

Date: May 05, 2017

To,
The Manager,
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

Scrip Code: **BSE**

ISIN: **INE118H01025**

Dear Sir/Madam,

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

Sub: Outcome of Board Meeting held on May 05, 2017

This is to inform that the Board of Directors of the Company has, at its meeting held on May 05, 2017 (i.e. today) inter alia, considered the following items:

Financial Results

- Considered and approved the audited financial results (Consolidated and Standalone) for the year ended March 31, 2017, as per Regulation 33, along with the audit report of the statutory auditor.

Final Dividend

- Recommended a payment of dividend of ₹ 23/- per equity share of ₹ 2/- each. The proposal is subject to the approval of shareholders at the ensuing Annual General Meeting. After taking into account the interim dividend of ₹ 5/- per equity share paid in the month of February, 2017, the total dividend for the financial year stands at ₹ 28/- per equity share of ₹ 2/- each.
- The date of book closure and date of dividend payment will be intimated later.



Other Matters

- Appointment of M/s. S R Batliboi & Co., LLP, Chartered Accountants, as statutory auditors of the Company, for a period of 5 years, with effect from ensuing Annual General Meeting of the company, in place of the existing statutory auditors, M/s. Deloitte Haskins & Sells, LLP, Chartered Accountants, who have completed their tenure to continue as statutory auditors, in terms of the provisions of the Companies Act, 2013, read with its applicable rules.

The above matters have been duly approved by the Board of Directors at their meeting which commenced at 11:00 a.m. and concluded at 2:00 p.m.

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.

Kindly take the above information on record.

For **BSE Limited**



Prajakta Powle
Company Secretary & Compliance Officer

Encl: a/a

INDEPENDENT AUDITORS' REPORT

TO THE BOARD OF DIRECTORS OF BSE LIMITED

1. We have audited the accompanying Statement of Consolidated Financial Results of **BSE LIMITED** (the "Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as the "Group"), and its share of the profit of its joint venture for the year ended March 31, 2017 (the "Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

This Statement, which is the responsibility of the Parent's Management and approved by the Board of Directors, has been compiled from the related consolidated financial statements which has been prepared in accordance with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder ("Ind AS") and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on our audit of such consolidated financial statements.

2. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Parent's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Parent's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the



accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph 4 below, is sufficient and appropriate to provide a basis for our audit opinion.

3. In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of the other auditors on separate financial statements and the other financial information of the Group, subsidiaries and joint venture referred to in paragraph 5 below, the Statement:

- a. includes the results of the following entities:

Sr. No.	Name of the Entity
	Subsidiaries:
1	Marketplace Technologies Group
2	Indian Clearing Corporation Limited
3	Central Depository Services (India) Group (CDSL)
4	BSE Institute Limited Group
5	BSE Investments Limited
6	BSE Sammaan CSR Limited
7	India International Exchange (IFSC) Limited (w.e.f. September 12, 2016)
8	India International Clearing Corporation (IFSC) Limited (w.e.f. September 12, 2016)
	Joint Venture:
1	Asia Index Private Limited

- b. is presented in accordance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016; and
- c. gives a true and fair view in conformity with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India of the net profit and Total comprehensive income and other financial information of the Group for the year ended March 31, 2017.
4. We did not audit the financial statements of seven subsidiaries included in the consolidated financial results, whose financial statements reflect total assets of Rs. 2,00,204 lakh as at March 31, 2017, total revenues of Rs. 14,500 lakh, total net profit after tax of Rs. 4,685 lakh and Total comprehensive income of Rs. 4,090 lakh for the year ended on that date, as considered in the consolidated financial results.

The consolidated financial results also includes the Group's share of net profit of Rs. 107 lakh and Total comprehensive income of Rs. 106 lakh for the year ended March 31, 2017, as considered in the consolidated financial results, in respect of one joint

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venture, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and joint venture, is based solely on the reports of the other auditors.

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

5. The comparative financial information for the quarter and year ended March 31, 2016 in respect of five subsidiaries, two joint ventures and one associate included in this Statement prepared in accordance with the Ind AS have been audited by other auditors and have been relied upon by us.
6. The Statement includes the results for the Quarter ended March 31, 2017 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)


G.K. Subramaniam
Partner
(Membership No. 109839)

MUMBAI, May 5, 2017





CIN U67120MH2005PLC155188

(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 (Unaudited) and year ended March 31, 2017 (Audited)

(₹ in Lakh)

