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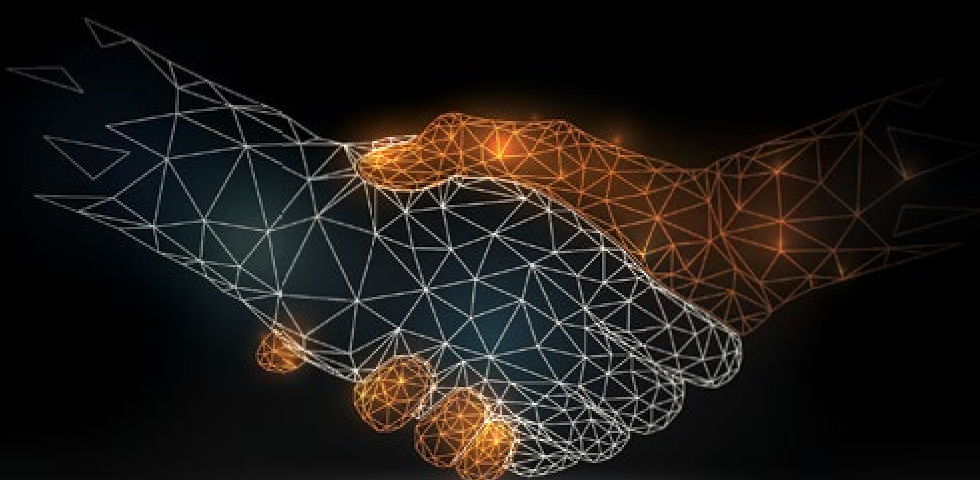
Bharosa Naye Hindustan Ka



Hindustan Media Ventures Limited

ANNUAL REPORT 2021-22

Corporate Information

Board of Directors

Smt. Shobhana Bhartia
Chairperson

Shri Ashwani Windlass

Dr. Mukesh Aghi

Ms. Savitri Kunadi

Shri Sameer Singh

Shri Priyavrat Bhartia

Shri Shamit Bhartia

Shri Praveen Someshwar
Managing Director

Chief Executive Officer

Shri Samudra Bhattacharya

Chief Financial Officer

Shri Anup Sharma

Company Secretary

Shri Pumit Kumar Chellaramani

Statutory Auditor

B S R and Associates,
Chartered Accountants

Registered Office

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Tel.: +91-612-222 3434
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Corporate Office

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Email: investor@hindustantimes.com
Website: www.hmvl.in

Registrar and Share Transfer Agent

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Contents

Cautionary Statements

Certain statements in the MDA section concerning future prospects may be forward-looking statements which involve a number of underlying identified / non identified risks and uncertainties that could cause actual results to differ materially. In addition to the changes in the macro-environment, the Covid-19 pandemic may pose unforeseen, unprecedented, unascertainable and constantly evolving risk(s), inter-alia, to the Company and the environment in which it operates. The results of these assumptions, relying on available internal and external information, constitute the basis for determining certain facts and figures stated in the report. Since the factors underlying these assumptions are subject to change over time, the estimates on which they are based, are also subject to change accordingly. These forward-looking statements represent only the Company's current intentions, beliefs or expectations, and any forward- looking statement speaks only as of the date on which it was made. The Company assumes no obligation to revise or update any forward-looking statements, whether as a result of new information, future events, or otherwise.

Disclaimer: *All data used in the initial sections of the report (including MD&A) have been primarily based on publicly available sources, and discrepancies, if any, are incidental and unintentional.*

To view the report online, please log on to: **www.hmvl.in**

Bharosa

Naye Hindustan Ka

Reliable and responsible journalism serves as a growth catalyst for **New India** by strengthening the foundations of transparency, democracy and empowerment for all sections of society. At Hindustan Media Ventures Limited (HMVL), that is our commitment to millions of readers, brand patrons and stakeholders.

We are evolving and enabling our society to transform by delivering engaging and insightful content. Content that is bold, perceptive, unbiased and trustworthy to a growing fraternity of readers and opinion makers spanning generations. Content that reflects our deeply cherished values of integrity and high standards of journalistic excellence.

FY 2021-22 was a volatile year for us, fraught with headwinds posed by the pandemic. However, with gradual economic recovery and normalcy returning to people's lives, our businesses too are on a path of gradual recovery with marked improvement in performance.

We are steadily enhancing our capabilities, with sharper focus on consumer demographics and preferences, operational efficiency and innovation to deliver content that truly breaks the clutter and stands out in the crowd as the trusted face of a progressive nation.

ABOUT HMVL

The reliable face of journalism

We are one of India's leading print media companies, known for our responsible journalism. We are a thriving platform that intends to develop a profound connection with our ever growing readership base.

Key Brands

हिन्दुस्तान

हिन्दुस्तान SMART

फुरसत

अनोखी

We have maintained a dominant position in our core markets and are poised to reach new heights. Engaged in the business of printing and publishing newspapers and magazines for close to a century, we have our operations spread across Delhi NCR, Uttarakhand, Uttar Pradesh, Bihar and Jharkhand.

With our immense popularity in Hindi news publications , we have been able to provide impeccable content to our readers; content that informs and empowers them.

MAKING A WIDESPREAD IMPACT

#1

Uttarakhand

#1

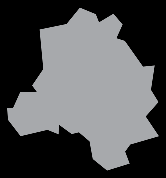
in Bihar

#2

Uttar Pradesh and Bihar combined

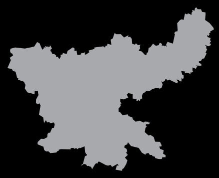
#2

Delhi



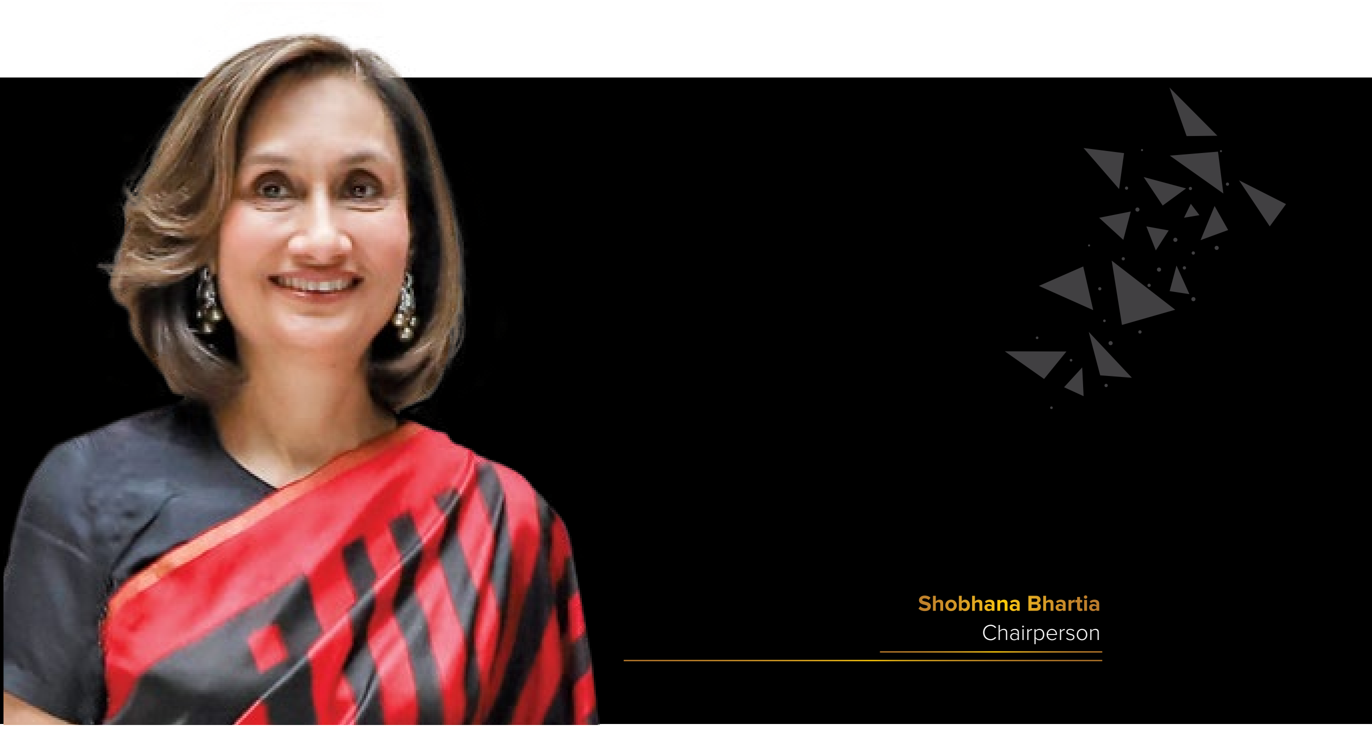
#2

Jharkhand



Note: Rankings are based on Average Issue Readership (AIR) as per IRS, Q4 2019

CHAIRPERSON'S MESSAGE



Shobhana Bhartia
Chairperson

Dear Shareholders,

The past financial year was characterised by struggle, hope and recovery. As the pandemic started to subside, the world cautiously began to move towards normalcy. But the pandemic wasn't done with us yet (and still isn't). Its effects linger on; there are outbreaks from time to time, even if restricted to specific geographies; but life, and work, go on.

The year saw inflation numbers harden and supply chain constraints aggravate, initially on account of pandemic-related disruptions and sudden spikes in demand caused by the return to normalcy, and, towards the end of the year, on account of mounting geopolitical tensions. Together, these continue to act as strong headwinds to an otherwise conducive business environment.

During these testing times, the Hindi daily of Hindustan Media Ventures Limited (HMVL), Hindustan, served as a credible and reliable voice. A sharp focus on local news complemented by a broad sweep of national affairs, and a modern and fresh outlook enabled by a contemporary design have made Hindustan a thought leader in the industry. By routinely and consistently delivering objective news, information, and analysis to our readers through our media platforms, we managed to deal with all challenges that came our way, serving both readers and advertisers. Our teams at HMVL worked on smart responses and value propositions for our advertisers, even as they continued to engage our readers across platforms.

Despite a rocky start and a tough operating environment last financial year, we were able to close the year on a positive note. Advertising and circulation revenues saw a significant jump with strong performance coming in the second half of the year. We employed dynamic procurement and responsive inventory management strategies to mitigate challenging material and input cost environments and successfully navigate supply-side bottlenecks. During the year we undertook a revamp of our Hindi daily Hindustan – the new tag line is

A sharp focus on local news complemented by a broad sweep of national affairs, and a modern and fresh outlook enabled by a contemporary design have made Hindustan a thought leader in the industry.

"Bharosa Naye Hindustan Ka" – with an eye on meeting emerging reader and advertiser needs, and staying relevant and salient.

While providing value to our stakeholders, we at HMVL have never stopped giving back to the community -- not only through what we do journalistically, but also through initiatives and programmes aimed at public welfare and development. 'Healthy Hindustan' and 'Atulya Gram' are examples of some such societal welfare initiatives undertaken by HMVL.

In the near term, the Indian Media and Entertainment industry is expected to continue its recovery and eventually overtake pre-pandemic levels. Our company is well positioned to benefit from this secular uptrend. Our focus remains on improving business metrics and growing market share in the regional print segment. We aspire to grow sustainably while providing value to all our stakeholders.

Serving as the backbone of our efforts are our most valuable assets, our employees and management, who have worked diligently to fulfil our collective goals and objectives. Our human capital plays a pivotal role in the growth and success of the company. Our growth aspirations are founded upon the competence, determination and flexibility of our teams and I convey my gratitude to them for their dedication and focus.

I would like to thank the Board of Directors for their guidance and support. I also take this opportunity to express my appreciation for and gratitude to all our shareholders; their faith in us, has helped us move ahead with resilience. I look forward to their continuous support as we strive towards newer heights.

Finally, our readers and advertisers make us what we are, and I thank them for their trust in our journalism, our brand, and our abilities.

Regards,

Shobhana Bhartia
Chairperson

OUR EVENTS

Connecting at a profound level

We have always nurtured our relationships with our audience. It has been our endeavour to inform, empower and entertain them across our media platforms through an exchange of ideas and viewpoints.

Hindustan Anokhi Digi Club

Anokhi continues to enjoy robust brand affinity in the Hindi belt. Hindustan Anokhi Digi Club is an exceptional initiative that focuses on the core issues women face in their daily lives. Under this initiative, virtual workshops aimed at spreading awareness were conducted on topics pertaining to Finance and Banking, Health, Sanitation, Beauty, Cooking and Education among others.

Monthly sessions were hosted for women from different regions and walks of life; with the program becoming immensely popular among its target audience. Numerous celebrities have also been a part of this program, helping to more effectively spread the message. The event emerged as an excellent platform to connect with women.


अनोखियों ने दिखाई सेहत में अपनी रुचि

Hindustan Aao Rajneeti Karein

Through its flagship “Hindustan Aao Rajneeti Karein” campaign, Hindustan has maintained its stance of fair and unbiased journalism during state elections last year. It urged voters to vote judiciously during election phases. Tagline “Karo Pasand Bharosemand” urged voters to choose the candidates that are trustworthy. “Chunavi Safar par Shashi Shekhar” was introduced in which Hindustan’s Editor-in-Chief travelled to poll bound constituencies in all phases to bring out the ground realities, decisive issues, public concerns and live conversations with leaders of various political parties.

Hindustan Olympiad

Incorporated in 2015, Hindustan Olympiad - among the largest globally - is an independent aptitude exam for students of classes 1 to 12 to test their overall academic abilities.

Every year, scholarships are awarded to State and District toppers; with participation certificates given to every student along with their performance evaluation report.

Over the years, Hindustan Olympiad has received overwhelming response with huge registrations coming in from students and participating schools across Uttar Pradesh, Bihar, Jharkhand and Uttarakhand.

Since the onslaught of the pandemic in 2020, the Olympiad has been conducted through online mode, allowing it to reach an even wider base. It continues to be an excellent platform to engage with students, parents and the overall school community.

7 lakh+
Student registrations since inception

15000+
School registrations since inception

Hindustan Shopping Festival

The Hindustan Shopping Festival is one of the most awaited annual retail shopping extravaganzas in the Hindi heartland. The month long fair is aimed at improving consumer engagement during the festive season.

The shopping festival saw participation from retail outlets across 18 cities, reaching more than 15 million shoppers during the festive season.

2500+
Partner outlets

Hindustan Hasya Kavi Sammelan

On the occasions of Hindi Diwas and Holi festive, Hindustan Hasya Kavi Sammelan was organised across multiple cities.

The event was conducted in hybrid mode, with an underlying theme of leading a healthy lifestyle. Performance by renowned Hindi poets was greatly enjoyed and appreciated by the audience, successfully creating a great engagement platform.

Hindustan Poorvanchal Samman Samaroh

Hindustan Poorvanchal Samman Samaroh, organized in Varanasi was a first of its kind initiative in which 50 achievers from different parts of Poorvanchal region were felicitated by Shri Yogi Adityanath, Hon'ble Chief Minister of Uttar Pradesh. The achievers represented various professional fields like sports, literature, arts, business, health, education and social work. Hon'ble Chief Minister also spoke about the endeavors and plans of the UP Government for growth of Poorvanchal region and urged the felicitated personalities to encourage and inspire the younger generation for overall development of the state.

DEVOTED TO BETTERMENT

We aim to make a difference to the lives we touch. With our constant effort and endeavour to meet objectives that fulfil our core responsibilities towards the society and environment, we aspire to ensure sustainable and inclusive development of all sections of society.

Building Sustainable Communities

We remain committed to the goal of sustainable development of marginalised communities and to the well-being as well as upliftment of underdeveloped rural areas in order to create a lasting positive change.

Healthy Hindustan

Healthy Hindustan was a year long initiative aimed at providing free health check-ups and consultations to under privileged societies and communities by various panels of skilled doctors from reputed medical hospitals. We hosted these preventive health camps in and around Delhi-NCR, Uttar Pradesh and Uttarakhand. The initiative was successful in creating a great platform to ensure a path to good health for those in need.


मथुरा

डॉक्टरी सलाह के साथ कई जांचें की गईं मुफ्त

Hindustan Atulya Gram Initiative

The Hindustan Atulya Gram Initiative is undertaken with an aim to developing rural villages. The primary objective of the initiative is to better the overall quality of life in Lohyan and Gossna villages in Mathura district of Uttar Pradesh.

As part of the initiative, special focus is on upgrading village infrastructure, imparting skill training to locals, and renovating places of community heritage. Providing for general amenities and utilities like street lights, water treatment and e-Chaupal is also a part of the project. Dedicated work towards upgrading local schools, improving drainage and sanitation and setting up computer centers and health camps is also undertaken.

Control Coronavirus Initiative

Control Coronavirus Initiative was taken up during the year to help combat the spread of the pandemic. Under the initiative, public vehicles carrying and undertaking essential goods and services were appropriately fumigated. Associated operator personnel were provided with protective gear including masks, gloves and sanitizers. Close to 25,000 masks and over 700 litres of sanitizer were distributed.

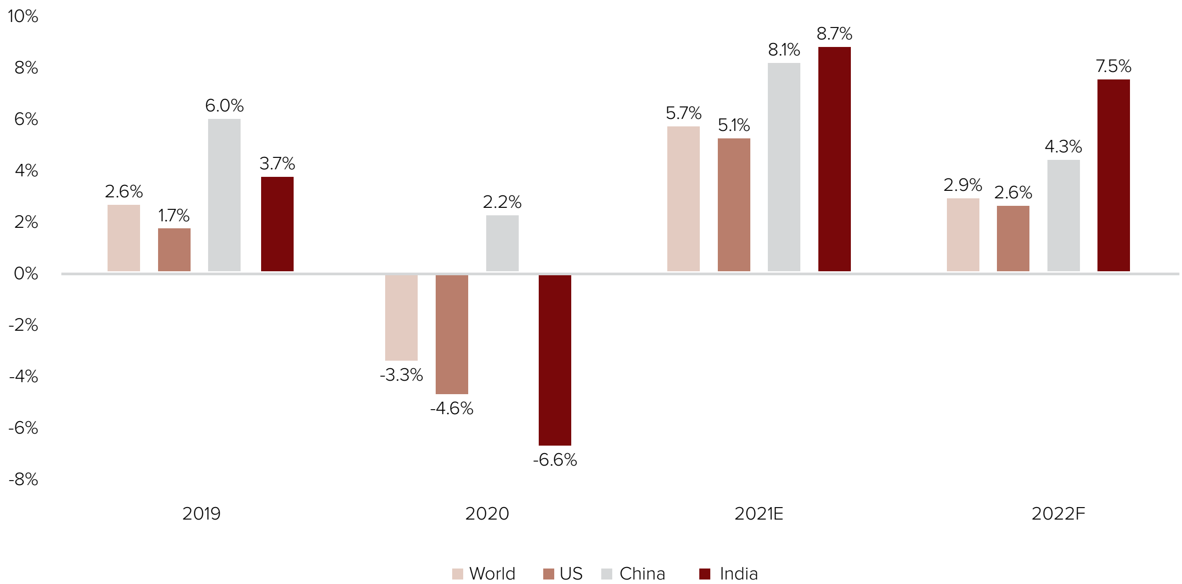
Management Discussion and Analysis

Global Economy

The global economy is gradually getting back on track, having an estimated growth of 5.7% in calendar year CY 2021. The recovery, though uneven, has been propelled by accelerated vaccination rollout across the globe.

With international commerce picking up, commodity prices are on a rise, in turn exacerbated by persistent rise in inflation, supply chain shocks and shortages associated with the global conflicts and intermittent pandemic related lockdowns. This global backdrop has prompted central banks and governments across the world towards a tightening of monetary policy along with a requisite but albeit curtailed fiscal stance.

Global GDP Growth



Source: The World Bank

Outlook

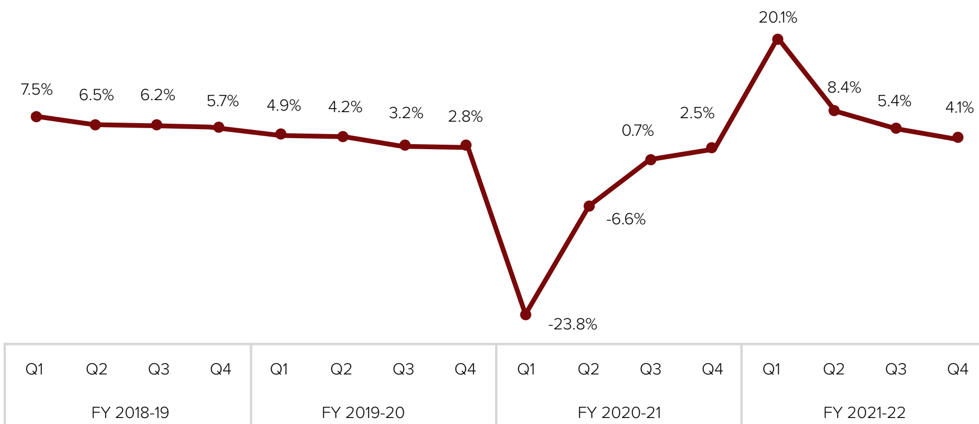
Global GDP is projected to grow by 2.9% in CY 2022. Monetary policy in many countries will need to continue on a tightening path to curb inflationary pressures, while fiscal policy would need to operate within a more limited space than earlier – to prioritize welfare spending. Considering minimal pandemic overhang, supply chain problems are expected to abate later in this calendar year in lockstep with de-escalation of global geopolitical tensions. The accompanying subsequent moderation in prices will further provide a stabilizing effect to the overall economy despite headwinds if any.

Indian Economy

In the pandemic backdrop that played through most of FY 2021-22, repeated outbreaks and lockdowns, supply-chain disruptions and escalated inflation have resulted in a choppy economic recovery throughout the year. Faced with these issues, India's first response was to implement a slew of safety nets to cushion the impact on the country's most vulnerable citizens and businesses. It then pushed through a major increase in infrastructure spending to catalyse medium-term demand, and aggressively implemented supply-side measures to prepare the economy for a sustained long-term expansion.

The Indian economy is estimated to have expanded by 8.7% in FY 2021-22. Albeit, private consumption, the mainstay of domestic demand, continues to trail its pre-pandemic level. This coupled with the ongoing geo-political crisis has resulted in substantially elevated energy & critical import costs. India's distinctive response strategy and its focus on supply-side changes rather than a complete dependence on demand management, may in the medium term help it tide over the crisis.

India GDP Growth



Source: National Statics Office (NSO), Ministry of Statistics & Programme Implementation (MoSPI)

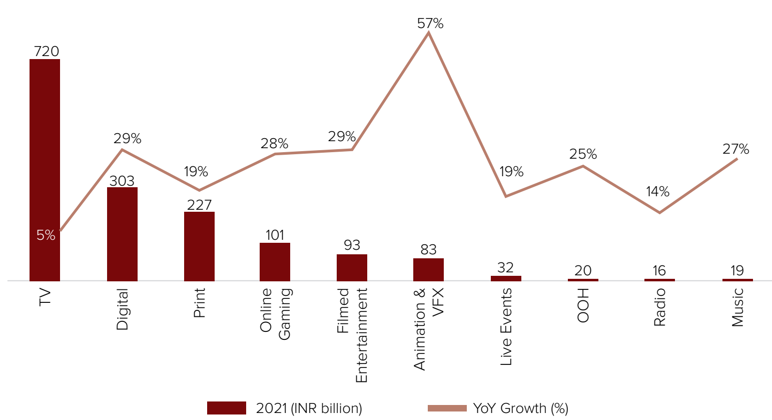
Outlook

In FY 2022-23, as per latest RBI estimates, India's real GDP growth is projected to be 7.2%. Some delay in the pickup of pent-up demand is expected owing to general rise in inflation. However, as uncertainties fade, growth is likely to swiftly pick up in the second half of FY 2022-23.

Indian Media and Entertainment Industry

India's media and entertainment (M&E) sector recovered 16.4% on a yearly basis to reach INR 1.61 trillion in CY 2021, still 11% short of pre-pandemic CY 2019 levels – mainly due to the second pandemic wave in Q2 of CY 2021. Majority segments in the M&E industry saw growth come back in some measure during CY 2021. While television remained the largest segment, digital media cemented its position as a strong number two followed by a resurgent print at the third spot.

Segment Value & Growth



Source: EY FICCI M&E Report

Despite pandemic disruptions, advertising revenues in India bounced back from a de-growth in CY 2020 to posting 25% growth in CY 2021. Television and Print advertising were the fastest growing segments during the year.

Outlook

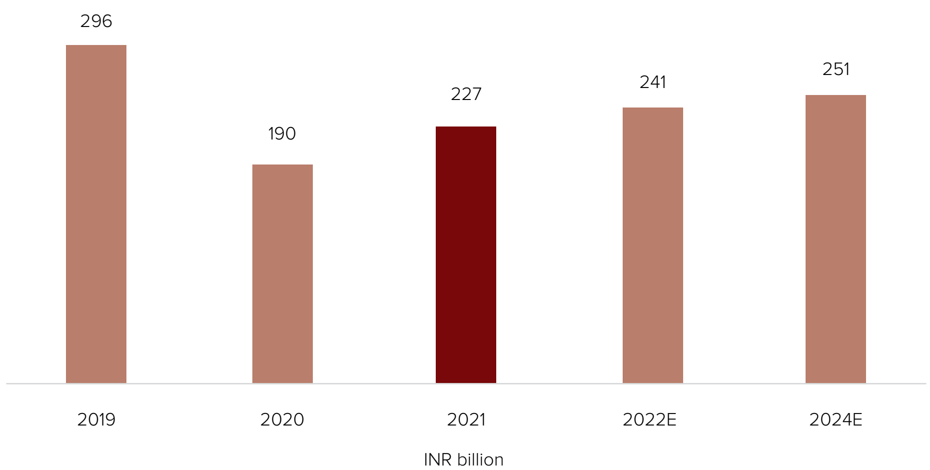
The Indian M&E industry is expected to grow 17% annually in CY 2022 reaching INR 1.89 trillion for the year, riding on the back of growth in the economy with normalisation of business and commercial activity and thereby surpassing its CY 2019 pre-pandemic levels. Traditional media continues to stay relevant and contribute a sizeable share to the overall industry.

Indian Print Media Industry

In CY 2021, the print industry grew by 20% on the back of 24% growth in ad revenue and 12% growth in circulation revenue. As a whole, the industry has rebounded to 77% of its per-pandemic levels, as FMCG, Education and Real Estate continue to remain the biggest drivers of print ad revenue.

Through CY 2024, the print industry is slated to grow to a size of INR 251 billion. This shall be on the back of resumption in corporate / office sales, resumption in events & activities businesses, positive correction in regional ad rates as commercial activity picks up and renewed push towards audience targeting.

Print Segment Revenue



Source: EY FICCI M&E Report

Hindi Print Advertising

Hindi publications continue to be the leading provider of advertisement volumes. In CY 2021, they accounted for 40% of overall ad revenue as compared to 41% in CY 2020 and 37% in CY 2019. The pandemic continued to have an impact on the Hindi print industry's advertising volumes, especially during the first half of CY 2021. However, Hindi continued as the largest contributor to ad volumes, given it has the largest reach of any language in India. In CY 2021, ad revenues reached 78% of their pre-pandemic levels for Hindi publications.

Newspaper Ad Volumes by Language

Source: EY FICCI M&E Report

Hindi Print Circulation

In CY 2021, circulation revenues gradually started to climb in lockstep with the economy, businesses and routine lifestyle opening up. In the year under review, newsstand and home delivery circulation saw significant bounce back for Hindi and regional publications, nearly climb back to pre-pandemic levels seen in CY 2019.

Company Overview

Hindustan Media Ventures Limited (HMVL) is part of the Hindustan Times Group and a subsidiary of HT Media Limited - a diversified media company. Hindustan, HMVL's flagship publication, is India's third largest daily, serving a longstanding and extensive readership base.

Product Basket

Hindustan

Having a large and wide readership base, Hindustan remains one of the most prominent newspaper dailies in the country. Hindustan provides innovative and refreshing content that enriches reader experience with stories, events and campaigns across the entire news spectrum ranging from politics, business, entertainment, sports, and other themes of broad interest on a global, national, and local level. With a substantial share, Hindustan is among the leading newspapers in key markets of Bihar, Jharkhand, Uttar Pradesh, Uttarakhand, and Delhi-NCR. During the year, we successfully refreshed the Hindustan brand to better suit the modern reader. While Hindustan has kept its trusted journalistic ethos intact, it has pivoted itself for a new and fast evolving India. Being widely read across age groups, the Hindi daily has maintained its popularity and positioning among readers and advertisers alike.

Financial Overview

Revenue and Profitability

Total Revenue increased by 13% in FY 2021-22 to reach INR 747 crore from INR 663 crore in FY 2020-21, owing to improvement in advertising and circulation on the back of gradual opening up of the economy and businesses. There was a reduction in Company's EBITDA margin, reaching 12% in FY 2021-22 from 19% in FY 2020-21, due to heightened input costs and depressed non-operating income. Return on Net Worth came in at 2.6% in FY 2021-22 from 4.6% in FY 2020-21, on account of relatively lower profit after tax.

Current Ratio

Current Ratio improved to 1.9 times in FY 2021-22 from 1.2 times in FY 2020-21. This is primarily attributable to an increase in current investment assets.

Debt Equity Ratio

Debt Equity Ratio has increased to 0.07 times in FY 2021-22 from 0.05 times in FY 2020-21 primarily driven by an increase in borrowings.

Interest Coverage Ratio

Interest Coverage Ratio has declined to 6.0 times in FY 2021-22 from 10.8 times in FY 2020-21 due to a decrease in earnings before interest and taxes, coupled with marginal increase in interest costs.

Debt Service Coverage Ratio

Debt Service Coverage Ratio has declined to 0.5 times in FY 2021-22 from 1.6 times in FY 2020-21 due to decrease in earnings before interest and taxes, coupled with marginal increase in interest costs and higher levels of current debt liabilities.

Debtors Turnover Ratio

Debtors Turnover Ratio jumped to 5.7 times in FY 2021-22 from 3.7 times in FY 2020-21 because of rise in operating revenue and a marginal decline in receivables outstanding.

Trade Payables Turnover Ratio

Trade Payables Turnover Ratio increased to 5.7 times in FY 2021-22 from 4.4 times in FY 2020-21 due to rise in operating input costs, at similar levels of account payables.

Earnings per Share

Earnings per Share dropped to INR 5.51 in FY 2021-22 from INR 9.43 in FY 2020-21 on account of decline in net profit after tax.

Editorial Highlights

Throughout the year, many campaigns by Hindustan were a huge success, garnering significant recognition and honorarium. Hindustan differentiated itself in terms of relevant detailed reporting, ground activity reports, in-depth data and analytical pieces. Certain key editorial initiatives are highlighted below.

Fight against Corona

Two waves of pandemic plagued the country in FY 2021-22. Hindustan through its round the clock coverage was at front and centre, in raising awareness about the plight of those suffering. Additional efforts were made to set up a health desk to aid people in need by distributing oxygen cylinders, and by approaching authorities for streamlining hospital admissions.

Covid se Jung

Hindustan with its thorough journalistic reporting, exposed the shortcomings with regard to oxygen supply, ambulance availability and medicine shortages during the pandemic. Following the coverage by Hindustan, concerned authorities and administrators initiated works on revamping relevant systems so as to better assist the people in need. In a welcome move, even state legislators agreed to contribute around 30% of their salaried pay towards pandemic related efforts.

Coverage of Uttar Pradesh & Uttarakhand Elections

In-depth and analytical election coverage coupled with voting result reporting, on ground activity reports, data insights and numerous popular news columns differentiated Hindustan among its peers during the Uttar Pradesh and Uttarakhand state elections.

Moksh bhi Mushkil

During the pandemic wave, after Hindustan's series reporting on 'Chaos at Crematorium', was rolled out in its Prayagraj and Agra editions, the local administration body conducted proper mass rites of the otherwise half-burnt dead bodies. Also, the arbitrary monetary recovery from relatives of the deceased for rites and rituals was put to a stop.

Kumbh Corona Janch Ghapla

Haridwar Kumbh Corona Investigation scam was brought to the headlines by Hindustan. The exclusive along with subsequent detailed case layouts were published and highlighted through our front pages. Consequently, the scam took a political turn in Uttarakhand, with the relevant authorities registering cases against concerned parties.

Darma ka Dard

Hindustan broke the news pertaining to around 250 villagers being stuck and stranded for 11 straight days in extreme cold and snow, in a frontier district in Darma valley on the Himalayan Indo-China border. Soon after the news being published, the concerned authorities and local administration began an evacuation campaign for the villagers in need.

Hindustan for the people

In Uttarakhand, during the pandemic lockdown period, the operation of vehicles remained closed and tourism came to a standstill. Hindustan prominently raised the issue of the affected people and launched a campaign to get tax exemption for about 1.5 lakh such local jeep/taxi operators. Hindustan became the voice of these transport businessmen in times of crisis. The effect of this was that the concerned authorities had to look into the matter and eventually take a decision to waive three months' tax incidence on such passenger transport vehicles. The came as a big relief to the aggrieved people impacted by pandemic lockdowns.

Human Resources

At HMVL, our human resource function plays a pivotal role in the growth and success of the firm. The strength of the organisation rests on HR's ability to foster a dynamic and inclusive workspace that provides ample and equal opportunities for all employees for their personal and professional growth and development. To improve organisational productivity and efficiency, HR continues to enhance the skills and competencies of all employees with functional as well as technical capabilities.

As on March 31, 2022, the total employee strength of the company is 1,146.

HR Initiatives

- A refined working program has been formulated to ensure adoption of industry best practices during hybrid working mode. Employees were also given trainings on remote working applications to ensure seamless operations.
- Leveraging AI powered in-house learning platform which enables on the go access to global content so as to help build in-demand skills and get future ready. The platform provides flexible self-paced learning opportunities.
- Launched a technology platform for enhanced employee self-services.
- Put up a Covid Care helpline during the 2nd wave along with a vaccination drive for all employees.
- Launched the Benevolent Fund towards welfare of children of those employees whom we lost to the pandemic. Benefits under this Fund shall be provided till children attain the age of 21.
- Hosted virtual interactive leadership townhalls and connect sessions across locations to establish a common platform for communicating with the management and addressing concerns.

Safety of Women at Workplace

The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act of 2013 establishes provisions for ensuring women's safety and dignity at workplace. The Company fully complies with the Act and has strict policies for women's safety. Company's policy is available on employee intranet portal and an internal committee is responsible for dealing with matters pertaining to women's safety. Regular and relevant training sessions for employees and internal committee members are also held by the Company. An online module on Safety of Women at the Workplace has been introduced on the virtual platform, to increase employee awareness. The Company has been a safe space for its women employees and no complaints were recorded during FY 2021-22.

Risk Management

The Company has established a risk management framework to identify, manage and mitigate risks arising from external and internal factors. A risk identification exercise is carried out periodically to identify various strategic, operational, financial and compliance related risks. These risks are evaluated for their likelihood and potential impact. Few risks and uncertainties that can affect the business include an accelerated shift in consumer preferences towards digital propositions, attraction and retention of right talent in new environment post the pandemic, adverse macroeconomic conditions including impact of geopolitical tensions influencing revenue growth and risk of newsprint price volatility & supply constraints resulting in higher direct costs. Further, an intense competitive landscape along with the risk of cyber threat and data breach remain some of the key concerns faced by the Company.

Potential risks are reviewed on an ongoing basis and mitigating controls are deliberated upon as an integral part of decision-making. To stay ahead of the competition and minimise exposure to risk, the Company has taken various initiatives like re-pivoting the business model post pandemic for long term sustenance, driving new age client acquisitions, exploring wider portfolio of products and cost synergies. Various employee welfare and engagement initiatives were also taken up such as redefining the remote/hybrid working culture and deploying a learning platform for continued employee capability building. Further, the usage of an automated compliance tool to monitor status of statutory compliances across all locations/functions helps the Company to minimise its exposure to any non-compliance to statutory and legal requirements.

Internal Control

The Company has an effective system of internal controls corresponding with its size, nature of business and complexity of operations. The internal controls mechanism comprises a well-defined organizational structure with clearly laid out authority and responsibility matrix and comprehensive policies, guidelines and procedures governing the operations of respective functions. These controls have been designed to safeguard the assets and interests of the Company and its stakeholders and also ensure compliance with Company's policies, procedures and applicable regulations. The Company has an established Code of Conduct (CoC) framework and Whistle-blower mechanism, which is duly approved by the Board of Directors in compliance with the regulatory requirements. A designated CoC Committee with cross-functional representation is in place tasked with monitoring and review of whistle-blower complaints and ensuring proper & transparent complaint management and reporting, including reporting to the Audit Committee, wherever applicable.

The Company has a strong focus on technology and establishment of appropriate automated controls to further enhance the existing control framework. A robust ERP system is used for accounting across functions. The Company also has a Shared Service Centre (SSC), the ambit of which is being widened to aid centralisation of processes and activities. These systems enhance the reliability of financial and operational information by facilitating system driven control activities reducing manual intervention, segregation of duties and enabling stricter controls. The internal control system is supplemented by an extensive program of operational and IT audits to evaluate the adherence to laid down processes and controls on a periodic basis. The in-house internal audit function supported by professional external audit firms conducts comprehensive risk focused audits and assess the effectiveness of the internal control structure across functions on a regular basis. A group level central Revenue Assurance function has also been setup to further streamline and enhance the controls around revenue recognition across different revenue streams. In addition to internal audit activities, Company has also developed an internal financial control framework to periodically review the effectiveness of controls laid down across all critical processes. The Company performed an extensive operating effectiveness testing of its Internal Financial Control (IFC) framework, including rationalisation of existing controls in line with dynamic business practices. The Company also uses a workflow based online compliance management tool and has established a concurrent audit mechanism of the same to ensure effective compliance oversight. Further, the Company has an Audit Committee which meets once every quarter to review internal control systems, accounting processes, financial information, internal audit findings and other related areas including their adequacies.

Outlook

HMVL continues to aspire to grow the core Print business by bolstering its brand promise and offering ground breaking coverage and purposeful reporting, which would in-turn expand as well as deepen its readership base. The company embraces innovation on all fronts and is working towards developing refreshed as well as new product & content offerings across the gamut of media platforms. Near term concerns, pertaining to commodity inflation, supply bottlenecks coupled with geopolitical events & pandemic resurgence remain. HMVL is ever committed to its mission of providing credible news and information backed by journalistic excellence.

BOARD'S REPORT

Dear Members,

Your Directors are pleased to present their Report, together with the Audited Financial Statements (Standalone & Consolidated) for the financial year ended on March 31, 2022.

FINANCIAL RESULTS

Your Company's performance during the financial year ended on March 31, 2022, along with previous year's figures is summarized below:

(₹ in Lacs)

Particulars	Standalone		Consolidated	
	2021-22	2020-21	2021-22	2020-21
Total Income	**74,881**	**66,428**	**74,686**	**66,307**
Earnings before finance costs, tax, depreciation and amortization expense (EBITDA)	8,927	12,571	8,654	12,412
Less: Exceptional Items	351	-	-	-
Less: Depreciation	2,856	3,044	2,983	3,044
Less: Finance cost	938	870	938	870
Profit before tax	**4,782**	**8,657**	**4,733**	**8,498**
Less: Tax Expense				
- Current Tax	567	1,571	567	1,571
- Deferred tax charge/ (Credit)	(141)	(379)	(141)	(379)
Total tax expense	426	1,192	426	1,192
Profit for the year after tax before share of joint venture	**4,356**	**7,465**	**4,307**	**7,306**
Add: Share of loss of joint venture (net of tax, accounted for using equity method)			(248)	(362)
Profit for the year	**4,356**	**7,465**	**4,059**	**6,944**
Add: Other comprehensive income (net of tax)				
- Items that will not to be reclassified to profit or loss	(3,665)	(128)	(3,665)	(128)
- Items that will be reclassified to profit or loss	89	235	89	235
Total Comprehensive income for the year (Net of tax)	**780**	**7,572**	**483**	**7,051**
Opening Balance in retained earnings	**1,20,427**	**1,13,090**	**1,19,639**	**1,12,823**
Add: Profit/(loss) for the year	4,356	7,465	4,059	6,944
Less: Item of other comprehensive income recognized directly in retained earnings				
- Re-measurement of post-employment benefit obligation (net of tax)	131	128	131	128
Less: Dividend paid		-		-
Less: Tax on Dividend		-		-
Total Retained Earning	**1,24,652**	**1,20,427**	**1,23,567**	**1,19,639**

DIVIDEND

The country witnessed nationwide lockdowns and restrictions due to the pandemic, which adversely impacted the economy. Consequently, your Company's printing and publishing business witnessed a significant decline in revenue and resultant cash burn during FY-22. In view of the economic uncertainty, the Board of Directors do not recommend any dividend on the Equity Shares of the Company for the financial year ended on March 31, 2022.

The Dividend Distribution Policy framed pursuant to the provision of Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") is available on the Company's website at http://www.hmvl.in/pdf/dividend_distribution_policy.pdf.

COMPANY PERFORMANCE AND FUTURE OUTLOOK

A detailed analysis and insight into the financial performance and operations of your Company for the year under review and future outlook is appearing in Management Discussion and Analysis section which forms part of the Annual Report.

RISK MANAGEMENT

Your Company has a robust risk management framework to identify, evaluate and mitigate business risks. A detailed statement indicating development and implementation of the risk management policy, including identification of various elements of risk is appearing in the Management Discussion and Analysis Report. The Company has constituted a Risk Management Committee of Directors which reviews the identified risks and appropriateness of management's response to significant risks. Whereas, the detail of Risk Management Committee is enumerated in the Corporate Governance Report, which forms part of this Annual Report.

SUBSIDIARY AND ASSOCIATE COMPANY

During the year under review and as at the end of the reporting period, your Company has one wholly-owned subsidiary company namely, HT Noida (Company) Limited (HTNL) and a Limited Liability Partnership namely, HT Content Studio LLP (HTCS). Your Company does not have any associate or joint venture company within the meaning of Section 2(6) of the Companies Act, 2013 ("the Act"), during the year under review.

In terms of the applicable provisions of Section 136 of the Act, Financial Statements of HTNL and HTCS for the financial year ended on March 31, 2022 are available at the Company's website at www.hmvl.in

A report on the performance and financial position of HTNL and HTCS, in the prescribed Form AOC-1 is annexed to the Consolidated Financial Statements and hence, is not reproduced here. The 'Policy for determining Material Subsidiary(ies)', is available on the Company's website at http://www.hmvl.in/pdf/Policy_for_determining_material_subsidiaries.pdf.

The contribution of HTNL and HTCS to the overall performance of your Company is outlined in Note no. 44 of the Consolidated Financial Statements for the financial year ended March 31, 2022.

No subsidiary, associate or joint venture has been acquired or ceased/ sold/ liquidated during the financial year ended on March 31, 2022.

EMPLOYEE STOCK OPTION SCHEME

The Parent Company's 'HT Group Companies - Employee Stock Option Rules for Listed Companies' whereunder the Eligible Employees are entitled to grant of option(s) in relation to the Company's shares, is in compliance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, and there was no change in the same during FY-22. During the year under review, no options were granted under these Rules.

Voting rights on the shares of the Company held by HT Group Companies - Employee Stock Options Trust were not exercised during FY-22. The information required to be disclosed pursuant to the provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 is available on the Company's website at https://www.hmvl.in/pdf/HMVL_ESOP_Disclosure_on_Website_31_Mar_22.pdf. Certificate dated May 26, 2022 issued by Secretarial Auditor in terms of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, is available for inspection by members, and any member desirous to inspect the same may send a request to the said effect from his/her registered email ID to investor@hindustantimes.com

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Directors

During the year under review, the Board of Directors, on the recommendation of Nomination & Remuneration Committee, re-appointed Ms. Savitri Kunadi as an Independent Director of the Company for the second term w.e.f. April 1, 2022 till March 31, 2025, which was further approved by the members at the Annual General Meeting held on September 24, 2021. Further, Shri Ajay Relan, Director of the Company passed away on October 01, 2021. The Board placed on record its gratitude and profound appreciation for the valuable contribution, support and guidance given by Mr. Relan during his tenure as Independent Director of the Company.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors on December 28, 2021 appointed Shri Sameer Singh (DIN: 08138465) as an

Additional Director (Independent) of the Company, not liable to retire by rotation, for a period effective December 28, 2021 till November 30, 2026. As an Additional Director he holds office up to the date of the ensuing AGM of the Company. The Company has received notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director. The Board is of the opinion that Shri Sameer Singh possesses the requisite integrity, knowledge, experience, expertise and proficiency to contribute to the growth of the Company.

Your Directors commend the appointment of Shri Sameer Singh as an Independent Director, for approval of members, at the ensuing AGM.

During the year under review, tenure of Shri Shamit Bhartia (DIN: 00020623) as a Managing Director expired on February 3, 2022 However, he continues to be a Non- Executive Director, liable to retire by rotation.

In accordance with the applicable provisions of the Act, Smt. Shobhana Bhartia (DIN: 00020648), Director liable to retire by rotation at the ensuing AGM, being eligible, has offered herself for re-appointment. Your Directors commend re-appointment of Smt. Shobhana Bhartia, for approval of the Members, at the ensuing AGM.

The disclosures in respect to appointment/re-appointment of Directors as required under Regulation 36 of the SEBI Listing Regulations and the Secretarial Standards on General Meeting ('SS-2') are given in the Notice of ensuing AGM, forming part of the Annual Report.

The Independent Directors of the Company have confirmed that they:

a. meet the criteria of independence as prescribed under both, the Act and SEBI Listing Regulations; and

b. have registered themselves on the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

The Board is of the opinion that the Independent Directors of the Company hold highest standards of integrity and possess requisite expertise and experience required to fulfil their duties as Independent Directors.

All the Directors have confirmed adherence to the Company's 'Code of Conduct'.

Your Company recognizes that Board diversity is a pre-requisite to meet the challenges of globalization, ever-evolving technology and balanced care of all stakeholders and therefore has appointed Directors from diverse backgrounds. Your Company even has a Woman Director (Independent Director) on its Board as per the requirement of Section 149(1) of the Act.

Key Managerial Personnel

During the year under review Shri Tridib Barat resigned from the position of Company Secretary and Compliance Officer of the Company w.e.f. close of business hours of November 30, 2021. Further, based on the recommendation of Nomination & Remuneration Committee, the Board of Directors appointed Shri Pumit Kumar Chellaramani as the Company Secretary and Compliance Officer of the Company w.e.f. April 4, 2022.

PERFORMANCE EVALUATION

In line with the requirements of the Act and SEBI Listing Regulations, the Board undertook a formal annual evaluation of its own performance and that of its Committees & Directors.

Nomination & Remuneration Committee framed questionnaires for evaluation of performance of the Board as a whole, Board Committees, Directors and the Chairperson, on the basis of various criteria outlined in the 'Guidance Note on Board Evaluation' issued by SEBI on January 5, 2017.

The Directors were evaluated on various parameters such as value addition to discussions, level of preparedness, willingness to appreciate the views of fellow directors, commitment to processes which include risk management, compliance and control, commitment to all stakeholders (shareholders, employees, vendors, customers etc.), familiarization with relevant aspects of Company's business / activities, amongst other matters. Similarly, the Board as a whole was evaluated on parameters which included its composition, strategic direction, focus on governance, risk management and financial controls.

A summary report of the feedback of Directors on the questionnaire(s) was considered by the Nomination & Remuneration Committee and Board of Directors meetings respectively. The Board would endeavour to use the outcome of the evaluation process constructively, to improve its own effectiveness and deliver superior performance.

A separate meeting of Independent Directors was also held to review:

- Performance of the Non - Independent Directors and the Board as a whole.

- Performance of the Chairman of the Company considering the views of the Directors of the Company.

- 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.

AUDIT & AUDITORS

Statutory Auditor

B S R and Associates, Chartered Accountants ("BSR") [Firm Registration No. 128901W] were appointed as Statutory Auditor of the Company, for a term of 5 (five) consecutive years, at the Annual General Meeting held on September 19, 2019.

The report of BSR on Annual Financial Statements (Standalone and Consolidated) for the financial year ended on March 31, 2022, does not contain any qualification, reservation, adverse remark or disclaimer.

Secretarial Auditor

Pursuant to the provisions of Section 204 of the Act and rules made thereunder, the Board of Directors had appointed M/s. RMG & Associates, Company Secretaries ("RMG") (Firm Reg. No. P2001DE16100) as Secretarial Auditor, to conduct Secretarial Audit for the financial year ended March 31, 2022 and their report is annexed herewith as "**Annexure-A**". The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

During the year under review, the Statutory Auditor and the Secretarial Auditor have not reported any instance of fraud to the Audit Committee pursuant to Section 143(12) of the Act and rules made thereunder, and therefore no detail is required to be disclosed under Section 134(3)(ca) of the Act.

RELATED PARTY TRANSACTIONS

All contracts /arrangements /transactions entered into by the Company with related parties during the year under review, were in ordinary course of business of the Company and on arms' length terms. The related party transactions were placed before the Audit Committee for review and/or approval. During the year, the Company had entered into Material Related Party Transactions, i.e. transactions exceeding ten percent of the annual consolidated turnover as per the last audited financial statements, with HT Digital Streams Limited, a fellow subsidiary Company. These transactions were in the Ordinary Course of Business and at Arm's Length Basis, therefore, provisions of Section 188(1) and related disclosure under 188(2) of the Act were not applicable. However, the details, in this regard, as required to be provided under section 134(3)(h) of the Act, are given in Form AOC-2, which is annexed herewith as "**Annexure-B**".

The 'Policy on Materiality of and dealing with Related Party Transactions' is available on Company's website at http://www.hmvl.in/pdf/policy_materiality_dealing_related_party_transactions_2019.pdf

Reference of Members is invited to Note nos. 34 and 34A of the Standalone Financial Statements, which sets out the related party disclosures as per IND AS-24.

CORPORATE SOCIAL RESPONSIBILITY

As a responsible corporate citizen, your Company is committed to undertake socially useful programmes for welfare and sustainable development of the community at large. The Corporate Social Responsibility (CSR) Committee of Directors is in place in terms of Section 135 of the Act. The composition and terms of reference of the CSR Committee are provided in the 'Report on Corporate Governance' which forms part of this Annual Report. The CSR Committee has formulated and recommended to the Board, a CSR Policy outlining CSR projects/activities to be undertaken by the Company, during the year under review. The CSR Policy is available on the Company's website at http://www.hmvl.in/pdf/HMVL_CSR_POLICY_and_CSR_Schedule.pdf. and there was no change in the same during the year under review.

The Annual Report on CSR for FY-22 is annexed herewith as "**Annexure-C**".

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, your Directors state that:

i. in the preparation of the annual accounts for the financial year ended on March 31, 2022, the applicable Accounting Standards have been followed and there are no material departures;

ii. such accounting policies have been selected and applied consistently and judgments and estimates have been made; that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on March 31, 2022, and of the profit of the Company for the year ended on March 31, 2022;

iii. proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

iv. the annual accounts have been prepared on a 'going concern' basis;

v. proper internal financial controls were in place and that such internal financial controls were adequate and operating effectively; and

vi. systems have been devised to ensure compliance with the provisions of all applicable laws, and that such systems were adequate and operating effectively.

DISCLOSURES UNDER THE ACT

Borrowings and Debt Servicing: During the year under review, your Company has met all its obligations towards repayment of principal and interest on loans availed.

Particulars of loans given, investments made, guarantees/ securities given: Details of investments made and loans/ guarantees/securities given, as applicable, are given in Note no. 6A, 6B and 45 of the Standalone Financial Statements.

Board Meetings: A yearly calendar of Board meeting is prepared and circulated in advance to the Directors. During the financial year ended on March 31, 2022, the Board met nine times on May 17, 2021, June 17, 2021, August 3, 2021, October 24, 2021, October 28, 2021, November 19, 2021, December 28, 2021, January 27, 2022 and March 28, 2022. For further details regarding these meetings, Members may please refer 'Report on Corporate Governance' which forms part of this Annual Report.

Committees of the Board: At present, six standing committees of the Board are in place viz. Audit Committee, Nomination & Remuneration Committee, Corporate Social Responsibility (CSR) Committee, Stakeholders' Relationship Committee, Risk Management Committee and Investment & Banking Committee which have been constituted in accordance with the applicable provisions of the Act and SEBI Listing Regulations. During the year under review, recommendations of these committees were accepted by the Board of Directors. For more details on the composition of the Committees, meetings held during the year, the Members may please refer the Report on Corporate Governance which forms part of the Annual Report.

Remuneration Policy: The Remuneration Policy of the Company on appointment and remuneration of Directors, Key Managerial Personnel (KMP) & Senior Management, as prescribed under Section 178(3) of the Act and SEBI Listing Regulations, is available on the Company's website at http://www.hmvl.in/pdf/Remuneration_Policy.pdf. The Remuneration Policy includes, inter-alia, criteria for appointment of Directors, KMPs, Senior Management Personnel and other employees, their remuneration structure, and disclosure(s) in relation thereto. There was no change in the Remuneration Policy, during the year under review.

Vigil Mechanism: The Vigil Mechanism, as envisaged in the Act & rules made thereunder and SEBI Listing Regulations is addressed in the Company's "Whistle Blower Policy". In terms of the Policy, directors/employees/stakeholders of the Company may report concerns about unethical behaviour, actual or suspected fraud or any violation of the Company's Code of Conduct. The Policy provides for adequate safeguards against victimization of the Whistle Blower. The Policy is available on the Company's website at http://www.hmvl.in/pdf/Whistle_Blower_Policy_HMVL.pdf.

Particulars of employees and related disclosures: In accordance with the provisions of Section 197(12) of the Act and Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, details of employees' remuneration forms part of this Report. Having regard to the provisions of the second proviso to Section 136(1) of the Act, the Annual Report excluding the aforesaid information is being sent to the members of the Company. Any member interested in obtaining such information may address their email to investor@hindustantimes.com

Disclosures under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as "**Annexure-D**".

