

MMWL/SEC/14-15/
August 11th, 2014

BY COURIER/EMAIL

To
Mr. R Shadananan
Madhya Pradesh Stock Exchange Limited
201, Palika Plaza, Phase II, M.T.H Compound
Indore-452001

Dear Sir,

Re: Un-Audited Quarterly Financial Result for the first quarter ended 30th June, 2014 and Outcome of Board Meeting

This is to inform that the Board of Directors at their meeting held on August 11th, 2014 has decided the following:-

1. The Un-Audited Quarterly Financial Results for the first quarter ended 30th June, 2014 has been approved by the Board of the Directors at its meeting held on August 11th, 2014. Arrangements have been made to publish the Financial Results in the Newspapers. A copy of the above results are enclosed herewith.
2. Annual General Meeting of the Company will be held on Saturday, the 27th day of September, 2014 at 09:30 A.M. at Flat No155, 15th Floor, Mittal Court "A" Wing, Nariman Point, Mumbai 400021.
3. Pursuant to the Provisions of Section 91 of the Companies Act, 2013 the Register of Members and Share Transfer Books of the Company will remain closed from Monday, the 22nd day of September, 2014 to Friday, the 26th day of September, 2014 (both days inclusive).
4. In terms of Section 108 of the Companies Act, 2013 and Rule 20(3) (vii) of the Companies (management & Administration) Rules, 2014, the Company has fixed August 14th, 2014 as the cut-off date for members holding shares in physical as well as demat mode to record the entitlement of the shareholders to cast their vote electronically at the 29th Annual General Meeting (AGM) by the electronic means under the Companies Act, 2013 and rules made thereunder. Necessary arrangements have been made by the Company with National Securities Depository Limited (NSDL) to facilitate e-voting



Registered Office : Office No. 514, "B" Wing, 215 Atrium, Andheri-Kurla Road, Chakala, Andheri (E), Mumbai-400059.
Telephone : +91-22-61391700

Corporate Office : Plot No. 38, 4th Floor, Institutional Area, Sector - 32, Gurgaon - 122001

5. The Board of Directors has appointed M Siroya and Company, Practicing Company Secretary as a scrutinizer of the Company for the purpose of 29th Annual General Meeting, to be held on September 27th, 2014 of the Company to scrutinize the e-voting process in a fair and transparent manner.

This is for your information and record please.

Thanking you,

Yours Faithfully,

For **MEDIA MATRIX WORLDWIDE LIMITED**

A circular stamp with a signature inside. The signature is handwritten and appears to be 'Mohd Zafar'. The stamp is partially obscured by the text below it.

(MOHD ZAFAR)
COMPANY SECRETARY

Encl.: as above

Media Matrix Worldwide Limited				
Registered Office: Office No.514, "B" wing, 215 Atrium, Andheri-Kurla Road, Chakala, Andheri (E), Mumbai-400059				
Telephone : +91-22-61391700, Fax: +91-22-61391700				
Corp Office: Plot No 38, 4th Floor, Sector 32, Gurgaon 122001				
Telephone: +91-124-4310000, Fax: +91-124-4310050 Email: mmwl.corporate@gmail.com				
Website: www.mmwlindia.com, CIN: L51900MH1985PLC036518				
Part 1				(Rs. In Lacs)
Statement of Standalone unaudited Financial Results for the quarter ended 30/6/2014				
Particulars	3 months ended (30/6/2014)	Preceding 3 months ended (31/03/2014)	Corresponding 3 months period ended in the previous year (30/6/2013)	Financial Year ended (31/3/2014)
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1. Income from Operations				
(a) Net Sales/Income from Operations	45.25	65.80	107.46	305.76
(b) Other Operating Income	-	-	-	-
Total income from Operations	45.25	65.80	107.46	305.76
2. Expenses				
(a) Cost of Materials consumed	-	-	-	-
(b) Purchase of stock-in-trade	-	-	50.44	50.44
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-
(d) Employee benefits expense	17.20	6.61	65.50	113.94
(e) Depreciation and amortisation expense	0.55	0.58	0.39	1.86
(f) Legal & Professional charges	11.29	16.18		91.40
(g) Rent expenses	9.32	9.32		22.24
(h) Other expenses	24.20	24.72	28.69	68.95
i) Bad debts, advances & Miscellaneous balances written off (net)	-	24.45	-	24.45
Total Expenses	62.56	81.86	145.02	373.28
3. Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	(17.31)	(16.06)	(37.56)	(67.52)
4. Other Income	17.15	20.22	36.52	130.44
5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	(0.16)	4.16	(1.04)	62.92
6. Finance Costs (Refer Note 3)	0.00	0.01	0.86	1.67
7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5- 6)	(0.16)	4.15	(1.90)	61.25
8. Exceptional Items- (Income)/Expenses	-	-	-	-
9. Profit / (Loss) from ordinary activities before tax (7 - 8)	(0.16)	4.15	(1.90)	61.25
10. Tax expense				
- Current tax	0.83	3.59	0.29	20.20
- Deferred tax	(2.41)	(1.91)	(0.92)	(1.21)
11. Net Profit / (Loss) from ordinary activities after tax (9 -10)	1.42	2.47	(1.27)	42.26
12. Extraordinary items	-	-	-	-
13. Net Profit / (Loss) for the period (11- 12)	1.42	2.47	(1.27)	42.26
14. Paid-up equity share capital (Face Value of Re.1/- each)	11,327.42	11,327.42	11,327.42	11,327.42
15. Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year				5,240.35
16. Earning per Share (In Rs.)				
Face Value of Re. 1 each (not annualised)				
(a) Before Extraordinary items - Basic	0.0001	0.0002	(0.0002)	0.0042
- Diluted	0.0001	0.0002	(0.0002)	0.0042
(b) After Extraordinary items - Basic	0.0001	0.0002	(0.0002)	0.0042
- Diluted	0.0001	0.0002	(0.0002)	0.0042
Part 2				
A. Particulars of shareholding				
1. Public Shareholding				
- No. of shares	424,513,506	450,776,447	496,976,447	450,776,447
- Percentage of shareholding	37.48%	39.79%	43.87%	39.79%
2. Promoters and promoter group Shareholding				
a) Pledged/Encumbered				
- Number of shares	Nil	Nil	Nil	Nil



- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	NA	NA	NA	NA
- Percentage of shares (as a% of the total share capital of the company)	NA	NA	NA	NA
b) Non-encumbered				
- Number of Shares	708,098,713	681,965,772	635,765,772	681,965,772
- Percentage of shares (as a% of the total shareholding of promoter and promoter group)	100%	100%	100%	100%
- Percentage of shares (as a % of the total share capital of the company)	60.52%	60.21%	56.13%	60.21%
B. Investor complaints				
Pending at the beginning of the quarter	NIL			
Received during the quarter	NIL			
Disposed off during the quarter	NIL			
Remaining unresolved at the end of the Quarter	NIL			

Notes:

- 1 The above results were reviewed by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on August 11, 2014.
- 2 The Company has come out with issue of 90,77,85,000 equity shares with a face value of Re.1/- each at a premium of Rs. 0.20 per equity share for an amount aggregating Rs. 10893.42 Lacs on a rights basis in the ratio of 9 equity shares for every 1 fully paid-up equity share held by the equity shareholders on the record date, that is, on March 19, 2013. The aforesaid shares allotted by the Board of Directors on 7th May, 2013 have already been listed at BSE Limited and are available for trading w.e.f. 10th May, 2013. Out of the right issue proceeds of Rs 10,893.42 Lacs, the Company has utilised funds to the tune of Rs. 8928.93 Lacs as of June 30, 2014 including Rs. 521.57 Lacs during the quarter ended June 30, 2014 for the objects of the issue as stated in the Letter of Offer.
- 3 The Company is registered with Reserve Bank of India (RBI) vide registration no. 13.01287 dated August 13, 1999 as NBFC Company. Since the Company is presently engaged in business of digital media content, and dealing in related activities in media and entertainment Industry and the Company has not carried on NBFC activities nor it has the intention to carry on NBFC activities in future, the Company has submitted an application to RBI on September 13, 2011 for de-registration as NBFC company. Since the Company presently does not meet the criteria of principal business of NBFC as specified by the RBI and instead qualifies as Core Investment Company (CIC) based on its current investment structure, the Company has notified the same to RBI vide letter dated April 20, 2013. The Company qualifies for exemption from registration as CIC and has applied for the same to RBI. The same is under due consideration of RBI.
- 4 The Company is presently engaged in the business of digital media content and dealing in related activities in media and entertainment industry and does not have more than one reportable segment in line with the AS-17.
- 5 During the quarter under review, MPSE vide letter no MPSE/114/05/2014-15 dated 27th May, 2014 informed that MPSE has opted for "Voluntary Exit" from the exchange business in view of the circular no. CIR/MRD/DSA/14/2012 dated May 30th, 2012. In order to safeguard the interest of its Listed Companies they have entered into a Strategic Business Consolidation Agreement with the Calcutta Stock Exchange Limited (CSE) and pursuant to which Company's Shares will continue to be traded at National Stock Exchange of India Limited (NSE). The Company in its board meeting held on 28th May 2014 accorded its approval to get the Equity shares of the Company for listing and dealing at Calcutta Stock Exchange (CSE).
- 6 Previous period/ year figures have been re-grouped/ re-classified wherever considered necessary to confirm to current period classification.

Place : Gurgaon
Date : 11.08.2013

By Order of the Board
Sd/-
B.B Chugh
Director (Finance)



KHANDELWAL JAIN & CO.

CHARTERED ACCOUNTANTS

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221, HANS BHAWAN,
BAHADUR SHAH ZAFAR MARG,
NEW DELHI-110002

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E-mail : delhi@kjco.net

To
The Board of Directors
Media Matrix Worldwide Limited

LIMITED REVIEW REPORT

1. We have reviewed the accompanying statement of unaudited financial results of **MEDIA MATRIX WORLDWIDE LIMITED** ('the Company') for the quarter ended 30th June, 2014 (the "Statement"), except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been reviewed by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors at its meeting held on 11th August, 2014. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (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 provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable Accounting Standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **KHANDELWAL JAIN & CO.**
Chartered Accountants
Firm Registration No. 105049W


(CA. Naveen Jain)
Partner
M. No. 511596



Place: New Delhi
Dated: 11th August, 2014