PARTICULARS		For the quarter ended March 31, 2017	For the quarter ended December 31, 2016	For the quarter ended March 31, 2016	For the year ended March 31, 2017	For the year ended March 31, 2016
		Unaudited	Unaudited	Unaudited	Audited	Audited
1	Revenue from operations	15,235	12,332	12,590	51,723	42,479
2	Investment income	6,838	5,140	5,395	23,802	21,018
3	Other income (net)	1,040	899	1,046	4,550	3,512
4	Total income (1+2+3)	23,113	18,371	19,031	80,075	67,009
5	Expenses					
a)	Employee benefits expense	4,783	3,246	2,990	14,149	10,738
b)	Finance costs	17	27	6	96	33
c)	Depreciation and amortisation expense	1,610	1,347	1,551	5,398	5,367
d)	Computer technology related expenses	2,841	2,734	1,841	10,552	8,064
e)	Administration and other expenses	5,696	3,909	5,069	17,335	16,953
	Total expenses (5a to 5e)	14,947	11,263	11,457	47,530	41,155
6	Profit before exceptional items and tax (4 -5)	8,166	7,108	7,574	32,545	25,854
7	Exceptional items (net) (refer notes 5-9)	-	-	5,336	2,079	4,660
8	Profit before tax (6 -7)	8,166	7,108	2,238	30,466	21,194
9	Tax expense	931	758	237	4,064	3,705
10	Profit after tax before share of Profit / (Loss) from Joint Venture/ Associate for the quarter / year (8-9)	7,235	6,350	2,001	26,402	17,489
	Share of Profit of Joint Ventures	31	23	23	107	251
	Share of Loss of Associate	-	-	-	-	(27)
11	Net Profit for the quarter / year	7,266	6,373	2,024	26,509	17,713
	Net Profit attributable to the shareholders of the Company	6,011	5,277	1,132	22,057	13,293
	Net Profit attributable to the non controlling interest	1,255	1,096	892	4,452	4,420
12	Other comprehensive income	(517)	(70)	(18)	(642)	3
13	Total Comprehensive Income for the quarter / year (11+12)	6,749	6,303	2,006	25,867	17,716
	Total comprehensive income attributable to the shareholders of the Company	5,496	5,220	1,117	21,431	13,298
	Total comprehensive income attributable to the non controlling interest	1,253	1,083	889	4,436	4,418
14	Paid up Equity Share Capital (Face Value Per Share ₹ 2 each)	1,076	1,074	1,074	1,076	1,074
15	Other Equity				2,65,164	2,51,219
16	Earnings per equity share (Face Value Per Share ₹ 2 each)					
	Basic and Diluted before exceptional items (₹) (Refer note below)	11.01	9.67	8.47	42.90	31.75
	Basic and Diluted after exceptional item (₹) (Refer note below)	11.01	9.67	2.07	40.41	24.35

Note: Basic and Diluted EPS is not annualised for the quarter results. EPS is calculated on shares issued by BSE Limited (the "Parent Company"). The shareholders of the Parent Company have, at the Extraordinary General Meeting (EGM) held on November 25, 2016 accorded their consent to the consolidation of the entire authorised and issued share capital of the Parent Company by increasing the nominal value of the equity share from Re. 1/- (Rupee one only) each to Rs. 2/- (Rupees two only) each, so that every two equity shares with nominal value of Re. 1/- (Rupee one only) each held by a shareholder are consolidated and re-designated into one equity share with a nominal value of Rs. 2/- each. Accordingly, the revised share capital of the Parent Company now stands at 54,588,172 equity shares of Rs 2/- each. Para 28 of Indian Accounting Standard (Ind AS) 33 on "Earnings per share", requires an adjustment in the calculation of basic and diluted earnings per share for all the periods presented if the number of equity or potential equity shares outstanding decreases as a result of consolidation of shares.



BSE Limited
(Formerly known as Bombay Stock Exchange Limited)
Audited Consolidated Balance Sheet as at March 31, 2017

(₹ in Lakh)

