

SOUTH ASIA FM LIMITED



ANNUAL REPORT 2023



SOUTH ASIA FM LIMITED



CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr.K. Shanmugam	Managing Director
Mr.Nicholas Martin Paul	Independent Director
Mr.Donakanti Arjun Rao	Director
Mrs.Nisha Narayanan	Director
Mr.D.Sridhar Venkatesh	Independent Director
Mrs. Mathipoorana Ramakrishnan	Independent Director

COMPANY SECRETARY

Mr.C.Venkatesh

STATUTORY AUDITOR

Mr.Manish Bhurat (Membership No.228297), Chartered Accountant
M N & Associates, 97/C, Melpadi Muthu Naicken Street, Nungambakkam, Chennai-600034.

PRINCIPAL BANKER

City Union Bank Limited

REGISTERED OFFICE

Murasoli Maran Towers,
73, MRC Nagar Main Road,
MRC Nagar, Chennai – 600 028.



SOUTH ASIA FM LIMITED



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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 TO THE SHAREHOLDERS

Your Directors have pleasure in presenting their report for the year ended March 31, 2023 together with the Balance Sheet and the Profit and Loss account Statement for the year ended on that date.

FINANCIAL SUMMARY

(Rupees in Lakhs)

Particulars	March 31, 2023	March 31, 2022
Revenues	11164.35	9205.20
Other Income including Finance Income	3600.45	2852.28
Total Income	14764.80	12057.48
Expenditure (Excluding Finance costs, depreciation & amortization)	9923.48	8712.41
Earnings before interest, tax, depreciation & amortization (EBITDA)	4841.32	3345.07
Finance Costs	618.18	642.36
Depreciation and amortization	2266.70	2383.45
Profit before Exceptional item & taxation	1956.44	319.26
Exceptional Item (Net)		
Profit before Tax (PBT)	1956.44	319.26
Current Tax		
Fringe Benefit Tax (FBT)	-	-
Profit/(Loss) for the year	1956.44	319.26

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.

The Company has further strengthened its leadership position as the one of the prominent FM stations in the Northern Region of India.

OPERATIONS

The advertising revenue of the company has increased by 21.28% to Rs.11164.35 Lakhs from Rs.9205.20 Lakhs of the previous year.

The Company has achieved profit after tax of Rs.1956.45 Lakhs in the Financial Year 2022-23 as against Rs.319.26 Lakhs in the previous year.

SHARECAPITAL OF THE COMPANY:

The Authorized and Paid up Share Capital breakup of the Company as on March 31, 2023 mentioned as below:

(Rupees in Lakhs)

Particulars	Equity Shares	Preference Shares	Total
Authorised Capital	40,100.00	25,400.00	65,500.00
Paid-up Capital	38,185.98	23,350.07	61,536.05

CHANGE IN NATURE OF BUSINESS:

There were no changes in the nature of business of the Company during the financial year ending 31st March 2023.

DIVIDEND

In order to conserve the profits of the Company, the Board of Directors had decided not to recommend any dividend for the current financial year 2022-2023.

RESERVES

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

ANNUAL RETURN

The Annual Return in Form MGT 7 is placed in the following web address: <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 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 2023.

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 2022-23 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 her reappointment at the ensuing Annual General Meeting. During the current financial year 2022-23, there was no change in the constitution of Board of the company.

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, suggestion 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 its Audit, Nomination & Remuneration committee. 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 08th November 2022, inter alia to:

- Review the performance of non-independent directors and the Board as a whole
- Review the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors.
- Assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties

B) EVALUATION OF INDEPENDENT DIRECTORS BY DIRECTORS'

During the year under review, the Directors (other than Independent Directors) met on 08th November 2022, inter alia to:

- Review the performance of the independent directors of the company, taking into account the views of executive directors and non-executive directors.
- Assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

INDEPENDENT DIRECTORS' DECLARATION

The Company has received necessary declarations from the Independent Directors under section 149(7) of the Companies Act, 2013 that he meets the criteria of independence laid down in section 149(6) of the Companies Act, 2013.

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 2022-2023, the Board met 5 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	19/05/22	Apr-June	6	6
2	03/08/22	July-Sep	6	6
3	06/09/22	July-Sep	6	6
4	08/11/22	Oct-Dec	6	6
5	01/02/23	Jan-Mar	6	6

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

CORPORATE GOVERNANCE

Though it is not necessary for the Company to comply with the requirements of Corporate Governance, yet the Company has persistently been observing high standards of Corporate Governance.

AUDIT COMMITTEE

The Company has an independent 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. Donakanti Arjun Rao	Member
Mr. 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:

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

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

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

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. Manish Bhurat [Membership No: 0181678] Chennai was appointed as Statutory Auditor in the Sixteenth Annual General Meeting dated 9th September 2021 for a Period of 5 years commencing from Financial Year 2021-22. Due to the amendment of Section 139 of the Companies Act 2013, ratification of Auditor's appointment is not required any longer.

EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARK 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 2022-23 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, Company has appointed M/s PKF SRIDHAR & SANTHANAM LLP, as internal auditors of the company for the financial year 2022-23 to conduct the internal audit of the company.

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 2022-23. 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

M/s. S. Sundar & Associates, Cost Accountants, [Registration No: 101188] was appointed in Seventeenth Annual General Meeting dated 19th September 2022 for conducting the audit of cost records of the company for the financial year ending March 31, 2023.

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 2022-23.

SUBSIDIARIES OR ASSOCIATE COMPANIES

The following are the list of Subsidiaries, and Associates during the financial year 2022-23.

Subsidiaries:

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

Associates

S. No	Name of the Company	Percentage of shares (both direct & indirect holding)	Category
1	Deccan Digital Networks (Hyderabad) Private Limited	28.99%	Associate
2	Metro Digital Networks (Hyderabad) Private Limited	28.99%	Associate
3	AV Digital Networks (Hyderabad) Private Limited	28.99%	Associate
4	Pioneer Radio Training Services Private Limited	48.89%	Associate
5	Optimum Media Services Private Limited	48.89%	Associate
6	Asia Radio Broadcast Private Limited	48.89%	Associate

The financial statements of the associate companies and related information are available for inspection by the members at the registered office of your company on all working days between 10.00 A.M. to 5.00 P.M. up to the date of this Annual General Meeting as required under Section 136 of the Companies Act, 2013.

REPORT ON PERFORMANCE AND FINANCIAL POSITION OF THE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES:

In terms of proviso to sub section (3) of the Section 129 of the Companies Act 2013, the salient features of the financial statements of the associate companies as mentioned above are set out in the prescribed Form AOC -1 which forms part of this Report as **ANNEXURE - D**

PREVIOUS SUBSIDIARIES/JOINT VENTURES/ASSOCIATE COMPANIES THAT HAVE CEASED TO BE SUBSIDIARIES/JOINT VENTURES/ASSOCIATE COMPANIES OF THE COMPANY:

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-

There was no Foreign exchange earnings and Foreign exchange outgo for the financial year 2022-23.

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 2022-23, 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, 2023 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 take 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. C.Venkatesh	Member
5	Mr.G. Rengarajan	Member

During the year ended 31 March 2023, the committee did not receive any complaints pertaining to sexual harassment.

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, Governmental 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.

For and on behalf of the Board of Directors

Place : Chennai
Date : 04-Aug-2023

K. Shanmugam
Managing Director

Nicholas Martin Paul
Director

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	Donakanti Arjun Rao	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. 724.46 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.14.49
(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. 14.49

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

Total Amount Spent for the Financial Year. (in Lacs)	Amount Unspent (in Crores)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount (In Lacs)	Date of transfer
Rs 15.00	-	-	Through Sun Foundation	Rs.15.00	22.02.2023

(b) Details of CSR amount spent against **ongoing projects** for the financial year: Rs:15.00 (Lacs)

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

S. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (In Lacs)	Mode of Implementation Direct (Yes/No)	Mode of Implementation -Through implementing agency	
				State	District			Name	CSR Registration Number
1	Health Care	Promoting health care including preventive health care		TamilNadu	Chennai	Rs. 15.00 Lacs	No	Sun Foundation	CSR00006999

(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. 15.00 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.14.49 Lacs
2.	Total amount spent for the Financial Year	Rs.15.00 Lacs
3.	Excess amount spent for the financial year [(ii)-(i)]	Rs. 0.51 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. 0.51 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 : 04-Aug-2023

K. Shanmugam
Managing Director

Nicholas Martin Paul
Director

ANNEXURE – B

SECRETARIAL AUDIT REPORT

For The Financial Year Ended on 31st March, 2023

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

To,
The Members,
South Asia Fm Limited

We have conducted a Secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SOUTH ASIA FM LIMITED** (hereinafter called “**the Company**”) during the Financial year from 01 April, 2022 to 31 March, 2023 (the year/ audit period/ period under review).

We conducted the Secretarial audit in a manner that provided us a reasonable basis for evaluating the Company’s corporate conducts/ statutory compliances and expressing our opinion thereon.

We are issuing this report based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company, the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management.

We hereby report that in our opinion, the Company has during the audit period covering the financial year ended on March 31, 2023, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1.1 We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended on March 31, 2023 according to the applicable provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made there under;
- (ii) Secretarial Standards (SS-1) on “Meetings of the Board of Directors” and Secretarial Standards (SS-2) on “General Meetings” issued by the Institute of Company Secretaries of India;
- (iii) The Securities Contract (Regulation) Act, 1956 and the Rules made thereunder;

- (iii) The Depositories Act, 1996 and the Regulations bye-laws framed thereunder;
- (iv) In our opinion and as informed and certified by the Management, the following are the specific laws applicable to the Company, based on their sectors/industry are:
- Indian Telegraph Act, 1885
 - The Indian Wireless Telegraph Act 1933
 - Telecom Regulatory Authority of India Act, 1997
 - FM Phase III Policy
 - Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment

In relation to the period under review, the company has, to the best of our knowledge and belief and based on the records, information, explanations and representation furnished to us, complied with the laws mentioned in clause (i) to (iv) of paragraph 1.1 above and generally the company has been filling the forms within the due dates.

We further report that, based on the information provided by the Company, its officers and authorized representatives during the conduct of the audit, in our opinion, adequate systems and control mechanism exist in the Company to monitor and ensure compliance with other applicable general laws.

We further report that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by Statutory financial auditor and other designated professionals.

2. Board Processes:

We further report that:

- 2.1 The Board of Directors of the Company is duly constituted with a proper balance of Executive Directors, Non-Executive Directors and Independent Director. However, the company was in the process of constituting a Board of Directors in accordance with its Articles of Association.
- 2.2 During the period under review, there were no changes in the composition of the Board of Directors.
- 2.3 Adequate notice is given to all directors to schedule the Board Meetings atleast seven days in advance, agenda were also circulated to the Board members prior to the meetings.

- 2.4 A system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting; and
- 2.5 All decisions at the Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

3. Compliance mechanism:

We further report that:

- 3.1 There are adequate systems and processes in the Company commensurate with its size and operation to monitor and ensure compliance with applicable laws including labour laws, competition law, environmental laws, and other laws specifically applicable to the Company.
- 3.2 The compliance by the Company of applicable finance laws like Direct and Indirect tax laws has not been reviewed in this audit since the same have been subject to review by Statutory Financial Audit and other designated professionals.

4. Specific Events/ actions:

We further report that during the audit period no events have occurred, which have a major bearing on the Company's affairs in pursuance of the above referred Laws, Rules, Regulations, Guidelines, Standards, etc took place.

Place: Chennai

Date: 21st August 2023

For Lakshmmi Subramanian & Associates

Swetha Subramanian

FCS: 10815

CP No. 12512

UDIN: F010815E000833505

Peer Rev No : 1670/2022

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.

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ANNEXURE - D
FORM NO. AOC - 1

Statement containing salient features of the financial statement of Subsidiaries/associate companies/joint ventures
(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

PART A - SUBSIDIARIES

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

PART - B - ASSOCIATE AND JOINT VENTURES

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

Name of Associates/Joint Ventures	Deccan Digital Networks (Hyderabad) Private Limited	Metro Digital Networks (Hyderabad) Private Limited	AV Digital Networks (Hyderabad) Private Limited	Pioneer Radio Training Services Private Limited
1. Latest audited Balance Sheet Date	31 st March 2023	31 st March 2023	31 st March 2023	31 st March 2023
2. Shares of Associate/Joint Ventures held by the company on the year end				
A. Number	413,605	413,605	413,605	28,57,000
B. Amount of Investment in Associates/Joint Venture	4,136,050	4,136,050	4,136,050	2,85,70,000
C. Extend of Holding %	28.99%	28.99%	28.99%	48.89%
3. Description of how there is significant influence	On account of holding more than 20% equity shares	On account of holding more than 20% equity shares	On account of holding more than 20% equity shares	On account of holding more than 20% equity shares
4. Reason why the associate/joint venture is not consolidated	Consolidated under Equity Pickup method	Consolidated under Equity Pickup method	Consolidated under Equity Pickup method	Consolidated under Equity Pickup method
5. Networth attributable to Shareholding as per latest audited Balance Sheet (Rs : In Lacs)	3,706.44	5,259.64	(2,025.97)	9,851.10
6. Profit/ Loss for the year (Rs: In Lacs)	(208.22)	(101.77)	(141.54)	6.03
1. Considered in Consolidation	Yes	Yes	Yes	Yes
2. Not Considered in Consolidation				

Name of Associates/Joint Ventures	Optimum Media Services Private Limited	Asia Radio Broadcast Private Limited
1. Latest audited Balance Sheet Date	31 st March 2023	31 st March 2023
2. Shares of Associate/Joint Ventures held by the company on the year end		
D. Number of shares	28,57,000	28,57,000
E. Amount of Investment in Associates/Joint Venture	2,85,70,000	2,85,70,000
F. Extend of Holding %	48.89%	48.89%
3. Description of how there is significant influence	On account of holding more than 20% equity shares	On account of holding more than 20% equity shares
4. Reason why the associate/joint venture is not consolidated	Consolidated under equity pickup method	Consolidated under equity pickup method
5. Networth attributable to Shareholding as per latest audited Balance Sheet	15,359.43	1,635.26
6. Profit / Loss for the year (Rs : In Lacs)	(70.32)	7.18
1. Considered in Consolidation	Yes	Yes
2. Not Considered in Consolidation		

1. Names of associates or joint ventures which are yet to commence operations. - NIL

2. Names of associates or joint ventures which have been liquidated or sold during the year. - NIL

Place: Chennai

Date : 04-Aug-2023

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

**Name: Mr.K. Shanmugam
Designation: Managing Director
DIN: 00551319**

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SOUTH ASIA FM LIMITED

Report on the Audit of the Standalone Financial Statements Opinion

We have audited the accompanying standalone financial statements of **SOUTH ASIA FM LIMITED** (the "Company"), which comprise the Balance Sheet as at March 31, 2023, 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 "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023 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 standalone 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 Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the 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 standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. We have determined that there are no key audit matters to communicate in my report

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, standalone financial statements and our auditor's report thereon.

