



Ref No.: SEL /Reg.33 & 30(6)-LODR /Jan-19/01

January 30, 2019

**The Secretary,
National Stock Exchange of India Limited**
Exchange Plaza,
Bandra-Kurla Complex
Bandra (E), Mumbai-400 051.
NSE Symbol: SHEMAROO

**The Secretary,
BSE Limited**
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai-400 023.
Scrip Code : 538685

Dear Sir / Madam,

Re: SHEMAROO ENTERTAINMENT LIMITED - ISIN: INE363M01019

Sub: - Outcome of Board Meeting

This is to inform you that the meeting Board of Directors of the Company was held on January 30, 2019 and the following matters were considered and approved by the Board:

1. Unaudited Financial Results of the Company, both on standalone and consolidated basis for the Quarter and Nine months ended December 31, 2018 (Q3).
2. Approved the investment by way of subscription of securities in a company to be incorporated at Abu Dhabi in the name of "Shemaroo Entertainment LLC" or any other name as may be approved by the competent authorities.
3. Re-appointment of Mr. Gnanesh D. Gala (DIN: 00093008) as an Independent Director of the Company for another term of 5 years, subject to approval of shareholders by Special Resolution through Postal Ballot.
4. Re-appointment of Mr. Vasanti A. Mamania (DIN: 00013071), aged 81 years as an Independent Director of the Company for another term of 5 years, subject to approval of shareholders by Special Resolution through Postal Ballot.
5. Re-appointment of Mr. Kirit V. Gala (DIN: 01540274), as an Independent Director of the Company for another term of 5 years, subject to approval of shareholders by Special Resolution through Postal Ballot.
6. Re-appointment of Mr. Shashidhar N. Sinha (DIN: 00953796), as an Independent Director of the Company for another term of 5 years, subject to approval of shareholders by Special Resolution through Postal Ballot.
7. Appointment of Mr. Manish L. Ghia of M/s. Manish Ghia & Associates, Practicing Company Secretaries (Membership no. FCS 6252), to act as the Scrutinizer to conduct the Postal Ballot process for re-appointment of Independent Director.



SHEMAROO ENTERTAINMENT LIMITED

Shemaroo House, Plot No. 18, Marol Co - Op. Industrial Estate, Off Andheri Kurla Road, Andheri (E), Mumbai - 400 059.
Tel.: +91 - 22 4031 9911 | Fax: +91 - 22 2851 9770 | Email: shemaroo@shemaroo.com
shemarooent.com | CIN: L67190MH2005PLC158288



Please find enclosed copy of standalone and consolidated Unaudited Financial Results accompanied with the Limited Review Report dated December 31, 2018.

Further, the details required under SEBI (LODR) Regulations, 2015 read with SEBI circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 in the specified format is enclosed herewith as **Annexure A**.

Kindly take above information on record and the same is also disseminated on the website of the Company i.e. www.shemarooent.com.

The meeting of the Board of Directors commenced at 4:00 P.M. and concluded at 07:00 P.M.

Thanking you,

Yours faithfully,

For Shemaroo Entertainment Limited



Dipesh U. Gosar

Company Secretary & Compliance Officer

Membership No.: A23755

Encl: As above

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Annexure A

Sr. No.	Particulars	Details
1.	Name of the Target Company details in brief, such as size, turnover etc.	A new Company is proposed to be incorporated in Abu Dhabi, UAE in the name of "Shemaroo Entertainment LLC." or any other name as may be approved by the competent authorities. Paid up Share Capital : Upto AED 7,50,000
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/promoter group/group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms length".	"Shemaroo Entertainment LLC." to be incorporated as a new Company. The initial subscription amount does not fall within related party transactions. The promoters/promoter group of the Company have no interest in the above entity.
3.	Industry to which the entity being acquired belongs	Media and Entertainment.
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	Incorporated as a new Company, for its business expansion purpose.
5.	Brief details of any governmental or regulatory approvals required for the acquisition	NOT APPLICABLE.
6.	Indicative time period for completion of the acquisition	NOT APPLICABLE.
7.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash investment in Equity shares of the Company.
8.	Cost of acquisition or the price at which the shares are acquired	Upto AED 7,50,000
9.	Percentage of shareholding / control acquired and / or number of shares acquired	49%
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	NOT APPLICABLE.




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M.K. DANDEKER & CO.,

Chartered Accountants

Phone: +91-44-43514233
E-mail: admin@mkdandeker.com
Web: www.mkdandeker.com

No.185 (Old No.100) 2nd Floor,
Poonamallee High Road,
Kilpauk, Chennai – 600 010.

Report on Review of Interim Consolidated Financial Information

The Board of Directors,
Shemaroo Entertainment Limited
Mumbai.

Introduction:

We have reviewed the accompanying statement of un-audited Consolidated financial results of **Shemaroo Entertainment Limited** for the nine months period ended December 31, 2018 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 5th July 2016. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors/ committee of Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" (IndAS 34) prescribed under section 133 of the Companies Act 2013 read with relevant Rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on this interim Consolidated financial information based on our review.

