SOUTH ASIA FM LIMITED
Murasoli Maran Towers, 73, MRC Nagar Main Road, MRC Nagar, Chennai - 600 028. TamilNadu, India.
Tel : +91-44-4467 6767 Fax : +91-44-4067 5151 Email: info@redfm.in
Website: www.redfmindia.in CIN: U92131TN2005PLC057987

DIRECTORS' REPORT

Your Directors have pleasure in presenting their report for the financial year ended March 31, 2026 together with the audited Financial Statements of the Company

FINANCIAL SUMMARY

(Rupees in Lakhs)

Particulars	March 31, 2026	March 31, 2025
Revenues	20,998.18	14,000.16
Other Income including Finance Income	3,214.16	4,662.39
Total Income	**24,212.34**	**18,662.55**
Expenditure (Excluding Finance costs, depreciation & amortization)	19,956.00	12,399.34
Earnings before interest, tax, depreciation & amortization (EBITDA)	**4,256.34**	**6,263.21**
Finance Costs	780.75	540.50
Depreciation and amortization	8,543.69	2,533.51
Profit before Exceptional item & taxation	**(5,068.10)**	**3,189.21**
Exceptional Item (Net)	(17,581.34)	14,992.36
Profit before Tax (PBT)	**(22,649.44)**	**(11,803.15)**
Current Tax		
Profit/(Loss) for the year **(PAT)**	**(22,649.44)**	**(11,803.15)**

HIGHLIGHTS OF THE PERFORMANCE

During the year under review, the Company has established the name of the radio stations in the minds of the listeners and advertisers by adopting innovative strategies in programming and mix of music.

BUSINESS PERFORMANCE AND OPERATIONAL RESULTS

During the financial year 2025-26, the Company recorded revenue of ₹209.98 crores as compared to ₹140 crores in the previous financial year 2024-25.

The increase in revenue during the year is primarily attributable to the amalgamation of associate companies with the Company with effect from 1st February, 2025. Consequently, the financial results for the previous financial year 2024-25 included the revenue of the amalgamating company only for a period of two months, whereas the revenue for the financial year 2025-26 includes its operations for the full year.

Accordingly, the increase in revenue between the two financial years is not entirely reflective of an underlying growth in the Company's operations.

The Company continues to focus on strengthening its operations, improving operational efficiencies and pursuing sustainable growth across its business segments.

SHARE CAPITAL OF THE COMPANY:

The Authorized and Paid-up Share Capital breakup of the Company as on March 31, 2026 mentioned as below:

(Rupees in Lakhs)

Particulars	Equity Shares	Preference Shares	Total
Authorised Capital	49,500.00	63,150.00	1,12,650.00
Paid-up Capital	38,683.45	23,350.07	62,033.52

CHANGE IN NATURE OF BUSINESS:

There were no changes in the nature of business of the Company during the financial year ending 31st March 2026.

DIVIDEND

The Board of Directors had decided not to recommend any dividend for the financial year 2025-2026

RESERVES

Your Directors do not propose to transfer any amount to the general reserve of the company.

ANNUAL RETURN

Pursuant to Section 92(3) of Companies Act,2013, The Annual Return in the prescribed Form MGT 7 is placed on the website of the company viz ., https://www.redfmindia.in

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT;

There are no such material changes and commitments affecting the Financial Position of the company occurred between the end of the Financial Year of the company to which the Financial statements relate and the date of the report.

INVESTOR EDUCATION AND PROTECTION FUND

There were no amounts which were required to be transferred to the investor Education and Protection Fund by the Company during the year ended 31st March 2026.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

Details of Loan, Guarantees and Investments made by the company during the financial year covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the financial statements.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All Contracts/Arrangements/ Transactions entered by the Company during the financial Year 2025-26 with Related Parties were in the Ordinary Course of Business and on Arm's Length Basis. During the financial year, the Company has not entered into any Contracts/Arrangements/ Transactions which could be considered material. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Companies Act, 2013, in Form AOC-2 is not applicable. Details of contracts or arrangements with related parties under the provisions of Section 188 of the Companies Act, 2013 are given in the notes to the Financial Statements.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mrs. Nisha Narayanan, Director of the Company will retire at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment. The Board of Directors recommends his reappointment at the ensuing Annual General Meeting.

During the current financial year 2025-26, there is a change in the constitution of the board due to the resignation of Mrs. Nisha Narayanan, Non-Executive Director on 27th March 2026.

The composition of the Board is as tabulated:

S. No	Composition of the Board	Category
1	Kannappan Shanmugam	Managing Director
2	Nicholas Martin Paul	Independent Director
3	Sridhar Venkatesh	Independent Director
4	Mathipoorana Ramakrishnan	Independent Director
5	Arjun Rao Donakanti	Non-Executive Director
6	Rohit Jain	Non-Executive director

OPINION OF THE BOARD WITH REGARD TO INTEGRITY, EXPERTISE AND EXPERIENCE (INCLUDING THE PROFICIENCY) OF THE INDEPENDENT DIRECTORS APPOINTED DURING THE YEAR

The Company is being benefited from the expertise, advice and inputs provided by the Independent Directors. The Independent Directors devote their valuable time in deliberating on the strategic and critical issues in the course of the Board and Committee meetings of the Company and give their valuable advice, suggestions and guidance to the management of the Company from time to time

ANNUAL EVALUATION OF THE PERFORMANCE OF THE BOARD, ITS COMMITTEES AND OF INDIVIDUAL DIRECTORS BY INDEPENDENT DIRECTORS

Pursuant to the provisions of Companies Act, 2013, the Board has carried out annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of the Committees. The manner in which the evaluation has been carried out is explained below: -

A) **EVALUATION OF DIRECTORS BY INDEPENDENT DIRECTORS'**

During the year under review, the Independent Directors met on 5th February 2026, inter alia to:

- Reviewed the performance of non-independent directors and the Board as a whole
- Reviewed the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors.
- Assessed the quality, quantity and timeliness of flow of information between the management of the company and the Board and the participation in discussions and the overall governance and decision-making process that is necessary for the Board to effectively and reasonably perform their duties.

The Independent Directors expressed their satisfaction with the functioning of the Board and the performance of the Chairperson."

B) **EVALUATION OF INDEPENDENT DIRECTORS BY DIRECTORS'**

During the year under review, the Directors (other than Independent Directors) met on 05th February 2026, inter alia to:

- The performance of the Independent Directors was evaluated by the Board, excluding the Independent Director being evaluated, based on various parameters including their knowledge and understanding of the Company's business, participation and contribution in Board and Committee meetings, independent judgement, constructive contribution to Board deliberations, understanding of their roles and responsibilities, and their overall effectiveness in discharging their duties.

- The Board, after due consideration, was satisfied with the performance and contribution of the Independent Directors and noted that they had discharged their duties and responsibilities effectively and independently.

INDEPENDENT DIRECTORS' DECLARATION

The Company has received necessary declarations from the Independent Directors under section 149(7) of the Companies Act, 2013 that they meet the criteria of independence laid down in section 149(6) of the Companies Act, 2013 for the financial year ended March 31, 2026.

POLICY OF DIRECTORS' APPOINTMENT AND REMUNERATION

Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under section 178 of the Act are covered under the Board's policy formulated by the Company. The policy is also available on the Company's website - https://www.redfmindia.in

MEETINGS OF THE BOARD

During the Financial Year 2025-2026, the Board met 8 times on:

S No.	Dates of Meeting of the Board	Quarter	No of directors on the date of meeting	Total no of directors attended
1	08/05/25	Apr-June	7	7
2	21/05/25	Apr-June	7	7
3	04/08/25	Jul-Sep	7	6
4	04/09/25	Jul-Sep	7	6
5	07/11/25	Oct-Dec	7	6
6	03/12/25	Oct-Dec	7	7
7	05/02/26	Jan-Mar	7	7
8	27/03/26	Jan-Mar	7	7

The meetings of the Board were held periodically and 120 days has not lapsed between two consecutive meetings as prescribed under section 173(1) of the Companies Act, 2013.

AUDIT COMMITTEE

The Company has constituted an Audit Committee pursuant to Section 177 of the Companies Act, 2013.

The composition of the audit committee is disclosed below as required under section 177(8) of the Companies Act, 2013:

Name of Member	Category
Mr. Nicholas Martin Paul	Chairman
Mr. K. Shanmugam	Member
Mr. Arjun Rao Donakanti	Member
Mr. D.Sridhar Venkatesh	Member
Mrs. Mathipoorana Ramakrishnan	Member

The Committee meetings were attended by invitation by the representatives of Internal Auditors and Statutory Auditors.

The Provisions of Section 177 (9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of the Board and its Powers) Rules, 2014 with regard to establishment of Vigil Mechanism is not applicable to the Company.

RECOMMENDATIONS OF THE AUDIT COMMITTEE:

During the financial year there were no instances in which the Board had not accepted any recommendations of the Audit Committee.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company is required to constitute a CSR Committee pursuant to the provisions of Section 135 of the Companies Act, 2013. The Company has duly constituted a Corporate Social Responsibility Committee. The details about the policy developed and implemented by the company on corporate social responsibility initiatives taken during the current year is given in "**Annexure A**". The CSR Committee held one meeting during the year. The policy is also available on the Company's website - https://www.redfmindia.in/

The Composition of the CSR Committee is as follows:

Mr. Nicholas Martin Paul - Chairman of the Committee
Mr. K. Shanmugam - Member of the Committee
Mr. Arjun Rao Donakanti - Member of the Committee
Mr. D. Sridhar Venkatesh - Member of the Committee

The details of the expenditure incurred by your company towards CSR activities, during the Financial Year are enclosed as "**Annexure A"** to this report.

NOMINATION AND REMUNERATION COMMITTEE

The Company has a Nomination & Remuneration Committee pursuant to Section 178 of the Companies Act, 2013. The Policy is given in "**Annexure C".**

The Composition of the Committee is as follows:

Mr. Nicholas Martin Paul - Chairman of the Committee
Mr. Arjun Rao Donakanti - Member of the Committee
Mrs. Nisha Narayanan - Member of the Committee
Mrs. Mathipoorana Ramakrishnan - Member of the Committee

RECOMMENDATION OF THE NOMINATION AND REMUNERATION COMMITTEE:

During the financial year there were no instances in which the Board had not accepted any recommendations of the Nomination and Remuneration Committee.

STATUTORY AUDITORS

Mr. S.M. Manish Bhurat [Membership No: 018167S] Chennai was appointed as Statutory Auditor in the Sixteenth Annual General Meeting dated 9th September 2021 for a Period of 5 consecutive years commencing from Financial Year 2021-22.

EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARKS OR DISCLAIMER MADE BY AUDITORS IN THEIR REPORT

There was no disqualification, reservations or adverse remarks made by Auditors in their report hence does not call for any further comment

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143

During the Financial year 2025-26 there was no fraud reported by the Auditors under Section 143(12) of Companies Act, 2013

INTERNAL AUDIT

Pursuant to the provisions of section 138 of the Companies Act, 2013, such class or classes of companies shall be required to appoint an internal auditor to conduct internal audit of the functions and activities of the Company. Since our Company is covered under the above criteria, we had already appointed M/s PKF SRIDHAR & SANTHANAM LLP, as internal auditors of the company for the financial year 2025-26.

SECRETARIAL AUDIT

As per the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Lakshmmi Subramanian & Associates, a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company for the financial year 2025-26. The Secretarial Auditors' Report does not contain any qualification, reservation or adverse remark and hence does not call for any further comment. Secretarial Auditor's Report is attached to this report as **ANNEXURE – B.**

STATEMENT ON COMPLIANCE OF SECRETARIAL STANDARDS

The Company has complied with the Secretarial Standards issued by the Institute of Company Secretaries of India, to the extent as applicable.

MAINTENANCE OF COST RECORDS AS SPECIFIED BY THE CENTRAL GOVERNMENT UNDER SUB-SECTION (1) OF SECTION 148 OF THE COMPANIES ACT, 2013

In accordance with Section 148 of Companies Act, 2013 read with Rules thereunder, the Board based on the recommendations of the Audit Committee considered the appointment of M/s. S. Sundar & Associates, Cost Accountants, [Registration No: 101188] for the financial year ended March 31, 2026.