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

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. 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.
 - 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 standalone 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, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls 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 standalone 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 been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

2. 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.

For M N & ASSOICATES
Chartered Accountants
(Firm's Registration No. 018167S)

Place: Chennai
Date: 11/05/2023

S M Manish Bhurat
Partner
S M Manish Bhurat
(Membership No.228297)
UDIN: 23228297BGVKMI1510

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, 2023 in conjunction with our audit of the standalone IND AS financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The 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 Companies Act, 2013, 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 effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, 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 as at March 31, 2023, 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 & ASSOICATES

Chartered Accountants

(Firm's Registration No. 018167S)

Place: Chennai

Date: 11/05/2023

S M Manish Bhurat

Partner

(Membership No.228297)

UDIN: 23228297BGVKMI1510

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)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, 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 Equipment and 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.
 - (c) 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.
 - (d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.
 - (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii.
 - (a) 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:

(b)

Loans, Guarantees or Security	Aggregate Amount during the year	Balance Outstanding at the B/s date
To subsidiaries, joint ventures and associates	NIL	Rs. 32,15,00,000
Other than subsidiaries, joint ventures and associates	NIL	Rs. 50,00,00,000

- (c) 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.
- (d) 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 are generally been regular as per stipulation.
- (e) In respect of loans granted by the Company, the following amounts remain overdue for a period of more than 90 days as at the balance sheet date.

Particulars of Loan	Amount remaining outstanding for more than 90 days.	Steps taken by the management for the recovery of principal and interest.
Loan to Associates	Rs. 3,40,32,022	Represents the outstanding dues of interest amount for the FY 2020-21 and FY 2021-22. However, an amount of Rs. 1.40 Crores was received on 09-05-2023 vide Cheque No. dated 09-05-2023.

- (f) 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.

- (g) 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.
 - (h) The Company has not provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.
- 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 not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
- 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 (vi) of the Order is not applicable to the Company.
- vii. In respect of statutory dues:
 - (a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.
 - (b) There has been no instances where statutory dues referred to in clause (a) above have not been deposited on account of any dispute.
- viii. 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.
- ix.
 - 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 institution or 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.
- x.
 - a. The Company has not raised moneys 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.
- xi.
 - 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.
- xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii. 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 standalone financial statements as required by the applicable accounting standards.
- xiv.
 - (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.
- xv. In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

- xvi. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, 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.
- xx. 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.
- xxi. 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 & ASSOICATES
Chartered Accountants
(Firm's Registration No. 018167S)

S M Manish Bhurat
Partner
(Membership No.228297)
UDIN:
23228297BGVKMI1510

Place: Chennai
Date: 11/05/2023

SOUTH ASIA FM LIMITED
Standalone Balance Sheet as at 31st March, 2023
(All amounts are in lakhs of Indian Rupees)

Particulars	Notes	As at 31-March-2023	As at 31-March-2022
ASSETS			
Non-Current Assets			
Property Plant and Equipment	3	1,379.12	1,561.60
Capital Work-in-Progress	3.1	-	174.73
Intangible assets	4	10,971.56	12,371.07
Right to Use Assets		3,604.42	4,187.77
Financial Assets			
Investments in Associate Companies	5	26,655.36	26,452.98
Investments in Joint Ventures	5	17,144.96	15,863.73
Investments in Taxable bonds	5	496.57	-
Loans	6	8,215.00	8,215.00
Other Financial Assets	6.1	353.53	389.03
Tax Assets	7	86.18	772.90
Deferred tax assets (Net)			
Other non current assets	8	346.67	387.94
		69,253.37	70,376.75
Current Assets			
Financial Assets			
Trade receivables	9	4,114.81	4,227.79
Investment	10	9,663.80	4,600.93
Other Financial Assets	10	761.61	924.81
Tax Assets	7	165.23	101.68
Cash and Cash Equivalents	11.1	251.09	689.69
Bank Balances Other than Cash and Cash Equivalents	11.2	5,618.94	7,457.54
Other current assets	8	938.23	894.45
		21,513.71	18,896.89
Total Assets		90,767.08	89,273.64
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	12	38,185.98	38,185.98
Other Equity			
General Reserve			
Other Reserves	13	43,562.04	41,635.77
Equity attributable to the equity holders of the parent		81,748.02	79,821.75
Total Equity		81,748.02	79,821.75
Non-Current Liabilities			
Financial Liabilities			
Lease Liability		3,973.40	4,374.48
Other financial liabilities	14	0.20	0.20
Provisions	18	166.74	157.37
Tax liability		-	-
Other Non-Current Liabilities		-	-
		4,140.34	4,532.04
Current Liabilities			
Financial Liabilities			
Trade Payables			
Total outstanding dues of micro enterprises and small enterprises			-
Total outstanding dues of creditors other than micro enterprises and small enterprises	15	277.46	356.85
Lease Liability		928.08	895.91
Other current financial liabilities	16	3,272.62	3,296.14
Tax liability	7	-	-
Other Current Liabilities	17	349.03	306.70
Provisions	18	51.54	64.25
Total Liabilities		4,878.73	4,919.85
TOTAL EQUITY AND LIABILITIES		90,767.08	89,273.64

Significant Accounting Policies

2

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

As per our report of even date

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

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

S.M. Manish Bhurat
Partner
Membership #: 228297

K. SHANMUGAM
Managing Director

NICHOLAS
MARTIN PAUL
Director

C.VENKATESH
Company Secretary

Place: Chennai
Date: May 11, 2023

Place: Chennai
Date: May 11, 2023

SOUTH ASIA FM LIMITED
Statement of Profit And Loss for the Year ended 31st March, 2023
(All amounts are in lakhs of Indian Rupees, except in respect of number and per share information)

Particulars	Note No.	Year Ended	Year Ended
		March 31, 2023	March 31, 2022
Income			
Revenue from Operations	19	11,164.35	9,205.20
Other Income	20	3,600.45	2,852.27
Total Income		14,764.80	12,057.47
Expenses			
Costs of revenues	21	3,041.54	2,726.37
Employees' benefits expense	22	4,538.87	4,099.74
Other expenses	23	2,343.07	1,886.32
Depreciation and amortization expense	24	2,266.70	2,383.45
Finance costs	25	618.18	642.36
Total Expense		12,808.36	11,738.24
Profit (Loss) Before Exceptional Item and Tax		1,956.44	319.23
Exceptional Item (Net)			-
Profit (Loss) Before Tax		1,956.44	319.23
Current Taxes		-	-
Deferred Tax (Net)		-	-
Income Tax Expense		-	-
Profit for the Year		1,956.44	319.23
Other Comprehensive Income:			
(i) Other comprehensive income to be reclassified to profit or loss in subsequent periods:			
Others (Specify nature)			
Income tax effect			
Net other comprehensive income to be reclassified to profit or loss in subsequent periods			
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:			
Remeasurement Gains or (losses) on defined benefit obligations (net)	26	-30.20	14.27
Income tax effect		-	-
		-30.20	14.27
Others (Specify nature)		-	-
Income tax effect		-	-
Net other comprehensive income not to be reclassified to profit or loss in subsequent periods		-30.20	14.27
Other comprehensive income/(loss) for the year, net of tax		-30.20	14.27
Total comprehensive income for the year		1,926.24	333.50
Earnings per Equity Share of INR 10 eBRh			
Basic profit from operations attributable to equity holders of the parent	27	0.50	0.09
Diluted profit from operations attributable to equity holders of the parent		0.48	0.08

Significant Accounting Policies

2

The companying 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

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

S.M. Manish Bhurat
Partner
Membership #: 228297

K. SHANMUGAM NICHOLAS MARTIN PAUL C.VENKATESH
Managing Director Director Company Secretary

Place: Chennai
Date: May 11, 2023

Place: Chennai
Date: May 11, 2023

SOUTH ASIA FM LIMITED
Cash Flow Statement for the year ended 31st March 2023
(All amounts are in lakhs of Indian Rupees unless otherwise stated)

Particulars		Year Ended 31-Mar-2023	Year Ended 31-Mar-2022
Cash flow from operating activities			
Net profit before tax and extraordinary items		1,956.44	319.23
Adjustments to reconcile:			
IND AS adjustments		(1,387.01)	(50.03)
Depreciation on tangible assets/investment property		357.65	463.47
Amortisation of intangible assets		1,411.37	1,410.71
Amortization of Right Of Use		-	509.27
(Profit)/Loss on sale of fixed assets/investment property, net		(206.14)	(0.61)
Assets scrapped		14.61	-
Provision for doubtful debts/Movie advances and other Assets		206.74	42.89
Bad debts written off		286.63	258.42
Liabilities / provisions no longer required written back		(642.39)	(197.90)
Interest income		(822.33)	(2,466.92)
Dividend income		(40.78)	(32.06)
Interest expense		23.26	642.36
Operating profit before working capital changes		1,158.07	898.85
Movements in working capital :			
(Increase) / Decrease in trade receivables		(103.95)	(816.40)
(Increase) / Decrease in other current assets/other financial assets		2,021.76	(999.38)
Increase / (Decrease) in trade payables and other liabilities/other financial liabilities		581.80	468.99
Increase / (Decrease) in provisions		(18.52)	(9.15)
Cash generated from operations		3,639.16	(457.09)
Direct taxes paid (net of refunds)		(316.53)	(263.74)
Net cash flow from / (used in) operating activities (A)	A	3,955.69	(193.33)
Cash flow from investing activities			
Purchase of PPE, capital work in progress (including capital advances)		(18.81)	(262.20)
Purchase of intangible assets and expenditure on intangible assets under development			
(including advances towards purchase of intangible assets)		(11.86)	-
Purchase of investments		(8,104.11)	(1,375.19)
Sale of investments		2,893.62	9.08
Proceeds from sale of assets		7.02	7.70
Interest received		822.33	2,466.92
Dividends received		40.78	32.06
Net cash from / (used in) investing activities (B)	B	(4,371.03)	878.37
Cash flow from financing activities			
Interest paid		(23.26)	(642.36)
Net cash (used in) / from financing activities (C)	C	(23.26)	(642.36)
Exchange differences on translation of foreign currency cash and cash equivalents (D)			
Net increase / (decrease) in cash and cash equivalents (A+B+C+D)	(A+B+C+D)	(438.60)	42.68
Opening balance of cash and cash equivalents	E	689.69	647.01
Closing balance of cash and cash equivalents	F	251.09	689.69
Net increase / (decrease) in cash and cash equivalents	(F-E)	(438.60)	42.68
Earmarked Balances with Banks	G		-
Closing cash and Bank Balance	(F+G)	251.09	689.69

As per our report of even date

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

 S.M. Manish Bhurat
 Partner
 Membership #: 228297

 Place: Chennai
 Date: May 11, 2023

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

 K. SHANMUGAM
 Managing Director

 Place: Chennai
 Date: May 11, 2023

 NICHOLAS MARTI C.VENKATESH
 Director
 Company Secretary

SOUTH ASIA FM LIMITED
Statement of Changes in Equity for the Year ended 31st March 2023
(All amounts are in lakhs of Indian Rupees, except in respect of number of shares)
a. Equity Share Capital:

Equity shares of INR 10 each issued, subscribed and fully paid	Number Of Shares	Amount
As at 01 April 2022	38,18,59,817	38,185.98
Issue of share capital	-	-
At 31 March 2023	38,18,59,817	38,185.98

b. Other equity
For the year ended 31 March 2022

Particulars	Attributable to Equity holders of the parent			Items of OCI	Total
	Retained earnings	Securities Premium Reserve	General Reserve	FVTOCI reserve	
As at 1st April 2022	5,255.36	13,150.00	-	(119.65)	18,285.71
Profit for the period	1,956.44			(30.20)	1,926.24
Other comprehensive income					-
Total Comprehensive Income	7,211.80	13,150.00	-	(149.86)	20,211.96
Issue of share capital	-	-	-	-	-
Transaction costs	-	-	-	-	-
Cash dividends	-	-	-	-	-
Dividend distribution tax on cash dividend by parent company	-	-	-	-	-
As at 31 March 2023	7,211.80	13,150.00	-	(149.86)	20,211.96

For the year ended 31 March 2022

Particulars	Attributable to Equity holders of the parent			Items of OCI	Total
	Retained earnings	Securities Premium Reserve	General Reserve	FVTOCI reserve	
As at 1st April 2021	4,936.13	13,150.00	-	(133.92)	17,952.21
Profit for the period	319.23	-	-	-	319.23
Other comprehensive income		-	-	14.27	14.27
Total Comprehensive Income	5,255.36	13,150.00	-	(119.65)	18,285.71
Issue of share capital	-	-	-	-	-
Transaction costs	-	-	-	-	-
Cash dividends	-	-	-	-	-
Dividend distribution tax on cash dividend by parent company	-	-	-	-	-
As at 31 March 2022	5,255.36	13,150.00	-	(119.65)	18,285.71

As per our report of even date

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

For M N & Associates

Firm registration number: 018167S

Chartered Accountants

S.M. Manish Bhurat

Partner

Membership #: 228297

K. SHANMUGAM

Managing Director

NICHOLAS MARTIN PAUL

Director

C VENKATESH

Company Secretary

Place: Chennai

Date:

Place: Chennai

Date:

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 35 FM stations for which the license has been procured.

The Company has entered into a strategic tie-up with Red FM Group to expand its FM Radio broadcasting business in the North, West and East Indian Markets. As part of the transaction, the Company has taken up a 48.9% beneficial interest in the Red FM Radio Companies by acquiring the equity of their holding companies at par. The promoters of Red FM continue to hold 51.1% in Red FM. As part of this strategic tie-up, (a) the promoters of Red FM have through their investment Company A H Multisoft Private Limited and (b) Astro Plc through its investment Company, South Asia Multimedia Technologies Limited, subscribed to 40% of the equity of the Company.

