

Date: February 11, 2022

**BSE Limited** 

Listing Department, 1<sup>st</sup> Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort Mumbai – 400001 **National Stock Exchange of India Limited** 

Exchange Plaza,

Bandra Kurla Complex, Bandra (East)

Mumbai - 400051

Sub: Outcome of the Board Meeting in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Ref: Summit Digitel Infrastructure Private Limited (formerly known as Reliance Jio Infratel Private Limited) ("Company") [Scrip Code: 973056; ISIN: INE507T07054, INE507T07062, INE507T07070 & INE507T07088]

Pursuant to the provisions of Regulation 51(2), 52 and 54 read with Part B of Schedule III of the SEBI Listing Regulations, we wish to inform that the Board of Directors of the Company at its Meeting held today i.e. on Friday, February 11, 2022, have, inter alia, approved and adopted the Unaudited Financial Results of the Company for the quarter and nine months ended December 31, 2021 ("Financial Results").

In this regard, please find enclosed herewith the following:

- Limited Review Report issued by the Joint Statutory Auditors of the Company on the Financial Results;
- · Financial Results; and
- Asset Cover Certificate under Regulation 54 of the SEBI Listing Regulations with respect to the listed Non-Convertible Debentures issued by the Company

The meeting commenced at 10:00 a.m. and concluded at 12:37 p.m.

You are requested to kindly take the same on record.

Thanking you,

For Summit Digitel Infrastructure Private Limited

(formerly known as Reliance Jio Infratel Private Limited)

Chandra Kant Sharma Company Secretary

FCS No. 8322

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CC:

**Axis Trustee Services Limited** 

The Ruby, 2<sup>nd</sup> Floor, SW, 29 Senapati Bapat Marg, Dadar West,

Mumbai - 400 028

**IDBI Trusteeship Services Limited** 

Asian Building, Ground Floor, 17, R. Kamani Marg, Ballard Estate, Mumbai - 400 001

Summit Digitel Infrastructure Private Limited

Pathak H. D. & Associates LLP Chartered Accountants 814-815, Tulsiani Chambers Nariman Point Mumbai 400 021. Deloitte Haskins & Sells Chartered Accountants LLP Chartered Accountants
One International Centre
Tower 3, 27th - 32nd Floor
Senapati Bapat Marg
Elphinstone (W)
Mumbai 400 013.

#### INDEPENDENT AUDITORS' REVIEW REPORT ON REVIEW OF INTERIM FINANCIAL RESULTS

### To the Board of Directors of Summit Digitel Infrastructure Private Limited

- 1. We have reviewed the accompanying Statement of Unaudited Financial Results of Summit Digitel Infrastructure Private Limited (the "Company") for the quarter and nine months ended December 31, 2021 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
- 2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
- 4. Based on our review conducted as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.
- 5. As stated in Note 3 of the Statement, the figures for the quarter ended December 31, 2021 are the balancing figures between the figures for the nine months ended December 31, 2021 and unaudited figures for the half year ended September 30, 2021.

Our conclusion is not modified in respect of the matters stated above.

For Pathak H. D. & Associates LLP Chartered Accountants

(Registration No. 107783W/W100593)

Gopal Chaturvedi

Partner

Membership No. 090903 Mumbai, February 11, 2022

UDIN: 22090903ABHKPD3901

For Deloitte Haskins & Sells Chartered Accountants LLP

Chartered Accountants

(Registration No. 117364W/W100739)

Mohammed Bengali

Partner

Membership No. 105828 Mumbai, February 11, 2022 UDIN:22105828ABHOHD2216

#### SUMMIT DIGITEL INFRASTRUCTURE PRIVATE LIMITED (formerly known as Reliance Jio Infratel Private Limited) C(N - U64200MH2013PTC375466

Registered Office: Unit 2, 9th Floor, Tower 4, Equinox Susiness Park, LBS Marg, Kurla (W), Mumbai - 400070, Mahereshtra, India.

