



ICRA

ICRA Limited

February 6, 2020

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001, India
Scrip Code: 532835

National Stock Exchange of India Limited

Exchange Plaza,
Plot no. C/1, G Block
Bandra-Kurla Complex
Bandra (East)
Mumbai - 400 051, India
Symbol: ICRA

Dear Sir/Madam,

Sub: - Outcome of the Board Meeting dated February 6, 2020; commenced at 3:30 pm and concluded at 6:15 pm

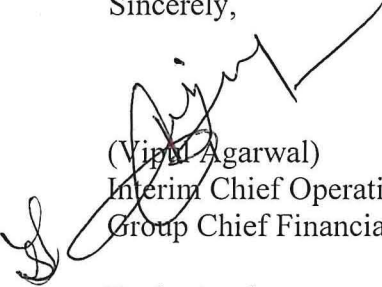
Pursuant to regulations 30, 33 and any other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), please find enclosed the unaudited Financial Results (Standalone & Consolidated) of ICRA Limited (“**the Company**”) for the third quarter and nine months ended December 31, 2019, reviewed by the Audit Committee and approved by the Board of Directors of the Company at their meetings held on February 6, 2020.

Please also find enclosed the Limited Review Reports submitted by M/s. B S R & Co. LLP, Chartered Accountants, (FRN: 101248W/W-100022), the Statutory Auditors of the Company.

Kindly take the above on record.

Regards,

Sincerely,


(Vipul Agarwal)
Interim Chief Operating Officer &
Group Chief Financial Officer

Encl.: As above

Building No. 8, 2nd Floor, Tower A
DLF Cyber City, Phase II
Gurugram - 122002, Haryana

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RATING • RESEARCH • INFORMATION 98349

B S R & Co. LLP

Chartered Accountants

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DLF Cyber City, Phase - II
Gurugram - 122 002, India

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To
Board of Directors of ICRA Limited

1. We have reviewed the accompanying Statement of unaudited standalone financial results of ICRA Limited ("the Company") for the quarter ended 31 December 2019 and year to date results for the period from 1 April 2019 to 31 December 2019 ("the Statement").
2. This Statement, which is the responsibility of the Company's management and approved by the 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("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. 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 is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Attention is drawn to note 6 of the Statement, wherein it is stated that the Company is in the process of addressing certain ongoing matters. First, in respect of an adjudication proceeding ("Adjudication Proceeding") initiated by the Securities and Exchange Board of India ("SEBI") in relation to the credit ratings assigned to one of the Company's customers and the customer's subsidiaries, SEBI has issued an order imposing a penalty of Rs. 25 lakhs under section 15HB of the SEBI Act, 1992 on the Company. The Company is taking appropriate action in this regard. The Company is also cooperating with government agencies and responding to their queries in relation to this matter and there has been no further communication from the government agencies in the current quarter except in connection with the Adjudication Proceeding. Second, the Board of Directors of the Company appointed external experts to examine and report on anonymous representations against certain of its existing/former officials, which were forwarded to the Company by SEBI ("Representations"). During the course of the internal examination of the Representations, certain allegations were made, for which the Board appointed an external expert to examine. Third, pursuant to a letter received by the Company from SEBI in the prior quarter, seeking comments on observations made in the interim report dated July 15, 2019 prepared by Grant Thornton India LLP which was commissioned by the IL&FS group, the Company had submitted its responses to SEBI on such observations. There has been no further development in this matter.

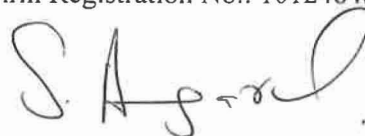
B S R & Co. LLP

While the Company has made a provision for penalty on a prudent basis with regards to the Adjudication Proceeding, the Adjudication Proceeding as well as the examinations and other matters noted above remain ongoing and the results of which are not yet available or known.

Due to the ongoing nature of the various inquiries/investigation/proceedings and pending results thereof, we are unable to comment on the implications, if any, on the financial results of the Company for the quarter ended 31 December 2019 and year to date results for the period from 1 April 2019 to 31 December 2019.

5. Based on our review conducted as above, except for the effects/ possible effects of the matters described in paragraph 4 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with applicable accounting standards and other recognised accounting practices and policies 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 & Co. LLP
Chartered Accountants
Firm Registration No.: 101248W/W-100022



