

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

To
The Board of Directors,
BSE Limited

1. We have reviewed the accompanying Statement of unaudited Consolidated Financial Results of BSE Limited (the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its associates for the quarter ended September 30, 2020 and year to date from April 01, 2020 to September 30, 2020 (the "Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (the "Listing Regulations").
2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors, has been prepared 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 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement 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 of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

4. The Statement includes the 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

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraph 7 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. Emphasis of Matter

We draw attention to Note 11 to the Statement, in respect of contribution required to be made as on September 30, 2020, of Rs. 1,267 lakhs to Core Settlement Guarantee Fund ('core SGF') by the Holding Company to clearing corporations other than Indian Clearing Corporation Limited. Considering the representation made by the Holding Company to Securities Exchange Board of India ('SEBI') and pending final decision from SEBI in this regard, no impact has been considered in the Statement.

Our conclusion is not modified in respect of this matter.

7. The accompanying statement includes unaudited interim financial results and other unaudited financial information of seven subsidiaries, whose unaudited interim financial results reflect Group's share of total assets of Rs. 2,02,330 lakhs as at September 30, 2020, and Group's share of total revenues of Rs. 3,775 lakhs and Rs. 7,905 lakhs, Group's share of total net loss after tax of Rs. 220 lakhs and Rs. 851 lakhs and Group's share of total comprehensive loss of Rs. 523 lakhs and Rs. 1,133 lakhs for the quarter ended September 30, 2020 and for the period from April 01, 2020 to September 30, 2020, respectively, and net cash outflows of Rs. 4,844 lakhs for the period from April 01, 2020 to September 30, 2020 as considered in the Statement, which have been reviewed by their respective independent auditors.

The independent auditors' reports on interim financial results of these subsidiaries have been furnished to us by the Management, and our conclusion in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the report of such auditors and the procedures performed by us as stated in paragraph 3 above.

Our conclusion on the Statement in respect of above matter is not modified with respect to our reliance on the work done and the reports of the other auditors.

For S.R. BATLIBOI & Co. LLP

Chartered Accountants

ICAI Firm registration number: 301003E/E300005

per Jayesh Gandhi

Partner

Membership No.: 037924

UDIN: 20037924AAAAOQ7147

Mumbai

November 07, 2020



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 and six months ended September 30, 2020

(₹ in Lakh)

PARTICULARS	For the quarter ended September 30, 2020	For the quarter ended June 30, 2020	For the quarter ended September 30, 2019	For the six months ended September 30, 2020	For the six months ended September 30, 2019	For the year ended March 31, 2020
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Continuing operation						
1 Revenue from operations	12,538	10,322	10,889	22,860	22,103	45,051
2 Investment income	2,453	5,435	4,514	7,888	9,419	15,866
3 Other income (refer note 7 and 9)	1,046	454	555	1,500	1,033	2,083
4 Total income (1+2+3)	16,037	16,211	15,958	32,248	32,555	63,000
5 Expenses						
a) Employee benefits expense	3,626	3,764	3,917	7,390	7,676	15,120
b) Finance costs (refer note 5b)	238	221	39	459	87	237
c) Depreciation and amortisation expense	1,449	1,324	1,251	2,773	2,447	5,104
d) Computer technology related expenses	2,228	2,622	2,885	4,850	5,881	11,760
e) Settlement of service tax matter (refer note 8)	-	-	-	-	-	366
f) Provision for Additional Contribution to ISF and IPF (refer note 9)	-	-	-	-	-	1,861
g) Administration and other expenses	4,450	4,719	4,926	9,169	8,837	19,091
h) Liquidity enhancement scheme expenses (refer note 4)	919	594	402	1,513	777	1,781
Total expenses (5a to 5h)	12,910	13,244	13,420	26,154	25,705	55,320
6 Profit before exceptional item and tax (4-5)	3,127	2,967	2,538	6,094	6,850	7,680
7 Exceptional item (refer note 5a and 5b)	(1,453)	-	-	(1,453)	-	3,204
8 Profit before tax and share of net profits of investments accounted for using equity method (6+7)	1,674	2,967	2,538	4,641	6,850	10,884
9 Share of profit of associates	1,008	1,014	730	2,022	1,432	2,665
10 Profit before tax (8+9)	2,682	3,981	3,268	6,663	8,282	13,549
11 Tax expense (refer note 7)	(1,921)	733	(359)	(1,188)	523	1,488
12 Net profit after tax for the period / year from continuing/Total operation (10-11)	4,603	3,248	3,627	7,851	7,759	12,061
Net profit attributable to the shareholders of the Company	4,681	3,315	3,669	7,996	7,801	12,227
Net profit attributable to the non controlling interest	(78)	(67)	(42)	(145)	(42)	(166)
13 Other comprehensive income (net of taxes)	(276)	207	289	(69)	214	1,102
14 Total comprehensive Income for the period / year (12+13)	4,327	3,455	3,916	7,782	7,973	13,163
Total comprehensive income attributable to the shareholders of the Company	4,435	3,519	3,940	7,954	7,997	13,230
Total comprehensive income attributable to the non controlling interest	(108)	(64)	(24)	(172)	(24)	(67)
15 Paid up equity share capital (face value per share ₹ 2 each)	900	900	900	900	900	900
16 Other equity						2,41,610
17 Earnings per equity share (face value per share ₹ 2 each)						
Continuing operations						
Basic and diluted before exceptional item (₹) (refer note below)	12.11	7.09	6.95	19.20	14.81	18.04
Basic and diluted after exceptional item (₹) (refer note below)	10.05	7.09	6.95	17.14	14.81	24.57
Discontinued Operations						
Basic and Diluted after exceptional item (₹) (Refer note below)	-	-	-	-	-	-
Total operations						
Basic and diluted after exceptional item (₹) (refer note below)	10.05	7.09	6.95	17.14	14.81	24.57