Phone: 022 69075252, Email: secretarial@summitdigitel.com

Website; www.summitdigitej.com

### STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2021

(Rs. in Millon, except per share data and ratio) Quarter ended Year ended Nine months ended December 31. March 31, 2021 September 30. December 31, 2921 Particulars 2021 2021 Unaudited Unaudited Unaudited Audited (Refer Note 3) Sr. No INCOME Revenue from Operations 24,099 25,242 71.624 82.442 Other Income (6) 2 167 215 153 Total income (1+2) 24,093 25,409 71,839 82,595 EXPENSES Network Operating Expenses 14,345 16,341 44,618 51,360 (a) Employee Benefits Expense (b) 149 164 143 409 (c) Finance Costs 13,865 13,799 40.951 34,590 (d) Depreciation and Amortisation Expense 3,346 3,256 9,854 19,560 (Refer Note 9) Other Expenses 1.182 97 1.349 301 (e) Total Expenses 32,887 33,638 97,175 105,975 Loss before Tax (3-4) (8,794) (8,226) (25, 338) (23,380) 6 Tax Expenses Current Tax Total Tax Expenses (8,794) (26,336) (23,350) Loss for the period/year (5-6) (8,226) Other Comprehensive Loss (a) Items that will be reclassified to Statement of Profit and Loss Cost of hedging Changes in the fair value during the period (1,473) 712 (761) In relation to time-period related hedged Cash flow Hedges: Fair value loss arising on hedging (71) (116)(187) instrument during the period income Tax relating to items that will be classified to Statement of Profit and Other Comprehensive Loss for the 641 (1,589)(948)period/year (8, 163) (26, 284) (23,380) 9 Total Comprehensive Loss for the (9.815) period/year (7+8) Earnings per Equity Share of face value of Re. 1 each (Not Annualized) Basic (in Rupees) (4.09)(3.83)(11.78)(10.87)Diluted (in Rupees) (4.09 (3.83)(10.87) 11 Paid up Equity Share Capital 2,150 2,150 2,150 2,150 12 Other Equity (78, 779)(70.666)(78,779)(52,496)13, Not Worth (Refer Note 11) (75,681)(66,927) (75,681)(5D,345) Paid up Debt Capital (Refer Note 10(a)) 458,254 431,851 463,451 458,254 15 Debenture Redemption Reserve (Refer Note 61 Debt Equity Ratio (Refer Note 10(a)) 0.40 0.38 17 Debt Service Coverage Ratio (DSCR) 0.37 0.32 Refer Note 10(b)) 18 Interest Service Coverage Ratio (ISCR) 0.37 0,40 0.38 0,32 (Refer Note 10(c)) 19 Current Ratio (Refer Note 10(d)) 0.58 1.22 0.58 1.22 Long term debt to working Capital 62.90 92.02 20 (Refer Note 10(e)) Bad debts to Account receivable ratio 21 (Refer Note 10(f)) 22 Current flability ratio (Refer Note 10(g)) 0.06 0,06 0.060.05 23 Total debits to total assets (Refer Note 1,05 1,05 1,05 1.04 10(h)) Debtors tumover (in days) (Refer Note 1.49 1.58 1.58 1.48 24 10(I)) 25 Inventory turnover NΑ NA NΑ NA Operating margin (%) (Refer Note 10(j)) 40% 35% 26 38% 36% 27 Net profit margin (%) (Refer Note 10(k)) -36% -33%

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#### Notes

- 1 The Unaudited Financial Results have been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34") prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and also read with Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and other accounting principles generally accepted in India. The above results have been reviewed and approved by the Board of Directors at their meeting held on February 11, 2022. The Statutory Auditors of the Company have carried out a Limited Review of the results for the quarter and nine months ended December 31, 2021.
- 2 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, the 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.
- 3 The Financial Results for the quarter ended December 31, 2021 are the balancing figures between unaudited figures for the nine months ended December 31, 2021 and the unaudited figures for the half year ended September 30, 2021.
- 4 The Company has availed relaxation provided by SEBI vide its Circular No.SEBI/HO/DDHS/CIR/2021/0000000637 dated October 5, 2021 and accordingly the column on corresponding quarter and nine months ended December 31, 2020 have not been provided.
- 5 a) On June 17, 2021, the Company has issued 15,000 Secured, Rated, Listed, Redeemable Non-Convertible Debentures ("NCDs") in the denomination of Rs. 1,000,000 each aggregating to Rs. 15,000 Million. These NCDs carry a coupon rate of 8.59% payable quarterly and are listed on Debt Segment of National Stock Exchange of India Limited w.e.f. June 17, 2021.
- b) On August 13, 2021 the Company has raised USD 500,000,000 through allotment of Senior Secured Notes I.e. USD 500,000,000, 2.875% Senior Secured Noted due 2031 ("Notes") to the eligible investors pursuant to Rule 144A and Regulation S of the US Securities Act, 1933 and the applicable laws. The Notes are listed on the Singapore Exchange Securities Trading Limited.
- c) On September 28, 2021, the Company has further issued 6,500 Secured, Rated, Listed, Redeemable Non-Convertible Debentures in the denomination of Rs. 10,00,000/- each, aggregating to Rs. 6,500 Million. These NCDs carry a coupon rate of 7.40% payable quarterly and are listed on Debt Segment of National Stock Exchange of India Limited w.e.f. September 30, 2021.
- d) On November 22, 2021, the Company has further issued 10,000 Secured, Rated, Listed, Redeemable Non-Convertible Debentures in the denomination of Rs. 10,00,000/- each, aggregating to Rs. 10,000 Million. These NCDs carry a coupon rate of 7.62% payable quarterly and are listed on Debt Segment of National Stock Exchange of India Limited w.e.f. November 23, 2021.
- e) During the nine months ended December 31, 2021, the Company has exercised its call options to redeem 65,000 outstanding NCDs of Rs. 1,000,000 each in full at their face value aggregating to Rs. 65,000 Million, along with the interest accrued thereon, which were issued on March 15, 2021 and the amount outstanding as on December 31, 2021 is Rs. 53,380 Million.

