

KHANDELWAL JAIN & CO.

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CHARTERED ACCOUNTANTS

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INDEPENDENT AUDITORS' REPORT

To the Members of NSE Strategic Investment Corporation Limited

Report on the Financial Statements

We have audited the accompanying financial statements of **NSE Strategic Investment Corporation Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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



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Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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:

- (a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- (b) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- (c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - (b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Act read with the General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013;
 - (e) On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Act.

For Khandelwal Jain & Co.,
Chartered Accountants
Firm's Registration Number: 105049W



(Narendra Jain)
Partner
Membership Number: 048725



Place: Mumbai
Date: April 25, 2014

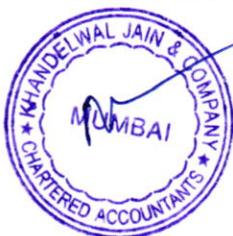
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Annexure to the Independent Auditors' Report

Annexure referred to in paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of Independent Auditors' Report to the members of **NSE Strategic Investment Corporation Limited** ("the Company") for the year ended March 31, 2014. We report that:

- i) The Company does not have fixed assets. Therefore, the provisions of sub-clauses (a) to (c) of clause 4(i) of Companies (Auditor's Report) Order, 2003 as amended by the Companies (Auditors' Report) (Amendment) Order 2004 are not applicable to the Company.
- ii) The Company has neither granted nor taken any loans, secured or unsecured, to/from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Therefore, the provisions of sub-clauses (a) to (g) of clause 4(iii) of Companies (Auditor's Report) Order, 2003 as amended by the Companies (Auditors' Report) (Amendment) Order 2004 are not applicable to the Company.
- iii) In our opinion, there is an adequate internal control procedure commensurate with the size of the Company and the nature of its business, for purchase of fixed assets and for rendering of services. The Company's activities are such that they do not involve purchase and sale of inventory. During the course of our audit, we have not observed any major weakness in the internal control systems.
- iv) Based on the audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that the Company has not entered into any contracts or arrangements that need to be entered in the register maintained under Section 301 of the Companies Act, 1956.
- v) The Company has not accepted any deposits during the year from the public within the meaning of the provisions of Section 58A, 58AA or any other relevant provisions of the Companies Act, 1956 and the rules made thereunder.
- vi) In our opinion, the Company has an internal audit system which is commensurate with the size of the Company and the nature of its business.
- vii) We are informed that no cost records are required to be maintained by the Company under Section 209(1)(d) of the Companies Act, 1956.
- viii) a) According to the information and explanations given to us and the records examined by us, the Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, income-tax, sales-tax, wealth-tax, service-tax, custom duty, excise duty, cess and any other statutory dues wherever applicable.
b) According to the records of the Company, there were no undisputed amounts payable in respect of sales-tax, income-tax, customs, wealth-tax, service tax, securities transaction tax, excise duty, cess in arrears as at March 31, 2014 for a period of more than six months from the date they became payable.
- ix) As the Company is registered for a period less than five years, clause (x) of the Order is not applicable to the Company for the current year.



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- x) The Company has not taken any loan from banks or financial institutions and the Company has not issued any debentures.
- xi) The Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xii) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- xiii) The Company has not taken any term loans during the year.
- xiv) According to the information and explanations given to us and on an examination of the Balance Sheet of the Company, we report that, on an overall basis, funds raised on short term basis have prima facie, not been used during the year for long term investment.
- xv) The Company has not made any preferential allotment of shares to the parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956.
- xvi) The Company has not issued any Debentures during the year and there were no debenture outstanding at the year-end.
- xvii) The Company has not raised any money by public issue during the year.
- xviii) Based upon the audit procedures performed and information and explanations given by the management, we report that no fraud on the Company or by the Company has been noticed or reported during the course of our audit.
- xix) The other clauses 4(ii), 4(xiii) and 4(xiv) of para 4 of the Companies (Auditor's Report) Order, 2003, as amended by the Companies (Auditors' Report) (Amendment) Order 2004, are not applicable to Company.

For **Khandelwal Jain & Co.,**
Chartered Accountants
Firm's Registration Number: 105049W

Narendra Jain

(Narendra Jain)

