



**BSE Limited**

**CIN U67120MH2005PLC155188**

**(Formerly known as Bombay Stock Exchange Limited)**

**Registered office: Floor 25, P J Towers, Dalal Street, Mumbai 400001**

**Statement of Consolidated Financial Results for the Quarter Ended and Period Ended December 31, 2015**

		In Lakh				
PARTICULARS	For The Quarter Ended December 31, 2015 (Unaudited)	For The Quarter Ended September 30, 2015 (Unaudited)	For The Quarter Ended December 31, 2014 (Unaudited)	For The Period Ended December 31, 2015 (Unaudited)	For The Period Ended December 31, 2014 (Unaudited)	For The Year Ended March 31, 2015 (Audited)
<b>I. INCOME</b>						
a) Operating Income	10,894	9,869	8,642	30,070	26,653	36,114
b) Investments and Deposits Income	4,736	4,825	5,286	14,222	16,494	22,257
<b>Total Income</b>	<b>15,630</b>	<b>14,694</b>	<b>13,928</b>	<b>44,292</b>	<b>43,147</b>	<b>58,371</b>
<b>II. EXPENDITURE</b>						
a) Employee Costs	2,822	2,813	2,573	8,360	7,645	10,307
b) Computer Technology Related Expenses	2,569	1,860	1,395	3,709	3,077	7,052
c) Administration and Other Expenses	3,146	4,202	3,115	14,431	10,690	12,006
d) Depreciation and Amortisation (Note 8)	1,528	1,451	1,632	4,388	4,059	5,877
<b>Total Expenditure</b>	<b>10,065</b>	<b>10,326</b>	<b>8,715</b>	<b>30,888</b>	<b>25,471</b>	<b>35,242</b>
<b>III. Profit from Operations before Other Income, Finance cost, Exceptional items and Tax</b>	<b>5,565</b>	<b>4,368</b>	<b>5,213</b>	<b>13,404</b>	<b>17,676</b>	<b>23,129</b>
a) Other Income	936	1,047	977	2,975	3,130	4,104
<b>IV. Profit from Ordinary Activities before Finance Cost, Exceptional items and Tax</b>	<b>6,501</b>	<b>5,415</b>	<b>6,190</b>	<b>16,379</b>	<b>20,806</b>	<b>27,233</b>
Finance Cost	22	15	17	54	47	66
<b>V. Profit from Ordinary Activities before Exceptional items and Tax</b>	<b>6,479</b>	<b>5,400</b>	<b>6,173</b>	<b>16,325</b>	<b>20,759</b>	<b>27,167</b>
Exceptional Items (Notes 4(b) and 5)	(3,010)	1,570	808	1,903	4,219	5,075
<b>VI. Profit before tax</b>	<b>9,489</b>	<b>3,830</b>	<b>5,365</b>	<b>14,422</b>	<b>16,540</b>	<b>22,092</b>
Tax Expense (net)	2,289	258	1,584	2,964	3,667	4,378
<b>VII. Profit after tax before share of loss of associate and minority interest</b>	<b>7,200</b>	<b>3,572</b>	<b>3,781</b>	<b>11,458</b>	<b>12,873</b>	<b>17,714</b>
Less : Share of loss of associate	9	9	7	27	27	28
<b>VIII. Profit after tax before share of profit attributable to minority interest</b>	<b>7,191</b>	<b>3,563</b>	<b>3,774</b>	<b>11,431</b>	<b>12,846</b>	<b>17,686</b>
Less : Share of profit attributable to minority interest	1,941	597	411	2,959	1,516	2,133
<b>IX. Net Profit For The Period / Year attributable to shareholders of the Company</b>	<b>5,250</b>	<b>2,966</b>	<b>3,363</b>	<b>8,472</b>	<b>11,330</b>	<b>15,553</b>
Paid up Equity Capital (Face Value Per Share ` 1 Each)	1,074	1,074	1073*	1,074	1073*	1073*
Reserves (Excluding Revaluation Reserve)						2,45,016
Basic and Diluted EPS in ` (Refer Note Below)	4.81	2.72	3.08	7.76	10.38	14.25

**Note:** Basic and Diluted EPS is not annualised for the quarter ended and period ended results. EPS is calculated on shares issued by the Company.

\*Share capital includes 3,428,571 equity shares of Re. 1/- each (disclosed in the Financial Statements as Equity Share Capital Suspense Account) to be issued as fully paid-up pursuant to the merger of United Stock Exchange of India Limited with BSE Limited under the Scheme of Amalgamation without the payment being received in cash as at March 31, 2015.