The Company has executed certain agreements with the promoters of Red FM by which it has obtained significant influence in the following Red FM companies, all of which are incorporated in India:

Name of the Company	Effective holding Of the Company
Deccan Digital Networks (Hyderabad) Private Limited	28.99%
Metro Digital Networks (Hyderabad) Private Limited	28.99%
AV Digital Networks (Hyderabad) Private Limited	28.99%
Pioneer Radio Training Services Private Limited	48.89%
Optimum Media Services Private Limited	48.89%
Asia Radio Broadcast Private Limited	48.89%
Digital Radio (Delhi) Broadcasting Limited	48.89%
Digital Radio (Mumbai) Broadcasting Limited	48.89%
Digital Radio (Kolkata) Broadcasting Limited	48.89%
South Asia Multimedia Limited	48.89%

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

➤ *Tangible Assets*

- Tangible Fixed Assets are stated at cost less accumulated depreciation.
 - Depreciation on tangible Fixed Assets 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. Tangible Assets 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.

➤ ***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.

4. 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.

5. 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.

6. 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.

7. Deferred Taxation

- Deferred tax is recognized, subject to the consideration of prudence, on timing difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more periods.

8. Investments

- Investments are valued at Fair value through Profit or Loss. Provision for diminution in the value of Long-Term Investments is made only if such a decline is other than temporary.

9. Financial Instruments

▪ Initial Recognition

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.

▪ Subsequent Measurement

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.

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 effective interest 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.

10. 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 Fixed Assets and incurred during the year are recognized as expense during the year.

11. 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.

12. 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.

13. Preliminary Expenditure

- Preliminary expenses are written off over a period of five years commencing from the year in which the company commenced operations.

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, 2023
(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 01, 2021	3,261.23	442.47	48.49	716.06	150.83	4,619.08
Additions	261.67	1.37	-	-	-	263.04
Impairment	-	-	-	-	-	-
Disposals	-36.45	-11.29	-0.10	-	-	-47.84
At March 31, 2022	3,486.45	432.55	48.39	716.06	150.83	4,834.28
Additions	180.10	8.04	2.11	8.31	-	198.56
Impairment	-	-	-	-	-	-
Disposals	-66.31	-36.78	-1.46	-	-0.01	-104.56
At Mar 31, 2023	3,600.44	403.81	49.04	724.37	150.82	4,928.28
Depreciation						
At April 01, 2021	1,882.18	236.44	30.77	628.46	67.02	2,844.87
Charge for the year	323.32	38.97	4.33	70.99	25.85	463.46
Impairment	-	-	-	-	-	-
Disposals	-30.10	-5.48	-0.07	-	-	-35.65
At March 31, 2022	2,175.40	269.93	35.03	699.45	92.87	3,272.68
Charge for the year	286.32	31.71	3.50	18.35	17.77	357.65
Impairment	-	-	-	-	-	-
Disposals	-49.57	-30.57	-1.03	-	-	-81.17
At Mar 31, 2023	2,412.15	271.07	37.50	717.80	110.64	3,549.16
Net Block						
At March 31, 2022	1,311.05	162.62	13.36	16.61	57.96	1,561.60
At March 31, 2023	1,188.29	132.74	11.54	6.57	40.18	1,379.12

SOUTH ASIA FM LIMITED**Notes to Financial Statements for the Year ended 31st March, 2023***(All amounts are in lakhs of Indian Rupees unless otherwise stated)***Note 3.1 Capital Work In Progress**

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Capital Work In Progress	-	174.73
Total	-	174.73

Particulars	Amount in CWIP as at 31.03.2022 for a period of			
	Less than one year	1-2 years	3 years and above	Total
Projects in Progress	10.45	141.42	6.00	174.73
Total	10.45	141.42	6.00	174.73

Note:

1. There are no projects where activity has been suspended.
2. There is no capital work in progress whose completion is overdue or has exceeded its cost compared to its original plan.

SOUTH ASIA FM LIMITED**Notes to Financial Statements for the Year ended 31st March, 2023***(All amounts are in lakhs of Indian Rupees unless otherwise stated)***Note 4 - Intangible Assets**

Particulars	Computer Software	Licenses	Total
Gross Block			
At April 01, 2021	25.40	21,252.20	21,277.60
Additions	-	-	-
Disposals	-	-	-
At March 31, 2022	25.40	21,252.20	21,277.60
Additions	6.86	5.00	11.86
Disposals	-	-	-
At March 31, 2023	32.26	21,257.20	21,289.46
Amortization			
At April 01, 2021	25.40	7,470.42	7,495.82
Charge for the year	-	1,410.71	1,410.71
Disposals	-	-	-
At March 31, 2022	25.40	8,881.13	8,906.53
Charge for the year	0.38	1,410.99	1,411.37
Disposals	-	-	-
At March 31, 2023	25.78	10,292.12	10,317.90
Net Block			
At March 31, 2022	-	12,371.07	12,371.07
At March 31, 2023	6.48	10,965.08	10,971.56

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year ended 31st March, 2023
(All amounts are in lakhs of Indian Rupees unless otherwise stated)
Note 5. Financial assets (Non Current)

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Investments in Associate Companies (Unquoted)		
Investments in Equity Instruments at Cost		
Metro Digital Networks (Hyd) P Ltd	5,258.32	5,258.32
Deccan Digital Networks (Hyd) P Ltd	4,261.04	4,261.04
A.V.Digital Networks (Hyd) P Ltd	2,661.26	2,661.26
Pioneer Radio Training Services P Ltd	285.95	285.95
Asia Radio BVroadcast P Ltd	285.95	285.95
Investments in Debt Instruments at Amortised Cost		
Metro Digital Networks (Hyd) P Ltd	6,038.36	5,864.53
Deccan Digital Networks (Hyd) P Ltd	5,883.07	5,911.53
A.V.Digital Networks (Hyd) P Ltd	1,981.41	1,924.40
Total	26,655.36	26,452.98

Investments in Joint Ventures - (Unquoted)

Investments in Equity Instruments at Cost		
Optimum Media Services P Ltd	5,186.84	5,186.84
Investments in Debt Instruments at Amortised Cost		
Optimum Media Services P Ltd	11,958.12	10,676.89
Total	17,144.96	15,863.73

Note 5. Investments in Taxable Bonds

Investments in Cost	As at March 31, 2023		
Particulars	No of units	Face Value (Rs)	Carrying Value
Housing Development Finance corporation ltd-SR AA-006 7.40 NCD	50	10,00,000	496.57
Total			496.57

Note:
Investments in Taxable Bonds as at March 31, 2022 is NIL

Aggregate value of unquoted investments	44,296.89	42,316.71
Aggregate amount of impairment in value of investments	-	-

Note 6. Financial assets (Non-Current)

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Loans (Secured considered good unless otherwise stated)		
Loans to Related parties	8,215.00	8,215.00
Total	8,215.00	8,215.00

Note 6.1 Other Financial Assets

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Rental deposits	89.47	86.00
Deposits with Government agencies	258.92	230.87
Margin Money deposit	5.14	72.16
Total	353.53	389.03

SOUTH ASIA FM LIMITED**Notes to Financial Statements for the Year ended 31st March, 2023***(All amounts are in lakhs of Indian Rupees unless otherwise stated)***Note 7. Tax Assets/(Liabilities)**

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Non-Current Tax Assets		
Advance income tax (net of provision)	86.18	772.90
Total	86.18	772.90
Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Current Tax Assets		
Advance income tax (net of provision)	165.23	101.68
Total	165.23	101.68

Note 8 Other Current and Non-Current Assets**Other Non-Current Assets**

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Unsecured and considered good		
Capital advances	-	5.03
Prepaid expenses	268.11	305.56
Others	78.56	77.35
Total	346.67	387.94

Other Current Assets

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Prepaid expenses	723.01	692.02
Balances with statutory/government authorities	116.65	89.67
Others	98.57	112.76
Total	938.23	894.45

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year ended 31st March, 2023
(All amounts are in lakhs of Indian Rupees unless otherwise stated)
Note 9. Trade Receivables
Trade and other receivables (current)

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Trade receivables		
Secured, considered good		-
Unsecured, considered good	4,114.81	4,227.79
Doubtful	755.18	824.88
	4,869.99	5,052.67
Provision for doubtful receivables	-755.18	-824.88
Total	4,114.81	4,227.79

Particulars	Outstanding for following periods from due date of payment as on 31.03.2023					
	Less than 6 Months	6 Months -1 Year	1-2 years	2-3 years	3 years and above	Total
(i) Undisputed Trade receivables – considered good	3,027.85	210.68	230.57	171.11	1,229.78	4,869.99
(ii) Undisputed Trade Receivables – Which have significant increase in credit risk						-
(iii) Undisputed Trade Receivables – Credit Impaired	206.74	-	2.01	2.10	544.33	755.18
(iv) Disputed Trade Receivables - considered good						-
(v) Disputed Trade Receivables - Which have significant increase in credit risk						-
(vi) Disputed Trade Receivables - Credit Impaired						-
Total	2,821.11	210.68	228.56	169.01	685.45	4,114.81

Particulars	Outstanding for following periods from due date of payment as on 31.03.2022					
	Less than 6 Months	6 Months -1 Year	1-2 years	2-3 years	3 years and above	Total
(i) Undisputed Trade receivables – considered good	3,483.33	102.88	398.97	249.94	817.55	5,052.67
(ii) Undisputed Trade Receivables – Which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – Credit Impaired	0.21	1.80	2.10	37.24	783.53	824.88
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-
Total	3,483.12	101.08	396.86	212.70	34.02	4,227.79

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year ended 31st March, 2023
(All amounts are in lakhs of Indian Rupees unless otherwise stated)
Note 10. Financial assets (Current)

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Investments in Debt Instruments at fair value through profit or loss (FVTPL):		
HDFC Floating Rate Debt Fund - Daily Dividend	788.12	751.42
7818001.327 Units (Previous year : 7453940.696 Units)	-	-
ICICI Prudential Floating Interest Fund - DP Growth	152.07	143.08
39670.770 Units (Previous year : 39670.770 Units)	-	-
Bandhan Bond Fund - Medium Term Plan Growth	125.91	-
323765.223 units (Previous year: NIL units)	-	-
Bandhan Bond Fund - Short term plan - Growth Plan	761.62	731.25
1492435.601 Units (Previous year: 1492435.601 Units)	-	-
HDFC Ultra Short Term Fund - Direct Growth	1,311.77	1,242.40
10009000.336 Units (Previous year: 10009000.336 Units)	-	-
HDFC Banking & PSU Debt fund - Direct Growth Option	455.08	-
2272878.750 Units (Previous year: Nil Units)	-	-
SBI Magnum Medium Duration fund - Regular growth	618.70	-
1439695.759 Units (Previous year: Nil Units)	-	-
SBI Crisil IBX SDL Index - Sep 2027 Fund	522.03	-
5032612.975 Units (Previous year: Nil Units)	-	-
SBI CPSE BP SDL Sep 2026 50:50 Index - Direct Growth	1,163.30	-
11169153.170 Units (Previous year: Nil Units)	-	-
ICICI Prudential Short term Fund - Growth option	203.94	192.87
403600.919 Units (Previous year: 403600.919 Units)	-	-
ICICI Prudential Nifty PSU bond Plus SDL Sep 2027 40:60 Index Fund - Growth	155.57	-
1490179.232 Units (Previous year: Nil Units)	-	-
ICICI Prudential Banking and PSU Debt fund - Direct Plan Growth	960.05	-
3369108.866 Units (Previous year: Nil Units)	-	-
TATA Treasury Advantage Fund Regular Plan - Growth	394.13	376.11
11772.765 Units (Previous year: 11772.765 Units)	-	-
TATA Short Term Bond Fund Regular Plan - Growth	84.46	81.27
206969.919 Units (Previous year: 206969.919 Units)	-	-
Axis Banking & PSU Debt Fund - Direct Growth	281.20	-
12287.082 Units (Previous year: Nil Units)	-	-
AXIS-Liquid Fund Direct Growth	51.84	-
2072.848 Units (Previous year: Nil Units)	-	-
Axis CRISIL IBX 50:50 Gilt Plus SDL Sep 2027 Index Fund - Direct Growth	507.43	-
4999750.012 Units (Previous year: Nil Units)	-	-
Axis CRISIL IBX 50:50 Gilt Plus SDL Jun 2028 Index Fund - Direct Growth	116.38	-
1149942.503 Units (Previous year: Nil Units)	-	-
Axis Nifty SDL Sep 2026 Debt Index Fund - Direct Growth	333.57	-
3249837.508 Units (Previous year: Nil Units)	-	-
Axis Fixed Term Plan - series 113 (1128 days) - Direct Growth	376.04	-
3749812 Units (Previous year: Nil Units)	-	-
Axis Fixed Term Plan - series 114 (83 days) - Direct Growth	150.30	-
1499925 Units (Previous year: Nil Units)	-	-
Baroda BNP Paribas Nifty SDL Dec 2026 Index fund - Direct Growth	150.29	-
1483311.911 Units (Previous year: Nil Units)	-	-
IDFC Ultra Short Term Fund - Direct Plan Growth	-	119.05
Nil Units (Previous year: 959232.614 Units)	-	-
PGIM India Insta Cash Fund -Direct Plan Growth	-	963.48
Nil Units (Previous year: 347311.01 Units)	-	-
Total	9,663.80	4,600.93

Aggregate Book Value of Quoted Investments	8,848.89	3,890.35
Aggregate Market Value of Quoted Investments	9,663.80	4,600.93

Other Financial Assets

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Interest Accrued	70.96	46.40
Other receivables (from Related Parties)	0.32	9.15
Interest Receivable	690.33	869.26
Total	761.61	924.81

Note 11.1 Cash and Cash Equivalents

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Balances with banks:		
– On current accounts	248.97	688.11
Cash on hand	2.12	1.58
Total	251.09	689.69

Note 11.2 Bank Balances other than Cash and Cash Equivalents

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Deposits with original maturity for more than 3 months but less than 12 months	4,502.87	6,440.57
Margin Money deposit	1,116.07	1,016.97
Total	5,618.94	7,457.54

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year ended 31st March, 2023
(All amounts are in lakhs of Indian Rupees unless otherwise stated)
Note - 12. Equity Share Capital

Particulars	As at 31-Mar-2023	As at 31-Mar-2023	As at 31-Mar-2022	As at 31-Mar-2022
Authorised Capital				
401,000,000 Equity Shares of Rs. 10/- each (31-Mar-2022: 401,000,000 Equity Shares of Rs.10/- each)		40,100.00		40,100.00
254,000,000 0.1% Compulsorily Convertible Preference Shares of Rs. 10/- each (31-Mar-2022: 254,000,000 0.1% Compulsorily Convertible Preference Shares of Rs.10/- each)		25,400.00		25,400.00
		65,500.00		65,500.00
Issued, Subscribed and Paid-up Capital				
381,859,817 Equity Shares of Rs.10/- each fully paid up (31-Mar-2022: 381,859,817 Equity Shares of Rs.10/- each fully paid up)		38,185.98		38,185.98
233,500,683 0.1% Compulsorily Convertible Preference Shares of Rs. 10/- each (31-Mar-2022: 233,500,683 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)	
		38,185.98		38,185.98

(i) Reconciliation of the number of shares outstanding:

At the beginning of the year		38,18,59,817	38,18,59,817	38,18,59,817
Issued during the year		-	-	-
Outstanding at the end of the year		38,18,59,817	38,18,59,817	38,18,59,817

(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 year ended March 31, 2023, the amount of per share dividend recognized as distributions to equity shareholders was Rs. NIL /- share (March 31, 2022: 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-Mar-2023		As at 31-Mar-2022	
	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	59.44%	22,69,92,000	59.44%
AH Multisoft Private Limited	7,63,71,962	20.00%	7,63,71,962	20.00%
South Asia Multimedia Technologies Limited, Mauritius	7,63,71,963	20.00%	7,63,71,963	20.00%

S.No	Promoter Name	Shares held by promoters at the end of the year		
		Number	(% of total shares)*	(% of Change during the Year)**
1	Sun TV Network Limited	22,69,92,000	59.44%	0.00%
2	Kalanithi Maran	21,23,888	0.56%	0.00%

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year ended 31st March, 2023
(All amounts are in lakhs of Indian Rupees unless otherwise stated)
Note 13. Other Equity

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
233,500,683 0.1 % Compulsorily Convertible Preference Shares of Rs. 10 /- each (31-Mar-2021: 233,500,683 0.1% Compulsorily Convertible Preference Shares of Rs.10/- each)	23,350.07	23,350.07
Share Premium	13,150.00	13,150.00
Retained earnings	7,061.97	5,135.70
Total	43,562.04	41,635.77

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 passu with the existing equity shares of the company in all respects.