The Company has made and maintained cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 and Rules prescribed thereunder.

DEPOSITS

The Company neither invited nor accepted or renewed deposits from public in terms of provisions of section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 during the financial year 2025-26.

SUBSIDIARIES OR ASSOCIATE COMPANIES:

The following is the details relating to Subsidiaries, and Associates during the financials Year 2025-26.

S. No	Name of the Company	Percentage of shares	Category
NIL	NIL	NIL	NIL

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

Conservation of Energy:

The Company is engaged in FM Radio Broadcasting operations and the information.

Though the company has not carried on any manufacturing activities, it had taken steps to conserve energy in its office, consequent to which energy consumption has been minimized. Since the company has not carried on any industrial activities, disclosures regarding impact of measures on cost of production of goods, total energy consumption, etc., are not applicable.

Technology Absorption:

The Company has become fully operational and is adopting the State of Art technology.

Foreign exchange earnings and Outgo-

Foreign exchange earnings during the year were Rs. 18,09,546.00 and there was Rs. 18,12,987.00 foreign exchange outgo for the financial year 2025-26.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134 (3) (c) and 134 (5) of the Companies Act, 2013 your Directors confirm that

a) In the preparation of the annual accounts for the financial year 2025-26, the applicable accounting standards had been followed along with proper explanation relating to material departures;

b) The Appropriate accounting policies had been selected and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on 31st March, 2026 and of the profit and loss of the company for that period;

c) 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. To ensure this, the Company has adequate internal control systems, consistent with its size and nature of operations.

d) The financial statements have been prepared on a going concern basis.

e) Proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.

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.

STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY

The Board of Directors of the Company are in charge of the risk management and periodically taking up the review of the risk mitigation measures. In the opinion of the Board, there are no significant risks that may threaten the existence of the Company.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Company has always believed in providing a safe and harassment free workplace for every individual working in the Company through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment.

The Company aims at prevention of harassment of employees and lays down the guidelines for identification, reporting and prevention of undesired behavior. The Board of Directors are responsible for redressal of complaints related to sexual harassment.

S. No	Name	Category
1	Ms. Nisha Narayanan	Member
2	Ms. Uma Madhu	Member
3	Ms. Anitha Kumar	External Member
4	Mr. G.Rengarajan	Member

During the year ended 31 March 2026, the committee did not receive any complaints pertaining to sexual harassment.

The details of the complaints received/dispose doff during the financial year ended March 31, 2026 is as follows:

a. No. of complaints of sexual harassment received in the year: Nil
b. No. of complaints disposed of during the year: Nil
c. No. of cases pending for more than ninety days: Nil

STATEMENT ON MATERNITY BENEFIT COMPLIANCE:

During the financial year, the Company has ensured full compliance with the provisions of the Maternity Benefit Act, 1961. The Company remains committed to upholding the rights and welfare of its female employees by providing all statutory maternity benefits, including paid leave, job protection, and other entitlements as mandated under the Act

HUMAN RESOURCES

Employees in any organization are considered as valuable assets. Our success largely depends on our ability to attract and retain the best of talent in the industry. Your Company always endeavors to provide such an environment that each and every employee is motivated to contribute his/her best so as to achieve the objectives of the Organization.

Your Directors also place on record their heartiest appreciation for the sincere, devoted and dedicated services rendered by the staff for the smooth functioning of the Company.

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

During the year, there were no such instances of significant and material orders passed by the regulators, courts or tribunals, which affect the going concern status of the Company.

THE DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS.

The Company has an established Internal Financial Control framework including internal controls over financial reporting, operating controls and anti-fraud framework. The management reviews the framework regularly. Based on the periodical testing, the framework is strengthened, from time to time, to ensure adequacy and effectiveness of Internal Financial Controls

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

No application made or any proceeding pending under the insolvency and bankruptcy code, 2016 during the year.

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

During the year, there was no instance where the Company made a one-time settlement with any Bank or any Financial Institution

APPRECIATIONS AND ACKNOWLEDGEMENT

The Directors acknowledge with gratitude and wish to place on record their deep appreciation for the valuable assistance and kind co-operation extended to the Company by the Company's Bankers, Financial Institution, Government Authorities, Statutory Authorities, Advertisement Agencies, Customers, Suppliers, Advisors, Shareholders and the Employees for their continuous support and faith reposed in the Company.

The Board also wishes to place on record their gratitude for the support, encouragement and positive reception given by the listeners at its various FM Radio stations.

POLICY ON RELATED PARTY TRANSACTIONS is available on the web site
www.redfmindia.in

Place : Chennai	**K. Shanmugam**	**Nicholas Martin Paul**
Date : 06-08-2026	**Managing Director**	**Director**
	(DIN- 00551319)	**(DIN-00542620)**

ANNEXURE A

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

(Section 135 of the Companies Act, 2013 read with The Companies (CSR Policy) Rules, 2014)

1. **The CSR Policy is appended below**

The company focuses mainly on the following activities to be referred to as CSR activities.
(i) Promoting preventive and general health care and sanitation;

(ii) Promoting education by providing financial assistance to deserving educational institutions, meritorious and needy students, including special education and employment enhancing vocation skills, especially among children, women, elderly and the differently abled; promoting livelihood enhancement projects;

(iii) Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care center and such other facilities for senior citizens.

(iv) Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water;

(v) Protection of national heritage, art and culture, including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional arts and handicrafts;

(vi) Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;

(vii) Contributing to rural development projects; and

(viii) Such other activities and projects covered in Schedule VII to the Companies Act, 2013 from time to time.

(b) Modalities and Implementation Schedule for execution of projects or programs or CSR activities:

The Company will undertake its CSR activities either directly or even to collaborate with other entities. The implementation Schedule for CSR activities will be dependent on the availability of eligible projects.

(c) Expenditure:

The Company shall endeavor to spend, in every financial year at least 2% of the average net profits of the Company made during the 3 immediately preceding financial years for CSR Policy.

For this purpose, "average net profit" shall be calculated in accordance with provisions of Section 198 of the Companies Act, 2013, after deducting therefrom the dividends that may be received from companies in India which are covered under and complying with the provisions of Section 135 of the Companies Act 2013.

The Company will give preference to the local area(s) in and around our offices in India. The Company may use the CSR capacities of their own personnel in executing the CSR activities and also effectively monitoring the same but such CSR expenditure shall not exceed 5% of total CSR expenditure of the company in one financial year.

(d) Monitoring Process:

The Company Secretary & Compliance Officer shall submit a report to the CSR Committee annually about the end-use of contributions made.

2. **Composition of the CSR Committee:**

Sl. No.	Name of Director	Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Nicholas Martin Paul	Independent Director	1	1
2	K.Shanmugam	Managing Director	1	1
3	Arjun Rao Donakanti	Director	1	1
4	D.Sridhar Venkatesh	Independent Director	1	1

3. Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company. www.redfm.in

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable. – Not applicable

5. **Average net profit of the company for the last three financial years –** Rs. 653.44 Lakhs

S. No.	Particulars	Amount (Rs. In Lacs)
(a)	Two percent of average net profit of the company as per section 135(5) of the Companies Act, 2013	Rs. 13.07
(b)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years	-
(c)	Amount required to be set off for the financial year, if any	-
	Total CSR obligation for the financial year (7a + 7b - 7c)	Rs. 13.07

6. **(a) CSR amount spent or unspent for the financial year:**

<table>
<tr><th rowspan="3">Total Amount Spent for the Financial Year. (in Lacs)</th><th colspan="5">Amount Unspent (in lakhs)</th></tr>
<tr><th colspan="2">Total Amount transferred to Unspent CSR Account as persection 135(6).</th><th colspan="3">Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).</th></tr>
<tr><th>Amount</th><th>Date of transfer</th><th>Name of the Fund</th><th>Amount (In Lacs)</th><th>Date of transfer</th></tr>
<tr><td>Rs. 13.07 Lacs</td><td></td><td></td><td>Lyra Properties Private Limited</td><td>Rs.3.92
Rs.3.92
Rs.3.92
Rs.1.31</td><td>24.12.2025,
29.01.2026,
24.02.2026,
12.03.2026.</td></tr>
<tr><td></td><td>-</td><td>-</td><td>Total</td><td>Rs. 13.07</td><td></td></tr>
</table>

(b) Details of CSR amount spent against **ongoing projects** for the financial year: Nil

(c) Details of CSR amount spent against **other than ongoing** projects for the financial year: Rs: 13.07 (Lacs)

<table>
<tr><th rowspan="2">Sl</th><th rowspan="2">Name of the Project</th><th rowspan="2">Item from the list of activities in schedule VII to the Act</th><th rowspan="2">Local area (Yes/ No)</th><th colspan="2">Location of the project</th><th rowspan="2">Amount spent for the project (Rs. In Lacs)</th><th rowspan="2">Mode of Implementation Direct (Yes/No)</th><th colspan="2">Mode of Implementation - Through implementing agency</th></tr>
<tr><th>State</th><th>District</th><th>Name</th><th>CSR Registration Number</th></tr>
<tr><td>1</td><td>Training to promote rural Sports</td><td>Infrastructure Creation : Construction, Renovation of Stadium</td><td>No</td><td>Telangana</td><td>Rangareddy</td><td>Rs.13.07</td><td>No</td><td>Lyra Properties Private Limited</td><td></td></tr>
<tr><td></td><td>Total</td><td></td><td></td><td></td><td></td><td>Rs. 13.07</td><td></td><td></td><td></td></tr>
</table>

(d) Amount spent in Administrative Overheads : Nil

(e) Amount spent on Impact Assessment, if applicable : Nil

(f) Total amount spent for the Financial Year (8a+8b+8c+8d+8e) : Rs. 13.07 Lacs

(g) Excess amount for set off, if any:

1.	Two percent of average net profit of the company as per section 135(5) of the Companies Act, 2013	Rs. 13.07 Lacs
2.	Total amount spent for the Financial Year	Rs. 13.07 Lacs
3.	Excess amount spent for the financial year [(ii)-(i)]	Rs. 0.00 Lacs
4.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
5.	Amount available for set off in succeeding financial years [(iii)-(iv)]	Rs. 0.00 Lacs

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

Sl.No	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (Rs.in Lacs)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in Rs.)	Amount Spent in the reporting Financial Year (Rs.in Lacs)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (Rs.in Lacs)	Deficiency, if any
						Amount (Rs.in Lacs)	Date of Transfer		
1	FY -1								
2	FY -2								
3	FY -3								

8. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset wise details): NIL

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5) of the Companies Act,2013 : Not applicable

For and on behalf of the Board of Directors

Place : Chennai
Date : 06-08-2026

K. Shanmugam
Managing Director
(DIN-00551319)

Nicholas Martin Paul
Director
(DIN-00542620)

ANNEXURE C

NOMINATION AND REMUNERATION POLICY

This policy on Nomination and Remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Clause 49 of the Listing Agreement, as amended from time to time.

Objective and purpose:

i. To guide the board by laying down criteria and terms and conditions in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.

ii. To evaluate the performance of the members of the Board.

iii. To recommend to the Board a policy, relating to the remuneration for Directors, Key Managerial Personnel and formulate criteria for remuneration payable to Senior Management Personnel and other employees.

iv. To provide Key Managerial Personnel and Senior Management performance based incentives / rewards relating to the Company's operations.

v. To retain, motivate and promote talent and to ensure long-term sustainability of talented Senior Management and create competitive advantage through a structured talent review.

Definitions:

"**Remuneration**" means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961;

"Key Managerial Personnel" means:

i) Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole-time Director;
ii) Chief Financial Officer;
iii) Company Secretary; and
iv) Such other officer as may be prescribed.

"Senior Managerial Personnel" means the personnel of the company who are members of its core management team excluding Board of Directors. Normally, this would comprise all members of management, of rank equivalent to General Manager and above, including all functional heads.

APPOINTMENT AND REMOVAL OF DIRECTOR, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT

i. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his / her appointment, as per Company's Policy. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the position.

ii. The Company should ensure that it appoints or continues the employment of any person as Managing Director subject to the conditions laid down under Part I of Schedule V of the Companies Act, 2013.

iii. To ensure that Company shall appoint or continue the service of any person as Independent Director subject to the provisions of Section 149 read with Schedule IV and other applicable provisions of the Act and Clause 49 of the Listing Agreement.