	PARTICULARS	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
		Audited	Audited	Audited
ASSETS				
1 Non-current assets				
a. Property, plant and equipment		14,232	13,214	12,475
b. Capital work-in-progress		446	60	305
c. Investment property		347	364	382
d. Goodwill		8,504	8,504	9,289
e. Other intangible assets		1,860	2,010	2,308
f. Intangible assets under development		151	203	61
g. Financial assets				
i. Investments				
a. Investments in subsidiaries		5	6	5
b. Investments in joint ventures		252	146	1,319
c. Investments in associates		-	-	256
d. Other investments		1,49,162	1,54,285	1,42,393
ii. Other financial assets		25,362	33,154	14,829
h. Income tax assets (net)		8,920	10,833	7,781
i. Deferred tax assets (net)		1,889	584	14
j. Other assets		121	266	320
Total non-current assets		2,11,251	2,23,629	1,91,737
2 Current assets				
a. Financial assets				
i. Investments		50,200	57,045	87,730
ii. Trade receivables		6,872	4,719	3,481
iii. Cash and cash equivalents		1,16,367	33,625	33,630
iv. Bank balances other than (iii) above		1,26,209	96,308	95,938
v. Other financial assets		5,627	7,475	7,090
b. Other assets		1,775	1,538	1,427
Total current assets		3,07,050	2,00,710	2,29,296
Total assets (1+2)		5,18,301	4,24,339	4,21,033
EQUITY AND LIABILITIES				
3 Equity				
a. Equity share capital		1,076	1,074	1,073
b. Other equity		2,65,164	2,51,219	2,52,649
Equity attributable to shareholders of the Company		2,66,240	2,52,293	2,53,722
4 Non controlling interest		29,088	23,727	20,577
Total equity		2,95,328	2,76,020	2,74,299
5 Core settlement guarantee fund		20,452	17,605	11,126
Liabilities				
6 Non-current liabilities				
a. Financial liabilities				
Other financial liabilities		606	638	498
b. Deferred tax liabilities (Net)		-	326	286
c. Provisions		165	80	65
d. Other liabilities		107	95	113
Total non-current liabilities		878	1,139	962
7 Current liabilities				
a. Financial liabilities				
i. Trade payables				
a. Total outstanding dues of micro enterprises and small enterprises		8	2	-
b. Total outstanding dues of creditors other than micro enterprises and small enterprises		5,625	4,585	3,881
ii. Other financial liabilities		1,67,102	1,08,587	1,10,611
b. Provisions		1,671	1,205	779
c. Income tax liabilities (Net)		1,471	1,194	907
d. Other liabilities		25,766	14,002	18,468
Total current liabilities		2,01,643	1,29,575	1,34,646
Total equity and liabilities (3+4+5+6+7)		5,18,301	4,24,339	4,21,033

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- 1 The Parent Company has completed an Initial Public Offer ('IPO') through offer for sale by the selling shareholders, ('the offer') during the year ended March 31, 2017. The IPO proceeds which were held in an escrow account on behalf of the selling shareholders have been transferred net of expenses recoverable from selling shareholders. The equity shares of the Parent Company got listed on the National Stock Exchange of India Limited (NSE) on February 3, 2017.
- 2 The above consolidated financial results for the quarter (unaudited) and for the year ended March 31, 2017 (audited) have been reviewed by the Audit Committee on May 04, 2017 and approved by the Board of Directors on May 05, 2017 and the statutory auditors of the Company have conducted an audit of the above consolidated financial results for the year ended March 31, 2017.
- 3 The Group has adopted all the Ind-AS standards and the adoptions were carried out in accordance with Ind-AS 101 First time adoption of Indian Accounting Standards. The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP) which was the previous GAAP.
- 4 Segment Reporting
The group operates in 2 reportable business segments viz: Stock Exchange Operations and Depository Services.

₹ in Lakh

Sr. No	Particulars	For the quarter ended March 31, 2017	For the quarter ended December 31, 2016	For the quarter ended March 31, 2016	For the year ended March 31, 2017	For the year ended March 31, 2016
		Unaudited	Unaudited	Unaudited	Audited	Audited
A	Segment Revenue					
	(a) Stock Exchange Activity	17,163	12,649	13,545	56,365	46,919
	(b) Depository Activity	4,763	4,684	4,305	18,577	16,009
	Total	21,926	17,333	17,850	74,942	62,928
	Less : Inter Segment Revenue	-	-	-	-	-
	Total Income	21,926	17,333	17,850	74,942	62,928
B	Segment Results before exceptional items					
	(a) Stock Exchange Activity	7,622	5,284	6,047	26,536	21,007
	(b) Depository Activity	3,145	3,186	2,619	12,798	10,784
	Total	10,767	8,470	8,666	39,334	31,791
	Less : Exceptional Items	-	-	5,336	2,079	4,660
C	Segment Results after exceptional items					
	(a) Stock Exchange Activity	7,622	5,284	711	24,457	13,037
	(b) Depository Activity	3,145	3,186	2,619	12,798	14,094
	Total	10,767	8,470	3,330	37,255	27,131
	Add : Unallocated Corporate Income	1,187	1,038	1,181	5,133	4,081
	Less : Unallocated Corporate Expenses	3,788	2,400	2,273	11,922	10,018
D	Net Profit before tax before share of Profit / (Loss) from Joint Venture/ Associate for the quarter / year	8,166	7,108	2,238	30,466	21,194
	Less : Provision for taxation	931	758	237	4,064	3,705
E	Profit after taxation before share of Profit / (Loss) from Joint Venture/ Associate for the quarter / year	7,235	6,350	2,001	26,402	17,489

Sr. No	Particulars	As at March 31, 2017	As at March 31, 2016
A	Segment Assets		
	(a) Stock Exchange Activity	4,22,299	3,32,689
	(b) Depository Activity	63,721	53,686
	(c) Unallocated	32,281	37,964
	Total	5,18,301	4,24,339
B	Segment Liabilities		
	(a) Stock Exchange Activity	2,13,084	1,39,582
	(b) Depository Activity	5,231	5,257
	(c) Unallocated	4,658	3,480
	Total	2,22,973	1,48,319

