

KHANDELWAL JAIN & CO.

CHARTERED ACCOUNTANTS

Website: www.kjco.net • E-mail: kjco@kjco.net

6-B&C, Pil Court, 6th Floor,
111, M. Karve Road, Churchgate,
Mumbai - 400 020.
Tel.: (+91-22) 4311 5000
Fax: 4311 5050

12-B, Baldota Bhavan, 5th Floor,
117, M. Karve Road, Churchgate,
Mumbai - 400 020.
Tel.: (+91-22) 4311 6000
Fax: 4311 6060

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF NSE ACADEMY LIMITED (formerly known as NSE EDUCATIONAL FACILITIES LIMITED)

Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of **NSE ACADEMY LIMITED (formerly known as NSE EDUCATIONAL FACILITIES LIMITED)** ("the Company"), which comprise the Balance Sheet as at March 31, 2017, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the period from March 12, 2016 to March 31, 2017, and a summary of significant accounting policies and other explanatory information (together hereinafter referred to as "Ind AS Financial Statements").

Management's Responsibility for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the state of affairs (financial position), profit or loss (financial performance including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers



internal financial control relevant to the Company's preparation of the Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the state of affairs (financial position) of the Company as at March 31, 2017, and its profit (financial performance including other comprehensive income), its cash flows and the changes in equity for the period from March 12, 2016 to March 31, 2017.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) the Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - (d) in our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act;
 - (e) on the basis of the written representations received from the directors as on March 31, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"; and
 - (g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company does not have any pending litigations which would impact its financial position – Refer Note 30 to the Ind AS financial statements;



- (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses – Refer Note 31 to the Ind AS financial statements;
- (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company – Refer Note 32 to the Ind AS financial statements;
- (iv) The Company did not have any holdings or dealings in Specified Bank Notes during the period from November 8, 2016 to December 30, 2016 – Refer Note 26 to the Ind AS financial statements.

For Khandelwal Jain & Co
Chartered Accountants
Firm's Registration No. 105049W

Narendra Jain



(Narendra Jain)
Partner
Membership No. 048725

Place : Mumbai
Date : April 19, 2017

KHANDELWAL JAIN & CO.

CHARTERED ACCOUNTANTS

Website: www.kjco.net • E-mail: kjco@kjco.net

6-B&C, Pil Court, 6th Floor,
111, M. Karve Road, Churchgate,
Mumbai - 400 020.
Tel.: (+91-22) 4311 5000
Fax : 4311 5050

12-8, Baldota Bhavan, 5th Floor,
117, M. Karve Road, Churchgate,
Mumbai - 400 020.
Tel.: (+91-22) 4311 6000
Fax : 4311 6060

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE IND AS FINANCIAL STATEMENTS OF NSE ACADEMY LIMITED (formerly known as NSE EDUCATIONAL FACILITIES LIMITED)


The Annexure referred to in Independent Auditors' Report to the members of the Company on the Ind AS financial statement for the period from March 12, 2016 to March 31, 2017. We report that:

- i) a) The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets.
- b) The Company has physically verified the fixed assets in accordance with a program of verification which in our opinion provides for physical verification of all fixed assets at reasonable intervals. We have been informed that no material discrepancies were noticed on such verification.
- c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not hold any immovable property in its name.
- ii) The Company is inter alia formed to carry education business in India and Aboard and activities related to it. Accordingly, it does not hold physical inventories. Therefore, the provisions of clause 3(ii) of Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- iii) The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of clause 3(iii) of Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- v) The Company has not accepted any deposits from the public.
- vi) We are informed that no cost records are required to be maintained by the Company under Section 148(1) of the Companies Act, 2013.
- vii) a) According to the information and explanations given to us and on the basis of records examined by us, the Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service-tax, duty of custom, duty of excise, value added tax, cess and any other statutory dues, wherever applicable. According to the records of the Company, there were no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, sales-tax, service-tax, duty of custom, duty of excise, value added tax, cess and other statutory dues were in arrears as at March 31, 2017 for a period of more than six months from the date they became payable.
- b) According to the information and explanations given to us, there were no dues of income tax, sales tax, service tax, duty of customs, duty of excise and value added tax which have not been deposited with the appropriate authorities on account of any dispute.



- viii) The Company has not taken any loan from banks, financial institutions or government and the Company has not issued any debentures. Therefore, the provisions of clause 3(viii) of Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- ix) The Company has not taken any term loans and has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the period from March 12, 2016 to March 31, 2017. Therefore, the provisions of clause 3(ix) of Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- x) Based upon the audit procedures performed and information and explanations given to us, we report that no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act.
- xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, the provisions of clause 3(xii) of Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and section 188 of the Act, where applicable and details of such transactions have been disclosed in the Ind AS Financial Statements as required by the applicable Indian Accounting Standards.
- xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the period from March 12, 2016 to March 31, 2017. Therefore, the provisions of clause 3(xiv) of Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Therefore, the provisions of clause 3(xv) of Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- xvi) According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For Khandelwal Jain & Co
Chartered Accountants
Firm's Registration No. 105049W


(Narendra Jain)
Partner
Membership No. 048725



Place : Mumbai
Date : April 19, 2017

KHANDELWAL JAIN & CO.

