



Committed to Connecting India



In a bid for the nation to become a truly digital economy, we will have to work towards creating a digitally empowered society collectively. The backbone of unhindered digitization is a robust connectivity framework, and this is where we step in. We are privileged to be the enablers of this society through our values, undaunted spirit, and world-class infrastructure. At Summit Digitel, we firmly believe that connectivity will reinvent and redefine everything we do, right from how we operate businesses to the way we stay connected.

Summit Digitel was established as a result of a strong ambition – a commitment to truly connect India, whether it's providing seamless service in busy metros or enabling access in far-flung rural regions. The pandemic accentuated further the need of entities across the country and the world to come together, to unify and function as one. Today, as we proudly serve our partners with our 138K+ operational sites, we feel immensely gratified to see our visions transform into actuality.

Our praxis of culture is built in a way that's thoroughly permeated with an ethos of inclusiveness, diversity, equal opportunities, and respect.

We see our people as the co-builders of a shared vision, and we understand how a highly accelerated growth ecosystem can expedite all-around development. In simple parlance, it's a chain effect– you fulfill their dreams, they help achieve not just yours, but also the dreams of 136 crore people of our nation by providing them the requisite tools and services.

As the rollout of 5G becomes imminent, our infrastructure stands ready to deliver.

We strongly believe that constantly reinventing ourselves is the key to sustaining and leading in the industry. However, we also believe that growth can come from anywhere, which drives our operator-agnostic approach. This is what has helped us identify and build synergies throughout the brief yet impactful period of our operations.



6.048 million safe man-hours

The development of telecommunications infrastructure is the cornerstone for implementing our goals and objectives, and last year has been monumental for us. We crossed several milestones on performance parameters like network uptime and Service Level Agreement requirements. Business expansion had been a key area of focus as well – not only did we onboard key Mobile Network Operators (“MNOs”), but we also added a commendable number of sites to our profile. We also undertook discussions for automated mobile solutions for functional and process integrations. In our bid to introduce a ‘Data Culture’, we introduced disruptive business intelligence tools like Tableau and R.

Last year, we were deeply committed to developing corporate governance systems and implementing normative and practical governance mechanisms to enhance them. Therefore, we have a well-structured code of conduct in place. We also developed a robust anti-bribery and corruption policy that is tailored to deter any wrongdoers. As much as we are focused on streamlining our internal functions, we also understand our liabilities to the spaces we inhabit. We are committed to achieving a “Zero Harm” target

and will never stop striving to reach the highest level of health, safety, security, and environmental performance. We promote best practices in health and safety, particularly with high-risk activities. By demonstrating safety leadership, we aim to lead others into a successful health and safety work culture. As a result, Summit Digitel achieved a commendable 6.048 million safe man-hours throughout the last year without any lost time injury. We also saw several HSSE (Health, Safety, Security and Environment) initiatives manifest in the form of assessments, advisories, and VR-based training sessions.

Looking forward, we believe that we are well-positioned to generate continued growth and attractive returns.

Our diverse portfolio is strategically located in premier locations across what we believe to be the most attractive markets throughout the country. Moreover, the pandemic has demonstrated that ubiquitous access to internet connectivity is vital, therefore, we are pretty confident that the tailwinds in wireless that have supported our growth in the past will continue unhindered in the future.

**Committed to
Connecting India**





Corporate Information

Details of the Company

Summit Digital Infrastructure Private Limited

(Formerly known as Reliance Jio Infratel Private Limited)

📍 **Registered Office:** 511, Shapath V, Near Karnavati Club,
S G Highway, Ahmedabad 380015, Gujarat

📍 **Corporate Office:** Unit 2, Tower 4 , Equinox Business Park,
LBS Marg, Kurla (W), Mumbai 400070, Maharashtra

☎ **Phone:** 022 69075252

✉ **Email:** secretarial@summitdigitel.com

🌐 **Website:** www.summitdigitel.com

Board of Directors

Mr. Mihir Nerurkar Non-Executive Director

Mr. Arpit Agrawal Non-Executive Director

Mr. Dhananjay Joshi Managing Director and CEO

Mr. Jeff Kendrew Non-Executive Director

Auditors

Joint Statutory Auditors

M/s. Deloitte Haskins & Sells, Chartered Accountants
(ICAI Firm Registration No 117364W)

M/s. Pathak H. D. & Associates LLP, Chartered Accountants
(ICAI Firm Registration No 107783W/W100593)

Secretarial Auditor

M/s. Mayekar & Associates, Company Secretaries
(Firm Registration No. P2005MH007400)

Registrar & Transfer Agents

KFin Technologies Private Limited
(formerly known as Karvy Fintech Private Limited) Karvy
Selenium Tower B, Plot no 31-32,
Financial District, Nankramguda, Serilingampally,
Hyderabad, Rangareddi, Telegana - 500 032
Tel.: +91 40 6716 2222
Web.: www.kfintech.com

Debenture Trustee

Axis Trustee Services Limited
The Ruby, 2nd Floor, SW, 29 Senapati Bapat Marg,
Dadar west, Mumbai – 400 028
Email: debenturetrustee@axistrustee.in
Web.: www.axistrustee.in

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Corporate Overview





Chairman's Message

“ I am proud of how far we have come - with 138K+ operational sites across strategic locations. ”



Mihir Nerurkar

Managing Director, Chief Operating Officer India,
Infrastructure, Brookfield Asset Management

The need and desire of humanity to communicate is how civilisations came into existence and flourished. The pandemic has only made us further realise the importance and value of the means of communication at our disposal. While we were home-bound to ensure the overall safety of the world, we remained connected with health, education and other critical necessities in our day-to-day lives. Thanks to internet penetration in the remotest parts of the country and the world, we were able to remain plugged into the global commerce and economy as well. India's telecom revolution has also enabled a new wave of entrepreneurship from small business owners to the large new economy enterprises. At Summit Digitel, we are cognisant of the critical role we have in this current normal. Through the year since its formation, Summit Digitel has stayed true to the promise it showed when we acquired the business. If anything, the pandemic has only strengthened our teams, network reach and customer outreach frameworks.

As leaders in the telecom infrastructure space, we believe that the tremendous responsibility of connecting people can only be undertaken when we ensure the complete well-being of our own people within the organization. Befittingly the "Health and Safety" of its people have become the benchmark of success and sustainability. What is excellence, after

all, if the base of a strong, safe, and healthy workforce doesn't exist? By placing HSSE at the heart of all its operations, Summit Digitel has addressed a key component of long-term business sustainability. Commitment to the health and safety dimension is a continuum of sustained practice and efforts, and we will continue to walk on this path. Embarking on a new journey with the Summit Digitel team has been exciting and eye-opening. The passion and tenacity with which we have grown, adapted, and progressed is truly phenomenal, and I can't wait to see what the future has in store.

As Summit Digitel gears up to celebrate its first anniversary, I am proud of how far we have come - with 138K+ operational sites across strategic locations, onboarding of key MNOs with our best-in-class infrastructure, unique product mix, and an operator - agnostic mindset. This is a tremendous achievement considering the unprecedented challenges that the Summit Digitel team had to work through due to the pandemic. While Summit Digitel continues to carve a niche for itself and builds meaningful relationships with its stakeholders and the world in general, we will stay true to our purpose - uniting India through seamless connectivity.

Wishing Summit Digitel all the very best for its future.

MD's Message

“As a young and future-ready company, we pledge to be the enablers of seamless connectivity in every nook and cranny of our country.”



Dhananjay Joshi

Managing Director & CEO,
Summit Digital

The Great Renaissance that manifested post the Black Plague is an attestation of the fact that every great chaos in human history has unfailingly birthed monumental transformation. Time and again, the world gets to witness the glory that is human resilience, and we are positive that years later, this period will serve as a reminder of the grit with which the world united and fought back against a common enemy, only to bounce back stronger. Our hearts go out to everyone affected by the COVID-19, and at the same time, I can't express how amazed I continue to be by how technology has kept the gears of our economy up and running. This is the reason why we, as a telecom tower company, feel that a gigantic responsibility rests on our shoulders - to make sure that these gears never stop turning.

We take pride in being one of the largest telecom infrastructure providers in India, with over 1,38,000+ operational telecom sites. As a young and future-ready company, we pledge to be the enablers of seamless connectivity in every nook and cranny of our country. Our culture of inclusiveness and

diversity helps us nurture a symbiotic relationship with our employees and stakeholders. During times like these, when we are at the helm of another internet revolution, our business values of HSSE (Health, Safety, Security, and Environment) help us stay aligned to our commitment towards the community, while giving us an added momentum in the already fast-paced industry. Countless initiatives and practices have been undertaken in this direction, and this is why we strongly believe that we will see an upward-sloping curve of growth and trust in the coming future.

2020 reminds me of how privileged I am to have led a truly exceptional team who went out of their ways to serve our customers with passion, and who were fully committed to ensuring that our operations went on unhindered despite the circumstances. It would be only fitting to recognize and thank each one for their efforts and dedication. May you all stay happy, healthy, and safe, and with our combined efforts, let's unlock a connected, safe future.

Board of Directors



Mr. Mihir Nerurkar

Non-Executive Director

Mr. Mihir Nerurkar is the Managing Director and Operating Partner Brookfield's Infrastructure Group for India. In this role, he oversees operations of all infrastructure assets and overall performance of Brookfield's infrastructure portfolio companies in India.

Mihir joined Brookfield in 2018 with over 20 years of experience across financial services, real estate and infrastructure sectors. He began his career as a Management Consultant with Deloitte Consulting in New York and subsequently held roles as Chief Operating Officer and Senior Director at a real estate firm, as well as served as an Advisory Board Member of a boutique investment bank.

Mihir holds a Bachelor of Engineering from Pune University in India and a Master's from Syracuse University.

Mr Dhananjay Joshi is the Managing Director and Chief Executive Officer for Summit Digital. His ongoing stint is preceded by an able demonstration of leadership through the roles of Chief Executive Officer for QuadGen Wireless Solutions Ltd. and Chief Operating Officer at Bharti Infratel Limited. He is an experienced professional who also has a history of working with Ericsson India Private Ltd. and BPL mobile. He has a demonstrated history of working in the telecom industry and is skilled in Universal Mobile Telecommunications System (UMTS), Code Division Multiple Access Method (CDMA), Pre-sales, Business Development, and Wireless Technologies. He is an alumnus of the University of Mysore, where he pursued his engineering degree.



Mr. Dhananjay Joshi

Managing Director and
Chief Executive Officer



Mr. Jeff Kendrew

Non-Executive Director

Mr. Jeff Kendrew is Vice Chairman, Brookfield Infrastructure Group, Australia, and the Senior Advisor to Brookfield Infrastructure, Asia-Pacific. He is responsible for the Infrastructure Asset Management function. He served as Chief Executive Officer of Prime Infrastructure from 2007 before its merger with Brookfield. Previously, he was General Manager of Corporate Development at a New Zealand based utility.

Mr. Kendrew holds a Bachelor of Engineering from the University of Canterbury, New Zealand, and an MBA from Deakin University. He is a member of the Australian Institute of Company Directors and Electrical Engineers, New Zealand.

Mr. Arpit Agrawal is the Managing Director and Head of Investments for India and the Middle East in Brookfield's Infrastructure Group.

He joined Brookfield in 2016 in the Mumbai office and has been responsible for leading Brookfield's investments in roads, gas pipelines, telecom towers and data centers, including the largest infrastructure investments in India.

Prior to joining Brookfield, Arpit spent 7 years with Morgan Stanley's infrastructure fund business where he was involved in transactions across renewable energy, transportation, and utility sectors.

Arpit holds an MBA from Indian Institute of Management, Bangalore, and a Bachelor of Technology in Computer Science from Motilal Nehru National Institute of Technology.



Mr. Arpit Agrawal

Non-Executive Director

Leadership Team



Mr. Dhananjay Joshi

Managing Director and
Chief Executive Officer



Mr. Devesh Garg

Chief Sales and
Marketing Officer



Mr. Sachin Naik

Chief Operating Officer



Mr. Dewang Goohya

Chief Human Resource Officer



Mr. Inder Mehta

Deputy Chief Financial Officer



Mr. Sunil Panjwani

Chief Risk Officer

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Board's Report



Dear Members,

Your Company's Directors are delighted to present their Eighth Report together with the Audited Financial Statements of Summit Digital Infrastructure Private Limited [formerly known as Reliance Jio Infratel Private Limited] ("Company/Summit Digital/SDIPL") for the financial year ended March 31, 2021 ("year under review/FY2020-21").





Economic Overview

Global Economy

Global telecom industry's CAGR is predicted to shoot to

5.4%
between
2021 and 2028.

2020 taught us all lessons in resilience, hopefulness, and keeping faith. Even though the global economy fell by 4.3% in 2020, there is light at the end of the tunnel. In 2021, the economy is expected to bounce back with an expansion of 4%, provided that the planned vaccine deployments are implemented in full swing across the world. However, we must be cautiously optimistic, considering the resurgence in cases and renewed lockdowns in both developed nations like France and Poland, and developing countries like India.

While sectors like airlines, hospitality, oil and gas, real estate, and the automotive industry have been facing the maximum brunt, healthcare and pharma, insurance, telecom, and entertainment has stayed relatively unscathed. Closer scrutiny at the global telecom industry reveals how the sector, that currently stands at an evaluation of US\$1,657.7 billion in 2020 is looking at exponential growth as its CAGR is predicted to shoot to 5.4% between 2021 and 2028. With the skyrocketing network usage, especially in its branching-out as a tool to track and contain the virus, there is a renewed focus on network reliability, consumer-centric developments, and collaborations between companies across the world. Working remotely has become the new normal, and seamless connectivity is no longer a luxury, but a dire need. Hence, a strong, ubiquitous telecommunication infrastructure has become more indispensable than ever.

Indian Economy

India is no stranger to overcoming hurdles, and we are sure that the coming year will be no different. However, the second COVID-19 wave in India has dented the budding recovery in the economy and credit conditions. While the estimated impact on the GDP was 0.4% between October to December 2020, the effect may be more pronounced owing to the severity of the second wave and the actual GDP might witness a drop to 9.8% for this fiscal year. However, due to the dominance of the unorganized sector, the bounce back is expected to happen sooner than expected. Evidently enough, the most affected industries included services and manufacturing, specifically travel and tourism, automobiles, mining, and construction, with declining rates of up to 23% between April and June 2020. But as the world's second-largest telecommunications market, the Indian telecom industry has proven to be an exception. With a subscriber base of 1.16 billion people, the revenue from the telecom equipment sector was valued at US\$ 26.38 billion in 2020.

Despite the COVID-19 disruption and lack of access to offline recharges for a few weeks, the first quarter of FY21 saw customer spending on telecom services exhibit a 16.6% year-on-year growth. Recently, the government allocated Rs. 58,737 crores (US\$ 8 billion) to the Department of Telecommunications, and another Rs. 14,200 crores (US\$ 1.9 billion) was allocated for telecom infrastructure in the Union Budget 2021-22. January 2021 witnessed the signing of MOUs with Japan and invitation of applications for the auction of Spectrum in 700 MHz, 800 MHz, 900 MHz, 1800 MHz, 2100 MHz, 2300 MHz, and 2500 MHz bands. With these interventions, the several challenges the industry is facing are expected to be resolved.

With a subscriber
base of
1.16 billion
people, the revenue
from the telecom
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US\$ 26.38
billion
in 2020.



Change of Name and Amendment in Memorandum and Articles of Association of Company

During the year under review, Members of the Company at its meeting held on August 31, 2020 approved the adoption of new set of Articles of Association ("AOA") of the Company, to bring the existing AOA in line with the Shareholders' and Options Agreement dated December 16, 2019 entered by the Company with Reliance Industries Limited ("RIL"), Tower Infrastructure Trust ("Tower InvIT/Trust"), Infinite India Investment Management Limited ("erstwhile Investment Manager"), Reliance Industrial Investments and Holdings Limited ("RIIHL"), Reliance Jio Infocomm Limited ("RJIL") and BIF IV Jarvis India Pte. Ltd. ("Jarvis").

In the meeting held on September 24, 2020, Members of the Company approved the change of name of the Company from "Reliance Jio Infratel Private Limited" to "Summit Digital Infrastructure Private Limited" and subsequent amendment in Memorandum and Articles of Association ("MOA & AOA") of the Company to give effect to the name change. Accordingly, pursuant to the approval of the Registrar of Companies ("ROC") and upon issuance of a Fresh Certificate of Incorporation, name of the Company was changed to Summit Digital Infrastructure Private Limited w.e.f. November 18, 2020.

Change of Registered Office of the Company

During the year under review, pursuant to the approval of Board of Directors of the Company at its meeting held on March 31, 2021, the registered office of the Company was shifted from 101, Saffron,

Site Tower Type | Total Sites : 1,38,086

**Ground Based
Tower**

90,278

Distribution : **65%**

**Ground Based
Mast**

16,457

Distribution : **12%**

Nr. Centre Point, Panchwati 5 Rasta, Ambawadi, Ahmedabad, Gujarat-380006 to 511, Shapath-V, Near Karnavati Club, S G Highway, Ahmedabad, Gujarat-380015, with effect from March 31, 2021.

Business and Operations of the Company

As one of the largest telecom infrastructure providers, Summit Digitel truly believes in building, nurturing, and strengthening partnerships with its stakeholders. On March 31, 2019, the Trust acquired 51% of the issued and paid-up equity share capital of Summit Digitel, pursuant to the Share Purchase Agreement dated March 31, 2019. On August 31, 2020, the Trust acquired remaining 49% of the equity share capital of Summit Digitel. As on March 31, 2021, the Trust owns 100% of the issued equity share capital of Summit Digitel.

Jarvis, co-sponsor of the Trust, is an entity controlled by Brookfield Asset Management Inc. ("Brookfield") and holds 89.79% of the unit capital of the Trust.

Since SDIPL embarked on this journey, the strategic tower footprints and superior backhaul connectivity have been areas of excellence and one of the key USPs. In December 2020, the Company signed a term sheet to commence business with one of the largest MNO in the country. In addition to this, SDIPL is also exploring the opportunity to collaborate with other MNOs and various other internet service providers to open the doors for leasing on its extensive existing asset base. Considering all our recent dealings, our unique product mix in tandem with the latest technologies now demonstrate the following composition:



**Roof-top Tower
/ Pole**

30,078

Distribution : 22%



**Cell on
Wheel**

1,273

Distribution : 1%

Information pertaining to the sector or sub-sector

Despite several COVID lockdowns, the telecom industry has grown rapidly during the year. The demand for strong connectivity and wireless internet is increasing during such unprecedented times.

During the year under review, the spectrum auction was concluded with good participation from leading Telecom Service Providers (TSP). The Trails for 5G as per the plan submitted by TSP's likely to start from H1 FY22.

