

Statement of Standalone Financial Results for the Quarter and Nine Month ended December 31, 2014

(₹ in lakhs except per share data)

Sr. No.	Particulars	Quarter Ended			Nine Month Ended		Year Ended
		31.12.14 Reviewed	30.09.14 Reviewed	31.12.13 Reviewed	31.12.14 Reviewed	31.12.13 Reviewed	31.03.14 Audited
	PART I						
1	Income from operation						
	(a) Operating income	661.13	664.49	1,752.20	2,397.75	7,823.78	9,182.69
	Total Income from operation	661.13	664.49	1,752.20	2,397.75	7,823.78	9,182.69
2	Expenditure						
	(a) Operating expenses	987.03	829.76	3,082.73	2,890.96	9,706.02	11,391.80
	(b) Employee benefits expense	503.21	455.73	926.19	1,594.49	2,637.08	3,040.48
	(c) Depreciation and amortisation expense	359.04	362.27	530.91	1,073.38	1,660.15	2,217.24
	(d) Advertisement and business promotion expenses	2.94	1.41	1,404.23	12.12	4,717.27	5,579.40
	(e) Other expenses	457.84	504.47	1,373.67	1,440.54	4,513.29	4,090.31
	Total Expenditure	2,310.06	2,153.64	7,317.73	7,011.49	23,233.81	26,319.23
3	Profit/ (Loss) from Operations before Other Income, Finance cost and Exceptional Items (1-2)	(1,648.93)	(1,489.15)	(5,565.53)	(4,613.74)	(15,410.03)	(17,136.54)
4	Other Income	228.60	290.66	396.12	812.38	1,649.85	1,973.05
5	Profit/ (Loss) before Finance Costs and Exceptional Items (3+4)	(1,420.33)	(1,198.49)	(5,169.41)	(3,801.36)	(13,760.18)	(15,163.49)
6	Finance Costs	0.01	0.00	0.86	0.97	4.69	4.71
7	Profit/ (Loss) from Ordinary Activities after Finance Costs but before Exceptional Items (5-6)	(1,420.34)	(1,198.49)	(5,170.27)	(3,802.33)	(13,764.87)	(15,168.20)
8	(a) Exceptional items	-	-	-	-	285.00	285.00
	(b) Prior Period Items	1,105.52	-	-	1,105.52	-	-
9	Profit / (Loss) from ordinary activities before tax (7-8)	(2,525.86)	(1,198.49)	(5,170.27)	(4,907.85)	(14,049.87)	(15,453.20)
10	Tax expense (Net of MAT credit)	-	-	-	-	-	-
11	Net Profit/ (Loss) for the period/year (9-10)	(2,525.86)	(1,198.49)	(5,170.27)	(4,907.85)	(14,049.87)	(15,453.20)
12	Paid-up Equity Share Capital (Equity Shares of ₹ 1/- each)(refer note 2, 3 & 4)	9,377.51	5,529.51	5,392.52	9,377.51	5,392.52	5,392.52
13	Reserves excluding revaluation reserves	-	-	-	-	-	6,617
14	Earnings Per Share of Re 1/- each (In ₹)(not annualised)						
	(a) Basic	(0.27)	(0.22)	(0.96)	(0.52)	(2.61)	(2.87)
	(b) Diluted	(0.27)	(0.22)	(0.96)	(0.52)	(2.61)	(2.87)
	PART II						
	PARTICULARS OF SHAREHOLDINGS						
15	Public shareholding						
	- Number of shares	943,183,776	558,383,776	544,685,400	943,183,776	544,685,400	544,685,400
	- Percentage of shareholding	100.00	100.00	100.00	100.00	100.00	100.00
16	Promoters and Promoter Group Shareholding						
	(a) Pledged / Encumbered						
	- Number of Shares	Nil	Nil	Nil	Nil	Nil	Nil
	- Percentage of Shares (as a % of the total shareholding of the promoters and promoter group)	Nil	Nil	Nil	Nil	Nil	Nil
	- Percentage of Shares (as a % of the total share capital of the Company)	Nil	Nil	Nil	Nil	Nil	Nil
	(b) Non - encumbered						
	- Number of Shares	Nil	Nil	Nil	Nil	-	Nil
	- Percentage of Shares (as a % of the total shareholding of the Promoters and Promoter group)	Nil	Nil	Nil	Nil	-	Nil
	- Percentage of Shares (as a % of the total share capital of the Company)	Nil	Nil	Nil	Nil	-	Nil
	PART III						
	INVESTOR COMPLAINTS FOR THE QUARTER ENDED DECEMBER 31, 2014						
	Pending at the beginning of the quarter		NIL				
	Received during the quarter		NIL				
	Responded during the quarter		NIL				
	Pending at the end of the quarter		NIL				

