

Disclaimer

The standalone unaudited financial results for the quarter and audited financial results for the year ended March 31, 2017 have been published in compliance with the Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporation) Regulations, 2012. Potential investors should not rely on such results for making any investment decision.

National Stock Exchange of India Limited is proposing, subject to receipt of requisite approvals, market conditions and other considerations, an initial public offer of its equity shares and has filed a draft red herring prospectus dated December 28, 2016 ("DRHP") with Securities and Exchange Board of India ("SEBI"). The DRHP is available on the website of SEBI as well as on website of the Managers, Citigroup Global Markets India Private Limited at <http://www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm>, JM Financial Institutional Securities Limited at www.jmfi.com, Kotak Mahindra Capital Company Limited at <http://www.investmentbank.kotak.com>, Morgan Stanley India Company Private Limited at <http://www.morganstanley.com/about-us/global-offices/india/>, HDFC Bank Limited at www.hdfcbank.com, ICICI Securities Limited at www.icicisecurities.com, IDFC Bank Limited at www.idfcbank.com and IIFL Holdings Limited at www.iiflcap.com. Potential investors should note that investment in equity shares involves a high degree of risk and for details relating to such risk, see "Risk Factors" beginning on page 19 of the DRHP. Potential investors should not rely on the DRHP filed with SEBI for making any investment decision.

Any securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), and may not be offered or sold in the United States absent registration or an exemption from registration under the Securities Act. There is no intention to register any securities referred to herein in the United States or to make a public offering of the securities in the United States.

STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2017

(₹ in lakhs unless otherwise stated)

Sr. No.	Particulars	Quarter ended			Year ended	
		31.03.2017 Unaudited	31.12.2016 Unaudited	31.03.2016 Unaudited	31.03.2017 Audited	31.03.2016 Audited
1	Income					
	Revenue from operations	45,352	41,036	40,666	169,050	147,297
	Other Income	12,659	8,792	9,148	62,791	55,737
	Total Income	58,011	49,828	49,814	231,841	203,034
2	Expenses					
(a)	Employee benefits expense	2,453	2,422	2,798	10,747	10,629
(b)	Clearing & settlement charges	2,607	2,466	2,489	10,005	9,854
(c)	Repairs & maintenance - computers, trading & telecommunication systems	3,069	3,387	2,269	12,053	10,754
(d)	Depreciation and amortisation expense	2,692	2,805	2,739	11,170	10,309
(e)	Other expenses	9,049	8,417	8,022	32,167	26,566
	Total Expenses	19,870	19,497	18,317	76,142	68,112
3	Profit from ordinary activities before exceptional items (1-2)	38,141	30,331	31,497	155,699	134,922
4	Contribution to Core Settlement guarantee fund (Core SGF) (Note 5)	-	-	(69,452)	(13,407)	(76,152)
5	Profit from ordinary activities before Tax (3-4)	38,141	30,331	(37,955)	142,292	58,770
6	Tax expenses					
(a)	Current tax	10,527	10,400	(13,100)	37,627	14,500
(b)	Deferred tax	149	329	80	1,372	703
	Total Tax expenses	10,676	10,729	(13,020)	38,999	15,203
7	Net Profit from ordinary activities after tax (5-6)	27,465	19,602	(24,935)	103,293	43,567
8	Other Comprehensive Income (net of tax)					
(a)	Items that will be reclassified to profit or loss	(465)	(986)	(724)	825	(522)
(b)	Items that will not be reclassified to profit or loss	(2,870)	75	592	(2,839)	1,607
	Total Other Comprehensive Income (net of tax)	(3,335)	(911)	(132)	(2,014)	1,085
9	Net Profit for the period / year (7-8)	24,130	18,691	(25,067)	101,279	44,652
10	Paid-up equity share capital (Face value ₹ 1 per share)	4,950	4,950	4,500	4,950	4,500
11	Reserves (excluding Revaluation Reserve)				589,014	567,573
12	Earnings per Share (EPS) (FV ₹ 1 each) #					
(a)	- Basic and Diluted (₹)	5.55 *	3.96 *	(5.04) *	20.87	8.80
	Before contribution to Core Settlement Guarantee Fund					
(a)	- Basic and Diluted (₹)	5.55 *	3.96 *	4.14 *	22.64	18.86

* Not annualised

- Earning per share of all comparative periods presented have been restated as per Ind AS 33 on account of the bonus issue and sub division of equity shares (Refer note : 6)

Notes :