Website: www.kjco.net • E-mail: kjco@kjco.net

CHARTERED ACCOUNTANTS

6-B&C, Pil Court, 6th Floor,
111, M. Karve Road, Churchgate,
Mumbai - 400 020.
Tel.: (+91-22) 4311 5000
Fax : 4311 5050

12-B, Baldota Bhavan, 5th Floor,
117, M. Karve Road, Churchgate,
Mumbai - 400 020.
Tel.: (+91-22) 4311 6000
Fax : 4311 6060

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE IND AS FINANCIAL STATEMENTS OF NSE ACADEMY LIMITED (formerly known as NSE EDUCATIONAL FACILITIES LIMITED)

Report on the Internal Financial Controls under Clause (l) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of NSE ACADEMY LIMITED (formerly known as NSE EDUCATIONAL FACILITIES LIMITED) ("the Company") as of March 31, 2017 in conjunction with our audit of the Ind AS financial statements of the Company for the period from March 12, 2016 to March 31, 2017.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error.



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Ind AS financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Khandelwal Jain & Co

Chartered Accountants

Firm's Registration No. 105049W

Narendra Jain
(Narendra Jain)
Partner

Membership No. 048725

Place : Mumbai

Date : April 19, 2017



NSE ACADEMY LIMITED
(Formerly known as NSE Educational Facilities Limited)

BALANCE SHEET AS AT MARCH 31, 2017

Particulars	NOTES	Amount in ₹ As at 31.03.2017
ASSETS		
1 Non-current assets		
a Property, Plant and Equipments	4	552,848
b Other Intangible assets	5	243,699
c Deferred Tax Asset (Net)	15	34,074
d Income tax assets (Net)	6	355,550
e Other non-current assets	7	8,434
		1,194,603
2 Current assets		
a Inventories		-
b Financial Assets		-
i Investments		-
ii Trade receivable	8	11,576,244
iii Cash and Cash equivalents	9	40,092,887
iv Bank balances other than (iii) above		-
v Loans		-
vi Others		-
		51,669,131
c Current Tax Assets (Net)		-
d Other current assets	10	4,241,820
		55,910,951
		57,105,554
TOTAL ASSETS		
EQUITY AND LIABILITIES		
(A) EQUITY		
a Equity Share capital	11 (a)	2,500,000
b Other Equity	11 (b)	5,751,345
		8,251,345
(B) LIABILITIES		
1 Non-current liabilities		
a Financial Liabilities		-
i Deposits (Unsecured)		-
ii Other financial liabilities (Other than Provisions in (b) below)		-
b Provisions		-
c Deferred tax liabilities (Net)		-
d Other non-current liabilities		-
2 Current liabilities		
a Financial Liabilities		-
i Deposits (Unsecured)		-
ii Trade Payables	12	2,811,723
iii Other financial liabilities (Other than Provisions in (b) below)	13	28,694,186
		31,505,909
b Provisions		-
c Other current liabilities	14	17,348,300
d Current Tax Liabilities (Net)		-
		48,854,209
		57,105,554
TOTAL EQUITY AND LIABILITIES		

Summary of significant accounting policies 2

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For **KHANDELWAL JAIN & CO.**
Chartered Accountants
Firm's Registration no: 105049W

Narendra Jain

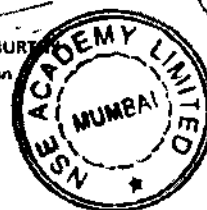
NARENDRA JAIN
Partner
Membership No: 48725
Place: Mumbai
Date: April 19, 2017



For and on For and on behalf of the Board of Directors

K.R.S. Murtu
K.R.S. MURTI
Chairman

Ravi Varanasi
RAVI VARANASI
Director



NSE ACADEMY LIMITED
(Formerly known as NSE Educational Facilities Limited)

STATEMENT OF PROFIT & LOSS FOR THE PERIOD FROM 12 MARCH 2016 TO 31 MARCH, 2017

Particulars	NOTES	Amount in ₹ For the period ended 31.03.2017
Income		
Revenue from operations	16	83,252,677
Other income	17	957,668
Total Income		84,210,345
Expenses		
Deputed Personnel Cost	18	20,949,745
Depreciation and amortisation expense	4 & 5	203,454
Other expenses	19	54,739,875
Total Expenses		75,893,074
Profit before exceptional items & tax		8,317,271
Less: Exception Items		-
Profit before tax		8,317,271
Less: Tax expense		-
Current tax	15	2,600,000
Deferred tax	15	(34,074)
Total tax expenses		2,565,926
Profit for the period (A)		5,751,345
Other Comprehensive Income		
Items that will be reclassified to profit or loss		-
Items that will not be reclassified to profit or loss		-
Total Other Comprehensive Income for the period (Net of Taxes) (B)		-
Total Comprehensive Income for the period (A+B)		5,751,345
Earnings per equity share (Face Value ₹ 10 each)		
- Basic (₹)	20	23.01
- Diluted (₹)	20	23.01


