

Price Waterhouse & Co Chartered Accountants LLP

To
The Board of Directors
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (East),
Mumbai 400 051.

1. We have reviewed the unaudited consolidated financial results of National Stock Exchange of India Limited (the "Parent"), its subsidiaries (the parent and its subsidiaries hereinafter referred to as the "Group") and associate companies for the quarter and the half year ended September 30, 2021 which are included in the accompanying Statement of Consolidated Unaudited Financial Results, the Statement of Consolidated Unaudited Assets and Liabilities as on that date and the Statement of Consolidated Unaudited Cash Flows for the half-year ended on that date (the "Statement"). The Statement is being submitted by the Parent pursuant to the requirement of Regulation 33 of the Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 (the "SECC Regulations") read with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations"), which has been initialed by us for identification purposes.
2. This Statement, which is the responsibility of the Parent's Management and has been approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the 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

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Price Waterhouse & Co. (a Partnership Firm) converted into Price Waterhouse & Co Chartered Accountants LLP (a Limited Liability Partnership with LLP Identity no: LLPIN AAC-4362) with effect from July 7, 2014. Post its conversion to Price Waterhouse & Co Chartered Accountants LLP, its ICAI registration number is 304026E/E-300009 (ICAI registration number before conversion was 304026E)

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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 Cybersecurity 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
13	Cogencis Information Services Limited	Subsidiary's Subsidiary's Subsidiary Company
14	CXIO Technologies Private Limited	Subsidiary's Subsidiary's Subsidiary Company
15	NSE Foundation	Subsidiary Company
16	National Securities Depository Limited	Associate Company
17	India International Bullion Holding IFSC Limited	Associate Company
18	Power Exchange India Limited	Subsidiary's Associate
19	NSDL e-Governance Infrastructure Limited	Subsidiary's Associate
20	Market Simplified India Limited	Subsidiary's Associate
21	Receivables Exchange of India Limited	Subsidiary's Associate
22	Indian Gas Exchange Limited	Subsidiary's Associate
23	Capital Quant Solutions Private Limited	Subsidiary's Subsidiary's Associate

- Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the other auditors referred to in paragraph 7 below, nothing has come to our attention that causes us to believe that the accompanying Statement has not been prepared in all material respects in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India and has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
- We draw your attention to Note 3 to the unaudited 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 Parent pursuant to an investigation conducted in relation to preferential access to tick by tick data at the Parent's Colocation facility, Dark Fiber point to point connectivity and Governance and related matters. SEBI has further directed the Parent to undertake certain remedial measures, actions and imposed restrictions. The Parent 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 Parent's Colocation facility has been completed and SEBI has levied penalty of Rs 1 crore. The Parent Company continued to transfer revenues emanating from the Colocation facility to a separate bank account until May 2021. Pursuant to an Application made by the Parent to the Hon'ble Securities Appellate Tribunal (SAT), the Parent was allowed to withdraw the amounts previously transferred to such bank account, discontinue further transfer of future revenues from the Colocation facility and close such separate bank account. However, in order to balance the equities, Hon'ble SAT directed the Parent to transfer an additional amount of Rs. 420 crores into an interest-bearing account with SEBI which was remitted on June 17, 2021. Accordingly, as at September 30, 2021, a total amount of Rs. 1,107.47 crores have been deposited by the Parent with SEBI. The Parent has filed appeals to contest the aforesaid orders and adjudication order relating to preferential access to tick by tick data at Parent's Colocation facility with the Hon'ble SAT, the future outcome of which is uncertain at this stage. Based on

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the legal opinion obtained by the Parent, 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 unaudited consolidated financial results. Our conclusion on the Statement is not modified in respect of this matter.