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

BSE Limited
(Formerly known as Bombay Stock Exchange Limited)
Consolidated Balance Sheet as at September 30, 2020

(₹ in Lakh)

PARTICULARS		As at September 30, 2020	As at March 31, 2020
		Unaudited	Audited
ASSETS			
1 Non-current assets			
a. Property, plant and equipment		12,500	12,001
b. Capital work-in-progress		156	827
c. Investment property		344	353
d. Goodwill		3,742	3,742
e. Other intangible assets		3,568	2,915
f. Intangible assets under development		692	1,360
g. Financial assets			
i. Investments			
a. Investments in subsidiaries		2	2
b. Investments in associates		39,577	38,622
c. Other investments		38,535	53,539
ii. Other financial assets		16,520	20,477
h. Income tax assets (net)		9,088	8,794
i. Deferred tax assets (net)		15,737	12,777
j. Other assets		11	18
Total non-current assets		1,40,472	1,55,427
2 Current assets			
a. Financial assets			
i. Investments		1,18,180	1,21,037
ii. Trade receivables		9,132	6,999
iii. Cash and cash equivalents		67,304	72,866
iv. Bank balances other than (iii) above		1,16,998	88,052
v. Other financial assets		1,470	1,116
b. Other assets		5,881	2,094
Total current assets		3,18,965	2,92,164
Total assets (1+2)		4,59,437	4,47,591
EQUITY AND LIABILITIES			
3 Equity			
a. Equity share capital		900	900
b. Other equity		2,41,795	2,41,610
Equity attributable to shareholders of the Company		2,42,695	2,42,510
4 Non controlling interest		2,129	1,856
Total equity		2,44,824	2,44,366
5 Core settlement guarantee fund		45,761	43,538
Liabilities			
6 Non-current liabilities			
a. Financial liabilities			
Other financial liabilities		824	739
b. Deferred tax liabilities (Net)		18	14
c. Provisions		246	240
d. Other liabilities		81	135
Total non-current liabilities		1,169	1,128
7 Current liabilities			
a. Financial liabilities			
i. Trade payables			
a. Total outstanding dues of micro enterprises and small enterprises		1	16
b. Total outstanding dues of creditors other than micro enterprises and small enterprises		8,104	7,568
ii. Other financial liabilities		1,28,113	1,30,803
b. Provisions		1,491	1,763
c. Income tax liabilities (Net)		744	993
d. Other liabilities		29,230	17,416
Total current liabilities		1,67,683	1,58,559
Total equity and liabilities (3+4+5+6+7)		4,59,437	4,47,591