- The above standalone unaudited financial results for the quarter and audited financial results for the year ended March 31, 2017 have been reviewed by the Audit Committee and approved by the Board of Directors in its meeting held on May 5, 2017. The financial results for the year ended March 31, 2016 have been audited by the one of Joint Statutory auditors of the company, M/s. Khandelwal Jain & Co., Chartered Accountants. Further, Audited Figures for the year ended March 31, 2016 as per IGAAP (previously reported) have been restated, as required in terms of Indian Accounting Standards (Ind AS), for the purpose of these results and have also been audited by M/s. Khandelwal Jain & Co., Chartered Accountants.
- The company has adopted Ind AS and accordingly, above financial results have been prepared in accordance with the recognition and measurement principles of Ind AS prescribed under section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder. The date of transition to Ind AS is April 1, 2015. The impact of transition has been accounted for in the opening reserves and the comparative periods have been restated accordingly.
- The Board of Directors have recommended a dividend of 1225% (₹ 12.25 per equity shares of ₹ 1/- each).
- Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM") of the Company. The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the CEO Incharge of the Company. The Company operates only in one Business Segment i.e. facilitating trading in securities and the activities incidental thereto within India, hence does not have any reportable Segments as per Indian Accounting Standard 108 "Operating Segments".
- On June 20, 2012, Securities Exchange Board of India ("SEBI") notified Securities Contracts (Regulations) (Stock Exchanges and Clearing Corporations) Regulations, 2012 ("the Regulations") to regulate recognition, ownership and governance in stock exchanges and clearing corporations in India. In accordance with Regulation 33 of the Regulations, every recognized stock exchange was required to transfer twenty five percent (25%) of its annual profits every year to a Settlement Guarantee Fund ("SGF") of the recognized clearing corporation(s) which clears and settles trades executed on that stock exchange to guarantee settlement of trades. Subsequently, SEBI in its press release No.66/2012 dated June 21, 2012 made an announcement about expert committee being formed to inter-alia look into the norms for adequacy of the core corpus of the SGF and it's sourcing, including transfer of profits by stock exchanges to SGF in the long run. As a matter of prudence, the Company had recorded the provisional appropriation from reserve at 25% of its annual profit after tax in its financial statements.

On August 27, 2014, SEBI vide its circular no. CIR/MRD/DRMNP/25/2014 issued norms relating to Core Settlement Guarantee Fund ("Core SGF") and contribution requirements by recognised stock exchange to Core SGF maintained by clearing corporations. As per the circular, stock exchange contribution to Core SGF shall be at least 25% of the Minimum Required Contribution ("MRC") determined by clearing corporation. The contribution towards Core SGF is eligible to be adjusted against twenty five percent transfer of profits by stock exchange under the Regulations. Accordingly, the Company had recorded a provisional appropriation of ₹ 52,719 lakhs as at March 31, 2015 (net of ₹ 17,000 lakhs for contribution to MRC of Core SGF for the year ended March 31, 2015) and the same had been disclosed as Core Settlement Guarantee Fund in the Balance Sheet of the Company as on April 1, 2015.

On May 4, 2016, SEBI in its circular no. SEBI/HO/MRD/DRMNP/CIR/2016/54 notified that the provisions made by stock exchange towards the transfer of profits to SGF until March 31, 2015 shall be transferred to the Core SGF maintained by the clearing corporation within one month of the date of issuance of the notification. Further, as per the circular, SEBI will notify the amounts to be transferred by the stock exchange to the Core SGF maintained by the clearing corporation in respect of the period from April 01, 2015 till the date of amendment of the Regulations by SEBI. Accordingly, the provisional appropriations made out of reserve aggregating to ₹ 52,719 lakhs disclosed as provision in the Balance Sheet of the Company as on March 31, 2015 was reversed and an expense of ₹ 52,719 lakhs was recorded in the Statement of Profit and Loss for the year ended March 31, 2016. During the year ended March 31, 2016, the Company had also recorded an expense of ₹ 16,330 lakhs (net of ₹ 7,100 lakhs for contribution to MRC of Core SGF for the year ended March 31, 2016) in its Statement of Profit and Loss and other current liability of ₹ 69,050 lakhs in its balance sheet as of March 31, 2016.

Effective August 29, 2016, SEBI has amended Regulation 33 of SECC Regulations, 2012 and the Company is now required to contribute only towards the MRC of Core SGF. Accordingly, during the year ended March 31, 2017, the Company has recorded an expense of ₹ 12,107 lakhs (pro-rata based on profits till the date of amendment of the Regulation) (net of ₹ 1,300 lakhs for contribution to MRC of Core SGF for the year ended March 31, 2017) in its Statement of Profit and Loss and disclosed ₹ 28,439 lakhs as the amount payable to Core SGF as other current liability in its Balance Sheet as of March 31, 2017.
- The Board of directors of the company in their meeting held on October 4, 2016 had recommended issue of Bonus equity shares in the proportion of 1 (one) bonus share of ₹ 10/- (Rupees Ten each) for every existing 10 (Ten) fully paid up equity shares of ₹ 10 each, which was approved by the shareholders in the general meeting held on November 10, 2016. The record date for issue of bonus shares was November 23, 2016. Also the board of directors had recommended the sub-division of equity shares of ₹ 10 each, into equity shares having a face value of ₹ 1. The same was approved by the shareholders in the general meeting held on November 10, 2016 and also approved by SEBI on November 27, 2016. Accordingly, basic and diluted earning per share figures for the current period and those of the prior periods has been restated and is based on the new weighted average number of shares.
- SEBI has directed the Company to carry out an investigation including forensic examination by an independent external agency in respect of NSE's Colocation facility.