Summary of significant accounting policies 2

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For **KHANDELWAL JAIN & CO.**
Chartered Accountants
Firm's Registration no: 105049W

Narendra Jain
NARENDRA JAIN
Partner
Membership No.: 48725



Place : Mumbai
Date : April 19, 2017

For and on behalf of the Board of Directors

K.R.S. Murthy
K.R.S. MURTHY
Chairman

Ravi Varanasi
RAVI VARANASI
Director



NSE ACADEMY LIMITED
 [Formerly known as MSE Educational Facilities Limited]

STATEMENT OF CHANGES IN EQUITY

(A) Equity Share Capital

	Amount in ₹	
	Changes in equity share capital during the period	Balance at the end of the reporting period
Balance as at March 12, 2016	2,500,000	2,500,000

(B) Other Equity

Particulars	Reserves and Surplus						Total
	Securities Premium Reserve	Investor compensation reserve	Staff welfare reserve	General reserve	Retained Earnings	Equity Instruments through Other Comprehensive Income	
Balance as at March 12, 2016	-	-	-	-	5,751,345	-	-
Profit for the period ended March 31, 2017	-	-	-	-	5,751,345	-	-
Balance as at March 31, 2017	-	-	-	-	5,751,345	-	5,751,345

As per our report of even date attached

For KHANDELWAL JAIN & CO.

Chartered Accountants

Firm's Registration no: 105049W

NARENDRA JAIN

NARENDRA JAIN

Partner

Membership No: 48725

Place: Mumbai

Date: April 19, 2017

For and on behalf of the Board of Directors

K.R.S. MURTHY

K.R.S. MURTHY

Chairman

RAVI VARANASI

RAVI VARANASI

Director



NSE ACADEMY LIMITED
(Formerly known as NSE Educational Facilities Limited)
CASH FLOW STATEMENT FOR THE PERIOD FROM 12 MARCH 2016 TO 31 MARCH, 2017

Particulars	Amount in ₹ For the period ended 31.03.2017
A) CASH FLOW FROM OPERATING ACTIVITIES	
NET PROFIT BEFORE TAX	8,317,271
Add: Adjustments for:	
Depreciation & Amortization Expenses	203,454
Preliminary Expenses written off	464,771
Share Issue Expenses	2,560
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	8,988,056
Adjustments for:	
Trade Receivables	95,784
Trade Payables	82,583
Loans & Advances and other Receivables	(4,250,254)
Current Liabilities & Provisions	29,508,933
CASH GENERATED FROM OPERATIONS	34,425,102
Direct Taxes paid (Net of Refunds)	(2,955,550)
NET CASH FROM (USED IN) OPERATING ACTIVITIES - Total (A)	31,469,552
B) CASHFLOW FROM INVESTING ACTIVITIES	
Purchase of Fixed Assets	(1,000,000)
NET CASH FROM (USED IN) INVESTING ACTIVITIES - Total (B)	(1,000,000)
C) CASHFLOW FROM FINANCING ACTIVITIES	
Proceeds from Issue of Equity Shares	2,500,000
Share Issue Expense	(2,560)
Preliminary Expense	(464,771)
NET CASH FROM (USED IN) FINANCING ACTIVITIES - Total (C)	2,032,669
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	32,502,221
CASH AND CASH EQUIVALENTS : OPENING BALANCE	
Cash & Cash Equivalent transferred on account of acquisition of Education Business from National Stock Exchange of India Limited (Refer Note.27)	7,590,666
CLOSING CASH AND CASH EQUIVALENTS : CLOSING BALANCE	40,092,887
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENT	32,502,221


Notes to Cash Flow Statement :

- 1 Cash and cash equivalent represent cash and bank balances.
- 2 The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Ind AS - 7 on Statement of Cash Flow.
- 3 Acquisition of Assets and Liabilities of Education Business from National Stock Exchange of India Limited by the Company is a non cash transaction.
- 4 The Company was incorporated on March 12, 2016, accordingly the financial data relates to the period of 12 months & 20 days and being the first year of company, corresponding previous year figure's are not given.

