

Date: August 2, 2019

To,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1
G Block, Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051

Symbol: BSE

ISIN: INE118H01025

Ref: Regulation 30, Regulation 33 and Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Subject: Outcome of Board Meeting

Dear Sir/Madam,

This is to inform that the Board of Directors of the Company has, at its meeting held on August 2, 2019 (i.e. today) inter alia, considered the following item:

Financial Results

- Considered and approved the Unaudited Financial Results (Consolidated and Standalone) for the quarter ended June 30, 2019, as per Regulation 33, along with the Limited Review Report of the statutory auditor.

The above matter has been duly approved by the Board of Directors at their meeting which commenced at 11:30 am and concluded at 1:50 pm.

We are enclosing herewith the financial results (as **Annexure-1**) for your information and record.

The same will be made available on the Company's website www.bseindia.com.

This is for your information and record.

For **BSE Limited**



Prajakta Powle
Company Secretary & Compliance Officer

Encl.: a/a

Independent Auditor's Review Report on the Quarterly Unaudited Standalone Ind AS Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**The Board of Directors
BSE Limited
Mumbai**

1. We have reviewed the accompanying statement of unaudited standalone Ind AS financial results of BSE Limited (the 'Company') for the quarter ended June 30, 2019 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulation'), read with SEBI Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 ('the Circular').
2. The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS) 34 "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015, as amended, read with the Circular is the responsibility of the Company's management and has been approved by the Board of Directors of the Company. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S.R. BATLIBOI & CO. LLP
Chartered Accountants
ICAI Firm registration number: 301003E/E300005per **Jayesh Gandhi**
Partner
Membership No.: 037924
UDIN: 19037924AAAAKU5448
Mumbai
August 02, 2019



BSE Limited

CIN L67120MH2005PLC155188

(Formerly known as Bombay Stock Exchange Limited)

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

Statement of Standalone Financial Results for the quarter ended June 30, 2019

(₹ in Lakh)

PARTICULARS	For the quarter ended June 30, 2019	For the quarter ended March 31, 2019	For the quarter ended June 30, 2018	For the year ended March 31, 2019
	Unaudited	Audited	Unaudited	Audited
1 Revenue from operations	9,548	9,764	9,788	37,976
2 Investment income	4,198	4,516	3,807	19,581
3 Other income (refer note 6)	489	1,470	1,020	3,682
4 Total income (1+2+3)	14,235	15,750	14,615	61,239
5 Expenses				
a) Employee benefits expense	2,395	2,150	2,096	8,479
b) Finance costs	-	-	-	-
c) Depreciation and amortisation expense	1,026	1,291	981	4,402
d) Computer technology related expenses	3,338	2,992	3,121	12,652
e) Administration and other expenses	3,352	4,249	2,842	14,313
Total expenses (5a to 5e)	10,111	10,682	9,040	39,846
6 Profit before exceptional items and tax (4 -5)	4,124	5,068	5,575	21,393
7 Exceptional items (net) (refer notes 4 and 5)	-	-	(54)	457
8 Profit before tax (6+7)	4,124	5,068	5,521	21,850
9 Tax expense (refer note 6)	688	683	340	1,745
10 Profit for the period / year (8-9)	3,436	4,385	5,181	20,105
11 Other comprehensive income (net of taxes)	29	66	(128)	(71)
12 Total comprehensive income for the period / year (10+11)	3,465	4,451	5,053	20,034
13 Paid up equity share capital (face value per share ₹ 2 Each)	1,036	1,036	1,038	1,036
14 Other equity				2,61,586
15 Earnings per equity share (face value per share ₹ 2 Each)				
Basic and diluted before exceptional items (₹) (refer note below)	6.54	8.34	9.76	37.18
Basic and diluted after exceptional item (₹) (refer note below)	6.54	8.34	9.69	38.08

Note: Basic and diluted EPS is not annualised for the quarter ended results. EPS is calculated on outstanding shares issued by the BSE Limited (the "Company").