The asset cover on the NCDs exceeds 125 % of the principal amount of the said debentures.

The NCDs are secured by first ranking parl 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,
- 6 Debenture Redemption Reserve (DRR) is not required to be created due to absence of profits available for payment of dividend during the current period. The Company has accumulated tosses as at December 31, 2021.

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7 Details of Outstanding Unlisted Redeemable Preference Shares (RPS)

S. No.	Particulars	As at December	er 31, 2021	As at March 31, 2021		
		No. of RPS	Amount	No. of RPS	Amount	
1	0% Redeemable, Non- Participating, Non-Cumulative, Non-Convertible Preference Shares*	50,000,000	500,000,000	50,000,000	500,000,000	

\*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. 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 classified as a llability and have been recognised at the present value of redemption amounting to Rs. 134 Million as on December 31, 2021.

- 8 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 Master Service Agreement with Refiance Jio Infocomm Limited (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.
- 9 With effect from April 1, 2021, based on an internal assessment supported by a technical evaluation conducted, by an independent external engineer, the Company has revised the estimated useful life of Plant and Equipments.

The effect of the above change in the accounting estimate, has been provided prospectively in the current financial results as per Ind AS 8 on "Accounting policies, Changes in Accounting Estimates and Errors". Consequently, depreciation charge for the quarter ended December 31, 2021, quarter ended September 30, 2021 and for the nine months ended December 31, 2021 is lower by Rs. 1,905 Million, Rs. 1,905 Million and Rs. 5,694 Million respectively.

10 Formula for computation of ratios are as follows:

(a) Debt-equity Ratio:

Total Debt Equity

- (i) Total Debt/ Paid up Debt capital represents Non Current Borrowings, Loan from Parent, Current Borrowings and Current maturities of Long Term Debt.
- (ii) Equity Includes Equity Share Capital and Other Equity
- (iii) In case the ratio is less than zero, it is shown as NIL.
- (b) Debt Service Coverage Ratio (DSCR):

Earning before Interest & Tax (Net Operating Income)
(Interest + Principal Repayment of Borrowings)

- (i) Principal repayments excludes repayments in nature of refinancing as these are not repaid out of the profits for the year.
- (ii) Interest expense for the quarter ended December 31, 2021 includes Interest of Rs 9,886 Million (Rs. 29,234 Million for the nine months ended December 31, 2021) on Loan from Parent of Rs. 250,000 Million.
- (c) Interest Service Coverage Ratio (ISCR):

Earning before interest & Tax (Net Operating Income)
Interest Expenses

(i) Interest expense for the quarter ended December 31, 2021 includes Interest of Rs 9,886 Million (Rs. 29,234 Million for the nine months ended December 31, 2021) on Loan from Parent of Rs. 250,000 Million.







(d) Current Ratio

Current Assets
Current Liabilities

(e) Long Term Debt to Working Capital

Non Current borrowings Working Capital

- (i) Working Capital is calculated as Current Assets less Current Liabilities
- (ii) In case the ratio is less than zero, it is shown as NIL.
- (f) Bad debts to Account receivable ratio

Bad Debts
Trade Receivables

- (i) The Company does not have Bad debts for the nine months ended December 31, 2021.
- (ii) Bad debts excludes provision for doubtful debts
- (g) Current liability ratio

Current Liabilities
Total Liabilities

(h) Total debts to total assets

Total Debts
Total Assets

- (i) Total Debt represents Non Current Borrowings, Loan from Parent, Current Borrowings and Current maturities of Long Term Debt.
- (i) Debtors turnover (in days)

Revenue from Operations Average Trade receivables

/ No of days during the period/ year

- (i) Average trade receivable is calculated as (Opening Trade receivable + Closing Trade Receivable) / 2
- (j) Operating margin (%)

Operating Margin
Revenue from Operations

Operating Margin is calculated as Revenue from Operations less Network Operating Expenses

(k) Net profit margin (%)

Net Profit after tax
Revenue from Operations

- 11 Net Worth: Total Equity excluding other comprehensive income.
- 12 The registered office address of the Company has shifted from 511, Shapath-V, Near Karnavati Club, S G Highway, Ahmedabad, Gujarat 380015 to Unit-2, 9<sup>th</sup> Floor, Tower-4, Equinox Business Park, LBS Marg, Kurla (W), Mumbai 400070, Maharashtra w.e.f. January 25, 2022.

