

22nd July, 2024

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C-1, Block G,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051

Scrip Code: 542685

Trading Symbol: DGCONTENT

Subject: Outcome of the Board Meeting held on 22nd July, 2024 and Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended (“SEBI LODR”)

Dear Sir/Madam,

This is to inform you that the Board of Directors of the Company at its meeting held today, i.e. 22nd July, 2024 (which commenced at 11:30 a.m. and concluded at 11:55 a.m.) has, *inter-alia*, transacted the following businesses:

1. Approved the Un-Audited Financial Results (Standalone & Consolidated) (UFRs) of the Company for the quarter ended on 30th June, 2024, pursuant to Regulation 33 of the SEBI LODR; (*enclosed herewith as Annexure-I*)
2. Took on record the Limited Review Report of B S R and Associates, Chartered Accountants (Statutory Auditors) on the above UFRs; (*enclosed herewith as Annexure-I*)
3. Took note that Mr. Samudra Bhattacharya (DIN: 02797819), Non-Executive Non-Independent Director shall retire at the ensuing Annual General Meeting (AGM) of the Company; and
4. Based on the recommendation of Nomination & Remuneration Committee, the Board of Directors, in compliance with the applicable provisions of the Companies Act, 2013 and SEBI LODR, recommended the appointment of Mr. Sandeep Rao (DIN: 08711910) as a Non-Executive Non-Independent Director to the Members of the Company at ensuing AGM to be held on 23rd September, 2024, for their approval.

The relevant details of the appointment of Mr. Sandeep Rao, in terms of the SEBI Listing Regulations, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 is enclosed herewith as Annexure - II.

This information is also being uploaded on the website of the Company i.e. www.digicontent.co.in.

You are hereby requested to take the above information on record.

Thanking you,

Yours faithfully,
For **Digicontent Limited**

(Arjit Gupta)
Company Secretary
Encl.: *As above*

B S R and Associates

Chartered Accountants

Building No. 10, 12th Floor, Tower-C
DLF Cyber City, Phase - II
Gurugram - 122 002, India
Tel: +91 124 719 1000
Fax: +91 124 235 8613

Limited Review Report on unaudited consolidated financial results of Digicontent Limited for the quarter ended 30 June 2024 pursuant to Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To the Board of Directors of Digicontent Limited

1. We have reviewed the accompanying Statement of unaudited consolidated financial results of Digicontent Limited (hereinafter referred to as "the Parent"), and its subsidiary (the Parent and its subsidiary together referred to as "the Group") for the quarter ended 30 June 2024 ("the Statement"), being submitted by the Parent pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").
2. This Statement, which is the responsibility of the Parent's management and 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 and in compliance with Regulation 33 of the Listing Regulations. 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. 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 Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

4. The Statement includes the results of the following entities:

Parent - Digicontent Limited

Subsidiary - HT Digital Streams Limited

5. Attention is drawn to the fact that the figures for the three months ended 31 March 2024 as reported in the Statement are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures up to the third quarter of the previous financial year. The figures up to the end of the third quarter of previous financial year had only been reviewed and not subjected to audit.

Principal Office:

14th Floor, Central B Wing and North C Wing, Nesco IT Park 4, Nesco Center,
Western Express Highway, Goregaon (East), Mumbai - 400063

Limited Review Report (Continued)

Digicontent Limited

6. Based on our review conducted and procedures performed as stated in paragraph 3 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 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, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **B S R and Associates**

Chartered Accountants

Firm's Registration No.:128901W



David Jones

Partner

Gurugram

22 July 2024

Membership No.: 098113

UDIN:24098113BKFLXQ8403



Digicontent Limited
CIN:- L74999DL2017PLC322147

Registered Office: Hindustan Times House ,2nd Floor, 18-20, Kasturba Gandhi Marg, New Delhi-110001, India
Tel: +91-11- 6656 1234 Fax: +91-11-6656 1270

Website:- www.digicontent.co.in E-mail:-investor@digicontent.co.in

Un-audited Consolidated Financial Results for the quarter ended June 30, 2024

Statement of Un-audited Consolidated Financial Results for the quarter ended June 30, 2024

(INR in Lakhs except earnings per share data)

