of the Company, on the recommendation of the Audit Committee, has decided to pay a remuneration of Rs.90,000/- (Rupees Ninety Thousands Only) plus applicable Taxes and other out of pocket expenses at actual to M/s SDM & Associates, for the financial year commencing from 1st April, 2025 to 31st March, 2026.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration to be paid to the Cost Auditors shall be fixed by the Board of Directors of the Company on the recommendation of the Audit Committee and the same has to be subsequently ratified by the Shareholders of the Company at a general body meeting.

Accordingly, consent of the members is being sought by passing an Ordinary Resolution as set out at Item No. 3 of the Notice for ratification of the remuneration as payable to the cost Auditors for the financial year commencing from 1st April, 2025 to 31st March, 2026.

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

By Order of the Board of Directors of
QUADRANT TELEVENTURES LIMITED

Place: Mohali **UMESH PRASAD SRIVASTAVA**
Dated: August 27, 2025 **COMPANY SECRETARY**

QUADRANT TELEVENTURES LIMITED
CIN: L00000MH1946PLC197474
REGD. OFFICE ADDRESS:
Flat no. 8, B-Type, Sadafuli Building,
Tirupati Park, Gurusahani Nagar,
N-4, CIDCO, Aurangabad 431001
(Maharashtra)

DIRECTORS' REPORT

Dear Shareholders,

Your Directors are pleased to present the 78th (Seventy Eighth) Annual Report together with the Audited Accounts and Auditors Report for the Financial Year ended on 31st March, 2025.

SUMMARY OF FINANCIAL RESULTS

The Company's financial results for the year ended 31st March, 2025 is summarized below: -

(Rs. in Lakhs)

Particulars		For the year ended March 31, 2025	For the year ended March 31, 2024
I.	Revenue from operations	23624.20	26945.65
II.	Other Income	145.20	452.14
III.	Total Income(I+II)	23769.40	27397.79
IV.	Expenses		
	Networks operation Expenditure	8515.54	11511.09
	Employee Benefits Expenses	5050.95	4907.15
	Sales & Marketing Expenditure	5100.87	5248.45
	Finance Cost	15404.96	14721.78
	Depreciation and Amortization Expenses	1985.69	2146.50
	Other Expenses	1814.94	2051.08
Total Expenses		37872.95	40586.05
V.	Profit/(Loss) before exceptional and extraordinary items and tax (III-IV)	(14103.55)	(13188.26)
VI.	Exceptional Item	13526.13	Nil
VII.	Profit/(Loss) before extraordinary items and tax (V-VI)	(27629.68)	(13188.26)
VIII.	Income Tax expenses	-	-
IX.	Profit (Loss) for the period from continuing operations (VII-VIII)	(27629.68)	(13188.26)
X.	Profit/(Loss) from discontinued operations	-	-
XI.	Tax Expenses of discontinued operations	-	-
XII.	Profit/(Loss) From the discontinued operations (After Tax) (X-XI)	-	-
XIII.	Profit /(Loss) for the period (IX+XII)	(27629.68)	(13188.26)
XIV.	Other Comprehensive Income		
(A)	Items that will not be reclassified to Profit/(loss)	0.61	27.88
(B)	Items that will be reclassified to profit/(loss)		
	Other Comprehensive Income (After Tax)	0.61	27.88
XV.	Total Comprehensive Income	(27629.07)	(13160.38)

FINANCIAL PERFORMANCE REVIEW/ STATE OF COMPANY'S AFFAIRS

The Company's operating revenue was Rs. 23,624.20 Lakhs during the financial year 2024-25 against Rs. 26,945.65 Lakhs for the financial year 2023-24 and also the Company have sustained an operating loss of Rs. 27629.07 Lakhs during the financial year 2024-25 against Rs. 13160.38 Lakhs for the financial year 2023-24.

Total expenses during 2024-25 have decreased by 7% to Rs. 37872.95 Lakhs against Rs. 40586.05 Lakhs in the previous year.

BUSINESS OPERATIONS

Your Company holds Unified License (UL License) and ISP License Category-A (valid till 2035) for providing Telephony Services in the Punjab Telecom Service Area comprising of the State of Punjab, Union Territory of Chandigarh and Panchkula Town of Haryana.

Currently, the Portfolio of services provided by the Company includes Fixed Voice (Landline) services, DSL (Internet) services and Leased Line services in the Punjab Telecom Circle.

The Company provides broadband services through its fiber optic cable laid across Punjab and the Company has also entered into co-location agreements.

As at 31.03.2025, the Company had a total subscriber base of 3.46 Lakhs customers.

CORPORATE DEBT RESTRUCTURING SCHEME (CDR SCHEME)

The Corporate Debt Restructuring Cell (CDR Cell) had vides its letter no. CDR(JCP)563/2009-10 dated August 13, 2009 approved a Corporate Debt Restructuring Package (CDR Package) for the company, in order to write off the losses and also to enable the company to service its debts.

Due to continuous losses and financial constraints, the Company has defaulted/delayed in the interest payments accrued towards Lenders on account of Secured Non-Convertible Debentures (NCDs) issued to Lenders as per CDR terms for the period ended March 31, 2025 till the date of signing of this report. Company has also defaulted in the repayment of principal amount of Secured NCDs and Cumulative Redeemable Preference Shares issued to Lenders as on March 31, 2025. The Company has also not been able to create Capital Redemption Reserve in terms of the provisions of Section 55 (2) (a) and (c) of the Companies Act 2013 since there are no profits available for the same.

However, the Company has fully squared off the fund based working capital limits during the previous financial year.

In meanwhile, on April 2, 2024 an application/petition has been filed under section 7 of Insolvency and Bankruptcy Code, 2016 ("IBC") by M/s IDBI Trusteeship Services Limited, Debenture Trustee acting on behalf of Lenders/financial Creditors, before the National Company Law Tribunal – Mumbai Bench ("NCLT, Mumbai") claiming a default of Rs.364,86,48,491.11/- and seeking initiation of Corporate Insolvency Resolution Process (CIRP) against the Company. On August 7, 2025 the written submissions by both parties have been submitted to the Court, and the Order has been reserved.

CHANGE IN NATURE OF BUSINESS

There was no change in the nature of Business of the Company during the period under review.

EQUITY SHARE CAPITAL AND LISTING OF SHARES

The paid-up Equity share capital of the Company is Rs. 61,22,60,268/- comprising of 61,22,60,268 equity shares of Re. 1/- each. The Company's shares are listed on BSE Limited and are actively traded.

The Company has not issued any new securities during the year under review.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

The Hon'ble Supreme Court in its judgment on AGR vide dated September 1, 2020, reaffirmed that the demand raised by the DoT stated in its modification application as final and no dispute or re-assessment shall be undertaken.

In addition, Hon'ble Supreme Court directed that the Telecom operators shall make a payment of 10% of the total dues as demanded by DoT, by March 31, 2021 and remaining dues in yearly installments commencing April 1, 2021 till March 31, 2031, payable by March 31 of every succeeding financial year.

In compliance of the said order of the Hon'ble Supreme Court, the Company has paid Rs. 1892.00 Lakh to DoT i.e. 10% of the total dues, by way of adjustment from surplus / excess ISP License fee amounting to Rs. 2457.81 Lakh lying with DoT and assessed by DoT vide its letter dated 20-06-2017. Receipt of above payment of 10% of dues has also been confirmed by DoT in its affidavit dated 07-04-21 filed before Hon'ble Supreme Court.

The DoT has offered a relief package vide its letter dated October 14, 2021 to the Telecom Operators; offering a Moratorium period of 4 years for the payment of AGR related dues up to financial year 2016-17. Accordingly, the installment which becomes due on March 31, 2022 stands deferred till March 31, 2026. The Company has confirmed the acceptance of Moratorium period.

The DoT has offered another relief package vide its letter dated June 15, 2022 to the Company; offering a Moratorium period of 4 years towards AGR related dues for the financial year 2017-18 and 2018-19, as the period was not covered by the Judgment dated September 1, 2020 of Hon'ble Supreme Court. Accordingly, the payment of AGR dues for the financial year 2017-18 and 2018-19 shall become payable alongwith the dues of earlier Moratorium. The Company has confirmed the acceptance of this Moratorium period also.

MATERIAL CHANGES OCCURED BETWEEN THE DATE OF END OF THE FINANCIAL YEAR AND THE DATE OF THE BOARD REPORT

The Company has failed to redeem its Non- Convertible Debentures (NCDs) that were issued in exchange for the Term Loan granted by the Lenders of the Company under Corporate Debt Restructuring Scheme. Consequently, all the Directors of the Company, has been disqualified under Section 164(2)(b) of the Companies Act, 2013 w.e.f April 1, 2025. This disqualification renders them ineligible for re-appointment as a director in this company or appointment in any other company for a period of five years. All the Directors will continue as Director in the Company till the time of retirement.

DIVIDEND

As on 31.03.2025, the Company had accumulated losses. Your Directors, therefore, have not recommended any dividend for the financial year 2024-25.

TRANSFER TO RESERVES

During the year under review, no amount has been transferred to reserves.

FIXED DEPOSITS

Your Company has not accepted / renewed any deposits within the meaning of Section 73 of the Companies Act, 2013 and as such, no amount of principal or interest was outstanding as on the Balance Sheet date.

HUMAN RESOURCE DEVELOPMENT

Our human resource management focuses on allowing our employees to develop their skills and grow in their career. The Company's compensation and employee benefit practices are designed to be competitive in the respective geographies where we operate. Employee relations continue to be harmonious at all our locations. Professionals are our most important assets. The Company offers a dynamic work environment where its employees benefit from working with other innovators, driving meaningful change together, both for its customers and the Company. We are committed to hiring and retaining the best talent. For this, we focus on promoting a collaborative, transparent and participative organization culture, and rewarding merit and sustained high performance including shifting of Manpower from vendor roll to Company's roll to keep the junior manpower in high spirit. Moreover Company endeavors to shift junior employees from vendor's roll to the Company's roll to reduce the churn of the junior manpower of the Company

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company, being in the telecommunications sector is not involved in carrying on any manufacturing activity; accordingly, the information required under Section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014 with respect to Conservation of Energy, Technology Absorption are not applicable.

However, the following information would give adequate idea of the continuous efforts made by the Company in this regard:

(i) Energy Conservation:

(a) Electricity is used for the working of the Company's telephone exchanges and other network infrastructure equipment. The Company regularly reviews power consumption patterns across its network and implements requisite changes in the network or processes in order to optimize power consumption and thereby achieve cost savings.

(b) Reduction in the running of the Diesel Generator (DG) Sets during power cuts it its various sites.

(ii) Technology Absorption: The Company has not imported any technology. The Company has not yet established separate Research & Development facilities.

(iii) Foreign Exchange Earnings And Outgo:

During the year under review, there were no foreign exchange earnings and the foreign exchange outgo.

ANNUAL RETURN

In accordance with the Companies Act, 2013, the annual return in the prescribed format is available at www.connectbroadband.in

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 (12) of Companies Act 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is appended as Annexure-1 to the Board's Report.

Particulars of remuneration of employees required to be furnished in terms of Rules 5(2) and 5(3) of the said Rules, forms part of this Report, which shall be provided to Members upon written request pursuant to the second proviso of Rule 5. Particulars of remuneration of employees are available for inspection by Members at the registered office of the Company during business hours on all working days up to the date of the forthcoming AGM.

The remuneration paid to all Key Managerial Personnel is in accordance with remuneration policy adopted by the Company.

INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADQUECY

The details in respect of internal financial control and their adequacy are included in the Management Discussion & Analysis, which forms part of this report.

VIGIL MECHANISM/ WHISTLE BLOWER POLICY

The Company has formulated and published a Whistle Blower Policy to provide Vigil Mechanism for employees including Directors of the Company to report genuine concerns. The provisions of this policy are in line with the provisions of Section 177(9) of the Companies Act, 2013 and the Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (URL: https://www.connectbroadband.in/corporate-governance/).

RELATED PARTY TRANSACTIONS

In line with the requirements of Section 188 of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated a Policy on Related Party Transactions and the same is posted on the Company's URL: https://www.connectbroadband.in/corporate-governance/.

Information on transaction with related parties pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is not provided since there are no transactions with related parties during financial year 2024-25, except payment of remuneration to the Chief Financial Officer and Company Secretary.

CORPORATE SOCIAL RESPONSIBILTY

In terms of the provisions of Section 135 read with Schedule VII and the Rules made thereunder, every Company having net-worth of Rs. 500 Crore or turnover of Rs.1,000 Crore or Net Profit of Rs.5 Crore is required to constitute Corporate Social Responsibility Committee. The Company does not meet any of the above criteria. As such the Company is not required to constitute Corporate Social Responsibility Committee and comply with the requirements of Section 135 read with Schedule VII and the Rules made thereunder.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Pursuant to the provisions of Section 134 (3) (g) of the Companies Act 2013, particulars of Loans/guarantee/investments/securities given under Section 186 of the Act are given in the related notes to the Financial Statements forming part of the Annual Report.

BOARD EVALUATION

The Board has carried out an annual performance evaluation of its own performance, board committees, and individual Directors, based on parameters which, inter alia, include performance of the Board on deciding strategy, composition and structure of Board, discharging of their duties, handling critical issues etc. under the provisions of the Companies Act 2013 and SEBI Listing Regulations. The parameters for the performance evaluation of the Directors include contribution made at the Board meeting, attendance, experience, instances of sharing information on best practices applied in other industries, vision, strategy and engagement with senior management etc.

Performance of the committees was evaluated after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc.

In a separate meeting held on February 12, 2025 of independent directors, performance of non-independent directors and the Board as a whole was evaluated, taking into account the views of non-executive/executive directors. All Directors participated in the evaluation process. The Board noted the suggestions/inputs of Independent Directors and recommendations arising from this entire process were deliberated upon by the Board to augment its effectiveness and optimize individual strengths of the Directors.

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Company proactively keeps its Directors informed of the activities of the Company, its management and operations and provides an overall industry perspective as well as issues being faced by the industry. The familiarization programme adopted by the Company is posted on the website of the Company's URL: https://www.connectbroadband.in/corporate-governance/.

REMUNERATION POLICY FOR THE DIRECTORS, KEY MANAGERIAL PERSONNEL AND OTHER EMPLOYEES

In terms of the provisions of Section 178(3) of the Act and under Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination & Remuneration Committee (NRC) is responsible for formulating the criteria for determining qualification, positive attributes and independence of Directors. The NRC is also responsible for recommending to the Board a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees.

In line with this requirement, the Board has adopted the Policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees and the same has been disclosed in the Corporate Governance Report, which forms part of the Directors' Report. The same is also available on the Company's website URL: https://www.connectbroadband.in/corporate-governance/.

NUMBER OF MEETINGS OF THE BOARD

Four Meetings of the Board were held during the year. For details of the meetings of the Board, please refer to the Corporate Governance Report, which forms part of this report. Board confirms compliance with Secretarial Standards.

THE DETAILS OF DIRECTORS WHO WERE APPOINTED OR HAVE RESIGNED

The Company has failed to redeem its Non- Convertible Debentures (NCDs) that were issued in exchange for the Term Loan granted by the Lenders of the Company under Corporate Debt Restructuring Scheme. Consequently, all the Directors of the Company, has been disqualified under Section 164(2)(b) of the Companies Act, 2013 w.e.f April 1, 2025. This disqualification renders them ineligible for re-appointment as a director in this company or appointment in any other company for a period of five years. Accordingly no eligible Director is retiring by rotation and their reappointment under Section 152 of the Companies Act 2013.

During the year, the non-executive director of the Company had no pecuniary relationship or transactions with the Company.

THE DETAILS OF KEY MANAGERIAL PERSONNEL WHO WERE APPOINTED OR HAVE RESIGNED DURING THE YEAR

During the financial year there was no change in the Key managerial Personnel of the Company. Further, no changes took place in Key Managerial Personnel during the period commencing 1st April, 2024 till the date of signing of Board Report.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received declarations from all Independent Directors of the Company confirming that they meet with the criteria of independence, as prescribed under section 149 of the Companies Act, 2013 read with sub-rule (3) of Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Independent Directors have also confirmed that they have complied with the Company's Code of Conduct. In the opinion of the Board the Independent Directors possess relevant expertise, experience, proficiency and integrity for the appointment as Independent Directors.

STATUTORY AUDITORS

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Rules framed thereunder, the Company had, on 26th September, 2024, re-appointed M/s. SGN & Co., Chartered Accountants, Mumbai as Statutory Auditors (Firm Registration No. 134565W), as Statutory Auditors of the Company for a period of 5 years from the conclusion of Seventy Seventh (77th) Annual General Meeting of the Company until the conclusion of Eighty Second (82nd) Annual General Meeting of the Company.

COST AUDITOR

The Central Government had directed vide its order no. 52/26/CAB-2010 dated November 6, 2012 to conduct a Cost Audit in respect of the specified products viz., Telecommunication Industry.

The Board of Directors of the Company had appointed M/s SDM & Associates, as Cost Auditor of the Company for the financial year 2024-25. The Cost Auditors have submitted their report and the same shall be filed with the Registrar of the Companies within the specified timeline.

The Board of Directors of the Company has again accorded its approval for the appointment of M/s SDM & Associates, Cost Accountants, as Cost Auditor of the Company, for the financial year commencing on 1st April, 2025 and ending on 31st March, 2026, subject to the approval of the Central Government, if any.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit & Auditors) Rules, 2014, the remuneration payable to the Cost Auditor has to be ratified by the members of the Company. Accordingly, consent of the Members is sought by way of an Ordinary Resolution for ratification of the remuneration amounting to Rs. 90,000/- (Rupees Ninety Thousands Only) plus applicable service tax and out of pocket expenses payable to the Cost Auditors for financial year commencing on April 1, 2025

In compliance with the provisions of the Companies (Cost Audit Report) Rules, 2011 and General Circular No. 15/2011 issued by Government of India, Ministry of Corporate Affairs, Cost Audit Branch, we hereby submit that, the Company has filed the Cost Audit Report for the financial year ended on March 31, 2024 with the Registrar of Companies within the prescribed timeline.

SECRETARIAL AUDITOR AND ANNUAL SECRETARIAL COMPLIANCE

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board had appointed M/s BK Gupta & Associates (CP No. 5708:, FCS: 4590), Practicing Company Secretary to undertake the secretarial audit of the company for the financial year 2024-25. The Secretarial Auditor has submitted the Report on the Secretarial Audit conducted by him for the financial year 2024-25 which forms part of the Board's Report as Annexure-2.

Since, the term of Secretarial Auditor has expired and according to Regulation 24A of SEBI Listing Regulations, the Company has to appoint a Secretarial Auditors for a term of five years. Accordingly, the Board of Directors at its meeting held on May 21, 2025, appointed M/s BK Gupta & Associates (CP No. 5708:, FCS: 4590), Practicing Company Secretary as the Secretarial Auditors of the Company for a term of five (5) consecutive years, to conduct secretarial audit from the financial year 2025-26 upto financial year 2029-30, subject to approval of the members/ shareholders of the Company at the ensuing Annual General

In terms of Circular No. CIR/CFD/CMD1/27/2019, February 08, 2019, issued by Securities Exchange Board of India (SEBI) read with Regulations 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 the Company has also submitted the Annual Secretarial Compliance Report for the financial year 2024-25 issued by M/s B. K. Gupta & Associates with the Stock Exchange.

INTERNAL AUDITORS

M/s Grant Thornton Bharat LLP, perform the duties of internal auditors of the Company and their report is reviewed by the Audit Committee from time to time.

AUDIT COMMITTEE

In compliance with the provisions of Section 177 of the Companies Act 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company has constituted an Audit Committee. The composition, scope and powers of the Audit Committee together with details of meetings held during the year under review, forms part of the Corporate Governance Report.

The recommendations of the Audit Committee are accepted by the Board.

RISK MANAGEMENT POLICY

Risk Management Policy for monitoring and reviewing the risk management plan and ensuring its effectiveness has been formulated by the Company. The policy defines the risk management approach across the organization at various levels including documentation and reporting. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The Audit Committee has additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuous basis.

The Board regularly reviews the significant risks and decisions that could have a material impact on the Company. These reviews consider the level of risk that Company is prepared to take in pursuit of the business strategy and the effectiveness of the management controls in place to mitigate the risk exposure.

TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

As of March 31, 2025, there were no amounts eligible for transfer to the Investor Education and Protection Fund (IEPF) of the Central Government, in terms of the provisions of Section 125 of the Companies Act, 2013.

SUBSIDIARY COMPANIES

As of March 31, 2025, the Company has no subsidiary company; hence the information in AOC-1 pursuant to the provisions of Section 129(3) of the Companies Act, 2013 is not applicable.

JOINT VENTURES/ASSOCIATE COMPANIES

As of March 31, 2025, the Company has no Joint Ventures/Associate Company.

CONSOLIDATED FINANCIAL STATEMENTS

As on March 31, 2025, the Company has no subsidiary Company and the consolidated financial statements has not been compiled. Hence, the provisions relating to consolidation of accounts is not applicable to the Company.

STATUTORY AUDITORS' REPORT

The Statutory Auditors of the Company, M/s. SGN & Co., Chartered Accountants, Mumbai as Statutory Auditors, have submitted the Auditors' Report which has the following observation on Standalone Financial Statements for the period ended March 31, 2025.

MANAGEMENT'S EXPLANATION TO THE AUDITORS' QUALIFICATIONS/OBERSERVATIONS: -

1) Auditors' Qualifications in the Standalone Auditor's Report

Basis of Qualified Opinion:-

a) *As stated in Note No. 40 of the* financial statements, *balances of some of the trade payable, other liabilities, advances and security deposits pertaining to erstwhile GSM business are subject to confirmations, reconciliation and adjustments, if any. The effect of the same is unascertainable, and hence the consequential cumulative effect thereof on net loss including other comprehensive income for the year, assets, liabilities and other equity is unascertainable.*

b) We draw attention to note no. 39 & 41 of the financial statements, the Company has incurred a net loss of Rs. 27,629.68 Lakhs during the year and the accumulated losses as at March 31, 2025 amounted to Rs. 2,91,483.95 Lakhs, resulting in, the erosion of its net worth, its current liabilities material exceeds current assets, and all the NCD issued to consortium of financial creditors becomes due. Further the financial creditors had filed application before NCLT Mumbai under Insolvency and Bankruptcy code 2016 on 2nd April 2024, Additionally, the Debenture Trustee, M/s IDBI Trusteeship Services Limited, has issued a notice under Section 13(2) of the Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 ("SARFAESI Act") on November 21, 2024, to enforce security interests over the Company's assets. Symbolic possession of mortgaged properties was taken on January 23, 2025, and January 24, 2025, and a notice for e-auction was published on March 29, 2025, although the scheduled auction on May 6, 2025, did not materialize, these event and conditions indicate material uncertainty exists that on the ability of the Company to continue as a going concern. However, the accounts of the Company have been prepared on a going concern for the factors stated in the aforesaid note. We however not obtain sufficient and appropriate audit evidence regarding management's use of the going concern assumption in the preparation of the financial statements of the company and with the events and conditions more explained in the Note no. 41 of the statement does not adequately support the use of going concern assumption in preparation of the financial statements of the Company.

c) As stated in Note No. 43(b) of the financial statements, interest of Rs 546.12 Lakhs has not been provided in the statement of profit and loss, had the interest have been taken the loss including other comprehensive income for the year would be higher by Rs. 546.12 Lakhs, liabilities and accumulated losses would have been higher by Rs. 546.12 Lakhs.

Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, *except for the possible effect of the matter described in the Basis for qualified Opinion in above point a, b & c,* the aforesaid 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, 2025, its loss including other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Management's Explanations to the Auditor's Qualification in the Standalone Auditor's Report

a) The Company is in process of reconciliation / adjustments, if any, on its balances of some of the trade payable, other liabilities, advances and security deposits pertaining to erstwhile GSM business. The requisite accounting effect, if any, will be given upon such reconciliation. The management however doesn't expect any material variances.

b) The accumulated losses of the Company as at March 31, 2025 are more than fifty percent of its net worth as at that date. The losses are due to declining / Competitive market of the fixed line business and high operating costs. The Company is confident of generating cash flows from continue business operations through increasing subscriber' base and ARPU as well as through restructuring of bank loans along with the support of other stakeholders and the application filed under Insolvency and Bankruptcy code 2016 is under scrutiny not admitted. In view of the above, the accounts of the Company have been prepared on a going concern basis.

c) Company will get waiver from lender for the interest as Company in past obtained waiver of interest from same lender till 31" March-2024 and never paid interest to this Lender, Moreover no demand from the Lender during the year for interest therefore company has not provided interest of Rs. 546.12 Lakhs for the year ended March 31, 2025.

2) Auditors' Observation in the Annexure to the Standalone Auditor's Report

Point No. IX (a) of the Annexure to Auditor's Report which summarizes the basis of Qualification

According to the information and explanations given to us and based on the audit procedures performed by us, the Company has defaulted in repayment of loans (including accrued interest on default amount) to bank/debenture holders as follows:

Nature of borrowings including debt securities	Amount Outstanding as at March 31, 2025 and not paid till date	Amount of Default as at March 31, 2025		Delay/Default (in days)	
		Principal	Interest	Principal	Interest
NCD	IDBI Bank	20,434.04 lakhs	10,933.24 Lakhs	762 –2800 Days	30 – 1492 Days
NCD	Kotak Mahindra Bank	1,347.38 lakhs	958.01 Lakhs	762 - 2374 Days	30 - 1826 Days
NCD	Life Insurance Corporation of India	3,962.33 lakhs	2,980.22 Lakhs	762 –2922 Days	30 – 2374 Days
NCD	State Bank of India	1320.84 Lakhs	862.46 Lakhs	762 - 2922 Days	30 - 2131 Days
NCD	Punjab National Bank(E-OBC)	3962.51 Lakhs	3,166.85 Lakhs	762 - 2922 Days	30 - 2496 Days
	Total	**31,027.10 Lakhs**	**18,900.78 Lakhs**		

Further, amount defaulted during the year and paid before the Balance Sheet date are as under:-

B. Amount paid before the year end	Amount		Delay/Default (in days)	
	Principal	Interest	Principal	Interest
IDBI Bank	-	1,274.52 Lakhs	-	1398 – 1463 Days
Kotak Mahindra Bank	-	31.89 Lakhs	-	1550 - 1672 Days
Life Insurance Corporation of India	-	91.84 Lakhs	-	2099 - 2220 Days
State Bank of India	-	42.52 Lakhs	-	1915 - 1977 Days
Punjab National Bank (E-OBC)	-	91.84 Lakhs	-	2221 - 2342 Days
Total	**-**	**1,532.61 Lakhs**	**-**	**-**

Management's Explanations to Auditors' observation in the Annexure to the Standalone Auditor's Report

Due to continuous losses and financial constraints, the Company has defaulted/ delayed the interest payments accrued towards Lenders on account of Secured Non-Convertible Debentures (NCDs) issued to the Lenders as per CDR terms for the period ended March 31, 2025 and principal repayment of Secured NCDs accrued for the period ended March 31, 2025 and till the date of signing of this report.

DETAILS OF FRAUD REPORTED BY AUDITOR

No fraud is reported by auditors under section 143(12) of Companies Act 2013.

PREVENTION OF SEXUAL HARASSMENT POLICY

The Company has in place a Policy on prevention of Sexual Harassment in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 and has constituted the Internal Complaints Committee to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. During the year under review the Committee/ Management has not received any complaint related to Sexual Harassment.

POLICY ON PREVENTION OF INSIDER TRADING

Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has framed a) Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders and b) Code of Fair Disclosure. The Company's Code, inter alia, prohibits purchase and/or sale of shares of the Company by an insider, while in possession of unpublished price sensitive information in relation to the Company and also during certain prohibited periods. Both the Codes are available at the website of the Company.

CORPORATE GOVERNANCE

The Report on Corporate Governance as required under Regulation 34 read with Schedule V of the SEBI Listing Regulations, 2015, forms part of this Annual Report together with the Management Discussion and Analysis Report. Integrity and transparency are key to our corporate governance practices to ensure that we gain and retain the trust of our stakeholders and maintaining high standards of Corporate Governance has been fundamental to the business of your Company. Corporate Governance Compliance Certificate pursuant to the requirements of Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is also forms part of the Annual Report.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of its knowledge and ability, confirm that:

(a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

(b) The Directors has selected such accounting policies and applied consistently and have 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;

(c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) The Directors had prepared the annual accounts on a going concern basis;

(e) The Directors had laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and were operating effectively;

(f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

APPLICATION/PROCEEDING UNDER INSOLVENCY AND BANKRUPTCY CODE 2016

An application/petition has been filed under section 7 of Insolvency and Bankruptcy Code, 2016 (“IBC”) by M/s IDBI Trusteeship Services Limited, Debenture Trustee acting on behalf of Lenders/ financial Creditors, before the National Company Law Tribunal, Mumbai Bench for seeking initiation of Corporate Insolvency Resolution Process (CIRP) against the Company on April 2, 2024. On August 7, 2025 the written submissions by both parties have been submitted to the Court, and the Order has been reserved.

The Company has received a Notice from the Debenture Trustee of the Company i.e. M/s IDBI Trusteeship Services Limited under Section 13(2) of the Securitisation and Reconstruction of the Financial Assets and Enforcement of Security Interest Act, 2002 (SARFAESI) on November 21, 2024 to enforce its security Interest in respect of Secured Assets of the Company. Consequently, the Officials of M/s IDBI Trusteeship Services Limited (Debenture Trustee) and M/s IDBI bank Limited (Lead Banker) have visited office premises of the Company and have taken symbolic possession of the mortgaged properties of the Company situated at Jalandhar and Mohali under the provisions of Section 13 (4) of the SARFAESI Act 2002.

Further, on February 11, 2025, M/s IDBI Trustee given notice to Company, u/s 13(8) read with rules 8 (6) of SARFAESI Act , 2002 for sale of above mentioned both properties after 30 days of receipt of said notice. M/s IDBI Trusteeship Services Limited published a notice in the newspaper dated March 29, 2025, regarding an e-auction for the sale of the Company's immovable properties. However, the scheduled e-auction on May 6, 2025, did not materialize.

Company has again received two notices under SARFAESI Act, 2002 under the provisions of Section 13 (4) and Section 13 (8) on August 4th 2025 and August 6th 2025 respectively in which 30 days period is given to company for payment of dues and in case of non-payment by company in 30 days then M/s IDBI Trusteeship Services Limited will proceed to sell the secured assets through a public auction as per the provisions of the SARFAESI Act 2002.

