BROADCAST - FILM - POST - INFOTAINMENT TECHNOLOGY

BROADCAST & FILM

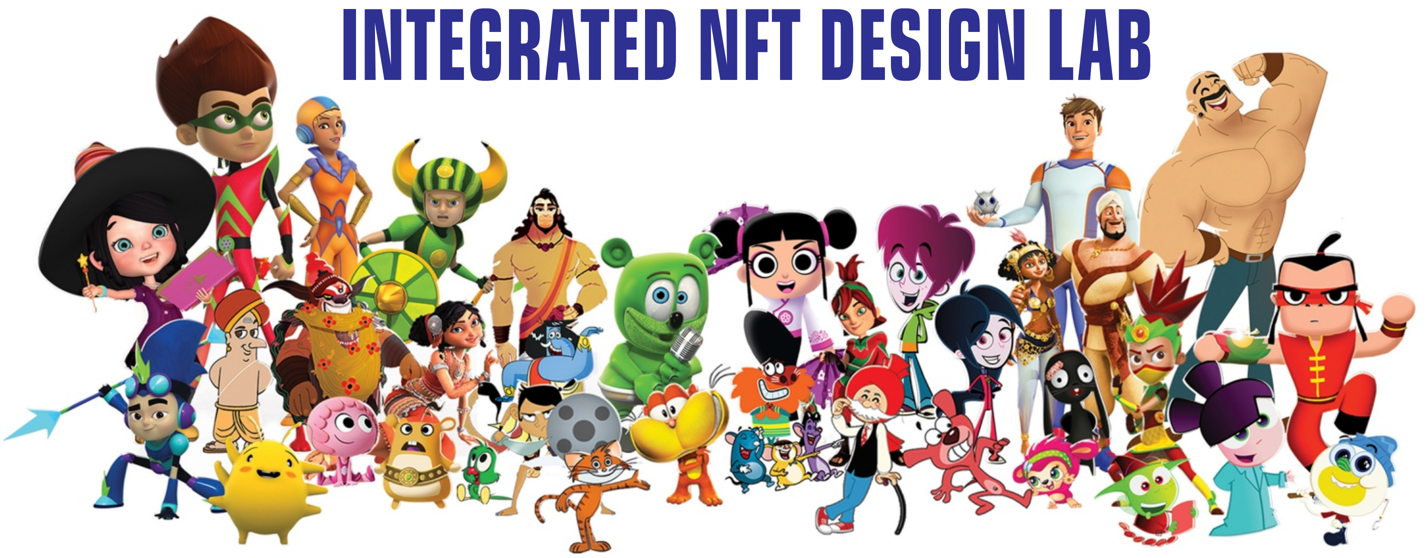
GLOBAL MEDIA FOR BROADCAST, FILM, POST & INFOTAINMENT TECHNOLOGY & BUSINESS

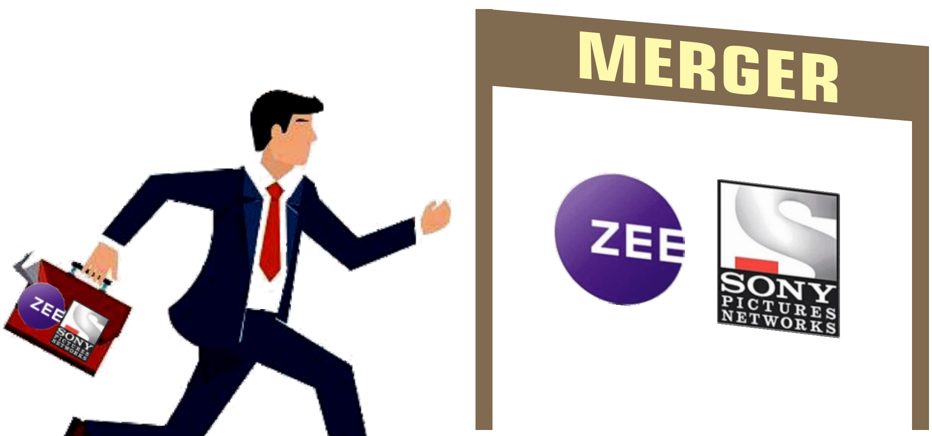
NOVEMBER - DECEMBER 2021

E-EDITION

NÜRNBERG MESSE

TOONZ MEDIA & GUARDIANLINK LAUNCH INTEGRATED NFT DESIGN LAB





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FOCUS

ZEE & SONY MERGER

WILL IT MAKE TO THE FINISHING LINE?

2021
Media Kit

BROADCAST & FILM

- Your #1 Resource to Reach Broadcast, Film, Post & Infotainment Technology Markets in India

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Broadcast & Film – www.broadcastandfilm.com – is a leading online publication serving the broadcast, film, post and infotainment technology markets globally. From being published since 1991, to its shift to the online platform in 2013, the magazine has established itself as a credible source for industry news, analysis and technology trends in the broadcast and entertainment technology industry. We cover the emerging new technologies and trends, including the transition to the digital phase of the ever-evolving media and entertainment sector.

Helping You Stay A Step Ahead of the Competition

If your company wants MAXIMUM visibility in the broadcast, post-production market, then Broadcast & Film is your #1 Resource. Broadcast & Film will provide your company with an effective package of advertising via our industry leading online digital media, E-newsletter, broadcast e-mail service, mailing lists, and website to reach the broadcast markets.

Broadcast & Film features the most widely circulated digital online media and E-newsletter and provides the best-quality editorial coverage of the trends, events, and happenings in the market. Suppliers of broadcast products and services who want to stimulate sales growth in an increasingly competitive environment advertise in Broadcast & Film to help their business thrive!

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The Largest circulation of any online media in the industry, reaching dealers and industry professionals across India, Broadcast & Film expands your visibility to worldwide markets as your ad is seen online with direct links to your website. Thousands of professionals and key decision makers will see your message. Broadcast E-mail Your Message to broadcast professionals, industry dealers and suppliers with Broadcast & Film's exclusive broadcast e-mail service. This essential service allows you to target your message to the decision makers who prefer to receive their information via e-mail.

Broadcast & Film's E-Newsletter offers a powerful e-marketing opportunity to help drive traffic to your website. Readers find Broadcast & Film's E-newsletter an essential tool for finding the latest industry news, trends, exclusive editorial content, surveys, and much more!

Your banner ad is certain to generate leads and exposure for your company. www.broadcastandfilm.com is one of the most viewed website for the broadcast technology, post and film technology segment. This site features breaking news stories, case studies, interviews and extensive coverage of the market.

Digital Advertising Rates

Website Banners

- ❖ Home Page - $250 per month
- ❖ News & Feature Page - $150 per month

Emailers

- ❖ Dedicated broadcast e-mail $ 200 – 1 round
- ❖ Broadcast & Film e-newsletter banner $ 200 – 1 insertion

Web Requirements

- ◆ Home Page - width 300 pixels x depth 250 pixels
- ◆ News Page - width 160 pixels x depth 600 pixels

Bi-Monthly Digital Edition of Broadcast&Film Magazine

❖ Full page Color Ad – $ 250 – 1 insertion (Size: W 200mm x H 265mm)

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MANOJ MADHAVAN
Editor

Toonz NFTLabs in partnership with GuardianLink will specialize in both the creative and technological aspects of NFT generation, including conceptualization, development, character design, modelling, and asset designs along with smart contract generation for NFTs.

The Zee-Sony merger looks set for a long drawn legal battle and we have to see if it manages to reach the finishing line. Invesco tightening the screw demanding the removal of Punit Goenka and the call for an EGM session.

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From the Editor's Desk

Toonz Media Group has had an illustrious innings with its animation studio going strong for over two decades and has established itself as one of the leading animation studios globally. It counts amongst the top ten. Toonz NFTLabs in partnership with GuardianLink will specialize in both the creative and technological aspects of NFT generation, including conceptualization, development, character design, modelling, and asset designs along with smart contract generation for NFTs. This is bound to be a gamechanger.

Following the footsteps of megastar Amitabh Bachchan, Bollywood actor Salman Khan is also going to launch an NFT (non-fungible tokens) collection for his fans soon. The actor has tied up with Bollycoin, a Bollywood NFT marketplace. The NFTs came into prominence after Twitter CEO Jack Dorsey decided to sell his first-ever tweet for $2.9 million in the form of an NFT.

The Zee-Sony merger looks set for a long drawn legal battle and we have to see if it manages to reach the finishing line. Invesco tightening the screw demanding the removal of Punit Goenka and the call for an EGM session. The Zee board outrightly rejecting the demand for an EGM, the entire saga smacks of a hidden agenda and conspiracies to scuttle the merger deal. We could see a long drawn corporate battle ahead. And the net result will be the merger not going through, thereby depriving the chance of Zee-Sony becoming a major behemoth in the broadcast industry and giving Disney-Star a run for their money. Media Beat Column by noted media expert Ashok Mansukhani sheds light on the whole episode

The ongoing tussle between DTH service providers and broadcasters who are offering free channels on DD's Free Dish is getting heated up. The DTH operators have serious reservations and complain that that the availability of pay channels for free on DD Free Dish is not fair and goes and does not provide for a level-playing field and parity. Even the cable operators have voiced their grievances to the government on this subject.

ABIS Knowledge Summit 2021 Online was held virtually from October 21-23, 2021. The Summit attracted leading stalwarts and featured power packed sessions and was well attended.

Manoj Madhavan - *Editor*

PRONOLOGY PRESENTS STREAMFILE CORE™ ENTERPRISE

Bridge Utility Supports Both NDI and SRT Protocols and is Ideal for Large Teams On-prem or as a Cloud Application

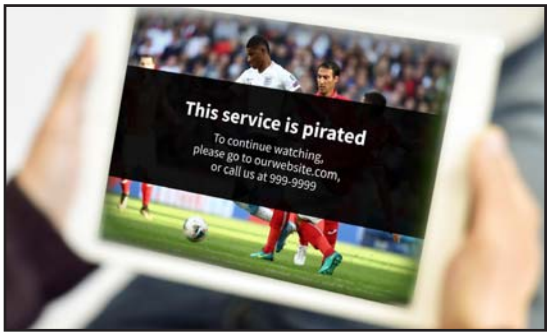
Pronology, a developer of cutting-edge broadcast workflow solutions, now offers StreamFile Core Enterprise, a cross-platform web-based software application that is specifically designed for large teams. StreamFile Core Enterprise is a tool for receiving IP video protocols and encoding them into editor-friendly formats such as ProRes, DNx, XDCam, H.264 and others. It integrates both NewTek NDI® and Haivison SRT support, providing increased IP and streaming capabilities.

StreamFile Core Enterprise allows for an unlimited number of record channels based on hardware performance, with licensing based on the number of channels. StreamFile Core helps facilitate the move towards remote production as it can be used on-prem as well as through Amazon Web Services (AWS) or other cloud providers.

StreamFile Core Enterprise was built upon the same technology that powers Pronology's award-winning mRes™ encoder. It enables facilities and studios transitioning to an IP-based platform to utilize their existing non-linear editing, graphics and digital system infrastructures. StreamFile Core Enterprise bridges the gap between IP-based video technology and legacy baseband recording workflows.

SYNAMEDIA OTT SERVICEGUARD SLAMS THE HAMMER DOWN ON PIRACY

New solution provides a new layer of security to protect both content and video services from OTT vulnerabilities



Synamedia, the world's largest independent video software provider, launched Synamedia OTT ServiceGuard to shut out streaming pirates. For the first time, the media and entertainment industry can systemically address the inherent weaknesses that make it easy for pirates to not only steal content but also entire OTT services, including redistributing directly from the service provider's content delivery network (CDN). By tackling OTT piracy head on, operators, content owners and rights holders protect their content investments, and video service providers can cut infrastructure costs while creating the opportunity to generate additional revenues.

Synamedia OTT ServiceGuard is the first solution on the market to protect content across all open platforms - whether mobile, browsers, or smart TVs - and the first to extend the service protection to the CDN itself, stopping pirates from stealing content at the point of distribution. With video service providers facing increased pressure from rights holders to fight piracy, the new solution makes it possible to securely distribute content on open platforms by validating that only legitimate subscribers and applications are granted access and receive content.

To protect against common methods used by pirates to steal content and an OTT service, Synamedia OTT ServiceGuard gives each client a unique identity that is not cloneable and allocates secure keys for signing service requests, ensuring all client messages are validated for their authenticity and origin. The solution will be continuously enhanced as Synamedia's operational security team detects new vulnerabilities.

"We have set ourselves a challenge of educating the industry about the scale of OTT piracy. Many rights holders and operators mistakenly believe that current approaches - including DRM, client hardening and concurrency limits - provide adequate content protection. Without sugar coating the truth, they are mistaken. Up to now, technologies have barely made a dent in OTT piracy because the protocol is broken. Synamedia OTT ServiceGuard is designed to safeguard against those risks," said Nitsan Baider, Director of Product Management for Security Solutions at Synamedia.

Janice Pearson, Director of Business Development at Synamedia commented, "Hollywood studios and sports rights holders are justifiably frustrated with the amount of premium content being leaked from their services. Content owners invest substantial resources to fight piracy, but these efforts

MARSHALL UNVEILS CV605 ENTRY LEVEL PTZ CAMERA

Cost-effective HD60 IP Camera Solution Features Ultra-Wide 85° With 5X Optical Zoom and Exceptional Video Quality

Marshall Electronics, a leading manufacturer of broadcast and proAV cameras and equipment, introduces the CV605 5X HD60 IP PTZ Camera, an entry-level PTZ camera that doesn't compromise on craftmanship or video quality. This new offering rounds out the Marshall family of PTZ cameras, providing a high performing option at every price point.

The CV605 camera features a 5X optical zoom range with a simultaneous 3GSDI and IP interface. Utilizing a professional grade 2 Megapixel sensor to capture crisp HD video at up to 1920x1080p resolution at 60fps. The wide-angle optical zoom lens offers an impressive 85-degree angle-of-view through 20-degrees (15mm) with smooth transitions and an additional 10X digital zoom range.

The CV605 has a low latency 3GSDI output as well as IP ethernet with multiple protocols supported. Easy one-cable to camera setup provides up to HD video, audio, control and power (PoE) over one cable with IP (H.265/H.264) and 3GSDI simultaneous outputs with audio embedding.

"Marshall's straight forward design and ease-of-use make the CV605 an exceptional value where budgets are limited," says Tod Musgrave, Director of Cameras for Marshall Electronics. "One of the key features on this model is the wide angle of view, which is unique for a PTZ camera and perfect for small- to medium-sized production spaces."

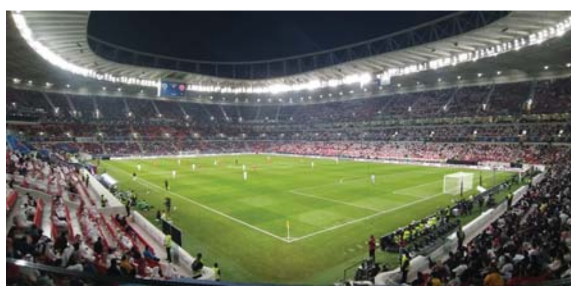
only focus on the symptoms. Because Synamedia OTT ServiceGuard addresses the root causes of piracy, it is now possible to secure platforms and protect high value movie, TV and sports content."