Note 14. Other Financial Liabilities (Non Current)

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
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, 2023
(All amounts are in Indian Rupees unless otherwise stated)
Note 15 Trade Payables - Current

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Trade Payables	277.46	356.85
Total	277.46	356.85

Particulars	Outstanding for following periods as on 31.3.2023 from due date of payment				
	Less than one year	1-2 years	2-3 years	3 years and above	Total
(i) MSME					-
(ii) Others	265.17	7.04	2.75	2.50	277.46
(iii) Disputed dues – MSME					-
(iv) Disputed dues – Others					-
Total	265.17	7.04	2.75	2.50	277.46

Particulars	Outstanding for following periods as on 31.3.2022 from due date of payment				
	Less than one year	1-2 years	2-3 years	3 years and above	Total
(i) MSME	-	-	-	-	-
(ii) Others	297.26	40.30	8.50	10.78	356.84
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-
Total	297.26	40.30	8.50	10.78	356.84

Note 16. Other Financial Liabilities (Current)

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Other financial liabilities		
Payable to employees	268.79	450.95
Outstanding liabilities	2,952.95	2,842.02
Other Payables (to Related Parties)	50.88	3.17
Total	3,272.62	3,296.14

SOUTH ASIA FM LIMITED**Notes to Financial Statements for the Year ended 31st March, 2023***(All amounts are in lakhs of Indian Rupees unless otherwise stated)***Note 17. Other Current Liabilities**

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Statutory Dues	260.79	258.99
Advances from customers	88.24	47.71
Total	349.03	306.70

Note 18. Provisions

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Short-term provisions		
Provision for leave encashment	42.47	53.83
Provision for gratuity	9.07	10.42
Total	51.54	64.25

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Long-term provisions		
Provision for leave encashment	166.74	157.37
Provision for gratuity	-	-
Total	166.74	157.37

SOUTH ASIA FM LIMITED**Notes to Financial Statements for the Year ended 31st March, 2023***(All amounts are in lakhs of Indian Rupees unless otherwise stated)***Note 19. Revenue from Services**

Particulars	Year ended	
	March 31, 2023	March 31, 2022
Advertising income	11,164.35	9,205.20
Total	11,164.35	9,205.20

Note 20. Other Income

Particulars	Year ended	
	March 31, 2023	March 31, 2022
Dividend income on current investments	40.78	32.06
Net gain on sale of current investments	207.90	5.10
Fair Value Gain on Financial Instruments at FVTPL(net)	104.34	147.55
Liabilities not required to be paid written back	642.39	197.90
Miscellaneous Income	4.34	2.75
Interest income		
- on bank deposits & bonds	388.46	346.46
- on loans to associates /deposits	1,778.37	1,672.11
- on IT refund	27.77	31.63
- on other loans	406.10	416.71
Total	3,600.45	2,852.27

Note 21. Cost of Revenues

Particulars	Year ended	
	March 31, 2023	March 31, 2022
Program production expenses	1,457.11	1,280.68
Licenses	1,584.43	1,445.69
Total	3,041.54	2,726.37

Note 22. Employees' Benefits Expenses

Particulars	Year ended	
	March 31, 2023	March 31, 2022
Salaries, wages and bonus	4,184.64	3,788.85
Gratuity & Leave Encashment Expenses	71.79	41.76
Contributions to provident fund and other funds	266.04	256.92
Staff welfare expense	16.40	12.21
Total	4,538.87	4,099.74

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year ended 31st March, 2023
(All amounts are in lakhs of Indian Rupees unless otherwise stated)
Note 23. Other Expenses

Particulars	Year ended	
	March 31, 2023	March 31, 2022
Advertisement and marketing expenses	104.92	27.99
Legal and professional fees	275.08	150.52
Travel and conveyance	66.50	17.39
Rent	11.51	13.21
Power and Fuel	590.06	547.19
Repairs and maintenance		
- Plant and machinery	41.43	27.94
- Others	63.15	57.54
Communication	79.02	81.47
Donation	-	350.00
Expenditure on Corporate Social Responsibility	15.00	34.38
Utilities	256.99	230.28
Insurance	7.82	13.25
Bad debts written off	286.63	258.42
Provision for doubtful debts (net of reversals)	206.74	42.89
Loss on sale of assets (net)	1.77	4.49
Rates and taxes	316.42	23.87
Assets Scrapped	14.61	-
Miscellaneous expenses	5.42	5.49
Total	2,343.07	1,886.32

Particulars	Year ended	
	March 31, 2023	March 31, 2022
a. Amount required to be spent by the company during the year.	14.49	34.38
b. Amount of expenditure incurred	15.00	34.38
c. (Excess)/Shortfall at the end of the year	-0.51	-

There is no shortfall in any of the previous years

Payment to auditor:

Particulars	Year ended	
	March 31, 2023	March 31, 2022
As auditor:		
Audit fee	1.00	1.00
In other capacity:		
Other services	5.10	-
Total	6.10	1.00

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year ended 31st March, 2023
(All amounts are in lakhs of Indian Rupees unless otherwise stated)
Note 24. Depreciation and amortization expense

Particulars	Year Ended	
	March 31, 2023	March 31, 2022
Depreciation of tangible assets (Note 3)	357.65	463.47
Amortization of intangible assets (Note 4)	1,411.37	1,410.71
Amortization of Right Of Use	497.68	509.27
Total	2,266.70	2,383.45

Note 25. Finance Costs

Particulars	Year Ended	
	March 31, 2023	March 31, 2022
Interest		
- on loans		-
- others	20.01	0.89
Bank charges	3.25	1.78
Lease Interest Expense Ind AS	594.92	639.69
Total	618.18	642.36

SOUTH ASIA FM LIMITED**Notes to Financial Statements for the Year ended 31st March, 2023***(All amounts are in lakhs of Indian Rupees unless otherwise stated)***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, 2023	March 31, 2022
Re-measurement gains (losses) on defined benefit plans	(30.20)	14.27
Others (if any)		-
Total	(30.20)	14.27

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, 2023	March 31, 2022
Profit after tax (Rs. in crores)	1,956.44	319.23
Weighted average number of shares		
- Basic	38,18,59,817	38,18,59,817
- Diluted	40,52,09,885	40,52,09,885
Earning per share of Rs.10/- each		
- Basic	0.512	0.084
- Diluted	0.483	0.079

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year ended 31st March, 2023

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

Note 28. Employee benefit plans

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 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.

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	Year ended March 31, 2023	Year ended March 31, 2022
Contribution to Provident Fund	264.95	254.86

Gratuity
Statement of Profit and Loss

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Recognized in profit or loss:		
Current service cost	64.37	61.82
Interest cost on benefit obligation	-2.62	-0.32
Recognized in other comprehensive income:		
Remeasurement gains/(losses) in other comprehensive income arising from changes in demographic assumptions		
Remeasurement gains/(losses) in other comprehensive income arising from changes in financial assumptions		
Experience adjustments	32.91	-5.65
Return on Plan Assets (Greater) / Less than Discount rate		
Recognized in other comprehensive income	32.91	-5.65
Net benefit expense	94.66	55.85

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Defined benefit obligation	570.11	521.03
Fair value of plan assets	561.04	510.61
Plan Liability / (Asset)	9.07	10.42

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

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Opening defined benefit obligation	521.04	484.68
Current service cost	64.37	61.82
Interest cost	34.96	30.56
Actuarial (gains) / losses on obligation	23.40	-18.33
Benefits paid	-73.65	-37.69
Closing defined benefit obligation	570.12	521.04

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

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Fair value of planned assets at the beginning of the year	510.60	457.76
Expected return on plan assets	37.58	30.88
Contributions	93.31	63.73
Benefits paid	-73.65	-37.69
Actuarial gain / (loss) on plan assets	-6.81	-4.06
Fair value of plan assets at the end of the year	561.03	510.60

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

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Discount rate	7.22%	6.95%
Expected rate of return on assets	6.95%	6.56%
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, 2023***(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:****Gratuity plan**

Particulars	March 31, 2023	March 31, 2022
Investments details		
Funds with LIC	561.03	510.60
Total	561.03	510.60

A quantitative sensitivity analysis for significant assumption as at 31 March, 2023 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	(35.18)	39.67	34.58	(31.54)

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of The following payments are expected contributions to the defined benefit plan in future years:

Assumptions	March 31, 2023	March 31, 2022
Within the next 12 months (next annual reporting period)	77.65	64.38
Between 2 and 5 years	190.05	176.77
Between 5 and 10 years	126.87	118.12
Total expected payments	394.57	359.27

South Asia FM Limited**Notes to Financial Statements for the Year ended 31st March, 2023***(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 Pvt Limited

Holding Company

Sun TV Network Limited

Associates /Joint Ventures

Metro Digital Networks (Hyd) P Ltd

Deccan Digital Networks (Hyd) P Ltd

A.V.Digital Networks (Hyd) P Ltd

Pioneer Radio Training Services P Ltd

Asia Radio Broadcast P Ltd

Optimum Media Services P Ltd

Digital Radio (Delhi) Broadcasting Limited

Digital Radio (Mumbai) Broadcasting Limited

Digital Radio (Kolkata) Broadcasting Limited

South Asia Multimedia Limited

Optimum Media Services P Ltd

Key Management personnel

Mr. K.Shanmugam - Managing Director

Mr. C. Venkatesh - Company Secretary

Mr. Nicholas Martin Paul- 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, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Rental Income								
Sun Direct TV Pvt Ltd		-	3.70	2.75	-	-	-	-
Interest Income								
A.V.Digital Networks (Hyd) P Ltd		-	-		257.20	289.35	-	-
Sun Direct TV Pvt Ltd		-	406.10	416.71	-	-	-	-

South Asia FM Limited
Notes to Financial Statements for the Year ended 31st March, 2023
(All amounts are in lakhs of Indian Rupees unless otherwise stated)

South Asia FM Limited
Notes to Financial Statements for the Year ended 31st March, 2023
(All amounts are in Indian Rupees unless otherwise stated)

Note 30. Related party transactions

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, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Advertisement Income								
Sun TV Network Limited	42.53	-						
Sun Direct TV Pvt Limited	0.40	-						
Rent Expense								
Sun TV Network Limited	16.64	15.84	-	-	-	-	-	-
Business Support Services								
Sun TV Network Limited	16.19	26.47	-	-	-	-	-	-
Remuneration/Ex-gratia/Bonus payable								
Mr. C. Venkatesh	-	-	-	-	-	-	65.24	51.71

Particulars	Holding Company		Enterprises in which Key Management personnel or their relatives have significant influence		Subsidiaries / Joint Venture	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Balances Outstanding:						
Other Receivables						
Sun Direct TV Pvt Limited	-	-	0.32	0.30	-	-
Loans & Advances						
A.V.Digital Networks (Hyd) P Ltd	-	-	-	-	3,215.00	3,215.00
Sun Direct TV Pvt Limited	-	-	5,000.00	5,000.00	-	-
Rental and other deposits						
Sun Direct TV Pvt Limited	-	-	0.20	0.20	-	-
Accounts Receivable						
Sun Tv Network Limited	50.18	-				
Accounts Payable / Other Current Liabilities						
Sun Tv Network Limited	50.88	3.17	-	-	-	-
Other Financial Assets						
Interest Receivable						
A.V.Digital Networks (Hyd) P Ltd	-	-	-	-	597.52	769.26
Sun Direct TV Pvt Limited	-	-	92.81	100.00	-	-

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year ended 31st March, 2023
(All amounts are in lakhs of Indian Rupees unless otherwise stated)

Note 31.1. Fair Values

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

Particulars	Carrying Value		Fair Value	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
Financial Assets				
(Non Current & Current)				
Investments in Mutual Funds	9,663.80	4,600.93	9,663.80	4,600.93
Investments in Associate companies	26,655.36	26,452.98	26,655.36	26,452.98
Investments in joint ventures	17,144.96	15,863.73	17,144.96	15,863.73
Total	53,463.62	46,917.14	53,463.62	46,917.14

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 31 March 2023:

Particulars	Date of Valuation	Fair Value Measurement using			
		Total	Quoted Price in active markets(Level 1)	Significant observable inputs(Level 2)	Significant unobservable inputs(Level 3)
Asset measured at fair value:					
FVTPL financial investments:					
Investments in Mutual Funds	31-Mar-23	9,663.80	9,663.80	-	-
Investments in Associate companies	31-Mar-23	26,655.36	-	26,655.36	-
Investments in joint ventures	31-Mar-23	17,144.96	-	17,144.96	-
Assets for which fair values are disclosed:					
Investment Properties	31-Mar-23	-	-	-	-

Quantitative disclosures fair value measurement hierarchy for assets as at 31 March 2022:

Particulars	Date of Valuation	Fair Value Measurement using			
		Total	Quoted Price in active markets(Level 1)	Significant observable inputs(Level 2)	Significant unobservable inputs(Level 3)
Asset measured at fair value:					
FVTPL financial investments:					
Investments in Mutual Funds	31-Mar-22	4,600.93	4,600.93	-	-
Investments in Associate companies	31-Mar-22	26,452.98	-	26,452.98	-
Investments in joint ventures	31-Mar-22	15,863.73	-	15,863.73	-
Assets for which fair values are disclosed:					
Investment Properties	31-Mar-22	-	-	-	-

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

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 its operations.

