BSE INVESTMENTS LIMITED

ANNUAL ACCOUNTS

FY 2018-19

INDEPENDENT AUDITOR'S REPORT

To the Members of BSE INVESTMENTS LIMITED

Report on the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of BSE INVESTMENTS LIMITED (herein after referred to as 'the Company' which comprise the balance sheet as at 31 March 2019, the statement of profit and loss (including other comprehensive income), the cash flow statement and the statement of changes in equity for the year then ended and a summary of significant accounting policies and other explanatory information (herein after referred to as 'the standalone financial statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Ind AS, of the Financial position of the Company as at 31 March 2019 and its financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of the Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the preparation and presentation of the standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting standards and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting

records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the ability of the Company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on effectiveness of the Company's internal financial controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We also communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.

2. As required by Section 143 (3) of the Act, we report that:

(a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

(c) the balance sheet, the statement of profit and loss, the statement of cash flow and the statement of changes in equity dealt with by this Report are in agreement with the books of account;

(d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act read with relevant rules issued thereunder;

(e) on the basis of the written representations received from the directors as on 31 March 2019 taken on record by the Board of Directors, none of the director is disqualified as on 31 March 2019 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure B;

(g) with respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid/provided any managerial remuneration during the period. Hence reporting under section 197(16) of the Act is not applicable to the Company; and

(h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, to the best of our information and according to the explanations given to us we state that:

(i) The company did not have any pending litigations against it.

(ii) The company did not have any long-term contract including derivative contract for which there were any material foreseeable losses.

(iii) there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For S. Panse & Co.
Chartered Accountants
(Firm Registration No: 113470W)

Supriya Panse
Partner
Membership No.: 46607
May 03, 2019
Mumbai

Annexure - A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2019, we report that:

(i) The Company does not possess any fixed assets hence reporting paragraph 3 (i) of the Order is not applicable.

(ii) The Company is formed as a Special Purpose Vehicle for strategic Investments of BSE. It does not hold any stock, hence reporting paragraph 3 (ii) of the Order is not applicable.

(iii) To the best of our knowledge and according to the information and explanations given to us, the Company has not granted any loans to entities covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). Accordingly, reporting under paragraph 3 (iii) of the Order is not applicable.

(iv) To the best of our knowledge and according to the information and explanations given to us, the Company has not made any investment or provided any guarantee or security in terms of provisions of section 185 and 186 of the Act. Hence reporting under paragraph 3 (iv) of the Order is not applicable.

(v) To the best of our knowledge and according to the information and explanations given to us, the Company has not accepted deposits from public and therefore, reporting under paragraph 3 (v) of the Order is not applicable.

(vi) To the best of our knowledge and according to the information and explanations given to us, the Company is not required to maintain cost records as prescribed by the Central Government under section 148(1) of the Act for the services rendered by the Company.

(vii) To the best of our knowledge and according to the information and explanations given to us, in respect of statutory dues:

(a) The Company has generally been regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Value Added Tax, Service Tax, Goods and Service Tax, Customs Duty, Excise duty, Cess and other material statutory dues as applicable with the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Value Added Tax, Service Tax, Goods and Service Tax, Customs Duty, Excise duty, Cess and other material statutory dues as applicable in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.

(c) There were no material dues of Income Tax, Sales tax, Service Tax, Goods and Service Tax, Duty of customs, Duty of Excise, Value Added tax as applicable that were not deposited by the Company on account of dispute.

(viii) To the best of our knowledge and according to the information and explanations given to us, the Company has not taken any loans or borrowings from any financial institution, banks, government or has not issued any debentures. Hence reporting under paragraph 3 (viii) of the Order is not applicable to the Company.

(ix) To the best of our knowledge and according to the information and explanations given to us, the Company has not raised monies by way of initial public offer or further public offer (including debt instruments) and term loans and hence reporting under paragraph 3 (ix) of the Order is not applicable to the Company.

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) To the best of our knowledge and according to the information and explanations given to us, the Company has not paid/provided any managerial remuneration during the period. Accordingly, paragraph 3 (xi) of the Order is not applicable.

(xii) To the best of our knowledge and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

(xiii) To the best of our knowledge and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) The Company has issued shares to the existing share holder by way of right issue during the year as mentioned in Note 9 and to the best of our knowledge and according to the information and explanations given to us the amount raised has been parked in Fixed Deposit till the time it is used for the intended purpose.

(xv) To the best of our knowledge and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and thus provisions of section 192 of the Companies Act, 2013 are not applicable to the Company. Hence reporting under paragraph 3(xv) of the Order is not applicable.

(xvi) The Company is not required to be registered under section 45 -IA of the Reserve Bank of India Act 1934.

For S. Panse & Co.
Chartered Accountants
(Firm Registration No: 113470W)

Supriya Panse
Partner
Membership No.: 46607
May 03, 2019
Mumbai

Annexure - B to the Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of BSE INVESTMENTS LIMITED ("the Company") as of 31 March 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S. Panse & Co.
Chartered Accountants
(Firm Registration No: 113470W)

Supriya Panse
Partner
Membership No.: 46607
May 03, 2019
Mumbai

BSE INVESTMENTS LIMITED

STANDALONE BALANCE SHEET AS AT MARCH 31, 2019

(Amount in ₹)

	PARTICULARS	Note No.	As at March 31, 2019	As at March 31, 2018
	ASSETS			
1	**Non-current assets**			
	a. Financial assets			
	i. Investments in Subsidiary	3	1,00,000	-
	ii. Investments in associates	4	14,00,40,000	-
	b. Income tax assets (net)	5	5,276	-
	Total non-current assets (1)		**14,01,45,276**	**-**
2	**Current assets**			
	a. Financial Assets			
	i. Other investments	6	-	14,84,06,723
	ii. Cash and cash equivalents	7	23,72,93,397	3,27,435
	iii. Other financial assets	8	3,68,962	-
	Total current assets (2)		**23,76,62,359**	**14,87,34,158**
	Total Assets (1+2)		**37,78,07,635**	**14,87,34,158**
	EQUITY AND LIABILITIES			
3	**Equity**			
	a. Equity Share capital	9	37,00,00,000	14,85,00,000
	b. Other Equity	10	77,53,579	1,86,934
	Total equity (3)		**37,77,53,579**	**14,86,86,934**
	LIABILITIES			
4	**Non-current liabilities**		-	-
	Total Non-current liabilities (4)		**-**	**-**
5	**Current liabilities**			
	a. Financial Liabilities			
	Trade payables	11	-	-
	Total outstanding dues of micro enterprises and small enterprises		-	-
	Total outstanding dues of creditors other than micro enterprises and small enterprises		54,056	45,224
	b. Other liabilities	12	-	2,000
	Total current liabilities (5)		**54,056**	**47,224**
	Total Equity and Liabilities (3+4+5)		**37,78,07,635**	**14,87,34,158**

See accompanying notes forming part of the financial statements 1 - 20

In terms of our report attached
For **S. Panse & Co.**
Chartered Accountants
Firm Reg. No. : 113470W

For and on behalf of the Board of Directors

Supriya Panse
Partner
Membership No.: 46607

Shankar Jadhav
Managing Director
DIN: 06924145

Ashishkumar Chauhan
Director
DIN: 00898469

Nayan Mehta
Director
DIN: 03320139

Place : Mumbai
Date : May 3, 2019

Harihara Subramanian
Chief Financial Officer

Vatsal Doshi
Company Secretary

BSE INVESTMENTS LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2019

(Amount in ₹)

