

August 13, 2024

Sub: Outcome of the Board Meeting of National Securities Depository Limited ("NSDL")

Ref: Regulation 30 and 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

In compliance with Regulations 30 and 33 read with Schedule III and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the Board of Directors of NSDL at its Meeting held today i.e., on Tuesday, August 13, 2024 have, inter-alia, approved the unaudited standalone and consolidated financial results of the Company for the quarter ended June 30, 2024.

In view of the aforesaid, please find enclosed the unaudited standalone and consolidated financial results for the quarter ended June 30, 2024, along with the Limited Review Report submitted by K. C. Mehta & Co. LLP, Chartered Accountants, Statutory Auditors.

The meeting of the Board of Directors of the Company commenced at 2:30 p.m. (IST) and concluded at 6:30 p.m. (IST).

This is for your information and records.

For National Securities Depository Limited



Alen Ferns
Company Secretary

Encl: As above.

Independent Auditor's Review Report on the Interim Unaudited Standalone Financial Results of the Company pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

**To,
The Board of Directors
National Securities Depository Limited**

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **National Securities Depository Limited** ("the Company"), for the quarter ended June 30, 2024 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations"), to the extent applicable to the Company.
2. The Company's management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard ("Ind AS") 34 "Interim Financial Reporting" prescribed under section 133 of the Companies Act, 2013 as amended, 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 Statement has been approved by the Company's Board of Directors. 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 ("ICAI"). 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 the company's personnel responsible for financial and accounting matters and applying analytical procedures and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standard on Auditing specified under section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all the significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with the recognition and measurement principles laid down in the aforesaid Ind AS and other accounting principles generally accepted in India has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, as amended, to the extent applicable to the Company, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Our conclusion on the Statement is not modified in respect of the above matter.

**For K C Mehta & Co LLP
Chartered Accountants
Firm's Registration No. 106237W/W100829**

**Sd/-
Shripal Shah
Partner
Membership No. 114988
UDIN:
Place:
Date:**

NATIONAL SECURITIES DEPOSITORY LIMITED					
Statement of Unaudited Standalone Financial Results for the Quarter ended 30th June, 2024					
(₹ in Lakh)					
Sr. No.	Particulars	Quarter ended			Year ended
		30.06.2024	31.03.2024	30.06.2023	31.03.2024
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Income				
	a. Revenue from operations	13,466.84	12,607.48	9,996.12	47,305.69
	b. Other income	2,183.12	1,928.74	2,089.09	9,804.73
	Total Income	15,649.96	14,536.22	12,085.21	57,110.42
2	Expenses				
	a. Employee benefits expense	2,113.78	2,008.95	1,993.55	8,158.99
	b. Depreciation and amortisation expense	438.25	384.29	252.99	1,235.34
	c. Finance cost	2.00	2.20	2.62	9.76
	d. Contribution to investor protection fund	331.04	348.87	207.32	1,148.31
	e. Other expenses	4,130.18	2,992.37	3,404.10	13,806.22
	Total Expenses	7,015.25	5,736.68	5,860.58	24,358.62
3	Profit before Tax (1 - 2)	8,634.71	8,799.54	6,224.63	32,751.80
4	Tax Expenses				
	a. Current tax	2,037.81	2,039.21	1,439.28	7,030.89
	b. Deferred tax	(64.08)	26.37	(159.93)	(86.65)
	Total Tax Expenses	1,973.73	2,065.58	1,279.35	6,944.24
5	Net Profit after tax (3-4)	6,660.98	6,733.96	4,945.28	25,807.56
6	Other Comprehensive Income				
	Items that will not be reclassified to profit or loss :				
	a. Actuarial gain/(loss) on post retirement benefit plans	110.24	74.09	(67.25)	(145.83)
	b. Income tax relating to items that will not be reclassified to profit or loss	(27.75)	(18.64)	16.93	36.71
	Total Other Comprehensive Income (net of tax)	82.49	55.45	(50.32)	(109.12)
7	Total Comprehensive Income for the period / year (5+6)	6,743.47	6,789.41	4,894.96	25,698.44
8	Paid up Equity Share Capital				
	(Face value per share ₹ 2 each)	4,000.00	4,000.00	4,000.00	4,000.00
9	Other Equity				1,46,857.11
10	Basic and Diluted Earnings per share (₹)				
	(Face value per share ₹ 2 each) (not annualised except yearly data)	3.33	3.37	2.47	12.90
NOTES :-					
<p>1) The above financial results for the Quarter ended 30th June, 2024 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 13th August, 2024. The financial results have been prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 Interim Financial Reporting prescribed under Section 133 of the Companies Act, 2013 read with the relevant Rules issued thereunder and other accounting principles generally accepted in India.</p>					
<p>2) The financial results for the Quarter ended June 30, 2024 have been reviewed by the Statutory Auditors.</p>					
<p>3) The Statement includes the results for the Quarter ended 31st March, 2024 being the balancing figure between audited figures in respect of the full financial year and the reviewed published year to date figures upto the third quarter of the financial year ended 31st March, 2024.</p>					
<p>4) The Company has preferred two civil appeals before Hon'ble Supreme Court challenging the Order of SAT dated December 20, 2023 in the matter of Karvy Stock Broking Ltd ("Karvy") wherein SEBI, NSE and NSDL were directed to either (i) permit Axis Bank (one of the lenders to Karvy) to invoke the shares pledged in its favour by Karvy, as available in the Demat account and (ii) restore the pledge of shares in favour of other Banks & NBFC; or compensate them with the value of underlined securities which were pledged by Karvy in their favour, along with interest. The SEBI's order issued on December 13, 2019 recorded that the total dues payable to the Banks & NBFC by Karvy amounted to approx. ₹1,435.05 crores. However, the amount of Karvy's current outstanding dues towards these Banks & NBFC is not known. Further, SEBI and NSE have also filed their own appeals before the Hon'ble Supreme Court against the SAT Order. The Hon'ble Supreme Court vide its order dated January 18, 2024, has granted an interim relief to the appellants i.e. SEBI, NSE and NSDL. The Hon'ble Supreme Court has extended the interim order passed on January 18, 2024, during the hearings held on various dates, without passing any other order. The next date of hearing is awaited. Although the SAT passed an order implicating SEBI, NSE and NSDL, collectively, the Company's management maintains the stand that the Company's actions of releasing the pledge and also returning the securities to Karvy's Clients were strictly as per SEBI's Interim Order (as a Regulator) and were taken under the supervision of NSE and as a result, the Company cannot be held liable towards the Banks and NBFC and no liability can be attributed to the Company. However, the outcome of the matter is contingent upon Hon'ble Supreme Court's verdict and the financial obligations on the Company, if there would be any, would be known once the verdict is pronounced by Hon'ble Supreme Court since the same cannot be reliably estimated at present stage. In the assessment of the management and based on legal opinion obtained in the matter, the Company believes that it has strong case on merits to challenge the SAT Order and hence, no provision is required to be made in the books of account.</p>					