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.

Impact of COVID-19

The Company based on their assessment believes that the probability of the occurrence of their forecasted transactions is not impacted by COVID-19 pandemic.

Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: 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.

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year ended 31st March, 2023

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

Note 33. Right of Use and Lease Liability
Right of Use Assets

	Building	Total
Year ended March 31, 2023		
Gross carrying amount		
Opening Gross carrying amount	5,723.53	5,723.53
Reclassification from property, plant & equipment	-	-
Recognition on account of IND AS 116	-	-
Additions	-	-
Disposals	-85.68	-85.68
Closing gross carrying amount	5,637.85	5,637.85
Accumulated depreciation / amortisation		
Opening Accumulated depreciation / amortisation	1,535.76	1,535.76
Reclassification from property, plant & equipment	-	-
Depreciation / amortisation charge during the year	497.68	497.68
Disposals	-	-
Closing accumulated depreciation / amortisation	2,033.44	2,033.44
Net carrying amount as at March 31, 2023	3,604.41	3,604.41

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

33.2. The impact of changes in accounting policy on account of adoption of Ind AS 116 is as follows:

Particulars	Amount
Decrease in Property, Plant and equipment by	-
Increase / (decrease) in lease liability by	-368.91
Increase / (decrease) in right of use assets by	-583.34
Increase/(decrease) in finance cost by	594.92
Increase/(decrease) in depreciation by	497.68
Increase/(decrease) in rent by	878.10

33.3. Movement in Lease liabilities :

The following is the movement in lease liabilities during the year ended March 31, 2023:

Particulars	As at March 31, 2023
Balance as on April 1, 2022	5,270.35
Recognition on account of adoption of Ind AS 116	-
Additions	-
Finance costs accrued during the period	594.92
Deletions	-85.68
Payment of lease liabilities	-878.10
Balance as on March 31, 2023	4,901.49

33.4. The table below provides details regarding the contractual maturities of lease liabilities as at March 31, 2023 on an undiscounted basis:

Particulars	As at March 31, 2023
Less than one year	419.06
One to five years	3,983.03
More than five years	5,564.15
Total	9,966.24

33.5. Amounts recognized in statement of profit or loss

Particulars	2022-23
Interest on lease liabilities	594.92
Variable lease payments not included in the lease payment liabilities	-
Income from sub-leasing right of use assets	4.34
Expenses relating to short-term leases	-
Expenses relating to leases of low-value assets, excluding short term leases of low value asset	-

33.6. Amounts recognized in cash flow statement

Particulars	2022-23
Total cash outflows for leases	878.10

33.7. The average incremental borrowing rate applied to lease liabilities as at April 1, 2022 is 12%

SOUTH ASIA FM LIMITED**Notes to Financial Statements for the Year ended 31st March, 2023**

(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. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep the gearing ratio between 3% and 7%. The Company includes within net debt, trade and other payables, less cash and cash equivalents.

Return on Equity	31.03.2023	31.03.2022
Profit Before Taxes	1,956.44	319.23
Less: Finance Income	-2,600.69	-2,466.92
Add: Finance cost	618.18	642.36
Earnings before Net interest and Tax	-26.09	-1,505.33
Equity Share Capital	38,185.98	38,185.98
Other Equity	43,562.04	41,635.77
Capital Employed	81,748.02	79,821.75
ROCE	-0.03	-1.89

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

SOUTH ASIA FM LIMITED**Notes to Financial Statements for the Year ended 31st March, 2023***(All amounts are in lakhs of Indian Rupees unless otherwise stated)***Note 35. Note on FM Radio Licences**

The Company operationalized Seven Frequencies which it obtained in the Batch 2 of Phase III.

Note 36. Ind AS Impact in Profit & Loss Account

Particulars	Note No.	Year ended	Year ended
		As at 31-Mar-2023	March 31, 2022
Income			
Finance Income - on loans to Associates / deposits	21	1,521.17	1,382.76
Fair Value Gain on Financial Instruments at FVTPL(net)	20	104.34	147.55
		1,625.51	1,530.31
Expenditure			
Amortization of Right Of Use	26	497.68	509.27
Lease Interest Expense	27	594.92	639.69
Rent	24	10.76	12.09
Licences	22	34.78	34.62
		1,138.14	1,195.67
Net Impact		487.37	334.64

Note 37. Prior year comparatives

Previous year figures have been regrouped/reclassified, wherever necessary, to conform to this year's classification.

SOUTH ASIA FM LIMITED
Notes to Financial Statements for the Year ended 31st March, 2023
(All amounts are in lakhs of Indian Rupees unless otherwise stated)
Note 38. Disclosure on Ratios

Particulars	As at 31-Mar-2023	As at 31-Mar-2022	Numerator			Denominator			Change in Ratios	Explanation
				As at 31-Mar-2023	As at 31-Mar-2022		As at 31-Mar-2023	As at 31-Mar-2022		
a) Current ratio	4.41	3.84	Current Assets	21,513.71	18,896.89	Current Liabilities	4,878.73	4,919.85	15%	-
b) Debt-Equity ratio	-	-	-	-	-	-	-	-	-	-
c) Debt service coverage ratio	-	-	-	-	-	-	-	-	-	-
d) Return on equity ratio	2.39%	0.40%	Profit for the year	1,956.44	319.23	Average Shareholders Equity	81,748.02	79,821.75	498%	Mainly due to increase in sales.
e) Inventory turnover ratio	-	-	-	-	-	-	-	-	-	-
f) Trade receivables turnover ratio	2.68	2.18	Revenue from Operations	11,164.35	9,205.20	Average Trade Receivables	4,171.30	4,227.79	23%	-
g) Trade payables turnover ratio	9.59	7.64	Cost of Revenues	3,041.54	2,726.37	Average Trade Payables	317.15	356.85	26%	-
h) Net capital turnover ratio	0.73	0.66	Revenue from Operations	11,164.35	9,205.20	Average Working Capital	15,306.02	13,977.04	11%	-
i) Net profit ratio	17.52%	3.47%	Profits Before Taxes	1,956.44	319.23	Revenue from Operations	11,164.35	9,205.20	405%	Mainly due to increase in sales.
j) Return on capital employed	2.39%	0.40%	Profits Before Interest and Tax	1,956.44	319.23	Capital Employed	81,748.02	79,821.75	498%	Mainly due to increase in sales.
k) Return on investment	3.66%	4.01%	Income generated from investments	371.68	184.71	Current Investments	10,160.38	4,600.93	-9%	

As per our report of even date

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

For M N & Associates

Firm registration number: 018167S

Chartered Accountants

S.M. Manish Bhurat
Partner
Membership #: 228297

K. SHANMUGAM
Managing Director

NICHOLAS MARTIN PAUL
Director

C VENKATESH
Company Secretary

INDEPENDENT AUDITOR'S REPORT

To the Members of M/s. South Asia FM Limited

Report on the Audit of the Consolidated Ind AS Financial Statements

Opinion

We have audited the accompanying consolidated Ind AS financial statements of **M/s. South Asia FM Limited** ("the Company") and its associates and joint ventures, which comprise the consolidated Balance Sheet as at March 31, 2023, the consolidated Statement of Profit and Loss (including other comprehensive income), consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements including a summary of significant accounting policies (hereinafter referred to as "the consolidated Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS 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 ("Ind AS") prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its consolidated Profit/loss, consolidated total comprehensive income, consolidated Cash Flows and consolidated changes in Equity for the year ended on that date.

Basis of Opinion

We conducted the audit of the consolidated Ind AS financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities*

for the Audit of the Consolidated Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to the audit of the consolidated Ind AS 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 we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key Audit Matters are those matters that, in our professional judgement, were of most significance in our audit of the Consolidated Ind AS Financial Statements of the current period. We have determined that there are no key audit matters to communicate in our report.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in 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 and our auditor's report thereon.

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

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

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

Responsibilities of Management and those charged with governance for the Consolidated Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated Ind AS financial statements that give a true and fair view of the financial position, financial performance, total 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 consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The respective Board of Directors of the company and of its associates and joint ventures are responsible for overseeing the financial reporting process of the company and of its associates and joint ventures.

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

Our objectives are to obtain reasonable assurance about whether the consolidated Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance

with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated Ind AS financial statements.

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

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

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

Other Matters

We did not audit the financial statements / financial information of the joint ventures and associates, considered in the consolidated Ind AS financial statements. The consolidated Ind AS financial statements also include the Company's share of net profit/loss for the year ended 31st March 2023, as considered in the consolidated financial statements, in respect of its joint ventures and associates, whose financial statements / financial information have not been audited by me. These financial statements / financial information have been audited by other auditors whose reports have been furnished to me by the Management and our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these joint ventures and associates, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid joint ventures and associates, is based solely on the reports of the other auditors.

Our opinion on the consolidated Ind AS financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements / financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by section 143 (3) of the Act, We report, to the extent applicable, 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 of the aforesaid consolidated Ind AS financial statements.
- b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.
- d. In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
- e. On the basis of the written representations received from the directors of the Company as on 31st March, 2023 taken on record by the Board of Directors of the Company and the reports of the statutory auditors of its associate companies and joint ventures incorporated in India, none of the directors of the Company, its associate companies and joint ventures incorporated in India is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
- f. With respect to the adequacy of internal financial controls over financial reporting of the Company, its joint ventures and associates and the operating effectiveness of such controls, refer to our separate report in Annexure A.

- 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 the information and according to the explanations given to me, 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 the information and according to the explanations given to me:

i. The Company, its joint ventures and associates does not have any pending litigations which would impact its financial position in its consolidated Ind AS financial statements.

ii. The Company, its joint ventures and associates did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

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

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

**Place : Chennai
Date : May 11, 2023**

**S M Manish Bhurat
Partner
Membership # 228297
UDIN: 23228297bgvkmj1667**

"ANNEXURE A" TO THE AUDITORS' REPORT

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

We have audited the internal financial controls over financial reporting of **M/s. South Asia FM Limited** ("the Company") as of March 31, 2023 and its associates and joint ventures in conjunction with the audit of the consolidated Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors 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.

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on the audit. We conducted the audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an

audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

The audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. The 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 consolidated Ind AS 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 the audit opinion on the internal financial controls system over financial reporting of the Company, its associates and joint ventures.

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 effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to me, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to the associates and joint ventures, is based solely on the corresponding reports of the auditors of such companies.

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

**Place : Chennai
Date : May 11, 2023**

**S M Manish Bhurat
Partner
Membership # 228297
UDIN: 23228297bgvkmj1667**

SOUTH ASIA FM LIMITED
Consolidated Balance Sheet as at 31st March, 2023
(All amounts are in lakhs of Indian Rupees)

Particulars	Notes	As at 31-March-2023	As at 31-March-2022
ASSETS			
Non-Current Assets			
Property Plant and Equipment	3	1,379.12	1,561.62
Capital Work-in-Progress	3.1	-	174.73
Intangible assets	4	10,971.56	12,371.07
Right to Use Assets		3,604.41	4,187.75
Financial Assets			
Investments in Associate Companies	5	18,624.68	19,013.30
Investments in Joint Ventures	5	15,750.98	15,238.86
Investments in Taxable bonds	5	496.57	-
Loans	6	8,214.86	8,214.86
Other Financial Assets	6.1	353.53	389.03
Tax Assets	7	86.18	772.90
Deferred tax assets (Net)			
Other non current assets	8	346.67	387.94
		59,828.56	62,312.06
Current Assets			
Financial Assets			
Trade receivables	9	4,114.81	4,227.79
Investment	10	9,663.80	4,600.93
Other Financial Assets	10	761.61	924.81
Tax Assets	7	165.23	101.68
Cash and Cash Equivalents	11.1	251.09	689.69
Bank Balances Other than Cash and Cash Equivalents	11.2	5,618.94	7,457.54
Other current assets	8	938.23	894.45
		21,513.71	18,896.89
Total Assets		81,342.27	81,208.95
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	12	38,185.98	38,185.98
Other Equity			
General Reserve			
Other Reserves	13	34,137.23	33,571.11
Equity attributable to the equity holders of the parent		72,323.21	71,757.09
Total Equity		72,323.21	71,757.09
Non-Current Liabilities			
Financial Liabilities			
Lease Liability		3,973.40	4,374.46
Other financial liabilities	14	0.20	0.20
Provisions	18	166.74	157.37
Tax liability		-	-
Other Non-Current Liabilities		-	-
		4,140.34	4,532.02
Current Liabilities			
Financial Liabilities			
Trade Payables			
Total outstanding dues of micro enterprises and small			-
Total outstanding dues of creditors other than micro	15	277.46	356.85
enterprises and small enterprises			
Lease Liability		928.08	895.90
Other current financial liabilities	16	3,272.62	3,296.14
Tax liability	7	-	-
Other Current Liabilities	17	349.03	306.70
Provisions	18	51.54	64.25
Total Liabilities		4,878.73	4,919.84
TOTAL EQUITY AND LIABILITIES		81,342.27	81,208.95

Significant Accounting Policies

2

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

As per our report of even date

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

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

S.M. Manish Bhurat
Partner
Membership #: 228297
UDIN: 23228297BGVKMJ1667

K. SHANMUGAM
Managing Director

NICHOLAS
MARTIN PAUL
Director

C.VENKATESH
Company Secretary

Place: Chennai
Date: May 11, 2023

Place: Chennai
Date: May 11, 2023

SOUTH ASIA FM LIMITED
Consolidated Statement of Profit And Loss for the Year ended 31st March, 2023
(All amounts are in lakhs of Indian Rupees, except in respect of number and per share information)