	PARTICULARS	Note No.	For the year ended March 31, 2019	For the year ended March 31, 2018
	CONTINUING OPERATIONS			
1	**Revenue From Operations:**			
	Income from sale of Services		-	-
2	Investment Income	13	1,58,72,685	21,16,271
3	Other Income		25,000	-
4	**Total Revenue (1+2+3)**		**1,58,97,685**	**21,16,271**
5	**Expenses**			
	Administration and Other Expenses	14	44,29,894	14,66,934
	Total Expenses		**44,29,894**	**14,66,934**
6	**Profit / (loss) Before Tax (4-5)**		1,14,67,791	6,49,337
7	**Tax Expense:**	15		
	Current Tax		39,01,146	-
	Deferred Tax		-	-
			39,01,146	-
8	**Profit / (loss) for the period / year from continuing operations (6-7)**		**75,66,645**	**6,49,337**
9	Profit From Discontinued Operations		-	-
10	Tax expenses of Discontinued Operations		-	-
11	Profit From Discontinued Operations (after tax) (8+9)		-	-
12	**Profit / (loss) for the period / year (8+11)**		**75,66,645**	**6,49,337**
13	**Other Comprehensive Income**			
	A (i) Items that will not be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to tems that will be reclassified to profit or loss		-	-
	Total Other Comprehensive Income for the period / year		**-**	**-**
	Total Comprehensive Income for the period / year (12+13)		**75,66,645**	**6,49,337**
14	**Earnings Per Equity Share (from continuing operation):**			
	Basic and Diluted	16	0.02	0.01
	Face Value of Share ₹		1	1
	Weighted Average Number of Shares (Nos.)		34,14,78,082	4,46,43,836

See accompanying notes forming part of the financial statements 1 - 20

In terms of our report attached

For S. Panse & Co.
Chartered Accountants
Firm Reg. No. : 113470W

For and on behalf of the Board of Directors

Supriya Panse
Partner
Membership No.: 46607

Shankar Jadhav
Managing Director
DIN: 06924145

Ashishkumar Chauhan
Director
DIN: 00898469

Nayan Mehta
Director
DIN: 03320139

Place : Mumbai
Date : May 3, 2019

Harihara Subramanian
Chief Financial Officer

Vatsal Doshi
Company Secretary

BSE INVESTMENTS LIMITED

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2019

(Amount in ₹)

	PARTICULARS	For the year ended March 31, 2019	For the year ended March 31, 2018
A.	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Profit / (Loss) for the period / year	75,66,645	6,49,337
	Adjustments For:		
	Income tax expenses recognised in profit and loss	39,01,146	-
	Dividend Income	(7,69,385)	(19,70,214)
	Interest Income	(1,51,90,566)	-
	Net gain arising on financial assets designated as at FVTPL	87,266	(1,46,057)
		(1,19,71,539)	**(21,16,271)**
	Operating Profit Before Working Capital Changes	(44,04,894)	(14,66,934)
	Adjustments For Increase/(Decrease) In Operating Liability/Assets :		
	Trade Payable	8,832	(18,026)
	Other Current Liabilities	(2,000)	2,000
		6,832	**(16,026)**
	Direct taxes paid (net of refunds)	(39,06,422)	-
	Net cash generated from / (used in) operating activities	**(83,04,484)**	**(14,82,960)**
B.	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Redemption / (Purchase) of investment in mutual funds	14,83,19,457	(14,78,60,486)
	Investment in subsidiary	(1,00,000)	-
	Investment in associates	(14,00,40,000)	-
	Interest income received	1,48,21,604	-
	Dividend income received	7,69,385	19,70,214
	Net cash generated from / (used in) investing activities	**2,37,70,446**	**(14,58,90,272)**
C.	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Issue of share capital	22,15,00,000	14,75,00,000
	Net cash generated from / (used in) financing activities	**22,15,00,000**	**14,75,00,000**
D.	**Net (Decrease) / Increase In Cash And Cash Equivalents**	**23,69,65,962**	**1,26,768**
	Cash and cash equivalents at the beginning of the period / year	**3,27,435**	**2,00,667**
	Cash and cash equivalents at the end of the period / year*	**23,72,93,397**	**3,27,435**
	*** Cash and cash equivalents at the end of the period / year comprises (refer note 7)**		
	In Current Account	1,93,425	3,27,435
	In Deposit Account	23,70,99,972	-
		23,72,93,397	**3,27,435**

See accompanying notes forming part of the financial statements 1 - 20

In terms of our report attached
For S. Panse & Co.
Chartered Accountants
Firm Reg. No. : 113470W

For and on behalf of the Board of Directors

Supriya Panse
Partner
Membership No.: 46607

Shankar Jadhav
Managing Director
DIN: 06924145

Ashishkumar Chauhan
Director
DIN: 00898469

Nayan Mehta
Director
DIN: 03320139

Place : Mumbai
Date : May 3, 2019

Harihara Subramanian
Chief Financial Officer

Vatsal Doshi
Company Secretary

BSE INVESTMENTS LIMITED

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2019

(Amount in ₹)

PARTICULARS	Amount
a. Equity Share Capital	
Balance as at April 1, 2017	**10,00,000**
Changes in Equity Share Capital During the year	14,75,00,000
Balance as at March 31, 2018	**14,85,00,000**
Changes in Equity Share Capital During the period/year	22,15,00,000
Balance as at March 31, 2019	**37,00,00,000**

b. Other Equity

Particulars	Retained Earnings	Other Comprehensive Income	Total
Balance as at April 1, 2017	**(4,62,403)**	**-**	**(4,62,403)**
Profit / (Loss) for the year	6,49,337	-	6,49,337
Other Comprehensive Income for the period (net of Taxes)	-	-	-
Balance as at March 31, 2018	**1,86,934**	**-**	**1,86,934**
Profit / (Loss) for the period	75,66,645	-	75,66,645
Other Comprehensive Income for the period (net of Taxes)	-	-	-
Balance as at March 31, 2019	**77,53,579**	**-**	**77,53,579**

See accompanying notes forming part of the financial statements 1 - 20

In terms of our report attached

For S. Panse & Co.
Chartered Accountants
Firm Reg. No. : 113470W

For and on behalf of the Board of Directors

Supriya Panse
Partner
Membership No.: 46607

Shankar Jadhav
Managing Director
DIN: 06924145

Ashishkumar Chauhan
Director
DIN: 00898469

Nayan Mehta
Director
DIN: 03320139

Place : Mumbai
Date : May 3, 2019

Harihara Subramanian
Chief Financial Officer

Vatsal Doshi
Company Secretary

1. General Information

BSE Investments Limited herein after referred to as "the Company" was incorporated in February 2014, as a wholly owned subsidiary of BSE Ltd., to act as a Special Purpose Vehicle for strategic Investments of BSE.

The standalone financial statements were authorized for issue by the Company's Board of Directors on May 3, 2019.

2. Significant Accounting Policies

2.1 Statement of compliance

These standalone financial statements as at and for the period ended March 31, 2019 have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

2.2 Basis of measurement

The standalone financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain items that are measured at fair value as required by relevant Ind AS:

(i) Financial assets and financial liabilities measured at fair value (refer accounting policy on financial Instruments);

(ii) Defined benefit and other long-term employee benefits

2.3 Functional Currency and Foreign Currency

The functional currency of BSE Investment Limited is Indian rupee (₹).

Income and expenses in foreign currencies are recorded at exchange rates prevailing on the date of the transaction. Foreign currency monetary assets and liabilities are translated at the exchange rate prevailing on the balance sheet date and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss.