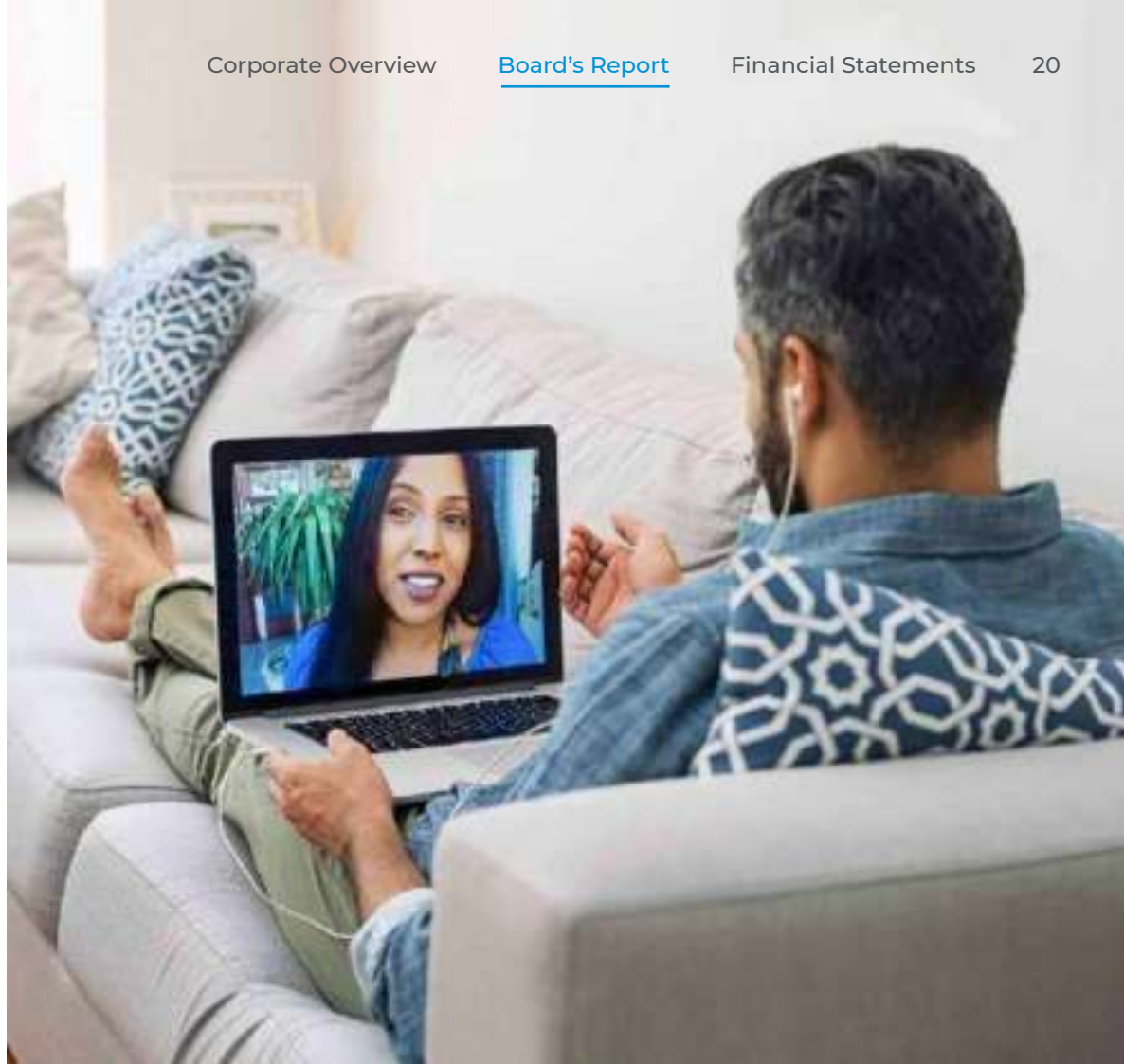
Operational Performance

In an attempt to lay strong groundworks for infallible network systems and seamless connectivity, Summit Digitel places extensive focus on performance quality and improvement. As the go-to enablers of telecommunication in India, it has left no stone unturned in upgrading the functioning and efficiency of its assets. Summit Digitel is glad to report an upswing of 0.02% of network uptime performance subsequently leading to 99.95% of overall delivery accomplishment between September 2020 and March 2021. Consequently, a whopping reduction of 31% downtime has been achieved.

93% of Summit Digitel's sites - met uptime performance to match service-level agreements in March 2021. This is an improvement to be proud of, considering that the performance has been enhanced by 5% since September 2020. Further, 90% of Summit Digitel's sites have demonstrated a commendable 100% performance uptime level. To further facilitate an upward exponential trend in improvement, robust weekly and monthly operations governance mechanisms have been established with service partners and telecom operators. Considering the status quo, Summit Digitel believes that it is well-positioned to generate continued growth in the efficiency space.

90% of
Summit Digitel's
sites have
demonstrated a
commendable
100%
performance
uptime level.







Financial Results

The global outbreak of COVID-19 pandemic continues to scourge economic activity. Your Company has considered internal and external information while finalizing estimates in relation to its financial statements, up to the date of approval of financial statements and has not identified any material impact on the carrying value of assets, liabilities or provisions.

Brief details of financial performance of the Company for the financial year ended March 31, 2021 are as under:

(Rs. in million)		
Particulars	2020-21	2019-20
Revenue from Operations	82,442	74,767
Other Income	153	125
Profit / (Loss) before Tax	(23,380)	(20,969)
Less: Current Tax	-	-
Deferred Tax*	-	-
Profit / (Loss) for the year	(23,380)	(20,968)
Add: Other Comprehensive Income (OCI)	-	-
Total Comprehensive Income for the year	(23,380)	(20,968)
Add: Opening Balance in Retained Earnings and OCI (Adjusted)	(21,001)	(33)
Less: Other adjustments	(8,114)	-
Transferred to Debenture Redemption Reserve#	-	-
Closing Balance of Retained Earnings and OCI	(52,495)	(21,001)

*The Company has recorded deferred tax asset of Rs. 19,505 million on unabsorbed depreciation to the extent of deferred tax liability as at March 31, 2021 in accordance with Ind AS 12.

#Debenture Redemption Reserve (DRR) is not required to be created in view of the Ministry of Corporate Affairs ("MCA") Notification GSR574(E) dated August 16, 2019 that specifies Debenture Redemption Reserve (DRR) is not required to be created by a debt listed entity.

As on April 1, 2020, the Trust (Controlling entity) held 51% of the equity shares of SDIPL. On August 31, 2020, the Trust acquired remaining 49% of the equity shares of SDIPL from Reliance Industries Limited. As on March 31, 2021, the Trust owns 100% of the equity shares of SDIPL.

EBDITA of the Company for FY2019-20 was Rs. 28,756 million which has increased to Rs. 30,770 million in FY2020-21.

The principal business of the Company is setting up and maintaining passive tower infrastructure and related assets and providing passive tower infrastructure services in India. Based on the guiding principles given in Ind AS 108 on "Segment Reporting", this activity falls within a single business and geographical segment and accordingly segment-wise position of business and its operations is not applicable to the Company.

Dividend

Your Directors have not recommended any Dividend on Equity Shares and Non-Convertible Preference Shares during the year.

Reserves

In view of the losses incurred by your Company during the period under review, no amount is proposed to be transferred to reserves.

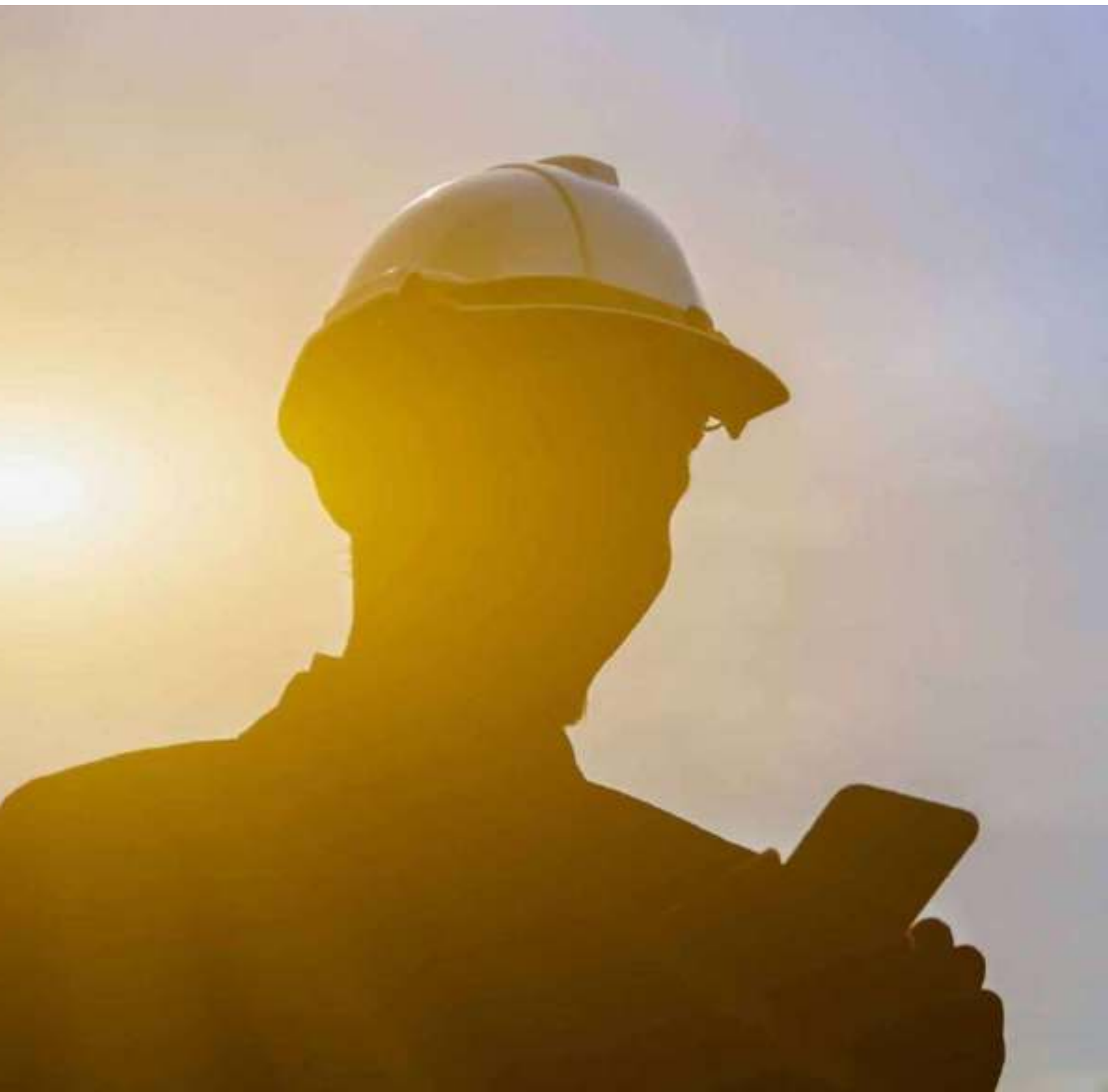
Health, Security, Safety and Environment

Your Company is committed to the principle that all occupational injuries and illnesses can be prevented and the management of Health, Security, Safety and Environment ("HSSE") is an integral part of its responsibilities at all levels in the organization.

Your Company emphasizes on and considers its top priority, that employees, contractors, or members of the public will not have a Serious Safety Incident as a result of its operations and activities.

Your Company has a constant focus on the identification of high-risk activities and proactive mitigation of such hazards that could lead to fatalities and/or serious permanent disabilities. This is the mantra to prevent and sustainably avert Serious Safety Incidents while conducting business across 22 circles involving more than 12,000 sub-contractor personnel everyday.

Since September 1, 2020, your Company has demonstrated exemplary HSSE performance.



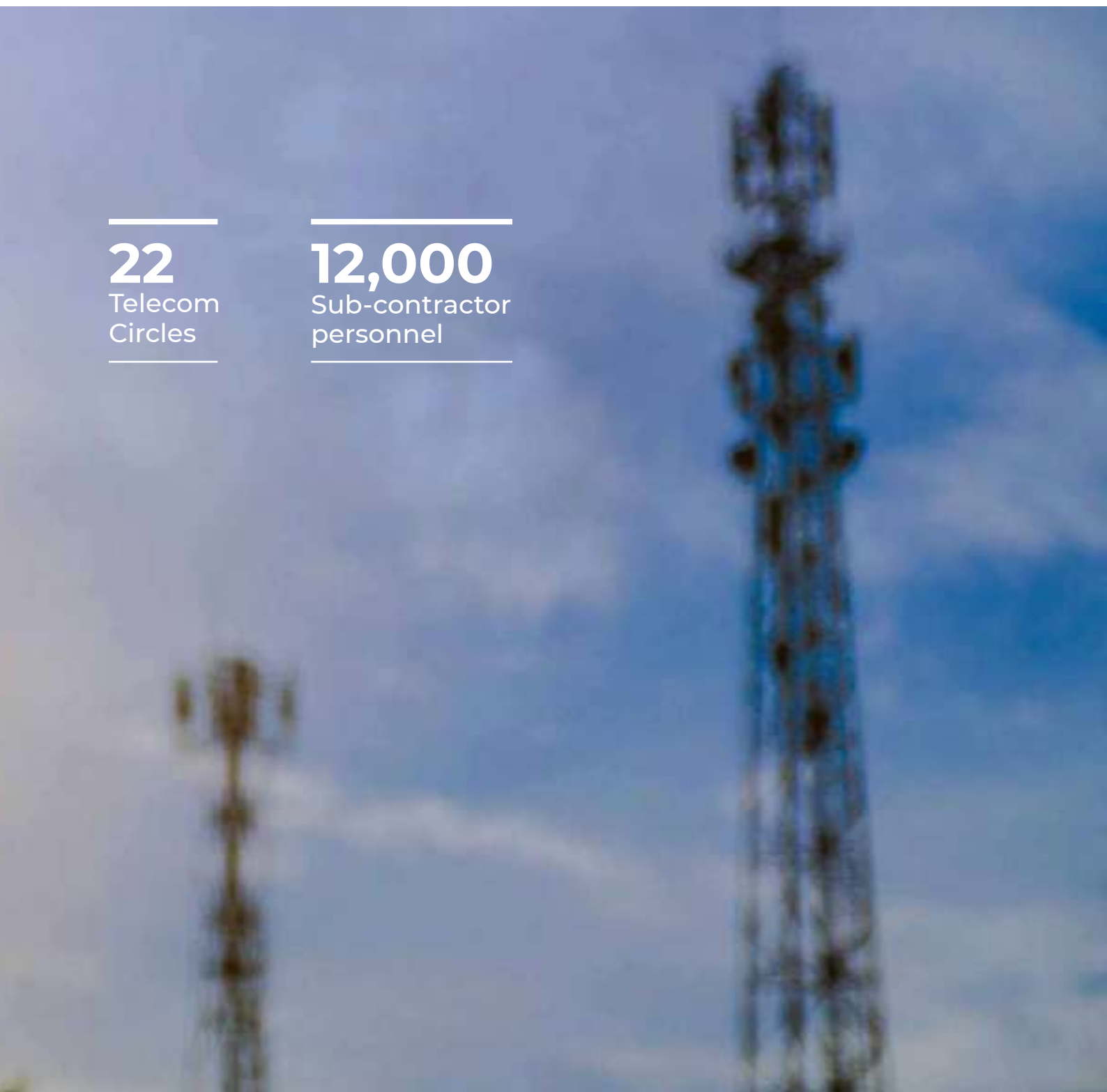
There were no serious safety, security and health incidents during the year under review. It was a Lost Time Injury free year. As on March 31, 2021, Summit Digitel has achieved Zero LWCFR (Lost Workday Case Frequency Rate).

Your Company is committed to comply with all HSSE related statutory and regulatory requirements and shall always strive to go beyond the minimum acceptable threshold of compliance with legal obligations. There were no notices nor non-compliance reports from authorities.

Your Company's HSSE management system is based on the TAGG (Train Audit Guide & Govern) strategy. TAGG is primarily based on elements of Training, Auditing, Governance, Reporting, cross functional guidance and creation of safe work procedures which helps to sustainably implement HSSE management systems, embed improvement in performance whilst ensuring that all business-related activities remain systematic, effective and focused towards proactive reduction & mitigation of HSSE risks.

22
Telecom
Circles

12,000
Sub-contractor
personnel



The delivery of customized learning, development and training sessions to our employees and contract workers have helped us in reinforcing key HSSE values and life-saving measures. We believe that increasing awareness on hazard identification and proactive risk mitigation will eventually build a sustained work environment that is rooted in safety. As on March 31, 2021, your Company has imparted 95,168 manhours of training to its employees, contractors, and field personnel. Focusing on high-risk mitigation, campaigns such as National Road Safety Month and National Safety Week were conducted across the country in February and March 2021 respectively. Senior leaders of your Company and its prime contractor were trained and certified on the Brookfield approach to safety.

Your Company is continually focusing on availability, use and maintenance of compliant personal protective equipment (PPE), bikes and safety harnesses for the 12,000 strong field force under the aegis of "Suraksha Kavach" campaign.

Your Company has implemented a comprehensive process of site HSSE inspection & assurance and has conducted 470 site inspections this year. 67 check points pertaining to key HSSE risks are checked at each site and integrated with 30 HSSE processes to systematically identify areas of improvement. Unsafe acts and conditions reported during site inspections

are monitored, followed up and closed in a time bound manner with prime focus to implement corrective and preventive learnings across the network.

HSSE governance has been established internally within your Company and also with our contractor. Weekly, fortnightly and monthly meetings are conducted for all the key stakeholders.

Your Company believes that every person working for or on behalf of Summit Digital needs to return home safely each day, every day, every time. In this context, HSSE processes pertaining to road transportation, selection of new offices, onboarding sharer activities, site visits, trainings, etc have been developed and implemented.

Protection of environment and natural resources is also a key priority for Summit Digital. Focus is to reduce carbon foot print, sustainably reduce use of Diesel Generators and conservation of resources.

Focus on employee health in the era of COVID-19 has been a key management focus area. Your Company has organized Ergonomic and Yoga training sessions for employees, restricted business travel to avoid COVID exposure, released bulletins and conducted awareness trainings.

All our efforts are towards ensuring incident-free and sustainable operations every-day.



1,74,000+
Towers

Business Outlook

With the ever-changing demands across industries, there is a need for world-class infrastructure that can accommodate not only the 2G to 5G spectrum but IoT and AI-related technologies as well. At Summit Digitel, the employees pride themselves on being future-ready with 1,74,000 plus towers spanning the length and breadth of India, ensuring that the growing demand for these technologies is met. As you read this, thousands of towers are already under construction. In cognizance of the global pursuit of reducing carbon footprints and becoming carbon neutral, 100% of your sites are built outdoors with no air conditioned shelters. Aligned to your company's HSSE values, we are committed to run a business with "Zero Harm." Your Company pledges to reach the highest levels of environmental performance by sustainably saving energy, eliminating emissions, conserving resources, reducing costs, and taking a firm stride closer to a greener earth.

Governance at Summit Digitel

At Summit Digitel, we believe that good corporate governance is the basis for an ethical and sustainable business. Your Company has adopted transparency, disclosure, accountability and ethics

as its business practices. The management believes that these principles will enable it to achieve the long-term objectives and goals. Accordingly, the Company has made additional disclosures in this Report, though not mandated by law, to enable the investors to take informed investment decisions.

Your Company's Ethical Governance Framework and Practices apply to all areas and functions of Summit Digitel and are extended to third party vendors working with and for Summit Digitel. The Ethical Governance Framework at Summit Digitel is primarily driven by Core Governance Policies viz. Code of Conduct, Anti- Bribery and Corruption Policy and Whistle-Blower Policy, accompanied by additional policies like Third Party Management Policy, Gift, Entertainment and Hospitality Policy, Interaction with Public Officials Policy, Conflict of Interest Policy, etc. in order to disseminate detailed principles and guidelines emanating from the core policies.

Summit Digitel has introduced a dedicated Ethical Hotline for employees and other stakeholders to report any actual or potential violation of Summit Digitel's Code of Conduct or any unethical or illegal behaviors. Concurrently, to review and address the complaints, Summit Digitel has also set up an Ethics Committee.



Core Governance Policies

Code of Business Conduct and Ethics

Summit Digital's expectations and commitment with respect to business ethics and compliance are contained in the Code of Business Conduct and Ethics. It provides guidelines with regard to various aspects of ethical business conduct and the right behaviors expected.

Whistle-blower Policy

Summit Digital's Whistle-blower Policy is to ensure that an independent and effective reporting system is available to its employees and third parties to provide open channels of communication and foster a culture of integrity and ethical decision-making. The Policy accommodates anonymous disclosures and prohibits retaliation or intimidation against the Whistle-blower.

Anti-bribery and Corruption ("ABC") Policy

This Policy is aimed to provide guidance to understand, analyse and act in situations where there is a potential ABC related risk. It reiterates Summit Digital's commitment not to pay bribes in furtherance of business objectives and also sets the expectation that no one acting for or on behalf of Summit Digital are allowed to either pay or accept bribes.





Human Resources

Consequent upon Brookfield acquiring the ownership of the Trust during the year, Brookfield has taken over the management of the Trust and SDIPL. As on March 31, 2021, your Company recruited and onboarded 99 employees virtually. What's more, they have been working from home without having met each other or having worked in an office environment together. To our pride, this has not hampered their teamwork, commitment, bonding and enthusiasm. Summit Digitel has ensured that

all its employees are fully equipped to work virtually.

At Summit Digitel, we strongly believe that people are our biggest assets. Your Company provides equal opportunity to existing and prospective candidates and does not discriminate based on caste, religion, colour, nationality, age, gender and disability status. As an organization, we have benchmarked our HR policies to ensure that they remain progressive as compared to the industry.



Your Company is working towards creating a positive, enabling, encouraging, open and transparent working environment that is both performance-driven as well as focusses on Health and Safety of our employees and those of its partner organizations as well. Your Company will have its Culture framework in place soon which will define our Employee Value Proposition.