ONE TIME SETTLEMENT WITH ANY BANK

There was no one time settlement with any Bank.

ACKNOWLEDGEMENTS

The Directors place sincere appreciation to the Company’s employees, customers, vendors, investors and partners for their continuous support. The Directors also thank the Department of Telecommunications, Financial Institutions, Banks, Lenders and the various Central and State Government Departments, Business Associates, Shareholders and Subscribers.

The Directors also extend their deep appreciation to the employees for their continuing support and unstinting efforts in ensuring an excellent all-round operational performance.

For and on behalf of the Board of Directors

	Anushka J. Vagal	**Dinesh Kadam**
Place: Mohali	**Director**	**Whole Time Director**
Date: August 12, 2025	**(DIN: 08966439)**	**(DIN: 08282276)**

Annexure 1

REMUNERATION RELATED DISCLOSURES, PURSUANT TO PROVISIONS OF SECTION 134 OF THE COMPANIES ACT, 2013 AND RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

<table>
<tr><td>Ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year</td><td>There is one whole time director and three Non-Executive Directors of the Company and they are entitled for payment of sitting fee only on account of Board Meetings / Committee Meetings attended by them from time to time.

Since, the Company is not paying any remuneration to its Directors therefore the ratio of remuneration of each director to the median remuneration of the employee cannot be derived.</td></tr>
<tr><td>Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;</td><td>The Company has the appraisal cycle of April to March. The increments generally released are effective from 1st April every year.

The detail of remuneration paid to Key Managerial Personnel of the Company is as under: -

<table>
<tr><th>Name</th><th>Designation</th><th>Remuneration paid FY 2024-25 (In Rs. Lacs)</th><th>Remuneration Paid in FY 2023-24 (In Rs. Lacs)</th><th>% Increase/ (Decrease) in Remuneration from previous year</th></tr>
<tr><td>*Mr. Anuj Ohri</td><td>Chief Financial Officer</td><td>16.05</td><td>7.92</td><td>102.65%</td></tr>
<tr><td>#Mr. Umesh P Srivastava</td><td>Company Secretary</td><td>8.55</td><td>12.01</td><td>(28.80)%</td></tr>
</table>

*Mr. Anuj Ohri was appointed as Chief Financial Officer w.e.f. November 8, 2023, accordingly his remuneration was for FY 2023-24 for five months only.

#Remuneration of Mr. Umesh P Srivastava for FY 2023-24 included Performance linked incentive and Bonus for the previous year.</td></tr>
<tr><td>Percentage increase/decrease in the median remuneration of employees in the financial year;</td><td>In the financial year, there was increase of 6.09% in the median remuneration of employees.</td></tr>
<tr><td>Number of permanent employees on the rolls of company;</td><td>1075 (as on 31st March, 2025)</td></tr>
<tr><td>Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;</td><td>The increase in remuneration of Chief Financial Officer is on account of tenure of five months during the financial year 2023-24 and decrease in salary of Company Secretary is on account of Performance linked incentive and Bonus pertaining to the financial year 2022-23, was paid in the financial year 2023-24. The Compensation structure and revision in the remuneration of the employees as guided by our reward policy, external competitiveness and benchmarking and is as per the compensation and appraisal policy of the Company.</td></tr>
<tr><td>Affirmation that the remuneration is as per the remuneration policy of the Company.</td><td>It is affirmed that the remuneration is as per the Remuneration Policy of the Company.</td></tr>
</table>

For and on behalf of the Board of Directors

	Anushka J. Vagal	**Dinesh A. Kadam**
Place: Mohali	**Director**	**Whole Time Director**
Date: August 12, 2025	**(DIN: 08966439)**	**(DIN: 08282276)**

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025

[Pursuant to Section 204(1) of the Companies Act, 2013 and RuleNo.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members
Quadrant Televentures Limited
Flat No. 8, B-Type, Sadafuli Building,
Tirupati Park, Guru Sahani Nagar,
N-4, CIDCO, Aurangabad, (MH)-431001.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Quadrant Televentures Limited** (hereinafter called "the company"). Secretarial Audit was conducted in a manner that provided to 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, 2025, has 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 Company for the financial year ended on 31st March, 2025 according to the provisions of:

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

II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings:-(**Not applicable during the audit period**);

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

   a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

   c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018:- (**Not applicable during the audit period**);

   e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021:- (**Not applicable during the audit period**);

   f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021:- (**Not applicable during the audit period**);

   g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

   h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021:-(**Not applicable during the audit period**);

   i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018:- (**Not applicable during the audit period**).

VI. We have relied on the representation made by the Company & its Officers for the system and mechanism formed by the Company for compliances under other applicable Acts such as Environmental Laws & Labour Laws as per list attached herewith.

The other laws as informed and certified by the management of the company which are specifically applicable to the Company based on their sector/ industry are:

(a) The Indian Telegraph Act, 1885.

(b) The Telecom Regulatory Authority of India Act, 1997 and Rules and Regulations made thereunder.

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

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

(b) The Listing Agreement entered into by the Company with BSE Limited.

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

1. *Pursuant to the Corporate Debt Restructuring Scheme approved on June 4, 2005, the Lenders had signed Master Restructuring Agreement ('MRA') for restructuring of their Debts and Security Trusteeship Agreement, whereby the Lenders had entered into an agreement and appointed IDBI Trusteeship Services Limited as their custodian of securities.*

   Under CDR Package, Company has issued Non-Convertible Debentures to consortium of financial creditors but could not redeem such debentures as per the agreed terms. Hence IDBI Trusteeship Services Limited being custodian of the securities of financial creditors has filed an application against company before NCLT Mumbai under Insolvency and Bankruptcy Code 2016 on 2nd April 2024 which is pending for admission under NCLT, Mumbai Bench.

   Further IDBI Trusteeship Services Limited has issued a notice under Section 13(2) of the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 ("SARFAESI Act"), to enforce security interests over the Company's assets.

2. *Company has defaulted in redemption of Non-Convertible Debentures as per agreed terms, hence the directors of the*

company has incurred disqualification under section 164 (2) (b) of the Companies Act, 2013.

3. *The Company has issued Cumulative Redeemable Preference Shares under CDR Package and company is in continuing default in redemption of Cumulative Redeemable Preference Shares.*
4. *The Company is incurring continuous losses for the past many years and has doubts regarding its ability to continue as a going concern. Further it is in continuous default towards payment of principal and interest of loans to banks & financial institutions.*
5. 65,00,000 CRPS (Cumulative Redeemable Preference Shares) and 1,59,84,543 CRPS (Cumulative Redeemable Preference Shares) were made due to be redeemed after full settlement of dues to term lenders in Financial Year 2024-25 as against earlier stipulated repayment in Financial Year 2016-17, with reference to CDR Package (Corporate Debt Restructuring Package) dated 24 June,2005, which has not been redeemed till the end of the financial year under review i.e. 31.03.2025.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. 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 in 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 decisions are carried through while the dissenting members' views, if any are captured and recorded as part of the minutes.

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

We further report that during the audit period, the decisions made by the company which are supposed to have major bearing in the Company's affair in pursuance of above referred laws, rules, regulation, guidelines and standards are as discussed are discussed above in details.

For B.K. Gupta & Associates
Company Secretaries
Peer Review Certificate No: - 1220/2021

(CS Bhupesh Gupta)
FCS No.:4590
CP No.:5708
UDIN:- F004590G000979652

Place: Ludhiana
Date: 11.08.2025

- Note: 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.

Laws applicable to the industry to which the Company belongs, as identified and confirmed by the management of the company that the company has complied with these laws:

List of Labour Laws

Factories Act, 1948- Not Applicable

Industrial Disputes Act, 1947

The Payment of Wages Act, 1936

The Minimum Wages Act, 1948

The Employee's State Insurance Act 1948

The Payment of Bonus Act, 1965

The Contract Labour (Regulation and Abolition) Act, 1970

The Apprentices Act, 1961-Not Applicable

The Employees' Provident Fund and Miscellaneous Provisions Act, 1952

The Payment of Gratuity Act, 1972

The Maternity Benefit Act, 1961

The Child Labour (Prohibition and Regulation) Act, 1986

The Industrial Employment (Standing Orders) Act, 1946 – Not Applicable

The Employees' Compensation Act, 1923 -Not Applicable

The Equal Remuneration Act, 1976

The Employment Exchange (Compulsory Notification of Vacancies) Act, 1956

List of Environmental Laws – Not Applicable

Industry Specific Laws

The Indian Telegraph Act, 1885.

The Telecom Regulatory Authority of India Act, 1997 and Rules and Regulations made thereunder.

Annexure:-A

To
THE MEMBERS
QUADRANT TELEVENTURES LIMITED
Flat No. 8, B-Type, Sadafuli Building,
Tirupati Park, Guru Sahani Nagar,
N-4, CIDCO, Aurangabad, (MH)-431001

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 the random 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. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on random 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 B.K. Gupta & Associates
Company Secretaries

(CS Bhupesh Gupta)
FCS No.:4590
CP No.:5708

Place: Ludhiana
Date : - 11.08.2025

CORPORATE GOVERNANCE REPORT FOR THE YEAR 2024-25

(As required under Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Corporate Governance is a set of practices followed to ensure that the affairs of the Company are managed in a way that would ensure its accountability, transparency, and fairness in all its transactions and meet its stakeholders' aspirations and social expectations. Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last. We consider stakeholders as partners in our success and remain committed to maximizing stakeholder's value, be it Customers, Local Communities, Employees, Suppliers & Distributors, Investors & shareholders and the Government and the Regulatory authorities. At the Company, principles of Good Corporate Governance, Transparency and Disclosure are given due attention to the core values and the ethics. It considers itself as a custodian and trustee for all of its stakeholders.

This report is prepared in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ensuring transparency, accountability, fairness and integrity towards the Company's stakeholders.

1. GOVERNANCE PHILOSOPHY

The Company is committed to upholding the highest standards of good corporate governance, rooted in our culture and values. Effective corporate governance is essential to ensuring accountability, transparency, and fairness in all our transactions and dealings. Our governance framework is designed to meet the expectations of our stakeholders, including shareholders, customers, employees, and society at large. We strive to maintain the trust and confidence of our stakeholders through our adherence to ethical business practices, transparent reporting, and responsible decision-making.

Our company's strong leadership and effective corporate governance practices are deeply rooted in its culture and heritage. We pride ourselves on a legacy of fair, transparent, and ethical governance, consistently adhering to the highest standards. We benchmark our practices against global best practices and strive to adopt next-generation practices, often pioneering forward-thinking approaches even before they become regulatory requirements. This commitment to excellence has defined our organization's identity and guided our growth trajectory.

Corporate Governance at Quadrant Televentures Limited is implemented through clear 'tone at the top', robust board governance and strong management processes through internal controls, code of conduct, effective risk management framework, policies and procedures etc.

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as applicable, with regard to corporate governance.

Your Company confirms compliance to the Corporate Governance requirements as cherished in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be amended from time to time [hereinafter referred to as 'Listing Regulations'], the details of which for the Financial Year ended March 31, 2025 is as set out hereunder:

2. BOARD OF DIRECTORS

(A) Composition of the Board

As on March 31, 2025, the Board of Directors of the Company consists of four Directors, including two Independent Directors as per the details mentioned in the table given below. The Board Members possess requisite management skills and adequate experience and expertise. The Board directs and reviews the overall business operations of the Company; the day-to-day affairs are being managed by the Business Heads. In the opinion of the Board, the independent directors fulfill the conditions specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

None of the directors are members in more than ten Committees and/or Chairman of more than five Committees across all companies in which they are directors. All Directors have made necessary disclosures regarding Committee position.

As on 31.03.2025, the Board comprised of the following Directors:

Name of the Director	Category	No. of Directorships in other Companies#	No. of other Directorships in Listed Companies (Category of Directorship)	No. of other Committee positions held in other Companies##		No. of Shares/ Convertible Instruments held
				Committee Chairmanship	Committee Memberships	
Mrs. Anushka J. Vagal	Non-Executive Independent Director	NIL	NIL	NIL	NIL	NIL
Mr. Pritesh G. Lohati	Non-Executive Independent Director	NIL	NIL	NIL	NIL	NIL
Mr. Dinesh A. Kadam	Whole Time Director	NIL	NIL	NIL	NIL	NIL
Mr. Pramod B. Jagjeevan	Non-executive Director	NIL	NIL	NIL	NIL	NIL

Note:

#Only Includes Membership / Chairmanship in other Public Limited Companies and excludes Private Companies and foreign Companies.

##Committees considered are Audit Committee and Stakeholders Relationship Committee.

No Director is related to any other Director on the Board in terms of the definition of relative given under the Companies Act, 2013.

(B) Information Placed before the Board

During the financial year 2024-25, information as mentioned in Part A of Schedule II of the SEBI Listing Regulations which were applicable to the Company, has been placed before the Board for its consideration.

(C) Code of Conduct

The Company has a Code of Conduct for members of the Board and Senior Management. The Code lays down, in detail, the standards of business conduct ethics and governance.

A copy of the Code has been put on the Company's website, (URL: https://www.connectbroadband.in/corporate-governance/)

The Code has been circulated to all the members of the Board and Senior Management and they have affirmed compliance of the same.

(D) Number of Board Meetings held, dates and attendance; including attendance at the last Annual General Meeting:

The Board meets every quarter to review and discuss the operations and operating results and financials apart from other items pertaining to statutory compliances and routine administrative items on the agenda.

Additional board meetings are held whenever required. During the financial year ended 31.03.2025, 4 (Four) Board Meetings were held and the gap between two meetings did not exceed one hundred twenty days. The Board Meetings were held on May 29, 2024, August 10, 2024, November 12, 2024 and February 12, 2025.

One separate meeting of Independent Directors was also held on February 12, 2025, which was attended by all the Independent Directors.

The 77th Annual General Meeting (AGM) of the shareholders was held on September 26, 2024.

ATTENDANCE AT BOARD MEETINGS/AGM IN THE FINANCIAL YEAR-2023-2024			
Name of the Director	**No. of Board Meetings Held/Attended**		**Last AGM attended**
	Held during the Tenure	**Attended**	**(Yes/No)**
*Mrs. Anushka J. Vagal	4	4	Yes
Mr. Dinesh A. Kadam	4	4	Yes
Mr. Pritesh G. Lahoti	4	4	Yes
**Mr. Pramod B Jagjeevan	3	3	Yes

**Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.*

***Mr. Pramod B Jagjeevan, was appointed as Non-executive Director w.e.f. August 10, 2024.*

(E) Relationships between Directors inter-se

None of the Directors are related to each other.

(F) Number of shares and convertible instruments held by non-executive directors:

None of the non-executive directors holds the shares and convertible instruments.

(G) Familiarization Programme for Independent Directors

In terms of the Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has laid down a familiarization program for the independent directors. At the time of appointment of an Independent Director, a formal letter of appointment is given to him/her, which inter alia explains the role, function, duties and responsibilities expected from him/her as a Director of the Company. The Independent Directors of the Company were also provided with necessary documents/brochures, reports and internal policies to familiarize them about the telecom industry, business operations and functioning of various divisions/departments of the Company.

Accordingly, the Company has been following the familiarization programme which has helped its independent directors to equip themselves with the Company.

The details relating to the Familiarization Programme have been uploaded on the website of the Company viz. (URL: https://www.connectbroadband.in/corporate-governance/)

(H) The Board has identified the following skills/expertise/ competencies fundamental for the effective functioning of the Company which are currently available with the Board:

Business	Understanding of business dynamics, across various geographical markets, industry verticals and regulatory jurisdictions.
Strategy and Planning	Appreciation of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.
Governance	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long-term effective stakeholder engagements and driving corporate ethics and values.

Each of the Directors of the Company possesses the skills specified as above for performance of their duties.

(I) Confirmation regarding Independent Director

The Board hereby confirms that in the opinion of the Board, the Independent directors fulfill the conditions specified in these regulations and are independent of the management.

(J) Reason for Resignation of Independent Directors

None of the Independent Directors has resigned from the Board of Directors of the Company during the financial year under review.

3. AUDIT COMMITTEE:

Composition

As on 31.03.2025, the Audit Committee comprised of the following members:

Name	Designation	Category
Mrs. Anushka J. Vagal	Chairperson	Non- Executive Independent Director
Mr. Pritesh G. Lahoti	Member	Non- Executive Independent Director
*Mr. Pramod B Jagjeevan	Member	Non- Executive Director

**Mr. Pramod B Jagjeevan was appointed as Non-executive Director w.e.f. August 10, 2024.*

During the year under review, 4 (Four) Audit Committee meetings were held on May 29, 2024, August 10, 2024, November 12, 2024 and February 12, 2025.

The Attendance of the members at the Audit Committee Meetings was as under: -

Name of the Members	No. of Meetings held during the tenure	No. of Meetings Attended
Mrs. Anushka J. Vagal	4	4
Mr. Pritesh G. Lahoti	4	4
Mr. Pramod B Jagjeevan	3	3

Broad Terms of reference, as stipulated by the Board, to the Audit Committee are as follows:

- Overview of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending to the Board, the appointment, re-appointment and if required, the replacement or removal of the statutory auditor and the fixation of audit fees and payment for any other service.
- Approval of appointment of the Cost Auditor & Internal Auditor.
- Reviewing, with the management, the annual financial plans and financial statements before submission to the Board for approval, with particular reference to:
    a. Matters which are required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013.
    b. Changes, if any, in accounting policies and practices and reasons for the same
    c. Major accounting entries involving estimates based on the exercise of judgment by management
    d. Significant adjustments made in the financial statements arising out of audit findings.
    e. Compliance with listing and other legal requirements relating to financial statements.
    f. Disclosure of any related party transactions.
    g. Modified opinion (s), if any, in the draft Audit Report.
- Reviewing, with the management, among others, the following matters:
    a. Quarterly financial statements before submission to the Board for approval.
    b. Statement of uses / application of funds raised through an issue (public issue, right issue, preferential issue, etc.) the statement of funds utilized for purposes other than those stated in the offer documents/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public issue or right issue, and making appropriate recommendations to the Board to take up steps in this matter.
    c. Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process.
    d. Approval or any subsequent modification of transactions of the Company with related parties.
    e. Scrutiny of inter-corporate loans and investments.
    f. Valuation of undertakings or assets of the Company wherever it is necessary.
    g. Evaluation of internal financial controls and risk management systems.
    h. Performance of Statutory Auditors, including Cost Auditor and Internal Auditors adequacy of the internal control systems.
    i. Adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
    j. Discussion with internal auditors of any significant findings and follow up there on.
    k. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
    l. Discussion with Statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
    m. Look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors.
    n. To review the functioning of the Whistle blower mechanism/Vigil Mechanism.
    o. Approval of appointment of CFO after assessing the qualifications, experience & background etc. of the candidate.
    p. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
    q. Reviewing the utilization of loans and/or advances from/investment by the holding company in the subsidiary, which is lower including existing loans/ advances/investments existing.
    r. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc. on the listed entity and its shareholders.
- The Audit Committee has been mandatory authorized to review the following Information:
    a. Management discussion and analysis of financial condition and results of operations.
    b. Management letters / letters of internal control weaknesses issued by the statutory auditors;
    c. Internal audit reports relating to internal control weaknesses.
    d. The appointment, removal and terms of remuneration of internal auditors / chief internal Auditor.

e. Statement of deviations;

i. Quarterly statement including report of monitoring agency, if applicable, submitted to Stock exchange in terms of Regulation 32(1)

ii. Annual statement of funds utilized for the purpose other than those stated in the offer documents/prospectus/notice in terms of Regulation 32(7)

4. NOMINATION AND REMUNERATION COMMITTEE

As on 31st March, 2025, the Nomination and Remuneration Committee comprised of the following members: -

Name	Designation	Category
Mrs. Anushka J. Vagal	Chairperson	Non- Executive Independent Director
Mr. Pritesh G. Lahoti	Member	Non- Executive Independent Director
*Mr. Pramod B Jagjeevan	Member	Non-executive Director

**Mr. Pramod B Jagjeevan was appointed as Non-executive Director w.e.f. August 10, 2024.*

The Company Secretary is the de-facto Secretary to the committee.

During the year under review, 2 (Two) Meetings of the Committee were held on May 29, 2024 and August 10, 2024.

The Attendance of the members at the Nomination and Remuneration Committee Meetings was as under: -

Name of the Members	No. of Meetings held during the tenure	No. of Meetings Attended
Mrs. Anushka J. Vagal	2	2
Mr. Pritesh G. Lahoti	2	2
Mr. Pramod B Jagjeevan	1	1

Role of committee includes inter-alia, the following:

(1) formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

(2). For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

a. use the services of an external agencies, if required;

b. consider candidates from a wide range of backgrounds, having due regard to diversity; and

c. consider the time commitments of the candidates.

(3) formulation of criteria for evaluation of performance of independent directors and the board of directors;

(4) devising a policy on diversity of board of directors;

(5) identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.

(6) whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

(7) recommend to the board, all remuneration, in whatever form, payable to senior management.

Remuneration Policy:

The Company has formulated the remuneration policy. The details of this policy are available on the Company's website viz. (URL: https://www.connectbroadband.in/corporate-governance/)

Performance evaluation criteria:

In compliance with the provisions of the Act and the Listing Regulations, the process, attributes, criteria and format for the performance evaluation of the Board, Board Committees and Individual Directors including the Chairman has already been approved. The process provides that the performance evaluation shall be carried out on an annual basis. For the year, the Directors completed the evaluation process which included evaluation of the Board as a whole, Board Committees and individual Directors including the Chairman. Performance of the Board and Board Committees was evaluated on various parameters such as structure, composition, quality, diversity, experience, competencies, performance of specific duties and obligations, quality of decision-making and overall Board effectiveness. Performance of individual Directors including the Independent Directors was evaluated on parameters such as standards of ethics and integrity, participation and contribution, responsibility towards stakeholders and independent judgment.

5. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee which is a Board level Committee approves the transfer/transmission/ transposition in excess of 5,000 shares pertaining to any single shareholder.

As on 31.03.2025, the Stakeholders Relationship Committee comprised of the following members: -

Name	Designation	Category
Mrs. Anushka J. Vagal	Chairperson	Non-executive Independent Director
Mr. Pritesh G. Lahoti	Member	Non-executive Independent Director
Mr. Dinesh A. Kadam	Member	Wholetime Director

During the year under review, 2 (Two) Meeting of the Committee was held on September 30, 2024 and October 10, 2024 the same was attended by all the members of the committee.

The Attendance of the members at the Stakeholders Relationship Committee Meetings was as under: -

Name of the Members	No. of Meetings held during the tenure	No. of Meetings Attended
Mrs. Anushka J. Vagal	2	2
Mr. Dinesh A. Kadam	2	2
Mr. Pritesh G. Lahoti	2	2

Terms of reference and Scope of the Committee:

The role of the committee shall *inter-alia* include the following:

(1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.

(2) Review of measures taken for effective exercise of voting rights by shareholders.

(3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.

(4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

This Committee meets on need basis to approve the share transfers / transmission in excess of 5,000 shares pertaining to any single shareholder as well as the issue of duplicate share certificates. In respect of requests received for "Loss of shares", only the Stakeholders Relationship Committee is empowered to issue the duplicate share certificates.

Status of Investor Complaints

Details of Investor Complaints received and redressed during the year ended March 31, 2025:-

PARTICULARS	NO. OF COMPLAINTS
No. of Complaints pending as on 1st April, 2024	NIL
No. of Complaints received during the year (From 1st April, 2024 to 31st March, 2025)	NIL
No. of Complaints resolved during the year (From 1st April, 2024 to 31st March, 2025)	NIL
No. of Complaints remaining unresolved as on 31st March, 2025	NIL

5A Share Transfer In-house Committee (STIC)

Besides the Stakeholders Relationship Committee which consists of Board Members, there is another in-house Committee known as the Share Transfer In-House Committee (STIC), which meets for the approval of transfer/transmission/transposition/ split of physical shares for quantities up to 5,000 shares pertaining to any single shareholder, in each individual transaction, and to take on record / note the remat / demat of shares done by the Registrar and Share Transfer Agent (RTA) in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to expedite the process for transfer/transmission of shares, apart from the redressal of shareholders' complaints.

As of March 31, 2025, the Share Transfer In-house Committee comprised of the following members: -

Name	Designation	Category
Mr. Dinesh A. Kadam	Chairman	Wholetime Director
Mr. Pritesh G. Lahoti	Member	Non-Executive Independent Director
Mr. Anuj Ohri	Member	Chief Financial Officer
Mr. Umesh Prasad Srivastava	Member	Company Secretary

However, this Committee is not empowered to issue duplicate shares in case of loss of share certificate(s) but is only authorized to issue duplicate certificate(s) in cases where mutilated / torn / partially burnt original shares certificates are surrendered to the Company.

6. DIRECTORS REMUNERATION

a. No other remuneration is paid to the Non-Executive Directors except the sitting fees for attending meetings of the Board/Committees.

b. The Company pays sitting fees of Rs. 5,000/- to all the Directors for each meeting of the Board and/or Committee. However, no Sitting Fees is paid for Share Transfer In-House Committee meetings.

The details of sitting fees paid to Directors during the financial year 2024-25 were as under: -

Sr. No.	Name of the Director	Sitting Fee (Rs. In Lakhs)
1	Mr. Dinesh Kadam	0.30
2	Mrs. Anushka J. Vagal	0.60
3	Mr. Pritesh G. Lahoti	0.60
4	Mr. Pramod B Jagjeevan	0.35

Stock Option:

The Company has not issued any Stock Options

Compliance Officer

Mr. Umesh Prasad Srivastava, Company Secretary is the Compliance Officer of the Company.

7. RISK MANAGEMENT COMMITTEE

The provisions related to constitution of Risk Management Committee in terms of Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) are not applicable to the Company pursuant to sub regulation 5 of the said Regulation 21.

8. General Body Meetings

- The location and time of the last three Annual General Meetings was as under:

AGM	Date	Location	Time	Special Resolution Passed
77th	26.09.2024	Through Video Conference (VC) and Other Audio Visual Means (OAVM)	4.30 PM	1. Special Resolution was passed for the re-appointment of Mr. Pritesh Lahoti as Independent director (Non-Executive) of the Company
76th	21.09.2023	Through Video Conference (VC) and Other Audio Visual Means (OAVM)	3.30 PM	NIL
75th	22.09.2022	Through Video Conference (VC) and Other Audio Visual Means (OAVM)	3.00 PM	1. Special Resolution was passed for appointment of Mrs. AnushkaJayesh Vagal (DIN: 08966439) as Independent Director of theCompany 2. Special Resolution was passed for appointment of appointment of Mr. Dinesh Ashokrao Kadam (DIN: 08282276) as 'Whole Time Director' of the Company

- **Postal Ballot**

No voting through Postal Ballot was done during the financial year 2024-25.

9. Means of Communication

The Quarterly Results, Shareholding Pattern, Corporate Governance and other corporate communications to BSE Limited is filed through BSE Listing Centre, for dissemination on their website. Moreover, all material information about the Company is also promptly filed through BSE Listing Centre.

A. Annual Report containing, inter alia, Financial Statements, Directors' Report, Auditors' Report and other important information is circulated to members and others entitled thereto.

B. Annual Report, Quarterly Financial Results, Shareholding Pattern, etc. of the Company are also posted on the website of the Company: www.connectbroadband.in.

C. Quarterly /Annually Financial Results are published in daily newspapers, viz. Financial Express (English daily) and Loksatta (vernacular newspaper) and are also uploaded on the Company's website www.connectbroadband.in. Any news releases are also displayed on the Company website. The Company does not generally conduct Investor/Analyst meets/ presentations.

10. General Shareholder Information

a. 78th Annual General Meeting

The 78th Annual General Meeting of the Company is proposed to be held as per the following schedule:

Day	Thursday
Date	September 29, 2025
Time	4:00 P.M.
Venue	Flat no. 8, B-Type, Sadafuli Building, Tirupati Park, Gurusahani Nagar, N-4, CIDCO, Aurangabad 431001 (Maharashtra)

b. Financial Year and Financial Calendar

Financial Year : April 1 to March 31

Financial Calendar of the Company (Tentative)

Results for the First Quarter	On or before August 14, 2025
Results for the Second Quarter	On or before November 14, 2025
Results for the Third Quarter	On or before February 14, 2026
Results for the Fourth Quarter	On or before May 30, 2026
Annual General Meeting for the financial year ending March 31, 2026	On or before September 30, 2026

c. Dividend payment date:

The Board has not recommended any dividend for the financial year ended March 31, 2025.