Annual Return: In terms of Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return (Form MGT-7) for FY-22 is available on the website of the Company at https://www.hmvl.in/pdf/HMVL_Annual_Return_MGT_7_2022.pdf

Conservation of energy, technology absorption and foreign exchange earnings & outgo: The information on conservation of energy, technology absorption and foreign exchange earnings & outgo is annexed herewith as "**Annexure-E**".

CORPORATE GOVERNANCE

The Report on Corporate Governance in terms of Regulation 34 of SEBI Listing Regulations, forms part of this Annual Report. The certificate issued by RMG & Associates, Company Secretaries is annexed herewith as "**Annexure-F**".

BUSINESS RESPONSIBILITY REPORT

In compliance with the provisions of Regulation 34 of SEBI Listing Regulations, the Business Responsibility Report for financial year ended on March 31, 2022 outlining the initiatives taken by the Company from environmental, social and governance perspective is annexed herewith as "**Annexure-G**".

SECRETARIAL STANDARDS

Your Directors state that the Secretarial Standards (i.e. SS-1 and SS-2), relating to 'Meetings of the Board of Directors' and 'General Meetings', have been followed by the Company.

PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention of Sexual Harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules framed thereunder. Internal Committee (IC) is in place for all works and offices of the Company to redress complaints received regarding sexual harassment. The Company's policy in this regard, is available on the employee's intranet. The Company conducts regular classroom training sessions for employees and members of IC and has also rolled-out an online module for employees to increase awareness. No instance or complaint was reported to IC during the year under review.

INTERNAL FINANCIAL CONTROLS

Your Company has in place, adequate internal financial controls with reference to the financial statements, which helps in periodically reviewing the effectiveness of controls laid down across all critical processes. The Company has also in place Internal control system which is supplemented by an extensive program of internal audits and their review by the management. The in-house internal audit function, supported by professional external audit firms, conduct comprehensive risk focused audits and evaluates the effectiveness of the internal control structure across locations and functions on a regular basis. The Company also has in place an online compliance management tool with a centralized repository to cater to its statutory compliance requirements.

GENERAL

Your Directors state that during the year under review:

1. There were no deposits accepted by the Company under Chapter V of the Act.
2. The Company had not issued any shares (including sweat equity shares) to directors or employees of the Company under any scheme.
3. There was no change in the share capital of the Company.
4. The Company had not issued any equity shares with differential rights as to dividend, voting or otherwise.
5. The Company has not transferred any amount to the General Reserve.
6. No material changes/commitments of the Company have occurred after the end of the financial year 2021-22 and till the date of this report, which affect the financial position of your Company.
7. No significant or material order was passed by any Regulator, Court or Tribunal which impact the 'going concern' status and Company's operations in future.
8. There was no change in the nature of business of the Company.
9. The Company is not required to maintain cost records as per Section 148(1) the Act.
10. There were no proceedings initiated/ pending against your Company under the Insolvency and Bankruptcy Code, 2016.
11. There was no instance of onetime settlement with any Bank or Financial Institution.

ACKNOWLEDGEMENT

Your Directors place on record their sincere appreciation for the co-operation extended by all stakeholders, including government authorities, readers, advertisers, customers, shareholders, investors, banks, vendors and suppliers. Your Directors also place on record their deep appreciation of the committed services of the executives and employees of the Company.

The Directors regret the loss of lives due to COVID-19 pandemic and are deeply grateful and have immense respect for every person who risked his life and safety to fight this pandemic.

For and on behalf of the Board

(Shobhana Bhartia)
Chairperson
DIN: 00020648

Place: New Delhi
Date: May 26, 2022

ANNEXURE - A TO BOARD'S REPORT

FORM NO. MR-3

Secretarial Audit Report

FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2022

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

To,
The Members
Hindustan Media Ventures Limited
CIN: L21090BR1918PLC000013
Budh Marg, P.S. Kotwali
Patna, Bihar -800001

We have conducted the secretarial audit of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Hindustan Media Ventures Limited** (hereinafter referred to as '**the Company**'), having its Registered Office situated at Budh Marg, P.S. Kotwali Patna, Bihar - 800001 and having its Corporate Office situated at Hindustan Times House (2nd Floor), 18-20, Kasturba Gandhi Marg, New Delhi - 110001. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information/ explanation provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **March 31, 2022**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records as maintained by the Company for the financial year ended on March 31, 2022 according to the provisions of:

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

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

III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder by the Depositories with regard to dematerialization/ rematerialisation of securities and reconciliation of records of dematerialized securities with all securities issued by the Company;

IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, however, no FDI inflow observed during the year. Further, there was no transaction of Overseas Direct Investment and External Commercial Borrowings which was required to be reviewed during the period under audit;

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

   (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 including the provisions with regard to disclosures and maintenance of records required under the said Regulations;

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

   (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 [**Not Applicable as the Company has not issued any further share capital during the period under review**];

   (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

(e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 [**Not applicable as the Company has not issued any non-convertible securities during the period under review**];

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client to the extent of securities issued [**Not Applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent**];

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 [**Not applicable as the Company has not delisted/proposed to delist its equity shares from any Stock Exchange during the period under review**];

(h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 [**Not applicable as the Company has not bought back/proposed to buy-back any of its securities during the period under review**].

VI. Laws specifically applicable to the industry to which the Company belongs, as identified by the management, are as follows:

a) The Press and Registration of Books Act, 1867;

b) Press Council Act, 1978;

c) The Registration of Newspapers (Central) Rules, 1956; and

d) The Information Technology Act 2000 & Rules and Guidelines.

For the compliances of Environmental Laws, Labour Laws & other General Laws, our examination and reporting is based on the documents, records and files as produced and shown to us and the information and explanations as provided to us, by the officers and management of the Company and to the best of our judgment and understanding of the applicability of the different enactments upon the Company, in our opinion there are systems and processes exist in the Company to monitor and ensure compliance with applicable Environmental Laws, Labour Laws & other General Laws. However, strengthening w.r.t timelines is required to be done.

The compliance by the Company of applicable Financial Laws, like Direct and Indirect Tax Laws, have not been reviewed in this audit since the same have been subject to review by the statutory auditor and other designated professionals.

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

1. Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India. However, the stricter applicability of the Secretarial Standards is to be observed by the Company;

2. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["SEBI (LODR), 2015"];

3. General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 and 02/2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs and Circular Nos. SEBI/HO /CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the SEBI to hold Extra-Ordinary General Meetings/Annual General Meetings through Video Conferencing (VC) or Other Audio-Visual Means (OAVM);

4. Notification No. G.S.R 186 (E) dated March 19, 2020 read with G.S.R 806 (E) dated December 30, 2020 issued by the Ministry of Corporate Affairs, to conduct the Meetings of the Board or its committees through Video Conferencing (VC) or other audio-visual means (OAVM).

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

We further report that

- The Board of Directors of the Company is constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director during the period under review. The changes in the composition of the Board of Directors that took place during the period under review, were carried out in compliance with the provisions of the Act/ SEBI (LODR), 2015.

- Adequate notice(s) were given to all directors to schedule the Board/Committee Meetings, agenda and detailed notes on agenda were generally sent in accordance with the applicable laws, as mentioned here above and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

- All the decision of the Board/its Committees were taken adequately with requisite majority, while the dissenting members' views, if any, are captured and recorded as part of the minutes.
- During the year under review, Mr. Ajay Kumar Relan, an Independent Director and Chairman of the Stakeholder Relationship Committee wasn't able to attend the AGM of the Company held on September 24, 2021, due to sudden medical exigency.
- As per the records, the Company has predominantly filed all the forms, returns, documents and resolutions as were required to be filed with the Registrar of Companies, SEBI and other authorities.

We further report that on review of the compliance mechanism established by the Company, we are of the opinion that the management has systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, the Company has following specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. referred to above:

1. Ms. Savitri Kunadi (DIN: 00958901) was re-appointed as Non-Executive Women Independent Director for a second of three years w.e.f. April 1, 2022 till March 31, 2025.
2. Mr. Ajay Kumar Relan (DIN: 00002632), an Independent Director of the Company, cease from the directorship of the Company, from October 01, 2021, due to his demise.
3. Mr. Tridib Barat, Company Secretary and Compliance Officer has tendered his resignation with effect from November 30, 2021. Thereafter, Mr. Pumit Kumar Chellaramani is appointed as Company Secretary and Compliance Officer of the Company w.e.f. April 04, 2022.
4. Mr. Sameer Singh (DIN: 08138465) has been appointed as an Additional Independent Director of the Company w.e.f. December 28, 2021.
5. Mr. Shamit Bhartia, Managing Director of the Company has stepped down from the position upon the expiry of his tenure on February 3, 2022, however his designation is changed to Non-Executive Director of the Company after the said date.

For **RMG & Associates**
Company Secretaries
Firm Registration No. P2001DE016100
Peer Review No.: 734/2020

Date: 26/05/2022
Place: New Delhi
UDIN: F005123D000395106

CS Manish Gupta
Partner
FCS: 5123; C.P. No.: 4095

Note: This report is to be read with 'Annexure' attached herewith and forms an integral part of this report.

ANNEXURE

To,
The Members
Hindustan Media Ventures Limited
CIN: L21090BR1918PLC000013
Budh Marg, P.S. Kotwali
Patna, Bihar -800001

Our Secretarial Audit Report of even date, for the financial year ended March 31, 2022 is to be read along with this letter:

1. It is the responsibility of management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operating effectively.
2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances as produced before us.
3. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted affairs of the Company.
6. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
7. We have conducted verification & examination of records, as facilitated by the Company, for the purpose of issuing this Report.

For **RMG & Associates**
Company Secretaries
Firm Registration No. P2001DE016100
Peer Review No.: 734/2020

CS Manish Gupta
Partner
FCS: 5123; C.P. No.: 4095

Date: 26/05/2022
Place: New Delhi
UDIN: F005123D000395106

ANNEXURE - B TO BOARD'S REPORT

Form No. AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis-

There were no contracts or arrangements or transactions entered into during the year ended 31st March, 2022, which were not at arm's length basis.

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

2. Details of material contracts or arrangement or transactions at arm's length basis-

	Particulars	Details
a	Name(s) of the related party and nature of relationship	HT Digital Streams Limited, Fellow Subsidiary Company
b	Nature of contracts/arrangements/transactions	Refer enclosed **Annexure I** for details
c	Duration of the contracts / arrangements/transactions	FY 2021-22
d	Salient terms of the contracts or arrangements or transactions including the value, if any	Refer enclosed **Annexure I** for details
e	Date(s) of approval by the Board, if any	Approved by Board of Directors on January 13, 2022
f	Amount paid as advances, if any	NIL

Note: - In terms of provisions of Regulation 23 of SEBI LODR and Policy on Materiality of and dealing with Related Party Transactions, the term "material" means a transaction to be entered individually or taken together with previous transactions in a financial year, which exceeds 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company.

For and on behalf of the Board

(Shobhana Bhartia)
Chairperson
DIN: 00020648

Place: New Delhi
Date: May 26, 2022

ANNEXURE - I

Sr. No.	Nature of agreement	Brief particulars and material terms	Value of transaction(s) during FY-22 (excluding applicable taxes/ levies)
1	Content procurement by the Company from HTDS	HTDS provides news content in digital, electronic or any other form to HMVL, on non-exclusive and non-sub license basis. The news content so provided by HTDS is used by HMVL to publish and print its newspaper editions, periodicals and supplements. An arms' length content provision fee (presently, determined at cost plus 10% markup), is payable by HMVL to HTDS.	The aggregate value of content fee to be charged by HTDS shall not exceed ₹ 55 Crore
2	Infrastructure Support Services provided by the Company to HTDS	HMVL provides to HTDS 'support services' viz. office space, workstations, infrastructure and other amenities chargeable on the basis of space and/or infrastructure actually utilized by HTDS. The support service charges are calculated on per seat basis, computed on 'Cost plus an arm's length mark-up' (presently, determined at cost plus 10% mark-up).	The aggregate value support services by HMVL to HTDS shall not exceed ₹ 7.5 Crore
3	Usage of each other's media platform(s) for marketing of own product(s)/ offering(s)	HMVL allows the use of its various media platform(s) for marketing of HTDS's product offerings. The rates for such advertisements released in various media properties of HMVL are as per prevailing rates prescribed by Directorate of Advertising & Visual Publicity ('DAVP') and on the same terms & conditions charged from other advertisers in the same segment/category. The rates & terms for any other advertisement (i.e. where DAVP comparable rate is not available), shall be the rate computed after allowing the discount on cover price in the same proportion as extended to DAVP customers. Further, where any specific page position or slot is sought by HTDS, the same shall be charged basis the prevailing rates charged to the independent third parties during the immediately preceding one month. Similarly, HTDS provides advertisement space to HMVL on its various websites. HTDS get a pre-agreed value depending on the nature of its service offerings, which is reached basis the similar prices charged by HTDS for similar offerings from third parties in the same segment/category.	The aggregate value of advertisement services shall not exceed ₹ 2 Crore
4	Reimbursement of expenses incurred on each other's behalf	HMVL and HTDS incur certain expenses on each other's behalf, including but not limited to, payroll, administrative and other operative expenses. In these cases, role of the party incurring expenses is limited to facilitate the payment on behalf of the other party, and the same would not involve rendering/ availing services to/from each other. This involves reimbursement of actual third party cost only (without any mark-up).	The aggregate value of expenses reimbursed shall not exceed ₹ 0.45 Crore

5	Pooling of Sales, Marketing & Solutioning resources under 'One HT' arrangement	The arrangement involves pooling of sales, marketing and other related resources by Transacting Parties as part of 'One HT' team to work on an integrated basis. HMVL & HTDS share the consolidated cost of sales (direct & indirect cost incurred by each party for 'One HT' team, is considered for calculation of their respective share in Cost Contribution Arrangements), solutioning, marketing & other related functions, under 'One HT' in the ratio of benefit expected to be received by them.	The aggregate amount of net cross charge between HMVL and HTDS shall not exceed ₹ 2 Crore
6	Promoting, soliciting and generating advertisement orders/ event sponsorship contracts for each other's business offerings	Both, HMVL and HTDS represent each other to promote, solicit and generate advertisement orders/ sponsorship event contracts for each other's business offerings on an exclusive or combined basis. Either party, along with its own business products, may sell advertisement space on the media platforms of the other party and/or enter into sponsorship contract of the events conducted by the other party. Material terms of this arrangement are as under: • Media marketing support services: The party providing such services receives an arm's length commission (presently, determined @ 2% of the value of net advertisement orders / @2% of net revenue from sponsorship event sourced for /allocated to the other party). This transaction has been discontinued w.e.f. August 5, 2021. • Collection support services: The party rendering such services receives an arm's length fee (presently, determined @ 0.3% of the amount so collected). • Combo advertisement orders: For combo orders of advertisement in publications/ media platforms/ events conducted by HMVL & HTDS, advertisement revenue is shared by both parties in the ratio of their respective average yield realized from exclusive deals with third parties in the immediately preceding six months. • Combo event sponsorship contracts: For combo event sponsorship contracts involving both HMVL & HTDS, sponsorship revenue is shared by both parties in the ratio of their respective average yield realized from exclusive deals with third parties in the immediately preceding year.	The aggregate value of services shall not exceed ₹ 1.5 Crore

ANNEXURE - C TO BOARD'S REPORT

ANNUAL REPORT ON CSR ACTIVITIES FOR FY 22

1. Brief outline on CSR Policy of the Company:

The Company strives to achieve excellence when it comes to undertaking business in a socially, ethically and environmentally responsible manner. The formulation of Corporate Social Responsibility (CSR) Policy, is one such step forward in that direction. The Policy outlines the Company's philosophy as a responsible corporate citizen and also lays down the guidelines and mechanism for undertaking socially useful programs for welfare & sustainable development of the community, in and around area of operations of the Company and other parts of the country. The policy applies to all CSR projects or programs undertaken by the Company in India, in relation to one or more activities outlined in Schedule VII of the Companies Act, 2013

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Smt. Shobhana Bhartia	*Chairperson (Non-executive, Non-Independent Director)*	1	1
2	Mr. Ajay Relan*	*Director (Independent Director)*	1	1
3	Ms. Savitri Kunadi**	*Director (Independent Director)*	1	Not applicable
4	Shri Priyavrat Bhartia	*Director (Non-executive, Non-Independent Director)*	1	1

**Due to sad demise, Mr. Ajay Relan ceased to be the Member of CSR Committee w.e.f October 01, 2021.*
***Ms. Savitri Kunadi appointed as Member of CSR Committee w.e.f December 28, 2021.*

During the year, one meeting of CSR committee was held on July 26, 2021. However, additional matters requiring approval/ recommendation/review of CSR Committee were transacted by way of resolution(s) passed by circulation.

3. Provide the web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:

Composition of the CSR Committee as mentioned above, CSR Policy and CSR Schedule outlining projects approved by the Board of Directors for FY 22 are available on the website of the Company viz. www.hmvl.in.

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report):

Not Applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set- off for the financial year, if any (in ₹)
1	2021-22	0.70 Lacs	Nil

6. Average net profit of the company as per section 135(5): ₹ 3,384 Lacs

7.

a) **Two percent of average net profit of the company as per section 135(5):** ₹ 67.70 Lacs

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

c) **Amount required to be set off for the financial year, if any:** Nil

d) **Total CSR obligation for the financial year (7a+7b- 7c):** ₹ 67.70 Lacs

8.

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

Total Amount Spent for the Financial Year (₹ In Lacs)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
68.00	Not applicable				

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. 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		Project duration	Amount allocated for the project (in ₹)	Amount spent in the current financial year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of implementation - Direct (Yes/ No)	Mode of Implementation – Through Implementing Agency	
				State	District						Name	CSR Registration number
Not applicable												

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. 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.	Healthy Hindustan	Clause (i) of Schedule VII – Promoting healthcare including preventive healthcare	Yes	Uttar Pradesh	Meerut, Mathura, Gautam Buddha Nagar	56.00	Yes	Not applicable	Not applicable
2.	Integrated and transformational Village Development	Clause (x) of Schedule VII – Rural development project	Yes	Uttar Pradesh	Mathura	6.00	Yes	Not applicable	Not applicable
3.	Initiative to control spread/ impact of Coronavirus	Clause (i) & (xii) of Schedule VII – Preventive care & Disaster management including relief, rehabilitation and reconstruction activities	Yes	Delhi, UP, Bihar, Jharkhand	Delhi NCR, Lucknow, Patna, Kanpur, Varanasi, Prayagraj, Meerut, Agra, Ranchi	6.00	Yes	Not applicable	Not applicable
	TOTAL					**68.00**			

(d) Amount spent in Administrative Overheads: Nil

(e) Amount spent on Impact Assessment, if applicable: Not applicable

(f) Total amount spent for the Financial Year : (8b+8c+8d+8e): ₹ 68.00 Lacs

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

Sl. No.	Particular	Amount (₹ In Lacs)
(i)	Two percent of average net profit of the company as per section 135(5)	67.70
(ii)	Total amount spent for the Financial Year	68.00
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.30
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.30

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (In ₹)	Amount spent in the reporting Financial Year (In ₹)	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 (In ₹)
				Name of the Fund	Amount (In ₹)	Date of transfer	
1.	FY 20-21	Not applicable	Nil	← Not applicable →			
2.	FY 19-20	Not applicable	17.76 *(spent in FY 2020-21)*	← Not applicable →			
3.	FY 18-19	← Not applicable →					

(b) **Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):**

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project Id	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year (in ₹)	Status of the project - Completed /Ongoing
Nil								

10. 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): None

a) **Date of creation or acquisition of the capital asset(s):** Not applicable

b) **Amount of CSR spent for creation or acquisition of capital asset:** Not applicable

c) **Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc:** Not applicable

d) **Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset):** Not applicable

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

Place: New Delhi
Date: May 26, 2022

Shobhana Bhartia
(Chairperson, CSR Committee)

Samudra Bhattacharya
(Chief Executive Officer)

ANNEXURE - D TO BOARD'S REPORT

Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(i) The ratio of remuneration of each Director to the median remuneration of the employees and percentage increase in remuneration of each Director and KMP viz. Chief Executive Officer, Chief Financial Officer and Company Secretary during the financial year ended on March 31, 2022, is as under –

Name of Director and KMP	Designation	Remuneration for FY-22 (₹ /Lacs)	% increase in remuneration in FY-22	Ratio of remuneration of each Director to median remuneration of employees in FY-22@
Smt. Shobhana Bhartia	*Non-Executive Director*	Not applicable	Not applicable	Not applicable
Shri Ajay Relan*	*Independent Director*	7.50^^	Not Comparable#	1.44
Shri Ashwani Windlass	*Independent Director*	14.00^^	115%	2.70
Dr. Mukesh Aghi&	*Independent Director*	Nil	Not applicable	Not applicable
Ms. Savitri Kunadi	*Independent Director*	12.00^^	71%	2.31
Shri Sameer Singh**	*Independent Director*	2.00^^	Not Comparable#	0.39
Shri Shamit Bhartia***	*Non-Executive Director*	Not applicable	Not Comparable#	Not applicable
Shri Priyavrat Bhartia	*Non-Executive Director*	Not applicable	Not applicable	Not applicable
Shri Praveen Someshwar	*Managing Director*	693.06	35%	133.42
Shri Samudra Bhattacharya	*Chief Executive Officer*	392.67	8%	Not applicable
Shri Sandeep Gulati	*Chief Financial Officer*	159.30	6%	Not applicable
Shri Tridib Barat^	*Company Secretary*	45.86	Not Comparable#	Not applicable

@Median remuneration of employees during FY-22 was ₹ 5.19 Lacs

** Ceased to be the Independent Director w.e.f. October 1, 2021 due to his sudden demise*

& Voluntarily foregone sitting fee for FY-22

***Appointed as an Additional Independent Director (Non-Executive) by the Board w.e.f. December 28, 2021*

****Not seek re-appointment as Managing Director upon expiry of his tenure on February 3, 2022 and continues as a Non-Executive Director*

^ Resigned from the position of Company Secretary and Compliance Officer of the Company w.e.f. November 30, 2021

^^ Sitting fee paid for attending Board/Committee meetings

 # Remuneration not comparable owing to appointment/ cessation during FY-22.

Note: (a) Perquisites have been valued as per the Income Tax Act, 1961.

(b) Save and except the above, no remuneration was paid during FY-22 to Directors and KMP

(ii) There was an increase of 0.7% in the median remuneration of employees of the Company in FY-22.

(iii) As on March 31, 2022, there were 1,146 permanent employees on the rolls of the Company.

(iv) Average percentage increase in remuneration of employees, other than managerial personnel, during FY-22 is 9.8%. During the same period, the average percentage change in remuneration of managerial personnel is given in table above.

(v) It is hereby affirmed that the remuneration is as per the Remuneration Policy of the Company.

For and on behalf of the Board

(Shobhana Bhartia)
Chairperson
DIN: 00020648

Place: New Delhi
Date: May 26, 2022

ANNEXURE - E TO BOARD'S REPORT

Information on conservation of energy, technology absorption, foreign exchange earnings & outgo as per section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014

(A) Conservation of energy-

(i) Steps taken or impact on conservation of energy:

- Energy saving initiatives taken during earlier years was further progressed during FY-22. At present, 99% (approx.) of the lighting across all print locations have been converted to LED. Internal energy audit in factories has been taken up and various energy saving projects *(Major projects – demand reduction, alteration & optimization of Chiller operation, spray dampening system, optimization of compressor operations, enabled power saving mode on machine)* have been were implemented during the year.
- Rationalized utility running only during the machine run.
- Tapping and arresting the energy drain across factories & offices.

(ii) Steps taken by the company for utilizing alternate sources of energy:

The Company has further stepped up use of green energy by using solar power.

(iii) Capital investment on energy conservation equipment's:

In line with Company's strategy to optimise capex deployment, energy saving initiatives are being implemented largely on opex model with profit sharing with vendors.

(B) Technology absorption-

(i) Efforts made towards technology absorption: Nil

(ii) Benefits derived like product improvement, cost reduction, product development or import substitution: Nil

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):

a) Details of technology imported:
b) Year of import:
c) Whether the technology being absorbed:
d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof:

$\Big\}$ Nil

(iv) Expenditure incurred on Research and Development: Nil

(C) Foreign exchange earnings and outgo-

- Foreign Exchange earned in terms of actual inflows during the year: Nil
- Foreign Exchange outgo during the year in terms of actual outflows: ₹ 2,561 Lacs

For and on behalf of the Board

(Shobhana Bhartia)
Chairperson
DIN: 00020648

Place: New Delhi
Date: May 26, 2021

ANNEXURE - F TO BOARD'S REPORT

COMPLIANCE CERTIFICATE

[Pursuant to Regulation 34(3) read with Schedule V Para E of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members
Hindustan Media Ventures Limited
CIN: L21090BR1918PLC000013
Budh Marg, P.S. Kotwali
Patna, Bihar -800001

We have examined the compliance of conditions of Corporate Governance by **Hindustan Media Ventures Limited** (hereinafter referred to as '**the Company**'), having its Registered Office situated at Budh Marg, P.S. Kotwali Patna, Bihar-800001 and having its Corporate Office situated at Hindustan Times House (2nd Floor), 18-20, Kasturba Gandhi Marg, New Delhi -110001, for the year ended on March 31, 2022, as stipulated in the relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (hereinafter referred to as "**SEBI (LODR), 2015")**.

The compliance of conditions of Corporate Governance is the ultimate responsibility of the Management. Our examination was limited to a review of procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has compiled with the conditions of Corporate Governance as stipulated in the above-mentioned SEBI (LODR), 2015.

However, Mr. Ajay Kumar Relan (DIN: 00002632), being an Independent Director and Chairman of the Stakeholder Relationship Committee of the Company wasn't able to attend the 11th Post IPO AGM of the Company held on dated September 24, 2021, due to sudden medical exigency.

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

For **RMG & Associates**
Company Secretaries
Firm Registration No. P2001DE016100
Peer Review No.: 734/2020

CS Manish Gupta
Partner
FCS: 5123; C.P. No.: 4095

Date: 26/05/2022
Place: New Delhi
UDIN: F005123D000395095

ANNEXURE-G TO BOARD'S REPORT

Business Responsibility Report

Section A: General Information about the Company

Type of asset	Useful life estimated by management (Years)
Corporate Identity Number (CIN) of the Company	CIN: L21090BR1918PLC000013
Name of the Company	Hindustan Media Ventures Limited
Registered Address	Budh Marg, Patna - 800 001
Website	www.hmvl.in
Email Id	investor@hindustantimes.com
Financial Year reported	April 1, 2021 - March 31, 2022
Sector(s) that the Company is engaged in (industrial activity code-wise)	Printing and Publication of (NIC Code – 181, 581)* Newspapers and Periodicals
List three key products / services that the Company manufactures/provides (as in balance sheet):	Printing and publishing of newspapers and magazines
Total no. of locations where business activity is undertaken by the Company: a) No. of international locations b) No. of national locations	Indian operations of the Company are carried out through multiple offices across states. Key states / regions include Delhi National Capital Region, Uttar Pradesh, Uttarakhand, Bihar and Jharkhand. The Company does not have any international operations.
Markets served by the Company – Local / State / National / International	Newspapers and magazines serve national markets

* Source: National Industrial Classification - 2008

Section B: Financial Details of the Company

Type of asset	Useful life estimated by management (Years)
Paid-up Capital (as on March 31, 2022)	₹ 73.67 Crore
Total turnover	₹ 748.81 Crore
Total Profit after taxes	₹ 43.56 Crore
Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)	₹ 0.68 Crore (allocated ₹ 0.68 Crore) [2% of average net profit for last three financial years]
List of activities in which CSR expenditure has been incurred	The Company has taken several initiatives to formulate and implement policies which support inclusive growth and equitable development as part of its Corporate Social Responsibility. Our programmes help sections of the society that are under-privileged, and our initiatives aim towards their development. We also work towards promoting healthcare and employment by enhancing vocation skills especially among children, women, elderly, and the differently-abled along with supporting livelihood enhancement projects. We also undertook numerous Covid-19 control initiatives benefitting people from all sections of society. Some of the initiatives which have made an impact in the last year include– **Healthy Hindustan** – This is a year-long initiative that is providing free health check-up for the under privileged by qualified doctors from reputed hospitals. A total of 12 Preventive Health camps with the purpose to provide access to free healthcare consultation to the residents in and around Delhi NCR, Uttar Pradesh and Uttarakhand were held.

Type of asset	Useful life estimated by management (Years)
	Atulya Gram initiative – This is an integrated village development program that collectively enables a disadvantaged community to become self-sustaining and a key peg of India's development story. Integrated Village Development. The project is aimed at improving the quality of life in two villages viz. Lohvan and Gossna in District Mathura (U.P.). To focus on infrastructure, skill upgradation and refurbishing places of heritage, art & culture; providing street lights, facilitating e-chaupal, RO water plant, school upgradation, repair of roads, sanitation / drainage, computer training centre, health-camps and skill development of residents of the villages. **Covid 19 Control Initiatives** – To support various measures to control spread/ impact of coronavirus, including but not limited to distribution of sanitizers, masks, gloves etc. to persons engaged in delivery of essential goods, services etc.; fumigation of public vehicles ferrying essential goods/commodities etc. In total 24.5k Masks and 725 Lt. of sanitizer was distributed to prevent the spread of Corona Virus.

Section B: Financial Details of the Company

Type of asset	Useful life estimated by management (Years)
Does the Company have any Subsidiary Company / Companies?	Yes, the Company has 1 Indian subsidiary as on March 31, 2022
Do the Subsidiary Company / Companies participate in the BR initiatives of the parent Company? If yes, then indicate the number of such subsidiary company(s)	Subsidiary Company participates in BR initiatives of the Company, to the extent applicable and relevant for business operations.
Do any other entity / entities (e.g. suppliers, distributors etc.) that the Company does business with participate in the BR initiative of the Company? If yes, then indicate the percentage of such entity / entities?	No

Section D: BR Information

1. **Details of Director/Directors responsible for BR:**

   a) **Details of the Director/Directors responsible for implementation of the BR policy/policies:**

   1. DIN Number 01802656
   2. Name Shri Praveen Someshwar
   3. Designation Managing Director

   b) **Details of the BR Head:**

Sr. No.	Particulars	Details
1	DIN	N.A
2	Name	Ms.Gasha Aeri
3	Designation	Head Corporate Communication
4	Contact details	+91-11-6656 1234
5	E-mail Id	investor@hindustantimes.com

2. Principle-wise BR Policy/ Policies

a) Details of Compliance (Reply Y/N)

Sr. No.	Questions	Business Ethics P1	Product Responsibility P2	Employee Wellbeing P3	Stakeholder Engagement P4	Human Rights P5	Environment Protection P6	Public & Regulatory Policy P7	CSR P8	Customer relation P9
1	Do you have a Policy / Policies for (*)	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	Has the Policy been formulated in consultation with the relevant stakeholders (*)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3	Does the policy conform to any national / international standards? (**)	Y	Y	Y	Y	Y	Y	Y	Y	Y
4	Has the policy been approved by the board? If yes, has it been signed by MD/ CEO/ appropriate Board Director? (***)	Y	N	Y	Y	N	N	N	Y	Y
5	Does the Company have a specified committee of the Board/ Director/ Official to oversee implementation of the policy? (***)	Y	Y	Y	Y	Y	Y	Y	Y	Y
6	Indicate the link for the policy to be viewed online	Following policies of the Company can be viewed on our website www.hmvl.in: 1) Corporate Social Responsibility - http://www.hmvl.in/pdf/HMVL_CSR_POLICY_and_CSR_Schedule.pdf 2) Whistle Blower Policy - http://www.hmvl.in/pdf/Whistle_Blower_Policy_HMVL.pdf 3) Code of Conduct - http://www.hmvl.in/pdf/Code_of_Conduct_HMVL_2021.pdf								
7	Has the policy been formally communicated to all relevant internal and external stakeholder?	Yes								
8	Does the Company have in house structure to implement the policies?	Yes								
9	Does the Company have a grievance redressal mechanism related to the policy to address stakeholders' grievances related to the policy?	Yes								
10	Has the Company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	Policies are evaluated regularly for implementation by CEO and Business Leaders as part of their regular business reviews. Currently, there is no formal process of an independent audit and evaluation of the working of these policies.								

* While no formal written policy may exist for certain principles, the Company has robust procedures / practices as well as standard operating procedures in place which are being uniformly communicated to the team and are regularly reviewed for adherence by CEO and respective Business Leaders.

** The policies materially conform and are aligned to applicable legal and regulatory requirements, guidelines, SEBI regulations and our internal guidelines.

*** Under the overall guidance of the Board of Directors, the Company's policies are framed and modified from time to time. As and when the policies are approved, they are released for implementation by the Business Leaders. These policies are thereafter administered under the overall supervision of CEO.

b. If answer to the question at Sr No 1 against any principle, is "No", please explain why:

Sr. No	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	The Company has not understood the principles	Not applicable								
2	The Company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles									
3	The Company does not have financial or manpower resources available for the task									
4	It is planned to be done within next six month									
5	It is planned to be done within next one year									
6	Any other reason (Please specify)									

3. Governance related to BR:

a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO assesses the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year –

Assessment of BR performance is done on an ongoing basis by the concerned persons as part of business reviews for the various segments in the Company. CSR Committee of the Board reviews the social performance of the Company on a periodic basis that also includes monitoring current projects, efficient and timely utilization of allocated grants and takes into account the interests of shareholders, clients, employees, communities and regulators.

b) Does the Company publish a BR or sustainability Report? What is hyperlink for viewing this report? How frequently it is published?

The Company first published the BR report for FY-20 as per SEBI requirement, and it is hosted on the website http://www.hmvl.in/pdf/HMVL_AR2019_20.pdf under 'Investor Relations' section. This report for FY-22 is also hosted on the website of the Company viz. www.hmvl.in under Report section of 2021-22 tab in 'Investor Relations'.

Section E: Principle-wise Performance

Principle 1: Businesses should conduct and govern themselves with Ethic Transparency and Accountability

1. Does the policy relating to ethics, bribery and corruption cover only the Company? Does it extend to the Group / Joint Ventures / Suppliers / Contractors / NGOs / Others?

   The Company considers Corporate Governance as an integral part of management. The Code of Conduct adopted by the Board of Directors is applicable to the Directors and all employees of the Company. The HR policies framed/ circulated are applicable to all employees and deal with ethics, bribery and corruption. These policies are applicable to employees at all levels including the subsidiary.

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof.

   As mentioned in the Report on Corporate Governance, no investor complaint was received during the year. Additionally, complaints from all other stakeholders are addressed and dealt with by respective functions in the Company.

Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and / or opportunities.

   Being part of the Printing and Publishing Industry, the Company publishes newspapers and magazines. We use state-of-the-art technology and innovative techniques to make the best use of material and minimize wastage. Further, our endeavour is always to minimize impact on the environment and its protection.

2. For each such product, provide the following details in respect of resource use (energy, water, raw materials etc.) per product (optional):

   We continuously update our technology and machines to make best use of the material and minimize wastage. Regular safety and compliance audits are conducted in all print factories and corrective actions are taken as per recommendations to use the resources optimally.

   Total consumption of newsprint is tracked at the newspaper level and by source (domestic/international). Environment conversation is the responsibility of all, and we make continuous efforts at our end to conserve the natural resources as well.

   We conserved and recycled 18% water in FY-22 using water conservation and waste-water recycling initiatives. Further, we have installed two rainwater harvesting units last year to replenish ground water levels.

   We did significant work at our end to cut on our CO2 emissions by use of solar power at Patna and Ranchi printing press leading to an annual CO2 emission reduction of 9.93% (326 ton). Other efficiency improvement projects such as plant LED light implementation, VFD installation on ETP / STP plant, reduction in contract demand, compressor efficiency improvement, rationalized air-condition, chiller and HVAC operations, running machine on single motor & power factor improvement have helped us reduce CO2 emissions by 2.00 % (66 Ton)

3. Does the Company have a procedure in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably?

   Yes, the Company has a procedure in place for sustainable sourcing of raw material.

   The Company is in continuous collaboration and has been working closely with the supplier partners to improve the degree of the sustainability associated with its sourcing practices. This includes our key initiative of sourcing from the vendors who are located in the close proximity of our plant/ manufacturing locations in order to lower the WAD (weighted average distance) thereby optimizing logistics, reducing fuel consumption & emissions, and minimizing the carbon footprint. We also work on packaging initiatives to maximize the re-use and minimize wastages.

   The sustainability road map of the Company covers these areas, and we take these important steps on a regular basis to ensure that the sourcing programs are sustainable.

4. Has the Company taken any steps to procure goods and services from local and small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve the capacity and capability of local and small vendors?

   Yes, raw materials are regularly procured from local/small vendor community.

   The Company continuously engages with local vendors to improve their capabilities and establish them as strategic supplier partners. We also invest in making changes in machinery and technology to improve the efficiency of locally sourced supplies and also drive vendor/product development initiatives which helps in maintaining a healthy business share mix of local sourcing/supplies.

5. Does the Company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste. (Separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

   The Company recognizes that natural resources are finite and therefore need to be conserved and recycled. Hence, we have taken multiple steps in this direction, including upgrading our technologies and processes, water conservation, reduction of wastage, green initiatives etc. It is a continuous process, with the intent to minimize waste and recycle products. Newspaper & printing waste are 100% recyclable.

Principle 3: Business should promote the well-being of all employees

1. Please indicate the total number of employees: 1146

2. Please indicate the total number of employees hired on temporary / contractual / casual basis: 464

3. Please indicate the number of permanent women employees: 63

4. Please indicate the number of permanent employees with disabilities: Nil

5. Do you have employee association that is recognized by management? No

6. What percentage of your permanent employees is member of this recognized employee associations? Not applicable

7. Please indicate the number of complaints relating to child labor, forced labor, involuntary labor, and sexual harassment in the last financial year and pending as on the end of the financial year.

   No complaint was received by the Internal Committee (IC) under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

8. What percentage of your under mentioned employees were given safety and skill up-gradation training in the last year?

   Each year a 'Safety Week' is celebrated across all locations where extensive fire safety mock drills, first-aid training, advance safety training and training on correct use of personal protective equipment (PPEs) is conducted covering 100% factory staff and 60% office staff on rotation basis. 'Continuous self-renewal' is one of our organization values within which skill up-gradation is innate in our annual Performance Management and Talent Development programs.

Principle 4: Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.

1. Has the Company mapped its internal and external stakeholders?

   Yes, the Company has a well-established process for identifying and engaging with both internal and external stakeholders, which can be categorized as employees, consumers, vendors, government authorities and shareholders.

2. Out of the above, has the Company identified the disadvantaged, vulnerable and marginalized stakeholders?

   We do not consider any of our stakeholders as disadvantaged, vulnerable or marginalized.

3. Are there any special initiatives taken by the Company to engage with the disadvantaged, vulnerable and marginalized stakeholders? If so, provide details thereof

   Not applicable

Principle 5: Businesses should respect and promote human rights

1. Does the policy of the Company on human rights cover only the Company or extend to the Group / Joint ventures / suppliers / contractors / NGOs / Others?

   The Company adheres to all statues that embody the principles of human rights such as prevention of child labor, women empowerment, non-discrimination, etc. We promote the awareness of these rights among our vendors and the value chain and discourage instances of any abuse. Whistle blower policy provides an opportunity to all stakeholders to raise instances of abuse of human rights as well.

2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the Management?

   The Company has not received any complaint on human rights violation.

Principle 6: Businesses should respect, protect and make efforts to restore the environment

1. Does the policy related to Principle 6 cover only the Company or extends to the Group / Joint Ventures / Suppliers / Contractors / NGOs / Others?

   The Company adheres to and makes an effort to respect and protect environment. We do not have a direct control over the external stakeholders. However, the endeavour is to do business with entities that echo our principles and policies.

2. Does the Company have strategies / initiatives to address global environmental issues such as climate change, global warming, etc.? Y/N. If yes, please give hyperlink for webpage etc.

To minimize impact on the environment, the Company continuously improves its products, upgrades technology and recycles scrap.

3. Does the Company identify and assess potential environmental risks? Y/N

   Yes, the Company regularly reviews its environmental risks and undertakes initiatives to mitigate them.

4. Does the Company have any project related to Clean Development Mechanism? If so, provide details thereof in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?

   The Company continuously seeks to improve its environment performance by adopting cleaner production methods, promoting use of energy efficient and environment friendly technologies as well renewable energy. Some examples of these are given below:

   – Use of solar energy,
   – Reduction in hazardous waste,
   – Use of Vio green Plates.

   Currently, Company has not registered any project for Clean Development Mechanism, so submission of compliance report is not required.

5. Has Company has undertaken any other initiatives on – clean technology, energy efficiency, renewable energy etc.? Y/N. If yes, please give hyperlink to web page etc.

   We replenish ground water level by rain harvesting. Eleven such units have been constructed to improve ground water level and water quality. Further, green energy generation (solar energy) project has been installed at Patna & Ranchi prints. We did significant work at our end to cut on our CO_2 emissions by use of solar power at Patna & Ranchi print factories press leading to an annual CO_2 emission reduction of 17% (528 ton), Other initiatives /improvement have helped us reduce CO_2 emissions by 2.66 % (84 Ton).

6. Are the Emissions/Waste generated by the Company within permissible limits given by CPCB / SPCB for the financial year being reported?

   All plants of the Company now are "Zero Disposal" factories. We recycle all the waste water that is generated in the factories to create a green cover. The hazardous waste is routed to authorized agencies to dispose the waste as per government recommended guidelines and emissions /waste remain within permissible limits.

7. Number of show cause/legal notices received from CPCB / SPCB which are pending (i.e. not resolved to satisfaction) as of end of financial year.

   Nil

Principle 7: Businesses, when engaged in influencing public, clients and regulatory policy, should do so in a responsible manner

1. Is your Company a member of any trade and chambers or association? If yes, name only those major ones that your business deals with.

   The Company is a member of following major trade bodies, chambers and associations that our businesses deal with: -

   a. Indian Newspaper Society (INS)
   b. The Audit Bureau of Circulation (ABC)

2. Have you advocated/lobbied through above associations for advancement or improvement of public good? Yes/ No; if yes, specify the broad areas

   Yes, the Company, through these associations, has supported/advocated for advancement of public good along with industry peers. Such work mainly consists of creating awareness, voicing concerns and inclusive development of the industry.

Principle 8: Businesses should support inclusive growth and equitable development

1. Does the Company have specified programmes / initiatives / projects in pursuit of the policy related to Principle 8?

   The Company has taken several initiatives to formulate and implement policies which support inclusive growth and equitable development as part of its Corporate Social Responsibility. Our programmes help sections of the society that are under-privileged and our initiatives aim towards their development. We also work towards promoting healthcare and employment by enhancing vocation skills especially among children, women, elderly, and the differently-abled along with supporting livelihood enhancement projects. We also undertook numerous Covid-19 control initiatives benefitting people from all sections of society.

Some of the initiatives which have made an impact in the last year include the followiing

. **Healthy Hindustan** – This is a year-long initiative that is providing free health check-up for the under privileged by qualified doctors from reputed hospitals. A total of 12 Preventive Health camps with the purpose to provide access to free healthcare consultation to the residents in and around Delhi NCR, Uttar Pradesh and Uttarakhand were held.

Atulya Gram initiative – This is an integrated village development program that collectively enables a disadvantaged community to become self-sustaining and a key peg of India's development story. Integrated Village Development. The project is aimed at improving the quality of life in two villages viz. Lohvan and Gossna in District Mathura (U.P.). To focus on infrastructure, skill upgradation and refurbishing places of heritage, art & culture; providing street lights, facilitating e-chaupal, RO water plant, school upgradation, repair of roads, sanitation /drainage, computer training centre, health-camps and skill development of residents of the villages.

Covid 19 Control Initiatives – To support various measures to control spread/ impact of coronavirus, including but not limited to distribution of sanitizers, masks, gloves etc. to persons engaged in delivery of essential goods, services etc.; fumigation of public vehicles ferrying essential goods/commodities etc. In total 24.5k Masks and 725 Lt. of sanitizer was distributed to prevent the spread of Corona Virus.

3. Are the programmes / projects undertaken through in-house team / own foundation / external NGO / government structures/ any other organization?

   The programmes/ projects are undertaken in a variety of ways. These are through in-house teams, own foundation (HT Foundation for Change), external NGOs or any other organization, depending on what is best suited in that situation and creates maximum impact.

4. Have you done any impact assessment of your initiative?

   Impact assessment is an important element of all our projects and initiatives. The CSR team of the Company tracks progress by regular meetings with the concerned agencies and partners across various initiatives. The CSR team also visits the project sites to ensure execution of various initiatives.

5. What is Company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken?

   The Company has committed an expenditure of INR 68 Lacs in the year 2021-22. The projects undertaken are in the areas of disaster management, healthcare, education, vocational skill development and integrated village development.

6. Have you taken steps to ensure that the community successfully adopts this community development initiative?

   Along with our partners in the projects, we work towards making communities self-reliant for our projects. Our CSR team regularly engages with the community to educate them on adopting and maintaining the community assets constructed via these initiatives.

Principle 9: Businesses should engage with and provide value to their customers and consumers in a responsible manner

1. What percentage of customer complaints/ consumer cases are pending as on the end of financial year?

   No material consumer / customer complaints are outstanding as at the end of the financial year.

2. Does the Company display product information on the product label, over and above what is mandated as per local laws?

   The Company displays product information as required by the Press and Regulation of Books Act, 1867.

3. Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and or anti-competitive behavior during the last five years and pending as of end of financial year?

   Press Council of India (PCI) had issued suo-moto cognizance notice alleging publication of obscene and vulgar advertisements in newspaper Hindustan, New Delhi edition vide case no.278/SM/2020-B. HMVL filed its reply in this matter. Subsequently, PCI passed adjudication order dated January 22, 2020 censuring the newspaper i.e. Hindustan, New Delhi Edition.

HMVL challenged the above adjudication order of PCI before Hon'ble Delhi High Court under Writ jurisdiction. The said Adjudication Order was stayed by the Hon'ble High Court vide order dated March 02, 2021. Now, the matter is pending before the Hon'ble High Court of Delhi for further consideration. The matter is pending before theHon'ble High Court of Delhi for completion of the pleadings. The interim order dated March 02, 2021 is continue till next date of hearing.

4. Did your Company carry out any consumer survey/ consumer satisfaction trends?

   The Company regularly carries out consumer surveys to determine the satisfaction trends for our products using a combination of internal resources and external agencies. KPI tracks and Net Promoter Score (NPS) survey is done for all our products across print and digital readers. In these, we benchmark the performance of our product vis-a-vis the competition. Finally, there are third party surveys like IRS and RAM that give readership and listenership of newspapers and radio in the market. In addition, we use third part surveys like RADAR which is done among agencies to get their feedback about us and our key competitors.

REPORT ON CORPORATE GOVERNANCE

COMPANY'S CORPORATE GOVERNANCE PHILOSOPHY

In your Company, Corporate Governance embraces the tenets of trusteeship, accountability and transparency. Adherence to each of these principles has set a culture in the Company, wherein good Corporate Governance underlines interface with all stakeholders. In addition to compliance with regulatory requirements, the Company endeavours to ensure that highest standards of ethical and responsible conduct are met across the organisation. With this belief, the Company has implemented various measures for balanced care of all stakeholders.

A report on Corporate Governance, in accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), is outlined below.

BOARD OF DIRECTORS

Composition of the Board

As on March 31, 2022, the Board of Directors comprised of Eight Directors, including three Non-executive Non-Independent Directors, four Independent Directors and one Executive Director. The Chairman of the Board is Non-executive Director (Promoter). The Company also has one Woman Director (Independent) on the Board. The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Section 149 and 152 of the Companies Act, 2013 (the "Act").

The composition of the Board of Directors as on March 31, 2022, is as follows:

Name of the Director	Date of first appointment	Relationship between Directors, *inter-se*	Director Identification Number (DIN)
NON-EXECUTIVE NON-INDEPENDENT DIRECTORS			
Smt. Shobhana Bhartia (*Chairperson*)	January 06, 2010	Mother of Shri Priyavrat Bhartia and Shri Shamit Bhartia	00020648
Shri Priyavrat Bhartia	August 27, 2010	Son of Smt. Shobhana Bhartia and Brother of Shri Shamit Bhartia	00020603
Shri Shamit Bhartia#	December 19, 2011	Son of Smt. Shobhana Bhartia and Brother of Shri Priyavrat Bhartia	00020623
INDEPENDENT DIRECTORS			
Shri Ashwani Windlass	February 22, 2010	None	00042686
Dr. Mukesh Aghi	June 21, 2015	None	00292205
Ms. Savitri Kunadi	May 9, 2019	None	00958901
Shri Sameer Singh*	December 28, 2021	None	08138465
MANAGING DIRECTOR			
Shri Praveen Someshwar	August 1, 2018	None	01802656

#Shri Shamit Bhartia did not seek re-appointment as Managing Director upon expiry of his tenure on February 3, 2022 and continues as Non-Executive Director, liable to retire by rotation

**Shri Sameer Singh has been appointed as an Additional Independent Director (Non-Executive) by the Board for a period effective from December 28, 2021 till November 30, 2026*

None of the Non-Executive Directors hold shares of the Company as on March 31, 2022.

Further, none of the Directors on the Board have been debarred or disqualified from being appointed or continuing as director of a Company by SEBI/ Ministry of Corporate Affairs or any other statutory authority. The certificate of RMG & Associates, Company Secretaries, certifying the same, is appearing as **"Annexure – I"**.

In the opinion of the Board, all the Independent Directors are independent of the management and satisfy the criteria of independence as defined under the Companies Act, 2013 (the "Act") and SEBI Listing Regulations.

The Directors hold qualifications, and possess requisite skills, expertise, competence and experience in general corporate management, finance, legal, banking, economics and other allied fields, which enable them to effectively contribute to the Company. Brief profile of the Directors is available on the Company's website at http://www.hmvl.in/management.html

Matrix setting out the core skills/ expertise/ competence of the Board

A matrix setting out the skills/ expertise/ competencies of individual Directors is given below:

Area of skill/ expertise	Board of Directors as on March 31, 2022							
	Smt. Shobhana Bhartia	Shri Priyavrat Bhartia	Shri Shamit Bhartia	Shri Ashwani Windlass	Dr. Mukesh Aghi	Ms. Savitri Kunadi	Shri Sameer Singh	Shri Praveen Someshwar
Part A - Industry knowledge/ experience								
Knowledge of Media & Entertainment Industry	√	√	√	√	√	√	√	√
Understanding of laws, rules, regulations and policies applicable to Media & Entertainment Industry	√	√	√	√	√	√	√	√
Part B - Technical skills/ experience								
General management	√	√	√	√	√	√	√	√
Accounting and finance	√	√	√	√	√	√	√	√
Strategic planning/ business development	√	√	√	√	√	√	√	√
Information technology	√	√	√	√	√	√	√	√
Talent management	√	√	√	√	√	√	√	√
Compliance & risk management	√	√	√	√	√	√	√	√
Part C - Behavioural competencies								
Integrity and ethical standards	√	√	√	√	√	√	√	√
Decision making	√	√	√	√	√	√	√	√
Problem solving skills	√	√	√	√	√	√	√	√

Directors' attendance and Directorships held

Nine Board meetings were held during the financial year ended on March 31, 2022, details whereof are as follows:

Date of Board meetings	Board strength	Number of Directors present	Number of Independent Directors present
May 17, 2021	8	4	3 out of 4
June 17, 2021	8	8	4 out of 4
August 03, 2021	8	8	4 out of 4
October 24, 2021	7	6	3 out of 3
October 28, 2021	7	7	3 out of 3
November 19, 2021	7	6	2 out of 3
December 28, 2021	7	7	3 out of 3
January 27, 2022	8	7	4 out of 4
March 28, 2022	8	5	2 out of 4

Attendance record of Directors at the above-Board meetings and details of other directorships/ committee positions held by them as on March 31, 2022 in Indian public limited companies, are as follows:

Name of the Director	No. of Board meetings attended during FY-22	No. of other Directorships held	Committee position held in other companies^		Directorships held in other listed companies and category	
			Chairperson	Member		
Smt. Shobhana Bhartia	8	6	1	–	(i)	HT Media Limited *Executive Director (Chairperson)*
					(ii)	Ronson Traders Limited *Non-Executive Director*
Shri Priyavrat Bhartia	6	7	0	4	(i)	HT Media Limited *Non-Executive Director*
					(ii)	Jubilant Ingrevia Limited *Non-Executive Director*
					(iii)	Jubilant Industries Limited *Non-Executive Director*
					(iv)	Digicontent Limited *Non-Executive Director*
					(v)	Jubilant Pharmova Limited *Non-Executive Director*
Shri Shamit Bhartia	7	6	–	1	(i)	HT Media Limited *Non-Executive Director*
					(ii)	Jubilant Foodworks Limited *Non-Executive Director*
					(iii)	Jubilant Industries Limited *Non-Executive Director*
Shri Ashwani Windlass	9	4	2	2	(i)	Bata India Limited *Independent Director*
					(ii)	Vodafone Idea Limited *Independent Director*
					(iii)	Jubilant Foodworks Limited *Independent Director*
Dr. Mukesh Aghi	6	–	–	–		–
Ms. Savitri Kunadi	9	–	–	–		–

Name of the Director	No. of Board meetings attended during FY-22	No. of other Directorships held	Committee position held in other companies^			Directorships held in other listed companies and category
			Chairperson	Member		
Shri Sameer Singh	1	2	2	2	(i)	Next Mediaworks Limited *Independent Director*
Shri Praveen Someshwar	9	8	1	7	(i)	HT Media Limited *Executive Director (MD & CEO)*
					(ii)	Next Mediaworks Limited Non-Executive Director
					(iii)	Digicontent Limited *Non-Executive Director*

^Only Audit Committee and Stakeholders' Relationship Committee have been considered

The number of Directorships, Committee membership(s)/ chairmanship(s) of the Directors are within respective limits prescribed under the Companies Act, 2013 and SEBI Listing Regulations.

All the Directors attended the last Annual General Meeting of Members of the Company held on September 24, 2021 via video conferencing except Smt. Shobhana Bhartia, Chairperson, Dr. Mukesh Aghi, Independent Director and Shri Priyavrat Bhartia, Non-Executive Director.

