

STATEMENT OF UNAUDITED STANDALONE AND CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2019

(Rs. in Lakh unless otherwise indicated)

S.No.	Particulars	Standalone						Consolidated					
		Quarter ended 31st December, 2019	Quarter ended 30th September, 2019	Quarter ended 31st December, 2018	Nine months ended 31st December, 2019	Nine months ended 31st December, 2018	Year ended 31st March, 2019	Quarter ended 31st December, 2019	Quarter ended 30th September, 2019	Quarter ended 31st December, 2018	Nine months ended 31st December, 2019	Nine months ended 31st December, 2018	Year ended 31st March, 2019
		(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)	(K)	(L)
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Income from operations												
	(a) Revenue from operations	854.10	854.10	958.67	2,562.31	2,571.60	3,425.69	29,610.64	25,194.42	15,337.58	76,064.29	45,217.01	62,784.99
	(b) Other operating income	423.11	477.65	57.32	930.20	1,116.30	1,117.87	650.85	1,128.40	1,217.93	2,780.43	3,725.35	6,263.48
	(c) Other income	0.50	0.55	-	2.12	0.51	1,55.13	1,993.28	12,409.23	1,521.35	15,022.86	3,793.25	2,009.78
	Total income from operations (net)	1,277.71	1,332.30	1,015.99	3,494.63	3,688.41	4,698.69	32,244.77	38,732.05	18,076.86	93,867.58	52,735.61	71,058.25
2	Expenses												
	(a) Cost of material consumed	-	-	-	-	-	-	382.30	337.55	352.56	1,102.98	727.06	1,049.77
	(b) Purchase of Stock-in-trade	-	-	-	-	-	-	1,007.57	2,138.42	-	3,145.99	-	-
	(c) Change in inventories of network cable and equipment	-	-	-	-	-	-	260.48	43.29	54.70	246.10	189.65	187.45
	(d) Operational expenses	-	-	-	-	-	-	11,878.20	11,868.21	14,235.80	34,727.56	42,702.50	53,239.97
	(e) Net (Profit) / Loss on fair valuation of financial instruments at fair value through profit or loss	(2,774.23)	672.11	2,525.57	7,620.37	4,942.38	159.63	(3,180.66)	1,024.57	1,873.63	7,566.40	3,765.37	157.00
	(f) Net (Profit) / Loss on sale of financial instruments at fair value through profit or loss	-	-	1,510.38	-	2,199.37	2,371.90	-	-	1,510.38	-	2,199.37	2,371.90
	(g) Employee benefits expense	61.89	79.88	99.78	221.14	280.67	362.18	2,274.64	1,593.57	1,534.83	5,265.82	3,693.08	5,100.64
	(h) Finance costs	1,792.12	1,733.79	1,557.14	5,168.63	4,882.49	6,539.92	4,000.18	3,806.35	3,712.14	11,383.70	11,581.74	14,895.97
	(i) Depreciation and amortisation expense	369.39	369.37	351.69	1,104.01	1,051.54	1,395.56	4,997.47	4,838.01	3,800.68	14,359.26	11,432.92	15,291.70
	(j) Other expenses (net)	319.17	215.92	206.83	723.48	553.15	1,033.81	6,253.12	5,119.23	4,928.26	12,218.44	13,865.64	18,734.67
	Total expenses	(231.66)	3,081.07	6,251.39	14,837.63	13,909.60	11,863.00	28,373.30	30,769.20	32,002.98	95,016.25	90,157.33	1,11,029.07
3	Profit / (Loss) before exceptional items and tax (1-2)	1,509.37	(1,748.77)	(5,235.40)	(11,343.00)	(10,221.19)	(7,164.31)	3,871.47	7,962.85	(13,926.12)	(1,148.67)	(37,421.72)	(39,970.82)
4	Exceptional items - Gain on loss of control	-	-	-	-	-	-	-	-	-	-	-	3,583.00
5	Profit / (Loss) before tax (3-4)	1,509.37	(1,748.77)	(5,235.40)	(11,343.00)	(10,221.19)	(7,164.31)	3,871.47	7,962.85	(13,926.12)	(1,148.67)	(37,421.72)	(36,387.82)
6	Tax expenses (net)												
