

# Price Waterhouse & Co Chartered Accountants LLP

To The Board of Directors  
National Stock Exchange of India Limited  
Exchange Plaza, Plot No C-1  
Bandra Kurla Complex, Bandra (East)  
Mumbai -400 051.

## Independent Auditor's Report on the Audit of Consolidated Financial Results

### Opinion

1. We have audited the consolidated annual financial results of National Stock Exchange of India Limited (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its associates for the year ended March 31, 2021 and the consolidated statement of assets and liabilities and the consolidated statement of cash flows as at and for the year ended on that date, (together referred to as the "consolidated financial results") attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of Securities Contracts (Regulation) (Stock Exchange and Clearing Corporations) Regulations, 2018 (the "SECC Regulations") read with the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').
2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate audited financial statements /financial results of the subsidiaries and associates, the aforesaid consolidated financial results:
  - (i) include the annual financial results of the following entities

Sr. No.	Name	Nature of Relationship
1	NSE Clearing Limited	Subsidiary Company
2	NSE Investments Limited	Subsidiary Company
3	NSE IFSC Limited	Subsidiary Company
4	NSE IFSC Clearing Corporation Limited	Subsidiary's Subsidiary Company
5	NSEIT Limited	Subsidiary's Subsidiary Company
6	NSE Data & Analytics Limited	Subsidiary's Subsidiary Company
7	NSE Indices Limited	Subsidiary's Subsidiary Company
8	NSE Infotech Services Limited	Subsidiary's Subsidiary Company
9	NSE.IT (US) Inc.	Subsidiary's Subsidiary's Subsidiary Company
10	Aujas Networks Private Limited	Subsidiary's Subsidiary's Subsidiary Company
11	NSE Academy Limited	Subsidiary's Subsidiary Company
12	TalentSprint Private Limited	Subsidiary's Subsidiary's Subsidiary Company (w.e.f. November 10, 2020)

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Sr. No.	Name	Nature of Relationship
13	Cogencis Information Services Limited	Subsidiary's Subsidiary's Subsidiary Company (w.e.f. January 21, 2021)
14	NSE Foundation	Subsidiary Company
15	National Securities Depository Limited	Associate
16	Power Exchange India Limited	Subsidiary's Associate
17	NSDL e-Governance Infrastructure Limited	Subsidiary's Associate
18	Market Simplified India Limited	Subsidiary's Associate
19	Receivables Exchange of India Limited	Subsidiary's Associate
20	Indian Gas Exchange Limited	Subsidiary's Associate (w.e.f. March 3, 2021)
21	Capital Quant Solutions Private Limited	Subsidiary's Subsidiary's Associate (w.e.f. March 3, 2021)

- (ii) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- (iii) give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards prescribed under Section 133 of the Companies Act, 2013 (the "Act") and other accounting principles generally accepted in India, of net profit and other comprehensive income and other financial information of the Group and its associates for the year ended March 31, 2021 and the consolidated statement of assets and liabilities and the consolidated statement of cash flows as at and for the year ended on that date.

### Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Financial Results' section of our report. We are independent of the Group and its associates in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

### Emphasis of Matter

4. We draw your attention to Note 3 to the consolidated financial results, relating to contingent liability, that describes the Orders issued by the Securities and Exchange Board of India (SEBI) on April 30, 2019 wherein disgorgement/demand aggregating Rs. 687.47 crore (excluding interest thereon at 12% p.a. from April 1, 2014 till the actual date of payment for one order and from September 11, 2015 till the actual date of payment for second order) has been raised against the Holding Company pursuant to an investigation conducted in relation

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to preferential access to tick by tick data at the Holding Company's Colocation facility, Dark Fiber point to point connectivity and Governance and related matters. SEBI has further directed the Holding Company to undertake certain remedial measures, actions and imposed restrictions. The Holding Company has also received Adjudication notices covering identical matters, facts, circumstances and grounds as stated in each of the above orders. Adjudication hearing before SEBI is pending related to the Dark Fiber point to point connectivity and Governance and related matters. Adjudication hearing on preferential access to tick by tick data at the Company's Colocation facility has been completed and SEBI has levied penalty of Rs 1 crore. The Holding Company has deposited Rs 687.47 crore with SEBI in respect of these orders and continues to transfer revenues emanating from the colocation facility to a separate bank account, which are then invested along with accruals thereon and have been shown under restricted/earmarked investments and bank balances in the consolidated financial statements. The Holding Company has filed appeals to contest the aforesaid orders and adjudication order relating to preferential access to tick by tick data at Holding Company's Colocation facility with the Hon'ble Securities Appellate Tribunal, the future outcome of which is uncertain at this stage. Based on the legal opinion obtained by the Holding Company, no provision for any liability has been made towards the aforesaid demand from the Orders, including any monetary penalty from the pending as well as concluded Adjudication proceedings in the consolidated financial statements. Our opinion is not modified in respect of this matter.

### **Board of Directors' Responsibilities for the Consolidated Financial Results**

5. These consolidated financial results have been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of these consolidated financial results that give a true and fair view of the net profit and other comprehensive income and other financial information of the Group including its associates and the consolidated statement of assets and liabilities and the consolidated statement of cash flows in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and its associates 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial results by the Directors of the Holding Company, as aforesaid.
6. In preparing the consolidated financial results, the respective Board of Directors of the companies included in the Group and of its associates are responsible for assessing the ability of the Group and its associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the

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respective Board of Directors either intends to liquidate the Group and its associates or to cease operations, or has no realistic alternative but to do so.

7. The respective Board of Directors of the companies included in the Group and of its associates are responsible for overseeing the financial reporting process of the Group and of its associates.