As per our report of even date attached

For **KHANDELWAL JAIN & CO.**
Chartered Accountants
Firm's Registration no: 105049W

Narendra Jain
NARENDRA JAIN
Partner
Membership No.: 48725

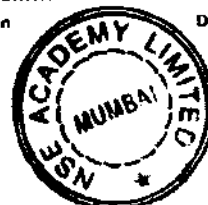


Place Mumbai
Date : April 19, 2017

For and on behalf of the Board of Directors

K.R.S. Murthy
K.R.S. MURTHY
Chairman

Ravi Varanasi
RAVI VARANASI
Director



NSE ACADEMY LIMITED (Formerly known as NSE Educational Facilities Limited)
Notes to financial statements for the period from 12 March 2016 to 31 March 2017

1 Background of the Company

NSE Academy Limited Incorporated on 12th March 2016 is a wholly owned Subsidiary of NSE Strategic Investment Corporation Limited. The company commenced its operations from 1st July 2016. Company is inter alia formed to carry business in india and abroad, tests and certification programs in various areas including financial markets, to set up placement assistance programs to provide trainings to individuals for employment by partnering brokers and other financial institutions and financial utilities, to startup, conduct, manage online and/ or offline educational testing systems, to impact training to interested persons for developing and enhancing their understanding of financial markets and enable such persons to take up various functions in various areas including financial markets and to enhance the competitiveness of all functions in various areas including the financial services industry in india and abroad, to conduct continuing professional education programs such as management development programs to persons in various areas including financial industry, to conduct independently or in collaboration with various schools, colleges, universities, management institutes, other autonomous bodies and educational institutions, and regulatory authorities and financial institutions, in india or abroad, short-term courses, full-time, part time or executive programs offering degrees, diploma.

2 Summary of significant accounting policies :

This note provides a list of the significant accounting policies adopted in the preparation of Indian Accounting Standard (Ind AS) financial statements ("Ind AS financial statements"). These policies have been consistently applied to all the years / periods presented, unless otherwise stated.

a) Basis of preparation

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('Act') (to the extent notified). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. These financial statements are the company's first Ind AS financial statements. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

(i) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following:

- certain financial assets and liabilities that is measured at fair value, and
- defined benefit plans - plan assets measured at fair value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability which market participants would take into account when pricing the asset or liability at the measurement date.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

b) Foreign currency translation and transactions

(i) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian currency (INR), which is the Company's functional and presentation currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the period end exchange rates are recognised in profit or loss.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example, translation differences on non-monetary assets and liabilities such as equity instruments held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equity investments classified as FVOCI are recognised in other comprehensive income.

c) Revenue recognition

The Company recognises revenue when the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the entity. Revenue is recognised in the period when the service is provided as per arrangements/agreements with the customers.

Revenue is measured at the fair value of the consideration received or receivable and represents the amounts receivable towards services provided in the normal course of business, net of allowances, incentives, service tax and amounts collected on behalf of third parties.

- a) Revenue from online examination services are recognised on Examination conducted or on expiry of 6 Month.
- b) Revenue from registration of the candidates are recognised at the time of registration
- c) Revenue from post graduation course is recognised over the duration of the respective courses.
- d) Revenue in respect of tie-up courses with other educational institutions is recognised on the completion of the respective courses/Semester
- e) Revenue in respect of the interest income is recognised when there is a reasonable certainty regarding ultimate collection
- f) Revenue from Training fees is recognised on the completion of Training.



d) Income taxes

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses, if any.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

The carrying amount of deferred tax assets are reviewed at the end of each reporting period and are recognised only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, associates and interest in joint arrangements where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

e) Impairment of assets

Intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

f) Cash and cash equivalents

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. These do not include bank balances earmarked/restricted for specific purposes.

g) Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

h) Investments and other financial assets

(i) Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income. The Company reclassifies debt investments when and only when its business model for managing those assets changes.

(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the company classifies its debt instruments:

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.



Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through profit or loss: Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Equity investments (other than investments in subsidiaries, associates and joint venture)

The Company subsequently measures all equity investments at fair value. Where the Company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments continue to be recognised in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gain/ (losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

Equity Investments (in subsidiaries, associates and joint venture)

Investments in subsidiaries, associates and joint venture are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. The accounting policy on impairment of non-financial assets is disclosed in Note e. On disposal of investments in subsidiaries, associates and joint venture, the difference between net disposal proceeds and the carrying amounts are recognised in the statement of profit and loss.

(iii) Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(iv) De-recognition of financial assets

A financial asset is de-recognised only when

- The Company has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the company has transferred an asset, it evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is de-recognised. Where the company has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not de-recognised.

Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is de-recognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

(v) Income recognition

Interest income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial assets to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

Dividends

Dividends are recognised in profit and loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be reliably measured.

i) Financial liabilities

(i) Classification as debt or equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

(ii) Initial recognition and measurement

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss.

(iii) Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the effective interest rate method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the statement of profit and loss.