NOTES:

- The above unaudited financial results of the Company for the quarter ended December 31, 2014 have been approved by the Audit Committee and subsequently approved by the Board of Directors at its meeting held on February 9, 2015 and subjected to a limited review by statutory auditors.
- The paid-up equity share capital in item no. 12 of the above results is net of 5,433,000 equity shares held by MCX Stock Exchange ESOP Trust.
- During the quarter the Company issued 38,48,00,000 Equity shares to 12 third parties to whom FTIL had transferred 38,48,00,000 warrants held by it in MCX SX. The shares were issued pursuant to exercise of option attached to the warrants by 12 third parties as per the Scheme of Reduction cum Arrangement sanctioned by Hon'ble High Court of Bombay vide Order dated March 12, 2010 passed in CP no. 43/2010. Post the above allotment of shares the paid up capital of the Company stood at ₹94,31,83,776/-.
- Post the quarter ended December 31, 2014, 50,00,000 equity shares were allotted to one of the third parties to whom FTIL had sold warrants earlier and to whom equity shares were issued upon exercise of those warrants. Further, 2,10,46,514 shares were issued pursuant to exercise of option attached to a portion of the warrants held in MCX SX out of 63,41,70,000 warrants as per the Scheme of Reduction cum Arrangement sanctioned by Hon'ble High Court of Bombay vide Order dated March 12, 2010 passed in CP no. 43/2010.
- Securities and Exchange Board of India's (SEBI) letter dated December 26, 2013 requires the Company to transfer 25% of its profit of every year to the Settlement Guarantee Fund (SGF) of the recognised clearing corporation(s) which clears and settle trades executed on that exchange in accordance with clause 33 of Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations), Regulations, 2012. The company has now allocated its existing contribution to SGF of MCX-SX Clearing Corporation Ltd. to different segments as against the amount transferable under regulation 33, as permissible in terms of SEBI circular no. CIR/MRD/DMNRP/25/2014 dated August 27, 2014. The company has informed the same to SEBI vide its letter dated November 28, 2014.
- "The auditor had in their report on the financial statements for the quarter ended December, 2014 expressed certain matter of emphasis which are reproduced below along with the Company's comments on the same:
 - The company continues to prepare its Financial Statements on going concern basis, even though its net-worth has been substantially eroded due to losses incurred during the previous year/quarter and in the current quarter. The Company believes that going concern assumption is justified as:
 - The Exchange has discontinued various support services and rationalising other services thereby reducing the technology and operating cost to a large extent.
 - Steps have been taken to reduce the operating cost by discontinuing the Liquidity Enhancement Scheme with effect from April 10, 2014.
 - With regulators implementing industry friendly policies the Exchange will see growth in its turnover and in turn in its operating revenue.
 - The Company, in the earlier years, entered into various contracts with few parties mentioned in the register maintained under Section 301 of the Companies Act, 1956 to whom ₹94.32 crore have been paid as Infrastructure, software and software support charges during the said years in respect of which no alternative quotations are / were available. As informed by the Management, they are in the process of reviewing such contracts / charges to establish their reasonableness for similar line of business.
 - Based on a SEBI order affirmed by the Security Appellate Tribunal (SAT), the Company has decided to treat the remaining warrants held by Financial Technologies (India) Limited (FTIL) as extinguished and of no effect whatsoever on account of their continuance to hold the same post lapse of the time limits specified by SEBI/SAT. Consequently, the Company has transferred an amount of ₹17.77 Crores standing as Non Refundable Interest Free Deposits against Warrants issued to FTIL, erstwhile promoter, to the Capital Reserve. As per the above referred SEBI Order, M/s FTIL has been declared not a "Fit and Proper Person" to hold any share including instrument that provides entitlement for equity shares of the Company and the timeline provided by SEBI and extended timeline provided by SAT to divest the aforesaid warrants has been expired."
- Previous period/year figures have been re-grouped, re-arranged and re-classified wherever necessary, to make them comparable with those of the current quarter.

For and on Behalf of Board of Directors
MCX Stock Exchange Ltd.

Sd/-
Saurabh Sarkar
Managing Director & CEO

Place : Mumbai
Dated : February 9, 2015