7. We did not review the interim financial information of two subsidiaries and consolidated financial information of two subsidiaries included in the consolidated unaudited financial results, whose interim financial information reflect total assets of Rs.20,914.10 crore and net assets of Rs. 4,619.16 crore as at September 30, 2021 and total revenues of Rs.464.75 crore and Rs. 838.55 crore, total net profit after tax of Rs.159.17 crore and Rs.387.68 crore and total comprehensive income of Rs. 159.46 crore and Rs. 388.40 crore, for the quarter and half year ended September 30, 2021, respectively, and net cash inflows of Rs.2,251.06 crore for the half year ended September 30, 2021, as considered in the consolidated unaudited financial results. The consolidated unaudited financial results also include the Group's share of net loss of Rs. 0.52 crore and Rs. 0.52 crore and total comprehensive loss of Rs. 0.33 crore and Rs0.33 crore for the quarter and half year ended September 30, 2021, respectively, as considered in the consolidated unaudited financial results, in respect of one associate, whose interim financial information have not been reviewed by us. These interim financial information have been reviewed by other auditors in accordance with SRE 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" and their reports dated October, 18, 2021, October, 20, 2021, October, 22, 2021 October, 27, 2021 and October, 27, 2021, vide which they have issued an unmodified conclusion, have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associate, is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above. Our conclusion on the Statement is not modified in respect of the above matters.
8. The unaudited consolidated financial results includes the interim financial information of one subsidiary which have not been reviewed by their auditors, whose interim financial information reflect total assets of Rs. 1 crore and net assets of Rs.0.93 crore as at September 30, 2021 and total revenue of Rs.0.06 crore and Rs.0.08 crore, total net profit after tax of Rs.* crore and Rs.0.01 crore and total comprehensive income of Rs.* crore and Rs.0.01 crore for the quarter and half year ended September 30, 2021, respectively, and net cash outflows of Rs.0.10 crore for the half year ended September 30, 2021, as considered in the consolidated unaudited financial results. The consolidated unaudited financial results also includes the Group's share of net profit after tax of Rs.15.42 crore and Rs.27.08 crore and total comprehensive income of Rs.15.06 crore and Rs. 26.73 for the quarter and half year ended September 30, 2021, respectively, as considered in the consolidated unaudited financial results, in respect of three associates, based on their interim financial information which have not been reviewed by their auditors. The unaudited 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 crores made by the Group has been fully impaired. According to the information and explanations given to us by the Management, these interim financial information are not material to the Group. Our conclusion on the Statement is not modified in respect of the above matters.

* represent figures below the rounding convention used in this report.

For Price Waterhouse & Co. Chartered Accountants LLP.
Firm Registration Number: 304026E/ E- 3000009



Sumit Seth
Partner
Membership Number: 105869
UDIN: 21105869AAAABM8561
Place: Mumbai
Date: October 29, 2021



NATIONAL STOCK EXCHANGE OF INDIA LIMITED

CIN : U67120MH1992PLC069769



STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2021

(Rs. in crores unless otherwise stated)