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- 5 The following regulation / circulars issued by SEBI from time to time requires the recognition by the Parent Company of a Settlement Guarantee Fund and the transfer of the same to its clearing corporation and the contribution of a Minimum Required Corpus to a Core Settlement Guarantee Fund ("Core SGF") from time to time:
- a) As per Regulation 33 of The Securities Contracts (Regulations) (SECC) Regulations, 2012 (the "Regulation") issued on June 20, 2012, every recognized stock exchange is required to transfer twenty five percent of its annual profits every period / year to a fund of the recognized clearing corporation which clears and settles trades executed on that stock exchange to guarantee the settlement of trades.
 - b) As per Circular CIR/MRD/DRMNP/25/2014 dated August 27, 2014 issued by the Securities and Exchange Board of India ("SEBI") regarding a Core Settlement Guarantee Fund, every stock exchange shall contribute at least 25% of the Minimum Required Corpus (can be adjusted against transfer of profit by Stock Exchange as per Regulation 33 of SECC Regulations) to a Core Settlement Guarantee Fund established and maintained by its clearing corporation.
 - c) Further, a clarification was issued as per Circular No SEBI/HO/MRD/DRMNP/CIR/P/2016/54 dated May 4, 2016 based on a recommendation given by the Expert Committee constituted by SEBI. It was clarified that twenty five per cent of profits till the date of amendment of Regulation 33 of SECC Regulations, 2012, shall be transferred by the Stock Exchange to the Core SGF maintained by Clearing Corporation within such time as may be specified by SEBI.
 - d) Thereafter, on August 29, 2016, SEBI has amended Regulation 33 of SECC Regulations, 2012. Accordingly, the Parent Company has made provision for transfer of twenty-five percent of its profit till August 29, 2016 (pro-rata based on profit for the six months ended September 30, 2016), being the date of the amendment, towards Settlement Guarantee Fund.

The above Regulations / Circulars were given effect to in the Financial Results as under

- i) The Exchange's last year's contribution of ₹ 1,741 lakh towards the MRC has been charged to the Statement of Consolidated Financial Results under the head "Administration and Other Expenses". The contribution to the Core SGF has been adjusted against the transfer of profit by the Parent Company as per the Regulation mentioned above.
 - ii) Further, SEBI circular SEBI/HO/MRD/DRMNP/CIR/P/2016/54 dated May 4, 2016 (the "2016 circular") reiterates that 25% of profits has to be transferred to the Settlement Guarantee Fund (SGF). Pursuant to the 2016 circular, the cumulative amount required to be transferred to the said SGF till March 31, 2016 amounts to ₹ 9,742 lakh being 25% of the profits of the Parent Company after tax, available before making such contribution. The Exchange had already contributed and charged ₹ 4,320 lakh to the Statement of Consolidated Financial Results towards 25% of the MRC to the Core Settlement Guarantee Fund. After adjusting the investment income accrued on the Exchange's contribution to the Core SGF amounting to ₹ 279 lakh, the balance amount of ₹ 5,143 lakh was charged to the Statement of Consolidated Financial Results as an "Exceptional Item" during year ended March 31, 2016. The amount payable by the Exchange in respect of the SGF as at March 31, 2016 was disclosed under the head "Other Current Liabilities" and is payable to the Core Settlement Guarantee Fund within such time as specified by SEBI.
 - iii) During the year ended March 31, 2017 a sum of ₹ 2,079 lakh (pursuant to the amendment of Regulation 33 of SECC Regulations, 2012 by SEBI enumerated in 5d) has been charged to the Statement of Financial Results, being 25% of the profits earned till August 29, 2016 (determined taking into consideration the prorated profit earned by the Parent Company as per the Audited Statement of Profit and Loss for the six months ended September 30, 2016), as an "Exceptional Item". As at March 31, 2017 the amount of ₹ 6,276 lakh payable by the Exchange in respect of the SGF has been disclosed under the head "Other current liabilities" and is payable to the Core Settlement Guarantee Fund within such time to be specified by SEBI.
- 6 Pursuant to SEBI Circular CIR/DNPD/5/2011 dated June 2, 2011 (BSE Notice no-20110602-18, dated June 02, 2011), the Parent Company had launched a series of Liquidity Enhancement Incentive Programmes (LEIP) to enhance liquidity in BSE's Futures & Options Segment. LEIP was launched on 28th September, 2011 and an expense of ₹ 193 lakh and ₹ 1,724 lakh has been incurred towards the programmes for the quarter ended March 31, 2016 and year ended March 31, 2016 respectively. Considering the special nature of this expense and its impact on the profit, the same has been recognised as an exceptional item.
- 7 Based on a direction received from SEBI during the year ended March 31, 2016, the Parent Company charged an amount of ₹ 460 Lakh to the Statement of Consolidated Financial Results for the year ended March 31, 2016 which was to be reimbursed to The Stock Exchange Investor's Protection Fund (BSE IPF) towards Contribution to the IFRS Foundation pertaining to earlier years. Considering the nature of the expense and its impact on the profit, the same has been disclosed as an exceptional item.
- 8 With regard to the disposal of the investment in BOI Shareholding Limited (BOISL), an amount of ₹ 643 lakh was charged in the Consolidated Statement of Financial Results for the year ended March 31, 2016 being the difference between the sale price and net-worth of BOISL on the date of sale.