2.4 Use of Estimates and Judgments:

The preparation of these standalone financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

2.5 Revenue recognition

2.5.1 Revenue from Services is recognized as and when the service is performed as per the relevant agreements and when there is a reasonable certainty of ultimate realization.

Effective April 1, 2018, the Company has applied Ind AS 115 which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised. Ind AS 115 replaces Ind AS 18 Revenue. The Company has adopted Ind AS 115 using the cumulative effect method. The effect of initially applying this standard is assessed at the date of initial application (i.e. April 1, 2018). There was no impact on the adoption of the standard on the financial statements of the Company.

2.5.2 Dividend Income is recognized when the unconditional right to receive dividend is established.

2.5.3 Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principle outstanding and the effective interest rate applicable, which is the rate exactly discounts the estimated future cash receipts through expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.6 Leases

Leases under which the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. All other leases are classified as operating leases.

2.6.1 Finance lease

When acquired, such assets are capitalized at fair value or present value of the minimum lease payments at the inception of the lease, whichever is lower. Corresponding liability to the lessor is included in the financial statements as finance lease obligation.

2.6.2 Operating Lease

Lease payments under operating leases are recognised as an income / expense on a straight line basis in the Statement of Profit and Loss over the lease term except where the lease payments are structured to increase in line with expected general inflation.

2.7 Cost recognition

Costs and expenses are recognised when incurred and have been classified according to their primary nature.

2.8 Income Tax

Tax expenses comprises current tax (i.e. amount of tax for the period determined in accordance with the income tax-law) and deferred tax charge or credit (reflecting the tax effects of timing deference between accounting income and taxable income for the year).

Current tax is measured at the amount expected to be paid to the taxation authorities, using applicable tax rates and tax laws.

Deferred income tax is recognised using the balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax asset are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Minimum Alternate Tax (MAT): In accordance with the guidance note issued by the Institute of Chartered Accountants of India ('ICAI') on accounting for credit available in respect of MAT under the Income-tax Act, 1961, the Company recognizes MAT credit as an asset only when and to the extent there is convincing evidence that the Company will be liable to pay normal income tax during the specified period

2.9 Financial Instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

2.9.1 Cash and cash equivalents: Cash and cash equivalents considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

2.9.2 Financial assets at amortised cost: Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

2.9.3 Financial assets at fair value through other comprehensive income: Financial assets are measured at fair value through other comprehensive income if these financial assets are held

within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

2.9.4 Financial assets at fair value through profit or loss: Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in profit or loss.

2.9.5 Equity investments in Subsidiaries and Associates: All equity investment in Subsidiaries and associates are measured at cost.

2.9.6 Financial liabilities: Financial liabilities are measured at amortised cost using the effective interest method.

2.9.7 Equity instruments: An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Equity instruments recognised by the Company are recognised at the proceeds received net off direct issue cost.

2.9.8 Equity Instruments (Share capital): Ordinary shares:- Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are recognised as a deduction from equity, net of any tax effect (if any).

2.10 Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation (other than freehold land) and impairment loss, if any.

The cost of tangible assets comprises purchase price and any cost directly attributable to bringing the assets to its working condition for its intended use.

2.11 Intangible assets

Intangible assets purchased are measured at cost or fair value as of the date of acquisition, as applicable, less accumulated amortisation and accumulated impairment, if any.

Any expense on software for support, maintenance, upgrades etc., payable periodically is charged to the Statement of Profit and Loss

2.12 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties the

present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

2.13 Impairment

2.13.1 Financial assets (other than at fair value)

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

2.13.2 Non-financial assets (Tangible and intangible assets)

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit or loss.

2.14 Current/ Non-current classification

The company present assets and liabilities to be classified as either Current or Non-current.

Assets

- An asset is classified as current when it satisfies any of the following criteria:
  a) it is expected to be realised in, or is intended for sale or consumption in, the entity's normal operating cycle;
  b) it is held primarily for the purpose of being traded;
  c) it is expected to be realised within twelve months after the balance sheet date; or
  d) it is cash or a cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the balance sheet date

- All other assets are classified as non-current.

Liabilities

- A liability is classified as current when it satisfies any of the following criteria:
  a) it is expected to be settled in, the entity's normal operating cycle;
  b) it is held primarily for the purpose of being traded; it is due to be settled within twelve months after the balance sheet date; or
  c) the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the balance sheet date.

- All other liabilities are classified as non-current.

Operating Cycle

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

2.15 Earnings per share

Basic earnings per share are computed by dividing profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The company did not have any potentially dilutive securities in any of the periods presented.

3. Investments in subsidiary

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Non-current Investments		
Un-quoted Investments (all fully paid)		
Investment in Equity Instruments		
Pranurja Solutions Limited	1,00,000	-
(1,00,000 Fully paid equity shares of ₹ 1 each)		
Total	**1,00,000**	**-**

4. Investments in associates

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Non-current Investments		
Un-quoted Investments (all fully paid)		
Investment in Equity Instruments		
BSE EBIX Insurance Broking Private Limited	2,00,40,000	-
(20,04,000 Fully paid equity shares of ₹ 10 each)		
(Voting right - 40%)		
CDSL Commodity Repository Limited	12,00,00,000	-
(1,20,00,000 Fully paid equity shares of ₹ 10 each)		
(Voting right - 24%)		
Total	**14,00,40,000**	**-**

5. Income tax assets and liabilities

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Non Current tax assets		
Non Current tax assets (net of provision)	5,276	-
Total	**5,276**	**-**

6. Other investments

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Current		
Quoted Investment		
Investment in Mutual Funds	-	14,84,06,723
Total	**-**	**14,84,06,723**
Investment in Mutual Funds		
ICICI Prudential Liquid - Direct Plan - Daily Dividend (Units)	-	14,81,591.494
ICICI Prudential Liquid - Direct Plan - Daily Dividend (Market Value)	-	14,84,06,723

7. Cash and cash equivalents

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Current		
Cash on hand	-	-
Balance with Banks		
In Current Accounts	1,93,425	3,27,435
In Deposit Accounts	23,70,99,972	-
(Original maturity less than three months)		
Total	**23,72,93,397**	**3,27,435**

8. Other financial assets

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Current		
Accrued interest		
- On deposits	3,68,962	-
Total	**3,68,962**	**-**

9. Equity Share Capital

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Equity Share Capital		
Authorised share capital:		
49,00,00,000 (14,85,00,000 as at March 31, 2018) Equity Shares of ₹ 1/- each with voting rights	49,00,00,000	14,85,00,000
Issued, Subscribed and fully Paid - up		
37,00,00,000 (14,85,00,000 as at March 31, 2018) Equity Shares of ₹ 1/- each with voting rights		14,85,00,000
	37,00,00,000	
Total	**37,00,00,000**	**14,85,00,000**

Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period / year

Particulars	As at March 31, 2019	As at March 31, 2018
No. of shares at the beginning of the period / year	14,85,00,000	10,00,000
Issue of shares during the period / year	22,15,00,000	14,75,00,000
No. of shares at the end of the period / year	37,00,00,000	14,85,00,000

10. Other equity

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Retained earnings		
Balance at the beginning of the period / year	1,86,934	(4,62,403)
Total Comprehensive Income during the period / year	75,66,645	6,49,337
Total	**77,53,579**	**1,86,934**

11. Trade Payable

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Current		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		
Payable to service providers	54,056	45,224
Total	**54,056**	**45,224**

12. Other liabilities

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Current		
Statutory Remittances	-	2,000
Total	**-**	**2,000**

13. Investments income

(Amount in ₹)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Dividend income		
Dividend Income on Mutual Fund	7,69,385	19,70,214
Interest income		
Interest on Fixed Deposits	1,51,90,566	-
Other gain and losses		
Net gain arising on financial assets designated as at FVTPL	(87,266)	1,46,057
Total	**1,58,72,685**	**21,16,271**