Sr. No. Particulars	Quarter ended			Half year ended		Year ended
	30.09.2021 Unaudited	30.06.2021 Unaudited	30.09.2020 Unaudited	30.09.2021 Unaudited	30.09.2020 Unaudited	31.03.2021 Audited
1 Income						
(a) Revenue from operations	1,928.95	1,788.32	1,287.38	3,717.27	2,360.93	5,624.82
(b) Other Income	153.38	133.11	112.75	286.49	296.59	577.51
Total Income	2,082.33	1,921.43	1,400.13	4,003.76	2,657.52	6,202.33
2 Expenses						
(a) Employee benefits expense	151.77	146.15	116.72	297.92	231.52	479.84
(b) Depreciation and amortisation expense	72.66	66.70	51.51	139.36	99.23	226.01
(c) Other expenses	418.20	269.55	220.94	687.75	395.59	1,004.30
Total expenses	642.63	482.40	389.17	1,125.03	726.34	1,710.15
3 Profit Before Exceptional Items, Contribution to Core SGF, Share of Net Profits of Investments accounted for using equity method and tax (1-2)	1,439.70	1,439.03	1,010.96	2,878.73	1,931.18	4,492.18
4 Share of net profit of associates accounted by using equity method	22.06	13.10	16.74	35.16	26.16	65.90
5 Profit before Exceptional items, Contribution to Core SGF and tax (3+4)	1,461.76	1,452.13	1,027.70	2,913.89	1,957.34	4,558.08
6 Exceptional Items						
(a) Reversal of Provision / (Provision) for Impairment of Intangible assets under development (Refer note 9)	-	68.23	-	68.23	-	(68.23)
(b) Settlement compensation (Refer note 9)	-	15.63	-	15.63	-	-
(c) Compensation towards cancellation of contract (Refer note 11)	-	5.47	-	5.47	-	-
(d) Profit on sale of investment in Computer Age Management Services Limited	-	-	1,729.55	-	1,729.55	1,735.09
(e) Contribution to Investor Protection Fund Trust (Refer note 4)	-	-	-	-	-	(1,822.05)
7 Profit after Exceptional items, before Contribution to Core SGF and tax (5+6)	1,461.76	1,541.46	2,757.25	3,003.22	3,686.89	4,402.89
8 (Reversal) / Contribution to Core Settlement Guarantee Fund (Core SGF)	-	-	-	-	6.99	(62.08)
9 Profit before tax (7-8)	1,461.76	1,541.46	2,757.25	3,003.22	3,679.90	4,464.97
10 Less: Income Tax expense						
(a) Current tax expense	350.58	370.92	480.87	721.50	688.25	901.78
(b) Deferred tax	16.14	(3.43)	(0.07)	12.71	8.86	(10.23)
Total Tax expenses	366.72	367.49	480.80	734.21	697.11	891.55
11 Profit for the period / year (9-10)	1,095.04	1,173.97	2,276.45	2,269.01	2,982.79	3,573.42
12 Other Comprehensive Income						
(a) <i>Items that will be reclassified to profit or loss (net of tax)</i>						
Changes in fair value of FVOCI debt instruments	3.05	0.92	(0.35)	3.97	12.22	5.55
Changes in foreign currency translation reserve	0.08	1.09	(2.13)	1.17	(2.00)	(2.28)
(b) <i>Items that will not be reclassified to profit or loss (net of tax)</i>						
Remeasurements of post-employment benefit obligations	(0.25)	(3.61)	1.99	(3.86)	(1.60)	(0.24)
Changes in fair value of FVOCI equity instruments	0.25	(2.48)	(0.70)	(2.23)	0.10	4.43
Share of other comprehensive income of associates accounted for using the equity method	(0.02)	0.06	(0.30)	0.04	(0.47)	(1.00)
Total other comprehensive income / (loss) for the period / year, net of taxes	3.11	(4.02)	(1.49)	(0.91)	8.25	6.46
13 Total comprehensive income for the period / year (11+12)	1,098.15	1,169.95	2,274.96	2,268.10	2,991.04	3,579.88
14 Profit attributable to :						
Owners of National Stock Exchange of India Limited	1,094.50	1,174.24	2,276.47	2,268.74	2,982.80	3,573.72
Non-Controlling Interests	0.54	(0.27)	(0.02)	0.27	(0.01)	(0.30)
15 Other comprehensive income/(loss) attributable to :						
Owners of National Stock Exchange of India Limited	3.15	(4.03)	(1.49)	(0.88)	8.25	6.44
Non-Controlling Interests	(0.04)	0.01	-	(0.03)	-	0.02
16 Total comprehensive income attributable to :						
Owners of National Stock Exchange of India Limited	1,097.64	1,170.21	2,274.98	2,267.85	2,991.05	3,580.16
Non-Controlling Interests	0.51	(0.26)	(0.02)	0.25	(0.01)	(0.28)
17 Paid-up equity share capital (Face value Re. 1 per share)	49.50	49.50	49.50	49.50	49.50	49.50
18 Reserves (excluding Revaluation Reserve)						11,586.43
19 Earnings per equity share (EPS) (FV Re. 1 each) - Basic and Diluted (Rs.)	22.11*	23.72*	45.99*	45.83*	60.26*	72.20

* 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.

1: **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.

2: **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.

3: **Data Feed Services** : This part of business/offers services related to dissemination of price, volume, order book and trade data relating to securities and various indices to the stock and commodity brokers.

4: **Index Licensing Fees** : This part of the business primarily provides indices and related products and services to various participants in capital market in India.

5: **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.