	(a) Current tax	-	-	3,134.49	-	8,193.33	8,283.64	13.43	19.24	3,135.47	32.67	8,194.31	8,303.55
	(b) Deferred tax / (reversal)	379.42	(371.13)	(4,864.74)	(4,337.87)	(11,474.95)	(10,728.17)	495.52	(4,473.91)	(4,777.38)	(11,191.41)	(11,212.12)	(10,379.58)
	Total Tax expenses	379.42	(371.13)	(1,730.25)	(4,337.87)	(3,281.62)	(2,444.53)	508.95	(4,454.67)	(1,641.91)	(11,158.74)	(3,017.81)	(2,076.03)
7	Net Profit / (Loss) after tax for the period (5-6)	1,129.95	(1,377.64)	(3,505.15)	(7,005.13)	(6,939.57)	(4,719.78)	3,362.52	12,417.52	(12,284.21)	10,010.07	(34,403.91)	(34,311.79)
8	Other comprehensive income												
	A. Items that will not be reclassified to profit or loss:												
	(a) Net Profit / (Loss) on fair valuation of equity instruments through other comprehensive income	1,948.48	(455.48)	(1,417.95)	(5,624.28)	(3,757.31)	1,416.34	1,948.48	(455.48)	(1,417.95)	(5,624.28)	(3,757.31)	1,413.70
	(b) Net Profit / (Loss) on sale of equity instruments through other comprehensive income	150.11	(111.23)	356.00	38.88	356.00	657.52	150.11	(111.23)	356.00	38.88	356.00	657.52
	(c) Re-measurement of defined benefit plans	(1.38)	3.26	1.65	1.36	(1.25)	(3.60)	(1.85)	(17.11)	0.72	(19.48)	21.87	(97.56)
	(d) Tax impact	-	191.27	2,185.55	126.58	2,574.04	332.35	32.25	226.42	2,185.55	193.98	2,574.04	332.35
	B. Items that will be reclassified to profit or loss:												
	(a) Effective portion of gain / (loss) on hedging instrument in cash flow hedges	-	-	-	-	-	-	102.49	(82.35)	(64.63)	436.10	(972.90)	(1,301.78)
	Total other comprehensive income	2,097.21	(372.18)	1,125.25	(5,457.46)	(828.52)	2,402.61	2,231.48	(439.75)	1,059.69	(4,974.80)	(1,778.30)	1,004.23
9	Total comprehensive income / (loss) (7+8)	3,227.16	(1,749.82)	(2,379.90)	(12,462.59)	(7,768.09)	(2,317.17)	5,594.00	11,977.77	(11,224.52)	5,035.27	(36,182.21)	(33,307.56)
10	Profit / (Loss) attributable to:												
	- Owners	1,129.95	(1,377.64)	(3,505.15)	(7,005.13)	(6,939.57)	(4,719.78)	2,884.67	9,242.61	(10,021.24)	5,813.78	(27,159.80)	(26,607.70)
	- Non-controlling Interests	-	-	-	-	-	-	477.85	3,174.91	(2,262.97)	4,196.29	(7,244.11)	(7,704.09)
11	Other comprehensive income attributable to:												
	- Owners	2,097.21	(372.18)	1,125.25	(5,457.46)	(828.52)	2,402.61	2,186.78	(424.57)	1,072.08	(5,100.08)	(1,535.53)	1,355.36
	- Non-controlling Interests	-	-	-	-	-	-	44.70	(15.18)	125.28	125.28	(242.77)	(351.13)
12	Total comprehensive income attributable to:												
	- Owners	3,227.16	(1,749.82)	(2,379.90)	(12,462.59)	(7,768.09)	(2,317.17)	5,071.45	8,818.04	(8,949.16)	713.70	(28,695.33)	(25,252.34)
	- Non-controlling Interests	-	-	-	-	-	-	522.55	3,159.73	(2,275.36)	4,321.57	(7,486.88)	(8,055.22)
13	Paid-up equity share capital (face value Rs. 10/-)	2,055.55	2,055.55	2,055.55	2,055.55	2,055.55	2,055.55	2,055.55	2,055.55	2,055.55	2,055.55	2,055.55	2,055.55
14	Earnings per share (EPS) (face value of Rs. 10/- per equity share)												
	(a) Basic (in Rs.) (not annualised)	5.50	(6.70)	(17.05)	(34.08)	(33.76)	(22.96)	16.36	60.41	(59.76)	48.70	(167.37)	(166.92)
	(b) Diluted (in Rs.) (not annualised)	5.50	(6.70)	(17.05)	(34.08)	(33.76)	(22.96)	16.36	60.41	(59.76)	48.70	(167.37)	(166.92)