Board procedure

Detailed agenda notes, setting out the business(es) to be transacted at Board/Committee meeting(s) are supplied in advance, and decisions are taken after due deliberations. In case where it is not practicable to forward the relevant document(s) with the agenda papers, the same are circulated before the meeting or placed at the meeting. Also, document(s) containing Unpublished Price Sensitive Information (UPSI) are circulated to the Board and Committee Members, at a shorter notice, as per the general consent granted by the Board. The Directors are provided with video-conferencing facility to enable them to join Board/Committee meeting(s).

Quality debates and participation by all Directors and Invitees are encouraged at Board/Committee meetings. The Board engages with the management during business reviews, and provides constructive suggestions and guidance on various issues, including strategy, as required from time to time.

In order to meet business exigencies, matters which required board/ committee approval, were approved by way of resolution(s) passed by circulation, which is permissible by law to be passed as such.

The Board gives due attention to governance and compliance related issues, including the efficacy of systems of internal financial controls, risk management, avoidance of conflict of interest, and redressal of employee/ stakeholder grievances, among others.

In line with Para 4 of Schedule B of SEBI (Prohibition of Insider Trading) Regulations, 2015, it is the endeavour of the Company that the gap between the recommendation of financials/ accounts by audit committee and approval at the board meeting is as narrow as possible.

The information provided to the Board from time to time, inter-alia, include the item(s) mentioned under Regulation 17(7) read with Schedule II of SEBI Listing Regulations.

Details of remuneration paid to Directors

During the financial year ended on March 31, 2022, the Independent Directors were paid sitting fee @ ₹ 1,00,000/- and ₹ 50,000/- per Board and Committee meeting, respectively. The details of sitting fee paid during FY-22 are as under:

(₹ in Lacs)

Name of the Director	Sitting fee
Shri Ajay Relan[&]	7.50
Shri Sameer Singh*	2.00
Shri Ashwani Windlass	14.00
Dr. Mukesh Aghi**	Nil
Ms. Savitri Kunadi	12.00

[&]Shri Ajay Relan ceased to be the director w.e.f., October 01, 2021 due to sudden demise

** Shri Sameer Singh appointed as an Additional Director (Independent) by the Board w.e.f. December 28, 2021*

*** Voluntarily foregone sitting fee*

Note: No commission was paid to the Directors during FY-22.

Details of remuneration paid to Shri Praveen Someshwar (Managing Director) during the financial year ended on March 31, 2022, are as under:

(₹ in Lacs)

Salary & Allowances	Salary & Allowances	Perquisites	Retirement benefits	Total
Shri Praveen Someshwar	661.94	12.45	18.67	693.06

Notes:

1) *Retirement benefits include contribution to Provident Fund*

2) *Perquisites include car, telephone, medical reimbursements, club fee etc., calculated as per Income Tax rules*

3) *Remuneration excludes provision for leave encashment and gratuity*

4) *There is no separate provision for payment of severance fees*

5) *The above remuneration of Shri Praveen Someshwar includes ₹ 4.58 Crore of variable pay for FY-21, which is linked to his personal performance and contribution for the said financial year*

The criteria of making payment to Non-Executive Director(s) forms part of the Remuneration Policy of the Company. Remuneration Policy is posted on Company's website at http://www.hmvl.in/pdf/Remuneration_Policy.pdf

Further, none of the Non-Executive Directors had any material pecuniary relationship or transaction vis-à-vis the Company, during the year under review, other than payment of sitting fee as mentioned above.

BOARD COMMITTEES

As at the year end, following six standing committees of the Board of Directors were in place, which were delegated requisite powers to discharge their functions. These committees are as follows -

(a) Audit Committee

(b) Stakeholders' Relationship Committee

(c) Nomination & Remuneration Committee

(d) Corporate Social Responsibility (CSR) Committee

(e) Risk Management Committee

(f) Investment & Banking Committee

The role and composition of these committees, particulars of meetings held during the financial year ended on March 31, 2022 and attendance of Directors thereat, are given hereunder.

(a) Audit Committee

Audit Committee of the Board of Directors comprises four members, including three Independent Directors. The Audit Committee acts as the link between the Statutory & Internal Auditors and the Board of Directors of the Company.

The terms of reference of the Audit Committee are in accordance with the Act and SEBI Listing Regulations which includes, inter-alia, oversight of Company's financial reporting process and disclosure of financial information to ensure that the financial statements are correct, sufficient and credible; recommending the appointment, re-appointment, remuneration and terms of appointment of auditors and approval of payment for other services rendered by statutory auditor; reviewing with the management quarterly results and annual financial statements before submission to the Board for approval; approval or subsequent modification of transactions with related parties; review and monitor the auditor's independence and performance and effectiveness of audit process; scrutiny of inter-corporate loans and investments; valuation of undertakings or assets of the Company, whenever it is necessary; evaluation of internal financial controls and risk management system; reviewing with the management, performance of statutory & internal auditors and adequacy of the internal control systems; and reviewing the functioning of the whistle blower mechanism.

During the financial year ended on March 31, 2022, five meetings of the Audit Committee were held. The composition of Audit Committee, date on which the meetings were held and details of attendance of Directors at the said meetings are enumerated in the below table:

Name of the Director	Category	Attendance at the meetings held on				
		17.05.2021	17.06.2021	03.08.2021	28.10.2021	27.01.2022
Shri Ashwani Windlass *(Chairman)*	*Independent Director*	√	√	√	√	√
Shri Ajay Relan*	*Independent Director*	√	√	√	Not applicable	Not applicable
Ms. Savitri Kunadi	*Independent Director*	√	√	√	√	√
Shri Priyavrat Bhartia**	*Non-Executive Director*	-	√	√	√	Not applicable
Shri Praveen Someshwar***	*Managing Director*	Not applicable	Not applicable	Not applicable	Not applicable	√
Shri Sameer Singh****	*Independent Director*	Not applicable	Not applicable	Not applicable	Not applicable	√

**Shri Ajay Relan ceased to be the Member of Audit Committee w.e.f. October 01, 2021 due to sudden demise*
***Shri Priyavrat Bhartia, ceased to be the Member of Audit Committee w.e.f. December 28, 2021*
****Shri Praveen Someshwar inducted as Member of Audit Committee w.e.f. December 28, 2021*
*****Shri Sameer Singh inducted as Member of Audit Committee w.e.f. December 28, 2021*

Chairman of Audit Committee is an Independent Director who has accounting and related financial management expertise.

All the members of Audit Committee are financially literate. The Audit Committee also fulfils the criteria of two-third of its members being Independent Directors.

Chief Executive Officer, Chief Financial Officer and Internal Auditor also attended the meetings of Audit Committee as invitees. Representatives of Statutory Auditor are permanent invitees to the meetings of Audit Committee.

Company Secretary acts as Secretary to the Committee.

(b) Stakeholders' Relationship Committee (SRC)

SRC of the Board of Directors comprises three Directors. Chairman of the Committee is an Independent Director.

The terms of reference of SRC are in accordance with the Act and SEBI Listing Regulations, as amended. The role of SRC include, inter-alia, resolving grievances of the security holders of the Company including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, general meetings etc; review of measures taken for effective exercise of voting rights by shareholders; review of adherence to the service standards adopted by the Company in respect of various services rendered by the Registrar & Share Transfer Agent; and review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/ statutory notices by the shareholders of the Company.

During the financial year ended on March 31, 2022, one meeting of SRC was held. The composition of SRC, date on which meeting was held and details of attendance of Directors at the said meeting are enumerated in the below table:

Name of the Director	Category	Attendance at meeting held on 04.03.2022
Ms. Savitri Kunadi (*Chairperson*)*	*Independent Director*	√
Shri Priyavrat Bhartia	*Non-executive Director*	-
Shri Praveen Someshwar	*Managing Director*	√
Shri Ajay Relan#	*Independent Director*	Not applicable

**Ms. Savitri Kunadi was inducted as the Member and Chairperson of the Committee w.e.f. October 28, 2021*

#Shri Ajay Relan ceased to be the Member and Chairman of the committee w.e.f. October 01, 2021 due to sudden demise

Shri Pumit Kumar Chellaramani, Company Secretary is the Compliance Officer of the Company.

The status of investor complaints for FY-22 is as follows:

Opening Balance	Received	Resolved	Closing Balance
←	NIL		→

The status of investor complaints is reported to the Board of Directors from time to time.

(c) Nomination & Remuneration Committee (NRC)

NRC comprises three Non-Executive Directors. Chairperson of NRC is an Independent Director.

The terms of reference of NRC are in accordance with the requirements of the Act and SEBI Listing Regulations, which include, inter-alia, identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal; carry out evaluation of every director's performance; formulate the criteria for determining qualifications, positives attributes and independence of a director; and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees; recommend to the Board all remuneration in whatever form, payable to Senior management.

Also, the Board of Directors has adopted the Remuneration Policy for Directors, Senior Management Personnel including Key Managerial Personnel and other employees. This Policy has been framed to attract, motivate and retain talent by offering an appropriate remuneration package, and also by way of providing a congenial & healthy work environment. The Remuneration Policy is hosted on Company's website at http://www.hmvl.in/pdf/Remuneration_Policy.pdf

The process followed for evaluation of performance of the Board, its committees, individual Directors (including Independent Directors) and the Chairman for the financial year ended on March 31, 2022 along with criteria for the same, is outlined in the Board's Report.

During the financial year ended on March 31, 2022, three meetings of NRC were held. The composition of NRC, date on which meetings were held and details of attendance of Directors at the said meetings are enumerated in the below table:

Name of the Director	Category	Attendance at the meetings held on		
		17.06.2021	28.12.2021	28.03.2022
Shri Ashwani Windlass (*Chairman*)	*Independent Director*	√	√	√
Smt. Shobhana Bhartia	*Non-executive Director*	-	-	-
Shri Mukesh Aghi*	*Independent Director*	Not applicable	√	√
Shri Ajay Relan#	*Independent Director*	√	Not applicable	Not applicable

**Shri Mukesh Aghi was inducted as the Member of the Committee w.e.f. October 28, 2021*

#Shri Ajay Relan ceased to be the Member of the Committee w.e.f. October 01, 2021 due to sudden demise

(d) Corporate Social Responsibility (CSR) Committee

CSR Committee of Directors has been constituted as per Section 135 of the Companies Act, 2013.

The terms of reference of the CSR Committee includes, inter-alia, formulation of CSR Policy along with the Annual Action Plan indicating the projects or programmes to be undertaken by the Company covered under Schedule VII of the Act; recommending to the Board the CSR Policy & amount of expenditure on CSR activities; and to monitor the CSR Policy of the Company from time to time.

During the financial year ended on March 31, 2022, one meeting of the CSR Committee was held. The composition of CSR Committee, date on which meeting was held and details of attendance of Directors at the said meeting are enumerated in the below table:

Name of the Director	Category	Attendance at meeting held on 26.07.2021
Smt. Shobhana Bhartia (*Chairperson*)	*Non-Executive Director*	√
Shri Ajay Relan*	*Independent Director*	√
Ms. Savitri Kunadi#	*Independent Director*	Not applicable
Shri Priyavrat Bhartia	*Non-Executive Director*	√

**Shri Ajay Relan ceased to be the Member of Committee w.e.f. October 01, 2021 due to sudden demise*

#Ms. Savitri Kunadi was inducted as the Member of Committee w.e.f. December 28, 2021

Group Chief Commercial Officer is a permanent invitee to the meetings of CSR Committee.

(e) Risk Management Committee (RMC)

RMC was constituted on June 17, 2021, with the responsibility to oversee risk assessment and mitigation process in the Company. During the financial year ended on March 31, 2022, two meetings of RMC were held. The composition of RMC Committee, date on which meetings were held and details of attendance of Directors at the said meetings are enumerated in the below table:

Name of the Director	Category	Attendance at meeting held on 01.11.2021	Attendance at meeting held on 31.03.2022
Shri Ashwani Windlass*	*Independent Director*	√	√
Shri Shamit Bhartia	*Non-executive Director*	√	√
Shri Praveen Someshwar	*Managing Director*	√	√
Shri Ajay Relan#	*Independent Director*	Not applicable	Not applicable

**Shri Ashwani Windlass was inducted as the Member of the Committee w.e.f. October 28, 2021*

#Shri Ajay Relan ceased to be the Member and Chairman of the Committee w.e.f. October 01, 2021 due to sudden demise

Company Secretary acts as Secretary to the Committee.

(f) Investment & Banking Committee (IBC)

IBC of the Board has been entrusted with functions/ vested with powers relating to matters of banking & finance and investment transactions.

During the financial year ended on March 31, 2022, Seven meetings of IBC were held. The composition of IBC Committee, date on which meetings were held and details of attendance of Directors at the said meetings are enumerated in the below table:

Name of the Director	Category	Attendance at the meetings held on						
		21.04.2021	29.06.2021	12.07.2021	09.09.2021	01.11.2021	06.12.2021	28.03.2022
Shri Priyavrat Bhartia (*Chairman*)*	*Non-Executive Director*	-	-	-	-	√	√	-
Shri Sameer Singh[@]	*Independent Director*	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	√
Shri Praveen Someshwar	*Managing Director*	√	√	√	√	√	√	√
Shri Ajay Relan[#]	*Independent Director*	√	√	√	√	Not applicable	Not applicable	Not applicable

**Shri. Priyavrat Bhartia designated as Chairman of the Committee w.e.f. December 28, 2021*
[@]Shri Sameer Singh appointed as Member of the Committee w.e.f. December 28, 2021
[#]Shri Ajay Relan ceased to be the Member and Chairman of the Committee w.e.f. October 01, 2021 due to sudden demise

GENERAL BODY MEETINGS

Details of date, time and venue of last three Annual General Meetings are as under:

Date & Time	September 24, 2021 at 11:00 A.M. (IST)	September 14, 2020 at 11:00 A.M. (IST)	September 19, 2019 at 2:00 P.M. (IST)
Venue	Meeting conducted through Video Conferencing and Other Audio-Visual Means		Hotel Maurya, South Gandhi Maidan, Patna – 800 001
Special Resolution(s) Passed	Re-appointment of Ms. Savitri Kunadi (DIN: 00958901) as an Independent Director, not liable to retire by rotation	None	Re-appointment of Dr. Mukesh Aghi (DIN: 00292205) as an Independent Director, not liable to retire by rotation

No Extra-Ordinary General Meeting was held during last 3 years.

POSTAL BALLOT

The Company sought approval of its shareholders by way of Ordinary resolution via postal ballot for the Material Related Party Transactions between the Company and HT Digital Streams Limited, fellow subsidiary company, during the Financial Year 2021-22.

The above resolution was passed by the shareholders on February 18, 2022 with over 99% votes cast in favour of the resolution.

Mr. Sanket Jain, Company Secretary-in-Practice (CP No. 12583) acted as a Scrutinizer to scrutinize the voting through remote e-voting process, in a fair and transparent manner.

Postal ballot was carried out in compliance with Regulation 44 of the SEBI Listing Regulations and Section 108, 110 and other applicable provisions of the Act, read with the rules made thereunder.

At present, no Special Resolution is proposed to be passed through Postal Ballot.

DISCLOSURES

During the financial year ended on March 31, 2022, all transactions entered into with the Related Parties as defined under the Act, and Regulation 23 of SEBI Listing Regulations were in the ordinary course of business and on an arm's length terms, and they do not attract the provisions of Section 188 of the Act. The Company had entered into material related party transactions with HT Digital Streams Limited, fellow subsidiary, during the period under review and the same is not in conflict with the interest of the Company at large. The Audit Committee reviews the statement containing details of transactions with the related parties, on quarterly basis.

The required disclosures on related parties and transactions with them are appearing in Note nos. 34 and 34A of the Standalone Financial Statements. The Company has formulated the 'Policy on Materiality of and dealing with Related Party Transactions', which is hosted on Company's website at https://www.hmvl.in/pdf/policy_materiality_dealing_related_party_transactions_2019.pdf

No penalty or stricture was imposed on the Company by stock exchanges, SEBI or any other statutory authority, for non-compliance on any matter related to capital markets, during the last three years.

The Company has prepared the financial statements to comply in all material respects, with the Accounting Standards notified under Section 133 of the Act, read with Companies (Accounts) Rules 2014. The CEO/ CFO certificate in terms of Regulation 17(8) of SEBI Listing Regulations has been placed before the Board.

The Independent Directors have the requisite qualifications and experience which enable them to contribute effectively. Terms and conditions of appointment of Independent Directors are hosted on Company's website at http://www.hmvl.in/pdf/term-of_appointment.pdf.

The Independent Directors meet criteria of independence specified in Section 149(6) of the Act and Regulation 16 of SEBI Listing Regulations, and are independent of the management. Further, all the Independent Directors have confirmed that they have registered themselves with the databank maintained by the Indian Institute of Corporate Affairs in compliance of the provisions of Rule 6 of Companies (Appointment and Qualifications of Directors) Rules, 2014. During the year under review, none of the Independent Director(s) resigned before the expiry of his/ her tenure.

The Company has complied with some of the non-mandatory requirements of SEBI Listing Regulations on Corporate Governance. In the spirit of good corporate governance, the Company sends quarterly financial results via email to the Members whose email address is registered with Depository Participant(s)/ Company, after they are approved by the Board of Directors and disseminated to the stock exchanges. Chairperson's office is separate from that of the Chief Executive Officer.

The Whistle Blower Policy provides opportunity to the directors/ employees/ stakeholders of the Company to report concerns about unethical behaviour, actual or suspected fraud by any Director and/ or employee of the Company or any violation of the Company's Code of Conduct and any incident of leak or suspected leak of Unpublished Price Sensitive Information (UPSI). The policy provides for adequate safeguards against victimization of the Whistle Blower. This Policy is hosted on the Company's website at http://www.hmvl.in/pdf/Whistle_Blower_Policy_HMVL.pdf. No person was denied access to the Audit Committee.

During the year under review, your Company has not raised any funds through preferential allotment or qualified institutional placement, as specified under Regulation 32(7A) of SEBI Listing Regulations.

During the year under review, all the recommendations of various committee(s) of directors have been duly accepted by the Board of Directors.

The subsidiary company viz. HT Noida (Company) Limited is Board managed, entrusted with the responsibility to manage the affairs in the best interest of the stakeholders. The Company has formulated the "Policy for determining Material Subsidiary(ies)" in compliance of SEBI Listing Regulations, which is hosted on the Company's website at http://www.hmvl.in/pdf/Policy_for_determining_material_subsidiaries.pdf

During the year under review, the Company has complied with all mandatory requirements of Corporate Governance as specified in sub-paras (2) to (10) of Part C of Schedule V of the SEBI Listing Regulations, and disclosure on compliance with corporate governance requirements specified in Regulations 17 to 27 have been included in the relevant section of this report.

During the year under review, neither the Company nor its subsidiary viz. HT Noida (Company) Limited "HTNL" has provided 'Loans and advances to firms/ companies in which directors of the Company and HTNL were interested.

COMMODITY PRICE RISK/ FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES

The Company is exposed to commodity risk mainly due to newsprint. Details of exposure are given below:

Commodity name	Exposure towards the particular commodity (₹ in Lacs)	Exposure in quantity terms towards the particular commodity (MT)
Newsprint		
Domestic	24,583	49,868
Import	655	1,855
Total	**25,238**	**51,723**

Note: *No exposure hedged through commodity derivatives in both domestic and international market.*

Newsprint mills are continuing to adjust capacity in line with declining demand. However, last two years witnessed rapid capacity removal while demand deceleration was at a much slower pace leading to tight supply conditions. At the same time sanctions on Russia, one of the largest exporters of newsprint to India, has put further stress on newsprint supplies.

Also, scarcity of recycled paper (ONP) led to supply shortages from domestic mills as well. Therefore, supply challenges coupled with high energy & shipping costs drove the newsprint prices to all-time high.

However, we managed to ensure seamless supplies by leveraging strong relationship with our vendor partners, redefining inventory norms, building strategic stock reserves and widening of our domestic vendor base. In order to control the spend, we initiated a few strategic initiatives like maximizing domestic sourcing due to better pricing and optimizing the economical grade mix.

Your Company uses derivative products to hedge its forex exposure against imports, loans, investments and other payables, whenever required. The Company does not have any major forex exposure on account of exports, receivable and other income. The particulars of sensitivity to foreign exchange exposures as on March 31, 2022 are disclosed in Note no. 38 to the Standalone Financial Statements.

PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

During the year under review, no complaint was filed/ disposed of/ pending under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

FEE PAID TO STATUTORY AUDITOR

Details of fee paid/ payable by the Company and its subsidiaries to B S R and Associates, Chartered Accountants, the Statutory Auditor, and to all entities in the network firm/ network entity of which the statutory auditor is a part during FY-22 on a consolidated basis, are as follows:

Particulars	Amount (₹/ Lacs)*
Audit Fee	40.50
Limited Review of Quarterly Results	27.00
Certification Fees	7.07
Total	**74.57**

**excluding applicable taxes and reimbursement of out of pocket expenses*

FAMILIARIZATION PROGRAM

Your Company has an induction and familiarization programme for Independent Directors. The Company, through such programme, familiarizes the Independent Directors with the background of the Company, nature of the industry in which it operates, business model, business operations etc. The programme also includes interactive sessions with senior leadership team for better understanding of business strategy, operational performance, product offerings, marketing initiatives etc. Details of familiarization programme for Independent Directors are hosted on the Company's website at https://www.hmvl.in/pdf/Familiarisation_Programme_2021_2022F.pdf.

MEETING OF INDEPENDENT DIRECTORS

During the year, a meeting of Independent Directors was held on January 27, 2022 without the presence of Non-Independent Directors and members of the management.

CODE OF CONDUCT

The Company has adopted a "Code of Conduct" governing the conduct of Directors and employees, which is available on the website of the Company at http://www.hmvl.in/pdf/Code_of_Conduct_HMVL_2021.pdf.

The Board Members and Senior Management Personnel are expected to adhere to the Code, and have accordingly, affirmed compliance of the same during FY-22. The declaration of CEO affirming compliance of the Code by the Board Members and Senior Management Personnel of the Company during FY-22, is appearing at the end of this report as **"Annexure – II"**.

PROHIBITION OF INSIDER TRADING

In compliance of the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has in place, the "Code of Conduct to Regulate, Monitor and Report Trading by the Designated Persons" ('Code') and "Code for Fair Disclosure of Unpublished Price Sensitive Information". A Board approved framework is also in place to deal with cases relating to violation/ non-compliance of the Code.

CREDIT RATING

During the year under review, credit rating agency ICRA Limited has re-affirmed the rating of Commercial Paper Programme at (ICRA) A1+.

MEANS OF COMMUNICATION

- **Financial results** – The quarterly, half yearly and annual financial results of the Company are published in 'Hindustan' (Hindi newspaper) and 'Mint' (English business newspaper). The financial results are also forwarded to the investors via e-mail, where e-mail address is available. Investors are encouraged to avail this service/ facility by providing their e-mail address to the Depository Participant (DP)/ Company. The Financial results are also filed electronically with BSE and National Stock Exchange as per SEBI Listing Regulations.

- **Company's Website** - Important shareholders' information such as Annual Report, financial results etc. are displayed on the website of the Company viz. **www.hmvl.in.**

- **Official news releases, presentations etc.** - Official news releases, shareholding pattern, press releases etc., are also available on the Company's website viz. **www.hmvl.in.**

- **Stock Exchange filings** - All information are filed electronically on the portal of BSE and NSE.

- **Investor Conference Calls** - Every quarter, post announcement of financial results, conference calls are organised with institutional investors and analysts. These calls are usually attended by Group CFO, CFO and Head - Investor Relations. Transcripts of the calls are hosted on the website of the Company viz. **www.hmvl.in**

- **Management Discussion and Analysis** - Management Discussion and Analysis covering the operations of the Company, forms part of this Annual Report.

- **Designated E-mail Id** - The Company has a designated e-mail ID viz. **investor@hindustantimes.com** for sending investor requests/ complaints.

GENERAL SHAREHOLDER INFORMATION

Forthcoming Annual General Meeting

Day, Date & Time	**Wednesday, September 21, 2022 at 11:00 A.M. (IST)**
Venue	AGM will be conducted via Video Conferencing/ Other Audio-Visual Means. For details, please see the notice of AGM.

As required under Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard-2 (General Meetings), particulars of Directors seeking re-appointment at this AGM are given in the Annexure to the notice of the AGM.

Financial Year

April 1 of each year to March 31 of next year

Financial Calendar (Tentative)

Results for quarter ending June 30, 2022	First week August, 2022
Results for quarter and half-year ending September 30, 2022	End October, 2022
Results for quarter and nine months period ending December 31, 2022	End January, 2023
Results for the quarter and year ending March 31, 2023	End May, 2023
Annual General Meeting	Mid-September, 2023

Dividend

The Board of Directors has not recommended any dividend for the financial year ended on March 31, 2022.

Share Transfer System

In terms of Regulation 40(1) of SEBI Listing Regulations, as amended, equity shares can be transferred only in dematerialized form. Members are advised, in their own interest, to dematerialise the shares held by them in physical form. Transfer of equity shares in electronic form is affected through the depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services India Limited (CDSL). Whereas, requests of dematerialization of shares (if any received) are processed within the time period prescribed under the law if all the documents are valid and in order.

The Board has authorized the Stakeholders' Relationship Committee to sub-delegate its powers to the Officers of the Company for prompt reply/ redressal of investor requests/ complaints.

As required under Regulation 40(9) of SEBI Listing Regulations, the Company obtains a certificate on annual basis from a Company Secretary-in-Practice, regarding share transfer formalities, which is filed with the stock exchanges.

Unclaimed Dividend and Shares Transferred to Investor Education and Protection Fund ("IEPF")

Pursuant to the provisions of Section 124 of the Companies Act, 2013 read with the relevant rules made thereunder, during the Financial year ended on March 31, 2022, the Company transferred unpaid dividend of ₹ 100,657.00/- for the financial Year 2013-14 to IEPF, and also transferred 189 nos. equity shares of the Company to the demat account of IEPF Authority in respect of which dividend was unpaid/ unclaimed for last seven years.

Listing of Equity Shares on Stock Exchanges and Stock Codes

The Equity Shares of the Company are listed on the following Stock Exchanges:

Name of the Stock Exchange	Scrip Code/ Trading Symbol
BSE Limited (BSE) Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001	533217
National Stock Exchange of India Limited (NSE) Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051	HMVL

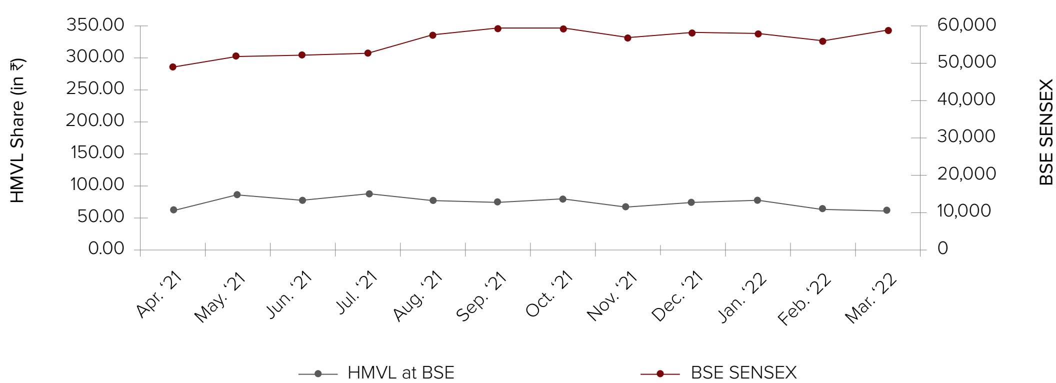
Annual listing fee for the financial year 2022-23 has been paid to both, BSE and NSE. The ISIN of the Equity Shares of the Company is **'INE871K01015'**.

Stock Price Data

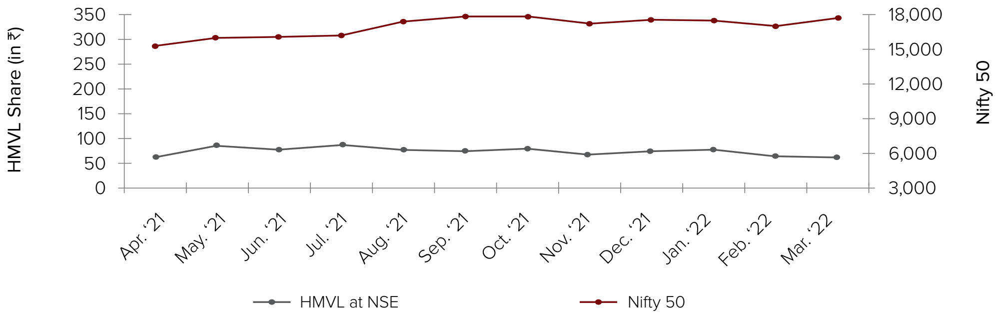
Month	BSE				NSE			
	HMVL		SENSEX		HMVL		NIFTY 50	
	High (in ₹)	Low (in ₹)	High	Low	High (in ₹)	Low (in ₹)	High	Low
Apr'21	68.00	56.15	50,375.77	47,204.50	66.50	56.00	15,044.35	14,151.40
May'21	107.00	58.00	52,013.22	48,028.07	106.70	59.65	15,606.35	14,416.25
Jun'21	105.85	74.70	53,126.73	51,450.58	105.90	74.60	15,915.65	15,450.90
Jul'21	96.50	75.50	53,290.81	51,802.73	96.50	75.60	15,962.25	15,513.45
Aug'21	91.10	71.10	57,625.26	52,804.08	91.15	71.15	17,153.50	15,834.65
Sep'21	80.00	73.40	60,412.32	57,263.90	79.40	73.35	17,947.65	17,055.05
Oct'21	82.00	73.80	62,245.43	58,551.14	82.35	73.85	18,604.45	17,452.90
Nov'21	80.45	65.50	61,036.56	56,382.93	80.50	65.40	18,210.15	16,782.40
Dec'21	76.25	66.95	59,203.37	55,132.68	76.50	66.65	17,639.50	16,410.20
Jan'22	81.25	69.95	61,475.15	56,409.63	81.35	61.25	18,350.95	16,836.80
Feb'22	83.25	60.00	59,618.51	54,383.20	83.40	60.10	17,794.60	16,203.25
Mar'22	68.00	60.50	58,890.92	52,260.82	67.50	60.10	17,559.80	15,671.45

Performance in comparison to broad-based indices (month-end closing)

Movement of HMVL Share Price at BSE during FY-22



Movement of HMVL Share Price at NSE during FY-22



Category of shareholders as on March 31, 2022

Category	No. of Equity Shares held	% of shareholding
Promoter & Promoter Group (A)	**5,48,08,457**	**74.40**
Public Shareholding (B)		
Foreign Corporate Bodies	2,777	0.00
Foreign Portfolio Corp	22,91,800	3.11
Non-Resident Indians	3,21,994	0.44
Bodies Corporate (Indian & Foreign)	23,48,431	3.19
Public	1,15,07,598	15.62
Clearing members	1,81,636	0.25
HUF	17,74,267	2.41
Others (Trusts & AIF)	1,39,909	0.19
Investor Education and Protection Fund (IEPF)	64,493	0.09
Total Public Shareholding (B)	**1,86,32,905**	**25.29**
Non-Promoter - Non-Public(C)		
Trustee of HT Group Companies Stock Option Trust	2,30,186	0.31
Total Shareholding (A+B+C)	**7,36,71,548**	**100.00**

Distribution of shareholding by size as on March 31, 2022

No. of Equity Shares held	No. of Shareholders*	% of total no. of shareholders	No. of Equity Shares held	% of total no. of shares
Upto 500	23,146	85.50	28,74,386	3.90
501 – 1,000	2,094	7.73	16,87,793	2.29
1,001 – 5,000	1,520	5.61	32,91,028	4.47
5,001 – 10,000	156	0.58	11,65,935	1.58
10,001 & above	156	0.58	6,46,52,406	87.76
TOTAL	**27,072**	**100.00**	**7,36,71,548**	**100.00**

**Pursuant to SEBI's circular, shareholding is consolidated on the basis of PAN and accordingly, number of shareholders stand reduced from 27,521 to 27,072 nos.*

Dematerialization of shares and liquidity as on March 31, 2022

Category	No. of Equity Shares held	% of shareholding
Equity Shares held in Demat form	7,36,68,736	99.99
Equity Shares held in Physical form	2,812	0.01
TOTAL	**7,36,71,548**	**100.00**

Number of outstanding GDRs/ ADRs/ Warrants or any convertible instruments

No GDRs/ ADRs/ Warrants or any convertible instruments have been issued by the Company during FY-22.

Address for correspondence

Company Secretary

Hindustan Media Ventures Limited

Corporate Office:

Hindustan Times House (2nd Floor)
18-20, Kasturba Gandhi Marg
New Delhi - 110 001
Tel: +91-11-6656 1234
Fax: +91-11-6656 1270
Website: **www.hmvl.in**

Compliance Officer

Shri Pumit Kumar Chellaramani, Company Secretary
Tel: +91-11-6656 1234
Email: **investor@hindustantimes.com**

Registrar and Share Transfer Agent

KFin Technologies Limited
Unit: Hindustan Media Ventures Limited
Selenium Tower B, Plot No.31 & 32
Gachibowli, Financial District
Nanakramguda, Serilingampally
Hyderabad – 500032 (Telangana)
Toll Free No.: 1800-309-4001
E-mail: **einward.ris@kfintech.com**
Website: **www.kfintech.com**

Company Registration Details

The Company is registered with the office of Registrar of Companies, Bihar. Corporate Identification Number (CIN) allotted to the Company by Ministry of Corporate Affairs is **L21090BR1918PLC000013**.

Compliance Certificate

The certificate dated May 26, 2022 of RMG & Associates, Company Secretaries, regarding compliance of conditions of 'Corporate Governance' as stipulated under Schedule V of SEBI Listing Regulations, is annexed to the Board's Report.

Nomination facility

In terms of Section 72 of the Act, shareholders holding shares in demat and/ or physical form may, in their own interest, register their nomination with Depository Participant or Registrar and Share Transfer Agent (RTA) of the Company in Form SH-13. The investors are requested to visit Company's website viz. **www.hmvl.in** and website of RTA viz. **www.kfintech.com** for downloading Form SH-13 and other Nomination and KYC related documents.

Trading Suspension

During the year under review, the securities of the Company were not suspended from trading by SEBI and/ or stock exchanges.

Plant Locations (as on March 31, 2022)

City	Address
AGRA	Plot No. 660/2, Shastripuram Crossing, Sikandra Artoni, Agra Mathura Road, Agra – 282007
BAREILLY	Plot Nos. 411, 412, 413, 424 & 425, Mathurapur, Rampur Road, Bareilly – 243001
DEHRADUN	E-3 & 4, Selaqui Industrial Area, Selaqui, Dehradun – 248197
DHANBAD	Village Bhelatand, PO-Nagnagar, PS-Barbadda, Bhela Tand Road, Dhaiya, Dhanbad – 826004
LUCKNOW	Pocket – 2, Vibhuti Khand, Gomti Nagar, Lucknow – 226010
MEERUT	Khasra No. 592/3, 0.5 KM Partapur By-pass, Opp. Kalka Dental College, Meerut – 250103
MORADABAD	Mini Bypass, Lakri Fazalpur, Near Police Post, Moradabad – 244001
PATNA	Village - Bhagautipur, Near Shiwala Chowk, Naubatpur Road, P.S - Shahpur, Danapur, Patna-801503
PRAYAGRAJ	F-1, Industrial Area, Naini, Prayagraj – 211010
RANCHI	7, Kokar Industrial Area, PO & PS - Kokar, Ranchi – 834001
VARANASI	Arazi no.603/5, Mauza-Koirajpur, Pargana – Athagawa, Tehsil Pindra, Varanasi – 221105

Note: The above list does not include location(s) where printing of the Company's publications is done on job-work basis

ANNEXURE – I TO REPORT ON CORPORATE GOVERNANCE

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[Pursuant to Regulation 34(3) read with Schedule V Para C clause (10)(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members,
Hindustan Media Ventures Limited
CIN: L21090BR1918PLC000013
Budh Marg, P.S. Kotwali
Patna, Bihar - 800001

We have examined the relevant registers, records, forms, returns and disclosures received form the Directors of **Hindustan Media Ventures Limited**, having its Registered Office situated at **Budh Marg, P.S. Kotwali Patna Bihar -800001** (hereinafter referred as "the Company") produced before us by the Company for the purpose of issuing this certificate, in pursuance of the provisions of Regulation 34(3) read with Schedule V Para C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) 2015, as amended from time to time (hereinafter referred to as **"SEBI LODR, 2015"**).

In our opinion and to the best of our information and to the extent of accessibility of the data or information as available and according to the verifications (including Director Identification Number ("DIN") status at the portal www.mca.gov.in) as considered necessary by us and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company, as stated below, for the financial year ended March 31, 2022, have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India (**"SEBI"**), Ministry of Corporate Affairs (**"MCA"**) or any other statutory authority.

Sr. No.	Name of Director	DIN	Designation as on 31.03.2022	Date of Appointment
1.	Smt. Shobhana Bhartia	00020648	Director	06-01-2010
2.	Shri Ajay Relan*	00002632	Director	22-02-2010
3.	Shri Ashwani Windlass	00042686	Director	22-02-2010
4.	Shri Priyavrat Bhartia	00020603	Director	27-08-2010
5.	Shri Shamit Bhartia	00020623	Director	19-12-2011
6.	Dr. Mukesh Aghi	00292205	Director	21-06-2015
7.	Shri Praveen Someshwar	01802656	Managing Director	01-08-2018
8.	Ms. Savitri Kunadi	00958901	Director	09-05-2019
9.	Shri Sameer Singh	08138465	Additional Director	28-12-2021

**Cessation due to untimely demise on 1-10-2021.*

Ensuring the eligibility for the appointment/re-appointment/continuity of a Director on the Board of Directors of the Company is the ultimate responsibility of the management of the Company. Our responsibility is to express an opinion on the basis of the disclosures/information provided by the management of the company. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **RMG & Associates**
Company Secretaries
Firm Registration No. P2001DE016100
Peer Review No.: 734/2020

Date: 26/05/2022
Place: New Delhi
UDIN: F005123D000395062

CS Manish Gupta
Partner
FCS: 5123; C.P. No.: 4095

ANNEXURE – II TO REPORT ON CORPORATE GOVERNANCE

Declaration of Compliance with 'Code of Conduct' of the Company

I, Samudra Bhattacharya, Chief Executive Officer of the Company, do hereby confirm that all the Board members and Senior Management Personnel of the Company have complied with the 'Code of Conduct' during the financial year 2021-22.

This declaration is based on and is in pursuance of the individual affirmations received in writing from the Board members and the Senior Management Personnel of the Company.

Place: New Delhi
Date: May 18, 2022

(Samudra Bhattacharya)
Chief Executive Officer

Independent Auditor's Report

To The Members of **Hindustan Media Ventures Limited**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Hindustan Media Ventures Limited ("the Company"), which comprise the standalone balance sheet as at 31 March 2022, and the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2022, and its profit and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs 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 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 thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Key Audit Matters

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

Description of Key Audit Matters

Revenue from operations

See note 19 to the standalone financial statements

The key audit matter	How the matter was addressed in our audit
As disclosed in Note 19 to the standalone financial statements, the Company's revenue from 'Sale of newspaper and publications' and 'Advertisement revenue' for the year ended 31 March 2022 were Rs. 17,361 lakhs and Rs. 44,073 lakhs, respectively. Revenue is recognized upon transfer of control of promised services / goods to the customers and when the collection of consideration by the Group is "probable". In specific, revenue from advertisement and circulation is recognized when the advertisement is published, and newspaper is delivered to the distributor.	Our audit procedures included: - Assessed the Company's accounting policy for revenue recognition as per the relevant accounting standard; - Evaluated the design and implementation of key internal financial controls with respect to revenue recognition process and tested the operating effectiveness of such controls for a sample of transactions;

The key audit matter	How the matter was addressed in our audit
There is a risk during the year and at the end of the year, of revenue being recognized for goods / services before the goods / services are delivered to the customer or revenue is not recorded in the correct accounting period. There is presumption of fraud risk with regard to revenue recognition as per the Standards on Auditing. Also, revenue is one of the key performance indicators of the Company which makes it susceptible to misstatement.	- Involved our IT specialists to assist us in testing of key IT system controls which impact revenue recognition; - Performed detailed testing by selecting samples of revenue transactions recorded during and after the year. For such samples, verified the underlying documents supporting revenue recognition as per the accounting policy in the correct accounting year; - Tested sample journal entries for revenue recognized during the year, selected based on specified risk-based criteria, to identify unusual transactions.

Impairment testing of property, plant and equipment

See note 3 to the standalone financial statements

The key audit matter	How the matter was addressed in our audit
The Company is engaged in printing and publishing of newspapers and periodicals through various plants operated in India. The carrying value of property, plant and equipment (including capital work in progress) amounts to Rs. 13,839 lakhs as at 31 March 2022. The Company performs annual assessment of the property, plant and equipment (including capital work in progress) at cash generating unit (CGU) level, to identify indicators of impairment, if any. The recoverable amount of the CGU based on value in use ('VIU'), has been derived using discounted cash flow model. The model uses several key assumptions. The economic slowdown owing to the Covid-19 pandemic and other economic factors may impact the key assumptions taken while computing VIU. Considering the inherent uncertainty, complexity and judgment involved and the significance of the value of the assets, impairment assessment of above-mentioned assets has been considered as a key audit matter.	Our audit procedures included: - Assessed the Company's identification of CGU with reference to the guidance in the applicable accounting standards; - Tested design, implementation and operating effectiveness of key controls over the impairment assessment process. - The Company's assessment included computation of VIU. We obtained and assessed the VIU as determined by the Company as under: - Assessed the method of determining VIU and key assumptions used therein through historical information, budgets / projections, and other relevant information. - Challenged the key assumptions contained including growth assumptions and discount rates. - Assessed the sensitivity of the outcome of impairment assessment to changes in key assumptions. - Involved our internal specialists to assist us in performing above mentioned procedures.

Investments in equity instruments, warrants, preference shares and debt instruments carried at fair value

See note 6B to the standalone financial statements	How the matter was addressed in our audit
The Company's carrying value of such investment in securities is Rs. 22,482 lakhs as at 31 March 2022. A fair value movement of Rs. 913 lakhs and Rs. 4,583, has been recognized in the standalone statement of profit and loss and other comprehensive income for the year ended 31 March 2022, respectively.	Our audit procedures included: - Tested design, implementation and operating effectiveness of key controls over the fair valuation of these investments in securities. - Assessed the competence, objectivity and scope of work of the valuer engaged by the Company.

See note 6B to the standalone financial statements	How the matter was addressed in our audit

The Company has made investment in various instruments under add for equity or strategic investment and there is potential fair value impact of these instruments.
 	
The Company involved an external valuation specialist to determine the fair values of such investment in securities. There are significant judgements and estimates to be made in relation to the valuation of the Company's investment in securities. The fair value is compared with the carrying value of each investment in securities, in order to determine fair value gain/loss, if any.
 	
Considering the inherent uncertainty, significant judgments and estimates involved and the significance of the value of the assets, fair valuation of these investments has been considered as a key audit matter.
	- We inspected the valuation reports and assessed the fair value as determined by the valuer as under:
	  - Involved our internal specialist to review the valuation assumptions and approach and assess the reasonableness of the fair valuation in respect of selected investment securities;
	  - Discussed with management and assess the terms and conditions of redemption / conversion of certain instruments while determining the fair value gain or loss;
	  - Compared the Company's calculation of fair value gain or loss with the underlying accounting records and documents;
	  - Inspected on a test check basis, the underlying investment agreements;
	- Tested the adequacy of disclosures made in the standalone financial statements, as required by relevant accounting standards.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditors' 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 in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Directors' Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are 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 state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring 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, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements 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.

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 auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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

2. (A) As required by Section 143(3) of the Act, we report that:

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

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   c) The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone 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 31 March 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2022 from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

   a) The Company has disclosed the impact of pending litigations as at 31 March 2022 on its financial position in its standalone financial statements - Refer Note. 33 to the standalone financial statements;

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

   c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

   d) (i) The management has represented that, to the best of its knowledge and belief, no funds 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 persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

      - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or

      - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

      (ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

      - directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or

      - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.

(iii) Based on such audit procedures as 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 (d) (i) and (d) (ii) contain any material mis-statement.

Refer Note 48 (vi) and (vii) to the standalone financial statements.

e) The Company has neither declared nor paid any dividend during the year.

(C) With respect to the matter to be included in the Auditors' Report under section 197(16):

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For **B S R and Associates**
Chartered Accountants
Firm's Registration No.- 128901W

David Jones
Partner
Membership No. 098113
UDIN: 22098113AJQILF4537

Place: Gurugram
Date: 26 May 2022

Annexure A to the Independent Auditor's Report on Standalone Financial Statements

(Referred to in our report of even date)

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

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

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.

(i) (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.

(i) (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(i) (e) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, except goods-in-transit, has been physically verified by the management during the year. For goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.

(ii) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. In our opinion, the quarterly statements filed by the Company with such banks are in agreement with the books of account of the Company. The Company has not taken any working capital facilities from any financial institution.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnership or any other parties during the year. The Company has made investments in limited liability partnership and other parties during the year. Further, the Company has granted loans, secured or unsecured to company during the year, in respect of which the requisite information is given in paragraph 3(iii)(a)(A) below. The Company has not made any investment in companies and firms or granted any loans to firms, limited liability partnership or any other parties during the year.

(a) (A) Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has provided loans to subsidiary as below. Further, no loans have been granted to joint venture. The Company does not have any associate.

Particulars	**Amount in Rs. lakhs**
Aggregate amount of loans granted during the year to subsidiary	155
Balance outstanding of the loans granted to subsidiary as at balance sheet date	1,626

(B) Based on the audit procedures carried on by us and as the information and explanations given to us, the Company has not provided any loans to parties other than subsidiary and joint venture.

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made and the terms and conditions of the grant of loans provided during the year are, prima facie, not prejudicial to the interest of the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular. Further, the Company has not given any advance in the nature of loan to any party during the year.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, in respect of investments made and loans given by the Company, in our opinion the provisions of Section 185 and 186 of the Companies Act, 2013 ("the Act") have been complied with. The Company has not provided any guarantee or security as specified under section 185 and 186 of the Act.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Sub-section (1) of Section 148 of the Companies Act, 2013, for any of the services rendered and goods sold by the Company. Accordingly, clause 3(vi) of the Order is not applicable.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues have been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax ('GST'), Provident fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other statutory dues have been regularly deposited by the Company with the appropriate authorities by the Company with the appropriate authorities

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Services Tax ('GST'), Provident fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other statutory dues were in arrears as at 31 March 2021 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

Name of the Statute	Nature of dues	Amount (in lakhs)	Amount paid under protest (in lakhs)	Period to which amount relates	Forum where the dispute is pending
Income tax act ,1961	Disallowance of certain expenditure	9	-	AY 2018-19	Commissioner of Income Tax (Appeals)
Income tax act ,1961	Disallowance of certain expenditure	376	376	AY 2017-18	Commissioner of Income Tax (Appeals)
Income tax act ,1961	Disallowance of certain expenditure	4	4	AY 2016-17	Commissioner of Income Tax (Appeals)
Income tax act ,1961	Disallowance of certain expenditure	91	91	AY 2015-16	Commissioner of Income Tax (Appeals)
Income tax act ,1961	Disallowance of certain expenditure	97	92	AY 2012-13	Commissioner of Income Tax (Appeals)
Income tax act ,1961	Disallowance of certain expenditure	1	1	AY 2013-13 and AY 2014-15	Commissioner of Income Tax (Appeals)

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

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

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

(c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures as defined under the Act.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies (as defined under the Act).

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

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

(xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

(xii) (a) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

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

(d) According to the information and explanations provided to us by management of the Company, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) does not have more than one CIC (the one CIC is not required to be registered with RBI as not being Systemically Important CIC) as detailed in note 48(viii) to the standalone financial statements. We have not, however, separately evaluated whether the information provided by the management is accurate and complete.

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

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

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

(xx) (a) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R and Associates**
Chartered Accountants
Firm's Registration No.- 128901W

David Jones
Partner
Membership No. 098113
UDIN: 22098113AJQILF4537

Place: Gurugram
Date: 26 May 2022

Annexure B to the Independent Auditor's report on the standalone financial statements of Hindustan Media Ventures Limited for the year ended 31 March 2022.

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to standalone financial statements of Hindustan Media Ventures Limited ("the Company") as of 31 March 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at 31 March 2022, based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. 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 (hereinafter referred to as "the Act").

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and whether 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls, 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 standalone 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 with reference to standalone financial statements.

Meaning of Internal Financial controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial controls with Reference to Financial Statements

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

For **B S R and Associates**
Chartered Accountants
Firm's Registration No.- 128901W

David Jones
Partner
Membership No. 098113
UDIN: 22098113AJQILF4537

Place: Gurugram
Date: 26 May 2022

Standalone Balance sheet

as at March 31, 2022

₹ Lakhs

Particulars	Notes	As at March 31, 2022	As at March 31, 2021
I ASSETS			
1) Non-current assets			
(a) Property, plant and equipment	3	11,889	13,371
(b) Capital work in progress	3	1,950	1,551
(c) Right - of - use assets	43	3,868	4,598
(d) Investment property	4	6,310	5,042
(e) Intangible assets	5	7,198	6,775
(f) Investment in subsidiary and joint venture	6A	2,029	2,205
(g) Financial assets			
(i) Investments	6B	69,309	111,219
(ii) Loans	6C	1,626	4,775
(iii) Other financial assets	6D	1,994	2,281
(h) Income tax assets (net)	7	1,394	1,541
(i) Other non-current assets	8	293	352
Total non- current assets		**1,07,860**	**153,710**
2) Current assets			
(a) Inventories	9	7,704	5,433
(b) Financial assets			
(i) Investments	6B	82,088	30,372
(ii) Trade receivables	10A	11,060	12,430
(iii) Cash and cash equivalents	10B	1,799	2,064
(iv) Bank balances other than (iii) above	10C	2,005	2,005
(v) Other financial assets	6D	324	285
(c) Other current assets	11	5,135	4,075
Total current assets		**110,115**	**56,664**
Non-current assets held for sale	44	968	939
Total Assets		**2,18,943**	**211,313**
II EQUITY AND LIABILITIES			
1) Equity			
(a) Equity share capital	12	7,367	7,367
(b) Other equity	13	152,700	151,920
Total equity		**1,60,067**	**1,59,287**
2) Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	15A	947	2,741
(ii) Lease liabilities	15D	186	246
(iii) Other financial liabilities	15C	17	149
(b) Deferred tax liabilities (net)	14	288	1,492
Total non- current liabilities		**1,438**	**4,628**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	15A	10,782	5,069
(ii) Lease liabilities	15D	86	720
(iii) Trade Payables	15B		
a) total outstanding due of micro enterprises and small enterprises		622	408
b) total outstanding dues of creditors other than of micro enterprises and small enterprises		7,348	9,238
(iv) Other financial liabilities	15C	34,475	27,791
(b) Other current liabilities	15E	473	361
(c) Contract liabilities	16	1,728	2,044
(d) Provisions	17	1,479	1,225
(e) Income tax liabilities (net)	18	445	542
Total current liabilities		**57,438**	**47,398**
Total liabilities		**58,876**	**52,026**
Total Equity and liabilities		**2,18,943**	**2.11,313**
Summary of significant accounting policies	2		

See accompanying notes to the standalone financial statements.

In terms of our report of even date attached

For B S R and Associates
Chartered Accountants
(Firm registration Number: 128901W)

David Jones
Partner
Membership No. 098113

Place: Gurugram
Date: May 26, 2022

For and on behalf of the Board of Directors of Hindustan Media Ventures Limited

Pumit Kumar Chellaramani
Company Secretary

Sandeep Gulati
Chief Financial Officer

Samudra Bhattacharya
Chief Executive Officer

Praveen Someshwar
Managing Director
(DIN: 01802656)

Shobhana Bhartia
Chairperson
(DIN: 00020648)

Place: New Delhi
Date: May 26, 2022

Standalone Statement of Profit and Loss

for the year ended March 31, 2022

₹ Lakhs

	Particulars	Notes	Year ended March 31, 2022	Year ended March 31, 2021
I	**Income**			
	a) Revenue from operations	19	66,920	54,543
	b) Other Income	20	7,961	11,885
	Total Income		**74,881**	**66,428**
II	**Expenses**			
	a) Cost of materials consumed	21	24,410	17,313
	b) Changes in inventories of finished goods, stock-in -trade and work-in-progress	22	(3)	107
	c) Employee benefits expense	23	15,231	13,100
	d) Finance costs	24	938	870
	e) Depreciation and amortization expense	25	2,856	3,044
	f) Other expenses	26	26,316	23,337
	Total expenses		**69,748**	**57,771**
III	**Profit before exceptional items and tax (I-II)**		**5,133**	**8,657**
IV	Exceptional items	6A	351	-
V	**Profit before tax (III-IV)**		**4,782**	**8,657**
VI	**Earnings before finance costs, tax, depreciation and amortization expense (EBITDA) [III+II(d+e)]**		**8,927**	**12,571**
V	**Tax expense**			
	Current tax	14	567	1,571
	[included adjustment of tax credit related to earlier periods- INR (791) lakhs {Previous Year INR (27) lakhs}]			
	Deferred tax credit	14	(141)	(379)
	[includes adjustment of tax charge related to earlier periods- INR 1,742 lakhs {Previous Year INR 23 lakhs}]			
	Total tax expense/(credit)		**426**	**1,192**
VIII	**Profit after tax for the year (V-VII)**		**4,356**	**7,465**
VII	**Other Comprehensive Income**	27		
	Items that will not to be reclassified subsequently to profit or loss			
	Change in fair value of investments		(4,583)	-
	Income tax effect		1,049	-
	Remeasurement of defined benefit plans		(175)	(197)
	Income tax effect		44	69
	Items that will be reclassified subsequently to profit or loss			
	Cash flow hedging reserve		130	124
	Income tax effect		(33)	(43)
	Costs of hedging reserve		(11)	237
	Income tax effect		3	(83)
	Other comprehensive income/(loss) for the year, net of tax		**(3,576)**	**107**
X	**Total comprehensive income for the year, net of tax (VIII+IX)**		**780**	**7,572**
XI	**Earnings per share (INR)**			
	Basic (Face value of shares INR 10/-)	28	5.91	10.13
	Diluted (Face value of shares INR 10/-)	28	5.91	10.13
	Summary of significant accounting policies	2		

See accompanying notes to the standalone financial statements.