14. Administration and other expenses

(Amount in ₹)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Auditors Remuneration	34,692	32,260
Professional Fee	9,19,356	49,024
ROC Filling Fee and Stamp Duty Charges	34,75,146	13,85,650
Miscelleneous expenses	700	-
Total	**44,29,894**	**14,66,934**

14.1 Auditors' Remuneration

(Amount in ₹)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Auditors' Remuneration Includes:		
Statutory Audit Fees	34,692	32,260
Total	**34,692**	**32,260**

15. Taxes

(a) Income tax expenses

The major components of income tax expenses for the period ended March 31, 2019

(i) Profit or loss section

(Amount in ₹)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Current tax	39,01,146	-
Deferred tax	-	-
Total income tax expense recognised in profit or loss	39,01,146	-

(ii) Other comprehensive income section

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Current tax	-	-
Deferred tax	-	-
Total income tax expense recognised in other comprehensive income	-	-

(b) Reconciliation of effective tax rate

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
(A) Profit before tax	1,14,67,791	6,49,337
(B) Enacted tax rate in india	27.82%	25.75%
(C) Expected tax expenses (A*B)	31,90,339	1,67,204
(D) Other than temporary differences		-
Investment income	(2,14,043)	(5,07,330)
Expenses disallowed / (allowed)	-	-
(E) Temporary difference on which deferred tax assets not recognised	-	-
Business loss carried forward	(76,286)	23,505
Preliminary Expenses	(2,782)	(2,575)
ROC Filling Fee and Stamp Duty Charges	9,66,786	3,56,805
Disallowance u/s 14A	12,855	-
Net gain arising on financial assets designated as at FVTPL	24,277	(37,610)
(F) Net adjustments (D+E)	7,10,807	(1,67,204)
(G) Tax expenses recognised in Profit or Loss (C+F)	39,01,146	-

(c) Deferred Tax Assets not recognised in financial statements

Particulars	For the year ended March 31, 2018
Business loss carried forward	70,610
Net gain arising on financial assets designated as at FVTPL	37,610
Preliminary Expenses	2,575

16. Earnings Per Share

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Profit for the year (₹)	75,66,645	6,49,337
Weighted average number of equity shares	34,14,78,082	4,46,43,836
Earnings per share basic and diluted (₹)	0.02	0.01
Face value per equity share (₹)	1	1

17. Financial Instruments

The significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 2.9 to the financial statements.

Financial assets and liabilities

The carrying value of standalone financial instruments by categories as of March 31, 2019 is as follows:

(in ₹)

Particulars	Cost	Fair Value through Profit and Loss	Amortised Cost	Total Carrying Value	Total Fair Value
Assets					
Investments in subsidiaries and associates	14,01,40,000	-	-	14,01,40,000	14,01,40,000
Cash and cash equivalents	-	-	23,72,93,397	23,72,93,397	23,72,93,397
Other financial assets	-	-	3,68,962	3,68,962	3,68,962
Total	**14,01,40,000**	**-**	**23,76,62,359**	**37,78,02,359**	**37,78,02,359**
Liabilities					
Trade payables	-	-	54,056	54,056	54,056
Total	**-**	**-**	**54,056**	**54,056**	**54,056**

The carrying value of standalone financial instruments by categories as of March 31, 2018 is as follows:

(in ₹)

Particulars	Cost	Fair Value through Profit and Loss	Amortised Cost	Total Carrying Value	Total Fair Value
Assets					
Investments	-	14,84,06,723	-	14,84,06,723	14,84,06,723
Cash and cash equivalents	-	-	3,27,435	3,27,435	3,27,435
Total	**-**	**14,84,06,723**	**3,27,435**	**14,87,34,158**	**14,87,34,158**
Liabilities					
Trade payables	-	-	45,224	45,224	45,224

Particulars	Cost	Fair Value through Profit and Loss	Amortised Cost	Total Carrying Value	Total Fair Value
Total	**-**	**-**	**45,224**	**45,224**	**45,224**

Fair value hierarchy:

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

- Level 1 — Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 — Inputs are other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 — Inputs are not based on observable market data (unobservable inputs).

Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The investments included in Level 2 of fair value hierarchy have been valued using quotes available for similar assets and liabilities in the active market. The investments included in Level 3 of fair value hierarchy have been valued using the cost approach to arrive at their fair value. The cost of unquoted investments approximate the fair value because there is a range of possible fair value measurements and the cost represents estimate of fair value within that range.

18. Segment Reporting

The Company does not have any reportable Segments as per Indian Accounting Standard 108 "Operating Segments".

19. Commitment and Contingencies

There are no contingent liabilities as at March 31, 2019 (₹ NIL as at March 31, 2018).
There are no contracts remaining to be executed on capital account and not provided for (net of advances) as at March 31, 2019 (₹ NIL as at March 31, 2018).

20. Related Party Disclosure

20.1 Names of related parties and nature of relationship

Category of related parties	Name
Holding Company	BSE Limited
Subsidiary Company	Pranurja Solutions Limited (w.e.f. April 24, 2018)
Associate Company	BSE EBIX Insurance Broking Private Limited (w.e.f March 15, 2018)
	CDSL Commodity Repository Limited (w.e.f August 3, 2018)
Fellow Subsidiaries	Indian Clearing Corporation Limited
	Marketplace Technologies Private Ltd
	BSE Sammaan CSR Limited
	BSE Institute Limited
	BSE CSR Integrated Foundation (w.e.f March 07, 2016)
	India International Exchange (IFSC) Limited (w.e.f. September 12, 2016)
	India INX Global Access IFSC Limited (w.e.f. April 5, 2018)
	India International Clearing Corporation (IFSC) Limited (w.e.f. September 12, 2016)
	Marketplace Tech Infra Services Private Limited
	BSE Skills Limited (The company got struck off from the ROC w.e.f 28.06.2018)
	BFSI Sector Skill Council of India
	BIL – Ryerson Technology Startup Incubator Foundation
Associates of Holding Company	Central Depository Services (India) Limited
	CDSL Ventures Limited
	CDSL Insurance Repository Limited
	CDSL Commodity Repository Limited
	Asia Index Private Limited
	Marketplace EBIX Technology Services Private Limited (w.e.f. April 3, 2018)
Key Management Personnel	Mr. Ashishkumar Chauhan –Director
	Mr. Nehal Vora –Director
	Mr. Neeraj Kulshrestha – Director
	Mr. Nayan Mehta –Director
	Mr. Shankar Jadhav – Managing Director*

* Appointed as Managing Director of the Company w.e.f. March 16, 2018.

