

MMWL/SEC/24-25/

November 06, 2024

To

The Secretary
BSE Limited
27th Floor
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai - 400 001

Re: Disclosures under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sub: Outcome of Board Meeting

Time of Commencement: 03:30 P.M.

Time of Conclusion: 05:30 P.M.

Dear Sir,

In terms of Regulation 30 read with Part A of Schedule III to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), we would like to inform all our stakeholders that the Board of Directors of the Company at its meeting held today i.e. Wednesday, November 06, 2024 *inter-alia* considered, approved and noted the following:

1. Standalone and Consolidated Un-audited Financial Results of the Company for the second quarter and half year ended 30th September, 2024, both on Standalone and Consolidated basis along with the Limited Review Report thereon issued by SGN & CO, Chartered Accountants, statutory auditors, in terms of Regulation 33 of the SEBI Listing Regulations.

The aforesaid Financial Results have also been duly reviewed by the Audit Committee of the Company at its meeting held on November 06, 2024.

A copy of aforesaid Un-audited Financial Results along with the Limited Review reports, Statements of Assets and Liabilities and Cash Flow Statement for the half year ended 30th September, 2024 are enclosed herewith as **Annexure 'A'**.

In terms of Regulation 47 of the SEBI Listing Regulations, Financial Results for the second quarter and half year ended 30th September, 2024 shall be published in the newspaper.

The aforesaid Financial Results will also be available on the website of the Company at www.mmwlindia.com

2. Noted the resignation tendered by Mr. Gurvinder Singh Monga, Company Secretary and Compliance Officer (Key Managerial Personnel) of the Company from the position of the Company Secretary & Compliance Officer (Key Managerial Personnel) of the Company vide his letter dated 9th October, 2024. He will be relieved from the services of the Company with effect from close of business hours on 20th November, 2024. The letter of resignation of is enclosed as **Annexure B**.

The details as required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/ P/ CIR/ 2023/1 23 dated July 13, 2023 are as under:

Registered Office: A/308, Dynasty Business Park CHS LTD, A K Road, Opp. Sangam Cinema, NR, Kohinoor Hotel Andheri (East), Mumbai – 400059; Telephone: +91-22-46089205, Fax: +91-91-22-46089205

Corp Office: Plot No 38, 4th Floor, Sector 32, Gurgaon 122001.
Telephone: +91-124-4310000, Fax: +91-124-4310050 Email: mmwl.corporate@gmail.com
Website: www.mmwlindia.com, Corporate Identity Number: L32100MH1985PLC036518

S. No.	Particulars	Remarks
a)	Reason for change viz. appointment, resignation, removal, death or otherwise:	Mr. Gurvinder Singh Monga has tendered his resignation from the position of Company Secretary & Compliance Officer (Key Managerial Personnel) of the Company vide his letter dated 9 th October, 2024 due to his personal reasons.
b)	Date of appointment/re-appointment cessation (as applicable) Term of appointment/re-appointment	He will be relieved from the services of the Company with effect from close of business hours on 20 th November, 2024.
c)	Brief profile (in case of appointment):	Not Applicable
d)	Disclosure of relationships between directors (in case of appointment of a director):	Not Applicable

You are requested to take the above information on your records.

Thanking you,
Yours faithfully,
For **Media Matrix Worldwide Limited**

Sandeep Jairath
Whole-time Director cum Chief Financial Officer
DIN: 05300460
Address: House No. 129, Sector 11
Pahchkula-134109, Haryana

Registered Office: A/308, Dynasty Business Park CHS LTD, A K Road, Opp. Sangam Cinema, NR, Kohinoor Hotel Andheri (East), Mumbai – 400059; Telephone: +91-22-46089205, Fax: +91-91-22-46089205

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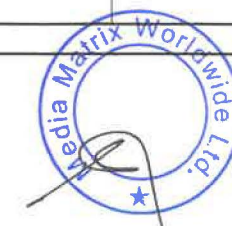
Auxiliary A'

Media Matrix Worldwide Limited
Registered Office: A/308, Dynasty Business Park CHS Ltd, A K Road, Opp Sangam Cinema, Near Kohinoor Hotel, Andheri (East), Mumbai – 400059
Telephone : +91-22-46089205, Fax: +91-22-46089205
Corp Office: Plot No. 38, 4th Floor, Institutional Area, Sector 32, Gurugram-122001
Telephone: +91-124-4310000, Fax: +91-124-4310050; Email: mmwl.corporate@gmail.com
Website: www.mmwllindia.com, CIN: L32100MH1985PLC036518