TERM / TENURE

a) Managing Director/Whole-time Director:

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

b) Independent Director:

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms of up to maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

At the time of appointment, it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

EVALUATION

The Committee shall carry out evaluation of performance of Director, KMP and Senior Management Personnel yearly or at such intervals as may be considered necessary.

REMOVAL

The Committee may recommend with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the Companies Act, 2013, rules and regulations and the policy of the Company.

RETIREMENT

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

POLICY FOR REMUNERATION TO DIRECTORS/KMP/SENIOR MANAGEMENT PERSONNEL

1. Remuneration to Managing Director / Whole-time Directors:

a) The Remuneration/ Commission etc. to be paid to Managing Director / Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.

b) The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director / Whole-time Directors.

2. Remuneration to Non- Executive / Independent Directors:

a) The Non-Executive / Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

b) All the remuneration of the Non- Executive / Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197 (5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.

c) An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.

d) Any remuneration paid to Non- Executive / Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:

i. The Services are rendered by such Director in his capacity as the professional; and
ii. In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.

3. Remuneration to Key Managerial Personnel and Senior Management:

a) The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.

b) The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from time to time.

c) The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

IMPLEMENTATION

i. The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate.

ii. The Committee may delegate any of its powers to one or more of its members.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SOUTH ASIA FM LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **SOUTH ASIA FM LIMITED** (the "Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, 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, 2026 and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 made 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 audit opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements, financial statements and our auditor's report thereon.

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 auditor 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.

Management's Responsibilities 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, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the 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 the one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial 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 an 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 the 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 /conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that 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.

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 in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, based on our audit we report that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

    b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books including daily backup of books of accounts and other books and papers maintained in electronic mode except for the matters stated in Paragraph 2(h)(v) below on reporting under Rule 11 (g)

    c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows 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.

    e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

    f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

    g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

       In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

       i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.

       ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

       iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

       iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (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, no funds (which are material either individually or in the aggregate) have beenreceived 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. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature is not enabled for certain changes made, if any, using privilaged/administrative access rights, as described in Note 38 to the financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with, in respect of accounting software where the audit trail has been enabled.

Additionally, the audit trail of prior years has been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.

For M N & Associates
Chartered Accountants
(Firm Regn. No.018167S)

S M Manish Bhurat
PARTNER
Membership # 228297
UDIN: 26228297XBNJMR5645

Place: Chennai
Date: 08-05-2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of South Asia FM Limited of even date)

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")

We have audited the internal financial controls over financial reporting of **SOUTH ASIA FM LIMITED** (the "Company") as of March 31, 2026 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 Management of the Company 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 (the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effecton 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively asat March 31, 2026, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For M N & Associates
Chartered Accountants
(Firm Regn. No.018167S)

S M Manish Bhurat
PARTNER
Membership #228297
UDIN:26228297XBNJMR5645

Place: Chennai
Date: 08-05-2026

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of South Asia FM Limited of even date)

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

i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:

(a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The Company has a program of physical verification of Property, Plant and Equipmentand right-of-use assets so to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

- Based on our examination, there are no immovable properties held in the name of the Company as at the Balance Sheet date and hence reporting under clause 3(i)(c) of the Order is not applicable.

(c) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.

(d) No proceedings have been initiated during the year or are pending against the Company as at March 31,2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. (a) The Company does not have any inventory and hence reporting under clause 3(ii)(a) of the Order is not applicable.

(b) The Company has not been sanctioned working capital limits in excess of ₹ 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. The Company has made investments in companies, firms, Limited Liability Partnerships, and granted unsecured loans to other parties, during the year, in respect of which:

(a) Details of investments, guarantee or security, loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties are as follows:

Loans, Guarantees or Security	Aggregate Amount during the year	Balance Outstanding at the B/s date
Other than subsidiaries, joint venturesand associates	-	Rs. 2,500.00 Lakhs

(b) In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Company's interest.

(c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest have generally been regular as per stipulation.

(d) In respect of loans granted by the Company, no amounts remain overdue for a period of more than 90 days as at the balance sheet date.

(e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.

iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

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

vi. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. In respect of statutory dues:

(a) The Company is regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Goods and Service Tax, Duty of Customs, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, the following are statutory dues which have not been deposited on account of disputes:-

Name of the company (erstwhile)	Nature of the Demand	Amount Rs.in Lakhs	Period to which the amount relates (AY)	Forum where dispute is pending
Metro Digital Networks (Hyderabad) Private Limited	Income Tax Act	49.59	2018-19	CIT(A)
Optimum Media Services Private Limited	Income Tax Act	30.95	2018-19	CIT(A)

There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

viii. a. The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.

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

c. The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

d. 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. On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

f. The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

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

b. During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

x. a. No fraud by the Company and no material fraud on 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. There is no mandatory requirement to establish vigil mechanism as per the Companies Act, 2013 and as represented to us by the Management, there are no whistle blower complaints received by the Company during the year.

xi. The Company is not a Nidhi Company and hence reporting under clause 3 (xii)(a), 3 (xii)(b) and 3 (xii)(c) of the Order is not applicable.

xii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiii. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

xiv. 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, Hence, reporting under clause 3(xv) of the Order is not applicable.

xv. (a) According to the information and explanations given to us, the provisions of section 45 IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

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

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

(d) There is no Core Investment Company as a part of the Group. Hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

xvi. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

xvii. There has been no resignation of the statutory auditors of the Company during the year. Hence, the requirement to report on clause 3(xviii) of the Order is not applicable to the Company.

xviii. 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, nothing has come to our attention, which causes us to believe that any 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. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xix. There are no unspent amounts towards Corporate Social Responsibility (CSR) Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For M N & Associates
Chartered Accountants
(Firm Regn. No.018167S)

S M Manish Bhurat
PARTNER
Membership # 228297
UDIN: 26228297XBNJMR5645

Place: Chennai
Date: 08-05-2026

SOUTH ASIA FM LIMITED
Standalone Balance Sheet as at 31st March 2026
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Particulars	Notes	As at 31-March-2026	As at 31-March-2025
ASSETS			
Non-Current Assets			
Property Plant and Equipment	3	1,214.65	1,453.31
Intangible assets	4	9,262.66	33,670.89
Right to Use Assets		4,712.58	6,407.85
Financial Assets			
Investments in Taxable bonds	5	4,575.85	2,634.99
Loans	6	2,500.00	8,600.00
Other Financial Assets	6.1	3,048.62	2,856.89
Tax Assets	7	1,552.55	1,389.62
Other non current assets	8	416.23	516.85
		27,283.14	**57,530.40**
Current Assets			
Financial Assets			
Trade receivables	9	7,044.66	6,674.83
Investment in Mutual Funds	10	24,350.42	15,706.40
Other Financial Assets	10.1	132.46	256.05
Cash and Cash Equivalents	11	3,665.54	4,383.90
Bank Balances Other than Cash and Cash Equivalents	11.1	912.88	3,196.65
Other current assets	11.2	2,153.74	1,540.23
		38,259.70	**31,758.06**
TOTAL ASSETS		**65,542.84**	**89,288.46**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	12	38,683.45	38,683.45
Other Equity	13	12,760.80	35,313.17
Total Equity		**51,444.25**	**73,996.62**
Non-Current Liabilities			
Financial Liabilities			
Lease Liability		5,869.76	7,506.41
Other financial liabilities	14	0.20	0.20
		5,869.96	**7,506.61**
Current Liabilities			
Financial Liabilities			
Trade Payables	15		
Total outstanding dues of micro enterprises and small enterprises		193.03	54.91
Total outstanding dues of creditors other than micro enterprises and small enterprises		628.33	538.40
Lease Liability		877.48	999.69
Other current financial liabilities	16	5,088.04	5,003.59
Other Current Liabilities	17	789.72	610.24
Provisions	18	652.03	578.40
Total Liabilities		**8,228.63**	**7,785.23**
TOTAL EQUITY AND LIABLITIES		**65,542.84**	**89,288.46**

Significant Accounting Policies 2

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

As per our report of even date

For M N & Associates
Firm registration number: 018167S
Chartered Accountants

S.M. Manish Bhurat
Partner
Membership #: 228297
UDIN: 26228297XBNJMR5645

Place: Chennai
Date: 08/05/2026

For and on behalf of Board of Directors of South Asia FM Limited

K. Shanmugam	**Nicholas Matin Paul**	**M.G. Aravind**
Managing Director	Director	Company Secretary
DIN: 00551319	DIN: 00542620	M.No. A61290

Place: Chennai
Date: 08/05/2026

SOUTH ASIA FM LIMITED
Statement of Profit and Loss for the year ended 31st March 2026
(All amounts are in lakhs of Indian Rupees unless otherwise stated, except in respect of number and per share information)

Particulars	Note No.	Year ended 31-Mar-26	Year ended 31-Mar-25
Income			
Revenue from Operations	19	20,998.18	14,000.16
Other Income	20	3,214.16	4,662.39
Total Income (I)		**24,212.34**	**18,662.55**
Expenses			
Costs of revenues	21	7,398.13	4,189.96
Employees' benefits expense	22	8,946.49	5,756.40
Other expenses	23	3,611.38	2,452.97
Depreciation and amortization expense	24	8,543.69	2,533.51
Finance costs	25	780.75	540.50
Total Expense (II)		**29,280.44**	**15,473.34**
Profit (Loss) Before Exceptional Items and Tax - (I) - (II)		**(5068.10)**	**3,189.21**
Exceptional Items	37		
- Impairment of Financial Asset/Goodwill		(17,330.99)	(14,992.36)
- Stautory Impact of New labour codes		(250.35)	-
Profit (Loss) Before Tax		**(22,649.44)**	**(11,803.15)**
Tax expenses:			
Current Taxes		-	-
Deferred Tax		-	-
Total Tax Expense		-	-
Profit for the Year (A)		**(22,649.44)**	**(11,803.15)**
Other Comprehensive Income:			
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:			
Remeasurement Gains or (losses) on defined benefit obligations (net)	28	97.09	(40.72)
Income tax effect		-	-
Net other comprehensive income not to be reclassified to profit or loss in subsequent periods		**97.09**	**(40.72)**
Other comprehensive income/(loss) for the year, (net of tax) (B)		**97.09**	**(40.72)**
Total comprehensive income for the year (A+B)		**(22,552.35)**	**(11,843.87)**
Earnings per Equity Share of INR 10 each			
Basic profit from operations attributable to equity holders of the parent	27	(5.86)	(3.08)
Diluted profit from operations attributable to equity holders of the parent		(5.52)	(2.91)

Significant Accounting Policies 2

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

As per our report of even date

For M N & Associates
Firm registration number: 018167S
Chartered Accountants

S.M. Manish Bhurat
Partner
Membership #: 228297
UDIN: 26228297XBNJMR5645

Place: Chennai
Date: 08/05/2026

For and on behalf of Board of Directors of South Asia FM Limited

K. Shanmugam	**Nicholas Matin Paul**	**M.G. Aravind**
Managing Director	Director	Company Secretary
DIN: 00551319	DIN: 00542620	M.No. A61290