20.2 Transaction with Related Parties

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
BSE Ltd (Holding Company):		
Reimbursement of expenses	-	12,20,750
Allotment of Equity Shares	22,15,00,000	14,75,00,000
Pranurja Solutions Limited (Subsidiary):		
Reimbursement of expenses	23,070	-
Investments made	1,00,000	-
BSE EBIX Insurance Broking Private Limited (Associate):		
Reimbursement of expenses	79,625	-
Investments made	2,00,40,000	-
CDSL Commodity Repository Limited (Associate):		
Other income	25,000	-
Investments made	12,00,00,000	-

For and on behalf of the Board of Directors

Date: May 3, 2019
Place: Mumbai

Shankar Jadhav
Managing Director
DIN: 06924145

Ashishkumar Chauhan
Director
DIN: 00898469

Nayan Mehta
Director
DIN: 03320139

Harihara Subramanian
Chief Financial Officer

Vatsal Doshi
Company Secretary

INDEPENDENT AUDITOR'S REPORT

To the Members of BSE INVESTMENTS LIMITED

Report on the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of BSE INVESTMENTS LIMITED (herein after referred to as 'the Company' which comprise the balance sheet as at 31 March 2019, the statement of profit and loss (including other comprehensive income), the cash flow statement and the statement of changes in equity for the year then ended and a summary of significant accounting policies and other explanatory information (herein after referred to as 'the consolidated financial statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Ind AS, of the Financial position of the Company as at 31 March 2019 and its financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the independence requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Management and Those Charged with Governance for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the preparation and presentation of the consolidated financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting standards and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the ability of the Company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit

evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on effectiveness of the Company's internal financial controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We also communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, we report that:

(a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

(c) the balance sheet, the statement of profit and loss, the statement of cash flow and the statement of changes in equity dealt with by this Report are in agreement with the books of account;

(d) in our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act read with relevant rules issued thereunder;

(e) on the basis of the written representations received from the directors as on 31 March 2019 taken on record by the Board of Directors, none of the director is disqualified as on 31 March 2019 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in 'Annexure A';

(g) with respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid/provided any managerial remuneration during the period.Hence reporting under section 197(16) of the Act is not applicable to the Company; and

(h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, to the best of our information and according to the explanations given to us we state that:

(i) The company did not have any pending litigations against it.

(ii) The companydid not have any long-term contract including derivative contract for which there were any material foreseeable losses.

(iii) there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For S. Panse & Co.
Chartered Accountants
(Firm Registration No: 113470W)

Supriya Panse
Partner
Membership No.: 46607
May 03, 2019
Mumbai

Annexure - A to the Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of BSE INVESTMENTS LIMITED ("the Company") as of 31 March 2019 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S. Panse & Co.
Chartered Accountants
(Firm Registration No: 113470W)

Supriya Panse
Partner
Membership No.: 46607
May 03, 2019
Mumbai

BSE INVESTMENTS LIMITED

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2019

(Amount in ₹)

	PARTICULARS	Note No.	As at March 31, 2019	As at March 31, 2018
	ASSETS			
1	**Non-current assets**			
	a. Financial assets			
	i. Investments in associates	3	14,26,22,132	-
	b. Income tax assets (net)	4	5,276	-
	Total non-current assets (1)		**14,26,27,408**	**-**
2	**Current assets**			
	a. Financial Assets			
	i. Other investments	5	-	14,84,06,723
	ii. Cash and cash equivalents	6	23,73,58,607	3,27,435
	iii. Other financial assets	7	3,68,962	-
	Total current assets (2)		**23,77,27,569**	**14,87,34,158**
	Total Assets (1+2)		**38,03,54,977**	**14,87,34,158**
	EQUITY AND LIABILITIES			
3	**Equity**			
	a. Equity Share capital	8	37,00,00,000	14,85,00,000
	b. Other Equity	9	96,04,227	1,86,934
	Total equity (3)		**37,96,04,227**	**14,86,86,934**
	LIABILITIES			
4	**Non-current liabilities**			
	a. Deferred taxes (net)	10	6,27,126	-
	Total non-current liabilities (4)		**6,27,126**	**-**
5	**Current liabilities**			
	a. Financial Liabilities			
	Trade payables	11	-	-
	Total outstanding dues of micro enterprises and small enterprises		-	-
	Total outstanding dues of creditors other than micro enterprises and small enterprises		1,23,624	45,224
	b. Other liabilities	12	-	2,000
	Total current liabilities (5)		**1,23,624**	**47,224**
	Total Equity and Liabilities (3+4+5)		**38,03,54,977**	**14,87,34,158**

See accompanying notes forming part of the financial statements 1 - 21

In terms of our report attached
For **S. Panse & Co.**
Chartered Accountants
Firm Reg. No. : 113470W

For and on behalf of the Board of Directors

Supriya Panse
Partner
Membership No.: 46607

Shankar Jadhav
Managing Director
DIN: 06924145

Ashishkumar Chauhan
Director
DIN: 00898469

Nayan Mehta
Director
DIN: 03320139

Place : Mumbai
Date : May 3, 2019

Harihara Subramanian
Chief Financial Officer

Vatsal Doshi
Company Secretary

BSE INVESTMENTS LIMITED

STATEMENT OF CONSOLIDATED PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2019

(Amount in ₹)

	PARTICULARS	Note No.	For the year ended March 31, 2019	For the year ended March 31, 2018
	CONTINUING OPERATIONS			
1	**Revenue From Operations:**			
	Income from sale of Services			
2	Investment Income	13	1,58,72,685	21,16,271
3	Other Income		25,000	-
4	**Total Revenue (1+2+3)**		**1,58,97,685**	**21,16,271**
5	**Expenses**			
	Administration and Other Expenses	14	45,34,252	14,66,934
	Total Expenses		**45,34,252**	**14,66,934**
6	**Profit / (loss) Before Tax and share of associates (4-5)**		1,13,63,433	6,49,337
7	Share of Profit/(Loss) of associate		25,81,172	-
8	**Profit / (loss) Before Tax (6-7)**		1,39,44,605	6,49,337
9	**Tax Expense:**	15		
	Current Tax		39,01,146	-
	Deferred Tax		6,26,929	-
			45,28,075	-
10	**Profit / (loss) for the period / year from continuing operations (8-9)**		**94,16,530**	**6,49,337**
11	Profit From Discontinued Operations		-	-
12	Tax expenses of Discontinued Operations		-	-
13	Profit From Discontinued Operations (after tax) (11-12)		-	-
14	**Profit / (loss) for the period / year from Total Operations (10+13)**		**94,16,530**	**6,49,337**
	Net profit attributable to the shareholders of the Company		**94,16,530**	**6,49,337**
	Net profit attributable to the non controlling interest		**-**	**-**
15	**Other Comprehensive Income**			
	A (i) Items that will not be reclassified to profit or loss		960	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		197	-
	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to tems that will be reclassified to profit or loss		-	-
	Total Other Comprehensive Income for the period / year		**763**	**-**
	Total Comprehensive Income for the period / year from Total Operations (14+15)		**94,17,293**	**6,49,337**
	Total comprehensive income attributable to the shareholders of the Company		**94,17,293**	**6,49,337**
	Total comprehensive income attributable to the non controlling interest		**-**	**-**
16	**Earnings Per Equity Share (from Continuing/Total operation):**			
	Basic and Diluted	16	0.028	0.015
	Face Value of Share ₹		1	1
	Weighted Average Number of Shares (Nos.)		34,14,78,082	4,46,43,836

See accompanying notes forming part of the financial statements 1 - 21

In terms of our report attached

For S. Panse & Co.
Chartered Accountants
Firm Reg. No. : 113470W

For and on behalf of the Board of Directors

Supriya Panse
Partner
Membership No.: 46607

Shankar Jadhav
Managing Director
DIN: 06924145

Ashishkumar Chauhan
Director
DIN: 00898469

Nayan Mehta
Director
DIN: 03320139

Place : Mumbai
Date : May 3, 2019

Harihara Subramanian
Chief Financial Officer

Vatsal Doshi
Company Secretary

BSE INVESTMENTS LIMITED

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2019

(Amount in ₹)