Partner

Membership Number: 048725



Place: Mumbai

Date: April 25, 2014

NSE STRATEGIC INVESTMENT CORPORATION LIMITED

BALANCE SHEET AS AT MARCH 31,2014

Particulars	Notes	As at 31.03.2014 (₹)	As at 31.03.2013 (₹)
Equity and liabilities			
1 Shareholder's funds			
a Share Capital	4	8,25,99,34,060.00	45,05,00,000.00
b Reserves and surplus	5	(1,37,20,077.27)	(2,09,49,477.78)
		<u>8,24,62,13,982.73</u>	<u>42,95,50,522.22</u>
2 Non-current liabilities			
a Deposits (Unsecured)		-	-
b Deferred tax liabilities (net)		-	-
c Other long-term liabilities		-	-
d Long-term provisions		-	-
		<u>-</u>	<u>-</u>
3 Current liabilities			
a Deposits (Unsecured)		-	-
b Trade payables	6	-	40,91,000.00
c Other current liabilities	6	3,43,494.00	4,97,938.00
d Short-term provisions	7	3,85,000.00	-
		<u>7,28,494.00</u>	<u>45,88,938.00</u>
TOTAL		<u><u>8,24,69,42,476.73</u></u>	<u><u>43,41,39,460.22</u></u>
Assets			
1 Non-current assets			
a Fixed assets			
Tangible assets		-	-
Intangible assets		-	-
Capital work-in-progress		-	-
Intangible assets under development		-	-
		<u>-</u>	<u>-</u>
b Non-current investments	8	8,11,99,11,532.00	41,61,11,863.00
c Long-term loans and advances	9	38,75,660.00	1,00,28,995.00
d Other non-current assets		-	-
		<u>8,12,37,87,192.00</u>	<u>42,61,40,858.00</u>
2 Current assets			
a Current investments	10	12,27,63,437.36	-
b Trade receivable		-	-
c Cash and bank balances	11	37,894.37	79,98,602.22
d Short-term loans and advances	12	3,53,953.00	-
e Other Current assets		-	-
		<u>12,31,55,284.73</u>	<u>79,98,602.22</u>
TOTAL		<u><u>8,24,69,42,476.73</u></u>	<u><u>43,41,39,460.22</u></u>

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 and on behalf of the Board of Directors

For KHANDELWAL JAIN & CO.
Chartered Accountants

Narendra Jain


NARENDRA JAIN
Partner
Membership No.: 048725

Place : Mumbai
Date : April 25, 2014

Ravi Narain
RAVI NARAIN
Chairman

J. Ravichandran
J. RAVICHANDRAN
Managing Director

Chitra Ramkrishna
CHITRA RAMKRISHNA
Director

M Vasudev Rao
M VASUDEV RAO
Company Secretary

NSE STRATEGIC INVESTMENT CORPORATION LIMITED

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2014

Particulars	Notes	For the year ended 31.03.2014 (₹)	For the period ended 31.03.2013 (₹)
Income			
Revenue from operations	13	2,20,87,406.51	1,76,806.22
Other income		-	-
Total Revenue (I)		<u>2,20,87,406.51</u>	<u>1,76,806.22</u>
Expenses			
Employee benefits expenses		-	-
Finance Costs		-	-
Other expenses	14	1,33,58,006.00	2,11,26,284.00
Depreciation and amortisation expenses		-	-
Total Expenses (II)		<u>1,33,58,006.00</u>	<u>2,11,26,284.00</u>
Profit before prior-period adjustments		87,29,400.51	(2,09,49,477.78)
Add/(Less) : Prior-period adjustments		-	-
Profit before tax		<u>87,29,400.51</u>	<u>(2,09,49,477.78)</u>
Less : Provision for tax			
Current tax		15,00,000.00	-
Wealth tax		-	-
Deferred tax		-	-
Total tax expenses		<u>15,00,000.00</u>	<u>-</u>
Profit after tax		<u>72,29,400.51</u>	<u>(2,09,49,477.78)</u>
Earnings Per Share			
Basic	19	0.05	(13.52)
Diluted	19	0.03	(13.52)

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

Narendra Jain


NARENDRA JAIN
Partner
Membership No.: 048725

Place : Mumbai
Date : April 25, 2014

For and on behalf of the Board of Directors

Ravi Narain
RAVI NARAIN
Chairman

Chitra Ramkrishna
CHITRA RAMKRISHNA
Director

J. Ravichandran
J. RAVICHANDRAN
Managing Director

M Vasudev Rao
M VASUDEV RAO
Company Secretary

NSE STRATEGIC INVESTMENT CORPORATION LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31,2014