- 1 The above standalone financial results for the quarter ended June 30, 2019 have been reviewed by the Audit Committee and approved by the Board of Directors on August 2, 2019 and the statutory auditors of the Company have conducted "Limited Review" of the above standalone financial results for the quarter ended June 30, 2019.
- 2 The above standalone financial results for the quarter ended June 30, 2019 are prepared in accordance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.
- 3 The Company operates only in one Business Segment i.e. "Facilitating Trading in Securities and other related ancillary Services", hence does not have any reportable Segments as per Ind-AS 108 "Operating Segments".
- 4 The Company had partially divested its stake in a subsidiary company, on June 29, 2017. The profit on divestment amounting to ₹ 31,603 Lakh is reflected as an "Exceptional Item" in the Statement of Standalone Financial Results during the year ended March 31, 2018. The residual investment retained in the subsidiary is now considered as an investment in an associate.
Profit on sale, disclosed as an exceptional items, was based on estimated expenditure withheld by Central Depository Services (India) Limited ("CDSL"). In the quarter ended September 30, 2018, the amount of expenditure has been crystallised and hence excess amount of ₹ 511 Lakh has been recorded as an additional profit on sale of CDSL during the year ended March 31, 2019 and considered as "Exceptional Items".
- 5 The Company implemented a Voluntary Retirement Scheme for all its eligible employees. Post the closure of the Scheme an expense of ₹ 54 Lakh has been recognised for the quarter ended June 30, 2018 and for the year ended March 31, 2019. The said expenses have been considered as an "Exceptional Items".
- 6 Based on the assessment orders received during the quarter ended June 30, 2018, the Company had written back an amount of ₹ 661 Lakh in respect of previous years and the same was netted off from current tax expense. Further, interest on Income Tax refund, as allowed in the assessments, of ₹ 4 Lakh, ₹ 218 Lakh, ₹ 567 Lakh and ₹ 785 Lakh has been included in "Other Income" for the quarter ended June 30, 2019, March 31, 2019, June 30, 2018 and year ended March 31, 2019 respectively.
- 7 The Company had received observations from SEBI in respect of inspection conducted for the period 2005 - 2017. The Company has been asked to reimburse ₹ 1,427 Lakh to Investors' Services Fund and ₹ 1,372 Lakh to BSE Investors Protection Fund Trust (Formerly known as "The Stock Exchange Investors' Protection Fund Trust"), along with interest, in respect of certain expenses charged in the earlier years to these funds. In response to the above observations, the Company has submitted its detailed reply to SEBI and requested to reconsider the matter. The response from SEBI is awaited. Since the matter is not yet concluded, it is considered as a contingent liability.
- 8 The Company and its provident fund trust has an investment of ₹ 1,700 Lakh and ₹ 347 Lakh (including interest of ₹ 66 Lakh) respectively in secured Non-convertible Debentures of IL&FS Group. Considering the developments, a provision of ₹ 2 Lakh, ₹ 250 Lakh and ₹ 1,254 Lakh has been made during the quarter ended June 30, 2019, March 31, 2019 and year ended March 31, 2019 respectively.
- 9 The Board of Directors of the Company at its meeting held on May 7, 2019 recommended the proposal of buyback, of its fully paid-up equity shares of face value of ₹ 2/- each at a price of ₹ 680 (Rupees Six Hundred and Eighty Only) per Equity Share through tender offer in such manner as prescribed in the Securities and Exchange Board of India Regulations, 2018 and the Companies Act, 2013 ("Act"). The same has been approved by the shareholder at the Annual General Meeting held on July 15, 2019.
The Buyback shall not exceed ₹ 460 crore (Rupees Four Hundred and Sixty crore only), excluding brokerage costs, fees, turnover charges, relevant taxes, stamp duty and other transaction charges ("Maximum Buyback Size"). The Maximum Buyback Size represents 24.73% of the aggregate of the Company's paid-up Equity Share capital and free reserves based on the standalone audited financial statements of the Company as at March 31, 2019.
- 10 The Company had adopted Ind AS 116 "Leases", effective from April 1, 2019, and considered all material lease contracts existing on April 1, 2019. The adoption of the standard does not have any material impact on the financial results of the Company.
- 11 The figures for the quarter ended March 31, 2019 are arrived at as difference between audited figures in respect of the full financial year for the year ended March 31, 2019 and the reviewed figures upto nine months period ended December 31, 2018.
- 12 Previous quarter's / year's figures have been regrouped / reclassified and rearranged wherever necessary to correspond with the current quarter's classification / disclosure.

