



BSE Limited

(Formerly known as Bombay Stock Exchange Limited)

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

PART I : Statement of Standalone Financial Results for the Quarter and Six Months Ended September 30, 2014

₹ In Lakh

| PARTICULARS | For The Quarter Ended September 30, 2014 (Unaudited) | For The Quarter Ended June 30, 2014 (Unaudited) | For The Quarter Ended September 30, 2013 (Unaudited) | For The Six Months Ended September 30, 2014 (Unaudited) | For The Six Months Ended September 30, 2013 (Unaudited) | For The Year Ended March 31, 2014 (Audited) |
|--|--|--|--|---|---|--|
| I. INCOME | | | | | | |
| a) Operating Income | 5,064 | 4,741 | 3,084 | 9,805 | 6,327 | 13,358 |
| b) Investments and Deposits Income | 3,739 | 7,208 | 3,606 | 10,947 | 10,303 | 16,892 |
| Total Income | 8,803 | 11,949 | 6,690 | 20,752 | 16,630 | 30,250 |
| II. EXPENDITURE | | | | | | |
| a) Employee Costs | 1,407 | 1,378 | 1,247 | 2,785 | 2,468 | 5,162 |
| b) Computer Technology Related Expenses | 1,325 | 1,536 | 1,437 | 2,861 | 2,755 | 5,701 |
| c) Administration and Other Expenses | 2,419 | 2,167 | 1,243 | 4,586 | 2,630 | 5,723 |
| d) Depreciation and Amortisation (Note 4) | 893 | 833 | 637 | 1,726 | 1,217 | 2,657 |
| Total Expenditure | 6,044 | 5,914 | 4,564 | 11,958 | 9,070 | 19,243 |
| III. Profit from Ordinary Activity before Other Income, Interest, Exceptional items & Tax | 2,759 | 6,035 | 2,126 | 8,794 | 7,560 | 11,007 |
| a) Other Income | 1,002 | 826 | 782 | 1,828 | 1,519 | 3,033 |
| IV. Profit from Ordinary Activity before Interest, Exceptional items & Tax | 3,761 | 6,861 | 2,908 | 10,622 | 9,079 | 14,040 |
| a) Interest | 6 | 6 | 4 | 12 | 4 | 17 |
| V. Profit from Ordinary Activity before Exceptional items & Tax | 3,755 | 6,855 | 2,904 | 10,610 | 9,075 | 14,023 |
| a) Exceptional item (Note 5) | 929 | 2,123 | 1,808 | 3,052 | 3,801 | 6,129 |
| VI. Profit from Ordinary Activity before Tax | 2,826 | 4,732 | 1,096 | 7,558 | 5,274 | 7,894 |
| a) Tax Expense | 692 | (103) | (229) | 589 | - | 417 |
| VII. Net Profit For The Period/Year | 2,134 | 4,835 | 1,325 | 6,969 | 5,274 | 7,477 |
| Paid up Equity Capital (Face Value Per Share Re. 1 Each) | 1,038 | 1,038 | 1,038 | 1,038 | 1,038 | 1,038 |
| Reserves (Excluding Revaluation Reserve) | | | | | | 2,07,478 |
| Basic and Diluted EPS in ₹ (Refer note below) | 2.02 | 4.57 | 1.25 | 6.59 | 4.99 | 7.07 |

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

PART II : Selected Information for the Quarter Ended September 30, 2014

(A) PARTICULARS OF SHAREHOLDING

| PARTICULARS | For The Quarter Ended Sep 30, 2014 (Unaudited) | For The Quarter Ended June 30, 2014 (Unaudited) | For The Quarter Ended Sep 30, 2013 (Unaudited) | For The Six Months Ended Sep 30, 2014 (Unaudited) | For The Six Months Ended Sep 30, 2013 (Unaudited) | For The Year Ended March 31, 2014 (Audited) |
|---|---|--|---|--|--|--|
| I. Public Shareholding * | | | | | | |
| - Number of Shares | 10,37,97,772 | 10,37,97,772 | 10,37,97,772 | 10,37,97,772 | 10,37,97,772 | 10,37,97,772 |
| - Percentage of Shareholding | 100 | 100 | 100 | 100 | 100 | 100 |
| II. Promoters and Promoters Group Shareholding | | | | | | |
| (a) Pledged / Encumbered | | | | | | |
| - Number of Shares | NIL | NIL | NIL | NIL | NIL | NIL |
| - Percentage of shares (as a % of the total equity shareholding of promoter and promoter group) | NIL | NIL | NIL | NIL | NIL | NIL |
| - Percentage of shares (as a % of the total equity share capital of the company) | NIL | NIL | NIL | NIL | NIL | NIL |
| (b) Non - Encumbered | | | | | | |
| - Number of Shares | NIL | NIL | NIL | NIL | NIL | NIL |
| - Percentage of shares (as a % of the total equity shareholding of promoter and promoter group) | NIL | NIL | NIL | NIL | NIL | NIL |
| - Percentage of shares (as a % of the total equity share capital of the company) | NIL | NIL | NIL | NIL | NIL | NIL |

* Public Shareholding includes share held by Trading Members and Associates of Trading Members.