Additionally, during the COVID-19 pandemic, Summit Digitel has supported its employees and their families in all possible ways, including helping in providing assistance in hospitalization, medicines, oxygen, well-being, etc. It is the commitment of Your Company to ensure the employees and their families are provided all possible support to tide over these unprecedented times.

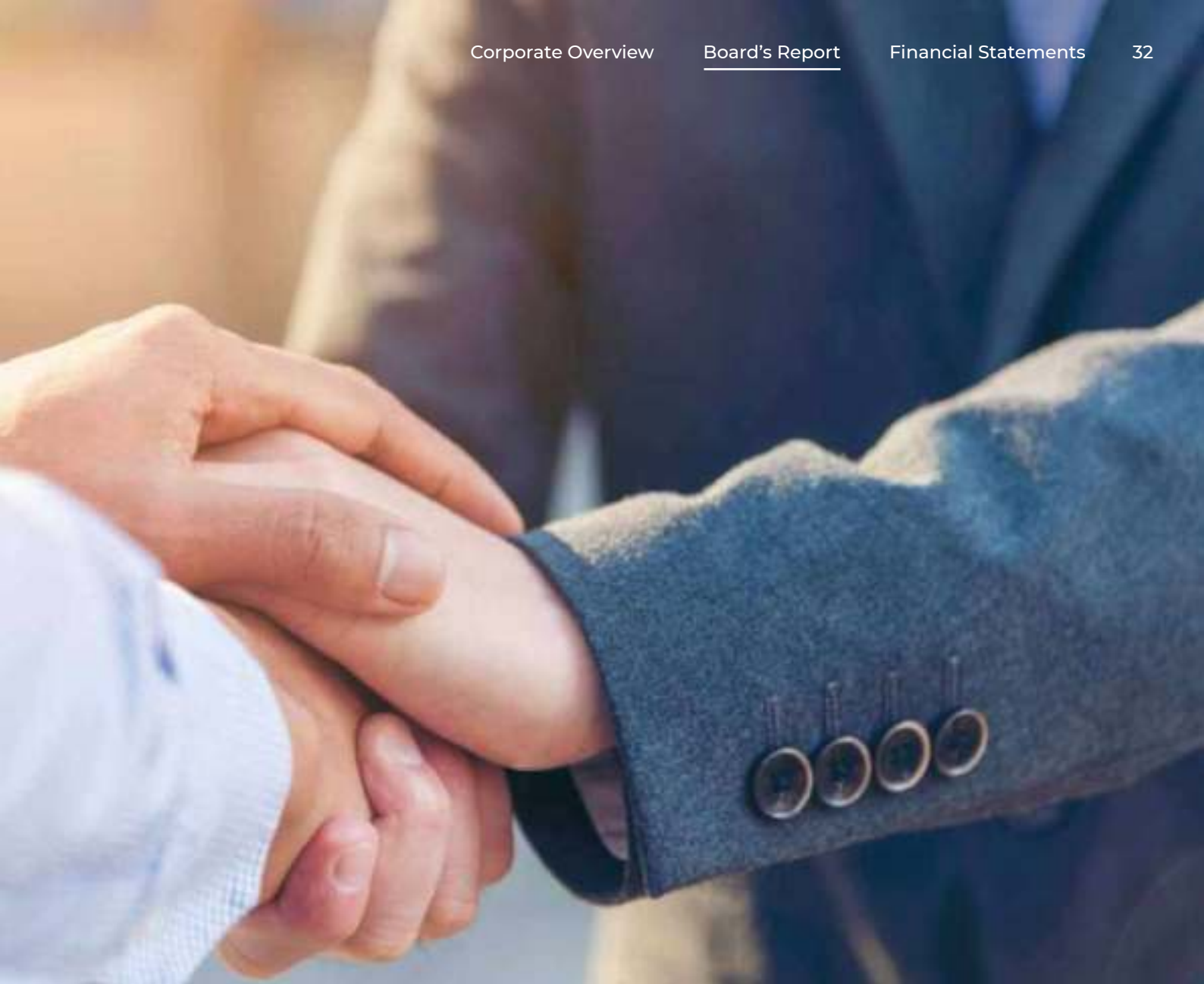


Environmental, Social and Governance Overview

Summit Digital believes that building and sustaining a responsible business goes beyond fulfilling mandated regulations and directives. The Environmental, Social, and Governance (ESG) tenets guide your Company's vision and a value that trickles down each of its operations and undertakings. Your Company strives to minimize the environmental impact of its operations and improve the efficient use of resources through sustainability and renewable energy solutions. Your Company supports the global goal of achieving zero greenhouse gas ('GHG') emissions by 2050. On this front, your Company is in the process of formulating a plan along with its business partner to upscale the use of solar energy at its sites. This will not only improve energy efficiency but also reduce GHG emissions. Your Company's focus areas shall minimize GHG emissions falling under SCOPE 1 and SCOPE 2 segments. Health, Safety, Security, and Environment (HSSE) is at the core of your Company's business operations; the entire team is committed to driving the safety plan. Your Company operates with leading health and safety practices to support the goal of zero serious safety incidents. Your Company believes that all incidents are preventable, and it takes on the responsibility that everyone working for or on our behalf reaches home without as much as a nick. In line with 24x7 business requirements and imminent HSSE risks, your Company's focus lies in ensuring safe road travel and safe working at heights for all the employees concerned. In addition, your Company wants each of its members to be in good health, both physically and mentally. As a company that started in the middle of the pandemic, it has been involved in various aspects of COVID assistance for its employees and their families. Your Company partnered with healthcare service providers and local authorities to organize mass vaccination drives across India open to all. It also teamed up with various healthcare organizations for basic testing, diagnostic and medical assistance to its employees and their families. To assist its teams and their families for the immediate procurement of oxygen infrastructure, oxygen concentrators were acquired and made available for all its members. Your Company had also developed a medicine aggregation system collected from patients that had already recovered in a central repository. As much as our discussions tether around safety, the Company is equally focused on fostering a positive work environment for its members. Respect for human rights, valuing diversity, and zero tolerance for workplace discrimination, violence, or harassment are non-negotiable facets of its culture.

Moreover, being a good corporate citizen is an integral part of maintaining the high-growth ecosystem, which is why the Company also supports philanthropy and volunteerism among its employees. Your Company operates with the highest standards of ethics and professionalism and strives to uphold strong governance practices. Conducting business activities following its Code of Business Conduct and Ethics is of paramount importance to it. The Company sees its stakeholders as the co-creators of its vision, and it maintains strong relationships with them through transparency and active engagement. To build a solid platform for strong corporate governance, the Company has fortified systems in place. Your Company's governance protocols include policies and procedures around Anti-Bribery Anti-Corruption (ABC), Code of Business Conduct, Prevention of Sexual Harassment, HSSE, Corporate Social Responsibility, Whistle-blower program including an Ethics Hotline, Governance Committees, and Cyber Security measures. As we step into newer thresholds of growth, Summit Digital will continue reinventing means through which it can keep adding value to the lives of its employees, communities, the environment, and society at large.





Capital and Debt Structure

Share Capital

The authorised share capital of your Company as at the end of the year under review was as under:

Type of shares	No. of shares	Aggregate amount (In Rs.)
Equity Shares of Re. 1 each	3,00,00,00,000	3,00,00,00,000
Preference Shares of Rs. 10 each	10,00,00,000	1,00,00,00,000
Total	3,10,00,00,000	4,00,00,00,000

The issued, subscribed and paid-up share capital of your Company as at the end of the year under review was as under:

Type of shares	No. of shares	Aggregate amount (In Rs.)
Equity Shares of Re. 1 each	2,15,00,00,000	2,15,00,00,000
0%, Redeemable, Non-participating, Non-Cumulative, Non-Convertible Preference Shares of Rs. 10 each*	5,00,00,000	50,00,00,000
Total	2,20,00,00,000	2,65,00,00,000

*Pursuant to the approval of Board at its meeting held on August 21, 2020 and pursuant to the approval of the equity and preference shareholders vide letters dated August 23, 2020, the terms of 10% Cumulative, Optionally Convertible Preference Shares have been changed to 0%, Redeemable, Non-participating, Non-Cumulative, Non-Convertible Preference Shares.

During the period under review and as on the date of this Report, there was no change in the authorised, issued, subscribed and paid-up share capital of the Company.

Non-Convertible Debentures ("NCDs")

Unlisted NCDs of face value Rs. 10,00,000 each

On August 31, 2020, the Company had issued 1,18,360 Secured, Unlisted, Redeemable NCDs of face value of Rs. 10,00,000 each, in four series, aggregating to Rs. 11,836 crores, at par, to RIL, on private placement basis. The said NCDs have been issued for a term of

12 years from the date of allotment.

On March 15, 2021, the Company has redeemed the said NCDs at par, aggregating to Rs. 11,836 crores.

Listed NCDs of face value Rs. 10,00,000 each

On March 15, 2021, the Company has issued 1,18,360 Secured, Listed, Redeemable NCDs of face value of Rs. 10,00,000 each aggregating to Rs. 11,836 crores, at par, on a private placement basis. The said NCDs carry an interest @ SBI 1year MCLR + 0.97% p.a. (Spread) payable monthly and are listed on the Debt Segment of BSE Limited and National Stock Exchange of India Limited with effect from March 17, 2021. The said NCDs have been issued for a term of 11 years 170 days.

The proceeds of the said issue were utilized towards full redemption of all the existing unlisted NCDs issued by the Company on August 31, 2020, as detailed above.

These listed NCDs issued by the Company are rated "AAA/Stable" by CARE Ratings Limited and CRISIL Limited, with the outlook as "Stable", vide their letter

dated March 3, 2021 and March 5, 2021, respectively and further re-affirmed by CRISIL vide its letter dated April 14, 2021. There has not been any revision in the credit ratings till the date of this Report.

On May 1, 2021, the Company has executed Debenture Trust Deed and Deed of Hypothecation with Axis Trustee Services Limited ("Debenture Trustee") in respect to the Listed NCDs.

Debenture Trustee Details

Axis Trustee Services Limited
The Ruby, 2nd Floor, SW,
29 Senapati Bapat Marg, Dadar west,
Mumbai – 400 028
Email: debenturetrustee@axistrustee.in
Web.: www.axistrustee.in

As on the date of this Report, subject to the approval of the shareholders, the Company's Board has approved issuance of 15,000 Secured, Rated, Listed, Redeemable Non-Convertible Debentures, of the face value of Rs. 10,00,000 each, aggregating to

Rs. 1,500 crores, to identified investors, on private placement basis and are proposed to be listed on debt market segment of National Stock Exchange of India Limited.

Directors' Responsibility Statement

The audited financial statements of your Company for the year under review ("financial statements") are in conformity with the requirements of the Companies Act, 2013 read with the rules made thereunder ("Act") and the Accounting Standards. The financial statements fairly reflect the form and substance of transactions carried out during the year under review and reasonably present your Company's financial condition and results of operations.

Your Directors confirm that:

- a) in the preparation of the annual accounts for the financial year ended March 31, 2021, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- b) accounting policies selected have been applied consistently and reasonable & prudent judgments and estimates were made, so as to

give a true and fair view of the state of affairs of the Company as at March 31, 2021 and the losses of the Company for the year under review;

- c) proper and sufficient care have 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;
- d) the annual accounts of your Company have been prepared on a 'going concern' basis;
- e) adequate internal financial controls were laid down & followed by your Company and such internal financial controls were operating effectively; and
- f) proper systems have been devised by your Company to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

Secretarial Standards

The Directors have devised proper systems to ensure compliance with the provisions of all applicable

Secretarial Standards and such systems are adequate and operating effectively.

Disclosures in Terms of the Provisions of the Act

A. Board of Directors

The Board is entrusted with an ultimate responsibility of the management, directions and performance of the Company. As its primary role is fiduciary in nature, the Board provides leadership, strategic guidance, objective and independent view to the Company's management while discharging its responsibilities, thus ensuring that the Company's management adheres to ethics, transparency and disclosures.

The Board operates within the framework of well-defined responsibility matrix and is duly supported by the senior management, while discharging its fiduciary duties and in ensuring effective functioning of your Company.

Detailed profile of the Board of Directors of your

Company is available on the website of the Company i.e. www.summitdigitel.com.

Number of Meetings:

During the year under review, the Board of your Company met 14 times. The intervening gap between the meetings was less than 120 days, as stipulated under section 173(1) of the Act and the Secretarial Standards issued by the Institute of Company Secretaries of India. Also, the necessary quorum was present for all the meetings.

Meetings of the Board held during the year, including attendance of each Director at all such meetings, are mentioned below:

Sr. No	Date of Meeting	Name of the Directors						
		Ms. Thriveni Shetty ⁽¹⁾	Mr. Venkataraman Ramachandran ⁽¹⁾	Mr. Ratnesh Rukhariyar ⁽¹⁾	Mr. Mihir Nerurkar ⁽²⁾	Mr. Arpit Agrawal ⁽²⁾	Mr. Jeff Kendrew ⁽²⁾	Mr. Dhananjay Joshi ⁽³⁾
1	May 26, 2020	Yes	Yes	Yes	NA	NA	NA	NA
2	July 7, 2020	Yes	Yes	Yes	NA	NA	NA	NA
3	August 21, 2020	Yes	Yes	Yes	NA	NA	NA	NA
4	August 25, 2020	Yes	Yes	Yes	NA	NA	NA	NA
5	August 31, 2020	Yes	Yes	Yes	NA	NA	NA	NA
6	August 31, 2020	Yes	Yes	Yes	NA	NA	NA	NA
7	September 1, 2020	NA	NA	NA	Yes	Yes	Yes	NA
8	September 24, 2020	NA	NA	NA	Yes	Yes	Yes	NA
9	October 27, 2020	NA	NA	NA	Yes	Yes	Yes	NA
10	November 10, 2020	NA	NA	NA	Yes	LOA	Yes	NA
11	February 1, 2021	NA	NA	NA	Yes	LOA	Yes	NA
12	February 27, 2021	NA	NA	NA	Yes	Yes	LOA	NA
13	March 8, 2021	NA	NA	NA	Yes	Yes	LOA	NA
14	March 31, 2021	NA	NA	NA	Yes	Yes	Yes	Yes

Notes:

- (1) Resigned as Non-Executive Directors of the Company with effect from August 31, 2020.
- (2) Appointed as Additional Non-Executive Directors of the Company and regularised their appointment at an Extra-ordinary General Meeting with effect from August 31, 2020.
- (3) Appointed as Managing Director of the Company, regularised his appointment at an Extra-ordinary General Meeting and re-designated as the Managing Director and CEO with effect from March 8, 2021.

Change in Board Composition:

Details of the Directors, who were appointed or have resigned during the year under review and as on the date of this report, are as under:

Sr. No	Name of the Directors and DIN	Designation	Effective Date	
			Appointment	Resignation
1	Ms. Thriveni Shetty DIN: 07847098	Non-Executive Director	June 23, 2017	August 31, 2020
2	Mr. Venkataraman Ramachandran DIN: 02032853	Non-Executive Director	March 31, 2019	August 31, 2020
3	Mr. Ratnesh Rukhariyar DIN: 00004615	Non-Executive Director	March 31, 2019	August 31, 2020
4	Mr. Mihir Nerurkar DIN: 02038842	Non-Executive Director	August 31, 2020	-
5	Mr. Arpit Agrawal DIN: 07769740	Non-Executive Director	August 31, 2020	-
6	Mr. Jeff Kendrew DIN: 08020501	Non-Executive Director	August 31, 2020	-
7	Mr. Dhananjay Joshi DIN: 09096270	Managing Director and CEO	March 8, 2021	-

Further, in accordance with the applicable provisions of the Act and pursuant to the recommendation of Board of Directors, Members of the Company at the Extra-Ordinary General Meeting ("EGM") of the Company held on August 31, 2020, have regularized the appointment of Mr. Mihir Nerurkar, Mr. Arpit Agrawal and Mr. Jeff Kendrew, as Non-Executive Directors of the Company. The regularization of appointment of Mr. Dhananjay Joshi as Managing Director was approved by Members of the Company, on recommendation of Board, at the EGM of the Company held on March 9, 2021.

Board Evaluation:

Since Summit Digitel was a private limited company during the period from April 1, 2020 till March 16, 2021, the disclosure on annual evaluation of the performance was not applicable to the Company. Your Company has listed its debt securities on Debt Segment of BSE and National Stock Exchange of India Limited on March 17, 2021 and further considered as a debt listed company during the period from March 17, 2021 till March 31, 2021. However, pursuant to the Companies (Specification of definitions details) Second Amendment Rules, 2021 issued by MCA on February 19, 2021, your Company shall be considered as a private limited company with effect from April 1, 2021.

B. Committee of the Board**Audit Committee and Nomination and Remuneration Committee:**

Considering, SDIPL is a subsidiary of the Trust and a private limited company, provisions of sections 177 and 178 of the Act were not applicable to the Company. Accordingly, your Company has dissolved the existing Audit and Nomination & Remuneration Committees at the meeting of the Board of Directors

held on September 1, 2020.

However, prior to the change in management of the Company, the Audit Committee of your Company met 2 times to deliberate on various matters. Meetings of the Audit Committee held, including attendance of each member at meeting, are mentioned below:

Sr. No	Date of Meeting	Name of the Directors		
		Ms. Thriveni Shetty ⁽¹⁾	Mr. Venkataraman Ramachandran ⁽¹⁾	Mr. Ratnesh Rukhariyar ⁽¹⁾
1	May 26, 2020	Yes	Yes	Yes
2	July 7, 2020	Yes	Yes	Yes

(1) Resigned as the Committee Member of the Company with effect from August 31, 2020.

Prior to change in the management of the Company, the Nomination and Remuneration Committee met 2 times to deliberate on various matters. Meetings of Nomination and Remuneration Committee held, including attendance of each member at meeting, are mentioned below:

Sr. No	Date of Meeting	Name of the Directors		
		Ms. Thriveni Shetty ⁽¹⁾	Mr. Venkataraman Ramachandran ⁽¹⁾	Mr. Ratnesh Rukhariyar ⁽¹⁾
1	July 7, 2020	Yes	Yes	Yes
2	August 31, 2020	Yes	Yes	Yes

(1) Resigned as the Committee Member of the Company with effect from August 31, 2020.

Whistle-blower Policy

The Board has duly adopted a Whistle-blower Policy ("Policy") which facilitates the stakeholders to have direct access to the management, to report concerns about any unethical behaviour, actual or suspected fraud or violation of the Company's Code of Business Conduct and Ethics ("Code").

The Board has also constituted an Ethics Committee pursuant to the said Policy.

Adequate safeguards are provided against victimisation to those who avail of the mechanism and direct access to the Chairperson of the Board is provided to them.

Risk Management Policy

The Company has in place a Risk Management Policy which provides for a robust risk management framework to identify and assess risks such as operational, financial, regulatory and other risks. There is an adequate risk management infrastructure in place capable of addressing these risks.

Internal Financial Controls

The Company has adequate internal financial controls commensurate with the size of the business and nature of its operations, designed to provide reasonable assurance with regard to the accuracy and completeness of the accounting records and timely preparation and provision of reliable financial statements.

Corporate Social Responsibility Committee

The CSR Committee is inter alia entrusted with the responsibility of monitoring and implementing the CSR projects/ programmes/ activities of your Company.

During the year under review, the erstwhile management of the Company at its meeting held on July 7, 2020, has constituted a Corporate Social Responsibility Committee ("CSR Committee") under the provision of section 135 of the Act, which was reconstituted by the Board at its meeting held on September 1, 2020, post change in the management of the Company, consisting of the

below mentioned members:

Name	Designation
Mr. Mihir Nerurkar	Non-Executive Director
Mr. Arpit Agrawal	Non-Executive Director
Mr. Jeff Kendrew	Non-Executive Director

Pursuant to the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 notified by MCA on January 22, 2021, if the amount to be spent by a Company under CSR does not exceed Rs. 50 Lakhs, the requirement under section 135 (1) of the Act for constitution of the CSR Committee shall not be applicable and the functions of such Committee can be discharged by the Board of Directors of the Company.

Since, the Company had incurred losses during the three immediately preceding financial years pursuant to which the Company was not required to spend any amount towards CSR for FY2020-21, the requirement under Section 135 (1) of the Act for constitution of the CSR Committee was not applicable to the Company. Accordingly, the Board of Directors at its meeting held on March 31, 2021 has dissolved the CSR Committee of the Company.