Particulars	Note No.	Year Ended March 31, 2023	Year Ended March 31, 2022
Income			
Revenue from Operations	19	11,164.35	9,205.20
Other Income	20	3,600.45	2,852.27
Total Income		14,764.80	12,057.47
Expenses			
Costs of revenues	21	3,041.54	2,726.37
Employees' benefits expense	22	4,538.87	4,099.74
Other expenses	23	2,343.07	1,886.32
Depreciation and amortization expense	24	2,266.70	2,383.45
Finance costs	25	618.18	642.36
Total Expense		12,808.36	11,738.24
Profit (Loss) Before Exceptional Item and Tax		1,956.44	319.23
Exceptional Item (Net)			-
Profit (Loss) Before Tax		1,956.44	319.23
Current Taxes		-	-
Deferred Tax (Net)		-	-
Income Tax Expense		-	-
Profit for the Year		1,956.44	319.23
Share of Profits from Associates		(1,360.13)	(1,784.97)
		596.31	(1,465.74)
Other Comprehensive Income:			
(i) Other comprehensive income to be reclassified to profit or loss in subsequent periods:			
Others (Specify nature)			
Income tax effect			
Net other comprehensive income to be reclassified to profit or loss in subsequent periods			
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:			
Remeasurement Gains or (losses) on defined benefit obligations (net)	26	-30.20	14.27
Income tax effect		-30.20	-
Others (Specify nature)		-	14.27
Income tax effect		-	-
Net other comprehensive income not to be reclassified to profit or loss in subsequent periods		-30.20	14.27
Other comprehensive income/(loss) for the year, net of tax		-30.20	14.27
Total comprehensive income for the year		566.11	-1,451.47
Earnings per Equity Share of INR 10 each			
Basic profit from operations attributable to equity holders of the parent	27	0.15	-0.38
Diluted profit from operations attributable to equity holders of the parent		0.14	-0.36

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

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

S.M. Manish Bhurat
Partner
Membership #: 228297
UDIN: 23228297BGVKMJ1667

K. SHANMUGAM
Managing Director

NICHOLAS
MARTIN PAUL
Director

C.VENKATESH
Company Secretary

Place: Chennai
Date: May 11, 2023

Place: Chennai
Date: May 11, 2023

SOUTH ASIA FM LIMITED
Consolidated Cash Flow Statement for the year ended 31st March 2023
(All amounts are in lakhs of Indian Rupees unless otherwise stated)

Particulars		Year Ended 31-Mar-2023	Year Ended 31-Mar-2022
Cash flow from operating activities			
Net profit before tax and extraordinary items		596.32	(1,465.72)
Adjustments to reconcile:			
IND AS adjustments		(1,386.78)	(50.03)
Depreciation on tangible assets/investment property		357.65	463.47
Amortisation of intangible assets		1,411.37	1,410.71
Amortization of Right Of Use		-	509.27
(Profit)/Loss on sale of fixed assets/investment property, net		(206.14)	(0.61)
Assets scrapped		14.61	-
Provision for doubtful debts/Movie advances and other Assets		206.74	42.88
Bad debts written off		286.63	258.42
Liabilities / provisions no longer required written back		(642.39)	(197.90)
Interest income		(822.33)	(2,466.92)
Dividend income		(40.78)	(32.06)
Interest expense		23.26	642.36
Operating profit before working capital changes		(201.84)	(886.11)
Movements in working capital :			
(Increase) / Decrease in trade receivables		(103.95)	(816.40)
(Increase) / Decrease in other current assets/other financial assets		2,021.76	(999.38)
Increase / (Decrease) in trade payables and other liabilities/other financial liabilities		581.60	468.99
Increase / (Decrease) in provisions		(18.52)	(9.15)
Cash generated from operations		2,279.05	(2,242.06)
Direct taxes paid (net of refunds)		(316.53)	(263.74)
Net cash flow from / (used in) operating activities (A)	A	2,595.58	(1,978.32)
Cash flow from investing activities			
Purchase of PPE, capital work in progress (including capital advances)		(18.81)	(262.20)
Purchase of intangible assets and expenditure on intangible assets under development			
(including advances towards purchase of intangible assets)		(11.86)	-
Purchase of investments		(6,743.98)	409.78
Sale of investments		2,893.61	9.08
Proceeds from sale of assets		7.02	7.70
Interest received		822.33	2,466.92
Dividends received		40.78	32.06
Net cash from / (used in) investing activities (B)	B	(3,010.91)	2,663.34
Cash flow from financing activities			
Interest paid		(23.26)	(642.36)
Net cash (used in) / from financing activities (C)	C	(23.26)	(642.36)
Exchange differences on translation of foreign currency cash and cash equivalents (D)	D	-	-
Net increase / (decrease) in cash and cash equivalents (A+B+C+D)	(A+B+C+D)	(438.60)	42.66
Opening balance of cash and cash equivalents	E	689.69	647.03
Closing balance of cash and cash equivalents	F	251.09	689.69
Net increase / (decrease) in cash and cash equivalents	(F-E)	(438.60)	42.66
Earmarked Balances with Banks	G	-	-
Closing cash and Bank Balance	(F+G)	251.09	689.69

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: 23228297BGVKMJ1667

Place: Chennai
Date: May 11, 2023

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

K. SHANMUGAM
Managing Director

NICHOLAS MARTI C.VENKATESH
Director
Company Secretary

Place: Chennai
Date: May 11, 2023

SOUTH ASIA FM LIMITED
Statement of Changes in Equity for the Year ended 31st March 2023
(All amounts are in Indian Rupees unless otherwise stated)
a. Equity Share Capital:

Equity shares of INR 10 each issued, subscribed and fully paid	Number Of Shares	Amount
As at 01 April 2022	38,18,59,817	38,185.98
Issue of share capital	-	-
At 31 March 2023	38,18,59,817	38,185.98

b. Other equity
For the year ended 31 March 2022

Particulars	Attributable to Equity holders of the parent				Total
	Retained earnings	Securities Premium Reserve	General Reserve	Items of OCI FVTOCI reserve	
As at 1st April 2022	(2,809.30)	13,150.00	-	(119.65)	10,221.05
Profit for the period	596.31			(30.20)	566.11
Other comprehensive income					-
Total Comprehensive Income	(2,212.99)	13,150.00	-	(149.85)	10,787.16
Issue of share capital	-	-	-	-	-
Transaction costs	-	-	-	-	-
Cash dividends	-	-	-	-	-
Dividend distribution tax on cash dividend by parent company	-	-	-	-	-
As at 31 March 2023	(2,212.99)	13,150.00	-	(149.85)	10,787.16

For the year ended 31 March 2022

Particulars	Attributable to Equity holders of the parent				Total
	Retained earnings	Securities Premium Reserve	General Reserve	Items of OCI FVTOCI reserve	
As at 1st April 2021	(1,343.58)	13,150.00	-	(133.92)	11,672.50
Profit for the period	(1,465.72)	-	-	-	(1,465.72)
Other comprehensive income		-	-	14.27	14.27
Total Comprehensive Income	(2,809.30)	13,150.00	-	(119.65)	10,221.05
Issue of share capital	-	-	-	-	-
Transaction costs	-	-	-	-	-
Cash dividends	-	-	-	-	-
Dividend distribution tax on cash dividend by parent company	-	-	-	-	-
As at 31 March 2022	(2,809.30)	13,150.00	-	(119.65)	10,221.05

As per our report of even date

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

For M N & Associates

Firm registration number: 018167S

Chartered Accountants

S.M. Manish Bhurat

Partner

Membership #: 228297

UDIN: 23228297BGVKMJ1667

K. SHANMUGAM

Managing Director

NICHOLAS
MARTIN PAUL

Director

C VENKATESH

Company Secretary

Place: Chennai

Date: May 11, 2023

Place: Chennai

Date: May 11, 2023

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 35 FM stations for which the license has been procured.

The Company has entered into a strategic tie-up with Red FM Group to expand its FM Radio broadcasting business in the North, West and East Indian Markets. As part of the transaction, the Company has taken up a 48.9% beneficial interest in the Red FM Radio Companies by acquiring the equity of their holding companies at par. The promoters of Red FM continue to hold 51.1% in Red FM. As part of this strategic tie-up, (a) the promoters of Red FM have through their investment Company A H Multisoft Private Limited and (b) Astro Plc through its investment Company, South Asia Multimedia Technologies Limited, subscribed to 40% of the equity of the Company.

The Company has executed certain agreements with the promoters of Red FM by which it has obtained significant influence in the following Red FM companies, all of which are incorporated in India:

Name of the Company	Effective holding Of the Company
Deccan Digital Networks (Hyderabad) Private Limited	28.99%
Metro Digital Networks (Hyderabad) Private Limited	28.99%
AV Digital Networks (Hyderabad) Private Limited	28.99%
Pioneer Radio Training Services Private Limited	48.89%
Optimum Media Services Private Limited	48.89%
Asia Radio Broadcast Private Limited	48.89%
Digital Radio (Delhi) Broadcasting Limited	48.89%
Digital Radio (Mumbai) Broadcasting Limited	48.89%
Digital Radio (Kolkata) Broadcasting Limited	48.89%
South Asia Multimedia Limited	48.89%

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

➤ Tangible Assets

- Tangible Fixed Assets are stated at cost less accumulated depreciation.
 - Depreciation on tangible Fixed Assets 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. Tangible Assets 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.

➤ ***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.

4. 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.

5. 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.

6. 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.

7. Deferred Taxation

- Deferred tax is recognized, subject to the consideration of prudence, on timing difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more periods.

8. Investments

- Investments are valued at Fair value through Profit or Loss. Provision for diminution in the value of Long-Term Investments is made only if such a decline is other than temporary.

9. Financial Instruments

▪ Initial Recognition

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.

▪ Subsequent Measurement

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.

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 effective interest 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.

10. 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 Fixed Assets and incurred during the year are recognized as expense during the year.

11. 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.

12. 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.

13. Preliminary Expenditure

- Preliminary expenses are written off over a period of five years commencing from the year in which the company commenced operations.

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 Consolidated Financial Statements for the Year ended 31st March, 2023
(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 01, 2021	3,261.23	442.47	48.49	716.06	150.83	4,619.08
Additions	261.67	1.37	-	-	-	263.04
Impairment	-	-	-	-	-	-
Disposals	-36.45	-11.29	-0.10	-	-	-47.84
At March 31, 2022	3,486.45	432.55	48.39	716.06	150.83	4,834.28
Additions	180.10	8.04	2.11	8.31	-	198.56
Impairment	-	-	-	-	-	-
Disposals	-66.31	-36.78	-1.46	-	-0.01	-104.56
At Mar 31, 2023	3,600.44	403.81	49.04	724.37	150.82	4,928.28
Depreciation						
At April 01, 2021	1,882.18	236.44	30.77	628.46	67.02	2,844.87
Charge for the year	323.32	38.97	4.33	70.99	25.85	463.47
Impairment	-	-	-	-	-	-
Disposals	-30.10	-5.48	-0.07	-	-	-35.65
At March 31, 2022	2,175.40	269.93	35.03	699.45	92.87	3,272.68
Charge for the year	286.32	31.71	3.50	18.35	17.77	357.65
Impairment	-	-	-	-	-	-
Disposals	-49.57	-30.57	-1.03	-	-	-81.17
At Mar 31, 2023	2,412.15	271.07	37.50	717.80	110.64	3,549.16
Net Block						
At March 31, 2022	1,311.05	162.62	13.36	16.62	57.96	1,561.62
At March 31, 2023	1,188.29	132.74	11.54	6.57	40.18	1,379.12

SOUTH ASIA FM LIMITED**Notes to Consolidated Financial Statements for the Year ended 31st March, 2023***(All amounts are in lakhs of Indian Rupees unless otherwise stated)***Note 3.1 Capital Work In Progress**

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Capital Work In Progress	-	174.73
Total	-	174.73

Particulars	Amount in CWIP as at 31.03.2022 for a period of				
	Less than one year	1-2 years	2-3 years	3 years and above	Total
Projects in Progress	10.45	141.42	16.85	6.00	174.72
Total	10.45	141.42	16.85	6.00	174.72

Note:

1. There are no projects where activity has been suspended.
2. There is no capital work in progress whose completion is overdue or has exceeded its cost compared to its original plan.

SOUTH ASIA FM LIMITED**Notes to Consolidated Financial Statements for the Year ended 31st March, 2023***(All amounts are in lakhs of Indian Rupees unless otherwise stated)***Note 4 - Intangible Assets**

Particulars	Computer Software	Licenses	Total
Gross Block			
At April 01, 2021	25.40	21,252.20	21,277.60
Additions	-	-	-
Disposals	-	-	-
At March 31, 2022	25.40	21,252.20	21,277.60
Additions	6.86	5.00	11.86
Disposals	-	-	-
At March 31, 2023	32.26	21,257.20	21,289.46
Amortization			
At April 01, 2021	25.40	7,470.42	7,495.82
Charge for the year	-	1,410.71	1,410.71
Disposals	-	-	-
At March 31, 2022	25.40	8,881.13	8,906.53
Charge for the year	0.38	1,410.99	1,411.37
Disposals	-	-	-
At March 31, 2023	25.78	10,292.12	10,317.90
Net Block			
At March 31, 2022	-	12,371.07	12,371.07
At March 31, 2023	6.48	10,965.08	10,971.56

SOUTH ASIA FM LIMITED
Notes to Consolidated Financial Statements for the Year ended 31st March, 2023
(All amounts are in lakhs of Indian Rupees unless otherwise stated)
Note 5. Financial assets (Non Current)

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Investments in Associate Companies (Unquoted)		
Investments in Equity Instruments at Cost		
Metro Digital Networps (Hyd) P Ltd	79.20	79.20
Deccan Digital Networks (Hyd) P Ltd	1,810.71	1,782.64
A.V.Digital Networks (Hyd) P Ltd	650.84	650.84
Pioneer Radio Training Services P Ltd	2,719.40	2,811.57
Asia Radio BVoadcast P Ltd	1,489.37	1,436.42
Investments in Debt Instruments at Amortised Cost		
Metro Digital Networks (Hyd) P Ltd	4,793.26	5,195.91
Deccan Digital Networks (Hyd) P Ltd	5,883.07	5,911.53
A.V.Digital Networks (Hyd) P Ltd	1,198.83	1,145.19
Total	18,624.68	19,013.30

Investments in Joint Ventures - (Unquoted)

Investments in Equity Instruments at Cost		
Optimum Media Services P Ltd	3,792.86	4,561.97
Investments in Debt Instruments at Amortised Cost		
Optimum Media Services P Ltd	11,958.12	10,676.89
Total	15,750.98	15,238.86

Note 5. Investments in Taxable Bonds

Investments in Cost	As at March 31, 2023		
Particulars	No of units	Face Value (Rs)	Carrying Value
Housing Development Finance corporation ltd-SR AA-006 7.40 NCD	50	10,00,000	496.57
Total			496.57

Note:
Investments in Taxable Bonds as at March 31, 2022 is NIL

Aggregate value of unquoted investments	34,872.23	34,252.15
Aggregate amount of impairment in value of investments	-	-