Dates of Book Closure

Company's Register of Members and Share Transfer Books will remain closed from Monday, September 22, 2025 to Monday, September 29, 2025 (both days inclusive) for the purpose of Annual General Meeting.

d. Listing of Equity Shares on Stock Exchanges

Company's shares are listed on **BSE Limited (BSE)**

As at March 31, 2025, the issued, subscribed and paid up equity share capital of the Company consists of 612,260,268 equity shares of Re 1/- each. The Company has paid the requisite Listing Fee for the financial year 2025-26.

e. Scrip Code

BSE : 511116

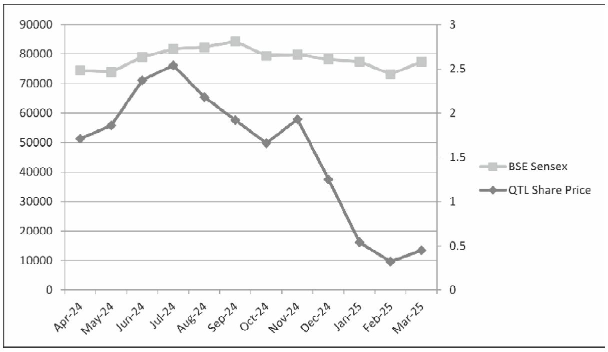
f. Stock Price Data

The reported high and low closing prices of the Company's shares traded during the fiscal 2024-2025 on the BSE Limited are given below:

Month	High	Low
Apr 24	1.92	1.56
May 24	2.1	1.63
Jun 24	2.79	1.63
Jul 24	3.06	2.2
Aug 24	2.58	2.08
Sep 24	2.24	1.85
Oct 24	1.96	1.5
Nov 24	1.97	1.56
Dec 24	2.24	1.25
Jan 25	1.31	0.54
Feb 25	0.58	0.32
Mar 25	0.45	0.3

g. Performance in comparison to BSE Sensex

QTL Share Price and BSE Sensex movement



h. Suspension of Securities

The securities of the Company were not suspended for trading during the year under review.

i. Registrar & Share Transfer Agents

M/s. Cameo Corporate Services Limited
Subramanian Building, No.1,
Club House Road, Chennai-600 002 Tamil Nadu, India
Tel: 91-44-40020700
Online Investor Portal: https://wisdom.cameoindia.com.

j. Share Transfer System

Applications for transfer of shares held in physical form are received at the office of the Registrar & Share Transfer Agents of the Company. All valid transfers are processed within 15 days from the date of receipt. The Company has pursuant to the Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, submitted within stipulated time, certificate for the financial year 2024-25 confirming due compliance of share transfer formalities by the Company from practicing Company Secretary.

k. Distribution of Shareholding as on March 31, 2025

Shareholding of Nominal Value	Shareholders		Shareholding	
Rs.	Number	% of total	Rs.	% of total
1 - 5000	66694	90.0211	42683134	6.9714
5001 - 10000	3051	4.1181	24135545	3.9420
10001 - 20000	1795	2.4228	26546832	4.3358
20001 - 30000	728	0.9826	18161895	2.9663
30001 - 40000	358	0.4832	12677620	2.0706
40001 - 50000	357	0.4818	16832355	2.7492
50001 - 100000	599	0.8085	46194900	7.5449
100001 - and Above	505	0.6816	425027987	69.4194
Total :	**74087**	**100.0000**	**612260268**	**100.0000**

Shareholding Pattern as on March 31, 2025

Category Code	Category of shareholders	No. of Share-holders	Total no. of shares	As a percentage of (A+B+C)
A	**Shareholding of Promoter and Promoter Group**			
1.	Indian Bodies	2	633,859,67	10.35
	Corporate			
2.	Foreign	0	0	0
	Sub Total (A)	**2**	**633,859,67**	**10.35**
B	**Public Shareholding**			
1.	Institutions	5	24,507,216	4.00
2.	Non-Institutions:			
	-Bodies Corporate	192	114,855,312	18.76
	- Individuals	71875	363,014,291	59.30
	-Others	655	46,497,482	7.59
	Sub – Total (B)	**72727**	**548,874,301**	**89.65**
	TOTAL (A)+(B)	**72729**	**612,260,268**	**100.00**
C	**Shares held by Custodians and against which Depository Receipts have been issued**	0	0	N.A

After the execution of First Supplementary Share Pledge Agreement on March 20, 2023, the entire promoter shareholdings are pledged in favour of the lenders and necessary formalities are being complied for reflection of such number of shares in Pledge Master Report.

l. Dematerialization of Shares

As on March 31, 2025, 99.82% of the issued Equity Share Capital of the Company is held in dematerialized form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

m. Outstanding GDR/ADR or Warrants

As on date there are no Global Depository Receipts (GDR), American Depository Receipts (ADR) or Warrants pending conversion and likely to impact the equity share capital of the Company.

n. The Company does not undertake any hedging activities.

o. Corporate Office

B-71, Phase VII, Industrial Focal Point,

Mohali - 160 055 (Punjab)

Registered Office Address

Flat no. 8, B-Type, Sadafuli Building, Tirupati Park,

Gurusahani Nagar, N-4, CIDCO, Aurangabad 431001

(Maharashtra)

p. Address for correspondence

Company Secretary,

QUADRANT TELEVENTURES LIMITED

B-71, Phase VII, Industrial Focal Point,

Mohali - 160 055 (Punjab)

Tel. No. 0172- 5090000

E-mail Address: secretarial@infotelconnect.com

Website Address - www.connectbroadband.in

q. Last available Credit Rating - CARE D

r. Information pursuant to Regulation 39 of Listing Regulations, 2015

The details of shares transferred to 'Unclaimed Suspense Account' of your Company during the year are as under:

Particulars	No. of Folios	No. of Shares
Aggregate number of shareholders and outstanding shares held in the Unclaimed Suspense Account	NIL	NIL
Number of shareholders who approached issuer to transfer of shares from Unclaimed Suspense account	NIL	NIL
Number of shareholders whose shares were transferred from the Unclaimed Suspense Account	NIL	NIL
Aggregate number of shareholders and outstanding shares in the Unclaimed Suspense Account	NIL	NIL
Voting Rights in respect of the aforesaid shares held in the Unclaimed Suspense Account are frozen till the time such shares are claimed by the concerned shareholders and the shares are re-transferred in their names.		

s. Disclosure under Regulation 30A of the Listing Regulations, 2015 regarding certain type agreements binding the listed Company

Pursuant to the requirement of Regulation 30A of the Listing Regulations, 2015, there is one Agreement which is subsisting as on date and the same is posted on the Company's URL: https://www.connectbroadband.in/intimation_under/Agreement%20under%20Reg%2030A.pdf

11. Other Disclosures

(a)	Materially significant related party transactions i.e. transactions of the Company with Promoters, Directors, Management, Subsidiaries or Relatives etc. that may have potential conflict with the interests of the Company at large.	There are no transactions which may have potential conflicts with the interest of the company at large. Transactions with the related parties are disclosed in the Notes forming part of the financial statement in the Annual Report. A Policy on Related party transactions is posted on the Company's website – (URL: https://www.connectbroadband.in/corporate-governance/)
(b)	Non-compliance by the Company, penalties and strictures imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on any matter related to capital markets during the last three years.	• Penalty imposed for non-compliance of Regulation 18 of SEBI (LODR) Regulation 2015 and the Company has paid the penalty to BSE Limited on January 31, 2025.
(c)	Vigil Mechanism/ Whistle Blower Policy and affirmation that no personnel have been denied access to the Audit Committee	The Company has implemented Whistle Blower Policy and it is hereby affirmed that no personnel have been denied access to the Audit Committee. A policy on Vigil Mechanism is posted on the Company's website – (URL: https://www.connectbroadband.in/corporate-governance/)
(d)	Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause:	The Company has complied with all the mandatory requirements and adopted the following non mandatory requirements like: - i) The Company has constituted Internal Complaints Committee to redress complaints pertaining to sexual harassment of women at work place. a) number of complaints of sexual harassment received in the year – NIL b) number of complaints disposed off during the year – NIL c) number of cases pending for more than ninety days - NIL

		ii) The Company has constituted sub-committee of Stakeholders Relationship Committee under the nomenclature of Share Transfer In-house Committee (STIC)
(e)	The disclosures of the compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) ofsub-regulation (2) of regulation 46 read with sub-paras (2) to (10) of part C of Schedule V of Securities and Exchange Board of India (Listing Obligations andDisclosure Requirements) Regulations, 2015	The Company has complied with all the disclosures of the compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 read with sub-paras (2) to (10) of part C of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
(f)	Web link where policy for determining "material' subsidiaries is disclosed	NA
(g)	Disclosure of commodity price risks and commodity hedging activities.	The Company does not undertake any hedging activities.
(h)	Details of utilization of funds raised through preferential allotment or qualified institutional placement as specified under Regulation 32 (7A)	NA
(i)	Certificate from Practicing Company Secretaries	A certificate has been received from M/s B. K. Gupta & Associates, Practicing Company Secretaries, that due to default by the Company in redemption of Non-Convertible Debenture (NCDs) that were issued in exchange for the term loan granted by the Lenders of the Company under Corporate Debt Restructuring Scheme all the Directors has incurred disqualification under the provision of Section 164 (2) (b) of the Companies Act 2013.
(j)	where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof: Provided that the clause shall only apply where recommendation of / submission by the committee is required for the approval of the Board of Directors and shall not apply where prior approval of the relevant committee is required for undertaking any transaction under these Regulations.	N.A.
(k)	Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the Statutory Auditor and all entities in the network firm/ network entity of which the Statutory Auditor is a part	Rs.24,95,444/-
(l)	Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:	a) number of complaints of sexual harassment received in the year – NIL b) number of complaints disposed off during the year – NIL c) number of cases pending for more than ninety days - NIL
(m)	Maternity Benefit Provided By The Company Under Maternity Benefit Act 1961	The Company has duly complied with the provisions of the Maternity Benefit Act, 1961. The Company remains committed to fostering an inclusive and supportive work environment that upholds the rights and welfare of its women employees in accordance with applicable laws.
(n)	Disclosures with respect to demat suspense account/ unclaimed suspense account	The Company does not have any shares lying in the demat suspense/unclaimed suspense account.
(o)	Disclosure by Listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount	NIL
(p)	Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries	NA

DECLARATION

The Board of Directors laid down a code of conduct for all the Board Members and senior management which is posted on the website of the Company. Board members and senior management have affirmed compliance with the code of conduct.

For QUADRANT TELEVENTURES LIMITED

Sd/-
Dinesh Kadam
Whole Time Director

Place: Mohali
Date: August 12, 2025

CERTIFICATE BY PRACTICING COMPANY SECRETARY

On Compliance with the conditions of Corporate Governance under Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

To
The Members
Quadrant Televentures Limited
Flat No. 8, B-Type, Sadafuli Building,
Tirupati Park, Guru Sahani Nagar,
N-4, CIDCO, Aurangabad, (MH)-431001

We have examined the compliance of the conditions of Corporate Governance by Quadrant Televentures Limited (the company) for the year ended on 31st March 2025 as per the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

The compliance of the Conditions of Corporate Governance is the responsibility of the management. Our examination was limited to review of the procedures and implementations thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said listing regulations. It is neither an audit nor an expression of opinion on the financial statements of the Company.

Based on our examination of the records and according to the information and explanations provided by the company, we certify that, save for the qualification mentioned below, the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI (LODR) Regulations, 2015.

QUALIFICATION:

We would like to draw attention to the fact that the Company failed to redeem its Non-Convertible Debentures (NCDs) that were issued in exchange for the Term Loan granted by the Lenders of the Company under Corporate Debt Restructuring Scheme. Consequently, Directors

- *Kadam Dinesh Ashokrao*
- *Anushka Jayesh Vagal*
- *Pritesh Lahoti*
- *Pramod Baburao Jagjeevan*

on the Board of the Company, has been disqualified under Section 164(2)(b) of the Companies Act, 2013. This disqualification renders them ineligible for re-appointment as a director in this company or appointment in any other company for a period of five years.

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

For B.K. Gupta & Associates
Company Secretaries
Peer Review No: - 1220/2021

(CS Bhupesh Gupta)
FCS No: - 4590
C.P. No: - 5708
UDIN: F004590G000979784

Place : - Ludhiana
Date : - 11.08.2025

CERTIFICATION

To,
The Board of Directors
Quadrant Televentures Limited.

We, Dinesh A. Kadam, Whole Time Director and Anuj Ohri, Chief Financial Officer (CFO) certify to the Board that:

(a) We have reviewed the financial statements and the cash flow statement for the financial year ended March 31, 2025 and that to the best of our knowledge and belief:

  (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and

  (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with the existing Accounting Standards, applicable laws and regulations.

(b) To best of our knowledge and belief, no transactions entered are fraudulent, illegal or violate of the Company's code of conduct.

(c) We accept the responsibility for establishing and maintaining internal controls for financial reporting and evaluate the effectiveness, disclosing the deficiencies in the design or operation of internal controls, if any, to the Auditors and the Audit Committee and take steps to rectify these deficiencies.

(d) We have indicated wherever applicable to the Auditors and the Audit Committee:

  (i) Significant changes in internal control over financial reporting during the year.

  (ii) Significant changes in accounting policies, the same have been disclosed in the notes to the financial statements; and

  (iii) Instances of significant frauds, which we became aware,

FOR QUADRANT TELEVENTURES LIMITED

PLACE: MOHALI
DATE: AUGUST 12, 2025

(DINESH A. KADAM)
WHOLE TIME DIRECTOR

(ANUJ OHRI)
CHIEF FINANCIAL OFFICER

MANAGEMENT DISCUSSION & ANALYSIS REPORT

ECONOMY AND INDUSTRY OVERVIEW

Macro Economic Situation

The Government of India is aggressively supporting the telecom industry through various initiatives and policies aiming growth, innovation, and digital inclusion. Atmanirbhar Bharat initiative aims to renovate the nation into a global leader in telecom equipment development and manufacturing. The telecommunications is now an essential service for delivering high-speed connectivity to people, homes, offices and governments. Increased adoption of newer generations of mobile broadband technologies (4G/5G), multi-gigabit fiber broadband, bandwidth intensive applications and data center inter-connections are resulting in an expansion of the telecom equipment market. With internet becoming more omnipresent and use of high-bandwidth services such as high definition video streaming, social networking, online gaming and e-commerce becoming common place, there is a dramatic increase in data traffic in telecom networks. As a result, telecom operators are increasing capital investments in mobile infrastructure, optical transmission, broadband access and packet switching networks to ensure that mobile and fixed broadband services are delivered with the requisite quality, reliability and in a cost-effective manner.

The Government of India has undertaken several initiatives to maximize the opportunity and ensure the financial stability of the telecom industry, such as Telecom Reform Package, lowering the reserve price of spectrum in 5G auctions, amending the Right of Way Policy and working towards redefining the regulatory framework via Draft Telecom Bills.

The Telecom Industry provided key essential services to the nation during the testing times, becoming a lifeline for the whole economy. This was despite the Industry battling its own challenges, with the regulatory dues on back of unfavorable judiciary out coming adding the pressure on an already consolidated industry. Further, the Indian telecom pricing remains the lowest globally even post one round tariff hikes and having amongst the highest data usage globally. The Government has enabled easy market access to telecom equipment and a fair and proactive regulatory framework that has ensured availability of telecom services to consumer at affordable prices.

Digital initiatives have played an essential role in sustainable development and unlocking innovation and improving public service delivery. AI-enabled education and health tools, along with digital public infrastructure, have enhanced the quality of life and accessibility of services. The Digital initiatives are aimed at transforming the country into a digitally empowered society and knowledge economy. As digital landscape evolves rapidly, organizations are actively adapting to this transformation by rethinking their business models, strategies, and product offerings. To stay active in such a fast-paced environment, they are constantly developing new digital solutions. These solutions incorporate advanced technologies like Data Analytics, Cloud Computing, Artificial Intelligence (AI), Machine Learning (ML), Cyber security and Automation, which drive digital transformation across multiple functions, including marketing, sales, finance, and more.

Regulatory Developments/Changes:

1. **1600 Numbering Series**:

   This numbering series is adopted by the Indian Govt. and financial institutions to enhance communication security and reduce fraud. The Department of Telecommunications (DoT) has assigned the 1600 series to government entities for making service and transactional voice calls to citizens. This initiative aims to help citizens recognize and trust calls related to services like passport applications, birth/death certificates, and tax reminders. It helps create a secure and citizen-friendly telecom ecosystem. The Telecom Regulatory Authority of India (TRAI) has also instructed telecom service providers to allocate this series promptly to authorized entities.

   BFSI(Banking, financial, services and insurance) Sector:

   - TRAI has introduced the 1600 series for calls originating from the banking, financial services, and insurance sectors.
   - This helps citizens distinguish legitimate calls from potential fraudulent ones, as numbers in this series are reserved for authorized entities.
   - The initiative aims to reduce spoofing, a tactic where fraudsters disguise their identity using fake caller numbers.
   - By seeing a number starting with "1600", recipients can be reasonably assured the call is authentic.
   - The move is intended to enhance investor protection and curb financial fraud.

2. **Additional KYC instructions in respect of Business Connections**

   Business Connections, for those end users which are not identifiable in business connections such as SIMs obtained for R&D & Testing activities for a specified purpose.

   Following regulatory changes have been made regarding this Business Connection for Enterprise: -

   a. Restricted usage: - Previously these mobile connections were limited to no. of calls/SMS/Data usage with definite validity Period of maximum 1 year. But now the Limits are to be decided by Licensee.

   b. Increase of Mobile Connection Cap from 100 to 2000 at a time: - Increase the mobile connections to 2000 from 100 but after following a complete scrutiny process by LSA and following extant KYC framework.

3. **Online Process for Various Telecom Services (NLD/ILD/IP-1) Through SARAL SANCHAR PORTAL**

   Various activities like Surrender/Termination application are to be done on line through Saral Sanchar Portal. Also Name/address/Authorized Signatory Changes and Application Procedure for registration of Services can be done through

   TRAI has issued following directions and Recommendations in the financial Year 2024-25:

   Directions:

   - Direction to all access service providers for submission of details of Base stations -dated 26-04-2024.
   - Direction on regarding implementation of Voice DLT solution for commercial communications under Telecom Commercial Communications Customer Preference Regulations (TCCCPR), 2018 -dated 04-05-2024.

- Direction on regarding enhancing user friendliness of registration of UCC complaints, Preferences and Consents through Mobile Apps and Web portals of Access Providers under TCCCPR, 2018-dated 24-06-2024.
- Direction on regarding disconnection of all telecom resources and blacklisting of the sender under Telecom Commercial Communications Customer Preference Regulations (TCCCPR), 2018-dated 13-08-2024.
- Direction on the Standards of Quality of Service of Access (Wireline and Wireless) and Broadband (Wireline and Wireless) Service Regulations, 2024 dated 02nd August 2024, regarding submission of reports to the Authority, -dated 19-09-2024.
- Direction on regarding measures to curb misuse of Headers and Content Templates under Telecom Commercial Communications Customer Preference Regulations, 2018-dated 28-10-2024.
- Direction on Standards of QoS of Access (Wireline and Wireless) and Broadband (Wireline and Wireless) Service Regulations, 2024 dated 02nd August 2024, regarding publication of service wise geospatial coverage map-dated 22-11-2024.
- Direction regarding updating of Location Routing Number (LRN) on the DLT platform during the port out window as per the TCCCPR, 2018-dated 09-06-2025.

Recommendations:

- Recommendations on Encouraging Innovative Technologies, Services, Use Cases and Business Models through Regulatory Sandbox in Digital Communication Sector-dated 12-04-2024.
- Recommendations on Telecommunication Infrastructure Sharing, Spectrum Sharing and Spectrum Leasing-dated 24-04-2024.
- Recommendations on Inputs for formulation of National Broadcasting Policy-2024-dated 20-06-2024.
- Recommendations on Listing of television channels in Electronic Programme Guide and Upgradation of DD Free Dish platform to an Addressable System-dated 08-07-2024.
- Recommendations on the Tera Hertz Spectrum-dated 21-08-2024.
- Recommendations on the Connectivity to Access Service VNOs From More Than one NSO-dated 13-09-2024.
- Recommendations on the Framework for Service Authorizations to be Granted Under the Telecommunications Act, 2023-dated 18-09-2024.
- Recommendations on the Definition of International Traffic-dated 10-12-2024.
- Recommendations on Assignment of Additional Spectrum to Indian Railways for its Safety and Security Applications-dated 20-12-2024.
- Recommendations on Regulatory framework for Ground-based Broadcasters-dated 15-01-2025.
- Recommendations on the Frequency Spectrum in 37-37.5 GHz, 37.5-40 GHz, and 42.5-43.5 GHz bands Identified for IMT-dated 04-02-2025.
- Recommendations on Revision of National Numbering Plan-dated 06-02-2025.
- Recommendations on the Terms and Conditions of Network Authorizations to be Granted Under the Telecommunications Act, 2023-dtaed 17-02-2025.
- Recommendations on Framework for Service Authorizations for provision of Broadcasting Services under the Telecommunications Act, 2023-dated 21-02-2025.
- TRAI's Response to the Back Reference dated 14.01.2025 received from DoT on TRAI's Recommendations on the Framework for Service Authorisations to be Granted Under the Telecommunications Act, 2023-dated 28-02-2025.
- TRAI's Response to the Back Reference dated 13.02.2025 received from DoT on Recommendations on The Definition of International Traffic-dated 18-03-2025.
- TRAI's Response to the Back Reference dated 13.02.2025 received from DoT on Recommendations on Telecommunication Infrastructure Sharing, Spectrum Sharing and Spectrum Leasing-25-03-2025.

Business Overview

Quadrant Televentures Limited (QTL) is a Unified License Services Licensee and an Internet Service Provider in the Punjab Telecom Circle comprising of the State of Punjab, the Union Territory of Chandigarh and the Panchkula town of Haryana. The Company started its operations as a fixed line service provider under the brand name "CONNECT" in the year 2000. Subsequently, the Company was granted the UASL License (Unified Access Services License) in the Punjab Telecom Circle in 2003, which was further migrated to Unified License in the year 2015. Apart from the UASL License, the Company also holds the ISP (Internet Service Provider) License Category - A (PAN INDIA) and the IP-1 (Infrastructure Provider-Category -1) License for providing services in the Punjab Telecom Circle.

Currently, the Company is providing Broadband Services on FTTH/DSL/WBB/EOC technology, Fixed Voice (Landline) services, Internet Leased Line and P2P services in the Punjab Telecom Circle. As on March 31, 2025, the Company had a total subscriber base of 3.46 Lakhs customers.

The data consumptions and requirement of speed is increasing manifold which is one of the main reasons service providers and users are looking at fiber-to-the-home (FTTH) broadband connections as a potential solution. It is widely believed that FTTH is the only technology with enough bandwidth to handle projected consumer demands during the next decade reliably. Fiber has a virtually unlimited bandwidth coupled with a long reach, making it "future safe," or a standard medium that will be in place for a long time to come.

Keeping all these things in mind the main focus of the QTL team has been to expand the FTTH footprint across the state of the Punjab. However since FTTH rollout is an expenditure intensive ventures, thus QTL has roped in multiple partners who are doing investment on behalf of the QTL from node to the customer premises. The ONT i.e. CPE is also being provided by the partner.

In last one year 0.45 Lakhs new FTTH home passes/ports have been rolled out thus increasing the total FTTH capacity to 5.59 Lakhs. Total FTTH subscriber base has increased from 2.21 Lakhs in March 2024 to 2.27 Lakhs in March 2025.

OPPORTUNITIES AND THREATS

Opportunities

The telecom industry is witnessing an increasing adoption of high speed mobile broadband technologies. Mobile networks are rapidly evolving from 2G/3G to 4G/5G technologies driving a strong demand for 4G and 5G equipment, comprising both baseband and radio units. Although 5G has been launched in several markets, 4G has significant room to grow in developing countries. Due to lack of adequate infrastructure, the growth of wired internet has been restricted to major cities as a result of which wireless remains the preferred means of connecting to the internet. However, there is significant headroom for broadband wireless penetration (as a percentage of population) to improve further as rest of India upgrades towards broadband connectivity. The growth in social media usage, rapidly increasing content consumption and growth in online commerce coupled with introduction of 5G will continue to drive demand for broadband services.

The Company is putting all initiatives to maintain the quality of services and retainability of the subscribers of the Company in view of the prevailing preferences of the subscriber and competition in the market.

Threats

Enterprises are moving towards cloud-based solutions as businesses are going digital and are moving away from on-premise solutions. Traditional voice services would get impacted adversely on account of the shift of focus towards cloud & unified collaboration solutions and disruption from newer digital technologies. Telecom Companies have also started offering unified, new age web-based work from home solutions like cloud telephony, virtual receptions etc., integrated with their traditional services.

Increasing trends towards cloud-based solutions as businesses are going digital and are moving away from on-premise solutions. Traditional Voice Services would get impacted adversely on account of the shift of focus towards cloud and conferencing solutions and disruption from newer breed of digital technologies.

Outlook

The Company continues invest in the brand and marketing assets and have lined up brand interventions in the coming period which will help create positive word-of-mouth, strengthen our brand recall and brand equity.

RISK & CONCERNS

Regulatory team along with legal and network keeps a close watch on compliances with regulations and laws and ensures the operations of the Company are within the prescribed framework, and have also implemented business continuity plan wherever required. The Risk Management framework of the Company ensures regular review by management to proactively identify the emerging risks, to do risk evaluation and risk prioritization along with development of risk mitigation plans and action taken to minimize the impact of the risk.

Due to lack of adequate infrastructure, the growth of wired internet has been restricted to major cities as a result of which wireless remains the preferred means of connecting to the internet. However, there is significant headroom for broadband wireless penetration (as a percentage of population) to improve further as rest of India upgrades towards broadband connectivity.

INTERNAL CONTROL SYSTEM AND ITS ADEQUACY

Company has in place adequate internal control systems commensurate with the size of its operations. The Company has in place adequate controls, procedures and policies, ensuring orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records and timely preparation of reliable financial information.

Independent firm M/s Grant Thornton Bharat LLP conducts the internal audit for various functions/ aspects. It reviews and evaluates and presents their reports to the Audit Committee and the management at regular intervals. The Internal Auditors' reports dealing with internal control systems are reviewed by the Audit Committee and appropriate actions are taken, wherever necessary. The Internal Control is set up in such a way so as to ensure that the Financials and the other records are reliable for preparing the financial statements of the Company.

SEGMENT WISE AND PRODUCT WISE PERFORMANCE

The Company operates in a single segment. The Product wise performance has been explained separately in subsequent paras.

ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The Company has expanded its wire line services to more than 150 cities / towns of Punjab and widened its wireless footprint to cover the whole of Punjab Circle.

The Company's operating revenue was Rs. 23,624.20 Lakhs during the financial year 2024-25 against Rs. 26,945.65 Lakhs for the financial year 2023-24 and also the Company have sustained an operating loss of Rs. 27629.06 Lakhs during the financial year 2024-25 against Rs. 13160.38 Lakhs for the financial year 2023-24.

Revenue at a glance is as follows:

(Rs. in Lakhs)

Parameter	FY 2024-25	FY 2023-24
Unified Access Services	1,740.23	1,955.80
Internet Services	20,615.44	20,858.43
Interconnect Usage Charges	1,268.53	4,131.42
Other Income	145.20	452.14
Total	23,769.40	27,397.79

FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

Key Financial Indicators

Telecom Business

(Rs. in Lakhs)

Parameter	FY 2024-25	FY 2023-24
Revenue from Telephony Service	23,624.20	26,945.65

On Gross Basis

(Rs. in Lakhs)

Parameter	FY 2024-25	FY 2023-24
Gross Income	23,769.40	27,397.79
Profit/(Loss) for the year	(27,629.07)	(13,160.38)

Major Expenses at a glance are as follows:

(Rs. in Lakhs)

Parameter	FY 2024-25	FY 2023-24
Network Operations Expenditure	8,515.54	11,511.09
Employee Benefit Expenditure	5,050.95	4,907.15
Sales & Marketing Expenditure	5,100.87	5,248.45
Administration & Other Expenditure	1,814.94	2,051.08
Finance Cost	15,404.96	14,721.78
Total	35,887.26	38,439.55

SHARE CAPITAL

The Authorised Share Capital of the company is Rs.150000 Lakhs. Against this, the Paid up Share Capital is Rs.28607.15 Lakhs comprising of Rs.6122.6 Lakhs by way of Equity Shares and Rs.22484.54 Lakhs by way of Cumulative Redeemable Preference Shares (CRPS).

KEY FINANCIAL RATIOS

There are significant changes (i.e. changes of 25% or more as compared to the immediately previous financial year) in key financial ratios. Further, there is no change in return on Net worth during the year.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCE

Continued deployment of Reward and Recognition, consistent communication by leadership, on aspects impacting work-life and focus on key HR programs such as Internal Job Postings, Appraisals, Learning & Development. We are committed to remaining among the industry's leading employers. Company's planning for people has been built on the principles of being a consumer centric Company with technology as the base. The organization has equipped itself for high change vigilance and embedded trust at the foundation of its people agenda and has adopted digital as the first port of call for all solution building.

The Company had a total 1075 Employee on its rolls as on March 31, 2025. The company has a professionally qualified work force including B-Tech, MBA's, C.As / C.S.s etc. The key aspects of our HR practice include recruitment, training and development, and compensation.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations may constitute a "forward-looking statement" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/ supply and price conditions in the domestic markets in which the Company operates, changes in the Government Regulations, tax laws and other statutes and other incidental factors. Further, the Company retains the flexibility to respond to fast-changing market conditions and business imperatives. The Company may therefore need to change any of the plans and projections that may have been outlined in this report, depending on the actual market conditions.

For and on behalf of the Board of Directors

	Anushka J. Vagal	**Dinesh A. Kadam**
Place: Mohali	**Director**	**Whole Time Director**
Date: August 12, 2025	**(DIN: 08966439)**	**(DIN: 08282276)**

INDEPENDENT AUDITOR'S REPORT

To the Members of

Quadrant Televentures Limited

Report on the Audit of the Financial Statements

1. Qualified Opinion

We have audited the accompanying financial statements of **Quadrant Televentures Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2025, and the Statement of Profit and Loss including Other Comprehensive Income, Statement of changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, *except for the possible effect of the matter described in the Basis for qualified Opinion in paragraph 2 below,* the aforesaid 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, 2025, its loss including other comprehensive income, changes in equity and its cash flows for the year ended on that date.

2. Basis for Qualified Opinion

a) *As stated in Note No. 40 of the* financial statements, *balances of some of the trade payable, other liabilities, advances and security deposits pertaining to erstwhile GSM business are subject to confirmations, reconciliation and adjustments, if any. The effect of the same is unascertainable, and hence the consequential cumulative effect thereof on net loss including other comprehensive income for the year, assets, liabilities and other equity is unascertainable.*

b) We draw attention to note no. 39 & 41 of the financial statements, the Company has incurred a net loss of Rs. 27,629.68 Lakhs during the year and the accumulated losses as at March 31, 2025 amounted to Rs. 2,91,483.95 Lakhs, resulting in, the erosion of its net worth, its current liabilities material exceeds current assets, and all the NCD issued to consortium of financial creditors becomes due. Further the financial creditors had filed application before NCLT Mumbai under Insolvency and Bankruptcy code 2016 on 2nd April 2024, Additionally, the Debenture Trustee, M/s IDBI Trusteeship Services Limited, has issued a notice under Section 13(2) of the Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 ("SARFAESI Act") on November 21, 2024, to enforce security interests over the Company's assets. Symbolic possession of mortgaged properties was taken on January 23, 2025, and January 24, 2025, and a notice for e-auction was published on March 29, 2025, although the scheduled auction on May 6, 2025, did not materialize, these event and conditions indicate material uncertainty exists that on the ability of the Company to continue as a going concern. However, the accounts of the Company have been prepared on a going concern for the factors stated in the aforesaid note. We however not obtain sufficient and appropriate audit evidence regarding management's use of the going concern assumption in the preparation of the financial statements of the company and with the events and conditions more explained in the Note no. 41 of the statement does not adequately support the use of going concern assumption in preparation of the financial statements of the Company.

c) As stated in Note No. 43(b) of the financial statements, interest of Rs 546.12 Lakhs has not been provided in the statement of profit and loss, had the interest have been taken the loss including other comprehensive income for the year would be higher by Rs. 546.12 Lakhs, liabilities and accumulated losses would have been higher by Rs. 546.12 Lakhs.