Corporate Social Responsibility Policy ("CSR Policy")

Pursuant to section 135 of the Act, the Board of Directors of your Company has approved and adopted a CSR Policy on March 31, 2021 and the same is available on the website of the Company i.e. www.summitdigitel.com. During the period under review and as on the date of this Report there has been no amendment in the CSR Policy.

The purpose of CSR Policy is to articulate what CSR means to the Company, kind of projects to be undertaken, identifying broad areas of intervention, approach to be adopted to achieve the CSR goals and monitoring mechanism. This Policy is aligned with the Company's objectives, principles and values, for delineating its responsibility as a socially and environmentally responsible corporate citizen. This document is also an attempt to showcase the linkage of our social objectives with business strategy.

C. Key Managerial Personnel

The provisions of section 203 of the Act are not applicable to your Company. Although, during the year under review, your Company has appointed following as Chief Executive Officer ("CEO"), Chief Financial Officer ("CFO") and Company Secretary ("CS") of the Company.

1. Mr. Dhananjay Joshi was appointed as the CEO w.e.f. September 1 2020;
2. Mr. Rishi Tibriwal was appointed as the CFO w.e.f. September 1, 2020;
3. Mr. Vijay Kumar Sharma resigned as the CS w.e.f. September 24, 2020;
4. Mr. Priyadarshi Sidhartha was appointed as the CS in place of Mr. Sharma w.e.f. September 25, 2020;
5. Mr. Priyadarshi Sidhartha resigned as the CS w.e.f. January 31, 2021;
6. Mr. Chandra Kant Sharma was appointed as the CS in place of Mr. Sidhartha w.e.f. February 1, 2021; and
7. Mr. Dhananjay Joshi was appointed as Managing Director and further re-designated as Managing Director and CEO w.e.f. March 8, 2021.

D. Remuneration of Directors and employees

Disclosure comprising particulars with respect to the remuneration of directors and employees, as required to be disclosed in terms of the provisions of section 197(12) of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed as **Annexure I** to this Report.

Further, a statement containing such particulars of employees as required in terms of the provisions of section 197(12) of the Act read with rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed as **Annexure II** to this Report.

E. Related Party Transaction

Pursuant to the applicable provisions of the Act, all related party transactions entered into during the year under review were approved by the Board.

Further, all the transactions entered into by the Company with its related parties, during the year under review, were in "ordinary course of business" of the Company and on "an arm's length basis".

During the year under review, the Company has not entered into any transaction within the purview of section 188 of the Act.

The Board of Directors of the Company draw

attention of the members to Note 29 to the financial statement which sets out related party disclosures pursuant to Ind AS.

Accordingly, Form AOC-2 prescribed under the provisions of section 134(3)(h) of the Act and Rule 8 of the Companies (Accounts) Rules, 2014, for disclosure of details of Related Party Transactions, which are "not at arm's length basis" and also which are "material and at arm's length basis", is not provided as an annexure to this Report.

F. Holding Company

At the beginning of the year i.e. on April 1, 2020, the Company was a subsidiary of Tower InvIT, a trust registered as an Infrastructure Investment Trust under Securities and Exchange Board of India (Infrastructure Investment Trust) Regulations, 2014 ("SEBI InvIT Regulations"), having registration number IN/InvIT/18-19/0009. On August 30, 2020, Tower InvIT acquired the remaining 49% of the equity share capital of the Company held by RIL.

Accordingly, the Company is a Special Purpose Vehicle of the Tower InvIT under the SEBI InvIT Regulations.

G. Subsidiaries, Joint Ventures and Associate Companies

During the financial year under review and till the date of this report, no company has become or ceased to be Company's subsidiary or associate or joint venture company.

H. Auditors and Auditors' Report

(i) Statutory Auditors

M/s. Pathak H. D. & Associates LLP, Chartered Accountants (ICAI Firm Registration No 107783W/W100593) were appointed as Joint Auditors of the Company, for a second term of 5 (five) consecutive years at the Annual General Meeting held on September 30, 2019.

M/s. Deloitte Haskins & Sells, (ICAI Firm Registration No 117364W), were appointed as Joint Auditors of the Company, for a first term of 5 (five) consecutive years at the Annual General Meeting held on September 30, 2019.

M/s. Deloitte Haskins & Sells and M/s. Pathak H. D. & Associates LLP have confirmed their eligibility and qualifications required under the Act for holding the office as the Joint Statutory Auditors of the Company.

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

There have been no instances of fraud reported by the Auditors under section 143(12) of the Act.

Report given by the Joint Statutory Auditors on the financial statement of the Company is un-modified i.e. it does not contain any qualification, reservation or adverse remark and is disclosed as part of the financial statement, forming part of this Annual Report.

(ii) Cost Auditor

The Board of Directors, at its meeting held on July 7, 2020, appointed M/s. Shome & Banerjee, Cost Accountants (Firm Registration No. 000001) as the Cost Auditors of the Company to conduct the audit of the cost records for FY2020-21 pursuant to the applicability of section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014. Further, the remuneration of the Cost Auditor was ratified by Members of the Company at the AGM held on December 9, 2020.

During the year under review, pursuant to the change in the management of the Company and after a detailed analysis of the provisions of the Companies (Cost Records and Audit) Rules, 2014, it was assessed that SDIPL is not covered under Telecommunication Services, since it is engaged in the business of providing passive telecom infrastructure services to MNOs in India. Accordingly, Company's activities are not covered within the purview of Companies (Cost Records and Audit) Rules, 2014 and hence cost audit is not applicable to the Company.

The Board of Directors, at its meeting held on April 23, 2021, took note of the non-applicability of Cost Audit and accordingly nullified the appointment of the Cost Auditor of the Company. Further, your Company shall not proceed to carry out the cost audit for FY2020-21.

(iii) Secretarial Auditor

During the year under review, pursuant to the provisions of section 204 of the Act, M/s. Mayekar & Associates, Company Secretaries (Firm Registration No. P2005MH007400), were appointed as the Secretarial Auditor, to undertake the secretarial audit of the Company for the financial year 2020-21.

There has been no qualification, reservation, adverse remark or disclaimer given by the secretarial auditor in their report for the year under review.

The Secretarial Audit Report given by the Secretarial Auditor of the Company is annexed as **Annexure III** to this Report.

Further, the Board of Directors of the Company, at its meeting held on June 3, 2021, had approved the appointment of M/s. Mayekar & Associates, Company Secretaries, as the Secretarial Auditors of the Company for the financial year 2021-22

(iv) Internal Auditor

During the year under review, pursuant to the change in the management of the Company, your Company has appointed the Internal Audit function of the Company to be co-sourced with professional audit firms, as per the requirements of the approved Internal Audit plan for FY2020-21.

Further, the Board of Directors approved the Internal Audit plan and the scope of Internal audit of Summit Digitel for FY2021-22.

I. Particulars of loans given, investments made, guarantees given and securities provided

The Company, being engaged in the business of providing infrastructural facilities, is exempted from the applicability of provisions of section 186 of the Act relating to investments made, loan made, guarantee given, and security provided by the Company.

Accordingly, disclosures under section 186(4) of the Act are not applicable to the Company.

J. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

Your Company consciously makes all efforts to conserve energy across all its operations. A report containing details with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo, required to be disclosed in terms of section 134(3)(m) of the Act read with the Companies (Accounts) Rules, 2014, is annexed as **Annexure IV** to this Report.

K. Annual Return

As required under the provisions of sections 92(3) and 134(3)(a) of the Act and the Companies (Management and Administration) Rules, 2014, a copy of the Annual Return of the Company for FY2019-20 is uploaded on the website of the Company i.e. www.summitdigitel.com.

Further, Annual Return of the Company for FY2020-21 will be filed with the Ministry of Corporate Affairs in due course within the prescribed timelines and a copy of the same shall be uploaded on the website of the Company i.e. www.summitdigitel.com.

L. Prevention of Sexual Harassment at Workplace

Your Company has in place a Prevention of Sexual Harassment of Women at Workplace Policy ("POSH Policy"), which is in line with requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act"). The objective of POSH Policy is to provide an effective complaint redressal mechanism if there is an occurrence of sexual harassment.

This policy is applicable to all employees, irrespective of their level and it also includes 'third party harassment' cases i.e. where sexual harassment is committed by any person who is not an employee of the Company.

Your Company has also set up an Internal Complaints Committee, which is duly constituted in compliance with the provisions of the POSH Act.

Further, the Company is planning to conduct interactive training sessions for all employees to build awareness amongst them about the POSH Policy and the provisions of POSH Act.

During the year under review, no cases were filed under the POSH Act.

M. Other Disclosures

The Board of Directors of the Company state that no disclosure or reporting is required in respect of the following items as there were no transactions or applicability on these items during the financial year under review:

- i) There was no change in the nature of business of your Company.
- ii) Details relating to deposits covered under Chapter V of the Act.
- iii) Issue of equity shares with differential rights as to dividend, voting or otherwise.
- iv) Issue of shares (including sweat equity shares and employees stock option scheme) to employees of the Company under any scheme.

- v) As the Company did not have any subsidiary, associate or joint venture during the year, the reporting requirements under rules 6, 8(1) and 8(5)(iv) of the Companies (Accounts) Rules, 2014 are not applicable to the Company.
- vi) No significant or material orders passed by the Regulators or Courts or Tribunals which impact the going concern status of the Company.
- vii) There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.
- viii) There was no instance of one-time settlement with any Banks or Financial Institution.
- ix) The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
- x) There have been no material changes and commitments, affecting the financial position of the Company, which have occurred between the end of the financial year to which the financial statement relates and as on the date of this report.

Acknowledgement

The Board of Directors would like to express their sincere appreciation for the assistance and co-operation received from the financial institutions, banks, government authorities, debenture holders, customers, vendors, members and stakeholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives and employees.

For and on behalf of the Board of Directors
Summit Digitel Infrastructure Private Limited
 (formerly known as Reliance Jio Infratel Private Limited)

Mihir Nerurkar
 Director
 DIN: 02038842

Dhananjay Joshi
 Managing Director and CEO
 DIN: 09096270

Place: Mumbai
 Date: June 3, 2021

Annexure I to the Board's Report

Statement Of Disclosure Of Remuneration Under Section 197(12) Of Companies Act, 2013 Read With Rule 5(1) Of Companies (Appointment And Remuneration Of Managerial Personnel) Rules, 2014

- i. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer and Company Secretary during FY2020-21 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for FY2020-21 are as under:

Name of the Director/Chief Financial Officer, Chief Executive Officer and Company Secretary and Designation	Remuneration for FY2020-21 (Amount in Rs.)	Ratio of remuneration of each Director to median remuneration of employees for FY2020-21
Ms. Thriveni Shetty ⁽¹⁾ Non-Executive Director	Nil	N.A.
Mr. Venkataraman Ramachandran ⁽¹⁾ Non-Executive Director	Nil	N.A.
Mr. Ratnesh Rukhariyar ⁽¹⁾ Non-Executive Director	Nil	N.A.
Mr. Mihir Nerurkar ⁽²⁾ Non-Executive Director	Nil	N.A.
Mr. Arpit Agrawal ⁽²⁾ Non-Executive Director	Nil	N.A.
Mr. Jeff Kendrew ⁽²⁾ Non-Executive Director	Nil	N.A.
Mr. Dhananjay Joshi ⁽³⁾ # Managing Director & CEO	1,27,48,331	10.50
Mr. Vijay Kumar Sharma ⁽⁴⁾ Company Secretary	Nil	N.A.
Mr. Priyadarshi Sidhartha ⁽⁵⁾ Company Secretary	20,14,501	2.50
Mr. Chandra Kant Sharma ⁽⁶⁾ # Company Secretary	4,75,645	1.17

Remuneration includes onetime payouts.

Notes:

- (1) Resigned as Non-Executive Directors of the Company with effect from August 31, 2020.
- (2) Appointed as Additional Non-Executive Directors of the Company and regularised their appointment with effect from August 31, 2020
- (3) Appointed as the CEO with effect from September 1, 2020 and Managing Director with effect from March 8, 2021 and hence re-designated as MD&CEO w.e.f March 8, 2021. His remuneration does not include performance bonus pay-out for FY2020-21, which was paid in FY2021-22.
- (4) Resigned as Company Secretary of the Company with effect from September 24, 2020
- (5) Appointed as the Company Secretary of the Company with effect from September 25, 2020 and resigned with effect from January 31, 2021.
- (6) Appointed as the Company Secretary with effect from February 1, 2021. His remuneration does not include performance bonus pay-out for FY2020-21, which was paid in FY2021-22.
- (7) Since no remuneration was paid to any Director/KMP during FY2019-20, information for percentage increase during the reporting period is not applicable.

- ii. The percentage increase in the median remuneration of the employees in the financial year:

Since the Company did not have any employee as on March 31, 2020, percentage increase in the median remuneration of employees in FY2020-21 is not applicable.

- iii. The number of permanent employees on the roll of the Company:

There were 99 employees on the roll of the Company as on March 31, 2021.

iv. Average percentile increase already made in the salaries of employees other than the managerial personnel in last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof:

There were no employees on the rolls of the Company as on March 31, 2020 and hence the information for percentile increase in the salaries during the financial year 2020-21 is not applicable. Further, the Company did not have any managerial personnel during FY2019-20 and hence, disclosure on percentage increase during the financial year 2020-21 is not applicable.

v. Affirmation that the remuneration is as per the remuneration policy of the Company:

Not Applicable.

For and on behalf of the Board of Directors
Summit Digitel Infrastructure Private Limited
(formerly known as Reliance Jio Infratel Private Limited)

Mihir Nerurkar
Director
DIN: 02038842

Dhananjay Joshi
Managing Director and CEO
DIN: 09096270

Place: Mumbai
Date: June 3, 2021

Annexure II to the Board's Report

Statement Of Disclosure Of Remuneration Under Section 197(12) Of Companies Act, 2013
Read With Rule 5 (2) & (3) Of Companies (Appointment And Remuneration Of Managerial
Personnel) Rules, 2014

Top 10 employees in terms of remuneration drawn during the financial year 2020-21:

S. No.	Name of the Employee	Designation	Nature of employment (Contractual/ Permanent/ any other)	Age (in years)	Educational Qualification	Experience (in years)	Date of joining	Gross remuneration paid (Amount in Rs.)	Last employment held and Designation
1	Dhananjay Joshi#	Managing Director and CEO	Permanent	61	BE in Electronics & Communication	30	September 1, 2020	1,27,48,331	QuadGen Wireless Solutions Pvt Ltd. - Chief Executive Officer
2	Sachin Naik	Chief Operating Officer	Permanent	56	BE in Electronics & Communication	30	October 24, 2020	60,08,559	Bharti Infratel Ltd. - Chief Operating Officer
3	Sunil Panjwani	Chief Risk Officer	Permanent	51	MBA in Finance	25	September 1, 2020	75,51,453	CG Power & Industrial Solutions - Chief Audit Executive
4	Inder Kumar Mehta	Director – Finance	Permanent	50	CA	23	September 1, 2020	37,41,595	British Petroleum - Deputy Finance Controller
5	Devesh Garg	Chief Sales and Marketing Officer	Permanent	48	MBA in International Business	25	September 1, 2020	32,87,930	Indus Tower Ltd. - Head – National Head Contract Management and Sales & marketing
6	Dewang M. Goohya#	Chief Human Resources Officer	Permanent	45	MBA in HR	20	September 1, 2020	44,27,328	Suzlon Group Sr. General Manager
7	Rajesh Mittal	Vice President - Information Technology	Permanent	49	BE in Electronics & Telecommunication	23	September 1, 2020	33,54,582	Bharti Infratel Ltd. Head - IT Operations
8	Sidhartha Priyadarshi	Vice President -Legal	Permanent	44	CS & LLM	20	September 1, 2020	33,54,582	ST Telemedia Global Data Centres India - Director - Legal & Compliance
9	Kuldeep Agarwal	Vice President - HSSE	Permanent	42	M. Tech in Energy & Environment Management	20	September 18, 2020	30,85,704	Indus Tower Ltd. - Head - ESH
10	Ajay Jalali	Vice President – Regional Business Head – North	Permanent	52	BE in Electronics & Communication	28	December 21, 2020	16,07,727	Bharti Infratel Ltd. - Circle Business Head

Remuneration includes onetime payouts.

Notes:

1. Other than the above there were no employees
- who were employed throughout the financial year 2020-21 and were in receipt of remuneration in aggregate of not less than Rs. 1,02,00,000; or

• who were employed for a part of the financial year 2020-21 and were in receipt of remuneration for any part of that year, at a rate which, in aggregate, was not less than Rs. 8,50,000 per month.
2. None of the employee mentioned above is a relative of any Director of the Company.
3. None of the employee mentioned above holds any share of the Company.
4. There are no specific terms and conditions for employment and all employees are governed by the policies of the Company.
5. Gross remuneration of the employees does not include performance bonus for FY2020-21, which was paid in FY2021-22.

For and on behalf of the Board of Directors
Summit Digitel Infrastructure Private Limited
(formerly known as Reliance Jio Infratel Private Limited)

Mihir Nerurkar
Director
DIN: 02038842

Dhananjay Joshi
Managing Director and CEO
DIN: 09096270

Place: Mumbai
Date: June 3, 2021

Annexure III to the Board's Report

Form No. MR-3

Secretarial Audit Report

For The Financial Year Ended March 31, 2021

[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,

Summit Digitel Infrastructure Private Limited

(formerly known as Reliance Jio Infratel Private Limited)

CIN - U64200GJ2013PTC105870

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Summit Digitel Infrastructure Private Limited (formerly known as Reliance Jio Infratel Private Limited) ("the Company"). 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 (including verification of certain documents through electronic mode due to the outbreak of pandemic of COVID-19 and subsequent lockdown) of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised 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, 2021 ("the Financial Year"), complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company, for the Financial Year, according to the applicable provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and applicable rules and regulations made thereunder;
- (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; - Not Applicable to the Company during the Audit Period;
- (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; - Not Applicable to the Company during the Audit Period;
- (c) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - Not Applicable to the Company during the Audit Period;
- (d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (e) 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 - Not Applicable to the Company during the Audit Period;
- (f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- Not Applicable to the Company during the Audit Period;
- (g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - Not Applicable to the Company during the Audit Period;
- (h) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We have relied on the representations made by the Company and its officers for compliance under other laws specifically applicable to the industry to which the Company belongs, as under:

- (a) Telecom Regulatory Authority of India (TRAI) Act 1997
- (b) Indian Wireless Telegraph Act, 1933
- (c) The Indian Telegraph, DG Set Installation Guidelines
- (d) The Information Technology Act, 2000
- (e) State Telecom Infrastructure Policy

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

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

- (ii) Debt Listing Agreement entered into by the Company with BSE Ltd and National Stock Exchange of India Ltd. (Listed on BSE and NSE in Debt segment w.e.f March 17, 2021)

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

We further report that,

The changes in the composition of the Board of Directors that took place during the Financial Year were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board/Committee Meetings, agenda and detailed notes on agenda were sent in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions made at Board and Committee Meetings have unanimous consent as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

All Circular Resolutions of the Board of Directors are approved by the requisite majority and are duly recorded in the minutes. Majority decision is carried through, while the dissenting views of the Directors, if any, are captured and recorded as part of the minutes.

We further report that having regard to the compliance system prevailing in the Company and as per explanations obtained and relied upon by us, the Company has adequate systems and processes 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 following specific events/ actions having major bearing on the Company's affairs had taken place:

- a) On August 23, 2020 the shareholders of the Company have given their consent to the variation in terms of Optionally Convertible Preference Shares ("OCPS") as communicated to them vide letter dated August 21, 2020. The terms of OCPS have been varied to bring it in line with Shareholders' and Options Agreement dated December 16, 2019 entered by the Company with Reliance Industries Limited ("RIL"), Tower Infrastructure Trust ("Trust"), Infinite India Investment Management Limited ("Erstwhile Investment Manager"), Reliance Industrial Investments and Holdings Limited ("RIIHL"), Reliance Jio Infocomm Limited ("RJIL") and BIF IV Jarvis India Pte Ltd ("Jarvis").
- b) Shareholders of the Company at their meeting held on August 31, 2020 approved the

adoption of new set of Articles of Association ("AOA") of the Company, to bring the existing AOA in line with the Shareholders' and Options Agreement dated December 16, 2019 entered by the Company with RIL, the Trust, Erstwhile Investment Manager, RIIHL, RJIL and Jarvis.

