## FORM NO. MGT-7

Refer the instruction kit for filing the form.

Form language

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



# **Annual Return**

I. RE	GISTRATION AND OTHER	DETAILS		
(i) * Co	orporate Identification Number (CI	N) of the company	L64200	MH2006PLC160733 Pre-fill
Global Location Number (GLN) of the company				
* P	ermanent Account Number (PAN)	of the company	AAACW	/6349M
(ii) (a)	Name of the company		SITI NET	TWORKS LIMITED
(b)	Registered office address			
  -  -  -  -	Jnit No. 38, 1st Floor A Wing Madhu Industrial Estate, P.B. Mumbai Mumbai City Maharashtra	Marg, Worli		
(c)	*e-mail ID of the company		csandle	gal@siti.esselgroup.cor
(d)	*Telephone number with STD co	de	012045	26707
(e)	Website		www.si	tinetworks.com
(iii)	Date of Incorporation		24/03/2	2006
(iv)	Type of the Company	Category of the Company		Sub-category of the Company
	Public Company	Company limited by sh	ares	Indian Non-Government company
(v) Wh	ether company is having share ca	pital	Yes (	○ No
(vi) *W	hether shares listed on recognized	d Stock Exchange(s)	Yes (	○ No

(a) Details of stock exchanges where shares are listed

\*Number of business activities

S. No.	Stock Exchange Name	Code
1	BSE LIMITED	1
2	The National Stock Exchange of India Limited	1,024

	(b) CIN of the Registrar an	d Transfer Agent		U67190MF	H1999PTC118368	Pre-fill
	Name of the Registrar and	d Transfer Agent				_
	LINK INTIME INDIA PRIVATE	LIMITED				
	Registered office address	of the Registrar and T	ransfer Agents			-
	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, V	ikhroli (West)				
(vii)	*Financial year From date	01/04/2018	(DD/MM/YYYY	) To date	31/03/2019	(DD/MM/YYYY)
(viii)	*Whether Annual general i	meeting (AGM) held	<ul><li>Y</li></ul>	'es 🔘	No	
	(a) If yes, date of AGM	28/09/2019				
	(b) Due date of AGM	30/09/2019				
II. F	(c) Whether any extension PRINCIPAL BUSINES	•	THE COMPAN	)Yes I <b>Y</b>	<ul><li>No</li></ul>	

	Main Activity group code		Business Activity Code	· ·	% of turnover of the company
1	J	Information and communication	J5	Wired, wireless or satellite Telecommunication activities	100

# III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given 25 Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SITI VISION DIGITAL MEDIA PRI	U64201DL2006PTC149333	Subsidiary	51
2	SITI JIND DIGITAL MEDIA COMI	U72200DL2010PTC210107	Subsidiary	57.5

3	SITI JAI MAA DURGEE COMMU	U64200DL2011PTC224429	Subsidiary	51
4	SITI KRISHNA DIGITAL MEDIA P	U74140DL2011PTC220702	Subsidiary	51
5	SITI GUNTUR DIGITAL NETWOF	U64204DL2012PTC240121	Subsidiary	74
6	SITI JONY DIGITAL CABLE NETV	U64204DL2012PTC242214	Subsidiary	51
7	SITI FACTION DIGITAL PRIVATE	U64200DL2012PTC244184	Subsidiary	51
8	Siti Maurya Cable Net Private L	U93000WB2012PTC184542	Subsidiary	50.1
9	Siti Global Private Limited	U64200DL2014PTC264632	Subsidiary	51
10	Wire and Wireless Tisai Satellite	U72400MH2007PLC171233	Subsidiary	51
11	Central Bombay Cable Networ	U72100DL1999PLC102012	Subsidiary	100
12	Siticable Broadband South Lim	U64202KA2001PLC028970	Subsidiary	100
13	Siti Broadband Services Private	U64100DL2014PTC267911	Subsidiary	100
14	Indian Cable Net Company Lin	U92132WB1995PLC075754	Subsidiary	60.02
15	Siti Karnal Digital Media Netwo	U64200DL2014PTC269230	Subsidiary	51
16	Siti Siri Digital Network Private	U93000AP2013PTC088687	Subsidiary	51
17	Master Channel Community N	U72200AP1994PTC017527	Subsidiary	66
18	Indinet Service Private Limited	U74900WB2015PTC207490	Subsidiary	100
19	Siti Prime Uttaranchal Commu	U64200DL2014PTC269035	Subsidiary	51
20	Siti Sagar Digital Cable Networ	U64203DL2014PTC269185	Subsidiary	51
21	Siti Godaari Digital Services Pri	U64200DL2015PTC280428	Subsidiary	100
22	Variety Entertainment Private I	U92132TG1998PTC029754	Subsidiary	100
23	Siti Saistar Digital Media Privat	U64204GJ2013PTC073773	Subsidiary	51
24	Voice Snap Services Private Lin	U72900TN2012PTC087975	Associate	40
25	C & S Medianet Private Limited	U74999DL2016PTC299125	Associate	48