We conducted our audit in accordance with the Standards on Auditing ("SA"s) specified under Section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our **qualified** opinion on the financial statements

3. Emphasis Of Matter

We draw attention to Note 54 of the financial statements, which describes the retrospective provision of interest on Adjusted Gross Revenue (AGR) dues based on the Department of Telecommunications (DoT) letter dated February 23, 2023. As a result of this adjustment, the Company has presented a third balance sheet as at April 1, 2023.

Our opinion is not modified in respect of this matter.

4. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

<table>
<tr><th>Sr. No.</th><th>Key Audit Matter</th><th>Auditor's Response</th></tr>
<tr><td>1.</td><td><u>Revenue Recognition:</u>
Revenue is recognised at the fair value of the consideration received or receivable, which is generally the transaction price, net of any taxes / duties, rebate, discounts and process waivers. (refer note 3.12)
Due to Company's presence across different marketing regions within the country and the competitive business environment, the estimation of various types of discounts, rebate, waivers to be recognised based on services made during the year is material and considered to be judgmental.Due to the level of judgement relating to recognition revenue, discount, rebate and waiver, this is considered a key audit matter.</td><td><u>Our Audit procedure included:</u>
• Assessing the appropriateness of the revenue recognition accounting policies, including those relating to discount, rebate and waivers by comparing with applicable accounting standards.
• Testing the design, implementation and operating effectiveness of the Company's general IT controls over the Company's systems and manual controls, which govern recording of revenue and discount, rebates and waiver in the general ledger accounting system.
• Performing substantive testing (including year-end cut off testing) by selecting samples of revenue transactions recorded during the year (and before and after the financial year-end) by verifying the underlying documents and approval procedure.
• Comparing the historical trend of discount, rebate and waiver.
• Assessing the manual journal posted to revenue.
• Considered the adequacy of the Company's disclosure in respect of revenue.</td></tr>
<tr><td>2.</td><td><u>Evaluation of Provision and Contingent Liabilities:</u>
As at the Balance Sheet date, the Company has significant open litigation and other contingent liabilities as disclosed in note no. 38. The assessment of the existence of the present legal or constructive obligation, analysis of the probability or possibility of the related payment require the management to make judgement and estimates in relation to the issues of each matter.
The management with the help of opinion and advise of its experts have made such judgements and estimates relating to the likelihood of an obligation arising and whether there is a need to recognize a provision or disclose a contingent liability.
Due to the inherent complexity and level of judgement relating to recognition, valuation and presentation of provision and contingent liabilities, this is considered a key audit matter.</td><td><u>Our Audit procedure included:</u>
• We have reviewed and held discussions with the management to understand their processes to identify new possible obligations and changes in existing obligations for compliance with the requirements of Ind AS 37 on Provisions, Contingent Liabilities and Contingent Assets.
• We have also discussed with the management significant changes from prior periods and obtained a detailed understanding of these items and assumptions applied. We have held regular meetings with the management and key legal personnel responsible for handling legal matters.
In addition, we have reviewed:
• the details of the proceedings before the relevant authorities including communication from the advocates / experts;
• legal advises / opinions obtained by the management, if any, from experts in the field of law on the legal cases;
• status of each of the material matters as on the date of the balance sheet.
• We have assessed the appropriateness of provisioning based on assumptions made by the management and presentation of the significant contingent liabilities in the financial statements.</td></tr>
</table>

5. Information other than the Financial Statements and Auditor's Report Thereon

The Company's Management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Company's Annual Report, Management Discussion and Analysis, Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon. The other information comprising the above documents is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained during the course of our 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.

6. Responsibilities of Management's for the 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 financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management are 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 are also responsible for overseeing the Company's financial reporting process.

7. **Auditor's Responsibilities for the Audit of the Financial Statements**

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

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

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

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

8. **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure-A a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:

   a) we have sought and obtained, *except for the matter described in the Basis for qualified Opinion in paragraph 2 above,* all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

b) *except for the matter described in the Basis for qualified Opinion in paragraph 2 above,* in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

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

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

e) The going concern matter described in Material Uncertainty Related to Going Concern paragraph above, in our opinion, may have an adverse effect on the functioning of the Company;

f) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act;

g) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure B";

h) 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 explanation given to us, the managerial remuneration paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V of the Act;

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

   i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements **– Refer Note 38 to the financial statements;**

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

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

   iv. (a.) The Management has represented that, to the best of its knowledge and belief, as disclosed in the notes to accounts, 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;

   (b.) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the notes to accounts, 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;

   (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

   v. The Company has not declared or paid any dividend during the year.

   vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For SGN & CO.
Chartered Accountants
Firm Registration No. 134565W

Mohan Kheria
Partner
Membership No. 543059
UDIN: 25543059BMUJVB1298

Place: Mohali
Dated: May 21, 2025

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

Annexure referred to in paragraph 8 (1) of Report on Other Legal and Regulatory Requirements of the Independent Auditors' Report of even date to the Members of **Quadrant Televentures Limited** on the financial statements for the year ended 31st March, 2025, we report that;

I. (a). (A.) The Company is maintaining proper records showing full particulars, including quantitative details and situations of its Property, Plant and Equipment.

(B) The Company is maintaining proper records showing full particulars of intangible assets.

(b) Property, Plant and Equipment have been physically verified by the management during the year and there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets and as informed, no material discrepancies were noticed on such verification.

(c) According to the information and explanation given by the management, the title deeds of all the immovable properties were held in the name of the Company. Further, the lease agreements where the Company is a lessee were duly executed in favour of the company.

(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, 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

II. (a) As per the information furnished, the management at reasonable intervals during the period has physically verified the Inventories. In our opinion, having regard to the nature and location of stocks, the frequency of physical verification is reasonable. No discrepancies were noticed on verification between the physical inventory and the book records that were more than 10% in the aggregate of each class of inventory.

(b) The Company has not been sanctioned working capital limits in excess of Rs. 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

III. According to the information and explanations given to us and records examined by us, the Company has not granted loans, made investments, provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnership or any other parties during the year. Therefore, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

IV. In our opinion and according to the information and explanations given to us, the Company has, in respect of loans, investments, guarantees, and security, complied with the provisions of section 185 and 186 of the Companies Act, 2013, wherever applicable.

V. According to the information and explanation given to us, the Company has not accepted any deposits within the meaning of the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

VI. We have reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to Telecommunication Services, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of records with a view to determine whether they are accurate or complete.

VII. (a) According to the information and explanations given to us and records examined by us, in our opinion the Company has generally been regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Custom Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.

According to the information and explanations given to us, there are no undisputed amounts payable in respect of such statutory dues at the year end, for a period of more than six months from the date they became payable.

(b) According to the information and explanation given to us and records examined by us, there are no dues of income tax, goods and service tax, custom duty & cess or any other statutory dues which have not been deposited on account of any dispute.

VIII. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

IX. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has defaulted in repayment of loans (including accrued interest on default amount) to bank/ debenture holders as follows:

Nature of borrowings including debt securities	Amount Outstanding as at March 31, 2025 and not paid till date	Amount of Default as at March 31, 2025		Delay/Default (In days)	
		Principal	Interest	Principal	Interest
NCD	IDBI Bank	20,434.04 lakhs	10,933.24 Lakhs	762 –2800 Days	30 – 1492 Days
NCD	Kotak Mahindra Bank	1,347.38 Lakhs	958.01 Lakhs	762 - 2374 Days	30 - 1826 Days
NCD	Life Insurance Corporation of India	3,962.33 Lakhs	2,980.22 Lakhs	762 –2922 Days	30 – 2374 Days
NCD	State Bank of India	1320.84 Lakhs	862.46 Lakhs	762 - 2922 Days	30 - 2131 Days
NCD	Punjab National Bank (E-OBC)	3962.51 Lakhs	3,166.85 Lakhs	762 - 2922 Days	30 - 2496 Days
	Total	**31,027.10 Lakhs**	**18,900.78 Lakhs**		

Further, amount defaulted during the year and paid before the Balance Sheet date are as under:

B. Amount paid before the year end	Amount		Delay/Default (In days)	
	Principal	Interest	Principal	Interest
IDBI Bank	-	1,274.52 Lakhs	-	1398 – 1463 Days
Kotak Mahindra Bank	-	31.89 Lakhs	-	1550 - 1672 Days
Life Insurance Corporation of India	-	91.84 Lakhs	-	2099 - 2220 Days
State Bank of India	-	42.52 Lakhs	-	1915 - 1977 Days
Punjab National Bank (E-OBC)	-	91.84 Lakhs	-	2221 - 2342 Days
Total	**-**	**1,532.61 Lakhs**	**-**	**-**

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a willful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records, the Company has not taken any term loan during the year and hence reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) The Company does not have any subsidiary, associate or joint venture and accordingly, paragraph 3(ix)(e) of the Order is not applicable to the Company.

(f) The Company does not have any subsidiary, associate or joint venture and accordingly, reporting under paragraph 3(ix)(f) of the Order is not applicable to the Company.

X. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

XI. (a) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed 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) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

XII. In our opinion, the Company is not a Nidhi Company. Accordingly, the reporting under clause 3(xii) of the order is not applicable to the Company.

XIII. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of Companies Act, 2013 where applicable and details of such transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24, "Related Party Disclosures" specified under Section 133 of the Act.

XIV. (a) In our opinion and based on our examination, the Company has an adequate internal audit system commensurate with the size and nature of its business.

(b) The reports of the Internal Auditors for the period under audit have been considered by us in determining the nature and extent of any audit procedures.

XV. According to the 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 its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company. Accordingly, the reporting under clause 3(xv) of the Order is 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 and hence the provision of clause 3(xvi) (a), (b) and (c) is not applicable to the Company.

(d) According to the information and explanation given to us and based on our examination of the records of the Company, there is no Core Investment Companies (CIC) in the group, hence provision of clause 3 (xvi)(d) are not applicable to the Company.

XVII. The Company has incurred cash losses of Rs. 25,865.41 lakhs during the financial year covered by our audit and also incurred cash losses of Rs 11,455.24 Lakhs in the immediately preceding financial year. These cash losses have been calculated without considering impact of qualifications reported in Basis of Qualifications para in our audit report for the financial year 2024-25 and 2023-24, since the impact is not ascertainable.

XVIII. There has been no resignation of the statutory auditors of the Company during the year.

XIX. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, has come to our attention and as mentioned in para 2 (b) " Basis for Qualified Opinion" of main report which causes us to believe that there are material uncertainty exists as on the date of the audit report indicating 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.

XX. According to the information and explanations given to us and based on our examination of the records of the Company, provisions of Section 135 of the Act are not applicable to the Company during the year Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year

For SGN & CO.
Chartered Accountants
Firm Registration No. 134565W

Mohan Kheria
Partner
Membership No. 543059
UDIN: 25543059BMUJVB1298

Place: Mohali
Dated: May 21, 2025

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

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

To the Members of

Quadrant Televentures Limited

We have audited the internal financial controls over financial reporting of **Quadrant Televentures Limited** ("the Company") as of 31st March 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For SGN & CO.
Chartered Accountants
Firm Registration No. 134565W

Mohan Kheria
Partner
Membership No. 543059
UDIN: 25543059BMUJVB1298

Place: Mohali
Dated: May 21, 2025

Balance Sheet as at March 31, 2025

(All amount are in Lakhs)

Particulars	Notes	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
ASSETS				
Non-current Assets				
(a) Property Plant and Equipment	4	6,951.30	7,564.26	8,370.39
(b) Capital Work-in-Progress	4	-	-	
(c) Right-of-Use Assets	5	528.39	698.12	961.72
(d) Intangible Assets	6	72.13	78.60	86.76
(e) Financial assets				
(i) Deposits	7	2.24	47.74	1.14
(f) Other Non-Current Assets	8	7.75	225.64	462.51
Total Non-Current Assets		**7,561.81**	**8,614.36**	**9,882.52**
Current Assets				
(a) Inventories	9	1,039.43	1,032.27	1,142.70
(b) Financial Assets				
(i) Trade Receivables	10	1,900.36	1,768.45	1,779.05
(ii) Cash and Cash Equivalents	11	295.84	80.41	147.61
(iii) Bank Balance other than (ii) above	12	32.24	252.82	38.64
(iv) Others	13	834.31	837.64	815.53
(c) Current Tax Assets (net)	14	79.50	77.23	135.06
(d) Other Current Assets	15	803.07	987.33	1,104.86
(e) Assets held for Sale	16	361.62	361.62	361.62
Total Current Assets		**5,346.37**	**5,397.77**	**5,525.07**
Total Assets		**12,908.18**	**14,012.13**	**15,407.59**
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share Capital	17	6,122.60	6,122.60	6,122.60
(b) Other Equity	18	(2,90,798.28)	(2,63,169.22)	(2,50,008.84)
Total Equity		**(2,84,675.68)**	**(2,57,046.62)**	**(2,43,886.24)**
Liabilities				
Non-Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	19	15,985.00	15,985.00	1,35,340.77
(i) (a) Lease Liabilities	5	418.48	489.11	722.78
(ii) Others	20	23,097.87	24,739.45	33,445.41
(b) Provisions	21	472.89	415.10	385.63
Total Non-Current Liabilities		**39,974.24**	**41,628.66**	**1,69,894.59**
Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	22	1,92,881.40	1,83,355.47	32,571.32
(i) (a) Lease Liabilities	5	170.25	300.91	351.13
(ii) Trade Payables	23			
(A) total outstanding dues of micro enterprises and small enterprises ; and		2.72	19.86	25.22
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.		4,223.36	4,233.80	4,451.45
(iii) Others	24	56,505.36	41,071.81	51,582.88
(b) Provisions	25	53.21	39.18	36.70
(c) Other Current Liabilities	26	3,773.32	409.06	380.54
Total Current Liabilities		**2,57,609.62**	**2,29,430.09**	**89,399.24**
Total Liabilities		**2,97,583.86**	**2,71,058.75**	**2,59,293.83**
Total Equity and Liabilities		**12,908.18**	**14,012.13**	**15,407.59**
Summary of Significant accounting policies and other notes to Financial Statements	1-58			

The accompanying notes form an integral part of these financial statements

Note: The figures as at March 31, 2024 and April 1, 2023 as given above are restated (Note No-54)

As per our report of even date

For SGN & CO.
Chartered Accountants
Firm Registration No. 134565W

Mohan Kheria
Partner
Membership No. 543059

Place : Mohali
Date : May 21, 2025

For and on behalf of the Board of Directors of
Quadrant Televentures Limited

Dinesh Ashokrao Kadam
Whole Time Director
DIN : 08282276
Place : Aurangabad

Pritesh Lahoti
Director
DIN : 08618393
Place : Aurangabad

Umesh P Srivastava
Company Secretary
Membership No. A29269
Place : Mohali

Anuj Ohri
Chief Financial Officer
Place : Mohali

Statement of Profit & Loss for the year ended March 31, 2025

(All amount are in Rupees in Lakh)

Sr. No.	Particulars	Note No.	For the year ended 31st March, 2025	For the year ended 31st March, 2024
	INCOME			
I	Revenue from Operations	27	23,624.20	26,945.65
II	Other Income	28	145.20	452.14
III	**Total Income (I+II)**		**23,769.40**	**27,397.79**
IV	**EXPENSE**			
	Network Operating Expenses	29	8,515.54	11,511.09
	Employee Benefits Expenses	30	5,050.95	4,907.15
	Sales and Marketing Expenses	31	5,100.87	5,248.45
	Finance Costs	32	15,404.96	14,721.78
	Depreciation and Amortization	4,5&6	1,985.69	2,146.50
	Other Expenses	33	1,814.94	2,051.08
	Total Expenses (IV)		**37,872.95**	**40,586.05**
V	**Profit / (Loss) before exceptional items and tax (III-IV)**		**(14,103.55)**	**(13,188.26)**
VI	**Exceptional Items**	55	13,526.13	-
VII	**Profit / (loss) before income tax (V-VI)**		**(27,629.68)**	**(13,188.26)**
VIII	**Income tax expense**			
	(1) Current tax		-	-
	(2) Deferred tax		-	-
IX	**Profit / (Loss) for the year (VII-VIII)**		**(27,629.68)**	**(13,188.26)**
X	**Other Comprehensive Income ('OCI')**			
	(A) Items that will not be reclassified to profit or loss			
	Re-measurement Gain/ (Losses) on defined benefits plans		0.61	27.88
	Tax on above Item		-	-
	(B) Items that will be reclassified to profit or loss		-	-
	Other Comprehensive Income ('OCI') (After Tax)		0.61	27.88
XI	**Total Comprehensive Income for the year (IX+X)**		**(27,629.07)**	**(13,160.38)**
	Earnings per equity share			
	Basic	34	**(4.51)**	**(2.15)**
	Diluted		**(4.51)**	**(2.15)**
	Summary of significant accounting policies and Other Notes to Financial Statements	1-58		

The accompanying notes form an integral part of these financial statements

Note: The figures for the year ended March 31, 2024 as given above are restated (Note No-54)

As per our report of even date

For SGN & CO.
Chartered Accountants
Firm Registration No. 134565W

Mohan Kheria
Partner
Membership No. 543059

Place : Mohali
Date : May 21, 2025

For and on behalf of the Board of Directors of
Quadrant Televentures Limited

Dinesh Ashokrao Kadam
Whole Time Director
DIN : 08282276
Place : Aurangabad

Pritesh Lahoti
Director
DIN : 08618393
Place : Aurangabad

Umesh P Srivastava
Company Secretary
Membership No. A29269
Place : Mohali

Anuj Ohri
Chief Financial Officer
Place : Mohali

STATEMENT OF CASH FLOWS

(All amount are in Rupees in Lakh)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Cash Flows from operating activities		
(Loss)/Profit before Tax	**(14,103.55)**	**(13,188.26)**
Adjustments for :		
Depreciation and amortisation	1,985.69	2,146.50
Finance Costs	15,404.96	14,721.78
Interest Income	(38.83)	(36.05)
Exceptional Items	(13,526.13)	-
Loss/(Gain) on sale of Discard of Asset	2.56	(124.99)
Bad Debts	100.23	166.84
Provision for Doubtful debts	-	4.64
Gain on Lease Rental Waivers - IND-AS 116	-	-
Lease Termination adjustment - IND-AS 116	(13.02)	(5.75)
Excess Provision Written Back	(10.38)	(214.71)
Gain on fair valuation of Security Deposit-Ind AS 116	(0.85)	(0.96)
Gain on fair valuation of LCO-Channel Security Deposit	-	(0.83)
Operating cash flow before changes in working capital	**(10,199.32)**	**3,468.21**
Changes in working capital		
Decrease/(Increase) in Trade Receivables	(221.76)	53.83
(Decrease)/Increase in Trade Payables	(27.57)	(223.02)
Decrease/(Increase) in Inventories	(7.15)	110.43
(Decrease)/Increase in Provisions	72.43	59.83
(Decrease)/Increase in Other Financial and Non-Financial Liabilities	12,880.83	(252.26)
Decrease/(Increase) in Other Financial and Non-Financial Assets	393.81	344.21
Net cash generated from operations before tax	**2,891.27**	**3,561.23**
Income tax Paid (Net of Refunds)	(2.26)	57.83
Net cash generated from operating activities (a)	**2,889.01**	**3,619.06**
Cash flows from investing activities		
Purchase of property, plant and equipment & CWIP	(1,177.79)	(1,077.43)
Proceeds from sale of property, plant and equipment	-	138.01
(Increase)/Decrease in Fixed Deposits (having original maturity of more than 3 months)	266.08	(260.78)
Interest received	49.90	24.35
Net cash used in investing activities (b)	**(861.81)**	**(1,175.85)**
Cash flows from financing activities		
Proceeds/ (Repayment) of Working Capital	-	-
Payment of Lease Liabilities - Interest portion	(70.19)	(91.89)
Payment of Lease Liabilities - Principal portion	(208.97)	(282.52)
Interest paid on Working Capital	(0.01)	-
Interest paid on Term Loan	(1,532.61)	(2,136.00)
Net cash generated from financing activities (c)	**(1,811.78)**	**(2,510.41)**
Net increase / (decrease) in cash and cash equivalents during the year (a+b+c)	**215.42**	**(67.20)**
Add: Cash and cash equivalents as at the beginning of the year	80.41	147.61
Cash and cash equivalents as at the end of the year (refer Note 11)	**295.83**	**80.41**

Notes :
1. The above Statement of Cash flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".
2. Figures in brackets represents cash outflows.
3. Components of cash and cash equivalents :-

Particulars	As at 31st March, 2025	As at 31st March, 2024
Cash on Hand	-	-
Cheques in Hand	4.80	5.41
Balances with Banks		
- In Current Accounts	291.04	75.00
- In Fixed Deposits 0-3 months	-	-
Cash & Cash Equivalent	**295.84**	**80.41**

The accompanying notes form an integral part of these financial statements

Note: The figures for the year ended March 31, 2024 as given above are restated (Note No-54)

As per our report of even date

For SGN & CO.
Chartered Accountants
Firm Registration No. 134565W

Mohan Kheria
Partner
Membership No. 543059

Place : Mohali
Date : May 21, 2025

For and on behalf of the Board of Directors of Quadrant Televentures Limited

Dinesh Ashokrao Kadam
Whole Time Director
DIN : 08282276
Place : Aurangabad

Pritesh Lahoti
Director
DIN : 08618393
Place : Aurangabad

Umesh P Srivastava
Company Secretary
Membership No. A29269
Place : Mohali

Anuj Ohri
Chief Financial Officer
Place : Mohali

Statement of Changes in Equity

(All amount are in Rupees in Lakh)

(A) Equity Share Capital

Particulars	Amount
As at April 1, 2023	**6,122.60**
Changes in Equity Share Capital due to prior period errors	-
Restated balance as at March 31, 2023	**6,122.60**
Changes in equity share capital during the year	-
As at March 31, 2024	**6,122.60**
Changes in Equity Share Capital due to prior period errors	-
Restated balance as at March 31, 2024	**6,122.60**
Changes in equity share capital during the year	-
As at March 31, 2025	**6,122.60**

(B) Other Equity

Particulars	Reserves and Surplus				Other Comprehensive Income	Total
	Securities Premium	Statutory Reserve	Capital Reserve	Retained Earnings	Remeasurement of defined benefit plans	
As at April 1, 2023	**226.34**	**119.00**	**340.33**	**(2,50,694.50)**	**-**	**(2,50,008.84)**
Profit/(Loss) for the year	-	-	-	(13,188.26)	-	(13,188.26)
Other Comprehensive Income/ (Loss) for the year	-	-	-	27.88	-	27.88
Total Comprehensive Loss for the year	**-**	**-**	**-**	**(13,160.38)**	**-**	**(13,160.38)**
Transfer to retained earnings	-	-	-	-	-	-
As at March 31, 2024	**226.34**	**119.00**	**340.33**	**(2,63,854.89)**	**-**	**(2,63,169.22)**
Profit/(Loss) for the year	-	-	-	(27,629.68)	-	(27,629.68)
Other Comprehensive Income/ (Loss) for the year	-	-	-	0.61	-	0.61
Total Comprehensive Loss for the year	**-**	**-**	**-**	**(27,629.07)**	**-**	**(27,629.07)**
As at March 31, 2025	**226.34**	**119.00**	**340.33**	**(2,91,483.95)**	**-**	**(2,90,798.29)**
Summary of significant accounting policies and Other Notes to Financial Statements				**1-58**		

As per our report of even date

For SGN & CO.
Chartered Accountants
Firm Registration No. 134565W

Mohan Kheria
Partner
Membership No. 543059

Place : Mohali
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For and on behalf of the Board of Directors of
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Company Secretary
Membership No. A29269
Place : Mohali

Anuj Ohri
Chief Financial Officer
Place : Mohali

Notes to the Financial Statements for the year ended March 31, 2025

1. BACKGROUND

(a) Corporate Information

Quadrant Televentures Limited (Formerly known as HFCL Infotel Limited) ('the Company' or 'QTL'), Unified Access Services Licensee for Punjab Telecom Circle (including Chandigarh and Panchkula), is providing complete telecommunication services, which includes voice telephony, internet services, broadband data services and a wide range of value added services viz. Centrex, Leased Lines, VPNs, Voicemail, etc. The services were commercially launched in October 2000. As at 31.03.2025, the Company had a total subscriber base of 3.46 Lakh.

The Company was incorporated on August 2, 1946 with the name of The Investment Trust of India Limited (ITI) which was subsequently changed to HFCL Infotel Limited on May 12, 2003. This was done pursuant to a Scheme of amalgamation (the Scheme), approved by the Hon' ble High Court of the Punjab and Haryana at Chandigarh and Hon'ble High Court of the State of Tamil Nadu at Chennai on March 6, 2003 and March 20, 2003, respectively, whereby the *erstwhile* HFCL Infotel Limited (name earlier allotted to the transferor Company) ('*erstwhile* HFCL Infotel') was merged with the Company with effect from September 1, 2002. As per the Scheme envisaged, the Company's existing business of hire purchase, leasing and securities trading was transferred by way of slump sales to its wholly owned subsidiary, Rajam Finance & Investments Company (India) Limited ('Rajam Finance') with effect from September 1, 2002. Rajam Finance was renamed as The Investment Trust of India Limited with effect from June 17, 2003 and it ceased to be the subsidiary of the Company with effect from September 30, 2003, due to allotment of fresh equity by Rajam Finance to other investors.

The Company, during the year ended March 31, 2004, surrendered its license granted by Reserve Bank of India ('RBI') to carry out NBFC business. RBI confirmed the cancellation of the NBFC license as per their letter dated May 24, 2004.

On September 24, 2010, the name of Company was changed from HFCL Infotel Limited to Quadrant Televentures Limited.

The Company had surrender the CDMA Spectrum on May 30, 2016 and Microwave Spectrum for CDMA Services for Punjab Service Area and had shut down its GSM Services w.e.f. February 15'2017. At present, the Company is running its Wireline and ISP Services in Punjab Circle (including Chandigarh and Panchkula).

The Company's voice calling services (Wireline) was covered under UASL License and the same was valid upto 29th September, 2017. To continue Voice Calling Services (Wireline) for Punjab Circle, the Company had filed an application with DoT for migration of existing UASL Licence under UL guidelines. Application has been approved by DoT in September, 2017 and same is now valid till the period of existing ISP licence i.e. January 2035.

(b) License Fees

The Company has obtained license for Basic Telephony Service for the Punjab Telecom Circle (including Chandigarh and Panchkula) by way of amalgamation of the *erstwhile* HFCL Infotel with the Company. *Erstwhile* HFCL Infotel had obtained this license under fixed license fee regime under National Telecom Policy ('NTP') 1994, valid for a period of 20 years from the effective date, and subsequently migrated from the fixed license fee regime to revenue sharing regime upon implementation of NTP 1999. Further to the Telecom Regulatory Authority of India ('TRAI') recommendations of October 27, 2003 and the Department of Telecommunications ('DoT') guidelines on Unified Access (Basic & Cellular) Services License ('UASL') dated November 11, 2003, the Company migrated its license to the UASL regime with effect from November 14, 2003.

A fresh License Agreement was signed on May 31, 2004. Pursuant to this migration, the Company became additionally entitled to provide full mobility services. Quadrant Televentures Limited also entered into Unified Licence Agreement No. 821-125/2014-DS dated January 6, 2015, and amendments thereto, with DoT to establish, maintain and operate internet services on all India basis (PAN India).

As per the new ISP License agreement no. 821-125/2014-DS dated January 6, 2015, the revenue share from ISP services was set at 8 per cent of AGR and is required to be paid on income from Internet revenue except revenue from pure internet service ('AGR' under Internet Service License).

2. RECENT PRONOUNCEMENTS

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

3. SUMMARY OF MATERIAL ACCOUNTING POLICIES

3.1 Basis of preparation of Financial Statements

3.1.1. <u>Compliance with Ind AS</u>

These financial statements ('financial statements') have been prepared in accordance with the Indian Accounting Standard ('Ind AS') notified under section 133 of the Companies Act, 2013, read together with Rule 3 of the Companies (Indian Accounting Standards) Rules as amended from time to time.

The accounting policies, as set out in the following paragraphs of this note, have been consistently applied, by the Company, to all the periods presented in the said financial statements. The preparation of the said financial statements requires the use of certain critical accounting estimates and judgements. It also requires the management to exercise judgement in the process of applying the Company's accounting policies. The areas where estimates are significant to the financial statements, or areas involving a higher degree of judgement or complexity, are disclosed in Note 37.

The financial statements are based on the classification provisions contained in Ind AS 1, 'Presentation of Financial Statements' and division II of schedule III of the Companies Act 2013.

Further, for the purpose of clarity, various items are aggregated in the statement of profit and loss and balance sheet. Nonetheless, these items are dis-aggregated separately in the notes to the financial statements, where applicable or required. All the amounts included in the financial statements have been rounded off to the nearest Lakhs, as required by General Instructions for preparation of Financial Statements in Division II of Schedule III to the Companies Act, 2013, except per share data and unless stated otherwise.

3.1.2. Historical Cost Convention

The financial statements have been prepared on the accrual and going concern basis, and the historical cost convention except where the Ind AS requires a different accounting treatment. The principal variations from the historical cost convention relate to financial instruments classified as fair value for the followings:

- certain financial assets and liabilities and contingent consideration that is measured at fair value;
- assets held for sale measured at fair value less cost to sell;
- defined benefit plans for plan assets measured at fair value; and

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

3.1.3. Use of estimates and judgements

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and judgements that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

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

3.2. Current versus non-current classification

The Company presents assets and liabilities in the Balance Sheet based on current/ non-current classification. An asset is treated as current when it is:

a) Expected to be realised or intended to be sold or consumed in normal operating cycle, or

b) Held primarily for the purpose of trading, or

c) Expected to be realised within twelve months after the reporting period other than for (a) above, or

d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

a) It is expected to be settled in normal operating cycle, or

b) It is held primarily for the purpose of trading, or

c) It is due to be settled within twelve months after the reporting period other than for (a) above, or

d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

3.3. Fair Value Measurement

The Company measures financial instruments, such as, derivatives at fair value at each Balance Sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

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

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

The Company categorizes assets and liabilities measured at fair value into one of three levels as follows:

- Level 1 — Quoted (unadjusted): This hierarchy includes financial instruments measured using quoted prices.
- Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 - They are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants. 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.

