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 Year Ended March 31, 2016

` In Lakh

	PARTICULARS	For The Quarter Ended March 31, 2016 (Unaudited)	For The Quarter Ended December 31, 2015 (Unaudited)	For The Quarter Ended March 31, 2015 (Unaudited)	For The Year Ended March 31, 2016 (Audited)	For The Year Ended March 31, 2015 (Audited)
I.	**INCOME**					
	a) Operating Income	12,584	10,894	9,461	42,654	36,114
	b) Investments and Deposits Income	4,743	4,736	5,763	18,965	22,257
	Total Income	**17,327**	**15,630**	**15,224**	**61,619**	**58,371**
II.	**EXPENDITURE**					
	a) Employee Costs	3,106	2,703	2,586	11,155	9,986
	b) Computer Technology Related Expenses	1,852	2,511	2,170	8,064	7,042
	c) Administration and Other Expenses	4,318	3,323	3,197	16,557	12,337
	d) Depreciation and Amortisation (Note 8)	1,780	1,528	1,818	6,168	5,877
	Total Expenditure	**11,056**	**10,065**	**9,771**	**41,944**	**35,242**
III.	**Profit from Operations before Other Income, Finance cost, Exceptional items and Tax**	**6,271**	**5,565**	**5,453**	**19,675**	**23,129**
	a) Other Income	1,233	936	974	4,208	4,104
IV.	**Profit from Ordinary Activities before Finance Cost, Exceptional items and Tax**	**7,504**	**6,501**	**6,427**	**23,883**	**27,233**
	Finance Cost	13	22	19	67	66
V.	**Profit from Ordinary Activities before Exceptional items and Tax**	**7,491**	**6,479**	**6,408**	**23,816**	**27,167**
	Exceptional Items (Notes 4 ,5 and 6)	5,336	(3,010)	856	7,239	5,075
VI.	**Profit before tax**	**2,155**	**9,489**	**5,552**	**16,577**	**22,092**
	Tax Expense (net)	277	2,289	711	3,241	4,378
VII.	**Profit after tax before share of loss of associate and minority interest**	**1,878**	**7,200**	**4,841**	**13,336**	**17,714**
	Less : Share of loss of associate	-	9	1	27	28
VIII.	**Profit after tax before share of profit attributable to minority interest**	**1,878**	**7,191**	**4,840**	**13,309**	**17,686**
	Less : Share of profit attributable to minority interest	676	1,941	617	3,635	2,133
IX.	**Net Profit For The Period / Year attributable to shareholders of the Company**	**1,202**	**5,250**	**4,223**	**9,674**	**15,553**
	Paid up Equity Capital (Face Value Per Share ` 1 Each)	1,074	1,074	1,073*	1,074	1,073*
	Reserves (Excluding Revaluation Reserve)				2,43,854	2,45,016
	Basic and Diluted EPS in ` (Refer Note Below)	1.10	4.81	3.87	8.86	14.00

Note: Basic and Diluted EPS is not annualised for the quarter 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.

CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES AS AT MARCH 31, 2016

` In Lakh

	PARTICULARS	As at March 31, 2016 (Audited)	As at March 31, 2015 (Audited)
A	**EQUITY AND LIABILITIES**		
1	**Shareholders' Funds**		
	(a) Share Capital	1,074	1,073
	(b) Reserves and Surplus	2,43,854	2,45,016
		2,44,928	2,46,089
	Core Settlement Guarantee Fund	17,605	11,126
2	**Share Application Money Pending Allotment**	1	1
3	**Minority Interest**	22,231	19,864
			-
4	**Non-current Liabilities**		
	(a) Deferred Tax Liabilities (net)	15	267
	(b) Long-term borrowings	188	356
	(c) Other Long-term Liabilities	5,256	4,499
	(d) Deposits from Members	1,900	1,900
	(e) Long-term provisions	80	77
		7,439	7,099
5	**Current Liabilities**		
	(a) Trade Payables	6,966	5,805
	(b) Other Current Liabilities	1,13,862	1,21,440
	(c) Short-term Provisions	7,665	8,311
		1,28,493	1,35,556
	TOTAL	**4,20,697**	**4,19,735**
B	**ASSETS**		
1	**Goodwill on Consolidation**	8,504	8,504
2	**Non-Current Assets**		
	(a) Fixed Assets	16,458	16,919
	(b) Non-Current Investments	1,52,508	1,41,023
	(c) Deferred Tax Assets (net)	1,078	631
	(d) Long-term Loans and Advances	12,039	8,563
	(e) Other Non-current Assets	150	210
		1,82,233	1,67,346
3	**Current Assets**		
	(a) Investments	53,728	86,595
	(b) Trade Receivables	4,799	3,600
	(c) Cash and Bank Balances	1,61,008	1,45,248
	(d) Short-term Loans and Advances	1,970	2,470
	(e) Other Current Assets	8,455	5,972
		2,29,960	2,43,885
	TOTAL	**4,20,697**	**4,19,735**

1 The above consolidated financial results for the quarter and year ended March 31, 2016 have been reviewed by the Audit Committee on May 4, 2016 and approved by the Board of Directors on May 5, 2016.