- 5) The Company's main business is to provide Depository services. All other activities revolve around the main business. Further, all activities are carried out in India. As such, there are no separate reportable operating segments as per the stipulations of Indian Accounting Standards (Ind AS) 108 "Operating Segments".
- 6) The Finance Ministry, as part of its budget announcement on July 23, 2024, has made changes in the taxation of capital gains. These changes may have impact on deferred tax expenses and liability for unrealized gains recognized over different periods through Profit and Loss and OCI. The Company is in the process of determining the impact and will recognize the same in the subsequent accounting period.
- 7) The figures for the corresponding previous period have been regrouped and rearranged wherever necessary to make them comparable.

For and on behalf of Board

Sd/-

Padmaja Chundurur
Managing Director and CEO
DIN:08058663

Place : Mumbai
Date : 13th August, 2024

Independent Auditor's Review Report on the Interim Unaudited Consolidated Financial Results of the Company pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To,
The Board of Directors
National Securities Depository Limited

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **National Securities Depository Limited** ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its share of the net profit after tax and total comprehensive income of its associates for the quarter ended June 30, 2024 ("the Statement"), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations"), to the extent applicable to the Company.
2. The Holding Company's management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard ("Ind AS") 34 "Interim Financial Reporting" prescribed under section 133 of the Companies Act, 2013 as amended, 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 Statement has been approved by the Holding Company's Board of Directors. 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 ("ICAI"). 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 the Holding Company's personnel responsible for financial and accounting matters and applying analytical procedures and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standard on Auditing specified under section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all the significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We have also performed procedures in accordance with the Circular issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

4. The Statement includes the interim financial information of the following entities:

Sr No.	Name of the Company	Nature of relationship
1	National Securities Depository Limited	Parent
2	NSDL Database Management Limited	Subsidiary
3	NSDL Payments Bank Limited	Subsidiary
4	India International Bullion Holding IFSC Limited	Associate

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and upon consideration of the review reports of the other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India has not disclosed the information required to be disclosed in terms of Regulation 33 of

the Listing Regulations, as amended, to the extent applicable to the Company, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. We did not review the financial results of two subsidiaries included in the Statement, whose interim /financial results reflects, total revenues of Rs. 202.93 crores, total net profit after tax of Rs. 10.79 crores and total comprehensive income of Rs. 10.81 crores, for the quarter ended June 30, 2024, as considered in the Statement. The Statement also include the Group's share of profit after tax of Rs. 0.43 crores and total comprehensive income of Rs. 0.46 crores for the quarter ended June 30, 2024, as considered in the Statement, in respect of one associate, based on their interim financial results which have not been reviewed by us. These interim financial results have been reviewed by other auditors whose reports have been furnished to us by the Holding Company's 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 review reports of such 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 this matter with respect to our reliance on the work done by and reports of the other auditors.