Particulars	For the year ended 31.03.2014 (₹)	For the period ended 31.03.2013 (₹)
A) CASH FLOW FROM OPERATING ACTIVITIES		
NET PROFIT BEFORE TAX	87,29,400.51	(2,09,49,477.78)
Add : Adjustments for :		
Preliminary Expenses written off	-	2,06,28,596.00
Share Issue Expenses	1,27,32,446.00	4,52,744.00
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	<u>2,14,61,846.51</u>	<u>1,31,862.22</u>
Adjustments for :		
Current Assets / Loans & Advances	(3,60,223.00)	-
Current Liabilities & Provisions	1,80,030.00	44,944.00
CASH GENERATED FROM OPERATIONS	<u>2,12,81,653.51</u>	<u>1,76,806.22</u>
Direct Taxes paid (Net of Refunds)	(11,15,000.00)	-
NET CASH FROM (USED IN) OPERATING ACTIVITIES - Total (A)	<u>2,01,66,653.51</u>	<u>1,76,806.22</u>
B) CASHFLOW FROM INVESTING ACTIVITIES		
Share Application Money Paid	-	(1,00,00,000.00)
Investment in Mutual Funds	(12,27,63,437.36)	-
Investment in Subsidiary and Associate Companies	(7,70,16,12,544.00)	(41,20,49,858.00)
NET CASH FROM (USED IN) INVESTING ACTIVITIES - Total (B)	<u>(7,82,43,75,981.36)</u>	<u>(42,20,49,858.00)</u>
C) CASHFLOW FROM FINANCING ACTIVITIES		
Issue of Equity and Preference Shares	7,80,94,34,060.00	45,05,00,000.00
Share Issue Expenses	(1,31,85,440.00)	(2,06,28,346.00)
NET CASH FROM (USED IN) FINANCING ACTIVITIES - Total (C)	<u>7,79,62,48,620.00</u>	<u>42,98,71,654.00</u>
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	<u>(79,60,707.85)</u>	<u>79,98,602.22</u>
CASH AND CASH EQUIVALENTS : OPENING BALANCE	<u>79,98,602.22</u>	<u>-</u>
CLOSING CASH AND CASH EQUIVALENTS : CLOSING BALANCE	<u>37,894.37</u>	<u>79,98,602.22</u>
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENT	<u>(79,60,707.85)</u>	<u>79,98,602.22</u>

Notes to Cash Flow Statement :

- Since the Company is an Investment Holding Company, purchase and sale of investments have been considered as part of 'Cash Flows from Investing Activities' and dividend and Profit on Sale / Redemption of Investments have been considered as part of 'Cash Flows from Operating Activities'.
- The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard-3 on Cash Flow Statements notified under the Companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provisions of the Companies Act, 1956.
- The current year figures consists of twelve months and previous period figures consists of two months and one day. Hence, current year figures are not comparable with those of previous period.

As per our report of even date attached

For KHANDELWAL JAIN & CO.
Chartered Accountants

Narendra Jain

NARENDRA JAIN
Partner
Membership No.: 048725

Place : Mumbai
Date : April 25, 2014



For and on behalf of the Board of Directors

Ravi Narain
RAVI NARAIN
Chairman

J. Ravichandran
J. RAVICHANDRAN
Managing Director

Chitra Ramkrishna
CHITRA RAMKRISHNA
Director

M Vasudev Rao
M VASUDEV RAO
Company Secretary

1 **Background of the Company**

The Company is inter alia, formed to make or hold all strategic investments in the equity shares and / or other securities of various companies. It holds more than 90% of its net assets in the form of investment in equity shares in group companies, not held for the purpose of trading, it also holds more than 60% of its net assets as investment in equity shares and does not carry any other financial activity. The Company did not raise or hold public funds. In view of the same, the Company is not required to be registered with RBI as per the directions laid down in Core Investment Companies (Reserve Bank) Directions, 2011.

2 **Summary of significant accounting policies :**

a) **Basis of preparation**

The financial statements of the company have been prepared in accordance with generally accepted accounting principles in India (India GAAP). The company has prepared these financial statements to comply in all material respects with the accounting standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended), the provisions of the Companies Act, 2013 (to the extent notified) and the relevant provisions of the Companies Act, 1956 (to the extent applicable). The financial statements have been prepared on an accrual basis and under the historical cost convention.

b) **Use of estimates**

The preparation of financial statements in conformity with India GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

c) **Revenue Recognition**

- (i) Revenue is being recognised as and when there is reasonable certainty of ultimate realisation.
- (ii) Income from Dividend is accounted as and when such dividend has been declared and the Company's right to receive payment is established.
- (iii) Interest income is recognised on a time proportion basis, taking into account the amount outstanding and the rate applicable.

d) **Investments**

- (i) Long term investments are considered as held till maturity and are valued at cost. Provision is made for diminution in the value of investment, if any, other than temporary in nature.
- (ii) Short term investments are valued at cost or fair value whichever is lower.
- (iii) The cost of investment includes acquisition charges such as brokerage, etc. Front-end discount / incentive earned in respect of direct subscription is adjusted towards the cost of investment. Income on investments is accounted for on accrual basis.

e) **Taxation**

Tax expense for the year, comprising current tax and deferred tax is included in determining the net profit for the year. A provision is made for the current tax based on tax liability computed in accordance with relevant tax rates and tax laws. A provision is made for deferred tax for all timing differences arising between taxable income and accounting income at currently enacted tax rates. Deferred tax assets are recognised only if there is a reasonable certainty that they will be realised and are reviewed for the appropriateness of their respective carrying values at each balance sheet date.

f) **Provisions, contingent liabilities & contingent assets :-**

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

3 The current year figures consists of twelve months and previous period figures consists of two months and one day. Hence, current year figures are not comparable with those of previous period.