For and on behalf of Board of Directors of
BSE LIMITED

Ashishkumar Chauhan
Managing Director & CEO

Mumbai, August 2, 2019



Independent Auditor's Review Report on the Quarterly Unaudited Consolidated Ind AS Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

**The Board of Directors
BSE Limited
Mumbai**

1. We have reviewed the accompanying statement of unaudited consolidated Ind AS financial results of BSE Limited Group comprising BSE Limited (the 'Company'), its subsidiaries and its associates (together referred to as 'the Group'), for the quarter ended June 30, 2019 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulation'), read with SEBI Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 ('the Circular').
2. The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015, as amended, read with the Circular is the responsibility of the Company's management and has been approved by the Board of Directors of the Company. Our responsibility is to issue express a conclusion on the Statement based on our review.
3. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted as above and based on the consideration of the reports of other auditors on the unaudited quarterly financial results and on the other financial information of subsidiaries and associates, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited consolidated Ind AS financial results prepared in accordance with recognition and measurement principles laid down in the applicable Indian Accounting Standards specified under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. The Statement includes financial results of the following entities:
 - i. List of subsidiaries
 - a) BSE Institute Limited
 - b) Marketplace Technologies Private Limited
 - c) Indian Clearing Corporation Limited
 - d) India International Clearing Corporation (IFSC) Limited
 - e) BSE Investments Limited
 - f) BSE Sammaan CSR Limited
 - g) India International Exchange (IFSC) Limited
 - ii. List of associates
 - a) Central Depository Services (India) Limited
 - b) Asia Index Private Limited



S.R. BATLIBOI & Co. LLP

Chartered Accountants

6. We did not review the financial results and other financial information, in respect of seven subsidiaries whose Ind AS financial results include total assets of Rs 1,74,112 lakhs as at June 30, 2019, and total revenues of Rs 3,621 Lakhs for the quarter ended on June 30, 2019. These Ind AS financial results and other financial information have been reviewed by other auditors, which financial results, other financial information and auditor's reports have been furnished to us by the management. Our conclusion, in so far as it relates to the affairs of such subsidiaries is based solely on the report of other auditors. Our conclusion is not modified in respect of this matter.

For S.R. BATLIBOI & Co. LLP

Chartered Accountants

ICAI Firm registration number: 301003E/E300005



per Jayesh Gandhi

Partner

Membership No.: 037924

UDIN: 19037924AAAAKV9802

Mumbai

August 02, 2019



BSE Limited

CIN L67120MH2005PLC155188

(Formerly known as Bombay Stock Exchange Limited)

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

Statement of Consolidated Financial Results for the quarter ended June 30, 2019

(₹ in Lakh)