S.No.	Particulars	Quarter Ended			Year ended
		30.06.2024 Un-audited	31.03.2024 Audited (Refer note 7)	30.06.2023 Un-audited	31.03.2024 Audited
1	Income				
	a) Revenue from Operations	10,427	11,800	9,017	41,456
	b) Other Income	176	81	77	273
	Total Income	10,603	11,881	9,094	41,729
2	Expenses				
	a) Employee benefits expense	5,430	5,102	4,175	19,176
	b) Finance costs	461	519	404	1,754
	c) Depreciation and amortisation expense	483	444	448	1,847
	d) Other expenses	4,006	4,875	3,807	17,682
	Total Expenses	10,380	10,940	8,834	40,459
3	Profit before exceptional items and tax (1-2)	223	941	260	1,270
3a	Earnings before finance costs, tax, depreciation and amortisation expenses (EBITDA) (3+2b+2c) and exceptional items	1,167	1,904	1,112	4,871
4	Exceptional Items	-	-	-	-
5	Profit before Tax (3+4)	223	941	260	1,270
6	Tax Expense				
	a) Current tax charge	153	402	171	847
	b) Deferred tax charge/(credit)	1	(67)	(13)	(151)
	Total tax expense	154	335	158	696
7	Profit after tax (5-6)	69	606	102	574
8	Other Comprehensive Income (net of tax)				
	a) Items that will not be reclassified to profit or loss	33	75	34	134
	b) Items that will be reclassified to profit or loss	-	-	-	-
	Total Other Comprehensive Income (a) + (b)	33	75	34	134
9	Total Comprehensive Income (7+8)	102	681	136	708
10	Paid-up Equity Share Capital (Face value - INR 2/- per share)	1,164	1,164	1,164	1,164
11	Other Equity excluding Revaluation Reserves as per the balance sheet				(1,049)
12	Earnings per share (of INR 2/- each)	(not annualised)	(not annualised)	(not annualised)	
	Basic & Diluted	0.12	1.04	0.18	0.99

Asiam

2

Notes :

- 1 The standalone financial results of following entity have been consolidated with the financial results of Digicontent Limited ('the Company'), hereinafter referred to as **"the Group"**:

Wholly-owned Subsidiary

HT Digital Streams Limited (HTDSL)

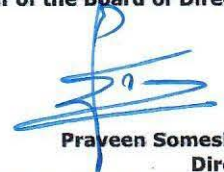
- 2 The above un-audited consolidated financial results for the quarter ended June 30, 2024 were reviewed and recommended by the Audit Committee and were approved by the Board of Directors at their respective meetings held on July 22, 2024. The Statutory Auditors of the Company have conducted "Limited Review" of these results in terms of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and have issued an unmodified review opinion.
- 3 The consolidated financial results have been prepared in accordance with the Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.
- 4 The Group is engaged in the business of "Entertainment & Digital Innovation Business" and there are no other reportable segments as per Ind AS 108 on Operating Segments.
- 5 The un-audited standalone financial results of the Company for the quarter ended June 30, 2024 will be filed with BSE and NSE and are also available on Company's website "www.digicontent.co.in". The key standalone financial information for the quarter ended June 30, 2024 are as under:

(INR in Lakhs)

Particulars	Quarter Ended			Year Ended
	30.06.2024	31.03.2024	30.06.2023	31.03.2024
	Un-audited	Audited	Un-audited	Audited
Revenue from Operations	30	36	36	158
(Loss) Before Tax	(389)	(402)	(362)	(1,497)
(Loss) After Tax	(389)	(402)	(362)	(1,497)
Total Comprehensive (Loss)	(389)	(402)	(360)	(1,493)

- 6 The certificate of CEO and CFO in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the above results has been placed before the Board of Directors.
- 7 The figures of the quarter ended March 31, 2024 are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto December 31, 2023, being the end of the third quarter of the financial year, which were subjected to limited review.

For and on behalf of the Board of Directors



Praveen Someshwar
Director
(duly authorised by Board of Directors)
(DIN: 01802656)

New Delhi
July 22, 2024



Limited Review Report on unaudited standalone financial results of Digicontent Limited for the quarter ended 30 June 2024 pursuant to Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To the Board of Directors of Digicontent Limited

1. We have reviewed the accompanying Statement of unaudited standalone financial results of Digicontent Limited (hereinafter referred to as "the Company") for the quarter ended 30 June 2024 ("the Statement").
2. This Statement, which is the responsibility of the Company's management and approved by its 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 and in compliance with Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"). Our responsibility is to issue a report 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. 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.
4. Attention is drawn to the fact that the figures for the three months ended 31 March 2024 as reported in the Statement are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures up to the third quarter of the previous financial year. The figures up to the end of the third quarter of previous financial year had only been reviewed and not subjected to audit.
5. 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 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, including the manner in which it is to be disclosed, or that it

B S R and Associates

Limited Review Report (Continued)
Digicontent Limited

contains any material misstatement.