Notes :

- The standalone and consolidated unaudited financial results for the quarter and nine months ended 31st December, 2019 have been reviewed by the Audit Committee and then approved by the Board of Directors of the Company at their respective meetings held on 3rd February, 2020 and subjected to a limited review by the statutory auditors.
- Effective 1st April, 2019, the Company is required to publish quarterly consolidated financial results as required under the amended Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Accordingly, the Parent Company presents consolidated financials results commencing from the quarter ended 30th June, 2019. Attention is drawn to the fact that the consolidated figures for the corresponding quarter and nine months ended 31st December, 2019 of the previous financial year, as reported in these consolidated unaudited financial results have been approved by the Parent's Board of Directors, but have not been subjected to limited review by the statutory auditors.
- The Group has adopted Ind AS 116, effective annual reporting period beginning 1st April, 2019 and applied the standard to its leases, using modified retrospective method, with the cumulative effect of initially applying the Standard, recognised on the date of initial application 1st April, 2019. Accordingly, the Company has not restated comparative information, instead, the cumulative effect of initially applying this standard has been recognised as an adjustment to the opening balance of retained earnings as on 1st April, 2019. This has resulted in recognising a right-of-use asset of Rs. 5,433.12 lakh and a corresponding lease liability of Rs. 5,947.16 lakh by adjusting retained earnings as at 1st April, 2019. In the results for the current quarter and nine months ended 31st December, 2019, the nature of expenses in respect of leases has changed from other expenses in previous periods to depreciation cost for the right-to-use asset and finance costs for interest accrued on lease liability. The net impact in statement of unaudited financial results is not material.
- The Board of Directors of Hinduja Ventures Limited ("HVL") (now known as NXTDIGITAL LIMITED) in terms of a resolution passed at their meeting held on 27th August, 2019, approved the scheme of arrangement between IndusInd Media and Communications Limited ("Demerged Company") and Hinduja Ventures Limited ("Resulting Company") (now known as NXTDIGITAL LIMITED) and their respective shareholders for the demerger of the Media and Communications undertaking of the demerged Company and vesting of the same into the resulting Company pursuant to the provisions of sections 230 to 232 read with sections 52 and 66 of the Companies Act, 2013 ("the Act"). The said scheme having the appointed date of 1st October, 2019, will be given effect to in the books of account on receipt of various regulatory approvals.
- On 20th December 2019, consequent to a technical incident reported by Thacom Public Company Limited (Thacom) a satellite transponder service provider, Thacom advised the Company's subsidiary IndusInd Media and Communications Limited ("IMCL") to migrate to another satellite service provider immediately. Based on an independent expert legal opinion, the contract is deemed to be terminated on the said date due to the breach of services by Thacom. IMCL has made no provision towards the satellite transponder service charges in its books as it is confident of the waiver of the service charges by Thacom till migration of satellite transponders.

Accordingly, the balance as on 20th December 2019, in the lease liability and right of use of assets recognized as per Ind AS 116, is now derecognised, with a net gain of Rs. 668.00 lakh credited to the Statement of profit and loss.