According to Jennifer Kent, Vice President, Parks Associates, "It has become far too easy for pirates to gain access to high quality content and redistribute it at the expense of the video service provider. Protecting against this weakness and creating a differentiated offering with protection at the forefront will help companies securely distribute content."

As the latest layer of security in the EverGuard portfolio, which provides holistic protection against video piracy, Synamedia OTT ServiceGuard is available as a service and quick to deploy. As a single offering that supports all client devices, it is easily integrated with existing OTT infrastructure without impacting the user experience or any existing application-service communications. It addresses the protection of all types of client with a simple software library that can be integrated in the normal development pipeline. Synamedia OTT ServiceGuard requires no special expertise or support knowledge and adds zero overhead to release schedules or communications costs. It supports any multi-DRM solution, including Synamedia's solution.

With an intelligence-led approach to security, Synamedia protects approximately $70 billion in operator revenues every year. With 30 years' experience in video security, Synamedia developed the longest unhacked solution on the market while its operational security team has brought many criminals to the attention of law enforcement officials. Other Synamedia security solutions include: CSFEye for credentials sharing and fraud insight, which addresses the risk of content and service theft through credential misuse; VideoGuard conditional access to protect broadcast video services; and Streaming Piracy Disruption (SPD) to disrupt pirate services.

GLOBECAST AND GRAVITY MEDIA PARTNER TO PROVIDE END-TO-END PRODUCTION AND CONNECTIVITY TO CUSTOMERS AT NEXT YEAR'S MAJOR SOCCER EVENT



Globecast, the global solutions provider for media and content management, has announced it's partnering with Gravity Media, the leading global provider of complex live broadcast facilities and production services to content owners, creators and distributors, to provide end-to-end production and connectivity services to customers at next year's major soccer event.

Gravity Media will be providing a range of onsite technical facilities from standup positions to complete temporary studios for broadcasters from around the world to use. This will then be supported by Globecast's marketing-leading, fully redundant satellite and fibre connectivity as well as public internet reach if

EMMY®-NOMINATED RE-RECORDING MIXER GETS CREATIVE WITH NUGEN AUDIO PLUG-INS

A 15-year veteran of the film and TV business, freelance Re-recording Mixer Alexandra Fehrman loves to get creative with her projects. Nominated for a 2021 Sound Mixing Emmy for her work on Amazon's drama The Boys, Fehrman works with Formosa Group, a post-production facility in Los Angeles, as well as from her home studio. Fehrman, like many audio pros, started her career in music as a teenager and has been pursuing sound mixing ever since. Her specialties include streaming and TV series, as well as feature and independent films. As she ramps up her work on streaming projects, Fehrman continually turns to NUGEN Audio's VisLM loudness meter, Paragon reverb and Halo Upmix/Halo Downmix plug-ins for reliability, accuracy and creativity.

"What benefits me the most about NUGEN is that I can trust the company's plug-ins," Fehrman says. "I know that when I use them, I'm not going to encounter phase or aliasing that you would with other software. I also love the plug-ins' user interfaces, they're very well-designed and easy-to-use. I can tell they were created with mixers in mind, and by someone who has experience mixing, because the controllable parameters are very helpful.

"When I sit down to mix, we come in everyday to unmixed audio tracks and use VisLM constantly to measure the mix," she says. "Thinking about being in spec is not something you want to do while you're getting into the flow of your mix, so it's great to have a plug-in that takes care of that for you." Fehrman says she also loves the graphical metering of VisLM, because she can see exactly where the hotspots are located and "the plug-in allows you to easily navigate around your session to check certain parts."

desired. Gravity Media will also provide post-production services for broadcasters.

Ed Tischler, Managing Director at Gravity Media in EMEA, said, "This partnership is about making life better and easier for customers. By working with Globecast, we can provide clients with a single, tightly integrated offering that we can tailor to the needs of each customer. We can offer remote production as well, with customers able to use our production facilities in London, San Francisco and Sydney, again supported by Globecast's connectivity. We have also had offices in Qatar since 2007 so we know the country very well."

Tischler adds the two companies have previously worked together so each party understands how the other works and their respective technologies, providing a further level of trust and reliability for customers.

James Whittaker, Business Development Manager, Globecast, said, "This is a powerful partnership that will provide premium, end-to-end services for customers at what is one of the world's great supporting events. Broadcasters not only need our combined technical capabilities, they also need premium level signal reliability wherever they may be. Alongside this connectivity, we're really focussing on our customer approach with this partnership as well."

SOUND DEVICES JOINS AUDIOTONIX GROUP

Audiotonix, the group which comprises the Allen & Heath, Calrec, DiGiCo, DiGiGrid, Group One Limited, KLANG:technologies, and Solid State Logic entertainment technology brands, announces the acquisition of US-based Sound Devices LLC as part of its expanding group. The transaction, which was concluded today, further extends the Audiotonix professional solutions for audio production environments.

James Gordon CEO of Audiotonix comments, "The addition of Sound Devices and their fantastic team to our portfolio of premium audio brands is a proud moment for all involved. Their expertise and technical pedigree in film production, broadcasting and professional recording is a great fit. As with previous acquisitions we always look to increase the knowledge share group-wide and, with FPGA-based solutions and RF wireless technology at their core, we have an enviable opportunity."

The acquisition will coincide with co-founder Jon Tatooles departure from Sound Devices after 23 years. Co-founder Matt Anderson, who has been Chief Engineer of Sound Devices since inception and CEO since 2013, will continue to serve in both roles.

Matt Anderson states, "I've enjoyed getting to know James and the team during the past few months. In terms of values and culture, Sound Devices fits perfectly within the Audiotonix group of companies. In a way, it will be 'business as usual' at Sound Devices, as we will carry on doing the same thing we've been doing for the past 23 years: focussing intensely on making the best sound products we can. However, the Audiotonix group brings us more strength in terms of access to capital, depth in manufacturing, knowledge in engineering, sourcing of parts, and expanding our sales and marketing expertise. I am extremely excited about this new opportunity."

NETFLIX'S REED HASTINGS MEETS I&B MINISTER

Netflix is upping the ante in India. Recently Information and Broadcasting (I&B) Minister Anurag Thakur met Netflix Co-Founder, Chairman and Co-CEO Reed Hastings.

Netflix has invested close to Rs 3000 crores to develop content in India in the last two years and also plans more investment in the future.

"What's great about the Indian market is that Hotstar started so early and pioneered streaming there. It has really increased the market size. And then Reliance Jio transformed it with regard to access and cost, democratised it. So they created the base for the market, which is today one of our top global priorities. Sure, it has been harder for us than we initially thought, but our reaction to that is simply to invest even more. It has been harder because there is so much competition with Amazon Prime and Hotstar, and we love that. We remain totally committed and are investing heavily because we see that great success lies ahead for us in India," stated Reed Hastings.

Jon Tatooles adds, "It has been incredible to build Sound Devices over the last 23 years into the organization it is today. I am very excited about the next chapter for the company, and I leave it in great hands. Audiotonix is a great organization who will build on the success we have achieved. I don't believe there is a better partner."

THAICOM NAMES PATOMPOB (NILE) SUWANSIRI CEO, EFFECTIVE 1 JANUARY 2022

Thaicom Public Company Limited announced that its board of directors has appointed Patompob (Nile) Suwansiri as the new Chief Executive Officer, effective January 1, 2022. He will succeed Anant Kaewruamvongs who will be retiring from the company at the end of 2021.

PATOMPOB (NILE) SUWANSIRI

Thaicom Chief Executive Officer, Anant Kaewruamvongs said, "During the past few years, the company has been implementing a succession plan in order to ensure business continuity and sustainable growth. Our board of directors believes that Nile is ready to move Thaicom forward. He has been with the company for almost 30 years and has been the Company's Deputy CEO and Chief Commercial Officer for the past 6 years. His in-depth knowledge and extensive experience in the satellite industry make him an excellent successor to lead the company towards the next chapter of growth and sustainable success in the future."

Nile has been with Thaicom since its inception in 1992. He is responsible for the overall sales, marketing, business development, and international business activities of the company. His extensive operating experience has been internationally recognized in the satellite industry. Nile graduated from the University of Canterbury, Christchurch, New Zealand with a Bachelor of Electrical Engineering. He earned an Executive MBA degree with SASIN Graduate School of Management in Bangkok and completed Harvard Business School's Advanced Management Program.

LIVEU TRANSFORMS NATIONAL LIVE BASKETBALL COVERAGE IN AUSTRALIA

LiveU Solo and a fully cloud-based online workflow used to cover over 900 NBL1 live games across Australia increasing nationwide exposure to the games and simplifying the production workflow

For the first time, the National Basketball League (NBL) of Australia has succeeded in live streaming every state basketball game, significantly increasing the popularity of NBL1, Australia's professional semi-elite basketball league in a year impacted by the pandemic. This is due to the deployment of LiveU Solo wireless video encoders at arenas across Australia, using LiveU's cloud platform to stream to online video platforms, enabling fans to watch over 900 NBL1 live

LIBERTY'S NEW VENTURE

Liberty Global Ventures is foraying into a new segment in Germany and exploring setting up Fibre to the Home project with a new JV.

Liberty Global Ventures, the investment arm of Liberty Global, and InfraVia Capital Partners, an independent private equity firm specialises in infrastructure and technology investments.

The 50:50 joint venture, which is subject to regulatory approval, sees the two companies leverage their expertise in infrastructure investment and development. The company will take a modular approach, with the first phase targeting a small number of municipalities in Germany.

"Liberty Networks Germany offers an exciting opportunity to leverage our expertise in deploying critical broadband infrastructure in a market we know very well. We're also excited by the attractive returns offered by greenfield fibre network deployment in a country where millions of homes don't yet have access to fast and reliable broadband. We look forward to working in partnership with InfraVia as we take a controlled approach to the opportunity as we move forward," said Robert Dunn, Managing Director, Connectivity Investments, Liberty Global.

Liberty has had success with having operated Unitymedia for a decade, Liberty Global brings extensive experience of the German market to the joint venture. This includes working closely with municipalities and regional authorities in Germany as Unitymedia expanded its network in the country, which reached 13 million homes passed and 7.2 million customers by the time of its sale to Vodafone in 2019.

games, including final matches and highlights, and follow their favorite teams and players. The cloud-based remote production was powered by Australian broadcast services company, 5stream, online production platform, Cloudmix, and with LiveU's local partner, Pacific Live Media, providing the Solo solution and local technical support.

"LiveU has been a gamechanger for Australian basketball, enabling us to engage sports fans nationwide with exciting, high-quality live coverage for the best video experience. We had a dream to deliver NBL1 games from states around Australia and LiveU's 4G bonded IP technology made it possible, enabling us to stream reliably from every venue, at any time, removing our previous single point of failure issue. The set-up has been unbelievably simple, requiring minimal training for our ground staff – one training session with the kits and they're ready to go! Live streaming the games has strengthened the NBL1 brand and generated a steep rise in interest in basketball. We've managed to increase the number of eyeballs online using cost-effective production. Currently, we have 75 Solo units, and this number is set to increase to over 100 for the upcoming season", said Dean Anglin, General Manager, NBL1.

There were over 733,000 game views across the 2021 NBL1 season with over 16.2 million total minutes watched of NBL1 live streams. That success also translated to social media where the NBL1 Instagram page had over 3.36 million video views during the season, all using the vision generated from LiveU Solo.

The LiveU Solo video solution provides wireless live streaming, directly from cameras or other video sources to popular online platforms or any customizable web destinations utilizing LiveU's Solo cloud platform. By combining bandwidth from multiple network connections, LiveU Solo offers the highest levels of video quality and reliability required for live video production with reduced costs.

Anglin continued, "Both single camera and multi-camera workflows have been set up in different arenas, as part of a cloud-based remote production solution, which has enabled us to manage everything from a central location. The Solo units are seamlessly integrated with our Canon cameras, tripods on the ground and other production equipment centrally, including graphic overlays and commercial integration. The live feeds are directly streamed by 5Stream to Sportsradar and our OTT broadcasting platform, the NBL1 website and the NBL App, bringing in original data and vision rights and creating monetization opportunities, such as sponsorships. The highlights are also available on YouTube and the Grand Finals were streamed to a third party OTT platform, Kayo Sports."

EBU PICKS 5G & DTT

EBU is betting big on 5G & DTT and in a recent development as per a new report by the European Broadcasting Union (EBU) conclude that a 5G Broadcast system could be safely introduced alongside existing DTT in the contested UHF band, and that existing broadcast towers could be used to significantly enhance the coverage and minimise the cost of rollout of this new technology.

5G Broadcast is an addition to the 5G standard that could bring free-to-air content to mobile phone users without the need for additional receivers to be built into handsets and for the user to get a subscription.

The first report, titled 5G Broadcast Network Planning and Evaluation (EBU TR 063), confirms that existing broadcast infrastructure – High Power High Tower (HPHT) and Medium Power Medium Tower (MPMT) – could have a role to play in 5G Broadcast and that testing should continue in this area.

The report also stresses that due to practical and regulatory constraints at national and regional boundaries, hybrid 5G broadcast networks could be partially operated in multiple frequency networks. Although this lowers the spectral efficiency below that achievable by pure single frequency networks setups, the gains would outweigh the losses. The report also assesses the capacity (in bitrates) offered by the various network topologies.

The second report, Compatibility between 5G Broadcast and other DTT systems in the sub-700 MHz band (EBU TR 064), looks at how 5G Broadcast and existing DTT could co-exist in the UHF band currently used by DTT alone and evaluates three possible scenarios for the introduction of 5G Broadcast in the sub-700 MHz band.

NBL1 is a semi-professional basketball league in Australia, consisting of South, North, Central and West Conferences with both men's and women's competitions. Each conference is run by their respective state governing body, with the league including 58 clubs from Queensland, Victoria, Western Australia, South Australia, Tasmania and New South Wales.

ORBAN ANNOUNCES XPN-ENTERPRISE FOR CENTRALIZED PROCESSING

Orban, the world leader in broadcast audio processing, has announced its new OPTIMOD XPNEnterprise ecosystem, that is an easy-to-use, customizable Linux-based processing platform for multiple broadcast stations or streaming services, with centralized control. It provides Orban’s proprietary OptiCloud™ processing for up to 8 FM and 8 HD/DAB+/Streaming processing channels in a 1 RU package and supports AES-67/SMPTE-2110 protocols using an enterprise-class SoftGear™ server and the appropriate OPTIMOD XPN-Enterprise Nodes. The XPN-Enterprise server is shipping now. Also shipping now is the XPN-Enterprise AES3 Input/Output Node; additional nodes to extend the available outputs and functionalities, e.g., DMPX, Kantar and Nielsen watermarking and Orban uMPX will be released in the near future. The XPN-Enterprise system has been extensively field-tested and approved by national broadcasters.

“Broadcasters worldwide are realizing the benefits of moving operations to centralized – and ideally, virtualized – environments. Many of these customers have high-density needs, with many signals that need to be managed,” said David Day, Orban President. “With XPN-Enterprise, those needs are easily met.” Content to be OptiCloud processed is brought to one location, utilizing any of the most common methods of audio transport – AES3, AES-67, SMPTE-2110-30, Dante or Livewire+, and creates the necessary outputs (FM Composite, DMPX, uMPX, and DAB+HD) using the appropriate Orban XPNEnterprise Nodes for distribution to each transmitter site. Processed channels destined for streaming are also handled by the XPN-Enterprise server, which sends those outputs to the appropriate streaming devices.