(Rs. in Lakhs)

Particulars	Statement of Unaudited Standalone Financial Results for the second quarter and half year ended September 30, 2024						Statement of Unaudited Consolidated Financial Results for the second quarter and half year ended September 30, 2024					
	Three months ended	Preceding three months Ended	Corresponding three months Ended in the previous year	Year to dated Figure for Current Period ended	Year to dated Figure for Previous Period ended	Previous Financial year ended	Three months ended	Preceding three months Ended	Corresponding three months Ended in the previous year	Year to dated Figure for Current Period ended	Year to dated Figure for Previous Period ended	Previous Financial year ended
	September 30, 2024	June 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023	March 31, 2024	September 30, 2024	June 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023	March 31, 2024
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1 Income												
Revenue from Operations												
a. Sale of products	-	-	-	-	-	-	1,12,483.17	22,901.20	63,548.87	1,35,384.37	93,073.21	1,40,398.04
b. Sale of services	76.75	77.45	75.30	154.20	150.30	305.30	76.75	227.40	82.10	304.15	683.37	1,131.97
Total revenue from Operations	76.75	77.45	75.30	154.20	150.30	305.30	1,12,559.92	23,128.60	63,630.97	1,35,688.52	93,756.58	1,41,530.01
Other Income	59.42	50.55	14.54	109.97	28.65	118.35	88.62	145.76	50.13	234.38	108.43	446.24
Total Income	136.17	128.00	89.84	264.17	178.95	423.65	1,12,648.54	23,274.36	63,681.10	1,35,922.90	93,865.01	1,41,976.25
2 Expenses												
a. Finance costs	1.34	1.56	1.57	2.90	3.10	5.90	315.66	341.59	176.11	657.25	426.19	881.59
b. Purchase of stock-in-trade	-	-	-	-	-	-	1,13,350.41	20,186.30	57,684.83	1,33,536.71	91,751.81	1,38,210.16
c. Changes in inventories of stock-in-trade	-	-	-	-	-	-	(2,676.51)	1,465.17	4,405.21	(1,211.34)	(685.72)	(2,240.92)
d. Employee Benefits expenses	31.20	23.01	25.89	54.21	52.44	94.05	149.12	100.54	99.91	249.66	218.95	407.41
e. Depreciation and amortisation expenses	6.02	6.03	6.10	12.05	12.17	24.25	20.10	19.71	20.34	39.81	34.71	72.39
f. Other expenses	37.82	34.69	40.51	72.51	80.37	166.99	1,233.03	940.34	1,020.32	2,173.37	1,663.84	3,734.35
Total Expenses	76.38	65.29	74.07	141.67	148.08	291.19	1,12,391.81	23,053.65	63,406.72	1,35,445.46	93,409.78	1,41,064.98
3 Profit / (Loss) before exceptional items & Tax (1-2)	59.79	62.71	15.77	122.50	30.87	132.46	256.73	220.71	274.38	477.44	455.23	911.27
4 Exceptional Items	-	-	-	-	-	-	-	-	-	-	-	-
5 Profit / (Loss) before Tax (3-4)	59.79	62.71	15.77	122.50	30.87	132.46	256.73	220.71	274.38	477.44	455.23	911.27
6 Tax expense :												
Current tax	2.95	3.41	0.79	6.36	1.62	5.83	52.38	37.93	90.09	90.31	149.51	193.66
Deferred Tax & MAT Credit	(0.58)	0.26	(0.37)	(0.32)	(0.91)	(1.90)	(1.19)	(0.20)	1.15	(1.39)	(1.42)	13.51
7 Net Profit / (Loss) for the period (5-6)	57.42	59.04	15.35	116.46	30.16	128.53	205.54	182.98	183.14	388.52	307.14	704.10
8 Other Comprehensive Income												
A i. Items that will not be reclassified to profit or loss	(1.06)	0.12	0.18	(0.94)	(0.73)	(0.66)	1,147.26	(3,237.94)	544.80	(2,090.68)	3,280.36	13,381.93
ii. Income tax relating to items that will not be reclassified to profit or loss	0.21	0.03	(0.05)	0.24	0.18	0.16	0.66	0.06	0.04	0.72	0.55	0.55
Subtotal	(0.85)	0.15	0.13	(0.70)	(0.55)	(0.50)	1,147.92	(3,237.88)	544.84	(2,089.96)	3,280.91	13,382.48
B i. Items that will be reclassified to profit or loss	-	-	-	-	-	-	-	-	-	-	-	-
ii. Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-	-	-	-	-	-	-
Subtotal	-	-	-	-	-	-	-	-	-	-	-	-
Other Comprehensive Income for the period after tax	(0.85)	0.15	0.13	(0.70)	(0.55)	(0.50)	1,147.92	(3,237.88)	544.84	(2,089.96)	3,280.91	13,382.48
9 Total Comprehensive Income for the Period (7+8)	56.57	59.19	15.48	115.76	29.61	128.03	1,353.46	(3,054.90)	727.98	(1,701.44)	3,588.05	14,086.58
10 Profits attributable to:												
Owners of the Parent	-	-	-	-	-	-	149.24	143.99	116.31	293.23	201.79	501.06
Non Controlling Interest	-	-	-	-	-	-	56.30	38.99	66.83	95.29	105.35	203.04
11 Other Comprehensive Income attributable to:												
Owners of the Parent	-	-	-	-	-	-	1,148.49	(3,237.85)	544.91	(2,089.36)	3,281.21	13,382.80
Non Controlling Interest	-	-	-	-	-	-	(0.57)	(0.03)	(0.07)	(0.60)	(0.30)	(0.32)
12 Total Comprehensive Income attributable to:												
Owners of the Parent	-	-	-	-	-	-	1,297.73	(3,093.86)	661.22	(1,796.13)	3,483.00	13,883.86
Non Controlling Interest	-	-	-	-	-	-	55.73	38.96	66.76	94.69	105.05	202.72
13 Paid-up equity share capital (Face Value of Re.1/-each)	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42
14 Other Equity							3,558.77					17,597.80
15 Earning per Share (of Re 1/- each)*												
Basic (In Rs.)	0.0051	0.0052	0.0014	0.0103	0.0027	0.0113	0.0132	0.0127	0.0103	0.0259	0.0178	0.0442
Diluted (In Rs.)	0.0051	0.0052	0.0014	0.0103	0.0027	0.0113	0.0132	0.0127	0.0103	0.0259	0.0178	0.0442