For **B S R and Associates**
Chartered Accountants
Firm's Registration No.:128901W



David Jones

Partner

Gurugram
22 July 2024

Membership No.: 098113
UDIN:24098113BKFLXP5860



Digicent Limited
CIN:- L74999DL2017PLC322147
Registered Office: Hindustan Times House ,2nd Floor, 18-20, Kasturba Gandhi Marg, New Delhi-110001, India
Tel: +91-11- 6656 1234 Fax: +91-11-6656 1270
Website:- www.digicent.co.in E-mail:-investor@digicent.co.in
Un-audited Standalone Financial Results for the quarter ended June 30, 2024

Statement of Un-audited Standalone financial Results for the quarter ended June 30, 2024

(INR in Lakhs except earnings per share data)

S.No.	Particulars	Quarter Ended			Year ended
		30.06.2024 Un-audited	31.03.2024 Audited (Refer note 5)	30.06.2023 Un-audited	31.03.2024 Audited
1	Income				
	a) Revenue from Operations	30	36	36	158
	b) Other Income	30	26	23	95
	Total Income	60	62	59	253
2	Expenses				
	a) Employee benefits expense	37	42	42	159
	b) Finance costs	359	352	313	1,330
	c) Depreciation and amortisation expense*	-	-	-	-
	d) Other expenses	53	70	66	261
	Total Expenses	449	464	421	1,750
3	(Loss) before exceptional items and tax (1-2)	(389)	(402)	(362)	(1,497)
3a	(Loss) before finance costs, tax, depreciation and amortisation expenses (EBITDA) (3+2b+2c) and exceptional items	(30)	(50)	(49)	(167)
4	Exceptional Items	-	-	-	-
5	(Loss) before tax (3+4)	(389)	(402)	(362)	(1,497)
6	Tax Expense				
	a) Current tax	-	-	-	-
	b) Deferred tax	-	-	-	-
	Total tax expense	-	-	-	-
7	(Loss) after tax (5-6)	(389)	(402)	(362)	(1,497)
8	Other Comprehensive Income (net of tax)				
	a) Items that will not be reclassified to profit or loss*	-	-	2	4
	b) Items that will be reclassified to profit or loss	-	-	-	-
	Total Other Comprehensive Income (a) + (b)	-	-	2	4
9	Total Comprehensive (Loss) (7+8)	(389)	(402)	(360)	(1,493)
10	Paid-up Equity Share Capital (Face value - INR 2/- per share)	1,164	1,164	1,164	1,164
11	Other Equity excluding Revaluation Reserves as per the balance sheet				3,039
12	(Loss) per share				
	(of INR 2/- each)	(not annualised)	(not annualised)	(not annualised)	
	Basic & Diluted	(0.67)	(0.69)	(0.62)	(2.57)

* INR less than 50,000/- has been rounded off to Nil

Day

7

Notes :

- 1 The above un-audited standalone financial results for the quarter ended June 30, 2024 were reviewed and recommended by the Audit Committee and approved by the Board of Directors at their respective meetings held on July 22, 2024. The Statutory Auditors of the Company have conducted "Limited Review" of these results pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and have issued an unmodified review opinion.
- 2 The standalone financial results have been prepared in accordance with the Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.
- 3 The Company is engaged in the business of "Entertainment & Digital Innovation Business" and there is no other reportable segments as per Ind AS 108 on Operating Segments.
- 4 The certificate of CEO and CFO in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the above results has been placed before the Board of Directors.
- 5 The figures of the quarter ended as on March 31, 2024 are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto December 31, 2023, being the end of the third quarter of the financial year, which were subjected to limited review.

New Delhi
July 22, 2024

Ajay

For and on behalf of the Board of Directors



Praveen Someshwar
Director
(duly authorised by Board of Directors)
(DIN: 01802656)



Annexure-II

Disclosure of information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023

Recommended appointment of Mr. Sandeep Rao (DIN: 08711910) as a Non-Executive Director

S. No.	Particulars	Information
1	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Recommendation of appointment
2	Date of appointment/ re-appointment / cessation & term of appointment/ re-appointment	Upon recommendation of the Nomination and Remuneration Committee, the Board of Directors recommended to the Members of the Company, the appointment of Mr. Sandeep Rao as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation, w.e.f. 23 rd September, 2024.
3	Brief Profile (in case of appointment)	Mr. Sandeep Rao is the Group Chief Strategy Officer for HT Media Limited (fellow subsidiary Company). He works on all core strategic imperatives across business units, including new initiatives, strategic investments, alliances and new business incubation. Prior to joining HT Media, Mr. Rao was a management consultant with McKinsey & Company and worked with them across their Indian and US offices. He holds a Bachelors in Engineering from University of Adelaide, Australia and an MBA from IIM Bangalore.
4	Disclosure of relationships between Directors (in case of appointment of a Director)	Mr. Sandeep Rao is not related to any Director of the Company.
5	Information as required pursuant to BSE Circular with ref. no. LIST/ COMP /14/2018-19 dated 20 th June, 2018	Mr. Sandeep Rao is not debarred from holding the office of director by virtue of any order of SEBI or any other authority