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Results**

8. Our objectives are to obtain reasonable assurance about whether the consolidated financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial results.
9. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the consolidated financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls. (Refer paragraph 16 below)
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
  - Conclude on the appropriateness of the Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results

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represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial results/ financial information of the entities within the Group and its associates to express an opinion on the consolidated financial results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated financial results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.
10. We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial results of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
11. We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

### Other Matters

12. We did not audit the financial statements of two subsidiaries and consolidated financial statements of two subsidiaries included in the consolidated financial results, whose financial statements reflect total assets of Rs. 18,001.31 crore and net assets of Rs. 4,348.64 crore as at March 31, 2021, total revenue of Rs. 1,256.06 crore and Rs. 362.87 crore, total net profit after tax of Rs. 1,946.26 crore and Rs. 98.87 crore, and total comprehensive income of Rs. 1,942.67 crore and Rs. 99.60 crore for the for the year ended March 31, 2021 and for the quarter ended March 31, 2021, respectively, and net cash outflows of Rs. 27.35 crore for the year ended March 31, 2021, as considered in the consolidated financial results. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 11 above.
13. The consolidated financial results also includes the Group's share of net profit after tax of Rs. 44.48 crore and Rs. 14.90 crore and total comprehensive income of Rs. 43.88 crore and Rs. 14.06 crore for the year ended March 31, 2021 and for the quarter ended March 31, 2021, respectively, as considered in the consolidated financial results, in respect of two associates, based on their financial information which have not been audited by their auditors. The consolidated financial results do not include the Group's share of total comprehensive income /(loss) in respect of two associates in which the investment of Rs.24.56 crore made by the subsidiary company has been fully impaired. In our opinion and according to the

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information and explanations given to us by the Management, the financial information of these associates is not material to the Group.

14. Our opinion on the consolidated financial results is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial information certified by the Board of Directors.
15. The consolidated financial results include the results for the quarter ended March 31, 2021 being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year, which were neither subject to limited review nor audited by us.
16. The consolidated annual financial results dealt with by this report have been prepared for the express purpose of complying with Regulation 33 of Securities Contracts (Regulation) (Stock Exchange and Clearing Corporations) Regulations, 2018 (the "SECC Regulations") read with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations, 2015"). These results are based on and should be read with the audited consolidated financial statements of the Group and its associates for the year ended March 31, 2021 on which we have issued an unmodified audit opinion vide our report dated May 11, 2021.

For Price Waterhouse & Co Chartered Accountants LLP

Firm Registration Number: 304026E/ E - 300009



Sumit Seth

Partner

Membership Number: 105869

UDIN: 1105869AAAAAG5955

Mumbai

May 11, 2021



NATIONAL STOCK EXCHANGE OF INDIA LIMITED

CIN : U67120MH1992PLC069769



## STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED MARCH 31, 2021

(Rs. in crores unless otherwise stated)

Sr. No. Particulars	Quarter ended			Year ended	
	31.03.2021 Unaudited	31.12.2020 Unaudited	31.03.2020 Unaudited	31.03.2021 Audited	31.03.2020 Audited
<b>1 Income</b>					
(a) Revenue from operations	1,851.92	1,411.97	985.93	5,624.82	3,507.93
(b) Other Income	112.51	168.41	24.65	577.51	389.59
<b>Total Income</b>	<b>1,964.43</b>	<b>1,580.38</b>	<b>1,010.58</b>	<b>6,202.33</b>	<b>3,897.52</b>
<b>2 Expenses</b>					
(a) Employee benefits expense	131.31	117.01	118.03	479.84	429.90
(b) Depreciation and amortisation expense	72.36	54.42	48.11	226.01	180.78
(c) Other expenses	344.21	264.50	246.93	1,004.30	812.08
<b>Total expenses</b>	<b>547.88</b>	<b>435.93</b>	<b>413.07</b>	<b>1,710.15</b>	<b>1,422.76</b>
<b>3 Profit Before Exceptional Items, Core Settlement guarantee fund (Core SGF), Share of Net Profits of Investments accounted for using equity method and tax (1-2)</b>	<b>1,416.55</b>	<b>1,144.45</b>	<b>597.51</b>	<b>4,492.18</b>	<b>2,474.76</b>
4 Share of net profit of associates accounted by using equity method	20.24	19.50	22.12	65.90	112.57
<b>5 Profit before Exceptional items, Contribution to Core SGF and tax (3+4)</b>	<b>1,436.79</b>	<b>1,163.95</b>	<b>619.63</b>	<b>4,558.08</b>	<b>2,587.33</b>
<b>6 Exceptional Items</b>					
(a) Profit on sale of investment in Computer Age Management Services Limited (Refer Note 9)	5.54	-	-	1,735.09	-
(b) Contribution to Investor Protection Fund Trust (Refer note 5)	(874.10)	(947.95)	-	(1,822.05)	-
(c) Impairment of Intangible assets under development (Refer note 10)	(68.23)	-	-	(68.23)	-
<b>7 Profit after Exceptional items before Contribution to Core SGF and tax (5+6)</b>	<b>500.00</b>	<b>216.00</b>	<b>619.63</b>	<b>4,402.89</b>	<b>2,587.33</b>
8 (Reversal) / Contribution to Core SGF (Refer Note 6)	-	(69.07)	62.08	(62.08)	62.08
<b>9 Profit before tax (7-8)</b>	<b>500.00</b>	<b>285.07</b>	<b>557.55</b>	<b>4,464.97</b>	<b>2,525.25</b>
10 Less: Income Tax expense					
(a) Current tax expense	152.05	61.48	169.83	901.78	663.89
(b) Deferred tax expense / (benefit)	(34.08)	14.99	(22.59)	(10.23)	(23.42)
<b>Total Tax expense</b>	<b>117.97</b>	<b>76.47</b>	<b>147.24</b>	<b>891.55</b>	<b>640.47</b>
<b>11 Profit for the period / year (9-10)</b>	<b>382.03</b>	<b>208.60</b>	<b>410.31</b>	<b>3,573.42</b>	<b>1,884.78</b>
<b>12 Other Comprehensive Income</b>					
(a) <i>Items that will be reclassified to profit or loss (net of tax)</i>					
Changes in fair value of FVOCI debt instruments	(11.83)	5.16	3.19	5.55	20.14
Changes in foreign currency translation reserve	1.10	(1.38)	4.79	(2.28)	7.47
(b) <i>Items that will not be reclassified to profit or loss (net of tax)</i>					
Remeasurements of post-employment benefit obligations	1.44	(0.08)	(0.47)	(0.24)	(5.81)
Changes in fair value of FVOCI equity instruments	3.55	0.78	(17.44)	4.43	(8.91)
Share of other comprehensive income of associates accounted for using the equity method	(0.53)	-	(0.86)	(1.00)	(0.86)
<b>Total other comprehensive income / (loss) for the period / year, net of taxes</b>	<b>(6.27)</b>	<b>4.48</b>	<b>(10.79)</b>	<b>6.46</b>	<b>12.03</b>
<b>13 Total comprehensive income for the period / year (11+12)</b>	<b>375.76</b>	<b>213.08</b>	<b>399.52</b>	<b>3,579.88</b>	<b>1,896.81</b>
<b>14 Profit attributable to :</b>					
Owners of National Stock Exchange of India Limited	381.97	208.95	410.38	3,573.72	1,885.04
Non-Controlling Interests	0.06	(0.35)	(0.07)	(0.30)	(0.26)
<b>15 Other comprehensive income/(loss) attributable to :</b>					
Owners of National Stock Exchange of India Limited	(6.29)	4.48	(10.80)	6.44	12.02
Non-Controlling Interests	0.02	-	0.01	0.02	0.01
<b>16 Total comprehensive income attributable to :</b>					
Owners of National Stock Exchange of India Limited	375.68	213.43	399.58	3,580.16	1,897.06
Non-Controlling Interests	0.08	(0.35)	(0.06)	(0.28)	(0.25)
17 Paid-up equity share capital (Face value Re. 1 per share)	49.50	49.50	49.50	49.50	49.50
18 Reserves (excluding Revaluation Reserve)				11,586.43	8,571.76
18 Earnings per equity share (EPS) ( FV Re. 1 each) - Basic and Diluted (Rs.)	7.72*	4.22*	8.29*	72.20	38.08