3.4. Non-Current Assets Held for Sale

Non-Current Assets are classified as assets-held-for sale when their carrying amount is to be recovered principally through a sale transaction and a sale is considered highly probable. The sale is considered highly probable only when the asset is available for immediate sale in its present condition, it is unlikely that the sale will be withdrawn and sale is expected within one year from the date of the classification. Assets classified as held for sale are stated at the lower of carrying amount and fair value less costs to sell.

Assets classified as held for sale are presented separately in the balance sheet.

Loss is recognised for any initial or subsequent written down value of the asset to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset, but not in excess of any cumulative loss previously recognised.

3.5. Property Plant and Equipment

An item is recognised as an asset, if and only if, it is probable that the future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. PPE are stated at actual cost less accumulated depreciation and impairment loss, if any. Actual cost is inclusive of freight, installation cost, duties, taxes and other incidental expenses for bringing the asset to its working conditions for its intended use (net of tax credit, if any) and any cost directly attributable to bring the asset into the location and condition necessary for it to be capable of operating in the manner intended by the Management. It includes professional fees and borrowing costs for qualifying assets.

Property, Plant and Equipment and intangible assets are not depreciated or amortized once classified as held for sale.

Significant Parts of an item of PPE (including major inspections) having different useful lives & material value or other factors are accounted for as separate components. All other repairs and maintenance costs are recognized in the statement of profit and loss as incurred.

Depreciation of these PPE commences when the assets are ready for their intended use. The estimated useful lives and residual values are reviewed on an annual basis and if necessary, changes in estimates are accounted for prospectively. Depreciation on subsequent expenditure on PPE arising on account of capital improvement or other factors is provided for prospectively over the remaining useful life.

Depreciation is provided pro-rata to the period of use on the straight-line method based on the estimated useful life of the assets. The useful life of property, plant and equipment are as follows: -

Asset Class	Useful Life
Leasehold Land	Over the lease term
Buildings - Office Building - Others	 30 years 60 years
Leasehold Improvement	10 years or over the lease term, whichever is lower
Network Equipment (other than batteries) Batteries (a)	9.67 years 5 years
Testing Equipment (included in Network Equipment) (a)	5 years
Optical Fibre Cable and Copper Cable (a)	15 years
Computers	3 years
Software	5 years
Office Equipment	5 years
Furniture and Fixture	10 years, except in case issued to employees, where asset is depreciated in 5 years
Vehicles - Motor Cars (a)	4 years
Fixed Assets costing less than Rs 5,000	Fully depreciated when they are ready for use.

Note:

a. For these classes of assets based on internal assessment and technical evaluation, the management believes that the useful lives as given above best represent the period over which the Management expects to use these assets. Hence, the useful lives for these assets is different from the useful lives as prescribed under Part C of Schedule II of Companies Act 2013.

b. Depreciation on the amount capitalized on up-gradation of the existing assets is provided over the balance life of the original asset.

c. An item of PPE is de-recognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of PPE is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss.

3.6. Intangible Assets

All expenditure on intangible items are expensed as incurred unless it qualifies as intangible assets. The carrying value of intangible assets is assessed for recoverability by reference to the estimated future discounted net cash flows that are expected to be generated by the asset. Where this assessment indicates a deficit, the assets are written down to the market value or fair value as computed above.

Recognition of Intangible Assets

a. **Computer Software**

Purchase of computer software used for the purpose of operations is capitalized. However, any expenses on software support, maintenance, upgrade etc. payable periodically is charged to the Statement of Profit & Loss.

b. **Telecom License & Internet Service Provider License**

Acquired licenses and spectrum are amortised commencing from the date when the related network is available for intended use in the relevant jurisdiction.

The revenue-share based fee on licenses / spectrum is charged to the statement of profit and loss in the period such cost is incurred.

- **De-Recognition of Intangible Assets**

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognized in the Statement of Profit and Loss when the asset is derecognized.

3.7. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. The financial instruments are recognised in the balance sheet when the Company becomes a party to the contractual provisions of the financial instrument. The Company determines the classification of its financial instruments at initial recognition.

3.7.1. Financial Assets

Initial Recognition and Measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent Measurement

The subsequent measurement of the non-derivative financial assets depends on their classification as follows:

i. Financial Assets Measured at Amortised Cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost using the effective interest rate ('EIR') method (if the impact of discounting / any transaction costs is significant). Interest income from these financial assets is included in finance income.

ii. Financial Assets at Fair Value through Profit or Loss ('FVTPL')

All financial assets that do not meet the criteria for amortised cost are measured at fair value through profit or loss. Interest (basis EIR method) income from financial assets at fair value through profit or loss is recognised in the statement of profit and loss within finance income/ finance costs separately from the other gains/ losses arising from changes in the fair value.

Equity Investments

All equity investments are measured at fair value and for equity instruments, the Company may make an irrevocable election to present in Other Comprehensive Income (OCI) with subsequent changes in the fair value. The Company makes such election on an instrument by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. This amount is not recycled from OCI to Profit & Loss account, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Profit & Loss account.

De-Recognition

A financial asset is de-recognized only when

- The Company has transferred the rights to receive cash flows from the financial asset, or
- Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Company has transferred an asset, it evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is de-recognized.

Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is de-recognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

Impairment of Financial Assets

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. 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 considers historical credit loss experience and is adjusted for forward looking information. 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.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L).

3.7.2 Financial Liabilities

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

Initial Recognition and Measurement

Financial Liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss.

Subsequent Measurement

Financial liabilities are subsequently measured at amortised cost using the effective interest rate method. Financial liabilities carried at fair value through profit or loss is measured at fair value with all changes in fair value recognised in the statement of profit and loss.

Trade and Other Payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial period which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortised cost using the effective interest method.

Loans and Borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

De-Recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

3.8. Inventory

Inventory is valued at cost or net realisable value whichever is low. Cost is calculated on FIFO basis.

3.9. Borrowing Costs

Borrowing costs that are directly attributable to the acquisition, construction or production of qualifying asset are capitalized as part of cost of such asset. Other borrowing costs are recognized as an expense in the period in which they are incurred.

Borrowing costs consists of interest and other costs that an entity incurs in connection with the borrowing of funds.

3.10. Impairment of Non-Financial Assets

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 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 group 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.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are considered. If no such transactions can be identified, an appropriate valuation model is used. Impairment losses of continuing operations, including impairment on inventories, are recognized in the statement of profit and loss.

A previously recognized impairment loss (except for goodwill) is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited to the carrying amount of the asset.

3.11. License Fees

License Entry Fee

The License Entry Fee has been recognised as an intangible asset and is amortised equally over the remaining period of licence from the date of commencement of commercial operations. License entry fees includes interest on funding of license entry fees, foreign exchange fluctuations on the loan taken upto the date of commencement of commercial operations.

The carrying value of license entry fees are assessed for recoverability by reference to the estimated future discounted net cash flows that are expected to be generated by the asset. Where this assessment indicates a deficit, the assets are written down to the market value or fair value as computed above.

Revenue Sharing Fee

Revenue Sharing Fee is currently computed at the prescribed rate of Adjusted Gross Revenue ('AGR') which is expensed off in the Statement of Profit and Loss in the year in which the related income from providing Unified Access Services and Internet Services are recognised.

3.12. Revenue Recognition

The company recognizes revenue in accordance with Ind- AS 115. Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration that the Company expects to receive in exchange for those products or services.

Revenues in excess of invoicing are classified as contract assets (which may also refer as unbilled revenue) while invoicing in excess of revenues are classified as contract liabilities (which may also refer to as unearned revenues).

The Company presents revenues net of indirect taxes in its Statement of Profit and loss.

The specific recognition criteria from various stream of revenue is described below:

a. Service Revenue

Service Revenue mainly pertains to usage subscription and activation charges for voice, data, messaging and value added services. It also includes revenue towards interconnection charges for usage of the Company's network by other operators for voice, data, messaging and signalling services.

Revenue from Unified Access services are recognised on services rendered and is net of rebates, discounts and Goods & Services Tax. Unbilled revenues resulting from Unified Access Services provided from the billing cycle date to the end of each month are estimated and recorded. Revenues from Unified Access Services rendered through prepaid cards are recognised based on actual usage by the customers. Billings made but not expected to be collected, if any, are estimated by the management and not recognised as revenues.

Revenue on account of internet services and revenue from infrastructure services are recognised as services are rendered, in accordance with the terms of the related contracts.

The billing and collection in excess of revenue recognised is presented as deferred revenue in the balance sheet whereas unbilled revenue is recognised within other current financial assets.

b. Equipment Sales

Equipment sales mainly pertain to sale of telecommunication equipment and related accessories. Such transactions are recognised when the significant risks and rewards of ownership are transferred to the customer. However, in case of equipment sale forming part of multiple-element revenue arrangements which is not separately identifiable component, revenue is recognised over the customer relationship period.

c. Capacity Swaps

The exchange of network capacity is recognised at fair value unless the transaction lacks commercial substance or the fair value of neither the capacity received nor the capacity given is reliably measurable.

d. Interest Income

All debt instruments are measured either at amortized cost or at fair value through Other Comprehensive Income and interest income is recorded using the effective interest rate (EIR).

e. Rental Income

Rental income arising from operating leases or investment properties is account for on a straight-line basis over the lease terms and is included in other non-operating income in the statement of profit and loss.

f. Insurance Claims

Insurance claims are accounted for as and when admitted by the concerned authority.

3.13. Foreign Currency Transactions

The functional currency of the Company is Indian Rupees which represents the currency of the economic environment in which it operates.

Transactions in currencies other than the Company's functional currency are recognized at the rates of exchange prevailing at the dates of the transactions. Monetary items denominated in foreign currency at the year end and not covered under forward exchange contracts are translated at the functional currency spot rate of exchange at the reporting date.

3.14. Employee Benefits

Short Term Employee Benefits: -

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Long-Term Employee Benefits

Compensated expenses which are not expected to occur within twelve months after the end of period in which the employee renders the related services are recognized as a liability at the present value of the defined benefit obligation at the balance sheet date.

Post-Employment Obligations

i. Defined Contribution Plans

Provident Fund and Employees' State Insurance Schemes

All employees of the Company are entitled to receive benefits under the Provident Fund, which is a defined contribution plan. Both the employee and the employer make monthly contributions to the plan at a predetermined rate (presently 12%) of the employees' basic salary. These contributions are made to the fund administered and managed by the Government of India. In addition, some employees of the Company are covered under the employees' state insurance schemes, which are also defined contribution schemes recognized and administered by the Government of India.

The Company's contributions to both these schemes are expensed in the Statement of Profit and Loss. The Company has no further obligations under these plans beyond its monthly contributions.

ii. Defined Benefit Plans

Gratuity

The Company provides for gratuity obligations through a defined benefit retirement plan (the 'Gratuity Plan') covering all employees. The Gratuity Plan provides a lump sum payment to vested employees at retirement or termination of employment based on the respective employee salary and years of employment with the Company. The Company provides for the Gratuity Plan based on actuarial valuations in accordance with Indian Accounting Standard 19 (revised), "Employee Benefits". The Company makes annual contributions to the LIC for the Gratuity Plan in respect of employees. The present value of obligation under gratuity is determined based on actuarial valuation using Project Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Defined retirement benefit plans comprising of gratuity, un-availed leave, post-retirement medical benefits and other terminal benefits, are recognized based on the present value of defined benefit obligation which is computed using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. These are accounted either as current employee cost or included in cost of assets as permitted.

Leave Encashment

The Company has provided for the liability at period end on account of un-availed earned leave as per the actuarial valuation as per the Projected Unit Credit Method.

iii. Actuarial gains and losses are recognized in OCI as and when incurred.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest as defined above), are recognized in other comprehensive income except those included in cost of assets as permitted in the period in which they occur and are not subsequently reclassified to profit or loss.

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

Termination Benefits

Termination benefits are recognized as an expense in the period in which they are incurred.

3.15. Taxation

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses, if any.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

3.16. Leases

As a lessee

The Company's lease asset classes primarily consist of leases for land and buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

i. the contract involves the use of an identified asset

ii. the Company has substantially all of the economic benefits from use of the asset through the period of the lease and

iii. the Company has the right to direct the use of the asset.

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

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

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

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

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

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

As a lessor

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

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

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

Short-term leases and leases of low-value assets

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

3.17. Earning Per Share ('EPS')

The Company presents the Basic and Diluted EPS data. Basic Earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

3.18. Cash & Cash Equivalents

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

3.20. Prior Period Items

The Company has adopted following materiality threshold limits in the recognition of Prior period expenses/incomes:

No.	Threshold Items	Threshold Value
i.	Identification based on individual limits	Rs. 10 lakhs
ii.	Restatement based on overall limits	1% of Total Revenue of Previous FY

3.21. Provision, Contingent Liabilities and Contingent Assets

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

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

ARO are recognised for those operating lease arrangements where the Company has an obligation at the end of the lease period to restore the leased premises in a condition similar to inception of lease. ARO are provided at the present value of expected costs to settle the obligation and are recognised as part of the cost of that particular asset. The estimated future costs of decommissioning are reviewed annually and any changes in the estimated future costs or in the discount rate applied are adjusted from the cost of the asset.

Contingent liabilities are disclosed in the Financial Statements by way of notes to accounts, unless possibility of an outflow of resources embodying economic benefit is remote.

Contingent assets are disclosed in the Financial Statements by way of notes to accounts when an inflow of economic benefits is probable.

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

4 Property, Plant and Equipment ('PPE')

Particulars	Land - Freehold	Building	Leasehold Improvements	Network Equipment	Optical Fibre Cable and Copper Cable	Telephone Instruments at Customers Premises	Computers	Office Equipment	Furniture & Fixture	Vehicles	Total
Gross Carrying Value											
As at March 31, 2023	**161.43**	**1,775.11**	**859.70**	**39,316.11**	**50,818.42**	**5,533.12**	**3,262.28**	**395.80**	**434.15**	**52.08**	**1,02,608.20**
Additions	-	-	-	962.59	106.28	-	8.56	-	-	-	1,077.43
Less : Disposals / Adjustments	-	19.41	-	18.95	-	-	-	-	-	-	38.36
As at March 31, 2024	**161.43**	**1,755.70**	**859.70**	**40,259.75**	**50,924.70**	**5,533.12**	**3,270.84**	**395.80**	**434.15**	**52.08**	**1,03,647.27**
Additions	-	-	-	991.00	171.58	-	13.76	-	-	-	1,176.34
Less : Disposals / Adjustments	-	-	-	23.86	-	-	6.53	0.21	-	-	30.60
As at March 31, 2025	**161.43**	**1,755.70**	**859.70**	**41,226.89**	**51,096.28**	**5,533.12**	**3,278.07**	**395.59**	**434.15**	**52.08**	**1,04,793.01**
Accumulated depreciation and impairment	**Land - Freehold**	**Building**	**Leasehold Improvements**	**Network Equipment**	**Optical Fibre Cable and Copper Cable**	**Telephone Instruments at Customers Premises**	**Computers**	**Office Equipment**	**Furniture & Fixture**	**Vehicles**	**Total**
As at March 31, 2023	**-**	**747.18**	**844.30**	**34,520.62**	**48,537.74**	**5,533.12**	**3,185.30**	**393.98**	**423.49**	**52.08**	**94,237.81**
Depreciation for the year	-	35.17	5.42	1,493.55	300.34	-	29.63	1.13	5.32	-	1,870.56
Disposals / Adjustments	-	7.16	-	18.19	-	-	-	-	-	-	25.35
As at March 31, 2024	**-**	**775.19**	**849.72**	**35,995.98**	**48,838.08**	**5,533.12**	**3,214.93**	**395.11**	**428.81**	**52.08**	**96,083.01**
Depreciation for the year	-	35.03	4.78	1,406.09	304.74	-	32.42	0.64	3.03	-	1,786.73
Disposals / Adjustments	-	-	-	21.30	-	-	6.53	0.21	-	-	28.03
As at March 31, 2025	**-**	**810.22**	**854.50**	**37,380.77**	**49,142.82**	**5,533.12**	**3,240.82**	**395.54**	**431.84**	**52.08**	**97,841.71**
Net Carrying Value	**Land - Freehold**	**Building**	**Leasehold Improvements**	**Network Equipment**	**Optical Fibre Cable and Copper Cable**	**Telephone Instruments at Customers Premises**	**Computers**	**Office Equipment**	**Furniture & Fixture**	**Vehicles**	**Total**
As at March 31, 2023	**161.43**	**1,027.93**	**15.40**	**4,795.49**	**2,280.68**	**-**	**76.98**	**1.82**	**10.66**	**-**	**8,370.39**
As at March 31, 2024	**161.43**	**980.51**	**9.98**	**4,263.77**	**2,086.62**	**-**	**55.91**	**0.69**	**5.34**	**-**	**7,564.26**
As at March 31, 2025	**161.43**	**945.48**	**5.20**	**3,846.12**	**1,953.46**	**-**	**37.25**	**0.05**	**2.31**	**-**	**6,951.30**

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

5 The Following is carrying value of right of use assets recognised on date of transition and the movements thereof during the year ended March 31, 2025

Particulars	Leasehold Land	Building	Security Deposits	Total
As at April 1, 2023	**66.82**	**893.82**	**1.09**	**961.72**
Additions				
Reclassified on account of adoption of Ind AS 116 "Leases"	-	-	-	-
Addition during the year	-	25.32	-	25.32
Reclassified from Security Deposits	-	-	-	-
Deletion				
Lease Termination	-	20.92	0.20	21.13
Depreciation	0.92	266.30	0.58	267.79
As at March 31, 2024	**65.90**	**631.92**	**0.31**	**698.12**
Additions				
Reclassified on account of adoption of Ind AS 116 "Leases"	-	-	-	-
Addition during the year	-	62.41	0.72	63.13
Reclassified from Security Deposits	-	-	-	-
Deletion				
Lease Termination	-	41.71	0.13	41.83
Depreciation	0.92	189.67	0.43	191.03
As at March 31, 2025	**64.98**	**462.95**	**0.47**	**528.39**

The aggregate depreciation expense on ROU assets is included under depreciation and amortization expense in the statement of Profit and Loss for the year March 31, 2025

The following is the break-up of current and non-current lease liabilities as at March 31, 2025

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
Current Lease Liabilities	170.25	300.91	351.13
Non-current Lease Liabilities	418.48	489.11	722.78
Total	**588.73**	**790.02**	**1,073.91**

The following is the carrying value of lease liability for the year ended March 31, 2025

Particulars	Total
As at April 1, 2023	**1,073.90**
Additions	
Addition in the Liability during the year	25.32
Finance cost accrued during the period	91.89
Deletions	
Lease Termination	26.67
Payment of Lease Liabilities	374.41
Gain on Lease Rental Waivers	-
As at March 31, 2024	**790.03**
Additions	
Addition in the Liability during the year	62.41
Finance cost accrued during the period	70.19
Deletions	
Lease Termination	54.73
Payment of Lease Liabilities	279.16
Gain on Lease Rental Waivers	-
As at March 31, 2025	**588.74**

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

Note:

(a) The Company incurred Rs. 671.38 Lakhs for the year ended March 31, 2025 (March 31, 2024: Rs. 561.53 Lakhs) towards expenses relating to short-term leases and leases of low-value assets. The total cash outflow for leases is Rs. 950.53 Lakhs for the year ended March 31, 2025 (March 31, 2024: Rs. 935.93 Lakhs), including cash outflow of short-term leases and leases of low-value assets. Interest on lease liabilities for the year ended March 31, 2025 is Rs. 70.19 Lakhs (March 31, 2025 : Rs. 91.89 Lakhs).

(b) Lease contracts entered by the Company majorly pertains for buildings taken on lease to conduct its business in the ordinary course and also taken nodes on lease for customer service.

(c) The weighted average incremental borrowing rate applied to lease liabilities is 8%

(d) The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

6 Intangible Assets

Particulars	Computer Software	License Fee * (including Spectrum)	Total
Gross Carrying Value			
As at March 31, 2023	**3,196.73**	**38,831.59**	**42,028.32**
Additions	-	-	-
Disposals / Adjustments	-	-	-
As at March 31, 2024	**3,196.73**	**38,831.59**	**42,028.32**
Additions	1.46	-	1.46
Disposals / Adjustments	-	-	-
As at March 31, 2025	**3,198.19**	**38,831.59**	**42,029.78**
Accumulated depreciation and impairment	**Computer Software**	**License Fee * (including Spectrum)**	**Total**
As at March 31, 2023	**3,195.87**	**38,745.68**	**41,941.55**
Amortisation for the year	0.86	7.30	8.16
Disposals / Adjustments	-	-	-
As at March 31, 2024	**3,196.73**	**38,752.98**	**41,949.71**
Amortisation for the year	0.63	7.30	7.93
Disposals / Adjustments	-	-	-
As at March 31, 2025	**3,197.36**	**38,760.28**	**41,957.64**
Net Carrying Value	**Computer Software**	**License Fee * (including Spectrum)**	**Total**
As at March 31, 2023	**0.86**	**85.91**	**86.76**
As at March 31, 2024	**-**	**78.61**	**78.61**
As at March 31, 2025	**0.83**	**71.30**	**72.13**

* QTL has filed a petition before TDSAT towards financials losses suffered by the Company becuase of refusal by DOT to extend the period of GSM Spectrum and License for another 10 years as per UASL License and the matter is still subjudice, so the value of UASL License has not been retired from books post expiry of the same as on September 29, 2017.

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

7 Financial Non-Current Assets

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
Fixed Deposits (held as margin money for credit facilities) *			
- Maturity more than 12 months	2.24	47.74	1.14
Total	**2.24**	**47.74**	**1.14**

8 Other Non-Current Assets

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
Capital Advances	-	212.85	425.60
Security Deposits, Unsecured, considered good;	5.87	7.18	11.28
Prepaid Expense	1.88	5.61	25.63
Total	**7.75**	**225.64**	**462.51**

9 Inventories

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
Inventory held for maintenance of network (including Telephone/Customer Premises Equipments)	1,039.43	1,032.27	1,142.70
Total	**1,039.43**	**1,032.27**	**1,142.70**

10 Trade Receivables

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
Trade Receivables - Billed			
Trade Receivables considered good - Secured; *	24.73	31.19	31.78
Trade Receivables considered good - Unsecured;	579.73	264.59	112.53
Less: Allowance for expected credit loss	(65.76)	(67.73)	(50.73)
Trade Receivables which have significant increase in credit risk	-		
Trade Receivables - Credit Impaired	597.08	605.49	624.38
Less: Allowance for expected credit loss	(597.08)	(605.49)	(624.38)
	538.70	**228.05**	**93.58**
Trade Receivables - Unbilled **	1,361.66	1,540.40	1,685.47
Total	**1,900.36**	**1,768.45**	**1,779.05**

* Trade Receivables are secured to the extent of deposit received from the subscribers.

** Invoices for unbilled revenue have been raised subsequent to year end [Refer Note 3.12].

The expected credit loss is mainly based on the ageing of the receivable balances and historical experience. The receivables are assessed on an individual basis or grouped into homogeneous groups and assessed for impairment collectively, depending on their significance. Moreover, trade receivables are written off on a case-to-case basis if deemed not to be collectible on the assessment of the underlying facts and circumstances.

The movement in allowances for doubtful debts is as under: -

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024	As at 1st April, 2023
Opening Balance	673.22	675.11	729.88
Additions	-	4.64	18.64
Write Back/Off (net of recovery)	(10.38)	(6.53)	(73.41)
Closing balance	**662.84**	**673.22**	**675.11**

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

Additional Information

Trade receivables ageing schedule as at March 31, 2025

Particulars	Outstanding for following periods from due date of payment							
	Unbilled Receivables	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables								
(i) considered good	1,361.66	-	538.70	-	-	-	-	**1,900.36**
(ii) which have significant increase in credit risk	-	-	-	-	-	-	-	**-**
(iii) credit impaired	-	-	30.07	30.03	-	-	-	**60.10**
Disputed Trade receivables								
(i) considered good	-	-	-	-	-	-	-	**-**
(ii) which have significant increase in credit risk	-	-	-	-	-	-	-	**-**
(iii) credit impaired	-	-	-	50.61	4.33	6.08	541.73	**602.75**
								2,563.21
Less: Impairment allowance for trade receivables	-	-	30.08	80.64	4.33	6.08	541.72	**662.85**
Total								**1,900.36**

Trade receivables ageing schedule as at March 31, 2024

Particulars	Outstanding for following periods from due date of payment							
	Unbilled Receivables	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables								
(i) considered good	1,540.40	-	228.05	-	-	-	-	**1,768.45**
(ii) which have significant increase in credit risk	-	-	-	-	-	-	-	**-**
(iii) credit impaired	-	-	28.43	49.83	0.84	0.11	0.70	**79.91**
Disputed Trade receivables								
(i) considered good	-	-	-	-	-	-	-	**-**
(ii) which have significant increase in credit risk	-	-	-	-	-	-	-	**-**
(iii) credit impaired	-	-	0.51	14.40	21.64	9.60	547.16	**593.31**
								2,441.67
Less: Impairment allowance for trade receivables	-	-	28.94	64.23	22.48	9.71	547.86	**673.22**
Total								**1,768.45**

Trade receivables ageing schedule as at April 1, 2023

Particulars	Outstanding for following periods from due date of payment							
	Unbilled Receivables	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables								
(i) considered good	1,685.47	-	93.58	-	-	-	-	**1,779.05**
(ii) which have significant increase in credit risk	-	-	-	-	-	-	-	**-**
(iii) credit impaired	-	-	59.56	38.39	0.90	0.95	0.10	**99.90**
Disputed Trade receivables								
(i) considered good	-	-	-	-	-	-	-	**-**
(ii) which have significant increase in credit risk	-	-	-	-	-	-	-	**-**
(iii) credit impaired	-	-	3.97	10.00	12.19	25.71	523.36	**575.23**
								2,454.18
Less: Impairment allowance for trade receivables	-	-	63.53	48.39	13.09	26.66	523.46	**675.13**
Total								**1,779.05**

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

11 Cash and Cash Equivalents ("C & CE'")

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
Balances with banks in current Accounts	291.04	75.00	140.37
Cheques in hand	4.80	5.41	7.24
Cash on hand	-	-	-
Total	**295.84**	**80.41**	**147.61**

12 Other Bank Balances

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
Fixed Deposits (held as margin money for credit facilities) *			
- Maturity more than 3 months and up to 12 months	32.24	252.82	38.64
Total	**32.24**	**252.82**	**38.64**

*Balances with banks to the extent held as margin money are of Rs. 34.48 Lakh (March 31, 2024 Rs. 300.56) to be read along with Note No. 7.

13 Current Financial Assets - Others

Particulars		As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
Security Deposits, Unsecured, considered good;		831.94	824.19	813.77
Advances - Doubtful	24,621,078			
Less : Provision for Doubtful Advances	24,621,078	-	-	-
Net Advances		-	-	-
Interest Accrued on Fixed Deposits with Banks		2.38	13.45	1.76
Total		**834.31**	**837.64**	**815.53**

14 Current Tax Assets (net)

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
TDS Recoverable	79.50	77.23	135.06
Total	**79.50**	**77.23**	**135.06**

15 Other Current Assets

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
Prepaid Expenses	292.12	359.78	410.24
Advances to Employees & Others *	90.46	104.43	94.02
GST Receivables	51.12	53.50	77.17
License Fee Recoverable	369.37	469.62	523.43
Total	**803.07**	**987.33**	**1,104.86**

*There are no advances to directors or other officers of the Company or any of them either severally or jointly with any other persons or advances to firms or private companies respectively in which any director is a partner or a director or a member.

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

16 Assets Held for Sale

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
Assets Held for Sales (Opening Book Value)	361.62	361.62	361.62
Less: Impairment of assets	-	-	-
Less: Reduction in Expected Sales value	-	-	-
Total Assets held for sale	**361.62**	**361.62**	**361.62**
Liabilities directly associated with assets classified as held for sale	-	-	-
Net Assets held for sale (Refer Note No. 39)	**361.62**	**361.62**	**361.62**

17 Share Capital

(i) Equity Share Capital

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
Authorised Shares			
12,000,000,000 (March 31, 2024 and March 31, 2023) -12,000,000,000) equity shares of Re. 1/- each	12,00,00,00,000	12,00,00,00,000	12,00,00,00,000
Issued, Subscribed and fully paid-up shares			
612,260,268 (March 31, 2024 and March 31, 2023) -612,260,268) equity shares of Re. 1/- each	61,22,60,268	61,22,60,268	61,22,60,268
	61,22,60,268	61,22,60,268	61,22,60,268

Reconciliation of the Equity shares outstanding at the beginning and at the end of the year

Particulars	As at 31st March, 2025		As at 31st March, 2024		As at 1st April, 2023	
	No. of shares	Amount	No. of shares	Amount	No. of shares	Amount
At the beginning of the year	61,22,60,268.00	6,122.60	61,22,60,268.00	6,122.60	61,22,60,268.00	6,122.60
Issue during the year	-	-	-	-	-	-
Outstanding at the end of year	61,22,60,268.00	6,122.60	61,22,60,268.00	6,122.60	61,22,60,268.00	6,122.60

a) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of Re. 1 per share. Each holder of equity shares is entitled to cast one vote per share.

b) Shareholders holding more than 5 percent of Equity Shares in the Company

Name of Shareholder	As at 31st March, 2025 No. of Shares Held	As at 31st March, 2024 No. of Shares Held	As at 1st April, 2023 No. of Shares Held
Quadrant Enterprises Private Limited	5,20,85,387	30,29,05,169	30,29,05,169
% of Holding	8.51%	49.47%	49.47%

c) Others

Shares held by promoters at the year ended March 31, 2025

Promoter's Name	No. of shares	% of total shares	Change in Holding %age
(i) Quadrant Enterprises Private Limited	5,20,85,387	8.51%	(41)
(ii) Tekcare India Private Limited	11,30,058	1.85%	-

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

Shares held by promoters at the year ended March 31, 2024

Promoter's Name	No. of shares	% of total shares	Change in Holding %age
(i) Quadrant Enterprises Private Limited	30,29,05,169	49.47%	Nil
(ii) Tekcare India Private Limited	1,13,00,580	1.85%	Nil

Shares held by promoters as on April 1, 2023

Promoter's Name	No. of shares	% of total shares	Change in Holding %age
(i) Quadrant Enterprises Private Limited	30,29,05,169	49.47%	Nil
(ii) Tekcare India Private Limited	1,13,00,580	1.85%	Nil

d) Others

(i) 83,070,088 equity shares of Rs. 10/- each (now Re. 1/- each) were allotted on October 16, 2004, pursuant to the Corporate Debt Restructuring ('CDR') Scheme. Out of these, 63,373,110 equity shares were issued by the Company to Industrial Development Bank of India ('IDBI'), at par and the balance of 12,171,778 and 7,525,200 equity shares to Oriental Bank of Commerce ('OBC') and Kotak Mahindra Bank (formerly ING Vysya Bank Limited ('ING')), respectively, at a premium of Re. 0.50 per equity share as per provisions of applicable law.