* Basic and Diluted Earnings Per Share (EPS) is not annualised for the quarter and half year ended September 30, 2024, quarter and half year ended September 30, 2023 and quarter ended June 30, 2024.



Notes:

- 1 The above Unaudited Standalone and Consolidated Financial Results for the second quarter and half year ended September 30, 2024 have been reviewed and recommended by the Audit Committee and approved by the Board of Directors of the Company at their respective meetings held on November 06, 2024.
- 2 The above Financial Results are in compliance with the Indian Accounting Standards (Ind AS) 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 Consolidated Unaudited Financial Results for the second quarter and half year ended September 30, 2024 represents the result of the Company including its subsidiary companies, namely nexG Devices Private Limited (NDPL) and Media Matrix Enterprises Private Limited (MMEPL).
- 4 On Standalone and Consolidated basis, the Company is engaged in the business of "Digital Media and Electronic Items trading". Therefore, there is no separate reportable segments as per Ind AS- 108 "Operating Segment".
- 5 The Company conducts its operations along with its subsidiaries. The Consolidated Unaudited Financial Statements for the second quarter and half year ended September 30, 2024 are prepared in accordance with the principles and procedures for the preparation and presentation of the consolidated accounts as set out in the Ind AS 110 notified under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder. The financial statements of the parent Company and its subsidiaries for the second quarter and half year ended September 30, 2024 have been combined on a line by line basis by adding together the book value of like items of assets, liabilities, income and expenses, after eliminating intra group balances, transactions and resulting unrealised gains/losses. The Consolidated Financial Statement are prepared by applying uniform accounting policies.
- 6 Other Comprehensive Income includes Rs.1,150.13 lakhs and Rs.(2,087.81) lakhs for the Second quarter and half year ended September 30, 2024 respectively, being income/(loss) due to change in fair value of Investments held by one of the subsidiary Company. In accordance with Ind AS 32 'Financial Instruments', such investment has been classified as 'Financial assets measured at FVTOCI' and measured at fair value in consolidated financial results.
- 7 The Company is registered with Reserve Bank of India (RBI) vide registration no. 13.01287 dated August 13, 1999 as an NBFC Company. The Company had applied for deregistration as NBFC, however, as per the extant guidelines of RBI, the Company shall continue as NBFC till the time it reduces its investment below 50% of total assets to qualify for deregistration and would continue to do compliances of NBFC as applicable.
- 8 Previous period figures have been re-grouped/ re-classified wherever considered necessary to confirm to current period classification.