- The Company's subsidiary IndusInd Media and Communications Limited ("IMCL") of the group received notices during the financial year 2017-2018 from the Department of Telecommunication (DoT) towards alleged revenue loss due to license fees payable on Internet Service Provider (ISP) business along with interest and penalty thereon, for the period 2010-2011 to 2014-2015, aggregating to INR 50,775.24 lakh, under the License No. 820-5/2002-LR dated 16 May 2002 (hereinafter referred to as ISP License) and Unified License bearing No. 821-52/2013-DS for ISP Category A for PAN India. DoT demand on IMCL was stayed by TDSAT vide order dated 20th December, 2017 and the said stay has not been vacated as on date.

During the current quarter, ONEOTT Entertainment Limited ("OIL", a company subsidiary) received demand notices dated 14th November, 2019 from DoT for the financial years 2015-16 till 2018-19 amounting to INR 2,430.92 lakh towards license fees on Adjusted Gross Revenues ("AGR").

During the current quarter, in a similar matter, TDSAT vide its order dated 18th October, 2019 has set aside the Impugned demands and directed DoT to issue directives for maintaining level playing field for all operators. Further, in matters of certain telecom companies relating to 'AGR', the Hon'ble Supreme Court vide its order dated 24th October, 2019 upheld DoT's appeal thereby determining what constitutes AGR for the purposes of license fee calculation.

On 5th December 2019, in light of the Hon'ble Supreme Court's judgement, DoT decided to re-examine all demand orders raised and asked all license holders to submit comprehensive representations of the issues involved. IMCL and OIL have filed representations with appropriate authorities denying the alleged liabilities.

Based on an independent legal expert opinion, IMCL and OIL continue to believe that the demands will not be upheld and therefore consider these as contingent liabilities.

- The group recognizes revenue from installation fees over the period from which the group is expected to realize the economic benefits from such installation. The group was in the process of stabilization following the New Tariff Order (NTO) effective from 1st February, 2019. The customer churn period has undergone a change, accordingly the group has amended the expected pattern of economic benefit from four years to three years. The effect of this change has resulted in recognition of installation revenue amounting to INR 5,296.00 lakh during the current quarter and nine months ended 31st December, 2019.
- IMCL previously held 2,67,00,000, 9% Redeemable Preference Shares ("RPS") in OIL, aggregating Rs. 267.00 crores and 5,00,000, 9% RPS in OIL, aggregating Rs. 5.00 crores. The Board of Directors of OIL and IMCL at their respective meetings held on 6th August, 2019 and 7th August, 2019 respectively agreed to vary the terms of these Redeemable Preference Shares by converting them into Compulsorily Convertible Preference Shares which were simultaneously converted into Equity shares of OIL at a value determined by an independent external valuer. Accordingly 2,02,21,169 Equity Shares of OIL of Rs 10 each at a premium of Rs. 124.51 per share were allotted to IMCL on 12th August, 2019. Subsequent to this allotment IMCL held 71.65% of the paid up share capital of OIL.
 - Consequent to the above conversion, Rs. 12,137.62 lakh, being the net balance of the previously recognised fair valuation loss on the redeemable preference shares, has been credited to Other Income in the previous quarter ended 30th September, 2019.
 - Effective 12th August, 2019 OIL (including subsidiaries of OIL) became subsidiaries of IMCL on account of which the consolidated financial results of the group for the quarter and nine months ended 31st December, 2019 includes the results of consolidated operations of OIL for the period 12th August 2019 to 31st December, 2019 and hence not strictly comparable with the previous periods.
 - The Group has recorded assets, liabilities and intangibles at their respective provisional fair values at 12th August, 2019, as set out in the table below. The resultant goodwill of Rs. 9,605.67 lakh has also been provisionally recognised at 31st December, 2019, out of which Rs. 7,272.75 lakh Goodwill has been recognised for the period 30th September, 2019. The group is in the process of finalising the Purchase Price Allocation, and further adjustments, including the remeasurement of fair value, and the creation of further intangibles may arise within the measurement period i.e. upto August 2020. Intangible assets are expected to be amortised over the management estimated useful life of 10 years.