(ii) 86,743,116 equity shares of Rs. 10/- each (now Re. 1/- each) were issued on July 08, 2009, consequent to the conversion of Optionally Fully Convertible Debentures (OFCDs) pursuant to the Corporate Debt Restructuring (CDR) Cell.

e) Others

Company is having Authorised Capital for the Preference Share of Rs.30,000 Lakhs in current and previous financial years out of which Rs.22,484 Lakhs of fully paid up 2% Cumulative Redeemable Preference Shares had been issued/subscribed. Refer Note No. 22 also.

Reconciliation of the Preference shares outstanding at the beginning and at the end of the year

Particulars	As at 31st March, 2025		As at 31st March, 2024		As at 1st April, 2023	
	No. of shares	Amount	No. of shares	Amount	No. of shares	Amount
At the beginning of the year	2,24,84,543.00	22,484.54	2,24,84,543.00	22,484.54	2,24,84,543.00	22,484.54
Issue during the year	-	-	-	-	-	-
Outstanding at the end of year	2,24,84,543.00	22,484.54	2,24,84,543.00	22,484.54	2,24,84,543.00	22,484.54

Shareholders holding more than 5 percent of Preference shares in the Company

Name of Preference Shareholders	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
	No. of Preference Shares	No. of Preference Shares	No. of Preference Shares
Promoter	-	-	-
%age	-	-	-
IDBI Bank Limited	1,05,69,187.00	1,05,69,187.00	1,05,69,187.00
%age	47.01	47.01	47.01
LIFE INSURANCE CORPORATION OF INDIA	19,81,165.00	19,81,165.00	19,81,165.00
%age	8.81	8.81	8.81
PUNJAB NATIONAL BANK	19,81,254.00	19,81,254.00	19,81,254.00
%age	8.81	8.81	8.81
ELECTROPARTS (INDIA) PRIVATE LIMITED	65,00,000.00	65,00,000.00	65,00,000.00
%age	28.91	28.91	28.91

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

18 Other Equity

Particulars	**As at 31st March, 2025**	**As at 31st March, 2024**	**As at 1st April, 2023**
Securities Premium	226.34	226.34	226.34
Statutory Reserve	119.00	119.00	119.00
Capital Reserve	340.33	340.33	340.33
Retained Earnings	(2,91,483.95)	(2,63,854.89)	(2,50,694.50)
Total	**(2,90,798.28)**	**(2,63,169.22)**	**(2,50,008.84)**

(i) Securities Premium

Particulars	**As at 31st March, 2025**	**As at 31st March, 2024**	**As at 1st April, 2023**
Opening Balance	226.34	226.34	226.34
Increase/(Decrease) during the year	-	-	-
Closing Balance	**226.34**	**226.34**	**226.34**

(ii) Statutory Reserve

Particulars	**As at 31st March, 2025**	**As at 31st March, 2024**	**As at 1st April, 2023**
Opening Balance	119.00	119.00	119.00
Increase/(Decrease) during the year	-	-	-
Closing Balance	**119.00**	**119.00**	**119.00**

(iii) Capital Reserve

Particulars	**As at 31st March, 2025**	**As at 31st March, 2024**	**As at 1st April, 2023**
Opening Balance	340.33	340.33	340.33
Increase/(Decrease) during the year	-	-	-
Closing Balance	**340.33**	**340.33**	**340.33**

(iv) Retained Earnings

Particulars	**As at 31st March, 2025**	**As at 31st March, 2024**	**As at 1st April, 2023**
Opening Balance	**(2,63,854.89)**	**(2,50,694.50)**	**(2,34,809.43)**
Changes in accounting policy or prior year errors (**Interest on AGR dues as per Supreme Court**) till 31st Mar-2023	-	-	(5,375.71)
Tax on dividend distrubution tax	-	-	-
Restated balance at the beginning of the reporting year	-	-	-
Transfer from Other Comprehensive income	-	-	-
Net profit/(loss) for the year	(27,629.68)	(13,188.26)	(10,500.89)
Items of Other Comprehensive Income recognised directly in retained earnings			
Re-measurement gains / (losses) on defined benefit plans (net of tax)	0.61	27.88	(8.47)
Items of Other Comprehensive Income			
Remeasurement of Defined benefit plans	-	-	-
Equity Instruments measured at Fair value	-	-	-
Equity Instruments through OCI	-	-	-
Closing Balance	**(2,91,483.95)**	**(2,63,854.89)**	**(2,50,694.50)**

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

19 Non-Current - Borrowings

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
Unsecured			
(a) Bonds and debentures			
(i) Zero percent Compulsory Convertible Debentures (CCDs) Convertible into 2% NCRPS	-	-	1,10,253.77
(b) Loans			
(i) From other parties (refer note no. 43 (C)	15,985.00	15,985.00	25,087.00
Total	**15,985.00**	**15,985.00**	**1,35,340.77**

20 Non-Current - Others

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
Preference Shares			
(i) 6,500,000 2% Cumulative Redeemable Preference Shares ('CRPS') of Rs 100 each fully paid.	-	-	6,500.00
(ii) 3,996,136 2% Non Convertible Cumulative Fully Redeemable Preference Shares (NCRPS) 79,92,272 shares @ Rs. 100 each fully paid.	-	-	3,996.14
License Fee Payable	23,069.03	24,694.68	22,903.18
Security Deposits	28.85	44.77	46.09
Total	**23,097.87**	**24,739.45**	**33,445.41**

21 Non-Current Liabilities - Provision

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
Provision for Employee Benefits *			
Gratuity	380.37	326.48	302.92
Leave Encashment	92.52	88.62	82.71
Total	**472.89**	**415.10**	**385.63**

*Refer Note No. 36 for movement of provision towards employee benefits

22 Current Financial Liabilities - Borrowings

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
Loans repayable on demands from Banks			
Secured			
Current Maturities of Non Convertible Debentures (NCDs) (refer note no. 43(a))*	31,027.10	31,027.10	31,027.10
Preference Shares			
(i) 6,500,000 2% Cumulative Redeemable Preference Shares ('CRPS') of Rs 100 each fully paid **	6,500.00	6,500.00	-
(ii) 15,984,543 2% Non Convertible Cumulative Fully Redeemable Preference Shares (NCRPS) shares @ Rs. 100 each fully paid ***	15,984.54	15,984.54	-

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
Unsecured			
(a) Bonds and debentures			
(i) Zero percent Non Convertible Debentures ('NCDs') (erstwhile OFCDs) **** (refer note no. 43 (a)	1,667.76	1,667.76	1,544.22
(ii) Zero percent Compulsory Convertible Debentures (CCDs) Convertible into 2% NCRPS (refer note no. 43 (d) & 43 (e)	1,28,600.00	1,19,074.07	-
(ii) From other parties (refer note no. 43 (b)	9,102.00	9,102.00	-
Total	**1,92,881.40**	**1,83,355.47**	**32,571.32**

* Non Convertible Debentures (NCD) is secured by first pari passu charge on immovable properties of the Company under equitable mortgage, first pari passu charge of hypothecation of movable properties of the Company including movable plant & machinery, machinery spares, tools & accessories and other movables including book debts by way of hypothecation, both present and future.

** 6,500,000, 7.5 percent CRPS were allotted on October 16, 2004, pursuant to the CDR Scheme, where under the specified part of the amount due to CRPS Holder by the Company was converted into 7.5 percent CRPS redeemable after the repayment of Rupee Term Loan (in Financial Year 2016-17). As per the CDR Scheme, prior approval of the lenders would be required to declare dividend on 7.5 percent CRPS and all the voting rights attached to the CRPS to be assigned in favour of the term lenders. On June 24, 2005 as per revised CDR Scheme, the dividend percentage was reduced to 2 percent from 7.5 percent with effect from date of issuance of CRPS. The CDR dated August 13, 2009 does not stipulate any reference to aforesaid CRPS. Accordingly the CRPS shall be redeemable after the full settlement of dues to term lenders i.e. in Financial Year 2024-25 as against earlier stipulated repayment in Financial Year 2016-17. (with reference to CDR dated June 24, 2005).

The Shareholder of aforesaid CRPS, Shree Dhoot Trading and Agencies Limited was Amalgamated with Electroparts (India) Private Limited w.e.f. July 19, 2017 vide order of The National Company Law Tribunal.

*** 15,984,543, 2% Cumulative Redeemable Preference Shares of Rs. 100/- fully paid up, aggregating up to Rs. 1,598,454,300 were allotted on November 9, 2010 to the Banks and Financial Institution, namely, IDBI Bank Limited, Life Insurance Corporation of India, Oriental Bank of Commerce, Kotak Mahindra Bank (formerly ING Vysya Bank) and State Bank of India (formerly State Bank of Patiala) in terms of the Corporate Debt Restructuring Package (CDR Package) approved by the Corporate Debt Restructuring Cell (CDR Cell) vide their letter dated August 13, 2009, in conversion of 25% of their outstanding loans; the CRPSs shall be redeemed (yearly) over a period of four years commencing from March 31, 2021 at a premium of 34% p.a. The entire amount of 2% CRPS amounting to Rs. 15,984.54 Lakh has been classified as current liability which will be due for payment by March 31, 2025.

**** On October 16, 2004, the Company had issued 1,667,761 zero percent Non-Convertible Debentures ('NCDs') of Rs. 100 each in lieu of interest accrued on term loans from a financial institution and a bank for the period April 1, 2003 to December 31, 2003. The 'NCD's earlier redeemable at par on March 31, 2014, then at par on March 31, 2016, are now redeemable at par on **March 31, 2024** after repayment of the term loans as per CDR Schemes. (Also refer note no. 43 (a))

23 Trade Payables

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
total outstanding dues of micro enterprises and small enterprises ; and(Refer Note No. 37)	2.72	19.86	25.22
total outstanding dues of creditors other than micro enterprises and small enterprises.	4,223.36	4,233.80	4,451.45
Total	**4,226.08**	**4,253.66**	**4,476.67**

Trade Payable ageing schedule as at March 31, 2025

Particular	Outstanding for following periods from due date					
	Not Due	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	0.56	2.16	-	-	-	2.72
(ii) Others	39.13	780.76	22.34	27.89	2,509.56	3,379.69
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	0.61	1.05	842.00	843.67
Total	**39.69**	**782.92**	**22.95**	**28.94**	**3,351.56**	**4,226.08**

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

Trade Payable ageing schedule as at March 31, 2024

Particular	Outstanding for following periods from due date					
	Not Due	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	12.37	7.49	-	-	-	19.86
(ii) Others	12.62	897.86	21.34	158.19	2,300.11	3,390.12
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	0.62	1.05	1.06	840.94	843.67
Total	**24.99**	**905.97**	**22.39**	**159.25**	**3,141.05**	**4,253.65**

Refer Note No. 39

Trade Payable ageing schedule as at April 1, 2023

Particular	Outstanding for following periods from due date					
	Not Due	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	13.99	11.23	-	-	-	25.22
(ii) Others	138.72	1,001.68	165.03	33.68	2,269.29	3,608.40
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	1.05	1.06	2.19	838.75	843.05
Total	**152.71**	**1,013.96**	**166.09**	**35.87**	**3,108.04**	**4,476.67**

24 Current Financial Liabilities - Others

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
Interest accrued and due	18,900.78	17,875.86	17,585.34
11,988,407 2% Non Convertible Cumulative Fully Redeemable Preference Shares (NCRPS) 7,992,272 shares @ Rs. 100 each fully paid *	-	-	11,988.41
Provision for Dividend & Premium on Redemption of Preference Shares	20,460.22	19,181.45	17,902.67
Security Deposits	314.08	316.16	323.73
Other Payables	-	-	-
- Salary & Other Payables	254.07	287.02	448.02
- Expense Payables	16,576.21	3,405.08	3,334.71
- License Fees Payables	-	6.24	-
Total	**56,505.36**	**41,071.81**	**51,582.88**

25 Current Liabilities - Provision

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
Provision for Employee Benefits			
Gratuity	42.56	28.91	27.16
Leave Encashment	10.65	10.27	9.54
Total	**53.21**	**39.18**	**36.70**

*Refer Note No. 36 for movement of provision towards employee benefits

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

26 Current Liabilities - Others

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 1st April, 2023
Advance from Customers and Unaccrued Income	4.48	72.84	108.93
License Fees payable	3,560.48	-	-
Statutory Dues Payable	208.37	336.22	271.61
Total	**3,773.32**	**409.06**	**380.54**

27 Revenue from operations

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Sale of services;		
From Unified Access Services	1,740.23	1,955.80
From Interconnection Usage Services	1,268.53	4,131.41
From Internet Services	20,615.44	20,858.43
Total	**23,624.20**	**26,945.64**

28 Other Income

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Interest Income		
From Fixed Deposits/Margin Money with Banks	17.43	13.78
From Income Tax Refund	17.59	19.87
From Others	3.81	2.39
Gain on fair valuation of Security Deposit-Ind AS 116	0.85	0.96
Gain on fair valuation of LCO-Channel Security Deposit	-	0.83
Income from Rental Premises	54.93	59.43
Income on Termination-IND AS 116	13.02	5.75
Profit on Sale/Discard of Property, Plant and Equipment	-	124.99
Insurance Claim Received	18.62	3.63
Excess Provision Written Back	10.38	214.71
Scrap Sale & Other Miscellaneous Income	8.57	5.80
Total	**145.20**	**452.14**

29 Network Operating Expenses

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Interconnect Usage Charges	1,579.63	4,223.46
Other Value Added Service charges	183.65	217.85
Port Charges	571.27	650.99
Licence Fees on Revenue Share Basis	94.01	149.80
Stores and Spares Consumed	440.57	333.31
Rent Node site	671.38	561.52
Infrastructure Sharing Rent	327.93	361.02
Electricity and Water -Network	998.19	1,006.37
Security Charges	32.35	30.07
Repair & Maintenance - Network	1,660.99	2,238.92
Bandwidth Charges	1,955.57	1,737.78
Total	**8,515.54**	**11,511.09**

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

30 Employee Benefits Expenses

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Salaries and bonus	4,678.48	4,557.56
Contribution to Provident and other funds	312.79	294.96
Staff Welfare Expenses	59.68	54.63
Total	**5,050.95**	**4,907.15**

31 Selling and Marketing Expenses

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Sales and Business Promotion	27.43	-
Advertisement Expenses	60.91	47.27
Customers Acquisition Costs(including commission to channel partner)	5,012.53	5,201.18
Total	**5,100.87**	**5,248.45**

32 Finance Costs

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Interest to Banks		
- on Non Convertible Debentures	2,557.53	2,564.53
Interest on DOT Liab as per SC order	1,934.82	1,791.50
Interest to Others*	9,633.86	9,086.99
Other Finance Charges**	1,278.76	1,278.76
Total	**15,404.96**	**14,721.78**

* Interest to other includes unwinding of finance cost on 1,667,761 zero Percent Non-Convertible Debentures ('NCDs') and 12,860,000 Unsecured Zero Coupon Compulsory Convertible Debentures ('CCDs') amounting to Rs. Nil (P.Y. Rs. 12,353,785/-) and Rs. 952,592,591/- (P.Y. Rs. 882,030,180/-) respectively.Refer Note No. 43 also.

** Other Finance charges is for provision for Preference share dividend and redemption premium of Preference Share Capital Rs. 1,278.76 Lakh (P.Y. Rs. 1278.76 Lakh)

33 Other Expenses

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Payment to the Auditors		
- Audit Fees	17.50	17.50
- Tax Audit Fees	4.80	4.80
- Certification Services	2.25	2.25
- Reimbursement of Expenses	0.40	0.51
Loss on Foreign Currency Translation (Net)	1.42	0.74
Legal & Professional Charges	256.21	289.97
Travelling & Conveyance Expenses	640.31	650.16
Communication Expenses	26.73	27.37
Rent	77.79	84.20
Security Charges	75.89	71.26
Repair & Maintenance	149.21	142.95
Electricity Expenses	42.74	47.51
Insurance Expenses	145.56	155.37
Rates & Taxes	39.34	27.20

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

Particulars		For the year ended 31st March, 2025	For the year ended 31st March, 2024
Freight & Cartage		44.97	52.05
Recruitment & Training Expenses		0.91	3.64
Printing & Stationary		8.07	10.37
Billing & Collection Expenses		133.99	229.26
Loss on Theft of Asset		2.56	-
Bad Debts Written off	1,17,38,889	-	-
Less: Impairment allowance for trade receivables	17,16,173	100.23	166.86
Provision for Doubtful debts		-	4.64
Miscellaneous Expenses		44.05	62.47
Total		**1,814.94**	**2,051.08**

34 Earning per Share (EPS) - In accordance with the Indian Accounting Standard (Ind AS-33)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Basic & Diluted Earnings Per Share		
Profit / (Loss) after tax	**(27,629.68)**	**(13,188.26)**
Profit attributable to ordinary shareholders	**(27,629.68)**	**(13,188.26)**
Weighted average number of ordinary shares (used as denominator for calculating Basic and Diluted EPS)	6,122.60	6,122.60
Nominal value of ordinary share	**Rs. 1/-**	**Rs. 1/-**
Earnings per share		
Basic	**(4.51)**	**(2.15)**
Diluted	**(4.51)**	**(2.15)**

35 Critical accounting estimates, assumptions and judgments

The estimates and judgements used in the preparation of the said financial statements are continuously evaluated by the Company, and are based on historical experience and various other assumptions and factors (including expectations of future events), that the Company believes to be reasonable under the existing circumstances. The said estimates and judgements are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

Although the Company regularly assesses these estimates, actual results could differ materially from these estimates – even if the assumptions under-lying such estimates were reasonable when made, if these results differ from historical experience or other assumptions do not turn out to be substantially accurate. The changes in estimates are recognised in the financial statements in the period in which they become known.

The areas involving critical estimates, assumptions or judgments are:

1. Useful lives of property, plant and equipments. **Note No. 3.5 & 4**
2. Measurement of Lease liabilities and Right of Use Asset. **Note No. 3.16 & 5**
3. Useful life of intangible asset. **Note No. 3.6 & 6**
4. Allowance for trade receivables. **Note No. 3.7.1 & 10**
5. Measurement defined benefit obligation. **Note No. 3.14 & 36**
6. Judgement required for ascertainment of contracts in the nature of lease, lease term and fair value of lease as per Ind AS 116. **Note No. 3.16 & 5**
7. Estimation of Provisions & Contingent liabilities. **Note No. 3.21 & 38**

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

36 During the year, Company has recognised the following amounts in the financial statements as per IND-AS 19 "Employee Benefits"

a) Defined Contribution Plan

Contribution to Defined Contribution Plan, recognised are charged off for the year as under :

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Employer's Contribution to Provident Fund	**252.84**	258.68
Employer's Contribution to ESI	**37.57**	33.74

b) Defined Benefit Plan

The employees' gratuity fund scheme is partially managed by Life Insurance Corporation of India and ICICI Lombard General Insurance Company Limited which is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation and the obligation for leave encashment is recognised in the same manner as gratuity.

Actuarial Assumptions	Gratuity (Funded)		Leave Encashment	
	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2025	For the year ended March 31, 2024
Mortality rates inclusive of provision for disability	**100% of IALM (2012-14)**	**100% of IALM (2012-14)**	**100% of IALM (2012-14)**	**100% of IALM (2012-14)**
Discount rate (per annum)	**6.99%**	**7.22%**	**6.99%**	**7.22%**
Rate of increase in Compensation levels	6%	6%	6%	6%
Average remaining working lives of employees (Years)	21.31	21.51	21.31	21.51

Table showing changes in present value of obligations :

Present value of the obligation as at the beginning of the year	**363.57**	**337.60**	**98.89**	**92.25**
Acquisition adjustments	**-**	-	Nil	Nil
Interest Cost	**27.98**	**26.21**	**7.26**	**7.00**
Past Service Cost (Vested Benefit)	Nil	Nil	Nil	Nil
Current Service Cost	**65.14**	**59.74**	**27.95**	**28.64**
Curtailment Cost / (Credit)	Nil	Nil	Nil	Nil
Settlement Cost /(Credit)	Nil	Nil	Nil	Nil
Benefits Paid	**(24.36)**	**(32.20)**	**(13.44)**	**(18.91)**
Actuarial (gain)/ loss on obligations	**(0.59)**	**(27.79)**	**(17.50)**	**(10.08)**
Present value of obligation as at the end of the year	**431.74**	**363.57**	**103.16**	**98.89**

Table showing changes in the fair value of plan assets :

Fair value of plan assets at beginning of the year	**8.18**	**7.52**	**Nil**	**Nil**
Acquisition adjustments	Nil	Nil	Nil	Nil
Expected return of plan assets	**0.63**	**0.66**	**Nil**	**Nil**
Employer contribution	Nil	Nil	Nil	Nil
Benefits paid	Nil	Nil	Nil	Nil
Actuarial gain/ (loss) on obligations	Nil	Nil	Nil	Nil
Changes deducted	**-**	-	Nil	Nil
Fair value of plan assets at year end	**8.81**	**8.18**	**Nil**	**Nil**

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

Actuarial gain /loss - plan assets :

Expected Interest Income	0.60	0.57	Nil	Nil
Actual Income on Plan Asset	0.63	0.66	Nil	Nil
Actuarial (gain)/ loss-plan assets	0.02	0.03	Nil	Nil

Change in Benefit Obligation

Actuarial (gain) / loss for the year - Obligation	(0.59)	(27.79)	Nil	Nil
Actuarial (gain) / loss for the year - Plan assets	0.02	0.03	Nil	Nil
Total (gain) / loss for the year	(0.57)	(27.76)	Nil	Nil
Actuarial (gain) / loss recognized in the year	(0.59)	(27.79)	Nil	Nil

The amounts to be recognized in Balance Sheet :

Present value of obligation as at the end of the year	**431.74**	**363.57**	**103.16**	**98.89**
Fair value of plan assets as at the end of the year	8.81	8.18	-	Nil
Unrecognised actuarial (gains) / losses	Nil	Nil	-	Nil
Net asset / (liability) recognised in Balance Sheet	**(422.93)**	**(355.39)**	**(103.16)**	**(98.89)**

Expenses recognised in Statement of Profit and Loss :

Current Service Cost	**65.14**	**59.74**	**27.95**	**28.64**
Past Service Cost (Vested Benefit)	Nil	Nil	-	Nil
Interest Cost	**27.98**	**26.21**	**7.26**	**7.00**
Expected return on plan assets	Nil	Nil	-	Nil
Curtailment and settlement cost /(credit)	Nil	Nil	-	Nil
Net Actuarial (Gain)/Loss recognised in the year	Nil	Nil	**(17.50)**	**(10.08)**
Expenses recognised in the Statement of Profit and Loss	**93.13**	**85.95**	**17.71**	**25.56**

Sensitivity Analysis

Impact of the change in discount rate

Present Value of Obligation at the end of the year	431.74	363.57	103.16	98.89
Impact due to increase of 0.50 %	(12.78)	(11.16)	(3.52)	(3.44)
Impact due to decrease of 0.50 %	13.50	11.79	3.72	3.63

Impact of the change in salary increase

Present Value of Obligation at the end of the year	431.74	363.57	103.16	98.89
Impact due to increase of 0.50 %	13.57	11.87	3.74	3.66
Impact due to decrease of 0.50 %	(12.96)	(11.33)	(3.56)	3.48

Expected future undiscounted Cash Flows*

0 to 1 Year	42.56	28.91	10.65	10.27
1 to 2 Year	43.11	33.49	10.14	9.50
2 to 3 Year	49.53	34.29	10.66	8.70
3 to 4 Year	32.37	39.49	8.00	9.15
4 to 5 Year	33.80	24.95	8.04	6.70
5 to 6 Year	33.82	25.51	7.34	6.65
6 Year onwards	196.55	176.93	48.33	47.93

*Based on the accrued liability as at the valuation date and on the assumption that the actual or experienced cash flows will closely follow the expected or theoretical cash flows. Vesting criterion has been ignored.

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

Investment Details

Life Insurance Corporation of India and ICICI Lombard General Insurance Company Limited (Cash Accumulation) Policy.	**8.81**	**8.18**	**Nil**	**Nil**

Note - The estimates of rate of escalation in salary considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the Actuary.

37 Disclosure required under Micro, Small and Medium Enterprises Development Act, 2006 are given as follows :

Particulars	**As at 31st March, 2025**	**As at 31st March, 2024**
(i) Principal amount due	2.72	19.86
(ii) Interest due on above	0.04	Nil
(iii) Interest paid during the year beyond the appointed day	0.42	Nil
(iv) Amount of interest due and payable for the period of delay in making payment without adding the interest specified under the Act.	Nil	Nil
(v) Amount of interest accrued and remaining unpaid at the end of the year	0.04	Nil
(vi) Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to small enterprises for the purpose of disallowance as a deductible expenditure under Sec.23 of the Act	Nil	Nil

Note : The above information and that is given in 'Note -23' Trade Payables regarding Micro, Small and Medium Enterprises has been determined on the basis of information available with the Company and has been relied upon by the auditors

38 Capital Commitments and Contingent Liabilities not provided for in respect of

Particulars	**As at 31st March, 2025**	**As at 31st March, 2024**
(i) Bank Guarantees given against Bid Bonds/Performance/Advance		
Financial Bank Guarantees	987.11	948.46
Performance Bank Guarantees	268.88	323.95
(ii) Claims against the Company not acknowledged as debts	184.97	181.09
(iii) Others (Refer **Note 38 (a to n)**)	49,052.00	56,771.06

a During the year ended March 31, 2007, Bharat Sanchar Nigam Limited ('BSNL') has raised supplementary bill dated August 10, 2006 for Rs. 1,676.14 Lakh towards Inter-connect Usage Charges ('IUC') and Access Deficit Charges ('ADC') for the period November 14, 2004 to August 31, 2005 on the Company. BSNL further raised invoices to the tune of Rs. 993.47 Lakh on similar grounds for the period September 1, 2005 to February 28, 2006. These charges are on account of unilateral declaration of the Company's Fixed Wireless Terminals (FWT) and Fixed Wireless Phone (FWPs) services as Limited Mobility (LM) Services by BSNL. The Company has submitted its reply to BSNL on August 23, 2006 asking for the calculation/basis for the additional amount raised towards IUC and ADC by BSNL for Rs. 1,676.14 Lakh. Subsequently, BSNL issued a disconnection notice on August 26, 2006 which required the payment of Rs. 2082.37 Lakh (including Rs. 1,676.14 Lakh). The Company has submitted details to BSNL for payments already made for Rs. 406.22 Lakh. The Company has approached Hon'ble TDSAT on the subject matter and a stay order was granted on Company's petition no 232 of 2006 against the disconnection notice on September 21, 2006. BSNL Jalandhar Office subsequently raised a supplementary bill dated March 20, 2007 for Rs. 52.07 Lakh, to which the Company has submitted its reply on March 23, 2007 intimating that the matter being sub-judice and pending decision by the Hon'ble TDSAT, no coercive action be taken against the Company. The hearing on the matter has been completed and the Hon'ble TDSAT has pronounced the judgment on May 21, 2010 in Company's favour and has directed that BSNL and the Company should exchange relevant information and reconcile the differences. BSNL went for appeal in Hon'ble Supreme Court vide CA No-7435 of 2010. The matter is yet to be listed in SC for hearing. In the absence of information from BSNL, the Company is not in a position to determine the liability with respect to this matter. The Company, based on expert legal opinion, believes that there would be no financial liability against such bills total amounting to Rs. 2,721.68 Lakh and accordingly, has not recorded any liability towards the IUC and ADC supplementary bills during the period ended March 31, 2025, however the same is considered as contingent liability.

b The Company was in receipt of a demand of Rs. 4,331.58 Lakh from Bharat Sanchar Nigam Limited ('BSNL') on December 20, 2008 on account of unilateral revision of Access Deficit Charges (ADC) vide its letter dated April 28, 2001 for the period from June 2001 to May 2003, in contravention of the Interconnect Agreement and TRAI Regulations. The Company, Association of Unified Service Providers of India 'AUSPI' (erstwhile Association of Basic Telephone Operators 'ABTO') and other Basic Service Operators contested aforesaid

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

revision in the rates of access charges before Telecom Dispute Settlement Appellate Tribunal ('TDSAT'). TDSAT vide its reasoned and detailed judgement dated April 27, 2005 allowed the refund claims and struck down the unilateral revision in the rates of access charges by BSNL and held that Telecom Regulatory Authority of India ('TRAI') is the final authority for fixing of access charges and access charges would be payable as rates prescribed by the TRAI and as per the Interconnect agreements. BSNL preferred an appeal in Hon'ble Supreme Court against the order of TDSAT and an interim stay was granted on October 19, 2006 Therefore aggrieved by such unilateral action on the part of BSNL by raising aforesaid demand and disturbing the status-quo, applications were moved by the Company, AUSPI and other Operators in the Hon'ble Supreme Court vide C.A No.5834-5836 of 2005 that was listed for hearing on February 9, 2009 and Hon'ble Supreme Court passed an order clarifying its previous order of October 19, 2006 and stayed the refunds claim against the BSNL there by upholding the TDSAT order dated April 27, 2005 whereby BSNL is refrained from raising the access charges demand. The BSNL went for appeal in Hon'ble Supreme Court vide C.A No 5834-5836 of 2005 BSNL Vs ABTO & Others. The matter was Tagged with CA-5253 of 2010 to decide the preliminary objection raised by TRAI on the TDSAT"s jurisdiction. Next date of hearing is awaited. The Company based on the legal opinion believes that there would be no financial liability against this demand of Rs. 4,331.58 Lakh and has accordingly not recorded any liability towards access charges during the year ended March 31, 2025, however the same is considered as contingent liability.