BSE Limited (Formerly known as Bombay Stock Exchange Limited) CIN L67120MH2005PLC155188 Consolidated Cash Flow Statement for the six months period ended September 30, 2020		
	(₹ in Lakh)	
PARTICULARS	For the six months ended September 30, 2020	For the six months ended September 30, 2019
Continuing operations		
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit for the six months period ended	7,851	7,759
Adjustments for		
Income tax expenses recognised in profit and loss	(1,188)	523
Share of profit of associates	(2,022)	(1,432)
Foreign currency translation reserve	(286)	280
Depreciation and amortisation expense	2,773	2,447
Net gain on disposal of property, plant and equipment	-	(4)
Impairment loss on financial assets	921	846
Provision towards Arbitration expenses	1,453	-
Finance cost	459	87
Contribution to core settlement guarantee fund	619	74
Investment income on core settlement guarantee fund	1,418	1,507
Penalties / contribution received towards settlement guarantee fund	204	96
Net gain arising on financial assets measured at FVTPL	(6,588)	(7,000)
Interest income	(1,281)	(1,327)
Dividend income	(19)	(1,092)
Provision for compensated absences	523	482
Operating profit before working capital changes	4,837	3,246
Movements in working capital		
(Increase) / decrease in trade receivables	(3,054)	(2,157)
Increase / (decrease) in trade payables	521	3,130
Increase / (decrease) in provisions	(272)	(163)
(Increase) / decrease in other financial assets and other assets	(4,315)	(4,149)
Increase / (decrease) in other liabilities and other financial liabilities	9,176	1,570
Cash generated from / (used in) operations	6,893	1,477
Direct taxes paid (net of refunds)	(2,457)	(2,962)
Net cash generated from / (used in) operating activities	4,436	(1,485)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Fixed Assets		
Purchase of property, plant and equipment, intangible assets, capital work in progress, intangible assets under development and capital advances	(2,884)	(1,995)
Proceeds from sale of property, plant and equipment	-	8
Investments		
Net decrease / (increase) in investment in equity and debt instruments	24,233	40,768
Investment in Government Securities	-	(3,408)
Proceeds received from bonds and non-convertible debentures	-	2,500
Investment in Associates	(203)	(1,047)
Investment in fixed deposits	(80,372)	(53,686)
Proceeds received from fixed deposits	55,628	65,357
Interest received	1,379	2,262
Dividend received	19	1,092
Net cash generated from / (used in) investing activities	(2,200)	51,851
C. CASH FLOW FROM FINANCING ACTIVITIES		
Finance cost	(456)	(87)
Dividend and taxes paid thereon	(7,787)	(15,843)
Issue of share capital by subsidiary	445	1,923
Payment towards buyback including transaction cost	-	(47,637)
Net cash used in financing activities	(7,798)	(61,644)
D. Net increase / (decrease) in cash and cash equivalents from continuing Operations (A+B+C)	(5,562)	(11,278)

BSE Limited (Formerly known as Bombay Stock Exchange Limited) CIN L67120MH2005PLC155188 Consolidated Cash Flow Statement for the six months period ended September 30, 2020		
(₹ in Lakh)		
PARTICULARS	For the six months ended September 30, 2020	For the six months ended September 30, 2019
Discontinued Operations		
E. Net cash from operating activities	-	-
F. Net cash generated from investing activities	-	-
G. Net cash generated from financing activities	-	-
H. Net increase in cash and cash equivalents from Discontinued Operations (E+F+G)	-	-
I. Net increase / (decrease) in cash and cash equivalents from Total Operations (D+H)	(5,562)	(11,278)
Cash and cash equivalents at the beginning of the six months period ended	72,866	47,943
Cash and cash equivalents at the end of the six months period ended	67,304	36,665
Cash and cash equivalents at the end of the six months period ended comprises		
i) Cash on hand	-	-
ii) Cheques in hand	-	-
Balances with banks		
In current accounts	17,443	19,474
In deposit accounts with original maturity upto 3 months	49,861	17,191
Cash and cash equivalents at the end of the six months period ended	67,304	36,665
1. The Cash Flow Statement has been prepared under the "Indirect Method" as set out in Indian Accounting Standard - 7 "Cash Flow Statement". 2. Movement in earmarked liabilities and assets of parent company are not considered. 3. Previous periods's figures have been regrouped wherever necessary.		

- 1 The Consolidated financial results comprises of results of BSE Limited ("holding company" or "the Company"), its subsidiaries and its associates (together referred to as "the Group"). The above consolidated financial results for the quarter and six months ended September 30, 2020 have been reviewed by the Audit Committee and approved by the Board of Directors on November 7, 2020 and the statutory auditors of the Company have conducted "Limited Review" of the said consolidated financial results.
- 2 The above consolidated financial results for the quarter and six months ended September 30, 2020 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 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 (a) 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 ₹ 428 Lakh, ₹ 393 Lakh, ₹ 402 Lakh, ₹ 821 Lakh, ₹ 777 Lakh and ₹ 1,562 Lakh has been incurred towards the Scheme for the quarter ended September 30, 2020, quarter ended June 30, 2020, quarter ended September 30, 2019, six months ended September 30, 2020, six months ended September 30, 2019 and year ended March 31, 2020 respectively.

(b) Pursuant to SEBI Circular CIR/MRD/DP/14/2014 dated April 23, 2014 and BSE Notice no-20190805-10, 20190925-31, 20191108-25, with effect from November 25, 2019, the Company has introduced the Liquidity Enhancement Scheme (LES) in derivatives. An expense of ₹ 491 Lakh, ₹ 201 Lakh, ₹ 692 Lakh and ₹ 219 Lakh has been incurred towards the scheme for the quarter ended September 30, 2020, quarter ended June 30, 2020, six months ended September 30, 2020 and year ended March 31, 2020 respectively.
- 5 (a) During the previous year, the Company had divested its 4% stake in its associate company Central Depository Services (India) Limited ("CDSL") through offer for sale. The profit on divestment amounting to ₹ 3,204 Lakh was reflected as an "Exceptional Item" in the Consolidated Financial Results for the year ended March 31, 2020.