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Share Capital

	As at 31.03.2014 (₹)	As at 31.03.2013 (₹)
Authorised		
45,00,00,000 Equity Shares of ₹ 10 each. (Previous Year : 15,00,00,000 Equity Shares of ₹ 10 each.)	4,50,00,00,000.00	1,50,00,00,000.00
45,00,00,000 Non - Cumulative Compulsorily Convertible Preference Shares of ₹ 10 each. (Previous Year : 15,00,00,000 Non - Cumulative Compulsorily Convertible Preference Shares of ₹ 10 each.)	4,50,00,00,000.00	1,50,00,00,000.00
	9,00,00,00,000.00	3,00,00,00,000.00
Issued, Subscribed and Paid-up		
41,30,21,703 Equity Shares of ₹ 10 each, fully paid (Previous Year : 2,25,50,000 Equity Shares of ₹ 10 each, fully paid)	4,13,02,17,030.00	22,55,00,000.00
41,29,71,703 6% Non - Cumulative Compulsorily Convertible Preference Shares of ₹ 10 each, fully paid (Previous Year : 2,25,00,000 6% Non - Cumulative Compulsorily Convertible Preference Shares of ₹ 10 each, fully paid)	4,12,97,17,030.00	22,50,00,000.00
Total	8,25,99,34,060.00	45,05,00,000.00

Note:

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.

Preference Shares

The Company has issued 6% Non - Cumulative Compulsorily Convertible Preference Shares of ₹ 10 each. The Company declares and pays dividend in Indian rupees. All the said Preference shares are convertible into equity shares in the ratio of 1:1 at the end of nine years from the date of its issue as mentioned below.

Date Of Issue Of Shares	No. Of Preference Shares
28 March 2013	2,25,00,000
28 June 2013	3,15,70,000
22 July 2013	90,20,000
02 September 2013	5,41,20,000
01 October 2013	2,66,50,000
02 January 2014	5,75,64,000
20 February 2014	21,15,47,703

A reconciliation of the number of **Equity Shares** outstanding at the beginning and at the end of the reporting period

Name of the Company	As at 31.03.2014		As at 31.03.2013	
	Nos.	Amount (₹)	Nos.	Amount (₹)
At the beginning of the period	2,25,50,000	22,55,00,000.00	NA	NA
Add: Issued during the period	39,04,71,703	3,90,47,17,030.00	2,25,50,000	22,55,00,000.00
At the end of the period	41,30,21,703	4,13,02,17,030.00	2,25,50,000	22,55,00,000.00

A reconciliation of the number of **Preference Shares** outstanding at the beginning and at the end of the reporting period

Name of the Company	As at 31.03.2014		As at 31.03.2013	
	Nos.	Amount (₹)	Nos.	Amount (₹)
At the beginning of the period	2,25,00,000	22,50,00,000.00	NA	NA
Add: Issued during the period	39,04,71,703	3,90,47,17,030.00	2,25,00,000	22,50,00,000.00
At the end of the period	41,29,71,703	4,12,97,17,030.00	2,25,00,000	22,50,00,000.00

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 31.03.2014		As at 31.03.2013	
	Nos.	% holding	Nos.	% holding
National Stock Exchange of India Limited and its nominees	41,26,08,681	99.90%	2,25,27,450	99.90%
National Securities Clearing Corporation Limited	4,13,022	0.10%	22,550	0.10%
Total	41,30,21,703	100.00%	2,25,50,000	100.00%

Preference Shares :

Name of the Company	As at 31.03.2014		As at 31.03.2013	
	Nos.	% holding	Nos.	% holding
National Stock Exchange of India Limited and its nominees	41,25,58,731	99.90%	2,24,77,500	99.90%
National Securities Clearing Corporation Limited	4,12,972	0.10%	22,500	0.10%
Total	41,29,71,703	100.00%	2,25,00,000	100.00%

Details of **Equity Shareholder** holding more than 5% share in the Company

	As at 31.03.2014		As at 31.03.2013	
	Nos.	% holding	Nos.	% holding
National Stock Exchange of India Limited and its nominees	41,26,08,681	99.90%	2,25,27,450	99.90%

Details of **Preference Shareholder** holding more than 5% share in the Company

	As at 31.03.2014		As at 31.03.2013	
	Nos.	% holding	Nos.	% holding
National Stock Exchange of India Limited and its nominees	41,25,58,731	99.90%	2,24,77,500	99.90%



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5 Reserve and surplus		As at 31.03.2014	As at 31.03.2013
		(₹)	(₹)
Surplus / (Deficit) in the Statement of Profit and Loss			
Balance as per last financial statements	(2,09,49,477.78)	-	-
Profit / (Loss) for the period	72,29,400.51	(2,09,49,477.78)	
Less : Appropriations			
Proposed dividend	-	-	-
Tax on proposed dividend	(1,37,20,077.27)	-	(2,09,49,477.78)
Total reserves and surplus	(1,37,20,077.27)	(2,09,49,477.78)	(2,09,49,477.78)
6 Other Current liabilities			
		As at 31.03.2014	As at 31.03.2013
		(₹)	(₹)
Trade Payables			
to Holding Company	-	40,91,000.00	
to others	-	-	40,91,000.00
Other Liabilities			
Payable to Holding Company	6,670.00	-	-
TDS Payable	29,120.00	-	-
Liability for expenses	3,07,704.00	3,43,494.00	4,97,938.00
Total	3,43,494.00	4,97,938.00	45,88,938.00
7 Short-term provisions			
		As at 31.03.2014	As at 31.03.2013
		(₹)	(₹)
Other Provisions			
Income Tax (Net of Advances)		3,85,000.00	-
Total	3,85,000.00	-	-