c The Company was in receipt of demand of Rs. 70.00 Lakh from Department of Telecommunications ('DoT'), Licensing Group (Access Services) vide their letter dated October 21, 2009 for issuance of SIM cards on fake ID in Punjab Service Area, where in the Licensee was required to ensure adequate verification of each and every customer before enrolling him as a subscriber. The Company has replied to DoT vide letter dated November 14, 2009 that the levy of penalty imposed by DoT was based on verification done by an agency other than the DoT – TERM Cell and the exercise was carried out suo moto and in complete disregard of the established procedures and guidelines laid by DoT. Accordingly the Company has requested DoT to have this validation done by the DoT – TERM Cell. The Company believes that there would be no financial liability against this demand of Rs. 70.00 Lakh and has accordingly not recorded any liability towards penalty during the year ended March 31, 2025, however the same is considered as contingent liability.

d As per The Telecommunication Interconnect Usage Charges Regulations 2003, intra circle carriage charges payable per minute for all intra circle calls irrespective of the distance between originating and terminating points. However, Bharat Sanchar Nigam Limited ('BSNL') was charging additional amounts based on distance for the period October 2007 to March 2009 which was against the Telecommunication Interconnect Usage Charges Regulations 2003 of TRAI. The matter was raised to Hon'ble TDSAT by service providers to which Hon'ble TDSAT vide it's order dated May 21, 2010 upheld the demand of BSNL. The liability of the Company on the basis of BSNL demand is amounting to Rs. 41.11 Lakh. Subsequently TRAI appealed against the order of TDSAT in the Hon'ble Supreme Court vide CA No 271-281 of 2011. The matter is sub-judice and the final decision of the Hon'ble Supreme Court in the matter is still awaited. However the Company has considered the demand of Rs. 41.11 Lakh as contingent liability as at March 31, 2025.

e The DoT (Term Cell) Punjab has issued another Show Cause Notice to the Company making a demand for Rs. 3,235.00 Lakh. DOT vide letter number 8-8/EMR-QTL/TERM-PB/2013/15C dated December 30,2013, wherein the TERM Cell, Punjab has imposed a penalty for alleged non-compliance for Emission Magnetic Frequency ("EMF') radiation norms (share site) with respect to 647 Base Transreceiver Stations ('BTS') as per list attached with said letter, in terms of the Unified Access Services ('UAS') License granted to the company. The Company has since submitted its response to the TERM Cell vide letter dated January 8, 2014, in reply to above, the Term Cell had issued an amended Show Cause Notice vide letter no. 8-8/EMR-QTL/TERM-PB/2013/24C dated August 7, 2014 superseding its earlier Show Cause Notice and revising the amount of penalty to Rs. 267,000,000 for 534 BTS sites (in place of earlier show cause demanding Rs. 3,235.00 Lakh for 647 BTS sites). The Company filed a case in TDSAT and the matter is listed vide Petition No. 423 of 2014 and pending for hearing but the amount of penalty amounting to Rs. 2,670.00 Lakh has been considered as contingent liability as at March 31, 2025.

f The Company had received a Show Cause Notice/Demand Letter dated 11-08-2015 pertaining to the SAF non-compliance of about 5317 SAFs for the year 2013 with CAF Penalty of Rs. 1,846.25 Lakh. We have got examined all the SAFs pointed out by DoT-TERM Cell and the number of non-compliant SAFs reduced to 4564. In the meantime we have represented the case with DDG (TERM) to re-examine all the referred cases. The non-compliances had been occurred due to one of the distributor in Punjab who manipulated the large numbers of ID which were beyond the control of operators. In the present case, all the SAFs of one of the distributors of all the operators in Punjab are non-complied due to the ID problem. The matter is being re-examined by TERM and other departments to assess as how to protect the TSPs interest in case of such non-compliance is done by the Distributors. Industry is working on it by taking appropriate checking mechanisms in place to avoid such non-compliance happening henceforth in any manner. Also, industry is taking appropriate legal action against the defaulting distributors without affecting the normal business of the Company. DOT-Term Cell reduced the CAF penalty to Rs. 1,542.25 Lakh for 3956 no. of CAFs in default. So the Company has filed petition in TDSAT vide petition No.13 of 2016 which is pending for final arguments and the Company has considered the same as contingent liability as at March 31, 2025.

g The Company was in receipt demand for Rs. 1,400.00 Lakh vide Show Cause Notice dated September 12, 2016 from Department of Telecommunications ('DoT') for non fulfilment of First and Second phase roll-out obligations of Unified Access Service License ('UASL') (CDMA) Agreement for Punjab Service Area, wherein, the licensee, as per the terms of the license agreement was required to ensure that at least 10% of the District Headquarter / Towns are covered in the first year and 50% of the District Headquarter will be covered with in the three years of effective dated of License. The date of migration to UASL which commences from the date of Test Certificate issued by Telecom Engineering Centre ('TEC') as stated by DoT in the Show Cause Notice issued, the Company has violated the conditions of UASL and accordingly Liquidated Damages of Rs. 1,400.00 Lakh has been imposed. Company submitted its reply vide letter No. QTL/Reg/DoT/F-11/1611/124 dated November 24, 2016 for personal hearing which has been done on 30.06.2019 at DoT HQ and time has been given by DoT to submit brief submission along with documentary proof. The Company has submitted brief

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

details along with documentary proof to DoT & 2nd personal hearing has been done on 05.11.2019 at DoT HQ and now it is pending at DoT end for finalization. Petition has been filed by QTL challenging the Demand Notice bearing no. 1-5/2016-AS-IV dated 24.06.2020 ("Notice") issued by Department of Telecommunications ("DoT") vide which Company has been directed to pay INR 700.00 Lakh towards imposition of Liquidated Damages ("LD") for default in compliance of 1st Phase Roll-out obligations in respect of Basic Service License agreement CDMA. Company has filed Telecom Petition No. 37 of 2020 before Hon'ble TDSAT against impugned demand dated 24.06.2020 imposing Liquidated Damages of INR 700.00 Lakh. The petition was listed before Hon'ble TDSAT for hearing on July 13, 2020 and interim stay was granted against the impugned demand. The matter is in due course. Interim Order shall continue till the next date of hearing The Company believes that there would be no financial liability against this demand of Rs. 700.00 Lakh and has accordingly not recorded any liability towards penalty during the year ended March 31, 2025 but the same has been considered as contingent liability.

h The Company was in receipt of demand notice for Rs. 700.00 Lakh by Show Cause Notice dated June 13, 2016 from Department of Telecommunication ("DoT") for Levy of Liquidated Damages (LD) on provisional Basis for default in Compliance of first phase as well as second phase of rollout obligation in respect of dual Technology (Second) spectrum (GSM). AS per NTP -99 was amended introducing two new categories of License and UASL 2007. Principle approval to use GSM Technology (Second Technology) in addition to CDMA technology under the existing UASL (S) was granted to the licensee vide letter No.20-100/2007/Spectrum/AS-I/3 dated October 18, 2007. The Company shall meet the roll-out obligation and other stipulation of the UAS license. As the Company had not fulfilled the first phase Roll out obligation. As per directed to show-cause notice within 21 days from the date of issue of this notice liquidated damages amounting to total Rs. 700.00 Lakh on provisional basis. Company filed reply letter against show cause notice on legal ground on August 31, 2016 for personal hearing which has been done on June 30, 2019 & November 5, 2019 at DoT HQ. Thereafter DoT vide letter dated April 28, 2020 has issued Demand notice of 7 Crores (Seven Crores), so the Company has filed Petition No. 11 of 2020 before Hon'ble TDSAT against impugned demand letter dated April 28, 2020 and Hon'ble TDSAT vide its order dated May 14, 2020 has grant interim stay against the impugned demand letter dated April 28, 2020 and Matter connected with other matter and last listed on August 20, 2020 Next date awaited for arguments, connected matter was listed on May 24, 2022, pleadings and evidences are complete in the matter and the same will be listed before the Hon'ble Bench for hearing in due course. The Company believes that there would be no financial liability against this demand of Rs. 700.00 Lakh and has accordingly not recorded any liability towards penalty during the year ended March 31, 2025 but the same has been considered as contingent liability.

i The company had received a demand of Rs. 759.88 Lakh from a Department of Telecommunications (DOT) vide letter no. 17-41/2018/LFA/Quadrant dated 31.03.2021 on account of Access Service License Fee dues for F.Y. 2017-18, thereafter, a revised demand notice no. 17- 41/2018/LFA-Quadrant dated July 4, 2023 for Rs 634.78 lakh was received, subsequently the demand notice was revised again vide no. 17- 41/2018/LFA-Quadrant dated 08.01.2024 for Rs 482.19 lakh. The company had received a demand of Rs. 434.14 Lakh from a Department of Telecommunications (DOT) vide letter no. 17-9/2020/LFA/QTL dated January 6, 2022 on account of Access Service License Fee dues for F.Y. 2018-19, thereafter, a revised demand notice no. 17- 9/2020/LFA-QTL dated 10.07.2023 for Rs 352.31 Lakh was received.DoT had offered moratorium for the FY 2017-18 & FY 2018-19, the period which was not covered under the Judgment of hon'ble Supreme Court. The demand raised as per the moratorium offer letter dated June 15, 2022 for the FY 2017-18 was Rs 642 Lakh and for FY 2018-19 Rs 244 Lakh. QTL has accepted moratorium offer vide letter dated June 22, 2022 and the same has been consideration by DOT. Though, DoT has revised its demand for FY 2017-18 from Rs 642 lakh to Rs 482.19 lakh, revised moratorium demand is yet not received. QTL has already provided for license fee amounting to Rs. 267.24 lakh for FY 2017-18 and Rs 231.12 lakh for FY 2018-19 in the books of accounts . So the Company has considered differential demand of Rs. 336.17 Lakh as contingent liability.

j The Company has received a demand of Rs. 5,276.27 Lakh vide letter dated 04-April'2018 and miscellaneous application no. 175 of 2019 from IDEA Cellular Limited (ICL) on account of International SMS Termination Charges for the period from Nov-17 to Feb-18. ICL has billed the Domestic SMS Traffic again to the Company in the pretext of International SMS Traffic, by citing reference to a paragraph of Interim Order of TDSAT vide dated October 13, 2017 towards petition No. 99 of 2017, which is reproduced as " if any International SMS Traffic is terminated from the Company to ICL Network in terms of A2P & P2P based on CLI / GTs or as well as on content, such SMS Traffic shall be charged at the rate of Rs. 5/- per SMS, the CDR reports furnished by ICL shall be considered final & conclusive". Whereas, the Company terminates only Domestic SMS Traffic at the network of ICL. The Company has replied suitably to the above demand letter of ICL vide its letter dated April 6, 2018 and also to the miscellaneous application filed by ICL before TDSAT, but the matter is not yet concluded and it is pending for hearing and the matter is in due course for final arguments. However, the Company is confident that no liability would accrue in future with respect to demand of Rs. 5,276.27 Lakh, however the same is considered as contingent liability as at March 31, 2025.

k The Company (QTL) and Indus Towers Ltd (Indus) had entered into an arrangement/ agreement for Passive Telecom Infrastructure Services, wherein Indus was required to provide Passive Telecom Infrastructure Services under the said agreement. Dispute arisen between the parties, as the Company has closed its GSM operations w. e. f. February 15, 2017.Therefore, Indus has filed a Petition under section 9 of the Arbitration and Conciliation Act, 1996 ("the Act") seeking security i.e. Total Claim Amount of Rs. 6,970.33 Lakh bifurcated into Exit Penalty of Rs. 4885.84 Lakh and disputed Invoices of Rs. 2084.49 Lakh. Consequently, Delhi High Court passed an order on the captioned petition and the applications will be placed before the learned Arbitrator and the learned Arbitrator will treat the petition as an application under Section 17 of the Arbitration and Conciliation Act, 1996. Thereafter, arbitration award was passed against QTL on dated July 19, 2019 amounting to Rs. 1,309.51 Lakh along with interest rate @ 15.40% p.a. w.e.f. March 8, 2017 till realisation as well as arbitration cost of Rs. 37.50 Lakh. Indus has filed a section 34 petition against the arbitration award and QTL has also filed Section 34 petition against the arbitration award and same is listed on May 19, 2023 for Arguments at Delhi High Court. Further, Indus has filed Section 36 petition for the enforcement of arbitration award at Delhi High Court, the matter is now listed on July 26, 2024 for arguments. So the Company has considered contingent liability to the tune of Rs. 2,236.38 Lakh as on March 31, 2025.

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

l TCL vs QTL petition no. 95 of 2017 was filed on September 20, 2017 in Hon'ble TDSAT in respect of downgrade of bandwidth service charges amounting to Rs. 229.00 Lakh. The next hearing of case was held on 22.05.2018 and after that the PO No. 6700000006 dated July 8, 2016 was issued to paramount for the conditions superseding the terms of the customer order form (COF), there by the terms and conditions of said PO shall prevail, the 12 month contract was applicable only from the date of the implementation of bandwidth up to 5000 E1 and an additional bandwidth was enhanced to 7020 E1, but thereafter upon revision of price the same was downgraded by the Company and Terminated to 3020 E1. The PO did not state any contract period for the up-gradation thereafter. So in lieu of the same, the TCL had filed the case before the TDSAT for recovery of outstanding amount claiming to have lock-in-period of another one year till April 2018 as per the agreement executed. Case is listed for hearing before TDSAT in due course and above amount is considered as contingent liability.

m The Company has received Show Cause Notice bearing no. 311-07/2019-QoS, dated 01st October 2020 from Telecom Regulatory Authority of India (TRAI) towards non-compliance of the provisions of Telecom Commercial Communications Customer Preference, Regulations, 2018 (TCCCPR, 2018) for the month of April, May, June 2020, response for the same is submitted to TRAI vide letter bearing no. QTL/Reg/TRAI/2010/1366 dated October 15, 2020. After examination, Telecom Regulatory Authority of India (TRAI) vide it letter bearing number 311-08/2019-QoS, dated 23rd November 2020 imposed Financial Disincentive to QTL an amount of INR 141.70 Lakh towards non-compliance of the provisions of Telecom Commercial Communications Customer Preference, Regulations, 2018 (TCCCPR, 2018) for the month of April, May, June 2020. The Company vides it letter bearing number QTL/Reg/TRAI/2012/1409 dated 14th December 2020 submit its representation to TRAI on the same. TRAI further raised demand notices for Q2 2020-21 for Rs 150 Lakh, for Q3 2020-21 for Rs 150 Lakh, for Q4 2020-21 for Rs 150 Lakh, for Q1 2021-22 for Rs 149 Lakh, for Q2 2021-22 for Rs 111 Lakh and for Q3 2021-22 for Rs 54 Lakh. TRAI vide its letter dated 25th October 2023 asked to pay the demanded amount. The Company along with Cellular Operator Association of India (COAI) submitted representation vide letter bearing number DG/COAI/2022/121 dated 13th April 2022 and COAI discussed the matter with all Telecom Service Providers (TSPs) and is now approaching Hon'ble TDSAT on behalf of TSPs against the demands raised by TRAI, last show cause notice was received on September 27, 2024 further the Company filed an appeal with TDSAT on Feburary 13, 2025. so the Company has considered contingent liability to the tune of Rs. 905.60 Lakh.

n The Hon'ble TDSAT on dated October 18, 2019 has allowed the Petition No.169 of 2014 and has set aside the DoT's decision to include revenue from pure internet services in the AGR for levy of license fee on the ISPs under Unified License. TDSAT has also directed to refund the UL (ISP) the payment received by DoT towards License Fee on Pure Internet Services. DoT has challenged the TDSAT judgment dated October 18, 2019 vide Civil Appeal No. 14382/2020 before Hon'ble Supreme Court of India. The Hon'ble Supreme Court of India has admitted the Appeal and had passed the following order vide dated 05.01.2021. (i) The Appellant shall not be required to refund any amounts in pursuance of the impugned order of the TDSAT dated October 18, 2019, (ii) The Respondents shall, in the event of the Appeal succeeds, be subject to final directions as may be passed by the Court in its judgment. According to DoT demand notes, total license fees liability from FY 2014-15 to FY 2023-24 is Rs. 27,292 Lakh (which includes interest & penalty), payable if the Supreme Court rules in favour of DoT and same has been considered as contingent liability.

o The Company's pending litigations comprise of claims against the Company and proceedings pending with Tax Authorities / Statutory Authorities. The Company has reviewed all its pending litigations and proceedings and has made adequate provisions, wherever required and disclosed the contingent liabilities, wherever applicable, in its financial statements.

p The Company periodically reviews all its long-term contracts to assess for any material foreseeable losses. Based on such review wherever applicable, the Company has made adequate provisions for these long-term contracts in the books of account as required under any applicable law/accounting standard.

q As at March 31, 2025 the Company did not have any outstanding for long-term derivative contracts.

39 During the year 2021-22, IDBI Bank the lead Bank of the consortium of the Lenders enforce its security interest in respect of Secured non-core assets comprising assets held for sales related to obsolete GSM equipment lying at Bharuch and 1 flat in Surat & 2 flats in Mumbai having total net book value of Rs. 342.14 Lakh as at March 31, 2022 and IDBI Bank has been taken the possession of above mentioned non-core properties located at Mumbai on dated March 24, 2022 and property at Surat and Obsolete GSM equipment lying at Bharuch Warehouse (Gujarat) on dated May 12, 2022. Out of these, IDBI Bank had sold one of the non core property located at Mahim - Mumbai at sale consideration of Rs. 516.00 Lakh and in the FY 2023-24, IDBI Bank sold another non core property (Kandiwali Flat in Mumbai) at a sale consideration of Rs. 138.01 Lakh under SARFAESI auction and the sale proceeds of the said property was shared by the IDBI bank along with other consortium Lenders. The said action by the IDBI Bank is not expected to hamper the operations of the Company in any manner.

The Company has received a Notice from the Debenture Trustee of the Company i.e. M/s IDBI Trusteeship Services Limited under Section 13(2) of the Securitisation and Reconstruction of the Financial Assets and Enforcement of Security Interest Act, 2002 (SARFAESI) vide email dated November 21, 2024 to enforce its security Interest in respect of Secured Assets of the Company. Consequently, the Officials of M/s IDBI Trusteeship Services Limited (Debenture Trustee) and M/s IDBI bank Limited (Lead Banker) have visited office premises of the Company and have taken symbolic possession of the mortgaged properties of the Company situated at 8 KM stone, Paragpur, Jalandhar, Punjab – 144002 on January 23, 2025 and at B-71, Industrial Area, Phase 7, Mohali, Punjab - 160055 on January 24, 2025 under the provisions of Section 13 (4) of the of the Securitisation and Reconstruction of the Financial Assets and Enforcement of Security interest Act, 2002. Further, on February 11, 2025, IDBI Trustee given notice to Company, u/s 13(8) read with rules 8 (6) of SARFAESI for sale of above mentioned both properties after 30 days of receipt of said notice. Further M/s IDBI Trusteeship Services Limited, acting as the Debenture Trustee, published a notice in the newspaper dated March 29, 2025, regarding an e-auction for the sale of the Company's immovable properties under the SARFAESI Act, 2002, read with Rules 8(6) and 9(1). However, the scheduled e-auction on May 6, 2025, did not materialize.

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

40 The Company is in process of reconciliation / adjustments, if any, on its balances of some of the trade payable, other liabilities, advances and security deposits pertaining to erstwhile GSM business which is mainly under dispute. The requisite accounting effect, if any, will be given upon such reconciliation. However the management doesn't expect any material variances.

41 The Company has incurred a net loss of Rs. 27,629.68 Lakhs during the year and the accumulated losses as at March 31, 2025 amounted to Rs. 2,91,483.95 Lakhs, resulting in, the erosion of its net worth, its current liabilities material exceeds current assets, and all the NCD issued to consortium of financial creditors becomes due. Further the financial creditors had filed application before NCLT Mumbai under Insolvency and Bankruptcy code 2016 on April 2, 2024, these event and conditions indicate material uncertainty exists that may cast significant doubt on the ability of the Company to continue as a going concern. However the management is confident of generating cash flows from continue business operations through increasing subscriber' base and ARPU as well as through restructuring of bank loans along with the support of other stakeholders and the application filed under Insolvency and Bankruptcy code 2016 is under scrutiny not admitted. In view of the above, the accounts of the Company have been prepared on a going concern basis.

42 Secured Loans

a As per the CDR Scheme approved on March 10, 2004 and subsequently approved on June 4, 2005, the Lenders had signed Master Restructuring Agreement ('MRA') for restructuring of their Debts and Security Trusteeship Agreement, whereby the Lenders had entered into an agreement and appointed IDBI Trusteeship Services Limited (herein after referred as "ITSL") as their custodian of security. On November 11, 2005, the charges were registered in favour of the ITSL for Rupee Term Loans, for providing Specific Credit Facility, for Working Capital Assistance and Zero percent Secured OFCDs. The same are secured by first pari passu charge on immovable properties of the Company situated at Mahim & Kandivali (East) at Mumbai, and properties situated at Mohali & Jalandhar under equitable mortgage, first pari passu charge of hypothecation of movable properties of the Company including movable plant & machinery, machinery spares, tools & accessories and other movables including book debts by way of hypothecation, both present and future. Further, the same are also secured by assignment of all rights, title, benefits, claims and interest in, under the project documents, insurance policies, all statutory, government and regulatory approvals, permissions, exemptions and waivers on pari passu basis. Subsequently, pursuant to the reworked restructuring scheme approved under CDR mechanism on June 24, 2005, the Company had entered into amendatory Master Restructuring Agreement and amendatory Security Trusteeship Agreement ('STA') on March 9, 2006, whereby HDFC Bank Limited (formerly Centurion Bank of Punjab) had also joined as one of the lenders and has agreed to appoint ITSL as their custodian for security and signed the STA in line with other lenders in consortium.

On the request of the Company, Corporate Debt Restructuring Cell ('CDR') vide their letter no CDR (JCP) No. 138 / 2009-10 ('CDR Letter') dated May 20, 2009 had approved the interim revised restructuring package. The revised restructuring package inter alia includes funding of interest from July 1, 2008 to October 31, 2009 on simple interest basis. Funded Interest on Term Loan ('FITL') would not carry any interest and the FITL shall be repaid in 16 equal monthly instalments commencing from December 1, 2009, and has rescheduled the principle instalments from August 1, 2008 to November 1, 2009 so as to be repayable from December 1, 2009 to March 1, 2011. Corporate Debt Restructuring ('CDR') cell vide their letter no. CDR (JCP) No. 563 / 2009-10 dated August 13, 2009 had approved a new restructuring scheme, which includes the induction of strategic investor / change of management and settlement proposal for Term Lenders. All the term lenders had given their acceptance to the new restructuring scheme. The new restructuring scheme was made effective from April 1, 2009 and accordingly an amount of Rs. 3,730.97 Lakh towards FITL from July 1, 2008 to March 31, 2009 has been considered as term loan.

In pursuant to the new restructuring scheme vide letter no. CDR (JCP) No 563 / 2009-10 dated August 13, 2009, The Company had allotted 15,984,543, 2 % Cumulative Redeemable Preference Shares of Rs. 100/- each aggregating to Rs. 15,984.54 Lakh on November 9, 2010 to Financial Institution / Banks in conversion of 25% of their outstanding loans as on April 01, 2009.

In compliance with the aforesaid new restructuring scheme dated August 13, 2009 the Company had repaid on July 06, 2010 and July 07, 2010 an amount of Rs. 15,984.54 Lakh being 25% of their outstanding loans as on April 01, 2009.

In compliance with the aforesaid new restructuring scheme dated August 13, 2009, the Company had allotted 31,969,088 Redeemable Secured Non-Convertible Debenture ('NCD') of Rs. 100 each aggregating to Rs. 31,969.09 Lakh on January 21, 2013 to Financial Institution/ Banks in conversion of 50% of their outstanding loans as on April 01, 2009.

In terms of CDR Package dated August 13, 2009 stipulating the reduction of paid up capital and pursuant to the Order of the Hon'ble Bombay High Court dated July 4, 2014 under Section 100 to 105 of Companies Act, 1956, which was duly registered by the Registrar of Companies, Mumbai on Sept 3, 2014, the paid-up value of the 61,22,60,268 equity shares stood reduced from Rs. 10/- per share to Re. 1/- per share w.e.f. Sept 3, 2014; Consequently, paid up equity share capital also stood reduced from Rs. 61,226 Lakh to Rs. 6,122 Lakh and the Accumulated Losses were written-off to the extent of Rs. 55,103 Lakh on Sept 3, 2014. The trading of Equity Shares with reduced face value of Re. 1/- per share has commenced on December 29, 2014 at BSE Ltd.

b The above-mentioned security has been further extended to the amount of secured loans and working capital assistance, together with the interest, compound interest, additional interest, default interest, costs, charges, expenses and any other amount payable by the Company in relation thereto and in terms with MRA and STA entered into between the lenders and ITSL. The Company has complied with all the terms and conditions of Corporate Debt Restructuring Scheme as approved by the CDR Cell letter dated August 13, 2009.

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

43 Unsecured Loans

a On October 16, 2004, the Company issued 1,667,761 Zero Percent Non-Convertible Debentures ('NCDs') of Rs. 100/- each in lieu of interest accrued on term loans from a financial institution and a bank for the period April 1, 2003 to December 31, 2003. The 'NCD's earlier redeemable at par on March 31, 2014, then at par on March 31, 2016, and now redeemable at par on March 31, 2024 after repayment of the term loans as per CDR Schemes.

b The Company under the terms of the agreement dated May 1, 2007 had taken convertible loan to facilitate expansion and development of businesses amounting to Rs. 4,995 Lakh from Infotel Digicomm Private Limited ('IDPL'). The convertible loan was repayable on demand with an option to convert the Loan into Equity Shares, subject to getting necessary approvals and subject to applicable pricing guidelines as per SEBI and other laws and regulations. On September 16, 2009 Infotel Digicomm Private Limited ('IDPL') had entered into an assignment agreement with Domebell Electronics India Private Limited ('DEIPL'), wherein IDPL had assigned the above convertible loan of Rs. 4,995 Lakh to DEIPL.

The Company under the terms of the agreement dated May 1, 2007 had taken buyer's credit facility to facilitate funding of the telecom project amounting to Rs. 4,107 Lakh from Infotel Business Solutions Limited ('IBSL'). IBSL had the option to convert the loan including interest accrued into equity shares, subject to applicable pricing guidelines as per SEBI and other laws and regulations. On September 16, 2009 IBSL had entered into an assignment agreement with Domebell Electronics India Private Limited ('DEIPL'), wherein IBSL had assigned the above buyer's credit facility of Rs. 4,107 Lakh to DEIPL.

On May, 2018 Domebell Electronics India Private Limited ('DEIPL') had entered into an Novation agreement with Hyundai Electronics India Limited ('HEIL'), wherein DEIPL had assigned the above both convertible loan amounting to Rs. 9,102 Lakh to HEIL. On November 1, 2019 Hyundai Electronics India Limited ('HEIL') had entered into an Novation agreement (effective from 01.04.2020) with Electroparts (India) Private Limited ('EIPL'), wherein HEIL had assigned the above convertible loan of Rs. 9,102 Lakh to EIPL. Again on June 1, 2020 Electroparts (India) Private Limited ('EIPL') had entered into an Novation agreement with Videocon Infinity Infrastructure Private limited ('VIIPL') wherein EIPL had assigned the above convertible loan of Rs. 9,102 Lakh to VIIPL. All the terms and conditions relating to the convertible loan remained the same. Company will get waiver from lender for the interest as company in past obtained waiver of interest from same lender till 31st March-2024 and never paid interest to this Lender as it is promoter group company, moreover no demand from the Lender during the year for interest therefore company has not provided interest of Rs. 546.12 Lakhs for the year ended March 31, 2025. Loan agreement was renwed till 31st Mar-2024, however the management is in process to take the extension of the loan agreement.

c The Company had taken an unsecured loan from Dombell Electronics India Private Limited on July 01, 2010 of Rs. 15,985 Lakh at the interest rate of 8% per annum, the interest accrues at the end of each quarter. On May, 2018 Domebell Electronics India Private Limited ('DEIPL') had entered into an Novation agreement with Akai Consumer Electronics India Limited (ACEIL), wherein DEIPL had assigned the above unsecured loan to ACEIL. The lender has agreed to waive off the interest from April 1, 2024 to March 31, 2025 amounting to Rs 1,278.80 Lakh. Therefore no provision for such interest has been provided in the books of account. The aforesaid unsecured loan is repayable on demand after 18 years from the commencement of the unsecured loan from the date of assignment agreement dated December 01, 2010 i.e. November 30, 2028.

d During the FY 2016-17, the Company has issued 1,20,00,000 Unsecured Zero Coupon Compulsory Convertible Debentures of face value of Rs. 1,000/- each convertible into 12,00,00,000 2% Non-Cumulative, Non-Convertible, Redeemable Preference Shares of face value of Rs. 100/- each against advance of Rs. 121,939.75 Lakh received from M/s Videocon Telecommunications Limited to fund the entry fee for using GSM Technology and to support business operations for Punjab Service Area on the following terms and conditions:

- Zero Coupon CCDs shall be converted into 2% NCRPS at par, after settlement of entire obligations under CDR. Since the entire obligations under CDR is to be settled/cleared by the year 2024 as per CDR letter dated August 13, 2009, accordingly, the conversion of Zero Coupon CCDs into 2% NCRPS shall not happen before the Settlement Date (hereinafter referred as "Settlement Date") i.e. April 1, 2025.
- 2% NCRPS shall be redeemed in 5 yearly equal instalments payable on 31st March of each year, at par, as mutually agreed between parties and as approved by the Board and, subject to necessary approvals as may be required in accordance with the provisions of Section 55 of the Act, out of profits available or out of proceeds of fresh issue of shares made for the purpose of redemption or combination of both.

e During the year 2017-18, the Company has issued 8,60,000 Unsecured Zero Coupon Compulsory Convertible Debentures of face value of Rs. 1,000/- each convertible into 86,00,000 2% Non-Cumulative, Non-Convertible, Redeemable Preference Shares of face value of Rs. 100/- each against outstanding balance of M/s Videocon Telecommunications Limited on the following terms and conditions:

- Zero Coupon CCDs shall be converted into 2% NCRPS at par, after settlement of entire obligations under CDR. Since the entire obligations under CDR is to be settled/cleared by the year 2024 as per CDR letter dated August 13, 2009, accordingly, the conversion of Zero Coupon CCDs into 2% NCRPS shall not happen before the Settlement Date (hereinafter referred as "Settlement Date") i.e. April 1, 2025.
- 2% NCRPS shall be redeemed in 5 yearly equal instalments payable on 31st March of each year, at par, as mutually agreed between parties and as approved by the Board and, subject to necessary approvals as may be required in accordance with the provisions of Section 55 of the Act, out of profits available or out of proceeds of fresh issue of shares made for the purpose of redemption or combination of both.