Each signal coming into the OPTIMOD XPN-Enterprise server can be individually processed, with Orban’s OptiCloud providing precision tailoring of each station’s broadcast or stream to meet the requirements of the audience and delivery method. OptiCloud factory presets give users a quick start for each format; Orban’s exclusive “Less-More” controls simplify “dialing in” the desired sound by combining multiple OptiCloud processing parameters with a handful of controls.

Further simplifying the processing path, Orban offers a full line of “Last Mile” solutions including XPNEnterprise input and output nodes and low bandwidth (<500 kbps for FM & HD-1, HD-2 & HD-3) solutions for virtually any requirement. “This ‘Last Mile’ service is especially important for stations whose transmitter sites may be in locations with less-than-ideal internet access,” said Day. “We make it possible to manage our processing remotely and feed that signal to a site on lines as slow as 500 kbps, with high quality results. And many nodes are ‘Power over Ethernet’ (PoE) capable, further simplifying installation. Simply put, XPN-Enterprise makes operations easier for broadcast groups who run multiple stations, multiple station clusters, and/or streaming services.” ■

TOONZ MEDIA GROUP & GUARDIANLINK LAUNCH WORLD'S FIRST FULLY INTEGRATED NFT DESIGN LAB

With over 1000 Toonz Artists and 350 Guardian technologists, this will be the first multi-platform blockchain NFT design lab established across USA, Europe and Asia targeting global Brands & Celebrities

Global animation major Toonz Media Group and GuardianLink are jointly launching the world's first Integrated NFT design lab specializing in state-of-the-art Non Fungible Tokens for custom-made digital assets.

The award-winning Toonz studio, with a legacy of more than two decades and over 100 original animation IPs to its credit, is venturing into the NFT space with a first-of-its-kind NFT design lab. The Toonz NFTLabs will provide integrated services for artists, creators, collectors, athletes and brands to create curated digital assets and NFTs representing them.

"The emergence of NFTs is possibly the biggest disruption that has happened in the art world in recent history, completely changing the way we perceive, own, and consume art. Toonz NFTLabs will be a game-changer in this space, being the first-ever and the largest NFT service provider for curated digital assets. The NFT marketplace provides us with the unique opportunity to generate traction for animation IPs even before they are produced or launched in the market. It provides a whole new world of opportunity for funding projects, a model that even independent creators and brands can adopt. We want to help those creators and brands by producing custom-made NFT assets for them and launching them in the NFT marketplace. We are extremely happy to have the right technology partner for this venture in Guardian Link, who have already launched over 45 NFT marketplaces on their own," said P. Jayakumar - CEO, Toonz Media Group.

Singapore-based GuardianLink which specializes in Guardian Branded MarketPlace product and Legitimacy Protocol for NFT's, has extensive experience in the NFT space and with over 45 marketplaces launched in 30 countries. With offices in India, Japan, and Singapore, the company houses 350 NFT concept creators and blockchain technologists, teamed with product specialists.

"NFT is the new medium of digital assets with economic underpinnings and its acceptance has proved to be a true testament to the decentralized economy at scale. This is the first time in history, any creator, any athlete, or any known or unknown brand can make a dent and indulge in enormous monetization of one's own rarity, creativity, and uniqueness. Gaming, Media, Release and many other segments of the industry are touched by NFT and it is just the beginning of the revolution. With Guardian platform supporting both Fiat and Crypto payments globally, we feel this will push NFT and acceptance will be much wider among audiences globally," said Keyur Patel, Chairman and Co-Founder , GuardianLink.io

Toonz NFTLabs in partnership with GuardianLink will specialize in both the creative and technological aspects of NFT generation, including conceptualization, development, character design, modelling, and asset designs along with smart contract generation for NFTs. With over 1000 designers and technologists from Europe and Asia, the NFT lab will offer services like Creative Storyboarding & Conceptualization, 2D Character Design & Digital Asset Development with Smart Contract Attributes, 3D Design & Modelling, Gamification, Smart Contract Auto Generation, Metaverse Immersion Model, and Incubation Lab for Emerging Artists. The lab will also offer top tier IP partnerships for television properties, movie properties, games and metaverses.

Developed using some of the most advanced technologies such as the Isomorphic NFT Framework, these NFTs will be designed and generated randomly using smart contracts on Ethereum, Polygon, or Solano blockchains. GuardianLink will also provide a branded marketplace and launch pads for creators, brands, and athletes/ celebrities who want to launch their own independent NFT destinations for auctions and trades integrated with third party exchanges.

Non Fungible Tokens or NFTs are blockchain-based digital certificates that certify that the digital asset tied to it is unique and not interchangeable. NFTs can represent photos, videos, audio, or any type of digital file. They are now widely used to purchase and validate ownership of digital artwork, collectibles, in-game assets, memes, etc. Although they have been around since 2012, NFTs shot to popularity in early 2021 with the staggering auction sales of assets such as artist Beeple's digital artwork 'Everydays – The First 5000 Days' (sold for $69m), NBA Top Shot video clip of LeBron James (sold for $208,000) and Twitter founder Jack Dorsey's first tweet (sold for $2.5m). The NFT technology is also empowering artists and creators by eliminating middlemen, providing direct access to buyers and fans, and more importantly through resale royalties trickling back to the artist. ■

CHURN IN MEDIA IS GOOD NEWS

A column on significant developments in the media world

By Ashok Mansukhani
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Government Policy Oriented To Incentivising Digital Usage.

A. WHO WILL ULTIMATELY WIN IN THE ZEE-SONY MERGER?

A.1. THE MERGER ANNOUNCEMENT ON SEPTEMBER 22, 2021

On **September 22, 2021, Zee Entertainment Enterprises (ZEEL)** informed the Stock Exchanges of having entered into a non-binding term sheet to bring together their linear networks, digital assets, production operations and program libraries with **Sony Pictures Network India Ltd. (SPNI).**

The **Stock Exchange Release by Zee Entertainment** stated:

- The Board of Directors of **Zee Entertainment Enterprises Limited (ZEEL)** (present and voting) in its Board Meeting held on **21st September 2021** unanimously provided an in-principal approval for the ***merger*** between **Sony Pictures Networks India (SPNI) & ZEEL**.
- **The Board has evaluated not only on financial parameters but also on the strategic value which the partner brings to the table. The Board concluded that the merger would be in the best interest of all the shareholders & stakeholders.**
- The merger is in line with **ZEEL's** strategy of achieving higher growth and profitability as a leading Media & Entertainment Company across South Asia. The Board has authorised the Management of **ZEEL** to activate the required ***due diligence*** process.
- **The shareholders of SPNI will hold a majority stake in the merged entity. The shareholders of SPNI will also infuse growth capital into SPNI as part of the merger. SPNI has approximately USD 1.575 billion at closing for use in pursuing other growth opportunities.**
- Basis the existing estimated equity values of **ZEEL** and **SPNI**, the indicative merger ratio would have been **61.25%** in favour of **ZEEL**. However, with the proposed infusion of growth capital into **SPNI**, the resultant ***merger ratio*** is expected to result in **47.07%** of the merged entity being held by **ZEEL**

shareholders and the balance **52.93%** of the merged entity be held by **SPNI** shareholders.

- **ZEEL** & **SPNI** have entered into a ***non-binding term sheet*** to combine both companies" linear networks, digital assets, production operations and program libraries.
- The **term sheet** provides an exclusive period of **90 days**. **ZEEL** and **SPNI** will conduct mutual diligence and finalise definitive agreement(s). The **merged entity** will be a publicly listed company in India.
- **As part of the transaction, Mr Punit Goenka will continue to be the Managing Director and CEO of the merged entity.**
- **Further, specific non-compete arrangements will be agreed upon between the promoters of ZEEL and the promoters of SPNI.**
- According to the term sheet, the Promoter Family is free to **increase its shareholding** from the current ~4% to up to **20%** in a manner that is in accordance with applicable law.
- **The majority** of the Board of Directors of the merged entity will be nominated by **Sony Group**.
- It is anticipated that the **final transaction** would be subject to the completion of customary due diligence and execution of definitive agreements and required corporate, regulatory, and third-party approvals, including the votes of **ZEEL's** shareholders.
- **ZEEL's** strong expertise in **content creationand its deep consumer connect** established over the last 3 decades, coupled with **SPNI's success across entertainment genres (including gaming and sports)**, will add significant value to the merged entity and its management team, thereby increasing shareholder value multi-fold.

Simultaneously **Sony Pictures Network India** also issued a media release on its website on **September 22, 2021** stating:

- **Today, Sony Pictures Networks India (SPNI) and Zee Entertainment Enterprises Ltd. (ZEEL) announced that they have entered into an exclusive, non-binding Term Sheet to combine both companies' linear networks, digital assets, production operations, and program libraries.**
- The ***non-binding*** **Term Sheet** provides an ***exclusive negotiation*** period of **90 days. ZEEL** and **SPNI** will conduct mutual diligence and negotiate definitive, binding agreements.
- The combined company would be publicly listed in India and better positioned to lead the consumer from traditional pay T.V. into the digital future.
- The merger of **ZEEL** and **SPNI** would bring together two leading Indian media network businesses, benefitting consumers throughout India across content genres, from film to sports. The combined company is expected to benefit all stakeholders, given strong synergies between **ZEEL** and **SPNI**.
- Under the terms of the non-binding **Term Sheet, Sony Pictures Entertainment**, the parent company of **SPNI**, would invest growth capital so that **SPNI** has a cash balance of approximately **USD 1.575 billion** at closing for use to enhance the combined company"s digital platforms across technology and content, ability to bid for broadcasting rights in the fast-growing sports landscape and pursue other growth opportunities.
- **Sony Pictures Entertainment** would hold a majority stake in the combined company.
- Currently, **ZEEL** Managing Director & CEO Mr Punit Goenka is to lead the combined company.
- The combined Company"s Board of Directors would include Directors nominated by **Sony Group** and result in **Sony Group** having the right to nominate the majority of the Board members.
- It is anticipated that a final transaction would be subject to completion of customary due diligence, negotiation, and execution of definitive binding agreements and required corporate, regulatory, and third-party approvals, including **ZEEL** shareholder vote.

COMMENT

The announcement came after months of negotiation between the two major media groups and is intended to help both companies. Reuters estimates that when the merger goes through, it will consist of "75 news, entertainment, sports, and movie channels in more than 10 languages, stands to become India's biggest player, with a market share of 27% outstripping that of Disney's Star India, at 24%. Sony will infuse growth capital of nearly $1.6 billion into an Indian holding company taking a majority stake in Zee Enterprises.The Sony funds *will be used to enhance the combined company's digital platforms and its ability to bid for broadcasting rights in the fast-growing sports landscape, the two firms have said."*

The announcements, while broadly similar, do have two different points of emphasis. These have largely gone unnoticed in the largely laudatory media coverage which has fawned over the new deal.

The first is while the ZEEL Press Release definitively states that "As part of the transaction, Mr Punit Goenka will continue to be the Managing Director and CEO of the merged entity. But the SPNI media release has a different spin of emphasis it says "currently ZEEL Managing Director & CEO Mr Punit Goenka is to lead the combined company." This is contrary to media plugs that the Term Sheet (not so far available in the public sphere) that Mr Punit Goenka will continue as CEO/MD for five years.

The second is while the Zee media release on the infusion of funds by SPNI very generally states that "the shareholders of SPNI will also infuse growth capital into SPNI as part of the merger such that SPNI has approximately USD 1.575 billion at closing, for use in pursuing other growth opportunities."The SPNI Media release is more specific as it states that "Sony Pictures Entertainment, the parent company of SPNI, would invest growth capital so that SPNI has a cash balance of approximately USD 1.575 billion at closing for use to enhance the combined company's digital platforms across technology and content, ability to bid for broadcasting rights in the fast-growing sports landscape and pursue other growth opportunities."

How this emphasis of difference will pan out remains to be seen.

A.2 THE INVESCO IMBROGLIO

1. As per its latest presentation for **2021**,Invescoclaims to bea leading global investment firm with **US$1.5 trillion** global assets under Management.It hasspecialised investment teams managing investments across a wide range of asset classes and investment styles with more than **8,200** employees worldwide and an on-the-ground presence in more than **20** countries, serving clients in more than **120** countries. It offers strategic assistance in various spheres, including achieving strong investment performance. It desires to be instrumental to our client's success. It aims to harness the power of its global platform. It wishes to perpetuate a high-performance organisation. It wants to deliver an investment experience that helps people get more out of life. It wants to put its clients at the centre of all it does. It has a pure focus on investments.

2. **Invesco** has been a long-time investor in **Zee**. In **2019** it came in as a white knight to help the **Zee Promoters** by infusing more funds raising its stakes to **18.8 %**. On **1 August 2019, Essel Group** (Promoter of **ZEEL**) announced that **Invesco Oppenheimer Developing Markets Fund**, a long-time investor in **Zee Entertainment Enterprises (ZEE)**, has agreed to acquire an **11%** stake in the Company for **Rs 4,224 crore** at **Rs 400** per share. This investment set **ZEE's** enterprise value at **Rs 37,439 crore ($5.44 billion)**.

3. The primary purpose of the sale of **11%** additional stake in **ZEEL** was due to the deadline set by various mutual funds,which had an exposure of roughly **Rs 5,200 crore** to the Essel Group"s overall debt, had set a deadline of **July 31, 2019** to receive their dues before selling the shares in the market. The M.D. Mr Punit Goenka stated that **Invesco Oppenheimer** has come in as a pure equity investor without any Board Seat or special conditions. Significantly enough, **Oppenheimer** had no right of first refusal on any further stake sale by **ZEE** to any other, nor did it do any due diligence. The existing Management would continue. **Oppenheimer's** holding was planne d to increase to **18.8%** after the closure of the deal.

4. In just two years, **Invesco Oppenheimer**, on **September 15, 2021**, demanded that the Board of **ZEEL** be reconstituted and specifically asked for the dropping of two non-independent non-executive Directors. **Mr Manish Chokhani** and **Mr Ashok Kurian**, and **Mr Punit Goenka**. The letter also proposed the appointment of **six independent directors** at the forthcoming Extra ordinary General Body Meeting (**EGM**), including Mr Surendra Singh Sirohi, Mr Naina Krishna Murthy, Mr Rohan Dhamija, Ms Aruna Sharma, Mr Srinivasa Rao Addepalli and Mr Gaurav Mehta.

5. Almost simultaneously, **ZEEL** announced on **13 September 2021** that the two long time non-independent non-executive Directors, **Mr Manish Chokhani and Mr Ashok Kurian**, had resigned. However, Mr Chokhani and Mr Kurian have submitted their resignations before the extraordinary general meeting (**EGM**). In a stock exchange filing, Zee said the two had resigned as Non-Executive non-independent directors.Mr Chokhani, the company said, has resigned due to "changed life circumstances and perspectives post covid". At the same time, the reason cited for Mr Kurian was his "preoccupation." Both tenures ended as of 13 September 2021. Mr Punit Goenka continued as CEO and M.D.

6. At the **Annual General Body** meeting held on **September 14, 2021**, there were six topics on the agenda,including passage of audited accounts on **March 31, 2021**; confirmation of dividend paid on preference shares for the year ending **31 March 2021**; declaration of annual dividend; ratification of cost auditor remuneration for **F.Y. 2020-21**; appointment of Mr Sasha Mirchandani as Independent Director; and appointment of Mr Vivek Mehta as Independent Director. It is noteworthy that the Invesco demands for change of Mr Punit Goenka as Director and appointment as six Independent Directors did not come up for discussion.