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

## (i) \*SHARE CAPITAL

## (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	1,290,000,000	872,053,848	872,053,848	872,053,848
Total amount of equity shares (in Rupees)	1,290,000,000	872,053,848	872,053,848	872,053,848

Number of classes 1

Class of Shares	1 Authoricad	Icabilai	Subscribed capital	Paid up capital
Number of equity shares	1,290,000,000	872,053,848	872,053,848	872,053,848
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	1,290,000,000	872,053,848	872,053,848	872,053,848

### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	10,000,000	23,436	23,436	23,436
Total amount of preference shares (in rupees)	10,000,000	23,436	23,436	23,436

Number of classes 1

Class of shares	Authoricad	Capital	Subscribed capital	Paid up capital
Number of preference shares	10,000,000	23,436	23,436	23,436
Nominal value per share (in rupees)	1	1	1	1
Total amount of preference shares (in rupees)	10,000,000	23,436	23,436	23,436

## (c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

## (d) Break-up of paid-up share capital

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				
At the beginning of the year	872,053,848	872,053,848	872,053,848	

Increase during the year	0	0	0	0
i. Pubic Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify	1			
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	872,053,848	872,053,848	872,053,848	
Preference shares				
At the beginning of the year	23,436	23,436	23,436	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0

ii. Shares forfeited		0	0	0	0
iii. Reduction of share capit	al	0	0	0	0
iv. Others, specify					
At the end of the year		23,436	23,436	23,436	
(ii) Details of stock split	consolidation during the year	ear (for each class of	shares)	0	
Class	of shares	(i)	(ii)		(iii)
Before split /	Number of shares				
Consolidation	Face value per share				
After split /	Number of shares				
Consolidation	Face value per share				
Separate sheet at	vided in a CD/Digital Media tached for details of transfe sfer exceeds 10, option for	ers •	Yes O	No	ot Applicable sion in a CD/Digital
Date of the previou	s annual general meeting	25/09/2018			
Date of registration	of transfer (Date Month )	/ear)			
Type of transf	er	1 - Equity, 2- Prefer	rence Shares,3	- Debentures,	4 - Stock
Number of Shares/ Units Transferred	Debentures/		nt per Share/ ture/Unit (in Rs.)		
Ledger Folio of Tra	nsferor				

Transferor's Name			]			
	Surname	middle name first name				
Ledger Folio of Trans	sferee					
Transferee's Name			]			
	Surname	middle name first name				
Date of registration of transfer (Date Month Year)						
Type of transfer	1	- Equity, 2- Preference Shares,3 - Debentures, 4 - Stock				
Number of Shares/ D Units Transferred	Debentures/	Amount per Share/ Debenture/Unit (in Rs.)				
Ledger Folio of Trans	sferor					
Transferor's Name			]			
	Surname	middle name first name				
Ledger Folio of Transferee						
Transferee's Name			]			
	Surname	middle name first name				

## (iv) \*Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			12,014,226,008
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			12,014,226,008

#### **Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	_	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

### (v) Securities (other than shares and debentures)

Type of Securities		Paid up Value of each Unit	Total Paid up Value
Total			

## V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

8,212,747,128.4

(ii) Net worth of the Company

222,151,247

### VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference

		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	529,559,320	60.73	23,436	100
10.	Others Foreign Body corporate	43,166,665	4.95	0	0
	Total	572,725,985	65.68	23,436	100

## **Total number of shareholders (promoters)**

8

## (b) \*SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	88,143,601	10.11	0	0
	(ii) Non-resident Indian (NRI)	7,400,514	0.85	0	0
	(iii) Foreign national (other than NRI)	300	0	0	0

2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	24,050	0	0	0
5.	Financial institutions	4,005	0	0	0
6.	Foreign institutional investors	105,294,045	12.07	0	0
7.	Mutual funds	34,255,817	3.93	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	61,719,375	7.08	0	0
10.	Others Trust, OCB,Clearing Membe	2,486,156	0.29	0	0
	Total	299,327,863	34.33	0	0