\* Not annualised

## Segment Information

### (a) Description of segments and principal activities

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 Managing Director and CEO of the Parent Company. The Group has identified the following segments i.e. Trading Services, Clearing Services, Data Feed, Index Licensing and Strategic Investment as reporting segments based on the information reviewed by CODM.

- Trading Services** : This part of the business/offers services related to trading in equity, equity derivatives, debt, currency derivatives and commodity derivatives segments. Revenue includes transaction charges, Listing & book building fees, revenue from data centre charges etc.
- Clearing Services** : This part of the business/offers clearing and settlement of the trades executed in the capital markets, future & options, currency derivatives and commodity derivatives segments.
- Data Feed Services** : This part of business/offers services related to dissemination of price, volume, order book and trade data relating to securities, various indices to the stock and commodity brokers and data terminal services.
- Index Licensing Fees** : This part of the business primarily provides indices and related products and services to various participants in capital market in India.
- Strategic Investments** : This part of business is related to making or holding all strategic investments in the equity shares and / or other securities of various group companies.
- Other segments includes End to End Solution, E-learning Solutions, Web Trading, IT services, IT Process Support charges, Software Application development, and IT security services. The results of these operations are included in the "Other Segments".

The above business segments have been identified considering :

- the nature of products and services
- the differing risks
- the internal organisation and management structure, and
- the internal financial reporting systems.

The segment information presented is in accordance with the accounting policies adopted for preparing the consolidated financial statements of the Group. Segment revenues, expenses and results include inter-segment transfers. Such transfers are undertaken either at competitive market prices charged to unaffiliated customers for similar goods or at contracted rates. These transfers are eliminated on consolidation.

### (b) Segment Revenue :

Transactions between segments are carried out at arms length and are eliminated on consolidation. Segment revenue is measured in the same way as in the statement of profit or loss. Revenue and expenses which relate to the enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as Unallocable. The CODM primarily uses a measure of profit before tax to assess the performance of the operating segments.

Segments	For the quarter ended 31st March, 2021				For the quarter ended 31st December, 2020				For the quarter ended 31st March, 2020				For the year ended 31st March, 2021				For the year ended 31st March, 2020			
	Segment Revenue	Inter-segment revenue	Revenue from external customers	Segment Results	Segment Revenue	Inter-segment revenue	Revenue from external customers	Segment Results	Segment Revenue	Inter-segment revenue	Revenue from external customers	Segment Results	Segment Revenue	Inter-segment revenue	Revenue from external customers	Segment Results	Segment Revenue	Inter-segment revenue	Revenue from external customers	Segment Results
Trading Services	1,621.37	12.05	1,609.31	1,301.98	1,192.02	14.04	1,177.98	920.38	839.11	13.58	825.53	565.00	4,848.29	51.90	4,796.39	3,771.04	2,832.41	46.48	2,785.93	1,964.21
Clearing Services	150.29	87.75	62.54	91.72	130.92	68.22	62.70	33.60	105.75	50.47	55.28	29.16	501.73	265.27	236.46	116.88	366.83	170.23	196.60	102.00
Data feed Services	42.77	0.63	42.13	28.88	29.55	0.21	29.34	26.22	24.14	0.14	24.00	24.01	134.83	1.50	133.33	112.93	101.48	0.56	100.91	96.91
Index Licensing Services	43.22	16.92	26.31	23.95	37.15	12.43	24.72	22.62	34.19	6.46	27.75	26.04	150.99	45.86	105.14	96.50	113.26	21.74	91.52	82.38
Strategic Investments	35.06	35.06	-	(0.59)	10.02	10.02	-	(0.50)	-	-	-	(0.65)	147.78	147.78	-	(2.16)	82.52	82.52	-	(2.22)
Other Segments	163.84	52.21	111.63	(73.56)	149.62	32.39	117.23	(26.11)	136.40	83.03	53.37	(70.56)	477.44	123.93	353.50	(179.97)	468.06	135.08	332.97	(158.55)
<b>Total</b>	<b>2,056.55</b>	<b>204.62</b>	<b>1,851.92</b>	<b>1,372.38</b>	<b>1,549.28</b>	<b>137.31</b>	<b>1,411.97</b>	<b>976.21</b>	<b>1,139.59</b>	<b>153.68</b>	<b>985.93</b>	<b>573.00</b>	<b>6,261.06</b>	<b>636.24</b>	<b>5,624.82</b>	<b>3,915.22</b>	<b>3,964.56</b>	<b>456.61</b>	<b>3,507.93</b>	<b>2,084.73</b>
Unallocable income (Net of Expenses)				(7.55)				131.17				(32.99)				427.46				170.44
Interest income				51.72				37.07				57.50				149.50				219.59
<b>Profit Before Exceptional Items, Core Settlement guarantee fund (Core SGF), Share of Net Profits of Investments accounted for using equity method and tax</b>				<b>1,416.55</b>				<b>1,144.45</b>				<b>597.51</b>				<b>4,492.18</b>				<b>2,474.76</b>
Share of net profit of associates accounted for using equity method				20.24				19.50				22.12				65.90				112.57
<b>Profit before Exceptional items, Contribution to Core SGF and tax</b>				<b>1,436.79</b>				<b>1,163.95</b>				<b>619.63</b>				<b>4,558.08</b>				<b>2,587.33</b>
<b>Exceptional Items</b>																				
Profit on sale of investment in Computer Age Management Services Limited				5.54				-				-				1,735.09				-
Contribution to Investor Protection Fund Trust				(874.10)				(947.95)				-				(1,822.05)				-
Impairment of Intangible assets under development				(68.23)				-				-				(68.23)				-
<b>Profit after Exceptional items before Contribution to Core SGF and tax</b>				<b>500.00</b>				<b>216.00</b>				<b>619.63</b>				<b>4,402.89</b>				<b>2,587.33</b>
(Reversal) / Contribution to Core SGF				-				69.07				62.08				(62.08)				62.08
<b>Profit before Tax</b>				<b>500.00</b>				<b>285.07</b>				<b>557.55</b>				<b>4,464.97</b>				<b>2,525.25</b>
<b>Less: Income Tax Expense</b>																				
Current Tax				(152.05)				(61.48)				(169.83)				(901.78)				(663.89)
Deferred Tax				34.08				(14.99)				22.59				10.23				23.42
<b>Total Tax Expenses</b>				<b>(117.97)</b>				<b>(76.47)</b>				<b>(147.24)</b>				<b>(891.55)</b>				<b>(640.47)</b>
<b>Profit for the period / year</b>				<b>382.03</b>				<b>208.61</b>				<b>410.31</b>				<b>3,573.42</b>				<b>1,884.78</b>