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

Dhananjay Joshi Managing Director and CEO (DIN: 09096270)

Date: February 11, 2022 Place: Bangaiore The astructure of the light of

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To,
The Board of Directors,
Summit Digitel Infrastructure Private Limited
(Formerly known as Reliance Jio Infratel Private Limited)
Unit-2, 9th Floor, Tower-4, Equinox Business Park,
LBS Marg, Kurla (W), Mumbai-400070, Maharashtra

Independent Auditor's Certificate on Maintaining Asset Cover in respect of 7.62% Secured, Rated, Listed, Redeemable Non-convertible debentures as at 31<sup>st</sup> December, 2021

- 1. This certificate is issued in accordance with the terms of our engagement with Summit Digitel Infrastructure Private Limited ("the Company") having its registered office at Unit-2, 9th Floor, Tower-4, Equinox Business Park, LBS Marg, Kurla (W), Mumbai-400070, Maharashtra.
- 2. The accompanying Annexure A ('the Statement') certifying the asset cover in respect of 10,000 7.62% Secured, Rated, Listed, Redeemable Non-convertible debentures amounting to Rs. 10,000 million of the Company as at 31<sup>st</sup> December, 2021 duly signed by the Company is initialled by us for identification purposes only.

### Management's Responsibility

- 3. The preparation of the Statement is solely the responsibility of the Management of the Company including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
- 4. The Management is also responsible for ensuring adherence that the details in the "Annexure A" are correct.

### **Auditor's Responsibility**

5. It is our responsibility to provide reasonable assurance that the details as referred to in "Annexure A" have been correctly extracted from the unaudited financial statements and other records produced before us.



- 6. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016)(the "Guidance Note") issued by the Institute of Chartered Accountants of India (ICAI) and Standards on Auditing specified under Section 143(10) of the Companies Act 2013. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
- 7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

### **Conclusion**

8. We hereby conclude that details as referred to in Annexure A are as per the information and explanations given to us and as per the unaudited financial statements of the Company and other records produced before us for verification by the Management of the Company.

### **Restriction on Use**

9. This certificate is provided on specific request to the Company solely for onward submission to the Debenture Trustees i.e. Axis Trustee Services Limited and it should not be used by any other purpose without our prior written consent. We, neither accept nor assumes any liability or duty for any other purpose or to any other party to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

### For Pathak H. D. & Associates LLP

**Chartered Accountants** 

(Registration No. 107783W/W100593)

**Gopal Chaturvedi** 

Partner

Membership No: 090903

UDIN: 22090903ABHKMI4902

Place: Mumbai



### Annexure A

## Certificate on Compliance of maintaining asset cover in respect of 7.62% redeemable, listed and rated non-convertible debentures as at 31st December, 2021

A) This is certify that the Company has maintained asset coverage ratio exceeding one hundred percent on Movable Fixed Assets of the Company (Computers, Furniture & Fixtures and Plant and Equipment's including telecom towers) and current assets of the principal amount as on December 31, 2021, in respect of 10,000 7.62% redeemable, listed and rated non-convertible debentures amounting to Rs. 10,000 million (ISIN INE507T07088) of the Company listed on National Stock Exchange of India Limited.

### B) Asset Cover for listed debt securities:

- i. The financial information as on December 31, 2021 has been extracted from the unaudited financial statements for the nine months ended December 31, 2021 and other relevant records of the Company.
- ii. The assets of the listed Company provide coverage of 1.98 times of the interest and principal amount, which is in accordance with the terms of issue/debenture trust deed (calculation as per statement of asset cover ratio for the secured debt securities table I).

Table – I:

Sr. No.	Particulars	Amount (Rs. in Million)
1.	Total assets available for secured Debt Securities alongwith secured term loans from bank and others and interest accrued/payable on secured debt – (secured by either pari passu or exclusive charge on assets)	4,19,668
	<ul> <li>Net block of Movable Fixed Assets (Computers, Furniture &amp; Fixtures and Plant and Equipment's including telecom towers)</li> </ul>	
	<ul> <li>Loans /advances given (net of provisions, NPAs and sell down portfolio), Debt Securities, other credit extended etc</li> </ul>	
	Receivables including interest accrued on Term loan/ Debt Securities etc	
	Investment(s)	
	Cash and cash equivalents and other current assets	
2.	Total borrowing through issue of secured Debt Securities alongwith secured term loans from bank and others and interest accrued/payable on secured debt (secured by either pari passu or exclusive charge on assets)	2,12,225
	Debt Securities including Senior Secured Notes	
	Bank and others Borrowings	





	• IND - AS adjustment for effective Interest rate on secured Debt Securities	
	Interest accrued/payable on secured Debt Securities and secured term loans from bank and others	
3.	Asset Coverage Ratio (1/2)	198%
	(100% or higher as per the terms of offer document/information memorandum/ debenture trust deed)	

### ISIN wise details

S.No.	ISIN	Facility	Type of		Outstanding	Cover	Assets
			Charge	amount	Amount As	Required	Required
				(Rs. in	on		
				Million)	31/12/2021		
					(Rs. in		
					Million)		
1.	INE507T07088	Non-	Pari	10,000	10,000	100%	100%
		Convertible	Passu				
		Debentures					

# C) Compliance of covenants/terms of the issue in respect of listed debt securities of the listed entity.

We have examined the compliances made by the listed entity in respect of the covenants/terms of the issue of the listed debt securities (NCD's) and certify that such covenants/terms of the issue have been complied by the company. Attention is drawn that in respect of Clause 2.22 of Schedule 4 Part B of Debenture Trust Deed of the covenants the issuer has taken an insurance cover (cellular network policy) on its Property, Plant & Equipment (including telecom towers) of Rs. 3,50,000 Million as against the Net Block of Rs. 4,01,033 million, in respect of which the Company has represented that the insurance cover is adequate.