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

44 Related Party Disclosures

As required under IND-AS 24 on "Related Party Disclosures", the disclosure of transactions with related parties as defined in the Accounting Standard are given below:

a) Name of Related Parties and its relationship:

Name	Relationship
Quadrant Enterprises Private Limited	Entity for which the Company as an Associate (Ceased w.e.f 10-Feb-2025)
Whole Time Director (WTD) - Mr. Dinesh Kadam	Key Management Personnel (KMPs)
Chief Financial Officer (CFO) - Mr. Anuj Ohri	
Company Secretary (CS) - Mr. Umesh Srivastava	

b) Transactions / Outstanding balances with Related Parties - Directors

Particulars	Nature of Transactions	F.Y. 2024-25 (Rs. in Lakh)	F.Y. 2023-24 (Rs. in Lakh)
Mr. Dinesh A Kadam	Director Sitting Fee	0.30	0.25
Mr. Pritesh G. Lahoti	Director Sitting Fee	0.60	0.60
Mr. Jitendra Joshi	Director Sitting Fee	-	0.58
Ms. Anushka J. Vagal	Director Sitting Fee	0.60	0.60
Mr. Pramod B Jagjeevan	Director Sitting Fee	0.35	-

There is no outstanding to Directors as on March 31, 2025

c) Remuneration to - KMPs

Particulars	2024-25 CFO KMP	2023-24 CFO KMP	2024-25 CS KMP	2023-24 CS KMP
	Rs. in Lakh	Rs. in Lakh	Rs. in Lakh	Rs. in Lakh
Short-term employee benefits	14.55	39.62	7.98	10.30
Performance linked incentive ('PLI')#	1.50	7.37	0.57	1.71
Post-employment benefit	Nil	Nil	Nil	Nil
Share-based payment	Nil	Nil	Nil	Nil
Dividend paid	Nil	Nil	Nil	Nil
Commission paid	Nil	Nil	Nil	Nil
Consideration received on exercise of options	Nil	Nil	Nil	Nil

As the liabilities for the gratuity and compensated absences are provided on an actuarial basis, and calculated for the Company as a whole rather than each of the individual employees, the said liabilities pertaining specifically to KMP are not known and hence, not included in the above table.

45 Financial Risk Management Objectives and Policies

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company's business activities expose it to a variety of financial risks, namely liquidity risk, market risk and credit risk. The Company's senior management has the overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

Management of Liquidity Risk

Liquidity risk is the risk that the Company will face in meeting its obligations associated with its financial liabilities. The Company's approach to managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, management considers both normal and stressed conditions.

The following table shows the maturity analysis of the Company's financial liabilities based on contractually agreed undiscounted cash flows as at the Balance Sheet date.

Particulars	Notes Nos.	Carrying amount	Less than 12 months	1 to 5 Years	Above 5 Years	Total
As at March 31, 2025						
Borrowings	19,22	1,86,381.86	-	1,86,381.86	-	1,86,381.86
Cumulative Redeemable Preference Shares	22	22,484.54	-	22,484.54	-	22,484.54
Trade payables	23	4,226.08	4,226.08	-	-	4,226.08
Lease Liabilities	5	588.73	170.25	304.90	113.58	588.73
Other liabilities	20,24,26	57,118.68	57,118.68	-	-	57,118.68
As at March 31, 2024						
Borrowings	19,22	1,76,855.93	-	1,76,855.93	-	1,76,855.93
Cumulative Redeemable Preference Shares	22	22,484.54	-	22,484.54	-	22,484.54
Trade payables	23	4,253.65	4,253.65	-	-	4,253.65
Lease Liabilities	5	790.03	300.91	362.48	126.64	790.03
Other liabilities	20,24	58,644.05	58,644.05	-	-	58,644.05

Market Risk

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

The sensitivity analyses in the following sections relate to the position as at March 31, 2024 and March 31, 2025.

POTENTIAL IMPACT OF RISK	MANAGEMENT POLICY	SENSITIVITY TO RISK
1. INTEREST RATE RISK		
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates. a) Company has Fixed deposits with Banks amounting to Rs. 32.34 Lakh as at March 31st, 2025 (Rs. 252.82 Lakh as at March 31st , 2024). Interest Income earned on fixed deposit for year ended March 31st, 2025 is Rs. 17,43 Lakh (Rs. 13.78 Lakh for the year ended March 31st, 2024). b) Company has Borrowing from Banks amounting to Rs. 31,027.10 Lakh as at March 31st, 2025 (Rs. 31,027.10 Lakh as at March 31st, 2024). Interest Expenses on such borrowings for the year ended March 31st, 2025 is Rs. 2,557.53 Lakh (Rs. 2,564.53 Lakh for the year ended March 31st, 2024).	In order to manage its interest rate risk, Company diversifies its portfolio in accordance with the risk management policies.	As an estimation of the approximate impact of the interest rate risk, with respect to financial instruments, the Company has calculated the impact of a 1% change in interest rates. a) A 1% increase in interest rates would have led to approximately an additional Rs. 0.32 Cr gain for year ended March 31st, 2025 (Rs. 2.53 Cr gain for year ended March 31st 2024) in Interest income. A 1% decrease in interest rates would have led to an equal but opposite effect. b) A 1% increase in interest rates would have led to approximately an additional Rs. 3.10 Cr loss for year ended March 31st, 2024 (Rs. 3.10 Cr loss for year ended March 31st 2025) in Interest expense. A 1% decrease in interest rates would have led to an equal but opposite effect.

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

Trade Receivables

Customer credit risk is managed by each business unit subject to the Company established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits which are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored. As at 31st March 2025, the Company had top10 customers (As at 31st March 2024: top 10 customers) that owed the Company more than INR 4.92 Cr (As at 31st March 2024: 5.51 Cr) and accounted for approximately 19.18% (As at 31st March 2024: 24.67 %) of all the receivables outstanding.An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 10. The Company does not hold collateral as security. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

Financial Instruments and Cash Deposits

Credit risk from balances with banks and financial institutions is managed by the management in accordance with the Company's policy. Counterparty credit limits are reviewed by the management on an annual basis, and may be updated throughout the year. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.The Company's maximum exposure to credit risk for the components of the balance sheet at March 31, 2025 and March 31, 2024 is the carrying amounts as illustrated in Note 11.

Capital Management

Capital includes issued equity capital and share premium and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximize the shareholder value.

Particulars	March 31, 2025	March 31, 2024
Borrowings (Note No. 19 & 22)	1,86,381.86	1,76,855.93
Cumulative Redeemable Preference Shares (Note No. 22)	22,484.54	22,484.54
Less : Cash and Cash Equivalents (Note No. 11)	(295.84)	(80.41)
Total Debt	**2,08,570.56**	**1,99,260.06**
Equity	(2,90,798.28)	(2,63,169.22)
Total Capital	(2,90,798.28)	(2,63,169.22)
Capital and Total Debt	(82,227.72)	(63,909.16)
Gearing ratio	(2.54)	(3.12)

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

No Changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2025 and March 31, 2024.

46 Financial Instruments by Category

The accounting classification of each category of financial instruments, their carrying value and fair value are as below:

Particulars	March 31, 2025				
	FVTPL	FVTOCI	Amortized Cost	Total Carrying Value	Total Fair Value
1) Financial Assets					
I) Trade Receivables (Note No. 10)	-	-	1,900.36	1,900.36	1,900.36
II) Cash and Cash Equivalents (Note No. 11)	-	-	295.84	295.84	295.84
III) Other Bank Balances (Note No. 12)	-	-	32.24	32.24	32.24
IV) Security Deposit and Advances (Note No. 13)	-	-	834.31	834.31	834.31
Total Financial Assets	-	-	**3,062.76**	**3,062.76**	**3,062.76**

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

Particulars	March 31, 2025				
	FVTPL	FVTOCI	Amortized Cost	Total Carrying Value	Total Fair Value
2) Financial liabilities					
I) Borrowings					
A) From Bonds & Debentures (Note No. 22)	-	-	9,102.00	9,102.00	9,102.00
B) Others (Note No. 19 & 22)	-	-	1,77,279.86	1,77,279.86	1,77,279.86
II) Cumulative Redeemable Preference Shares (Note No. 24)	-	-	22,484.54	22,484.54	22,484.54
III) Trade Payables (Note No. 23)	-	-	4,226.08	4,226.08	4,226.08
IV) Lease Liabilities (Note No. 5)	-	-	588.73	588.73	588.73
V) Other Liabilities (Note No. 20 & 24)	-	-	57,118.68	57,118.68	57,118.68
Total Financial Liabilities			**2,70,799.89**	**2,70,799.89**	**2,70,799.89**

Particulars	March 31, 2024				
	FVTPL	FVTOCI	Amortized Cost	Total Carrying Value	Total Fair Value
1) Financial Assets					
I) Trade Receivables (Note No. 10)	-	-	1,768.45	1,768.45	1,768.45
II) Cash and Cash Equivalents (Note No. 11)	-	-	80.41	80.41	80.41
III) Other Bank Balances (Note No. 12)	-	-	252.82	252.82	252.82
IV) Security Deposit and Advances (Note No. 13)	-	-	837.64	837.64	837.64
Total Financial Assets	**-**	**-**	**2,939.31**	**2,939.31**	**2,939.31**
2) Financial liabilities					
I) Borrowings					
A) From Bonds & Debentures (Note No. 22)	-	-	9,102.00	9,102.00	9,102.00
B) Others (Note No. 19 & 22)	-	-	1,67,753.93	1,67,753.93	1,67,753.93
II) Cumulative Redeemable Preference Shares (Note No. 24)	-	-	22,484.54	22,484.54	22,484.54
III) Trade Payables (Note No. 23)	-	-	4,253.65	4,253.65	4,253.65
IV) Lease Liabilities (Note No. 5)	-	-	790.03	790.03	790.03
V) Other Liabilities (Note No. 20 & 24)	-	-	58,644.05	58,644.05	58,644.05
Total Financial Liabilities			**2,63,028.20**	**2,63,028.20**	**2,63,028.20**

Management has assessed that cash & cash equivalents, other balances with banks, loans, trade teceivables, other financial assets, borrowings, lease liabilities, tarde payables and other financial liabilities carried amortised cost approximate their carrying amount lergely due to the short term maturities of these instruments

1. Fair Value Measurement

   Fair Value Hierarchy and valuation technique used to determine fair value.

   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 are categorized into Level 1 , Level 2 and Level 3 inputs.

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

47 Analytical Ratios

Ratio	Numerator	Denominator	As at March 31, 2025 Ratio	As at March 31, 2024 Ratio	% Variance	Reason for variance (if above 25%)
Current ratio (in times)	Total current assets	Total current liabilities	0.02	0.02	0.00%	
Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities	Total equity	(0.72)	(0.69)	4.35%	
Debt service coverage ratio (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustment	Debt service = Interest and lease payments + Principal repayment	0.08	0.27	-70.37%	Due to increase in Losses during the financial year 2024-25.
Return on equity ratio (in %)	Net Profit After Tax- Preference dividend (if any)	Average Shareholder's equity	0.10	0.05	100.00%	Due to increase in Losses during the financial year 2024-25.
Inventory turnover ratio (in times)	Revenue from operations	Average Inventory	22.81	24.78	-7.95%	
Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	12.88	15.19	-15.21%	
Trade payables turnover ratio (in times)	Purchases +Purchase of stock in trade	Average trade payables	0.97	1.06	-8.49%	
Net capital turnover ratio (in times)	Revenue from operations	Average working capital (i.e. Total current assets less Total current liabilities)	(0.09)	(0.12)	-25.00%	Due to reclassification of unsecured loan from non current liabilities to current liabilities
Net profit ratio (in %)	Profit/(Loss) after Tax for the year	Revenue from operations	(1.17)	(0.42)	178.57%	Due to increase in losses and decrease in revenue from operation during the financial year 2024-25
Return on capital employed (in %)	Profit before tax and finance cost	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	0.04	(0.01)	-500.00%	Due to increase in losses resulting in increase in negative networth during the financial year 2024-25

Schedule III require explanation where the changes in the ratio is more than 25% as compared to the proceeding year. Since there were only 5 instances where the changes is more than 25% i.e. Debt service coverage ratio, Return on equity ratio, Net capital turnover ratio, Net profit ratio, Return on capital employed , hence explanation is given only for said ratios

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

48 Tax Reconciliation

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Net Profit as per Profit and Loss Account (before tax)	(27,629.68)	(13,188.26)
Current Tax rate	28.60%	28.60%
Current Tax	-	-
Adjustment:		
Provision for unascertained liabilities	72.44	32.61
Other Adjustments	3,423.08	66.78
The amount of expenditure relatable income u/s 10	-	-
Ind AS Impact	3,081.49	2,966.25
Tax Provision as per Books	-	-

49 Foreign Currency Exposure

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations will arise. The Company has not taken any forward contract to hedge its foreign exchange fluctuation risk.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting year are as follows:

Particulars	Currency	As at March 31, 2025		As at March 31, 2024	
		Foreign Currency	Equivalent Rs. in Lakh	Foreign Currency	Equivalent Rs. in Lakh
Trade Payables	US$	60,994.76	52.94	60,994.76	51.06
Total		**60,994.76**	**52.94**	**60,994.76**	**51.06**

Foreign currency sensitivity analysis

The following details are demonstrate the Company's sensitivity to a 5% increase and decrease in the INR against the relevant foreign currencies. The sensitivity analysis includes only outstanding foreign currency denominated monetary items as tabulated above and adjusts their translation at the period end for a 5% change in foreign currency rates. The sensitivity analysis includes external loans. A positive number below indicates an increase in profit or equity and vice-versa.

Impact on profit or loss for the year	As at March 31, 2025		As at March 31, 2024	
	INR strengthens by 5%	INR weakens by 5%	INR strengthens by 5%	INR weakens by 5%
USD	**2.65**	**(2.65)**	**2.54**	**(2.54)**

50 As per master circular on Import of Goods and Services vide ref no. RBI/2015-16/82 Master Circular No.13/2015-16, Dated July 01, 2015 (Amended up to November 27, 2015) remittances against imports should be completed not later than six months from the date of shipment. Non payment against import from nine parties beyond stipulated time amounting to Rs. 52.94 Lakhs as at March 31, 2025 (Rs. 51.06 Lakh as at March 31, 2024).

51 Other Statutory Information

i) The title deeds of all the immovable properties, (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment and Right of Use Assets are held in the name of the Company as at the balance sheet date

ii) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

iii) There are no investment in properties

iv) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

v) The Company has not advanced any loans or advances in the nature of loans to specified persons viz. promoters, directors, KMPs, related parties; which are repayable on demand or where the agreement does not specify any terms or period of repayment.

vi) The Company has not raised fund from issue of securities or borrowings from banks.

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

vii) The Company has not been declared as a wilful defaulter by any lender who has powers to declare a company as a wilful defaulter at any time during the financial year or after the end of reporting period but before the date when financial statements are approved.

viii) The Company has not been sanctioned working capital limits from banks or financial institutions. However there is non fund bassed limit of Rs. 832 Lakh as on 31-March'2024 from Lender Bank on account of Bank Guuarantees issued on behalf of Company.

ix) The Company has transactions with struck-off companies. Details are as under

Name of the Company	Nature of Transaction	Balance Outstanding as at 31st March 2025 (Rs. Lakh)	Relationship with the Struck off Company	Balance Outstanding as at 31st March 2024 (Rs. Lakh)	Relationship with the Struck off Company
B D S TECHNOLOGIES PVT LTD	Receivables	0.16	-	0.16	-
DEFINE HEALTHCARE LIMITED	Receivables	0.01	-	0.01	-
ELLY INFOTECH PRIVATE LIMITED	Receivables	0.05	-	0.25	-
OYOTECH SOLUTIONS PVT LTD	Receivables	0.09	-	0.09	-
VRV INFINITY BROADBAND INIDA PVT LT	Receivables	0.12	-	0.12	-
KAMLA DIALS -CHD (SNG14975)-ILL (SN	Receivables	(0.09)	-	(0.09)	-
SOMAL FIVE RIVER IT SOLUTION	Receivables	0.29	-	0.29	-
PLANET EDU PVT LTD -206767	Receivables	0.11	-	0.11	-
A 1 PROFESSIONALS -271744	Receivables	(0.03)	-	(0.03)	-
RAJESHWARI HOTELS PVT LTD	Receivables	(0.02)	-	(0.02)	-
THE VERITAS CAREER SOLUTIONS	Receivables	0.15	-	0.15	-
APPTREE TECHNOLOGIES PVT LTD	Receivables	(0.00)	-	(0.00)	-
ASD DETECTIVE PVT LTD	Receivables	0.25	-	0.37	-
DAXSDEL INFOTECH PVT LTD	Receivables	1.00	-	1.00	-
KAY GEE TECHSOFT PVT LTD	Receivables	0.09	-	0.09	-
ARETHOS SOFTECH PVT LTD	Receivables	0.17	-	0.17	-
SJS IT SEVEN SOLUTIONS PVT LTD	Receivables	0.48	-	0.48	-
AIRMAIL SERVICES PVT LTD	Receivables	0.11	-	0.11	-
BHANDARI EXPORT INDUSTRIES LTD	Receivables	(0.01)	-	(0.01)	-
FORTIS HOSPITAL LTD	Receivables	0.00	-	0.00	-
MCNEWTON SOLUTIONS PVT LTD	Receivables	0.18	-	0.18	-
PACT SOLUTIONS PVT LTD	Receivables	0.41	-	0.41	-
CREATIVE PUNDITS TECH PVT LTD	Receivables	0.24	-	0.24	-
BA TELESERVICES PVT LTD	Receivables	0.24	-	0.24	-
BELL OVERSEAS LTD	Receivables	0.50	-	0.50	-
LOGICUTOR TECHNOLOGIES	Receivables	0.33	-	0.33	-
PUNJAB STARLIVE EVENT MANAGEMENT PV	Receivables	0.32	-	0.32	-
AMEDIOS SOLUTIONS PVT LTD	Receivables	0.35	-	0.35	-
MAPLE MERCHANTS PVT LTD	Receivables	0.45	-	0.45	-
NAV D SOLUTIONS PVT LTD	Receivables	0.17	-	0.17	-
TALKING PUNJAB MEDIA PVT LTD	Receivables	0.29	-	0.29	-

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

Name of the Company	Nature of Transaction	Balance Outstanding as at 31st March 2025 (Rs. Lakh)	Relationship with the Struck off Company	Balance Outstanding as at 31st March 2024 (Rs. Lakh)	Relationship with the Struck off Company
SINGHANIA CHEMICALS	Receivables	0.01	-	0.01	-
INFINITIE TECHNET PVT LTD	Receivables	0.44	-	0.44	-
VISIONAIR INFOTECH PVT LTD	Receivables	1.43	-	1.43	-
SEVEN SYSTEM IT SERVICES PVT LTD	Receivables	0.37	-	0.37	-
HYPER TOWER VISION PVT LTD	Receivables	0.19	-	0.19	-
INFIMUM CONSULTING PVT LTD	Receivables	(0.00)	-	(0.00)	-
TEG VENTURES PVT LTD	Receivables	0.10	-	0.10	-
ANANTHA E BUSINESS PVT LTD	Receivables	0.12	-	0.12	-
ASHISH TRAVEL AND TOUR PVT LTD	Receivables	0.06	-	0.06	-
ADHRIT TECHNOLOGIES PVT LTD	Receivables	0.40	-	0.40	-
ABR ROADLINES PRIVATE LIMITED	Receivables	0.04	-	0.04	-
ADD INFOTECH CARE PVT LTD.	Receivables	0.37	-	0.37	-
INIT CALL TECHNOLOGIES (P) LTD	Receivables	0.12	-	0.12	-
CARNATION MANORS PVT LTD	Receivables	0.22	-	0.22	-
INSTAPICK SOLUTIONS PVT LTD	Receivables	0.10	-	0.10	-
VEDA RESTAURANTS PRIVATE LIMITED	Receivables	0.39	-	0.39	-
INDUS TELECOM PVT.LTD.	Receivables	0.65	-	0.65	-
INNOVATIVE VENTURES	Receivables	0.13	-	0.13	-
SOFT CLICK IT SOLUTIONS PVT LTD	Receivables	0.17	-	0.17	-
BARA INFOTECH PVT LTD	Receivables	0.44	-	0.44	-
FICODE TECHNOLOGIES LLP	Receivables	0.09	-	0.16	-
EMBRACE BIZCOM PVT.LTD	Receivables	(0.01)	-	(0.01)	-
ADHRIT TECHNOLOGIES PVT.LTD.	Receivables	0.50	-	0.50	-
PLATFORMZ LABS PVT LTD	Receivables	0.39	-	0.39	-
RATTANJIT SKYTALK PVT LTD	Receivables	0.10	-	0.10	-
STARONE SECURITIES PVT LTD	Receivables	0.81	-	0.81	-
POLLYSYS IT SOLUTIONS PRIVATE LIMIT	Receivables	0.12	-	0.12	-
MEGA LIVING HEALTH CARE PVT LTD	Receivables	0.27	-	0.27	-
UNIVERSITY TRAVEL SERVICES PVT.LTD	Receivables	0.07	-	0.07	-
SAPNA AUTO PARTS PVT LTD.	Receivables	0.34	-	0.34	-
I-TEL INTERNET SERVICES P. LTD	Receivables	(0.01)	-	(0.01)	-
FORTIS HOSPITAL LTD_SNG508354	Receivables	0.38	-	0.42	-
KKAP EXPERTS PVT LTD	Receivables	0.16	-	0.16	-
TERRANE INFOTECH PVT LTD	Receivables	0.28	-	0.28	-
GIGAPACE TECHNOLOGIES PVT LTD	Receivables	0.14	-	0.14	-
IBI BIOSOLUTIONS PVT LTD	Receivables	0.13	-	0.13	-

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

Name of the Company	Nature of Transaction	Balance Outstanding as at 31st March 2025 (Rs. Lakh)	Relationship with the Struck off Company	Balance Outstanding as at 31st March 2024 (Rs. Lakh)	Relationship with the Struck off Company
CRYPTOGRAPHICS IT SOLUTION PVT LTD	Receivables	0.30	-	0.30	-
RM CHEMICALS PVT.LTD. (UNIT-II)	Receivables	(0.09)	-	(0.09)	-
LIVE BRAILLE WEARABLE SOLUTIONS PVT	Receivables	0.49	-	0.49	-
VENUS SHINE TELESERVICES PVT.LTD.	Receivables	0.19	-	0.19	-
Your Internet Services Pvt Ltd	Receivables	0.57	-	0.57	-
CRYPTOGRAPHICS IT SOLUTIONS PVT LTD	Receivables	0.26	-	0.26	-
OTY CABS INDIA (OPC) PVT LTD	Receivables	0.25	-	0.25	-
GPI Textiles	Receivables	(0.00)	-	(0.00)	-
SANDHU INFOTECH PVT LTD	Receivables	0.21	-	0.21	-
DREAMZ TECH SUPPORT LLP	Receivables	0.10	-	0.12	-
H M HENNES MAURITZ RETAIL PRIVATE L	Receivables	0.02	-	(0.00)	-
PARAS HOSPITAL	Receivables	0.04	-	0.04	-
LIVE BRAILLE WEARABLE SOLUTIONS PVT	Receivables	0.00	-	0.00	-
ANGLE AIR NETWORKS SOLUTIONS PVT LT	Receivables	0.04	-	0.05	-
DIVINE TELECOM INFRA PVT LTD	Receivables	0.56	-	0.56	-
B P LOGISTICS PRIVATE LIMITED	Receivables	(0.00)	-	(0.00)	-
SKYLINK WIRELESS PVT LTD	Receivables	(0.00)	-	(0.00)	-
Easy Mobile India Pvt Ltd	Payables	(0.70)	-	(0.70)	-
WAHID SANDHAR SUGAR LTD	Payables	(0.00)	-	(0.00)	-

x) The Company does not have any transaction which is not recorded in the books of accounts but has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

xi) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

xii) The Company has complied 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.

xiii) The Company does not have any charges or satisfaction which is yet to be registered with the Registrar of Companies (ROC) beyond the statutory period.

xiv) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) 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

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

xv) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) 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

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

52 The Company had filed application for Compounding in respect offences under various sections of the Companies Act, 1956 before the Hon'ble Company Law Board.The Company was not able to file the particulars of satisfaction of charge due to non-receipt of NOC for the purpose of satisfaction of charge, hence, the offence was not compounded by the Honb'le Company Law Board Bench in its hearing held on 17th May, 2016 and dismissed the Compounding Application filed by the Company, its present and former Directors for Compounding of Offence under Section 138(1) of the Companies Act, 1956 vide its order dated 18th May, 2016. The Company is in process of obtaining NOC from the respective lender for the satisfaction of charge and will file the compounding application again after the registration of satisfaction of the charge.

53 Segmental Reporting

The Company's operating segments are established on the basis of those components of the Company that are evaluated regularly by the Chief Operating Officer (the 'Chief Operating Decision Maker' as defined in Ind AS 108 – 'Operating Segments') in deciding how to allocate resources and in assessing performance. The primary reporting of the Company has been performed on the basis of business segments. The Company has only one business segment, which is provision of unified telephony services. Accordingly, the amounts appearing in these financial statements relate to this primary business segment. Further, the Company provides services only in the State of Punjab (including Chandigarh and Panchkula) and, accordingly, no disclosures are required under secondary segment reporting.

54 During the year ended March 31, 2025, Company has provided interest of Rs. 9,102.03 lakhs on AGR dues retrospectively (for the period from November 2019 to March 2025) based on Department of Telecommunications ('DoT') letter dated 23.02.2023. Consequently, a third balance sheet as at April 1, 2023 has been presented to reflect this adjustment retrospective reclassifications/restatements have been carried out in respect of certain items in the financial statements of previous periods. Accordingly, to comply with the requirements of Ind AS 1, the Company has presented a 3rd Balance Sheet as at the beginning of preceding period. i.e. as on 01.04.2023. Major restatements / reclassifications are explained as under:

Extract of Restatement in Balance sheet as at March 31, 2024 and as at March 31, 2023 **(Rs. In Lakhs)**

Particulars	As at March 31, 2024 (Reported Earlier)	Impact of Restatements	As at March 31, 2024 (Restated)	As at March 31, 2023 (Reported Earlier)	Impact of Restatements	As at March 31, 2023 (Restated)
EQUITY AND LIABILITIES						
Other Equity	(2,56,002.01)	(7,167.21)	(2,63,169.22)	(2,44,633.12)	(5,375.71)	(2,50,008.83)
Other Financial Liabilities (non current)	17,572.24	7,167.21	24,739.45	28,069.69	5,375.71	33,445.40
(Licence fees payable to DoT)						

Extract of Restated Statement of Profit And Loss For the Year Ended March 31, 2024

Particulars	For the year ended March 31, 2024 (reported earlier)	Impact of Restatements	For the year ended March 31, 2024 (restated)
EXPENSES			
Finance Costs	12,930.29	1,791.50	14,721.79

Extract of Restated Cash Flow Statement For the Year Ended March 31, 2024

Particulars	For the year ended March 31, 2024 (reported earlier)	Impact of Restatements	For the year ended March 31, 2024 (restated)
Adjustments for :			
Finance Costs	12,930.29	1,791.50	14,721.79

55 The Company has a legal dispute with ATC Telecom Infrastructure Private Limited (Infra Provider) since January 2017. This dispute pertains to Company's erstwhile GSM business, which was discontinued in FY 2016-17. The arbitration court ruled against the Company, and subsequently Company filed a Petition u/s 34 of Arbitration Act before the Hon'ble High Court of Delhi against the award dated 25-May-2019 passed by the Arbitrator. The Hon'ble High Court of Delhi dismissed said petition on December 24, 2024.

The Arbitrator has award a liability comprising principal amounting to Rs. 8,092.02 lakhs and interest thereon of Rs. 7,518.85 lakhs, bringing the total liability to Rs. 15,610.88 lakhs as of March 31, 2025. There was already provision taken for Rs. 2,084.75 Lakh in earlier years and balance amount of Rs. 13,526.13 Lakh has been provided in the books of accounts during the year as an exceptional item.

Notes to Financial Statements for the year ended March 31, 2025

(All amount are in Lakhs)

56 In absence of any taxable income, no provision for the current tax has been made. Also, in view of losses and unabsorbed depreciation, considering the grounds of prudence, deferred tax assets is recognized to the extent of deferred tax liabilities and balance deferred tax assets have not been recognized in the books of accounts.

57 The Company has carried out Impairment Test on its Fixed Assets as on March 31, 2025 and the Management is of the opinion that there is no asset for which impairment is required to be made as per IND-AS 36 - "Impairment of Assets".

58 Figures for the previous year has been regrouped/rearranged whenever necessary to confirm current year classification/presentation.

As per our report of even date

For SGN & CO.
Chartered Accountants
Firm Registration No. 134565W

Mohan Kheria
Partner
Membership No. 543059

Place : Mohali
Date : May 21, 2025

For and on behalf of the Board of Directors of
Quadrant Televentures Limited

Dinesh Ashokrao Kadam
Whole Time Director
DIN : 08282276
Place : Aurangabad

Pritesh Lahoti
Director
DIN : 08618393
Place : Aurangabad

Umesh P Srivastava
Company Secretary
Membership No. A29269
Place : Mohali

Anuj Ohri
Chief Financial Officer
Place : Mohali

Notes

Quadrant Televentures Limited

Regd. Office : Flat no. 8, B-Type, Sadafuli Building, Tirupati Park,
Gurusahani Nagar, N-4, CIDCO, Aurangabad – 431001, Maharashtra

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