(iv) Derecognition

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.



j) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

k) Property, plant and equipment (including CWIP)

All items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

Assets	Management Estimate of Useful Life in years
Computer systems office automation	3 years
Computer systems – others	4 years
Telecommunication systems	4 years

The property, plant and equipment is depreciated over the asset's useful life

The useful lives have been determined based on technical evaluation done by the management's expert which are higher than those specified by Schedule II to the Companies Act, 2013, in order to reflect the actual usage of the assets. The residual values are not more than 5% of the original cost of the asset. The asset's residual values and useful lives are reviewed, and adjusted on a prospective basis if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount and are included in profit or loss.

Depreciation on assets purchased / disposed off during the year is provided on pro rata basis with reference to the date of additions / deductions.

Fixed assets whose aggregate cost is Rs. 5,000 or less are depreciated fully in the year of acquisition.

l) Intangible assets

Costs associated with maintaining software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Company are recognised as intangible assets when the following criteria are met.

- it is technically feasible to complete the software so that it will be available for use
- management intends to complete the software and use or sell it
- there is an ability to use or sell the software
- it can be demonstrated how the software will generate probable future economic benefits
- adequate technical, financial and other resources to complete the development and to use or sell the software are available, and
- the expenditure attributable to the software during its development can be reliably measured.

Directly attributable costs that are capitalised as part of the software include employee costs and an appropriate portion of relevant overheads.

Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is available for use

Computer software is amortised over a period of 4 years.

m) Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial period which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

n) Provisions

Provisions for legal claims and discounts/incentives are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

At the end of each reporting period, provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at a future date. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense



o) Contingent Liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

p) Contributed equity

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

q) Dividends

Provision is made for the amount of any dividend declared including dividend distribution tax, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

r) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the company.
- by the weighted average number of equity shares outstanding during the financial year.

(ii) Diluted Earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

s) Operating Lease

Leases of property, plant and equipment and land where the company, as lessee, has substantially transferred all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in other financial liabilities. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the statement of profit and loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to statement of profit and loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

t) Critical Accounting Estimates And Judgements

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgements are:

Tax expense refer Note 15

Estimation of useful life of intangible asset refer Note 5

Estimation of contingent liabilities refer Note 33

Estimation of Impairment of Assets

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

3 The Company was incorporated on March 12, 2016. Accordingly, the financial data relates to the period of 12 months & 20 days and being the first year of company, corresponding previous year figure's are not available.



NSE ACADEMY LIMITED

Note 4 : Property, plant and equipment

	Computer Systems - Others	Computer Systems - Office Automation	Telecom Installations	TOTAL
Gross carrying amount				
Opening as at 12.03.2016	-	-	-	-
Additions	147,708	252,292	300,000	700,000
Disposals	-	-	-	-
Transfers	-	-	-	-
Closing gross carrying amount	147,708	252,292	300,000	700,000
Accumulated depreciation				
Opening as at 12.03.2016	-	-	-	-
Depreciation charge during the period	27,721	63,130	56,301	147,152
Disposals	-	-	-	-
Closing accumulated depreciation	27,721	63,130	56,301	147,152
Net carrying amount as at 31.03.2017	119,988	189,161	243,699	552,848



NSE ACADEMY LIMITED

Note 5 : Other intangible assets

	Computer Software	TOTAL
Gross carrying amount		
Opening as at 12.03.2016	-	-
Additions	300,000	300,000
Disposals	-	-
Transfers	-	-
Closing gross carrying amount	300,000	300,000
Accumulated depreciation		
Opening as at 12.03.2016	-	-
Depreciation charge during the period	56,301	56,301
Disposals	-	-
Closing accumulated depreciation	56,301	56,301
Net carrying amount as at 31.03.2017	243,699	243,699



6	Income tax assets (Net)	As at 31.03.2017
		(₹)
	Prepaid Taxes	355,550
		355,550
7	Other non-current assets	As at 31.03.2017
		(₹)
	Pre-Paid Expense	8,434
	Total	8,434
8	Trade Receivables	As at 31.03.2017
		(₹)
	Unsecured, considered good unless stated otherwise Outstanding for a period of over six months from the date they are due from payment	5,673,516
	Other debts Unsecured, Considered Good	5,902,728
	Total	11,576,244
9	Cash and bank balances	As at 31.03.2017
		(₹)
	Cash and cash equivalents	
	Balances with banks :	
	On current accounts	40,092,887
	Cash on hand	-
	Total	40,092,887
10	Other Current Assets	As at 31.03.2017
		(₹)
	Prepaid Expenses	4,434
	Balance with Service Tax Authorities	4,237,387
	Total	4,241,820



11 a) Share Capital

Authorised

3,000,000 Equity Shares of Rs 10 each.

Issued, Subscribed and Paid-up

250,000 Equity Shares of Rs 10 each, fully paid

Total

As at 31.03.2017 (₹)	
	30,000,000
	30,000,000
	2,500,000
	2,500,000

Equity Shares

The Company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Director is subject to the approval of the shareholder in the ensuing Annual General Meeting except in the case of interim dividend.

In the event of liquidation of the company, the holder of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholder.