**(c) Revenue From External Customers based on geographies**

The company is domiciled in India. The amount of Group revenue from external customers broken down by location of customers.

	31.03.2021	31.03.2020
India	5,367.64	3,278.59
Outside India	257.18	229.34
<b>Total Revenue</b>	<b>5,624.82</b>	<b>3,507.93</b>

**(d) Segment Assets :**

Segment assets are measured in the same way as in the Balance Sheet. These assets are allocated based on the operations of the segment.

	(Rs. Crs)	
Segments	31.03.2021	31.03.2020
Trading Services	3,011.11	2,511.80
Clearing Services *	13,121.20	13,093.52
Datafeed Services	25.24	10.94
Index Licensing Services	12.41	15.37
Strategic Investments	689.89	872.13
Other Segments	385.49	309.31
<b>Total Segment Assets</b>	<b>17,245.34</b>	<b>16,813.07</b>
Unallocable Assets	11,960.30	7,357.26
<b>Total Assets</b>	<b>29,205.64</b>	<b>24,170.33</b>

There are no non current assets situated outside India.

Investments held by the Group are not considered to be segment assets but are managed by the treasury function. Tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as unallocable. Interest income are not allocated to segments, as this type of activity is driven by the central treasury function, which manages the cash position of the Group.

\* Segment Asset include amount pertaining to Core SGF maintained by NSE Clearing Limited and NSE IFSC Clearing Corporation Limited (NSE IFSC CC) as follows:

	(Rs. Crs)	
Particulars	31.03.2021	31.03.2020
Contribution to Core SGF	3,528.30	3,149.13
Contribution to SGF - Commodity Derivatives	250.00	250.00
Contribution to Core SGF - NSE IFSC CC	10.28	9.34

**(e) Segment Liabilities**

Segment liabilities are measured in the same way as in the financial statements. These liabilities are allocated based on the operations of the segment.

	(Rs. Crs)	
Segments	31.03.2021	31.03.2020
Trading Services	3,476.76	1,773.79
Clearing Services	13,072.71	13,006.01
Datafeed Services	19.84	8.85
Index Licensing Services	2.28	2.23
Strategic Investments	1.14	2.00
Other Segments	146.25	122.02
<b>Total Segment Liabilities</b>	<b>16,718.98</b>	<b>14,914.90</b>
Unallocable Liabilities	850.60	633.34
Core Settlement Guarantee Fund	(3,792.82)	(3,426.67)
<b>Total Liabilities</b>	<b>13,776.76</b>	<b>12,121.57</b>

**(f) Segment Capital Expenditure**

	(Rs. Crs)	
Segments	31.03.2021	31.03.2020
Trading Services	329.39	199.59
Clearing Services	34.10	40.05
Datafeed Services	3.95	5.73
Index Licensing Services	0.32	0.55
Strategic Investments	-	-
Other Segments	43.22	43.96
<b>Total Segment Capital Expenditure</b>	<b>410.98</b>	<b>289.88</b>
Add: Unallocable Capital Expenditure	-	-
<b>Total Capital Expenditure</b>	<b>410.98</b>	<b>289.88</b>

**(g) Segment Depreciation / Amortisation**

	(Rs. Crs)	
Segments	31.03.2021	31.03.2020
Trading Services	165.63	131.87
Clearing Services	13.40	9.77
Datafeed Services	1.47	0.45
Index Licensing Services	1.29	1.25
Strategic Investments	-	-
Other Segments	43.70	36.90
<b>Total Segment Depreciation / Amortisation</b>	<b>225.49</b>	<b>180.24</b>
Add: Unallocable Depreciation / Amortisation	0.52	0.54
<b>Total Depreciation / Amortisation</b>	<b>226.01</b>	<b>180.78</b>