The above-mentioned details are correct, and these are as per the Unaudited Financial Statements and other records of the Company.

For Summit Digitel Infrastructure Private Limited

(Formerly known as Reliance Jio Infratel Private Limited)

**Authorized Signatory** 

Lisesh & Jam

**Dinesh Jain** CFO

Place: Mumbai





To,
The Board of Directors,
Summit Digitel Infrastructure Private Limited
(Formerly known as Reliance Jio Infratel Private Limited)
Unit-2, 9th Floor, Tower-4, Equinox Business Park,
LBS Marg, Kurla (W), Mumbai-400070, Maharashtra

Independent Auditor's Certificate on Maintaining Asset Cover in respect of 7.40% Secured, Rated, Listed, Redeemable Non-convertible debentures as at 31<sup>st</sup> December, 2021

- 1. This certificate is issued in accordance with the terms of our engagement with Summit Digitel Infrastructure Private Limited ("the Company") having its registered office at Unit-2, 9th Floor, Tower-4, Equinox Business Park, LBS Marg, Kurla (W), Mumbai-400070, Maharashtra.
- 2. The accompanying Annexure A ('the Statement') certifying the asset cover in respect of 6,500 7.40% Secured, Rated, Listed, Redeemable Non-convertible debentures amounting to Rs. 6,500 million of the Company as at 31<sup>st</sup> December, 2021 duly signed by the Company is initialled by us for identification purposes only.

### Management's Responsibility

- 3. The preparation of the Statement is solely the responsibility of the Management of the Company including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
- 4. The Management is also responsible for ensuring adherence that the details in the "Annexure A" are correct.

### **Auditor's Responsibility**

5. It is our responsibility to provide reasonable assurance that the details as referred to in "Annexure A" have been correctly extracted from the unaudited financial statements and other records produced before us.

Head Office: 814-815, Tulsiani Chambers, 212, Nariman Point, Mumbal - 400 021, India. Tel.: + 91 22 3022 8508 Fax: + 91 22 3022 8509. URL: www.phd.lnd.in



- 6. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016)(the "Guidance Note") issued by the Institute of Chartered Accountants of India (ICAI) and Standards on Auditing specified under Section 143(10) of the Companies Act 2013. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
- 7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

### **Conclusion**

8. We hereby conclude that details as referred to in Annexure A are as per the information and explanations given to us and as per the unaudited financial statements of the Company and other records produced before us for verification by the Management of the Company.

### **Restriction on Use**

9. This certificate is provided on specific request to the Company solely for onward submission to the Debenture Trustees i.e. Axis Trustee Services Limited and it should not be used by any other purpose without our prior written consent. We, neither accept nor assumes any liability or duty for any other purpose or to any other party to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

#### For Pathak H. D. & Associates LLP

Chartered Accountants (Registration No. 107783W/W100593)

**Gopal Chaturvedi** 

Partner

Membership No: 090903

UDIN: 22090903ABHKHQ5830

Place: Mumbai



### Annexure A

# Certificate on Compliance of maintaining asset cover in respect of 7.40% Secured, Rated, Listed, Redeemable Non-convertible debentures as at 31st December, 2021

A) This is certify that the Company has maintained asset coverage ratio exceeding one hundred percent on Movable Fixed Assets of the Company (Computers, Furniture & Fixtures and Plant and Equipment's including telecom towers) and current assets of the principal amount as on December 31, 2021, in respect of 6,500 7.40% Secured, Rated, Listed, Redeemable Non-convertible debentures amounting to Rs. 6,500 million (ISIN INE507T07070) of the Company listed on National Stock Exchange of India Limited.

### B) Asset Cover for listed debt securities:

- i. The financial information as on December 31, 2021 has been extracted from the unaudited financial statements for the nine months ended December 31, 2021 and other relevant records of the Company.
- ii. The assets of the listed Company provide coverage of 1.98 times of the interest and principal amount, which is in accordance with the terms of issue/debenture trust deed (calculation as per statement of asset cover ratio for the secured debt securities table I).