(Rs. in Lakh)	
Component	Amount
Fair Value of Net Assets as on the Date of Acquisition:	
Property, Plant & Equipment	9,365.03
Cash & Cash Equivalents	145.08
Trade & Other Receivables	2,126.81
Other Assets	11,974.30
Other Liabilities	(21,242.76)
Intangible Assets – Movie Rights	7,230.14
Intangible Assets – Customer / Business Rights	15,000.00
Deferred Tax Liability	(42.67)
Total Net Assets	24,555.93
IMCL Share in Fair Value of Net Assets as on the Date of Acquisition (71.65%) (A)	17,594.33
Purchase Consideration (B)	27,200.00
Goodwill (A-B)	9,605.67

- The Taxation Laws (Amendment) Ordinance, 2019 has inserted a new section 115BAA in the Income Tax Act, 1961 ("Act") which gives an option to a Domestic Company to consider a reduced tax rate of 22%. Further, the Company which has exercised the option to pay tax under the new section 115BAA will not be liable to pay minimum alternate tax (MAT) u/s 115B and also forego the accumulated MAT Credit. The Companies within the Group are evaluating the option and are yet to decide in this regard. Accordingly, the current tax charge and deferred tax asset / (liability) for the quarter and nine months ended 31st December 2019, has been computed based on the previously applicable rates under the Act.



10. Segment results

The Company's operating segments are established on the basis of those components of the Company that are evaluated regularly by the Board of Directors (the 'Chief Operating Decision Maker as defined in Ind AS 108 - 'Operating Segments'), in deciding how to allocate resources and in assessing performance. These have been identified taking into account nature of services, the differing risks and returns and the Internal business reporting systems.