**NATIONAL STOCK EXCHANGE OF INDIA LIMITED**  
**STATEMENT OF CONSOLIDATED ASSETS AND LIABILITIES**

Particulars	(Rs. in crores)	
	As at 31.03.2021 Audited	As at 31.03.2020 Audited
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, plant and equipment	704.96	497.39
Right of Use Asset	127.08	130.29
Capital work-in-progress	10.69	34.25
Goodwill	395.93	128.56
Other intangible assets	80.17	100.17
Intangible assets under development	36.06	80.11
Investment in associates accounted for using the equity method	466.66	424.76
Financial assets		
- Investments	4,142.06	2,518.39
- Other financial assets		
Non-current bank balances	1,549.92	770.82
Others	26.84	61.58
Income tax assets (net)	514.36	504.53
Deferred tax assets (net)	5.50	29.96
Other non-current assets	720.38	723.70
<b>Total non-current assets</b>	<b>8,780.61</b>	<b>6,004.51</b>
<b>Current assets</b>		
Financial assets		
- Investments	5,220.42	3,577.94
- Trade receivables	998.58	652.11
- Cash and cash equivalents	9,169.07	9,237.90
- Bank balances other than cash and cash equivalents*	4,288.48	3,300.49
* Includes Rs. 8,296.97 crores (Previous Year : Rs.8,702.82 crores) pertaining to Settlement obligation and margin money from members		
- Other financial assets	563.38	772.27
Other current assets	185.10	185.11
<b>Total current assets</b>	<b>20,425.03</b>	<b>17,725.82</b>
Assets classified as held for sale	-	440.00
<b>TOTAL ASSETS</b>	<b>29,205.64</b>	<b>24,170.33</b>
<b>EQUITY AND LIABILITIES</b>		
<b>EQUITY</b>		
Equity share capital	49.50	49.50
Other equity	11,586.43	8,571.76
<b>Equity attributable to owners of National Stock Exchange of India Limited</b>	<b>11,635.93</b>	<b>8,621.26</b>
Non Controlling Interest	0.02	0.73
<b>TOTAL EQUITY</b>	<b>11,635.95</b>	<b>8,621.99</b>
<b>CORE SETTLEMENT GUARANTEE FUND</b>		
- Core Settlement Guarantee Fund paid	3,538.58	3,158.47
- Core Settlement Guarantee Fund payable	4.24	18.20
- Settlement Guarantee Fund paid - Commodity Derivatives	250.00	250.00
	<b>3,792.82</b>	<b>3,426.67</b>
<b>INVESTOR PROTECTION FUND</b>	<b>0.11</b>	<b>0.10</b>
<b>LIABILITIES</b>		
<b>Non-current liabilities</b>		
Financial liabilities		
- Lease Liabilities	54.03	54.05
- Other financial liabilities	12.96	-
Provisions	30.92	34.84
Deferred tax liabilities (net)	118.27	152.25
Contract Liabilities	21.23	16.54
Other non-current liabilities	5.41	5.41
<b>Total non-current liabilities</b>	<b>242.82</b>	<b>263.09</b>
<b>Current liabilities</b>		
Financial liabilities		
- Lease Liabilities	16.80	14.92
- Deposits	1,980.38	1,884.01
- Trade payables		
Total Outstanding dues of micro enterprises and small enterprises	1.78	1.21
Total Outstanding dues of creditors other than micro enterprises and small enterprises	238.72	165.25
- Other financial liabilities*	8,517.75	8,996.21
* Includes Rs. 8,296.97 crores (Previous Year : Rs.8,702.82 crores) pertaining to Settlement obligation and margin money from members	<b>10,755.43</b>	<b>11,061.60</b>
Provisions	89.12	87.11
Contract Liabilities	1.08	0.31
Income tax liabilities (net)	239.30	197.25
Other current liabilities	2,449.01	512.21
<b>Total current liabilities</b>	<b>13,533.94</b>	<b>11,858.48</b>
<b>TOTAL LIABILITIES</b>	<b>13,776.76</b>	<b>12,121.57</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>29,205.64</b>	<b>24,170.33</b>

**NATIONAL STOCK EXCHANGE OF INDIA LIMITED**  
**STATEMENT OF CONSOLIDATED CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2021**

	(Rs.in Crores)	
	For the year ended 31.03.2021 (Audited)	For the year ended 31.03.2020 (Audited)
<b>A) CASH FLOWS FROM OPERATING ACTIVITIES</b>		
<b>PROFIT BEFORE TAX</b>	<b>4,464.97</b>	<b>2,525.25</b>
<b>Adjustments for</b>		
Depreciation and amortisation expense	226.01	180.78
Interest income from financial assets at amortised cost	(113.38)	(179.37)
Income from investments	(276.56)	(241.09)
Interest income from investments designated at FVOCI	(36.12)	(40.22)
Rental income	(6.14)	(5.69)
Dividend income from equity investments designated at FVOCI	(0.69)	(0.40)
Net gain on financial assets mandatorily measured at FVPL	(210.90)	(28.78)
Net gain on sale of financial assets measured at FVOCI	(5.45)	(7.04)
Net gain on sale of investments measured at amortised cost	(9.73)	(23.09)
Net gain on sale of financial assets mandatorily measured at FVPL	(175.46)	(93.68)
Profit on sale of investment in Computer Age Management Services Limited	(1,735.09)	-
Net (gain) / loss on disposal of property, plant and equipment	-	5.93
Doubtful debts written off	8.40	10.39
Provision for doubtful debts	3.10	1.55
Intangible assets under development written off	68.23	34.11
Share of net profit of associates accounted by using equity method	(65.90)	(112.57)
Interest on lease liabilities	6.62	7.15
Others	(2.27)	-
<b>Change in operating assets and liabilities</b>		
(Increase)/Decrease in trade receivables	(357.98)	(221.35)
Increase/(Decrease) in trade payables	74.04	38.33
(Increase)/Decrease in other financial assets	(7.88)	27.33
(Increase)/Decrease in other assets	4.78	(744.08)
Increase/(Decrease) in other financial liabilities	(448.67)	2,712.18
Increase/(Decrease) in provisions	(2.39)	17.78
Increase/(Decrease) in other liabilities	1,923.22	74.47
(Refund) / Proceeds of deposits	96.37	(7.37)
Change in Core Settlement Guarantee Fund balance	345.18	369.09
<b>CASH GENERATED FROM OPERATIONS</b>	<b>3,766.31</b>	<b>4,299.61</b>
Income taxes paid	(862.05)	(671.98)
<b>NET CASH INFLOW FROM OPERATING ACTIVITIES - TOTAL (A)</b>	<b>2,904.26</b>	<b>3,627.63</b>
<b>B) CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Payment for property, plant, equipment and intangibles	(377.62)	(315.42)
Proceeds from property, plant and equipment	0.42	26.40
Proceeds from rental income	6.14	5.69
(Payment) / proceeds from investments (Net)	(2,630.82)	(8.96)
Proceeds from sale of investment in Computer Age Management Services Limited	2,175.08	-
(Payment) / proceeds from investments in deposits with financial institutions (Net)	2.06	(185.12)
Payment for acquisition of subsidiary	(257.03)	(3.75)
Payment for investment in associates	(23.00)	-
(Payment) / proceeds from fixed deposits / Bank balances other than cash & cash equivalents (Net)	(1,810.18)	202.93
Interest received	463.30	424.23
Dividend received (including dividend from associate companies)	49.32	32.06
<b>NET CASH INFLOW / (OUTFLOW) FROM INVESTING ACTIVITIES - TOTAL (B)</b>	<b>(2,402.33)</b>	<b>178.06</b>
<b>C) CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Dividend paid (including dividend distribution tax)	(544.50)	(1,062.18)
Acquisition of non controlling interest in subsidiary (net of cash acquired)	(5.70)	(2.69)
Payment of lease liabilities	(13.94)	(11.61)
Interest on lease liabilities	(6.62)	(7.15)
<b>NET CASH OUTFLOW FROM FINANCING ACTIVITIES - TOTAL (C)</b>	<b>(570.76)</b>	<b>(1,083.63)</b>
<b>NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A)+(B)+(C)</b>	<b>(68.83)</b>	<b>2,722.06</b>
<b>CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR</b>	<b>9,237.90</b>	<b>6,515.84</b>
<b>CASH AND CASH EQUIVALENTS AT END OF THE YEAR</b>	<b>9,169.07</b>	<b>9,237.90</b>
<b>NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENT</b>	<b>(68.83)</b>	<b>2,722.06</b>
<b>Reconciliation of cash and cash equivalents as per the cash flow statement</b>		
Cash and cash equivalents as per above comprise of the following		
Cash and cash equivalents	9,169.07	9,237.90
Bank overdrafts	-	-
<b>Balances per statement of cash flows</b>	<b>9,169.07</b>	<b>9,237.90</b>