6: 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 30th September, 2021				For the quarter ended 30th June, 2021				For the quarter ended 30th September, 2020				For the half year ended 30th September, 2021				For the half year ended 30th September, 2020				For the year ended 31st March, 2021				
	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	Segment Revenue	Inter-segment revenue	Revenue from external customers	Segment Results	
Trading Services	1,655.54	13.43	1,642.11	1,251.20	1,579.82	13.04	1,566.78	1,273.20	1,100.39	12.76	1,087.63	840.15	3,235.36	26.47	3,208.89	2,524.40	2,034.91	25.81	2,009.10	1,548.68	4,848.29	51.90	4,796.39	3,771.04	
Clearing Services	146.81	87.94	58.87	21.18	146.67	83.42	63.25	25.08	119.70	57.83	61.87	34.64	293.48	171.36	122.12	46.26	220.52	109.30	111.22	59.79	501.73	265.27	236.46	116.88	
Data feed Services	48.80	0.86	47.94	44.98	47.51	0.46	47.05	33.33	32.97	0.39	32.58	32.58	96.31	1.32	94.99	78.31	62.51	0.67	61.84	57.84	134.83	1.50	133.33	112.93	
Index Licensing Services	43.88	16.88	27.18	24.88	42.45	15.82	26.63	23.61	36.20	8.18	28.02	26.06	86.31	32.50	53.81	48.49	70.62	16.90	54.12	49.92	150.99	45.86	105.14	96.50	
Strategic Investments	131.35	131.35	(0.65)	-	-	-	(0.73)	102.70	102.70	-	0.31	131.35	131.35	-	(1.38)	102.70	102.70	-	(1.07)	147.78	147.78	-	(2.16)		
Other Segments	205.64	52.79	152.85	(55.17)	118.08	33.47	84.61	(48.45)	98.42	21.14	77.28	(35.43)	323.72	86.26	237.46	(103.62)	163.98	39.33	124.65	(80.30)	477.44	123.93	353.50	(179.97)	
Total	2,232.00	303.05	1,928.95	1,286.42	1,934.53	146.21	1,788.32	1,306.04	1,490.38	203.00	1,287.38	898.33	4,166.53	449.26	3,717.27	2,592.46	2,655.24	294.31	2,360.93	1,634.86	6,261.06	636.24	5,624.82	3,915.22	
Unallocable income (Net of Expenses)			100.44				83.55				76.34				183.99				235.62					427.46	
Interest income			52.84				49.44				36.29				102.28				60.70					149.50	
Profit Before Exceptional Items, Contribution to Core SGF, Share of Net Profits of Investments accounted for using equity method and tax				1,439.70				1,439.03				1,010.96				2,878.73				1,931.18				4,492.18	
Share of net profit of associates accounted by using equity method				22.06				13.10			16.74				35.16				26.16					65.90	
Profit before exceptional items, Contribution to Core SGF and tax				1,461.76				1,452.13				1,027.70			2,913.89				1,957.34					4,558.08	
Exceptional Items																									
Add: Profit on sale of investment in Computer Age Management Services Limited				-				-			1,729.55				-				1,729.55					1,735.09	
Less: Contribution to Investor Protection Fund Trust				-				-			-				-				-					(1,822.05)	
Add: Reversal / (Provision) for Impairment of Intangible assets under development				-			68.23	-			68.23				68.23				-					(68.23)	
Add: Settlement compensation				-			15.63	-			15.63				15.63				-					-	
Add: Compensation towards cancellation of contract				-			5.47	-			5.47				5.47				-					-	
Profit after exceptional items before Contribution to Core SGF and tax				1,461.76				1,541.46				2,757.25			3,003.22				3,686.89					4,402.89	
Add/Less: (Reversal) / Contribution to Core Settlement guarantee fund (Core SGF)				-				-			-				-				(6.99)					(62.08)	
Profit before Tax				1,461.76				1,541.46				2,757.25			3,003.22				3,679.90					4,464.97	
Less: Income Tax Expense																									
Current Tax				(350.58)				(370.92)				(480.87)				(721.50)				(688.25)					(901.78)
Deferred Tax				(16.14)				3.43			0.07				(12.71)				(8.86)						10.23
Total Tax Expenses				(366.72)				(367.49)				(480.80)			(734.21)				(697.11)					(891.55)	
Profit for the period / year				1,095.04				1,173.97				2,276.45			2,269.01				2,982.79					3,573.42	

(c) 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	30.09.2021	30.09.2020	31.03.2021
Trading Services	3,352.08	2,571.41	3,011.11
Clearing Services *	15,601.50	10,517.56	13,121.20
Datafeed Services	28.80	10.84	25.24
Index Licensing Services	13.63	16.68	12.41
Strategic Investments	707.89	531.48	689.89
Other Segments	473.34	322.96	385.49
Total Segment Assets	20,177.24	13,970.93	17,245.34
Unallocable Assets	13,090.98	11,616.13	11,960.30
Total Assets	33,268.22	25,587.06	29,205.64

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	30.09.2021	30.09.2020	31.03.2021
Contribution to Core SGF	3,725.83	3,380.31	3,528.30
Contribution to SGF - Commodity Derivatives	250.00	250.00	250.00
Contribution to Core SGF - NSE IFSC CC	10.50	9.73	10.28

(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	30.09.2021	30.09.2020	31.03.2021
Trading Services	3,813.28	2,878.73	3,476.76
Clearing Services	15,557.40	10,450.98	13,072.71
Datafeed Services	24.98	8.52	19.84
Index Licensing Services	9.33	9.93	2.28
Strategic Investments	1.16	1.15	1.14
Other Segments	295.98	135.70	146.25
Total Segment Liabilities	19,702.13	13,485.01	16,718.98
Unallocable Liabilities	959.80	1,054.44	850.60
Core Settlement Guarantee Fund	(4,012.51)	(3,658.20)	(3,792.82)
Total Liabilities	16,649.42	10,881.25	13,776.76

NATIONAL STOCK EXCHANGE OF INDIA LIMITED
STATEMENT OF CONSOLIDATED UNAUDITED ASSETS AND LIABILITIES AS AT SEPTEMBER 30, 2021