	PARTICULARS	For the year ended March 31, 2019	For the year ended March 31, 2018
A.	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Profit / (Loss) for the period / year	94,16,530	6,49,337
	Adjustments For:		
	Income tax expenses recognised in profit and loss	45,28,075	-
	Dividend Income	(7,69,385)	(19,70,214)
	Interest Income	(1,51,90,566)	-
	Net gain arising on financial assets designated as at FVTPL	87,266	(1,46,057)
		(1,13,44,610)	**(21,16,271)**
	Operating Profit Before Working Capital Changes	(19,28,080)	(14,66,934)
	Adjustments For Increase/(Decrease) In Operating Liability/Assets :		
	Trade Payable	78,400	(18,026)
	Increase / (decrease) in other financial liabilities and other liabilities	(1,040)	2,000
	(Increase) / decrease in other financial assets and other assets	-	-
		77,360	**(16,026)**
	Direct taxes paid (net of refunds)	(39,06,422)	-
	Net cash generated from / (used in) operating activities	**(57,57,142)**	**(14,82,960)**
B.	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Redemption / (Purchase) of investment in mutual funds	14,83,19,457	(14,78,60,486)
	Investment in associates	(14,26,22,132)	-
	Interest income received	1,48,21,604	-
	Dividend income received	7,69,385	19,70,214
	Net cash generated from / (used in) investing activities	**2,12,88,314**	**(14,58,90,272)**
C.	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Issue of share capital	22,15,00,000	14,75,00,000
	Net cash generated from / (used in) financing activities	**22,15,00,000**	**14,75,00,000**
D.	**Net (Decrease) / Increase In Cash And Cash Equivalents**	**23,70,31,172**	**1,26,768**
	Cash and cash equivalents at the beginning of the period / year	**3,27,435**	**2,00,667**
	Cash and cash equivalents at the end of the period / year	**23,73,58,607**	**3,27,435**
	Cash and cash equivalents at the end of the period / year comprises (refer note 6)		
	In Current Account	2,58,635	3,27,435
	In Deposit Account	23,70,99,972	-
		23,73,58,607	**3,27,435**

See accompanying notes forming part of the financial statements 1 - 21

In terms of our report attached
For S. Panse & Co.
Chartered Accountants
Firm Reg. No. : 113470W

For and on behalf of the Board of Directors

Supriya Panse
Partner
Membership No.: 46607

Shankar Jadhav
Managing Director
DIN: 06924145

Ashishkumar Chauhan
Director
DIN: 00898469

Nayan Mehta
Director
DIN: 03320139

Place : Mumbai
Date : May 3, 2019

Harihara Subramanian
Chief Financial Officer

Vatsal Doshi
Company Secretary

BSE INVESTMENTS LIMITED

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2019

(Amount in ₹)

PARTICULARS	Amount
a. Equity Share Capital	
Balance as at April 1, 2017	**10,00,000**
Changes in Equity Share Capital During the year	14,75,00,000
Balance as at March 31, 2018	**14,85,00,000**
Changes in Equity Share Capital During the period/year	22,15,00,000
Balance as at March 31, 2019	**37,00,00,000**

b. Other Equity

Particulars	Retained Earnings	Other Comprehensive Income	Total
Balance as at April 1, 2017	**(4,62,403)**	**-**	**(4,62,403)**
Profit / (Loss) for the year	6,49,337	-	6,49,337
Other Comprehensive Income for the period (net of Taxes)	-	-	-
Balance as at March 31, 2018	**1,86,934**	**-**	**1,86,934**
Profit / (Loss) for the period	94,16,530	-	94,16,530
Other Comprehensive Income for the period (net of Taxes)	763	-	763
Balance as at March 31, 2019	**96,04,227**	**-**	**96,04,227**

See accompanying notes forming part of the financial statements 1 - 21

In terms of our report attached

For S. Panse & Co.
Chartered Accountants
Firm Reg. No. : 113470W

For and on behalf of the Board of Directors

Supriya Panse
Partner
Membership No.: 46607

Shankar Jadhav
Managing Director
DIN: 06924145

Ashishkumar Chauhan
Director
DIN: 00898469

Nayan Mehta
Director
DIN: 03320139

Place : Mumbai
Date : May 3, 2019

Harihara Subramanian
Chief Financial Officer

Vatsal Doshi
Company Secretary

1. General Information

BSE Investments Limited herein after referred to as "the Company" was incorporated in February 2014, as a wholly owned subsidiary of BSE Ltd., to act as a Special Purpose Vehicle for strategic Investments of BSE.

The Consolidated financial statements were authorized for issue by the Company's Board of Directors on May 3 ,2019.

2. Significant Accounting Policies

2.1 Statement of compliance

These Consolidated financial statements as at and for the period ended March 31, 2019 have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

2.2 Basis of consolidation

The Company consolidate entities which it owns or controls. The consolidated financial statements comprise the financial statements of the Company, its subsidiary and associates.

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated Profit or Loss from the date the Company gains control until the date when the Company ceases to control the subsidiary.

All intragroup assets and liabilities, equity, income, expenses, and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Associates are entities over which the Group has significant influence but not control. Investments in associates are accounted for using the equity method of accounting. The investment is initially recognised at cost, and the carrying amount is increased or decreased to recognise the investor's share of the profit or loss of the investee after the acquisition date.

Changes in the Group's ownership interests in existing subsidiaries

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

When the Group loses control of a subsidiary, a gain or loss is recognised in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and

liabilities of the subsidiary and any non-controlling interests. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable Ind AS). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under Ind AS 109, or, when applicable, the cost on initial recognition of an investment in an associate

Particulars of Subsidiary and Associates:

Name of the Company	Principal Activity	Country of Incorporation	Percentage of Voting Power as at March 31, 2019	Percentage of Voting Power as at March 31, 2018
I . Subsidiary Company				
Pranurja Solutions Limited	Trading in Power and energy Contracts	India	100	-
II. Associates Company				
CDSL Commodity Repository Limited (From August 03, 2018)	Repository Services	India	24	-
BSE EBIX Insurance Broking Private Limited (from March 15, 2018)	Insurance Broking	India	40	40

2.3 Basis of measurement

The Consolidated financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain items that are measured at fair value as required by relevant Ind AS:

(i) Financial assets and financial liabilities measured at fair value (refer accounting policy on financial Instruments);

(ii) Defined benefit and other long-term employee benefits

2.4 Functional Currency and Foreign Currency

The functional currency of BSE Investment Limited is Indian rupee (₹).

Income and expenses in foreign currencies are recorded at exchange rates prevailing on the date of the transaction. Foreign currency monetary assets and liabilities are translated at the exchange rate prevailing on the balance sheet date and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss.

2.5 Use of Estimates and Judgments:

The preparation of these Consolidated financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

2.6 Revenue recognition

2.6.1 Revenue from Services is recognized as and when the service is performed as per the relevant agreements and when there is a reasonable certainty of ultimate realization.

Effective April 1, 2018, the Company has applied Ind AS 115 which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised. Ind AS 115 replaces Ind AS 18 Revenue. The Company has adopted Ind AS 115 using the cumulative effect method. The effect of initially applying this standard is assessed at the date of initial application (i.e. April 1, 2018). There was no impact on the adoption of the standard on the financial statements of the Company.

2.6.2 Dividend Income is recognized when the unconditional right to receive dividend is established.

2.6.3 Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principle outstanding and the effective interest rate applicable, which is the rate exactly discounts the estimated future cash receipts through expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.7 Leases

Leases under which the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. All other leases are classified as operating leases.

2.7.1 Finance lease

When acquired, such assets are capitalized at fair value or present value of the minimum lease payments at the inception of the lease, whichever is lower. Corresponding liability to the lessor is included in the financial statements as finance lease obligation.

2.7.2 Operating Lease

Lease payments under operating leases are recognised as an income / expense on a straight line basis in the Statement of Profit and Loss over the lease term except where the lease payments are structured to increase in line with expected general inflation.