7. A week later, Zee and Sony announced the merger on **September 22, 2021**. **Invesco** reiterated its demand to reconstitute the Board of Directors and stuck to its demand for Mr **Punit Goenka** to step down from the Board of Directors. In a letter dated **23.09.2021, Invesco** made the following hard-hitting points:

   - ❖ **We continue to believe that the business is valuable, whether on its own or in strategic alignment with partners such as Sony.**
   - ❖ Decisions of ***strategic material import*** must follow and not precede actions towards establishing a proper and independent governance structures determined by the company"s shareholders.
   - ❖ In this context, and against the backdrop of our **EGM** requisition, your disclosure of **22 September 2021** is symptomatic of the erratic manner in which important and serious decisions are handled at the company.
   - ❖ **Precisely to protect shareholder value and in the exercise of our statutory rights as an ordinary shareholder, we have called upon the company to hold an EGM, and it is your duty under company law to do so. At this EGM, shareholders of the company will decide the composition of the Company's Board of Directors in a free and democratic manner.**
   - ❖ Towards this end, Invesco has proposed the ***removal*** of non-independent directors and recommended additional independent directors coming from diverse backgrounds and are expected to bring additional professionalism, guidance, and standards of governance to the operations of the company. Together with the existing set of I.D.s, we believe that the Company"s Board will have the depth to navigate the company into the future.
   - ❖ We continue to have ***immense faith*** in the commitment and passion of the company"s employees and believe the bench of talent is deep within the Company and India"s vibrant media industry.

- **Our actions are intended to create a healthy long-term future for the company. Strengthened governance is a necessary first step.**
- An **Invesco** spokesperson Jeaneen Terrio told **Business Today** over email that it sent **Zee** an EGM requisition letter on **11 September 2021**, exercising its rights as ordinary shareholders to ***protect shareholder value*** in the company. "**This initiative, which is unique in the history of our fund, was taken with the belief that a newly constituted Board elected by its shareholders would be foundational in reviving the long-term health of the business.**
- On ***23 September 2021***, we reiterated our call for an EGM in a letter to the Board of Directors of **Zee**," the mail said.
- ***It goes on to say that "the company's failure to take steps within its notice period (21 days according to law) to call an EGM, coupled with its delay in noticing our EGM (request) on 11 September 2021 and failure to notice our September letter to the exchanges, has prompted us to file a petition before the NCLT to enforce our rights as shareholders to call for this EGM of the company"***.

8. On **29.09.2021, Invesco** fired the first missile by filing a petition against **Zee** in the National Company Law Tribunal Mumbai.The Petition was filed under **Section 98** and **100** of the **Companies Act 2013. Section 98** empowers the NCLT to order the convening of an **Extra ordinary General Body** meeting, and **Section 100** gives a shareholder with not less than **one-tenth** of paid-up share capital the power to request an EGM.

9. **Section 98** reads as under

   If for any reason it is ***impracticable*** *to call a meeting of a company, other than an annual general meeting, in any manner in which meetings of the company may be called, or to hold or conduct the meeting of the company in the manner prescribed by this Act or the articles of the company,* ***the Tribunal may, either suo motu or on the application of any director or member of the company who would be entitled to vote at the meeting.***

10. **Section 100** reads as under:

    1) The Board may, whenever it deems fit, call an ***extraordinary general meeting*** of the company.
    2) The Board shall, at the ***requisition*** made by, —
       (a) in the case of a company having a share capital, such number of members who hold, on the date of the receipt of the requisition, not less than one-tenth of such of the paid-up share capital of the company as on that date carries the right of voting.
    3) The ***requisition*** made under sub-section (2) shall set out the matters for the consideration of which the meeting is to be called and shall be signed by the requisitionists and sent to the registered office of the company.
    4) If the Board ***does not, within twenty-one days*** from the date of receipt of a valid requisition in regard to any matter, proceed to call a meeting for the consideration of that matter on a day not later than ***forty-five days*** from the date of receipt of such requisition, the meeting may be called and held by the requisitionists themselves within ***three months*** from the date of the requisition.

11. As per media reports, the **Invesco petition** makes the following points justifying the invocation of Section **98** and **Section 100** of the **Companies Act 2013** for calling an **EGM**. It alleged that not convening the EGM was a deliberate and oppressive act by Zee. It, however, did not invoke provisions "Section 241" of Cos Act on oppression of minority shareholders.

    - ***Serious financial trouble since 2019, as admitted by the founder promoter, Mr Subhash Chandra, in his public letters of January 2019 and August 2019.***
    - ***Resignation of three Directors of the Company in November 2019 raising serious issues around corporate governance and capital allocation of the company. (Note: the three Directors were Mr Subodh Kumar and Ms Neeharika Vohra. As per the regulatory filing, they had raised concerns on large scale advances given to other media companies of the Essel Group, including Dish T.V. and Siticable, and for advances for film***

production). Another Director Mr Sunil Sharma resigned following the sale of shares by the Essel Group and consequent Board reconstitution)

- ***SEBI's letter to Zee in June 2021 flagging various alleged irregularities, including outstanding dues from related parties without a clear recovery plan; comfort letters issued by the Directors without informing the Board and corrective action required in systems and processes with regard to documentation of advances.***
- ***Invesco sought the removal of some Directors, including the Managing Director Mr Punit Goenka. It sought to induct six new directors.***

12. At the preliminary hearing held on ***September 30, 2021***, the senior counsels for Invesco and OFI Global made the following points
    - That shareholders have an absolute unfettered right to call an ***Extraordinary General Body Meeting***.The counsel stated that he represented a foreign fund and did not have addresses and details of approximately two and a half lakh public shareholders.
    - But it expressly stated that **Invesco** wanted Mr Punit Goenka to go as the Managing Director of the because the company is not being run by him for the benefit of shareholders.
    - With **96%** of the share with the public, there is no vestedor entrenched right in Mr Goenka or anyone else to run the company.
    - Quoting **Section 100** of the Companies Act and relying on the LIC Escorts case, the counsel stated no reason need be given to call an EGM as long as the 10% threshold is met.
    - Instead of calling an EGM, ***Zee*** announced the merger with ***Sony***, the apprehension of ***Invesco*** was that the Board would not call an EGM.
13. In reply, the Senior Counsel for **Zee** stated that the meeting of the company"s independent directors was taking place on the same day-**September 30, 2021**. The decision that was taken would be suitably communicated.
14. As per media reports, NCLT was not satisfied with the response by Zee and said the Board cannot deny calling an EGM when a **17%** shareholder has requested it. There is no specific format for a requisition except that the **10%** threshold should be crossed. ***The NCLT is reported to have stated it would be a travesty of justice if their right to requisition is denied.***
15. Finally,the NCLT adjourned the hearing to **4 October 2021,** directing that the ***Zee Board should positively consider the request by Invesco and OFI.*** As per the Press Trust of India, the NCLT directed the company to communicate the decisions of the Board after the NCLT meet.
16. While a copy of the order actually passed is awaited, quite curiously, a **Zee** owned newspaper **DNA** claimed on **September 30, 2021** that "no such order has been passed by NCLT and that media reports on ZEE EGM were misleading and baseless.The company will continue to take all the actions needed in the interest of the shareholders and as per the law."
    - Within **24 hours** of the NCLT Interim Order, **Zee Board** rejected the demand of Invesco on primarily highly technical grounds. The **Release** to the Stock Exchanges dated **01.10.2021** states in **Paras 7 and 8** as under:
        - ***Para 7*** *At its meeting held on* ***1 October 2021****, the Board considered the* ***Requisition Notice****. Earlier, the* ***Board*** *obtained written legal advice from the company's counsel and* ***independent legal advice*** *from eminent former judges of the Supreme Court and senior corporate lawyers. After considering the unanimous advice received about the legal validity of the* ***Requisition Notice****, the Board deliberated and unanimously concluded that the* ***Requisition Notice*** *is not valid, as it suffers from multiple* ***legal infirmities****, which are summarised in the* ***Annexure*** *to this communication.*
        - ***Para 8****. Accordingly, in the company's best interests as a whole, including all its shareholders and stakeholders, we express our in ability to convene the* ***EGM*** *on the lines requisitioned by you.*

- ***Subsequently Zee filed a writ petition challenging the Invesco petition in the Bombay High Court. This is still to be fixed for hearing.***
- ***When NCLT directed Zee to file a counter to the Invesco petition and gave it 48 hours to do so, Zee filed an appeal to the National Company Law Appellate Tribunal. Interestingly both the NCLT and NCLAT hearings are fixed for hearing on October 7, 2021.***
- ***Simultaneously the Zee Founder launched a video campaign casting doubts on the "motives" of Invesco and even talking of some Indian backing (reference to Ambanis) and even talking darkly of a Chinese "reluctance" to allow the merger to go through!***

COMMENT

The sword of litigation will now hang over the timeline of the term sheet between Zee and Sony. One thing is clear that Invesco is not as such opposed to the merger. It took an additional stake in 2019 at an average price of Rs. 400 a share. Even though there has been massive stock market excitement since the merger was announced, the price on in the NSE in morning session was Rs. 296, which means if Invesco were to sell out, it would incur enormous losses.

The critical concern of Invesco is corporate governance which is clearly spelt out in the last paragraph of its letter of September 23,2021. Invesco clearly feels that this needs to be improved. In the hearing held on September 29,2021, it clearly trained its fire on the Managing Director, Mr Punit Goenka and sought his explicit exit.

There is some speculation that Invesco wants an independent Board that is not bound down to a four per cent Promoter shareholder and will negotiate even better terms with Sony. It may even find another strategic or financial investor.

More clarity will emerge at the next NCLT hearing on October 4,2021.

A.3 CONTENT SYNERGIES OF THE MERGER

Zee has a total of approximately 50 channels. It has a powerful ZEE 5 app, and the channels are currently telecast in 170 countries with an estimated 1.3 billion viewers. It has over 4200 movie titles. Its library has over 2,50,000 hours of T.V. content. It is also into music and the creation of animation software.

Sony has over 25 channels which are partly different to Zee channels. It is strong in Sportswith ten channels. It has a regional presence in Marathi and Bangla and also has a powerful Sony Livapp. Its main Hindi channel has powerful content like Kaun Banega Crorepati and Super Dancer.

A combined subscription drive should provide it with higher revenues. A more extensive portfolio of 75 plus channels will give it additional advertisement muscle.

Cost savings are still to be worked out. There will have to be staff rationalisation.

The entire process, including regulatory approvals from Government/NCLT and Competition Commission, will take six-12 months in view of the legal dispute with Invesco.

COMMENT:

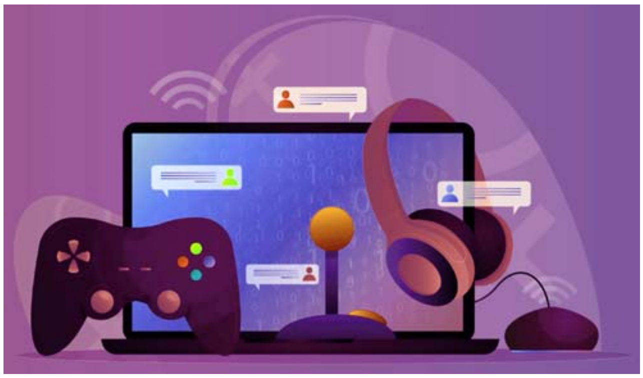
Once the merger is completed with all regulatory approvals, it will pose tough competition to Disney Star and even regional majors like Sun T.V. This can only mean welcome news for its millions of viewers. So, to answer who the winner will be, everyone, especially the customer, will have a plethora of content choices. Zee gets badly needed capital. Sony receives access to an entire and impressive body of programming content of Zee and an impressive library.

Even though Invesco has asked for reconstitution of the Board, the tremendous price rise from Rs. 175 to the present rate of Rs. 310 benefits Invesco. Two "lucky new investors," namely Mr Rakesh Jhunjhunwala, picked up nearly 5 million shares for Rs. 110.22 crores of Zee at Rs. 220.44 a share earlier in September, and BofA Securities bought 4.86 million shares for Rs. 115 crores at Rs. 236.20 a share have made enormous profits in just 10 days. So, everyone has benefitted!

B. ONLINE GAMING UNDER THREAT?

1. The Indian Online Gaming Sector reached **US$1.027 billion** in **2020**, a growth of **~17.3%** from **US$543 million** in **2016**. It is expected to reach **US$2 billion** by **2023**. India is the ***fourth largest*** online gaming market globally. Online gamers in India are estimated to grow from **360 million** in **2020** to **510 million** in **2022**. It is estimated that over **400** gaming start-ups arerunning at present.

2. A **June 2021 KPMG Report** states: ***We envisage the online gaming segment to be among the most significant segments of M & E industry in years to come, garnering a share of both time and wallet of the Indian digital billion."***



3 A key challenge for the Sector is a facilitative and robust regulatory and legal environment to help the business grow to its true potential in the coming years.

4. Another critical concern is GST concerns. The classification of whether a game forms a '***game of skill***'or a '***game of chance***' has had tax implications on business operations. A ***game of chance*** attracts a higher GST rate of tax vis-à-vis a ***game of skill***.The same classification is used by state legislatures to curb online gaming.

5. Three recent **legal developments** show how various moralistic factors can impede this sunshine industry's growth despite the recognised potential of online gaming.

6. On **21 September 2021**, the Karnataka Assembly amended the **Karnataka Police Act** to ban all forms of ***online gaming*** holding as per objects and reasons of the amendment that it is intended to "strengthen" provisions of the **Karnataka Police Act** to make gambling a cognisable and non-bailable offence and "*include the use of cyberspace including computer resources or any communication device as defined in the **Information Technology Act, 2000** in the process of gaming to curb the menace of gaming through the internet, mobile apps*".The amended law prescribed a **three-year** jail term for gambling instead of one year and a fine of Rs **One lakh**. The law exempted only ***bets on horse races*** from the purview of gambling.

7. The Karnataka Home Minister was quoted as claiming,"*there is a lot of gambling happening using electronic devices, and this has to be controlled."* The new Karnataka Chief Minister felt "*major gambling is happening in an organised way in many places.*"

8. The **Internet and Mobile Association of India (IAMAI)**, in a statement,said that the Bill *appears to have been drafted without considering the various legal and constitutional positions as it includes a wide definition of 'gaming' and is against multiple judgements by the Supreme Court and High Courts.Further, it makes no distinction between games of skill and of chance.*

9. Karnataka itself has been home to more than **91 gaming companies** and developers, which employ about **4,000** people, said Mr Biren Ghose, Chairman - **CII National AVGC sub-committee**. "*The ban would impact Indian online gaming companies, while consumers would switch to games from other geographies. Further, this would affect the brands that have been built up with considerable investments over the last few years,*" he added.

10. In a letter to the Karnataka Chief Minister, Mr Praveen Khandelwal, Secretary-General of the Confederation of All India Traders,stated that *a game of chance is pure gambling, which is addictive and should be dealt with adequate legal procedures. On the other hand, a game of skill enables gamers to monetise their gaming talents and finesse.*

11. Very recently,the **Madras High Court** passed a very detailed judgment in **Junglee Games vs State of Tamil Nadu inWP 18022/Ors** dated **August 3, 2021** struck down the **February 2021** amendment to the **Tamil**

Nadu Gaming Act that prohibited betting and wagering on all forms of online gaming.