Shares in respect of each class in the company held by its holding company or its ultimate holding company including shares held by or by subsidiaries or associates of the holding company or the ultimate holding company in aggregate

Equity Shares :

Name of the Company	As at 31.03.2017	
	Nos.	% holding
National Strategic Investment Corporation Limited	250,000	100.00%
Total	250,000	100.00%

Details of Equity Shareholder holding more than 5% share in the Company (No of Shares)

Name of the Company	31.03.2017	
	No. of Shares	% holding
National Strategic Investment Corporation Limited	250,000	100.00%
Total	250,000	100.00%

b) Other equity

Surplus / (Deficit) in the Statement of Profit and Loss

Balance as at 12.03.2016

Profit / (Loss) for the period

Less : Appropriations

Total reserves and surplus

As at 31.03.2017 (₹)	
	-
	5,751,345
	5,751,345

12 Trade Payable

Trade Payable (Refer note No.25)

Trade Payable to Related Party (Refer note No.25)

Payable to Related Party

NSE IT Limited

As at 31.03.2017 (₹)	
	237,130
	2,574,593
	2,811,723
	2,574,593
	2,574,593

13 Other Financial Liabilities

Liability for Expense (Refer note No.25)

Payable to Related Party

Total

Payable to Related Party

Stock Exchange of India Limited

As at 31.03.2017 (₹)	
	1,667,351
	27,026,834
	28,694,186
	27,026,834
	27,026,834



13



14 Other Current liabilities		As at 31.03.2017 (₹)
Statutory Dues Payable		5,502,300
Income Received in advance		11,846,000
Total		17,348,300
15 Income taxes		31.03.2017
Income tax expense		
Particulars		
Income tax expense		
Current Tax		
Current tax expense (i)		2,600,000
Deferred Tax		
Decrease / (increase) in deferred tax assets (ii)		(114,891)
(Decrease) / increase in deferred tax liabilities (iii)		80,818
Adjustment in other equity or retained earning (iv)		
Total deferred tax expense/ (benefit) (v)=(ii)+(iii)+(iv)		(34,074)
Total Income tax expenses* (vi)= (i)+(v)		2,565,926
		31.03.2017

b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:

Particulars		
Profit before income tax expense	a	8,317,271
Tax rate (%)	b	30.90%
Tax at the Indian Tax Rate	c=a*b	2,570,037
Tax effect of amounts which are not deductible		
Dividend income		-
Interest on tax free bonds		-
Expenditure related to exempt income		-
Net (gain)/Loss on financial assets mandatorily		-
(Profit) / Loss on sale of investments taxed at other		-
Specific Tax deductions		-
Others		(4,110)
Income Tax Expense	(f)	2,565,926



(c) Income tax asset/(liability) at the end of the period	31.03.2017
Particulars	
Opening balance	
Income tax paid / (refund)	2,955,550
Current income tax payable for the period / year	(2,600,000)
Excess Provision written back and adjusted with retained earnings	
Net Income tax asset/(liability) at the end of year/period (i)	355,550

d) Deferred tax liabilities (net)	31.03.2017
The balance comprises temporary differences attributable to:	
Particulars	
Deferred income tax assets	-
Provision for leave encashment	-
Financial Assets at Fair Value through OCI	-
Financial Assets at Fair Value through profit and Loss	-
Contribution to Core Settlement Guarantee Fund	-
Others	114,891
Total deferred tax assets (a)	114,891
Deferred income tax liabilities	
Property, plant and equipment and investment property	80,818
Financial Assets at Fair Value through OCI	-
Financial Assets at Fair Value through profit and Loss	-
Contribution to Core Settlement Guarantee Fund	-
Others	-
Total deferred tax liabilities (b)	80,818
Net Deferred Tax Assets / (Liabilities) (a)-(b)	34,074

Deferred tax assets

Movement in deferred tax assets

	Provision for leave encashment	Preliminary Expense	Total
e)			
At 1 April 2016			
Charged/(credited)			
- to profit or loss		(114,891)	(114,891)
- to other comprehensive income			-
At 31 March 2017		(114,891)	(114,891)

f) Movement in deferred tax liabilities

	Property, plant and equipment	Preliminary Expense	Total
At 1 April 2016			
Charged/(credited)			
- to profit or loss	80,818		80,818
- to other comprehensive income			-
At 31 March 2017	80,818		80,818