Table – I:

Sr. No.	Particulars	Amount (Rs. in Million)
1.	Total assets available for secured Debt Securities alongwith secured term loans from bank and others and interest accrued/payable on secured debt – (secured by either pari passu or exclusive charge on assets)	4,19,668
	<ul> <li>Net block of Movable Fixed Assets (Computers, Furniture &amp; Fixtures and Plant and Equipment's including telecom towers)</li> </ul>	
	<ul> <li>Loans /advances given (net of provisions, NPAs and sell down portfolio), Debt Securities, other credit extended etc</li> </ul>	
	Receivables including interest accrued on Term loan/ Debt Securities etc	
	• Investment(s)	
	Cash and cash equivalents and other current assets	
2.	Total borrowing through issue of secured Debt Securities alongwith secured term loans from bank and others and interest accrued/payable on secured debt (secured by either pari passu or exclusive charge on assets)	2,12,225
	Debt Securities including Senior Secured Notes	
	Bank and others Borrowings	





	• IND - AS adjustment for effective Interest rate on secured Debt Securities	
	Interest accrued/payable on secured Debt Securities and secured term loans from bank and others	
3.	Asset Coverage Ratio (1/2)  (100% or higher as per the terms of offer document/information memorandum/ debenture trust deed)	198%

#### ISIN wise details

S.No.	ISIN	Facility	Type of		Outstanding	Cover	Assets
			Charge	amount	Amount As	Required	Required
				(Rs. in	on		
				Million)	31/12/2021		
					(Rs. in		
					Million)		
1.	INE507T07070	Non-	Pari	6,500	6,500	100%	100%
		Convertible	Passu				
		Debentures					

### C) Compliance of covenants/terms of the issue in respect of listed debt securities of the listed entity.

We have examined the compliances made by the listed entity in respect of the covenants/terms of the issue of the listed debt securities (NCD's) and certify that such covenants/terms of the issue have been complied by the company. Attention is drawn that in respect of Clause 2.22 of Schedule 4 Part B of Debenture Trust Deed of the covenants the issuer has taken an insurance cover (cellular network policy) on its Property, Plant & Equipment (including telecom towers) of Rs. 3,50,000 Million as against the Net Block of Rs. 4,01,033 million, in respect of which the Company has represented that the insurance cover is adequate.

The above-mentioned details are correct, and these are as per the Unaudited Financial Statements and other records of the Company.

For Summit Digitel Infrastructure Private Limited

(Formerly known as Reliance Jio Infratel Private Limited)

**Authorized Signatory** 

bireshRJam

**Dinesh Jain** CFO

Place: Mumbai





To,
The Board of Directors,
Summit Digitel Infrastructure Private Limited
(Formerly known as Reliance Jio Infratel Private Limited)
Unit-2, 9th Floor, Tower-4, Equinox Business Park,
LBS Marg, Kurla (W), Mumbai-400070, Maharashtra

Independent Auditor's Certificate on Maintaining Asset Cover in respect of 6.59% Secured, Rated, Listed, Redeemable Non-Convertible Debentures as at 31<sup>st</sup> December, 2021

- 1. This certificate is issued in accordance with the terms of our engagement with Summit Digitel Infrastructure Private Limited ("the Company") having its registered office at Unit-2, 9th Floor, Tower-4, Equinox Business Park, LBS Marg, Kurla (W), Mumbai-400070, Maharashtra.
- 2. The accompanying Annexure A ('the Statement') certifying the asset cover in respect of 15,000 6.59% Secured, Rated, Listed, Redeemable Non-Convertible Debentures aggregating to Rs. 15000 million of the Company as at 31<sup>st</sup> December, 2021 duly signed by the Company is initialled by us for identification purposes only.

### Management's Responsibility

- 3. The preparation of the Statement is solely the responsibility of the Management of the Company including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
- 4. The Management is also responsible for ensuring adherence that the details in the "Annexure A" are correct.

### **Auditor's Responsibility**

5. It is our responsibility to provide reasonable assurance that the details as referred to in "Annexure A" have been correctly extracted from the unaudited financial statements and other records produced before us.

Head Office: 814-815, Tulsiani Chambers, 212, Nariman Point, Mumbai - 400 021, India. Tel.: + 91 22 3022 8508 Fax: + 91 22 3022 8509. URL: www.phd.lnd.in



- 6. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016)(the "Guidance Note") issued by the Institute of Chartered Accountants of India (ICAI) and Standards on Auditing specified under Section 143(10) of the Companies Act 2013. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
- 7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

### **Conclusion**

8. We hereby conclude that details as referred to in Annexure A are as per the information and explanations given to us and as per the unaudited financial statements of the Company and other records produced before us for verification by the Management of the Company.