Place: Chennai
Date: 08/05/2026

SOUTH ASIA FM LIMITED
Cash Flow Statement for the Year ended March 31, 2026
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Particulars		Year Ended 31-March-2026	Year Ended 31-March-2025
Cash flow from operating activities			
Net profit before tax and extraordinary items		(22,649.44)	(11,803.15)
Adjustments to reconcile:			
Depreciation on tangible assets		325.26	294.04
Amortisation of intangible assets		7,091.86	1,642.20
Amortisation of Right to Use assets		1,126.57	597.27
Impairment of Financial Assets		17,330.99	-
(Profit)/Loss on sale of fixed assets		(39.35)	7.19
(Profit)/Loss on sale of investments		(49.01)	(75.54)
Assets scrapped		-	-
Liabilities / Provisions no longer required written back		(727.12)	(303.13)
Fair Value (gain) / loss on financial instrument at FVTPL (net)		(1,131.22)	(964.63)
Finance Income - Ind AS		(9.67)	(1,849.26)
Interest income		(1,104.40)	(1,247.67)
Dividend income		(68.73)	(75.65)
Finance Cost		784.75	597.62
Operating profit before working capital changes		**880.49**	**(13,180.71)**
Movements in working capital :			
(Increase) / Decrease in trade receivables		(369.83)	(1,786.85)
(Increase) / Decrease in other non current financial assets		(191.73)	361.19
(Increase) / Decrease in other non current assets		100.62	(220.87)
(Increase) / Decrease in other current financial assets		123.59	632.30
(Increase) / Decrease in other current assets		(613.51)	(645.28)
(Increase) / Decrease in other bank balances		(710.32)	(803.15)
Increase / (Decrease) in trade payables		955.26	181.20
Increase / (Decrease) in other non current financial liabilities		-	-
Increase / (Decrease) in other current financial liabilities		181.54	1,465.89
Increase / (Decrease) in other current liabilities		179.48	248.87
Increase / (Decrease) in provisions		73.63	355.50
Cash generated from operations		609.22	(13,391.91)
Direct taxes paid (net of refunds)		(162.93)	(873.02)
Net cash flow from / (used in) operating activities (A)	**A**	**446.29**	**(14,264.93)**
Cash flow from investing activities			
Purchase of PPE (including capital advances)		(136.04)	(476.48)
Purchase of Intangible assets		(14.63)	(25,754.87)
Purchase of investments		(17,177.60)	(4,483.97)
Repayment of loan		6,100.00	-
Debt repayment of REIT		-	-
Sale of investments		7,838.19	31,551.44
Proceeds from sale of assets		88.79	16.44
Term deposits refunded from banks during the year		6,519.09	6,049.84
Term deposits placed with banks during the year		(3,525.00)	(2,993.14)
Interest received		1,104.40	1,247.67
Dividends received		13.14	12.65
Net cash from / (used in) investing activities (B)	**B**	**810.34**	**5,169.58**
Cash flow from financing activities			
Proceeds from issue of Equity Shares		-	(771.08)
Payment of lease liabilities		(1,967.73)	(1,091.77)
Interest paid (Finance Cost)		(7.26)	(543.98)
Net cash (used in) / from financing activities (C)	**C**	**(1,974.99)**	**(2,406.83)**
Exchange differences on translation of foreign currency cash & cash equivalents	**D**	**-**	**-**
Net increase / (decrease) in cash and cash equivalents (A+B+C+D)	**(A+B+C+D)**	**(718.36)**	**(11,502.18)**
Opening balance of cash and cash equivalents	**E**	**4,383.90**	**354.66**
Closing balance of cash and cash equivalents	**F**	**3,665.54**	**4,383.90**
Components of Cash & Cash equivalents			
Balances with banks:			
– On current accounts		888.51	1,041.17
– Deposits with original maturity of less than three months		2,775.73	3,340.44
Cash on hand		1.30	2.29
		3,665.54	4,383.90

As per our report of even date

For M N & Associates
Firm registration number: 018167S
Chartered Accountants

S.M. Manish Bhurat
Partner
Membership #: 228297
UDIN: 26228297XBNJMR5645

Place: Chennai
Date: 08/05/2026

For and on behalf of Board of Directors of South Asia FM Limite

K. Shanmugam
Managing Director
DIN: 00551319

Nicholas Matin Paul
Director
DIN: 00542620

M.G. Aravind
Company Secretary
M.No. A61290

Place: Chennai
Date: 08/05/2026

SOUTH ASIA FM LIMITED

Statement of Changes in Equity for the Year ended March 31, 2026

(All amounts are in lakhs of Indian Rupees unless otherwise stated, except in respect of number and per share information)

a. Equity Share Capital:

Particulars	Number of Shares	Amount
Equity shares of INR 10 each issued, subscribed and fully paid		
As at April 1, 2025	38,68,34,463	38,683.45
Issue of share capital	-	-
As at March 31, 2026	**38,68,34,463**	**38,683.45**

b. Other equity

As at March 31, 2026

Attributable to Equity holders of the parent					
Particulars				Items of OCI	
	Retained earnings	Securities Premium Reserve	General Reserve	FVTOCI reserve	Total
As at April 1, 2025	(1,219.19)	13,423.61	-	(241.37)	11,963.05
Profit for the period	(22,649.44)	-	-	-	(22,649.44)
Other comprehensive income	-	-	-	97.09	97.09
Total Comprehensive Income	(23,868.63)	13,423.61	-	(144.28)	(10,589.30)
Issue of share capital	-	-	-	-	-
Transaction costs	-	-	-	-	-
Cash dividends	-	-	-	-	-
Dividend distribution tax on cash dividend by parent company	-	-	-	-	-
As at March 31, 2026	(23,868.63)	13,423.61	-	(144.28)	(10,589.30)

As at March 31, 2025

Attributable to Equity holders of the parent					
Particulars				Items of OCI	
	Retained earnings	Securities Premium Reserve	General Reserve	FVTOCI reserve	Total
As at April 1, 2024	10,583.96	13,150.00	-	(200.65)	23,533.31
Profit for the period	(11,803.15)	-	-	-	(11,803.15)
Other comprehensive income	-	-	-	(40.72)	(40.72)
Total Comprehensive Income	(1,219.19)	13,150.00	-	(241.37)	11,689.44
Issue of share capital	-	273.61	-	-	273.61
Transaction costs	-	-	-	-	-
Cash dividends	-	-	-	-	-
Dividend distribution tax on cash dividend by parent company	-	-	-	-	-
As at March 31, 2025	(1,219.19)	13,423.61	-	(241.37)	11,963.05

As per our report of even date

For M N & Associates
Firm registration number: 018167S
Chartered Accountants

S.M. Manish Bhurat
Partner
Membership #: 228297
UDIN: 26228297XBNJMR5645

Place: Chennai
Date: 08/05/2026

For and on behalf of Board of Directors of South Asia FM Limited

K. Shanmugam	**Nicholas Matin Paul**	**M.G. Aravind**
Managing Director	Director	Company Secretary
DIN: 00551319	DIN: 00542620	M.No. A61290

Place: Chennai
Date: 08/05/2026

SOUTH ASIA FM LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS ON 31.03.2026

1. CORPORATE INFORMATION

South Asia FM Limited ('the Company') is engaged in producing and broadcasting radio software programming in Indian regional languages.

The Company operates 40 FM stations across India as on year end.

2. SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Accounting

These statements have been prepared under historical cost convention on accrual basis except for certain financial instruments which are measured at fair values and comply with the Ind AS referred to in Section 133 of the Companies Act, 2013.

The company has adopted the Ind AS Standards and the adoption was carried out in accordance with Ind AS 101 First time adoption of Indian Accounting Standards. The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), which was the previous GAAP.

2. Use Of Estimates

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgements and assumptions. These estimates, judgements and assumptions affect the application of accounting policies and the reported amounts of revenues and expenses during the period. Application of accounting policies that require critical accounting estimates involving complex and subjective judgements and the use of assumption in these financial statements.

3. Property, Plant and Equipment

- Property, Plant and Equipment are stated at cost less accumulated depreciation.

- Depreciation on Property, Plant and Equipment other than leasehold improvements is provided on written down value method at the rates and in the manner specified in Schedule II to the Act. Property, Plant and Equipment individually costing less than Rs.5,000 are depreciated @ 100% in the year of purchase.

- Leasehold improvements are depreciated over the lower of estimated useful lives of the assets or the remaining primary period of the lease.

- BECIL infrastructure assets included in Tangible Fixed Assets (**Note 3**) represents aggregate value of the company's share of the cost of the assets, jointly owned, along with other license holders, at various stations. These assets are jointly controlled assets and the company's share of cost of these assets has been determined corresponding to the number of license holders in each station.

4 . Intangible Assets

- One Time Entry Fees (OTEF) paid by the company for acquiring new licenses is capitalized as an asset, in respect of the stations that have become operational.

OTEF is amortized over a period of fifteen years, being the period of license, the fifteen-year period starting (i) from the date of operationalization of the station or (ii) after the expiry of one year from the date of signing the agreement, whichever is earlier.

- On Air License cost is capitalized as an asset and is amortized over a period of five years from the month in which the license is operative.

- Costs incurred towards the purchase of computer software are depreciated using straight line method over a period of three years.

5. Leases

- The right-of-use assets are initially recognised 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.

- The lease liability is initially measured at amortized cost at the present value of the lease payments to be made over the lease term.

- The lease payments are discounted using interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of the leases.

- Lease Liabilities are re-measured with a corresponding adjustment to the related right of use asset if the company changes its assessment.

6. Impairment

- The carrying amounts of assets are reviewed at each balance sheet date; if there is any indication of impairment based on internal / external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the assets net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital. After impairment, depreciation is provided on the revised carrying amount of the asset.

7. Employee Benefit Plans

- Employee benefit plans comprise both defined benefit and defined contribution plans.

- The company contributes to a gratuity fund maintained by the Life Insurance Corporation of India ('LIC') based upon actuarial valuation.

- Provident fund is a defined contribution plan. Each eligible employee and the company make equal contributions at a percentage of the basic salary specified under the Employee's Provident Fund's and Miscellaneous Provisions Act, 1952.The company has no further obligations under the plan beyond its periodic contributions.

8. Current Taxation

- The company has elected to exercise the option permitted under section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Act, 2019 to pay taxes at a lower rate subject to certain conditions.

9. Deferred Taxation

- Deferred tax assets arising from unabsorbed depreciation and carry forward tax losses have not been recognised in the financial statements, considering the continuous losses incurred by the Company and in the absence of convincing / virtual certainty supported by sufficient appropriate evidence that future taxable profits will be available against which such deferred tax assets can be realised.

- Further, deferred tax liabilities, if any, have been offset against deferred tax assets in accordance with the applicable accounting requirements and net deferred tax asset has not been recognised.

- This treatment is in accordance with the requirements of Indian Accounting Standard (Ind AS) 12 – Income Taxes, particularly paragraphs 24, 34, 35 and 37, which state that deferred tax assets should be recognised only to the extent that it is probable / reasonably certain that sufficient future taxable profits will be available for utilisation of such losses and unabsorbed depreciation.

10 . Financial Instruments

<u>Initial Recognition</u>

The company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price.

<u>Subsequent Measurement</u>

Financial assets carried at amortized cost

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method.

Financial Assets at fair value through profit or loss

A financial asset is subsequently measured at fair value through profit or loss if it is held within the business model for trading if they are acquired for the purpose of selling in the near term.

Financial Liabilities

Financial liabilities are subsequently carried at amortized cost using the effectiveinterest method. For trade and other payables maturing within one year from the balance Sheet date, the carrying amounts approximate fair value due to short maturity of these instruments.

11. Revenue Recognition

- Revenue from Radio broadcasting is recognized on accrual basis on the airing of client's commercials.

- All expenses, not related / attributable to the acquisition of Property, Plant and Equipment and incurred during the year are recognized as expense during the year.

12. License Fees

- As per the new frequency module (FM) broadcasting policy, effective April 1, 2005, license fees are charged to revenue at the rate of 4% of gross revenue for the period or 10% of Reserve One Time Entry Fees (ROTEF) for the concerned city, whichever is higher.

13. Foreign Currency Transactions

- Realized gains and losses on foreign exchange transactions are recognized in the Profit & Loss account. Current Assets and current liabilities denominated in foreign currency outstanding at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognized in the Financial Statements. Exchange Gain / Loss in respect of liabilities incurred for the acquisition of Fixed Assets are recognized in the Profit & Loss account.

14. Provisions and contingent Liabilities

- A provision is recognized when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation.

- Provisions are not discounted to its present value and are determined based on management estimate required to settle the obligation at the balance sheet date.

- These are reviewed at each balance sheet date and adjusted to reflect the current management estimates.

15. Segment Reporting

- The company's operations are relating to FM Radio broadcasting and this is the only primary reportable segment.