16	Revenue from operations	For the period ended 31.03.2017 (₹)
	Operating revenues	
	Income from Test Enrollment & Registration Fees.	47,487,541
	Income from Post Graduate Programme Fee.	28,802,436
	Income from Training Fees.	6,962,700
	Total	83,252,677
17	Other Income	
	Interest Income from Post graduation installement Fees	956,667
	Other Income	1,001
	Total	957,668
18	Deputed Personnel Cost	For the period ended 31.03.2017 (₹)
	Deputed Personnel Cost (Refer Note 22)	20,949,745
	Total	22,865,082
19	Other expenses	For the period ended 31.03.2017 (₹)
	NCFM Test Expenses	14,550,830
	Management Development Program Expenses	270,074
	Expense-Global Financial Market	14,749,831
	Expense-SMP	173,156
	Travelling Expense	1,215,932
	Advertisement Expenses	4,009,085
	Space And Infrastructure Usage Charges	5,818,940
	Meetings & Conferences	40,000
	Licence Fees	77,385
	Rent - Commercial Premises	622,775
	Legal Fees	14,600
	Professional Fees	1,456,919
	Consultant Charges	5,498,198
	Car Rentals	39,642
	Electricity Charges	1,342,162
	Outsourcing Charges	1,625,725
	Printing & Stationery	650,820
	Business Promotion Expense	934,665
	Office Expenses	118,120
	Books & Periodicals	200,072
	Director Sitting Fees	301,500
	Payment To Auditor (Refer Note Below)	100,500
	Water Charges	41,107
	Preliminary Expenses	464,771
	Share Issue Expenses	2,560
	Other Expenses	420,505
	Total	54,739,875



Note :

Payment to Auditor

As Auditor

Audit Fees

50,250

Tax Audit Fees

50,250

In other Capacity

Certification Matters

Taxation Matters

Out of Pocket Expenses

Total

100,500

20 **Earnings per share**

Particulars	Period ended 31.03.2017
Profit attributable to the equity holders of the company used in calculating basic earnings per share and diluted earnings per share	
Profit for the period	5,751,345
Weighted average number of equity shares used as the denominator in calculating basic earnings per share	250,000
Earnings per equity share (basic and diluted)	23.01

21 **Lease - Operating Lease**

The Company has taken certain premises and vehicles on operating lease.

Particulars	Period ended 31.03.2017
- Paid during the FY 2016-17	622,775
- Not Later than one year	1,020,000
- Later than one year and not later than five years	370,161
- Later than five years	-
Total Lease Payment	1,390,161

22 **Deputed Personnel Cost**

The Company is paying deputation expenses in respect of the employees, space and infrastructure charges and other reimbursement of expenses to National Stock Exchange of India Limited (NSEIL).



23 **Segment Reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM") of the Company. The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the CEO of the Company. The Company operates only in one Business Segment i.e. Imparting Education in relation to various areas including financial market and the activities incidental thereto within India and abroad, hence does not have any reportable Segments as per Indian Accounting Standard 108 "Operating Segments".

24 **Related Party**

In compliance with Ind AS 24 - "Related Party Disclosures", as notified under Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016 the required disclosures are given in the table below:

Names of the related parties and related party relationship

Sr.No	Related Party	Nature of Relationship
1	National Stock Exchange of India Limited	The Ultimate Holding Company
2	NSE Strategic Investment Corporation Limited	Holding Company
3	NSE IT Limited	Fellow Subsidiary Company
3	Mr. Ravi Varanasi	Chief Executive Officer

Amount in ₹

Name of the Related Party	Nature of Transactions	For Period ended 31.03.2017
NSE Strategic Investment Corporation Limited	Contribution towards Equity Share Capital	2,500,000
	Reimbursement for other expenses incurred (including taxes)	464,771
	Outstanding balance included in Financial Liabilities..	Nil
National Stock Exchange of India Limited (NSEIL)	Reimbursement of expenses for staff on deputation paid / payable	24,084,246
	Net Assets Transferred (Refer Note 27)	5,620,089
	Space and Infrastructure usage charges paid / payable	6,662,133
	Reimbursement for other expenses incurred	30,486,696
	Amount Received towards various courses by NSEIL on behalf of the Company	14,402,268
	Outstanding balance included in Financial Liabilities..	27,026,834
NSE IT Limited	NCFM test Expenses	16,146,450
	Outsourcing Charges	1,662,138
	Outstanding balance included in Trade Payables.	2,574,593
Key Management Personnel	Gross remuneration including allowance, non-cash perquisites, etc.	3,017,945 *

* As the liabilities for define benefit plan are provided on actuarial basis for the Company as a whole, the amount pertaining to key managerial persons are not included.

25 There is no Micro, Small & Medium enterprise to which the company owes dues as at March 31, 2017. This information as required to be disclosed under Micro, Small and Medium Enterprises Development Act 2006 has been determined to the extent such parties have been identified on the basis of information available with the company.

26 **Disclosure on Specified Bank Notes (SBNs)**

The Company did not have any holdings or dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016



27 FINANCIAL RISK MANAGEMENT

The Company's business activities expose it to a variety of financial risks, namely liquidity risk, market risks and credit risk. The Company's senior management has the overall responsibility for the establishment and oversight of the Company's risk management framework. A group level risk Assessment & Review Committee (RARC) is formed, which is responsible for developing and monitoring the Company's risk management policies. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The RARC is supported by Treasury department among others, that provides assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Treasury department activities are designed to:

- protect the Company's financial results and position from financial risks
- maintain market risks within acceptable parameters, while optimising returns; and
- protect the Company's financial investments, while maximising returns.