Notes :

1 The above Consolidated Financial Results have been reviewed by the Audit Committee in its meeting held on May 10, 2021 and approved by the Board of Directors in its meeting held on May 11, 2021. The financial results for the year ended March 31, 2021 were subject to an audit by the Statutory Auditors and the figures for the quarter ended March 31, 2021 and March 31, 2020 are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto third quarter of the respective financial year.

2 The Company has paid final dividend of Rs. 544.50 crores as approved by the shareholders in Annual General Meeting held on September 25, 2020.

3 Securities and Exchange Board of India (SEBI) had directed National Stock Exchange of India Ltd (NSE) to carry out an investigation including forensic examination by independent external agencies in respect of certain aspects of NSE's Colocation facility. Accordingly, Investigation were carried out and the reports were submitted to SEBI. Further, SEBI in September 2016 directed that pending completion of the investigations, all revenues emanating from the colocation facility with effect from September 2016 be transferred to a separate bank account. In terms of the said directions, NSE continues to transfer till date all revenues emanating from the colocation facility to a separate account. As of March 31, 2021, an amount of Rs. 6,085.04 crores (March 31, 2020 Rs. 3,606.73 crores) was transferred to a separate bank account and the same has been invested in accordance with Board's approved investment policy and procedures. These investments along with accruals there on have been shown under restricted / earmarked investments and bank balances.

Three separate show cause notices on May 22, 2017 and July 03, 2018 were issued by SEBI to the NSE and to some of its employees, including former employees, in respect of the alleged preferential access to tick by tick data in NSE's Colocation facility, Dark Fibre point to point connectivity and Governance and conflict of interest related matters which were responded to by NSE. NSE had also filed a Consent Application with SEBI on August 31, 2018 in respect of the said show cause notices. SEBI vide its letter dated April 30, 2019 returned the Consent Application filed by NSE and has passed three orders in respect of all the three show cause notices. In the first order, it has passed a direction on NSE inter alia to disgorge an amount of Rs. 624.89 crores along with interest at the rate of 12% per annum from April 01, 2014 till the actual date of payment and certain non-monetary and restrictive directions prohibiting the NSE from raising funds from the market, through issuance of equity, debt or other securities for a period of six months from the date of the order; in the second order it passed a direction to deposit a sum of Rs. 62.58 crores along with interest at the rate of 12% p.a. from September 11, 2015 till the actual date of payment along with certain non-monetary and restrictive directions and in the third order it has passed certain non-monetary and remedial directions on NSE. Additionally, NSE has also received Adjudication notices covering the above three orders for which NSE has filed its replies with SEBI. Hearing before SEBI in respect of all three Adjudication matters have been completed. With respect to Adjudication notice pertaining to preferential access to tick by tick data at the NSE's Colocation facility, SEBI on February 10, 2021 passed an order and levied a monetary penalty of Rs. 1 crore. Order of SEBI in relation to Adjudication Dark Fiber point to point connectivity and Governance and conflict of interest matters is awaited.

The NSE having received the orders passed by SEBI sought legal advice thereon and preferred an appeal with Hon'ble Securities Appellate Tribunal (SAT). SAT vide its interim order has stayed the disgorgement of the amount, however it directed the NSE to transfer the amount of Rs. 624.89 crores in the Colocation matter and Rs. 62.58 crores in the Dark Fibre matter totalling to Rs. 687.47 crores to SEBI which has been remitted by the NSE on June 13, 2019 out of the total earmarked investments as indicated above. Accordingly, as on March 31, 2021 the total earmarked investments including income accrued thereon stood at Rs. 6,046.93 crores (March 31, 2020 Rs. 3,288.86 crores). Further, the NSE was also directed to continue to transfer all revenues emanating from its co-location facility to a separate bank account. With respect to Governance and related matters, Hon'ble SAT vide its interim order has kept the directions passed in the SEBI order in abeyance. SAT, in an appeal filed by the NSE also stayed the penalty levied by SEBI in relation to Adjudication order passed by it on preferential access to tick by tick data at the NSE's Colocation facility.

While the NSE's appeal in respect of the colocation matter has been heard by the Hon'ble SAT and the same is reserved for orders, the NSE has, in the interim, filed an application with Hon'ble SAT to permit withdrawal of the amount transferred to the separate account, as indicated above, and also to discontinue the transfer of all revenues emanating from its co-location facility to the separate bank account going forward. The hearing for the same is scheduled on May 17, 2021.

The NSE believes that it has strong grounds to contest each of the above orders including monetary liability (including from completed / pending adjudication proceedings) passed by SEBI Accordingly, no provision for any liability in this regard is considered necessary in the financial results as of and for the year ended March 31, 2021.

4 The NSE is in receipt of Show Cause Notice issued by SEBI on October 9, 2019 and a Supplementary notice on December 16, 2019 alleging violation in relation to certain alleged irregularities in the appointment of Chief Strategic Advisor and his re-designation as 'Group Operating Officer and Advisor to MD' by the former Managing Director & Chief Executive Officer and the sharing of certain internal information pertaining to the NSE with an alleged third party by former Managing Director & Chief Executive Officer. The NSE filed a Settlement Application with SEBI on December 11, 2019, which was returned to NSE on October 27, 2020. The NSE has recently concluded the arguments on merits before SEBI in this matter and order of SEBI is awaited. SEBI has not indicated any specific measure or direction in respect of monetary liability in the matter. In view of the same, no provision is presently made/determinable in these financial results.