Total number of shareholders (other than promoters)

89,446

Total number of shareholders (Promoters+Public/ Other than promoters)

89,454

## (c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
CAPITAL INTERNATION	THE HONGKONG & SHANGHAI BAI			500	0
CITIGROUP GLOBAL N	CITIBANK N.A. CUSTODY SERVICES			12,406,953	1.42
COPTHALL MAURITIUS	J.P.MORGAN CHASE BANK N.A. INI			6,446,624	0.74
DB INTERNATIONAL (A	DEUTSCHE BANK AG DB HOUSE, H			1,180	0
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			74,828	0.01
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			754,789	0.09
EMERGING MARKETS	THE HONGKONG & SHANGHAI BAI			1,000	0
GOLDMAN SACHS (SIN	Standard Chartered Bank, CRESCE			3,586,526	0.41

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
I L F MAURITIUS	CITIBANK N.A. ( CUSTODY SERVICE			3,000	0
INTEGRATED CORE ST	DEUTSCHE BANK AG, DB HOUSE H			62,443	0.01
JOHN HANCOCK FUNI	CITIBANK N.A. CUSTODY SERVICES			54,239	0.01
MOON CAPITAL TRAD	CITIBANK N.A. CUSTODY SERVICES			12,558,282	1.44
MORGAN STANLEY AS	CITIBANK N.A. CUSTODY SERVICES			33,469,111	3.84
MORGAN STANLEY DE	MORGAN STANLEY DEAN WITTER			1,000	0
MORGAN STANLEY FR	CITIBANK N.A. CUSTODY SERVICES			17,150,453	1.97
MORGAN STANLEY MA	CITIBANK N.A. CUSTODY SERVICES			5,773,746	0.66
POLUS GLOBAL FUND	ICICI BANK LTD SMS DEPT 1ST FLO			11,925,000	1.37
SOCIETE GENERALE	SBI SG GLOBAL SECURITIES SERVIC			37	0
THE EMERGING MARK	CITIBANK N.A. CUSTODY SERVICES			1,024,334	0.1

# VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	13	8
Members (other than promoters)	93,198	89,446
Debenture holders	0	0

## VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

## (A) \*Composition of Board of Directors

Category	Number of directors at the beginning of the year			ectors at the end e year	Percentage of shares held by directors as at the end of year		
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive	
A. Promoter	0	0	0	0	0	0	
B. Non-Promoter	1	4	1	3	0	0	
(i) Non-Independent	1	0	1	1	0	0	
(ii) Independent	0	4	0	2	0	0	

C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	4	1	3	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

## 6

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### (B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SUNIL KUMAR MAHES	02317160	Director	0	
KAVITA ANAND KAPAI	02330706	Director	50	
SIDHARTH BALAKRISI	07868948	Whole-time directo	0	15/04/2019
SURESH ARORA	00299232	Additional director	0	
SANJAY BERRY	AAFPB7185G	CFO	0	
SURESH KUMAR	AHGPK7016F	Company Secretar	0	

### (ii) Particulars of change in director(s) and Key managerial personnel during the year

DIN/PAN Name Designation at the Date of appointment/ Nature of change (Appointment/ beginning / during change in designation/ Change in designation/ Cessation) the financial year cessation BRIJENDRA KUMAR S 00002395 Director 31/03/2019 Cessation VINOD KUMAR BAKSH 00771934 Director 31/03/2019 Cessation SURESH ARORA 00299232 Additional director 29/03/2019 Appointment KAVITA ANAND KAPAI 02330706 Director 01/04/2018 Appointment SUNIL KUMAR MAHES 02317160 Director 25/09/2018 Change in designation

# IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

### A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held 1

Type of meeting	Date of meeting			% of total shareholding
ANNUAL GENERAL MEETI	25/09/2018	91,205	56	0

### **B. BOARD MEETINGS**

\*Number of meetings held 5

				Attendance		
S. No.	Date of meeting	Total Number of directors associated as on the date				
		of meeting	Number of directors attended	% of attendance		
1	17/05/2018	5	3	60		
2	08/08/2018	5	5	100		
3	31/10/2018	5	4	80		
4	13/02/2019	5	5	100		
5	20/03/2019	5	5	100		