A MANAGEMENT OF LIQUIDITY RISK

Liquidity risk is the risk that the Company will face in meeting its obligations associated with its financial liabilities. The Company's approach to managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, management considers both normal and stressed conditions.

The Company maintains a conservative funding and investment strategy, with a positive cash balance throughout the year ended 31st March, 2017. This was the result of cash generated from operating activities and investing activities to provide the funds to service the financial liabilities on a day-to-day basis.

The Company's treasury department regularly monitors the rolling forecasts to ensure it has sufficient cash on an on-going basis to meet operational needs. Any short term surplus cash generated by the operating entities, over and above the amount required for working capital management and other operational requirements, is retained as cash equivalents (to the extent required).

The following table shows the maturity analysis of the Company's financial liabilities based on contractually agreed undiscounted cash flows as at the Balance Sheet date.

	Carrying amount	Less Than 12 Month	More than 12 months	Total
As at March 31, 2017				
Trade payables	2,811,723	2,811,723	-	2,811,723
Deposits	-	-	-	-
Unpaid dividend	-	-	-	-
Obligation under finance lease	-	-	-	-
Creditor for capital goods	-	-	-	-
Defaulters fund pending claims	-	-	-	-
Other liabilities	28,694,186	28,694,186	-	28,694,186

B MANAGEMENT OF MARKET RISK

The Company does not have any financial investments which exposes the company to the Market Risk.

C MANAGEMENT OF CREDIT RISK

Credit risk is the risk of financial loss to the Company if a customer or counter-party fails to meet its contractual obligations.

Trade receivables

Concentrations of credit risk with respect to trade receivables are limited, since the Company's customer base is large and diverse. All trade receivables are reviewed and assessed for default on a regular basis.

Our historical experience of collecting receivables, supported by the level of default, is that credit risk is low and so trade receivables are considered to be a single class of financial assets.

Other financial assets

The Company maintains exposure in cash and cash equivalents.

The Company's maximum exposure to credit risk as at March 31, 2017, is the carrying value of each class of financial assets as disclosed in note 8 and 9.

D CAPITAL MANAGEMENT

The Company considers the following components of its Balance Sheet to be managed capital:

Total equity (as shown in the balance sheet, including non-controlling interests), - retained profit, share capital.

The Company manages its capital so as to safeguard its ability to continue as a going concern and to optimise returns to our shareholders. The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The Company aims to translate profitable growth to superior cash generation through efficient capital management. The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company's focus is on keeping strong total equity base to ensure independence, security, as well as a high financial flexibility for potential future borrowings, if required, without impacting the risk profile of the Company. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure. The Company is not subject to financial covenants in any of its significant financing agreements.



28 NSE Academy Limited is incorporated on March 12, 2016 as a wholly owned subsidiary of NSE Strategic Investment Corporation Limited and acquired on July 1, 2016 the education business of the ultimate holding company National Stock Exchange of India Limited on a Slump sales basis for a total consideration of Rs. 56,20,089/-. Details of Assets and Liabilities acquired are as under :

Particulars	Amount (₹)	Amount (₹)
Assets		
Trade receivables	11,672,028	
Cash & Bank balances	7,590,666	
Property, Plant and Equipment	1,000,000	20,262,694
Liabilities		
Trade Payable and other Current Liabilities	14,642,605	14,642,605
Net Assets		5,620,089

29 National Stock Exchange of India Limited (NSEIL) demerged its Education Business, to NSE Academy Limited a wholly owned subsidiary of NSE Strategic Investment Corporation Limited (Subsidiary of NSEIL), to carry and continue imparting Education in relation to various areas including financial market and the activities incidental thereto within India and abroad.

30 As at March 31, 2017 the Company does not have any pending litigations which would impact its financial position

31 In accordance with relevant provisions of Companies Act, 2013, the Company did not have any long-term contracts including derivative contracts as at March 31, 2017.

32 For the period from March 12, 2016 to March 31, 2017, the company is not required to transfer any amount into the Investor Education & Protection Fund as required under relevant provisions of the Companies Act, 2013..

33 Capital and other commitments

31.03.2017
(₹)

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided
Other commitments

34 Contingent Liability:

31.03.2017
(₹)

Contingent Liabilities

As per our report of even date attached

As per our report of even date attached

For KHADELWAL JAIN & CO.
Chartered Accountants
Firm's Registration no: 105049W

Narendra Jain

NARENDRA JAIN
Partner
Membership No.: 48725



Place : Mumbai
Date : April 19, 2017

For and on behalf of the Board of Directors

K.R.S. Murthy

K.R.S. MURTHY
Chairman

Ravi Varanasi

RAVI VARANASI
Director