In terms of our report of even date attached

For B S R and Associates
Chartered Accountants
(Firm registration Number: 128901W)

David Jones
Partner
Membership No. 098113

Place: Gurugram
Date: May 26, 2022

For and on behalf of the Board of Directors of Hindustan Media Ventures Limited

Pumit Kumar Chellaramani
Company Secretary

Sandeep Gulati
Chief Financial Officer

Samudra Bhattacharya
Chief Executive Officer

Praveen Someshwar
Managing Director
(DIN: 01802656)

Shobhana Bhartia
Chairperson
(DIN: 00020648)

Place: New Delhi
Date: May 26, 2022

Standalone Statement of Cash Flow

for the year ended March 31, 2022

₹ Lakhs

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Cash flows from operating activities		
Profit before taxation :	**4,782**	**8,657**
Non- cash adjustment for reconciling profit before tax to net cash flows:		
Depreciation and amortization expense	2,856	3,044
(Profit)/Loss on sale of investment properties	(33)	45
Provision for impairment on investment properties	104	194
Loss on disposal of property, plant and equipment (including impairment)	139	64
Unrealized foreign exchange loss/ (gain)	1	(23)
Unclaimed balances/liabilities written back (net)	(444)	(451)
Finance income from investment and other interest received	(6,439)	(10,109)
Impairment of investment in subsidiaries (exceptional item)	351	-
Fair value of investment through profit and loss (including (profit)/ loss on sale of investments)	406	(186)
Income from lease termination (net)	-	(37)
Forfeiture of security deposits	(3,348)	(264)
Rental income	(544)	(805)
Interest cost on debts and borrowings	919	850
Allowance for doubtful receivables and advances	1,441	1,354
Employee stock option expenses	25	27
Cash flows from operating activities before changes in following assets and liabilities	**216**	**2,360**
Changes in operating assets and liabilities		
(Increase)/Decrease in trade receivables	(71)	3,001
Increase in inventories	(2,271)	**(782)**
(Increase)/Decrease in current and non-current financial assets and other current and non-current assets	(1,005)	512
Increase in current and non-current financial liabilities and other current and non-current liabilities & provision	8,733	16,803
Cash generated from operations	**5,602**	**21,894**
Direct taxes paid (net of refunds)	(517)	(1,524)
Net cash flows from operating activities (A)	**5,085**	20,370
Cash flows from investing activities		
Payment for purchase of property, plant and equipment & intangible assets	(1,524)	(809)
Proceeds from sale of property, plant and equipment & intangible assets	51	99
Investment made in subsidiary and joint venture	(175)	(1,876)
Purchase of investments	(40,656)	(34,404)
Sale/ Redemption of investments	24,027	16,182
Inter-corporate deposits (given)	(155)	(3,720)
Inter-corporate deposits repayment received	3,304	4,995
Purchase of investment properties	(2,328)	(1,882)
Proceeds from sale of investment properties	879	666
Finance income from investment and other interest received	8,525	5,236
Rental income	544	805
Deposits matured/ (done)	(1)	1
Net cash flows used in investing activities (B)	**(7,509)**	**(14,707)**

Standalone Statement of Cash Flow

for the year ended March 31, 2022

₹ Lakhs

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Cash flows from financing activities		
Repayment of lease liabilities	(823)	(793)
Interest paid on debts and borrowings	(835)	(873)
Proceeds from borrowings	43,231	3,731
Repayment of borrowings	(39,462)	(7,287)
Net cash flows from/ (used in) financing activities (C)	**2,111**	**(5,222)**
Net Increase/(Decrease) in cash and cash equivalents (A + B + C)	(313)	441
Cash and cash equivalents at the beginning of the year	824	383
Cash and cash equivalents at the end of the year	511	824

₹ Lakhs

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Components of cash and cash equivalents as at end of the year		
Cash and cheques on hand	1,182	1,237
With scheduled banks - on current accounts	596	678
With scheduled banks - on deposit accounts	21	149
Total cash and cash equivalents	**1,799**	**2,064**
Less: Bank overdraft	1,288	1,240
Cash and cash equivalents as per Cash Flow Statement	**511**	**824**

Refer note 43 for leases reconciliation disclosure

Refer note 15A for debt reconciliation disclosure

Refer Note 41 for CSR expenditure disclosure

See accompanying notes to the standalone financial statements.

In terms of our report of even date attached

For B S R and Associates
Chartered Accountants
(Firm registration Number: 128901W)

David Jones
Partner
Membership No. 098113

Place: Gurugram
Date: May 26, 2022

For and on behalf of the Board of Directors of Hindustan Media Ventures Limited

Pumit Kumar Chellaramani
Company Secretary

Sandeep Gulati
Chief Financial Officer

Samudra Bhattacharya
Chief Executive Officer

Praveen Someshwar
Managing Director
(DIN: 01802656)

Shobhana Bhartia
Chairperson
(DIN: 00020648)

Place: New Delhi
Date: May 26, 2022

Standalone Statement of changes in equity

for the year ended March 31, 2022

A. Equity share capital (refer note 12)

Equity shares of ₹ 10 each issued, subscribed and fully paid up

Particulars	No of shares	₹ Lakhs
Balance as at April 1, 2020	73,671,548	7,367
Changes in share capital during the year	-	-
Balance as at March 31, 2021	73,671,548	7,367
Changes in share capital during the year	-	-
Balance as at March 31, 2022	73,671,548	7,367

B. Other equity attributable to equity holders (refer note 13)

₹ Lakhs

	Reserve & Surplus						Other Comprehensive Income			
Particulars	Capital reserve	Capital redemption reserve	Securities premium	General Reserve	Share-based payments reserve	Retained earnings	FVTOCI Reserve	Cash flow hedging reserve* (refer note 36)	Costs of hedging reserve (refer note 36)	Total
Balance as at April 1, 2020	**6,645**	**1**	**24,239**	**688**	**17**	**113,090**	**-**	**(186)**	**(178)**	**144,316**
Profit for the year	-	-	-	-	-	7,465	-	-	-	7,465
Other comprehensive income	-	-	-	-	-	(128)	-	81	154	107
Share-based payments					32		-			32
Balance as at March 31, 2021	**6,645**	**1**	**24,239**	**688**	**49**	**120,427**	**-**	**(105)**	**(24)**	**151,920**
Profit for the year	-	-	-	-	-	4,356	-	-	-	4,356
Other comprehensive income	-	-	-	-	-	(131)	(3,534)	97	(8)	(3,576)
Share-based payments	-	-	-	6	(6)	-	-	-	-	-
Balance as at March 31, 2022	**6,645**	**1**	**24,239**	**694**	**43**	**124,652**	**(3,534)**	**(8)**	**(32)**	**152,700**

* The effective portion of gains and loss on hedging instruments in a cash flow hedge

See accompanying notes to the standalone financial statements.

In terms of our report of even date attached

For B S R and Associates
Chartered Accountants
(Firm registration Number: 128901W)

David Jones
Partner
Membership No. 098113

Place: Gurugram
Date: May 26, 2022

For and on behalf of the Board of Directors of Hindustan Media Ventures Limited

Pumit Kumar Chellaramani
Company Secretary

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Samudra Bhattacharya
Chief Executive Officer

Praveen Someshwar
Managing Director
(DIN: 01802656)

Shobhana Bhartia
Chairperson
(DIN: 00020648)

Place: New Delhi
Date: May 26, 2022

Notes to Standalone Financial Statements

for the year ended March 31, 2022

1. Corporate information

Hindustan Media Ventures Limited ("HMVL" or "the Company") is a Public Limited Company domiciled in India & incorporated under the provision of the Companies Act, 1913. Its shares are listed on Bombay Stock Exchange (BSE) & National Stock Exchange (NSE).

HT Media Limited ("Holding Company") holds 74.40% of Equity Share Capital of the Company. The Company is engaged in the business of publishing 'Hindustan', a Hindi Daily. The registered office of the Company is located at Budh Marg, Patna- 800001.

Information on other related party relationships of the Company is provided in Note 34.

The financial statements of the Company for the year ended March 31, 2022 are authorised for issue in accordance with a resolution of the Board of Directors on May 26, 2022.

2. Significant accounting policies followed by company

2.1 Basis of preparation

The standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards ('Ind AS') specified in the Companies (Indian Accounting Standards) Rules, 2015 (as amended) under Section 133 of the Companies Act 2013 (the "accounting principles generally accepted in India").

The accounting policies are applied consistently to all the periods presented in the financial statements.

The standalone financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value:

- Derivative financial instruments measured at fair value;
- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)
- Defined benefit plans - plan assets measured at fair value;

The standalone financial statements are presented in Indian Rupees (₹), which is also the Company's functional currency and all values are rounded to nearest lakhs.

2.2 Summary of significant accounting policies

a) Business combinations - common control transactions

Common control business combination means a business combination involving entities or businesses in which all the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination, and that control is not transitory.

Common control business combination are accounted for using the pooling of interests method as follows:

- The assets and liabilities of the combining entities are reflected at their carrying amounts.
- No adjustments are made to reflect fair values, or recognise any new assets or liabilities. Adjustments are only made to harmonise accounting policies.
- The financial information in the financial statements in respect of prior periods is restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, where the business combination had occurred after that date, the prior period information is restated only from that date.
- The balance of the retained earnings appearing in the financial statements of the transferor is aggregated with the corresponding balance appearing in the financial statements of the transferee or is adjusted against general reserve.
- The identity of the reserves are preserved and the reserves of the transferor become the reserves of the transferee.

The difference, if any, between the amounts recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve and is presented separately from other capital reserves.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

b) Current versus non- current classification

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

- Expected to be realised or intended to sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between publishing of advertisement and circulation of newspaper and its realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

c) Foreign currencies

Transactions and Balances

Transactions in foreign currencies are initially recorded by the Company at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the Company uses monthly average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on the settlement of monetary items or on restatement of the Company's monetary items at rates different from those at which they were initially recorded during the period, or reported in previous financial statements, are recognized as income or as expenses in the period in which they arise. They are deferred in equity if they relate to qualifying cash flow hedges.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

Exchange differences pertaining to long term foreign currency loans obtained or re-financed on or before 31 March 2016:

- Exchange differences on long-term foreign currency monetary items relating to acquisition of depreciable assets are adjusted to the carrying cost of the assets and depreciated over the balance life of the assets in accordance with option available under Ind-AS 101 (first time adoption).

  Exchange differences pertaining to long term foreign currency loans obtained or re-financed on or after 1 April 2016:

- The exchange differences pertaining to long term foreign currency loans obtained or re-financed on or after 1 April 2016 is charged off or credited to the statement of profit & loss account under Ind-AS.

d) Fair value measurement

The Company measures financial instruments, such as, derivatives and certain investments at fair value at each reporting/ balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or

Notes to Standalone Financial Statements

for the year ended March 31, 2022

- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

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

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
- Level 3 — Valuation techniques for which inputs are unobservable inputs for the asset or liability

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

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes :

- Disclosures for valuation methods, significant estimates and assumptions (Note 37)
- Quantitative disclosures of fair value measurement hierarchy (Note 37)
- Investment properties (Note 4)
- Financial instruments (including those carried at amortised cost) (Note 37)

e) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured based on the transaction price, which is the consideration, adjusted for allowances, trade discounts, volume rebates, if any, as specified in the contract with the customer. Revenue excludes taxes collected from customers. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

Goods and Service Tax (GST) is not received by the Company on its own account. Rather, it is tax collected on behalf of the government. Accordingly, it is excluded from revenue.

Contract asset and unbilled receivables

Contract asset represents the Company's right to consideration in exchange for services that the Company has transferred to a customer when that right is conditioned on something other than the passage of time.

When there is unconditional right to receive cash, and only passage of time is required to do invoicing, the same is presented as unbilled receivable.

Contract liability

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer

Notes to Standalone Financial Statements

for the year ended March 31, 2022

before the Company transfers the related goods or services and the Company is under an obligation to provide only the goods or services under the contract. Contract liabilities are recognised as revenue when the Company performs under the contract (i.e., transfers control of the related goods or services to the customer).

The specific recognition criteria described below must also be met before revenue is recognised:

Advertisements

Revenue is recognized as and when advertisement is published/ displayed and when it is "probable" that the Company will collect the consideration it is entitled to in exchange for the services it transfers to the customer.

Revenue from advertisement is measured based on the transaction price, which is the consideration, adjusted for allowances, trade discounts and volume rebates.

Sale of News & Publications, Waste Papers and Scrap

Revenue from the sale of newspaper & publications are recognised when the newspaper and publications are delivered to the distributor. Revenue from the sale of waste papers/scrap is recognised when the control is transferred to the buyer, usually on delivery of the waste papers/scrap. Revenue from the sale of goods is measured based on the transaction price, which is the consideration, adjusted for returns, allowances, trade discounts and volume rebates.

For contracts with a significant financing component, an entity adjusts the promised consideration to reflect the time value of money.

Management also extends a right to return to its customers which it believes is a form of variable consideration. Revenue recognition is limited to amounts for which it is "highly probable" a significant reversal will not occur (i.e. it is highly probable the goods will not be returned). A refund liability is established for the expected amount of refunds and credits to be issued to customers.

Printing Job Work

Revenue from printing job work is recognized on the stage of completion of job work as per terms of the agreement. Revenue from job work is measured based on the transaction price, which is the consideration, adjusted for allowances, trade discounts and volume rebates, if any.

Interest income

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

Dividends

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

f) Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

When the Company receives grants for purchase of property, plant and equipment, the asset and the grant are recorded at fair value amounts and released to statement of profit and loss over the expected useful life of the asset.

g) Taxes

Current income tax

Tax expense comprises current and deferred tax.

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

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

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

Appendix C to Ind AS 12, Income Taxes dealing with accounting for uncertainty over income tax treatments does not have any material impact on financial statements of the Company.

Deferred tax

Deferred tax is provided considering temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable with convincing evidence that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

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

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

Deferred tax assets and deferred tax liabilities are offset if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

GST/ value added taxes paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the amount of GST/ value added taxes paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable
- When receivables and payables are stated with the amount of tax included

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

h) Non- current assets held for sale

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

i) Property, plant and equipment

The Company has applied the one time transition option of considering the carrying cost of property, plant & equipment and intangible assets on the transition date i.e. April 1, 2015 as the deemed cost under Ind-AS.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Construction in progress is stated at cost, net of accumulated impairment losses, if any. Plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met.

Cost comprises the purchase price, borrowing costs if capitalization criteria are met and any directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Recognition:

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if:

(a) it is probable that future economic benefits associated with the item will flow to the entity; and

(b) the cost of the item can be measured reliably.

When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful life. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Depreciation methods, estimated useful life and residual value

Depreciation is calculated on a straight-line basis over the estimated useful life of the assets as follows:

Type of asset	Useful life estimated by management (Years)
Plant and Machinery	2-21
Buildings (Factory)	10-30
Buildings (other than factory buildings)	3-60
Furniture and Fixtures	2-10
Office Equipment	2-5
Vehicles	8

The Company, based on technical assessment made by the management depreciates certain assets over estimated useful life which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management has estimated, supported by technical assessment, the useful life of certain plant and machinery as 16 to 21 years. These useful life are higher than those indicated in schedule II to the Companies Act, 2013. The management believes that these estimated useful life are realistic and reflect a fair approximation of the period over which the assets are likely to be used.

Property, Plant and Equipment which are added/disposed off during the year, depreciation is provided on pro-rata basis with reference to the month of addition/deletion.

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

Subsequent expenditure can be capitalised only if it is probable that future economic benefits associated with the expenditure will flow to the Company.

Expenditure directly attributable to construction activity is capitalized. Other indirect costs incurred during the construction periods which are not directly attributable to construction activity are charged to Statement of Profit and Loss. Reinvested income earned during the construction period is adjusted against the total of indirect expenditure.

The residual values, useful life and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

a) Investment properties

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

Notes to Standalone Financial Statements

for the year ended March 31, 2022

The Company depreciates building component of investment property over 30 years from the date property is ready for possession.

Though the Company measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external independent valuer.

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its Investment properties recognised as at 1st April 2015 measured as per the Indian GAAP and use that carrying value as the deemed cost of the Investment Properties.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of de-recognition.

Investment properties that meet the criteria to be classified as held for sale are measured in accordance with Ind AS 105.

b) Intangible assets

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

Value for individual software license acquired from the holding company in an earlier year is allocated based on the valuation carried out by an independent expert at the time of acquisition.

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its Intangible assets recognised as at 1st April 2015 measured as per the previous GAAP and use that carrying value as the deemed cost of the Intangible assets.

The useful life of intangible assets is assessed as either finite or indefinite.

Intangible assets with finite life are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite life is recognised in the statement of profit and loss.

Intangible assets with indefinite useful life are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Intangible assets with finite life are amortized on straight line basis using the estimated useful life as follows:

Intangible Assets	Useful life (in years)
Software Licenses	1 - 6
Brand	Indefinite useful life

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit or loss.

I) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily

Notes to Standalone Financial Statements

for the year ended March 31, 2022

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

m) Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

As a practical expedient a lessee (the company) has elected, by class of underlying asset, not to separate lease components from any associated non-lease components. A lessee (the company) accounts for the lease component and the associated non-lease components as a single lease component.

Company as a lessor

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

n) Inventories

Inventories are valued as follows :

Type of asset	**Useful life estimated by management (Years)**
Raw materials, stores and spares	Lower of cost and net realizable value. However, material and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost is determined on a weighted average basis.
Work- in- progress and finished goods	Lower of cost and net realizable value. Cost includes direct materials and a proportion of manufacturing overheads based on normal operating capacity. Cost is determined on a weighted average basis.
Scrap and waste papers	At net realizable value

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

o) Impairment of non-financial assets

For assets with definite useful life, the Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded Company's or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

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p) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

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

q) Employee benefits

Short term employee benefits and defined contribution plans:

All employee benefits payable/available within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages and bonus etc. are recognised in the statement of profit and loss in the period in which the employee renders the related service.

Employee benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

Gratuity

Gratuity is a defined benefit scheme. The defined benefit obligation is Computed by actuaries using the projected unit credit method.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring cost

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset.

The Company recognises the following changes in the net defined benefit obligation as an expense in the Statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Termination Benefits

Termination benefits are payable when employment is terminated by the company before the normal retirement date. The Company recognises termination benefits at the earlier of the following dates: (a) when the company can no longer withdraw the offer of those benefits; and (b) when the Company recognises costs for a restructuring that is within the scope of Ind AS 37 and involves the payment of terminations benefits. Benefits falling due more than 12 months after the end of the reporting period are discounted to present value.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Compensated Absences

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

Re-measurements, comprising of actuarial gains and losses, are immediately taken to the statement of profit and loss and are not deferred. The Company presents the leave as a current liability in the balance sheet to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date. Where Company has the unconditional legal and contractual right to defer the settlement for a period beyond 12 months, the same is presented as non- current liability.

r) Share-based payments

Employees (including senior executives) of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions).

Equity-settled transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. The Company has availed option under Ind-AS 101, to apply intrinsic value method to the options already vested before the date of transition and applied Ind-AS 102 Share-based payment to equity instruments that remain unvested as of transition date

That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the period in which the performance and/ or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense. The SBP Scheme is administered through Employee Stock Option Trust.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Company's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the expense had the terms had not been modified, if the original terms of the award are met. An additional expense is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

s) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Financial assets

Initial recognition and measurement

All financial assets (Other than trade receivable which is recognised at transaction price as per Ind AS 115) are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified into two categories:

- Debt instruments at amortised cost
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables. For more information on receivables, refer to Note 10A.

Debt instruments at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss as "Finance income from debt instruments at FVTPL" under the head "Other Income".

Equity investments

All equity investments in scope of Ind-AS 109 are measured at fair value. Equity instruments which are held for trading recognised by an acquirer in a business combination to which Ind-AS 103 applies are Ind-AS classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

De-recognition

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

- The rights to receive cash flows from the asset have expired, or

Notes to Standalone Financial Statements

for the year ended March 31, 2022

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

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

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance

b) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind-AS 115 (referred to as 'contractual revenue receivables' in these financial statements)

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind- AS 116

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

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

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

Notes to Standalone Financial Statements

for the year ended March 31, 2022

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward looking estimates are analysed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

For assessing increase in credit risk and impairment loss. The Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

The Company does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities designated upon initial recognition as at fair value through profit or loss. This category includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109.

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

Loans and borrowings

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

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings. For more information refer Note 15A.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another

Notes to Standalone Financial Statements

for the year ended March 31, 2022

from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

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

t) Derivative financial instruments and hedge accounting

Derivative accounting

Initial recognition and subsequent measurement

The Company uses derivative financial instruments, such as forward currency contracts. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

Hedge Accounting

Initial recognition and subsequent measurement

The Company designates (Cash Flow Hedge):

- Intrinsic Value of Call Spread option to hedge foreign currency risk for repayment of Principal Amount in relation to External Commercial Borrowing (ECB) availed in USD.
- Interest Rate Swap (Floating to Fixed) to hedge interest rate risk in respect of Floating rate of interest in relation to ECB.

The Company documents at the inception of the hedging transaction the economic relationship between hedging instruments and hedged items including whether the hedging instrument is expected to offset changes in cash flows of hedged items. The Company documents its risk management objective and strategy for undertaking various hedge transactions at the inception of each hedge relationship.

Cash flow hedges that qualify for hedge accounting

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in the other comprehensive income in cash flow hedging reserve within equity, limited to the cumulative change in fair value of the hedged item on a present value basis from the inception of the hedge. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss, within other income or expense.

When option contracts are used to hedge foreign currency risk, the Company designates only the intrinsic value of the option contract as the hedging instrument.

Gains or losses relating to the effective portion of the change in intrinsic value of the option contracts are recognised in the cash flow hedging reserve within equity. The changes in the time value of the option contracts that relate to the hedged item ('aligned time value') are recognised within other comprehensive income in the costs of hedging reserve within equity.

Amounts accumulated in equity are reclassified to profit or loss in the periods when the hedged item affects profit or loss. The time value of an option used to hedge

represents part of the cost of the transaction.

When a hedging instrument expires, or is sold or terminated, or when a hedge no longer meets the criteria for hedge accounting, any cumulative deferred gain or loss and deferred costs of hedging in equity at that time remains in equity until the forecast transaction occurs. When the forecast transaction is no longer expected to occur, the cumulative gain or loss and deferred costs of hedging that were reported in equity are immediately reclassified to profit or loss within other income or expense.

u) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with

Notes to Standalone Financial Statements

for the year ended March 31, 2022

an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management. Cash flows from operating activities are being prepared as per the Indirect method mentioned in Ind AS 7.

v) Cash dividend and non- cash distribution to equity holders of the parent

The Company recognises a liability to make cash or non-cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

Non-cash distributions are measured at the fair value of the assets to be distributed with fair value re-measurement recognised directly in equity.

Upon distribution of non-cash assets, any difference between the carrying amount of the liability and the carrying amount of the assets distributed is recognised in the statement of profit and loss.

w) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non–occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements. Contingent assets are only disclosed when it is probable that the economic benefits will flow to the entity.

x) Measurement of EBITDA

The Company has elected to present earnings before finance costs, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the statement of profit and loss. The Company measures EBITDA on the face of profit/ (loss) from continuing operations. In the measurement, the Company does not include depreciation and amortization expense, finance costs and tax expense.

y) Investments in subsidiaries, joint ventures and associates

An investor, regardless of the nature of its involvement with an entity (the investee), shall determine whether it is a parent by assessing whether it controls the investee.

An investor controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Thus, an investor controls an investee if and only if the investor has all the following:

(a) power over the investee;

(b) exposure, or rights, to variable returns from its involvement with the investee and

(c) the ability to use its power over the investee to affect the amount of the investor's returns.

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

The considerations made in determining significant influence are similar to those necessary to determine control over subsidiaries.

The Company has elected to recognize its investments in subsidiary and joint venture companies at cost in accordance with the option available in Ind-AS 27, 'Separate Financial Statements'. Except where investments accounted for at cost shall be accounted for in accordance with Ind-AS 105, Non-current Assets Held for Sale and Discontinued Operations, when they are classified as held for sale.

Investment carried at cost will be tested for impairment as per Ind-AS 36.

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for the year ended March 31, 2022

z) Earnings per share

Basic earnings per share

Basic earnings per share are calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

Diluted earnings per share

Diluted earnings per share adjust the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

2.3. Significant accounting judgements, estimates & assumptions

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

1) The areas involving critical estimates are as below:

Property, Plant and Equipment

The Company, based on technical assessment and management estimate, depreciates certain assets over estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management has estimated, supported by technical assessment, the useful lives of certain plant and machinery as 16 to 21 years. These useful lives are higher than those indicated in schedule II. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Defined benefit plans

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

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

Further details about gratuity obligations are given in Note 31.

2) The areas involving critical Judgement are as below:

Intangible asset – "Hindi Hindustan" Brand

In year ended March 31, 2016, the Company had acquired Hindi Business Brand (i.e. Hindustan, Hindustan.in, Nandan, Kadambini, Hum Tum and other Hindi publication related trademarks) from its parent company, HT Media Limited. Management is of the opinion that, based on an analysis of all of the relevant factors, there is no foreseeable limit to the period over which the trademark is expected to

Notes to Standalone Financial Statements

for the year ended March 31, 2022

generate net cash inflows for the Company. Hence, the Brand is regarded by Management as having an indefinite useful life.

Contingent Liabilities and commitments

The Company is involved in various litigations. The management of the Company has used its judgement while determining the litigations outcome of which are considered probable and in respect of which provision needs to be created.

Fair value measurements

When the fair values of financial assets or financial liabilities recorded or disclosed in the financial statements cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgements include consideration of inputs such as liquidity risk, credit risk and volatility.

Changes in assumptions about these factors could affect the reported fair value of financial instruments. See Note 37 for further disclosures.

Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the wide range of business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax assessments and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective domicile of the Companies.

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that sufficient taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

Further details on taxes are disclosed in Note 14.

Volume discounts and pricing incentives

The Company accounts for volume discounts and pricing incentives to customers as a reduction of revenue based on the rateable allocation of the discounts/ incentives amount to each of the underlying revenue transaction that results in progress by the customer towards earning the discount/ incentive. Also, when the level of discount varies with increases in levels of revenue transactions, the Company recognizes the liability based on its estimate of the customer's future purchases. If it is probable that the criteria for the discount will not be met, or if the amount thereof cannot be estimated reliably, then discount is not recognized until the payment is probable and the amount can be estimated reliably. The Company recognizes changes in the estimated amount of obligations for discounts in the period in which the change occurs.

Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Impairment of non- financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent markets transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded subsidiaries or other available fair value indicators.

Share Based Payment

The Company measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 32.

Determining the lease term of contracts with renewal and termination options – as lessee

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Company applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate.

The periods covered by termination options are included as part of the lease term only when they are reasonably certain not to be exercised.

For further details about leases, refer to accounting policy on leases and Note 43.

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for the year ended March 31, 2022

Note 3 : Property, plant and equipment and Capital work-in-progress

₹ Lakhs

Particulars	Land freehold	Buildings	Improvement to leasehold premises	Plant and machinery	Office equipment	Furniture & fixtures	Total
Cost							
As at April 1, 2020	**981**	**5,965**	**978**	**16,906**	**465**	**472**	**25,767**
Additions	-	51	8	276	10	-	345
Less : Reclassification to non current assets held for sale (refer note IV below)	68	888	-	-	-	-	956
Disposals/ Adjustments	-	1	35	634	67	45	782
As at March 31, 2021	**913**	**5,127**	**951**	**16,548**	**408**	**427**	**24,374**
Additions	-	4	9	478	16	1	508
Less : Reclassification to non current assets held for sale (refer note IV below)	-	-	-	345	-	-	345
Less : Disposals/ Adjustments	-	-	34	376	55	37	502
As at March 31, 2022	**913**	**5,131**	**926**	**16,305**	**369**	**391**	**24,035**
Accumulated depreciation/ Impairment							
As at April 1, 2020	**-**	**1,166**	**712**	**7,361**	**313**	**174**	**9,726**
Depreciation charge for the year	-	234	68	1,608	53	41	2,004
Impairment (Refer Note III below)	-	-	-	80	-	-	80
Less : Reclassification to non current assets held for sale (Refer Note IV below)	-	84	-	-	-	-	84
Less: Disposals	-	-	31	585	64	43	723
As at March 31, 2021	**-**	**1,316**	**749**	**8,464**	**302**	**172**	**11,003**
Depreciation charge for the year	-	211	58	1,495	38	41	1,843
Less: Reversal of impairment (refer note III below)				31	-	-	31
Less : Reclassification to non current assets held for sale (Refer Note IV below)	-	-	-	237	-	-	237
Less: Disposals	-	-	32	311	53	36	432
As at March 31, 2022	**-**	**1,527**	**775**	**9,380**	**287**	**177**	**12,146**
Net block							
As at March 31, 2022	**913**	**3,604**	**151**	**6,925**	**82**	**214**	**11,889**
As at March 31, 2021	**913**	**3,811**	**202**	**8,084**	**106**	**255**	**13,371**

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Property, plant and equipment	11,889	13,371
Capital work in progress	1,950	1,551
Total	**13,839**	**14,922**

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 3 : Property, plant and equipment and Capital work-in-progress (Contd..)

I. Capital work in progress (CWIP)

The capital work in progress as at March 31, 2022 and March 31, 2021 comprises mainly expenditure for Buildings & Plant and Machinery..

The Company accounts for capitalization of property, plant and equipment to the extent applicable through capital work in progress and therefore the movement in capital work-in-progress is the difference between closing and opening balance of capital work-in-progress as adjusted in additions to property, plant and equipment..

CWIP ageing schedule as on March 21, 2022

₹ Lakhs

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	587	500	863	-	1,950
Projects temporarily suspended	-	-	-	-	-
	587	**500**	**863**	**-**	**1,950**

CWIP ageing schedule as on March 21, 2021

₹ Lakhs

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	603	928	2	18	1,551
Projects temporarily suspended	-	-	-	-	-
	603	**928**	**2**	**18**	**1,551**

II. Details of assets given under operating lease:

₹ Lakhs

Particulars	March 31, 2022					March 31, 2021				
	Plant and Machinery	Freehold Land	Buildings	Office Equipment	Furniture & Fixture	Plant and Machinery	Freehold Land	Buildings	Office Equipment	Furniture & Fixture
Gross block	2,539	296	1,412	20	1	2,552	296	1,412	20	1
Accumulated depreciation	1,410	-	328	14	1	1,208	-	273	11	1
Net block	**1,129**	**296**	**1,084**	**6**	**0**	**1,344**	**296**	**1,139**	**9**	**1**
Depreciation for the year	214	-	55	3	0	238	-	56	3	0

For further disclosures on assets given under operating lease, refer note 43.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 3 : Property, plant and equipment and Capital work-in-progress (Contd..)

III. Additional information for which impairment loss/reversal of impairment has been recognized are as under:

1) Nature of asset :Plant and Machinery
2) Amount of impairment : ₹ Nil (Previous Year: ₹ 80 lakhs)
3) Reason of impairment : On account of physical damage
4) Amount of impairment reversal: ₹ 31 lakhs (Previous Year: Nil)
5) Reason for reversal of impairment: Sale of Asset

IV. Reclassification to non current assets held for sale (refer note 44)

For the year ended March 31,2022

₹ Lakhs

Particulars	Plant and Machinery
Cost	345
Less: Accumulated depreciation	(237)
Less: Impairment	(7)
Total	**101**

For the year ended March 31,2021

₹ Lakhs

Particulars	Land Freehold	Buildings
Cost	68	888
Less: Accumulated depreciation	-	(84)
Less: Impairment	-	(7)
Total	**68**	**797**

Note 4 : Investment property

₹ Lakhs

Particulars	Buildings
Cost	
As at April 1, 2020	**4,290**
Additions	1,847
Disposals	(737)
As at March 31, 2021	**5,400**
Additions	2,329
Disposals	(948)
As at March 31, 2022	**6,781**

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 4 : Investment property (Contd..)

₹ Lakhs

Particulars	Buildings
Accumulated Depreciation and provision for impairment	
As at April 1, 2020	**129**
Depreciation	96
Provision for impairment (refer note I below)	194
Disposals	(61)
As at March 31, 2021	**358**
Depreciation	110
Provision for impairment (refer note I below)	104
Disposals	(101)
As at March 31, 2022	**471**
Net block	
As at March 31, 2022	**6,310**
As at March 31, 2021	**5,042**

₹ Lakhs

Net book value	March 31, 2022	March 31, 2021
Completed investment property	2,905	3,210
Investment property under progress	3,405	1,831
Total	**6,310**	**5,042**

Ageing schedule in relation to investment property under progress as on March 31, 2022

₹ Lakhs

CWIP	Amount for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Gross amount					
Projects in progress	1,840	866	636	133	3,475
Projects temporarily suspended	-	-	-	103	103
	1,840	**866**	**636**	**236**	**3,578**
Impairment					
Projects in progress	-	76	61	-	137
Projects temporarily suspended	-	-	-	36	36
	-	**76**	**61**	**36**	**173**
Net	**1,840**	**790**	**575**	**200**	**3,405**

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 4 : Investment property (Contd..)

Ageing schedule in relation to investment property under progress as on March 31, 2021

₹ Lakhs

CWIP	Amount for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Gross amount					
Projects in progress	894	636		222	1,752
Projects temporarily suspended	-	-	-	103	103
	894	**636**	**-**	**325**	**1,855**
Impairment					
Projects in progress	-	4	-	-	4
Projects temporarily suspended	-	-		20	20
	-	**4**	**-**	**20**	**24**
Net	**894**	**632**	**-**	**305**	**1,831**

Information regarding income and expenditure of investment property (excluding profit/ (loss) on sale of investment and provision for impairment of properties)

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Rental income derived from investment properties	28	14
Direct operating expenses (including repairs and maintenance) generating rental income	-	3
Direct operating expenses (including repairs and maintenance) that did not generate rental income	7	9
Profit arising from investment properties before depreciation and indirect expenses	**21**	**2**

Note I : Additional information for which provision for impairment loss has been recognized are as under:

1) Nature of asset: Investment Property

2) Amount of provision for impairment: 104 lakhs (Previous Year: 194 lakhs)

3) Reason for provision for impairment: Fair value being recoverable amount was determined for disclosure requirement. The same was compared with the carrying amount.

The management has determined that the investment properties consist of two classes of assets — residential and commercial— based on the nature, characteristics and risks of each property.

As at March 31, 2022 and March 31, 2021, the fair values of the properties are ₹ 7,188 Lakhs and ₹ 5,487 Lakhs respectively. These valuations are based on valuations performed by a registered independent valuer who is a specialist in valuing these types of investment properties. A valuation model in accordance with Ind AS 113 has been applied.

The Company has no restrictions on the realisability of its investment properties and there exist contractual obligations of ₹

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 4 : Investment property (Contd..)

1,217 Lakhs (March 31, 2021: ₹ 1,634 Lakhs) to purchase the investment property whereas there are no contractual obligation to develop investment property or for repairs and enhancements.

Estimation of Fair Value

During the current year ended March 31, 2022, the fair value of investment property is based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017. The valuation has been determined basis the market approach by reference to sales in the market of comparable properties. However, where such information is not available, current prices in an active market for properties of different nature or recent prices of similar properties in less active markets, adjusted to reflect those differences, has been considered to determine the valuation. All resulting fair value estimates for investment properties are included in Level II.

Note 5 : Intangible Assets

₹ Lakhs

Particulars	Software licenses	Brand #	Total (Intangible assets)
Cost			
As at April 1, 2020	**318**	**6,696**	**7,014**
Additions	16	-	16
Disposals/ Adjustments	-	-	-
As at March 31, 2021	**334**	**6,696**	**7,030**
Additions	467		
Disposals/ Adjustments	-	-	-
As at March 31, 2022	**801**	**6,696**	**7,497**
Accumulated Amortization/ Impairment			
As at April 1, 2020	**223**	**-**	**223**
Charge for the year	32	-	32
Disposals	-	-	-
As at March 31, 2021	**255**	**-**	**255**
Charge for the year	44		44
Disposals			-
As at March 31, 2022	**299**	**-**	**299**
Net Block			
As at March 31, 2022	**502**	**6,696**	**7,198**
As at March 31, 2021	**79**	**6,696**	**6,775**

In the year ended March 31, 2016; the Company had acquired Hindi Business Brand (i.e. Hindustan, Hindustan.in, Nandan, Kadambini, Hum Tum and other Hindi publication related trademarks from its parent company HT Media Limited. Management is of the opinion that, based on an analysis of all of the relevant factors, there is no foreseeable limit to the period over which the Brand is expected to generate net cash inflows for the Company. Hence, the Brand is regarded by Management as having an indefinite useful life.

For the purposes of impairment testing of Brand with indefinite life, the recoverable amount of Brand is based on its fair value. The fair value has been determined as per Royalty Relief method. The fair value is being compared with the Carrying amount of Brand as stated above. No impairment has been observed. Discount rate (14 % to 17%) and Royalty rate (4%) are the key assumptions considered in determining fair value. It is a Level III valuation. There has been no change in the valuation technique.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 6A : Investment in subsidiary and joint venture

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Investment in subsidiary (at cost)		
Unquoted		
HT Noida Company Limited	1,605	1,605
160.5 lakhs (Previous Year: 160.5 lakhs) equity shares of ₹ 10/- each fully paid up		
Investment in joint venture (at cost)		
Unquoted		
HT Content Studio LLP (99.99% Profit Sharing Ratio) (in form of capital contribution)	775	600
Total (A)	**2,380**	**2,205**
Provision for impairment in value of investment (B)	**351**	**-**
Total investment in subsidiary and joint Venture (A) - (B)	**2,029**	**2,205**
Non - current	2,029	2,205
Aggregate book value of quoted investments	-	-
Aggregate market value of quoted investments	-	-
Aggregate value of unquoted investments	2,380	2,205
Aggregate amount of impairment in value of investments	351	-

Impairment of investments

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021	Recognised during FY 21-22
HT Noida Company Limited (refer note I below)	351	-	351
Total	**351**	**-**	**351**

Note I:

Impairment of investments in HT Noida Company Limited (HTNL) amounting to ₹ 351 lakhs has been made during the year on account of recoverable amount lower than the carrying amount. The recoverable amount is based on the fair value determined basis Net Assets Value. The same is being presented as Exceptional item.

Note 6B : Financial Assets- Investments

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
I. Investment at fair value through other comprehensive income		
Unquoted		
Investment in equity instruments and warrants		
-Jasper Infotech Private Limited 22.85 Lakhs (Previous year Nil) equity shares of Rs. 1 each fully paid up	3,078	-
-Oravel Stays Private Limited 50 Lakhs (Previous year Nil) equity shares of Rs. 1 each fully paid up	4,426	-
-One Mobikwik Systems Limited 7.2 Lakhs (Previous year Nil) equity shares of Rs. 2 each fully paid up	8,152	-
Total investment at fair value through other comprehensive income (A)	**15,656**	**-**

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 6B : Financial Assets- Investments (Contd..)

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
I. Investment at fair value through profit and loss		
Unquoted		
Investment in equity instruments and warrants	1,821	2,698
Investment in preference securities	4,773	16,159
Investment in debt instruments	232	-
Quoted		
Investment in mutual funds*	1,24,462	1,20,611
Investment in market linked debentures and perpetual bonds	4,453	2,123
Total investment at fair Value through profit and loss (B)	**135,741**	**1,41,591**
Total investment (A) + (B)	**1,51,397**	**1,41,591**
Non - current	69,309	1,11,219
Current	82,088	30,372
Aggregate book value of quoted investments	1,28,915	1,22,734
Aggregate market value of quoted investments	1,28,915	1,22,734
Aggregate book value of unquoted investments	22,482	18,857

* ₹ 11,057 Lakhs (Fair value) of mutual fund (Original cost: ₹ 9,281 Lakhs) are pledged in favour of banks against Overdraft and ECB facility in F.Y. 21-22 (F.Y 20-21 - Fair value : ₹ 19,818 Lakhs & Original Cost :₹ 16,103 Lakhs).

Note 6C :Financial assets- loans

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
At amortised cost		
Inter-corporate deposits (refer note 34A, 45 and 48)	1,626	4,775
Total loans	**1,626**	**4,775**
Non - current	1,626	4,775

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Secured, considered good	-	-
Unsecured, considered good	1,626	4,775
Loans receivables which have significant increase in credit risk	-	-
Loans receivables – credit impaired	-	-
	1,626	**4,775**
Allowances for bad and doubtful loans	-	-
Total loans	**1,626**	**4,775**

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 6D :Other financial assets

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
I. Derivatives at fair value through other comprehensive income		
- Forex derivative contract	313	352
Total I	**313**	**352**

Derivative instruments at fair value through other comprehensive income reflect the positive change in fair value of those foreign exchange option contracts that are designated in hedge relationships. (refer note 36)

Particulars	March 31, 2022	March 31, 2021
II. Other financial assets at amortised cost		
Balance with banks :		
- Margin money (held as security in form of fixed deposit)	22	21
Interest accrued on inter corporate deposits and others (refer note 34A) #	53	305
Other receivables (refer note 34A) ##	63	104
Security deposit ###	1,867	1,784
Total II	**2,005**	**2,214**
Total other financial assets (I) +(II)	**2,318**	**2,566**
Non - current	1,994	2,281
Current	324	285

Includes receivable from related parties ₹ 14 Lakhs (Previous year March 31, 2021: ₹ 278 Lakhs)

Includes receivable from related parties ₹ 4 Lakhs (Previous year March 31, 2021: ₹ 103 Lakhs)

Includes security deposit paid to related parties ₹ 1506 Lakhs (Previous year March 31, 2021: ₹ 1,494 Lakhs) (refer note 34A)

Break up of financial assets carried at amortised cost

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Trade receivables (Note 10A)	11,060	12,430
Cash and cash equivalents (Note 10B)	1,799	2,064
Other bank balances (Note 10 C)	2,005	2,005
Loans (Note 6C)	1,626	4,775
Other financial assets (Note 6D)	2,005	2,214
Total financial assets carried at amortised cost	**18,495**	**23,488**

Note 7: Income tax assets (net)

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Income tax assets (net)	1,394	1,541
Non- Current	**1,394**	**1,541**

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 8 : Other non- current assets

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Capital advances	173	175
Advances other than capital advances		
Prepaid expenses	120	142
Deferred premium call spread	-	35
Total	**293**	**352**

Note 9 : Inventories

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Raw materials {includes stock in transit of ₹ 196 Lakhs (March 31, 2021: ₹ 898 Lakhs)}	6,790	4,547
Work- in- progress	1	1
Stores and spares {includes stock in transit of ₹ 44 Lakhs (March 31, 2021: 14 Lakhs)}	884	859
Scrap and waste papers	29	26
Total	**7,704**	**5,433**

Note 10 A : Trade receivables

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Trade receivables	10,720	12,215
Receivables from related parties (refer note 34A)	340	215
Total	**11,060**	**12,430**

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Considered good – secured	1,199	1,144
Considered good – unsecured	14,824	15,105
Trade receivables which have significant increase in credit risk	-	-
Trade receivables – credit impaired	270	271
Total	**16,293**	**16,520**
Loss allowance for bad & doubtful receivables	(5,233)	(4,090)
Net receivable	**11,060**	**12,430**

No trade receivables are due from directors or other officers of the Company either severally or jointly with any other person.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 10 A : Trade receivables (Contd..)

Trade Receivables ageing schedule as on March 31, 2022

Particulars	Unbilled	Not Due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
	Outstanding for following periods from the due date							
(i) Undisputed Trade receivables – considered good	-	1,768	5,968	1,140	1,431	1,395	3,171	14,873
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables–considered good	-	12	38	30	122	254	694	1,150
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	30	240	270
Total	**-**	**1,780**	**6,006**	**1,170**	**1,553**	**1,679**	**4,105**	**16,293**
Less: Loss allowance for bad & doubtful receivables	-	12	516	827	547	832	2,499	5,233
Net Receivable	**-**	**1,768**	**5,490**	**343**	**1,006**	**847**	**1,606**	**11,060**

Trade Receivables ageing schedule as on March 31, 2021

Particulars	Unbilled	Not Due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
	Outstanding for following periods from the due date							
(i) Undisputed Trade receivables – considered good	-	1,889	6,283	941	1,309	1,847	2,864	15,134
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables–considered good	-	28	81	34	172	185	616	1,116
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	1	37	233	271
Total	**-**	**1,917**	**6,364**	**975**	**1,482**	**2,069**	**3,713**	**16,520**
Less: Loss allowance for bad & doubtful receivables	-	28	508	94	634	1,135	1,691	4,090
Net Receivable	**-**	**1,889**	**5,856**	**881**	**848**	**934**	**2,022**	**12,430**

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 10 B : Cash and cash equivalents

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Balance with banks :		
- On current accounts	596	678
- Deposits with original maturity of three months or less than three months	21	149
Cheques in hand	1,080	1,102
Cash on hand	102	135
Total	**1,799**	**2,064**

Note 10 C: Bank balances other than (iii) above

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
- Deposits with original maturity of more than three months*	2,000	2,000
- Unclaimed dividend account#	5	5
Total	**2,005**	**2,005**

* Pledged with banks against overdraft facility for ₹ 2,000 lakhs (previous year - ₹ 2,000 lakhs)

These balances are not available for use by the Company as they represent corresponding unclaimed dividend liabilities.

Note 11 : Other current assets

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Prepaid expenses [(after offsetting lease liability of ₹ 259 Lakhs (Previous Year March 31, 2021: ₹ 259 Lakhs)] #	276	260
Advances given [net of provision of ₹ 121 Lakhs (Previous Year March 31, 2021: ₹ 110 Lakhs)]	592	650
Deferred premium call spread	-	62
Balance with government authorities	4,266	3,102
CSR pre spent (Refer Note 41)	1	1
Total	**5,135**	**4,075**

Includes prepaid expenses pertaining to related parties ₹ 449 Lakhs (Previous year March 31, 2021: ₹ 449 Lakhs) (refer note 34A)

Note 12 : Share capital

Authorised share capital

Particulars	No. of shares	Amount (₹ Lakhs)
At April 1, 2020	8,70,00,000	8,700
Increase during the year	-	-
At March 31, 2021	8,70,00,000	8,700
Increase during the year	-	-
At March 31, 2022	8,70,00,000	8,700

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 12 : Share capital (Contd..)

Terms/ rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. 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.

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.

Issued, subscribed and paid-up share capital

Equity shares of ₹ 10 each issued, subscribed and fully paid-up	No. of shares	Amount (₹ Lakhs)
At April 1, 2020	7,36,71,548	7,367
Changes during the year		
At March 31, 2021	7,36,71,548	7,367
Changes during the year		
At March 31, 2022	7,36,71,548	7,367

Reconciliation of the equity shares outstanding at the beginning and at the end of the year :

Particulars	March 31, 2022		March 31, 2021	
	No. of shares	Amount (₹ Lakhs)	No. of shares	Amount (₹ Lakhs)
Shares outstanding at the beginning of the year	7,36,71,548	7,367	7,36,71,548	7,367
Shares Issued during the year	-	-	-	-
Shares outstanding at the end of the year	**7,36,71,548**	**7,367**	**7,36,71,548**	**7,367**

Shares held by holding/ ultimate holding company and/ or their subsidiaries/ associates

Out of equity shares issued by the Company, shares held by its holding company are as below:

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
HT Media Limited, the holding company		
54,808,457 (previous year 54,808,457) equity shares of ₹ 10 each fully paid	5,481	5,481

Details of shareholders holding more than 5% shares in the company

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of Shares	% holding	No. of Shares	% holding
Equity shares of ₹ 10 each fully paid				
HT Media Limited, the holding company	5,48,08,457	74.40%	5,48,08,457	74.40%
Kotak Mahindra (International) Limited	-	-	42,36,000	5.75%

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

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 12 : Share capital (Contd..)

Shareholding of promoters as on March 31, 2022:

S. No	Promoter name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	%of total shares	% Change during the year
1	HT Media Limited	5,48,08,457	-	5,48,08,457	74.40%	-
	Total	**5,48,08,457**	-	**5,48,08,457**	74.40%	-

Shareholding of promoters as on March 31, 2021:

S. No	Promoter name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	%of total shares	% Change during the year
1	HT Media Limited	5,48,08,457	-	5,48,08,457	74.40%	-
	Total	**5,48,08,457**	-	**5,48,08,457**	74.40%	-

Shares reserved for issue under options

For details of equity shares reserved for the issue under Employee Stock Options (ESOP) of the Company, refer note 32.

Note 13 : Other equity

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Securities premium	24,239	24,239
Capital redemption reserve	1	1
Capital reserve	6,645	6,645
General reserve	694	688
Retained earnings	1,24,652	1,20,427
FVTOCI reserve	(3,534)	-
Cash flow hedging reserve (refer note 36)	(8)	(105)
Costs of hedging reserve (refer note 36)	(32)	(24)
Share-based payments reserve	43	49
Total	**1,52,700**	**1,51,920**

Securities premium

Particulars	Amount (₹ Lakhs)
At April 1, 2020	**24,239**
Changes during the year	-
At March 31, 2021	**24,239**
Changes during the year	-
At March 31, 2022	**24,239**

Securities premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 13 : Other equity (Contd..)

Capital redemption reserve

Particulars	Amount (₹ Lakhs)
At April 1, 2020	**1**
Changes during the year	-
At March 31, 2021	**1**
Changes during the year	-
At March 31, 2022	**1**

Capital reserve*

Particulars	Amount (₹ Lakhs)
At April 1, 2020	**6,645**
Changes during the year	-
At March 31, 2021	**6,645**
Changes during the year	-
At March 31, 2022	**6,645**

*Origination of ₹ 238 Lakhs is in relation to common control acquisition and ₹ 7,727 Lakhs is in relation to demerger of business. Utilisation of ₹ 1,320 Lakhs is in relation to common control acquisition.

General reserve

Particulars	Amount (₹ Lakhs)
At April 1, 2020	**688**
Changes during the year	-
At March 31, 2021	**688**
Changes during the year*	6
At March 31, 2022	**694**

*in relation to ESOPs forfeited during the year.

Retained earnings

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Opening balance	1,20,427	1,13,090
Net profit for the year	4,356	7,465
Items of other comprehensive income (OCI) recognised directly in retained earnings		
- Remeasurements of defined benefit plans, net of tax	(131)	(128)
Closing balance	**1,24,652**	**1,20,427**

The disaggregation of changes in OCI by each type of reserves in equity is disclosed in note 27.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 13 : Other equity (Contd..)

FVTOCI reserve

Particulars	Amount (₹ Lakhs)
At April 1, 2020	
Changes during the year	-
At March 31, 2021	**-**
Changes during the year*	(3,534)
At March 31, 2022	**(3,534)**

*In relation to fair value movement of investment classified at FVTOCI.

Cash flow hedging reserve * (refer note 36)

Particulars	Amount (₹ Lakhs)
At April 1, 2020	**(186)**
Changes in intrinsic value of foreign currency options	(268)
Changes in fair value of interest rate swaps	124
Tax impact	(43)
Amounts reclassified to profit or loss	268
At March 31, 2021	**(105)**
Changes in intrinsic value of foreign currency options	(39)
Changes in fair value of interest rate swaps	130
Amounts reclassified to profit or loss	39
Tax impact	(33)
At March 31, 2022	**(8)**

* The effective portion of gains and loss on hedging instruments in a cash flow hedge

Costs of hedging reserve (refer note 36)

Particulars	Amount (₹ Lakhs)
At April 1, 2020	**(178)**
Deferred costs of hedging-transaction related- Deferred time value of foreign currency option contracts	104
Amount reclassified from cost of hedging reserve to profit or loss	133
Tax impact	(83)
At March 31, 2021	**(24)**
Deferred costs of hedging-transaction related- Deferred time value of foreign currency option contracts	(99)
Amount reclassified from cost of hedging reserve to profit or loss	88
Tax impact	3
At March 31, 2022	**(32)**

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 13 : Other equity (Contd..)

Share-based payments reserve (refer note 32)

Particulars	Amount (₹ Lakhs)
At April 1, 2020	**17**
Changes during the year	32
At March 31, 2021	**49**
Changes during the year (Refer Note below)	(6)
At March 31, 2022	**43**

Note:

Particulars	Amount
In relation to options vested during the year	17
Transferred from share based payments reserve to General reserve on account of forfeiture of vested options	(6)
On account of forfeiture of unvested options	(17)
Total	**(6)**

Note 14 : Income tax

The major components of income tax expense for the year ended March 31, 2022 and March 31, 2021 are :

Statement of profit and loss :

Profit and loss section

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Current income tax :		
Current income tax charge	1,358	1,598
Adjustments in respect of current income tax of previous years	(791)	(27)
Deferred tax :		
Relating to origination and reversal of temporary differences	(1,883)	(402)
Adjustments in respect of deferred tax of previous years	1,742	23
Income tax expense reported in the statement of profit and loss	**426**	**1,192**

OCI section :

Deferred tax related to items recognised in OCI during in the year :

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Income tax credit on change in fair value of investments	(1,049)	-
Income tax charge on cash flow hedging reserve	33	43
Income tax charge/(credit) on costs of hedging reserve	(3)	83
Income tax credit on remeasurement loss on defined benefit plans	(44)	(69)
Income tax charge/ (credit) to OCI	**(1,063)**	**57**

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 14 : Income tax (Contd..)