For K C Mehta & Co LLP
Chartered Accountants
Firm's Registration No. 106237W/W100829

Sd/-
Shripal Shah
Partner
Membership No. 114988
UDIN:
Place:
Date:

NATIONAL SECURITIES DEPOSITORY LIMITED					
Statement of Unaudited Consolidated Financial Results for the Quarter ended 30th June, 2024					
(₹ in Lakh)					
Sr. No.	Particulars	Quarter ended			Year ended
		30.06.2024 (Unaudited)	31.03.2024 (Unaudited)	30.06.2023 (Unaudited)	31.03.2024 (Audited)
1	Income				
	a. Revenue from operations	33,729.92	33,404.74	29,730.60	1,26,824.37
	b. Other income	2,758.90	2,412.56	2,538.46	9,746.15
	Total Income	36,488.82	35,817.30	32,269.06	1,36,570.52
2	Expenses				
	a. Employee benefits expense	3,185.87	3,095.19	2,931.41	12,319.90
	b. Depreciation and amortisation expense	779.31	709.72	538.54	2,412.41
	c. Finance cost	72.50	110.04	33.33	205.99
	d. Contribution to investor protection fund	331.04	348.87	207.32	1,148.31
	e. Other expenses	22,165.19	21,423.74	21,260.61	84,852.71
	Total Expenses	26,533.91	25,687.56	24,971.21	1,00,939.32
3	Profit before Share of Profit/(Loss) of investment accounted for using equity method and tax (1 - 2)	9,954.91	10,129.74	7,297.85	35,631.20
4	Share of Profit/(Loss) of Associate	43.47	189.04	(120.86)	(136.25)
5	Profit before Tax (3 - 4)	9,998.38	10,318.78	7,176.99	35,494.95
6	Tax Expenses				
	a. Current tax	2,293.54	2,344.90	1,616.50	8,030.98
	b. Deferred tax	(77.67)	23.52	(165.23)	(80.46)
	Total Tax Expenses	2,215.87	2,368.42	1,451.27	7,950.52
7	Net Profit after tax (5-6)	7,782.51	7,950.36	5,725.72	27,544.43
8	Other Comprehensive Income				
	Items that will not be reclassified to profit or loss :				
	a. Actuarial gain/(loss) on post retirement benefit plans	112.51	140.15	(65.49)	(128.52)
	b. Income tax relating to items that will not be reclassified to profit or loss	(27.74)	(35.49)	18.03	33.80
	Items that will be reclassified to profit or loss :				
	a. Share of Profit / (Loss) of Associate	2.06	8.18	(5.50)	34.77
	Total Other Comprehensive Income (net of tax)	86.83	112.84	(52.96)	(59.95)
9	Total Comprehensive Income for the period / year (5+6)	7,869.34	8,063.20	5,672.76	27,484.48
10	Paid up Equity Share Capital (Face value per share ₹ 2 each)	4,000.00	4,000.00	4,000.00	4,000.00
11	Other Equity				1,64,409.72
12	Basic and Diluted Earnings per share (₹) (Face value per share ₹ 2 each) (not annualised except yearly data)	3.89	3.98	2.86	13.77

NOTES :--

- The above consolidated financial results for the Quarter ended 30th June, 2024 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 13th August, 2024. The consolidated financial results have been prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 Interim Financial Reporting prescribed under Section 133 of the Companies Act, 2013 read with the relevant Rules issued thereunder and other accounting principles generally accepted in India.
- The Statement includes the consolidated results for the Quarter ended 31st March, 2024 being the balancing figure between audited figures in respect of the full financial year and the reviewed published year to date figures upto the third quarter of the financial year ended 31st March, 2024.
- The financial results for the Quarter ended June 30, 2024 have been reviewed by the Statutory Auditors.
- The Finance Ministry, as part of its budget announcement on July 23, 2024, has made changes in the taxation of capital gains. These changes may have impact on deferred tax expenses and liability for unrealized gains recognized over different periods through Profit and Loss and OCI. The Company is in the process of determining the impact and will recognize the same in the subsequent accounting period.
- The above consolidated financial results of the Holding Company consist financials of its subsidiary companies namely, NSDL Database Management Limited and NSDL Payments Banks Limited, and it also includes share of loss from its Associate Company India International Bullion Holding IFSC Limited.