12. In **February 2021**, the Tamil Nadu government amended the **Tamil Nadu Gaming Act, 1930 ('the Gaming Act'),** by passing the **Tamil Nadu Gaming and Police Laws (Amendment) Act, 2021 ('the Amending Act').** **Section 3(b)** of the Amending Act redefined '***gaming***' to include any game involving wagering or betting in person or cyberspace, except a lottery. It prohibited ***all forms of games conducted in cyberspace***, regardless of whether it was a game of mere skill or a game of chance, removing the exemption for '***games of mere skill***' in the **Gaming Act**. Additionally, the **Amending Act** introduced **Section 3-A** to prohibit wagering or betting in cyberspace by playing rummy, poker, or any other game, punishable with imprisonment extending to ***two years*** for anyone playing or providing such activities.

13. **Section 11** of the **Amending Act** also included games of '***mere skill***' into the fold of offences if such games were played for wager, bet, money or other stakes. This, in fact, went beyond the **Tamil Nadu Gaming and Police Laws (Amendment) Ordinance 2020**, which did not remove the exemption to '***games of mere skill***' in **Section 11** of the original **1930 Act** and would not have covered wagers and prizes on games such as (***online and offline***) chess.

14. After a series of exhaustive arguments by the Petitioners and Respondent,the Madras High Court struck down **Part II** of the **Amending Act** on ***four grounds***:
    - ***Firstly***, the impugned part and its ***blanket ban on gaming for money*** were excessive, disproportionate, unreasonable, and manifestly arbitrary.
    - ***Secondly***, the **enactment** was **violative of Article 19(1)(g)** of the Constitution.
    - ***Thirdly***, that the **enactment** was not within the scope of **legislative competence** under **Entry 34 of List II of Schedule VII** to the Constitution; and
    - ***Fourthly***, that the **enactment** was **inconsistent and irreconcilable** with established precedents.

15. The Court further held:
    - While interpreting the scope of "***gambling***" and "***gaming***," the Court saw that the terms involve activities whose outcomes depend predominantly on an ***element of chance*** **[Para 97]**.
    - On the other hand, an activity is regarded as a game of "***skill***" if the consequences are guided more by ***skill*** than chance.
    - The High Court held various online games such as poker and rummy are ***games of skill*** as they needed knowledge, skill, and memory **[Para 114]**.
    - However, the expanded definition of "***gaming***" under **Section 3(b)** and the sweeping ambit of **Section 3-A** of the **Amending Act** encompassed all sporting/gaming activities (whether virtual or physical) if played for a prize/money/ stake.
    - The Court held that the **Amending Act** created a ***legal fiction***, whereby even ***games of skill***, which were otherwise permissible, would amount to an offence if any betting wereinvolved, which turned **"the existing statute on its head"[Paras 102-103].**
    - Therefore, the High Court found that the wording of the Amending Act was overbearing and excessive, since:
        - *A person may be gifted in card games, or another's talent may lie in word games. Rationally, such persons should be free to exploit their skills; only reasonable restrictions that do not entirely blunt their chance to show off or make a living out of their skills may be permissible. The sweeping wording of* ***Section 3-A of the amended Act of 1930****, coupled with the expansive definition of "****gaming****" injected there, cuts any chance of displaying skill in any game on the virtual mode if any stakes, however little, are involved.* **Para 102.**
        - *"****Indeed, section 11 of the amended Act*** *turns the existing statute on its head, as the Petitioners complain. What was once the exemption or escape provision has now been given the* ***most claustrophobic stranglehold*** *and has the possibility of bringing*

*about the most ridiculous and unwanted results if applied in letter and spirit."***Para 103.**

16. Immediately after the judgment was delivered, the Tamil Nadu Law Minister said Government would formulate new legislation to ban online gaming platforms. *"Although Government put forward its views on the ban on online games, the High Court said that the Government did not specify enough reasons when the law was made and without formalising the rules, online gaming cannot be banned."*
17. Despite such a detailed and persuasive judgment of the Madras High Court in **August 2021**,the Karnataka Assembly passed new amendments to the Karnataka Police Act on **22 September 2021**.The Bill states that "*games mean and include online games, involving all forms of wagering or betting, including in the form of tokens valued in terms of the money paid before or after the issue of it, or electronic means and virtual currency, electronic transfer of funds in connection with any game of chance.*" The Bill to amend the **Karnataka Police Act of 1963 does not include lottery, wagering, betting on horse races on any racecourse inside or outside the State.**
18. The newly passed Bill in the Karnataka Assembly includes using **cyberspace** (computer resources or any other communication device) as defined in the **Information Technology Act, 2000** in the process of gaming to curb **online gaming** and **gambling** through the internet and mobile apps. The Bill also enhances punishment extending to three years of punishment and a fine up to Rs 1 lakh. Punishment for the first offence will be 6 months imprisonment, a fine of Rs 10,000 and one year of imprisonment, and Rs 15,000 for the second one. In the third offence, punishment will be 18 months imprisonment and a fine of Rs 20,000. Those found aiding such **online gambling** will also be punished.
19. Karnataka government"s push against **online gaming and gambling** can impact indigenously developed online gaming platforms such **Dream 11, Mobile Premium League, Games 24x7** and several others banning **online gaming and wagers and prizes that, if upheld by the Courts, could bring a death knell for the online gaming industry in Karnataka.**
20. Since this is a BJP ruled State, it will be interesting to watch whether other major BJP ruled States like Uttar Pradesh and Madhya Pradesh will follow suit.
21. On **27.09.2021**, a single bench judgment of the **Kerala High Court in Head Digital Works Private Limited vs the State of Kerala** quashed an amendment to a Government notification dated **23.02.2021** issued under **Section 14A** of the **Kerala Gaming Act 1960** banning ***online rummy*** in the State. The Court held it was arbitrary and violative of the right to trade and commerce guaranteed under **Article 19(1) (g)** of the Constitution. The judgment stated:

❖ *Based on the considerations above, I go back to theissues identified in **Para 13** of this judgment. On the first issue of whether rummy is a game of mere skill, I hold on to the basis of the binding judgments of the Apex Court in **Satyanarayana** and **K.R. Lakshmanan (supra)** and the statutory provisions contained in **Sections 3 and 14** of the **Kerala Act** that Rummy is a game of mereskill. On the question of whether rummy is a game in which 'elementof skill' is more predominant than the 'element of chance' and canbe exempted from the provisions of the **Act** only by means of notification, I hold that even without a notification being issued under **Section 14A**, rummy remains to be a 'game of mere skill' as theword has been interpreted by the Hon'ble Supreme Court in **Satyanarayana** and **K.R.Lakshmanan (supra)**.*

COMMENT

This writer is of the view that there is a vast difference between gaming and gambling. Curiously, the Karnataka Assembly has allowed gambling on horse racing in Karnataka and tried to ban other gaming activities. That itself, it is given, is constitutionally impermissible. Another possibility could be model legislation allowing gaming but strictly regulating gambling by devising model legislation for adoption by the States.

C. WILL CABLE ADOPT BROADBAND TO REMAIN RELEVANT?

As per **TRAI data** for **July 31,2021**, released on **23 September 2021**,the total number of Broadband subscribers were **808 million** subscribers, of which **784.59 million** were **Wireless Broadband** subscribers provided by **455 operators**. The balance of **24.01 million** were **Wireline Broadband** subscribers:

Wireless Broadband - Top 5 Networks (98.77%of total market share of Wireless Broadband)

- Reliance Jio Infocomm Ltd (446.68 million).
- Bharti Airtel (201.77 million).
- Vodafone Idea (123.97 million.)
- BSNL (24.26 million) and
- Atria Convergence (01.93 million)

Wired Broadband - Top 5 Networks (65% of total market share of Wired Broadband)

- BSNL (05.83 million). -Telecom
- Bharti Airtel (03.54 million).Telecom
- Reliance Jio Infocomm Ltd (03.47 million)Telecom
- Atria Convergence Technologies (01.93 million) Telecom/ Digital TV Services
- Hathway Cable & Datacom (01.07 million) Multisystem Operator.

1. **Cable Operators** were offered an **Internet Service Provider licence** for the first time in **1999**. This was in terms of **National Telecom Policy 1999**, which gave Cable Broadband priority status for mass deployment of broadband. The policy said that:
   - *Under the* ***Cable Regulation Act, 1995, Cable Service Providers (CSP)*** *shall continue to be freely allowed to provide* ***'last mile' linkages*** *and switched services within their service areas of operation and run media services, which are essentially one-way, entertainment - related services.* ***Direct interconnectivity*** *between CSP's and any other type of service provider in their area of operation and sharing of infrastructure with any other kind of service provider shall be allowed.*
   - *Interconnectivity between service providers in different service areas shall be reviewed in consultation with TRAI. The same would be announced by* ***15 August 1999****, as a part of the structure for opening up national long distance.*
   - *In view of* ***convergence****, it is highly likely that* ***two-way communication*** *(including voice, data, and information services) through cable networks would appear in a significant way in future. The offering of these services through the cable network would be tantamount to supplying fixed services.*
   - ***So, in case the above two-way communication services are to be provided by CSPs utilising their network, they would also have to obtain an FSP licence and be bound by the licence conditions of the FSPs, to ensure a level playing field.***

2. Successive **National Telecom Policies** have emphasised the importance of cable broadband. The latest "**National Digital Communications Policy (NDCP) 2018** seeks to *unlock the transformative power of digital communications networks to achieve the goal of digital empowerment and well-being of the people of India. There is a need to hasten the implementation of* ***NDCP 2018****.*

3. It laid down **seven aims** by **2022-**
   - Supply **Universal broadband connectivity** at **50 Mbps** to every citizen
   - Supply **1 Gbps connectivity** to all Gram Panchayats of India by **2020** and **10 Gbps by 2022**
   - Enable **100 Mbps broadband on demand** to all key development institutions, including all educational institutions
   - Enable **fixed-line broadband access** to **50%** of households
   - Achieve **'unique mobile subscriber density** of **55** by **2020** and **65** by **2022**.
   - Enable **deployment of public Wi-Fi Hotspots**; to reach **5 million** by **2020** and **10 million** by **2022**.
   - Ensure connectivity to all uncovered areas.

4. The **Department of Telecommunications** made a series of references to TRAI under **Section 11 (1) (a)** of the **TRAI Act**. Based on these references and after a comprehensive consultation process, **TRAI** issued a very detailed of recommendations

titled Recommendations on **Roadmap to Promote Broadband Connectivity and Enhanced Broadband Speed** on 31 August 2021, saying that

Reliable and affordable high-speed broadband connectivity are essential to achieve the goal of digital empowerment and improved well-being of the people of India. The Authority has come out with these recommendations to outline a set of policy initiatives needed to boost the penetration of high-speed broadband across the country.A fragmented approach and implementation of selected policy measures in silos will not yield the desired outcome. Hence, it is expected that these recommendations will be accepted by DoT in their entirety to have an overall positive impact on the country's broadband landscape.

5. This set of **Broadband Recommendations** has a plethora of rarely available data regarding current broadband penetration and potential. Salient data is given below:

   ❖ As of **December 2020**, there are approximately **747** million broadband subscribers in the country. There has been a **33% Compounded Annual Growth Rate (CAGR)** between **2016** and **2020**.

SNAPSHOT OF INDIA'S BROADBAND LANDSCAPE:

i. As per **Nokia MBiT 2021** report, the overall **average data usage** per month registered a **CAGR** of **76%** from **2015** to **2020**, reaching **13.5 GB** in **December 2020.** This could happen due to the continued up-gradation of mobile networks to 4G, which eased increased online education, remote working for professionals and higher OTT viewership.

ii. There were **724.46 million mobile broadband subscribers** at the end of **December 2020**, which is around **97%** of total broadband connections.

iii. More than **96%** of these mobile broadband subscribers had **4G connectivity**. As per **Nokia MBiT 2021** report, **4G** constituted **98.7%** of total data traffic consumed across the country.

iv. India's **digital revolution** continues to be propelled by the rural masses. Rural India will form a sizeable **38%** of broadband users in **2020**. There are **284.64 million** broadband users in rural India. Rural data consumption accounts for around **45%** of overall mobile data usage.

v. At the end of **December 2020**, there were **22.94 million fixed broadband** connections. ***In terms of penetration, it implies that only 9.1 per 100 households have access to fixed broadband.***

vi. Also, there were only **6.89 million FTTH broadband connections** at the end of December 2020, which is only about 30% of the total fixed broadband connections in the country.

vii. ***Despite the rapid spread of broadband and the increasing agreement on the opportunities it brings, nearly 45% of India's population still does not have broadband access.***

viii. As far as speed is concerned, as per **Ookla speed test global index March 2021** report, India is experiencing download speeds of **12.15 Mbps** in mobile broadband and around **56.1 Mbps** in case of fixed broadband.

ix. As per this global index, India ranked **131st** among **140 nations** regarding mobile broadband speed and **66th** among **177 countries** in fixed broadband.

6. SUMMARY OF TRAI AUGUST 31,2020 RECOMMENDATIONS:

6.1. Definition of Broadband

Broadband is a **data connection** that can support interactive services, including Internet access and has the capability of the smallest (lowest) download speed of **2 Mbps** to an individual subscriber from the point of presence **(POP)** of the service provider intending to supply Broadband service. **[Para 2.29].**

6.2. Broadband Proliferation

To encourage **Cable Operators**, registered under **Cable Television Networks (Regulation) Act, 1995,** to supply broadband services, issues relating to computation of **Adjusted Gross Revenue (AGR)** for Cable Operators need to be addressed on priority. To address this issue, the Authority has already given its recommendations to the Government dated **6 January 2015,** on "**Definition of Revenue Base (AGR) for the Reckoning of Licence Fee and Spectrum Usage Charges". [Para 3.39]**

❖ The Authority reiterates its earlier recommendation issued in the context of "**Proliferation of Broadband through public Wi-Fi networks**" dated **9 March 2017**, that similar to the **Access Service** authorisation, passive as well as active infrastructure sharing should be allowed under the **Internet Service**

Licence and Internet Service authorisation under the **Unified License (U.L.)** and **U.L. (VNO)** licenses. **[Para 3.47]**

6.3 Broadband Speed Enhancement

- To ensure efficient utilisation of available spectrum and support mobile broadband speed enhancement, the entire spectrum distributed for **International Mobile Telecommunications (IMT)** purposes should be regularly assigned as per the established procedures. For this purpose, an annual calendar to offer the available **IMT** spectrum for assignment to service providers should be published in advance. **[Para 4.23]**.
- To enhance the mobile broadband speed in rural and remote areas, using **Bharat Net network**, optical fibre connectivity with Service Level Agreements **(SLA)** should be made available to service providers for fiberisation of the cellular networks backhaul connectivity. **[Para 4.26]**