- 9 SEBI had issued Depositories and Participants (Amendment) Regulations, 2012 on September 11, 2012 (the "2012 Regulations"). According to the 2012 Regulations, depositories were required to establish and maintain an Investor Protection Fund (the "IPF") for the protection of interest of beneficial owners and every depository was required to credit 25% of its profits every year to the Investor Protection Fund. Accordingly, a subsidiary company had accrued and credited a total sum of ₹ 3,852 lakh from FY 2012-13 to FY 2014-15 to the IPF as at March 31, 2015.
- On January 21, 2016, SEBI issued the Securities and Exchange Board of India (Depositories and Participants) (Amendment) Regulations, 2016 (the "Amended Regulations"). According to these Amended Regulations, every depository shall credit only 5% or such percentage as may be specified by the Board, of its profits from depository operations every year to the IPF. Further, it is stated that these Amended Regulations shall be deemed to have come into force from September 11, 2012. Pursuant to the aforesaid Amended Regulations, the amount to be accrued and credited to the IPF as at March 31, 2015 was determined at ₹ 542 lakh. Consequently, the excess amounts of ₹ 3,310 lakh credited earlier to the IPF was written back and the same disclosed as exceptional item in the Consolidated Statement of Financial Results for the year ended March 31, 2016.
- 10 The Parent Company has partially divested its stake in a subsidiary company, Central Depository Services (India) Limited (CDSL) in October 2016. As the divestment has not resulted in a loss of control, the profit on divestment amounting to ₹ 1,057 Lakh is credited to Retained Earnings under the head Other Equity.
- Pursuant to the SEBI Regulations and SEBI Letter No MRD/DSA/OW/9183/1/2017 dated April 24, 2017, dated April 24, 2017, the Parent Company is required to bring down its shareholding in CDSL to 24% of the Share Capital of CDSL by June 30, 2017.
- 11 Reconciliation of Statement of Profit and Loss as previously reported under IGAAP to Ind-AS

₹ in Lakh

Particulars	For the quarter ended March 31, 2016 (Unaudited)	For the year ended March 31, 2016 (Audited)
Net Profit after tax before minority interest under previous GAAP	1,878	13,309
Reversal of contribution to core settlement guarantee fund prior period item adjusted to opening retained earnings	-	2,579
Remeasurement of defined benefit plans recognised in Other Comprehensive Income	26	(5)
Effect of measuring investments at Fair Value through profit or loss	653	2,413
Effect of measuring investments at effective interest rate	9	59
Reversal of amortisation of Goodwill / Impairment loss on Goodwill	(585)	-
Depreciation adjustment	12	(51)
Deferred taxes adjustments	28	(583)
Others	3	(8)
Net Profit for the quarter / year as per Ind AS	2,024	17,713
Other Comprehensive Income	(18)	3
Total Comprehensive Income for the quarter / year as per Ind AS	2,006	17,716

- 12 The Board of Directors at its meeting held on May 5, 2017 have recommended a payment of dividend of ₹ 23/- per equity share of ₹ 2/- each. The proposal is subject to the approval of shareholders at the ensuing Annual General Meeting. After taking into account the interim dividend of ₹ 5/- per equity share paid in the month of February 2017, the total dividend for the financial year stands at ₹ 28/- per equity share of ₹ 2/- each.

For and on behalf of Board of Directors of
BSE LIMITED

Ashishkumar Chauhan
Managing Director & CEO

Mumbai, May 5, 2017



INDEPENDENT AUDITORS' REPORT

TO THE BOARD OF DIRECTORS OF BSE LIMITED

1. We have audited the accompanying Statement of Standalone Financial Results of **BSE Limited** (the "Company"), for the year ended March 31, 2017 (the "Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been compiled from the related standalone Ind AS financial statements which has been prepared in accordance with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder ('Ind AS') and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on our audit of such standalone financial statements.

2. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

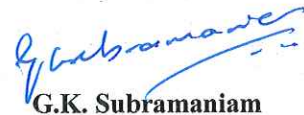
An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

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3. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
- (i) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016; and
 - (ii) gives a true and fair view in conformity with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India of the net profit and total comprehensive income and other financial information of the Company for the year ended March 31, 2017.
4. The Statement includes the results for the Quarter ended March 31, 2017 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)



G.K. Subramaniam
Partner
(Membership No. 109839)

MUMBAI, May 5, 2017



BSE Limited

CIN U67120MH2005PLC155188

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

(Formerly known as Bombay Stock Exchange Limited)

Statement of Standalone Financial Results for the quarter (Unaudited) and year ended March 31, 2017 (Audited)

(₹ in Lakh)

PARTICULARS		For the quarter ended March 31, 2017	For the quarter ended December 31, 2016	For the quarter ended March 31, 2016	For the year ended March 31, 2017	For the year ended March 31, 2016
		Unaudited	Unaudited	Unaudited	Audited	Audited
1	Revenue from operations	9,989	7,721	8,365	33,104	26,098
2	Investment income	4,231	4,535	4,903	18,969	23,354
3	Other income (net)	516	517	542	3,026	2,090
4	Total income (1+2+3)	14,736	12,773	13,810	55,099	51,542
5	Expenses					
a)	Employee benefits expense	2,478	1,706	1,515	7,611	5,870
b)	Finance costs	2	2	3	10	16
c)	Depreciation and amortisation expense	1,369	1,197	1,435	4,766	4,853
d)	Computer technology related expenses	3,180	2,873	1,983	11,234	8,161
e)	Administration and other expenses	3,491	2,487	3,613	11,516	12,489
	Total expenses (5a to 5e)	10,520	8,265	8,549	35,137	31,389
6	Profit before exceptional items and tax (4 -5)	4,216	4,508	5,261	19,962	20,153
7	Exceptional items (net) (refer notes 5 to 8)	-	(2,443)	5,336	(364)	7,327
8	Profit before tax (6 -7)	4,216	6,951	(75)	20,326	12,826
9	Tax expense	75	(56)	(476)	462	(460)
10	Profit for the quarter / year (8-9)	4,141	7,007	401	19,864	13,286
11	Other comprehensive income	57	(39)	(11)	(12)	5
12	Total comprehensive income for the quarter / year (10+11)	4,198	6,968	390	19,852	13,291
13	Paid up equity share capital (face value per share ₹ 2 each)	1,076	1,074	1,074	1,076	1,074
14	Other equity				2,41,861	2,29,662
15	Earnings per equity share (face value per share ₹ 2 each)					
	Basic and diluted before exceptional items (₹) (refer note below)	7.59	8.36	7.13	34.40	33.12
	Basic and diluted after exceptional item (₹) (refer note below)	7.59	12.84	0.73	36.39	24.34

Note: Basic and diluted EPS is not annualised for the quarter results. EPS is calculated on shares issued by the BSE Limited (the "Company"). The shareholders of the Company have, at the Extraordinary General Meeting (EGM) held on November 25, 2016 accorded their consent to the consolidation of the entire authorised and issued share capital of the Company by increasing the nominal value of the equity share from Re. 1/- (Rupee one only) each to Rs. 2/- (Rupees two only) each, so that every two equity shares with nominal value of Re. 1/- (Rupee one only) each held by a shareholder are consolidated and re-designated into one equity share with a nominal value of Rs. 2/- each. Accordingly, the revised share capital of the Company now stands at 54,588,172 equity shares of Rs 2/- each. Para 28 of Indian Accounting Standard (Ind AS) 33 on "Earnings per share", requires an adjustment in the calculation of basic and diluted earnings per share for all the periods presented if the number of equity or potential equity shares outstanding decreases as a result of consolidation of shares.



BSE Limited
(Formerly known as Bombay Stock Exchange Limited)
Standalone Audited Balance Sheet as at March 31, 2017

(₹ in Lakh)