Place : Gurugram
Date: November 06, 2024

**By the order of the Board
For Media Matrix Worldwide Limited**


(Sandeep Jirath)
Whole Time-Director, cum Chief Financial Officer
DIN 05300460

Media Matrix Worldwide Limited
Statement of Assets and Liabilities as at September 30, 2024

(Rs. In Lakhs)

Particulars	Standalone		Consolidated	
	As at September 30, 2024	As at March 31, 2024	As at September 30, 2024	As at March 31, 2024
	Unaudited	Audited	Unaudited	Audited
ASSETS				
1. Financial Assets				
(a) Cash and Cash Equivalents	20.79	24.85	470.93	89.40
(b) Bank Balances other than (a) above	2.40	2.32	93.30	418.67
(c) Receivables	-	-	16,351.18	12,096.72
(d) Loans	-	-	20.00	5,628.00
(e) Investments	14,976.27	14,882.02	24,256.40	22,301.31
(f) Others Financial Assets	7.36	6.89	80.60	246.62
Total Financial Assets	15,006.82	14,916.08	41,272.41	40,780.72
2. Non-Financial Assets				
(a) Inventories	-	-	5,479.35	4,268.00
(b) Current Tax Assets (Net)	124.17	115.05	621.73	585.13
(c) Deferred Tax Assets (Net)	6.95	6.40	0.89	-
(d) Property, Plant and Equipment	64.96	68.65	334.34	346.07
(e) Right-of-Use Assets	50.16	58.52	50.16	58.52
(f) Other Intangible Assets	-	-	0.08	0.08
(g) Others Non Financial Assets	13.24	32.34	3,454.94	2,909.51
Total Non-Financial Assets	259.48	280.96	9,941.49	8,167.31
Total Assets	15,266.30	15,197.04	51,213.90	48,948.03
LIABILITIES AND EQUITY				
LIABILITIES				
1. Financial Liabilities				
(a) Trade Payables				
i. Total outstanding dues of micro enterprises and small enterprises ; and	3.01	4.06	20.91	8.35
ii. Total outstanding dues of creditors other than micro enterprises and small enterprises.	56.04	61.32	7,042.28	7,467.07
(b) Borrowings (other than Debt Securities)	-	-	14,691.31	11,445.11
(c) Lease Liabilities	54.69	61.85	54.69	61.85
(d) Other Financial Liabilities	124.41	139.81	816.19	762.42
Total Financial Liabilities	238.15	267.04	22,625.38	19,744.80
2. Non-Financial Liabilities				
(a) Provisions	21.78	18.73	59.39	50.03
(b) Deferred Tax Liabilities (Net)	-	-	-	1.23
(c) Other Non Financial Liabilities	4.42	25.08	1,399.59	226.75
Total Non-Financial Liabilities	26.20	43.81	1,458.98	278.01
3. Equity				
(a) Equity Share Capital	11,327.42	11,327.42	11,327.42	11,327.42
(b) Other Equity	3,674.53	3,558.77	13,409.06	15,299.43
Equity attributable to owners of the parent	15,001.95	14,886.19	24,736.48	26,626.85
(c) Non Controlling Interest	-	-	2,393.06	2,298.37
Total Equity	15,001.95	14,886.19	27,129.54	28,925.22
Total Liabilities and Equity	15,266.30	15,197.04	51,213.90	48,948.03

Media Matrix Worldwide Limited
Statement of Cash Flows for the Period Ended September 30, 2024

(Rs. in Lakhs)