Note 6. Financial assets (Non-Current)

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Loans (Secured considered good unless otherwise stated)		
Loans to Related parties	8,214.86	8,214.86
Total	8,214.86	8,214.86

Note 6.1 Other Financial Assets

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Rental deposits	89.47	86.00
Deposits with Government agencies	258.92	230.87
Margin Money deposit	5.14	72.16
Total	353.53	389.03

SOUTH ASIA FM LIMITED**Notes to Consolidated Financial Statements for the Year ended 31st March, 2023***(All amounts are in lakhs of Indian Rupees unless otherwise stated)***Note 7. Tax Assets/(Liabilities)**

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Non-Current Tax Assets		
Advance income tax (net of provision)	86.18	772.90
Total	86.18	772.90
Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Current Tax Assets		
Advance income tax (net of provision)	165.23	101.68
Total	165.23	101.68

Note 8 Other Current and Non-Current Assets**Other Non-Current Assets**

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Unsecured and considered good		
Capital advances	-	5.03
Prepaid expenses	268.11	305.56
Others	78.56	77.35
Total	346.67	387.94

Other Current Assets

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Prepaid expenses	723.01	692.02
Balances with statutory/government authorities	116.65	89.67
Others	98.57	112.76
Total	938.23	894.45

SOUTH ASIA FM LIMITED
Notes to Consolidated Financial Statements for the Year ended 31st March, 2023
(All amounts are in lakhs of Indian Rupees unless otherwise stated)
Note 9. Trade Receivables
Trade and other receivables (current)

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Trade receivables		
Secured, considered good		-
Unsecured, considered good	4,114.81	4,227.79
Doubtful	755.18	824.88
	4,869.99	5,052.67
Provision for doubtful receivables	-755.18	-824.88
Total	4,114.81	4,227.79

Particulars	Outstanding for following periods from due date of payment as on 31.03.2023					
	Less than 6 Months	6 Months -1 Year	1-2 years	2-3 years	3 years and above	Total
(i) Undisputed Trade receivables – considered good	3,027.85	210.68	230.57	171.11	1,229.78	4,869.99
(ii) Undisputed Trade Receivables – Which have significant increase in credit risk						-
(iii) Undisputed Trade Receivables – Credit Impaired	206.74	-	2.01	2.10	544.33	755.18
(iv) Disputed Trade Receivables - considered good						-
(v) Disputed Trade Receivables - Which have significant increase in credit risk						-
(vi) Disputed Trade Receivables - Credit Impaired						-
Total	2,821.11	210.68	228.56	169.01	685.45	4,114.81

Particulars	Outstanding for following periods from due date of payment as on 31.03.2022					
	Less than 6 Months	6 Months -1 Year	1-2 years	2-3 years	3 years and above	Total
(i) Undisputed Trade receivables – considered good	3,483.33	102.88	398.97	249.94	817.55	5,052.67
(ii) Undisputed Trade Receivables – Which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – Credit Impaired	0.21	1.80	2.10	37.24	783.53	824.88
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-
Total	3,485.12	101.08	396.87	212.20	34.02	4,227.79

SOUTH ASIA FM LIMITED
Notes to Consolidated Financial Statements for the Year ended 31st March, 2023
(All amounts are in lakhs of Indian Rupees unless otherwise stated)
Note 10. Financial assets (Current)

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Investments in Debt Instruments at fair value through profit or loss (FVTPL):		
HDFC Floating Rate Debt Fund - Daily Dividend	788.12	751.42
7818001.327 Units (Previous year : 7453940.696 Units)	-	-
ICICI Prudential Floating Interest Fund - DP Growth	152.07	143.08
39670.770 Units (Previous year : 39670.770 Units)	-	-
Bandhan Bond Fund - Medium Term Plan Growth	125.91	-
323765.223 units (Previous year: Nil units)	-	-
Bandhan Bond Fund - Short term plan - Growth Plan	761.62	731.25
1492435.601 Units (Previous year: 1492435.601 Units)	-	-
HDFC Ultra Short Term Fund - Direct Growth	1,311.77	1,242.40
10009000.336 Units (Previous year: 10009000.336 Units)	-	-
HDFC Banking & PSU Debt fund - Direct Growth Option	455.08	-
2272878.750 Units (Previous year: Nil Units)	-	-
SBI Magnum Medium Duration fund - Regular growth	618.70	-
1439695.759 Units (Previous year: Nil Units)	-	-
SBI Crisil IBX SDL Index - Sep 2027 Fund	522.03	-
5032612.975 Units (Previous year: Nil Units)	-	-
SBI CPSE BP SDL Sep 2026 50:50 Index - Direct Growth	1,163.30	-
11169153.170 Units (Previous year: Nil Units)	-	-
ICICI Prudential Short term Fund - Growth option	203.94	192.87
403600.919 Units (Previous year: 403600.919 Units)	-	-
ICICI Prudential Nifty PSU bond Plus SDL Sep 2027 40:60 Index Fund - Growth	155.57	-
1490179.232 Units (Previous year: Nil Units)	-	-
ICICI Prudential Banking and PSU Debt fund - Direct Plan Growth	960.05	-
3369108.866 Units (Previous year: Nil Units)	-	-
TATA Treasury Advantage Fund Regular Plan - Growth	394.13	376.11
11772.765 Units (Previous year: 11772.765 Units)	-	-
TATA Short Term Bond Fund Regular Plan - Growth	84.46	81.27
206969.919 Units (Previous year: 206969.919 Units)	-	-
Axis Banking & PSU Debt Fund - Direct Growth	281.20	-
12287.082 Units (Previous year: Nil Units)	-	-
AXIS-Liquid Fund Direct Growth	51.84	-
2072.848 Units (Previous year: Nil Units)	-	-
Axis CRISIL IBX 50:50 Gilt Plus SDL Sep 2027 Index Fund - Direct Growth	507.43	-
4999750.012 Units (Previous year: Nil Units)	-	-
Axis CRISIL IBX 50:50 Gilt Plus SDL Jun 2028 Index Fund - Direct Growth	116.38	-
1149942.503 Units (Previous year: Nil Units)	-	-
Axis Nifty SDL Sep 2026 Debt Index Fund - Direct Growth	333.57	-
3249837.508 Units (Previous year: Nil Units)	-	-
Axis Fixed Term Plan - series 113 (1128 days) - Direct Growth	376.04	-
3749812 Units (Previous year: Nil Units)	-	-
Axis Fixed Term Plan - series 114 (83 days) - Direct Growth	150.30	-
1499925 Units (Previous year: Nil Units)	-	-
Baroda BNP Paribas Nifty SDL Dec 2026 Index fund - Direct Growth	150.29	-
1483311.911 Units (Previous year: Nil Units)	-	-
IDFC Ultra Short Term Fund - Direct Plan Growth	-	119.05
Nil Units (Previous year: 959232.614 Units)	-	-
PGIM India Insta Cash Fund -Direct Plan Growth	-	963.48
Nil Units (Previous year: 347311.01 Units)	-	-
Total	9,663.80	4,600.93
Aggregate Book Value of Quoted Investments	8,848.89	3,890.35
Aggregate Market Value of Quoted Investments	9,663.80	4,600.93

Other Financial Assets

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Interest Accrued	70.96	46.40
Other receivables (from Related Parties)	0.32	9.15
Interest Receivable	690.33	869.26
Total	761.61	924.81

Note 11.1 Cash and Cash Equivalents

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Balances with banks:		
– On current accounts	248.97	688.11
Cash on hand	2.12	1.58
Total	251.09	689.69

Note 11.2 Bank Balances other than Cash and Cash Equivalents

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Deposits with original maturity for more than 3 months but less than 12 months	4,502.87	6,440.57
Margin Money deposit	1,116.07	1,016.97
Total	5,618.94	7,457.54

SOUTH ASIA FM LIMITED
Notes to Consolidated Financial Statements for the Year ended 31st March, 2023
(All amounts are in lakhs of Indian Rupees unless otherwise stated)
Note - 12. Equity Share Capital

Particulars	As at 31-Mar-2023	As at 31-Mar-2023	As at 31-Mar-2022	As at 31-Mar-2022
Authorised Capital				
401,000,000 Equity Shares of Rs. 10/- each (31-Mar-2022: 401,000,000 Equity Shares of Rs.10/- each)		40,100.00		40,100.00
254,000,000 0.1% Compulsorily Convertible Preference Shares of Rs. 10/- each (31-Mar-2022: 254,000,000 0.1% Compulsorily Convertible Preference Shares of Rs.10/- each)		25,400.00		25,400.00
		65,500.00		65,500.00
Issued, Subscribed and Paid-up Capital				
381,859,817 Equity Shares of Rs.10/- each fully paid up (31-Mar-2022: 381,859,817 Equity Shares of Rs.10/- each fully paid up)		38,185.98		38,185.98
233,500,683 0.1% Compulsorily Convertible Preference Shares of Rs. 10/- each (31-Mar-2022: 233,500,683 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)	
		38,185.98		38,185.98

(i) Reconciliation of the number of shares outstanding:

At the beginning of the year		38,18,59,817	38,18,59,817	38,18,59,817
Issued during the year		-	-	-
Outstanding at the end of the year		38,18,59,817	38,18,59,817	38,18,59,817

(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 year ended March 31, 2023, the amount of per share dividend recognized as distributions to equity shareholders was Rs. NIL /- share (March 31, 2022: 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-Mar-2023		As at 31-Mar-2022	
	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	59.44%	22,69,92,000	59.44%
AH Multisoft Private Limited	7,63,71,962	20.00%	7,63,71,962	20.00%
South Asia Multimedia Technologies Limited, Mauritius	7,63,71,963	20.00%	7,63,71,963	20.00%

S.No	Promoter Name	Shares held by promoters at the end of the year		
		Number	(% of total shares)*	(% of Change during the Year)**
1	Sun TV Network Limited	22,69,92,000	59.44%	0.00%
2	Kalanithi Maran	21,23,888	0.56%	0.00%

SOUTH ASIA FM LIMITED
Notes to Consolidated Financial Statements for the Year ended 31st March, 2023
(All amounts are in lakhs of Indian Rupees unless otherwise stated)
Note 13. Other Equity

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
233,500,683 0.1 % Compulsorily Convertible Preference Shares of Rs. 10 /- each (31-Mar-2021: 233,500,683 0.1% Compulsorily Convertible Preference Shares of Rs.10/- each)	23,350.07	23,350.07
Share Premium	13,150.00	13,150.00
Retained earnings	-2,362.84	-2,928.96
Total	34,137.23	33,571.11

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 passu with the existing equity shares of the company in all respects.

Note 14. Other Financial Liabilities (Non Current)

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
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 Consolidated Financial Statements for the Year ended 31st March, 2023
(All amounts are in Indian Rupees unless otherwise stated)
Note 15 Trade Payables - Current

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Trade Payables	277.46	356.85
Total	277.46	356.85

Particulars	Outstanding for following periods as on 31.3.2023 from due date of payment				
	Less than one year	1-2 years	2-3 years	3 years and above	Total
(i) MSME					-
(ii) Others	265.17	7.04	2.75	2.50	277.46
(iii) Disputed dues – MSME					-
(iv) Disputed dues – Others					-
Total	265.17	7.04	2.75	2.50	277.46

Particulars	Outstanding for following periods as on 31.3.2022 from due date of payment				
	Less than one year	1-2 years	2-3 years	3 years and above	Total
(i) MSME	-	-	-	-	-
(ii) Others	297.26	40.30	8.50	10.78	356.84
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-
Total	297.26	40.30	8.50	10.78	356.84

Note 16. Other Financial Liabilities (Current)

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Other financial liabilities		
Payable to employees	268.79	450.95
Outstanding liabilities	2,952.95	2,842.02
Other Payables (to Related Parties)	50.88	3.17
Total	3,272.62	3,296.14

SOUTH ASIA FM LIMITED**Notes to Consolidated Financial Statements for the Year ended 31st March, 2023***(All amounts are in lakhs of Indian Rupees unless otherwise stated)***Note 17. Other Current Liabilities**

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Statutory Dues	260.79	258.99
Advances from customers	88.24	47.71
Total	349.03	306.70

Note 18. Provisions

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Short-term provisions		
Provision for leave encashment	42.47	53.83
Provision for gratuity	9.07	10.42
Total	51.54	64.25

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Long-term provisions		
Provision for leave encashment	166.74	157.37
Provision for gratuity	-0.00	-
Total	166.74	157.37

SOUTH ASIA FM LIMITED**Notes to Consolidated Financial Statements for the Year ended 31st March, 2023***(All amounts are in lakhs of Indian Rupees unless otherwise stated)***Note 19. Revenue from Services**

Particulars	Year ended	
	March 31, 2023	March 31, 2022
Advertising income	11,164.35	9,205.20
Total	11,164.35	9,205.20

Note 20. Other Income

Particulars	Year ended	
	March 31, 2023	March 31, 2022
Dividend income on current investments	40.78	32.06
Net gain on sale of current investments	207.90	5.10
Fair Value Gain on Financial Instruments at FVTPL(net)	104.34	147.55
Liabilities not required to be paid written back	642.39	197.90
Miscellaneous Income	4.34	2.75
Interest income		
- on bank deposits & bonds	388.46	346.46
- on loans to associates /deposits	1,778.37	1,672.11
- on IT refund	27.77	31.63
- on other loans	406.10	416.71
Total	3,600.45	2,852.27

Note 21. Cost of Revenues

Particulars	Year ended	
	March 31, 2023	March 31, 2022
Program production expenses	1,457.11	1,280.68
Licenses	1,584.43	1,445.69
Total	3,041.54	2,726.37

Note 22. Employees' Benefits Expenses

Particulars	Year ended	
	March 31, 2023	March 31, 2022
Salaries, wages and bonus	4,184.64	3,788.85
Gratuity & Leave Encashment Expenses	71.79	41.76
Contributions to provident fund and other funds	266.04	256.92
Staff welfare expense	16.40	12.21
Total	4,538.87	4,099.74

SOUTH ASIA FM LIMITED**Notes to Consolidated Financial Statements for the Year ended 31st March, 2023***(All amounts are in lakhs of Indian Rupees unless otherwise stated)***Note 23. Other Expenses**

Particulars	Year ended	
	March 31, 2023	March 31, 2022
Advertisement and marketing expenses	104.92	27.99
Legal and professional fees	275.08	150.52
Travel and conveyance	66.50	17.39
Rent	11.51	13.21
Power and Fuel	590.06	547.19
Repairs and maintenance		
- Plant and machinery	41.43	27.94
- Others	63.15	57.54
Communication	79.02	81.47
Donation	-	350.00
Expenditure on Corporate Social Responsibility	15.00	34.38
Utilities	256.99	230.28
Insurance	7.82	13.25
Bad debts written off	286.63	258.42
Provision for doubtful debts (net of reversals)	206.74	42.89
Loss on sale of assets (net)	1.77	4.49
Rates and taxes	316.42	23.87
Assets Scrapped	14.61	-
Miscellaneous expenses	5.42	5.49
Total	2,343.07	1,886.32