S.No.	Particulars	Standalone						(Rs. in Lakh unless otherwise indicated)					
		Quarter ended 31st December, 2019	Quarter ended 30th September, 2019	Quarter ended 31st December, 2018	Nine months ended 31st December, 2019	Nine months ended 31st December, 2018	Year ended 31st March, 2019	Quarter ended 31st December, 2019	Quarter ended 30th September, 2019	Quarter ended 31st December, 2018	Nine months ended 31st December, 2019	Nine months ended 31st December, 2018	Year ended 31st March, 2019
		(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)	(K)	(L)
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Segment revenue												
	(a) Media and Communication	854.10	854.10	1,001.01	2,562.31	3,090.90	3,944.73	31,821.16	38,253.85	18,539.21	92,935.26	52,138.10	70,304.29
	(b) Real Estate	-	-	-	-	-	-	-	-	-	-	-	-
	(c) Investments and Treasury	423.11	477.65	14.98	930.20	597.00	598.83	423.11	477.65	(462.35)	930.20	597.00	598.83
	(d) Unallocated	0.50	0.55	-	2.12	0.51	155.13	0.50	0.55	-	2.12	0.51	155.13
	Income from operations	1,277.71	1,332.30	1,015.99	3,494.63	3,688.41	4,698.69	32,244.77	38,732.05	18,076.86	93,867.58	52,735.61	71,058.25
2	Segment results												
	(a) Media and Communication	457.78	400.22	611.32	1,341.09	1,912.60	2,398.65	5,027.94	11,097.81	(5,924.39)	17,750.49	(18,588.66)	(19,897.70)
	(b) Real Estate	(29.65)	(45.16)	(36.06)	(108.51)	(120.08)	(166.81)	(29.65)	(45.16)	(36.06)	(108.51)	(120.08)	(166.81)
	(c) Investments and Treasury	1,772.83	(1,540.73)	(5,213.26)	(10,707.59)	(10,322.43)	(7,307.13)	1,766.55	(1,501.52)	(5,213.30)	(10,672.16)	(10,322.47)	(7,307.13)
	(d) Unallocated	(75.18)	(37.80)	(67.98)	(191.68)	(151.78)	(15.53)	(75.18)	(38.30)	(67.97)	(191.68)	(151.77)	(15.53)
	Total	2,125.78	(1,223.47)	(4,705.98)	(9,666.69)	(8,681.69)	(5,090.82)	6,689.66	9,512.83	(11,241.72)	6,778.14	(29,182.98)	(27,387.17)
	(b) Less: Interest expense	616.41	525.30	529.42	1,676.31	1,539.50	2,073.49	2,818.19	1,549.98	2,684.40	7,926.81	8,238.74	9,000.65
	Profit / (Loss) before tax	1,509.37	(1,748.77)	(5,235.40)	(11,343.00)	(10,221.19)	(7,164.31)	3,871.47	7,962.85	(13,926.12)	(1,148.67)	(37,421.72)	(36,387.82)
3	Segment assets												
	(a) Media and Communication	1,63,257.55	1,63,740.08	1,58,406.00	1,63,257.55	1,58,406.00	1,62,071.76	1,79,162.65	1,80,000.69	1,35,338.93	1,79,162.65	1,35,338.93	1,36,798.11
	(b) Real Estate	3,719.50	3,719.50	3,719.50	3,719.50	3,719.50	3,719.50	3,719.50	3,719.50	3,719.50	3,719.50	3,719.50	3,719.50
	(c) Investments and Treasury	83,426.96	84,757.00	1,04,227.53	83,426.96	1,04,227.53	1,07,521.62	83,417.60	84,756.94	1,04,227.53	83,417.60	1,04,227.53	1,07,521.62
	(d) Unallocated	1,525.78	1,641.96	1,223.78	1,525.78	1,223.78	992.05	1,525.78	1,641.96	988.26	1,525.78	988.26	992.05
	Total	2,51,929.79	2,53,858.54	2,62,576.81	2,51,929.79	2,62,576.81	2,74,304.93	2,67,825.53	2,70,119.09	2,44,274.22	2,67,825.53	2,44,274.22	2,49,158.67
4	Segment liabilities												
	(a) Media and Communication	19,844.61	19,977.74	20,690.02	19,844.61	20,690.02	20,520.77	1,50,364.03	1,53,649.32	1,42,823.34	1,50,364.03	1,42,823.34	1,42,832.86
	(b) Real Estate	10.49	10.14	15.71	10.49	15.71	17.61	10.49	10.14	15.71	10.49	15.71	17.61
	(c) Investments and Treasury	42,174.65	47,102.33	42,203.07	42,174.65	42,203.07	35,810.54	40,544.65	42,127.18	42,203.07	40,544.65	42,203.07	35,810.30
	(d) Unallocated	10,099.31	9,941.60	13,478.51	10,099.31	13,478.51	21,097.81	10,099.31	15,169.62	6,792.01	10,099.31	6,792.01	14,879.68
	Total	72,129.06	77,031.81	76,387.31	72,129.06	76,387.31	77,446.73	2,01,018.48	2,10,956.26	1,91,834.13	2,01,018.48	1,91,834.13	1,93,540.45
5	Capital employed (segment assets - segment liabilities)												
	(a) Media and Communication	1,43,412.94	1,43,762.34	1,37,715.98	1,43,412.94	1,37,715.98	1,41,550.99	28,798.62	26,351.37	(7,484.41)	28,798.62	(7,484.41)	(6,034.75)
	(b) Real Estate	3,709.01	3,709.36	3,703.79	3,709.01	3,703.79	3,701.89	3,709.01	3,709.36	3,703.79	3,709.01	3,703.79	3,701.89
	(c) Investments and Treasury	41,252.31	37,654.67	62,024.46	41,252.31	62,024.46	71,711.08	42,872.95	42,629.76	62,024.46	42,872.95	62,024.46	71,838.71
	(d) Unallocated	(8,573.53)	(8,299.64)	(12,254.73)	(8,573.53)	(12,254.73)	(20,105.76)	(8,573.53)	(13,527.66)	(5,803.75)	(8,573.53)	(5,803.75)	(13,887.63)
	Total	1,79,800.73	1,76,826.73	1,91,189.50	1,79,800.73	1,91,189.50	1,96,858.20	66,807.05	59,162.83	52,440.09	66,807.05	52,440.09	55,618.22

Place : Mumbai
Date : 3rd February, 2020



For Nxt Digital Limited
(Formerly known as Hinduja Ventures Limited)
Ashok Mansukhani
Ashok Mansukhani
Managing Director