### **Restriction on Use**

9. This certificate is provided on specific request to the Company solely for onward submission to the Debenture Trustees i.e. IDBI Trusteeship Services Limited and it should not be used by any other purpose without our prior written consent. We, neither accept nor assumes any liability or duty for any other purpose or to any other party to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For Pathak H. D. & Associates LLP

Chartered Accountants

(Registration No. 107783W/W100593)

**Gopal Chaturvedi** 

Partner

Membership No: 090903

UDIN: 22090903ABHKGF5861

Place: Mumbai

Date: February 11, 2022

Head Office: 814-815, Tulsiani Chambers, 212, Nariman Point, Mumbai - 400 021, India. Tel.: + 91 22 3022 8508 Fax: + 91 22 3022 8509. URL: www.phd.lnd.in



### Annexure A

### Certificate on Compliance of maintaining asset cover in respect of the 6.59% Secured, Rated, Listed, Redeemable Non-Convertible Debentures as at 31st December, 2021

A) This is to certify that M/s Summit Digitel Infrastructure Private Limited ("the Company") has maintained asset coverage ratio exceeding one hundred percent on Movable Fixed Assets of the Company (Computers, Furniture & Fixtures and Plant and Equipment's including telecom towers) and the current assets of the principal amount as on December 31, 2021, in respect of 15,000 6.59% Secured, Rated, Listed, Redeemable Non-Convertible Debentures of the face value of Rs. 10,00,000/each aggregating to Rs. 15000 million (ISIN INE507T07062), of the Company listed on the debt market segment of National Stock Exchange of India Limited.

### B) Asset Cover for listed debt securities:

- i. The financial information as on December 31, 2021, has been extracted from the unaudited financial statements for the nine months ended December 31, 2021 and other relevant records of the Company.
- ii. The asses of the listed Company provide coverage of 1.98 times of the interest and principal amount, which is in accordance with the terms of issue/debenture trust deed (calculation as per statement of asset cover ratio for the secured debt securities table I)

Table – I:

Sr. No.	Particulars	Amount (Rs. in Million)
1.	Total assets available for secured Debt Securities' alongwith secured term loans from bank and others and interest accrued/payable on secured debt – (secured by either pari passu or exclusive charge on assets)	4,19,668
	<ul> <li>Net block of Movable Fixed Assets (Computers, Furniture &amp; Fixtures and Plant and Equipment's including telecom towers)</li> </ul>	
	<ul> <li>Loans /advances given (net of provisions, NPAs and sell down portfolio), Debt Securities, other credit extended etc</li> </ul>	
	Receivables including interest accrued on Term loan/ Debt Securities etc	
	• Investment(s)	
	Cash and cash equivalents and current assets	
2.	Total borrowing through issue of secured Debt Securities alongwith secured term loans from bank and others and interest accrued/payable on secured debt (secured by either pari passu or exclusive charge on assets)	2,12,225
	Debt Securities including Senior Secured Notes	
	Bank and others Borrowings	





•	IND	-	AS	adjustment	for	effective	Interest	rate	on
	secur	ed	Deb	t Securities					

Sr. No.	Particulars	Amount (Rs. in Million)
	<ul> <li>Interest accrued/payable on secured Debt Securities and secured term loans from bank and others</li> </ul>	
3.	Asset Coverage Ratio (1/2) (100% or higher as per the terms of offer document/information	198%
	memorandum/ debenture trust deed)	

### ISIN wise details

S.No.	ISIN	Facility	Type of Charge	Sanctioned amount (Rs. in Million)	Outstanding Amount As on 31/12/2021 (Rs. in Million)	Cover Required	Assets Required
1.	INE507T7062	Non- Convertible Debentures	Pari Passu	15,000	15,000	100%	100%

## C) Compliance of covenants/terms of the issue in respect of listed debt securities of the listed entity.

We have examined the compliances made by the listed entity in respect of the covenants/terms of the issue of the listed debt securities (NCD's) and certify that such covenants/terms of the issue have been complied by the company. Attention is drawn that in respect of Clause 2.22 of Schedule 4 Part B of Debenture Trust Deed of the covenants the issuer has taken an insurance cover (cellular network policy) on its Property, Plant & Equipment (including telecom towers) of Rs. 3,50,000 Million as against the Net Block of Rs. 4,01,033 million, in respect of which the Company has represented that the insurance cover is adequate.

The above-mentioned details are correct, and these are as per the unaudited financial statements and other records of the Company.

For Summit Digitel Infrastructure Private Limited

(Formerly known as Reliance Jio Infratel Private Limited)

Authorized Signatory Dinesh Jain

bireshRJam

CFO

Place: Mumbai

Date: February 11, 2022



### **Summit Digitel Infrastructure Private Limited**



To,
The Board of Directors,
Summit Digitel Infrastructure Private Limited
(Formerly known as Reliance Jio Infratel Private Limited)
Unit-2, 9th Floor, Tower-4, Equinox Business Park,
LBS Marg, Kurla (W), Mumbai-400070, Maharashtra

Independent Auditor's Certificate on Maintaining Asset Cover in respect of 7.97% Secured Debentures PPD Series 5 as at 31<sup>st</sup> December, 2021

- 1. This certificate is issued in accordance with the terms of our engagement with Summit Digitel Infrastructure Private Limited ("the Company") having its registered office at Unit-2, 9th Floor, Tower-4, Equinox Business Park, LBS Marg, Kurla (W), Mumbai-400070, Maharashtra.
- 2. The accompanying Annexure A ('the Statement') certifying the asset cover in respect of 53,360 7.97% Secured Redeemable Non-Convertible Debentures PPD Series 5 amounting to Rs. 53,360 million of the Company as at 31<sup>st</sup> December, 2021 duly signed by the Company is initialled by us for identification purposes only.