(b) S & P Dow Jones Indices LLC and SPDJ Singapore Pte Ltd (hereinafter collectively called as "SPDJ") had filed arbitration proceedings against BSE under Singapore International Arbitration Center's rules, inter alia, challenging the termination of index licensing arrangement by BSE Limited. The Final Award passed by the Arbitrator Tribunal dated September 17, 2020 inter-alia, held that the termination of the Agreements by BSE is invalid, the Agreement continue to remain in force and the costs of arbitration, legal and other costs incurred by SPDJ shall be borne by the BSE. Accordingly, an amount of ₹ 1,453 Lakh is payable by BSE to SPDJ with interest upto date of payment. The said amount has been provided in books of accounts for the current quarter and has been disclosed as an "Exceptional item" for the quarter and period ended September 30, 2020. Interest of ₹ 3 Lakh upto September 30, 2020 has also been provided as finance cost.
- 6 As per the assessment of management, there are no lease contracts for which IND AS 116 – Leases is required to be applied.
- 7 (a) Based on the assessment orders received, interest on Income Tax refund, as allowed in the assessments, of ₹ 14 Lakh, ₹ 18 Lakh and ₹ 18 Lakh has been included in "Other Income" for the quarter ended September 30, 2019, six months ended September 30, 2019, and year ended March 31, 2020 respectively.

(b) A Taxation Laws (Amendment) Ordinance, 2019 ("Ordinance") on September 20, 2019 has amended the Income Tax Act, 1961 and Finance (No. 2) Act, 2019, by which the option has been provided for the lower tax regime without any incentives for the domestic companies. Under the revised tax regime, benefit of accumulated Minimum Alternate Tax (MAT) credit is not allowed. Considering the substantial accumulated MAT credit, the holding company and certain subsidiaries have assessed that, at present it is beneficial not to opt for the option of availing revised income tax rate. The tax liability for the current period and previous period has been accordingly calculated. For the remaining subsidiaries the tax liability has been made, applying the revised tax rate.

(c) The Company has been creating deferred tax liability in its consolidated financial statements on undistributed profits of Central Depository Services (India) Limited ("CDSL") to the extent of its investment in the associate. During the year ended March 31, 2020, the company sold 4% of its stake in CDSL, due to which dividend distribution tax will no longer be payable in future to the extent of 4% and hence deferred tax liability was reversed to the extent of ₹ 151 Lakh for the year ended March 31, 2020.

(d) As per the Accounting standard applicable to the company, deferred tax liability was provided in the Consolidated Financial statements in respect of undistributed profits of associates. With the abolition of Dividend Distribution Tax (DDT) and introduction of Section 80 M of the Income Tax Act, 1961 in the Finance Act, 2020, Dividend from associates will no longer be taxed in the hands of the company. Accordingly, an amount of ₹ 1,812 Lakh provided as tax on undistributed profits of associates, in earlier years, has been rendered excess and has been written back and netted off from the tax expenses for the current quarter.
- 8 During the previous year, the Company had opted for the Sabka Vishwas (Legacy Dispute Resolution) scheme, 2019 for the settlement of service tax matter of earlier years. Accordingly, an amount of ₹ 366 Lakh was paid under the said scheme, which was charged to the profit and loss account for the year ended March 31, 2020.
- 9 The Company had earlier received observations from SEBI in respect of inspection conducted for the period 2005 – 2017, in which the Company was asked to plough back certain amount to Investors' Services Fund ("ISF") and BSE Investors Protection Fund Trust ("IPF") in respect of expenses charged in the earlier years to these funds. On the basis of response submitted by the Company. In March 2020, SEBI concluded and instructed the company to plough back an amount of ₹ 1,037 Lakh along with interest to the said funds. Consequently, an expense of ₹ 1,385 Lakh was charged to the profit and loss account for the year ended March 31, 2020 along with expense of ₹ 476 Lakh for the year ended March 31, 2018. Accordingly, an amount aggregating to ₹ 1,861 Lakh was disclosed as "Provision for Additional Contribution to ISF and IPF" for the year ended March 31, 2020. Subsequently, based on final amount arrived by SEBI, the company has reassessed amount chargeable to the fund for earlier years and has written back ₹ 595 Lakh to "Other income" in the current quarter.