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year Ended 31st March 2026
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Note 3. Property Plant & Equipment

Particulars	Plant & Machinery	Office Equipments	Furniture & Fixtures	Lease hold improvements	Motor Vehicle	Total
Gross Block						
At April 1, 2024	**3,683.31**	**425.01**	**46.71**	**790.41**	**150.82**	**5,096.26**
Additions	32.11	7.19	0.15	1.69	1.16	**42.30**
Adjustments*	288.17	41.57	59.09	31.91	13.44	**434.18**
Impairment	-	-	-	-	-	**-**
Disposals	(28.20)	(58.99)	(2.72)	-	(0.58)	(90.49)
At March 31, 2025	**3,975.39**	**414.78**	**103.23**	**824.01**	**164.84**	**5,482.25**
Additions	78.69	11.00	0.21	10.40	35.74	136.04
Adjustments	(5.56)	5.39	(49.88)	50.06	-	0.01
Impairment	-	-	-	-	-	-
Disposals	(106.99)	(41.01)	(12.39)	-	(134.74)	(295.13)
At March 31, 2026	**3,941.53**	**390.16**	**41.17**	**884.47**	**65.84**	**5,323.17**

Depreciation						
At April 1, 2024	**2,633.57**	**283.48**	**37.29**	**724.55**	**122.88**	**3,801.77**
Charge for the year	**222.26**	**27.62**	**6.88**	**27.05**	**10.23**	**294.04**
Impairment	**-**	**-**	**-**	**-**	**-**	**-**
Disposals	**(20.11)**	**(44.38)**	**(2.38)**	**-**	**-**	**(66.87)**
At March 31, 2025	**2,835.72**	**266.72**	**41.79**	**751.60**	**133.11**	**4,028.94**
Charge for the year	230.32	33.67	4.91	46.80	9.57	325.27
Adjustments*	(6.58)	(0.30)	(4.16)	11.66	(0.62)	-
Impairment	-	-	-	-	-	-
Disposals	(86.50)	(29.80)	(10.97)	-	(118.41)	(245.69)
At March 31, 2026	**2,972.96**	**270.29**	**31.57**	**810.06**	**23.65**	**4,108.52**

Net Block

At April 1, 2024	**1,049.74**	**141.53**	**9.42**	**65.86**	**27.94**	**1,294.49**
At March 31, 2025	**1,139.67**	**148.06**	**61.44**	**72.41**	**31.73**	**1,453.31**
At March 31, 2026	**968.58**	**119.87**	**9.60**	**74.41**	**42.19**	**1,214.65**

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year Ended 31st March 2026
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Note 4. Intangible Assets

Particulars	Computer Software	Licenses	Goodwill	Total
Gross Block				
At April 1, 2024	**32.26**	**21,257.20**	**-**	**21,289.46**
Additions	-	-	-	-
Adjustments	-	21,235.88	17,330.99	38,566.87
Disposals	-	-	-	-
At March 31, 2025	**32.26**	**42,493.08**	**17,330.99**	**59,856.33**
Additions	14.63	-	-	14.63
Disposals	-	-	-	
At March 31, 2026	**46.89**	**42,493.08**	**17,330.99**	**59,870.96**

Amortization

Particulars	Computer Software	Licenses	Goodwill	Total
At March 31, 2024	28.07	11,703.16	**-**	11,731.23
Charge for the year	2.29	1,639.92	-	1,642.21
Adjustments	-	12,812.00	-	12,812.00
Disposals	-	-	-	-
At March 31, 2025	**30.36**	**26,155.08**	**-**	**26,185.44**
Charge for the year	2.90	7,088.97	-	7,091.87
Disposals	-	-	-	-
Impairment	-	-	17,330.99	17,330.99
At March 31, 2026	**33.26**	33,244.05	**17,330.99**	**50,608.30**

Net Block

Particulars	Computer Software	Licenses	Goodwill	Total
At April 1, 2024	**4.19**	**9,554.04**	**-**	**9,558.23**
At March 31, 2025	**1.90**	**16,338.00**	**17,330.99**	**33,670.89**
At March 31, 2026	**13.63**	**9,249.03**	**-**	**9,262.66**

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year Ended 31st March 2026
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Note 5. Financial assets (Non Current)

Investments in Taxable Bonds

Particulars	Face Value (Rs.)	No. of Units	As at 31-March-2026	As at 31-March-2025
Investments at Amortised Cost				
HDFC Bank Limited - 7.4%	10,00,000	50	-	500.00
Aditya Birla Housing Finance Limited - 8.94%	10,00,000	14	140.00	140.00
Tata Capital Limited - 8.65%	10,00,000	6	60.00	60.00
ICICI Bank Limited - 0 %	1,00,000	61	59.60	55.49
ICICI Bank Limited - 0 %	1,00,000	1,100	758.13	-
IDFC First Bank Limited - 9.24%	10,00,000	10	100.00	100.00
Tata Capital Financial Ltd - 9.17%	10,00,000	2	-	20.00
Tata Capital Financial Ltd - 9.25%	10,00,000	6	-	60.00
Punjab National Bank Perpetual Bonds - 8.75%	1,00,00,000	5	500.00	500.00
Punjab National Bank Perpetual Bonds - 8.75%	1,00,00,000	3	300.00	300.00
HDB Financial Services - 8.04%	10,00,000	10	-	100.00
Kotak Infrastructure Debt Fund - 8.10%	1,00,000	100	100.00	100.00
Tata Capital Limited 2034 - 8.22%	1,00,00,000	1	100.00	100.00
Capsave Finance Private Limited - 8.35%	1,00,000	100	100.00	100.00
Bharti Telecom Limited 2028 - 8.75%	1,00,000	100	100.00	100.00
Tata Capital Limited 2034 - 8.22%	1,00,00,000	1	100.00	-
Aditya Birla Finance Limited 2027 - 8.33%	70,00,000	70	70.00	-
Sundaram Finance Limited 2030 - 8.37%	50,00,000	5	50.00	-
Aditya Birla Finance Limited 2029 - 8.95%	30,00,000	3	30.00	-
Mahindra & Machindra Financial Services Limited 2034 - 8.35%	1,00,00,000	100	100.00	-
Sundaram Finance Limited 2028 - 8.45%	1,00,00,000	10	100.00	-
Credila financial services - 8.10%	10,00,000	35	350.00	-
Credila financial services - 8.24%	1,00,000	500	500.00	-
Hero fincorp limited - 7.80%	1,00,000	500	500.00	-
Investments at fair value through profit or loss (FVTPL)	-	-	-	-
Embassy Office Parks - REIT	-	1,09,000	458.12	399.50
Total			**4,575.85**	**2,634.99**

Note 6. Financial assets (Non-Current)

Particulars	As at 31-March-2026	As at 31-March-2025
Loans (Secured considered good unless otherwise stated)		
Loans to Related parties	2,500.00	8,600.00
Total	**2,500.00**	**8,600.00**

Note 6.1. Other Financial Assets

Particulars	As at 31-March-2026	As at 31-March-2025
Rental deposits	179.58	164.32
Deposits with Government agencies	464.08	414.12
Margin Money deposit	2,404.96	2,278.45
Total	**3,048.62**	**2,856.89**

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year Ended 31st March 2026
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Note 7. Tax Assets

Particulars	As at 31-March-2026	As at 31-March-2025
Non-Current Tax Assets		
Advance income tax (net of provision)	1,552.55	1,389.62
Total	**1,552.55**	**1,389.62**

Note 8. Other Current and Non-Current Assets

Other Non-Current Assets

Particulars	As at 31-March-2026	As at 31-March-2025
Unsecured and considered good		
Capital advances	10.08	15.88
Prepaid expenses	281.84	375.33
Others	124.31	125.64
Total	**416.23**	**516.85**

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year Ended 31st March 2026
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Note 9. Trade Receivables

Trade receivables

Particulars	As at 31-March-2026	As at 31-March-2025
Trade receivables		
Secured, considered good	-	-
Unsecured, considered good	7,044.66	6,674.83
Credit Impaired	696.47	1,074.89
	7,741.13	7,749.72
Allowance for credit impaired	(696.47)	(1074.89)
Total	**7,044.66**	**6,674.83**

Particulars	Outstanding for following periods from the date of invoice/accrual as at March 31, 2026					
	Less than 6 Months	6 Months - 1 Year	1 - 2 Year	2 - 3 Year	More than 3 Years	Total
(i) Undisputed Trade receivables – considered good	5,479.42	577.76	533.16	299.53	154.79	7,044.66
(ii) Undisputed Trade Receivables – Credit Impaired	-	-	3.67	119.57	573.23	696.47
(iii) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-
Total	**5,479.42**	**577.76**	**536.83**	**419.10**	**728.02**	**7,741.13**
Less: Allowance for credit impaired	-	-	(3.67)	(119.57)	(573.23)	(696.47)
Total	**5,479.42**	**577.76**	**533.16**	**299.53**	**154.79**	**7,044.66**

Particulars	Outstanding for following periods from the date of invoice/accrual as at March 31, 2025					
	Less than 6 Months	6 Months - 1 Year	1 - 2 Year	2 - 3 Year	More than 3 Years	Total
(i) Undisputed Trade receivables – considered good	5,110.00	765.67	530.53	192.35	76.26	6,674.83
(ii) Undisputed Trade Receivables – Credit Impaired	-	-	2.36	117.63	954.90	1,074.89
(iii) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-
Total	**5,110.00**	**765.67**	**532.89**	**309.98**	**1,031.16**	**7,749.72**
Less: Allowance for credit impaired	-	-	(2.36)	(117.63)	(954.90)	(1074.89)
Total	**5,110.00**	**765.67**	**530.53**	**192.35**	**76.26**	**6,674.83**

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year Ended 31st March 2026
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Note 10. Investment in Mutual Funds

Particulars	**As at 31-March-2026**	**As at 31-March-2025**
Investments in Mutual Funds at fair value through profit or loss (FVTPL):		
HDFC Floating Rate Debt Fund - Daily Dividend 9553692.546 Units (Previous year : 9460361.53 Units)	961.91	907.52
ICICI Prudential Floating Interest Fund - DP Growth 39670.770 Units (Previous year : 39670.770 Units)	193.04	179.59
Bandhan Bond Fund - Medium Term Plan Growth 323765.223 units (Previous year: 323765.223 units)	151.63	145.01
Bandhan Bond Fund - Short term plan - Growth Plan 1492435.601 Units (Previous year: 1492435.601 Units)	947.88	891.91
HDFC Banking & PSU Debt fund - Direct Growth Option 6495777.795 Units (Previous year: 6495777.795 Units)	1,606.17	1,521.30
SBI Magnum Medium Duration fund - Regular growth 1652335.258 Units (Previous year: 1439695.759 Units)	872.41	827.84
SBI Crisil IBX SDL Index - Sep 2027 Fund 5032612.975 Units (Previous year: 5032612.975 Units)	646.92	604.45
SBI CPSE BP SDL Sep 2026 50:50 Index - Direct Growth 11169153.170 Units (Previous year: 11169153.170 Units)	1,437.70	1,345.86
ICICI Prudential Short term Fund - Growth option 403600.919 Units (Previous year: 403600.919 Units)	252.19	237.43
ICICI Prudential Nifty PSU bond Plus SDL Sep 2027 40:60 Index Fund - Growth 1490179.232 Units (Previous year: 1490179.232 Units)	192.29	180.02
ICICI Prudential Banking and PSU Debt fund - Direct Plan Growth 3369108.866 Units (Previous year: 3369108.866 Units)	1,191.13	1,124.42
Tata Treasury Advantage Fund Regular Plan - Growth 11772.765 Units (Previous year: 11772.765 Units)	482.12	453.67
Tata Short Term Bond Fund Regular Plan - Growth 206969.919 Units (Previous year: 206969.919 Units)	101.78	97.20
Axis Banking & PSU Debt Fund - Direct Growth 12287.082 Units (Previous year: 12287.082 Units)	345.63	326.55
Axis CRISIL IBX 50:50 Gilt Plus SDL Sep 2027 Index Fund - Direct Growth 4999750.012 Units (Previous year: 4999750.012 Units)	631.48	589.74
Axis CRISIL IBX 50:50 Gilt Plus SDL Jun 2028 Index Fund - Direct Growth 1149942.503 Units (Previous year: 1149942.503 Units)	144.98	135.95
Axis Nifty SDL Sep 2026 Debt Index Fund - Direct Growth 3249837.508 Units (Previous year: 3249837.508 Units)	412.97	386.65
Axis Fixed Term Plan - series 113 (1128 days) - Direct Growth 3749812 Units (Previous year: 3749812 Units)	466.22	435.53

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year Ended 31st March 2026
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Note 10. Investment in Mutual Funds