- c) On August 31, 2020, the Company has allotted 1,18,360 Secured Redeemable Non-Convertible Debentures of face value of Rs. 10,00,000 each, in four series, aggregating to Rs. 11,836 Crores, at par on private placement basis.
- d) Shareholders of the Company, at their meeting held on September 24, 2020, have given the approval for Change of name of Company. Accordingly, pursuant to approval of the Registrar of Companies, the name of Company was changed from 'Reliance Jio Infratel Private Limited' to 'Summit Digitel Infrastructure Private with effect from November 18, 2020.
- e) On March 15, 2021, the Company has allotted 1,18,360 Listed, Secured Redeemable Non-Convertible Debentures ("NCDs") of face value of Rs. 10,00,000 each aggregating to Rs. 11,836 Crores, at par on private placement basis. These NCDs are listed on Debt Segment of BSE Limited and National Stock Exchange of India Limited with effect from March 17, 2021.
- f) On March 15, 2021 the Company has redeemed 1,18,360 Secured Redeemable Non-Convertible Debentures of face value of Rs. 10,00,000 each, issued by the Company in four series, aggregating to Rs. 11,836 Crores, at par from the proceeds of the 1,18,360 NCDs of face value of Rs. 10,00,000 each allotted by the Company on March 15, 2021 on private placement basis, to Reliance Industries Limited
- g) The registered office of the Company has shifted from "Office -101, Saffron Nr. Centre Point, Panchwati 5 Rasta, Ambawadi, Ahmedabad - 380006 to 511, Shapath-V, Near Karnavati Club, S G Highway Ahmedabad - 380015 with effect from March 31, 2021.

For Mayekar & Associates
Firm U.I.N - P2005MH007400
U.D.I.N - F007282C000499092

Jatin Prabhakar Patil
 (Partner)

Place: Mumbai
 Date: June 22, 2021

F.C.S - 7282
 C.O.P - 7954

This Report is to be read with our letter of even date which is annexed as "Annexure A" and Forms an integral part of this report.

Annexure A

To,
The Members,
Summit Digital Infrastructure Private Limited
(formerly known as Reliance Jio Infratel Private Limited)
CIN - U64200GJ2013PTC105870

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management Representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Mayekar & Associates
Firm U.I.N - P2005MH007400
U.D.I.N - F007282C000499092

Jatin Prabhakar Patil
(Partner)
F.C.S – 7282
C.O.P – 7954

Place: Mumbai
Date: June 22, 2021

Annexure IV to the Board's Report

Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under the Companies (Accounts) Rules, 2014

A. Conservation of Energy

(i) Steps taken for conservation of energy:

Energy conservation dictates how efficiently a company can conduct its operations. During the year under review, the Company initiated the process to reduce the use of diesel at its various sites for conservation of energy in its operations.

The Company recognises the importance of energy conservation in decreasing the adverse effects of global warming and climate change. The Company carries on its activities in an environmentally friendly and energy efficient manner.

(ii) Steps taken by the Company for utilising alternate sources of energy:

During the year under review, the Company has initiated plan for deployment of solar energy and optimisation of diesel generators on Company's sites.

(iii) The capital investment on energy conservation equipment:

Nil

B. Technology Absorption

(i) Major efforts made towards technology absorption:

The Company has not entered into any technology agreement or collaborations.

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution:

Not Applicable.

(iii) Information regarding imported technology (Imported during last three years):

The Company has not imported any technology during the last three years.

(iv) Expenditure incurred on research and development:

Nil

C. Foreign Exchange Earnings and Outgo:

Particulars	Rs. in million
Foreign Exchange earned in Terms of Actual Inflows	-
Foreign Exchange outgo in Terms of Actual Outflows	-

For and on behalf of the Board of Directors
Summit Digital Infrastructure Private Limited
(formerly known as Reliance Jio Infratel Private Limited)

Mihir Nerurkar
Director
DIN: 02038842

Dhananjay Joshi
Managing Director and CEO
DIN: 09096270

Place: Mumbai
Date: June 3, 2021

03

Financial Statements





Independent Auditor's Report

To the Members of Summit Digital Infrastructure Private Limited (formerly Reliance Jio Infratel Private Limited)

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Summit Digital Infrastructure Private Limited (formerly Reliance Jio Infratel Private Limited) ("the Company"), which comprise the Balance Sheet as at March 31, 2021 the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flow for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021 its loss including other comprehensive loss, the statement of 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 Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

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

Sl. No	Key Audit Matter	Auditors' Response
1	<p>Assessment of accounting for Restated and Amended Master Services Agreement under Ind AS 115</p> <p>The Company's contract with its customer is governed by Master Services Agreement (MSA) that contains the terms and conditions relating to the Company's obligations under the Contracts with its customers.</p> <p>This key audit matter pertains to accounting for contract modification under Ind AS 115- Revenue from Contracts with Customers (Ind AS 115), wherein the Company entered into a Restated and Amended MSA (Amended MSA) effective August 31, 2020, as stated in Note C (c) of the financial statements.</p> <p>In evaluating the impact of the Amended MSA, the Management of the Company exercised significant judgement in assessing the following:</p>	<p>Principal Audit Procedures Performed</p> <ul style="list-style-type: none"> • Our audit procedures relating to the contract modification included procedures for (1) identification of distinct performance obligations (2) determination of whether the Company is acting as a principal or agent and (3) whether accounting for modification followed reflects the accounting in accordance with Ind AS 115. • We tested the design and implementation as well as effectiveness of the controls established by the Company relating to the evaluation of accounting impact of Contract modifications. • We evaluated the Company's significant accounting policies on accounting for contract modification under Ind AS 115 for reasonableness and compliance with accounting standards.

<ul style="list-style-type: none"> • Determination of the performance obligations of the Company as per the Amended MSA. • Determination of the contract with the customer being in the nature of a service contract. • Assessment of whether the Company controls the services before it is transferred to the customer. The Company considers whether it has the primary obligation to fulfil the contract, inventory risk, pricing discretion and other factors to determine whether it controls the products or service and therefore, is acting as a principal or an agent. <p>We identified the accounting for contract modification under Ind AS 115 as a key audit matter because the these involved significant judgements and estimates in determining appropriate accounting of revenue from contracts with customers</p>	<ul style="list-style-type: none"> • Read and evaluated critical terms of the Amended MSA to assess completeness of Management's identification of significant terms and obligations of parties where contractors or vendors are involved in providing services to the customer against the assessment provided by the Company's Management. • For each such identified significant terms in the amended MSA, assessed reasonableness of the management's basis of conclusion for accounting treatment. • Tested the appropriateness of presentation of revenue and operating costs.
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Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board of Director's report in the annual report for the year ended March 31, 2021 but does not include the financial statements and our auditor's report thereon.

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

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

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the

financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards 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 the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. 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 Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flow and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with Rules 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on March 31, 2021 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164(2) of the Act.

- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g) In our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, section 197 of the Act related to the managerial remuneration is not applicable
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigation which would impact its financial position in its financial statements.
- ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Pathak H. D. & Associates LLP
Chartered Accountants
(Registration No. 107783W/W100593)

Gopal Chaturvedi
Partner
Membership No. 090903
UDIN: 21090903AAAACY9348
Mumbai, dated: June 3, 2021

For Deloitte Haskins & Sells
Chartered Accountants
(Registration No.117364W)

Varsha A. Fadte
Partner
Membership No. 103999
UDIN: 21103999AAAAGN5350
Chicalim, Goa, dated: June 3, 2021

Annexure “A” to the Independent Auditors’ Report

(Referred to in paragraph 1, under ‘Report on Other Legal and Regulatory Requirements’ section of our Report of even date to the members of Summit Digital Infrastructure Private Limited (formerly Reliance Jio Infratel Private Limited) on the financial statements for the year ended March 31, 2021)

i. In respect of its fixed assets:

- a) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant & Equipment on the basis of available information.
- b) As explained to us, the Management performs physical verification of Property, Plant & Equipment in accordance with a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. According to the information and explanations provided to us, no material discrepancies were noticed on such physical verification conducted during the year.
- c) Based on our verification of the title/lease deeds of freehold land, leasehold land and buildings (immovable properties) and the information and explanations provided to us by the Company, the title deeds/lease deeds of immovable properties aggregating to Rs. 346 million are in the process of being transferred in the name of the Company from Reliance Jio Infocomm Limited.

ii. The Company does not have any inventories and, accordingly, the provisions of Clause (ii) of paragraph 3 of the Order are not applicable to the Company.

iii. In our opinion and according to the information and explanations given to us, the Company has not granted any loan, secured and unsecured, to Companies, Firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, Clause (iii) of paragraph 3 of the Order is not applicable to the Company.

iv. In our opinion and according to the information and explanations given to us, the Company has not given any loan nor has made any investments or given any guarantee or security to which the provisions of Sections 185 and 186 of the Companies Act, 2013 apply. Accordingly, the provision of Clause (iv) of paragraph 3 of the order are not applicable to the Company.

v. According to the information and explanations given to us, the Company has not accepted any deposit from the public. Therefore, the provisions of Clause (v) of paragraph 3 of the Order are not applicable to the Company.

vi. According to the information and explanations given to us, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013 in respect of activities carried on by the Company and, accordingly, the provisions of Clause (vi) of paragraph 3 of the order are not applicable.

vii. According to the information and explanations given to us in respect of statutory dues:

a) According to the records of the Company, undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees’ State Insurance, Income Tax, Customs Duty, Cess and other material statutory dues, as applicable to the Company, have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2021 for a period of more than six months from the date of becoming payable.

b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of Goods and Services Tax, Income-Tax, Sales-Tax, Service Tax, Duty of Excise and Value Added Tax as at March 31, 2021 which have not been deposited on account of any dispute.

viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks and dues to debenture holders. The Company has no dues to financial institutions and government.

ix. In our opinion and according to the information and explanations given to us, monies raised by way of term loans and non-convertible debentures have, prima facie, been applied by the Company during the year for the purposes for which they were raised, other than temporary deployment pending application of proceeds. The Company has not raised monies by way of initial public offer or further public offer (including debt instruments).

x. In our opinion and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.

- xi. The Company is a private company and, hence, the provisions of section 197 of the Companies Act, 2013 do not apply to the Company.
- xii. The Company is not a Nidhi Company and, hence, reporting under Clause (xii) of paragraph 3 of the Order is not applicable.
- xiii. The Company is a private limited company and, hence, the provisions of Section 177 of the Companies Act, 2013 is not applicable to the Company. In our opinion and according to the information and explanations given to us the Company is in compliance with Section 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and, hence, reporting under Clause (xiv) of paragraph 3 of the Order is not applicable to the Company.
- xv. In our opinion and according to the information and explanations given to us, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with them and, hence, provisions of section 192 of the Companies Act, 2013 are not applicable.
- xvi. In our opinion and according to information and explanations provided to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For Pathak H. D. & Associates LLP
Chartered Accountants
(Registration No. 107783W/W100593)

Gopal Chaturvedi
Partner
Membership No. 090903
UDIN: 21090903AAAACY9348
Mumbai, dated: June 3, 2021

For Deloitte Haskins & Sells
Chartered Accountants
(Registration No. 117364W)

Varsha A. Fadte
Partner
Membership No. 103999
UDIN: 21103999AAAAGN5350
Chicalim, Goa, dated: June 3, 2021

Annexure “B” to the Independent Auditors’ Report

(Referred to in paragraph 2 (f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date to the members of Summit Digital Infrastructure Private Limited (formerly Reliance Jio Infratel Private Limited) on the financial statements for the year ended March 31, 2021)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Subsection 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of Summit Digital Infrastructure Private Limited (formerly Reliance Jio Infratel Private Limited) (“the Company”) as of March 31, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (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.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting with reference to these 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 Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls

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

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

Meaning of Internal Financial Controls Over Financial Reporting with reference to these financial statements

A Company’s internal financial control over financial reporting with reference to these 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 control over financial reporting with reference to these 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 authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting with reference to these financial statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to these 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 over financial reporting with reference to these financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For Pathak H. D. & Associates LLP
Chartered Accountants
(Registration No. 107783W/W100593)

Gopal Chaturvedi
Partner
Membership No. 090903
UDIN: 21090903AAAACY9348
Mumbai, dated: June 3, 2021

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting with reference to these financial statements and such internal financial controls over financial reporting with reference to these financial statements were operating effectively as at March 31, 2021 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Deloitte Haskins & Sells
Chartered Accountants
(Registration No. 117364W)

Varsha A. Fadte
Partner
Membership No. 103999
UDIN: 21103999AAAAGN5350
Chicalim, Goa, dated: June 3, 2021

Balance Sheet as at March 31, 2021

(Rs. in million)

Particulars	Notes	As at March 31, 2021	As at March 31, 2020
ASSETS			
NON-CURRENT ASSETS			
Property, Plant and Equipment	1	3,80,105	3,87,266
Right of Use Assets	2	206	117
Capital Work in Progress	1	18	-
Financial Assets			
Other Financial Assets	3	4,571	3,072
Other Non-Current Assets	4	3,236	3,236
Total Non-Current Assets		3,88,136	3,93,691
CURRENT ASSETS			
Financial Assets			
Trade Receivables	5	153	153
Cash and Cash Equivalents	6	9,914	446
Other Bank Balances	7	3	3
Other Financial Assets	8	4,531	24,099
Other Current Assets	9	11,589	22,553
Total Current Assets		26,190	47,254
Total Assets		4,14,326	4,40,945
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	10	2,150	2,150
Other Equity	11	(52,495)	(20,501)
Total Equity		(50,345)	(18,351)
LIABILITIES			
Non - Current Liabilities			
Financial Liabilities			
Borrowings	12	4,31,851	2,28,194
Right of use liabilities	2	88	-
Provisions	13	11,235	10,854
Total Non-Current Liabilities		4,43,174	2,39,048
Current Liabilities			
Financial Liabilities			
Borrowings	14	-	30,050
Trade Payables			
- total outstanding dues of micro enterprises and small enterprises	15	0	-
- total outstanding dues of creditors other than micro enterprises and small enterprises	15	1,945	3,059
Right of use liabilities	2	18	-
Other Financial Liabilities	16	14,708	71,142
Creditors for Capital Expenditure		-	1,14,610
Other Current Liabilities	17	4,822	1,387
Provisions	13	4	-
Total Current Liabilities		21,497	2,20,248
Total Liabilities		4,64,671	4,59,296
Total Equity and Liabilities		4,14,326	4,40,945

Significant Accounting Policies

See accompanying Notes to the Financial Statements 1 to 40

"0" represents the amount below the denomination threshold.

As per our report of even date.

For Pathak H D & Associates LLP
Chartered Accountants
Firm Regn No: 107783W / W100593

For and on behalf of the Board of Directors of
Summit Digital Infrastructure Private Limited
(formerly known as Reliance Jio Infratel Private Limited)

Gopal Chaturvedi
Partner

Mihir Nerurkar
Director

Dhananjay Joshi
Managing Director and Chief
Executive Officer

Membership No. 090903

(DIN:02038842)

(DIN: 09096270)

Date: June 3, 2021

Date: June 3, 2021

Date: June 3, 2021

Place: Mumbai

Place: Mumbai

Place: Bangalore

For Deloitte Haskins & Sells
Chartered Accountants
Firm Regn No: 117364W

Varsha A. Fadte
Partner

Rishi Tibriwal
Chief Financial Officer
PAN: AAAPT5595R

Chandra Kant Sharma
Company Secretary
(Membership No: F8322)
PAN: BSDPS2436J

Date: June 3, 2021

Date: June 3, 2021

Date: June 3, 2021

Place: Chicalim, Goa

Place: Canada

Place: Mumbai

Statement of Profit & Loss for the year ended March 31, 2021

(Rs. in million)

Particulars	Notes	Year ended March 31, 2021	Year ended March 31, 2020
INCOME			
Revenue from Operations	18	82,442	74,767
Other Income	19	153	125
Total Income		82,595	74,892
EXPENSES			
Network Operating Expenses	20	51,360	45,878
Employee Benefits Expense	21	164	1
Finance Costs	22	34,590	31,940
Depreciation and Amortisation Expense	23	19,560	17,784
Other Expenses	24	301	257
Total Expenses		1,05,975	95,860
Loss before Tax		(23,380)	(20,968)
Tax Expenses		-	-
Loss for the year		(23,380)	(20,968)
Other Comprehensive Loss		-	-
Total Comprehensive Loss for the year		(23,380)	(20,968)
Earnings per Equity Share	25		
Basic Per Share (in Rupees)		(10.87)	(9.78)
Diluted Per Share (in Rupees)		(10.87)	(9.78)

Significant Accounting Policies

See accompanying Notes to the Financial Statements 1 to 40

“0” represents the amount below the denomination threshold.

As per our report of even date.

For Pathak H D & Associates LLP
Chartered Accountants
Firm Regn No: 107783W / W100593

For and on behalf of the Board of Directors of
Summit Digital Infrastructure Private Limited
(formerly known as Reliance Jio Infratel Private Limited)

Gopal Chaturvedi
Partner

Mihir Nerurkar
Director

Dhananjay Joshi
Managing Director and Chief
Executive Officer

Membership No. 090903
Date: June 3, 2021
Place: Mumbai

(DIN:02038842)
Date: June 3, 2021
Place: Mumbai

(DIN: 09096270)
Date: June 3, 2021
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For Deloitte Haskins & Sells
Chartered Accountants
Firm Regn No: 117364W

Varsha A. Fadte
Partner
Membership No. 103999

Rishi Tibriwal
Chief Financial Officer
PAN: AAAPT5595R

Chandra Kant Sharma
Company Secretary
(Membership No: F8322)
PAN: BSDPS2436J

Date: June 3, 2021
Place: Chicalim, Goa

Date: June 3, 2021
Place: Canada

Date: June 3, 2021
Place: Mumbai

Statement of Changes in Equity for the year ended March 31, 2021

(Rs. in million)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
(A) Equity Share Capital		
Balance at the beginning of the year	2,150	2,150
Changes in equity share capital during the year	-	-
Balance at the end of the year	2,150	2,150

(Rs. in million)

(B) Other Equity	Instrument classified as Equity: 10% Cumulative Optionally Convertible Preference Share Capital Fully paid up	Reserves and Surplus: Retained Earnings	Total
As on March 31, 2020			
Balance at the beginning of the year i.e. April 01, 2019	500	(33)	467
Total Comprehensive loss for the year	-	(20,968)	(20,968)
Balance at the end of the year i.e. March 31, 2020	500	(21,001)	(20,501)
As on March 31, 2021			
Balance at the beginning of the year i.e. April 01, 2020	500	(21,001)	(20,501)
Total Comprehensive loss for the year	-	(23,380)	(23,380)
Other adjustments (Refer Note 12 (III) and Note 11)	(500)	(8,114)	(8,614)
Balance at the end of the year i.e. March 31, 2021	-	(52,495)	(52,495)

Significant Accounting Policies

See accompanying Notes to the Financial Statements 1 to 40

“0” represents the amount below the denomination threshold.

As per our report of even date.

