

August 14, 2023

To
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051
Company Script Code: NDLVENTURE

Dear Sir/ Madam,

Sub: Clarification for Financial Results vide NSE Reminder email dated August 14, 2023

This has reference to the subject matter. Our point-wise reply is as under:

1) NSE's Query: Segment details not submitted.

Company's Reply: Pursuant to the scheme of arrangement- demerger between the Company and Hinduja Global Solutions Limited (HGS) wherein digital, media & communications business undertaking has been transferred/demergered into HGS alongwith investment in its subsidiaries as sanctioned by Hon'ble NCLT vide its order dated November 11, 2022. Appointed date of the scheme was February 1, 2022 and effective date of the scheme was November 12, 2022. Subsequent to such demerger, the Company was having no active business activity during the quarter ended June 30, 2023. Hence, no segment details were mentioned in the Un-audited Financial Results for the quarter ended June 30, 2023.

2) NSE's Query: Machine Readable Form / Legible copy of Financial Results not submitted

Company's Reply: The Un-audited Financial Results for the quarter ended June 30, 2023 were submitted in Machine Readable Form / Legible copy of Financial Results. However, the same are enclosed herewith again.

Thanking You.

Yours faithfully,
For NDL Ventures Limited
(Formerly known as NXTDIGITAL Limited)

Ashish Pandey
Company Secretary

Encl: As stated above.

NDL Ventures Limited

(Formerly known as NXTDIGITAL LIMITED)

IN CENTER, 49/50 MIDC, 12th Road, Andheri (E), Mumbai - 400 093.

T: +91 - 22 - 2820 8585 W: www.ndlventures.in CIN. No.: L65100MH1985PLC036896





Independent Auditor's Review Report on quarterly and year to date Unaudited Financial Results of NDL Ventures Limited (formerly known as NXTDIGITAL Limited) pursuant to the Regulation 33 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (as amended)

To the Board of Directors

**NDL Ventures Limited
(Formerly known as NXTDIGITAL Limited)**

1. We have reviewed the accompanying Statement of Unaudited Financial Results of NDL Ventures Limited (formerly known as NXTDIGITAL Limited) ("the Company") for the quarter ended June 30, 2023 and for the period from April 01, 2023 to June 30, 2023 ("the Statement"), being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
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 "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder (hereinafter referred to as "the said Indian Accounting Standard") and other accounting principles generally accepted in India. Our responsibility is to issue a report 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 is limited primarily to inquiries of the 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.
4. Based on our review conducted as stated in paragraph 3 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 said Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.



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NDL Ventures Limited (Formerly known as NXTDIGITAL Limited)

CIN: L65100MH1985PLC036896

Regd. Office : IN CENTRE, 49/50, MIDC, 12th Road, Andheri (E), Mumbai 400 093

Website: www.ndlventures.in, Email ID: investors@ndlventures.in

STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2023

(Amount in lakhs)

S. No.	Particulars	Quarter ended			Year ended
		June 30, 2023	March 31, 2023	June 30, 2022	March 31, 2023
		(Unaudited)	(Audited)	(Unaudited) (Refer note 3)	(Audited)
		(A)	(B)	(C)	(D)
1	Income				
	(a) Revenue from operations	-	-	-	-
	(b) Other income	150.79	149.22	-	252.11
	Total Income	150.79	149.22	-	252.11
2	Expenses				
	(a) Purchase of network equipment and traded goods	-	-	-	-
	(b) Change in inventories of network cable and equipment	-	-	-	-
	(c) Operational expenses	-	-	-	-
	(d) Employee benefits expense	51.94	53.59	-	74.33
	(e) Finance costs	-	-	-	-
	(f) Depreciation and amortisation expense	-	-	-	-
	(g) Other expenses	51.23	70.94	21.40	150.38
	Total expenses	103.17	124.53	21.40	224.71
3	Profit / (Loss) before exceptional items and tax	47.61	24.69	(21.40)	27.40
4	Exceptional items	-	-	-	-
5	Profit / (Loss) before tax	47.61	24.69	(21.40)	27.40
6	Tax expenses (net)				
	(a) Current tax	-	-	-	-
	(b) Deferred tax / (reversal)	-	-	-	-
	Total Tax expenses (net)	-	-	-	-
7	Net Profit / (Loss) after tax	47.61	24.69	(21.40)	27.40
8	Other comprehensive income				
	A. Items that will not be reclassified to profit or loss:				
	(a) Re-measurement of defined benefit plans	-	-	-	(0.85)
	(b) Tax impact on above	-	-	-	-
	Total items that will not be reclassified to profit or loss	-	-	-	(0.85)
	Total other comprehensive income / (loss)	-	-	-	(0.85)
9	Total comprehensive income / (loss)	47.61	24.69	(21.40)	26.55
10	Paid-up equity share capital (face value Rs. 10/-)	3,367.17	3,367.17	3,367.17	3,367.17
11	Reserves excluding Revaluation Reserve				3,422.20
12	Earnings/(Loss) per share (not annualised) (face value of Rs. 10/- per equity share)				
	Basic (in Rs.)	0.14	0.07	(0.06)	0.08
	Diluted (in Rs.)	0.14	0.07	(0.06)	0.08



Notes :

1. The above financial results are prepared in accordance with Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 (as amended).
2. The above financial results were reviewed and recommended by the Audit Committee and subsequently, approved by the Board of Directors of the Company at their respective meetings held on July 28, 2023.
3. The financial results for the quarter ended June 30, 2022 have been restated to give effect to the impact of the Scheme of Arrangement sanctioned by the National Company Law Tribunal, Mumbai Bench vide its Order dated November 11, 2022, by virtue of which, the entire "Media & Communications Business undertaking" of the Company along with its subsidiaries have been demerged into Hinduja Global Solutions Limited with effect from the Appointed Date February 1, 2022.
4. The Board of Directors of the Company, at their meeting held on November 25, 2022, has *inter alia* accorded approval for a Scheme of Arrangement of Merger by absorption of Hinduja Leyland Finance Limited into the Company. The said Scheme/ Merger is subject to necessary statutory/ regulatory approvals and approval of shareholders and accordingly, no effect has been given in this unaudited financial results.
5. Previous quarter/period items are regrouped/reclassified in line with the current quarter/period's presentation, if any.

For NDL Ventures Limited
(Formerly known as NXTDIGITAL LIMITED)



Amar Chintopanth
Whole Time Director and Chief Financial Officer



Place : Mumbai
Date : July 28, 2023