- 1 The above consolidated financial results for the Quarter and Period ended December 31, 2015 have been reviewed by the Audit Committee on February 02, 2016 and approved by the Board of Directors on February 03, 2016.
- 2 The Consolidated results of the Group includes the Company, its six direct subsidiaries, two joint ventures and an associate. The results of five direct subsidiaries, two joint ventures and an associate included in the consolidated results have been reviewed / audited by their respective auditors.
- 3 As per the definition of 'business segment' and 'geographical segment', contained in Accounting Standard-17 (AS-17) "Segment Reporting", the Management is of the opinion that as the Group's operations comprise two segments viz. a) Stock exchange activity i.e. facilitating trading of securities and the activities incidental there to and b) Depository activity i.e. providing depository related services, accordingly following disclosure is made.

							In Lakh
Sr. No	Particulars	For The Quarter Ended December 31, 2015 (Unaudited)	For The Quarter Ended September 30, 2015 (Unaudited)	For The Quarter Ended December 31, 2014 (Unaudited)	For The Period Ended December 31, 2015 (Unaudited)	For The Period Ended December 31, 2014 (Unaudited)	For The Year Ended March 31, 2015 (Audited)
A	Segment Revenue						
	(a) Stock Exchange Activity	11,490	11,561	11,149	34,409	34,109	46,438
	(b) Depository Activity	4,064	3,276	2,763	10,093	8,825	12,589
	Total	15,554	14,837	13,912	44,502	42,934	59,027
	Less : Inter Segment Revenue	-	-	-	-	-	-
	Total Income	15,554	14,837	13,912	44,502	42,934	59,027
B	Segment Results before exceptional items						
	(a) Stock Exchange Activity	5,137	5,202	5,762	15,000	18,518	25,341
	(b) Depository Activity	3,169	1,957	1,508	6,615	5,042	7,267
	Total	8,306	7,159	7,270	21,615	23,560	32,608
	Less : Exceptional Items	(3,010)	1,570	808	1,903	4,219	5,075
C	Segment Results after exceptional items						
	(a) Stock Exchange Activity	4,837	3,632	4,954	9,787	14,299	20,266
	(b) Depository Activity	6,479	1,957	1,508	9,925	5,042	7,267
	Total	11,316	5,589	6,462	19,712	19,341	27,533
	Add : Unallocated Corporate Income	1,012	904	993	2,765	3,343	3,448
	Less : Unallocated Corporate Expenses	2,839	2,663	2,090	8,055	6,144	8,889
	Less : Extraordinary Items	-	-	-	-	-	-
D	Profit before taxation	9,489	3,830	5,365	14,422	16,540	22,092
	Less : Provision for taxation	2,289	258	1,584	2,964	3,667	4,378
E	Profit after taxation	7,200	3,572	3,781	11,458	12,873	17,714
						As at	As at
						December 31, 2015 (Unaudited)	Mar 31, 2015 (Audited)
F	Capital Employed						
	(a) Stock Exchange Activity					2,00,369	2,06,443
	(b) Depository Activity					43,990	39,432
	(c) Unallocated					8,692	215
	Total					2,53,051	2,46,090