- 10 The Company and its provident fund trust has an investment of ₹ 1,700 Lakh and ₹ 357 Lakh (including interest of ₹ 76 Lakh) respectively in secured Non-convertible Debentures of IL&FS Group. Considering the status of IL&FS Group Companies, a provision of ₹ 2 Lakh, ₹ 2 Lakh, ₹ 266 Lakh, ₹ 4 Lakh, ₹ 268 Lakh and ₹ 798 Lakh was made during the quarter ended September 30, 2020, quarter ended June 30, 2020, quarter ended September 30, 2019, six months ended September 30, 2020, six months ended September 30, 2019 and year ended March 31, 2020 respectively. An amount of ₹ 1,254 Lakh was already provided in the year March 31, 2019.
- 11 Interoperability of settlements amongst clearing corporations was implemented from June 2019. After implementation of interoperability, the members have the option to choose the clearing corporation to clear their trades. Based on their selection, the trades of BSE are cleared by respective clearing corporations.
- As per the requirement arising out of August 27, 2014 SEBI Circular on CIR\MRD\DRMNP\25\2014, for contribution by exchange to Core SGF ("Settlement Guarantee Fund"), BSE needs to contribute to Core SGFs of all the Clearing corporations through which its trades are cleared.
- BSE has already contributed ₹ 15,541 Lakh to Indian Clearing Corporation Ltd ("ICCL"), which is in excess by ₹ 12,694 Lakh as compared to the requirement relating to the contribution required to be made to ICCL for Core SGF, as of September 30, 2020. Based on the transactions executed on BSE, which are cleared by other Clearing Corporations, requirement to contribute for Core SGF is ₹ 1,267 Lakh as on September 30, 2020. The Board of the Company has represented SEBI to allow utilisation of excess contribution by BSE lying with ICCL to the requirement of Core SGF contribution to other clearing corporations. The Company has also represented to SEBI that the contribution by exchanges towards Core SGF of clearing corporations may be allowed to be contributed in the form of Bank Fixed Deposit / Government Securities. The Company is awaiting final decision of SEBI in this regard.
- In view of the above, no contribution has been made to other clearing corporations and the Company has not taken any charge for the contribution to Core SGF in the statement of profit and loss. The Management has also assessed that there is no impact on their operations with clearing corporations due to non payment of contribution to Core SGF.
- 12 The novel coronavirus (COVID-19) pandemic continues to spread rapidly across the globe including India. On March 11, 2020, the COVID-19 outbreak was declared a global pandemic by the World Health Organization. The Indian government had announced countrywide lockdown which is continuing at present.
- In this nation-wide lock-down period, though all the services across the nation were suspended, some essential services establishments including securities market participants could operate and were exempted from the lock-down.
- The management has assessed the potential impact of the COVID-19 on the Company. Based on the current assessment, the management is of the view that impact of COVID-19 on the operations of the Company and the carrying value of its assets and liabilities is not likely to be material.
- 13 Previous quarter's / period's/ year's figures have been regrouped / reclassified and rearranged wherever necessary to correspond with the current quarter's / period's/ year's classification / disclosure.

14 Reviewed Financial Results of BSE Limited (Standalone Information) ₹ in Lakh

PARTICULARS	Quarter ended September 30, 2020	Quarter ended June 30, 2020	Quarter ended September 30, 2019	For the six months ended September 30, 2020	For the six months ended September 30, 2019	Year ended March 31, 2020
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Revenue from operations	10,745	8,530	9,047	19,275	18,595	37,863
Profit before tax	2,550	3,450	3,341	6,000	7,465	17,522
Profit for the period	2,868	3,234	3,922	6,102	7,358	17,367

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 and six months ended September 30, 2020.

For and on behalf of Board of Directors of
BSE LIMITED

Ashishkumar Chauhan
Managing Director & CEO

Mumbai, November 7, 2020

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

To
The Board of Directors,
BSE Limited

1. We have reviewed the accompanying statement of unaudited standalone financial results of BSE Limited (the "Company") for the quarter ended September 30, 2020 and year to date from April 01, 2020 to September 30, 2020 (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, as amended (the "Listing Regulations").
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared 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 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement 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 of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. 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 aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

5. Emphasis of Matter

We draw attention to Note 11 to the Statement, in respect of contribution required to be made as on September 30, 2020, of Rs. 1,267 lakhs to Core Settlement Guarantee Fund ('core SGF') by the Company to clearing corporations other than Indian Clearing Corporation Limited. Considering the representation made by the Company to Securities Exchange Board of India ('SEBI') and pending final decision from SEBI in this regard, no impact has been considered in the Statement.

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: 20037924AAAAOP5925

Mumbai

November 07, 2020



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 and six months ended September 30, 2020

(₹ in Lakh)