(B) Information on Investor Complaints for the Quarter ended September 30, 2014

| | |
|--|----|
| Pending at the beginning of the quarter | 1 |
| Received during the quarter | 38 |
| Disposed of during the quarter | 37 |
| Remaining unresolved at the end of the quarter | 2 |

STATEMENT OF ASSETS AND LIABILITIES AS AT SEPTEMBER 30, 2014

(₹ In Lakh)

| PARTICULARS | | As at September 30, 2014 (Unaudited) | As at March 31, 2014 (Audited) |
|-------------|--|--|--------------------------------------|
| A | EQUITY AND LIABILITIES | | |
| 1 | Shareholders' Funds | | |
| | (a) Share Capital | 1,038 | 1,038 |
| | (b) Reserves and Surplus | 2,12,140 | 2,07,478 |
| | | 2,13,178 | 2,08,516 |
| 2 | Share Application Money Pending Allotment | 1 | 1 |
| 3 | Non-Current Liabilities | | |
| | (a) Deferred Tax Liabilities (net) | 587 | 903 |
| | (b) Other Long-term Liabilities | 488 | 635 |
| | (c) Deposits from Trading Members | 2,600 | 3,100 |
| | | 3,675 | 4,638 |
| 4 | Current liabilities | | |
| | (a) Trade Payables | 3,791 | 3,345 |
| | (b) Other Current Liabilities | 52,255 | 37,241 |
| | (c) Short-term Provisions | 3,816 | 5,498 |
| | | 59,862 | 46,084 |
| | TOTAL | 2,76,716 | 2,59,239 |
| B | ASSETS | | |
| 1 | Non-current assets | | |
| | (a) Fixed Assets | 14,371 | 12,355 |
| | (b) Non-current Investments | 1,36,699 | 1,35,944 |
| | (c) Long-term Loans and Advances | 5,644 | 6,065 |
| | (d) Other Non-current Assets | 229 | 290 |
| | | 1,56,943 | 1,54,654 |
| 2 | Current assets | | |
| | (a) Investments | 34,252 | 28,405 |
| | (b) Trade Receivables | 3,607 | 2,401 |
| | (c) Cash and Bank Balances | 70,008 | 68,895 |
| | (d) Short-term Loans and Advances | 2,629 | 1,195 |
| | (e) Other Current Assets | 9,277 | 3,689 |
| | | 1,19,773 | 1,04,585 |
| | TOTAL | 2,76,716 | 2,59,239 |
| | | | |

- 1 The above financial results for the Quarter and Six months ended September 30, 2014 have been reviewed by the Audit Committee and approved by the Board of Directors on November 20, 2014.
- 2 As per the definitions of 'business segment' and 'geographical segment', contained in Accounting Standard – 17 (AS-17) "Segment Reporting", the Management is of the opinion that as the Company's operations comprise only facilitating trading in securities and the activities incidental thereto, there is neither more than one business segment nor more than one reportable geographical segment and therefore following disclosure is made.