- 4 In accordance with The Securities Contracts (Regulations) (SECC) Regulations, 2012 (The Regulations) issued on June 20, 2012, every recognized stock exchange is required to transfer twenty five percent of its annual profits every year to a fund of the recognized clearing corporation(s) which clear(s) and settle(s) trades executed on that stock exchange to guarantee the settlement of trades. Further, as per Circular CIR/MRD/DRMNP/25/2014 dated August 27, 2014 issued by the Securities & Exchange Board of India ("SEBI") regarding a Core Settlement Guarantee Fund, every stock exchange shall contribute at least 25% of the Minimum Required Corpus (can be adjusted against transfer of profit by Stock Exchange as per Regulation 33 of SECC Regulations) to a Core Settlement Guarantee Fund established and maintained by its clearing corporation. Pending receipt of formal clarifications regarding the Regulations and the implementation of the circular mentioned,
- a) the Company made an appropriation of ₹ 5,144 lakh as at March 31, 2015. The appropriation of profit after tax for the current year will be made at the end of the financial year.
  - b) The Company has deposited ₹ 2,579 lakh (including interest) towards the Minimum Required Corpus (MRC) to the Core Settlement Guarantee Fund established and maintained by its clearing corporation during FY 2014-15. The deposit amount has been charged to the Statement of Profit and Loss under the head "Exceptional item".
  - c) The Company's current period contribution of ₹ 1,737 lakh towards the MRC has also been charged to the Statement of Profit and Loss under the head "Administration and Other Expenses". The Contribution to the core SGF has been adjusted against reserves.
  - d) The contribution to the Core SGF has been adjusted against transfer of profit by the Exchange as per the Regulation mentioned above.
  - e) In compliance with SEBI vide circular no. CIR/MRD/DRMNP/25/2014 dated August 27, 2014, Indian Clearing Corporation Limited (the clearing corporation of the Exchange) has contributed a sum of ₹ 5,108 lakh during the current period to the Core SGF from its own funds being its share of contribution towards the required MRC.
- 5 a) Pursuant to SEBI Circular CIR/DNP/5/2011 dated June 2, 2011 (BSE Notice no-20110602-18, dated June 02, 2011), the Company had launched a series of Liquidity Enhancement Incentive Programmes (LEIP) to enhance liquidity in BSE's Futures & Options Segment. LEIP was launched on 28th September, 2011 and an expense of ₹ 250 lakh and ₹ 1,531 lakh has been incurred towards the programmes for the quarter and nine month ended December 31, 2015 respectively (₹ 764 lakh and ₹ 2,584 for the quarter and nine month ended December 31, 2014 respectively). Considering the special nature of this expense and its impact on the profit of the Company, the same has been recognised as an exceptional item.
- b) During the last year, the Group implemented a Voluntary Retirement Scheme 2014 (VRS) for all its eligible employees. Post closure of the Scheme an expense of ₹ 1,277 lakh has been incurred and has been treated as an exceptional item for the year ended on March 31, 2015. [Refer V above]
- c) Based on a direction received from SEBI during the period, the Company has charged an amount of ₹ 460 Lakh to the Statement of Profit and Loss which is to be reimbursed to The Stock Exchange Investor's Protection Fund (BSE IPF) towards Contribution to the IFRS Foundation pertaining to earlier years. Considering the nature of the expense and its impact on the profit of the Company, the same has been disclosed as an exceptional item.
- d) Based on the Offer for Sale which has been approved by the Board in its meeting held on November 10, 2015 with regard to the disposal of the investment in BOI Shareholding Limited, an amount of ₹ 643 lakh has been charged in the Consolidated Statement of Profit and Loss being the difference between the proposed sale price and net-worth considered in the consolidated financial results.
- 6 SEBI had issued Depositories and Participants (Amendment) Regulations, 2012 on September 11, 2012 (the "2012 Regulations"). According to the 2012 Regulations, depositories are required to establish and maintain an Investor Protection Fund (the "IPF") for the protection of interest of beneficial owners and every depository was required to credit 25% of its profits every year to the Investor Protection Fund. Accordingly, the Company had credited a total sum of ₹ 3,852 lakh from FY 2012-13 to FY 2014-15 to the IPF as at March 31, 2015.
- On January 21, 2016, SEBI has issued the Securities and Exchange Board of India (Depositories and Participants) (Amendment) Regulations, 2016 (the "Amended Regulations"). According to these Amended Regulations, every depository shall credit 5% or such percentage as may be specified by the Board, of its profits from depository operations every year to the IPF. These Amended Regulations shall be deemed to have come into force from September 11, 2012. Pursuant to the aforesaid Amended Regulations, the amount to be credited to the IPF as at March 31, 2015 should have been ₹ 542 lakh. Consequently, the excess amounts of ₹ 3,310 lakh credited earlier to the IPF has been written back and the same has been disclosed as exceptional item in the Statement of Profit and Loss for the current period.
- 7 Based on SEBI Regulations, the Company is required to divest its stake in Central Depository Services (India) Limited (CDSL) to 24% of the Share Capital of CDSL. As at February 03, 2016, the Board has accepted an offer for sale from a prospective buyer to purchase the shares of CDSL from the Company, however this offer for sale is subject to SEBI and shareholder approval.
- 8 During the year ended March 31, 2015, the Group reassessed the depreciation rate on tangible fixed assets as per the useful life specified in the Companies Act, 2013. Accordingly, depreciation of ₹ 497 lakh on account of assets whose useful life was already exhausted as on April 01, 2014 and deferred tax of ₹ 168 lakh thereon was adjusted against the opening surplus in the Statement of Profit and Loss as at April 01, 2014.
- 9 Figures included in the Statement of Financial Results for the quarter ended December 31, 2015 pertaining to FY 2014-15 have been updated to include figures in the financial results of United Stock Exchange of India Limited (USE) for the corresponding periods as the Scheme of Amalgamation between BSE Limited and USE with an appointment date of April 1, 2014 was effective only from May 14, 2015.
- 10 The Board of Directors at its meeting held on February 03, 2016 have recommended a payment of interim dividend of ₹ 3.50 per equity share of ₹ 1/- each.
- 11 Previous quarter's / year's figures have been regrouped / reclassified wherever necessary to correspond with the current quarter's / year's classification / disclosure.

For and on behalf of Board of Directors of  
**BSE LIMITED**

**Ashishkumar Chauhan**  
Managing Director & CEO

Mumbai, February 03, 2016