- 6) The Holding Company's operations are limited to the one Operating Segment namely: "Depository". The Group has three reportable segments namely: "Depository", "Database Management Services" and "Banking Services" as per the stipulations of Indian Accounting Standards (Ind AS) 108 "Operating Segments". Segment information is as below :

Segment Information :

Particulars	Quarter ended			Year ended
	30.06.2024	31.03.2024	30.06.2023	31.03.2024
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Segment Revenue				
Depository	13,464.59	12,607.48	9,993.87	47,303.44
Database management services	2,045.65	2,103.52	1,651.76	7,596.92
Banking services	18,219.68	18,693.74	18,084.97	71,924.01
Total	33,729.92	33,404.74	29,730.60	1,26,824.37
Less: Inter segment revenue	-	-	-	-
Total Revenue	33,729.92	33,404.74	29,730.60	1,26,824.37
Segment Results				
Depository	6,470.99	6,899.15	4,156.07	23,050.56
Database management services	783.68	836.81	526.38	2,815.47
Banking services	13.84	91.26	110.27	225.01
Total	7,268.51	7,827.22	4,792.72	26,091.04
Add: Other unallocable income net of unallocable expense	541.40	648.01	541.20	1,998.25
Operating Profit	7,809.91	8,475.23	5,333.92	28,089.29
Add: Interest income	2,260.97	1,953.59	1,876.40	7,611.65
Less: Finance cost	72.50	110.04	33.33	205.99
Profit before Tax	9,998.38	10,318.78	7,176.99	35,494.95
Less: Tax expenses	2,215.87	2,368.42	1,451.27	7,950.52
Profit after Tax	7,782.51	7,950.36	5,725.72	27,544.43

(₹ in Lakh)

Particulars	As at		
	30.06.2024	31.03.2024	30.06.2023
	(Unaudited)	(Audited)	(Unaudited)
Segment Assets			
Depository	48,080.10	39,445.31	20,307.85
Database management services	4,122.26	4,151.45	4,202.08
Banking services	14,202.79	16,671.13	16,980.92
Unallocated	1,88,810.57	1,65,505.63	1,74,363.43
Total	2,55,215.72	2,25,773.52	2,15,854.28
Segment Liabilities			
Depository	40,659.63	20,755.33	34,530.56
Database management services	4,768.13	4,498.96	4,906.93
Banking services	18,424.61	18,796.97	13,600.67
Unallocated	15,082.68	13,312.54	14,251.68
Total	78,935.05	57,363.80	67,289.84

7) The Company has preferred two civil appeals before Hon'ble Supreme Court challenging the Order of SAT dated December 20, 2023 in the matter of Karvy Stock Broking Ltd ("Karvy") wherein SEBI, NSE and NSDL were directed to either (i) permit Axis Bank (one of the lenders to Karvy) to invoke the shares pledged in its favour by Karvy, as available in the Demat account and (ii) restore the pledge of shares in favour of other Banks & NBFC; or compensate them with the value of underlined securities which were pledged by Karvy in their favour, along with interest. The SEBI's order issued on December 13, 2019 recorded that the total dues payable to the Banks & NBFC by Karvy amounted to approx. ₹1,435.05 crores. However, the amount of Karvy's current outstanding dues towards these Banks & NBFC is not known. Further, SEBI and NSE have also filed their own appeals before the Hon'ble Supreme Court against the SAT Order. The Hon'ble Supreme Court vide its order dated January 18, 2024, has granted an interim relief to the appellants i.e. SEBI, NSE and NSDL. The Hon'ble Supreme Court has extended the interim order passed on January 18, 2024, during the hearings held on various dates, without passing any other order. The next date of hearing is awaited. Although the SAT passed an order implicating SEBI, NSE and NSDL, collectively, the Company's management maintains the stand that the Company's actions of releasing the pledge and also returning the securities to Karvy's Clients were strictly as per SEBI's Interim Order (as a Regulator) and were taken under the supervision of NSE and as a result, the Company cannot be held liable towards the Banks and NBFC and no liability can be attributed to the Company. However, the outcome of the matter is contingent upon Hon'ble Supreme Court's verdict and the financial obligations on the Company, if there would be any, would be known once the verdict is pronounced by Hon'ble Supreme Court since the same cannot be reliably estimated at present stage. In the assessment of the management and based on legal opinion obtained in the matter, the Company believes that it has strong case on merits to challenge the SAT Order and hence, no provision is required to be made in the books of account.

8) The figures for the corresponding previous period have been regrouped and rearranged wherever necessary to make them comparable.

For and on behalf of Board

Sd/-

Padmaja Chundur
Managing Director and CEO
DIN:08058663

Place : Mumbai

Date : 13th August, 2024