PARTICULARS		For the quarter ended September 30, 2020	For the quarter ended June 30, 2020	For the quarter ended September 30, 2019	For the six months ended September 30, 2020	For the six months ended September 30, 2019	For the year ended March 31, 2020
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Revenue from operations	10,745	8,530	9,047	19,275	18,595	37,863
2	Investment income	2,793	4,732	4,774	7,525	8,972	13,956
3	Other income (refer note 5 and 6)	1,131	546	612	1,677	1,101	2,394
4	Total income (1+2+3)	14,669	13,808	14,433	28,477	28,668	54,213
5	Expenses						
a)	Employee benefits expense	2,202	2,309	2,419	4,511	4,814	9,390
b)	Finance costs (refer note 4b)	3	-	-	3	-	-
c)	Depreciation and amortisation expense	1,279	1,129	1,075	2,408	2,101	4,355
d)	Computer technology related expenses	2,668	3,079	3,257	5,747	6,595	13,090
e)	Settlement of service tax matter (refer note 9)	-	-	-	-	-	366
f)	Provision for Additional Contribution to ISF and IPF (refer note 6)	-	-	-	-	-	1,861
g)	Administration and other expenses	4,023	3,640	4,341	7,663	7,693	16,568
h)	Liquidity enhancement scheme expenses (refer note 10)	491	201	-	692	-	219
	Total expenses (5a to 5h)	10,666	10,358	11,092	21,024	21,203	45,849
6	Profit before exceptional item and tax (4-5)	4,003	3,450	3,341	7,453	7,465	8,364
7	Exceptional item (net) (refer note 4a and 4b)	(1,453)	-	-	(1,453)	-	9,158
8	Profit before tax (6+7)	2,550	3,450	3,341	6,000	7,465	17,522
9	Tax expense (refer note 5)	(318)	216	(581)	(102)	107	155
10	Profit for the period / year (8-9)	2,868	3,234	3,922	6,102	7,358	17,367
11	Other comprehensive income (net of taxes)	22	189	(48)	211	(19)	(25)
12	Total comprehensive income for the period / year (10+11)	2,890	3,423	3,874	6,313	7,339	17,342
13	Paid up equity share capital (face value per share ₹ 2 Each)	900	900	900	900	900	900
14	Other equity						2,15,601
15	Earnings per equity share (face value per share ₹ 2 Each)						
	Basic and diluted before exceptional item (₹) (refer note below)	8.33	7.06	7.51	15.39	14.05	16.72
	Basic and diluted after exceptional item (₹) (refer note below)	6.26	7.06	7.51	13.32	14.05	35.37

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

BSE Limited
(Formerly known as Bombay Stock Exchange Limited)
Standalone Balance Sheet as at September 30, 2020

(₹ in Lakh)

PARTICULARS		As at September 30, 2020	As at March 31, 2020
		Unaudited	Audited
ASSETS			
1 Non-current assets			
a. Property, plant and equipment		9,878	9,096
b. Capital work-in-progress		-	827
c. Investment properties		402	412
d. Goodwill		-	-
e. Intangible assets		3,123	2,334
f. Intangible assets under development		788	1,489
g. Financial assets			
i. Investments			
a. Investments in subsidiaries		69,905	68,850
b. Investments in associates		4,723	4,723
c. Other investments		24,661	38,749
ii. Other financial assets		9,082	8,856
h. Deferred tax assets (net)		12,103	10,804
i. Income tax assets (net)		5,882	5,634
j. Other assets		8	14
Total non-current assets		1,40,555	1,51,788
2 Current assets			
a. Financial assets			
i. Investments		1,12,029	1,03,708
ii. Trade receivables		7,335	5,195
iii. Cash and cash equivalents		3,921	3,011
iv. Bank balances other than (iii) above		23,139	17,376
v. Other financial assets		783	315
b. Other assets		4,510	836
Total current assets		1,51,717	1,30,441
Total assets (1+2)		2,92,272	2,82,229
EQUITY AND LIABILITIES			
3 Equity			
a. Equity share capital		900	900
b. Other equity		2,14,127	2,15,601
Total equity		2,15,027	2,16,501
Liabilities			
4 Non-current liabilities			
a. Financial liabilities			
Other financial liabilities		751	676
b. Other liabilities		46	88
Total non-current liabilities		797	764
5 Current liabilities			
a. Financial liabilities			
i. Trade payables			
a. Total outstanding dues of micro enterprises and small enterprises		1	16
b. Total outstanding dues of creditors other than micro enterprises and small enterprises		7,421	6,756
ii. Other financial liabilities		38,888	39,686
b. Provisions		1,036	1,114
c. Income tax liabilities (net)		701	944
d. Other liabilities		28,401	16,448
Total Current Liabilities		76,448	64,964
Total Equity and Liabilities (3+4+5)		2,92,272	2,82,229

BSE Limited (Formerly known as Bombay Stock Exchange Limited) CIN L67120MH2005PLC155188 Cash Flow Statement for the six months period ended September 30, 2020		
(₹ in Lakh)		
PARTICULARS	For the six months ended Sep 30, 2020	For the six months ended Sep 30, 2019
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit for the six months period ended	6,102	7,358
Adjustments for		
Income tax expenses recognised in profit and loss	(102)	107
Depreciation and amortisation expenses	2,408	2,101
Impairment loss on financial assets carried at cost	9	260
Net gain on disposal of property, plant and equipment and intangible assets	-	(4)
Impairment loss on financial assets and bad debts write off	953	583
Finance cost	3	-
Provision towards Arbitration expenses	1,453	-
Net gain arising on financial assets measured at FVTPL	(6,351)	(6,847)
Interest income	(231)	(173)
Dividend income	(943)	(1,952)
Provision for compensated absences	298	228
Operating profit before working capital changes	3,599	1,661
Movements in working capital		
(Increase) / decrease in trade receivables	(3,093)	(1,934)
Increase/ (decrease) in trade payables	650	3,055
Increase/ (decrease) in provisions	(78)	(122)
(Increase) / decrease in other financial assets and other assets	(3,872)	(3,742)
Increase / (decrease) in other financial liabilities and other liabilities	11,575	16,745
Cash generated from / (used in) operations	8,781	15,663
Direct taxes paid (net of refunds)	(1,834)	(2,184)
Net cash generated from / (used in) operating activities	6,947	13,479
B. CASH FLOW FROM INVESTING ACTIVITIES		
Fixed assets		
Purchase of fixed assets, including intangible assets, capital work in progress and capital advances	(2,904)	(1,697)
Proceeds from sale of fixed assets	-	8
Investments		
Net (increase)/decrease in investment in mutual funds	10,656	46,693
Proceeds received from bonds and non-convertible debentures	-	2,500
Investment in fixed deposits	(48,674)	(12,705)
Proceeds received from fixed deposits	42,671	13,604
Investment in subsidiaries	(1,055)	-
Interest received	113	378
Dividend received from Subsidiaries/Associates and Mutual Fund	943	1,952
Net cash generated from / (used in) investing activities	1,750	50,733