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2022 and March 31, 2021:

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Accounting profit before income tax	4,782	8,657
At India's statutory income tax rate of 25.168 % (March 31, 2021: 34.944 %)	1,204	3,025
Non-taxable income for tax purposes:		
Income from investments	(454)	(2,203)
Non-deductible expenses for tax purposes:	-	
Adjustment in respect to change in tax rate for next year	-	(93)
Other non-deductible expenses	111	138
Adjustments in respect of current income tax of previous years	(791)	(27)
Adjustments in respect of deferred income tax of previous years	307	18
Adjustments in respect of change in tax rate	1,742	23
Income taxable at lower rate	(86)	(217)
Difference in tax base and book base of investments / investment property	(1,607)	528
At the effective income tax rate	**426**	**1,192**
Income tax expense reported in the statement of profit and loss	**426**	**1,192**

Deferred tax relates to the following:

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021	Movement during the year
Deferred tax liabilities			
Differences in depreciation in block of property, plant and equipment as per tax books and financial books	2,057	2,100	(43)
Difference between tax base and book base on investments in mutual funds, investment property and securities	132	2,838	(2,706)
Gross deferred tax liabilities	**2,189**	**4,938**	**(2,749)**
Deferred tax assets			
Effect of expenditure debited to the statement of profit and loss in the current year/earlier years but allowed for tax purposes in following years	553	545	8
Unutilized MAT credit*	-	1,915	(1,915)
Allowance for doubtful receivables and advances	1,348	985	363
Gross deferred tax assets	**1,901**	**3,446**	**(1,545)**
Deferred tax liabilities (net)	**288**	**1,492**	**(1,204)**

* On account of moving to new tax regime.

Reconciliation of deferred tax liabilities (net):

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Opening balance as of April 1	1,492	1,814
Tax income during the year recognised in statement of profit and loss	(1,204)	(322)
Closing balance as at March 31	**288**	**1,492**

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 15 A : Borrowings

₹ Lakhs

Particulars	Effective Interest Rate %	Maturity	March 31, 2022	March 31, 2021
Non-current borrowings				
From banks				
Secured				
ECB from banks	Refer note I	Refer note I	2,842	4,569
			2,842	**4,569**
Less : Amount clubbed under "current borrowings" (current maturities of long term borrowing)			1,895	1,828
			947	**2,741**
Current borrowings				
From banks				
Secured				
Cash credit/ overdraft from bank	Refer note II	Refer note II	1,288	1,240
Current maturity of long term loans			1,895	1,828
Short term loan (STL)/working capital demand loan(WCDL) from bank	Refer note III	Refer note III	7,500	-
Unsecured				
Buyer's credit from bank	Refer note IV	Refer note IV	99	2,001
			10,782	**5,069**
Aggregate secured loans			11,630	5,809
Aggregate unsecured loans			99	2,001

Note I - External commercial borrowing from bank (secured)

External commercial borrowing of USD 100 Lakhs from Bank carries interest @USD 3 months Libor + 0.65% spread p.a. The loan is repayable in 8 semi annual equal installments of USD 12.50 Lakhs starting from 29 November, 2019. The loan is secured by Pledge of Debt Mutual Funds investment of company. Refer note 36 for further details.

Note II- Cash credit/ overdraft from bank (Secured)

Outstanding Cash Credit/ Overdraft from Bank was drawn @ 4.50% p.a. and is payable on demand. The loan is secured by Lien on Fixed Deposits.

Note III- STL/ WCDL from bank (Secured)

Outstanding STL/WCDL from Bank was drawn in various tranches from January 19, 2022 till March 28, 2022 @ average Interest Rate of 4.57% p.a. (Applicable MIBOR+Margin / Fixed rate) and are due for repayment starting from April 4, 2022 till May 5, 2022. The loan is secured by Pledge of Debt Mutual Funds investment/ Current Assets of company. Refer note 38 for further details.

Quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts.

Note IV- Buyer's credit from Bank (Unsecured)

Outstanding Buyer's Credit loan from Bank was drawn in various tranches from July 12, 2021 till March 3, 2022 @ average Interest Rate of 1.44% p.a. (Applicable LIBOR+Margin / Fixed rate) and are due for repayment starting from April 8, 2022 till November 25, 2022.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 15 A : Borrowings (Contd..)

For investments pledged in order to fulfill the collateral requirements for Borrowings, refer note 38.

Debt reconciliation:

₹ Lakhs

Particulars	Current borrowings (including current portion of Long-term borrowings but excluding bank overdraft classified as part of cash and cash equivalent)	Non current borrowings	Total
As at April 1,2020	**5,579**	**4,722**	**10,301**
Cash flows:			
- Proceeds from short term borrowings	3,731	-	3,731
- Repayment of short term borrowings	**(7,287)**	**-**	**(7,287)**
Adjustments:			
- Foreign exchange adjustments	(22)	(153)	(175)
- Re-classification of long-term borrowings	**1,828**	**(1,828)**	**-**
As at March 31,2021	**3,829**	**2,741**	**6,570**
Cash flows:			
- Proceeds from short term borrowings	43,231	-	43,231
- Repayment of short term borrowings	(39,462)	-	(39,462)
Adjustments:			
- Foreign exchange adjustments	1	101	102
- Re-classification of long-term borrowings	**1,895**	**(1,895)**	**-**
As at March 31, 2022	**9,494**	**947**	**10,441**

Note 15 B : Trade payables

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Trade payables		
- total outstanding due of micro enterprises and small enterprises (refer note 40)	622	408
Total (a)	**622**	**408**
- total outstanding dues of creditors other than of micro enterprises and small enterprises	6,297	7,554
- total outstanding due to related parties (refer note 34A)	1,051	1,684
Total (b)	**7,348**	**9,238**
Total (a) +(b)	**7,970**	**9,646**
Current	**7,970**	**9,646**

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 15 B : Trade payables (Contd..)

Trade payables ageing schedule as on March 31, 2022

₹ Lakhs

Particulars	Unbilled	Not Due	Outstanding for following periods from the due date				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	584	38	-	-	-	622
(ii) Others	1,671	2,173	1,753	1,652	28	21	7,298
(iii) Disputed dues – MSME	-	-	-	-	-	-	-
(iv) Disputed dues - others	-	-	-	-	50	-	50
Total	**1,671**	**2,757**	**1,791**	**1,652**	**78**	**21**	**7,970**

Trade payables ageing schedule as on March 31, 2021

₹ Lakhs

Particulars	Unbilled	Not Due	Outstanding for following periods from the due date				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	200	208	-	-	-	408
(ii) Others	4,130	3,816	1,100	131	11	-	9,188
(iii) Disputed dues – MSME	-	-	-	-	-	-	-
(iv) Disputed dues - others	-	-	-	50	-	-	50
Total	**4,130**	**4,016**	**1,308**	**181**	**11**	**-**	**9,646**

Note 15 C : Other financial liabilities

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Other financial liabilities at amortized cost		
Book overdraft	4	10
Sundry deposits*	30,430	24,173
Interest accrued on borrowings and others	114	30
Unclaimed dividend #	5	5
Liability-premium call option	53	143
Employee related payables	3,698	3,181
Others	156	236
Other financial liabilities at fair value through profit and loss		
Derivatives designated as hedges		
Derivative liability-IRS (refer note 36)	32	162
Total other financial liabilities	**34,492**	**27,940**
Non- current	17	149
Current	34,475	27,791
# Amount payable to Investor Education and Protection Fund	Nil	Nil

* Includes security deposits pertaining to related parties ₹ 467 Lakhs (Previous year March 31, 2021: ₹ 647 Lakhs) (refer note 34A)

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 15 C : Other financial liabilities (Contd..)

Break up of financial liabilities carried at amortized cost

₹ Lakhs

Particulars	Note No	March 31, 2022	March 31, 2021
Borrowings (current)	15A	10,782	5,069
Borrowings (non- current)	15A	947	2,741
Trade payables	15B	7,970	9,646
Book overdraft	15C	4	10
Sundry deposits	15C	30,430	24,173
Interest accrued on borrowings and others	15C	114	30
Unclaimed dividend	15C	5	5
Liability-premium call option	15C	53	143
Employee related payables	15C	3,698	3,181
Others	15C	156	236
Total financial liabilities carried at amortised cost		**54,159**	**45,234**

Note 15 D : Lease liabilities

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Unsecured		
Lease liabilities (refer note 43)	272	966
Total	**272**	**966**
Current	**86**	**720**
Non- current	**186**	**246**

Note 15E : Other current liabilities

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Statutory dues	473	361
Total	**473**	**361**

Note 16 : Contract liabilities

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Advances from customers	1,144	1,322
Deferred revenue	584	722
Total	**1,728**	**2,044**
Current	**1,728**	**2,044**
Non- current	**-**	**-**

Amount of revenue recognised during FY 2021-2022 from contract liabilities at the beginning of the year is ₹ 1,232 lakhs (Previous Year : ₹ 1,521 lakhs).

Amount accrued during FY 2021-2022 amounts to ₹ 916 Lakhs (Previous Year : ₹ 1,548 lakhs).

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 17 : Provisions

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Provision for employee benefits (refer note 31)		
Provision for leave benefits	72	80
Provision for Gratuity	1,407	1,145
Total	**1,479**	**1,225**
Current	1,479	1,225

Note 18 : Income tax liabilities (net)

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Income tax liability (net)	445	542
Total	**445**	**542**

Note 19 : Revenue from operations

Revenue from contracts with customers

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Sale of products		
- Sale of newspaper and publications	17,361	16,363
Sale of services		
- Advertisement revenue	44,073	36,790
- Job work revenue and commission income	447	272
Other operating revenues		
- Sale of scrap, waste papers and old publication	1,213	783
- Forfeiture of security deposits	3,348	264
- Others	478	71
Total	**66,920**	**54,543**

Reconciliation of revenue recognised with the contracted price is as follows:

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Contract price	67,321	54,835
Adjustments to the contract price	(401)	(292)
Revenue recognised	**66,920**	**54,543**

The adjustments made to the contract price comprises of volume discounts, returns, credits, etc under the head "Revenue from operations".

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 20 : Other income

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Interest income on EIR basis		
- Bank deposits	232	112
- Loan to fellow subsidiary (refer note 34A)	280	906
- Others	6	23
Other non - operating income		
Unclaimed balances/liabilities written back (net)	444	451
Rental income	544	805
Foreign exchange fluctuation income	-	280
Fair value gain/ loss on financial instruments at fair value through profit or loss (refer note III)	-	186
Income from lease termination	-	37
Finance income from debt instruments at FVTPL*	5,850	9,001
Profit on sale of investments	358	-
Profit on sale on investment properties	33	-
Unwinding of discount on security deposit	71	67
Miscellaneous income	143	17
Total	**7,961**	**11,885**

*Gain on account of fair value movement (refer note 2.2 (s) Debt instruments at FVTPL)

Note 21 : Cost of materials consumed

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Consumption of raw materials		
Inventory at the beginning of the year	4,547	3,633
Add: Purchase during the year	26,799	18,326
Less : Sale of damaged newsprint	146	99
	31,200	**21,860**
Less: Inventory at the end of the year	6,790	4,547
Total	**24,410**	**17,313**

Note 22 : Changes in inventories

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Inventory at the beginning of the year		
- Work -in- progress	1	44
- Scrap and waste papers	26	90
Inventory at the end of the year		
- Work -in- progress	1	1
- Scrap and waste papers	29	26
Changes in inventories		
- Work -in- progress	-	43
- Scrap and waste papers	(3)	64
Total	**(3)**	**107**

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 23 : Employee benefits expense

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Salaries, wages and bonus	14,228	12,130
Contribution to provident and other funds (refer note 31)	594	576
Employee stock option scheme (refer note 32)	25	27
Gratuity expense (refer note 31)	253	234
Workmen and staff welfare expenses	131	133
Total	**15,231**	**13,100**

Note 24 : Finance costs

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Interest on debts and borrowings	840	725
Interest on lease liabilities (refer note 43)	39	79
Exchange difference regarded as an adjustment to borrowing costs	40	46
Bank charges	19	20
Total	**938**	**870**

Note 25 : Depreciation and amortization expense

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Depreciation of tangible assets (note 3)	1,843	2,004
Depreciation expense of right-of-use assets (note 43)	859	912
Amortization of intangible assets (note 5)	44	32
Depreciation on investment properties (note 4)	110	96
Total	**2,856**	**3,044**

Note 26 : Other expenses

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Consumption of stores and spares	1,798	1,699
Printing and service charges	3,453	3,054
News service and dispatches	336	355
News content sourcing fees	5,434	5,108
Service charges on advertisement revenue	284	528
Power and fuel	826	780
Advertising and sales promotion	2,706	1,894
Freight and forwarding charges	1,204	1,139
Rent (refer note 43)	530	633
Rates and taxes	32	47
Insurance	254	236

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 26 : Other expenses (Contd..)

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Repairs and maintenance:		
- Plant and machinery	1,236	1,007
- Building	71	36
- Others	3	1
Travelling and conveyance	1,632	1,444
Communication costs	279	249
Legal and professional fees	2,448	2,451
Payment to auditors (refer note I)	75	49
Director's sitting fees (refer note 34A)	36	25
Foreign exchange differences (net)	25	-
Allowances for bad and doubtful receivables and advances (refer note II)	1,441	1,354
Loss on sale of property, plant and equipment (includes impairment of property, plant and equipment)	139	64
Fair value loss on investments through profit and loss (refer note III)	764	-
Loss on sale of investment properties	-	45
Provision for impairment on investment properties	104	194
CSR expenditure (refer note 41)	68	199
Miscellaneous expenses	1,138	746
Total	**26,316**	**23,337**

Note I : Payment to auditors

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
As auditor :		
- Audit fee	36	24
- Limited review	27	17
- Tax audit fee		-
- Certification fees	7	4
- Reimbursement of expenses	5	4
Total	**75**	**49**

Note II : Movement of allowances for bad and doubtful receivables and advances

₹ Lakhs

Particulars	Trade Receivables and Other current assets	
	March 31, 2022	March 31, 2021
Opening	4,200	3,657
Add: Provision created (net)	1,441	1,354
Less: Bad debts written off	287	811
Closing	**5,354**	**4,200**

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 26 : Other expenses (Contd..)

Note III: Detail of fair value of investment through profit and loss (net)

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Gain on fair valuation of Investments recognized during the year	(3,797)	(1,393)
Loss on fair valuation of Investments recognized during the year	4,561	1,207
Net (gain)/loss	**764**	**(186)**

Note 27 : Other comprehensive income

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

For the year ended March 31, 2022

₹ Lakhs

Particulars	Retained earnings	FVTOCI Reserve	Cash flow hedging reserve	Costs of hedging reserve	Total
Change in fair value of investments	-	(4,583)	-	-	(4,583)
Income tax effect	-	1,049	-	-	1,049
Remeasurement on defined benefit plans	(175)		-	-	(175)
Income tax effect	44		-	-	44
Cash flow hedging reserve	-		130	-	130
Income tax effect	-		(33)	-	(33)
Costs of hedging reserve	-		-	(11)	(11)
Income tax effect	-		-	3	3
Total	**(131)**	**(3,534)**	**97**	**(8)**	**(3,576)**

For the year ended March 31, 2021

₹ Lakhs

Particulars	Retained earnings	FVTOCI Reserve	Cash flow hedging reserve	Costs of hedging reserve	Total
Remeasurement on defined benefit plans	(197)	-	-	-	(197)
Income tax effect	69	-	-	-	69
Cash flow hedging reserve	-	-	124	-	124
Income tax effect	-	-	(43)	-	(43)
Costs of hedging reserve	-	-	-	237	237
Income tax effect	-	-	-	(83)	(83)
Total	**(128)**	**-**	**81**	**154**	**107**

Note 28 : Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company 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 Company 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.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 28 : Earnings per share (EPS) (Contd..)

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

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Profit attributable to equity holders (₹ Lakhs)	4,356	7,465
Weighted average number of Equity shares for basic and diluted EPS (Lakhs)	736.72	736.72
Earnings per share		
Basic EPS	5.91	10.13
Diluted EPS	5.91	10.13

Note 29 : Dividend

The Company has neither declared nor paid any dividend during the current and previous year as per the Section 123 of the Companies Act, 2013

Note 30 : Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity reserves. The primary objective of the Company's capital management is to maximize 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 and net debt. The Company includes within net debt, interest bearing loans and borrowings and interest accrued on borrowings.

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Borrowings including current maturity of long term borrowing (refer note 15A)	11,729	7,810
Interest accrued but not due on borrowings and others (refer note 15C)	114	30
Debt	**11,843**	**7,840**
Equity share capital & other equity	**1,60,067**	**1,59,287**
Total capital employed	**1,71,910**	**1,67,127**
Less: Intangible assets	7,198	6,775
Add: Deferred Tax Liability	288	1,492
Net capital employed	**1,65,000**	**1,61,844**
Gearing ratio	**7.18%**	**4.84%**

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2022 and March 31, 2021.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 31 : Employee benefits

A. Define benefit plan: Gratuity

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Gratuity plan	1,407	1,145
Total	**1,407**	**1,145**
Current	1,407	1,145

The Company has a defined benefit gratuity plan. The gratuity plan is governed by the Payment of Gratuity Act, 1972. Every employee who has completed five years or more of services gets a gratuity on separation at 15 days salary (last drawn salary) for each completed year of service. The gratuity plan is managed through 'HMVL Editorial Employees Gratuity Fund Trust' & 'HMVL Non Editorial and Other Employees Gratuity Fund Trust'. The funds maintained by 'HMVL Editorial Employees Gratuity Fund Trust' & 'HMVL Non Editorial and Other Employees Gratuity Fund Trust' represent plan assets for the Company.

The following tables summarise the components of net benefit expense recognised in the statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

Gratuity plan

Changes in the defined benefit obligation and fair value of plan assets as at March 31, 2022 :

Present value of Obligation

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Opening balance	1,857	1,604
Current service cost	183	166
Interest expense or cost	114	110
Re-measurement (or actuarial) (gain) / loss arising from:		
- change in demographic assumptions	24	63
- change in financial assumptions	169	106
- experience variance (i.e. Actual experience vs assumptions)	(8)	80
Benefits paid	(163)	(328)
Transfer in *	(2)	56
Total	**2,174**	**1,857**

* In relation to transfer of employees from Holding Company and fellow subsidiaries

Fair value of plan assets

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Opening balance	712	618
Investment income	44	42
Employer's contribution	-	-
Benefits paid	-	-
Return on plan assets, excluding amount recognised in net interest expenses	11	52
Total	**767**	**712**

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 31 : Employee benefits (Contd..)

Reconciliation of fair value of plan assets and defined benefit obligation

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Fair value of plan assets at the end of the year	767	712
Defined benefit obligation at the end of the year	2,174	1,857
Amount recognised in provisions (refer note 17)	1,407	1,145

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

₹ Lakhs

Particulars	Defined gratuity Plan	
	March 31, 2022	March 31, 2021
Investment in funds managed by trust	100%	100%

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

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Discount rate (per annum)	6.45%	6.15%
Salary growth rate (per annum)	7%	5%
Withdrawal rate (per annum)		
Up to 30 years	8.0%	13.5%
31 - 44 years	8.0%	13.5%
Above 44 years	8.0%	13.5%

A quantitative sensitivity analysis for significant assumption is as shown below:

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Defined benefit obligation (base)	2,174	1,857

₹ Lakhs

Particulars	March 31, 2021		March 31, 2020	
Assumptions	Decrease	Increase	Decrease	Increase
Discount rate (-/+ 1%)	141	(128)	94	(86)
Salary growth rate (-/+ 1%)	(128)	139	(88)	94
Attrition rate (-/+ 50%)	23	(18)	(24)	10

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

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

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Within the next one year (next annual reporting period)	245	327
More than one year and upto five years	815	974

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 31 : Employee benefits (Contd..)

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
More than five years and upto ten years	1521	946
More than ten years	845	345
Total expected payments	**3426**	**2592**

Average duration of the defined benefit plan obligation

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Weighted average duration	6 years	5 years

B. Defined contribution plan

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Contribution to provident and other funds		
Charged to statement of profit and loss	594	576

C. Leave encashment (unfunded)

The Company recognises the leave encashment expenses in the statement of profit and loss based on actuarial valuation.

The expenses recognised in the statement of profit and loss and the leave encashment liability at the beginning and at the end of the year :

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Liability at the beginning of the year	80	97
Paid during the year	(8)	(31)
Transfer in*	1	5
Provided during the year	(1)	9
Liability at the end of the year	**72**	**80**

* In relation to transfer of employees from holding Company and fellow subsidiaries

Note 32 : Share-based payments

In accordance with the Securities and Exchange Board of India (Share Based Employee benefits) Regulations, 2014 and Ind AS 102 Share-based Payment, the scheme detailed below is managed and administered, compensation benefits in respect of the scheme is assessed and accounted by the company . To have an understanding of the scheme, relevant disclosures are given below.

I. Employee Stock Options (ESOPs) granted by Hindustan Media Ventures Limited for eligible employees of the group.

The Hindustan Times Limited and HT Media Limited (the immediate Parent Company) has given loan to “HT Group company's – Employee Stock Option Trust” which in turn has purchased Equity Shares of HMVL for the purpose of granting Options under the ‘HT Group company's –Employee Stock Option Rules’ (“HT ESOP”), to eligible employees of the group.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 32 : Share-based payments (Contd..)

A. Details of Options granted as on March 31, 2022 are given below:

Type of Arrangement	Date of Grant	Number of options granted	Fair Value on the date of Grant (₹)	Vesting conditions	Weighted average remaining contractual life (in years)	Method of Settlement
Employee Stock Option	September 15, 2007	1,93,782	16.07	¼ of the shares vest each year over a period of four years starting from one year after the date of grant	-	Equity
Employee Stock Option	May 20, 2009	11,936	14.39	¼ of the shares vest each year over a period of four years starting from one year after the date of grant	1.14	Equity
Employee Stock Option	February 4, 2010	1,50,729	87.01	50% on the date of grant and 25% vest each year over a period of 2 years starting from the date of grant	1.14	Equity
Employee Stock Option	March 8, 2010	17,510	56.38	¼ of the shares vest each year over a period of four years starting from one year after the date of grant	1.94	Equity
Employee Stock Option	April 1, 2010	4,545	53.87	¼ of the shares vest each year over a period of four years starting from one year after the date of grant	2.01	Equity
Employee Stock Option	October 25, 2019	2,20,376	34.80	¼ of the shares vest each year over a period of four years starting from one year after the date of grant	11.58	Equity

Weighted average fair value of the options outstanding is ₹ 36.15 per option (Previous Year ₹ 35.72 per option).

B. Summary of activity under the plans is given below :

Particulars	March 31, 2022		March 31, 2021	
	Number of options	Weighted Average Exercise Price(₹)	Number of options	Weighted Average Exercise Price(₹)
Outstanding at the beginning of the year	2,30,186	71.68	2,30,186	71.68
Granted during the year	-	-		
Forfeited during the year	73,461	72.20	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the period	1,56,725	71.44	2,30,186	71.68
Exercisable at the end of the period	83,265	70.76	64,902	70.35
Weighted average remaining contractual life (in years)	10.97		12.17	
Weighted Average fair value* option granted	-		-	

*Fair value is calculated as per the Black Scholes Options Pricing Model.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 32 : Share-based payments (Contd..)

C. The details of exercise price for stock options outstanding at the end of the year ended March 31, 2022 are:

A stock option gives an employee, the right to purchase equity shares of HMVL at a fixed price within a specific period of time. The details of exercise price for stock options outstanding at the end of the year are as under:

	Range of exercise prices	Number of options outstanding	Weighted average remaining contractual life of options (in years)	Weighted average exercise price (₹)
2021-22	₹ 60 to ₹ 72.20	1,56,725	10.97	71.44
2020-21	₹ 1.35 to ₹ 72.20	2,30,186	12.17	71.68

Options granted are exercisable for a maximum period of 14 years after the scheduled grant date as per the Scheme.

HMVL has availed exemption under Ind AS 101 in respect of Share-based payments that had been vested before the transition date. HMVL has elected to avail this exemption and accordingly, vested options as on transition date have been measured at intrinsic value .

The employee compensation cost (accounting charge for the year) during the year calculated using the fair value of stock options is ₹ 6 Lakh (March 31, 2021: ₹ 10 lakhs).

The employee compensation cost (accounting charge for the year) calculated using the intrinsic value of stock options is ₹ NIL (March 31, 2021: ₹ NIL)

II. The fellow subsidiary, Firefly e-Ventures Limited (FEVL) has given Employee Stock Options (ESOPs) to employees of Hindustan Media Ventures Limited (HMVL).

A. Details of these plans are given below:

Employee Stock Options

A stock option gives an employee, the right to purchase equity shares of Firefly e-Ventures Limited at a fixed price within a specific period of time. The grant price (or strike price) for options granted during the financial year 2009-10 shall be Rs10 each per option.

B. Details of stock options granted during the current year and earlier year are as given below:

Type of arrangement	Date of grant	Options granted (nos.)	Fair value on the grant date (₹)	Vesting conditions	Weighted average remaining contractual life in years as at March 31, 2022 (in years)	Method of Settlement
Employee Stock Options	October 16, 2009	2,24,700	4.82	Starts from the date of listing of Firefly e-Ventures Limited as per the following vesting schedule 25% 12 months from the date of grant 25% 24 months from the date of grant 25% 36 months from the date of grant 25% 48 months from the date of grant	- (all options cancelled vide board resolution dated 5 April 2021)	Equity

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 32 : Share-based payments (Contd..)

C. Summary of activity under the plan for the year ended March 31, 2022 and March 31, 2021 are given below:

Particulars	March 31, 2022		March 31, 2021	
	Number of options	Weighted-average exercise price (₹)	Number of options	Weighted-average exercise price (₹)
Outstanding at the beginning of the year	2,24,700	10	2,24,700	10
Options related to employees shifted from Firefly to HTML	-	-	-	-
Granted during the year	-	-	-	-
Forfeited during the year	224700	10	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	-	-	2,24,700	10
Weighted average remaining contractual life (in years)	-		2.55	

Weighted average fair value of the options outstanding is ₹ 4.82 per option. Since no options have been exercised during the period, thus weighted average share price has not been disclosed.

The Company has availed exemption under Ind AS 101 in respect of Share-based payments that had been vested before the transition date. The Company has elected to avail this exemption and accordingly, vested options as on transition date have been measured at intrinsic value .

The employee compensation cost (accounting charge for the year) calculated using the intrinsic value of stock options is ₹ NIL (March 31, 2021: ₹ NIL).

III. The Holding Company, HT Media Limited has given Employee Stock Options (ESOPs) to employees of Hindustan Media Ventures Limited (HMVL).

A. Details of these plans are given below:

Employee stock options

A stock option gives an employee, the right to purchase equity shares of HT Media Limited at a fixed price within a specific period of time.

B. Details of stock options granted during the current year and earlier year are as given below:

Type of arrangement	Date of grant	Options granted (nos.)	Fair value on the grant date (₹)	Vesting conditions*	Weighted average remaining contractual life in years as at March 31, 2022 (in years)
Employee stock options (Method of settlement- equity)	Oct 24, 2019	3,39,888	9.04	Starts from the date of listing of HT Media Limited as per the following vesting schedule	9.57
	Mar 31, 2021	1,81,628	10.62	75% 12 months from the date of grant 25% 24 months from the date of grant	11.00

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 32 : Share-based payments (Contd..)

C. **Summary of activity under the plan for the year ended March 31, 2022 are given below.**

₹ Lakhs

Particulars	31-Mar-22		31-Mar-21	
	Number of options	Weighted-average exercise price (₹)	Number of options	Weighted-average exercise price (₹)
Outstanding at the beginning of the year	5,21,516	20.30	3,39,888	19.80
Granted during the year*	-	-	1,81,628	21.25
Forfeited during the year	-	-	-	-
Exercised during the year	3,39,888	19.80	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	1,81,628	21.25	5,21,516	20.30
Weighted average remaining contractual life (in years)	11.00		11.07	
Weighted average fair value* of options granted during the year	-		10.62	

The employee compensation cost (accounting charge for the year) calculated using the fair value of stock options is ₹ 19 lakhs (Previous year : ₹ 17 Lakhs).

*Fair value is calculated as per the Black Scholes Options Pricing Model.

Assumptions used in Black Scholes Options Pricing Model are as follows :

₹ Lakhs

Particulars	31-Mar-22	31-Mar-21
Risk free interest Rate (per annum)	-	6.37%
Expected life	-	6.625 Years
Expected volatility**	-	43.59%
Dividend yield (per annum)	-	0.87%
Price of the underlining share in market at the time of option grant (₹)	-	21.25
Exercise price (₹)	-	21.25
Fair value (₹)	-	10.62

** Volatility is a measure of the amount by which a price has fluctuated or is expected to fluctuate during a period. The measure of volatility used in the Black-Scholes option-pricing model is the annualized standard deviation of the continuously compounded rates of return on the stock over a period of time.

Note 33 : Commitments and contingencies

(a) Commitments

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Capital commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advances)	1,845	5,142

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 33 : Commitments and contingencies (Contd..)

(b) Contingent liabilities

A. Claims against the company not acknowledged as debts

Particulars	March 31, 2022	March 31, 2021
a) The Company has filed a petition before the Hon'ble Patna High Court against an initial claim for additional contribution of Rs. 73 lacs made by Employees State Insurance Corporation (ESIC) relating to the years 1989-90 to 1999-00. The Company has furnished a bank guarantee amounting to Rs. 13 lacs to ESIC. The Hon'ble High Court had initially stayed the matter and on 18th July 2012 disposed of the Petition with the Order of "No Coercive Step shall be taken against HMVL" with direction to move for ESI Court. Matter is still pending in Lower Court. There is no further progress in the matter during the year. The chances of our loosing in the said matters are remote.	73	73
b) The Company has filed a petition before the Hon'ble Patna High Court against the demand of Rs.10 lacs (including interest) for short payment of ESI dues pertaining to the years from 2001 to 2005. The Hon'ble High Court had initially stayed the matter and on 18th July 2012 disposed of the Petition with the Order of "No Coercive Step shall be taken against HMVL" with direction to move for ESI Court. Matter is still pending in Lower Court. There is no further progress in the matter during the year. The chances of our loosing in the said matters are remote.	10	10

B. During the current year and as in the previous financial year, the management has received several claims from employees regarding the benefits of Majithia Wage Board recommendations. However, all such claims/ recovery order(s) issued by ALC/ DLC office are generally either stayed by the respective Hon'ble High Court(s) or are pending before the respective Labour Courts.

Based on management assessment and current status of the above matter, the management is confident that no provision is required in the financial statements as on March 31, 2022.

C. In respect of income tax demand under dispute ₹ 578 Lakhs (previous year ₹ 780 Lakhs) against the same the Company has paid tax under protest of ₹ 563 Lakhs (previous year ₹ 112 Lakhs). The tax demand are mainly on account of disallowances of expenses claimed by the Company under the Income Tax Act. The company is contesting the demands before the appropriate appellate authorities and the management believes that Company's tax positions are likely to be upheld by such authorities. No tax expenses have been accrued in the financial statements for these tax demands.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 34 : Related party transactions

i) List of related parties and relationships:-

Name of related parties where control exists whether transactions have occurred or not.	HT Media Limited (Holding Company or Parent Company)
	The Hindustan Times Limited #
	Earthstone Holding (Two) Private Limited## (Ultimate controlling party is the Promoter Group)
Subsidiary (with whom transactions have occurred during the year)	HT Noida (Company) Limited
Joint Venture (with whom transactions have occurred during the year)	HT Content Studio LLP
Fellow Subsidiaries (with whom transactions have occurred during the year)	Next Radio Limited
	HT Mobile Solutions Limited
	HT Overseas Pte. Ltd.
	Digicontent Limited
	Mosaic Media Ventures Private Limited (w.e.f December 02, 2020)
	HT Digital Streams Limited
Key Management Personnel (with whom transactions have occurred during the year)	Mr. Shamit Bhartia (Managing Director upto 3rd February, 2022 and appointed as Non-Executive Director thereafter)
	Mr. Praveen Someshwar (Managing Director)
	Mr. Ashwani Windlass (Non-Executive Independent Director)
	Ms. Savitri Kunadi (Non-Executive Independent Director)
	Mr. Ajay Relan (deceased and ceased to be Non- Executive Independent Director on October 1, 2021)
	Mr. Sameer Singh (appointed as Independent Director w.e.f. December 28, 2021)
Relatives of Key Management Personnel (with whom transactions have occurred during the year)	Mrs. Tripti Someshwar (Relative of Mr. Praveen Someshwar)

The Hindustan Times Limited (HTL) does not hold any direct investment in the Company. However, HTL's subsidiary HT Media Limited holds shares in the Company.

Earthstone Holding (Two) Private Limited (formerly known as Earthstone Holding (Two) Limited) is the holding Company of The Hindustan Times Limited .

ii) Transactions with related parties

Refer note 34 A

iii) Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash (other than Inter-Corporate Deposits) . There have been no guarantees provided or received for any related party receivables or payables.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 34A Transactions during the year with related parties (refer note A)

₹ Lakhs

Particulars	Holding Company		Subsidiary		Joint Venture		Fellow Subsidiaries		Key Managerial Personnel(KMP) (refer note B)		Relatives of Key Management Personnel (KMP's)		Total	
	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21
REVENUE TRANSACTIONS														
INCOME														
Jobwork revenue	238	233	-	-	-	-	-	-	-	-	-	-	238	233
Sale of advertisement space in publication	60	161	-	-	-	-	18	55	-	-	-	-	78	216
Sale of newspaper for circulation	1,714	1,391	-	-	-	-	-	-	-	-	-	-	1,714	1,391
Infrastructure support services (seats) given	10	18	-	-	-	-	429	691	-	-	-	-	439	709
Media marketing commission & collection charges received	31	69	-	-	-	-	3	2	-	-	-	-	34	71
Rent received	29	29	-	-	-	-	-	-	-	-	-	-	29	29
Interest income on inter corporate loan	-	-	195	121	-	-	85	785	-	-	-	-	280	906
Share of revenue received on joint sale	53	126	-	-	-	-	11	-	-	-	-	-	64	126
Income under cost contribution arrangement	265	-	-	-	-	-	179	-	-	-	-	-	444	-
EXPENSE														
Purchase of stores & spares material	-	11	-		-	-	-	-	-	-	-	-	-	11
Printing / service charges paid	1,759	1,386	-	-	-	-	-	-	-	-	-	-	1,759	1,386
Share of revenue given on joint sales	68	51	-	-	-	-	14	3	-	-	-	-	82	54
Advertisement expenses	17	6	-	-	-	-	45	143	-	-	-	-	62	149
Purchase of newspaper for circulation	182	184	-	-	-	-	-	-	-	-	-	-	182	184
Infrastructure support services (seats) taken	56	127	-	-	-	-	-	-	-	-	-	-	56	127
Media marketing commission & collection charges paid	91	319	-	-	-	-	-	-	-	-	-	-	91	319
Rent and maintenance charges	1,348	1,170	-	-	-	-	-	-	-	-	-	-	1,348	1,170
Remuneration paid to key managerial personnel	-	-	-	-	-	-	-	-	700	840	-	-	700	840
Non executive director's sitting fee and commission	-	-	-	-	-	-	-	-	36	25	-	-	36	25
Fee for newsprint procurement support services	-	-	-	-	-	-	10	37	-	-	-	-	10	37
News content procurement fees	-	-	-	-	-	-	5,225	4,979	-	-	-	-	5,225	4,979
Expense under cost contribution arrangement	-	-	-	-	-	-	6	-	-	-		-	6	-
Payment of car lease	-	-	-	-	-	-	-	-	-	-	20	20	20	20

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 34A Transactions during the year with related parties (refer note A) (Contd..)

₹ Lakhs

Particulars	Holding Company		Subsidiary		Joint Venture		Fellow Subsidiaries		Key Managerial Personnel(KMP) (refer note B)		Relatives of Key Management Personnel (KMP's)		Total	
	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21
OTHERS														
Reimbursement of expenses incurred on behalf of the company by parties	96	209	-	-	22	-	19	1	-	-	-	-	137	210
Reimbursement of expenses incurred on behalf of the parties by company	10	46	-	-	-	-	23	-	-	-	-	-	33	46
Inter corporate deposit given by the company	-	-	155	1,770	-	-	-	1,950	-	-	-	-	155	3,720
Inter corporate deposit refunded back to the company	-	-	299	-	-	-	3,005	4,995	-	-	-	-	3,304	4,995
Material given on loan taken and subsequently received back	142	5	-	-	-	-	-	-	-	-	-	-	142	5
Security deposit paid	12	48	-	-	-	-	-	-	-	-	-	-	12	48
Security Deposit Received and subsequently refunded back against Material on loan	150		-	-	-	-	-	-	-	-	-	-	150	-
Security Deposit Received	-	72	-	-	-	-	-	-	-	-	-	-	-	72
Security Deposit Received - Refunded Back	180	-	-	-	-	-	-	-	-	-	-	-	180	-
Investment made in shares/capital contribution			-	1,600	175	276	-	-	-	-	-	-	175	1,876
BALANCE OUTSTANDING														
Investment in shares/ investment in form of capital contribution	-	-	1,605	1,605	775	600	-	-	-	-	-	-	2,380	2,205
Trade and other receivables	788	738	-	-	-*	-	5	29	-	-	-	-	793	767
Trade and other payables	326	626	-	-	10	-	709	1,056	4	-	2	2	1,051	1,684
Inter corporate deposit given & interest accrued on it	-	-	1,640	1,785	-	-	-	3,268	-	-	-	-	1,640	5,053
Security deposits paid by the company (undiscounted value)	1,506	1,494	-	-	-	-	-	-	-	-	-	-	1,506	1,494
Security deposits received by the company	467	647	-	-	-	-	-	-	-	-	-	-	467	647

* ₹ less than 50,000/- has been rounded off to Nil.

Note A -The transactions above do not include gst, service tax, vat etc.

Note B - 'Key Management Personnel and Relatives of Promoters who are under the employment of the Company are entitled to post-employment benefits and other long term employee benefits recognised as per Ind-AS 19 - 'Employee Benefits' in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above. Accordingly, the above mentioned payment is in the nature of short term employee benefits.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 35 : Segment information

As per Ind AS 108 - Operating Segments, the Company has only one reportable Operating Segment viz. Printing & Publishing of Newspaper & Periodicals. The financial information of the same is appearing in Consolidated Financial Statements.

The Chief Operating Decision Maker (CODM) of the Company monitors the operating results of the above-mentioned business unit for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the consolidated financial statements. Also, the Company's financing (including finance costs and finance income) and income taxes are managed on a Company basis and are not allocated to operating segments.

Geographical revenue is allocated based on the location of the customers. The Company sells its products mostly within India with insignificant export income and does not have any operations in economic environments with different risks and returns and hence, it has been considered as to be operating in a single geographical location.

Information about major customers:

No single customer represents 10% or more of the Company's total revenue during the year ended March 31, 2022 and March 31, 2021.

Note 36 : Hedging activities and derivatives

Derivatives not designated as hedging instruments

The company uses foreign exchange forward contracts, to manage its foreign currency exposures other than ECB Loan. These contracts are not designated as cash flow hedges and are entered into for periods consistent with underlying transactions exposure.

Derivatives designated as hedging instruments

The Company has taken USD 100 Lakhs ECB Loan with floating rate of interest. The Company has taken Call Spread option to mitigate foreign currency risk in relation to repayment of principal amount of USD 100 Lakhs and Interest Rate Swap (Floating to Fixed) to mitigate interest rate risk. The Company designates (Cash Flow Hedge):

- Intrinsic Value of Call Spread option to hedge foreign currency risk for repayment of Principal Amount in relation to ECB Loan availed in USD.
- Interest Rate Swap (Floating to Fixed) to hedge interest rate risk in respect of Floating rate of interest in relation to ECB Loan.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 36 : Hedging activities and derivatives (Contd..)

For year ended 31 March 2022

Disclosure of effects of hedge accounting on financial position:

Type of hedge and risks	Nominal value (Notional amount being used to calculate payments made on hedge instrument)	Carrying amount of hedging instrument		Line item in balance sheet that includes hedging instrument	Maturity	Hedge ratio	Average strike rate of hedging instrument
		Assets in ₹ Lakhs	Liabilities in ₹ Lakhs				
Cash flow hedge							
Foreign exchange risk							
Foreign currency options	USD 100 Lakhs (O/s USD 37.5 Lakhs)	313	-	Financial Asset at FVOCI (refer note 6D)	31 May 2018 to 31 May 2023	1:1	71.62
							Fixed Interest rate
Interest rate risk							
Interest rate swap	USD 100 Lakhs (O/s USD 37.5 Lakhs)	-	32	Financial Liability at FVTPL (refer note 15C)	31 May 2018 to 31 May 2023	1:1	3.66%

₹ Lakhs

Type of hedge and risks	Changes in fair value of hedging instrument recognised in OCI	Hedge ineffectiveness recognised in profit or (loss)	Line item in statement of profit and loss that includes recognised hedge ineffectiveness	Amount reclassified from cash flow hedging reserve to profit or loss	Line item affected in statement of profit and loss because of the reclassification	Cost of Hedging recognised in OCI	Amount reclassified from cost of hedging reserve to profit or loss	Line item affected in statement of profit and loss because of the reclassification
Cash flow hedge								
Foreign exchange risk								
Foreign currency options	(39)	(2)	Foreign Exchange Loss	(39)	Foreign Exchange Loss	99	88	Interest Cost
Interest rate risk								
Interest rate swap	130							

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 36 : Hedging activities and derivatives (Contd..)

For year ended 31 March 2021

Disclosure of effects of hedge accounting on financial position:

Type of hedge and risks	Nominal value (Notional amount being used to calculate payments made on hedge instrument)	Carrying amount of hedging instrument		Line item in balance sheet that includes hedging instrument	Maturity	Hedge ratio	Average strike rate of hedging instrument
		Assets in ₹ Lakhs	Liabilities in ₹ Lakhs				
Cash flow hedge							
Foreign exchange risk							
Foreign currency options	USD 100 Lakhs (O/s USD 62.5 Lakhs)	352		Financial Asset at FVOCI (refer note 6D)	31 May 2018 to 31 May 2023	1:1	70.28
							Fixed Interest rate
Interest rate risk							
Interest rate swap	USD 100 Lakhs (O/s USD 62.5 Lakhs)		162	Financial Liability at FVTPL (refer note 15C)	31 May 2018 to 31 May 2023	1:1	3.66%

₹ Lakhs

Type of hedge and risks	Changes in fair value of hedging instrument recognised in OCI	Hedge ineffectiveness recognised in profit or (loss)	Line item in statement of profit and loss that includes recognised hedge ineffectiveness	Amount reclassified from cash flow hedging reserve to profit or loss	Line item affected in statement of profit and loss because of the reclassification	Cost of Hedging recognised in OCI	Amount reclassified from cost of hedging reserve to profit or loss	Line item affected in statement of profit and loss because of the reclassification
Cash flow hedge								
Foreign exchange risk								
Foreign currency options	268	88	Foreign Exchange Loss	268	Foreign Exchange Loss	104	133	Finance Cost
Interest rate risk								
Interest rate swap	124							

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 36 : Hedging activities and derivatives (Contd..)

Movements in cash flow hedging reserve :

₹ Lakhs

Risk category	Foreign currency risk	Interest rate risk	Total
Derivative instruments	**Foreign currency options**	**Interest rate swaps**	
Cash flow hedging reserve			
As at April 1, 2020 (after tax)	-	(186)	(186)
Add: Changes in intrinsic value of foreign currency options	(268)	-	(268)
Add: Changes in fair value of interest rate swaps	-	124	124
Less: Amounts reclassified to profit or loss	268	-	268
As at March 31, 2021 (before tax)	-	(62)	(62)
Less: Deferred tax relating to FY 19-20	-	43	43
As at March 31, 2021 (after tax)	-	(105)	(105)
Add: Changes in intrinsic value of foreign currency options	(39)	-	(39)
Add: Changes in fair value of interest rate swaps	-	130	130
Less: Amounts reclassified to profit or loss	39	-	39
As at March 31, 2022 (before tax)	-	25	25
Less: Deferred tax relating to FY 20-21	-	33	33
As at March 31, 2022 (after tax)	-	(8)	(8)

Movements in costs of hedging reserve :

₹ Lakhs

	Foreign currency risk
	Foreign currency options
Costs of hedging reserve	
As at April 1, 2020 (after tax)	(178)
Add: Deferred costs of hedging-transaction related- Deferred time value of foreign currency option contracts	104
Add: Amount reclassified from cost of hedging reserve to profit or loss	133
As at March 31, 2021 (before tax)	59
Less: Deferred tax relating to FY 20-21	83
As at March 31, 2021 (after tax)	(24)
Add: Deferred costs of hedging-transaction related- Deferred time value of foreign currency option contracts	(99)
Add: Amount reclassified from cost of hedging reserve to profit or loss	88
As at March 31, 2022 (before tax)	(35)
Less: Deferred tax relating to FY 21-22	(3)
As at March 31, 2022 (after tax)	(32)

Hedge Effectiveness

Hedge effectiveness is determined at the inception of the hedge relationship, and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and hedging instrument.

The Company enters into hedge relationships where the critical terms of the hedging instrument match exactly with the terms of the hedged item. The Company performs a qualitative assessment of effectiveness. As all critical terms matched during the year, the economic relationship was 100% effective.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 37 : Fair values

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments:

₹ Lakhs

Particulars	Carrying value		Fair value		Fair Value measurement hierarchy level
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	
Financial assets measured at Amortised Cost					
Loans (refer note 6C)	1,626	4,775	1,626	4,775	Level 2
Security deposit (refer note 6D)	1,867	1,784	1,867	1,784	Level 2
Margin money (held as security in form of fixed deposit) [refer note 6D]	22	21	22	21	Level 2
Financial assets measured at fair value through other comprehensive income					
Forex derivative contract (designated as hedge) (refer note 6D)	313	352	313	352	Level 2
Investment in equity instruments and warrants (refer note 6B)	7,504	-	7,504	-	Level 3
Investment in equity instruments and warrants (refer note 6B)	8,152	-	8,152	-	Level 2
Financial assets measured at fair value through profit and loss					
Investment in equity instruments and awarrants (refer note 6B)	1,821	2,698	1,821	2,698	Level 3
Investment in preference securities (refer note 6B)	3,863	11,008	3,863	11,008	Level 3
Investment in preference securities (refer note 6B)	910	5,151	910	5,151	Level 2
Investment in debt instruments (refer note 6B)	232	-	232	-	Level 3
Investment in mutual funds including (refer note 6B)	1,24,462	1,20,611	1,24,462	1,20,611	Level 1
Investment in Market Linked Debentures and Perpetual Bonds (refer note 6B)	4,453	2,123	4,453	2,123	Level 1
Financial Liabilities measured at Amortised Cost					
ECB Loan from Bank including current maturity of long term borrowing (refer note 15A)	2,842	4,569	2,842	4,569	Level 2
Liability-Premium Call Option including current portion (refer note 15C)	53	143	53	143	Level 2
Financial Liabilities measured at fair value through profit and loss					
Derivative Liability-IRS (refer note 15C)	32	162	32	162	Level 2

The management assessed that fair value of trade receivables, cash and cash equivalents, loans, other bank balances, other current non- derivative financial assets, short- term borrowings, trade payables, lease liabilities and other current non- derivative financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 37 : Fair values (Contd..)

- The fair values of Long term interest-bearing borrowings are determined by using Discounted Cash Flow(DCF) method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The own non performance risk was assessed to be insignificant.
- The fair values of the investment in unquoted equity/preference/debt instruments have been estimated using a Discounted Cash Flow (DCF) model and/or comparable investment price such as last round of funding made in the investee Company. The valuation requires management to make certain assumptions about the model inputs, including forecast cash flows, discount rate, credit risk and volatility. The probabilities of the various estimates within the range can be reasonably assessed and are used in management's estimate of fair value for these unquoted investments.
- The Company has investment in quoted mutual funds being valued at Net Asset value.
- Investments in quoted market linked debentures/ Perpetual Bonds being valued basis CRISIL valuation report on their website.
- Fixed bank deposits with more than 12 months maturity have been derived basis the interest accrued on fixed deposits upto the balance sheet date.
- The Company invests in quoted equity shares valued at closing price of stock on recognized stock exchange.
- The Company enters into derivative financial instruments such as foreign exchange forward contracts, call option spreads, interest rate swaps etc. being valued using valuation techniques, which employs the use of market observable inputs. The company uses Mark to Market valuation provided by Bank for valuation of these derivative contracts.
- The loans given/security deposits paid are evaluated by the company based on parameters such as interest rate, risk factors, risk characteristics and individual credit-worthiness of the counterparty. Based on this evaluation, allowances are taken into account for the expected losses.

The significant unobservable inputs used in the fair value measurement categorised within Level 3 of the fair value hierarchy together with a quantitative sensitivity analysis as at March 31, 2022 and March 31, 2021 are as shown below:

Description of significant unobservable inputs to valuation as at March 31, 2022:

Particulars	Valuation technique	Significant unobservable inputs	Range (weighted average)	Increase to fair value (₹ lakhs)	Decrease to fair value (₹ Lakhs)
Investment in equity/ convertible instruments at Level 3*	Option Pricing Model	EV/Revenue/ EBITDA Multiple (+/- 5%)	1.44x-13.74x	417	(415)
		Volatility (+/- 5%)	21-55%	(105)	60
		Terminal growth rate (+/- 1%)	2-4%	75	(68)
		Discount for lack of marketability (+/- 5%)	3.6-26.7%	(841)	794
		Weighted average cost of capital (+/- 1%)	16-50%	(129)	144

*The sensitivity analysis disclosures in relation to certain equity instruments and preference shares investments classified at FVTPL is not been disclosed since the management believes that there is no movement in the fair value on the reporting date.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 37 : Fair values (Contd..)

Description of significant unobservable inputs to valuation as at March 31, 2021:

Particulars	Valuation technique	Significant unobservable inputs	Range (weighted average)	Increase to fair value (₹ lakhs)	Decrease to fair value (₹ Lakhs)
Investment in equity/ convertible instruments at Level 3*	Option Pricing Model	EV/Revenue Multiple (+/- 5%)	8.5x-9x	84	(81)
		Volatility (+/- 5%)	25.5%- 54%	175	(176)
		Terminal growth rate (+/- 1%)	2%-5%	110	(91)
		Discount for lack of marketability (+/- 5%)	15%- 20%	(93)	94
		Weighted average cost of capital (+/- 1%)	11.75%- 40%	(192)	224

*The sensitivity analysis disclosures in relation to certain equity instruments and preference shares investments classified at FVTPL is not been disclosed since the management believes that there is no movement in the fair value on the reporting date.

Reconciliation of fair value measurement of investments (Level III) :

₹ Lakhs

Particulars	Total
As at April 1, 2020	3,191
Purchases	11,446
Impact of fair value movement	(931)
As at March 31, 2021	**13,706**
Purchases	10,375
Sale	(585)
Impact of fair value movement (FVTPL)	(3,618)
Impact of fair value movement (FVTOCI)	(5,859)
Transfers from Level 3 to Level 2	(599)
As at March 31, 2022	**13,420**

Note 38: Financial risk management objectives and policies

The company's principal financial liabilities, other than derivatives, comprise loans and borrowings and trade & other payables. The main purpose of these financial liabilities is to finance the company's operations and to support its operations. The company's principal financial assets, other than derivatives comprise investments, loans given, trade and other receivables and cash and cash equivalents that derive directly from its operations. The company also enters into foreign exchange derivative transactions.

The company is exposed to market risk, credit risk and liquidity risk. The company's senior management oversees the mitigation of these risks. 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 foreign exchange derivatives for speculative purposes will be undertaken. The policies for managing each of these risks, which are summarised below:-

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 38: Financial risk management objectives and policies (Contd..)

1) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and equity price risk. Financial instruments affected by market risk include loans and borrowings, deposits and derivative financial instruments.

The sensitivity analysis in the following sections relate to the position as at March 31, 2022 and March 31, 2021.

The analysis exclude the impact of movements in market variables on: the carrying values of gratuity and other post-employment obligations and provisions.

The sensitivity of the relevant profit and loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2022 and March 31, 2021.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The companies exposure to the risk of changes in market interest rates relates primarily to the ECB Borrowings with floating interest rates.

The Company manages interest rate risk by taking interest rate swap (floating to fixed). Refer note 36 for details.

The Sensitivity Analysis for impact on OCI in relation to interest rate swap for year ended 31 March 2022 and 2021 :

Particulars	MTM Valuation		Impact on OCI (₹ Lakhs)			
			March 31, 2022		March 31, 2021	
Interest rate swap	10%	-10%	13	(13)	12	(12)

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company's exposure to the risk of changes in foreign exchange rates relates primarily to the company's operating activities (when revenue or expense is denominated in a foreign currency), investments & borrowing in foreign currency etc.

The company manages its foreign currency risk by hedging foreign currency transactions with forward covers and option contracts, if required. These transactions generally relate to purchase of imported newsprint & borrowings in foreign currency.

When a derivative is entered into for the purpose of being a hedge, the company negotiates the terms of those derivatives to match the terms of the underlying exposure.

Foreign currency sensitivity- Unhedged Foreign Currency Exposure

The following tables demonstrate the sensitivity to a reasonably possible change in exchange rates, with all other variables held constant. The impact on the company's profit before tax is due to changes in the fair value of monetary assets and liabilities.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 38: Financial risk management objectives and policies (Contd..)

Particulars	Outstanding Balances (Foreign Currency lakhs)		Change in Foreign Currency rate		Effect on profit before tax (₹ Lakhs)	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Change in USD rate						
Trade Payables	-	22	+/(-) 1%	+/(-) 1%	-	16
Buyer's credit	1	27	+/(-) 1%	+/(-) 1%	1	20
Interest Payable	-	1	+/(-) 1%	+/(-) 1%	-	-
Change in GBP rate						
Investments	6	-	+/(-) 1%	+/(-) 1%	6	-

(iii) Equity/Preference price risk

The company's listed and non-listed equity/preference securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Company manages the equity/preference price risk through diversification and by placing limits on individual and total equity/preference instruments. Reports on the equity/preference portfolio are submitted to the company's senior management on a regular basis. The company's Investment Committee approves all equity/preference investment decisions.