5 NSE has established an Investor Protection Fund (NSE IPFT) with the objective of compensating investors in the event of defaulters' assets not being sufficient to meet the admitted claims of investors, promoting investor education, awareness and research. The Investor Protection Fund is administered by way of registered Trust created for the purpose. In order to enhance the effectiveness of Investor Protection Fund (IPF) of Stock Exchange, SEBI has comprehensively reviewed the existing framework in consultation with Stock Exchanges. Basis such review, SEBI decided to augment IPF Corpus and assessed required IPF corpus to be Rs.1,500 crores. The Company was directed to transfer the requisite amount to bring the Corpus to Rs.1,500 crores. Accordingly, the Company has paid Rs.1,701 crores to NSE IPFT during the year ended March 31, 2021. Additionally, the Company has also provided Rs.121.05 crores in relation to the investors' claims related to defaulted members, which are yet to be processed by IPFT. This provision has been estimated by applying past historical experience of claims admitted and paid to the outstanding claims through the date of approval of these financial statements including the maximum amount that can be paid to each investor in accordance with bye laws of NSE IPFT. Accordingly, amount of Rs.1,822.05 crores has been recognised as an exceptional expense in the statement of profit and loss for the year ended March 31, 2021 considering the materiality of the amount, nature and incidence of these transactions.

6 In case of NSE, SEBI vide circular dated January 8, 2021 has allowed transfer of excess contribution made by Stock Exchanges from Core SGF of one Clearing Corporation to the Core SGF of another Clearing Corporation, in an inter-operable scenario. Accordingly, Core SGF contribution of Rs.69.07 crores payable to India Clearing Corporation Limited (ICCL) has been reversed during the year ended March 31, 2021, and the same has been paid by NSE Clearing Ltd to ICCL.

7 (a) In case of NSE Clearing Limited (NCL), SEBI, vide circular CIR/MRD/DRMNP/25/2014 dated August 27, 2014, inter alia, has issued norms related to the computation and Minimum Required Contribution (MRC) to the Core Settlement Guarantee Fund by the Clearing Corporation (minimum 50%), Stock Exchange (minimum 25%) and members (maximum 25%). Further SEBI vide circular CIR/CFD/FAC/62/2016 dated May 05, 2016 advised Stock Exchange to transfer 25% of its annual profits to Core SGF. Accordingly total Core SGF as on March 31, 2021 is Rs. 3,528.30 crores comprising of: a) Rs.762.66 crores contributed by NCL by appropriating reserves / profits b) Rs.373.65 crores received from NSE towards Core SGF. c) Member's contribution to Core SGF amounting to Rs. 364.43 crores is utilised out of the amount received from NSE towards 25% of its annual profits upto August 2015 d) The balance amount of 25% of Exchange profits amounting to Rs. 327.51 crores is credited to Core SGF e) Rs.128.84 crores, Rs.76.35 crores and Rs.75.07 crores adjusted towards incremental requirement of Minimum Required Corpus (MRC) from the interest accrual on the cash contribution by NCL, NSE and NSE's Contribution on behalf of members respectively. In addition to the above, Fines & penalties collected by NCL amounting to Rs.869.76 crores and an amount of Rs. 534.06 crores being Income from investments of Core SGF funds have been credited to Core SGF.

NCL's own contribution to Core SGF for the quarter ended March 31, 2021, December 31, 2020, and March 31, 2020 are NIL respectively and for the year ended March 31, 2021 is Rs.28.20 Crores (For year ended March 2020 Rs. Nil) have been appropriated out of profits.

Further, incremental requirement of Contribution to core SGF adjusted from interest on respective investments for the quarter ended March 31, 2021, December 31, 2020 and March 31, 2020 are NIL respectively. Further, incremental requirement of Contribution to core SGF for the year ended March 31, 2021 was Rs.115.94 crores (from NCL Rs.59.80 crores, NSE Rs.29.09 crores and NSE on behalf of members Rs.27.05 crores). Also interest on investment of balance amount of the 25% of Exchange profits amounting to Rs. 14.91 crores and Rs. 16.95 Crores adjusted for Incremental Contribution of NSE and NSE on behalf of members respectively.

Also, incremental requirement of Contribution to core SGF of Rs.18 Crores for Year ended March 2020 (from NCL Rs.9 crores, NSE Rs. 4 crores and NSE on behalf of members Rs.5 crores) had been adjusted from interest on respective investments.

Further, as per circular dated SEBI/HO/MRD2/DCAP/CIR/P/2021/03 January 08, 2021, SEBI has allowed transfer of excess contribution made by Stock Exchanges from Core SGF of one Clearing Corporation to the Core SGF of another Clearing Corporation in inter-operable scenario. Accordingly, Rs.15.97 crores contribution of other stock exchanges received from respective clearing corporation and also Rs.70.51 crores of NSE contribution transferred to other clearing corporation.

(b) In case of NSE IFSC Clearing Corporation (NICCL), SEBI vide circular no. SEBI/HO/MRD/DSA/ CIR / P/2016/125 dated November 28, 2016 has issued norms for set up of a fund and minimum corpus of such fund to guarantee the settlement of trades executed in the stock exchanges in International Financial Service Centre (IFSC). Accordingly total Core SGF as on March 31, 2021 of subsidiary NICCL is Rs.10.28 crores comprising of Rs.9.84 crores contributed by NICCL by appropriating reserves / profits and Fines & penalties collected by NICCL amounting to Rs.0.03 crores & an amount of Rs 0.41 crores being Income from investments of Core SGF funds have been credited to Core SGF. Further, NICCL contribution to its Core SGF for the quarter ended March 31, 2021, December 31, 2020 and March 31, 2020 amounted to NIL, Rs. 0.50 crores and NIL respectively and for the year ended March 31, 2021 amounting to Rs.1.00 crores (for the year ended March 31, 2020 is Rs.0.50 crores).

(c) NCL has received an approval from SEBI to start clearing & settlement activities in Commodity Derivatives and commenced operations w.e.f. October 12, 2018. As required by SEBI an amount of Rs.250 crores has been earmarked towards a separate fund to augment Settlement Guarantee Fund for Commodity Derivatives by way of appropriation from General Reserves. Further, NCL has also earmarked investments amounting to Rs. 250 crores towards the same.

8 During the current year ended March 31, 2021, NCL has given additional bank guarantee of Rs.500 crores (previous year Rs.500 crores) in favour of ICCL as collateral under interoperability framework as prescribed by SEBI. Total bank guarantee outstanding as on March 31, 2021 is Rs.1,000 crores (previous year Rs.500 crores).