BSE Limited (Formerly known as Bombay Stock Exchange Limited) CIN L67120MH2005PLC155188 Cash Flow Statement for the six months period ended September 30, 2020 (₹ in Lakh)		
PARTICULARS	For the six months ended Sep 30, 2020	For the six months ended Sep 30, 2019
C. CASH FLOW FROM FINANCING ACTIVITIES		
Payment towards buyback including transaction cost	-	(47,637)
Dividend and taxes paid thereon	(7,787)	(15,843)
Net cash used in financing activities	(7,787)	(63,480)
Net increase in cash and cash equivalents (A+B+C)	910	732
Cash and cash equivalents at the beginning of the six months period ended	3,011	1,828
Cash and cash equivalents at the end of the six months period ended *	3,921	2,560
Balances with banks		
In current accounts	236	398
In deposit accounts with original maturity of 3 months	3,685	2,162
* Cash and cash equivalents at the end of six months period ended	3,921	2,560

The accompanying notes form an integral part of the financial statements

1. The Cash Flow Statement has been prepared under the "Indirect Method" as set out in Indian Accounting Standard - 7 "Cash Flow Statement".
2. Movement in earmarked liabilities and assets are not considered.
3. Previous periods' figures have been regrouped wherever necessary.

- 1 The above standalone financial results for the quarter and six months ended September 30, 2020 have been reviewed by the Audit Committee and approved by the Board of Directors on November 7, 2020 and the statutory auditors of the Company have conducted "Limited Review" of the said standalone financial results.
- 2 The above standalone financial results for the quarter and six months ended September 30, 2020 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 (a) During the previous year, the Company had divested its 4% stake in its associate company Central Depository Services (India) Limited ("CDSL") through offer for sale. The profit on divestment amounting to ₹ 9,158 Lakh was reflected as an "Exceptional Item" in the Standalone Financial Results for the year ended March 31, 2020.
(b) S & P Dow Jones Indices LLC and SPDJ Singapore Pte Ltd (hereinafter collectively called as "SPDJ") had filed arbitration proceedings against BSE under Singapore International Arbitration Center's rules, inter alia, challenging the termination of index licensing arrangement by BSE Limited. The Final Award passed by the Arbitrator Tribunal dated September 17, 2020 inter-alia, held that the termination of the Agreements by BSE is invalid, the Agreement continue to remain in force and the costs of arbitration, legal and other costs incurred by SPDJ shall be borne by the BSE. Accordingly, an amount of ₹ 1,453 Lakh is payable by BSE to SPDJ with interest upto date of payment. The said amount has been provided in books of accounts for the current quarter and has been disclosed as an "Exceptional item" for the quarter and period ended September 30, 2020. Interest of ₹ 3 Lakh upto September 30, 2020 has also been provided as finance cost.
- 5 (a) Based on the assessment orders received, interest on Income Tax refund, as allowed in the assessments, of ₹ 14 Lakh, ₹ 18 Lakh and ₹ 18 Lakh has been included in "Other Income" for the quarter ended September 30, 2019, six months ended September 30, 2019 and year ended March 31, 2020 respectively.
(b) A Taxation Laws (Amendment) Ordinance, 2019 ("Ordinance") on September 20, 2019 has amended the Income Tax Act, 1961 and Finance (No. 2) Act, 2019, by which the option has been provided for the lower tax regime without any incentives for the domestic companies. Under the revised tax regime, benefit of accumulated Minimum Alternate Tax (MAT) credit is not allowed. Considering the substantial accumulated MAT credit, the management has assessed that at present it is beneficial not to opt for the option of availing revised income tax rate. The tax liability for the current period and previous period has been accordingly calculated.
- 6 The Company had earlier received observations from SEBI in respect of inspection conducted for the period 2005 – 2017, in which the Company was asked to plough back certain amount to Investors' Services Fund ("ISF") and BSE Investors Protection Fund Trust ("IPF") in respect of expenses charged in the earlier years to these funds. On the basis of response submitted by the Company. In March 2020, SEBI concluded and instructed the company to plough back an amount of ₹ 1,037 Lakh along with interest to the said funds. Consequently, an expense of ₹ 1,385 Lakh was charged to the profit and loss account for the year ended March 31, 2020 along with expense of ₹ 476 Lakh for the year ended March 31, 2018. Accordingly, an amount aggregating to ₹ 1,861 Lakh was disclosed as "Provision for Additional Contribution to ISF and IPF" for the year ended March 31, 2020. Subsequently, based on final amount arrived by SEBI, the company has reassessed amount chargeable to the fund for earlier years and has written back ₹ 595 Lakh to "Other income" in the current quarter.
- 7 The Company and its provident fund trust has an investment of ₹ 1,700 Lakh and ₹ 357 Lakh (including interest of ₹ 76 Lakh) respectively in secured Non-convertible Debentures of IL&FS Group. Considering the status of IL&FS Group Companies, a provision of ₹ 2 Lakh, ₹ 2 Lakh, ₹ 266 Lakh, ₹ 4 Lakh, ₹ 268 Lakh and ₹ 798 Lakh was made during the quarter ended September 30, 2020, quarter ended June 30, 2020, quarter ended September 30, 2019, six months ended September 30, 2020, six months ended September 30, 2019 and year ended March 31, 2020 respectively. An amount of ₹ 1,254 Lakh was already provided in the year March 31, 2019.
- 8 As per the assessment of management, there are no lease contracts for which IND AS 116 – Leases is required to be applied.
- 9 During the previous year, the Company had opted for the Sabka Vishwas (Legacy Dispute Resolution) scheme, 2019 for the settlement of service tax matter of earlier years. Accordingly, an amount of ₹ 366 Lakh was paid under the said scheme, which was charged to the profit and loss account for the year ended March 31, 2020.
- 10 Pursuant to SEBI Circular CIR/MRD/DP/14/2014 dated April 23, 2014 and BSE Notice no-20190805-10, 20190925-31, 20191108-25, with effect from November 25, 2019, the Company has introduced the Liquidity Enhancement Scheme (LES) in derivatives. An expense of ₹ 491 Lakh, ₹ 201 Lakh, ₹ 692 Lakh and ₹ 219 Lakh has been incurred towards the scheme for the quarter ended September 30, 2020, quarter ended June 30, 2020, six months ended September 30, 2020 and year ended March 31, 2020 respectively.