(Rs.in Crores)

	As at 30.09.2021	As at 31.03.2021
ASSETS		
Non-current assets		
Property, plant and equipment	742.47	704.96
Right of Use Asset	173.72	127.08
Capital work-in-progress	56.99	10.69
Goodwill	408.28	395.93
Other intangible assets	75.54	80.17
Intangible assets under development	41.45	36.06
Investment in associates accounted for using the equity method	515.35	466.66
Financial assets		
- Investments	4,787.77	4,142.06
- Other financial assets		
Non-current bank balances	204.61	1,549.92
Others	10.20	26.84
Income tax assets (net)	508.47	514.36
Deferred tax assets (net)	11.44	5.50
Other non-current assets	1,142.47	720.38
Total non-current assets	8,678.76	8,780.61
Current assets		
Financial assets		
- Investments	5,366.06	5,220.42
- Trade receivables	1,144.15	998.58
- Cash and cash equivalents *	11,481.68	9,169.07
- Bank balances other than cash and cash equivalents *	5,895.85	4,288.48
* Includes Rs. 10,498.69 crores (September 30, 2020 : Rs.5,928.12 crores, March 31, 2021 : Rs.8,296.97 crores) pertaining to Settlement obligation and margin money from members		
- Other financial assets	492.77	563.38
Other current assets	208.95	185.10
Total current assets	24,589.46	20,425.03
TOTAL ASSETS	33,268.22	29,205.64
EQUITY AND LIABILITIES		
EQUITY		
Equity share capital	49.50	49.50
Other equity	12,551.93	11,586.43
Equity attributable to owners of National Stock Exchange of India Limited	12,601.43	11,635.93
Non Controlling Interest	4.75	0.02
Total Equity	12,606.18	11,635.95
SETTLEMENT GUARANTEE FUND		
- Core Settlement Guarantee Fund paid	3,736.33	3,538.58
- Core Settlement Guarantee Fund payable	26.18	4.24
- Settlement Guarantee Fund paid - Commodity Derivatives	250.00	250.00
	4,012.51	3,792.82
INVESTOR PROTECTION FUND		
	0.11	0.11
LIABILITIES		
Non-current liabilities		
Financial liabilities		
- Lease liabilities	99.47	54.03
- Other financial liabilities	55.02	12.96
Provisions	30.42	30.92
Deferred tax liabilities (net)	134.65	118.27
Contract Liabilities	39.29	21.23
Other non-current liabilities	5.41	5.41
Total non-current liabilities	364.26	242.82
Current liabilities		
Financial liabilities		
- Lease liabilities	19.94	16.80
- Deposits	2,091.45	1,980.38
- Trade payables		
Total Outstanding dues of micro enterprises and small enterprises	0.21	1.78
Total Outstanding dues of creditors other than micro enterprises and small enterprises	265.96	238.72
- Other financial liabilities *	10,798.77	8,517.75
* Includes Rs. 10,498.69 crores (September 30, 2020 : Rs.5,928.12 crores, March 31, 2021 : Rs.8,296.97 crores) pertaining to Settlement obligation and margin money from members		
Provisions	80.05	89.12
Contract Liabilities	3.47	1.08
Income tax liabilities (net)	380.53	239.30
Other current liabilities	2,644.78	2,449.01
Total current liabilities	16,285.16	13,533.94
TOTAL LIABILITIES	16,649.42	13,776.76
TOTAL EQUITY AND LIABILITIES	33,268.22	29,205.64

NATIONAL STOCK EXCHANGE OF INDIA LIMITED
STATEMENT OF CONSOLIDATED UNAUDITED CASH FLOWS FOR THE HALF YEAR ENDED SEPTEMBER 30, 2021

(Rs.in Crores)