(Handwritten signature)

NSE STRATEGIC INVESTMENT CORPORATION LIMITED

Note 8 - NON CURRENT INVESTMENTS (VALUED AT COST UNLESS STATED OTHERWISE)

	Number of Units	Face Value per Unit (₹)	Face value (₹)	As at 31.03.2014 (₹)	Number of Units	As at 31.3.2013 (₹)
NON CURRENT INVESTMENTS (VALUED AT COST UNLESS STATED OTHERWISE)						
INVESTMENTS IN EQUITY SHARES						
UNQUOTED EQUITY SHARES IN SUBSIDIARY COMPANIES						
DOTEX INTERNATIONAL LIMITED	1,20,00,000	10.00	12,00,00,000	1,22,40,89,650	-	-
INDIA INDEX SERVICES & PRODUCTS LTD.	13,00,000	10.00	1,30,00,000	1,33,41,46,338.00	6,63,000	33,35,05,766.00
NSE.IT LTD	1,00,00,010	10.00	10,00,00,100	60,00,58,735.00	-	-
NSE INFOTECH SERVICES LTD	50,000	10.00	5,00,000	3,75,80,097.00	50,000	3,75,52,007.00
		Sub-Total (i)		3,19,58,74,820.00		37,10,57,773.00
IN ASSOCIATE COMPANIES						
COMPUTER AGE MANAGEMENT SERVICES PRIVATE LIMITED	2,19,38,400	10.00	21,93,84,000	4,12,13,33,939.00	-	-
EXTENT OF HOLDING 44.99% (P.Y - NIL)						
MARKET SIMPLIFIED INDIA LIMITED	45,05,175	10.00	4,50,51,750	4,50,54,090.00	45,05,175	4,50,54,090.00
EXTENT OF HOLDING 30.00% (P.Y - 30.00%)						
NSDL E - GOVERNANCE INFRASTRUCTURE LIMITED	1,00,18,000	10.00	10,01,80,000	55,10,17,720.00	-	-
EXTENT OF HOLDING 25.05% (P.Y - NIL)						
POWER EXCHANGE INDIA LIMITED	1,50,00,030	10.00	15,00,00,300	15,03,75,353.00	-	-
EXTENT OF HOLDING 32.28% (P.Y - NIL)						
		Sub-Total (ii)		4,86,77,81,102.00		4,50,54,090.00
IN OTHERS						
GOODS AND SERVICE TAX NETWORK^^	6,13,061	10.00	61,30,610	61,30,610.00	-	-
		Sub-Total (iii)		61,30,610.00		-
INVESTMENTS IN PREFERENCE SHARES						
UNQUOTED PREFERENCE SHARES IN ASSOCIATE COMPANIES						
10% OPTIONALLY CONVERTIBLE REDEEMABLE PREFERENCE SHARES OF POWER EXCHANGE OF INDIA LIMITED	50,00,000	10.00	5,00,00,000.00	5,01,25,000.00	-	-
		Sub-Total (iv)		5,01,25,000.00		-
		TOTAL		8,11,99,11,532.00		41,61,11,863.00

Notes:

Aggregate Book Value - Quoted Investments

Aggregate Book Value - Unquoted Investments

Aggregate Market Value of Quoted Investments

-
8,11,99,11,532.00

-
41,61,11,863.00

Share certificates are yet to be received by the company.



Long Term Loans and advances

	As at 31.03.2014 (₹)	As at 31.03.2013 (₹)
Other loans and advances (unsecured, considered good)		
Share Application Money - Goods and Service Tax Network	38,69,390.00	1,00,00,000.00
Prepaid Expenses	6,270.00	28,995.00
Total	38,75,660.00	1,00,28,995.00



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NSE STRATEGIC INVESTMENT CORPORATION LIMITED

Note 10 - CURRENT INVESTMENTS (VALUED AT LOWER OF COST OR FAIR VALUE)

	Number of Units	Face Value per Unit (₹)	Face value (₹)	As at 31.03.2014 (₹)	Number of Units	As at 31.3.2013 (₹)
CURRENT INVESTMENTS (VALUED AT LOWER OF COST OR FAIR VALUE)						
INVESTMENTS IN MUTUAL FUNDS - UNQUOTED						
PRINCIPAL CASH MANAGEMENT - DIRECT PLAN - GROWTH	97.326.72	1.217.88	11,85,32,477.36	11,85,32,477.36	-	-
IP MORGAN INDIA LIQUID FUND - DIRECT - GROWTH	2,58,038.86	16.40	42,30,960.00	42,30,960.00	-	-
		TOTAL		12,27,63,437.36		-