2 The Consolidated results of the Group includes the Holding 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 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 March 31, 2016 (Unaudited)	For The Quarter Ended December 31, 2015 (Unaudited)	For The Quarter Ended March 31, 2015 (Unaudited)	For The Year Ended March 31, 2016 (Audited)	For The Year Ended March 31, 2015 (Audited)
A	**Segment Revenue**					
	(a) Stock Exchange Activity	13,699	11,490	12,329	48,108	46,438
	(b) Depository Activity	3,725	4,064	3,764	13,818	12,589
	Total	**17,424**	**15,554**	**16,093**	**61,926**	**59,027**
	Less : Inter Segment Revenue	-	-	-	-	-
	Total Income	**17,424**	**15,554**	**16,093**	**61,926**	**59,027**
B	**Segment Results before exceptional items**					
	(a) Stock Exchange Activity	6,676	5,137	6,823	21,676	25,341
	(b) Depository Activity	2,154	3,169	2,225	8,769	7,267
	Total	**8,830**	**8,306**	**9,048**	**30,445**	**32,608**
	Less : Exceptional Items	5,336	(3,010)	856	7,239	5,075
C	**Segment Results after exceptional items**					
	(a) Stock Exchange Activity	1,340	4,837	5,967	11,127	20,266
	(b) Depository Activity	2,154	6,479	2,225	12,079	7,267
	Total	**3,494**	**11,316**	**8,192**	**23,206**	**27,533**
	Add : Unallocated Corporate Income	1,136	1,012	105	3,901	3,448
	Less : Unallocated Corporate Expenses	2,475	2,839	2,745	10,530	8,889
	Less : Extraordinary Items	-	-	-	-	-
D	**Profit before taxation**	**2,155**	**9,489**	**5,552**	**16,577**	**22,092**
	Less : Provision for taxation	277	2,289	711	3,241	4,378
E	**Profit after taxation**	**1,878**	**7,200**	**4,841**	**13,336**	**17,714**
					As at March 31, 2016 (Audited)	**As at March 31, 2015 (Audited)**
F	**Capital Employed**					
	(a) Stock Exchange Activity				1,94,984	2,06,443
	(b) Depository Activity				43,926	39,432
	(c) Unallocated				6,019	215
	Total				**2,44,929**	**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.Accordingly,

a) the Company had appropriated ` 5,144 lakh as at March 31, 2015.

b) The Company 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(a wholly owned subsidiary) during FY 2014-15. The deposit amount has been charged to the Statement of Consolidated Financial Results during the year under the head "Exceptional item".

c) The Company's current year's contribution of ` 1,741 lakh towards the MRC has also been charged to the Statement of Consolidated Financial Results under the head "Administration and Other Expenses". The contribution to the Core SGF has been adjusted against the transfer of profit by the Company as per the Regulation mentioned above.

d) 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 year to the Core SGF from its own funds being its share of contribution towards the required MRC.

Further, SEBI circular SEBI/HO/MRD/DRMNP/CIR/P/2016/54 dated May 4, 2016 (the "2016 circular") reiterates that 25% of profits has to be transferred to the Settlement Guarantee Fund (SGF). Pursuant to the 2016 circular, the cumulative amount required to be transferred to the said SGF till March 31, 2016 amounts to ` 9,742 lakh being 25% of the profits of the Company after tax, available before making such contribution. The Exchange had already contributed and charged ` 4,320 lakh to the Statement of Consolidated Financial Results towards 25% of the MRC to the Core Settlement Guarantee Fund. After adjusting the investment income accrued on the Exchange's contribution to the Core SGF amounting to ` 279 lakh, the balance amount of ` 5,143 lakh is now charged to the Statement of Consolidated Financial Results as an "Exceptional Item". The amount payable by the Exchange in respect of the SGF as at March 31, 2016 has been disclosed under the head "Current Liabilities" and is payable to the Core Settlement Guarantee Fund within such time as specified by SEBI.

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 ` 193 lakh and ` 1,724 lakh has been incurred towards the programmes for the quarter and year ended March 31, 2016 respectively (` 841 lakh and ` 3,425 for the quarter and year ended March 31, 2015 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.

c) Based on a direction received from SEBI during the year, the Company has charged an amount of ₹ 460 Lakh to the Statement Consolidated of Financial Results 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 Financial Results being the difference between the sale price and net-worth 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 Consolidated Financial Results 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. The Board and Shareholders have accepted an offer for sale from a prospective buyer to purchase the shares of CDSL from the Company, however same is subject to regulatory 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 Consolidated Financial Result as at April 01, 2014.

9 The Board of Directors at its meeting held on May 5, 2016 have recommended a payment of dividend of ₹ 4/- per equity share of ₹ 1/- each. The proposal is subject to the approval of shareholders at the ensuing Annual General Meeting. After taking into account the interim dividend of ₹ 3.50/- per equity share paid in the month of February 2016, the total dividend for the financial year stands at ₹ 7.50/- per equity share.

10 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, May 5, 2016