6.4. Right of Way (RoW)

- As **RoW** permissions are required by all types of utility service providers, i.e., telegraph, electricity, water, gas, from proper authorities for establishment and maintenance of underground and overground utility infrastructure and presently such permissions are regulated under different Laws, Rules and Regulations, it leads to the cost-inefficient and delayed establishment of utility infrastructure. **[Para 5.49]**.
- To overcome all these inefficiencies, the Central Government should come out first with the **National RoW Policy**. After, it should also enact a **model law for RoW permissions** which should be adopted by all proper authorities. For this purpose, in coordination with the State Governments, the Central Government should consider the Constitution of a **National RoW Council** so that the policy and legal framework for RoW permissions could be put in place in a time-bound manner. **[Para 5.49]**.
- Till the time the **National RoW Policy** is notified, the **Governing Council for Broadband**, already setup under the **National Broadband Mission (NBM)**, should lay down ***directive principles*** for granting **RoW permissions** to all the Central Government Ministries/ Departments so that the **NDCP-2018** aim of efficient establishment of infrastructure is achieved. **[Para 5.49]**

6.5. National RoW Portal

- **Sub-rule (2) of Rule 4 of the Indian Telegraph Right of Way Rules, 2016** should be amended to include a second provision as: "*Provided further that the Central Government shall establish a single web-based national portal with role-based workflow for RoW permissions.*"
- To streamline **Right of Way (RoW)** permission processes and ease establishing a **single-window electronic process (online) for RoW** permission applications, the Central Government should develop a web-based national portal with role-based workflow. It should have clear roles defined for the Central, State, and Local Body authorities. This portal should be developed within one year.
- To ease cross-sector collaboration for **RoW** permissions with other utility providers like water, electricity, gas, and co-deployment of telegraph lines with other utility infrastructure creation, at a later date, it should be possible to expand the scope of the proposed national portal to grant **RoW** permissions to other utility providers also.
- Wherever Appropriate Authorities, i.e., different Central Government Departments, States, Union Territories, Local Authorities, and their agencies, have already established the web-based portals for grant of **RoW** permissions. The same should be integrated with the proposed national portal for **RoW** permissions.
- The proposed national portal for **RoW** permissions should have a facility to givethe application in the prescribed format with a dashboard to supply real-time status updates.It should have a provision to make online payments of fees and charges.
- It should have the facility to issue electronically signed **RoW** permission, communicate reasons for rejection, if any, to the applicant as per the **Indian Telegraph Right of Way Rules, 2016**, in advance so that the applicant can give its contentions before rejection of the application.
- It should issuea considered permission letter if the proper Authority does not grant or reject the application as specified timelines in the **Indian Telegraph Right of Way Rules, 2016.**
- The proposed national portal for **RoW** permissions should also

have the facility to raise a dispute between a licensee and the proper Authority for referring to the dispute resolution officer appointed by the Central Government. **[Para 5.59]**

6.6 Laying of Common Ducts

- The Central Government should incentivise the establishment of common ducts and posts to be shared on a non-discriminatory basis with service providers and infrastructure providers for setting up telegraph and telegraph lines. **[Para 5.86]**
- For planning and development of common ducts and posts infrastructure across the country, a central entity, namely '**Common Ducts and Posts Development Agency (CDPDA)**', on a non-exclusive basis, should be established by the Central Government. **[Para 5.100]**

6.7 Cross-sector infrastructure development

- As per the design and standards to be finalised by TEC for establishing common ducts infrastructure, a policy should be formulated that mandates co-deployment of common ducts during the construction of any roadway, railway, water pipelines, etc., gas pipelines receiving public funding. Co-deployment of such common ducts could be managed by **CDPDA**. **[Para 5.119]**
- Establishing **common ducts for optical fibre cables** should be an integral part of **Smart City** development plans. [Para 5.121]

6.8 Infrastructure Sharing

- The Authority's earlier recommendations on '**Enhancement of Scope of IP-IRegistration**'dated **13 March 2020**, should be decided by the DoT, and implemented earliest. The global trend is to move towards ***infrastructure sharing***, and this matter needs to be completed within the next 3 months. [Para 5.148].
- To ease the sharing of passive infrastructure such as ducts, optical fibres, posts. The Authority recommends that:
  - To ensure common standards for mapping available *passive infrastructure* using the **Geographic Information System (GIS), Telecom Engineering Centre (TEC)** should notify the standards for this purpose.
  - The *passive infrastructure* available in the country should be mapped by each service provider and infrastructure provider using the **GIS** standardised by **TEC**.
  - After mapping the *passive infrastructure* details by individual service providers and infrastructure providers, the same should be aggregated on the **common GIS**, which should be kept by the Central Government or the Regulator. The *passive infrastructure* of individual service providers and infrastructure providers available for sharing and selling should be clearly delineated on this system.
- To ease leasing and trading of *passive infrastructure* efficiently, the Central Government should establish **e-market place(s)** for this purpose. Such an **e-market place** should be able to access the details of the *passive infrastructure* of individual service providers and infrastructure providers, which is delineated for sharing and selling on the **common GIS** platform. **[Para 5.153]**

6.9. Incentives for Proliferation of Fixed Line Broadband [For Cable Operators]

- ***To increase the supply of fixed-line broadband services in rural and remote areas, Cable Operators, who are keen to deliver broadband services, should be encouraged to set upa last-mile linkage network***.
- ***For this purpose, the Government should impart necessary skills to such Cable Operators and supply soft loans to them on easier terms for setting up last-mile connectivity networks in rural and remote areas. As per the extant licensing framework, these Cable Operators could work as franchisees of any ISP, including BBNL, to supply broadband services.***
- ***To incentivise the first investment in the last-mile linkage network and support broadband business operations initially, in the considered view of the Authority, the Government should notify an interest subvention scheme for Cable Operators registered as Micro and Small size enterprises.***
- ***Initially, the proposed incentive, i.e., license fee exemption, to the eligible licensees should be allowed for thesmallest period of five years. The need for incentives beyond the first five years may be reviewed in the fifth year keeping in view the policy priorities and technological developments at that point in time. [Para 6.83].***

NOTE 1.

By a Press Note dated **15.09.2021**, the **Department of Telecommunications** has given major concessions to the **Telecom Sector**.This is no doubt due to the Vodafone Idea debt default issues. But the new AGR relaxations will help the entire Sector and Cable ISPs.

Key relaxations are:

- The definition of **AGR** has been rationalised by excluding non-telecom revenue of TSPs, on a **prospective basis**.
- A moratorium or deferment has been given up to **four (4) years** beginning on **1 October 2021**, in annual payments of dues under S.C.'s judgement; provided, however, the **Net Present Value** ("**NPV**") of the amounts due still being the same.
- Payments for **spectrum** bought in past auctions (excluding the auction of **2021**) has also been allowed to be deferred for up to **four years** with **NPV** protected at the interest rate stipulated in the respective auctions.
- TSPs availing of the **moratorium** will have to pay the **Marginal Cost of Funds** based on **Lending Rate + 2% interest (instead of 4%)**. The interest will be compounded *annually* (instead of *monthly*). No penalty or interest on penalty will be payable.
- At the end of the **moratorium period**, the Government will supplya choice to TSPs to pay the interest amount arising out of the deferment of payment by way of equity and at the choice of the Government to convert their entire dues into equity.

NOTE 2.

By amendments to **Unified Licence** terms dated **23 September 2021** and **25 September 2021**, the Department of Telecom has allowed the sharing of active/passive infrastructure and authorised hub operated by the satellite provider with the satellite bandwidth seeker. This is a significant relaxation given to the Telecom Sector.

COMMENT

The Lockdown, which is ending slowly, has changed traditional T.V. viewing habits. The current number of OTT subscribers is estimated to be between 300 million and 350 million. This is expected to increase over the next few years to between 700 million and 800 million. According to the MX CEO, this surge will lead to huge innovation in content - in formats, genres, and audience segments. It will also mean a much higher consumption of broadband data.

The Nokia MBiT 2021 Report for India estimates only 22 million fixed-line broadband subscribers in India. With over 100 million cable-connected homes, the growth potential is tremendous. FBB revenues as per Nokia will increase at a CAGR of 8.6% during 2020-2025, mainly driven by the adoption of higher value broadband plans, digitalisation and inflated OTT usage, e-learning, and virtual working.

Amid COVID-19, digital services such as e-commerce, online education and entertainment, and e-payments saw a sizeable increase in consumption across the nation. There has been a 30% increase in time spent on education apps and a 265% increase in April 2020 OTT traffic since February 2020.

Nokia forecasts that the most attractive applications expected to skyrocket data usage include video surveillance, video capture and detection applications, immersive applications experience (AR/VR), smart home, factory, and public safety.

As of 31.03.2021, as per TRAI annual report dated 15.09.2021, there were 907 approved private satellite channels. As of July 31,2021, the latest TRAI data shows that the total number of active DTH subscribers declined to 69.98 million at the end of March 2021 from 70.99 million at the end of December 2020. This is in addition to the subscribers of D.D. Free Dish (DTH service of Doordarshan).

As per the Media Partners Asia report released on September 16, 2021, Pay-TV subscription revenue is expected to reach $7.6 billion by 2026 over $6.4 billion in 2021, in its latest report on India's online video market, highlights "the increasing market share of Direct-to-home (DTH) even as cable T.V. still is in structural decline.There are 127 million pay subscribers, with DTH gaining ground from 2019, reaching 47 per cent, with cable further declining to 53%."

The obvious answer to arrest decline for the Cable Industry is to supply and adopt broadband to the majority of the 100 million cable homes. This would enable the Cable Industry to survive the onslaught of internet content for the next five years.

A key concern has been the AGR concerns and infrastructure sharing concerns which should dissipate after AGR amendments announced by the Governmenton 15 September and sharing of active and passive infrastructure notifications of 23 September 2021 and September 25,2021 issued by DOT.

D. MEDIA BRIEF - (MONITORING RECENT DEVELOPMENTS IN THE MEDIA WORLD WITH LONG TERM IMPACT)

1. INDIA TODAY BECOMES BUSINESS-LIKE

There has been a flurry of appointments of business journalists in the past three months in the **India Today Group**. In **June 2021**, the very well-known business whiz kid of erstwhile **CNBC**, Mr Udayan Mukherjee, joined the Group as Global Business Editor. In **September 2021**, it appointed Mr Sourav Majumdar, ex-editor of **Fortune India** as editor of the **Business Today magazine** and former **Bloomberg TV Editor** Mr Siddhartha Zarabi, as the Managing Director of **Business Today T.V.**

The Vice-Chairman of the **India Today Group** stated that *the business arena goes through an irreversible change every once in a while; amid this disruptive flutter, the real journalists and real ideas reshape the World. We are happy to be on the leading edge of this transformational journey with the most credible journalists, an enviable legacy and a truly Omni platform multimedia Business Today Experience.*"

The English Business Channel scene is down to **CNBC (T.V. 18/ Ambani)** and **E.T. Now (Bennett Coleman/ Jain)** groups. **Bloomberg** never got off the ground and still awaits formal entry (maybe with the **Adani group**). **CNBC** leads **E.T. Now**, but both are more trader oriented.

With a booming economy fuelled by foreign funding and bold economic policies of the Central Government, there is a bright future for Business Channels. However, this writer finds Hindi Business Channels arepeppier and somewhat more credible.

Let us see whether **India Today** does launch a full-time **Business Today** Channel.

2. TIMES OF INDIA GOES HINDI

On **August 1, 2021**, the **Times Now Group** launched its Hindi News Channel titled **Times Now Navbharat**, the **Times Now Group** claimed its slogan ***Ab Badlega Bharat, Banega Navbharat***, *the Channel would be championing action-oriented journalism driven by decisive and credible content.*

Engaging in pure hyperbole, the **Times Network** claimed that *the Channel is looking at providing innovative content in an interactive way and would engage in-depth analysis based on solution-oriented discussions.*

The Channel is headed by the combative Ms Navika Kumar and will have seven primetime shows with other leading anchors. In weeks, the **Times Network** claimed that its advertiser base had grown from 10 to 30 brands within **August 2021**.

These are early days yet. But in less than two months, **Times Now Network** has announced the launch of its Hindi Business Channel titled **E.T. Now Swadesh**. It will be headed by veteran business anchor Mr Nikunj Dalmia who will be its Managing Editor who claimed that *with a unique content offering that is focused on empowering viewers with the knowledge that will enable them to be part of India"s growth story,* ***ET NOW Swadesh*** *will sharply differentiate itself from other players in the Hindi Business News category."* ***E.T. Now Swadesh*** *is being launched on* ***04.10.2021***.

A recent explosion in interest in retail stock market trading extends to semi-rural and rural India. As per **NSDL** data, as of **31.08.2021**, Demat account holders exist in **99.28%** of all pin codes in the country. There are a total of **276** Depository Participants. India investors opened **14.2 million** new Demat accounts in the period **2020-2021**.

These are shrewd marketing moves by India"s most dynamic news organisation and one of the biggest in the World. Currently, ratings are suspended, but the success of these channels are assured considering that as per **BARCTV Universe Estimates 2020** released in **April 2021** stated The number of households owning a T.V. Set increased to 210 million homes from **197 million** in **2018** while the Hindi Speaking T.V. market grew by **8 per cent** in **2020**.

3. ADANI ENTERS THE MEDIA BATTLEGROUND

A brief announcement on **19.09.2021** that veteran Hindi journalist Mr Sanjay Pugalia as CEO and Editor in Chief of the **Adani Media Group**, comes at a time when media consolation has picked up speed in India with the successful merger of the **Disney Star Group** and now the projected **Zee-Sony** merger.

The fact that a Hindi newspaper has been appointed CEO indicates that the **Adani Group** will start with a clutch of news channels. With over **900** licenced private satellite channels, **Adani group** can buy out existing channels in Hindi and Regional languages.

Based on pure speculation, the shares of **NDTV** hit ***upper circuit limits*** that may be acquired by the **Adani Group**. This was denied by the Co-Promoters, Dr Prannoy Roy and his wife, Ms Radhika Roy. The company's net profit on a consolidated basis has gone up by **132 %** in the past year.

One news source claims that with Mr Sanjay Pugalia"s former employer, **The Quint**, not able to get permission for **Bloomberg** due to unspecified but clearly political factors, the Group may link up with **Bloomberg TV**. There is no official announcement on this unverified news item. ■

ZEE TO MERGE WITH SONY

Zee – Sony merger, if it goes through, will result in a major broadcast entity

The Zee – Sony merger has been announced after earlier speculations. It has been creating a major buzz amidst the ongoing controversy within the Zee Board and its investors over governance issues. Post the merger, once the paperwork is complete the combined entity will have 75 channels and 25-30% share of the total TV viewership in India. In digital, it will have two fast-growing OTT platforms, ZEE5 and SonyLIV

The merger deal between Zee Entertainment Enterprises Limited (ZEEL) and Sony Pictures Networks India (SPNI) will be a win-win for both the parties. According to industry experts, the deal, if it fructifies after crossing all hurdles, will allow ZEEL's promoter family to fend off a challenge from Invesco, which is seeking to oust ZEEL MD and CEO Punit Goenka.

The deal will also allow the ZEEL promoter family to retain its 3.99% shareholding in the merged Zee-Sony entity as a consideration for not competing with the merged company. Post-merger SPNI will hold a 52.93% stake in the entity, while ZEEL shareholders will keep the remaining 47.07% stake. ZEEL and SPNI had a combined top line of ₹ 13,452 crore in FY21.

ZEEL doesn't have a presence in sports and kids genres, whereas SPNI is the second-biggest sports broadcaster in the country and has a kids channel called Sony Yay!. Likewise, SPNI doesn't have a presence in regional TV markets barring Marathi whereas ZEEL is among the top three players in markets like Marathi, Bangla, Tamil, Telugu, Malayalam, and Kannada. ZEEL is also a dominant player in Odia, Bhojpuri, and Punjabi markets, which are comparatively smaller but are significant markets, say these experts.