Particulars	Year ended	
	March 31, 2023	March 31, 2022
a. Amount required to be spent by the company during the year.	14.49	34.38
b. Amount of expenditure incurred	15.00	34.38
c. (Excess)/Shortfall at the end of the year	(0.51)	-

There is no shortfall in any of the previous years

Payment to auditor:

Particulars	Year ended	
	March 31, 2023	March 31, 2022
As auditor:		
Audit fee	1.00	1.00
In other capacity:		
Other services	5.10	-
Total	6.10	1.00

SOUTH ASIA FM LIMITED**Notes to Consolidated Financial Statements for the Year ended 31st March, 2023***(All amounts are in Indian Rupees unless otherwise stated)***Note 24. Depreciation and amortization expense**

Particulars	Year Ended	
	March 31, 2023	March 31, 2022
Depreciation of tangible assets (Note 3)	357.65	463.47
Amortization of intangible assets (Note 4)	1,411.37	1,410.71
Amortization of Right Of Use	497.68	509.27
Total	2,266.70	2,383.45

Note 25. Finance Costs

Particulars	Year Ended	
	March 31, 2023	March 31, 2022
Interest		
- on loans		-
- others	20.01	0.89
Bank charges	3.25	1.78
Lease Interest Expense Ind AS	594.92	639.69
Total	618.18	642.36

SOUTH ASIA FM LIMITED**Notes to Consolidated Financial Statements for the Year ended 31st March, 2023***(All amounts are in lakhs of Indian Rupees unless otherwise stated)***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, 2023	March 31, 2022
Re-measurement gains (losses) on defined benefit plans	(30.20)	14.27
Others (if any)		-
Total	(30.20)	14.27

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, 2023	March 31, 2022
Profit after tax (Rs. in crores)	596.31	-1,465.74
Weighted average number of shares		
- Basic	38,18,59,817	38,18,59,817
- Diluted	40,52,09,885	40,52,09,885
Earning per share of Rs.10/- each		
- Basic	0.16	-0.38
- Diluted	0.15	-0.36

SOUTH ASIA FM LIMITED**Notes to Consolidated Financial Statements for the Year ended 31st March, 2023***(All amounts are in lakhs of Indian Rupees unless otherwise stated)***Note 28. Employee benefit plans**

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 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.

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	Year ended March 31, 2023	Year ended March 31, 2022
Contribution to Provident Fund	264.95	254.86

Gratuity**Statement of Profit and Loss**

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Recognized in profit or loss:		
Current service cost	64.37	61.82
Interest cost on benefit obligation	(2.62)	(0.32)
Recognized in other comprehensive income:		
Remeasurement gains/(losses) in other comprehensive income arising from changes in demographic assumptions		
Remeasurement gains/(losses) in other comprehensive income arising from changes in financial assumptions		
Experience adjustments	32.91	-5.65
Return on Plan Assets (Greater) / Less than Discount rate		
Recognized in other comprehensive income	32.91	-5.65
Net benefit expense	94.66	55.84

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Defined benefit obligation	570.11	521.03
Fair value of plan assets	561.04	510.61
Plan Liability / (Asset)	9.07	10.42

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

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Opening defined benefit obligation	521.04	484.68
Current service cost	64.37	61.82
Interest cost	34.96	30.56
Actuarial (gains) / losses on obligation	23.40	(18.33)
Benefits paid	(73.65)	(37.69)
Closing defined benefit obligation	570.12	521.04

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

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Fair value of planned assets at the beginning of the year	510.62	457.76
Expected return on plan assets	37.58	30.88
Contributions	93.31	63.73
Benefits paid	(73.65)	(37.69)
Actuarial gain / (loss) on plan assets	(6.81)	(4.06)
Fair value of plan assets at the end of the year	561.05	510.62

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

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Discount rate	7.22%	6.95%
Expected rate of return on assets	6.95%	6.56%
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 Consolidated Financial Statements for the Year ended 31st March, 2023***(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:**

Gratuity plan		
Particulars	March 31, 2023	March 31, 2022
Investments details		
Funds with LIC	561.05	510.62
Total	561.05	510.62

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

Gratuity plan:

Assumptions	Discount rate		Future salary increases	
	1% increase	1% decrease	1% increase	1% decrease
Sensitivity Level				
Impact on defined benefit obligation	(35.18)	39.67	34.58	(31.54)

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of The following payments are expected contributions to the defined benefit plan in future years:

Assumptions	March 31, 2023	March 31, 2022
Within the next 12 months (next annual reporting period)	77.65	64.38
Between 2 and 5 years	190.05	176.77
Between 5 and 10 years	126.87	118.12
Total expected payments	394.57	359.27

South Asia FM Limited**Notes to Consolidated Financial Statements for the Year ended 31st March, 2023***(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 Pvt Limited

Holding Company

Sun TV Network Limited

Associates /Joint Ventures

Metro Digital Networks (Hyd) P Ltd

Deccan Digital Networks (Hyd) P Ltd

A.V.Digital Networks (Hyd) P Ltd

Pioneer Radio Training Services P Ltd

Asia Radio Broadcast P Ltd

Optimum Media Services P Ltd

Digital Radio (Delhi) Broadcasting Limited

Digital Radio (Mumbai) Broadcasting Limited

Digital Radio (Kolkata) Broadcasting Limited

South Asia Multimedia Limited

Optimum Media Services P Ltd

Key Management personnel

Mr. K.Shanmugam - Managing Director

Mr. C. Venkatesh - Company Secretary

Mr. Nicholas Martin Paul- 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, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Rental Income								
Sun Direct TV Pvt Ltd		-	3.70	2.75	-	-	-	-
Interest Income								
A.V.Digital Networks (Hyd) P Ltd		-	-		257.20	289.35	-	-
Sun Direct TV Pvt Ltd		-	406.10	416.71	-	-	-	-

South Asia FM Limited
Notes to Consolidated Financial Statements for the Year ended 31st March, 2023
(All amounts are in lakhs of Indian Rupees unless otherwise stated)

South Asia FM Limited
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(All amounts are in Indian Rupees unless otherwise stated)

Note 30. Related party transactions

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, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Advertisement Income								
Sun TV Network Limited	42.53	-						
Sun Direct TV Pvt Limited	0.40	-						
Rent Expense								
Sun TV Network Limited	16.64	15.84	-	-	-	-	-	-
Business Support Services								
Sun TV Network Limited	16.19	26.47	-	-	-	-	-	-
Remuneration/Ex-gratia/Bonus payable								
Mr. C. Venkatesh	-	-	-	-	-	-	65.24	51.71

Particulars	Holding Company		Enterprises in which Key Management personnel or their relatives have significant influence		Subsidiaries / Joint Venture	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Balances Outstanding:						
Other Receivables						
Sun Direct TV Pvt Limited	-	-	0.32	0.30	-	-
Loans & Advances						
A.V.Digital Networks (Hyd) P Ltd	-	-	-	-	3,215.00	3,215.00
Sun Direct TV Pvt Limited	-	-	5,000.00	5,000.00	-	-
Rental and other deposits						
Sun Direct TV Pvt Limited	-	-	0.20	0.20	-	-
Accounts Receivable						
Sun Tv Network Limited	50.18	-				
Accounts Payable / Other Current Liabilities						
Sun Tv Network Limited	50.88	3.17	-	-	-	-
Other Financial Assets						
Interest Receivable						
A.V.Digital Networks (Hyd) P Ltd	-	-	-	-	597.52	769.26
Sun Direct TV Pvt Limited	-	-	92.81	100.00	-	-

SOUTH ASIA FM LIMITED
Notes to Consolidated Financial Statements for the Year ended 31st March, 2023

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

Note 31.1. Fair Values

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

Particulars	Carrying Value		Fair Value	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
Financial Assets				
(Non Current & Current)				
Investments in Mutual Funds	9,663.80	4,600.93	9,663.80	4,600.93
Investments in Associate companies	18,624.68	19,013.30	18,624.68	19,013.30
Investments in joint ventures	15,750.98	15,238.86	15,750.98	15,238.86
Total	44,038.96	38,853.09	44,038.96	38,853.09

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 31 March 2023:

Particulars	Date of Valuation	Fair Value Measurement using			
		Total	Quoted Price in active markets(Level 1)	Significant observable inputs(Level 2)	Significant unobservable inputs(Level 3)
Asset measured at fair value:					
FVTPL financial investments:					
Investments in Mutual Funds	31-Mar-23	9,663.80	9,663.80	-	-
Investments in Associate companies	31-Mar-23	18,624.68	-	18,624.68	-
Investments in joint ventures	31-Mar-23	15,750.98	-	15,750.98	-
Assets for which fair values are disclosed:					
Investment Properties	31-Mar-23	-	-	-	-

Quantitative disclosures fair value measurement hierarchy for assets as at 31 March 2022:

Particulars	Date of Valuation	Fair Value Measurement using			
		Total	Quoted Price in active markets(Level 1)	Significant observable inputs(Level 2)	Significant unobservable inputs(Level 3)
Asset measured at fair value:					
FVTPL financial investments:					
Investments in Mutual Funds	31-Mar-22	4,600.93	4,600.93	-	-
Investments in Associate companies	31-Mar-22	19,013.30	-	19,013.30	-
Investments in joint ventures	31-Mar-22	15,238.86	-	15,238.86	-
Assets for which fair values are disclosed:					
Investment Properties	31-Mar-22	-	-	-	-

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

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 its operations.

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.

Impact of COVID-19

The Company based on their assessment believes that the probability of the occurrence of their forecasted transactions is not impacted by COVID-19 pandemic.

Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: 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.

SOUTH ASIA FM LIMITED
Notes to Consolidated Financial Statements for the Year ended 31st March, 2023

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

Note 33. Right of Use and Lease Liability
Right of Use Assets

	Building	Total
Year ended March 31, 2023		
Gross carrying amount		
Opening Gross carrying amount	5,723.53	5,723.53
Reclassification from property, plant & equipment	-	-
Recognition on account of IND AS 116	-	-
Additions	-	-
Disposals	(85.68)	(85.68)
Closing gross carrying amount	5,637.85	5,637.85
Accumulated depreciation / amortisation		
Opening Accumulated depreciation / amortisation	1,535.76	1,535.76
Reclassification from property, plant & equipment	-	-
Depreciation / amortisation charge during the year	497.68	497.68
Disposals	-	-
Closing accumulated depreciation / amortisation	2,033.44	2,033.44
Net carrying amount as at March 31, 2023	3,604.41	3,604.41

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

33.2. The impact of changes in accounting policy on account of adoption of Ind AS 116 is as follows:

Particulars	Amount
Decrease in Property, Plant and equipment by	-
Increase / (decrease) in lease liability by	(368.88)
Increase / (decrease) in right of use assets by	(583.33)
Increase/(decrease) in finance cost by	594.92
Increase/(decrease) in depreciation by	497.68
Increase/(decrease) in rent by	878.10

33.3. Movement in Lease liabilities :

The following is the movement in lease liabilities during the year ended March 31, 2023:

Particulars	As at March 31, 2023
Balance as on April 1, 2022	5,270.35
Recognition on account of adoption of Ind AS 116	-
Additions	-
Finance costs accrued during the period	594.92
Deletions	(85.68)
Payment of lease liabilities	(878.10)
Balance as on March 31, 2023	4,901.49

33.4. The table below provides details regarding the contractual maturities of lease liabilities as at March 31, 2023 on an undiscounted basis:

Particulars	As at March 31, 2023
Less than one year	419.06
One to five years	3,983.03
More than five years	5,564.15
Total	9,966.24

33.5. Amounts recognized in statement of profit or loss

Particulars	2022-23
Interest on lease liabilities	594.92
Variable lease payments not included in the lease payment liabilities	-
Income from sub-leasing right of use assets	4.34
Expenses relating to short-term leases	-
Expenses relating to leases of low-value assets, excluding short term leases of low value asset	-

33.6. Amounts recognized in cash flow statement

Particulars	2022-23
Total cash outflows for leases	878.10

33.7. The average incremental borrowing rate applied to lease liabilities as at April 1, 2022 is 12%

SOUTH ASIA FM LIMITED**Notes to Consolidated Financial Statements for the Year ended 31st March, 2023**

(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. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep the gearing ratio between 3% and 7%. The Company includes within net debt, trade and other payables, less cash and cash equivalents.

Return on Equity	31.03.2023	31.03.2022
Profit Before Taxes	1,956.44	319.23
Less: Finance Income	2,600.69	2,466.92
Add: Finance cost	618.18	642.36
Earnings before Net interest and Tax	(26.07)	(1,505.33)
Equity Share Capital	38,185.98	38,185.98
Other Equity	34,137.23	33,571.11
Capital Employed	72,323.21	71,757.09
ROCE	(0.04)	(2.10)

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

SOUTH ASIA FM LIMITED**Notes to Consolidated Financial Statements for the Year ended 31st March, 2023***(All amounts are in lakhs of Indian Rupees unless otherwise stated)***Note 35. Note on FM Radio Licences**

The Company operationalized Seven Frequencies which it obtained in the Batch 2 of Phase III.

Note 36. Ind AS Impact in Profit & Loss Account

Particulars	Note No.	Year ended	Year ended
		31-Mar-2023	31-Mar-2022
Income			
Finance Income - on loans to Associates / deposits	21	1,521.17	1,382.76
Fair Value Gain on Financial Instruments at FVTPL(net)	20	104.34	147.55
		1,625.51	1,530.31
Expenditure			
Amortization of Right Of Use	26	497.68	509.27
Lease Interest Expense	27	594.92	639.69
Rent	24	10.76	12.09
Licences	22	34.78	34.62
		1,138.14	1,195.67
Net Impact		487.37	334.64

Note 37. Prior year comparatives

Previous year figures have been regrouped/reclassified, wherever necessary, to conform to this year's classification.

As per our report of even date

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

For M N & Associates

Firm registration number: 018167S

Chartered Accountants

S.M. Manish Bhurat
Partner
Membership #: 228297

K. SHANMUGAM
Managing Director

NICHOLAS MARTIN PAUL
Director

C. VENKATESH
Company Secretary

Place: Chennai
Date: May 11, 2023

Place: Chennai
Date: May 11, 2023