For Pathak H D & Associates LLP
Chartered Accountants
Firm Regn No: 107783W / W100593

For and on behalf of the Board of Directors of
Summit Digitel Infrastructure Private Limited
(formerly known as Reliance Jio Infratel Private Limited)

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Dhananjay Joshi
Managing Director and Chief
Executive Officer

Membership No. 090903

(DIN:02038842)

(DIN: 09096270)

Date: June 3, 2021

Date: June 3, 2021

Date: June 3, 2021

Place: Mumbai

Place: Mumbai

Place: Bangalore

For Deloitte Haskins & Sells
Chartered Accountants
Firm Regn No: 117364W

Varsha A. Fadte
Partner
Membership No. 103999

Rishi Tibriwal
Chief Financial Officer
PAN: AAAPT5595R

Chandra Kant Sharma
Company Secretary
(Membership No: F8322)
PAN: BSDPS2436J

Date: June 3, 2021

Date: June 3, 2021

Date: June 3, 2021

Place: Chicalim, Goa

Place: Canada

Place: Mumbai

Statement of Cash Flow for the year ended March 31, 2021

(Rs. in million)

	Particulars	Year ended March 31, 2021	Year ended March 31, 2020
A	CASH FLOW FROM OPERATING ACTIVITIES:		
	Net Loss before tax as per Profit and Loss Statement	(23,380)	(20,968)
	Adjusted for		
	Depreciation and Amortisation Expense	19,560	17,784
	Gain on Investments (Net)	(49)	(119)
	Interest Income	(64)	-
	Interest on income tax refund	(40)	(6)
	Finance Costs	34,590	31,940
		53,997	49,599
	Operating profit before working capital changes	30,617	28,631
	Adjusted for :		
	Trade and Other Receivables	12,505	(11,184)
	Trade and Other Payables	(40,910)	13,324
		(28,405)	2,140
	Cash (Utilised in)/Generated from Operations	2,212	30,771
	Income taxes refund/(paid)	488	(695)
	Net Cash (Utilised in)/Generated from Operations (A)	2,700	30,076
B	CASH FLOW FROM INVESTING ACTIVITIES:		
	Purchase of Property, Plant and Equipment	(1,10,631)	(84,639)
	Purchase of Investments	(45,029)	(1,66,930)
	Sale of Investments	45,078	167,194
	Investments in bank deposits	(30)	(6)
	Interest received	55	-
	Net Cash flow used in Investing Activities (B)	(1,10,557)	(84,381)
C	CASH FLOW FROM FINANCING ACTIVITIES:		
	Payment of lease liabilities	(4)	-
	Proceeds from Long term Borrowings	5,51,835	50,000
	Repayment of Long term Borrowings	(3,56,720)	(10,000)
	Proceeds from Short term Borrowings	-	38,312
	Repayment of Short term Borrowings	(30,050)	(37,912)
	Deposit Received	-	35,940
	Working capital adjustment (Refer Note 11(ii))	(3,824)	-
	Finance Costs Paid	(43,912)	(21,592)
	Net Cash flow generated from financing activities (C)	1,17,325	54,749
	Net Increase in Cash and Cash Equivalents (A+B+C)	9,468	444
	Opening Balance of Cash and Cash Equivalents	446	3
	Closing Balance of Cash and Cash Equivalents	9,914	446

Changes in Liability arising from financing activities

(Rs. in million)

	As at April 01, 2020	Cash Flow	Non Cash Unamortised Prepaid finance charges	Transfer from Equity	As at March 31, 2021
Borrowings (Refer Note - 12)	2,38,194	1,95,115	(1,584)	126	4,31,851
Borrowings - Current (Refer Note - 14)	30,050	(30,050)	-	-	-
Total	2,68,244	1,65,065	(1,584)	126	4,31,851

(Rs. in million)

	April 01, 2019	Cash Flow	Non Cash Unamortised Prepaid finance charges	Transfer from Equity	As at March 31, 2020
Borrowings (Refer Note - 12 and 16)	1,98,360	40,000	(166)	-	2,38,194
Borrowings - Current (Refer Note - 14)	29,650	400	-	-	30,050
Total	2,28,010	40,400	(166)	-	2,68,244

Significant Accounting Policies

See accompanying Notes to the Financial Statements 1 to 40

“0” represents the amount below the denomination threshold.

As per our report of even date.

For Pathak H D & Associates LLP
Chartered Accountants
Firm Regn No: 107783W / W100593

For and on behalf of the Board of Directors of
Summit Digital Infrastructure Private Limited
(formerly known as Reliance Jio Infratel Private Limited)

Gopal Chaturvedi
Partner

Mihir Nerurkar
Director

Dhananjay Joshi
Managing Director and Chief
Executive Officer

Membership No. 090903

(DIN:02038842)

(DIN: 09096270)

Date: June 3, 2021

Date: June 3, 2021

Date: June 3, 2021

Place: Mumbai

Place: Mumbai

Place: Bangalore

For Deloitte Haskins & Sells

Chartered Accountants
Firm Regn No: 117364W

Varsha A. Fadte
Partner
Membership No. 103999

Rishi Tibriwal
Chief Financial Officer
PAN: AAAPT5595R

Chandra Kant Sharma
Company Secretary
(Membership No: F8322)
PAN: BSDPS2436J

Date: June 3, 2021

Date: June 3, 2021

Date: June 3, 2021

Place: Chicalim, Goa

Place: Canada

Place: Mumbai

Notes forming part of the Financial Statements for the year ended March 31, 2021

A Corporate Information

Summit Digitel Infrastructure Private Limited [formerly known as Reliance Jio Infratel Private Limited] ("SDIPL" or "the Company") is a private limited company incorporated on January 18, 2013 under the provisions of the Companies Act, 1956. As at March 31, 2021, Tower Infrastructure Trust holds 100% of the equity shares of the Company. The name of the Company was changed from "Reliance Jio Infratel Private Limited" to "Summit Digitel Infrastructure Private Limited" effective November 18, 2020. The registered office address of the Company was shifted from Office-101, Saffron, Nr. Centre Point, Panchwati 5 Rasta, Ambawadi, Ahmedabad, Gujarat-380006 to 511, Shapath-V, Near Karnavati Club, S G Highway, Ahmedabad, Gujarat-380015 effective March 31, 2021. The Principal business of the Company is setting up and maintaining passive tower infrastructure and related assets and providing passive tower infrastructure services.

B Significant Accounting Policies

B.1 Basis Of Accounting And Preparation Of Financial Statements

The Financial Statements of the Company, comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flow for year ended March 31, 2021 and notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information.

Statement of compliance with Ind AS:

These financial statements for the year ended 31 March 2021 have been prepared in accordance with Indian Accounting Standards as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 ('Ind AS'), on historical cost basis except for certain Financial Assets and Financial Liabilities (including derivative instruments) that are measured at fair values to comply with the Ind AS, including the rules notified under the relevant provisions of the Companies Act, 2013 ("the Act").

The Financial Statements are presented in Indian Rupees, which is also its functional currency and all values are rounded to the nearest million (INR 000,000), except when otherwise indicated.

B.2 Summary Of Significant Accounting Policies

(a) Current and Non-Current Classification:

The Company presents assets and liabilities

in the Balance Sheet based on Current/ Non-Current classification as per Schedule III division II of Companies Act, 2013.

An asset is treated as Current when it is:

- i) Expected to be realised or intended to be sold or consumed in normal operating cycle;
- ii) Held primarily for trading;
- iii) Expected to be realised within twelve months after the reporting period, or
- iv) 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 treated as Current when:

- i) It is expected to be settled in normal operating cycle;
- ii) Held primarily for trading;
- iii) It is due to be settled within twelve months after the reporting period, or
- iv) 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 Company has considered 12 months as its normal operating cycle.

(b) Property, Plant and Equipment:

Property, Plant and Equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Depreciation on Plant and Equipment and building is provided using straight-line method based on estimated useful life of 20 years. The estimated useful life is different from the useful life as prescribed under Schedule II to the Companies Act, 2013 and in the opinion of the Company this represents

Notes forming part of the Financial Statements for the year ended March 31, 2021

the best estimate thereof on the basis of technical evaluation and actual usage period. Leasehold land and leasehold improvements are amortised over the period of lease or useful life whichever is less.

The residual values, useful lives and methods of depreciation of Property, Plant and Equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains or losses arising from derecognition of a Property, Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

(c) 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.

As a Lessee

The Company's lease asset classes primarily consist of leases for land and buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

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

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

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

The Company's agreements with the landowners for taking land on lease for construction of Towers thereon, read with the stipulations of the Master Service Agreements with its customers have been concluded to be short term lease.

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

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

As a Lessor

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

Notes forming part of the Financial Statements for the year ended March 31, 2021

Leases where the Company does not transfer substantially all the risks and rewards incidental to ownership of the asset are classified as operating leases. Lease rentals under operating leases are recognized as income on a straight-line basis over the lease term. Contingent rents are recognized as revenue in the period in which they are earned.

(d) Finance Cost

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are charged to Statement of Profit and Loss as per effective interest rate method in the period in which they are incurred.

(e) 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.

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.

Asset Retirement Obligation:

Asset Retirement Obligation (ARO) is provided for where the Company has an obligation to restore the rented premises at the end of the period in a condition similar to inception of the arrangement. The obligation arising on account of such costs are provided at present value of future restoration and dismantling costs and are recognised as part of the cost of underlying assets. Any change in the present value of the

expenditure, other than unwinding of discount on the provision, is reflected as adjustment to the provision and the corresponding asset. The change in the provision due to the unwinding of discount is recognized in the Statement of Profit and Loss.

(f) Impairment of Financial Assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit and Loss (FVTPL).

Expected Credit Losses are measured through a loss allowance at an amount equal to:

The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or

Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For Trade Receivables the Company applies 'simplified approach which requires expected life time losses to be recognized from initial recognition of the receivables.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

(g) Taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the comprehensive income or in equity. In which case, the tax is also recognised in other comprehensive income and equity.

Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance sheet date.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in

Notes forming part of the Financial Statements for the year ended March 31, 2021

the computation of taxable profit. Deferred income tax assets on carry forward losses is recognised based on convincing evidence where it is reasonably certain that sufficient taxable profits will be available to utilise those losses. Deferred tax assets are recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax losses can be utilized.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

(h) Cash and cash equivalents

Cash and cash equivalents includes cash at banks, cash on hand and short term deposits with an original maturity of 3 months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flow, cash and cash equivalents consist of cash and short term benefits, as defined above, net of outstanding bank overdrafts, if any as they are considered an integral part of the Company's cash management.

(i) Impairment of Non-Financial Assets - Property, Plant and Equipment

The Company assesses at each reporting date as to whether there is any indication that any item of Property, Plant and Equipment or group of assets, called Cash Generating Units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using

pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

(j) Foreign Currencies

Transactions and Translation

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of 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 settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings and that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.

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. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in Other Comprehensive Income (OCI) or profit or loss are also recognised in OCI or Statement of profit or loss, respectively).

In case of an asset, expense or income where a non-monetary advance is paid/received, the date of transaction is the date on which the advance was initially recognized. If there were multiple payments or receipts in advance, dates of transactions are determined for each payment or receipt of advance consideration.

(k) Revenue recognition

The Company earns revenue i.e. infrastructure provisioning fees (IP Fees) and related income primarily from providing passive infrastructure and related services. Revenue

Notes forming part of the Financial Statements for the year ended March 31, 2021

is recognized when the Company satisfies the performance obligation by transferring the promised services to the customers. IP Fees are recognized as and when services are rendered on a monthly basis as per the contractual terms prescribed under master services agreement entered with customer. Revenue is recognised to the extent 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. Revenues from fixed-price and fixed-timeframe contracts, where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of consideration, are recognised to the extent the Company has rendered the services, as per the contractual arrangements. Revenue is measured at the fair value of the consideration received or receivable in exchange for transferring the promised services, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Contracts with customers includes certain services received from third-party contractors or vendors. Revenue from such customer contracts is recorded net of costs when the Company is not the principal. In doing so, the Company evaluates whether it controls the good or service before it is transferred to the customer. In determining control, the Company considers whether it has the primary obligation to fulfil the contract, inventory risk, pricing discretion and other factors to determine whether it controls the goods or service and therefore is acting as a principal.

Unbilled revenue represents revenues recognized after the last invoice raised to customer to the period end. These are billed in subsequent periods based on the prices specified in the master service agreement with the customers, whereas invoicing in excess of revenues are classified as unearned revenues.

Interest income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts

through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Dividends

Dividends are recognised when the Company's right to receive the payment is established.

(I) Financial Instruments

i) Financial Assets

A. Initial recognition and measurement:

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are added to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

B. Subsequent measurement

a) Financial assets carried at amortised cost (AC)

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b) Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

c) Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

ii) Financial liabilities

A. Initial recognition and measurement:

All financial liabilities are recognized initially at fair value and in case of borrowings, net of

Notes forming part of the Financial Statements for the year ended March 31, 2021

directly attributable cost. Fees of recurring nature are directly recognised in profit or loss as finance cost.

B. Subsequent measurement:

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables including creditors for capital expenditure maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

C. Derivative Financial Instruments and Hedge Accounting

The Company uses various derivative financial instruments such as forwards to mitigate the risk of changes in interest rates and exchange rates. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently 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.

Hedges that meet the criteria for hedge accounting are accounted for as follows:

Fair Value Hedge

The Company designates derivative contracts or non derivative Financial Assets / Liabilities as hedging instruments to mitigate the risk of change in fair value of hedged item due to movement in interest rates and foreign exchange rates.

Changes in the fair value of hedging instruments and hedged items that are designated and qualify as fair value hedges are recorded in the Statement of Profit and Loss. If the hedging relationship no longer meets the criteria for hedge accounting, the adjustment to the carrying amount of a hedged item for which the effective interest method is used is amortised to Statement of Profit and Loss over the period of maturity.

(m) Earnings per Share

Basic earnings per share is calculated by dividing the net profit / loss after tax by the weighted average number of equity shares outstanding. Diluted earnings per share adjusts the figures used in determination of basic earnings per share to take into account the conversion of all dilutive potential equity

shares. Dilutive potential equity shares are deemed converted as at the beginning of the period unless issued at a later date.

(n) Cash Flow Statement

Cash flows are reported using indirect method, whereby net profits / loss before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from regular revenue generating (operating activities), investing and financing activities of the Company are segregated.

(o) Contingent Liabilities

Contingent liabilities are disclosed in notes to accounts when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

(p) Fair Value Measurement

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. The principal market or the most advantageous market must be accessible. 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. Valuation techniques used are those that are appropriate in the circumstances and for which sufficient data are available to measure fair value. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, Level 1: Quoted (unadjusted) market prices in

Notes forming part of the Financial Statements for the year ended March 31, 2021

active markets for identical assets or liabilities
 Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
 Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

(q) Retirement Benefits

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees rendered the related services are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

Defined Contribution Plan

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a separate entity. The Company makes specified monthly contributions towards Provident Fund. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

Defined Benefit Plan

The Company provides for gratuity, a defined benefit plan covering eligible employees. The gratuity plans provides lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount base on the respective employees base salary and the tenure of employment. A provision for gratuity liability to the employee is made on the basis of actuarial valuation determined using the projected unit credit method. The benefits are discounted using the discount rates for Government Securities at the end of the reporting period that have terms approximating to the terms of the related obligation.

Remeasurements, comprising of actuarial gains and losses, excluding amounts included in net interest on the net defined benefit liability are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur.

Remeasurement as a result of experience

adjustments and changes in actuarial assumptions are recognized in the statement of profit and loss.

C Critical accounting judgements and key sources of estimation uncertainty:

The preparation of the Company's financial statements requires management to make judgement, estimates and assumptions that affect the reported amount of revenue, expenses, assets, liabilities and contingent liabilities and the accompanying disclosures. 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.

(a) Depreciation and useful lives of Property, Plant and Equipment

Plant and Equipment are depreciated over their estimated useful life which is based on technical evaluation, actual usage period and operations and maintenance arrangements with a vendor, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets periodically in order to determine the amount of depreciation to be recorded during any reporting period.

(b) Asset Retirement Obligation

Asset Retirement Obligation created for the cost to dismantle equipment and restore sites at the rented premises upon vacation thereof, which is estimated based on actual quotes, which are reasonable and appropriate under these circumstances.

(c) Revenue from operations

The Company constructs towers on parcels of land taken on lease to provide tower infrastructure and related operations and maintenance services to multiple parties inter-alia engaged in rendering telecommunication services. The Company's business is predominantly of rendering of services and not providing a right of use of part or whole of the asset to its customers. The Company's contract with its largest customer was amended during the year effective from August 31, 2020 with a corresponding amendment to the O&M contract and other contracts. On account of this, the Company had to exercise significant

Notes forming part of the Financial Statements for the year ended March 31, 2021

judgement in evaluating the accounting for the Contract Modifications under Ind AS 115 during the current year as well as other consequential accounting adjustments such as working capital adjustments pursuant to the amended terms.

(d) Recoverability of trade receivable

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the contractual terms, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

(e) Provisions

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and adjusted to take account of changing facts and circumstances.

(f) 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, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Units (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 a groups 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 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.

(g) Leases

As a lessee - Determination of lease term

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In determining the lease term and assessing the length of the non-cancellable period of a lease, an entity shall apply the definition of a contract and determine the period for which the contract is enforceable. A lease is no longer enforceable when the lessee and the lessor each has the right to terminate the lease without permission from the other party with no more than an insignificant penalty. Further, in assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company uses significant judgement in assessing the lease term, including anticipated renewals and the arrangements as per the contract with its customers.

(h) Recognition of Deferred Tax Assets & Liabilities

Deferred tax assets and liabilities are recognised for deductible temporary differences and unused tax losses for which there is probability of utilisation against the future taxable profit. The Company uses judgement to determine the amount of deferred tax that can be recognised, based upon the likely timing and the level of future taxable profits and business developments.

Standards issued but not effective:

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2021.

Notes forming part of the Financial Statements for the year ended March 31, 2021

NOTE 1. Property, Plant and Equipment and Capital work in progress

Note for FY2020-21

(Rs. in million)

Description	Gross Block			Accumulated depreciation				Net Block		
Property, Plant & Equipment	As at	Additions	Deductions	As at	As at	Additions	Deductions	As at	As at	As at
	April 01, 2020			March 31, 2021	April 01, 2020			March 31, 2021	March 31, 2021	March 31, 2020
Tangible Assets :										
Own Assets :										
Freehold Land	96	-	-	96	-	-	-	-	96	96
Leasehold Improvements	110	-	-	110	5	5	-	10	100	105
Buildings	17	-	-	17	1	1	-	2	15	16
Computers	-	6	-	6	-	1		1	5	-
Plant and Equipments	4,04,821	12,376	-	4,17,197	17,772	19,536	-	37,308	3,79,889	3,87,049
Total (A)	4,05,044	12,382	-	4,17,426	17,778	19,543	-	37,321	3,80,105	3,87,266
Capital work in progress									18	-

Note for FY2019-20

(Rs. in million)

Description	Gross Block			Depreciation and Amortisation				Net Block		
Property, Plant & Equipment:	As at	Additions	Deductions	As at	As at	Additions	Deductions	As at	As at	As at
	April 01, 2019			March 31, 2020	April 01, 2019			March 31, 2020	March 31, 2020	March 31, 2019
Tangible Assets :										
Own Assets (A)										
Land	96	-	-	96	-	-	-	-	96	96
Leasehold Improvements	110	-	-	110	-	5	-	5	105	110
Buildings	17	-	-	17	-	1	-	1	16	17
Plant and Equipments	2,47,862	1,56,959	-	4,04,821	-	17,772	-	17,772	3,87,049	2,47,862
Total (A)	2,48,085	1,56,959	-	4,05,044	-	17,778	-	17,778	3,87,266	2,48,085

Notes

1.1. For properties mortgaged / hypothecated (Refer note 12)

1.2. Title deeds for the Immovable Properties are in the process of being transferred in the name of the Company.

Notes forming part of the Financial Statements for the year ended March 31, 2021

2 Right of Use (ROU) Assets and Liabilities

2A Right of Use Assets (ROU)

Following are the changes in the carrying value of right of use assets for the year ended March 31, 2021:

(Rs. in million)			
Particulars	Buildings	Land	Total
Balance as on March 31, 2019	-	123	123
Additions during the year			-
Depreciation	-	(6)	(6)
Balance as on March 31, 2020	-	117	117
Additions during the year	106	-	106
Depreciation	(10)	(7)	(17)
Balance as on March 31, 2021	96	110	206

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

Lease deeds for the leasehold land are in process of being transferred in the name of the Company.

2B Right of Use Liabilities

The following is the break-up of current and non-current lease liabilities as at March 31, 2021

(Rs. in million)		
Particulars	As at March 31, 2021	As at March 31, 2020
Current lease liabilities	18	-
Non-current lease liabilities	88	-
Total	106	-

The following is the movement in lease liabilities during the year ended March 31, 2021

(Rs. in million)	
Particulars	Total
Balance as on March 31, 2020	-
Additions	106
Finance cost accrued during the year	4
Payment of lease liabilities	(4)
Balance as on March 31, 2021	106

The table below provides details regarding the contractual maturities of lease liabilities as at March 31, 2021 on an undiscounted basis:

(Rs. in million)	
Particulars	Total
Less than One year	26
One to five years	100
More than five years	-
Total	126

3 Other Financial Assets - Non Current

(Rs. in million)		
Particulars (Unsecured and Considered Good)	As at March 31, 2021	As at March 31, 2020
Security Deposits	4,538	3,069
Fixed Deposit with Banks	33	3
Total	4,571	3,072

Notes forming part of the Financial Statements for the year ended March 31, 2021

3.1 Fixed Deposits with Bank of Rs. 33 million (Previous year Rs. 3 million) have been pledged against bank guarantees issued to Government and other regulatory authorities.