The biggest impact of Zee-Sony merger, according to industry sources, will be on the Hindi GEC and movie genres, which collectively control ₹ 6,000-7,500 crore of total TV ad spends.

The merged entity will also be a force to reckon with in the OTT space with two platforms, SonyLIV and ZEE5. ZEE5's global monthly active users (MAUs) increased to 80.2 million in June, compared to 72.6 million global MAUs in March.

Film and content production is another area where the merger will bring synergistic value. ZEEL has a separate movie division called Zee Studios, while SPNI has Sony Pictures Films India. ZEEL has been aggressively investing in movies to feed into its TV, OTT, and music businesses. SPNI has not been as aggressive in producing Hindi films, but it has a strong slate of international movies for distribution in India. Sony Pictures Films India is all set to premiere around 20 releases over the next one year.

ZEEL's consolidated revenues for the year ended 31st March 2021 stood at ₹ 7729.9 crore, compared to ₹ 8129.9 crore in the previous year, a decline of 4.9%. The company's net profit was up 52% at ₹ 800 crore from ₹ 526.5 crore. Sony Pictures Networks India's (SPNI) consolidated revenue for the fiscal ended 31st March 2021 has dropped 4% to ₹ 5721.6 crore from ₹ 5961.1 crore in FY20. SPNI's consolidated net profit for the fiscal was down 35% to ₹ 582.2 crore from ₹ 895.5 crore.

Sony Pictures Networks India (SPNI) MD and CEO NP Singh is expected to hold a leadership role on the combined Sony-Zee entity's board of directors. ■

TUSSLE BETWEEN DTH AND BROADCASTERS

The ongoing tussle between DTH service providers and broadcasters who are offering free channels on DD's Free Dish is getting heated up. The DTH operators have serious reservations and complain that that the availability of pay channels for free on DD Free Dish is not fair and goes and does not provide for a level-playing field and parity. As per the New Tariff Order (NTO), broadcasters have to designate channels either as free to air (FTA) or pay and the two set of channels cannot be bundled. The MRP of pay channels will have to be uniform across all distribution platforms. It is pertinent to note that DD Free Dish being a free platform doesn't come under the tariff framework.

"Our customers have been complaining (that they have been paying for something that is available for free on another platform). We started these conversations a year ago when we first noticed it was happening and even wrote to TRAI (Telecom Regulatory Authority of India). But we've received no response from either broadcasters or the regulatory authority," Harit Nagpal, managing director and chief executive officer, Tata Sky said. If DTH players do not hear back even now, Nagpal said they would go ahead with legal action that they have been contemplating all this while, he added.

In respect of DD Free Dish, there has been a debate for some time now and it seems that Trai is aware of the issue. Trai's own website has FAQs on broadcasting and cable TV services, which include a question on why pay channels are shown as free on DD Free Dish. In response, Trai has asserted that the nature of a channel has to be same on all addressable platforms and that it is seized of the matter and is in correspondence with the concerned persons, claims Akshay Sachthey, principal associate at legal firm Phoenix.

DD Free Dish has a reach of 40+ million TV homes and has 161 channels, of which 20 are pay channels. Under NTO, Trai has the power to issue orders or directions or intervene for the purposes of securing compliance of NTO's terms or facilitating competition or promoting efficiency in broadcasting operations. If DPOs are aggrieved by Trai's response, then the legal option can be explored by DTH companies. ■

CABINET APPROVES MAJOR REFORMS IN TELECOM SECTOR

Telecom Reforms to boost employment, growth, competition and consumer interests. Liquidity needs of Telecom Service Providers addressed

The Union Cabinet, chaired by the Prime Minister Shri Narendra Modi, approved a number of structural and process reforms in the Telecom sector. These are expected to protect and generate employment opportunities, promote healthy competition, protect interests of consumers, infuse liquidity, encourage investment and reduce regulatory burden on Telecom Service Providers (TSPs).

In the backdrop of the outstanding performance of the Telecom Sector in meeting COVID-19 challenges, with huge surge in data consumption, online education, work from home, interpersonal connect through social media, virtual meetings etc., the Reform measures will further boost the proliferation and penetration of broadband and telecom connectivity. The Cabinet decision reinforces the Prime Minister’s vision of a robust Telecom Sector. With competition and customer choice, antyodaya for inclusive development and bringing the marginalized areas into the mainstream and universal broadband access to connect the unconnected. The package is also expected to boost 4G proliferation, infuse liquidity and create an enabling environment for investment in 5G networks.

Nine structural reforms and Five procedural reforms plus relief measures for the Telecom Service Providers are as below:

Structural Reforms

1. **Rationalization of Adjusted Gross Revenue:** Non-telecom revenue will be excluded on prospective basis from the definition of AGR.
2. **Bank Guarantees (BGs) rationalized:** Huge reduction in BG requirements (80%) against License Fee (LF) and other similar Levies. No requirements for multiple BGs in different Licenced Service Areas (LSAs) regions in the country. Instead, One BG will be enough.
3. **Interest rates rationalized/ Penalties removed:** From 1st October, 2021, Delayed payments of License Fee (LF)/Spectrum Usage Charge (SUC) will attract interest rate of SBI's MCLR plus 2% instead of MCLR plus 4%; interest compounded annually instead of monthly; penalty and interest on penalty removed.
4. **For Auctions held henceforth**, no BGs will be required to secure instalment payments. Industry has matured and the past practice of BG is no longer required.
5. **Spectrum Tenure:** In future Auctions, tenure of spectrum increased from 20 to 30 years.
6. **Surrender of spectrum** will be permitted after 10 years for spectrum acquired in the future auctions.
7. **No Spectrum Usage Charge (SUC)** for spectrum acquired in future spectrum auctions.
8. **Spectrum sharing encouraged**- additional SUC of 0.5% for spectrum sharing removed.
9. **To encourage investment**, 100% Foreign Direct Investment (FDI) under automatic route permitted in Telecom Sector. All safeguards will apply.

Procedural Reforms

1. **Auction calendar fixed** - Spectrum auctions to be normally held in the last quarter of every financial year.
2. **Ease of doing business promoted** - cumbersome requirement of licenses under 1953 Customs Notification for wireless equipment removed. Replaced with self-declaration.
3. **Know Your Customers (KYC) reforms:** Self-KYC (App based) permitted. E-KYC rate revised to only One Rupee. Shifting from Prepaid to Post-paid and vice-versa will not require fresh KYC.
4. **Paper Customer Acquisition Forms (CAF)** will be replaced by digital storage of data. Nearly 300-400 crore paper CAFs lying in various warehouses of TSPs will not be required. Warehouse audit of CAF will not be required.
5. **SACFA clearance** for telecom towers eased. DOT will accept data on a portal based on self-declaration basis. Portals of other Agencies (such as Civil Aviation) will be linked with DOT Portal.

Addressing Liquidity requirements of Telecom Service Providers

The Cabinet approved the following for all the Telecom Service Providers (TSPs):

1. Moratorium/Deferment of upto four years in annual payments of dues arising out of the AGR judgement, with however, by protecting the Net Present Value (NPV) of the due amounts being protected.
2. Moratorium/Deferment on due payments of spectrum purchased in past auctions (excluding the auction of 2021) for upto four years with NPV protected at the interest rate stipulated in the respective auctions.
3. Option to the TSPs to pay the interest amount arising due to the said deferment of payment by way of equity.
4. At the option of the Government, to convert the due amount pertaining to the said deferred payment by way of equity at the end of the Moratorium/ Deferment period, guidelines for which will be finalized by the Ministry of Finance.

The above will be applicable for all TSPs and will provide relief by easing liquidity and cash flow. This will also help various banks having substantial exposure to the Telecom sector. ■

NXTDIGITAL LAUNCHES ITS "PARTNERSHIP FOR GROWTH 3.0"

NXTDIGITAL expands its network with 40 new NXTHUBs across the country; announces its suite of apps

NXTDIGITAL Limited ("NDL"), the media vertical of the global Hinduja Group and India's premier integrated digital distribution company offering digital cable, HITS (Headend-In-The-Sky), broadband, content and teleshopping; launched 40 NXTHUBs across India and unveiled a Value-Added App for its Last Mile Owners ("LMOs"). Following on the launch of its pilot in Ranchi, these NXTHUBs were electronically launched at an event in Hyderabad across 13 states including Andhra Pradesh, Telangana, Gujarat, Uttar Pradesh, Maharashtra and Karnataka, amongst others.

Each NXTHUB is owned and operated by NDL and is equipped with the latest technology comprising an ADDS or Advanced Digital Distribution System – to distribute over 650 digital TV services received via satellite to LMOs and their customers. The NXTHUB plug-and-play model eliminates the need for LMOs to invest in headend and related technology. Besides video and broadband, these NXTHUBs are future-ready to offer a slew of additional digital services including OTT and WiFi.

Each location has been strategically chosen to augment the company's footprint across the country, which today stands at over 4,400 pin codes, as well as focus on markets where LMO growth is constrained by the ability to invest. For LMOs, this plug-and-play solution facilitates them to go "digital" literally overnight, offering their customers over 650 digital television channels and other digital services including broadband. NDL has planned a total of 100 such NXTHUBs for this financial year that will further strengthen the NDL footprint across the country.

Says Vynsley Fernandes, Managing Director & CEO of NXTDIGITAL Limited "One of the key principles of the Hinduja Group is 'Partnership for Growth'. After 2.0 saw the launch of HITS to connect LMOs in even the most remote locations through the only satellite-based cable TV platform in India; 3.0 focuses not just on strengthening the overall ecosystem we have built, but harnessing the convergence of technologies – to be delivered through a national network of NXTHUBs. Video and broadband are only the start of the digital highway of services that we have developed for roll-out, backed by a robust suite of innovative apps developed by service providers, exclusively for our LMOs and subscribers." ■

- 40 new NXTHUBs launched simultaneously across India – each offering over 650 'live' TV channels and broadband. Adds to NXTDIGITAL's existing coverage of over 4,400 pin codes.
- Each NXTDIGITAL owned-and-operated NXTHUB is fitted with an ADDS or Advanced Digital Distribution System, offering Last Mile Owners (LMOs) a plug-and-play solution. The video solution, based on HITS or Headend-In-The-Sky technology is unique as it is satellite based and not constrained by weather, terrain or connectivity
- Eliminates the need for LMOs to invest in head-ends or related technology; and offer their customers a slew of digital services, backed by high quality service levels
- 60 more NXTHUBs being set up across the country. All NXTHUBs are future-ready to deliver a suite of digital services to customers, including OTT and WiFi
- Part of the company's philosophy of "Partnership for Growth" – ensuring its LMOs have access to new products and emerging technologies; to stay relevant and grow.
- Driving digital inclusion, NXTDIGITAL opens up its Application Programming Interfaces (APIs) to LMOs. Announces a pre-integrated mobile app under its VAAP (Value Added Apps for Partners) programme.

NICKELODEON ANNOUNCES THE LAUNCH OF ITS 11TH ANIMATED IP "CHIKOO AUR BUNTY"

India's No1 kids entertainment franchise Nickelodeon continues to lead with innovation – The new IP adds to the most expansive and diverse 700+ hours of the homegrown content slate of the Nickelodeon franchise

The need for new characters and immersive stories is at an all-time high and India's leading kids' entertainment franchise Nickelodeon, continues to address this need by entertaining kids with endearing characters through new formats and relatable storytelling. Leading the local IP content game with innovation in its DNA, Nickelodeon is all set to launch its 11th home grown animated IP 'Chikoo aur Bunty', the only show in the category that is based entirely on the sweet-sour and inseparable relationship between siblings.

Powered by Phillips, in association with Pediasure and Flipkart shopsy, Chikoo aur Bunty brings alive the epic sibling banter that happens in every family and is all set to onboard kids on a journey of unparalleled tongue in cheek comedy and the tug of war between siblings, starting 18th October, 2021 from Monday to Friday at 10am only on Nickelodeon.

Growing from strength to strength with a robust programming strategy, Nickelodeon has successfully identified white spaces and created path breaking localized content appealing to children in India. With local home-grown Nicktoons such as Happy & Pinaki – The Bhoot Bandhus, Ting Tong, Golmaal Jr., Motu Patlu, Shiva and Rudra to name a few, Nickelodeon has introduced kids to new genres of entertainment. The last IP launched by Nickelodeon, Happy & Pinaki – The Bhoot Bandhus was also a runaway hit amongst kids with the show consistently appearing in the top 10 highest rated slots of the category every week since its launch. With 700+ hours of local content, the franchise, today, dominates the kids' space with winning IPs and has established itself as an undisputed category leader.

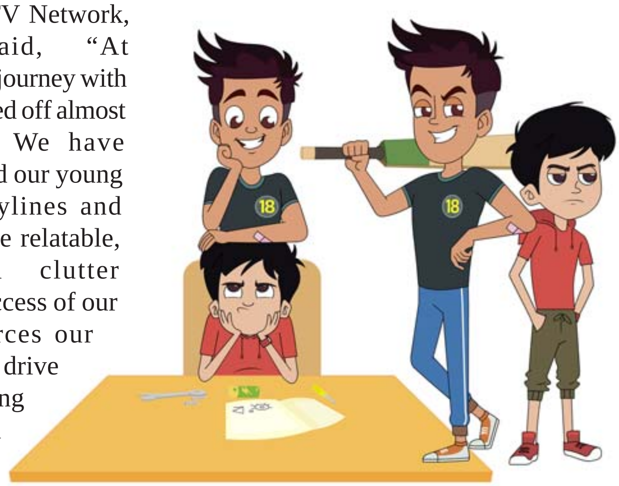
Adding further depth and scale to the brand's diverse content portfolio, is the latest addition "Chikoo aur Bunty" that will bring forth sibling rivalry between the two brothers. A story of every household, the show is set in a middle-class home where the duo lives with their parents and a playful and intelligent dog Barfi. The 11-minute episodic series will bring alive the fun, sometimes sweet and sometimes sour banter, and rivalry between the two brothers competing for affection and goodies, while avoiding being reprimanded by their parents for all their mischiefs at home.

Speaking on the popularity of its home-grown characters and the new IP launch, Nina Elavia Jaipuria, Head, Hindi Mass Entertainment and Kids TV Network, Viacom18, said, "Nickelodeon has always stayed ahead of the curve by introducing kids to characters that are loved and adored. We have consistently catered to our young viewers' evolving preferences with innovative entertainment and immersive storytelling and enhanced engagement experiences. Continuing to lead the dynamic kids' space is a testimony of our thought-through business and content strategies. With the launch of Chikoo aur Bunty, we will add further width and depth to our portfolio of "Made in India IPs" and provide impetus to our mission of entertaining kids and creating an evolved kids ecosystem."

On adding yet another IP, Anu Sikka, Head - Creative, Content &

NINA ELAVIA JAIPURIA

Research, Kids TV Network, Viacom18, said, "At Nickelodeon, our journey with local content kicked off almost a decade ago. We have always introduced our young viewers to storylines and characters that are relatable, engaging and clutter breaking. The success of our past IPs reinforces our commitment and drive to serve our young audience with content that continues to raise the bar.



The launch of our new IP, 'Chikoo aur Bunty' will showcase a realistic representation of the relationship between two siblings who compete for the smallest of things but love each other equally. We look forward to enthralling kids with this unique concept of sibling rivalry and unlimited dose of comedy."