2.8 Cost recognition

Costs and expenses are recognised when incurred and have been classified according to their primary nature.

2.9 Income Tax

Tax expenses comprises current tax (i.e. amount of tax for the period determined in accordance with the income tax-law) and deferred tax charge or credit (reflecting the tax effects of timing deference between accounting income and taxable income for the year).

Current tax is measured at the amount expected to be paid to the taxation authorities, using applicable tax rates and tax laws.

Deferred income tax is recognised using the balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax asset are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Minimum Alternate Tax (MAT): In accordance with the guidance note issued by the Institute of Chartered Accountants of India ('ICAI') on accounting for credit available in respect of MAT under the Income-tax Act, 1961, the Company recognizes MAT credit as an asset only when and to the extent there is convincing evidence that the Company will be liable to pay normal income tax during the specified period.

2.10 Financial Instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

2.10.1 Cash and cash equivalents: Cash and cash equivalents considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an

insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

2.10.2 Financial assets at amortised cost: Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

2.10.3 Financial assets at fair value through other comprehensive income: Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

2.10.4 Financial assets at fair value through profit or loss: Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in profit or loss.

2.10.5 Equity investments in Subsidiaries and Associates: All equity investment in Subsidiaries and associates are measured at cost.

2.10.6 Financial liabilities: Financial liabilities are measured at amortised cost using the effective interest method.

2.10.7 Equity instruments: An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Equity instruments recognised by the Company are recognised at the proceeds received net off direct issue cost.

2.10.8 Equity Instruments (Share capital): Ordinary shares:- Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are recognised as a deduction from equity, net of any tax effect (if any).

2.11 Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation (other than freehold land) and impairment loss, if any.

The cost of tangible assets comprises purchase price and any cost directly attributable to bringing the assets to its working condition for its intended use.

2.12 Intangible assets

Intangible assets purchased are measured at cost or fair value as of the date of acquisition, as applicable, less accumulated amortisation and accumulated impairment, if any.

Any expense on software for support, maintenance, upgrades etc., payable periodically is charged to the Statement of Profit and Loss

2.13 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

2.14 Impairment

2.14.1 Financial assets (other than at fair value)

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

2.14.2 Non-financial assets (Tangible and intangible assets)

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit or loss.

2.15 Current/ Non-current classification

The company present assets and liabilities to be classified as either Current or Non-current.

Assets

- An asset is classified as current when it satisfies any of the following criteria:
  a) it is expected to be realised in, or is intended for sale or consumption in, the entity's normal operating cycle;
  b) it is held primarily for the purpose of being traded;
  c) it is expected to be realised within twelve months after the balance sheet date; or
  d) it is cash or a cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the balance sheet date

- All other assets are classified as non-current.

Liabilities

- A liability is classified as current when it satisfies any of the following criteria:
  a) it is expected to be settled in, the entity's normal operating cycle;
  b) it is held primarily for the purpose of being traded; it is due to be settled within twelve months after the balance sheet date; or
  c) the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the balance sheet date.

- All other liabilities are classified as non-current.

Operating Cycle

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

2.16 Earnings per share

Basic earnings per share are computed by dividing profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The company did not have any potentially dilutive securities in any of the periods presented.

3. Investments in associates

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Non-current Investments		
Un-quoted Investments (all fully paid)		
Investment in Equity Instruments		
BSE EBIX Insurance Broking Private Limited		
Opening Balance	-	-
Investment made during the period	2,00,40,000	-
(20,04,000 Fully paid equity shares of ₹ 10 each with 40% Voting rights)		
Share in Profit/(Loss) for the period		
(Share in loss subject to investment made in associates)	-4,68,774	
Closing Balance (A)	1,95,71,226	-
CDSL Commodity Repository Limited		
Opening Balance	-	-
Investment made during the period	12,00,00,000	-
(1,20,00,000 Fully paid equity shares of ₹ 10 each with 24% Voting tights)		
Share in Profit/(Loss) for the period	30,50,906	-
Closing Balance (B)	12,30,50,906	
Total (A+B)	**14,26,22,132**	**-**

4. Income tax assets and liabilities

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Non Current tax assets		
Non Current tax assets (net of provision)	5,276	-
Total	**5,276**	**-**

5. Other investments

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Current		
Quoted Investment		
Investment in Mutual Funds	-	14,84,06,723
Total	**-**	**14,84,06,723**
Investment in Mutual Funds		
ICICI Prudential Liquid - Direct Plan - Daily Dividend (Units)	-	14,81,591.494
ICICI Prudential Liquid - Direct Plan - Daily Dividend (Market Value)	-	14,84,06,723

6. Cash and cash equivalents

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Current		
Cash on hand	-	-
Balance with Banks		
In Current Accounts	2,58,635	3,27,435
In Deposit Accounts	23,70,99,972	-
(Original maturity less than three months)		
Total	**23,73,58,607**	**3,27,435**

7. Other financial assets

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Current		
Accrued interest		
- On deposits	3,68,962	-
Total	**3,68,962**	**-**

8. Equity Share Capital

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Equity Share Capital		
Authorised share capital:		
49,00,00,000 (14,85,00,000 as at March 31, 2018) Equity Shares of₹ 1/- each with voting rights	49,00,00,000	14,85,00,000
Issued, Subscribed and fully Paid - up		
37,00,00,000 (14,85,00,000 as at March 31, 2018) Equity Shares of₹ 1/- each with voting rights	37,00,00,000	14,85,00,000
Total	**37,00,00,000**	**14,85,00,000**

Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period / year

Particulars	As at March 31, 2019	As at March 31, 2018
No. of shares at the beginning of the period / year	14,85,00,000	10,00,000
Issue of shares during the period / year	22,15,00,000	14,75,00,000
No. of shares at the end of the period / year	37,00,00,000	14,85,00,000

9. Other equity

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Retained earnings		
Balance at the beginning of the period / year	1,86,934	(4,62,403)
Total Comprehensive Income during the period / year	94,17,293	6,49,337
Total	**96,04,227**	**1,86,934**

10. Deferred taxes (net)

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Deferred tax assets	-	-
Deferred tax Liabilities	6,27,126	-
Total	**6,27,126**	**-**

11. Trade Payable

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Current		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		
Payable to service providers	1,23,624	45,224
Total	**1,23,624**	**45,224**

12. Other liabilities

(Amount in ₹)

Particulars	As at March 31, 2019	As at March 31, 2018
Current		
Statutory Remittances	-	2,000
Total	**-**	**2,000**

13. Investments income

(Amount in ₹)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Dividend income		
Dividend Income on Mutual Fund	7,69,385	19,70,214
Interest income		
Interest on Fixed Deposits	1,51,90,566	-
Other gain and losses		
Net gain arising on financial assets designated as at FVTPL	(87,266)	1,46,057
Total	**1,58,72,685**	**21,16,271**

14. Administration and other expenses

(Amount in ₹)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Auditors Remuneration	59,692	32,260
Professional Fee	9,38,531	49,024
Electricity Charges	1,800	-
Rent	40,500	-
Rates and Taxes	4,118	-
ROC Filling Fee and Stamp Duty Charges	34,88,911	13,85,650
Miscelleneous expenses	700	-
Total	**45,34,252**	**14,66,934**

14.1 Auditors' Remuneration

(Amount in ₹)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Auditors' Remuneration Includes:		
Statutory Audit Fees	59,692	32,260
Total	**59,692**	**32,260**