Notes:

Aggregate Book Value - Quoted Investments

Aggregate Book Value - Unquoted Investments

Aggregate Market Value of Quoted Investments

-
12,27,63,437.36
-



11	Cash and bank balances				
			Current		Current
			As at 31.03.2014		As at 31.03.2013
			(₹)		(₹)
	Cash and cash equivalents				
	Balances with banks :				
	On current accounts		37,894.37		79,98,602.22
	Cash on hand		-		-
	Total		37,894.37		79,98,602.22
12	Short Term Loans and advances				
			As at 31.03.2014		As at 31.03.2013
			(₹)		(₹)
	Prepaid Expenses		16,873.00		-
	Advance Recoverable in Cash or Kind		3,37,080.00		-
	Total		3,53,953.00		-
13	Revenue from operations				
			For the year ended ended 31.03.2014		For the period ended 31.03.2013
			(₹)		(₹)
	Operating revenues				
	Dividend from :				
	Subsidiary Companies	1,54,56,000.00			
	Other	23,90,972.63	1,78,46,972.63	1,76,806.05	1,76,806.05
	Profit on Sale / Redemption of Investments		42,40,433.88		0.17
	Total		2,20,87,406.51		1,76,806.22
14	Other expenses				
			For the year ended ended 31.03.2014		For the period ended 31.03.2013
			(₹)		(₹)
	Committee Sitting Fees		80,000.00		-
	Director Sitting Fees		2,40,000.00		-
	Fees & Subscription		26,362.00		-
	Insurance		6,067.00		-
	Interest on Delayed Payment of Profession Tax		125.00		-
	Payment to auditor (Refer note below)		1,40,114.00		28,090.00
	Preliminary Expenses written off		-		2,06,28,596.00
	Printing & Stationery Expenses		7,075.00		-
	Professional Fees		81,765.00		16,854.00
	Profession Tax		4,500.00		-
	Service Tax Expenses		39,552.00		-
	Share Issue Expenses		1,27,32,446.00		4,52,744.00
	Total		1,33,58,006.00		2,11,26,284.00
	Note :				
	Payment to Auditor				
	As Auditor				
	Audit Fees		56,180.00		28,090.00
	In other Capacity				
	Certification Matters		1,91,012.00		-
	Out of Pocket Expenses		5,282.00		-
	Total		2,52,474.00		28,090.00
	Less : Certification Fees added to Cost of Investments		1,12,360.00		-
	Total		1,40,114.00		28,090.00
15	As the Company has no activities other than those of an Investment Company, the segment reporting under Accounting Standard 17 - "Segment Reporting" is not applicable. The Company does not have any reportable geographical segment.				



16 In compliance with Accounting Standard 18 - "Related Party Disclosures" notified under the Companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provisions of the Companies Act, 1956, the required disclosures are given in the table below:

(a) Names of the related parties and related party relationship

Sr. No.	Related Party	Nature of Relationship
1	National Stock Exchange of India Limited	Promoter Company
2	National Securities Clearing Corporation Limited	Promoter Company
3	India Index Services & Products Limited	Subsidiary Company
4	NSE Infotech Services Limited	Subsidiary Company
5	NSE.IT Limited	Fellow Subsidiary Company (upto 29.06.2013) Subsidiary Company (w.e.f 30.06.2013)
6	DotEx International Limited	Fellow Subsidiary Company (upto 30.12.2013) Subsidiary Company (w.e.f 31.12.2013)
7	National Commodity Clearing Limited	Fellow Subsidiary Company (upto 28.05.2013)
8	NSE.IT (US) Inc.	Subsidiary's Subsidiary Company
9	Market Simplified India Limited	Associate Company
10	Power Exchange India Limited	Promoter Company's Associate (upto 21.07.2013) Associate Company (w.e.f 22.07.2013)
11	NSDL e-Governance Infrastructure Limited (formerly known as National Securities Depository Limited)	Promoter Company's Associate (upto 29.09.2013) Associate Company (w.e.f 30.09.2013)
12	Computer Age Management Services Private Limited	Associate Company (w.e.f 07.01.2014)
13	National Securities Depository Limited (new)	Promoter Company's Associate
14	Omnesys Technologies Private Limited	Fellow Subsidiary's Associate (upto 11.09.2013)
15	Mr. J Ravichandran - Managing Director (w.e.f. 31.07.2013) Mr. M Vasudev Rao - Company Secretary (w.e.f. 23.05.2013)	Key Management Personnel

(b) Details of transactions (including service tax wherever levied) with related parties are as follows :