9 NSE Investments Limited (NIL), the subsidiary Company, had acquired 44.99% equity stake in Computer Age Management Services Limited (CAMS) in Financial Year 2013-14. NSE, the holding company, had received a letter dated February 04, 2020 from SEBI, inter alia, stating that NSE should have obtained prior permission from SEBI for acquisition of equity stake in Computer Age Management Services Limited, through its wholly owned subsidiary NSE Investments Limited (formerly NSE Strategic Investment Corporation Limited) in Financial Year 2013-14 and that it has resulted in violation of Securities Contracts (Regulations) Stock Exchanges and Clearing Corporation (SECC) Regulations, 2018. In the same letter, SEBI directed NSE to divest its entire stake in CAMS (1,82,46,600 shares i.e. 37.50% as on February 04 2020) within a period of 1 year; withdraw its directorship in Computer Age Management Services Limited and not to exercise voting rights and avail any corporate benefits in respect of the shareholding. SEBI has further stated that this is without prejudice to any other action that SEBI may initiate for non-compliance with the Regulation 38(2) of SECC Regulations, 2018 read with Regulation 41(3) of SECC Regulations, 2012.

In view of the above directions of SEBI, as on March 31, 2020, the entire investment of 37.50 % in CAMS was reclassified from 'investment in associate' to ' Assets classified as held for sale' and the same was carried at the lower of carrying amount and fair value as per Indian Accounting Standard (Ind AS) 105 - 'Non-current Assets Held for Sale and Discontinued Operations'.

Pursuant to the said directions of SEBI, NSE had withdrawn its nominee Directors in CAMS and not exercised any voting rights or availed any corporate benefits from the date of the letter. During the current year ended March 31, 2021, the subsidiary Company has divested its entire stake in CAMS, resulting in net profit of Rs.1,735.09 crores which is shown as an Exceptional item.

Further, current tax expenses on such sale for the quarter and year ended March 31, 2021 was Rs.0.63 crores and Rs.201.17 crores respectively.

10 Impairment of intangible assets under development pertaining to Clearing & Settlement System of NCL due to discontinuation of the project amounted to Rs.68.23 crores.

11 On February 24, 2021, the NSE's trading system halted due to certain issues in the links with telecom service providers which in turn impacted the Storage Area Network (SAN) system of the Company, resulting in the primary SAN becoming inaccessible to the host servers. This also resulted in the risk management system of NSE Clearing Limited and other systems such as clearing and settlement, index and surveillance systems becoming unavailable. NSE has submitted a root cause analysis of the incident to SEBI.

12 During the current year ended March 31, 2021, NSEIT Limited, the subsidiary company, has acquired 79,92,700 equity shares of Re. 1/- each of Aujas Networks Limited, its subsidiary company, for an aggregate consideration of Rs.5.70 Crores. Accordingly as at March 31, 2021, NSEIT Limited holds 99.29% (96.84% as at March 31, 2020) of total equity shares of the said subsidiary company.

13 NSE Academy Limited (NAL), a subsidiary company of NSE Investments Limited, had entered into a Share Purchase and Shareholder's Agreement ("SPSHA") on September 30, 2020 for acquisition of 100% Shares of TalentSprint Private Limited ("TalentSprint"), a company engaged in business of providing skill development and training programs in a phased manner over a period of 3-4 years. Accordingly, on November 10, 2020, NAL has acquired 70% of shareholding. By virtue of this investment, TalentSprint has become a subsidiary of NAL.

14 NSE Data & Analytics Limited, a subsidiary of NSE Investments Limited, has acquired 100% Shares of Cogencis Information Services Limited ("Cogencis"), a company engaged in business of providing data terminal services on January 21, 2021 for a cash consideration of Rs.144.42 Crores. By virtue of this investment, Cogencis has become a subsidiary of NSE Data & Analytics Limited.

15 As indicated in note no. 3 above, pursuant to the SEBI directives in the colocation matter, the Company is required to transfer all revenues emanating from the colocation facility to a separate bank account. Accordingly, as at March 31, 2021, the total amount in such restricted / earmarked investments and bank balances (including income accrued thereon) stood at Rs. 6,046.93 crores, which includes an amount of Rs. 2,758.07 (along with income accrued thereon) transferred/accrued to/in these accounts during the current year ended March 31, 2021.

Further, as indicated in note no. 5 above, in view of recent member defaults and subsequent SEBI directives for augmenting the IPFT corpus, during the current year ended March 31, 2021, the Company has also contributed/provided Rs.1,822.05 crores towards NSE IPFT.

In view of the above, the Company does not have sufficient free cash at the current time to pay dividend after providing for operational and business needs. However, in accordance with the Company's dividend policy, the Company is committed to paying dividends to its shareholders and the Board of Directors would take an appropriate decision in this regard once the colocation amount becomes available.

16 During the current year ended March 31, 2021, NSE and Singapore Stock Exchange (SGX) have entered into an agreement to finalise the key terms for operationalising the NSE IFSC-SGX Connect. This will bring together international and Gujarat International Finance Tec City (GIFT) participants to create a bigger liquidity pool for Nifty Products in Gift City, develop the infrastructure for the NSE IFSC-SGX Connect and ensure member readiness prior to its implementation.

17 The Indian Parliament has approved the Code on Social Security, 2020 impacting employee remuneration and welfare benefits. The effective date from which the changes are applicable is yet to be notified. The Ministry of Labour and Employment has released draft rules for the Code on Social Security, 2020 on November 13, 2020, and has invited suggestions from stakeholders which are under consideration by the Ministry. However, the date on which the Code will come into effect has not been notified. The Group will assess the financial impact, if any, of the Code when it becomes effective and will record necessary adjustments in the financial statements.

18 Based on the Group's current assessment, the impact of coronavirus (COVID-19) on its operations and the resultant financial performance except for its education and E-learning business is not likely to be significant. COVID-19 has partially affected test enrolment & registrations, post - graduate programmes, examination services of its education business and ITES-Assessment Services (On-Line Examination Services) operations of its E-learning business, which have been started in limited way post the unlock advisory issued by the Government. The Group has also made an assessment of its liquidity position for a period of at least one year from the balance sheet date, of the recoverability and carrying values of its assets and ability to pay its liabilities as they become due and effectiveness of internal financial controls as at the balance sheet date and is of the view that there is no material impact or adjustments required to be made in these financial results. The impact assessment of COVID-19 may be different from that presently estimated and the Group will continue to evaluate any significant changes to its operations and its resultant impact on the financial performance.

19 Previous year figures have been regrouped / reclassified / restated wherever necessary to correspond with the current year's classification/disclosure.

For and on behalf of the Board of Directors

Place : Mumbai  
Date : May 11, 2021

Vikram Limaye  
Managing Director & CEO  
DIN : 00488534