2) 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.

Trade receivables and Other Financial Assets at amortised cost

An impairment analysis is performed at each reporting date on an individual basis for major clients. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 10A and 6D. The Company does not hold collateral as security other than secured trade receivables (refer Note 10A)

The Company evaluates the concentration of risk with respect to trade receivables and contract assets as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the company's policy. Investments of surplus funds are made as per guidelines and within limits approved by Board of Directors. Board of Directors/ Management reviews and update guidelines, time to time as per requirement. The guidelines are set to minimize the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

Liquidity risk

The Company monitors its risk of a shortage of funds using a liquidity mechanism.

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of Bank loans & liquid MF Investments.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 38: Financial risk management objectives and policies (Contd..)

92% of the Company's borrowings will mature in less than one year at March 31, 2022 (March 31, 2021: 65%) based on the carrying value of borrowings reflected in the financial statements.

The Company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Company has access to a sufficient variety of sources of funding i.e. investments / Bank limits for Borrowing/ cash accrual from Operation and debt maturing within 12 months can be paid/ rolled over with existing lenders.

The Company has positive working capital position and positive Net Assets position as on 31 March, 2022. Accordingly, no liquidity risk is perceived. The Company has available undrawn borrowing facilities of ₹ 39,707 lakhs as at 31 March, 2022 (March 31, 2021: ₹ 34,584 lakhs).

The table below summarizes the maturity profile of the Company's financial liabilities:

₹ Lakhs

Particulars	With in 1 year	More than 1 years	Total
As at March 31, 2022			
Borrowings (refer note 15A)	10,782	947	11,729
Lease liabilities (refer note 15D)	86	186	272
Trade and other payables (refer note 15B)	7,970	-	7,970
Other financial liabilities (refer note 15C)	34,475	17	34,492
As at March 31, 2021			
Borrowings (refer note 15A)	5,069	2,741	7,810
Lease liabilities (refer note 15D)	720	246	966
Trade and other payables (refer note 15B)	9,646	-	9,646
Other financial liabilities (refer note 15C)	27,791	149	27,940

Collateral

The Company has pledged part of its Investment in Mutual Funds in order to fulfill the collateral requirements for Borrowing. At March 31, 2022 and March 31, 2021, the invested values of the Investment in Mutual Funds pledged were ₹ 11,057 Lakhs Fair value [Original cost: ₹ 9,281 Lakhs] and ₹ 19,818 Lakhs Fair value [Original cost: ₹ 16,103 Lakhs] respectively. The counterparties have an obligation to return the securities to the company and the company has an obligation to repay the borrowing to the counterparties upon maturity/ Due Date / mutual agreement. There are no other significant terms and conditions associated with the use of collateral securities except pledge given against outstanding Bank facilities (details are provided in borrowing note, refer note 15 A).

Note 39 : Standards issued but not yet effective

On 23 March 2022, the Ministry of Corporate Affairs (MCA) issued certain amendments and annual improvements to Ind AS. These amendments are applicable for accounting periods beginning on or after 1 April 2022.

Amendment to Ind AS 103

Reference of Conceptual Framework for Financial Reporting under Ind AS has been given for definition of assets and liabilities.

The application of this amendment is not expected to have a material impact on the Company’s financial statements.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 39 : Standards issued but not yet effective (Contd..)

Amendment to Ind AS 16

Sale of items produced in the process of making PPE available for its intended use: Sale proceeds of such items would be deducted from the cost of PPE before its intended use.

The application of this amendment is not expected to have a material impact on the Company's financial statements.

Amendment to Ind AS 37

Cost to fulfil a contract: Include both:

(a) incremental costs—for example, direct labour and materials; and

(b) an allocation of other direct— for example, an allocation of the depreciation charge for an item of PPE used in fulfilling the contract

The application of this amendment is not expected to have a material impact on the Company's financial statements.

Amendment to Ind AS 101

Where a subsidiary adopts Ind AS later than its parent entity and applies Ind AS 101. D16(a), it is permitted to measure cumulative translation differences for all foreign operations at amounts included in CFS of parent's date of transition.

This amendment is not applicable to the Company.

Amendment to Ind AS 109

While performing the '10 per cent test' for derecognition of financial liabilities, borrower includes only fees paid or received between borrower and lender directly or on behalf of the other's behalf.

The application of this amendment is not expected to have a material impact on the Company's financial statements.

Amendment to Ind AS 41

Aligns the fair value measurement requirement in Ind AS 41 with those in Ind AS 113, Fair Value Measurement.

This amendment is not applicable to the Company.

Note 40: Based on the information available with the Company, Details of dues to Micro and Small Enterprises as defined under the MSMED Act, 2006

₹ Lakhs

Particulars	As at March 31, 2022	As at March 31, 2021
Principal Amount	622	408
Interest due thereon at the end of the accounting year	-	-
The amount of interest paid by the buyer in terms of Section 16, of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 40: Based on the information available with the Company, Details of dues to Micro and Small Enterprises as defined under the MSMED Act, 2006 (Contd..)

₹ Lakhs

Particulars	As at March 31, 2022	As at March 31, 2021
The amount of interest due and payable for the year for delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year	-	1
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of MSMED Act, 2006.	-	-

Note 41 : Details of CSR Expenditure

Pursuant to the applicability of CSR (Corporate Social Responsibility) provisions of the Companies Act, 2013 the Company has made the requisite expenditure towards CSR as per details below :

₹ Lakhs

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
(a) Gross amount required to be spent by the company during the year	68	181
(b) Amount approved by the Board to be spent during the year	68	182
(c) Amount spent during the year on:		
(i) Construction / acquisition of any asset	-	-
(ii) On purposes other than (i) above	68	182
(d) Amount carried forward from previous year for setting off in the current year	1	-
(e) Excess amount spend during the year carried forward to subsequent year	-	1

(f) The company has spent excess amount and details of the same are as follows:-

₹ Lakhs

Financial Year	Opening Balance	Amount required to be spent during the year	Amount spent during the year	Balance not carried forward to next year	Balance carried forward to next year
2021-22	1	68	68		1
2020-21	-	181	182	-	1

(g) Details of amount spent during the year ended March 31, 2022:

CSR Project or activity identified	Amount spent/ contributed on the projects or programs (₹ Lakhs)	Amount spent : Direct or through implementing agency
Integrated and Transformational Village Development -Rural	6	Direct contribution
Healthy Hindustan - Preventive Health Camps	56	Direct contribution
COVID-19	6	Direct contribution
Total	**68**	

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 41 : Details of CSR Expenditure (Contd..)

(h) Details of amount spent during the year ended March 31, 2021:

CSR Project or activity identified	Amount spent/ contributed on the projects or programs (₹ Lakhs)	Amount spent : Direct or through implementing agency
Integrated and Transformational Village Development -Rural	12	Direct contribution
Healthy Hindustan - Preventive Health Camps	100	Direct contribution
Hindustan E-Olympiad	17	Direct contribution
COVID-19*	51	Direct contribution
THub Digital Innovation	20	Direct contribution
Total	**200**	

*The shortfall in amount spent in year ended March 31, 2020 amounting to ₹ 18 lakhs was related to COVID-19. This amount has been spent in year ended March 31, 2021.

Note 42: Details of loans and advances to subsidiaries, associates and firm/companies in which directors are interested (as required by Regulation 34(3) of (Listing Obligations and Disclosure Requirements) Regulations, 2015)

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Loans and advances to subsidiaries		
1) Next Radio Limited (Fellow subsidiary)		
- Maximum amount due at any time during the year (including accrued Interest)	3,316	9,011
- Closing balance at the end of the year	-	3,268
2) HT Noida Company Limited (subsidiary)		
- Maximum amount due at any time during the year (including accrued Interest)	1,942	1,785
- Closing balance at the end of the year	1,640	1,785

Note 43: Leases

Leases as Lessee

The Company has taken various residential, office and godown premises under lease arrangements.

i) The details of the right-of-use asset held by the Company is as follows:

₹ Lakhs

Particulars	Leasehold Land	Leasehold Vehicle	Buildings	Total
Balance at 1 April 2020	3,543	47	2,372	5,962
Reclassification to non current assets held for sale (refer note 44)	(74)	-	-	(74)
Additions to right-of-use assets			50	50
Derecognition of right-of-use assets	-		(428)	(428)
Depreciation charge for the year	(44)	(17)	(851)	(912)
Balance at 31 March 2021	**3,425**	**30**	**1,143**	**4,598**

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 43: Leases (Contd..)

₹ Lakhs

Particulars	Leasehold Land	Leasehold Vehicle	Buildings	Total
Additions to right-of-use assets	-	-	129	129
Depreciation charge for the year	(44)	(17)	(798)	(859)
Balance at 31 March 2022	**3,381**	**13**	**474**	**3,868**

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

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Balance at 1 April	966	2,174
Additions	129	50
Derecognition	-	(465)
Accretion of interest	39	79
Pre payments (considered below for cashflow)	(259)	(259)
Payments- principal (considered below for cashflow)	(564)	(534)
Payments- interest	(39)	(79)
Balance at 31 March	**272**	**966**
Current	**86**	**720**
Non- Current	**186**	**246**

The maturity analysis of lease liabilities are disclosed in Note 38.

iii) **Amounts recognised in profit or loss:**

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Interest on lease liabilities	39	79
Depreciation expense of right-of-use assets	859	912
Expenses relating to short-term leases (refer Note 26)	530	633

iv) **Amounts recognised in statement of cash flows:**

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Total cash outflow for leases	(823)	(793)

i) Operating lease

The Company has entered into operating leases on its Property, Plant and Equipment (Refer Note 3) and Investment Property (refer note 4).

Rental income recognised by the Company during 2021-22 is ₹ 544 Lakhs (Previous year ₹ 805 Lakhs) (refer note 20).

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 43: Leases (Contd..)

The following table sets out a maturity analysis of lease payments (under non cancellable operating leases), showing the undiscounted lease payments to be received after the reporting date-

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Less than one year	7	27
One to two years	-	28
Two to three years	-	27
Three to four years	-	-
Four to five years	-	-
More than five years	-	-
Total	**7**	**83**

Note 44 : Non-current assets held for sale

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Land Freehold [Reclassification from Property, Plant and Equipment (refer note 3)]	68	68
Buildings [Reclassification from Property, Plant and Equipment (refer note 3)]	725	797
Leasehold Land [Reclassification from Right-of-use asset (refer note 43)]	74	74
Plant and Machinery [Reclassification from Property, Plant and Equipment (refer note 3)]	101	-
Total	**968**	**939**

As at September 2020, certain Land and Building was classified as “Non- current assets held for sale” due to outsourcing of printing work at certain units. Though the Company has been unable to sell this asset as on March 31, 2022 due to certain circumstances that were previously considered unlikely, the Company remains committed to its plan to sell the same. The Company is seeking Board’s approval for selling one of the unit in near future.

This asset is being measured at the lower of its carrying amount and fair value less costs to sell. Impairment of ₹ 72 Lakhs (Previous year ₹ 7 Lakhs) is recognized under the head "Loss on sale of property, plant and equipment (includes impairment of property, plant and equipment)"

As at January 31, 2022, certain Plant and Machinery pertaining to unit where printing work has been outsourced, has been classified as “Non- current assets held for sale”. Disposal is expected within one year of classification as held for sale. Impairment of ₹ 7 Lakhs has been recognized during the current year categorized under the head "Loss on sale of property, plant and equipment (includes impairment of property, plant and equipment)".

"Non-current assets held for sale" are being presented as part of "Printing and publishing of newspaper and periodicals" segment as part of Segment information in accordance with Ind AS 108 Operating Segments.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 45 : Disclosure required under section 186(4) of the Companies Act, 2013

Included in loans and advances and loan to subsidiary the particulars of which are disclosed in below as required by Sec 186(4) of Companies Act 2013:

₹ Lakhs

Name of the Loanee	Rate of Interest	Due Date	Secured/ Unsecured	Purpose of Loan	March 31, 2022	March 31, 2021
Next Radio Limited (fellow subsidiary)	10% p.a. compounded annually	36 months from the date of disbursement	Unsecured	To meet the business requirements/ repayment of existing bank loans and/or for general corporate purposes	-	3,005
HT Noida Company Limited (subsidiary)	10.5% p.a. payable monthly	10 years from the date of disbursement	Unsecured	To invest in a commercial real estate project	1,626	1,770

Note 46 : Management has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amount of property, plant and equipment, intangible assets, investment properties, inventories, receivables, other financial and non-financial assets of the Company. In developing the assumptions relating to the possible future uncertainties because of this pandemic, the Company, as at the date of adoption of these standalone financial statements has used internal and external sources of information. The Company has performed sensitivity analysis on the assumptions used, to the extent applicable and based on current factors estimated that the carrying amount of above mentioned assets as at 31 March 2022 will be recovered. Given the uncertainties associated with nature, condition and duration of COVID-19, the impact assessment on the Company's financial statements will be continuously made and provided for as required.

Note 47 : Ratios

Ratios	March 31, 2022	March 31, 2021	% Variance	Reason for variance
Current ratio (in times) *(Current assets / Current liabilities)*	1.92	1.20	60%	Due to increase in current assets with proportionately less increase in current liabilities in current year as compared to previous year.
Debt-equity ratio (in times) *(Total Debt/ Total Equity)* *Total Debt = Debt comprises of current borrowings (including current maturities of long term borrowings), non-current borrowings and interest accrued on borrowings.* *Total Equity = Shareholders' Equity*	0.07	0.05	50%	Due to increase in debt with proportionately less increase in equity in current year as compared to previous year.
Debt service coverage ratio (in times) *(EBITDA - Depreciation and amortization expense)/ (Debt payable within one year + Interest on debt)*	0.52	1.64	-68%	Due to decrease in EBIT and increase in debt in current year as compared to previous year.
Return on Equity Ratio (%) (Profit after tax/Average shareholder's Equity)	2.73%	4.80%	-43%	Due to decrease in profits after tax and increase in average shareholder's equity in current year as compared to previous year.

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 47 : Ratios (Contd..)

Ratios	March 31, 2022	March 31, 2021	% Variance	Reason for variance
Inventory turnover ratio (times)	3.72	3.45	8%	
(Cost of goods sold /average Inventory) *COGS = Cost of materials consumed + Changes in inventories of finished goods, work-in-progress and stock-in-trade*				
Trade receivables turnover ratio (in times)	5.70	3.73	53%	Due to increase in revenue from operations and decreare in average trade receivables in current year as compared to previous year.
(Revenue from operations /average trade receivables)				
Trade payables turnover ratio (in times)	5.75	4.40	31%	Due to increase in purchases and other expense and decrease in average trade payables in current year as compared to previous year.
{Purchases and Other Expenses* / Average Trade payables} *excluding provision for impairment of investment property, allowances for bad and doubtful receivables and advances , loss on sale and fair value loss.				
Net capital turnover ratio (in times)	1.27	5.89	-78%	Due to increase in revenue with proportionately more increase in working capital in current year as compared to previous year.
(Operating Revenue from operations/ Working Capital)				
Net profit ratio (%)	5.82%	11.24%	-48%	Due to decrease in profits after tax and increase in Total income in current year as compared to previous year.
{Net profit after tax / Total Income}				
Return On Capital Employed (%)	3.68%	5.89%	-37%	Due to decrease in EBIT in current year as compared to previous year.
(Earning before interest and taxes[EBIT] / Capital Employed)				
Return on investment (%)	0.74%	7.04%	-90%	Due to decrease in income from investment and increase in average investment in current year as compared to previous year.
(Income on Mutual Funds lBonds l Fixed Deposit l FVTPL and FVTOCI of equity instruments and warrants, preference securities and debt instruments / Average balance of Mutual Fundsl Bonds l Fixed Deposit l equity instruments and warrants, preference securities and debt instruments)				

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 48: Other Statutory information

(i) No proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) The Company has not been declared as wilful defaulter by any bank or financial Institution or other lender.

(iii) The Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

(iv) There are no transaction which has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

(v) There are no charges or satisfaction yet to be registered with ROC beyond the statutory period.

(vi) There are no funds which 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 persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or

b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(vii) There are no funds which have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

a) directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or

b) provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.

(viii) The Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) does not have more than one CIC (the same is not required to be registered with RBI as not being Systemically Important CIC).

Note 49: Reclassification

1. Pursuant to amendment in Schedule III to the Companies Act, 2013, effective from 1 April 2021, the Company has modified the classification of certain assets and liabilities. Comparative amounts in the notes to the financial statements were reclassified for consistency.

₹ Lakhs

Particulars	Original	Reclassified	Difference
Assets			
Non-current assets			
Financial assets			
Loans	6,559	4,775	(1,784)
Other financial assets	497	2,281	1,784
Current assets			
Financial assets			
Trade receivables	12,630	12,430	(200)

Notes to Standalone Financial Statements

for the year ended March 31, 2022

Note 49: Reclassification (Contd..)

₹ Lakhs

Particulars	Original	Reclassified	Difference
Liabilities			
Current liabilities			
Borrowings	3,241	5,069	1,828
Trade payables	9,846	9,646	(200)
Other financial liabilities	29,619	27,791	(1,828)
Other current liabilities	872	361	(511)
Contract liabilities	1,533	2,044	511

2. During the year ended 31 March 2022, the Company has revised the presentation of certain notes to the financial statements for better presentation. Comparative amounts in the notes to the financial statements were reclassified for consistency.

In terms of our report of even date attached

For B S R and Associates
Chartered Accountants
(Firm registration Number: 128901W)
Company Secretary

David Jones
Partner
Membership No. 098113

Place: Gurugram
Date: May 26, 2022

For and on behalf of the Board of Directors of Hindustan Media Ventures Limited

Pumit Kumar Chellaramani
Chief Financial Officer

Sandeep Gulati
Chief Executive Officer

Samudra Bhattacharya

Praveen Someshwar
Managing Director
(DIN: 01802656)

Shobhana Bhartia
Chairperson
(DIN: 00020648)

Place: New Delhi
Date: May 26, 2022

Consolidated Financial Statements

Independent Auditor's Report

To The Members of **Hindustan Media Ventures Limited**

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Hindustan Media Ventures Limited (hereinafter referred to as the 'Holding Company") and its subsidiary (Holding Company and its subsidiary together referred to as "the Group") and its joint venture, which comprise the consolidated balance sheet as at 31 March 2022, and the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its joint venture as at 31 March 2022, of its consolidated profit and other comprehensive loss, consolidated changes in equity and consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and its joint venture in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our opinion on the consolidated 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 consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Description of Key Audit Matters

Revenue from operations

See note 19 to the consolidated financial statements

The key audit matter	How the matter was addressed in our audit
As disclosed in Note 19 to the consolidated financial statements, the Holding Company's revenue from 'Sale of newspaper and publications' and 'Advertisement revenue' for the year ended 31 March 2022 was Rs. 17,361 lakhs and Rs. 44,073 lakhs, respectively.	Our audit procedures included: - Assessed the Group's accounting policy for revenue recognition as per the relevant accounting standard;

The key audit matter	How the matter was addressed in our audit
Revenue is recognized upon transfer of control of promised services / goods to the customers and when the collection of consideration by the Group is "probable". In specific, revenue from advertisement and circulation is recognized when the advertisement is published, and newspaper is delivered to the distributor. There is a risk during the year and at the end of the year, of revenue being recognized for goods / services before the goods / services are delivered to the customer or revenue is not recorded in the correct accounting period. There is presumption of fraud risk with regard to revenue recognition as per the Standards on Auditing. Also, revenue is one of the key performance indicators of the Company which makes it susceptible to misstatement.	- Evaluated the design and implementation of key controls in relation to revenue recognition and tested the operating effectiveness of such controls for a sample of transactions; - Involved our IT specialists to assist us in testing of key IT system controls which impact revenue recognition; - Performed detailed testing by selecting samples of revenue transactions recorded during and after the year. For such samples, verified the underlying documents supporting revenue recognition in the correct accounting year; - Tested sample journal entries for revenue recognized during the year, selected based on specified risk-based criteria, to identify unusual transactions.

Impairment testing of property, plant and equipment

See note 3 to the consolidated financial statements

The key audit matter	How the matter was addressed in our audit
The Holding Company is engaged in printing and publishing of newspapers and periodicals through various plants operated in India. The carrying value of property, plant and equipment (including capital work in progress) amounts to Rs. 13,839 lakhs as at 31 March 2022. The Holding Company performs annual assessment of the property, plant and equipment (including capital work in progress) at cash generating unit (CGU) level, to identify indicators of impairment, if any. The recoverable amount of the CGU based on value in use ('VIU'), has been derived using discounted cash flow model. The model uses several key assumptions. The economic slowdown owing to the Covid-19 pandemic and other economic factors may impact the key assumptions taken while computing VIU. Considering the inherent uncertainty, complexity and judgment involved and the significance of the value of the assets, impairment assessment of above-mentioned assets has been considered as a key audit matter.	Our audit procedures included: - Assessed Holding Company's identification of CGU with reference to the guidance in the applicable accounting standards; - Tested design, implementation and operating effectiveness of key controls over the impairment assessment process. - The Holding Company's assessment included computation of VIU. We obtained and assessed the VIU as determined by the Holding Company as under: - Assessed the method of determining VIU and key assumptions used therein through historical information, budgets / projections, and other relevant information. - Challenged the key assumptions contained including growth assumptions and discount rates. - Assessed the sensitivity of the outcome of impairment assessment to changes in key assumptions. - Involved our internal specialists to assist us in performing above mentioned procedures.

Investments in equity instruments, warrants, preference shares and debt instruments carried at fair value

See note 6B to the consolidated financial statements	How the matter was addressed in our audit
The Holding Company's carrying value of such investment in securities is Rs. 22,482 lakhs as at 31 March 2022. A fair value movement of Rs. 913 lakhs and Rs. 4,583 lakhs, has been recognized in the consolidated statement of profit and loss and other comprehensive income for the year ended 31 March 2022, respectively. The Holding Company has made investment in various instruments under add for equity or strategic investment and there is potential fair value impact of these instruments. The Holding Company involved an external valuation specialist to determine the fair values of such investment in securities. There are significant judgements and estimates to be made in relation to the valuation of the Holding Company's investment in securities. The fair value is compared with the carrying value of each investment in securities, in order to determine fair value gain/loss, if any. Considering the inherent uncertainty, significant judgments and estimates involved and the significance of the value of the assets, fair valuation of these investments has been considered as a key audit matter.	Our audit procedures included: - Tested design, implementation and operating effectiveness of key controls over the fair valuation of these investments in securities. - Assessed the competence, objectivity and scope of work of the valuer engaged by the Holding Company. - We inspected the valuation reports and assessed the fair value as determined by the valuer as under: - Involved our internal specialist to review the valuation assumptions and approach and assess the reasonableness of the fair valuation in respect of selected investment securities; - Discussed with management and assess the terms and conditions of the redemption / conversion of certain instruments while determining the fair value gain or loss; - Compared the Holding Company's calculation of fair value gain or loss with the underlying accounting records and documents; - Inspected on a test check basis, the underlying investment agreements; - Tested the adequacy of disclosures made in the consolidated financial statements, as required by relevant accounting standards.

Other Information

The Holding Company's management and Board of Directors / Designated Partners are responsible for the other information. The other information comprises the information included in the Holding Company's annual report 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 our 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 in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Directors' / Designated Partners' Responsibilities for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group including its joint venture in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group and the respective Management and Designated Partners of its joint venture [limited liability partnership (LLP)] are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company / LLP and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors / Designated Partners of the companies included in the Group and of its joint venture are responsible for assessing the ability of each company / LLP to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors / Designated Partners either intends to liquidate the company / LLP or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors / Designated Partners of the companies included in the Group and of its joint venture are responsible for overseeing the financial reporting process of each company / LLP.

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

Our objectives are to obtain reasonable assurance about whether the consolidated 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 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 financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors / Designated Partners.

- Conclude on the appropriateness of the Management and Board of Directors / Designated Partners use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. 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 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 Group and its joint venture to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

Report on Other Legal and Regulatory Requirements

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

2 (A) 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 financial statements.

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.

c) The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d) In our opinion, the aforesaid consolidated 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 of the Holding Company as on 31 March 2022 taken on record by the Board of Directors of the Holding Company, none of the directors of the Group companies is disqualified as on 31 March 2022 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiary company, company incorporated in India, the operating effectiveness of such controls, refer to our separate Report in "Annexure B" .

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

a. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2022 on the consolidated financial position of the Group and its joint venture. Refer Note 33 to the consolidated financial statements.

b. The Group and its joint venture did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

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

d. (i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or its subsidiary company, company incorporated in India to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Holding Company or its subsidiary company, company incorporated in India or

- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Holding Company or its subsidiary company, company incorporated in India from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or its subsidiary company, company incorporated in India shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or
- provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.

(iii) Based on such audit procedures as 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 (d) (i) and (d) (ii) contain any material mis-statement.

Refer note 47 (vi) and (vii) to the consolidated financial statements.

e. The Holding Company and its subsidiary company, company incorporated in India have neither declared nor paid any dividend during the year.

C. With respect to the matter to be included in the Auditor's report under Section 197(16):

In our opinion and according to the information and explanations given to us, the remuneration paid during the current year by the Holding Company to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For **B S R and Associates**
Chartered Accountants
Firm's Registration No.- 128901W

David Jones
Partner
Membership Number: 098113
UDIN: 22098113AJQAJN9858

Place: Gurugram
Date: 26 May 2022

Annexure A to the Independent Auditor's Report on Consolidated Financial Statements

(Referred to in our report of even date)

(i) In our opinion and according to the information and explanations given to us, there are no qualifications or adverse remarks by the respective auditors in their report under the Companies (Auditor's Report) Order, 2020 (CARO) of the companies incorporated in India and included in the consolidated financial statements:

Sr. No.	Name of the entities	CIN	Holding Company/ Subsidiary/ JV/ Associate	Clause number of the CARO report which is unfavourable or qualified or adverse	Remarks
1	HT Noida (Company) Limited	U70200DL2020PLC361660	Subsidiary	Clause (xvii)	The Company has incurred cash losses in the financial year and immediately preceding financial year.

For **B S R and Associates**
Chartered Accountants
Firm's Registration No.- 128901W

David Jones
Partner
Membership Number: 098113
UDIN: 22098113AJQAJN9858

Place: Gurugram
Date: 26 May 2022

Annexure B to the Independent Auditor's report on the consolidated financial statements of Hindustan Media Ventures Limited for the year ended 31 March 2022

Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013

(Referred to in paragraph 2 A(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31 March 2022, we have audited the internal financial controls with reference to consolidated financial statements of Hindustan Media Ventures Limited (hereinafter referred to as "the Holding Company") and such company incorporated in India under the Companies Act, 2013 which is its subsidiary company as of that date.

In our opinion, the Holding Company has, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at 31 March 2022, based on the internal financial controls with reference to consolidated financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The respective Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the criteria established by the respective Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective 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 (hereinafter referred to as "the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements were 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of the internal controls 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 financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

Meaning of Internal Financial controls with Reference to Consolidated Financial Statements

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

Inherent Limitations of Internal Financial controls with Reference to consolidated Financial Statements

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

For **B S R and Associates**
Chartered Accountants
Firm's Registration No.- 128901W

David Jones
Partner
Membership Number: 098113
UDIN: 22098113AJQAJN9858

Place: Gurugram
Date: 26 May 2022

Consolidated Balance Sheet

as at March 31, 2022

₹ Lakhs

Particulars	Notes	As at March 31, 2022	As at March 31, 2021
I ASSETS			
1) Non-current assets			
(a) Property, plant and equipment	3	11,889	13,371
(b) Capital work in progress	3	1,950	1,551
(c) Right - of - use assets	42	3,868	4,598
(d) Investment property	4	9,389	8,248
(e) Intangible assets	5	7,198	6,775
(f) Financial assets			
(i) Investments	6B	69,309	1,11,219
(ii) Loans	6C	-	3,005
(iii) Other financial assets	6D	1,994	2,281
(g) Income tax assets (net)	7	1,394	1,541
(h) Other non-current assets	8	293	352
Total non- current assets		**1,07,284**	**1,52,941**
2) Current assets			
(a) Inventories	9	7,704	5,433
(b) Financial assets			
(i) Investments	6B	82,088	30,372
(ii) Trade receivables	10A	11,060	12,430
(iii) Cash and cash equivalents	10B	1,826	2,094
(iv) Bank balances other than (iii) above	10C	2,005	2,005
(v) Other financial assets	6D	310	271
(c) Other current assets	11	5,135	4,075
Total current assets		**1,10,128**	**56,680**
Non-current assets held for sale	43	968	939
Total assets		**2,18,380**	**2,10,560**
II EQUITY AND LIABILITIES			
1) Equity			
(a) Equity share capital	12	7,367	7,367
(b) Other equity	13	1,51,615	1,51,132
Total equity		**1,58,982**	**1,58,499**
2) Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	15A	947	2,741
(ii) Lease liabilities	15D	186	246
(iii) Other financial liabilities	15C	17	149
(b) Deferred tax liabilities (net)	14	288	1,492
(c) Liability under equity method of accounting (in relation to joint venture)	6A	102	29
Total non- current liabilities		**1,540**	**4,657**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	15A	10,782	5,069
(ii) Lease liabilities	15D	86	720
(iii) Trade payables	15B		
a) total outstanding due of micro enterprises and small enterprises		622	408
b) total outstanding dues of creditors other than of micro enterprises and small enterprises		7,425	9,242
(iv) Other financial liabilities	15C	34,475	27,791
(b) Other current liabilities	15E	474	363
(c) Contract liabilities	16	2,070	2,044
(d) Provisions	17	1,479	1,225
(e) Income tax liabilities (net)	18	445	542
Total current liabilities		**57,858**	**47,404**
Total liabilities		**59,398**	**52,061**
Total equity and liabilities		**2,18,380**	**2,10,560**
Summary of significant accounting policies	2		

See accompanying notes to the consolidated financial statements.

In terms of our report of even date attached

For B S R and Associates
Chartered Accountants
(Firm Registration Number: 128901W)

For and on behalf of the Board of Directors of
Hindustan Media Ventures Limited

David Jones
Partner
Membership No. 098113

Pumit Kumar Chellaramani
Company Secretary

Sandeep Gulati
Chief Financial Officer

Samudra Bhattacharya
Chief Executive Officer

Praveen Someshwar
Managing Director
(DIN: 01802656)

Shobhana Bhartia
Chairperson
(DIN: 00020648)

Place: Gurugram
Date: May 26, 2022

Place: New Delhi
Date: May 26, 2022

Consolidated Statement of Profit and Loss

for the year ended March 31, 2022

₹ Lakhs

Particulars		Notes	Year ended March 31, 2022	Year ended March 31, 2021
I	**Income**			
	a) Revenue from operations	19	66,920	54,543
	b) Other income	20	7,766	11,764
	Total income		**74,686**	**66,307**
II	**Expenses**			
	a) Cost of materials consumed	21	24,410	17,313
	b) Changes in inventories of finished goods, stock-in -trade and work-in-progress	22	(3)	107
	c) Employee benefits expense	23	15,231	13,100
	d) Finance costs	24	938	870
	e) Depreciation and amortization expense	25	2,983	3,044
	f) Other expenses	26	26,394	23,375
	Total expenses		**69,953**	**57,809**
III	**Profit before share of joint venture and tax(I-II)**		**4,733**	**8,498**
IV	**Earnings before finance costs, tax, depreciation and amortization expense (EBITDA) [III+II(d+e)]**		**8,654**	**12,412**
V	**Tax expense**			
	Current tax	14	567	1,571
	[included adjustment of tax credit related to earlier periods- ₹ (791) lakhs {Previous Year ₹ (27) lakhs}]			
	Deferred tax credit	14	(141)	(379)
	[includes adjustment of tax charge related to earlier periods-₹ 1,742 lakhs {Previous Year ₹ 23 lakhs}]			
	Total tax expense		**426**	**1,192**
VI	**Profit for the year after tax before share of joint venture (III-V)**		**4,307**	**7,306**
VII	**Share of loss of joint venture (accounted for using equity method)**	41	**(248)**	**(362)**
VIII	**Profit for the year (VI+VII)**		**4,059**	**6,944**
IX	**Other comprehensive income**	27		
	Items that will not to be reclassified subsequently to profit or loss			
	Change in fair value of investments		(4,583)	-
	Income tax effect		1,049	-
	Remeasurement of defined benefit plans		(175)	(197)
	Income tax effect		44	69
	Items that will be reclassified subsequently to profit or loss			
	Cash flow hedging reserve		130	124
	Income tax effect		(33)	(43)
	Costs of hedging reserve		(11)	237
	Income tax effect		3	(83)
	Other comprehensive income/(loss) for the year, net of tax		**(3,576)**	**107**
X	**Total comprehensive income for the year (net of tax) (VIII+IX)**		**483**	**7,051**
XI	**Earnings per share (₹)**			
	Basic (Nominal value of shares ₹ 10/-)	28	5.51	9.43
	Diluted (Nominal value of shares ₹ 10/-)	28	5.51	9.43
	Summary of significant accounting policies	2		

See accompanying notes to the consolidated financial statements.

In terms of our report of even date attached

For B S R and Associates
Chartered Accountants
(Firm Registration Number: 128901W)

David Jones
Partner
Membership No. 098113

For and on behalf of the Board of Directors of
Hindustan Media Ventures Limited

Pumit Kumar Chellaramani
Company Secretary

Sandeep Gulati
Chief Financial Officer

Samudra Bhattacharya
Chief Executive Officer

Praveen Someshwar
Managing Director
(DIN: 01802656)

Shobhana Bhartia
Chairperson
(DIN: 00020648)

Place: Gurugram
Date: May 26, 2022

Place: New Delhi
Date: May 26, 2022

Consolidated Statement of Cash Flow

for the year ended March 31, 2022

₹ Lakhs

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Cash flows from operating activities		
Profit before taxation:	**4,733**	**8,498**
Non- cash adjustment for reconciling profit before tax to net cash flows:		
Depreciation and amortization expense	2,983	3,044
Loss/(Profit) on sale of investment properties	(33)	45
Provision for impairment on investment properties	104	194
Loss on disposal of property, plant and equipment (including impairment)	139	64
Unrealized foreign exchange (gain)/ loss	1	(23)
Unclaimed balances/liabilities written back (net)	(444)	(451)
Finance income from investment and other interest received	(6,244)	(9,988)
Fair value of investment through profit and loss (including (profit)/ loss on sale of investments)	406	(186)
Income from lease termination (net)	-	(37)
Forfeiture of security deposits	(3,348)	(264)
Rental income	(544)	(805)
Interest cost on debts and borrowings	919	850
Allowance for doubtful receivables and advances	1,441	1,354
Employee stock option expenses	25	27
Cash flows from operating activities before changes in following assets and liabilities	**138**	**2,322**
Changes in operating assets and liabilities		
(Increase)/Decrease in trade receivables	(71)	3,001
Increase in inventories	(2,271)	(782)
(Increase)/Decrease in current and non-current financial assets and other current and non-current assets	(1,006)	512
Increase in current and non-current financial liabilities and other current and non-current liabilities & provision	9,148	16,809
Cash generated from operations	**5,938**	**21,862**
Direct taxes paid (net of refunds)	(517)	(1,524)
Net cash flows from operating activities (A)	**5,421**	**20,338**
Cash flows from investing activities		
Payment for purchase of property, plant and equipment & intangible assets	(1,524)	(809)
Proceeds from sale of property, plant and equipment & intangible assets	51	99
Investment made in joint venture	(175)	(276)
Purchase of investments	(40,656)	(34,404)
Sale/ Redemption of investments	24,027	16,182
Inter-corporate deposits (given)	-	(1,950)
Inter-corporate deposits repayment received	3,005	4,995
Purchase of investment properties	(2,328)	(5,088)
Proceeds from sale of investment properties	879	666
Finance income from investment and other interest received	8,330	5,129
Rental income	544	805
Deposits matured/ (done)	(1)	1
Net cash flows used in investing activities (B)	**(7,848)**	**(14,650)**

Consolidated Statement of Cash Flow

for the year ended March 31, 2022

₹ Lakhs

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Cash flows from financing activities		
Repayment of lease liabilities	(823)	(793)
Interest paid on debts and borrowings	(835)	(873)
Proceeds from borrowings	43,231	3,731
Repayment of borrowings	(39,462)	(7,287)
Net cash flows from/ (used in) financing activities (C)	**2,111**	**(5,222)**
Net Increase/(Decrease) in cash and cash equivalents (A + B + C)	(316)	466
Cash and cash equivalents at the beginning of the year	854	388
Cash and cash equivalents at the end of the year	**538**	**854**

Components of cash and cash equivalents as at end of the year

₹ Lakhs

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Cash and cheques on hand	1,182	1,237
With scheduled banks - on current accounts	623	708
With scheduled banks - on deposit accounts	21	149
Total cash and cash equivalents	**1,826**	**2,094**
Less: Bank overdraft	1,288	1,240
Cash and cash equivalents as per Cash Flow Statement	**538**	**854**

Refer note 42 for leases reconciliation disclosure

Refer note 15A for debt reconciliation disclosure

See accompanying notes to the consolidated financial statements.

In terms of our report of even date attached

For B S R and Associates
Chartered Accountants
(Firm Registration Number: 128901W)

David Jones
Partner
Membership No. 098113

Place: Gurugram
Date: May 26, 2022

For and on behalf of the Board of Directors of
Hindustan Media Ventures Limited

Pumit Kumar Chellaramani
Company Secretary

Sandeep Gulati
Chief Financial Officer

Samudra Bhattacharya
Chief Executive Officer

Praveen Someshwar
Managing Director
(DIN: 01802656)

Shobhana Bhartia
Chairperson
(DIN: 00020648)

Place: New Delhi
Date: May 26, 2022

Consolidated Statement of changes in equity

for the year ended March 31, 2022

A. Equity share Capital (refer note 12)

Equity shares of ₹ 10 each issued, subscribed and fully paid up

Particulars	No of shares	₹ Lakhs
Balance as at April 1, 2020	**7,36,71,548**	**7,367**
Changes in share capital during the year		
Balance as at March 31, 2021	**7,36,71,548**	**7,367**
Changes in share capital during the year	-	-
Balance as at March 31, 2022	**7,36,71,548**	**7,367**

B. Other equity attributable to equity holders (refer note 13)

₹ Lakhs

Particulars	Reserve & Surplus						Other Comprehensive Income			Total
	Capital reserve	Capital redemption reserve	Securities premium	General Reserve	Share-based payments reserve	Retained earnings	FVTOCI Reserve	Cash flow hedging reserve* (refer note 36)	Costs of hedging reserve (refer note 36)	
Balance as at April 1, 2020	**6,645**	**1**	**24,239**	**688**	**17**	**1,12,823**	**-**	**(186)**	**(178)**	**1,44,049**
Profit for the year	-	-	-	-	-	6,944	-	-	-	6,944
Other comprehensive income	-	-	-	-	-	(128)	-	81	154	107
Share-based payments					32		-			32
Balance as at March 31, 2021	**6,645**	**1**	**24,239**	**688**	**49**	**1,19,639**	**-**	**(105)**	**(24)**	**1,51,132**
Profit for the year	-	-	-	-	-	4,059	-	-	-	4,059
Other comprehensive income	-	-	-	-	-	(131)	(3,534)	97	(8)	(3,576)
Share-based payments	-	-	-	6	(6)	-	-	-	-	-
Balance as at March 31, 2022	**6,645**	**1**	**24,239**	**694**	**43**	**1,23,567**	**(3,534)**	**(8)**	**(32)**	**1,51,615**

* The effective portion of gains and loss on hedging instruments in a cash flow hedge

See accompanying notes to the consolidated financial statements.

In terms of our report of even date attached

For B S R and Associates
Chartered Accountants
(Firm Registration Number: 128901W)

David Jones
Partner
Membership No. 098113

Place: Gurugram
Date: May 26, 2022

For and on behalf of the Board of Directors of
Hindustan Media Ventures Limited

Pumit Kumar Chellaramani
Company Secretary

Sandeep Gulati
Chief Financial Officer

Samudra Bhattacharya
Chief Executive Officer

Praveen Someshwar
Managing Director
(DIN: 01802656)

Shobhana Bhartia
Chairperson
(DIN: 00020648)

Place: New Delhi
Date: May 26, 2022

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

1. Corporate information

The Group consists of Hindustan Media Ventures Limited ("HMVL" or "the Company" or "the Parent Company") and its subsidiary and joint venture (hereinafter referred to as "the Group"). Hindustan Media Ventures Limited is a Public Limited Company domiciled in India & incorporated under the provision of the Companies Act, 1913. Its shares are listed on Bombay Stock Exchange (BSE) & National Stock Exchange (NSE).

HT Media Limited ("Holding Company") holds 74.40% of Equity Share Capital of the Company. The Group is engaged in the business of publishing 'Hindustan', a Hindi Daily. The registered office of the Company is located at Budh Marg, Patna- 800001.

Information on other related party relationships of the Group is provided in Note 34.

The consolidated financial statements of the Group for the year ended March 31, 2022 are authorised for issue in accordance with a resolution of the Board of Directors on May 26, 2022.

2. Significant accounting policies

2.1 Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with the Indian Accounting Standards ('Ind AS') specified in the Companies (Indian Accounting Standards) Rules, 2015 (as amended) under Section 133 of the Companies Act 2013 (the "accounting principles generally accepted in India").

The accounting policies are applied consistently to all the periods presented in the financial statements.

The consolidated financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value:

- Derivative financial instruments measured at fair value;
- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)
- Defined benefit plans - plan assets measured at fair value;

The consolidated financial statements are presented in Indian Rupees and all values are rounded to nearest lakhs, which is also the Group's functional currency.

2.2 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiary and joint venture. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed off during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on 31 March.

Consolidation procedure:

i) Subsidiary:

(a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiary.

(b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.

(c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and property, plant and equipment are eliminated in full). Ind-AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiary to bring their accounting policies into line with the Group's accounting policies.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities

ii) Joint ventures:

Interests in joint ventures are accounted for using the equity method, after initially being recognised at cost in the consolidated balance sheet.

2.3 Summary of significant accounting policies

a) Business combinations and goodwill

Business combinations are accounted for using the acquisition method, other than common control transactions. The cost of an acquisition is measured as the aggregate of the consideration

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind-AS 12 Income Tax and Ind-AS 19 Employee Benefits respectively.
- Liabilities or equity instruments related to share based payment arrangements of the acquiree or share – based payments arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind-AS 102 Share-based Payments at the acquisition date.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, any previously held equity interest is re-measured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss or OCI, as appropriate.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind-AS 109 Financial Instruments, is measured at fair value with changes in fair value recognised in profit or loss. If the contingent consideration is not within the scope of Ind-AS 109, it is measured in accordance with the appropriate Ind-AS. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and subsequent its settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount,

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed off, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date.

b) Business combinations - common control transactions

Common control business combination means a business combination involving entities or businesses in which all the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination, and that control is not transitory.

Common control business combination are accounted for using the pooling of interests method as follows:

- The assets and liabilities of the combining entities are reflected at their carrying amounts.
- No adjustments are made to reflect fair values, or recognise any new assets or liabilities. Adjustments are only made to harmonise accounting policies.
- The financial information in the financial statements in respect of prior periods is restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, where the business combination had occurred after that date, the prior period information is restated only from that date.
- The balance of the retained earnings appearing in the financial statements of the transferor is aggregated with the corresponding balance appearing in the financial statements of the transferee or is adjusted against general reserve.
- The identity of the reserves are preserved and the reserves of the transferor become the reserves of the transferee.
- The difference, if any, between the amounts recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve and is presented separately from other capital reserves

c) Investment in joint ventures

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The considerations made in determining whether significant influence or joint control are similar to those necessary to determine control over the subsidiary.

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

The Group's investment in its joint venture are accounted for using the equity method. Under the equity method, the investment in joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the joint venture since the acquisition date. Goodwill relating to the joint venture is included in the carrying amount of the investment and is not tested for impairment individually.

The statement of profit and loss reflects the Group's share of the results of operations of the joint venture. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the joint venture, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the joint venture are eliminated to the extent of the interest in the joint venture.

If an entity's share of losses of a joint venture equals or exceeds its interest in the joint venture (which includes any long term interest that, in substance, form part of the Group's net investment in the joint venture), the entity discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the joint venture. If the joint venture subsequently reports profits, the entity resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

The aggregate of the Group's share of profit or loss of a joint venture is shown on the face of the statement of profit and loss.

The financial statements of the joint venture are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the joint venture and its carrying value, and then recognises the loss as 'Share of profit of a joint venture' in the statement of profit or loss.

Upon loss of joint control over the joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the joint venture upon loss of joint control and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

d) Current versus non- current classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading

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- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between publishing of advertisement and circulation of newspaper and its realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

e) Foreign currencies

The Group's consolidated financial statements are presented in INR which is also the parent company's functional currency. For each entity the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency. The Group uses the direct method of consolidation and on disposal of a foreign operation the gain or loss that is reclassified to profit or loss reflects the amount that arises from using this method.

Transactions and Balances

Transactions in foreign currencies are initially recorded by the Group's entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the Group uses monthly average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on the settlement of monetary items or on restatement of the Parent Company's monetary items at rates different from those at which they were initially recorded during the period, or reported in previous financial statements, are recognized as income or as expenses in the period in which they arise. They are deferred in equity if they relate to qualifying cash flow hedges.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

Exchange differences pertaining to long term foreign currency loans obtained or re-financed on or before 31 March 2016:

- Exchange differences on long-term foreign currency monetary items relating to acquisition of depreciable assets are adjusted to the carrying cost of the assets and depreciated over the balance life of the assets in accordance with option available under Ind-AS 101 (first time adoption).

Exchange differences pertaining to long term foreign currency loans obtained or re-financed on or after 1 April 2016:

- The exchange differences pertaining to long term foreign currency loans obtained or re-financed on or after 1 April 2016 is charged off or credited to the statement of profit & loss account under Ind-AS.

f) Fair value measurement

The Group measures financial instruments, such as, derivatives and certain investments at fair value at each reporting/ balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

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The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

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

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- **Level 1 —** Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- **Level 2 —** Valuation techniques for which inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
- **Level 3 —** Valuation techniques for which inputs are unobservable inputs for the asset or liability

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

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes :

- Disclosures for valuation methods, significant estimates and assumptions (Note 37)
- Quantitative disclosures of fair value measurement hierarchy (Note 37)
- Investment properties (Note 4)
- Financial instruments (including those carried at amortised cost) (Note 37)

g) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured based on the transaction price, which is the consideration, adjusted for allowances, trade discounts, volume rebates, if any, as specified in the contract with the customer. Revenue excludes taxes collected from customers. The Group has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

Goods and Service Tax (GST) is not received by the Group on its own account. Rather, it is tax collected on behalf of the government. Accordingly, it is excluded from revenue.

Contract asset and unbilled receivables

Contract asset represents the Group's right to consideration in exchange for services that the Group has transferred to a customer when that right is conditioned on something other than the passage of time.

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When there is unconditional right to receive cash, and only passage of time is required to do invoicing, the same is presented as unbilled receivable.

Contract liability

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Group transfers the related goods or services and the Company is under an obligation to provide only the goods or services under the contract. Contract liabilities are recognised as revenue when the Group performs under the contract (i.e., transfers control of the related goods or services to the customer).

The specific recognition criteria described below must also be met before revenue is recognised:

Advertisements

Revenue is recognized as and when advertisement is published/ displayed and when it is "probable" that the Group will collect the consideration it is entitled to in exchange for the services it transfers to the customer.

Revenue from advertisement is measured based on the transaction price, which is the consideration, adjusted for allowances, trade discounts and volume rebates.

Sale of News & Publications, Waste Papers and Scrap

Revenue from the sale of newspaper & publications are recognised when the newspaper and publications are delivered to the distributor. Revenue from the sale of waste papers/scrap is recognised when the control is transferred to the buyer, usually on delivery of the waste papers/scrap. Revenue from the sale of goods is measured based on the transaction price, which is the consideration, adjusted for returns, allowances, trade discounts and volume rebates.

For contracts with a significant financing component, an entity adjusts the promised consideration to reflect the time value of money.

Management also extends a right to return to its customers which it believes is a form of variable consideration. Revenue recognition is limited to amounts for which it is "highly probable" a significant reversal will not occur (i.e. it is highly probable the goods will not be returned). A refund liability is established for the expected amount of refunds and credits to be issued to customers.

Printing Job Work

Revenue from printing job work is recognized on the stage of completion of job work as per terms of the agreement. Revenue from job work is measured based on the transaction price, which is the consideration, adjusted for allowances, trade discounts and volume rebates, if any.

Interest income

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

Dividends

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

h) Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is

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recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

When the Group receives grants for purchase of property, plant and equipment, the asset and the grant are recorded at fair value amounts and released to statement of profit and loss over the expected useful life of the asset.

i) Taxes

Current income tax

Tax expense comprises current and deferred tax.

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961.

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

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

Appendix C to Ind AS 12, Income Taxes dealing with accounting for uncertainty over income tax treatments does not have any material impact on financial statements of the Group.

Deferred tax

Deferred tax is provided considering temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable with convincing evidence that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

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

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

Deferred tax assets and deferred tax liabilities are offset if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

GST/ value added taxes paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the amount of GST/ value added taxes paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the

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taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable

- When receivables and payables are stated with the amount of tax included

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

j) Non- current assets held for sale

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

k) Property, plant and equipment

The Group has applied the one time transition option of considering the carrying cost of property, plant & equipment and intangibles assets on the transition date i.e. April 1, 2015 as the deemed cost under Ind-AS.

Construction in progress is stated at cost, net of accumulated impairment losses, if any. Plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met.

Cost comprises the purchase price, borrowing costs if capitalization criteria are met and any directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Recognition:

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if:

(a) it is probable that future economic benefits associated with the item will flow to the entity; and

(b) the cost of the item can be measured reliably.

When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful life. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Depreciation methods, estimated useful life and residual value

Depreciation is calculated on a straight-line basis over the estimated useful life of the assets as follows:

Type of asset	Useful life estimated by management (Years)
Plant and Machinery	2-21
Buildings (Factory)	10-30
Buildings (other than factory buildings)	3-60
Furniture and Fittings	2-10
IT Equipment	3-6
Office Equipment	2-5
Vehicles	8

The Group, based on technical assessment made by the management depreciates certain assets over estimated useful life which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management has estimated, supported by

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technical assessment, the useful life of certain plant and machinery as 16 to 21 years. These useful life are higher than those indicated in schedule II to the Companies Act, 2013. The management believes that these estimated useful life are realistic and reflect a fair approximation of the period over which the assets are likely to be used.

Property, Plant and Equipment which are added/ disposed off during the year, depreciation is provided on pro-rata basis with reference to the month of addition/deletion.

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

Subsequent expenditure can be capitalised only if it is probable that future economic benefits associated with the expenditure will flow to the group.

Expenditure directly attributable to construction activity is capitalized. Other indirect costs incurred during the construction periods which are not directly attributable to construction activity are charged to Statement of Profit and Loss. Reinvested income earned during the construction period is adjusted against the total of indirect expenditure.

The residual values, useful life and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

l) Investment properties

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

The Group depreciates building component of investment property over 30 years from the date property is ready for possession.

Though the Group measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external independent valuer.

On transition to Ind AS, the Group has elected to continue with the carrying value of all of its Investment properties recognised as at 1st April 2015 measured as per the Indian GAAP and use that carrying value as the deemed cost of the Investment Properties.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of de-recognition.

Investment properties that meet the criteria to be classified as held for sale are measured in accordance with Ind AS 105.

m) Intangible assets

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

Value for individual software license acquired from HT Media Limited in an earlier year is allocated based on the valuation carried out by an independent expert at the time of acquisition.

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On transition to Ind AS, the Group has elected to continue with the carrying value of all of its Intangible assets recognised as at 1st April 2015 measured as per the previous GAAP and use that carrying value as the deemed cost of the Intangible assets.

The useful life of intangible assets is assessed as either finite or indefinite.

Intangible assets with finite life are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite life is recognised in the statement of profit and loss.

Intangible assets with indefinite useful life are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Intangible assets with finite life are amortized on straight line basis using the estimated useful life as follows:

Intangible Assets	Useful life (in years)
Software Licenses	1 - 6
Brand	Indefinite useful life

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit or loss.

n) Borrowing costs

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

o) Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

The Group recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use

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assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Group is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Group recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognises any remaining amount of the re-measurement in statement of profit and loss.

The Group has elected not to apply the requirements of Ind AS 116 to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

As a practical expedient a lessee (the Group) has elected, by class of underlying asset, not to separate lease components from any associated non-lease components. A lessee (the Group) accounts for the lease component and the associated non-lease components as a single lease component.

Group as a lessor

At the inception of the lease the Group classifies each of its leases as either an operating lease or a finance lease. The Group recognises lease payments received under operating leases as income on a straight- line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease.

p) Inventories

Inventories are valued as follows :

Raw materials, stores and spares	Lower of cost and net realizable value. However, material and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost is determined on a weighted average basis.
Work- in-progress and finished goods	Lower of cost and net realizable value. Cost includes direct materials and a proportion of manufacturing overheads based on normal operating capacity. Cost is determined on a weighted average basis.
Scrap and waste papers	At net realizable value

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

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q) Impairment of non-financial assets

For assets with definite useful life, the Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded Group's or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

r) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

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

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s) Employee benefits

Short term employee benefits and defined contribution plans:

All employee benefits payable/available within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages and bonus etc. are recognised in the statement of profit and loss in the period in which the employee renders the related service.

Employee benefit in the form of provident fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

Gratuity

Gratuity is a defined benefit scheme. The defined benefit obligation is Computed by actuaries using the projected unit credit method.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Group recognises related restructuring cost

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset.