Particulars	As at 31-March-2026	As at 31-March-2025
Baroda BNP Paribas Nifty SDL Dec 2026 Index fund - Direct Growth 1483311.911 Units (Previous year: 1483311.911 Units)	186.74	174.55
Tata Arbitrage Fund - Direct Plan - Growth 784071.575 Units (Previous year: 784071.575 Units)	124.46	116.36
Axis Corporate Debt Fund - Direct Growth 2701378.375 Units (Previous year: 2701378.375 Units)	506.70	476.17
HDFC Corporate Bond Fund - Regular Plan - Growth 23,19,967.77 Units (Previous year: 23,19,967.77 Units)	773.50	542.02
ICICI Prudential Equity Arbtirage Fund - Growth 2644385.213 Units (Previous year: 2644385.213 Units)	1,020.22	955.90
Bandhan CRISIL IBX 90:10 SDL Gilt April 2032 Index fund Direct Plan 1349423.771 Units (Previous year: 1349423.771 Units)	172.33	164.97
Bandhan corporate Bond fund Direct- Plan Growth 843270.368 Units (Previous year: 843270.368 Units)	173.12	163.19
LIC MF Medium To Long Duration Bond Fund - Direct Plan-Growth 484319.153 Units (Previous year: 484319.153 Units)	383.63	369.30
SBI Magnum Gilt Fund -Regular Growth 641731.52 Units (Previous year:641731.52 Units)	424.60	419.23
Nippon India Corporate Bond Fund - Growth Plan 231913.55 Units (Previous year: 231913.55 Units)	143.51	135.97
Edelweiss Arbitrage Fund - Regular Plan Growth 282980.157 Units (Previous year: 282980.157 Units)	57.24	54.00
ICICI Prudential Medium Term Bond Fund 365561.641 Units (Previous year: 365561.641 Units)	170.92	160.06
Edelweiss Multi Asset Allocation Fund - Regular Plan Growth 1395071.435 Units (Previous year:1395071.435 Units)	169.59	159.35
Bandhan Banking & PSU Debt Fund 642168.155 Units (Previous Year: 642168.155 Units)	168.52	159.19
Bandhan Floating Rate Fund 1228359.325 Units (Previous Year: 1228359.325 Units)	168.61	158.01
ICICI Prudential Corporate Bond Fund - Direct Plan - Growth 1650769.058 Units (Previous Year: 1650769.058 Units)	535.82	504.33
Bandhan Income plus Arbitrage Fund of Funds - Direct Plan Growth 1114562.716 Units (Previous Year: 1114562.716 Units)	533.20	501.73
ICICI Prudential Bond Fund - Direct Plan - Growth 242984.092 Units (Previous Year: 242984.092 Units)	105.19	101.46

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year Ended 31st March 2026
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Note 10. Investment in Mutual Funds

Particulars	As at 31-March-2026	As at 31-March-2025
HDFC Income Plus Arbitrage Active FOF - Direct Growth Plan 17,48,132.60 Units	776.24	-
ICICI Prudential Long Term Bond Fund 302621.439 Units	293.36	-
Baroda Bnp Paribas Income Plus Arbitrage Active Fund Of Funds 5951565.39 Units	620.95	-
Bandhan CRISIL IBX Gilt April 2032 Index fund Direct Plan - Growth 2428045.331 Units	306.53	-
HSBC Income Plus Arbitrage Active FOF - Direct Growth 5019818.482 Units	1,181.11	-
Kotak Income Plus Arbitrage Active FOF - Direct Plan Growth 1634345.865 Units	210.07	-
UTI Income Plus Arbitrage Active Fund of Fund - Direct Plan - Growth 7756661.385 Units	820.61	-
DSP Income Plus Arbitrage Omni FoF - Direct - Growth 3092606.100 Units	717.93	-
Aditya Birla Sun Life Income Plus Arbitrage Active Fund of Fund - Direct Plan - Growth 1254271.009 Units	514.43	-
SBI Overnight Fund Regular Growth 53917.10 Units	2,052.82	-
Total	**24,350.42**	**15,706.40**

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year Ended 31st March 2026
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Note 10.1 Other Financial Assets

Particulars	As at 31-March-2026	As at 31-March-2025
Interest Accrued	82.02	78.36
Other receivables (from Related Parties)	2.44	0.32
Interest Receivable	48.00	177.37
Total	**132.46**	**256.05**

Note 11. Cash and Cash Equivalents

Particulars	As at 31-March-2026	As at 31-March-2025
Balances with banks:		
– On current accounts	888.51	1041.17
– Deposits with original maturity of less than three months	2775.73	3340.44
Cash on hand	1.30	2.29
Total	**3,665.54**	**4,383.90**

Note 11.1 Bank Balances other than Cash and Cash Equivalents

Particulars	As at 31-March-2026	As at 31-March-2025
Deposits with original maturity for more than 3 months but less than 12 months	912.88	3196.65
Total	**912.88**	**3,196.65**

Note 11.2.Other Current Assets

Particulars	As at 31-March-2026	As at 31-March-2025
Prepaid expenses	950.25	974.13
Balances with statutory/government authorities	305.76	219.25
Others	897.73	346.85
Total	**2,153.74**	**1,540.23**

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year Ended 31st March 2026
(All amounts are in lakhs of Indian Rupees unless otherwise stated, except in respect of number and per share information)

Note 12. Equity Share Capital

Particulars	As at 31-March-2026	As at 31-March-2026	As at 31-March-2025	As at 31-March-2025
Authorised Capital				
49,50,00,000 Equity Shares of Rs. 10/- each (31-March-2025: 49,50,00,000 Equity Shares of Rs. 10/- each)	49,500.00	-	49,500.00	-
63,15,00,000 - 0.1% Compulsorily Convertible Preference Shares of Rs. 10/- each (31-March-2025: 63,15,00,000 - 0.1% Compulsorily Convertible Preference Shares of Rs. 10/- each)	63,150.00	-	63,150.00	-
	1,12,650.00		**1,12,650.00**	
Issued, Subscribed and Paid-up Capital				
38,68,34,463 Equity Shares of Rs.10/- each fully paid up (31-March-2025: 38,68,34,463 Equity Shares of Rs.10/- each fully paid up)		38,683.45		38,683.45
23,35,00,683 - 0.1% Compulsorily Convertible Preference Shares of Rs. 10/- each (31-March-2025: 23,35,00,683 - 0.1% Compulsorily Convertible Preference Shares of Rs.10/- each)	23,350.07		23,350.07	
Less: Classified under "Other Equity" - Note 13	(23,350.07)		(23,350.07)	
		38,683.45		**38,683.45**

(i) Reconciliation of the number of shares outstanding:

Particulars	As at 31-March-2026		As at 31-March-2025	
	No. of shares	Amount	No. of shares	Amount
Balance as at beginning of the year	38,68,34,463	38,683.45	38,18,59,817	38,185.98
Add: Equity shares issued during the year	-	-	49,74,646	497.47
Balance as at the end of the year	**38,68,34,463**	**38,683.45**	**38,68,34,463**	**38,683.45**

(ii) Term/Rights attached to Shares

The Company has one class of equity shares having a face value of INR 10 each. Each shareholder is eligible for one vote per share held. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

During the period ended March 31, 2026, the amount of per share dividend recognized as distributions to equity shareholders was Rs. NIL /- share (March 31, 2025: Rs. NIL/-)

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) Details of Shareholders holding more than 5 percent in the Company:

Particulars	As at 31-March-2026		As at 31-March-2025	
	No. of Shares	% against total number of shares	No. of Shares	% against total number of shares
Name of the shareholders				
Sun TV Network Limited	22,69,92,000	58.68%	22,69,92,000	58.68%
AH Multisoft Private Limited	7,63,71,962	19.74%	7,63,71,962	19.74%
South Asia Multimedia Technologies Limited, Mauritius	7,63,71,963	19.74%	7,63,71,963	19.74%

(iv) Shareholding of promoters

Promoter Name	As at 31-March-2026			As at 31-March-2025		
	Number	% of total shares	% of Change during the Year	Number	% of total shares	% of Change during the Year
Sun TV Network Limited	22,69,92,000	58.68%	-	22,69,92,000	58.68%	-
Kalanithi Maran	21,23,888	0.55%	-	21,23,888	0.55%	-

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year Ended 31st March 2026
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Note 13. Other Equity

Particulars	As at 31-March-2026	As at 31-March-2025
23,35,00,683 - 0.1% Compulsorily Convertible Preference Shares of Rs. 10/- each (31-March-2025: 23,35,00,683 - 0.1% Compulsorily Convertible Preference Shares of Rs.10/- each)	23,350.07	23,350.07
Share Premium	13,423.61	13,423.61
Retained earnings	(24,012.88)	(1,460.51)
Total	**12,760.80**	**35,313.17**

The Company has only one class of Preference shares having a face value of Rs. 10 per share.The Preference shares are convertible to equity shares at any time within a period of 18 years from the date of issue at the option of the Company. Upon conversion to equity shares, the preference shares rank pari pasu with the existing equity shares of the company in all respects.

Note 14. Other Financial Liabilities (Non Current)

Particulars	As at 31-March-2026	As at 31-March-2025
Other financial liabilities at amortised cost		
Rental deposit from related parties	0.20	0.20
Total	**0.20**	**0.20**

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year Ended 31st March 2026
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Note 15. Trade Payables - Current

Particulars	As at 31-March-2026	As at 31-March-2025
Total oustanding due of micro enterprises and small enterprises (MSME)	193.03	54.91
Total oustanding dues of creditors other than micro enterprises and small enterprises	628.33	538.40
Total	**821.36**	**593.31**

Particulars	Outstanding for following periods as on 31.3.2026 from due date of payment				
	Less than one year	1 - 2 Years	2-3 Years	3 years and above	Total
(i) MSME	193.03	-	-		193.03
(ii) Others	529.32	1.47	40.25	57.28	628.33
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-
Total	**722.35**	**1.47**	**40.25**	**57.28**	**821.36**

Particulars	Outstanding for following periods as on 31.3.2025 from due date of payment				
	Less than one year	1 - 2 Years	2-3 Years	3 years and above	Total
(i) MSME	54.74	-	0.17	-	54.91
(ii) Others	438.94	41.74	36.60	21.12	538.40
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-
Total	**493.68**	**41.74**	**36.77**	**21.12**	**593.31**

Note 16. Other Financial Liabilities (Current)

Particulars	As at 31-March-2026	As at 31-March-2025
Other financial liabilities		
Payable to employees	578.72	337.27
Oustanding liabilities	4,504.35	4,663.00
Other Payables (to Related Parties)	4.97	3.32
Total	**5,088.04**	**5,003.59**

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year Ended 31st March 2026
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Note 17. Other Current Liabilities

Particulars	As at 31-March-2026	As at 31-March-2025
Statutory Dues	685.62	544.68
Advances from customers	104.10	65.56
Total	**789.72**	**610.24**

Note 18. Provisions

Particulars	As at 31-March-2026	As at 31-March-2025
Short-term provisions		
Provision for leave encashment	396.79	419.40
Provision for gratuity	255.24	159.00
Total	**652.03**	**578.40**

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year Ended 31st March 2026
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Note 19. Revenue from Services

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Advertising income	16,211.17	11,819.94
Income from events	4,787.01	2,180.22
Total	**20,998.18**	**14,000.16**

Note 20. Other Income

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Dividend income on current investments	68.73	75.65
Net gain on sale of current investments	49.01	75.54
Fair Value Gain on Financial Instruments at FVTPL(net)	1,131.22	964.63
Liabilities / Provisions no longer required written back	727.12	303.13
Profit on Sale of Assets (net)	39.35	-
Rental Income	10.30	7.22
Interest income		
- on bank deposits & bonds	678.70	558.62
- on loans to associates /deposits - Ind AS	79.44	1,988.20
- on IT refund	18.98	12.95
- on other loans	406.72	676.10
Miscellaneous Income	4.59	0.35
Total	**3,214.16**	**4,662.39**

Note 21. Cost of Revenues

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Program production expenses	5,000.33	2,405.24
Licenses	2,397.80	1,784.72
Total	**7,398.13**	**4,189.96**