In this regard, SEBI has directed that, pending completion of investigation to the satisfaction of SEBI, all revenues emanating from colocation facility including the transaction charges on the trades executed through colocation facility be placed in a separate bank account. Accordingly, the same is being transferred to a separate bank account. The amount so transferred for the period from September 2016 to March 2017 was ₹ 375.51 crores.

8 Reconciliation of Financial Results as reported under Ind AS and erstwhile Indian GAAP

Reconciliation of total equity as at 31 March 2016 & 1 April 2015

	(₹ in lakhs)	
	31 March 2016	1 April 2015
Total equity (shareholder's fund) as per previous GAAP	527,674	467,353
<i>Adjustments:</i>		
Proposed dividend	36,331	40,081
Fair valuation of investments through profit and loss account	(618)	88
Fair valuation of debt instruments through Other Comprehensive Income	(1,219)	(423)
Maintenance charges recognised on straightline basis	(72)	(17)
Amortisation of debt instruments	150	(6)
Obligations under finance lease	(950)	(897)
Fair valuation of equity investments through Other Comprehensive Income	10,074	7,917
Prior period adjustment	2,195	1,937
Tax effects of above adjustments	(1,493)	(1,250)
Total adjustments	44,398	47,430
Total equity as per Ind AS	572,073	514,783

Reconciliation of total comprehensive income

	(₹ in lakhs)	
	For the quarter ended 31.03.2016	For the year ended 31.03.2016
Profit after tax as per previous GAAP	(24,002)	43,932
<i>Adjustments:</i>		
Fair valuation of Investments through profit and loss account	(1,033)	(706)
Amortisation of debt instruments	(225)	156
Re-measurement of the defined benefit obligation	50	210
Maintenance charges recognised on straightline basis	(13)	(55)
Obligations under Finance Lease	(14)	(53)
Prior period adjustment	209	258
Tax effects of adjustments on Profit & Loss	93	(175)
Profit after tax as per Ind AS	(24,935)	43,567
Other Comprehensive Income		
Total Other Comprehensive Income, net of tax	(132)	1,085
Total Comprehensive Income as per Ind AS	(25,067)	44,652

- The figures of last quarter are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the respective year.
- Previous year's figures have been regrouped / reclassified / restated wherever necessary to correspond with the current year's classification/disclosure.

Under the authority of the Board of Directors

Place : Mumbai
Date : May 5, 2017

May prosperity always bloom

J. RAVICHANDRAN
CEO Incharge

Statement of Asset and Liabilities		
(₹ in lakhs unless otherwise stated)		
Particulars	As at 31.03.2017 Audited	As at 31.03.2016 Audited
ASSETS		
Non-current assets		
Property, plant and equipment	47,333	49,850
Capital work-in-progress	7,477	1,443
Other intangible assets	3,656	4,259
Intangible assets under development	2,682	2,311
Investment in subsidiaries, associates and joint ventures	91,667	89,424
Financial assets		
- Investments	265,090	282,914
- Other financial assets		
Non-current bank balances	3,264	28,086
Others	1,563	2,315
Income tax assets (net)	29,139	25,837
Other non-current assets	1,584	1,389
Total non-current assets	453,455	487,828
Current assets		
Financial assets		
- Investments	234,984	159,801
- Trade receivables	26,652	22,495
- Cash and cash equivalents	9,460	5,065
- Bank balances other than cash and cash equivalents	69,390	114,097
- Other financial assets	6,110	9,990
Other current assets	8,283	7,282
Total current assets	354,879	318,730
TOTAL ASSETS	808,334	806,558
EQUITY AND LIABILITIES		
EQUITY		
Equity share capital	4,950	4,500
Other equity	589,014	567,573
TOTAL EQUITY	593,964	572,073
LIABILITIES		
Non-current liabilities		
Other financial liabilities	919	857
Provisions	1,413	1,025
Deferred tax liabilities (net)	4,009	3,266
Other non-current liabilities	539	539
Total non-current liabilities	6,880	5,687
Current liabilities		
Financial liabilities		
Deposits	111,568	109,845
Trade payables		
Total Outstanding dues of micro enterprises and small enterprises	7	11
Total Outstanding dues of creditors other than micro enterprises and small enterprises	9,089	6,670
Other financial liabilities	13,353	10,426
	134,017	126,952
Provisions	4,069	4,359
Income tax liabilities (net)	1,238	205
Other current liabilities	68,166	97,282
Total current liabilities	207,490	228,798
TOTAL LIABILITIES	214,370	234,485
TOTAL EQUITY AND LIABILITIES	808,334	806,558