	PARTICULARS	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
		Audited	Audited	Audited
	ASSETS			
1	Non-current assets			
	a. Property, plant and equipment	10,695	12,515	11,557
	b. Capital work-in-progress	438	60	305
	c. Investment properties	477	501	526
	d. Goodwill	-	-	785
	e. Other intangible assets	1,600	1,904	2,134
	f. Intangible assets under development	68	109	61
	g. Financial assets			
	i. Investments			
	a. Investments in subsidiaries	68,239	57,465	57,455
	b. Investments in joint ventures	1	1	99
	c. Investments in associate	-	-	253
	d. Other investments	1,19,245	1,04,994	86,412
	ii. Other financial assets	8,740	17,139	13,319
	h. Deferred tax assets (net)	1,017	197	-
	i. Income tax assets (net)	5,609	7,756	5,238
	j. Other assets	112	233	308
	Total non-current assets	2,16,241	2,02,874	1,78,452
2	Current assets			
	a. Financial assets			
	i. Investments	24,345	24,497	42,734
	ii. Trade receivables	5,246	2,910	2,630
	iii. Cash and cash equivalents	2,203	181	314
	iv. Bank balances other than (iii) above	64,091	55,884	56,684
	v. Other financial assets	4,772	5,010	5,956
	b. Other assets	854	529	917
	Total current assets	1,01,511	89,011	1,09,235
	Total assets (1+2)	3,17,752	2,91,885	2,87,687
	EQUITY AND LIABILITIES			
3	Equity			
	a. Equity share capital	1,076	1,074	1,073
	b. Other equity	2,41,861	2,29,662	2,25,848
	Total equity	2,42,937	2,30,736	2,26,921
	Liabilities			
4	Non-current liabilities			
	a. Financial liabilities			
	Other financial liabilities	464	554	436
	b. Deferred tax liabilities (Net)	-	-	260
	c. Other liabilities	107	95	113
	Total non-current liabilities	571	649	809
5	Current liabilities			
	a. Financial liabilities			
	i. Trade payables			
	a. Total outstanding dues of micro enterprises and small enterprises	-	-	-
	b. Total outstanding dues of creditors other than micro enterprises and small enterprises	4,932	4,085	3,410
	ii. Other financial liabilities	44,256	43,090	41,841
	b. Provisions	629	553	518
	c. Income tax liabilities (net)	952	852	852
	d. Other liabilities	23,475	11,920	13,336
	Total Current Liabilities	74,244	60,500	59,957
	Total Equity and Liabilities (3+4+5)	3,17,752	2,91,885	2,87,687

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- 1 the Company has completed an Initial Public Offer ('IPO') through offer for sale by the selling shareholders, ('the offer') during the year ended March 31, 2017. The IPO proceeds which were held in an escrow account on behalf of the selling shareholders have been transferred net of expenses recoverable from selling shareholders. The equity shares of the Company got listed on the National Stock Exchange (NSE) on February 3, 2017.
- 2 The above standalone unaudited financial results for the quarter and audited financial results for the year ended March 31, 2017 have been reviewed by the Audit Committee on May 04, 2017 and approved by the Board of Directors on May 05, 2017 and the statutory auditors of the Company have conducted an audit of the above standalone unaudited financial results for the quarter and audited financial results for the year ended March 31, 2017.
- 3 the Company has adopted all the Ind-AS standards and the adoptions were carried out in accordance with Ind-AS 101 First time adoption of Indian Accounting Standards. The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP) which was the previous GAAP.
- 4 The "Company" or the "Exchange" operates only in one Business Segment (Stock Exchange Operation) i.e. "Facilitating Trading in Securities and other related ancillary Services", hence does not have any reportable Segments as per Indian Accounting Standard 108 "Operating Segments".
- 5 The following regulation / circulars issued by SEBI from time to time requires the recognition by the Company of a Settlement Guarantee Fund and the transfer of the same to its clearing corporation and the contribution of a Minimum Required Corpus to a Core Settlement Guarantee Fund ("Core SGF") from time to time:
 - a) As per Regulation 33 of The Securities Contracts (Regulations) (SECC) Regulations, 2012 (the "Regulation") issued on June 20, 2012, every recognized stock exchange is required to transfer twenty five percent of its annual profits every period / year to a fund of the recognized clearing corporation which clears and settles trades executed on that stock exchange to guarantee the settlement of trades.
 - b) As per Circular CIR/MRD/DRMNP/25/2014 dated August 27, 2014 issued by the Securities and Exchange Board of India ("SEBI") regarding a Core Settlement Guarantee Fund, every stock exchange shall contribute at least 25% of the Minimum Required Corpus (can be adjusted against transfer of profit by Stock Exchange as per Regulation 33 of SECC Regulations) to a Core Settlement Guarantee Fund established and maintained by its clearing corporation.
 - c) Further, a clarification was issued as per Circular No SEBI/HO/MRD/DRMNP/CIR/P/2016/54 dated May 4, 2016 based on a recommendation given by the Expert Committee constituted by SEBI. It was clarified that twenty five per cent of profits till the date of amendment of Regulation 33 of SECC Regulations, 2012, shall be transferred by the Stock Exchange to the Core SGF maintained by Clearing Corporation within such time as may be specified by SEBI.
 - d) Thereafter, on August 29, 2016, SEBI has amended Regulation 33 of SECC Regulations, 2012. Accordingly, the Company has made provision for transfer of twenty-five percent of its profit till August 29, 2016 (pro-rata based on profit for the six months ended September 30, 2016), being the date of the amendment, towards Settlement Guarantee Fund. The above Regulations / Circulars were given effect to in the Financial Results as under
- i) the Company's last year's contribution of ₹ 1,741 lakh towards the MRC has been charged to the Statement of Standalone Financial Results under the head "Administration and Other Expenses". The contribution to the Core SGF has been adjusted against the transfer of profit by the Company as per the Regulation mentioned above.
- ii) Further, SEBI circular SEBI/HO/MRD/DRMNP/CIR/P/2016/54 dated May 4, 2016 (the "2016 circular") reiterates that 25% of profits has to be transferred to the Settlement Guarantee Fund (SGF). Pursuant to the 2016 circular, the cumulative amount required to be transferred to the said SGF till March 31, 2016 amounts to ₹ 9,742 lakh being 25% of the profits of the Company after tax, available before making such contribution. The Exchange had already contributed and charged ₹ 4,320 lakh to the Statement of Standalone Financial Results towards 25% of the MRC to the Core Settlement Guarantee Fund. After adjusting the investment income accrued on the Exchange's contribution to the Core SGF amounting to ₹ 279 lakh, the balance amount of ₹ 5,143 lakh was charged to the Statement of Standalone Financial Results as an "Exceptional Item" during year ended March 31, 2016. The amount payable by the Exchange in respect of the SGF as at March 31, 2016 was disclosed under the head "Other Current Liabilities" and is payable to the Core Settlement Guarantee Fund within such time as specified by SEBI.
- iii) During the year ended March 31, 2017 a sum of ₹ 2,079 lakh (pursuant to the amendment of Regulation 33 of SECC Regulations, 2012 by SEBI enumerated in 5d) has been charged to the Statement of Financial Results, being 25% of the profits earned till August 29, 2016 (determined based on the prorated profit earned by the Company as per the Audited Statement of Profit and Loss for the six months ended September 30, 2016), as an "Exceptional Item". As at March 31, 2017 the amount of ₹ 6,276 lakh payable by the Exchange in respect of the SGF has been disclosed under the head "Other current liabilities" and is payable to the Core Settlement Guarantee Fund within such time to be specified by SEBI.