Note 22. Employees' Benefits Expenses

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Salaries, wages and bonus	8,299.71	5,251.36
Gratuity & Leave Encashment Expenses	116.12	152.13
Contributions to provident fund and other funds	497.01	332.24
Staff welfare expense	33.65	20.67
Total	**8,946.49**	**5,756.40**

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year Ended 31st March 2026
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Note 23. Other Expenses

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Legal and professional fees	1,067.25	435.70
Travel and conveyance	92.96	74.72
Advertisement and Marketing expenses	136.99	117.44
Rent	29.42	13.16
Power and Fuel	721.46	598.92
Repairs and maintenance		
- Plant and machinery	103.00	56.88
- Others	128.00	155.54
Communication	77.63	60.55
Expenditure on Corporate Social Responsibility	13.08	37.66
Utilities	300.36	269.97
Insurance	8.18	1.71
Bad debts written off	624.79	308.62
Provision for doubtful debts (net of reversals)	245.55	243.42
Loss on sale of assets (net)	-	7.19
Rates and taxes	54.38	60.76
Bank Charges	4.00	4.19
Miscellaneous expenses	4.33	6.54
Total	**3,611.38**	**2,452.97**

Corporate Social Responsibility (CSR) Expenditure

Particulars	Year ended Mar 31, 2026	Year Ended March 31, 2025
a. Amount required to be spent by the company during the year	13.08	37.65
b. Amount of expenditure incurred	13.08	37.66
c. (Excess)/Shortfall at the end of the year	(0.00)	(0.01)

Payment to auditor:

Particulars	Year ended Mar 31, 2026	Year Ended March 31, 2025
As auditor:		
Audit fee	6.25	3.00
In other capacity:		
Other services	10.20	5.10
Total	**16.45**	**8.10**

Note 24. Depreciation and amortization expense

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Depreciation of tangible assets (Note 3)	325.26	294.04
Amortization of intangible assets (Note 4)	7,091.86	1,642.20
Amortization of Right to Use	1,126.57	597.27
Total	**8,543.69**	**2,533.51**

Note 25. Finance Costs

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest on Lease liablities	777.49	539.79
Other Interest	3.26	0.71
Total	**780.75**	**540.50**

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year Ended 31st March 2026

(All amounts are in lakhs of Indian Rupees unless otherwise stated, except in respect of number and per share information)

Note 26. Components of Other Comprehensive Income (OCI)

The disaggregation of changes to OCI by each type of reserve in equity is shown below:

Particulars	Year Ended	
	March 31, 2026	March 31, 2025
Re-measurement gains (losses) on defined benefit plans	97.09	(40.72)
Others (if any)	-	-
Total	**97.09**	**(40.72)**

Note 27. Earnings Per Share

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

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

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

Particulars	Year Ended	
	March 31, 2026	March 31, 2025
Profit after tax	(22,649.44)	(11,803.15)
Weighted average number of shares		
- Basic	38,68,34,463.00	38,26,63,937.86
- Diluted	41,01,84,533.00	40,60,14,006.16
Earning per share of Rs.10/- each		
- Basic	(5.86)	(3.08)
- Diluted	(5.52)	(2.91)

Note 28. Employee benefit plans

A) Defined Contribution plans

i) Contribution to Provident Fund : Contributions towards Employees Provident Fund made to the Regional /Employee Provident Fund are recognised as expenses in the year in which the services are rendered.

ii) Contribution to Employee State Insurance : Contributions to Employees State Insurance Scheme are recognised as expense in the year in which the services are rendered.

During the year,the company has recognised the following amounts in the Profit and Loss account,which are included in Employee Benefit Expense in Note 22.

Particulars	March 31, 2026	March 31, 2025
Contribution to Provident Fund	496.86	331.67
Contribution to Employee State Insurance	0.15	0.56

B) Defined benefit plan - Gratuity

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The scheme is funded with an insurance with an insurance Group in the form of a qualifying insurance policy.

The following tables summarize the components of net benefit expense recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for the Gratuity plan.

Statement of Profit and Loss

Particulars	March 31, 2026	March 31, 2025
Recognized in profit or loss:		
Current service cost	136.59	82.82
Interest cost on benefit obligation	4.06	(1.37)
Recognized in other comprehensive income:		
Remeasurement gains/(losses) in other comprehensive income arising from changes in demographic assumptions	0.00	0.00
Remeasurement gains/(losses) in other comprehensive income arising from changes in financial assumptions	(105.10)	48.58
Remeasurement gains/(losses) due to Experience on DBO	13.63	(34.68)
Return on Plan Assets (Greater) / Less than Disount rate	(5.62)	26.82
Recognized in other comprehensive income	**(97.09)**	**40.72**

Net benefit expense	**43.56**	**122.17**

Particulars	March 31, 2026	March 31, 2025
Defined benefit obligation	1,287.60	1,314.38
Fair value of plan assets	1,032.36	1,155.38
Plan Liability / (Asset)	**255.24**	**159.00**

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

Note 28. Employee benefit plans (Cont..)

Changes in the present value of the defined benefit obligation are as follows:

Particulars	March 31, 2026	March 31, 2025
Opening defined benefit obligation	1,314.38	641.50
Current service cost	136.59	82.82
Interest cost	74.28	44.27
Plan Amendment	248.42	-
Actuarial (gains) / losses on obligation	(91.48)	13.90
Acquisitions/Divestures/Transfer	-	583.38
Benefits paid	(394.60)	(51.49)
Closing defined benefit obligation	**1,287.09**	**1,314.38**

Changes in the fair value of plan assets are as follows:

Particulars	March 31, 2026	March 31, 2025
Fair value of planned assets at the beginning of the year	1,155.38	603.56
Expected return on plan assets	70.22	45.64
Contributions	195.74	584.50
Benefits paid	(394.60)	(51.49)
Actuarial gain / (loss) on plan assets	5.61	(26.83)
Fair value of plan assets at the end of the year	**1,032.35**	**1,155.38**

The principal actuarial assumptions used in determining gratuity obligation for the Group’s plans are shown below:

Particulars	March 31, 2026	March 31, 2025
Discount rate	8.02%	6.65%
Expected rate of return on assets	6.65%	7.19%
Salary Escalation	5.00%	5.00%
Employee turnover	15.00%	15.00%

The overall expected rate of return on assets is determined based on Market prices prevailing on that date, applicable to the period over which the obligation is to be settled. The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment Market.

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year Ended 31st March 2026
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

29.1 The major categories of plan assets of the fair value of the total plan assets are as follows:

Particulars	Gratuity plan	
	March 31, 2026	March 31, 2025
Investments details		
Funds with LIC	1,032.35	1,155.38
Total	**1,032.35**	**1,155.38**

A quantitative sensitivity analysis for significant assumption as at March 31, 2026 is as shown below:

Gratuity plan:

Assumptions	Discount rate		Future salary increases	
Sensitivity Level	**1% increase**	**1% decrease**	**1% increase**	**1% decrease**
Impact on defined benefit obligation	(76.34)	85.03	63.03	(59.96)

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

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

Assumptions	March 31, 2026	March 31, 2025
Within the next 12 months (next annual reporting period)	177.87	167.45
Between 2 and 5 years	598.11	559.34
Between 5 and 10 years	625.04	464.26
Total expected payments	**1,401.02**	**1,191.05**

South Asia FM Limited
Notes to Financial Statements for the Year Ended 31st March 2026
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Note 30. Related party transactions

Names of related parties

Individual owning an interest in voting power of the Company that gives them control
Mr. Kalanithi Maran

Enterprises in which Key Management personnel or their relatives have significant influence
Sun Direct TV Private Limited
Kal Radio Limited

Holding Company
Sun TV Network Limited

Key Management personnel

Arjun Rao Donakanti- Director
Kannappan Shanmugam- Managing Director
Sridhar Venkatesh- Director
Mathipoorana Ramakrishnan- Director
Nicholas Martin Paul- Director
Mallapuram Ganesan Aravind- Company Secretary
Rohit Jain- Director

Particulars	Holding Company		Enterprises in which Key Management personnel or their relatives have significant influence		Subsidiary / Joint Ventures/ associates		Key managerial personnel / Relatives of Key managerial personnel	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Rental Income								
Sun Direct TV Pvt Ltd	-	-	4.83	3.30	-	-	-	-
Interest Income								
Sun Direct TV Pvt Ltd	-	-	404.79	461.18	-	-	-	-

Particulars	Holding Company		Enterprises in which Key Management personnel or their relatives have significant influence		Subsidiary / Joint Ventures/ associates		Key managerial personnel / Relatives of Key managerial personnel	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Advertisement Income								
Sun Direct TV Pvt Limited	-	-	3.14	0.60	-	-	-	-
Rent Expense								
Sun TV Network Limited	18.30	18.27	-	-	-	-	-	-
Business Support Services								
Sun TV Network Limited	17.88	16.72	-	-	-	-	-	-
Scrap Sale Services								
Sun TV Network Limited	0.33	-						
Sale of Fixed Asset								
Kal Radio Pvt Limited		-	7.36					
Purchase of Fixed Asset								
Kal Radio Pvt Limited			4.21					
Remuneration/Ex-gratia/Bonus payable								
Key Management personnel	-		-	-	-	-	39.54	39.12

Particulars	Holding Company		Enterprises in which Key Management personnel or their relatives have significant influence		Subsidiary / Joint Ventures/ associates	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Balances Outstanding:						
Other Receivables						
Sun TV Limited	0.33	-	-	-	-	-
Kal Radio Pvt Limited	-	-	-	-	1.33	-
Loans & Advances						
Sun Direct TV Pvt Limited	-	-	2,500.00	8,600.00	-	
Rental and other deposits						
Sun Direct TV Pvt Limited	-	-	0.20	0.20	-	
Accounts Receivable						
Sun Direct TV Pvt Limited	-	-	3.51	0.32	-	-
Accounts Payable / Other Current Liabilities						
Sun Tv Network Limited	4.97	3.32		-	-	
Other Financial Assets						
Interest Receivable						
Sun Direct TV Pvt Limited	-	-	48.00	177.37	-	

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Note 31.1. Fair Values

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financials instruments, other than those with carrying amounts that are reasonable approximations of fair values:

Particulars	Carrying Value		Fair Value	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Financial Assets				
(Non Current & Current)				
Investments in Mutual Funds	24,350.42	15,706.40	24,350.42	15,706.40
Investments in Taxable Bonds	4,575.85	2,634.99	4,575.85	2,634.99
Total	**28,926.27**	**18,341.39**	**28,926.27**	**18,341.39**

Note 31.2. Fair value hierarchy

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

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2026:

Particulars	Date of Valuation	Fair Value Measurement using			
		Total	Quoted Price in active Markets (Level 1)	Significant observable inputs (Level 2)	Significant observable inputs (Level 3)
Asset measured at fair value:					
FVTPL financial investments:					
Investments in Mutual Funds	March 31, 2026	24,350.42	24,350.42	-	-
Investments in Taxable Bonds	March 31, 2026	4,575.85	4,575.85	-	-

There have been no transfers between Level 1 and Level 2 during the period.

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2025:

Particulars	Date of Valuation	Fair Value Measurement using			
		Total	Quoted Price in active Markets (Level 1)	Significant observable inputs (Level 2)	Significant observable inputs (Level 3)
Asset measured at fair value:					
FVTPL financial investments:					
Investments in Mutual Funds	March 31, 2025	15,706.40	15,706.40	-	-
Investments in Taxable Bonds	March 31, 2025	2,634.99	2,634.99	-	-

There have been no transfers between Level 1 and Level 2 during the period.

Note 32. Financial risk management objectives and policies

The Company's principal financial liabilities, other than derivatives, comprise bank loans and trade payables. The main purpose of these financial liabilities is to raise finance for the Company's operations. The Company has various financial assets such as trade receivables and cash and short-term deposits, which arise directly from

The Company is exposed to Market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management is supported by a financial risk committee that advises on financial risks and the appropriate financial risk governance framework for the Company. The financial risk committee provides assurance to the Company's senior management that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. All derivative activities for risk management purposes are carried out by specialist teams that have the appropriate skills, experience and supervision. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken.

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 two types of risk: currency risk and other price risk, such as equity price risk. Financial instruments affected by Market risk include deposits, etc.Financial instrument affected by Market risk include deposits etc.

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, foreign exchange transactions and other financial instruments.