PARTICULARS	For the quarter ended June 30, 2019	For the quarter ended March 31, 2019	For the quarter ended June 30, 2018	For the year ended March 31, 2019
	Unaudited	Audited	Unaudited	Audited
Continuing operation				
1 Revenue from operations	11,214	11,569	11,478	45,030
2 Investment income	4,905	5,247	3,902	20,218
3 Other income (refer note 8)	478	1,392	1,040	3,496
4 Total income (1+2+3)	16,597	18,208	16,420	68,744
5 Expenses				
a) Employee benefits expense	3,759	3,550	3,374	13,921
b) Finance costs	48	19	18	87
c) Depreciation and amortisation expense	1,196	1,470	1,150	5,108
d) Computer technology related expenses	2,996	2,773	2,805	11,342
e) Administration and other expenses	3,911	5,254	3,522	18,105
Total expenses (5a to 5e)	11,910	13,066	10,869	48,563
6 Profit before exceptional items and tax (4-5)	4,687	5,142	5,551	20,181
7 Exceptional items (refer note 4 and 5)	375	388	281	1,352
8 Profit before tax and share of net profits of investments accounted for using equity method (6-7)	4,312	4,754	5,270	18,829
9 Share of profit of associates	702	874	581	2,923
10 Profit before tax (8+9)	5,014	5,628	5,851	21,752
11 Tax expense (refer note 8)	882	442	701	2,335
12 Net profit after tax for the quarter / year from continuing operation (10-11)	4,132	5,186	5,150	19,417
Discontinued operation (refer note 6)				
13 Gain on sale of subsidiary (on loss of control)	-	-	-	511
14 Profit from discontinued operation	-	-	-	511
15 Net profit from total operation for the quarter / year (12+14)	4,132	5,186	5,150	19,928
16 Other comprehensive income (net of taxes)	(75)	(40)	516	699
17 Total comprehensive Income for the quarter / year (15+16)	4,057	5,146	5,666	20,627
18 Paid up equity share capital (face value per share ₹ 2 each)	1,036	1,036	1,038	1,036
19 Other equity	-	-	-	2,92,533
20 Earnings per equity share (face value per share ₹ 2 each)				
Continuing operations				
Basic and diluted before exceptional items (₹) (refer note below)	8.32	10.35	9.98	38.45
Basic and diluted after exceptional item (₹) (refer note below)	7.86	9.87	9.64	36.78
Discontinued Operations				
Basic and Diluted after exceptional item (₹) (Refer note below)	-	-	-	0.97
Total operations				
Basic and diluted after exceptional item (₹) (refer note below)	7.86	9.87	9.64	37.75

Note: Basic and diluted EPS is not annualised for the quarter ended results. EPS is calculated on outstanding shares issued by BSE Limited (the "Company").