- 11 Interoperability of settlements amongst clearing corporations was implemented from June 2019. After implementation of interoperability, the members have the option to choose the clearing corporation to clear their trades. Based on their selection, the trades of BSE are cleared by respective clearing corporations.
- As per the requirement arising out of August 27, 2014 SEBI Circular on CIR\MRD\DRMNP\25\2014, for contribution by exchange to Core SGF ("Settlement Guarantee Fund"), BSE needs to contribute to Core SGFs of all the Clearing corporations through which its trades are cleared.
- BSE has already contributed ₹ 15,541 Lakh to Indian Clearing Corporation Ltd ("ICCL"), which is in excess by ₹ 12,694 Lakh as compared to the requirement relating to the contribution required to be made to ICCL for Core SGF, as of September 30, 2020. Based on the transactions executed on BSE, which are cleared by other Clearing Corporations, requirement to contribute for Core SGF is ₹ 1,267 Lakh as on September 30, 2020. The Board of the Company has represented SEBI to allow utilisation of excess contribution by BSE lying with ICCL to the requirement of Core SGF contribution to other clearing corporations. The Company has also represented to SEBI that the contribution by exchanges towards Core SGF of clearing corporations may be allowed to be contributed in the form of Bank Fixed Deposit / Government Securities. The Company is awaiting final decision of SEBI in this regard.
- In view of the above, no contribution has been made to other clearing corporations and the Company has not taken any charge for the contribution to Core SGF in the statement of profit and loss. The Management has also assessed that there is no impact on their operations with clearing corporations due to non payment of contribution to Core SGF.
- 12 The novel coronavirus (COVID-19) pandemic continues to spread rapidly across the globe including India. On March 11, 2020, the COVID-19 outbreak was declared a global pandemic by the World Health Organization. The Indian government had announced countrywide lockdown which is continuing at present.
- In this nation-wide lock-down period, though all the services across the nation were suspended, some essential services establishments including securities market participants could operate and were exempted from the lock-down.
- The management has assessed the potential impact of the COVID-19 on the Company. Based on the current assessment, the management is of the view that impact of COVID-19 on the operations of the Company and the carrying value of its assets and liabilities is not likely to be material.
- 13 Previous quarter's / period's/ year's figures have been regrouped / reclassified and rearranged wherever necessary to correspond with the current quarter's / period's/ year's classification / disclosure.

For and on behalf of Board of Directors of
BSE LIMITED

Ashishkumar Chauhan
Managing Director & CEO

Mumbai, November 7, 2020