	For the half year ended 30.09.2021	For the half year ended 30.09.2020
A) CASH FLOWS FROM OPERATING ACTIVITIES		
PROFIT BEFORE TAX	3,003.22	3,679.90
Adjustments for		
Depreciation and amortisation expense	139.36	99.23
Interest income from financial assets at amortised cost	(80.20)	(43.32)
Income from investments	(124.72)	(137.29)
Interest income from investments designated at FVOCI	(22.09)	(17.38)
Rental income	(2.34)	(3.15)
Dividend income from equity investments designated at FVOCI	(0.01)	(0.02)
Net gain on financial assets mandatorily measured at FVPL	(130.64)	(133.74)
Net gain on sale of financial assets measured at FVOCI	-	(2.10)
Net gain on sale of financial assets mandatorily measured at FVPL	(41.94)	(91.80)
Profit on sale of investment in Computer Age Management Services Limited	-	(1,729.55)
Net (gain) / loss on disposal of property, plant and equipment	(0.04)	-
Doubtful debts written off	0.37	-
Provision for doubtful debts	5.29	3.46
Reversal of Provision for Impairment of Intangible assets under development	(68.23)	-
Share of net profit of associates accounted by using equity method	(35.16)	(26.16)
Interest on lease liabilities	4.43	3.41
Change In operating assets and liabilities		
(Increase)/Decrease in trade receivables	(151.23)	(22.89)
Increase/(Decrease) in trade payables	25.67	(2.77)
(Increase)/Decrease in other financial assets	(52.46)	(25.25)
(Increase)/Decrease in other assets	(439.36)	43.18
Increase/(Decrease) in other financial liabilities	2,224.51	(2,746.63)
Increase/(Decrease) in provisions	(14.67)	(25.49)
Increase/(Decrease) in other liabilities	216.22	1,257.19
(Refund) / Proceeds of deposits	111.07	(20.24)
Change in Core Settlement Guarantee Fund balance	219.69	211.05
CASH GENERATED FROM OPERATIONS	4,786.74	269.64
Income taxes paid	(574.38)	(398.57)
NET CASH INFLOW FROM OPERATING ACTIVITIES - TOTAL (A)	4,212.36	(128.93)
B) CASH FLOWS FROM INVESTING ACTIVITIES		
Payment for property, plant, equipment and intangibles	(123.29)	(123.30)
Proceeds from rental income	2.34	3.15
(Payment) / proceeds from investments (Net)	(621.26)	(1,379.75)
Proceeds from sale of investment in Computer Age Management Services Limited	-	2,169.52
(Payment) / proceeds from investments in deposits with financial institutions (Net)	83.19	3.87
Payment for acquisition of subsidiary (net of cash acquired)	(7.35)	-
Payment for investment in associates	(13.50)	-
(Payment) / proceeds from fixed deposits / Bank balances other than cash & cash equivalents (Net)	(262.22)	(743.04)
Interest received	283.52	268.36
Dividend received (including dividend from associate companies)	0.01	0.02
NET CASH INFLOW / (OUTFLOW) FROM INVESTING ACTIVITIES - TOTAL (B)	(658.56)	198.83
C) CASH FLOWS FROM FINANCING ACTIVITIES		
Dividend paid (including dividend distribution tax)	(1,225.13)	(544.50)
Acquisition of non controlling interest in subsidiary	(1.48)	(5.70)
Payment of lease liabilities	(10.15)	(8.72)
Interest on lease liabilities	(4.43)	(3.41)
NET CASH OUTFLOW FROM FINANCING ACTIVITIES - TOTAL (C)	(1,241.19)	(562.33)
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A)+(B)+(C)	2,312.61	(492.43)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	9,169.07	9,237.90
CASH AND CASH EQUIVALENTS AT END OF THE YEAR	11,481.68	8,745.47
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENT	2,312.61	(492.43)
Reconciliation of cash and cash equivalents as per the cash flow statement		
Cash and cash equivalents as per above comprise of the following		
Cash and cash equivalents	11,481.68	8,745.47
Bank overdrafts	-	-
Balances per statement of cash flows	11,481.68	8,745.47

Notes :

- The above Consolidated Unaudited Financial Results for the quarter and half year ended September 30, 2021 have been reviewed by the Audit Committee in its meeting held on October 28, 2021 and approved by the Board of Directors in its meeting held on October 29, 2021. The financial results for the quarter and half year ended September 30, 2021 were reviewed by the Statutory Auditors of the Company.
- During the quarter ended September 30, 2021, the company has paid final dividend of Rs. 1,225.13 crores after seeking approval from the shareholders of the company in the Annual General Meeting held on August 25, 2021.

- Securities and Exchange Board of India (SEBI) had directed National Stock Exchange of India Limited (NSE) to carry out an investigation including forensic examination by independent external agencies in respect of certain aspects of NSE's Colocation facility. Accordingly, investigations 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 continued to transfer the amount till May 2021 when SAT allowed the release of the amounts from such separate bank account (as further explained below).

Three separate show cause notices on May 22, 2017 and July 03, 2018 were issued by SEBI to NSE and to some of its employees, including former employees, in respect of the alleged preferential access to tick by tick data in Company'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 passed orders in respect of all the three show cause notices. In the first order, it 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 NSE from accessing securities 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 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 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 of Dark Fibre point to point connectivity and Governance and conflict of interest matters is awaited.