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- 6 Pursuant to SEBI Circular CIR/DNPD/5/2011 dated June 2, 2011 (BSE Notice no-20110602-18, dated June 02, 2011), the Company had launched a series of Liquidity Enhancement Incentive Programmes (LEIP) to enhance liquidity in BSE's Futures & Options Segment. LEIP was launched on 28th September, 2011 and an expense of ₹ 193 lakh and ₹ 1,724 lakh has been incurred towards the programmes for the quarter ended March 31, 2016 and year ended March 31, 2016 respectively. Considering the special nature of this expense and its impact on the profit, the same has been recognised as an exceptional item.
- 7 Based on a direction received from SEBI during the year ended March 31, 2016, the Company charged an amount of ₹ 460 Lakh to the Statement of Standalone Financial Results for the year ended March 31, 2016 which was to be reimbursed to The Stock Exchange Investor's Protection Fund (BSE IPF) towards Contribution to the IFRS Foundation pertaining to earlier years. Considering the nature of the expense and its impact on the profit, the same has been disclosed as an exceptional item.
- 8 the Company has partially divested its stake in a subsidiary company, Central Depository Services (India) Limited (CDSL) in October 2016. Profit on divestment amounting to ₹ 2,443 Lakh credited to the Statement of Standalone Financial Results. Considering the nature of the income and its impact on the profit, the same has been disclosed as an exceptional item. Pursuant to the SEBI Regulations and SEBI Letter No MRD/DSA/OW/9183/1/2017 dated April 24, 2017, the Company is required to bring down its shareholding in CDSL to 24% of the Share Capital of CDSL by June 30, 2017.

9 Reconciliation of Statement of Profit and Loss as previously reported under IGAAP to Ind-AS

Particulars	₹ in Lakh	
	For the quarter ended March 31, 2016	For the year ended March 31, 2016
Net Profit after tax as reported under previous GAAP	748	10,612
Reversal of Contribution to Core SGF Prior Period Item adjusted to Opening Retained Earnings	-	2,579
Remeasurement of defined benefit plans recognised in Other Comprehensive Income	16	(8)
Effect of measuring investments at Fair Value through profit or loss	25	97
Effect of measuring investments at effective interest rate	16	59
Reversal of amortisation of Goodwill / Impairment loss on Goodwill	(585)	-
Deferred taxes adjustments	183	(51)
Others	(2)	(2)
Net Profit for the quarter / year as per Ind AS	401	13,286
Other Comprehensive Income	(11)	5
Total Comprehensive Income for the quarter/ year as per Ind AS	390	13,291

- 10 The Board of Directors at its meeting held on May 5, 2017 have recommended a payment of dividend of ₹ 23/- per equity share of ₹ 2/- each. The proposal is subject to the approval of shareholders at the ensuing Annual General Meeting. After taking into account the interim dividend of ₹ 5/- per equity share paid in the month of February 2017, the total dividend for the financial year stands at ₹ 28/- per equity share of ₹ 2/- each.

For and on behalf of Board of Directors of
BSE LIMITED

Ashishkumar Chauhan
Managing Director & CEO

Mumbai, May 5, 2017