Pulling out all the stops for the launch of Chikoo aur Bunty is a robust multi-screen and multi-touchpoint marketing plan that is sure to draw equal attention from brands as well as kids. To start with an entertaining and foot tapping music video with lyrics written by the legendary Gulzaar Saab will bring to life the fun filled relationship between the sibling duo. This apart Chikoo aur Bunty will capture kids' imagination across the entire franchise through unique and creative promos across platform on GEC's, Music, Movies and Regional TV channels, through interaction on popular OTT apps as well as with curated content on Short Form Content apps. Driving interactivity will be a Sibling Squad of popular Influencers from across India with dance challenges and a lot more. A Virtual Watch Party along with influencers with a whole lot of fun games and interactions is also in store. In addition, customised Chikoo aur Bunty digital games and exciting activities on all social media platforms will surely engage the youngsters. Ensuring maximum excitement, a Chikoo aur Bunty AR filter will also be available on social media platforms in addition to Chikoo aur Bunty GIFs and Stickers. Taking the overall marketing initiative, a step forward, Nickelodeon has partnered with Belgian Waffles, Smoking Joe's and New York Burrito Company to celebrate the unique and everlasting relationship between siblings. While the partnership with Belgian Waffles will allows users to order a Chikoo and Bunty combo pack, the partnership with Smoking Joe's will allow users to order a special Chikoo Bunty Pizza combo. Additionally, one can order a specially curated Chikoo and Bunty meal as well from the New York Burrito Company.

As a market leader, Nickelodeon has consistently pushed the envelope on innovation by launching shows that cater to the discerning and evolving preferences of the young viewers. The launch of 'Chikoo aur Bunty' is yet another addition to its interesting content slate and is sure to capture the hearts and minds of kids and build an everlasting bond with them. ■

THE INDIAN MEDIA BUSINESS
PANDEMIC AND AFTER

By Vanita Kohli - Khandekar

The Indian Media Business , Pandemic and After by celebrated journalist Vanita Kohli – Khandekar is a fascinating account of the Indian media ecosystem and its trials and triumphs and tribulations. Excerpts from the book is published.

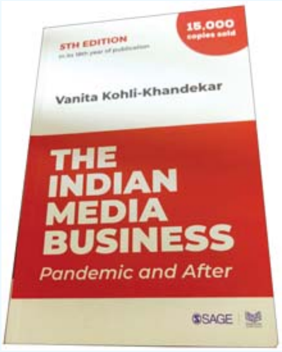
How Did The Pandemic Impact TV?

When the pandemic broke in March 2020, TV viewership rose by 9 per cent over the first half of 2019. The average time spent went up from 3 hours and 46 minutes to over 4 hours. Yet India's top five broadcast networks lost audience share in the beginning.

The reasons were not hard to find. A bulk of the audience and revenues for the top five networks in the `685 billion Indian broadcasting business comes from entertainment pro- gramming. The lockdown meant that shooting of daily soaps and reality shows, programming that drives viewership and keeps audiences hooked, had stopped. There were no new epi- sodes. So while viewership rose, a lot of it went to the worst genre on TV—news. The other big gainers were films and kids. For Star India, an added factor was its inability to broadcast the Indian Premier League or IPL in April.

'The bigger beating (during the pandemic) has been taken by fiction shows. Our strength was The Kapil Sharma Show and our weekend line-up. That worked and we grew initially. Also, SAB TV did well with Taarak Mehta Ka Ooltah Chashmah', said Rohit Gupta, (then) president, Sony Pictures Network in an interview with Business Standard in 2020. A similar focus on its usually strong weekend programming (Bigg Boss, Khatron ke Khiladi, Naagin 5), mythologicals and other repeats (Balika Vadhu, Karmaphal Daata Shani) and lots of dubbed programming worked for Viacom18. On the regional side, it actually gained 3 per cent viewership share.

'The number one learning during this lockdown has been on creation versus curation. We have started challenging our notions of original versus older shows', said Ravish Kumar, senior executive vice-president, Viacom18 in 2020. In Odia, Bangla and other languages, the use of dubbed programming from across the network pushed up viewership by twice or more for many channels. Much of this happened because most of India's 892 million TV viewers were sitting at home. There was no prime time or non-prime time, there was no kids' or adults' time in India's 210 million, largely single TV homes.



'In the lockdown, the family was coming together. Family viewing became even more important. People get together to watch and discuss. Kids saw adult content and adults saw a lot of kids' content', said Nina Elavia Jaipuria, head, Hindi Mass Entertainment and Kids' TV network, Viacom18. 'The world has changed fundamentally. The audience is no longer just the housewife but the whole family. The fixed point chart or programming schedule needs to capture this new reality', says Kumar. While prime-time viewing grew by 4 per cent, non-prime time grew by 14 per cent.

None of this growth, however, translated into revenue. In April 2020, broadcasters saw only 20–25 per cent of the usual revenue; in May, it went to 40 per cent and in June, 50–60 per cent. 'March, April and May were the worst months. Fortunately, outgoing (expenses) had reduced because there was no shooting. July, August, September look good-maybe not the same as last year. We are hopeful that September 2020 should be equal to September 2019. A lot of segments and categories not on air are coming back- auto, e-commerce, FMCG', said Jaipuria.

The uptick in advertising began with fresh programming coming in from July when shooting of shows was allowed. The Indian Premier League, Kaun Banega Crorepati and many other shows helped bring the ad numbers up. These were flickers of a market crawling back to normalcy, not growth. By the end of 2020, the Indian TV business had lost ₹102 billion in revenues even as it gained hugely on time spent. Media Partners Asia estimates that it will take the Indian video industry about three years to come back to 2019 levels in ad revenues. This was true before the second wave hit.

If and when things do come back to normal, the fact remains that the first six months of 2020 changed the interplay between advertisers, audiences and entertainment broadcasters in many ways. Not just by mixing prime time and non-prime time. It is because TV audiences also sampled and gorged on large quantities of streaming video- more than half of which was linear broadcast content. As the the prologue of this book argues, the big battles in the video business will now be fought between Google (YouTube), Amazon (Prime Video), Disney Star and maybe Facebook.

** Excerpted in large parts, with permission, from 'The New Reality of Entertainment Television', a story I did for Business Standard, 16 August 2020.*

Why Is Indian News TV Its Global Shame?

The Citizenship Amendment Bill, demonetization, the Delhi riots, Farm Bill and now Corona. India is now littered with dozens of episodes of the news media's complete failure to inform debate and discussion around key issues. The reason a free media exists in any democracy is so that people can know what is happening, its implication, they can hear all the voices there are. However, except for newspapers, a couple of news channels and half a dozen excellent news websites, most media outlets have done an abysmal job of plain, good-old fashioned reporting.

This is truer of TV which reaches more than 892 million Indians. The internet reaches 795 million and newspapers 421 million people. Of the 892 million that watch TV, news channels reach more than 260 million people, says BARC data. Add the 50–200 million unique visitors most large news broadcasters get online. From just over 10 news channels in 2000, India now has a world-beating 383. To this oversupply add the demands of 24-hour news cycles, lack of training, an utter dependence on ad revenues (and therefore ratings) and dodgy ownership. The result is the Indian news broadcasting market.

This oversupplied market is completely dependent on advertising which goes to channels with the highest viewer- ship. As a result, the last decade has seen a race to the bottom on quality. In this race, everything, from communalizing rapes and murders to inciting violence, is kosher. Much like fake news sites that rely on clickbait headlines such as 'Hilary Clinton is a murderer'. Indian news channels and their star anchors rely on the most fantastic, far-fetched version of events to get audiences in and keep them there. The rubbish they spout is amplified on social media and in WhatsApp forwards. It is then quoted at conferences and in dining rooms becoming the stuff that informs and moulds our political and social decisions. The resulting polarization, the damage to our collective sense of Indianness, is horrendous.

In the failure of their journalism lies the success of fact check- ers such as Alt News and BOOM Live. They do what journalists should check the provenance of a picture, video or report. The pusillanimity of India's news anchors is matched by their dis- dain for the basics of human decency. Their partisan, polarizing coverage of the Delhi riots in 2020 prompted one cartoonist to portray them as vultures feeding off the carcasses of the dead. Indian news TV and its anchors have brought this country international shame. It is now the stuff of memes and jokes not just by Indian stand-up comics and scriptwriters but also by journalists in other parts of the world. On a panel in the UK in 2019, I tried (rather ineffectually) to respond to questions on why Indian news channels did what they did.

All their shouting and vulgarity has relatively small rewards. News TV remains a small ₹30-40 billion part of a ₹685 billion TV business with just a couple of players making money. But the social impact is huge. It is, along with other things, destroying India's reputation as a diverse, liberal democracy- a country whose people are welcomed as intellectuals and CEOs. ■

The Indian Media Business: Pandemic and After, Fifth Edition by Vanita Kohli-Khandekar

SAGE RESPONSE (2021) / 332 pages / Rs. 695.00 (9789354790904) / Paperback

Excerpted with permission from SAGE Publications India from the book
The Indian Media Business - 5th edition, by Vanita Kohli-Khandekar.

A.B.I.S 2021 KNOWLEDGE SUMMIT ONLINE DELIVERS 3 DAYS OF POWER PACKED SESSIONS

A.B.I.S 2021 KNOWLEDGE SUMMIT ONLINE delivered 3 days of power packed sessions featuring panel sessions, fireside chats with industry experts and technology presentations. It covered the entire gamut of television broadcast media, content creation, satellite and cable TV and broadband segments. The sessions attracted stalwarts from across the industry.

The session covered over three days included -

THURSDAY, 21 OCTOBER, 2021

12:30 - 1:15 pm

REMOTE WORKFLOW MADE EASY FOR CREATIVE TEAMS

James NG
Head of Sales, Asia, Studio Network Solutions

THURSDAY, 21 OCTOBER, 2021

2:00 - 2:45 pm

UPGRADING CINEMATOGRPHY SKILLS

Rafey Mahmood
Cinematographer

in conversation with

Manoj Madhavan
Editor,
Broadcast & Film Magazine

3:00 - 4:00 pm

WALKING IN THE CLOUD AND USHERING TRANSFORMATION

Moderator

Peter Bruce
Director/Consultant,
PbruceConsultants

Alan Pimm
Joint Founder & CTO,
mediaSaaS

Dennis Breckenridge
CEO,
Elevate Broadcast

Daniel Pisarski
VP of Engineering,
North America, LiveU

Nagarajan S
Manager, Advanced Technology
& Solutions Consulting,
South Asia Grass Valley

2:00- 2:45 pm

REMOTE EDITING & COLLABORATION

Niels Stevens
Sr. Strategic Development Manager, Digital Video and Audio, Adobe

SATURDAY, 23 OCTOBER, 2021

1:15 - 2:00 pm

THE FINANCIAL IMPACT OF STORAGE IN THE BROADCAST & MEDIA INDUSTRY

Moderator

Stan Moote
CTO, IABM

Thomas Burns,
CTO, Dell Technologies

Margaret Craig
CEO, Signiant

Matt Herson
Specialist Solutions Architect,
AWS

Brad Winett
President, Trackit

FRIDAY, 22 OCTOBER, 2021

12: 30 – 1:15 pm

DWDM SOLUTIONS

Piyush Dedhia
CTO, Optilink Networks Pvt. Ltd.

2:00 - 2:45 pm

REINVENTING CATV & BROADBAND BUSINESS

Vynsley Fernandes
MD and CEO, NXTDIGITAL

in conversation with

Ashok Mansukhani
Media Veteran & Advocate, Bombay High Court

3:00 - 4:00 pm

PANEL DISCUSSION

SATELLITES IN THE VIDEO DISTRIBUTION VALUE CHAIN

Powered by SIA INDIA Satcom Industry Association

Moderator

Rajeev Gambhir
Sr. Director, Technology & Policy, SatCom Industry Association

John Huddle
Director, Market Development, Asia, SES

Rajdeepsinh Gohil
Senior Sales Director, ASIASAT

Gaurav Kharod
Managing Sales Director, Intelsat

Vynsley Fernandes
MD & CEO, NXTDIGITAL

Anil Malhotra
CEO, Siti Networks

4:15 - 5:00 pm

TELESTE 4X4 CHASSIS AND RELATED MODULES

Presented by Mehta Infocom Private Limited

Kurt Nielsen
Senior Director, Channel Sales, VAR Partner Program, Hospitality Nordics, India, China and Latam Networks, Teleste Corporation

SATURDAY, 23 OCTOBER, 2021

11:00 - 11:45 am

CREATING BLOCKBUSTER ANIMATION CONTENT & DRIVING THE BUSINESS

P Jayakumar
CEO, Toonz Media Group

in conversation with

Kireet Khurana
Animator & Filmmaker

12:00 - 1:00 pm

OTT CONTENT PRODUCTION WORKFLOWS

Moderator

Manoj Madhavan
Editor,
Broadcast & Film Magazine

Manas Mittal
Senior Editor

Vijay Venkataramanan
Director, Post-Production,
Netflix India

Patrick Palmer
Director, Product Management,
Professional Video &
Motion Design, Adobe

Mithun D'Souza
Post Producer &
Post Supervisor,
MotionLoop

ASIASAT : ‘ONE CLICK GO LIVE’

AsiaSat takes a strategic stake in leading live streaming service ‘One Click Go Live’

Asia Satellite Telecommunications Company Limited (AsiaSat), Asia’s premier satellite solutions provider, has acquired a strategic stake in One Click Go Live Limited (formerly known as HERMES Live Technology Limited), a company incorporated in Hong Kong and specialised in video live streaming services and solutions.

“I am excited to announce a strategic investment in ‘One Click Go Live’, which will be an excellent complement to AsiaSat’s growing portfolio of video services to meet new and evolving customer demands in the digital age. This once again confirms our commitment in creating synergies and augmenting our capability in delivering the most diverse and innovative video solutions that will benefit our customers,” said Roger Tong, Chief Executive Officer of AsiaSat.

“Accelerating digital transformation has changed the way people consume contents and thus the way broadcasters and corporates connect to their audiences. Global live streaming from ‘One Click Go Live’ will offer our customers the flexibility to expand into the rapidly growing direct-to-consumer business model, especially in micro markets with good terrestrial infrastructure. Nevertheless, our core satellite-based services will remain the most reliable and cost effective solution for clients to reach a broader, ‘macro-level’ segment of great diversity such as the Asian markets which have included some of the world’s most unconnected and hard-to-reach regions,” added Tong.

‘One Click Go Live’ offers video live-streaming solutions that provide professional, broadcast-grade video streaming for live events. Its stable and scalable platform, built on patented video technologies, has delivered more than 300 live events across a geographical footprint of over 50 countries, reaching an audience of more than 20 million. ‘One Click Go Live’ also offers customised low latency live streaming solutions, which are particularly ideal for broadcasting content types such as sports streaming, live auctions, allowing viewers to watch the events on any devices in close to real-time. ‘One Click Go Live’ can be offered independently or as part of AsiaSat’s end-to-end media solution offerings to its blue-chip full time and occasional use customers for linear TV and occasional feed distribution.

The extensive client portfolio of ‘One Click Go Live’ has included customers from entertainment and media sectors serving mega-events such as concerts, award presentations and sports matches; enterprise and business clients for conference and education events such as global meetings and summits, auctions, webinars and workshops; corporate activities from shareholder meetings, town hall meetings to recruitment and staff training. ■

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