### Management's Responsibility

- 3. The preparation of the Statement is solely the responsibility of the Management of the Company including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
- 4. The Management is also responsible for ensuring adherence that the details in the "Annexure A" are correct.

### **Auditor's Responsibility**

5. It is our responsibility to provide reasonable assurance that the details as referred to in "Annexure A" have been correctly extracted from the unaudited financial statements and other records produced before us.



- 6. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016)(the "Guidance Note") issued by the Institute of Chartered Accountants of India (ICAI) and Standards on Auditing specified under Section 143(10) of the Companies Act 2013. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
- 7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

#### Conclusion

8. We hereby conclude that details as referred to in Annexure A are as per the information and explanations given to us and as per the unaudited financial statements of the Company and other records produced before us for verification by the Management of the Company.

### **Restriction on Use**

9. This certificate is provided on specific request to the Company solely for onward submission to the Debenture Trustees i.e. Axis Trustee Services Limited and it should not be used by any other purpose without our prior written consent. We, neither accept nor assumes any liability or duty for any other purpose or to any other party to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

### For Pathak H. D. & Associates LLP

Chartered Accountants (Registration No. 107783W/W100593)

**Gopal Chaturvedi** 

Partner

Membership No: 090903

UDIN: 22090903ABHKEN6788

Place: Mumbai



### Annexure A

### Certificate on Compliance of maintaining asset cover in respect of the 7.97% Secured Debentures PPD Series 5 as at 31st December, 2021

A) This is to certify that M/s Summit Digitel Infrastructure Private Limited ("the Company") has maintained asset coverage ratio exceeding one hundred and twenty five percent on Movable Fixed Assets of the Company (Computers, Furniture & Fixtures and Plant and Equipment's including telecom towers) and the current assets of the principal amount as on December 31, 2021 in respect of 53,360 7.97% Secured Redeemable Non-Convertible Debentures PPD Series 5 amounting to Rs. 53,360 million (ISIN INE507T07054) of the Company listed on BSE Limited and National Stock Exchange of India Limited.

### B) Asset Cover for listed debt securities:

- i. The financial information as on December 31, 2021, has been extracted from the unaudited financial statements for the nine months ended December 31, 2021 and other relevant records of the Company.
- ii. The assets of the listed Company provide coverage of 1.98 times of the interest and principal amount, which is in accordance with the terms of issue/debenture trust deed (calculation as per statement of asset cover ratio for the secured debt securities table I)

Table – I:

Sr. No.	Particulars	Amount (Rs. in Million)
1.	Total assets available for secured Debt Securities alongwith secured term loans from bank and others and interest accrued/payable on secured debt – (secured by either pari passu or exclusive charge on assets)	4,19,668
	• Net block of Movable Fixed Assets (Computers, Furniture & Fixtures and Plant and Equipment's including telecom towers)	
	Loans /advances given (net of provisions, NPAs and sell down portfolio), Debt Securities, other credit extended etc	
	Receivables including interest accrued on Term loan/ Debt Securities etc	
	• Investment(s)	
	Cash and cash equivalents and other current assets	
2.	Total borrowing through issue of secured Debt Securities alongwith secured term loans from bank and others and interest accrued/payable on secured debt (secured by either pari passu or exclusive charge on assets)	2,12,225
	Debt Securities including Senior Secured Notes	
	Bank and others Borrowings	





	• IND - AS adjustment for effective Interest rate on secured Debt Securities	
	Interest accrued/payable on secured Debt Securities and secured term loans from bank and others	
3.	Asset Coverage Ratio (1/2)	198%
	(100% or higher as per the terms of offer document/information memorandum/ debenture trust deed)	

#### ISIN wise details

S.No.	ISIN	Facility	Type of Charge	Sanctioned amount (Rs. in Million)	Outstanding Amount As on 31/12/2021 (Rs. in Million)	Cover Required	Assets Required
1.	INE507T07054	Non- Convertible Debentures	Pari Passu	1,18,360	53,360	125%	125%

## C) Compliance of covenants/terms of the issue in respect of listed debt securities of the listed entity.

We have examined the compliances made by the listed entity in respect of the covenants/terms of the issue of the listed debt securities (NCD's) and certify that such covenants/terms of the issue have been complied by the company. Attention is drawn that in respect of clause (f) of the covenants the issuer has taken an insurance cover (cellular network policy) on its Property, Plant & Equipment (including telecom towers) of Rs. 3,50,000 Million as against the Net Block of Rs. 4,01,033 million, in respect of which the Company has represented that the insurance cover is adequate.

The above-mentioned details are correct, and these are as per the Unaudited Financial Statements and other records of the Company

For Summit Digitel Infrastructure Private Limited

(Formerly known as Reliance Jio Infratel Private Limited)

**Authorized Signatory** 

**Dinesh Jain** 

CFO

Place: Mumbai