Name of the Related Party	Nature of Transactions	Year ended 31.03.2014 Amount (₹)	Period ended 31.03.2013 Amount (₹)
National Stock Exchange of India Ltd.	Issue of Equity Shares	3,90,08,12,310.00	22,52,74,500.00
	Issue of Non - Cumulative Compulsorily Convertible Preference Shares	3,90,08,12,310.00	22,47,75,000.00
	Purchase of Equity Shares of Power Exchange India Limited	15,00,00,300.00	
	Purchase of Preference Shares of Power Exchange India Limited	5,00,00,000.00	
	Purchase of Shares of DotEx International Limited	1,22,40,00,000.00	
	Purchase of Shares of NSDL e-Governance Infrastructure Limited	55,09,90,000.00	
	Purchase of Shares of NSE.IT Limited	60,00,00,600.00	
	Reimbursement of Expenses on purchase of Investment	5,62,362.00	
	Reimbursement of Other Expenses	12,94,957.00	
	Reimbursement of Stamp Duty payable on purchase of Investment	1,90,450.00	47,768.00
	Reimbursement of Preliminary Expenses	-	2,06,28,596.00
	Purchase of Shares of NSE Infotech Services Limited	-	3,75,50,000.00
	Purchase of Shares of India Index Services & Products Limited	-	33,34,89,000.00
	Closing Balance net Debit / (Credit)	(6,670.00)	(40,91,000.00)
National Securities Clearing Corporation Ltd.	Issue of Equity Shares	39,04,720.00	2,25,500.00
	Issue of Non - Cumulative Compulsorily Convertible Preference Shares	39,04,720.00	2,25,000.00



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DotEx International Ltd.	Purchase of Shares of Market Simplified India Limited	-	4,50,51,750.00
	Reimbursement of Stamp Duty payable on purchase of Investment	-	2,340.00
	Investment in Equity Share Capital	1,22,40,89,650.00	-
NSE Infotech Services Limited	Dividend Received	75,00,000.00	-
	Investment in Equity Share Capital	3,75,80,097.00	3,75,52,007.00
NSE.IT Limited	Purchase of Digital Signature	2,770.00	-
	Investment in Equity Share Capital	60,00,58,735.00	-
India Index Services & Products Limited	Dividend Received	79,56,000.00	-
	Investment in Equity Share Capital	1,33,41,46,338.00	33,35,05,766.00
National Securities Depository Limited	Expenses towards Demat Fees	30,340.00	-
Computer Age Management Services Private Limited	Investment in Equity Shares	4,12,13,33,939.00	-
NSDL E - Governance Infrastructure Limited	Investment in Equity Shares	55,10,17,720.00	-
Market Simplified India Limited	Investment in Equity Shares	4,50,54,090.00	4,50,54,090.00
Power Exchange India Limited	Investment in Equity Shares	15,03,75,353.00	-
	Investment in 10% Optionally Convertible Redeemable Preference Shares	5,01,25,000.00	-

- 17 The Company had a Joint Venture interest in India Index Services & Products Ltd. (IISPL) which was a jointly controlled by NSE Strategic Investment Corporation Ltd (NSICL) & CRISIL Ltd. NSICL had a 51% ownership interest in the joint venture. During the year, the said Joint Venture has ceased with effect from August 27, 2013 due to the purchase of 49% stake of IISPL from CRISIL Ltd and consequently IISPL has become 100 % subsidiary of the company.
- 18 Company has purchased 2,19,38,400 Equity Shares of ₹ 10 each equivalent to 44.99% Equity stake in Computer Age Management Services Private Limited (CAMS) on January 07, 2014.
- 19 In accordance with Accounting Standard 20 - "Earning per Share" notified under the Companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provisions of the Companies Act, 1956.

Earning per share

Particulars	For the year ended 31.03.2014	For the period ended 31.03.2013
Net Profit attributable to Shareholders (₹)	72,29,400.51	(2,09,49,477.78)
Weighted Average Number of equity shares issued	13,45,54,587	15,50,000
Basic earnings per share of Rs. 10/- each (in ₹)	0.05	(13.52)
Weighted Average Number of potential equity shares issued	26,90,59,173	15,50,000
Diluted earnings per share of Rs. 10/-	0.03	(13.52)

Since the company has incurred losses in the previous reporting period, diluted earnings per share is same as basic earnings per share.

- 20 There is no Micro, Small & Medium enterprise to which the company owes dues as at 31.03.2014. 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.