15. Taxes

(a) Income tax expenses

The major components of income tax expenses for the year ended March 31, 2019

(i) Profit or loss section

(Amount in ₹)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Current tax	39,01,146	-
Deferred tax	6,26,929	-
Total income tax expense recognised in profit or loss	**45,28,075**	**-**

(ii) Other comprehensive income section

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Current tax	-	-
Deferred tax	197	-
Total income tax expense recognised in other comprehensive income	**197**	**-**

(b) Reconciliation of effective tax rate

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
(A) Profit before tax and share of associates	1,13,63,433	6,49,337
(B) Enacted tax rate in india	27.82%	25.75%
(C) Expected tax expenses (A*B)	31,61,307	1,67,204
(D) Other than temporary differences		-
Investment income	(2,14,043)	(5,07,330)
Expenses disallowed / (allowed)	-	-
(E) Temporary difference on which deferred tax assets not recognised	-	-
Business loss carried forward	(76,286)	23,505
Business Loss of Subsidiary	29,033	
Preliminary Expenses	(2,782)	(2,575)
ROC Filling Fee and Stamp Duty Charges	9,66,786	3,56,805
Disallowance u/s 14A	12,855	-
Net gain arising on financial assets designated as at FVTPL	24,277	(37,610)
(F) Net adjustments (D+E)	7,39,840	(1,67,204)
(G) Deferred tax expenses of associate	6,26,928	-
(H) Tax expenses recognised in Profit or Loss (C+F+G)	**45,28,075**	-

(c) Deferred Tax Assets not recognised in financial statements

Particulars	For the year ended March 31, 2018
Business loss carried forward	70,610
Net gain arising on financial assets designated as at FVTPL	37,610
Preliminary Expenses	2,575

16. Earnings Per Share

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Profit for the year (₹)	94,16,530	6,49,337
Weighted average number of equity shares	34,14,78,082	4,46,43,836
Earnings per share basic and diluted (₹)	0.028	0.015
Face value per equity share (₹)	1	1

17. Financial Instruments

The significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 2.10 to the financial statements.

Financial assets and liabilities

The carrying value of consolidated financial instruments by categories as of March 31, 2019 is as follows:

(in ₹)

Particulars	Fair Value through Profit and Loss	Amortised Cost	Total Carrying Value	Total Fair Value
Assets				
Investments in associates	14,26,22,132	-	14,26,22,132	14,26,22,132
Cash and cash equivalents	-	23,73,58,607	23,73,58,607	23,73,58,607
Other Financial assets	-	3,68,962	3,68,962	3,68,962
Total	**14,26,22,132**	**23,77,27,569**	**38,03,49,701**	**38,03,49,701**
Liabilities				
Trade payables	-	1,23,624	1,23,624	1,23,624
Total	**-**	**1,23,624**	**1,23,624**	**1,23,624**

The carrying value of consolidated financial instruments by categories as of March 31, 2018 is as follows:

(in ₹)

Particulars	Fair Value through Profit and Loss	Amortised Cost	Total Carrying Value	Total Fair Value
Assets				
Investments	14,84,06,723	-	14,84,06,723	14,84,06,723
Cash and cash equivalents	-	3,27,435	3,27,435	3,27,435
Total	**14,84,06,723**	**3,27,435**	**14,87,34,158**	**14,87,34,158**
Liabilities				
Trade payables	-	45,224	45,224	45,224
Total	**-**	**45,224**	**45,224**	**45,224**

Fair value hierarchy:

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

- Level 1 — Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 — Inputs are other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 — Inputs are not based on observable market data (unobservable inputs).

Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The investments included in Level 2 of fair value hierarchy have been valued using quotes available for similar assets and liabilities in the active market. The investments included in Level 3 of fair value hierarchy have been valued using the cost approach to arrive at their fair value. The cost of unquoted investments approximate the fair value because there is a range of possible fair value measurements and the cost represents estimate of fair value within that range.

18. Segment Reporting

The Company does not have any reportable Segments as per Indian Accounting Standard 108 "Operating Segments".

19. Commitment and Contingencies

There are no contingent liabilities as at March 31, 2019 (₹ NIL as at March 31, 2018).
There are no contracts remaining to be executed on capital account and not provided for (net of advances) as at March 31, 2019 (₹ NIL as at March 31, 2018).

20. Additional information as required by Paragraph 2 of the General Instructions for Preparation of Consolidated Financial Statements to Schedule III to the Companies Act, 2013

Name of the entity	**March 31, 2019**		**March 31, 2018**	
	Net assets, i.e., total assets minus outside liabilities			
	As % of consolidated net assets	**Amount**	**As % of consolidated net assets**	**Amount**
Parent Company	100.00%	37,76,53,579	-	-
Indian Subsidiary				
Pranurja Solutions Limited	0.00%	-4,358	-	-

Name of the entity	For the period ended March 31, 2019		For the year ended March 31, 2018	
	Share in profit or loss			
	As % of consolidated net Profit and Loss	Amount	As % of consolidated net Profit and Loss	Amount
Parent Company	101.40%	75,66,645	-	-
Indian Subsidiary				
Pranurja Solutions Limited	(1.40%)	(1,04,358)	-	-

Note: Above information has been prepared based on consolidated financials of Subsidiaries wherever applicable.

21. Related Party Disclosure

21.1 Names of related parties and nature of relationship

Control	Entities
Holding Company	BSE Limited
Associate Company	BSE EBIX Insurance Broking Private Limited (w.e.f March 15, 2018)
	CDSL Commodity Repository Limited (w.e.f. August 03,2018)
Fellow Subsidiaries	Indian Clearing Corporation Limited
	Marketplace Technologies Private Ltd
	BSE Sammaan CSR Limited
	BSE Institute Limited
	BSE CSR Integrated Foundation (w.e.f March 07, 2016)
	India International Exchange (IFSC) Limited (w.e.f. September 12, 2016)
	India INX Global Access IFSC Limited (w.e.f. April 5, 2018)
	India International Clearing Corporation (IFSC) Limited (w.e.f. September 12, 2016)
	Marketplace Tech Infra Services Private Limited
	BSE Skills Limited (The company got struck off from the ROC w.e.f 28.06.2018)
	BFSI Sector Skill Council of India
	BIL – Ryerson Technology Startup Incubator Foundation
Associates of Holding Company	Central Depository Services (India) Limited
	CDSL Ventures Limited
	CDSL Insurance Repository Limited
	CDSL Commodity Repository Limited
	Asia Index Private Limited
	Marketplace EBIX Technology Services Private Limited (w.e.f. April 3, 2018)
Key Management Personnel	Mr. Ashishkumar Chauhan –Director
	Mr. Nehal Vora –Director
	Mr. Neeraj Kulshrestha – Director
	Mr. Nayan Mehta –Director
	Mr. Shankar Jadhav – Managing Director**

** Appointed as Managing Director of the Company w.e.f. March 16, 2018.

21.2 Transaction with Related Parties

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
BSE Ltd (Holding Company):		
Reimbursement of expenses	-	12,20,750
Allotment of Equity Shares	22,15,00,000	14,75,00,000
BSE EBIX Insurance Broking Private Limited (Associate company):		
Reimbursement of expenses	79,625	-
Investments	2,00,40,000	-
CDSL Commodity Repository Limited (Associate company):		
Other income	25,000	-
Investments	12,00,00,000	-

For and on behalf of the Board of Directors

Date: May 3, 2019
Place: Mumbai

Shankar Jadhav
Managing Director
DIN: 06924145

Ashishkumar Chauhan
Director
DIN: 00898469

Nayan Mehta
Director
DIN: 03320139

Harihara Subramanian
Chief Financial Officer

Vatsal Doshi
Company Secretary