Scope of Review:

We conducted our review in accordance with Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity. 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.

Conclusion:

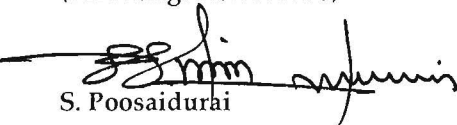
Based on our review, nothing has come to our attention that causes us to believe that the accompanying Unaudited Interim Consolidated financial results prepared in accordance with applicable IndAS and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and disclosure requirements) Regulations, 2015 as modified by circular No CIR/CFD/FAC/62/2016 dated 5th July 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Date: January 30, 2019

Place: Mumbai



For M.K. Dandeker & Co.,
(ICAI Reg. No.000679S)


S. Poosaidurai

Partner
Chartered Accountants
Membership No.223754

SHEMAROO ENTERTAINMENT LIMITED
UNAUDITED CONSOLIDATED FINANCIAL RESULTS
FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2018

(₹ in Lacs)

Particulars	Quarter ended			Nine months ended		Year Ended
	31-Dec	30-Sep	31-Dec	31-Dec	31-Dec	31-Mar
	2018	2018	2017	2018	2017	2018
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1 Revenue from Operations	14,895	16,333	13,263	43,564	37,063	48,863
2 Other Income	69	0	22	92	129	174
3 Total Income (1 + 2)	14,964	16,333	13,285	43,656	37,193	49,037
4 Expenses:						
a. Cost of materials consumed	9,014	9,789	8,083	25,648	21,999	27,828
b. Employee benefits expense	1,509	1,226	1,025	3,844	2,848	3,969
c. Finance costs	652	563	710	1,827	2,360	3,072
d. Depreciation and amortisation expense	144	133	130	416	383	513
e. Other expenses	843	1,055	574	2,390	1,683	2,857
Total expenses	12,162	12,766	10,522	34,126	29,272	38,238
5 Profit before exceptional items and extraordinary items and tax (3-4)	2,802	3,568	2,763	9,529	7,921	10,799
6 Exceptional Items	-	-	-	-	-	-
7 Profit before extraordinary items and tax (5-6)	2,802	3,568	2,763	9,529	7,921	10,799
8 Extraordinary Items	-	-	-	-	-	-
9 Profit before Tax for the period (7-8)	2,802	3,568	2,763	9,529	7,921	10,799
10 Tax Expense						
(1) Current Tax	852	1,346	1,034	3,302	2,764	3,981
(2) Deferred Tax	(6)	(76)	(66)	19	(124)	(306)
11 Net Profit after tax for the period (9-10)	1,956	2,297	1,795	6,208	5,281	7,125
12 Non-Controlling interest (profit) /loss	3	8	(7)	19	2	45
13 Share of Profit / (Loss) of Associates	(2)	(8)	(8)	(20)	(39)	(53)
14 Consolidated Net Profit / (Loss) (11-12-13)	1,957	2,296	1,779	6,207	5,244	7,116
15 Other Comprehensive Income / (Expense)	-	-	-	(54)	-	37
16 Total Comprehensive Income for the Period	1,957	2,296	1,779	6,153	5,244	7,153
17 Paid-up equity share capital (Face Value ₹ 10/- each)	2,718	2,718	2,718	2,718	2,718	2,718
18 Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	-	-	46,625
19 Earnings Per Share (EPS)						
Basic and Diluted Earnings Per Share (not annualised)	7.20	8.45	6.55	22.83	19.29	26.18

Notes:

- The above unaudited financial results were, reviewed by the Audit Committee and approved and taken on record by the Board of Directors at its meeting held on 30th January, 2019
- The Company has adopted Indian Accounting Standard (Ind AS) from April 01, 2017 and accordingly these financial results have been prepared in accordance with recognition and measurement principles laid out in the Ind AS 34 - Interim Financial Reporting prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and the other accounting principles generally accepted in India.
- The aforesaid Ind AS Financial results pertaining to the quarter and nine months ended December 31, 2018 have been subjected to a limited review by Statutory Auditor
- The above financial results are in accordance with the accounting policies followed by the Company in preparation of its statutory accounts.
- There are no separate reportable segments as per Indian Accounting Standards (Ind AS 108) - Operating Segments.
- The Company has opted to publish only the Consolidated Financial Results. The Standalone Results of the Company will be available for investors at www.shemarooent.com, www.bseindia.com and www.nseindia.com
- Previous periods / year figures have been regrouped / reclassified, wherever necessary to conform to classification of current period.
- Unaudited financial results of Shemaroo Entertainment Limited (Standalone)**