21 Expenditure / Investment in Foreign Exchange

Particulars	For the year ended 31.03.2014 (₹)	For the period ended 31.03.2013 (₹)
Purchase of Investments through remittance of INR outside India	2,75,63,21,467.00	-

As per our report of even date attached

For KHANDELWAL JAIN & CO.
Chartered Accountants

Narendra Jain

NARENDRA JAIN
Partner
Membership No.: 048725

Place : Mumbai
Date : April 25, 2014



For and on behalf of the Board of Directors

Ravi Narain
RAVI NARAIN
Chairman

J. Ravichandran
J. RAVICHANDRAN
Managing Director

Chitra Ramkrishna
CHITRA RAMKRISHNA
Director

M Vasudev Rao
M VASUDEV RAO
Company Secretary

Statement pursuant to Section 212 of the Companies Act,1956, relating to subsidiary company

- 1 Name of the subsidiary : India Index Services & Products Limited
- 2 Financial Year of the subsidiary company ended on : 31st March, 2014
- 3 Holding Company Interest
Number of Shares : 13,00,000
Extent of Holding : 100%
- 4 The Net Aggregate amount of the subsidiary Profits / (losses) so far as it concerns members of the holding company and is not dealt with In Holding Company's
(i) for the financial year of the company : ₹ 19,63,73,531
(ii) for the previous financial years of the subsidiary since it became the holding Company's subsidiary : ₹ 34,59,12,912
- 5 Net aggregate amount of the Profit/(Losses) of the Subsidiary dealt with in the company's account
(i) for the financial year of the subsidiary : ₹ 8,32,00,000
(ii) for the previous financial years of the subsidiary since it became the subsidiary of the holding company : ₹ 3,34,81,500

For and on behalf of the Board of Directors


RAVI NARAIN
Chairman


CHITRA RAMKRISHNA
Director


J. RAVICHANDRAN
Managing Director


M VASUDEV RAO
Company Secretary

Place : Mumbai
Date : April 25, 2014

Statement pursuant to Section 212 of the Companies Act,1956, relating to subsidiary company

- 1 Name of the subsidiary : NSE Infotech Services Limited
- 2 Financial Year of the subsidiary company ended on : 31st March, 2014
- 3 Holding Company Interest
Number of Shares : 50,000
Extent of Holding : 100%
- 4 The Net Aggregate amount of the subsidiary Profits / (losses) so far as it concerns members of the holding company and is not dealt with In Holding Company's
(i) for the financial year of the company : ₹ 6,62,540
(ii) for the previous financial years of the subsidiary since it became the holding Company's subsidiary : ₹ 4,26,34,642
- 5 Net aggregate amount of the Profit/(Losses) of the Subsidiary dealt with in the company's account
(i) for the financial year of the subsidiary : NIL
(ii) for the previous financial years of the subsidiary since it became the subsidiary of the holding company : ₹ 75,00,000

For and on behalf of the Board of Directors


RAVI NARAIN
Chairman


CHITRA RAMKRISHNA
Director


J. RAVICHANDRAN
Managing Director


M VASUDEV RAO
Company Secretary

Place : Mumbai
Date : April 25, 2014

Statement pursuant to Section 212 of the Companies Act,1956, relating to subsidiary company

- 1 Name of the subsidiary : NSE.IT Limited
- 2 Financial Year of the subsidiary company ended on : 31st March, 2014
- 3 Holding Company Interest
Number of Shares : 1,00,00,010
Extent of Holding : 100%
- 4 The Net Aggregate amount of the subsidiary Profits / (losses) so far as it concerns members of the holding company and is not dealt with In Holding Company's account
(i) for the financial year of the company : ₹ 14,03,79,096
(ii) for the previous financial years of the subsidiary since it became the holding Company's subsidiary : ₹ 64,74,09,969
- 5 Net aggregate amount of the Profit/(Losses) of the Subsidiary dealt with in the company's account
(i) for the financial year of the subsidiary : ₹ 4,00,00,040
(ii) for the previous financial years of the subsidiary since it became the subsidiary of the holding company : ₹ 17,80,00,178

For and on behalf of the Board of Directors



RAVI NARAIN
Chairman



CHITRA RAMKRISHNA
Director



J. RAVICHANDRAN
Managing Director



M VASUDEV RAO
Company Secretary

Place : Mumbai
Date : April 25, 2014

Statement pursuant to Section 212 of the Companies Act,1956, relating to subsidiary company

- 1 Name of the subsidiary : Dotex International Limited
- 2 Financial Year of the subsidiary company ended on : 31st March, 2014
- 3 Holding Company Interest
Number of Shares : 1,20,00,000
Extent of Holding : 100%
- 4 The Net Aggregate amount of the subsidiary Profits / (losses) so far as it concerns members of the holding company and is not dealt with In Holding Company's account
(i) for the financial year of the company : ₹ 6,34,54,941
(ii) for the previous financial years of the subsidiary since it became the holding Company's subsidiary : ₹ 72,35,30,476
- 5 Net aggregate amount of the Profit/(Losses) of the Subsidiary dealt with in the company's account
(i) for the financial year of the subsidiary : ₹ 32,40,00,000
(ii) for the previous financial years of the subsidiary since it became the subsidiary of the holding company : ₹ 10,20,00,000

For and on behalf of the Board of Directors


RAVI NARAIN
Chairman


CHITRA RAMKRISHNA
Director


J. RAVICHANDRAN
Managing Director


M VASUDEV RAO
Company Secretary

Place : Mumbai
Date : April 25, 2014