The Group recognises the following changes in the net defined benefit obligation as an expense in the Statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Termination Benefits

Termination benefits are payable when employment is terminated by the group before the normal retirement date. The Group recognises termination benefits at the earlier of the following dates: (a) when the group can no longer withdraw the offer of those benefits; and (b) when the Group recognises costs for a restructuring that is within the scope of Ind AS 37 and involves the payment of terminations benefits. Benefits falling due more than 12 months after the end of the reporting period are discounted to present value.

Compensated Absences

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

Re-measurements, comprising of actuarial gains and losses, are immediately taken to the statement of profit and loss and are not deferred. The Group presents the leave as a current liability in the balance sheet to the extent it does not have an unconditional right to defer its settlement for 12 months after the

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reporting date. Where Group has the unconditional legal and contractual right to defer the settlement for a period beyond 12 months, the same is presented as non- current liability.

t) Share-based payments

Employees (including senior executives) of the Group receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions).

Equity-settled transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. The Group has availed option under Ind-AS 101, to apply intrinsic value method to the options already vested before the date of transition and applied Ind-AS 102 Share-based payment to equity instruments that remain unvested as of transition date

That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense. The SBP Scheme is administered through Employee Stock Option Trust.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the expense had the terms had not been modified, if the original terms of the award are met. An additional expense is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

u) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets (Other than trade receivable which is recognised at transaction price as per Ind AS 115) are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

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Subsequent measurement

For purposes of subsequent measurement, financial assets are classified into two categories:

- Debt instruments at amortised cost
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables. For more information on receivables, refer to Note 10A.

Debt instruments at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Group may elect to designate a debt instrument which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as ‘accounting mismatch’).

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss as “Finance income from debt instruments at FVTPL” under the head “Other Income”.

Equity investments

All equity investments in scope of Ind-AS 109 are measured at fair value. Equity instruments which are held for trading recognised by an acquirer in a business combination to which Ind-AS 103 applies are Ind-AS classified as at FVTPL. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

De-recognition

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

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a ‘pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has

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neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

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

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of financial assets

In accordance with Ind-AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance

b) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind-AS 115 (referred to as 'contractual revenue receivables' in these financial statements)

The Group follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind- AS 116

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

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

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

As a practical expedient, the Group uses a provision matrix to determine impairment loss allowance on

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portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.

For assessing increase in credit risk and impairment loss. The Group combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

The Group does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities designated upon initial recognition as at fair value through profit or loss. This category includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109.

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

Loans and borrowings

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

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings. For more information refer Note 15A.

De-recognition

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

Offsetting of financial instruments

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

v) Derivative financial instruments and hedge accounting

Derivative accounting

Initial recognition and subsequent measurement

The Group uses derivative financial instruments, such as forward currency contracts. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

Hedge Accounting

Initial recognition and subsequent measurement

The Group designates (Cash Flow Hedge):

- Intrinsic Value of Call Spread option to hedge foreign currency risk for repayment of Principal Amount in relation to External Commercial Borrowing (ECB) availed in USD.
- Interest Rate Swap (Floating to Fixed) to hedge interest rate risk in respect of Floating rate of interest in relation to ECB.

The Group documents at the inception of the hedging transaction the economic relationship between hedging instruments and hedged items including whether the hedging instrument is expected to offset changes in cash flows of hedged items. The Group documents its risk management objective and strategy for undertaking various hedge transactions at the inception of each hedge relationship.

Cash flow hedges that qualify for hedge accounting

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in the other comprehensive income in cash flow hedging reserve within equity, limited to the cumulative change in fair value of the hedged item on a present value basis from the inception of the hedge. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss, within other income or expense.

When option contracts are used to hedge foreign currency risk, the Group designates only the intrinsic value of the option contract as the hedging instrument.

Gains or losses relating to the effective portion of the change in intrinsic value of the option contracts are recognised in the cash flow hedging reserve within equity. The changes in the time value of the option contracts that relate to the hedged item (‘aligned time value’) are recognised within other comprehensive income in the costs of hedging reserve within equity.

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Amounts accumulated in equity are reclassified to profit or loss in the periods when the hedged item affects profit or loss. The time value of an option used to hedge represents part of the cost of the transaction.

When a hedging instrument expires, or is sold or terminated, or when a hedge no longer meets the criteria for hedge accounting, any cumulative deferred gain or loss and deferred costs of hedging in equity at that time remains in equity until the forecast transaction occurs. When the forecast transaction is no longer expected to occur, the cumulative gain or loss and deferred costs of hedging that were reported in equity are immediately reclassified to profit or loss within other income or expense.

w) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management. Cash flows from operating activities are being prepared as per the Indirect method mentioned in Ind AS 7.

x) Cash dividend and non- cash distribution to equity holders of the parent company

The Group recognises a liability to make cash or non-cash distributions to equity holders of the parent company when the distribution is authorised and the distribution is no longer at the discretion of the Group. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

Non-cash distributions are measured at the fair value of the assets to be distributed with fair value re-measurement recognised directly in equity.

Upon distribution of non-cash assets, any difference between the carrying amount of the liability and the carrying amount of the assets distributed is recognised in the statement of profit and loss.

y) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non–occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements. Contingent assets are only disclosed when it is probable that the economic benefits will flow to the entity.

z) Measurement of EBITDA

The Group has elected to present earnings before finance costs, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the statement of profit and loss. The Group measures EBITDA on the face of profit/ (loss) from continuing operations. In the measurement, the Group does not include depreciation and amortization expense, finance costs and tax expense.

aa) Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

bb) Earnings per share

Basic earnings per share

Basic earnings per share are calculated by dividing:

- the profit attributable to owners of the parent company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

Diluted earnings per share

Diluted earnings per share adjust the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

2.3. Significant accounting judgements, estimates & assumptions

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

1) The areas involving critical estimates are as below:

Property, Plant and Equipment

The Group, based on technical assessment and management estimate, depreciates certain assets over estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management has estimated, supported by technical assessment, the useful lives of certain plant and machinery as 16 to 21 years. These useful lives are higher than those indicated in schedule II. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Defined benefit plans

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

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

Further details about gratuity obligations are given in Note 31.

2) The areas involving critical Judgement are as below:

Intangible asset – "Hindi Hindustan" Brand

In year ended March 31, 2016, Hindustan Media Ventures Limited had acquired Hindi Business Brand (i.e. Hindustan, Hindustan.in,

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Nandan, Kadambini, Hum Tum and other Hindi publication related trademarks) from its parent company, HT Media Limited. Management is of the opinion that, based on an analysis of all of the relevant factors, there is no foreseeable limit to the period over which the trademark is expected to generate net cash inflows for the Group. Hence, the Brand is regarded by Management as having an indefinite useful life.

Contingent Liabilitiy and commitments

The Group is involved in various litigations. The management of the Group has used its judgement while determining the litigations outcome of which are considered probable and in respect of which provision needs to be created.

Fair value measurements

When the fair values of financial assets or financial liabilities recorded or disclosed in the financial statements cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgements include consideration of inputs such as liquidity risk, credit risk and volatility.

Changes in assumptions about these factors could affect the reported fair value of financial instruments. See Note 37 for further disclosures.

Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the wide range of business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Group establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax assessments and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective domicile of the Companies.

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that sufficient taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

Further details on taxes are disclosed in Note 14.

Volume discounts and pricing incentives

The Group accounts for volume discounts and pricing incentives to customers as a reduction of revenue based on the rateable allocation of the discounts/ incentives amount to each of the underlying revenue transaction that results in progress by the customer towards earning the discount/ incentive. Also, when the level of discount varies with increases in levels of revenue transactions, the Group recognizes the liability based on its estimate of the customer's future purchases. If it is probable that the criteria for the discount will not be met, or if the amount thereof cannot be estimated reliably, then discount is not recognized until the payment is probable and the amount can be estimated reliably. The Group recognizes changes in the estimated amount of obligations for discounts in the period in which the change occurs.

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Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Impairment of non- financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent markets transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded subsidiaries or other available fair value indicators.

Share Based Payment

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 32.

Determining the lease term of contracts with renewal and termination options – as lessee

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate.

The periods covered by termination options are included as part of the lease term only when they are reasonably certain not to be exercised.

For further details about leases, refer to accounting policy on leases and Note 42.

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for the year ended March 31, 2022

Note 3 : Property, plant and equipment and Capital work-in-progress

₹ Lakhs

Particulars	Land freehold	Buildings	Improvement to leasehold premises	Plant and machinery	Office equipment	Furniture & fixtures	Total
Cost							
As at April 1, 2020	**981**	**5,965**	**978**	**16,906**	**465**	**472**	**25,767**
Additions	-	51	8	276	10	-	345
Less : Reclassification to non current assets held for sale (Refer Note IV below)	68	888	-	-	-	-	956
Disposals/ Adjustments	-	1	35	634	67	45	782
As at March 31, 2021	**913**	**5,127**	**951**	**16,548**	**408**	**427**	**24,374**
Additions	-	4	9	478	16	1	508
Less : Reclassification to non current assets held for sale (Refer Note IV below)	-	-	-	345	-	-	345
Less : Disposals/ Adjustments	-	-	34	376	55	37	502
As at March 31, 2022	**913**	**5,131**	**926**	**16,305**	**369**	**391**	**24,035**
Accumulated depreciation/ Impairment							
As at April 1, 2020	**-**	**1,166**	**712**	**7,361**	**313**	**174**	**9,726**
Depreciation charge for the year	-	234	68	1,608	53	41	2,004
Impairment (Refer Note III below)	-	-	-	80	-	-	80
Less : Reclassification to non current assets held for sale (Refer Note IV below)	-	84	-	-	-	-	84
Less: Disposals	-	-	31	585	64	43	723
As at March 31, 2021	**-**	**1,316**	**749**	**8,464**	**302**	**172**	**11,003**
Depreciation charge for the year	-	211	58	1,495	38	41	1,843
Less: Reversal of impairment (refer note III below)	-	-	-	31	-	-	31
Less : Reclassification to non current assets held for sale (Refer Note IV below)	-	-	-	237	-	-	237
Less: Disposals	-	-	32	311	53	36	432
As at March 31, 2022	**-**	**1,527**	**775**	**9,380**	**287**	**177**	**12,146**
Net block							
As at March 31, 2022	**913**	**3,604**	**151**	**6,925**	**82**	**214**	**11,889**
As at March 31, 2021	**913**	**3,811**	**202**	**8,084**	**106**	**255**	**13,371**

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Property, plant and equipment	11,889	13,371
Capital work in progress	1,950	1,551
Total	**13,839**	**14,922**

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 3 : Property, plant and equipment and Capital work-in-progress (Contd..)

I. Capital work in progress (CWIP)

The capital work in progress as at March 31, 2022 and March 31, 2021 comprises mainly expenditure for Buildings & Plant and Machinery.

The Company accounts for capitalization of property, plant and equipment to the extent applicable through capital work in progress and therefore the movement in capital work-in-progress is the difference between closing and opening balance of capital work-in-progress as adjusted in additions to property, plant and equipment.

II. Details of assets given under operating lease are as under :

₹ Lakhs

Particulars	March 31, 2022					March 31, 2021				
	Plant and Machinery	Freehold Land	Buildings	Office Equipment	Furniture & Fixture	Plant and Machinery	Freehold Land	Buildings	Office Equipment	Furniture & Fixture
Gross block	2,539	296	1,412	20	1	2,552	296	1,412	20	1
Accumulated depreciation	1,410	-	328	14	1	1,208	-	273	11	1
Net block	**1,129**	**296**	**1,084**	**6**	**0**	**1,344**	**296**	**1,139**	**9**	**0**
Depreciation for the year	214	-	55	3	0	238	-	56	3	0

For further disclosures on assets given under operating lease, refer note 42.

III. Additional information for which impairment loss/reversal of impairment has been recognized are as under:

1) Nature of asset :Plant and Machinery

2) Amount of impairment : ₹ Nil (Previous Year: ₹ 80 lakhs)

3) Reason of impairment : On account of physical damage

4) Amount of impairment reversal: ₹ 31 lakhs (Previous Year: Nil)

5) Reason for reversal of impairment: Sale of Asset

IV. Reclassification to non current assets held for sale (refer note 43)

For the year ended March 31,2022

₹ Lakhs

Particulars	Plant and Machinery
Cost	345
Less: Accumulated depreciation	(237)
Less: Impairment	(7)
Total	**101**

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for the year ended March 31, 2022

Note 3 : Property, plant and equipment and Capital work-in-progress (Contd..)

For the year ended March 31,2021

₹ Lakhs

Particulars	Land Freehold	Buildings
Cost	68	888
Less: Accumulated depreciation	-	(84)
Less: Impairment	-	(7)
Total	**68**	**797**

Note 4 : Investment property

₹ Lakhs

Particulars	Amount
Cost	
As at April 1, 2020	**4,290**
Additions	5,053
Disposals	(737)
As at March 31, 2021	**8,606**
Additions	2,329
Disposals	(948)
As at March 31, 2022	**9,987**
Accumulated Depreciation and provision for impairment	
As at April 1, 2020	**129**
Depreciation	96
Provision for impairment (refer note I below)	194
Disposals	(61)
As at March 31, 2021	**358**
Depreciation	237
Provision for impairment (refer note I below)	104
Disposals	(101)
As at March 31, 2022	**598**
Net block	
As at March 31, 2022	**9,389**
As at March 31, 2021	**8,248**

Information regarding income and expenditure of investment property (excluding profit/ (loss) on sale of investment and provision for impairment of properties)

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Rental income derived from investment properties	28	14
Direct operating expenses (including repairs and maintenance) generating rental income	-	3
Direct operating expenses (including repairs and maintenance) that did not generate rental income	7	9
Profit arising from investment properties before depreciation and indirect expenses	**21**	**2**

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 4 : Investment property (Contd..)

Note I : Additional information for which provision for impairment loss has been recognized are as under:

1) Nature of asset: Investment Property

2) Amount of provision for impairment: 104 lakhs (Previous Year: 194 lakhs)

3) Reason for provision for impairment: Fair value being recoverable amount was determined for disclosure requirement. The same was compared with the carrying amount.

The management has determined that the investment properties consist of two classes of assets — residential and commercial— based on the nature, characteristics and risks of each property.

As at March 31, 2022 and March 31, 2021, the fair values of the properties are ₹ 10,474 Lakhs and ₹ 8,742 Lakhs respectively. These valuations are based on valuations performed by a registered independent valuer who is a specialist in valuing these types of investment properties. A valuation model in accordance with Ind AS 113 has been applied. The fair value of investment property is based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017. The valuation has been determined basis the market approach by reference to sales in the market of comparable properties. However, where such information is not available, current prices in an active market for properties of different nature or recent prices of similar properties in less active markets, adjusted to reflect those differences, has been considered to determine the valuation. All resulting fair value estimates for investment properties are included in Level II.

For one of the property related to subsidiary HT Noida Limited, current year fair value is basis the agreement to sell entered with unrelated party for selling investment property. Advance received under this agreement to sell has been classified as contract liability . The resulting fair value is classifed as Level II valuation.

The Group has no restrictions on the realisability of its investment properties and there exist contractual obligations of ₹ 1,351 Lakhs (March 31, 2021: ₹ 1,768 Lakhs) to purchase the investment property whereas there are no contractual obligation to develop investment property or for repairs and enhancements.

Note 5 : Intangible assets

₹ Lakhs

Particulars	Software licenses	Brand #	Total (Intangible assets)
Cost			
As at April 1, 2020	**318**	**6,696**	**7,014**
Additions	16		16
Disposals/ Adjustments			-
As at March 31, 2021	**334**	**6,696**	**7,030**
Additions	467		467
Disposals/ Adjustments			-
As at March 31, 2022	**801**	**6,696**	**7,497**

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 5 : Intangible assets (Contd..)

₹ Lakhs

Particulars	Software licenses	Brand #	Total (Intangible assets)
Accumulated Amortization/ Impairment			
As at April 1, 2020	**223**	**-**	**223**
Charge for the year	32	-	32
Disposals			-
As at March 31, 2021	**255**	**-**	**255**
Charge for the year	44		44
Disposals			-
As at March 31, 2022	**299**	**-**	**299**
Net Block			
As at March 31, 2022	**502**	**6,696**	**7,198**
As at March 31, 2021	**79**	**6,696**	**6,775**

In the year ended March 31, 2016; the Group had acquired Hindi Business Brand (i.e. Hindustan, Hindustan.in, Nandan, Kadambini, Hum Tum and other Hindi publication related trademarks from its parent company HT Media Limited. Management is of the opinion that, based on an analysis of all of the relevant factors, there is no foreseeable limit to the period over which the Brand is expected to generate net cash inflows for the Group. Hence, the Brand is regarded by Management as having an indefinite useful life.

For the purposes of impairment testing of Brand with indefinite life, the recoverable amount of Brand is based on its fair value. The fair value has been determined as per Royalty Relief method. The fair value is being compared with the Carrying amount of Brand as stated above. No impairment has been observed. Discount rate (14% to 17%) and Royalty rate (4%) are the key assumptions considered in determining fair value. It is a Level III valuation. There has been no change in the valuation technique.

Note 6A: Liability under equity method of accounting (in relation to joint venture)

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
HT Content Studio LLP (99.99% Profit Sharing Ratio) (in form of capital contribution)	102	29
(refer note 41)		
Total	**102**	**29**

As on March 31, 2022, the Company has invested ₹ 775 Lakhs in HT Content Studio LLP. The Company has accounted for liability in the entity as per equity method of accounting.

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 6B : Financial Assets- Investments

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
I. Investment at fair value through other comprehensive income		
Unquoted		
Investment in equity instruments and warrants		
- Jasper Infotech Private Limited 22.85 Lakhs (Previous year Nil) equity shares of Rs. 1 each fully paid up	3,078	-
- Oravel Stays Private Limited 50 Lakhs (Previous year Nil) equity shares of Rs. 1 each fully paid up	4,426	-
- One Mobikwik Systems Limited 7.2 Lakhs (Previous year Nil) equity shares of Rs. 2 each fully paid up	8,152	-
Total investment at fair value through other comprehensive income (A)	**15,656**	**-**
II. Investment at fair value through profit and loss		
Unquoted		
Investment in equity instruments and warrants	1,821	2,698
Investment in preference securities	4,773	16,159
Investment in debt instruments	232	-
Quoted		
Investment in mutual funds*	1,24,462	1,20,611
Investment in market linked debentures and perpetual bonds	4,453	2,123
Total investment at fair value through profit and loss (B)	**1,35,741**	**1,41,591**
Total investment (A) + (B)	**1,51,397**	**1,41,591**
Non - Current	69,309	1,11,219
Current	82,088	30,372
Aggregate book value of quoted investments	1,28,915	1,22,734
Aggregate market value of quoted investments	1,28,915	1,22,734
Aggregate book value of unquoted investments	22,482	18,857

* ₹ 11,057 Lakhs (Fair value) of mutual fund (Original cost: ₹ 9,281 Lakhs) are pledged in favour of banks against Overdraft and ECB facility in F.Y. 21-22 (F.Y 20-21 - Fair value : ₹ 19,818 Lakhs & Original Cost :₹ 16,103 Lakhs).

Note 6C :Financial assets- Loans

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
At amortised cost		
Inter-corporate deposits (refer note 34A and 46)	-	3,005
Total loans	**-**	**3,005**
Non - current	-	3,005

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Secured, considered good	-	-
Unsecured, considered good	-	3,005
Loans receivables which have significant increase in credit risk	-	-

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 6C :Financial assets- Loans (Contd..)

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Loans receivables – credit impaired	-	-
	-	**3,005**
Allowances for bad and doubtful loans	-	-
Total Loans	**-**	**3,005**

Note 6D :Other Financial Assets

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
I. Derivatives at fair value through other comprehensive income		
- Forex derivative contract	313	352
Total I	**313**	**352**
Derivative instruments at fair value through other comprehensive income reflect the positive change in fair value of those foreign exchange option contracts that are designated in hedge relationships. (Refer Note 36)		
II. Other financial assets at amortised cost		
Balance with banks :		
- Margin money (held as security in form of fixed deposit)	22	21
Interest accrued on inter corporate deposits and others (refer note 34A) #	39	291
Other receivables (refer note 34A) ##	63	104
Security deposit ###	1,867	1,784
Total II	**1,991**	**2,200**
Total other financial assets (I) +(II)	**2,304**	**2,552**
Non - current	1,994	2,281
Current	310	271

Includes receivable from related parties ₹ NIL Lakhs (Previous year March 31, 2021: ₹ 263 Lakhs)

Includes receivable from related parties ₹ 4 Lakhs (Previous year March 31, 2021: ₹ 103 Lakhs)

Includes security deposit paid to related parties ₹ 1506 Lakhs (Previous year March 31, 2021: ₹ 1,494 Lakhs) (refer note 34A)

Note 6E :Break up of financial assets carried at amortised cost

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Trade receivables (Note 10A)	11,060	12,430
Cash and cash equivalents (Note 10B)	1,826	2,094
Other bank balances (Note 10 C)	2,005	2,005
Loans (Note 6C)	-	3,005
Other financial assets (Note 6D)	1,991	2,200
Total financial assets carried at amortised cost	**16,882**	**21,734**

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 7: Income tax assets (net)

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Income tax assets (net)	1,394	1,541
Non- current	**1,394**	**1,541**

Note 8 : Other non- current assets

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Capital advances	173	175
Advances other than capital advances		
Prepaid expenses	120	142
Deferred premium call spread	-	35
Total	**293**	**352**

Note 9 : Inventories

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Raw materials {includes stock in transit of ₹ 196 Lakhs (March 31, 2021: ₹ 898 Lakhs)}	6,790	4,547
Work- in- progress	1	1
Stores and spares {includes stock in transit of ₹ 44 Lakhs (March 31, 2021: 14 Lakhs)}	884	859
Scrap and waste papers	29	26
Total	**7,704**	**5,433**

Note 10 A : Trade receivables

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Trade receivables	10,720	12,215
Receivables from related parties (refer note 34A)	340	215
Total	**11,060**	**12,430**

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Considered good – secured	1,199	1,144
Considered good – unsecured	14,824	15,105
Trade Receivables which have significant increase in credit risk		-
Trade Receivables – credit impaired	270	271
Total	**16,293**	**16,520**
Loss allowance for bad & doubtful receivables	(5,233)	(4,090)
Net Receivable	**11,060**	**12,430**

No trade receivables are due from directors or other officers of the Group either severally or jointly with any other person.

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 10 A : Trade receivables (Contd..)

Trade Receivables ageing schedule as on March 31, 2022

₹ Lakhs

Particulars	Outstanding for following periods from the due date							
	Unbilled	Not Due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	-	1,768	5,968	1,140	1,431	1,395	3,171	14,873
(ii) Undisputed Trad e Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables–considered good	-	12	38	30	122	254	694	1,150
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	30	240	270
Total	**-**	**1,780**	**6,006**	**1,170**	**1,553**	**1,679**	**4,105**	**16,293**
Less: Loss allowance for bad & doubtful receivables	-	12	516	827	547	832	2,499	5,233
Net Receivable	**-**	**1,768**	**5,490**	**343**	**1,006**	**847**	**1,606**	**11,060**

Trade Receivables ageing schedule as on March 31, 2021

₹ Lakhs

Particulars	Outstanding for following periods from the due date							
	Unbilled	Not Due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	-	1,889	6,283	941	1,309	1,847	2,864	15,134
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables–considered good	-	28	81	34	172	185	616	1,116
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	1	37	233	271
Total	**-**	**1,917**	**6,364**	**975**	**1,482**	**2,069**	**3,713**	**16,520**
Less: Loss allowance for bad & doubtful receivables	-	28	508	94	634	1,135	1,691	4,090
Net Receivable	**-**	**1,889**	**5,856**	**881**	**848**	**934**	**2,022**	**12,430**

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 10 B : Cash and cash equivalents

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Balance with banks :		
- On current accounts	623	708
- Deposits with original maturity of three months or less than three months	21	149
Cheques in hand	1,080	1,102
Cash on hand	102	135
Total	**1,826**	**2,094**

Note 10 C: Bank balances other than (iii) above

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
- Deposits with original maturity of more than three months*	2,000	2,000
- Unclaimed dividend account#	5	5
Total	**2,005**	**2,005**

* Pledged with banks against overdraft facility for ₹ 2,000 lakhs (previous year - ₹ 2,000 lakhs)

These balances are not available for use by the Group as they represent corresponding unclaimed dividend liabilities.

Note 11 : Other current assets

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Prepaid expenses [(after offsetting lease liability of ₹ 259 Lakhs (Previous Year March 31, 2021: ₹ 259 Lakhs)] #	276	260
Advances given [net of provision of ₹ 121 Lakhs (Previous Year March 31, 2021: ₹ 110 Lakhs)]	592	650
Deferred premium call spread	-	62
Balance with government authorities	4,266	3,102
CSR pre spent	1	1
Total	**5,135**	**4,075**

Includes prepaid expenses pertaining to related parties ₹ 449 Lakhs (Previous year March 31, 2021: ₹ 449 Lakhs) (refer note 34A)

Note 12 : Share capital

Authorised share capital

Particulars	No. of shares	Amount (₹ Lakhs)
At April 1, 2020	8,70,00,000	8,700
Increase during the year	-	-
At March 31, 2021	8,70,00,000	8,700
Increase during the year	-	-
At March 31, 2022	8,70,00,000	8,700

Notes to Consolidated Financial Statements
for the year ended March 31, 2022

Note 12 : Share capital (Contd..)

Terms/ rights attached to equity shares

The Parent Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The Parent 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.

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

Issued, subscribed and paid-up share capital

Equity shares of ₹ 10 each issued, subscribed and fully paid-up	No. of shares	Amount (₹ Lakhs)
At April 1, 2020	7,36,71,548	7,367
Changes during the year	-	-
At March 31, 2021	7,36,71,548	7,367
Changes during the year	-	-
At March 31, 2022	7,36,71,548	7,367

Reconciliation of the equity shares outstanding at the beginning and at the end of the year :

Particulars	March 31, 2022		March 31, 2021	
	No. of shares	Amount (₹ Lakhs)	No. of shares	Amount (₹ Lakhs)
Shares outstanding at the beginning of the year	7,36,71,548	7,367	7,36,71,548	7,367
Shares Issued during the year	-	-	-	-
Shares outstanding at the end of the year	**7,36,71,548**	**7,367**	**7,36,71,548**	**7,367**

Shares held by holding/ ultimate holding company and/ or their subsidiaries/ associates

Out of equity shares issued by the Parent Company, shares held by its holding company are as below:

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
HT Media Limited, the holding company		
54,808,457 (previous year 54,808,457) equity shares of ₹ 10 each fully paid	5,481	5,481

Details of shareholders holding more than 5% shares in the Parent company

Particulars	March 31, 2022		March 31, 2021	
	No. of Shares	% holding	No. of Shares	% holding
Equity shares of ₹ 10 each fully paid				
HT Media Limited, the holding company	5,48,08,457	74.40%	5,48,08,457	74.40%
Kotak Mahindra (International) Limited	-	-	42,36,000	5.75%

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 12 : Share capital (Contd..)

As per records of the Parent Company, including its register of shareholders/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

Shareholding of promoters as on March 31, 2022:

S. No	Promoter name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	%of total shares	% Change during the year
1	HT Media Limited	5,48,08,457	-	5,48,08,457	74.40%	-
	Total	**5,48,08,457**	-	**5,48,08,457**	74.40%	-

Shareholding of promoters as on March 31, 2021:

S. No	Promoter name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	%of total shares	% Change during the year
1	HT Media Limited	5,48,08,457	-	5,48,08,457	74.40%	-
	Total	**5,48,08,457**	-	**5,48,08,457**	74.40%	-

Shares reserved for issue under options

For details of equity shares reserved for the issue under Employee Stock Options (ESOP) of the Parent Company refer note 32.

Note 13 : Other equity

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Securities premium	24,239	24,239
Capital redemption reserve	1	1
Capital reserve	6,645	6,645
General reserve	694	688
Retained earnings	1,23,567	1,19,639
FVTOCI reserve	(3,534)	-
Cash flow hedging reserve (refer note 36)	(8)	(105)
Costs of hedging reserve (refer note 36)	(32)	(24)
Share-based payments reserve (refer note 32)	43	49
Total	**1,51,615**	**1,51,132**

Securities premium

Particulars	Amount (₹ Lakhs)
At April 1, 2020	**24,239**
Changes during the year	-
At March 31, 2021	**24,239**
Changes during the year	-
At March 31, 2022	**24,239**

Securities premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 13 : Other equity (Contd..)

Capital redemption reserve

Particulars	Amount (₹ Lakhs)
At April 1, 2020	**1**
Changes during the year	-
At March 31, 2021	**1**
Changes during the year	-
At March 31, 2022	**1**

Capital reserve*

Particulars	Amount (₹ Lakhs)
At April 1, 2020	**6,645**
Changes during the year	-
At March 31, 2021	**6,645**
Changes during the year	-
At March 31, 2022	**6,645**

*Origination of ₹ 238 Lakhs is in relation to common control acquisition and ₹ 7,727 Lakhs is in relation to demerger of business. Utilisation of ₹ 1,320 Lakhs is in relation to common control acquisition.

General reserve

Particulars	Amount (₹ Lakhs)
At April 1, 2020	**688**
Changes during the year	-
At March 31, 2021	**688**
Changes during the year*	6
At March 31, 2022	**694**

*in relation to ESOPs forfeited during the year.

Retained earnings

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Opening balance	1,19,639	1,12,823
Net Profit for the year	4,059	6,944
Items of other comprehensive income (OCI) recognised directly in retained earnings		
- Remeasurement of defined benefit plans, net of tax	(131)	(128)
Closing balance	**1,23,567**	**1,19,639**

The disaggregation of changes in OCI by each type of reserves in equity is disclosed in note 27.

Notes to Consolidated Financial Statements
for the year ended March 31, 2022

Note 13 : Other equity (Contd..)

FVTOCI reserve

Particulars	Amount (₹ Lakhs)
At April 1, 2020	**-**
Changes during the year	-
At March 31, 2021	**-**
Changes during the year*	(3,534)
At March 31, 2022	**(3,534)**

*In relation to fair value movement of investment classified at FVTOCI.

Cash flow hedging reserve * (refer note 36)

Particulars	Amount (₹ Lakhs)
At April 1, 2020	**(186)**
Changes in intrinsic value of foreign currency options	(268)
Changes in fair value of interest rate swaps	124
Tax Impact	(43)
Amounts reclassified to profit or loss	268
At March 31, 2021	**(105)**
Changes in intrinsic value of foreign currency options	(39)
Changes in fair value of interest rate swaps	130
Tax Impact	(33)
Amounts reclassified to profit or loss	39
At March 31, 2022	**(8)**

* The effective portion of gains and loss on hedging instruments in a cash flow hedge

Costs of hedging reserve (refer note 36)

Particulars	Amount (₹ Lakhs)
At April 1, 2020	**(178)**
Deferred costs of hedging-transaction related- Deferred time value of foreign currency option contracts	104
Amount reclassified from cost of hedging reserve to profit or loss	133
Tax Impact	(83)
At March 31, 2021	**(24)**
Deferred costs of hedging-transaction related- Deferred time value of foreign currency option contracts	(99)
Amount reclassified from cost of hedging reserve to profit or loss	88
Tax Impact	3
At March 31, 2022	**(32)**

Notes to Consolidated Financial Statements
for the year ended March 31, 2022

Note 13 : Other equity (Contd..)

Share-based payments reserve (refer note 32)

Particulars	Amount (₹ Lakhs)
At April 1, 2020	**17**
Changes during the year	32
At March 31, 2021	**49**
Changes during the year (Refer Note below)	(6)
At March 31, 2022	**43**

Note:

Particulars	Amount
In relation to options vested during the year	17
Transferred from share based payments reserve to General Reserve on account of forfeiture of vested options	(6)
On account of forfeiture of unvested options	(17)
Total	**(6)**

Note 14 : Income tax

The major components of income tax expense for the year ended March 31, 2022 and March 31, 2021 are :

Statement of profit and loss :

Profit and loss section

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Current income tax :		
Current income tax charge	1,358	1,598
Adjustments in respect of current income tax of previous years	(791)	(27)
Deferred tax :		
Relating to origination and reversal of temporary differences	(1,883)	(402)
Adjustments in respect of deferred tax of previous years	1,742	23
Income tax expense reported in the statement of profit and loss	**426**	**1,192**

OCI section :

Deferred tax related to items recognised in OCI during in the year :

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Income tax credit on Change in fair value of investments	(1,049)	-
Income tax charge on Cash flow hedging reserve	33	43
Income tax charge/(credit) on Costs of hedging reserve	(3)	83
Income tax credit on remeasurement loss on defined benefit plans	(44)	(69)
Income tax charge/ (credit) to OCI	**(1,063)**	**57**

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 14 : Income tax (Contd..)

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2022 and March 31, 2021:

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Accounting profit before income tax	4,733	8,498
At India's statutory income tax rate of 25.168 % (March 31, 2021: 34.944 %)	1,191	2,970
Non-Taxable Income for tax purposes:		
Income from Investments	(454)	(2,203)
Non-deductible expenses for tax purposes:		
Adjustment in respect to change in tax rate for next year	-	(93)
Other non-deductible expenses	111	156
Adjustments in respect of current income tax of previous years	(791)	(27)
Adjustments in respect of deferred income tax of previous years	307	23
Adjustments in respect of change in tax rate	1,742	-
Income Taxable at Lower rate	(86)	(217)
Difference in Tax Base and Book Base of Investments/ Investment Property	(1,607)	528
Other Adjustments:		
Net losses of subsidiaries on which deferred tax asset have not been recognised	13	55
At the effective income tax rate	**426**	**1,192**
Income tax expense reported in the Statement of Profit and Loss	**426**	**1,192**

Deferred tax relates to the following:

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021	Movement during the year
Deferred tax liabilities			
Differences in depreciation in block of property, plant and equipment as per tax books and financial books	2,057	2,100	(43)
Difference between tax base and book base on Investments in Mutual funds, Investment property and securities	132	2,838	(2,706)
Gross deferred tax liabilities	**2,189**	**4,938**	**(2,749)**
Deferred tax assets			
Effect of expenditure debited to the Statement of Profit and Loss in the current year/earlier years but allowed for tax purposes in following years	553	545	8
Unutilized MAT Credit*	-	1,915	(1,915)
Allowance for doubtful receivables and advances	1,348	985	363
Gross deferred tax assets	**1,901**	**3,446**	**(1,545)**
Deferred tax liabilities (net)	**288**	**1,492**	**(1,204)**

* Considering the future projections, there is a reasonable certainty to recover MAT Credit Entitlement.

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 14 : Income tax (Contd..)

Reconciliation of deferred tax liabilities (net):

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Opening balance as of April 1	1,492	1,814
Tax income during the year recognised in Statement of Profit and Loss	(1,204)	(322)
Closing balance as at March 31	**288**	**1,492**

Deductible temporary differences and unused tax losses for which no deferred tax asset is recognised in the balance sheet as on March 31, 2022 are as below:

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Deferred tax Assets		
- on Carry forwards business loss (Available for 8 Assessment Year)	65	56
- Other temporary difference	39	-
Total Deferred tax Assets	**104**	**56**

Note 15 A : Borrowings

₹ Lakhs

Particulars	Effective Interest Rate %	Maturity	March 31, 2022	March 31, 2021
Non-current borrowings				
From banks				
Secured				
ECB from banks	Refer note I	Refer note I	2,842	4,569
			2,842	**4,569**
Less : Amount clubbed under "Current Borrowings" (Current maturities of long term borrowing)			1,895	1,828
			947	**2,741**
Current borrowings				
From banks				
Secured				
Cash Credit/ Overdraft from bank	Refer note II	Refer note II	1,288	1,240
STL/WCDL from bank	Refer note III	Refer note III	7,500	-
Current maturity of long term loans			1,895	1,828
Unsecured				
Buyer's credit from bank	Refer note IV	Refer note IV	99	2,001
			10,782	**5,069**
Aggregate secured loans			11,630	5,809
Aggregate unsecured loans			99	2,001

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 15 A : Borrowings (Contd..)

Note I - External commercial borrowing from bank (secured)

External commercial borrowing of USD 100 Lakhs from Bank carries interest @USD 3 months Libor + 0.65% spread p.a. The loan is repayable in 8 semi annual equal installments of USD 12.50 Lakhs starting from 29 November, 2019. The loan is secured by Pledge of Debt Mutual Funds investment of company. Refer note 36 for further details.

Note II- Cash Credit/ Overdraft from bank (Secured)

Outstanding Cash Credit/ Overdraft from Bank was drawn @ 4.50% p.a. and is payable on demand. The loan is secured by Lien on Fixed Deposits.

Note III- STL/ WCDL from bank (Secured)

Outstanding STL/WCDL from Bank was drawn in various tranches from January 19, 2022 till March 28, 2022 @ average Interest Rate of 4.57% p.a. (Applicable MIBOR+Margin / Fixed rate) and are due for repayment starting from April 4, 2022 till May 5, 2022. The loan is secured by Pledge of Debt Mutual Funds investment/ Current Assets of company. Refer note 38 for further details.

Quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts.

Note IV- Buyer's credit from bank (Unsecured)

Outstanding Buyer's Credit loan from Bank was drawn in various tranches from July 12, 2021 till March 3, 2022 @ average Interest Rate of 1.44% p.a. (Applicable LIBOR+Margin / Fixed rate) and are due for repayment starting from April 8, 2022 till November 25, 2022.

For investments pledged in order to fulfill the collateral requirements for Borrowings, refer note 38.

Debt reconciliation:

₹ Lakhs

Particulars	Current borrowings (including current portion of Long-term borrowings but excluding bank overdraft classified as part of cash and cash equivalent)	Non Current Borrowings	Total
As at April 1,2020	**5,579**	**4,722**	**10,301**
Cash Flows:			
- Proceeds from short term borrowings	3,731	-	3,731
- Repayment of short term borrowings	(7,287)	-	(7,287)
Adjustments:			
- Foreign exchange adjustments	(22)	(153)	(175)
- Re-classification of Long-term Borrowing	1,828	(1,828)	-
As at March 31,2021	**3,829**	**2,741**	**6,570**
Cash Flows:			
- Proceeds from short term borrowings	43,231	-	43,231
- Repayment of short term borrowings	(39,462)	-	(39,462)
Adjustments:			
- Foreign exchange adjustments	1	101	102
- Re-classification of Long-term Borrowing	1,895	(1,895)	**-**
As at March 31, 2022	**9,494**	**947**	**10,441**

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 15 B : Trade payables

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Trade payables		
- total outstanding due of micro enterprises and small enterprises	622	408
Total (a)	**622**	**408**
- total outstanding dues of creditors other than of micro enterprises and small enterprises	6,375	7,558
- total outstanding due to related parties (refer note 34A)	1,050	1,684
Total (b)	**7,425**	**9,242**
Total (a) +(b)	**8,047**	**9,650**
Current	**8,047**	**9,650**

Trade payables ageing schedule as on March 31, 2022

₹ Lakhs

Particulars	Unbilled	Not Due	Outstanding for following periods from the date of transaction				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	584	38	-	-	-	622
(ii) Others	1,748	2,173	1,753	1,652	28	21	7,375
(iii) Disputed dues – MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	50	-	50
Total	**1,748**	**2,757**	**1,791**	**1,652**	**78**	**21**	**8,047**

Trade payables ageing schedule as on March 31, 2021

₹ Lakhs

Particulars	Unbilled	Not Due	Outstanding for following periods from the date of transaction				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	200	208	-	-	-	408
(ii) Others	4,134	3,816	1,100	131	11	-	9,192
(iii) Disputed dues – MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	50	-	-	50
Total	**4,134**	**4,016**	**1,308**	**181**	**11**	**-**	**9,650**

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 15 C : Other financial liabilities

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Other financial liabilities at amortized cost		
Book overdraft	4	10
Sundry deposits*	30,430	24,173
Interest accrued on borrowings and others	114	30
Unclaimed dividend #	5	5
Liability-Premium call option	53	143
Employee related payables	3,698	3,181
Others	156	236
Other financial liabilities at fair value through profit and loss		
Derivatives designated as hedges		
Derivative liability-IRS (refer note 36)	32	162
Total other financial liabilities	**34,492**	**27,940**
Non- current	17	149
Current	34,475	27,791
# Amount payable to Investor Education and Protection Fund	Nil	Nil

* Includes security deposits pertaining to related parties ₹ 467 Lakhs (Previous year March 31, 2021: ₹ 647 Lakhs) (refer note 34A)

Break up of financial liabilities carried at amortized cost

₹ Lakhs

Particulars	Note No	March 31, 2022	March 31, 2021
Borrowings (current)	15A	10,782	5,069
Borrowings (non- current)	15A	2,842	4,569
Trade payables	15B	8,047	9,651
Book overdraft	15C	4	10
Sundry deposits	15C	30,430	24,173
Interest accrued but not due on borrowings and others	15C	114	30
Unclaimed dividend	15C	5	5
Liability-Premium call option	15C	53	143
Employee related payables	15C	3,698	3,181
Others	15C	156	236
Total financial liabilities carried at amortised cost		**56,131**	**47,067**

Note 15 D : Lease liabilities

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Unsecured		
Lease liabilities (refer note 42)	272	966
Total	**272**	**966**
Current	**86**	**720**
Non- current	**186**	**246**

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 15E : Other current liabilities

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Statutory dues	474	363
Total	**474**	**363**

Note 16 : Contract liabilities

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Advances from customers	1,486	1,322
Deferred revenue	584	722
Total	**2,070**	**2,044**
Current	**2,070**	**2,044**
Non- current	**-**	**-**

Amount of revenue recognised during FY 2021-2022 from contract liabilities at the beginning of the year is ₹ 1,232 lakhs (Previous Year : ₹ 1,521 lakhs).

Amount accrued during FY 2021-2022 amounts to ₹ 1,258 Lakhs (Previous Year : ₹ 1,548 lakhs).

Note 17 : Provisions

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Provision for employee benefits (refer note 31)		
Provision for leave Benefits	72	80
Provision for gratuity	1,407	1,145
Total	**1,479**	**1,225**
Current	1,479	1,225

Note 18 : Income tax liabilities (net)

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Income tax liability (net)	445	542
Total	**445**	**542**

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 19 : Revenue from operations

Revenue from contracts with customers

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Sale of products		
- Sale of newspaper and publications	17,361	16,363
Sale of services		
- Advertisement revenue	44,073	36,790
- Job work revenue and commission income	447	272
- Tuition and educational service	-	-
Other operating revenues		
- Sale of scrap, waste papers and old publication	1,213	783
- Forfeiture of security deposits	3,348	264
- Others	478	71
Total	**66,920**	**54,543**

Reconciliation of revenue recognised with the contracted price is as follows:

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Contract price	67,321	54,835
Adjustments to the contract price	(401)	(292)
Revenue recognised	**66,920**	**54,543**

The adjustments made to the contract price comprises of volume discounts, returns, credits, etc under the head "Revenue from Operations".

Note 20 : Other income

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Interest income on EIR basis		
- Bank deposits	232	112
- Loan to fellow subsidiary (refer note 34A)	85	785
- Others	6	23
Other non - operating income		
Unclaimed balances/liabilities written back (net)	444	451
Rental income	544	805
Foreign exchange fluctuation income	-	280
Fair value gain/ loss on financial instruments at fair value through profit or loss (refer note III)	-	186
Income from lease termination	-	37
Finance income from debt instruments at FVTPL*	5,850	9,001

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 20 : Other income (Contd..)

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Profit on sale of investments	358	-
Unwinding of discount on security deposit	71	67
Profit on sale of investment property	33	
Miscellaneous income	143	17
Total	**7,766**	**11,764**

*Gain on account of fair value movement (refer note 2.2 (s) Debt instruments at FVTPL)

Note 21 : Cost of materials consumed

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Consumption of raw materials		
Inventory at the beginning of the year	4,547	3,633
Add: Purchase during the year	26,799	18,326
Less : Sale of damaged newsprint	146	99
	31,200	**21,860**
Less: Inventory at the end of the year	6,790	4,547
Total	**24,410**	**17,313**

Note 22 : Changes in inventories

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Inventory at the beginning of the year		
- Work -in- progress	1	44
- Scrap and waste papers	26	90
Inventory at the end of the year		
- Work -in- progress	1	1
- Scrap and waste papers	29	26
Changes in inventories		
- Work -in- progress	-	43
- Scrap and waste papers	(3)	64
Total	**(3)**	**107**

Note 23 : Employee benefits expense

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Salaries, wages and bonus	14,228	12,130
Contribution to provident and other funds (Refer Note 31)	594	576
Employee stock option scheme (Refer Note 32)	25	27
Gratuity expense (Refer Note 31)	253	234
Workmen and staff welfare expenses	131	133
Total	**15,231**	**13,100**

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 24 : Finance costs

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Interest on debts and borrowings	840	725
Interest on lease liabilities (refer note 42)	39	79
Exchange difference regarded as an adjustment to borrowing costs	40	46
Bank charges	19	20
Total	**938**	**870**

Note 25 : Depreciation and amortization expense

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Depreciation of tangible assets (note 3)	1,843	2,004
Depreciation expense of right-of-use assets (note 42)	859	912
Amortization of intangible assets (note 5)	44	32
Depreciation on investment properties (note 4)	237	96
Total	**2,983**	**3,044**

Note 26 : Other expenses

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Consumption of stores and spares	1,798	1,699
Printing and service charges	3,453	3,054
News service and dispatches	336	355
News content sourcing fees	5,434	5,108
Service charges on advertisement revenue	284	528
Power and fuel	826	780
Advertising and sales promotion	2,706	1,894
Freight and forwarding charges	1,204	1,139
Rent (refer note 42)	530	633
Rates and taxes	32	80
Insurance	254	236
Repairs and maintenance:		
- Plant and machinery	1,236	1,007
- Building	143	36
- Others	3	1
Travelling and conveyance	1,632	1,444
Communication costs	279	249
Legal and professional fees	2,449	2,452
Payment to auditors	80	53

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 26 : Other expenses (Contd..)

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Director's sitting fees (Refer Note 34A)	36	25
Foreign exchange differences (net)	25	-
Allowances for bad and doubtful receivables and advances (refer note I)	1,441	1,354
Loss on sale of property, plant and equipment (includes impairment of property, plant and equipment)	139	64
Fair value loss on investments through profit and loss (refer note II)	764	-
Loss on sale of investment properties	-	45
Provision for impairment on investment properties	104	194
CSR Expenditure	68	199
Miscellaneous expenses	1,138	746
Total	**26,394**	**23,375**

Note I : Movement of allowances for bad and doubtful receivables

₹ Lakhs

Particulars	Trade Receivables and Other current assets	
	March 31, 2022	March 31, 2021
Opening	4,201	3,657
Add: Provision created (net)	1,441	1,354
Less: Bad debts written off	288	811
Closing	**5,354**	**4,200**

Note II: Detail of Fair value of investment through profit and loss (net)

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Gain on fair valuation of Investments recognized during the year	(3,797)	(1,393)
Loss on fair valuation of Investments recognized during the year	4,561	1,207
Total	**764**	**(186)**

Note 27 : Other comprehensive income

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

For the year ended March 31, 2022

₹ Lakhs

Particulars	Retained earnings	FVTOCI Reserve	Cash flow hedging reserve	Costs of hedging reserve	Total
Change in fair value of investments	-	(4,583)	-	-	(4,583)
Income tax effect	-	1,049	-	-	1,049
Remeasurement on defined benefit plans	(175)	-	-	-	(175)
Income tax effect	44	-	-	-	44

Notes to Consolidated Financial Statements
for the year ended March 31, 2022

Note 27 : Other comprehensive income (Contd..)

₹ Lakhs

Particulars	Retained earnings	FVTOCI Reserve	Cash flow hedging reserve	Costs of hedging reserve	Total
Cash flow hedging reserve	-	-	130	-	130
Income tax effect	-	-	(33)	-	(33)
Costs of hedging reserve	-	-	-	(11)	(11)
Income tax effect	-	-	-	3	3
Total	**(131)**	**(3,534)**	**97**	**(8)**	**(3,576)**

For the year ended March 31, 2021

₹ Lakhs

Particulars	Retained earnings	FVTOCI Reserve	Cash flow hedging reserve	Costs of hedging reserve	Total
Remeasurement on defined benefit plans	(197)	-	-	-	(197)
Income tax effect	69	-	-	-	69
Cash flow hedging reserve	-	-	124	-	124
Income tax effect	-	-	(43)	-	(43)
Costs of hedging reserve	-	-	-	237	237
Income tax effect	-	-	-	(83)	(83)
Total	**(128)**	**-**	**81**	**154**	**107**

Note 28 : Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Group 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 Group 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	March 31, 2022	March 31, 2021
Profit attributable to equity holders (₹ Lakhs)	4,059	6,944
Weighted average number of Equity shares for basic and diluted EPS (Lakhs)	736.72	736.72
Earnings per share		
Basic EPS	5.51	9.43
Diluted EPS	5.51	9.43

Note 29 : Dividend

The Company has neither declared nor paid any dividend during the current and previous year as per the Section 123 of the Companies Act, 2013

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 30 : Capital management

For the purpose of the Group's capital management, capital includes issued equity capital, securities premium and all other equity reserves. The primary objective of the Group's capital management is to maximize the shareholder value.

The Group 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 Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is net debt divided by total capital and net debt. The Group includes within net debt, interest bearing loans and borrowings and interest accrued on borrowings.

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Borrowings including current maturity of long term borrowing (refer note 15A)	11,729	7,810
Interest accrued on borrowings and others (refer note 15C)	114	30
Debt	**11,843**	**7,840**
Equity share capital & other equity	**1,58,982**	**1,58,499**
Total capital employed	**1,70,825**	**1,66,339**
Less: Intagible assets	7,198	6,775
Add: Deferred Tax Liability	288	1,492
Net Capital Employed	**1,63,915**	**1,61,056**
Gearing ratio	**7.23%**	**4.87%**

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2022 and March 31, 2021.

Note 31 : Employee benefits

A. Define Benefit Plan: Gratuity

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Gratuity plan	1,407	1,145
Total	**1,407**	**1,145**
Current	1,407	1,145

The Group has a defined benefit gratuity plan. Every employee who has completed five years or more of services gets a gratuity on separation at 15 days salary (last drawn salary) for each completed year of service. Hindustan Media Ventures Limited has formed a Gratuity Trust to which contribution is made based on actuarial valuation done by independent valuer.

The Company has a defined benefit gratuity plan. The gratuity plan is governed by the Payment of Gratuity Act, 1972. Every employee who has completed five years or more of services gets a gratuity on separation at 15 days salary (last drawn salary) for each completed year of service. The gratuity plan is managed through 'HMVL Editorial Employees Gratuity Fund Trust' & 'HMVL Non Editorial and Other Employees Gratuity Fund Trust'. The funds maintained by 'HMVL Editorial Employees Gratuity Fund Trust' & 'HMVL Non Editorial and Other Employees Gratuity Fund Trust' represent plan assets for the Company.

The following tables summarise the components of net benefit expense recognised in the statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 31 : Employee benefits (Contd..)

Gratuity Plan

Changes in the defined benefit obligation and fair value of plan assets as at March 31, 2020 :

Present value of obligation

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Opening balance	1,857	1,604
Current service cost	183	166
Interest expense or cost	114	110
Re-measurement (or Actuarial) (gain) / loss arising from:		
- change in demographic assumptions	24	63
- change in financial assumptions	169	106
- experience variance (i.e. Actual experience vs assumptions)	(8)	80
Benefits paid	(163)	(328)
Transfer in *	(2)	56
Total	**2,174**	**1,857**

* In relation to transfer of employees from Holding Company and fellow subsidiaries

Fair value of plan assets

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Opening balance	712	618
Investment income	44	42
Employer's contribution	-	-
Benefits paid	-	-
Return on plan assets, excluding amount recognised in net interest expenses	11	52
Total	**767**	**712**

Reconciliation of fair value of plan assets and defined benefit obligation

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Fair value of plan assets at the end of the year	767	712
Defined benefit obligation at the end of the year	2,174	1,857
Amount recognised in provisions (refer note 17)	1,407	1,145

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

₹ Lakhs

Particulars	Defined gratuity Plan	
	March 31, 2022	March 31, 2021
Investment in Funds managed by Trust	100%	100%

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 31 : Employee benefits (Contd..)

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

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Discount Rate (per annum)	6.45%	6.15%
Salary Growth Rate (per annum)	7%	5%
Withdrawal Rate (per annum)		
Up to 30 years	8.0%	14%
31 - 44 years	8.0%	14%
Above 44 years	8.0%	14%

A quantitative sensitivity analysis for significant assumption is as shown below:

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Defined Benefit Obligation (Base)	2,174	1,857

₹ Lakhs

Particulars	March 31, 2021		March 31, 2020	
	Decrease	Increase	Decrease	Increase
Discount Rate (-/+ 1%)	141	(128)	94	(86)
Salary Growth Rate (-/+ 1%)	(128)	139	(88)	94
Attrition Rate (-/+ 50%)	23	(18)	(24)	10

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

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

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Within the next one year (next annual reporting period)	245	327
More than one year and upto five years	815	974
More than five years and upto ten years	1521	946
More than ten years	845	345
Total expected payments	**3,426**	**2,592**

Average duration of the defined benefit plan obligation

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Weighted Average duration	6 years	5 years

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 31 : Employee benefits (Contd..)

B. Defined Contribution Plan

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Contribution to Provident and Other funds		
Charged to statement of profit and loss	594	576

C. Leave encashment (unfunded)

The Group recognises the leave encashment expenses in the Statement of Profit and Loss based on actuarial valuation.

The expenses recognised in the Statement of Profit and Loss and the Leave Encashment Liability at the beginning and at the end of the year :

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Liability at the beginning of the year	80	97
Paid during the year	(8)	(31)
Transfer In*	1	5
Provided during the year	(1)	9
Liability at the end of the year	**72**	**80**

* In relation to transfer of employees from holding company and fellow subsidiaries

Note 32 : Share-based payments

In accordance with the Securities and Exchange Board of India (Share Based Employee benefits) Regulations, 2014 and Ind AS 102 Share-based Payment, the scheme detailed below is managed and administered, compensation benefits in respect of the scheme is assessed and accounted by the company . To have an understanding of the scheme, relevant disclosures are given below.