Liquidity risk
The Company prime source of income is cash and cash equivalants and the cash flow generated from activities. The compnay has no outstanding bank borrowings. The company believes the working capital is sufficient to meet its current requirements. Accordingly there is no liquidity risk.

The table below summarises the maturity profile of the company's financial liabilities based on contractual undiscounted payments.

Particulars	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
Year ended 31/03/2026						
Lease Liability	-	466.18	1,428.36	7,130.54	422.38	9,447.46
Other financial liabilities	-	-	5,088.04	0.20	-	5,088.24
Trade and other payables	-	1,611.08	-	-	-	1,611.08
	-	**2,077.26**	**6,516.40**	**7,130.74**	**422.38**	**16,146.78**
Year ended 31/03/2025						
Lease Liability	-	499.24	1,521.14	9,469.74	954.51	12,444.63
Other financial liabilities	-	-	5,003.59	0.20	-	5,003.79
Trade and other payables	-	1,203.55	-	-	-	1,203.55
	-	**1,702.79**	**6,524.73**	**9,469.94**	**954.51**	**18,651.97**

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

Note 33. Right of Use and Lease Liability

33.1 Movement in Right of Use Assets

Particulars	Year ended	
	March 31, 2026	March 31, 2025
Gross carrying amount		
Opening Gross carrying amount	9,257.72	5,081.97
Reclassification from property, plant & equipment	-	-
Additions	-	1,249.88
Derecognition	(365.90)	(95.62)
Modification	(347.68)	-
Remeasurement of ROU	144.88	3,021.50
Closing gross carrying amount	**8,689.02**	**9,257.72**
Accumulated depreciation / amortisation		
Opening Accumulated depreciation / amortisation	2,849.87	2,252.60
Reclassification from property, plant & equipment	-	-
Depreciation / amortisation charge during the year	1,126.57	597.27
Disposals	-	-
Closing accumulated depreciation / amortisation	**3,976.44**	**2,849.87**
Net carrying amount	**4,712.58**	**6,407.85**

33.2 The aggregate depreciation expense on ROU assets is included under depreciation and amortization expense in the statement of Profit and Loss.

33.3. Movement in Lease liabilities:

The following is the movement in lease liabilities during the year ended March 31, 2026:

Particulars	March 31, 2026	March 31, 2025
Balance as at the beginning of the year	8,506.12	4,150.77
Recognition on account of adoption of Ind AS 116	-	-
Additions	-	1,981.80
Finance costs accrued during the period	1,035.06	592.37
Deletions	(396.36)	-
Remeasurement of Lease Liabilities	144.88	3,021.50
De recognition	(574.71)	(148.55)
Payment of lease liabilities	(1,967.73)	(1,091.77)
Balance as at the end of the year	**6,747.26**	**8,506.12**

33.4. The table below provides details regarding the contractual maturities of lease liabilities as at March 31, 2025 on an undiscounted basis:

Particulars	March 31, 2026	March 31, 2025
Less than one year	1,894.53	2,020.38
One to five years	7,130.54	9,469.74
More than five years	422.38	954.51
Total	**9,447.45**	**12,444.63**

33.5. Amounts recognized in statement of profit or loss

Particulars	March 31, 2026	March 31, 2025
Interest on lease liabilities	1035.06	592.37
Excess of Lease Liability over ROU Asset on Derecognition	(257.56)	(52.58)
Variable lease payments not included in the lease payment liabilities	-	-
Income from sub-leasing right of use assets	-	7.22
Expenses relating to short- term leases	-	-
Expenses relating to leases of low- value assets,excluding short term leases of low value assets.	-	-

33.6. Amounts recognized in cash flow statement

Particulars	March 31, 2026	March 31, 2025
Total cash outflows for leases	1,967.73	1,091.77

33.7. The average incremental borrowing rate applied to lease liabilities is 12%

SOUTH ASIA FM LIMITED
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(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Note 34. Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The company's policy for capital management aims to enhance capital efficiency by the long-term improvement of its value through business growth, while maintaining a sound financial structure. Indicators for monitoring the capital management include total equity atrributable to owners of the parent and ROE(ratio of net profit to total equity attributable to owners of the parent).

Return on Equity	March 31, 2026	March 31, 2025
Profit Before Taxes	(22,649.44)	(11,803.15)
Less: Finance Income	(1,183.84)	(3,235.87)
Add: Finance cost	780.75	540.50
Earnings before Net interest and Tax	(23,052.53)	(14,498.52)
Equity Share Capital	38,683.45	38,683.45
Other Equity	12,760.80	35,313.17
Capital Employed	51,444.25	73,996.62
ROCE	(44.81)	(19.59)

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March, 2026 and 31 March, 2025.

Note 35. Ind AS Impact in Profit & Loss Account

Particulars	Note No.	Year ended	
		March 31, 2026	March 31, 2025
Income			
Finance Income - on loans to Associates / deposits	20	79.44	1,988.20
Fair Value Gain on Financial Instruments at FVTPL(net)	20	1,131.22	964.63
		1,210.66	**2,952.83**
Expenditure			
Amortization of Right Of Use	24	1,126.57	597.27
Lease Interest Expense	25	777.49	539.79
Rent	23	19.60	11.05
Licences	21	64.41	39.79
Actual Rent expenses adjusted in Lease Liability		(1,966.20)	(1,091.77)
		21.87	**96.13**
Net Impact		**1,188.79**	**2,856.70**

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year Ended 31st March 2026
(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Note 36. Disclosure on Ratios

SI No	Particulars	March 31, 2026	March 31, 2025	Change in Ratios	Reasons
1	Current ratio	4.65	4.08	13.91%	
2	Return on equity ratio	-44.03%	-15.95%	176.02%	Decrease in Return on equity ratio is mainly due due to one off impairment of goodwill and impact of new labour code shown as Exceptional items during the year
3	Trade receivables turnover ratio	3.06	2.62	17.00%	
4	Trade payables turnover ratio	10.46	8.29	26.18%	The increase is mainly due to increased cost incurred for conducting events and increased cost incurred for Radio jockeys.
5	Net capital turnover ratio	0.90	0.70	29.44%	The increase is mainly due to combined performance of 41 stations, whereas it is only 35 stations in the previous year
6	Net profit ratio	-107.86%	-84.31%	27.94%	Decrease in Net profit ratio is due to lower profits.
7	Return on capital employed	-44.03%	-15.95%	176.02%	Decrease in Net profit ratio is due to lower profits.
8	Return on investment	4.93%	6.93%	-28.92%	Decrease in Return on investment is due to low returns from Mutual funds in the current year

Reason for change is mentioned for more than 25%

Elements of Ratio

SI No	Particulars	Numerator	March 31, 2026	March 31, 2025	Denominator	March 31, 2026	March 31, 2025
1	Current ratio	Current Assets	38,259.70	31,777.12	Current Liabilities	8,228.63	7,785.29
2	Return on equity ratio	Profit for the year	(22,649.44)	(11,803.14)	Shareholders Equity	51,444.25	73,996.58
3	Trade receivables turnover ratio	Revenue from Operations	20,998.18	14,000.16	Average Trade Receivables	6,859.75	5,351.08
4	Trade payables turnover ratio	Cost of Revenues	7,398.13	4,166.95	Average Trade Payables	707.33	502.71
5	Net capital turnover ratio	Revenue from Operations	20,998.18	14,000.16	Average Working Capital	23298.65	20,107.73
6	Net profit ratio	Profits Before Taxes	(22,649.44)	(11,803.14)	Revenue from Operations	20,998.18	14,000.16
7	Return on capital employed	Profits Before Interest and Taxes	(22,649.44)	(11,803.14)	Capital Employed	51,444.25	73,996.58
8	Return on investment	Income generated from investments	1,425.29	1,271.49	Current Investments	28,926.27	18,341.39

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year Ended 31st March 2026
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Note 37. Exceptional Items

1.Impairment of Financial Assets / Goodwill

The National Company Law Tribunal, Division Bench (Court-1), Chennai, has approved the Composite Scheme of Arrangement ("the Scheme") for the amalgamation between South Asia FM Limited (hereinafter referred to as "Amalgamated Company") and its Joint Ventures / Associate Companies (together referred to as "Amalgamating Companies") under Sections 230 and 232 of the Companies Act, 2013, on December 9, 2024, and the said order was communicated to the amalgamated company and amalgamating companies on December 17, 2024. The Scheme has become effective on February 1, 2025, post fulfilling conditions precedent in Clause 36.1 of the Scheme, which, inter alia, included obtaining relevant approvals by the Ministry of Information & Broadcasting to transfer Phase III license of amalgamating companies in the name of the amalgamated company and the subsequent filing of the Scheme with the Registrar of Companies.

The amalgamation is accounted by the Company in accordance with the accounting principles as laid down in the Ind AS 103 'Business Combinations' from the acquisition date.On amalgamation, the assets & liabilities of amalgamating companies were transferred to the amalgamated company.

(i) Impairment of financial assets

The investments previously held by the Company in the amalgamating companies, were fair valued as at the effective date and the reduction in value of Rs. 14,992.36 Lakhs was accounted as exceptional items (Impairment of financial assets) in the books of the Company during the financial year 2024-25. Necessary adjustments were carried out in the books of the Company during the financial year 2024-25 for hormonising the accounting policies of the amalgamating companies with that of the Company.

(ii) Impairment of Goodwill

The excess of liabilities assumed and the equity shares issued as consideration over the assets taken over (Residual value) amounting to Rs.17,330.99 Lakhs was accounted as "Goodwill" in the books of the company during the financial year 2024-25.Accordingly,all the intercompany balances,as on February 1, 2025 (Effective date of the scheme), has been knocked off during the financial year 2024-25.

During the financial year ended 31st March 2026, the Company performed its annual impairment test for goodwill in terms of Ind AS 36.

Since the recoverable amount of Goodwill was determined as NIL , which is lower than its carrying value of 17,330.99 Lakhs,the entire amount of Rs.17,330.99 Lakhs was treated as loss on impairment of Goodwill and disclosed in the Profit and loss account Statement under Exceptional Items in the Financial year 2025-26.

2. Provision for Statutory Impact of New Labour Codes

The Government of India has consolidated 29 existing labour legislations into a unified framework comprising four labour codes as follows: Code on Wages, 2019, Code on Social Security, 2020, Industrial Relations Code. 2020 and Occupational Safety, Health and Working Conditions Code 2020 (collectively referred to as the "New Labour Codes") The New Labour Codes are effective from November 21, 2025, and introduce changes, among other things, setting a uniform definition of wages.

Subsequent to the year-end viz. 31st March 2026, the Central Government has notified the Code on Wages (Central) Rules, 2026, the Industrial Relations (Central) Rules, 2026, the Code on Social Security (Central) Rules, 2026, and the Occupational Safety, Health and Working Conditions (Central) Rules, 2026. The corresponding State Rules and certain other operational clarifications under the New Labour Codes are yet to be notified.

Based on management's assessment and the best information available, and in line with ICAI guidance, the incremental impact of these changes aggregating to Rs 250.35 lakhs has been recognised during the financial year ending 31st March 2026. Considering the impact is arising out of an enactment of the new legislation and is an event of non-recurring nature,the Company has presented this incremental amount as an "Exceptional Item". The Company continues to monitor the notification of the remaining State Rules and clarifications, the impact of these will be accounted in accordance with applicable accounting standards in the period in which they are notified.

Note 38. Audit Trail

The company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature is not enabled for certain changes made, if any, using privilaged/administrative access rights.

Additionally, the audit trail of prior years has been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.

Note 39. Prior year comparatives
Previous year figures are strictly not comparable, as the previous year figures include 2 months of consolidated figures of the Company & the amalgamating companies.

As per our report of even date

For M N & Associates
Firm registration number: 018167S
Chartered Accountants

S.M. Manish Bhurat
Partner
Membership #: 228297
UDIN: 26228297XBNJMR5645

Place: Chennai
Date: 08/05/2026

For and on behalf of Board of Directors of South Asia FM Limited

K. Shanmugam	**Nicholas Matin Paul**	**M.G. Aravind**
Managing Director	Director	Company Secretary
DN: 00551319	DN: 00542620	M.No. A61290

Place: Chennai
Date: 08/05/2026