Particulars	Standalone		Consolidated	
	For the period ended September 30, 2024	For the year ended March 31, 2024	For the period ended September 30, 2024	For the year ended March 31, 2024
	Unaudited	Audited	Unaudited	Audited
Cash Flow from Operating Activities				
Net profit / (loss) before tax	122.50	132.46	477.44	911.27
Adjustment for :				
Depreciation and Amortisation	12.05	24.25	39.81	72.39
Interest Expense	2.87	5.89	498.52	641.27
Loss on Sale of Property, Plant & Equipments	-	-	0.16	-
Interest Income	(0.97)	(1.47)	(65.69)	(225.31)
Dividend Income	-	-	(6.53)	(8.40)
Gain/Loss Fair Valuation of Financial Instrument	-	-	(42.90)	(95.91)
Balances written off/back(net)	(0.03)	-	(0.04)	-
Provision written off/back(net)	(8.50)	-	(8.50)	-
Gain on fair valuation of Financial Guarantee Obligation	(100.47)	(116.88)	(100.47)	(116.88)
Operating cash flow before changes in working capital	27.45	44.25	791.80	1,178.43
Changes in Working Capital:				
Trade & Other Receivables	19.10	(5.87)	(4,751.75)	1,273.58
Inventories	-	-	(1,211.33)	(2,240.92)
Trade Payables & Other Current Liabilities	(26.18)	16.47	908.10	3,227.60
	(7.08)	10.60	(5,054.98)	2,260.26
Net cash generated from operations before tax	20.37	54.85	(4,263.18)	3,438.69
Taxation	(15.48)	(30.61)	(126.92)	(381.16)
Net Cash from/(used) in Operating Activities (A)	4.89	24.24	(4,390.10)	3,057.53
Purchase of Property, Plant and Equipment (Increase)/Decrease in Fixed Deposits(having original maturity of more than 3Months)	- (0.07)	- (0.12)	(19.87) 325.38	(261.74) 215.81
Loans and advances (given)/received back	-	-	1,608.00	(5,628.00)
Interest Received (net)	0.49	1.00	205.62	76.49
Dividend Received	-	-	5.50	8.40
Net Cash used in Investing Activities (B)	0.42	0.88	2,124.63	(5,589.04)
Cash Flow from Financing Activities				
Payment of Lease Liabilities - Principal portion	(7.16)	(13.17)	(7.16)	(13.17)
Payment of Lease Liabilities - Interest portion	(1.98)	(4.67)	(1.98)	(4.67)
Proceeds/(Repayment) of Long Term Loan	-	-	(25.99)	197.66
Proceeds/(Repayment) of Short Term Loan	-	-	3,272.18	1,319.51
Equity Shares issue	-	-	-	945.60
Interest Paid	(0.23)	(0.08)	(590.05)	(759.77)
Net Cash generated from Financing Activities (C)	(9.37)	(17.92)	2,647.00	1,685.16
Net Increase/(Decrease) in Cash & Cash Equivalents during the Period/Year (A+B+C)	(4.06)	7.20	381.53	(846.35)
Add: Cash & Cash Equivalents as at beginning of the Period	24.85	17.65	89.40	935.75
Cash & Cash Equivalents as at the end of the Period/Year	20.79	24.85	470.93	89.40

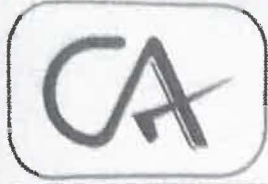
Notes:

1. The above Statement of Cash flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7 "Statement of Cash Flows" as specified in the Companies (Indian Accounting Standards) Rules, 2015.

2. Figures in brackets represents cash outflows.

3. Components of cash and cash equivalents :-

Particulars	For the period ended September 30, 2024	For the year ended March 31, 2024	For the period ended September 30, 2024	For the year ended March 31, 2024
Cash on hand	-	-	0.50	0.68
Balances with scheduled Banks				
- In Current Accounts	1.59	0.45	57.64	64.32
- In Fixed Deposits 0-3 months	19.20	24.40	412.79	24.40
Cash & Cash Equivalents	20.79	24.85	470.93	89.40



S G N & CO.
CHARTERED ACCOUNTANTS

BRANCH OFFICE :
S-503, SCHOOL BLOCK,
SHAKARPUR,
NEW DELHI-110 092

Phone : 022-49740502
E-mail : mohan@sgnco.in

INDEPENDENT AUDITOR'S REVIEW REPORT ON THE QUARTERLY AND YEAR TO DATE UNAUDITED STANDALONE FINANCIAL RESULTS OF THE COMPANY PURSUANT TO THE REGULATION 33 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AS AMENDED

To,
The Board of Directors,
Media Matrix Worldwide Limited

1. We have reviewed the accompanying statement of Unaudited Standalone Financial Results (the "Statement") of **MEDIA MATRIX WORLDWIDE LIMITED** ('the Company') for the quarter and half year ended September 30, 2024 attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (the 'Listing Regulations'). This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ('Ind AS 34'), 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. Our responsibility is to issue a conclusion on the Statement based on our review.
2. We conducted our review of the Statement in accordance with the Standard on Review Engagement (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.