Particulars	Quarter ended			Nine months ended		Year Ended
	31-Dec	30-Sep	31-Dec	31-Dec	31-Dec	31-Mar
	2018	2018	2017	2018	2017	2018
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Revenue from Operations	14,666	15,810	12,943	41,816	35,853	47,645
Profit before Tax	2,876	3,631	2,770	9,721	7,601	10,623
Net Profit after Tax	2,030	2,360	1,803	6,400	4,961	6,949

For and on behalf of Board of Directors of
For Shemaroo Entertainment Limited

Place: Mumbai
Date: 30 January 2019



Hiren Gada
Hiren Gada
CEO & CFO
DIN : 01108194



M.K. DANDEKER & CO.,

Chartered Accountants

Phone: +91-44-43514233
E-mail: admin@mkdandeker.com
Web: www.mkdandeker.com

No.185 (Old No.100) 2nd Floor,
Poonamallee High Road,
Kilpauk, Chennai – 600 010.

Report on Review of Interim Standalone Financial Information

The Board of Directors,
Shemaroo Entertainment Limited
Mumbai.

Introduction:

We have reviewed the accompanying statement of un-audited Standalone financial results of **Shemaroo Entertainment Limited** for the nine months period ended December 31, 2018 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 5th July 2016. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors/ committee of Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" (Ind AS 34) prescribed under section 133 of the Companies Act 2013 read with relevant Rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on this interim Standalone financial information based on our review.

Scope of Review:

We conducted our review in accordance with Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity. 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.

Conclusion:

Based on our review, nothing has come to our attention that causes us to believe that the accompanying unaudited Interim Standalone financial results prepared in accordance with applicable Ind AS and other recognized accounting practices and policies 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 modified by circular No CIR/CFD/FAC/62/2016 dated 5th July 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Date: January 30, 2019

Place: Mumbai



For M.K.Dandeker & Co.,
(ICAI Reg. No.000679S)

S.Poosaidurai

Partner

Chartered Accountants

Membership No.223754

SHEMAROO ENTERTAINMENT LIMITED
UNAUDITED STANDALONE FINANCIAL RESULTS
FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2018

(₹ in Lacs)

Particulars	Quarter ended			Nine months ended		Year Ended
	31-Dec	30-Sep	31-Dec	31-Dec	31-Dec	31-Mar
	2018	2018	2017	2018	2017	2018
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1 Revenue from Operations	14,666	15,810	12,943	41,816	35,853	47,645
2 Other Income	53	41	23	96	191	225
3 Total Income (1 + 2)	14,719	15,851	12,966	41,912	36,044	47,871
4 Expenses:						
a. Cost of materials consumed	8,838	9,240	7,782	23,888	21,283	26,987
b. Employee benefits expense	1,463	1,214	1,017	3,779	2,810	3,923
c. Finance costs	654	562	710	1,827	2,360	3,072
d. Depreciation and amortisation expense	142	138	128	413	378	506
e. Other expenses	746	1,067	559	2,284	1,612	2,761
Total expenses	11,843	12,220	10,196	32,191	28,443	37,248
5 Profit before exceptional items and extraordinary items and tax (3-4)	2,876	3,631	2,770	9,721	7,601	10,623
6 Exceptional Items	-	-	-	-	-	-
7 Profit before extraordinary items and tax (5-6)	2,876	3,631	2,770	9,721	7,601	10,623
8 Extraordinary Items	-	-	-	-	-	-
9 Profit before Tax for the period (7-8)	2,876	3,631	2,770	9,721	7,601	10,623
10 Tax Expense						
(1) Current Tax	852	1,346	1,034	3,302	2,764	3,981
(2) Deferred Tax	(6)	(76)	(67)	19	(124)	(306)
11 Net Profit after tax for the period (9-10)	2,030	2,360	1,803	6,400	4,961	6,949
12 Other Comprehensive Income / (Expense)	-	-	-	(54)	-	41
13 Total Comprehensive Income for the Period	2,030	2,360	1,803	6,346	4,961	6,990
14 Paid-up equity share capital (Face Value ₹ 10/- each)	2,718	2,718	2,718	2,718	2,718	2,718
15 Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	-	-	47,162
16 Earnings Per Share (EPS) Basic and Diluted Earnings Per Share (not annualised)	7.47	8.68	6.63	23.54	18.25	25.56

Notes:

- The above unaudited financial results were, reviewed by the Audit Committee and approved and taken on record by the Board of Directors at its meeting held on 30th January, 2019
- The Company has adopted Indian Accounting Standard (Ind AS) from April 01, 2017 and accordingly these financial results have been prepared in accordance with recognition and measurement principles laid out in the Ind AS 34 - Interim Financial Reporting prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and the other accounting principles generally accepted in India.
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- Previous periods / year figures have been regrouped / reclassified, wherever necessary to conform to classification of current period.

For and on behalf of Board of Directors of
For Shemaroo Entertainment Limited

Place: Mumbai
Date: 30 January 2019



H. Gada

Hiren Gada
CEO & CFO
DIN - 01108194