## C. COMMITTEE MEETINGS

Number of meetings held 7

S. No.	meeting Date of meeting		Total Number of Members as	Attendance		
	Č	Date of meeting	on the date of the meeting	Number of members attended	% of attendance	
1	Audit Comittee	17/05/2018	3	2	66.67	
2	Audit Comittee	08/08/2018	3	3	100	
3	Audit Comittee	31/10/2018	3	3	100	
4	Audit Comittee	13/02/2019	3	3	100	
5	Nomination & I	17/05/2018	3	3	100	
6	Nomination & I	20/03/2019	3	3	100	
7	Stakeholder R		3	3	100	

### D. \*ATTENDANCE OF DIRECTORS

		Board Meetings			Committee Meetings			Whether attended AGM
S. No.	of the director	Number of Meetings which director was	Meetings	% of	Number of Meetings which director was	Number of Meetings	% of	held on
		entitled to attend	attended	allendance	entitled to attend	attended	28/09/2019 (Y/N/NA)	
1	SUNIL KUMAI	5	3	60	0	0	0	No
2	KAVITA ANAN	5	5	100	2	2	100	Yes
3	SIDHARTH BA	5	4	80	5	4	80	Not Applicable
4	SURESH ARC	0	0	0	0	0	0	Yes

### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

	N	i

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SIDHARTH BALAKI	Whole-time Dire	5,769,329	0	0	0	5,769,329
	Total		5,769,329	0	0	0	5,769,329

Number of CEO, CFO and Company secretary whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SANJAY BERRY	CFO	10,740,266	0	0	0	10,740,266
2	SURESH KUMAR	Company Secre	2,743,265	0	0	0	2,743,265
	Total		13,483,531	0	0	0	13,483,531

Number of other directors whose remuneration details to be entered

4
4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	BRIJENDRA KUMA	DIRECTOR	0	0	0	260,000	260,000
2	VINOD KUMAR BA	DIRECTOR	0	0	0	340,000	340,000
3	KAVITA ANAND KA	DIRECTOR	0	0	0	160,000	160,000
4	SUNIL KUMAR MAI	DIRECTOR	0	0	0	80,000	80,000
	Total		0	0	0	840,000	840,000

<ul> <li>A. Whether the corprovisions of the</li> <li>B. If No, give reason</li> </ul>	e Companies A	ct, 2013 during the year	closures in respect of ap	plicable Yes	○ No			
II. PENALTY AND P	UNISHMENT :	DETAILS THEREOF						
			N COMPANY/DIRECTO	RS /OFFICERS 🔀	Nil			
Name of the company/ directors/ officers	Name of the concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status			
(B) DETAILS OF CO	MPOUNDING	OF OFFENCES	Nil					
Name of the company/ directors/ officers	Name of the oconcerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of	Amount of compounding (in Rupees)			
XIII. Whether comp	lete list of sha	reholders, debenture	holders has been enclo	osed as an attachme	ent			
(In case of 'No', sub			nethod specified in instru	ŕ				
In case of a listed co	mpany or a cor	mpany having paid up s	92, IN CASE OF LISTEI  hare capital of Ten Crore certifying the annual retu	e rupees or more or tu	ırnover of Fifty Crore rupees or			
Name		AMIT AGRAWAL & ASSOCIATES						
Whether associate	e or fellow	○ Assoc	iate   Fellow					
Certificate of pra	ctice number	3647						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

### I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
  (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

#### **Declaration**

dated

30/08/2019

I am Authorised by the Board of Directors of the company vide resolution no. ..

(DD/MM/YYYY) to sign n respect of the subjec							e rules made thereunder ner declare that:		
	Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.								
2. All the require	All the required attachments have been completely and legibly attached to this form.								
Note: Attention is also punishment for fraud							ies Act, 2013 which prov vely.	ide for	
To be digitally signed	by								
Director		SURESH OF THE SURE	# PRISM.  **ARCHIVENTO **ARCHIV						
DIN of the director		00299232							
To be digitally signed	by	SURESH Divide upon to Filled SURESH DIVIDE S	The KIAMANT Security of the Se						
<ul><li>Company Secretary</li></ul>									
Company secretary	in practice								
Membership number	embership number 14390 Certificate of p				number				
Attachments							List of attachments		
1. List of shar	e holders, de	ebenture holde	ers		Attach	MGT-8.pd			
2. Approval letter for extension of AGM;					Attach	Share Transfers during the year.pdf List of Prefrence Shareholder.pdf			
<ul><li>3. Copy of MGT-8;</li><li>4. Optional Attachement(s), if any</li></ul>					Attach	Details_FI Clarificatio	and FPI.pdf Letter.pdf		
					Attach				
							Remove attachment	]	
	Modify		Check Form		Prescrutiny	/	Submit		

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company