3. Based on our review conducted and procedures performed 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 Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other recognized accounting practices and policies generally accepted in India, has not disclosed the information required to be disclosed in terms of Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **SGN & CO.**
Chartered Accountants
Firm Registration No. 134565W

Mohan Kheria

Mohan Kheria
(Partner)
M. No. 543059



UDIN: 24543059BKFWKFS390

Place: Gurugram
Dated: November 06, 2024



S G N & CO.
CHARTERED ACCOUNTANTS

BRANCH OFFICE :
S-503, SCHOOL BLOCK,
SHAKARPUR,
NEW DELHI-110 092

Phone : 022-49740502
E-mail : mohan@sgnco.in

INDEPENDENT AUDITOR'S REVIEW REPORT ON QUARTERLY AND YEAR TO DATE UNAUDITED CONSOLIDATED FINANCIAL RESULTS OF THE COMPANY PURSUANT TO THE REGULATION 33 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AS AMENDED

To,
The Board of Directors,
Media Matrix Worldwide Limited

1. We have reviewed the accompanying statement of Unaudited Consolidated Financial Results of **MEDIA MATRIX WORLDWIDE LIMITED** ("the Parent") and its Subsidiaries (the parent and its subsidiaries together referred to as "the Group") for the quarter and half year ended September 30, 2024 ("the statement") attached herewith, being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('the Listing Regulations'). 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 the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), 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. Our responsibility is to issue a conclusion on the Statement based on our review.
2. We conducted our review of the Statement in accordance with the Standard on Review Engagement (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.

3. This Statement includes the results of the following entities:
 - i. nexG Devices Private Limited
 - ii. Media Matrix Enterprises Private Limited



4. Based on our review conducted and procedures performed as stated in paragraph 2 above, and based on the consideration of review reports of other auditors referred to in paragraph 5 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 Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other recognized accounting practices and policies generally accepted in India, has not disclosed the information required to be disclosed in terms of Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We did not review the interim financial results and other financial information in respect of both subsidiaries included in the consolidated unaudited financial results, whose interim financial results/financial information before consolidation adjustments, reflect total assets of Rs. 52,005.11 Lakhs as at September 30, 2024, total revenues of Rs. 1,12,483.17 lakhs and 1,35,534.32 lakhs, total net profit/(loss) after tax of Rs. 148.13 lakhs and Rs. 272.06 lakhs, total comprehensive Income/(loss) of Rs. 1,296.90 lakhs and Rs. (1,817.19) lakhs for the quarter ended September 30, 2024 and for the period from April 01, 2024 to September 30, 2024 respectively, and net cash inflows/(outflows) of Rs. 385.59 Lakhs for the period from April 01, 2024 to September 30, 2024 as considered in the consolidated unaudited financial results. These interim financial results and other financial information have been reviewed by other auditors whose report 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, is based on the reports of the other auditors and the procedures performed by us as stated in paragraph 2 above.

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

For SGN & CO.
Chartered Accountants
Firm Registration No. 134565W

Mohan Kheria

Mohan Kheria
(Partner)
M. No. 543059
UDIN: 23543059BkFWK66585



Place: Gurugram
Dated: November 06, 2024

Annexure 'B'

Dated: 9th October, 2024

To,

The Board of Directors
Media Matrix Worldwide Limited
A/308, Dynasty Business Park CHS LTD,
A K Road Opp Sangam Cinema
Nr Kohinoor Hotel Andh, ERI (East)
Mumbai – 400059

Dear Sir,

Due to personal reason, I am unable to continue on the post of Company Secretary and do hereby tender my resignation with immediate effect. Please accept the same and relieve me.

Thanking you,
Yours faithfully,



Gurvinder Singh Monga
Company Secretary