- 1 The above consolidated financial results for the quarter ended June 30, 2019 have been reviewed by the Audit Committee and approved by the Board of Directors on August 2, 2019 and the statutory auditors of the Company have conducted an "Limited Review" of the above consolidated financial results for the quarter ended June 30, 2019.
- 2 The above consolidated financial results for the quarter ended June 30, 2019 are prepared in accordance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.
- 3 The group earlier operated in two reportable business segments viz: Stock Exchange Operations and Depository Services. However, pursuant to the partial disinvestment in a subsidiary which is enumerated in note 6, the group is operating only in one Segment viz. Facilitating Trading in Securities and other related ancillary Services as at the reporting date, and therefore has only one reportable Segments as per Ind-AS 108 "Operating Segments".
- 4 The Company implemented a Voluntary Retirement Scheme for all its eligible employees. Post the closure of the Scheme an expense of ₹ 54 Lakh has been recognised for the quarter ended June 30, 2018 and year ended March 31, 2019. The said expenses have been considered as an "Exceptional Items".
- 5 Pursuant to SEBI Circular SEBI/HO/MRD/DSA/CIR/P/2017/95 dated August 10, 2017 (INDIA INX Circular no-20171017-1, dated October 17, 2017), India International Exchange (IFSC) Limited (Subsidiary Company) had launched Liquidity Enhancement Scheme (LES) to enhance liquidity in INDIA INX's Futures & Options Segment. LES was launched on November 01, 2017 and an expense of ₹ 375 Lakh has been incurred towards the Scheme for the quarter ended June 30, 2019, an expense of ₹ 388 Lakh has been incurred for the quarter ended March 31, 2019, an expense of ₹ 227 Lakh has been incurred for the quarter ended June 30, 2018 and an expense of ₹ 1,298 Lakh has been incurred for the year ended March 31, 2019. Considering the special nature of this expense incurred for market development, the same has been considered as an "Exceptional Items".
- 6 The Company had partially divested its stake in a subsidiary company on June 29, 2017. The divestment has resulted in a loss of control and therefore the profit on sale of the investment in the subsidiary (including the Remeasurement of the retained investment at fair value in accordance with Ind AS 110 "Consolidated Financial Statements") amounting to ₹ 45,118 Lakh had been credited to the statement of consolidated financial results during the year ended March 31, 2018.
Further, profit on sale, disclosed under discontinued operations, was based on estimated expenditure withheld by Central Depository Services (India) Limited ("CDSL"). During the quarter ended September 30, 2018, the amount of expenditure has been crystallised and hence excess amount of ₹ 511 Lakh has been recorded as an additional profit on sale of CDSL during the year ended March 31, 2019 and shown under "Discontinued Operations".
- 7 The Group had adopted Ind AS 116 "Leases", effective from April 1, 2019, and considered all material lease contracts existing on April 1, 2019. The adoption of the standard does not have any material impact on the financial results of the Group.
- 8 Based on the assessment orders received during the quarter ended June 30, 2018, the Company had written back an amount of ₹ 661 Lakh in respect of previous years and the same was netted off from current tax expense. Further, interest on Income Tax refund, as allowed in the assessments, of ₹ 4 Lakh, ₹ 218 Lakh, ₹ 567 Lakh and ₹ 785 Lakh has been included in "Other Income" for the quarter ended June 30, 2019, March 31, 2019, June 30, 2018 and year ended March 31, 2019 respectively.
- 9 The Company had received observations from SEBI in respect of inspection conducted for the period 2005 - 2017. The Company has been asked to reimburse ₹ 1,427 Lakh to Investors' Services Fund and ₹ 1,372 Lakh to BSE Investors Protection Fund Trust (Formerly known as "The Stock Exchange Investors' Protection Fund Trust"), along with interest, in respect of certain expenses charged in the earlier years to these funds. In response to the above observations, the Company has submitted its detailed reply to SEBI and requested to reconsider the matter. The response from SEBI is awaited. Since the matter is not yet concluded, it is considered as a contingent liability.
- 10 The Company and its provident fund trust has an investment of ₹ 1,700 Lakh and ₹ 347 Lakh (including interest of ₹ 66 Lakh) respectively in secured Non-convertible Debentures of IL&FS Group. Considering the developments, a provision of ₹ 2 Lakh, ₹ 250 Lakh and ₹ 1,254 Lakh has been made during the quarter ended June 30, 2019, March 31, 2019 and year ended March 31, 2019 respectively.
- 11 The Board of Directors of the Company at its meeting held on May 7, 2019 recommended the proposal of buyback, of its fully paid-up equity shares of face value of ₹ 2/- each at a price of ₹ 680 (Rupees Six Hundred and Eighty Only) per Equity Share through tender offer in such manner as prescribed in the Securities and Exchange Board of India Regulations, 2018 and the Companies Act, 2013 ("Act"). The same has been approved by the shareholder at the Annual General Meeting held on July 15, 2019.
The Buyback shall not exceed ₹ 460 crore (Rupees Four Hundred and Sixty crore only), excluding brokerage costs, fees, turnover charges, relevant taxes, stamp duty and other transaction charges ("Maximum Buyback Size"). The Maximum Buyback Size represents 24.73% of the aggregate of the Company's paid-up Equity Share capital and free reserves based on the standalone audited financial statements of the Company as at March 31, 2019.



- 12 The figures for the quarter ended March 31, 2019 are arrived at as difference between audited figures in respect of the full financial year for the year ended March 31, 2019 and the reviewed figures upto nine months period ended December 31, 2018.
- 13 Previous quarter's / year's figures have been regrouped / reclassified and rearranged wherever necessary to correspond with the current quarter's / year's classification / disclosure.
- 14 Reviewed Financial Results of BSE Limited (Standalone Information)

PARTICULARS	Quarter ended June 30, 2019	Quarter ended March 31, 2019	Quarter ended June 30, 2018	Year ended March 31, 2019
	Unaudited	Audited	Unaudited	Audited
Revenue from operations	9,548	9,764	9,788	37,976
Profit before tax	4,124	5,068	5,521	21,850
Profit for the period	3,436	4,385	5,181	20,105

Note: The reviewed financial results of BSE Limited for the above mentioned period are available on our website, www.bseindia.com and on the stock exchange website www.nseindia.com. The information above has been extracted from the reviewed standalone financial results for the quarter ended June 30, 2019.

For and on behalf of Board of Directors of
BSE LIMITED

Ashishkumar Chauhan
Managing Director & CEO

Mumbai, August 2, 2019