NSE having received the orders passed by SEBI sought legal advice thereon and preferred an appeal with SAT. SAT vide its interim order has stayed the disgorgement of the amount, however it directed 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 NSE on June 13, 2019. Further, 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 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 NSE's Colocation facility.

While NSE's appeal in respect of the colocation matter had been heard by the Hon'ble SAT and the same was reserved for orders, NSE had, in the interim, filed an application with Hon'ble SAT to permit withdrawal of the amounts transferred to the separate account, as indicated above, and also to discontinue the transfer of all revenues emanating from its co-location facility to such separate bank account going forward. Hon'ble SAT heard the matter on May 17, 2021 and modified its earlier order dated May 22, 2019 and allowed NSE to withdraw the amounts previously transferred to such account, discontinue further transfer of future revenues and close the separate account. However, in order to balance the equities, Hon'ble SAT directed NSE to transfer an additional amount of Rs.420 crores into an interest-bearing account with SEBI which has been remitted by NSE on June 17, 2021. Accordingly, as at September 30, 2021, a total amount of Rs.1,107.47 crores has been deposited by NSE with SEBI. SAT has also directed the parties for a refresher hearing which is underway.

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 half year ended September 30, 2021.

- NSE has established an Investor Protection Fund with an 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 a registered trust created for the purpose. In order to enhance the effectiveness of Investor Protection Fund (IPF) of Stock Exchange, SEBI 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. NSE was directed to transfer the requisite amount to bring the Corpus to Rs.1,500 crores. Accordingly, NSE had paid Rs.1,701 crores to NSE Investor Protection Fund Trust (NSE IPFT) during the year ended March 31, 2021. Additionally, NSE had also provided Rs.121.05 crores in relation to the investors' claims related to defaulted members, which was paid during the quarter ended September 30, 2021. 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 the financial statements including the maximum amount that can be paid to each investor in accordance with by laws of NSE IPFT. Accordingly, an amount of Rs.1,822.05 crores was 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. NSE has assessed adequacy of the corpus of NSE IPFT as at September 30, 2021 and made additional provision of Rs.63.07 crores during the quarter ended September 30, 2021 in relation to investor claims related to defaulter members, which are yet to be processed by the NSE IPFT, which is included in other expenses.
- On February 24, 2021, NSE's trading system was 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. SEBI vide its letter dated July 2, 2021 directed NSE to pay financial disincentive of Rs.25 lakhs and the same was paid by NSE on July 12, 2021. Further, in this regard, SEBI has issued a show cause notice on August 11, 2021 to NSE and some of its employees alleging non-compliance with certain paragraphs of SEBI circular dated October 8, 2015, September 13, 2017, March 26, 2019 and Regulation 12(6) read with Regulation 7(3)(a) and 7(3)(c) of SECC Regulation 2018. In this regard, the Company has taken necessary remedial actions and has also made necessary filing with SEBI, response for which is awaited. NSE is of the view that pending conclusion of this matter with SEBI, a reliable estimate of any obligations in respect of this matter cannot be presently made and therefore no provision / adjustment to this effect has been made in the financial results as of and for the quarter and half year ended September 30, 2021.
- NSE was in receipt of SEBI Adjudication SCN dated January 07, 2021 and supplementary SCN dated May 6, 2021 with respect to the default of Karvy Stock Broking Limited, erstwhile trading member registered with NSE. NSE had filed its detailed response with SEBI. During the quarter ended September 30, 2021, NSE has filed a consent application in response to the said SCNs issued by SEBI. NSE is of the view that pending conclusion of this matter with SEBI, a reliable estimate of obligations in respect of this matter cannot be presently made and therefore no provision / adjustment to this effect has been made in the financial results as of and for the quarter and half year ended September 30, 2021.
- During the quarter ended September 30, 2021, NSE invested Rs.13.50 crores in an associate company, India International Bullion Holding IFSC Ltd.
- (a) In case of NSE Clearing Limited (NCL), Securities and Exchange Board of India, 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 September 30, 2021 is Rs.3,725.83 crores.