| In Lakh | | | | | | | |
|---------|--|--|---|--|---|---|---|
| Sr. No | Particulars | For The Quarter Ended September 30, 2014 (Unaudited) | For The Quarter Ended June 30, 2014 (Unaudited) | For The Quarter Ended September 30, 2013 (Unaudited) | For The Six Months Ended September 30, 2014 (Unaudited) | For The Six Months Ended September 30, 2013 (Unaudited) | For The Year Ended March 31, 2014 (Audited) |
| A | Segment Revenue | | | | | | |
| | Stock Exchange Activity | | | | | | |
| | - Operations | 5,637 | 5,294 | 3,754 | 10,931 | 7,906 | 16,147 |
| | - Related Activities (Treasury) | 3,295 | 6,771 | 3,054 | 10,066 | 8,935 | 14,586 |
| | Total | 8,932 | 12,065 | 6,808 | 20,997 | 16,841 | 30,733 |
| | Less : Inter Segment Revenue | - | - | - | - | - | - |
| | Total Income | 8,932 | 12,065 | 6,808 | 20,997 | 16,841 | 30,733 |
| B | Segment Results before exceptional item | | | | | | |
| | Stock Exchange Activity | | | | | | |
| | - Operations | 785 | 473 | 45 | 1,258 | 583 | 485 |
| | - Related Activities (Treasury) | 3,264 | 6,742 | 3,028 | 10,006 | 8,876 | 14,474 |
| | Total | 4,049 | 7,215 | 3,073 | 11,264 | 9,459 | 14,959 |
| | Less : Exceptional Items | 929 | 2,123 | 1,808 | 3,052 | 3,801 | 6,129 |
| C | Segment Results after exceptional item | | | | | | |
| | Stock Exchange Activity | | | | | | |
| | - Operations | (144) | (1,650) | (1,763) | (1,794) | (3,218) | (5,644) |
| | - Related Activities (Treasury) | 3,264 | 6,742 | 3,028 | 10,006 | 8,876 | 14,474 |
| | Total | 3,120 | 5,092 | 1,265 | 8,212 | 5,658 | 8,830 |
| | Add : Unallocated Corporate Income | 873 | 710 | 664 | 1,583 | 1,308 | 2,550 |
| | Less : Unallocated Corporate Expenses | 1,167 | 1,070 | 833 | 2,237 | 1,692 | 3,486 |
| D | Profit before taxation | 2,826 | 4,732 | 1,096 | 7,558 | 5,274 | 7,894 |
| | Less : Provision for taxation | 692 | (103) | (229) | 589 | - | 417 |
| E | Profit after taxation | 2,134 | 4,835 | 1,325 | 6,969 | 5,274 | 7,477 |
| | | | | | | As at | As at |
| | | | | | | September 30, 2014 (Unaudited) | March 31, 2014 (Audited) |
| F | Capital Employed | | | | | | |
| | Stock Exchange Activity | | | | | | |
| | - Operations | | | | | 6,716 | 4,818 |
| | - Related Activities (Treasury) | | | | | 1,97,418 | 1,99,681 |
| | Unallocated | | | | | 9,045 | 4,018 |
| | Total | | | | | 2,13,179 | 2,08,517 |

- 3 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. Pending receipt of clarifications regarding Regulation 33 of The Securities Contracts (Regulation) (SECC) Regulations, 2012 dated June 20, 2012 and the implementation of the circular mentioned below, the Company made a provisional appropriation of ₹ 2,608 lakh being 25% of the profit after tax for Financial Years 2012-13 and 2013-14, out of the opening balance of the Surplus in the Statement of Profit and Loss as on April 1, 2014. Further, as per Circular CIR/MRD/DRMNP/25/2014 dated August 27, 2014 issued by 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. As mandated by the aforementioned circular, the exchange will implement the provisions of this circular by December 1, 2014.

- 4 During the six months ended September 30, 2014, the Company has reassessed depreciation rate on tangible fixed assets as per the useful life specified in the Companies Act, 2013. Based on current estimates, depreciation of ` 495 lakh on account of assets whose useful lives is already exhausted as on April 01, 2014 and deferred tax of ` 168 lakh thereon have been adjusted against the opening surplus in the Statement of Profit and Loss. As a result of the change, the charge on account of the depreciation for the six month ended September 30, 2014 is higher by ` 379 lakh compared to the charged based on useful lives estimated in earlier periods. [Refer II (d) above]
- 5 a) Pursuant to SEBI Circular CIR/DNPD/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 ` 1,820 lakh has been incurred towards the programmes for the six months ended September 30, 2014 (` 3,801 lakh for the six months ended September 30, 2013). 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 period, the Company implemented a Voluntary Retirement Scheme 2014 (VRS) for all its eligible employees. Post the closure of the Scheme in the current period an expense of ` 1,232 lakh has been incurred and has been treated as an exceptional item. [Refer V (a) above]
- 6 Consequent to the approval of The Securities Exchange Board of India (SEBI) and The Competition Commission of India (CCI), the shareholders of the Company at their court convened meeting held on October 20, 2014, gave consent in respect of the Scheme of Amalgamation ("the Scheme") of The United Stock Exchange of India (USE) with the Company under Section 391 to Section 394 and other applicable provisions of the Companies Act, 1956 (or pursuant to the applicable provisions under the Companies Act, 2013 upon enforcement of such provisions), with effect from April 1, 2014. The Company has filed a petition for approval of the Scheme with the Hon'ble Bombay High Court of Judicature for its approval. Pending approval of the Court, no effect of the Scheme has been given.
- 7 The Statutory Auditors have carried out an review of the financial results for the Quarter and Six months ended September 30, 2014.
- 8 Previous periods/year figures have been regrouped/reclassified and rearranged wherever necessary to correspond with the current period classification/disclosure.

For and on behalf of Board of Directors of
BSE LIMITED

Ashishkumar Chauhan
Managing Director & CEO

Mumbai, November 20, 2014