I. Employee Stock Options (ESOPs) granted by Hindustan Media Ventures Limited for eligible employees of the group.

The Hindustan Times Limited and HT Media Limited (the immediate Parent Company) has given loan to "HT Group company's – Employee Stock Option Trust" which in turn has purchased Equity Shares of HMVL for the purpose of granting Options under the 'HT Group company's –Employee Stock Option Rules' ("HT ESOP"), to eligible employees of the group.

A. Details of Options granted as on March 31, 2022 are given below:

Type of Arrangement	Date of Grant	Number of options granted	Fair Value on the date of Grant (₹)	Vesting conditions	Weighted average remaining contractual life (in years)	Method of Settlement
Employee Stock Option	September 15, 2007	1,93,782	16.07	¼ of the shares vest each year over a period of four years starting from one year after the date of grant	-	Equity

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 32 : Share-based payments (Contd..)

Type of Arrangement	Date of Grant	Number of options granted	Fair Value on the date of Grant (₹)	Vesting conditions	Weighted average remaining contractual life (in years)	Method of Settlement
Employee Stock Option	May 20, 2009	11,936	14.39	¼ of the shares vest each year over a period of four years starting from one year after the date of grant	1.14	Equity
Employee Stock Option	February 4, 2010	1,50,729	87.01	50% on the date of grant and 25% vest each year over a period of 2 years starting from the date of grant	1.14	Equity
Employee Stock Option	March 8, 2010	17,510	56.38	¼ of the shares vest each year over a period of four years starting from one year after the date of grant	1.94	Equity
Employee Stock Option	April 1, 2010	4,545	53.87	¼ of the shares vest each year over a period of four years starting from one year after the date of grant	2.01	Equity
Employee Stock Option	October 25, 2019	2,20,376	34.80	¼ of the shares vest each year over a period of four years starting from one year after the date of grant	11.58	Equity

Weighted average fair value of the options outstanding is ₹ 36.15 per option (Previous Year ₹ 35.72 per option).

B. Summary of activity under the plans is given below :

Particulars	March 31, 2022		March 31, 2021	
	Number of options	Weighted Average Exercise Price(₹)	Number of options	Weighted Average Exercise Price(₹)
Outstanding at the beginning of the year	2,30,186	71.68	2,30,186	71.68
Granted during the year	-	-	-	-
Forfeited during the year	73,461	72.20	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the period	1,56,725	71.44	2,30,186	71.68
Exercisable at the end of the period	83,265	70.76	64,902	70.35
Weighted average remaining contractual life (in years)	10.97		12.17	
Weighted Average fair value* option granted	-		-	

*Fair value is calculated as per the Black Scholes Options Pricing Model.

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 32 : Share-based payments (Contd..)

C. The details of exercise price for stock options outstanding at the end of the year ended March 31, 2021 are:

A stock option gives an employee, the right to purchase equity shares of the Company at a fixed price within a specific period of time. The details of exercise price for stock options outstanding at the end of the year are as under:

	Range of exercise prices	Number of options outstanding	Weighted average remaining contractual life of options (in years)	Weighted average exercise price (₹)
2021-22	₹ 60 to ₹ 72.20	1,56,725	10.97	71.44
2020-21	₹ 1.35 to ₹ 72.20	2,30,186	12.17	71.68

Options granted are exercisable for a maximum period of 14 years after the scheduled grant date as per the Scheme.

HMVL has availed exemption under Ind AS 101 in respect of Share-based payments that had been vested before the transition date. HMVL has elected to avail this exemption and accordingly, vested options as on transition date have been measured at intrinsic value .

The employee compensation cost (accounting charge for the year) during the year calculated using the fair value of stock options is ₹ 6 Lakh (March 31, 2021: ₹ 10 lakhs).

The employee compensation cost (accounting charge for the year) calculated using the intrinsic value of stock options is ₹ NIL (March 31, 2021: ₹ NIL)

II. The fellow subsidiary, Firefly e-Ventures Limited (FEVL) has given Employee Stock Options (ESOPs) to employees of Hindustan Media Ventures Limited (HMVL).

A. Details of these plans are given below:

Employee Stock Options

A stock option gives an employee, the right to purchase equity shares of Firefly e-Ventures Limited at a fixed price within a specific period of time. The grant price (or strike price) for options granted during the financial year 2009-10 shall be Rs 10 each per option.

B. Details of stock options granted during the current year and earlier year are as given below:

Type of arrangement	Date of grant	Options granted (nos.)	Fair value on the grant date (₹)	Vesting conditions	Weighted average remaining contractual life in years as at March 31, 2022 (in years)	Method of Settlement
Employee Stock Options	October 16, 2009	2,24,700	4.82	Starts from the date of listing of Firefly e-Ventures Limited as per the following vesting schedule 25% 12 months from the date of grant 25% 24 months from the date of grant 25% 36 months from the date of grant 25% 48 months from the date of grant	- (all options cancelled vide board resolution dated 5 April 2021)	Equity

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 32 : Share-based payments (Contd..)

C. Summary of activity under the plan for the year ended March 31, 2022 and March 31, 2021 are given below:

Particulars	March 31, 2022		March 31, 2021	
	Number of options	Weighted-average exercise price (₹)	Number of options	Weighted-average exercise price (₹)
Outstanding at the beginning of the year	2,24,700	10	2,24,700	10
Options related to employees shifted from Firefly to HTML	-	-	-	-
Granted during the year	-	-	-	-
Forfeited during the year	224700	10	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	-	-	2,24,700	10
Weighted average remaining contractual life (in years)	-		2.55	

Weighted average fair value of the options outstanding is ₹ 4.82 per option. Since no options have been exercised during the period, thus weighted average share price has not been disclosed.

The Company has availed exemption under Ind AS 101 in respect of Share-based payments that had been vested before the transition date. The Company has elected to avail this exemption and accordingly, vested options as on transition date have been measured at intrinsic value .

The employee compensation cost (accounting charge for the year) calculated using the intrinsic value of stock options is ₹ NIL (March 31, 2021: ₹ NIL).

III. The Holding Company, HT Media Limited has given Employee Stock Options (ESOPs) to employees of Hindustan Media Ventures Limited (HMVL).

A. Details of these plans are given below:

Employee stock options

A stock option gives an employee, the right to purchase equity shares of HT Media Limited at a fixed price within a specific period of time.

B. Details of stock options granted during the current year and earlier year are as given below:

Type of arrangement	Date of grant	Options granted (nos.)	Fair value on the grant date (₹)	Vesting conditions*	Weighted average remaining contractual life in years as at March 31, 2022 (in years)
Employee stock options (Method of settlement- equity)	Oct 24, 2019	3,39,888	9.04	Starts from the date of listing of HT Media Limited as per the following vesting schedule	9.57
	Mar 31, 2021	1,81,628	10.62	75% 12 months from the date of grant 25% 24 months from the date of grant	11.00

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 32 : Share-based payments (Contd..)

C. Summary of activity under the plan for the year ended March 31, 2021 are given below.

₹ Lakhs

Particulars	31-Mar-22		31-Mar-21	
	Number of options	Weighted-average exercise price (₹)	Number of options	Weighted-average exercise price (₹)
Outstanding at the beginning of the year	5,21,516	20.30	3,39,888	19.80
Granted during the year*	-	-	1,81,628	21.25
Forfeited during the year	-	-	-	-
Exercised during the year	3,39,888	19.80	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	1,81,628	21.25	5,21,516	20.30
Weighted average remaining contractual life (in years)	11.00		11.07	
Weighted average fair value* of options granted during the year	-		10.62	

The employee compensation cost (accounting charge for the year) calculated using the fair value of stock options is ₹ 19 lakhs (Previous year : ₹ 17 Lakhs).

*Fair value is calculated as per the Black Scholes Options Pricing Model.

Assumptions used in Black Scholes Options Pricing Model are as follows :

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Risk free interest Rate (per annum)	-	6.37%
Expected life	-	6.625 Years
Expected volatility**	-	43.59%
Dividend yield (per annum)	-	0.87%
Price of the underlining share in market at the time of option grant (₹)	-	21.25
Exercise price (₹)	-	21.25
Fair value (₹)	-	10.62

** Volatility is a measure of the amount by which a price has fluctuated or is expected to fluctuate during a period. The measure of volatility used in the Black-Scholes option-pricing model is the annualized standard deviation of the continuously compounded rates of return on the stock over a period of time.

Note 33 : Commitments and contingencies

(a) Commitments

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Capital Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advances)	1,979	5,276

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 33 : Commitments and contingencies (Contd..)

(b) Contingent Liabilities

Hindustan Media Ventures Limited

A. Claims against the company not acknowledged as debts

Particulars	March 31, 2022	March 31, 2021
a) The Company has filed a petition before the Hon'ble Patna High Court against an initial claim for additional contribution of Rs. 73 lacs made by Employees State Insurance Corporation (ESIC) relating to the years 1989-90 to 1999-00. The Company has furnished a bank guarantee amounting to Rs. 13 lacs to ESIC. The Hon'ble High Court had initially stayed the matter and on 18th July 2012 disposed of the Petition with the Order of "No Coercive Step shall be taken against HMVL" with direction to move for ESI Court. Matter is still pending in Lower Court. There is no further progress in the matter during the year. The chances of our loosing in the said matters are remote.	73	73
b) The Company has filed a petition before the Hon'ble Patna High Court against the demand of Rs.10 lacs (including interest) for short payment of ESI dues pertaining to the years from 2001 to 2005. The Hon'ble High Court had initially stayed the matter and on 18th July 2012 disposed of the Petition with the Order of "No Coercive Step shall be taken against HMVL" with direction to move for ESI Court. Matter is still pending in Lower Court. There is no further progress in the matter during the year. The chances of our loosing in the said matters are remote.	10	10

B. During the current year and as in the previous financial year, the management has received several claims from employees regarding the benefits of Majithia Wage Board recommendations. However, all such claims/ recovery order(s) issued by ALC/ DLC office are generally either stayed by the respective Hon'ble High Court(s) or are pending before the respective Labour Courts.

Based on management assessment and current status of the above matter, the management is confident that no provision is required in the financial statements as on March 31, 2022.

C. In respect of income tax demand under dispute ₹ 578 Lakhs (previous year ₹ 780 Lakhs) against the same the Company has paid tax under protest of ₹ 563 Lakhs (previous year ₹ 112 Lakhs). The tax demand are mainly on account of disallowances of expenses claimed by the Company under the Income Tax Act. The company is contesting the demands before the appropriate appellate authorities and the management believes that Company's tax positions are likely to be upheld by such authorities. No tax expenses have been accrued in the financial statements for these tax demands.

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 34 : Related party transactions

i) List of Related Parties and Relationships:-

Name of related parties where control exists whether transactions have occurred or not.	HT Media Limited (Holding Company or Parent Company)
	The Hindustan Times Limited #
	Earthstone Holding (Two) Private Limited## (Ultimate controlling party is the Promoter Group)
Joint Venture (with whom transactions have occurred during the year)	HT Content Studio LLP (w.e.f. August 21, 2019)
Fellow Subsidiaries (with whom transactions have occurred during the year)	Next Radio Limited (w.e.f. April 15,2019)
	HT Mobile Solutions Limited
	HT Overseas Pte. Ltd.
	Digicontent Limited
	Mosaic Media Ventures Private Limited (w.e.f December 02, 2020)
	HT Digital Streams Limited
Key Management Personnel (with whom transactions have occurred during the year)	Mr. Shamit Bhartia (Managing Director upto 3rd February, 2022 and appointed as Non-Executive Director thereafter)
	Mr. Praveen Someshwar (Managing Director)
	Mr. Ashwani Windlass (Non-Executive Independent Director)
	Ms. Savitri Kunadi (Non-Executive Independent Director)
	Mr. Ajay Relan (deceased and ceased to be Non- Executive Independent Director on October 1, 2021)
	Mr. Sameer Singh (appointed as Independent Director w.e.f. December 28, 2021)
Relatives of Key Management Personnel (with whom transactions have occurred during the year)	Mrs. Tripti Someshwar (Relative of Mr. Praveen Someshwar)

The Hindustan Times Limited (HTL) does not hold any direct investment in the Company. However, HTL's subsidiary HT Media Limited holds shares in the Company.

Earthstone Holding (Two) Private Limited (formerly known as Earthstone Holding (Two) Limited) is the holding Company of The Hindustan Times Limited .

ii) Transactions with related parties

Refer note 34 A

iii) Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash (other than Inter-Corporate Deposits) . There have been no guarantees provided or received for any related party receivables or payables.

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 34A TRANSACTIONS DURING THE YEAR WITH RELATED PARTIES (refer note A)

₹ Lakhs

Particulars	Holding Company		Joint Venture		Fellow Subsidiaries		Key Managerial Personnel(KMP) Refer Note B		Relatives of Key Management Personnel (KMP's)		Total	
	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21
REVENUE TRANSACTIONS												
INCOME												
Jobwork revenue	238	233	-	-	-	-	-	-	-	-	238	233
Sale of advertisement space in publication	60	161	-	-	18	55	-	-	-	-	78	216
Sale of newspaper for circulation	1,714	1,391	-	-	-	-	-	-	-	-	1,714	1,391
Infrastructure support services (seats) given	10	18	-	-	429	691	-	-	-	-	439	709
Media marketing commission & collection charges received	31	69	-	-	3	2	-	-	-	-	34	71
Rent received	29	29	-	-	-	-	-	-	-	-	29	29
Interest income on inter corporate loan	-	-	-	-	85	785	-	-	-	-	85	785
Share of revenue received on joint sale	53	126	-	-	11	-	-	-	-	-	64	126
Income under cost contribution arrangement	265	-	-	-	179	-	-	-	-	-	444	-
EXPENSE												
Purchase of stores & spares material	-	11	-	-	-	-	-	-	-	-	-	11
Printing / service charges paid	1,759	1,386	-	-	-	-	-	-	-	-	1,759	1,386
Share of revenue given on joint sales	68	51	-	-	14	3	-	-	-	-	82	54
Advertisement expenses	17	6	-	-	45	143	-	-	-	-	62	149
Purchase of newspaper for circulation	182	184	-	-	-	-	-	-	-	-	182	184
Infrastructure support services (seats) taken	56	127	-	-	-	-	-	-	-	-	56	127
Media marketing commission & collection charges paid	91	319	-	-	-	-	-	-	-	-	91	319
Rent and maintenance charges	1,348	1,170	-	-	-	-	-	-	-	-	1,348	1,170
Remuneration paid to key managerial personnel	-	-	-	-	-	-	700	840	-	-	700	840

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 34A TRANSACTIONS DURING THE YEAR WITH RELATED PARTIES (refer note A) (Contd..)

₹ Lakhs

Particulars	Holding Company		Joint Venture		Fellow Subsidiaries		Key Managerial Personnel(KMP) Refer Note B		Relatives of Key Management Personnel (KMP's)		Total	
	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21
Non executive director's sitting fee and commission	-	-	-	-	-	-	36	25	-	-	36	25
Fee for newsprint procurement support services	-	-	-	-	10	37	-	-	-	-	10	37
News content procurement fees	-	-	-	-	5,225	4,979	-	-	-	-	5,225	4,979
Expense under cost contribution arrangement	-	-	-	-	6	-	-	-	-	-	6	-
Payment of car lease	-	-	-	-	-	-	-	-	20	20	20	20
OTHERS	-	-	-	-	-	-	-	-	-	-	-	-
Reimbursement of expenses incurred on behalf of the company by parties	96	209	22	-	19	1	-	-	-	-	137	210
Reimbursement of expenses incurred on behalf of the parties by company	10	46	-	-	23	-	-	-	-	-	33	46
Inter corporate deposit given by the company	-	-	-	-	-	1,950	-	-	-	-	-	1,950
Inter corporate deposit refunded back to the company	-	-	-	-	3,005	4,995	-	-	-	-	3,005	4,995
Material given on loan taken and subsequently received back	142	5	-	-	-	-	-	-	-	-	142	5
Security deposit paid	12	48	-	-	-	-	-	-	-	-	12	48
Security Deposit Received and subsequently refunded back against Material on loan	150	-	-	-	-	-	-	-	-	-	150	-
Security deposit received	-	72	-	-	-	-	-	-	-	-	-	72
Security Deposit Received - Refunded Back	180	-	-	-	-	-	-	-	-	-	180	-
Purchase of assets	-	3,206	-	-	-	-	-	-	-	-	-	3,206

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 34A TRANSACTIONS DURING THE YEAR WITH RELATED PARTIES (refer note A) (Contd..)

₹ Lakhs

Particulars	Holding Company		Joint Venture		Fellow Subsidiaries		Key Managerial Personnel(KMP) Refer Note B		Relatives of Key Management Personnel (KMP's)		Total	
	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21	Mar-22	Mar-21
Investment made in shares/capital contribution	-	-	175	276	-	-	-	-	-	-	175	276
BALANCE OUTSTANDING												
Investment in shares/ investment in form of capital contribution	-	-	775	600	-	-	-	-	-	-	775	600
Trade and other receivables	788	738	-*	-	5	29	-	-	-	-	793	767
Trade and other payables	326	626	10	-	709	1,056	4	-	2	2	1,050	1,684
Inter corporate deposit & interest accrued on it	-	-	-	-	-	3,268	-	-	-	-	-	3,268
Security deposits paid by the company (undiscounted value)	1,506	1,494	-	-	-	-	-	-	-	-	1,506	1,494
Security deposits received by the company	467	647	-	-	-	-	-	-	-	-	467	647

* ₹ less than 50,000/- has been rounded off to Nil.

Note A -The transactions above do not include gst, service tax, vat etc.

Note B - 'Key Management Personnel and Relatives of Promoters who are under the employment of the Group are entitled to post-employment benefits and other long term employee benefits recognised as per Ind-AS 19 - 'Employee Benefits' in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above. Accordingly, the above mentioned payment is in the nature of short term employee benefits.

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 35 : Segment information

As per Ind AS 108 - Operating Segments, the Group has only one reportable Operating Segment viz. Printing & Publishing of Newspaper & Periodicals.

The Chief Operating Decision Maker (CODM) of the Group monitors the operating results of the above-mentioned business unit for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the consolidated financial statements. Also, the Group's financing (including finance costs and finance income) and income taxes are managed on a Group basis and are not allocated to operating segments.

Geographical revenue is allocated based on the location of the customers. The Group sells its products mostly within India with insignificant export income and does not have any operations in economic environments with different risks and returns and hence, it has been considered as to be operating in a single geographical location.

Unallocated figures (including research and development activities) relates to segments which do not meet criteria of Reportable Segment as per Ind AS 108- Operating Segments .

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
1. Segment revenue		
a) Printing and publishing of newspaper and periodicals	66,900	54,543
b) Unallocated	20	-
Total	**66,920**	**54,543**
Less : Inter segment revenue	-	-
Revenue from operations	**66,920**	**54,543**
2. Segment results loss before tax and finance costs from each segment		
a) Printing and publishing of newspaper & periodicals	3,286	524
b) Unallocated	(5,381)	(2,920)
Total	**(2,095)**	**(2,396)**
Less : Finance cost (refer note 24)	938	870
Add: Other income (refer note 20)	7,766	11,764
Profit before tax	**4,733**	**8,498**
3. Segment assets		
a) Printing and publishing of newspaper & periodicals	51,561	51,213
b) Unallocated	1,66,819	1,59,347
Total assets	**2,18,380**	**2,10,560**
4. Segment liabilities		
a) Printing and publishing of newspaper & periodicals	45,705	43,845
b) Unallocated	13,693	8,216
Total liabilities	**59,398**	**52,061**
5. Other Disclosures		
Amount of liability in a Joint Venture accounted for under equity method (refer note 7A)		
a) Printing and publishing of newspaper & periodicals	-	-
b) Unallocated	102	29
Total	**102**	**29**

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 35 : Segment information (Contd..)

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Capital expenditure		
a) Printing and publishing of newspaper & periodicals	933	351
b) Unallocated	2,371	5,063
Total	**3,304**	**5,414**
Depreciation		
a) Printing and publishing of newspaper & periodicals	2,737	2,948
b) Unallocated	246	96
Total	**2,983**	**3,044**

Adjustments and eliminations

Finance income and costs, and fair value gains and losses on financial assets are not allocated to individual segments as the underlying instruments are managed on a group basis.

Current taxes, deferred taxes and certain financial assets and liabilities are not allocated to those segments as they are also managed on a group basis.

Capital expenditure consists of additions of property, plant and equipment and intangible assets.

Information about major customers:

No single customer represents 10% or more of the Group's total revenue during the year ended March 31, 2022 and March 31, 2021.

Note 36 : Hedging activities and derivatives

Derivatives not designated as hedging instruments

The Group uses foreign exchange forward contracts, to manage its foreign currency exposures other than ECB Loan. These contracts are not designated as cash flow hedges and are entered into for periods consistent with underlying transactions exposure.

Derivatives designated as hedging instruments

The Company has taken USD 100 Lakhs ECB Loan with floating rate of interest. The Company has taken Call Spread option to mitigate foreign currency risk in relation to repayment of principal amount of USD 100 Lakhs and Interest Rate Swap (Floating to Fixed) to mitigate interest rate risk. The Company designates (Cash Flow Hedge):

- Intrinsic Value of Call Spread option to hedge foreign currency risk for repayment of Principal Amount in relation to ECB Loan availed in USD.
- Interest Rate Swap (Floating to Fixed) to hedge interest rate risk in respect of Floating rate of interest in relation to ECB Loan.

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 36 : Hedging activities and derivatives (Contd..)

For year ended 31 March 2022

Disclosure of effects of hedge accounting on financial position:

Type of hedge and risks	Nominal value (Notional amount being used to calculate payments made on hedge instrument)	Carrying amount of hedging instrument		Line item in balance sheet that includes hedging instrument	Maturity	Hedge ratio	Average strike rate of hedging instrument
		Assets in ₹ Lakhs	Liabilities in ₹ Lakhs				
Cash flow hedge							
Foreign exchange risk							
Foreign currency options	USD 100 Lakhs (O/s USD 37.5 Lakhs)	313	-	Financial Asset at FVOCI (refer note 6D)	31 May 2018 to 31 May 2023	1:1	71.62
							Fixed Interest rate
Interest rate risk							
Interest rate swap	USD 100 Lakhs (O/s USD 37.5 Lakhs)	-	32	Financial Liability at FVTPL (refer note 15C)	31 May 2018 to 31 May 2023	1:1	3.66%

₹ Lakhs

Type of hedge and risks	Changes in fair value of hedging instrument recognised in OCI	Hedge ineffectiveness recognised in profit or (loss)	Line item in statement of profit and loss that includes recognised hedge ineffectiveness	Amount reclassified from cash flow hedging reserve to profit or loss	Line item affected in statement of profit and loss because of the reclassification	Cost of Hedging recognised in OCI	Amount reclassified from cost of hedging reserve to profit or loss	Line item affected in statement of profit and loss because of the reclassification
Cash flow hedge								
Foreign exchange risk								
Foreign currency options	(39)	(2)	Foreign Exchange Loss	(39)	Foreign Exchange Loss	99	88	Finance Cost
Interest rate risk								
Interest rate swap	130							

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 36 : Hedging activities and derivatives (Contd..)

For year ended 31 March 2021

Disclosure of effects of hedge accounting on financial position:

Type of hedge and risks	Nominal value (Notional amount being used to calculate payments made on hedge instrument)	Carrying amount of hedging instrument		Line item in balance sheet that includes hedging instrument	Maturity	Hedge ratio	Average strike rate of hedging instrument
		Assets in ₹ Lakhs	Liabilities in ₹ Lakhs				
Cash flow hedge							
Foreign exchange risk							
Foreign currency options	USD 100 Lakhs (O/s USD 62.5 Lakhs)	352	-	Financial Asset at FVOCI (refer note 6D)	31 May 2018 to 31 May 2023	1:1	70.28
							Fixed Interest rate
Interest rate risk							
Interest rate swap	USD 100 Lakhs (O/s USD 62.5 Lakhs)	-	162	Financial Liability at FVTPL (refer note 15C)	31 May 2018 to 31 May 2023	1:1	3.66%

₹ Lakhs

Type of hedge and risks	Changes in fair value of hedging instrument recognised in OCI	Hedge ineffectiveness recognised in profit or (loss)	Line item in statement of profit and loss that includes recognised hedge ineffectiveness	Amount reclassified from cash flow hedging reserve to profit or loss	Line item affected in statement of profit and loss because of the reclassification	Cost of Hedging recognised in OCI	Amount reclassified from cost of hedging reserve to profit or loss	Line item affected in statement of profit and loss because of the reclassification
Cash flow hedge								
Foreign exchange risk								
Foreign currency options	268	88	Foreign Exchange Loss	268	Foreign Exchange Loss	104	133	Finance Cost
Interest rate risk								
Interest rate swap	124							

Notes to Consolidated Financial Statements
for the year ended March 31, 2022

Note 36 : Hedging activities and derivatives (Contd..)

Movements in cash flow hedging reserve :

₹ Lakhs

Risk category	Foreign currency risk	Interest rate risk	Total
Derivative instruments	**Foreign currency options**	**Interest rate swaps**	
Cash flow hedging reserve			
As at April 1, 2020 (after tax)	-	(186)	(186)
Add: Changes in intrinsic value of foreign currency options	(268)	-	(268)
Add: Changes in fair value of interest rate swaps	-	124	124
Less: Amounts reclassified to profit or loss	268	-	268
As at March 31, 2021 (before tax)	-	(62)	(62)
Less: Deferred tax relating to FY 20-21	0	43	43
As at March 31, 2021 (after tax)	-	(105)	(105)
Add: Changes in intrinsic value of foreign currency options	(39)	-	(39)
Add: Changes in fair value of interest rate swaps	-	130	130
Less: Amounts reclassified to profit or loss	39	-	39
As at March 31, 2022 (before tax)	(0)	25	25
Less: Deferred tax relating to FY 21-22	-	33	33
As at March 31, 2022 (after tax)	(0)	(8)	(8)

Movements in costs of hedging reserve :

₹ Lakhs

	Foreign currency risk
	Foreign currency options
Costs of hedging reserve	
As at April 1, 2020 (after tax)	(178)
Add: Deferred costs of hedging-transaction related- Deferred time value of foreign currency option contracts	104
Add: Amount reclassified from cost of hedging reserve to profit or loss	133
As at March 31, 2021 (before tax)	59
Less: Deferred tax relating to FY 20-21	83
As at March 31, 2021 (after tax)	(24)
Add: Deferred costs of hedging-transaction related- Deferred time value of foreign currency option contracts	(99)
Add: Amount reclassified from cost of hedging reserve to profit or loss	88
As at March 31, 2022 (before tax)	(35)
Less: Deferred tax relating to FY 21-22	(3)
As at March 31, 2022 (after tax)	(32)

Hedge Effectiveness

Hedge effectiveness is determined at the inception of the hedge relationship, and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and hedging instrument.

The Company enters into hedge relationships where the critical terms of the hedging instrument match exactly with the terms of the hedged item. The Company performs a qualitative assessment of effectiveness. As all critical terms matched during the year, the economic relationship was 100% effective.

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 37 : Fair values

Set out below, is a comparison by class of the carrying amounts and fair value of the Group's financial instruments:

₹ Lakhs

Particulars	Carrying value		Fair value		Fair Value measurement hierarchy level
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	
Financial assets measured at Amortised Cost					
Loans (refer note 6C)	-	3,005	-	3,005	Level 2
Security deposit (refer note 6D)	1,867	1,784	1,867	1,784	Level 2
Margin money (held as security in form of fixed deposit) [refer note 6D]	22	21	22	21	Level 2
Financial assets measured at fair value through other comprehensive income					
Forex derivative contract (designated as hedge) (refer note 6D)	313	352	313	352	Level 2
Investment in equity instruments and awarrants (refer note 6B)	7,504	-	7,504	-	Level 3
Investment in equity instruments and awarrants (refer note 6B)	8,152	-	-	-	Level 2
Financial assets measured at fair value through profit and loss					
Investment in equity instruments and awarrants (refer note 6B)	1,821	2,698	1,821	2,698	Level 3
Investment in preference securities (refer note 6B)	3,863	11,008	3,863	11,008	Level 3
Investment in preference securities (refer note 6B)	910	5,151	910	5,151	Level 2
Investment in debt instruments (refer note 6B)	232	-	232	-	Level 3
Investment in mutual funds including (refer note 6B)	1,24,462	1,20,611	1,24,462	1,20,611	Level 1
Investment in Market Linked Debentures and Perpetual Bonds (refer note 6B)	4,453	2,123	4,453	2,123	Level 1
Financial Liabilities measured at Amortised Cost					
ECB Loan from Bank including current maturity of long term borrowing (refer note 15A)	2,842	4,569	2,842	4,569	Level 2
Liability-Premium Call Option including current portion (refer note 15C)	53	143	53	143	Level 2
Financial Liabilities measured at fair value through profit and loss					
Derivative Liability-IRS (refer note 15C)	32	162	32	162	Level 2

The management assessed that fair value of trade receivables, cash and cash equivalents, loans, other bank balances, other current non- derivative financial assets, short- term borrowings, trade payables, lease liabilities and other current non- derivative financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 37 : Fair values (Contd..)

- The fair values of Long term interest-bearing borrowings are determined by using Discounted Cash Flow(DCF) method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The own non performance risk was assessed to be insignificant.
- The fair values of the investment in unquoted equity/preference/debt instruments have been estimated using a Discounted Cash Flow (DCF) model and/or comparable investment price such as last round of funding made in the investee Company. The valuation requires management to make certain assumptions about the model inputs, including forecast cash flows, discount rate, credit risk and volatility. The probabilities of the various estimates within the range can be reasonably assessed and are used in management's estimate of fair value for these unquoted investments.
- The Group has investment in quoted mutual funds being valued at Net Asset value.
- Investments in quoted market linked debentures/ Perpetual Bonds being valued basis CRISIL valuation report.
- Fixed bank deposits with more than 12 months maturity have been derived basis the interest accrued on fixed deposits upto the balance sheet date.
- The Group invests in quoted equity shares valued at closing price of stock on recognized stock exchange.
- The Group enters into derivative financial instruments such as foreign exchange forward contracts, call option spreads, interest rate swaps etc. being valued using valuation techniques, which employs the use of market observable inputs. The Group uses Mark to Market valuation provided by Bank for valuation of these derivative contracts.
- The loans given/security deposits paid are evaluated by the Group based on parameters such as interest rate, risk factors, risk characteristics and individual credit-worthiness of the counterparty. Based on this evaluation, allowances are taken into account for the expected losses.

The significant unobservable inputs used in the fair value measurement categorised within Level 3 of the fair value hierarchy together with a quantitative sensitivity analysis as at March 31, 2022 and March 31, 2021 are as shown below:

Description of significant unobservable inputs to valuation as at March 31, 2022:

Particulars	Valuation technique	Significant unobservable inputs	Range (weighted average)	Increase to fair value (₹ lakhs)	Decrease to fair value (₹ Lakhs)
Investment in equity/ convertible instruments at Level 3*	Option Pricing Model	EV/Revenue/ EBITDA Multiple (+/- 5%)	1.44x-13.74x	417	(415)
		Volatility (+/- 5%)	21-55%	(105)	60
		Terminal growth rate (+/- 1%)	2-4%	75	(68)
		Discount for lack of marketability (+/- 5%)	3.6-26.7%	(841)	794
		Weighted average cost of capital (+/- 1%)	16-50%	(129)	144

*The sensitivity analysis disclosures in relation to certain equity instruments and preference shares investments classified at FVTPL is not been disclosed since the management believes that there is no movement in the fair value on the reporting date.

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 37 : Fair values (Contd..)

Description of significant unobservable inputs to valuation as at March 31, 2021:

Particulars	Valuation technique	Significant unobservable inputs	Range (weighted average)	Increase to fair value (₹ lakhs)	Decrease to fair value (₹ Lakhs)
Investment in equity/ convertible instruments at Level 3*	Option Pricing Model	EV/Revenue Multiple (+/- 5%)	8.5x-9x	84	(81)
		Volatility (+/- 5%)	25.5%- 54%	175	(176)
		Terminal growth rate (+/- 1%)	2%-5%	110	(91)
		Discount for lack of marketability (+/- 5%)	15%- 20%	(93)	94
		Weighted average cost of capital (+/- 1%)	11.75%- 40%	(192)	224

*The sensitivity analysis disclosures in relation to certain equity instruments and preference shares investments classified at FVTPL is not been disclosed since the management believes that there is no movement in the fair value on the reporting date.

Reconciliation of fair value measurement of investments (Level III) :

₹ Lakhs

Particulars	Total
As at April 1, 2020	3,191
Purchases	11,446
Impact of fair value movement	(931)
As at March 31, 2021	**13,706**
Purchases	10,375
Sale	(585)
Impact of fair value movement (FVTPL)	(3,618)
Impact of fair value movement (FVTOCI)	(5,859)
Transfers from Level 3 to Level 2	(599)
As at March 31, 2022	**13,420**

Note 38: Financial risk management objectives and policies

The Group's principal financial liabilities, other than derivatives, comprise loans and borrowings and trade & other payables. The main purpose of these financial liabilities is to finance the Group's operations and to support its operations. The Group's principal financial assets, other than derivatives comprise investments, loans given, trade and other receivables and cash and cash equivalents that derive directly from its operations. The Group also enters into foreign exchange derivative transactions.

The Group is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the mitigation of these risks. The Group's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group'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 Group's policy that no trading in foreign exchange derivatives for speculative purposes will be undertaken. The policies for managing each of these risks, which are summarised below:-

Notes to Consolidated Financial Statements
for the year ended March 31, 2022

Note 38: Financial risk management objectives and policies (Contd..)

1) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and equity price risk. Financial instruments affected by market risk include loans and borrowings, deposits and derivative financial instruments.

The sensitivity analysis in the following sections relate to the position as at March 31, 2022 and March 31, 2021.

The analysis exclude the impact of movements in market variables on: the carrying values of gratuity and other post-employment obligations and provisions.

The sensitivity of the relevant profit and loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2022 and March 31, 2021.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The companies exposure to the risk of changes in market interest rates relates primarily to the ECB Borrowings with floating interest rates.

The Group manages interest rate risk by taking interest rate swap (floating to fixed). Refer note 36 for details.

The Sensitivity Analysis for impact on OCI in relation to interest rate swap for year ended 31 March 2022 and 2021 :

₹ Lakhs

Particulars	MTM Valuation		Impact on OCI (₹ Lakhs)			
			March 31, 2022		March 31, 2021	
Interest rate swap	10%	-10%	13	(13)	12	(12)

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a foreign currency), investments & borrowing in foreign currency etc.

The Group manages its foreign currency risk by hedging foreign currency transactions with forward covers and option contracts, if required. These transactions generally relate to purchase of imported newsprint & borrowings in foreign currency.

When a derivative is entered into for the purpose of being a hedge, the Group negotiates the terms of those derivatives to match the terms of the underlying exposure.

Foreign currency sensitivity- Unhedged Foreign Currency Exposure

The following tables demonstrate the sensitivity to a reasonably possible change in exchange rates, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities.

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 38: Financial risk management objectives and policies (Contd..)

Particulars	Outstanding Balances (Foreign Currency lakhs)		Change in Foreign Currency rate		Effect on profit before tax (₹ Lakhs)	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Change in USD rate						
Trade Payables	0	22	+/(-) 1%	+/(-) 1%	0	16
Buyer's credit	1	27	+/(-) 1%	+/(-) 1%	1	20
Interest Payable	0	1	+/(-) 1%	+/(-) 1%	0	0
Change in GBP rate						
Investments	6	-	+/(-) 1%	+/(-) 1%	6	-

(iii) Equity/Preference price risk

The Group's listed and non-listed equity/preference securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Group manages the equity/preference price risk through diversification and by placing limits on individual and total equity/preference instruments. Reports on the equity/preference portfolio are submitted to the Group's senior management on a regular basis. The company's Investment Committee approves all equity/preference investment decisions.

2) 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 Group 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.

Trade receivables and Other Financial Assets at amortised cost

An impairment analysis is performed at each reporting date on an individual basis for major clients. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 10A and 6D. The Group does not hold collateral as security other than secured trade receivables (refer Note 10A)

The Group evaluates the concentration of risk with respect to trade receivables and contract assets as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Group's treasury department in accordance with the Group's policy. Investments of surplus funds are made as per guidelines and within limits approved by Board of Directors. Board of Directors/ Management reviews and update guidelines, time to time as per requirement. The guidelines are set to minimize the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 38: Financial risk management objectives and policies (Contd..)

Liquidity risk

The Group monitors its risk of a shortage of funds using a liquidity mechanism.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of Bank loans & liquid MF Investments.

92% of the Company's borrowings will mature in less than one year at March 31, 2022 (March 31, 2021: 65%) based on the carrying value of borrowings reflected in the financial statements.

The Group assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Group has access to a sufficient variety of sources of funding i.e. investments / Bank limits for Borrowing/ cash accrual from Operation and debt maturing within 12 months can be paid/ rolled over with existing lenders.

The Group has positive working capital position and positive Net Assets position as on 31 March, 2022. Accordingly, no liquidity risk is perceived. The Group has available undrawn borrowing facilities of ₹ 39,707 lakhs as at 31 March, 2022 (March 31, 2021: ₹ 34,584 lakhs).

The table below summarizes the maturity profile of the Group's financial liabilities:

₹ Lakhs

Particulars	With in 1 year	More than 1 years	Total
As at March 31, 2022			
Borrowings (refer note 15A)	10,782	947	11,729
Lease liabilities (refer note 15D)	86	186	272
Trade and other payables (refer note 15B)	8,047	-	8,047
Other financial liabilities (refer note 15C)	34,475	17	34,492
As at March 31, 2021			
Borrowings (refer note 15A)	5,069	2,741	7,810
Lease liabilities (refer note 15D)	720	246	966
Trade and other payables (refer note 15B)	9,650	-	9,650
Other financial liabilities (Refer note 15C)	27,791	149	27,940

Collateral

The Company has pledged part of its Investment in Mutual Funds in order to fulfill the collateral requirements for Borrowing. At March 31, 2022 and March 31, 2021, the invested values of the Investment in Mutual Funds pledged were ₹ 11,057 Lakhs Fair value [Original cost: ₹ 9,281 Lakhs] and ₹ 19,818 Lakhs Fair value [Original cost: ₹ 16,103 Lakhs] respectively. The counterparties have an obligation to return the securities to the company and the company has an obligation to repay the borrowing to the counterparties upon maturity/ Due Date / mutual agreement. There are no other significant terms and conditions associated with the use of collateral securities except pledge given against outstanding Bank facilities (details are provided in borrowing note, refer note 15 A).

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 39 : Standards issued but not yet effective

On 23 March 2022, the Ministry of Corporate Affairs (MCA) issued certain amendments and annual improvements to Ind AS. These amendments are applicable for accounting periods beginning on or after 1 April 2022.

Amendment to Ind AS 103

Reference of Conceptual Framework for Financial Reporting under Ind AS has been given for definition of assets and liabilities. The application of this amendment is not expected to have a material impact on the Company's financial statements.

Amendment to Ind AS 16

Sale of items produced in the process of making PPE available for its intended use: Sale proceeds of such items would be deducted from the cost of PPE before its intended use.

The application of this amendment is not expected to have a material impact on the Company's financial statements.

Amendment to Ind AS 37

Cost to fulfil a contract: Include both:

(a) incremental costs—for example, direct labour and materials; and

(b) an allocation of other direct— for example, an allocation of the depreciation charge for an item of PPE used in fulfilling the contract

The application of this amendment is not expected to have a material impact on the Company's financial statements.

Amendment to Ind AS 101

Where a subsidiary adopts Ind AS later than its parent entity and applies Ind AS 101. D16(a), it is permitted to measure cumulative translation differences for all foreign operations at amounts included in CFS of parent's date of transition.

This amendment is not applicable to the Company.

Amendment to Ind AS 109

While performing the '10 per cent test' for derecognition of financial liabilities, borrower includes only fees paid or received between borrower and lender directly or on behalf of the other's behalf.

The application of this amendment is not expected to have a material impact on the Company's financial statements.

Amendment to Ind AS 41

Aligns the fair value measurement requirement in Ind AS 41 with those in Ind AS 113, Fair Value Measurement.

This amendment is not applicable to the Company.

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 40 : Group information

Information about subsidiaries

The consolidated financial statements of the company include subsidiary listed in the table below :

Name	Principal activities	Country of Incorporation	% equity interest	
			March 31, 2022	March 31, 2021
HT Noida Company Limited	To invest in properties and carrying out the business of renting of properties.	India	100	100

Refer note 34 for details of Holding Company and Ultimate Holding Company.

Joint arrangement in which the company is a joint venture

The company has 99.99% in HT Content Studio LLP (incorporated in India), (Previous Year : 99.99%)

The Holding Company

The holding company of Hindustan Media Ventures Limited is The HT Media Limited.

Note 41 : Interest in joint venture

A) Joint Venture- HT Content Studio LLP

HT Content Studio LLP became a Joint Venture of the Company w.e.f August 21, 2019. The Group has a 99.99 % interest in HT Content Studio LLP, a joint venture which owns “Film production and OTT business. The Group’s interest in HT Content Studio LLP is accounted for using the equity method in the consolidated financial statements. Summarised financial information of the joint venture, based on its Ind-AS financial statements, and reconciliation with the carrying amount of the investment in consolidated financial statements are set out below :

Summarised Balance Sheet as at March 31, 2022 and 2021:

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Current assets	282	222
Non-current assets	1	6
Current liabilities	(385)	(257)
Non-current liabilities	-	-
Equity	**(102)**	**(29)**
Proportion of the Group’s ownership	(102)	(29)
Carrying amount of the investment	-	-
Liability under equity method of accounting	**102**	**29**

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 41 : Interest in joint venture (Contd..)

Summarised Statement of Profit and Loss of the HT Content Studio LLP :

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Revenue	3	-
Depreciation & amortization	3	8
Finance cost	-	-
Employee benefit	213	298
Other expense	35	56
Loss before tax	**(248)**	**(362)**
Income tax expense	-	-
Loss for the year	**(248)**	**(362)**
Other Comprehensive Income	-	-
Total comprehensive income for the year	**(248)**	**(362)**
Group's share of loss for the year	**(248)**	**(362)**

The group had capital commitments of ₹ 225 Lakhs relating to its interest in HT Content Studio LLP as at March 31, 2022 (Previous Year- ₹ 400 Lakhs). The joint venture had no contingent liabilities or capital commitments as at March 31, 2022. HT Content Studio LLP cannot distribute its profits until it obtains the consent from the two venture partners.

Note 42: Leases

Leases as Lessee

The Company has taken various residential, office and godown premises under lease arrangements.

i) **The details of the right-of-use asset held by the Group is as follows:**

₹ Lakhs

Particulars	Leasehold Land	Leasehold Vehicle	Buildings	Total
Balance at 1 April 2020	3,543	47	2,372	5,962
Reclassification to non current assets held for sale (refer note 43)	(74)	-	-	(74)
Additions to right-of-use assets	-	-	50	50
Derecognition of right-of-use assets	-	-	(428)	(428)
Depreciation charge for the year	(44)	(17)	(851)	(912)
Balance at 31 March 2021	**3,425**	**30**	**1,143**	**4,598**
Additions to right-of-use assets	-	-	129	129
Depreciation charge for the year	(44)	(17)	(798)	(859)
Balance at 31 March 2022	**3,381**	**13**	**474**	**3,868**

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 42: Leases (Contd..)

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

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Balance at 1 April	966	2,174
Additions	129	50
Derecognition	-	(465)
Accretion of interest	39	79
Pre Payments (considered below for cashflow)	(259)	(259)
Payments- Principal (considered below for cashflow)	(564)	(534)
Payments- Interest	(39)	(79)
Balance at 31 March	**272**	**966**
Current	**86**	**720**
Non- Current	**186**	**246**

The maturity analysis of lease liabilities are disclosed in Note 38.

iii) Amounts recognised in profit or loss:

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Interest on lease liabilities	39	79
Depreciation expense of right-of-use assets	859	912
Expenses relating to short-term leases (refer Note 26)	530	633

iv) Amounts recognised in statement of cash flows:

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Total cash outflow for leases	(823)	(793)

Leases as lessor

i) Operating lease

The Group has entered into operating leases on its Property, Plant and Equipment (Refer Note 3) and Investment Property (Refer Note 4).

Rental income recognised by the Group during 2021-22 is ₹ 544 Lakhs (Previous year ₹ 805 Lakhs).

The following table sets out a maturity analysis of lease payments, showing the undiscounted lease payments to be received after the reporting date-

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Less than one year	7	27
One to two years	-	28
Two to three years	-	27
Three to four years	-	-
Four to five years	-	-
More than five years	-	-
Total	**7**	**83**

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 43 : Non-current assets held for sale

₹ Lakhs

Particulars	March 31, 2022	March 31, 2021
Land Freehold [Reclassification from Property, Plant and Equipment (refer note 3)]	68	68
Buildings [Reclassification from Property, Plant and Equipment (refer note 3)]	725	797
Leasehold Land [Reclassification from Right-of-use asset (refer note 43)]	74	74
Plant and Machinery [Reclassification from Property, Plant and Equipment (refer note 3)]	101	-
Total	**968**	**939**

As at September 2020, certain Land and Building was classified as “Non- current assets held for sale” due to outsourcing of printing work at certain units. Though the Company has been unable to sell this asset as on March 31, 2022 due to certain circumstances that were previously considered unlikely, the Company remains committed to its plan to sell the same. The Company is seeking Board’s approval for selling one of the unit in near future.

This asset is being measured at the lower of its carrying amount and fair value less costs to sell. Impairment of ₹ 72 Lakhs (Previous year ₹ 7 Lakhs) is recognized under the head "Loss on sale of property, plant and equipment (includes impairment of property, plant and equipment);

As at January 31, 2022, certain Plant and Machinery pertaining to unit where printing work has been outsourced, has been classified as “Non- current assets held for sale”. Disposal is expected within one year of classification as held for sale. Impairment of ₹ 7 Lakhs has been recognized during the current year categorized under the head "Loss on sale of property, plant and equipment (includes impairment of property, plant and equipment)".

"Non-current assets held for sale" are being presented as part of "Printing and publishing of newspaper and periodicals" segment as part of Segment information in accordance with Ind AS 108 Operating Segments.

Note 44: Additional information as required under Schedule III of the Companies Act, 2013, of the enterprises consolidated as subsidiaries/ associates/joint ventures.

₹ Lakhs

Particulars	Net assets i.e. total assets minus total liabilities		Share in Profit or Loss		Share in other Comprehensive income		Share in total Comprehensive income	
	As % of consolidated net assets	Amount (₹ in lakhs)	As % of consolidated profit or loss	Amount (₹ in lakhs)	As % of consolidated other comprehensive income	Amount (₹ in lakhs)	As % of total comprehensive income	Amount (₹ in lakhs)
Current Year : As on March 31, 2022								
I. Parent :								
Hindustan Media Ventures Limited	99%	1,60,067	117%	4,356	100%	(3,576)	588%	780
II. Subsidiaries :								
a) Indian								
HT Noida Company Limited	1%	1,047	-11%	(399)	0%	-	-301%	(399)

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 44 (Contd..)

₹ Lakhs

Particulars			Net assets i.e. total assets minus total liabilities		Share in Profit or Loss		Share in other Comprehensive income		Share in total Comprehensive income	
			As % of consolidated net assets	Amount (₹ in lakhs)	As % of consolidated profit or loss	Amount (₹ in lakhs)	As % of consolidated other comprehensive income	Amount (₹ in lakhs)	As % of total comprehensive income	Amount (₹ in lakhs)
III	**Non- controlling interest in all subsidiaries**									
IV	**Joint Venture (As per Equity Method)**									
	a)	Indian								
		HT Content Studio LLP	0%	(102)	-7%	(248)	0%	0	-187%	(248)
		Sub Total	**100%**	**1,61,012**	**100%**	**3,709**	**100%**	**(3,576)**	**100%**	**133**
V	**Adjustment arising out of consolidation**			(2,030)		350		-		350
VI	**Attributable to equity holders of parent**			1,58,982		4,059		(3,576)		483
Previous Year : As on March 31, 2021										
I.	**Parent :**									
	Hindustan Media Ventures Limited		99%	1,59,287	108%	7,465	100%	107	107%	7,572
II.	**Subsidiaries :**									
	a)	Indian								
	HT Noida Company Limited		1%	1,446	-2%	(159)	0%	-	-2%	(159)
III	**Non- controlling interest in all subsidiaries**									
IV	**Joint Venture (As per Equity Method)**									
	a)	Indian								
		HT Content Studio LLP	0%	(29)	-5%	(362)	0%	0	-5%	(362)
		Sub Total	**100%**	**1,60,704**	**100%**	**6,944**	**100%**	**107**	**100%**	**7,051**
V	**Adjustment arising out of consolidation**			(2,205)		(0)		-		(0)
VI	**Attributable to equity holders of parent**			1,58,499		6,944		107		7,051

Note 45: Management has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amount of property, plant and equipment, intangible assets, investment properties, inventories, receivables, other financial and non-financial assets of the Group. In developing the assumptions relating to the possible future uncertainties because of this pandemic, the Group, as at the date of adoption of these consolidated financial statements has used internal and external sources of information. The Group has performed sensitivity analysis on the assumptions used, to the extent applicable and based on current factors estimated that the carrying amount of above mentioned assets as at 31 March 2022 will be recovered. Given the uncertainties associated with nature, condition and duration of COVID-19, the impact assessment on the Group's financial statements will be continuously made and provided for as required.

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 46: Other Statutory information

(i) No proceeding has been initiated or pending against the Group for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) The Group has not been declared as wilful defaulter by any bank or financial Institution or other lender.

(iii) The Group has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

(iv) There are no transaction which has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

(v) There are no charges or satisfaction yet to be registered with ROC beyond the statutory period.

(vi) There are no funds which have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Group or

b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(vii) There are no funds which have been received by the Group from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Group shall:

a) directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or

b) provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.

(viii) The Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) does not have more than one CIC (the same is not required to be registered with RBI as not being Systemically Important CIC).

Note 47: Reclassification

1. Pursuant to amendment in Schedule III to the Companies Act, 2013, effective from 1 April 2021, the Group has modified the classification of certain assets and liabilities. Comparative amounts in the notes to the financial statements were reclassified for consistency.

₹ Lakhs

Particulars	Original	Reclassified	Difference
Assets			
Non-current assets			
Financial assets			
Loans	4,789	3,005	(1,784)
Other financial assets	497	2,281	1,784

Notes to Consolidated Financial Statements

for the year ended March 31, 2022

Note 47: Reclassification (Contd..)

₹ Lakhs

Particulars	Original	Reclassified	Difference
Current assets			
Financial assets			
Trade receivables	12,630	12,430	(200)
Liabilities			
Current liabilities			
Borrowings	3,241	5,069	1,828
Trade payables	9,850	9,650	(200)
Other financial liabilities	29,619	27,791	(1,828)
Other current liabilities	874	363	(511)
Contract liabilities	1,533	2,044	511

2. During the year ended 31 March 2022, the Group has revised the presentation of certain notes to the consolidated financial statements for better presentation. Comparative amounts in the notes to the consolidated financial statements were reclassified for consistency.

In terms of our report of even date attached

For B S R and Associates
Chartered Accountants
(Firm Registration Number: 128901W)

For and on behalf of the Board of Directors of
Hindustan Media Ventures Limited

David Jones
Partner
Membership No. 098113

Pumit Kumar Chellaramani
Company Secretary

Sandeep Gulati
Chief Financial Officer

Samudra Bhattacharya
Chief Executive Officer

Praveen Someshwar
Managing Director
(DIN: 01802656)

Shobhana Bhartia
Chairperson
(DIN: 00020648)

Place: Gurugram
Date: May 26, 2022

Place: New Delhi
Date: May 26, 2022

Annexure A - Form AOC -1

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

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

Sr. No	1
Name of the Subsidiary Company	HT Noida Company Limited
Date since when subsidiary was acquired	11-Feb-20
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Not Applicable
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Not Applicable
a) Share Capital (In Lakhs)	1605
b) Reserves and surplus (In Lakhs)	-558
c) Total Assets (In Lakhs)	3107
d) Total Liabilities (In Lakhs)	2060
e) Investments (In Lakhs)	-
f) Turnover (In Lakhs)	-
g) Profit / (Loss) before Taxation (In Lakhs)	-399
h) Provision for Tax Expenses/(benefits) (In Lakhs)	-
i) Profit / (Loss) after Taxation (In Lakhs)	-399
Extent of shareholding (%)	100%

PART "B" : ASSOCIATES AND JOINT VENTURES

Statement pursuant to first proviso to sub-section (3) of section 129 of the Companies Act, 2013 related to Associate Companies

Name of the Associates/ Joint Ventures	HT Content Studio LLP
Relationship with the Parent Company (HT Media Limited)	Joint venture
a) Latest audited Balance Sheet Date	31-Mar-22
b) Date on which Joint Venture was associated or acquired	21-Aug-19
c) Shares of Joint Ventures held at the year end	
Equity shares	
Number (In Lakhs)	Being LLP, Company has done capital contribution.
Amount of Investment in Joint Venture (₹ in Lakhs)	775
Extend of Holding %	99.99%
d) Description of how there is significant influence	LLP Agreement
e) Reason why the Joint venture is not consolidated	Not Applicable
f) Networth attributable to Shareholding as per latest audited Balance Sheet (₹ in Lakhs)	-102
g) Profit /(Loss) for the year (₹ in Lakhs)	
i. Considered in Consolidation	248
ii. Not Considered in Consolidation	-

For and on behalf of the Board of Directors of Hindustan Media Ventures Limited

Pumit Kumar Chellaramani
Company Secretary

Sandeep Gulati
Chief Financial Officer

Samudra Bhattacharya
Chief Executive Officer

Place: New Delhi
Date: May 26, 2022

Praveen Someshwar
Managing Director
(DIN: 01802656)

Shobhana Bhartia
Chairperson
(DIN: 00020648)

Notes

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हिन्दुस्तान

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