4 Other Non-Current Assets

(Rs. in million)

Particulars (Unsecured and Considered Good)	As at March 31, 2021	As at March 31, 2020
Advance Income Tax / TDS (Refer note below)	253	701
Amount Paid under Protest - GST	2,944	2,535
Prepaid expenses	39	-
Total	3,236	3,236

Note : Advance Income Tax:

At start of year	701	-
Charge for the year - Current Tax	-	-
Income tax refund	(668)	
Tax Deducted at Source during the year	220	701
At end of year	253	701

Component of Deferred tax asset / (liabilities)

Deferred tax asset / (liabilities) in relation to:

Property, Plant and Equipment	(19,505)	(10,282)
Carried Forward Losses (restricted to the extent of deferred tax liability)	19,505	10,282
Total	-	-

The recoverability of deferred income tax assets is based on estimates of future taxable income in which the Company operates and the period over which deferred income tax assets will be recovered.

The amount of unused tax losses for which no deferred tax is recognised:

Tax Loss carried Forward

(Rs. in million)

Particulars	March 31, 2021	March 31, 2020
Depreciation Loss (Carried Forward indefinitely)	39,667	19,696

The amount of unused tax losses for which deferred tax is recognised

Tax Loss carried Forward

Particulars	March 31, 2021	March 31, 2020
Business Loss (can be c/f till 2027-2028)	2,235	2,235
Business Loss (can be c/f till 2028-2029)	3,820	-
Depreciation Loss (Carried Forward indefinitely)	71,444	38,617
Deferred Tax Assets	19,505	10,282

(Rs. in million)

4.1 Reconciliation of income tax expenses for the year to the accounting profit:

	March 31, 2021	March 31, 2020
Loss before Tax	(23,380)	(20,968)
Applicable Tax Rate	25.17%	25.17%
Computed Tax Expense / (Income)	(5,884)	(5,277)
Add: Tax effect on disallowance of expenses	-	-
Tax effect of:		
Unused tax losses for which no deferred tax assets is recognised	(5,884)	(5,277)
Current Tax Provision (A)	-	-
Deferred Tax Provision (B)	-	-
Total Tax Expense / (Income) recognised in Statement of Profit and Loss (A+B)	-	-

Notes forming part of the Financial Statements for the year ended March 31, 2021

5 Trade Receivables

(Rs. in million)

Particulars (Unsecured and Considered Good)	As at March 31, 2021	As at March 31, 2020
Trade Receivables	153	153
Total	153	153

6 Cash and Cash Equivalents

(Rs. in million)

Particulars (Unsecured and Considered Good)	As at March 31, 2021	As at March 31, 2020
Balances with Banks in Current Account	2,864	446
Fixed deposits with banks	7,050	-
Total	9,914	446

7 Bank balances other than covered in Cash and Cash Equivalents

(Rs. in million)

Particulars (Unsecured and Considered Good)	As at March 31, 2021	As at March 31, 2020
Fixed Deposits with Banks	3	3
Total	3	3

Fixed Deposits with Bank of Rs. 3 million (Previous year Rs. 3 million) have been pledged against bank guarantees issued to Government and other regulatory authorities.

8 Other Financial Assets - Current

(Rs. in million)

Particulars	As at March 31, 2021	As at March 31, 2020
Deposit for capital expenditure	-	16,000
Other Receivables*	4,531	8,099
Total	4,531	24,099

*Balance as on March 31, 2021 includes contractually reimbursable / receivable amount and balance as on March 31, 2020 includes contractually reimbursable / receivable amount and derivative assets.

9 Other Current Assets

(Rs. in million)

Particulars (Unsecured and Considered Good)	As at March 31, 2021	As at March 31, 2020
Balance with GST authorities	9,276	19,624
Advance to vendors	2,313	2,929
Total	11,589	22,553

10 Share Capital

(Rs. in million)

Particulars	As at March 31, 2021	As at March 31, 2020
Authorised Share Capital :		
3,000,000,000 Equity Shares of Re.1 each	3,000	3,000
100,000,000 Preference Shares of Rs. 10 each	1,000	1,000
	4,000	4,000
Issued, Subscribed and fully paid up:		
2,150,000,000 Equity Shares of Re.1 each	2,150	2,150
Total	2,150	2,150

10.1 Terms, Rights and Restrictions attached to Equity Shares

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

Notes forming part of the Financial Statements for the year ended March 31, 2021

10.2 The reconciliation of the number of Equity shares outstanding is set out below: (Rs. in million)

Particulars (No. of shares)	As at March 31, 2021		As at March 31, 2020	
	Number of Shares	Amount	Number of Shares	Amount
Equity Shares at the beginning of the year	2,150	2,150	2,150	2,150
Add: Issue of Shares	-	-	-	-
Total	2,150	2,150	2,150	2,150

10.3 The details of Equity shareholders holding more than 5% shares: (Rs. in million)

Name of Shareholder	As at March 31, 2021		As at March 31, 2020	
	No. of Shares (in million)	% held	No. of Shares (in million)	% held
Tower Infrastructure Trust (Holding entity along with nominee) (Refer Note below)	2,150	100%	1,097	51%
Reliance Industries Limited	-	-	1,054	49%

Note:

As on April 1, 2020, Tower Infrastructure Trust ("Holding Entity"/"Trust") held 51% of the equity shares the Company. On August 31, 2020, the Trust acquired remaining 49% of the equity shares from Reliance Industries Limited pursuant to the investment in the trust majorly by BIF IV Jarvis India Pte Ltd, Singapore. As on March 31, 2021 the Trust owns 100% of the equity shares of the Company.

10.4 Aggregate numbers of Equity Shares issued for consideration other than cash during the period of 5 years immediately preceding the reporting date:

Pursuant to the Scheme, (Refer Note 39) 2,000,000,000 equity shares of Re. 1 each were issued and allotted as fully paid, for consideration other than in cash, to Reliance Jio Infocomm Limited (RJIL) for the transfer and vesting of its Tower Undertaking.

11 Other Equity (Rs. in million)

Instrument classified as equity	As at March 31, 2021	As at March 31, 2020
10% Cumulative, Participating, Optionally Convertible Preference Shares Rs. 10 fully paid up (Refer Note 12 (iv), Note iv and v below)	-	500
Reserves and Surplus		
Retained Earnings		
As per last Balance Sheet	(21,001)	(33)
Loss for the year	(23,380)	(20,968)
Other adjustments (Refer Note 12 (iv), Note i & ii Below)	(8,114)	-
Balance at end of the year	(52,495)	(21,001)
Total	(52,495)	(20,501)

Notes:

- The Company has recorded Net current liability of Rs. 8,505 million towards the working capital adjustment payable to Reliance Jio Infocom Limited ("RJIL") under Amended and Restated Master Service Agreement ("MSA") with a corresponding impact to 'other equity' as this relates to acquisition transaction referred in note 10.3. As at March 31, 2021, Net current liability of Rs. 4,681 million was payable to Reliance Jio Infocom Limited ("RJIL").
- These adjustments are in the nature of transaction with owners and will not impact distributions / dividends.
- Debenture Redemption Reserve (DRR) is not required to be created in view of the the MCA Notification GSR574(E) dated August 16, 2019 that specifies DRR is not required to be created by a debt listed entity.

Notes forming part of the Financial Statements for the year ended March 31, 2021

(iv) Terms, rights and restrictions attached to Preference Shares:

5,00,00,000 10% Cumulative, Participating and Optionally Convertible Preference Shares are convertible into 10 (Ten) Equity Shares of Re.1 each for every 1 (One) Preference Share of Rs. 10 each at any time at the option of the Company but in any case not later than March 31, 2039 and in the event the shares are not converted, these will be redeemed at any time at the option of the Company at Rs. 10 each but not in any case later than March 31, 2039. The Preference Shares shall be entitled to the Surplus Assets either on winding up or liquidation or otherwise.

(v) The reconciliation of the number of 10% Cumulative Optionally Convertible Preference Shares is set out below:

(Rs. in million)

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	Amount	No. of Shares	Amount
Preference shares at the beginning of the year	50,000,000	500	50,000,000	500
Add: Issue of Shares	-	-	-	-
Less: Reclassification due to Modification in terms (Refer Note 12 (iv))	(50,000,000)	(500)	-	-
Preference shares at the end of the year	-	-	50,000,000	500

12 Borrowings

(Rs. in million)

Particulars	As at March 31, 2021	As at March 31, 2020
(I) Term Loans		
(a) Secured:		
(i) From banks	62,115	53,334
Less Unamortised finance cost	(1,714)	(166)
	60,401	53,168
(ii) From others	3,000	-
Less Unamortised finance cost	(36)	-
	2,964	-
(b) Unsecured:		
(i) From banks	-	56,666
(ii) From Tower Infrastructure Trust (Refer Note 29)	2,50,000	-
(II) Redeemable Non Convertible Debentures (Secured)	1,18,360	1,18,360
(III) Non-cumulative Redeemable Preference shares	126	-
Total	431,851	228,194

Year ended March 31, 2021

(i) Secured Loans from Banks and Financial Institutions consist of:

- Rs. 14,115 million of loan, carrying interest rate of 1Y MCLR + 70bps repayable till September 01, 2032 in 40 equal consecutive quarterly installments starting from December 2022. In addition to the security disclosed in note (v) below, secured by a first charge by way of hypothecation on the Designated Accounts of the Borrower for receipt of Receivables and all proceeds lying to the credit thereof from time to time and deposits maintained utilising funds from the Designated Accounts.
- Rs. 6,000 million of loan, carrying interest rate of 1Y MCLR + 50bps repayable till September 01, 2032 in 40 equal consecutive quarterly instalments starting from December 2022.
- Rs. 8,000 million of loan, carrying interest rate of 1Y MCLR + 45 bps repayable till September 01, 2032 in 40 equal consecutive quarterly instalments starting from December 2022.
- Rs. 3,000 million of loan, carrying interest rate of 1Y MCLR + 75 bps repayable till September 01, 2032 in 40 equal consecutive quarterly instalments starting from December 2022.
- Rs. 6,000 million of loan, carrying interest rate of 1Y MCLR + 65 bps repayable till September 01, 2032 in 40 equal consecutive quarterly instalments starting from December 2022.

Notes forming part of the Financial Statements for the year ended March 31, 2021

6. Rs. 12,000 million of loan, carrying interest rate of 1Y MCLR + 75 bps repayable till September 01, 2032 in 40 equal consecutive quarterly instalments starting from December 2022 for an amount equal to 2.5% of the total loan drawn down at the end of the Availability Period
7. Rs. 3,000 million of loan, carrying interest rate of 1Y BPLR - 195 bps repayable till September 01, 2032 in 40 consecutive quarterly instalments starting from December 2022.
8. Rs. 6,000 million of loan, carrying interest rate of 1Y MCLR + 35 bps repayable till September 01, 2032 in 40 equal consecutive quarterly instalments starting from December 2022.
9. Rs. 7,000 million of loan, carrying fixed interest rate of 6.15% for next 3 years and floating interest rate of 1Y MCLR + 75 bps thereafter until maturity repayable till September 01, 2032. The loan is repayable in 40 equal consecutive quarterly instalments starting from December 2022 for an amount equal to 2.5% of the total loan drawn down at the end of the availability period.

If any of the above facilities is not availed fully then the repayment instalment shall be proportionately reduced.

(ii) Unsecured Loan from Tower Infrastructure Trust:

2,50,000 million of shareholder loan carrying interest rate of 9.5% repayable in 108 equal consecutive quarterly installments commencing on September 01, 2023. Under the terms of this loan, the rate of interest increases to 15% after certain operational thresholds are met. These thresholds were met on April, 2021 and, accordingly, the rate of interest has increased effective that date. The interest and principal is payable subject to availability of surplus cash in the Company.

(iii) Secured Redeemable Non-Convertible Debentures consist of:

1,18,360(SBI 1Y MCLR + 0.97%) Secured redeemable Non-Convertible Debentures (NCD – Series PPD 5) of face value of Rs. 10,00,000 each redeemable at par, on or before August 31, 2032. The debentures are redeemable at par in 40 equal quarterly consecutive instalments of INR 2,950 million.

With respect to the Listed NCDs, the holders have the ability in certain circumstances to opt for early redemption of all or part of the NCDs at par. This option is available after the expiry of 6 months but prior to 2 years from the date of issue. The terms of the NCD also give an option to the Company for early redemption on maximum 20,000 NCDs at par and until expiry of 6 months from date of issue.

The proceeds raised from the said issue have been utilized for the purpose for which they were issued i.e. the redemption of 1,18,360 Secured, Unlisted, Redeemable Non-Convertible Debentures ('Unlisted NCDs') of Rs. 10,00,000 each aggregating to Rs. 1,18,360 million issued on August 31, 2020. This redemption was completed on March 15, 2021.

(iv) The Company had outstanding 50,000,000 Cumulative, Participating, Optionally Convertible Preference Shares of Rs. 10/- each aggregating to Rs. 500,000,000 as on April 1, 2020 held by Reliance Industries Limited. With effect from August 21, 2020, the terms of the Cumulative, Participating, Optionally Convertible Preference Shares of Rs. 10/- each were amended to Redeemable, Non-Participating, Non-Cumulative, Non-Convertible Preference Shares of Rs. 10/- each. The preference shares are mandatorily redeemable at par for an amount equal to the aggregate par value at the end of 20 years from the date of issuance i.e. March 31, 2039. Accordingly, the Preference Shares have been reclassified as a liability and have been recognised at the present value of redemption amounting to Rs. 126 million as on March 31, 2021.

(v) All the term loans from banks and financial institutions and the Secured Redeemable Non-convertible Debentures are secured by first ranking pari passu charge by way of hypothecation on the following assets:

- (a) All movable fixed assets (present and future) of the borrower;
- (b) All current assets (present and future) of the borrower; and
- (c) All rights of the borrower under the Material Documents,

(The security creation in respect of Secured Redeemable Non-convertible Debentures has been completed subsequent to March 31, 2021.)

Year ended March 31, 2020

(i) Secured Loans from Banks consist of:

Rs. 6,667 million of loan, (Previous year was Rs. 10,000 million) of loan, carrying interest rate of 8.75% p.a. repayable in 12 quarterly instalments starting from June 2019, transferred from RJIL, pursuant to Composite Scheme of Arrangement approved by NCLT with effect from March 31, 2019. The registration of charges in respect of the said loan in the name of the Group will be carried out on March 30, 2020. Consequently, the said loan is secured by the floating charge by way of hypothecation of movable property and book debts of the Company.

Loan of Rs. 30,000 million carrying interest rate of 8.65% p.a. repayable after 2 years, secured by First Pari Passu Charge by way of hypothecation on all fixed assets and current assets (present and future) of the Company excluding Cash and Investments from non-operating activities. Further Reliance Industries Limited (RIL) has provided an undertaking for the loan.

Notes forming part of the Financial Statements for the year ended March 31, 2021

Loan of Rs. 20,000 million carrying interest rate of 8.75% p.a. repayable over a period of 12 years including moratorium of 2 years, secured by First Pari Passu Charge by way of hypothecation on all fixed assets and current assets (present and future) of the Company. Further Reliance Industries Limited (RIL) has provided an undertaking for the loan.

(ii) Unsecured Loans from Banks consist of:

Loan of Rs. 13,333 million carrying interest rate of 8.75% p.a. repayable in 3 equated yearly instalments, starting from September 2019.

Loan of Rs. 50,000 million carrying interest rate of 8.50% p.a. repayable in 5 years with an option to pay after 2 years.

(iii) Payment obligations under Unsecured Loans referred to in (ii) above to the extent of Rs. 50,000 million is guaranteed by Reliance Industries Limited.

(iv) Non-Convertible Debentures consist of:

1,18,360 9.00% Non-Convertible Debentures – Series II (NCD – Series II) of face value of Rs. 10,00,000 each, aggregating to Rs. 1,18,360 million redeemable at par on or before March 31, 2029 at the option of the company.

13 Provisions

(Rs. in million)

Particulars	As at March 31, 2021		As at March 31, 2020	
	Non-Current	Current	Non-Current	Current
Asset Retirement Obligation (Refer Note 27)	11,234	-	10,854	-
Provisions for gratuity and leave encashment	1	4	-	-
Total	11,235	4	10,854	-

14 Borrowings - Current

(Rs. in million)

Particulars	As at March 31, 2021	As at March 31, 2020
Term loans (Unsecured): from others	-	30,050
Total	-	30,050

15 Trade Payables

(Rs. in million)

Particulars	As at March 31, 2021	As at March 31, 2020
Total outstanding dues of micro enterprises and small enterprises (Refer Note 26)	0	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	1,945	3,059
Total	1,945	3,059

16 Other Financial Liabilities

(Rs. in million)

Particulars	As at March 31, 2021	As at March 31, 2020
Current maturities of long term debt (Secured)	-	3,333
Current maturities of long term debt (Unsecured)	-	6,667
Interest accrued but not due	4,029	11,908
Security Deposit	10,173	13,250
Others*	506	35,984
Total	14,708	71,142

*The figures of March 31, 2020 includes derivative liability and deposit payable on demand.

Notes forming part of the Financial Statements for the year ended March 31, 2021**17 Other Current Liabilities**

(Rs. in million)

Particulars	As at March 31, 2021	As at March 31, 2020
Other liabilities payable (Refer Note 11 (i))	4,681	-
Statutory liabilities payable (Provident fund and GST)	141	1,387
Total	4,822	1,387

18 Revenue from Operations

(Rs. in million)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Sale of Services (Refer Note below and Note 36)	82,442	74,767
Total	82,442	74,767

Note:

During the year ended on March 31 2021, the Company revised the presentation of income from reimbursements of Power & Fuel and Site Rent, to present these as part of Revenue from Operations, as these more appropriately reflect the substance of the transactions wherein the Company provides these services as a principal. Previously, these were presented net as a recovery under Network Operating Expenses. The change in presentation has been applied retrospectively to March 2020 and accordingly, an amount of Rs. 41,363 million has been re-presented and included under Revenue from Operations for the year ended March 31 2020. The above change in presentation does not affect Total Loss, Total Comprehensive Loss and the Loss per share for the previous period presented.

19 Other Income

(Rs. in million)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Interest on income tax refund	40	6
Interest income on fixed deposits	64	-
Net Gain on sale of investments (net)	49	119
Total	153	125

20 Network Operating Expenses

(Rs. in million)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Power and Fuel (Refer Note 18)	33,108	28,628
Rent (Refer Note 18)	13,241	12,735
Repairs and Maintenance	5,011	4,492
Other Network Cost	-	23
Total	51,360	45,878

21 Employee Benefits Expense

(Rs. in million)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Salaries and Wages	158	1
Contribution to Provident Fund and Other Funds (Refer Note 28)	4	0
Staff Welfare Expenses	1	0
Gratuity (Refer Note 28)	1	-
Total	164	1

Notes forming part of the Financial Statements for the year ended March 31, 2021

22 Finance Costs

(Rs. in million)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Interest Expenses	33,831	30,706
Exchange loss (attributable to finance costs)	409	1,073
Other borrowing cost	346	161
Interest on lease	4	-
Total	34,590	31,940

23 Depreciation and Amortisation Expense

(Rs. in million)

Particulars	As at March 31, 2021	As at March 31, 2020
Depreciation on Property, Plant and Equipment	19,543	17,778
Depreciation on Right to Use Assets	17	6
Total	19,560	17,784

24 Other Expenses

(Rs. in million)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Rates and taxes	18	6
Professional Fees	134	40
Payment to Auditors (Refer Note 35)	11	8
Traveling expenses	3	-
Legal Fees	18	176
General Expenses	117	27
Total	301	257

25 EARNINGS PER SHARE (EPS)

Rs. in million except per share data

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
i. Net loss after tax as per Statement of Profit and Loss attributable to Equity Shareholders	(23,380)	(20,968)
Less: Dividend on Cumulative Preference Shares	-	(50)
Earnings attributable to Equity Share holders (Rs. in million)	(23,380)	(21,018)
ii. Weighted Average number of equity shares used as denominator for calculating Basic EPS	2,150	2,150
iii. Basic Earnings per share (Rs.)	(10.87)	(9.78)
iv. Diluted Earnings per share (Rs.) (refer Note below)	(10.87)	(9.78)
v. Face Value per equity share (Re.)	1	1

Note:

For the year ended March 2020, the effect of weighted average potential Equity shares 500,000,000 to be issued at the time of conversion of optionally convertible preference shares is anti-dilutive in nature and hence not considered in calculation of dilutive earnings per share.