	CM	FO	CD	Debt	TRI Party	Commodity	Other	Total
NSE Clearing Ltd's contribution(NCL)	107.00	672.00	96.00	3.00	8.50	5.00	-	891.50
National Stock Exchange of India Ltd 's (NSE) Contribution	54.00	336.00	48.00	1.00	8.50	2.50	327.51	777.51
Contribution by NSE on behalf of Member's	53.00	336.00	48.00	-	-	2.50	-	439.50
BSE Limited 's Contribution	4.36	0.05	12.24	-	-	-	-	16.65
Metropolitan Stock Exchange of India 's Contribution	-	-	1.13	-	-	-	-	1.13
Penalties	152.10	807.76	39.54	-	-	0.09	-	999.49
Income on Investments	52.13	505.62	23.65	0.97	3.86	1.68	12.14	600.05
Total	422.59	2,657.43	268.56	4.97	20.86	11.77	339.65	3,725.83

* NCL's own contribution to Core SGF for the quarter ended September 2021, June 2021 and September 2020 are Rs.NIL and for the half year ended September 2021 and September 2020 is NIL and Rs.28.20 crores respectively (For the year ended March 2021 Rs.28.20 crores) have been appropriated out of profits.

- (b) In case of NSE IFSC Clearing Corporation (NICCL), a subsidiary company of NCL, 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 norms with respect to the minimum corpus of such fund to guarantee the settlement of trades executed in the stock exchanges in International Financial Service Centre (IFSC). Accordingly, the total Core SGF as on September 30, 2021 of NSE IFSC Clearing Corporation (NICCL) was Rs.10.50 crores comprising of Rs.10.44 crores contributed by NICCL by appropriating reserves / profits, fines & penalties collected by NICCL amounting to Rs.0.05 crores and an amount of Rs.0.01 crores being Income from investments of Core SGF funds which have been credited to Core SGF. Further, NSE IFSC Clearing Corporation Limited's contribution to its Core SGF for the quarter ended September 2021, June 2021, September 2020 amounted to NIL and for the half year ended September 2021 and September 2020 is NIL and Rs.0.50 Crores respectively (For the year ended March 2021 Rs.1.00 crore).

(c) NSE Clearing Limited (NCL) had received 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.

- In case of NSE Clearing Limited (NCL), during the quarter ended June 30, 2021 contract pertaining to clearing and settlement system was terminated and an amount of Rs.83.86 crores was received towards the same. Accordingly, provision for impairment of intangible asset under development pertaining to the said contract made in quarter and year ended March 2021 amounting to Rs.68.23 crores has been reversed and the balance amount of Rs.15.63 crores is treated as settlement compensation. The same has been considered as an exceptional item.
- NSEIT Limited, a subsidiary company of NSE Investments Limited, had entered into Share Purchase and Share Holders Agreement ("Agreement") with the Promoters and Shareholders of CXIO Technologies Private Limited ("CXIO") vide agreement dated June 28, 2021 to purchase 100% equity shares of CXIO in multiple tranches. In accordance with the terms of the said agreement, NSEIT Limited acquired a controlling stake viz. 60% of the total equity shares on July 08, 2021 for a consideration of Rs.18 crores in first tranche. Based on the purchase price allocation report, NSEIT has accounted for intangible assets of Rs.6.34 crores at fair value, over and above the carrying value of assets of CXIO. As per the terms of the said agreement, NSEIT Limited is entitled to purchase the balance 40% equity shares in subsequent tranches on variable consideration based on the financial performance of CXIO. The commitment to purchase the balance equity shares has been recognised as a liability. NSEIT Limited has estimated Rs.23.50 crores as liability for balance consideration and has accounted the same by debiting other equity by Rs.23.50 crores.
- NSEIT (US) Inc., a subsidiary company of NSEIT, had entered into a contract with NASDAQ Technology AB, Sweden (Nasdaq) for provision of software services vide contract dated December 09, 2020. During the period, the said contract was terminated by Nasdaq and NSEIT (US) Inc. has received a sum of Rs.5.47 crores (USD 753,280) as compensation towards cancellation of the contract in accordance with the terms of the contract. The amount received has been disclosed as an "Exceptional Item" in the financial results.
- On July 22, 2021, NSE IFSC Limited had observed a technology glitch in their trading systems. As per the SOP specified by the regulator, the information of technical glitch was informed to IFSC Authority. While NSE IFSC Limited had submitted preliminary report within twenty-four hours of the occurrence of the glitch as per the SOP specified by the regulator, the Root cause analysis (RCA) and action taken Report for the incident was submitted to IFSC Authority on August 6, 2021. The IFSC Authority reviewed the RCA and action taken report and issued a letter dated September 20, 2021 advising NSE IFSC Limited to put in place necessary SOPs to avoid recurrence of such incident and further advised to provide a detailed status update report on subsequent fixes implemented in the system. NSE IFSC Limited has implemented the fixes in the system and closed the action items as stated in the RCA and action taken report and has updated/ informed IFSC Authority regarding the same vide letter dated September 29, 2021.

13 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 etc of its education business which have been started 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.

14 Previous period/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 : October 29, 2021

Vikram Limaye
Managing Director & CEO
DIN : 00488534