Notes forming part of the Financial Statements for the year ended March 31, 2021

26 Dues to micro, small & medium enterprises as defined under the MSMED Act, 2006

The Company does not have any over dues outstanding to the micro, small & medium enterprises as defined in Micro, Small and Medium Enterprises Development Act, 2006. The identification of micro and small enterprises is based on information available with the management.

(Rs. in million)

Particulars	As at March 31 2021	As at March 31 2020
a Principal amount overdue to micro and small enterprises	-	-
b Interest due on above	-	-
c 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.	-	-
d The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	-	-
e The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
f 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 the MSMED Act 2006.	-	-

27 Assets Retirement Obligation (ARO)

Asset Retirement Obligation created for the cost to dismantle equipment and restore sites at the rented premises upon vacation thereof. The provision represents the Company's best estimate of the amount that may be required to settle the obligation. The Provisions are expected to be settled at the end of the respective contract terms. No recoveries are expected in respect of the same.

Movement in Assets Retirement Obligation (ARO)

(Rs. in million)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
At beginning of the year	10,854	7,414
Provided during the year	380	3,440
At end of the year	11,234	10,854

28 As per Indian Accounting Standard 19 "Employee benefits" the disclosures as defined are given below :

Defined Contribution Plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under :

(Rs. in million)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Employer's Contribution to Provident Fund	4	-
Employer's Contribution to Pension Fund	-	-

Defined benefit Plan:- The Plan is unfunded hence there are no Planned assets.

I) Reconciliation of opening and closing balances of Defined Benefit Obligation

(Rs. in million)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Defined Benefit obligation at beginning of the year	-	-
Add : Transfers	-	-
Current Service Cost	1	-
Interest Cost	-	-
Actuarial (gain) / loss	-	-
Business Transfer	-	-
Defined Benefit obligation at year end	1	-

Notes forming part of the Financial Statements for the year ended March 31, 2021**II) Reconciliation of fair value of assets and obligations**

(Rs. in million)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Fair value of Plan assets	-	-
Present value of obligation	1	-
Amount recognised in Balance Sheet	1	-

III) Expenses recognised during the year

(Rs. in million)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Current Service Cost	1	-
Interest Cost	-	-
Actuarial (gain) / loss	-	-
Net Cost	1	-

IV) Actuarial assumptions

(Rs. in million)

Particulars	As at March 31 2021	As at March 31 2020
Mortality Table	IALM (2012-14) Ultimate	-
Withdrawal rate	10%	-
Retirement age (Years)	65	-
Discount rate (per annum)	6.41%	-
Rate of escalation in salary (per annum)	8.00%	-

V) Maturity Profile

(Rs. in million)

Particulars	As at March 31 2021	As at March 31 2020
Average Expected Future Working life (Years)	8.73	-
Expected future cashflows		
Year 1	0.01	-
Year 2	0.01	-
Year 3	0.01	-
Year 4	0.01	-
Year 5	0.43	-
Year 6 to year 10	0.52	-
Above 10 Years	0.56	-

VI) Sensitivity Analysis

(Rs. in million)

Particulars	As at March 31 2021	As at March 31 2020
Discount rate		
a. Discount rate - 100 basis points (Rs. 12,80,361)	1	-
a. Discount rate - 100 basis points impact (%)	9.78%	-
b. Discount rate + 100 basis points (Rs. 10,66,163)	1	-
b. Discount rate + 100 basis points impact (%)	(8.59%)	-
Salary increase rate		
a. rate - 100 basis points	1	-
a. rate - 100 basis points impact (%)	(8.54%)	-
b. rate + 100 basis points	1	-
b. rate + 100 basis points impact (%)	9.53%	-

Notes forming part of the Financial Statements for the year ended March 31, 2021

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

These plans typically expose the Company to actuarial risks such as: interest risk, longevity risk and salary risk.

Interest risk	Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits & vice versa. This assumption depends on the yields on the corporate/government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.
Salary risk	Actual Salary increase that are higher than the assumed salary escalation, will result in increase to the Obligation at a rate that is higher than expected.
Longevity Risk	The impact of longevity risk will depend on whether the benefits are paid before retirement age or after. Typically for the benefits paid on or before the retirement age, the longevity risk is not very material.

29 RELATED PARTY DISCLOSURES

As per Ind AS 24, the disclosures of transactions with the related parties are given below:

List of related parties with whom transactions have taken place and relationships :

(i) Name of Related Party

Ultimate Holding Company

Brookfield Asset Management (from August 31, 2020)

Entity which exercises control on the Company

Tower Infrastructure Trust

Members of same group w.e.f. August 31, 2020

BIF IV Jarvis India Pte Ltd, Singapore
Equinox Business Parks Private Limited
Vrihis Properties Private Limited (Brookfield Real Estate)
Schloss Udaipur Private Limited
Schloss Chennai Private Limited
Schloss Chanakya Private Limited

Key Managerial Personnel

Ratnesh Rukhariyar (Resigned w.e.f. August 31, 2020)	Non-executive Director
Venkataraman Ramachandran (Resigned w.e.f. August 31, 2020)	Non-executive Director
Thriveni Shetty (Resigned w.e.f. August 31, 2020)	Non-executive Director
Mihir Nerurkar (Appointed w.e.f. August 31, 2020)	Non-executive Director
Jeff Kendrew (Appointed w.e.f. August 31, 2020)	Non-executive Director
Arpit Agrawal (Appointed w.e.f. August 31, 2020)	Non-executive Director
Dhananjay Joshi (Appointed w.e.f. September 01, 2020)	Managing Director and Chief Executive Officer
Rishi Tibriwal (Appointed w.e.f. September 01, 2020)	Chief Financial Officer
Vijay Kumar Sharma (Resigned w.e.f. September 24, 2020)	Company Secretary
Priyadarshi Sidhartha (Appointed w.e.f. September 25, 2020 and Resigned w.e.f. January 31, 2021)	Company Secretary
Chandra Kant Sharma (Appointed w.e.f. February 1, 2021)	Company Secretary

Notes forming part of the Financial Statements for the year ended March 31, 2021

(ii) Transactions during the year with related parties

(Rs. in million)

	Particulars	Relationship	Year ended March 31, 2021	Year ended March 31, 2020
1	Loan Taken			
	Tower Infrastructure Trust	Entity which exercises control on the company	2,50,000	-
2	Interest expense			
	Tower Infrastructure Trust	Entity which exercises control on the company	13,860	-
3	Working Capital adjustment	Refer Note 11(i)	8,505	-
4	Payment to Key Managerial Personnel			
	Vijay Kumar Sharma (Resigned w.e.f. September 24, 2020)		-	3
	Dhananjay Joshi (Appointed w.e.f. September 01, 2020)		13	-
	Priyadarshi Sidhartha (Appointed w.e.f. September 25, 2020 and Resigned w.e.f. January 31, 2021)		2	-
	Chandra Kant Sharma (Appointed w.e.f. February 1, 2021)		0	-
5	Deposit paid			
	Equinox Business Parks Private Limited	Members of same group	14	-
6	Expenses Incurred			
	Equinox Business Parks Private Limited	Members of same group	5	-
	Vrihis Properties Private Limited (Brookfield Real Estate)	Members of same group	12	-
	Schloss Udaipur Private Limited	Members of same group	1	-
	Schloss Chennai Private Limited	Members of same group	2	-
	Schloss Chanakya Private Limited	Members of same group	1	-

(iii) Balance as at year ended

(Rs. in million)

	Particulars	Relationship	Year ended March 31, 2021	Year ended March 31, 2020
1	Equity Share Capital			
	Tower Infrastructure Trust	Entity which exercises control on the Company	2,150	-
2	Loan Payable			
	Tower Infrastructure Trust	Entity which exercises control on the company	2,50,000	-
3	Receivable			
	Equinox Business Parks Private Limited	Members of same group	14	-

Notes forming part of the Financial Statements for the year ended March 31, 2021

(Rs. in million)

4 Payable			
Vrihis Properties Private Limited (Brookfield Real Estate)	Members of same group	0	-
Schloss Chennai Private Limited	Members of same group	0	-
Schloss Chanakya Private Limited	Members of same group	0	-
Tower Infrastructure Trust Interest Payable	Entity which exercises control on the Company	3,494	-

Compensation of Key Management Personnel

The remuneration of key management personnel during the year was as follows:

(Rs. in million)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
i) Short-term benefits	15	3
ii) Post employment benefits	-	-
	15	3

30 CONTINGENT LIABILITIES AND COMMITMENTS**(i) Contingent Liabilities****Municipal Tax**

The Company based on its assessment of the applicability and tenability of certain municipal taxes, which is an industry wide phenomenon, does not consider the impact of such levies to be material.

Further, in the event these levies are confirmed by the respective authorities, the Company would recover these amounts from its customers in accordance with the terms of Master Service Agreement.

(ii) Commitments

(Rs. in million)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Estimated amount of contracts remaining to be executed on Capital account not provided for	74,809	11,475
Other Commitments related to bank guarantee	36	-

The company's network operating expenses include repairs and maintenance for which the Company has entered into an Operations and Maintenance Agreement for 30 years. Costs are recognised as services are rendered.

- 31** Arrears of fixed cumulative dividend on Optionally Convertible Preference Shares classified as 'Other Equity' Rs. Nil (March 31 2020: Rs. 50 million).

32 Capital Management

The Company adheres to a Disciplined Capital Management framework, the pillars of which are as follows:

- Maintain diversity of sources of financing and spreading the maturity across tenure buckets in order to minimize liquidity risk.
- Maintain AAA rating by ensuring that the financial strength of the Balance Sheet is preserved.
- Manage financial market risks arising from foreign exchange and interest rates, and minimise the impact of market volatility on earnings.

Notes forming part of the Financial Statements for the year ended March 31, 2021

Gearing Ratio

The net gearing ratio at the end of the year was as follows:

(Rs. in million)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Gross Debt	4,31,851	2,68,244
Cash and bank balance	(9,914)	(446)
Net debt (A)	4,21,937	2,67,798
Total Equity (B)	(50,345)	(18,351)
Net debt to equity ratio (A/B)*	-	-

*Net debt to equity ratio is not calculated as the total equity value are negative.

33 Financial Instruments

(Rs. in million)

Particulars	As at March 31, 2021			As at March 31, 2020		
	Carrying Amount	Level of input used in		Carrying Amount	Level of input used in	
		Level 1	Level 2		Level 1	Level 2
Financial Assets						
At Amortised Cost						
Trade Receivables	153	-	-	153	-	-
Cash and Bank Balances	9,917	-	-	449	-	-
Other Financial Assets	9,102	-	-	26,472	-	-
At FVTPL						
Other receivables	-	-	-	699	-	699
Financial Liabilities						
At Amortised Cost						
Borrowings	4,31,851	-	-	2,68,244	-	-
Trade Payables	1,945	-	-	3,059	-	-
Other Financial Liabilities	14,708	-	-	61,142	-	-
Creditors for Capital Expenditure	-			1,14,610	-	-

The financial instruments are categorized into two levels based on inputs used to arrive at fair value measurements as described below:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities; and

Level 2: Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Valuation methodology:

All financial instruments are initially recognized and subsequently re-measured at fair value as described below:

- The fair value of investment in Mutual Funds is measured at NAV.
- The fair value of Forward Foreign Exchange contracts is determined using observable forward exchange rates at the balance sheet.
- The Company considers that the carrying amount recognised in the financial statements for financial assets and financial liabilities measured at amortised cost approximates their fair value.

B. Financial Risk Management

The different types of risks the Company is exposed to are market risk, credit risk and liquidity risk. The company takes measures to judiciously mitigate the above mentioned risks.

Notes forming part of the Financial Statements for the year ended March 31, 2021

i) Market Risk

a) 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 currency rates. Exposures can arise on account of the various assets and liabilities which are denominated in currencies other than Indian Rupee.

The Company uses derivative financial instruments such as forward contracts to minimise any adverse effect on its financial performance. All such activities are undertaken within an approved Risk Management Policy framework.

The following table shows foreign currency exposures in USD on financial instruments at the end of the reporting period.

(Rs. in million)

Particulars	Foreign Currency	
	As at March 31, 2021	As at March 31, 2020
Creditors for capital expenditure	-	23,620
Forward	-	23,599
Net Exposure	-	21

There were no derivative contracts outstanding as on March 31, 2021

Sensitivity analysis of 1% change in exchange rate at the end of reporting period

(Rs. in million)

Particulars	Foreign Currency	
	As at March 31, 2021	As at March 31, 2020
1% Depreciation in INR	-	(0)
Impact on Equity		-
Impact on P&L	-	(0)
1% Appreciation in INR	-	0
Impact on Equity		
Impact on P&L	-	0

b) Interest Rate Risk

The Company's exposure to the risk of changes in market interest rate relates to the floating rate debt obligations.

The exposure of the Company's borrowings at the end of the reporting period are as follows:

(Rs. in million)

Particulars	Interest Rate Exposure	
	As at March 31, 2021	As at March 31, 2020
Borrowings		
Non-Current - Floating (Includes Current Maturities)*	1,81,725	1,19,834
Non-Current - Fixed (Includes Current Maturities)	2,50,126	1,18,360
Current - Fixed	-	30,050
Total	4,31,851	2,68,244

*Includes Rs. 1,750 million (March 31 2020: 166 million) as Prepaid Finance Charges and Rs. 7,000 million pertaining to term loan with a fixed interest rate for next 3 years.

Notes forming part of the Financial Statements for the year ended March 31, 2021

Fair value sensitivity analysis for fixed-rate borrowings:

Sensitivity analysis of 1% (floating rate borrowings) change in Interest rate:

(Rs. in million)

Particulars	Interest Rate Sensitivity as at			
	March 31 2021		March 31 2020	
	Up Move	Down Move	Up Move	Down Move
Total Impact	(1,817)	1,817	(1,198)	1,198
Impact on Equity	-	-	-	-
Impact on P&L	(1,817)	1,817	(1,198)	1,198

ii) Credit risk

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or pay amounts due causing financial loss to the company. Credit risk arises from company's activities in investments and outstanding receivables from customers.

The Company has a prudent and conservative process for managing its credit risk arising in the course of its business activities. Credit risk is actively managed through advance payments.

iii) Liquidity Risk

Liquidity risk arises from the Company's inability to meet its cash flow commitments on the due date. The Company accesses global and local financial markets to meet its liquidity requirements. It uses a range of products and a mix of currencies to ensure efficient funding from across well-diversified markets and investor pools. Treasury monitors rolling forecasts of the Company's cash flow position and ensures that the Company is able to meet its financial obligation at all times including contingencies.

Maturity Profile as at March 31, 2021

(Rs. in million)

Particulars	0-1 Years	1-3 Years	3-5 Years	Above 5 years	Total
Trade Payable (Refer Note 15)	1,945	-	-	-	1,945
Creditors for Capital Expenditure	-	-	-	-	-
Other Current Financial Liabilities	14,708	-	-	-	14,708
Borrowings* (Refer Note 12 and 14)	-	27,025	61,325	3,43,501	4,31,851
Total	16,653	27,025	61,325	3,43,501	4,48,504

*Includes Rs. 1,750 million as Prepaid Finance Charges.

Maturity Profile as at March 31, 2020

(Rs. in million)

Particulars	0-1 Years	1-3 Years	3-5 Years	Above 5 years	Total
Trade Payable (Refer Note 15)	3,059	-	-	-	3,059
Creditors for Capital Expenditure	1,14,610	-	-	-	1,14,610
Other Current Financial Liabilities	61,142	-	-	-	61,142
Borrowings* (Refer Note 12 and 14)	40,050	43,000	54,000	1,31,360	2,68,410
Total	2,18,861	43,000	54,000	1,31,360	4,47,221

34 SEGMENT REPORTING

The Company is primarily engaged in setting up, operating and maintaining passive tower infrastructure and related assets and providing passive tower infrastructure related services. Accordingly, Company has the single segment as per the requirements of Ind AS 108 - Operating Segments. All assets are located in India and revenue of the Company is earned in India hence, there is single geographic segment. Substantially all of the revenues of the Company are from a single customer (Refer note 18).

35 PAYMENT TO AUDITORS

(Rs. in million)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Audit Fees	8	5
Tax audit Fee	1	1
For Other Services	2	2
Total	11	8

Notes forming part of the Financial Statements for the year ended March 31, 2021

36 REVENUE FROM CONTRACTS WITH CUSTOMERS

- A.** The Company has recognised following amounts relating to revenue in the Statement of Profit and Loss:

Revenue by nature:

(Rs. in million)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Infrastructure Provisioning Fees (Including reimbursement of power and fuel and site rent)	82,442	74,767

Note: The Company derives its revenue from the transfer of services over time.

The Company has entered into a 30 year master service agreement with its customer pursuant to which the Company provides the Passive Infrastructure and related services. Revenue related to the same will be accrued as services are provided.

- B.** Reconciliation of revenue recognised

(Rs. in million)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Contracted price	83,712	74,767
Less: Discounts to customers	(1,270)	-
Net Revenue recognised	82,442	74,767

- C.** Transaction price allocated to unsatisfied performance obligations as at 31 March 2021 – Rs. Nil.

- D.** Contract balances

(Rs. in million)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Unbilled Receivables	4,522	7,400

- 37** The outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. The Company is engaged in the business of providing tower infrastructure and related operations in India. The Company has executed a long term MSA with RJIL (one of the largest telecommunication service provider in India) as its customer, which results into committed revenues and cash flows for the Company, on a long term basis. Moreover, the COVID-19 pandemic has not had a material adverse impact on the operations of the telecommunication industry to which the Company currently caters to. Also, the Company has completed substantial portion of its planned capital expenditure and for the balance as well as for the operations and maintenance of the tower sites, the Company has in place long-term arrangements with experienced contractors/service providers. Further, the Company has sanctioned unutilised borrowing limits which are available to the Company to meet its liquidity requirements. In view of all of the above, the Company does not expect any significant challenges on going concern, including emanating out of COVID-19, particularly in the next 12 months.

38 Disclosures under Listing Agreement for Debt Securities

- a Disclosure under Regulation 53(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Debenture Trustees:

Axis Trustee Services Limited

The Ruby, 2nd Floor, SW,

29 Senapati Bapat Marg,

Dadar west, Mumbai – 400 028

Email: debenturetrustee@axistrustee.in

Web: www.axistrustee.in

Notes forming part of the Financial Statements for the year ended March 31, 2021

b Disclosure under Regulation 53(f) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Related Party transactions	March 31 2021	March 31 2020
Loans and advances in the nature of loans to subsidiaries	-	-
Loans and advances in the nature of loans to associates	-	-
Loans and advances in the nature of loans to firms/companies in which directors are interested	-	-
Investments by the loanee in the shares of parent company and subsidiary company, when the company has made a loan or advance in the nature of loan	-	-
	-	-

39 Composite Scheme of Arrangement

The Board of Directors of the Company at their meeting held on January 2, 2019 approved a composite scheme of arrangement (herein after referred to as "the scheme") between RJIL, Jio Digital Fibre Private Limited (JDFPL) and the Company and their respective shareholders and creditors, inter-alia for purchase of the Tower Infrastructure undertaking (Transferred undertaking) of RJIL for a lumpsum consideration, with effect from the appointed date March 31, 2019. Consequent to the scheme, the company is in the process of transferring the Freehold Land, Leasehold Land, Land reflected in Right of Use Assets and Building in its name.

40 APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved for issue by the Board of Directors on June 03, 2021.

For and on behalf of the Board of Directors of

Summit Digitel Infrastructure Private Limited

(formerly known as Reliance Jio Infratel Private Limited)

Mihir Nerurkar
Director
(DIN:02038842)
Date: June 3, 2021
Place: Mumbai

Dhananjay Joshi
Managing Director and Chief Executive Officer
(DIN: 09096270)
Date: June 3, 2021
Place: Bangalore





Rishi Tibriwal
Chief Financial Officer
PAN: AAAPT5595R

Date: June 3, 2021
Place: Canada

Chandra Kant Sharma
Company Secretary
(Membership No: F8322)
PAN: BSDPS2436J
Date: June 3, 2021
Place: Mumbai



Summit Digitel Infrastructure Private Limited

-  **Registered Office:** 511, Shapath V, Near Karnavati Club, S G Highway, Ahmedabad 380015
-  **Corporate Office:** Unit 2, Tower 4 , Equinox Business Park, LBS Marg, Kurla (W), Mumbai 400070
-  **Phone:** 022 69075252
-  **Email:** info@summitdigitel.com