Shashank Agarwal
Partner

Membership No.: 095109
UDIN: 20095109AAAACCC6676

Place : Gurugram
Date : 06 February 2020



STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2019							
(Rupees in lakh, except share data, per share data and where otherwise stated)							
S. No.	Particulars	Quarter ended	Quarter ended	Quarter ended	Nine months ended	Nine months ended	
		31/12/2019	30/09/2019	31/12/2018	31/12/2019	31/12/2018	Year ended 31/03/2019
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
	Income						
I	Revenue from operations	5,270.01	5,094.14	5,920.54	15,501.88	17,221.40	23,013.83
II	Other income	994.39	1,049.80	1,004.98	3,057.38	3,443.73	4,452.79
III	Total income (I+II)	6,264.40	6,143.94	6,925.52	18,559.26	20,665.13	27,466.62
	Expenses						
IV	Employee benefit expenses	2,894.45	2,881.25	2,683.55	8,556.60	8,167.79	10,742.49
V	Finance costs	45.64	46.12	0.86	121.62	2.55	3.32
VI	Depreciation and amortisation expense	138.92	149.59	63.53	404.22	170.37	243.42
VII	Other expenses	1,001.23	1,242.01	822.80	3,131.80	2,149.30	3,370.72
VIII	Total expenses (IV to VII)	4,080.24	4,318.97	3,570.74	12,214.24	10,490.01	14,359.95
IX	Profit before tax (III-VIII)	2,184.16	1,824.97	3,354.78	6,345.02	10,175.12	13,106.67
	Tax expense:						
	Current tax	774.78	500.44	920.33	2,008.03	2,552.70	3,471.77
	Deferred tax	(181.34)	16.85	(21.22)	(52.51)	54.00	37.60
X	Total tax expense	593.44	517.29	899.11	1,955.52	2,606.70	3,509.37
XI	Profit after tax (IX-X)	1,590.72	1,307.68	2,455.67	4,389.50	7,568.42	9,597.30
	Other comprehensive income						
A	(i) Items that will not be reclassified to profit or (loss)	(22.06)	(15.44)	(40.30)	(52.02)	(36.60)	(32.61)
	(ii) Income tax relating to items that will not be reclassified to profit or (loss)	5.55	3.31	11.74	13.09	10.66	9.50
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)	-	-	-	-	-	-
XII	Other comprehensive income, net of Income tax (A+B)	(16.51)	(12.13)	(28.56)	(38.93)	(25.94)	(23.11)
XIII	Total comprehensive income for the period (XI + XII)	1,574.21	1,295.55	2,427.11	4,350.57	7,542.48	9,574.19
XIV	Paid up equity share capital (Face value : Rs. 10 per share)	965.12	965.12	965.12	965.12	965.12	965.12
XV	Other equity						53,859.47
XVI	Earnings per equity share (Rs.) (Face value of Rs. 10 per share):						
	Basic	16.53	13.60	25.37	45.63	77.21	98.36
	Diluted	16.53	13.60	25.37	45.63	77.17	98.32

See accompanying notes to the standalone unaudited financial results

Notes:

- The Company's business activity falls within a single primary business segment viz. "Rating, research and other services". The operating segment has been defined based on regular review by the Company's Chief Operating Decision Maker to assess the performance of the Company and to make decision about allocation of resources.
- The Company has adopted Ind AS 116, effective annual reporting period beginning April 1, 2019 and applied the standard to its leases, retrospectively, with the cumulative effect of initially applying the Standard, recognised on the date of initial application (April 1, 2019). Accordingly, the Company has not restated comparative information. As on April 1, 2019, the Company has recognised a right of use asset at an amount equivalent to the lease liability and consequently there has been no adjustment to the opening balance of retained earnings as on April 1, 2019.
In the standalone financial results for the current period, the nature of expenses in respect of operating leases has changed from rent in previous periods to depreciation cost for the right-to-use asset and finance costs for interest accrued on lease liability.
- The Company had declared a final dividend of Rs. 30 per equity share for the financial year ended March 31, 2019, in its Annual General Meeting held on September 28, 2019 and paid on October 7, 2019.
- The Company elected to exercise the option permitted under section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company has recognized provision for income tax for the nine months ended December 31, 2019 and re-measured its deferred tax assets basis the rate prescribed in the said section. The full impact of this change had been recognized in the quarter ended September 30, 2019.
- The Scheme of Amalgamation ('Scheme') of ICRA Management Consulting Services Limited with ICRA Online Limited (both wholly owned subsidiaries of the Company) approved by the Board of Directors of the Company on August 9, 2018, was filed with the National Company Law Tribunal ('NCLT'), New Delhi and Kolkata. NCLT, New Delhi sanctioned the said Scheme and the order was filed with the Registrar of Company ("ROC"), Delhi on June 19, 2019. NCLT, Kolkata sanctioned the said Scheme on October 15, 2019. The certified copy of the order was received on October 30, 2019 and filed with the ROC, Kolkata on November 15, 2019. Upon filing the order with the ROC, Kolkata, the scheme has become effective.
- The Company is in the process of addressing certain ongoing matters. First, in respect of an adjudication proceeding ("Adjudication Proceeding") initiated by the Securities and Exchange Board of India ("SEBI") in relation to the credit ratings assigned to one of the Company's customers and the customer's subsidiaries, SEBI has issued an order imposing a penalty of Rs. 25 lakh under section 15HB of the SEBI Act, 1992 on the Company. The Company is taking appropriate action in this regard. The Company is also cooperating with government agencies and responding to their queries in relation to this matter and there has been no further communication from the government agencies in the current quarter except in connection with the Adjudication Proceeding. Second, the Board of Directors of the Company appointed external experts to examine and report on anonymous representations against certain of its existing/former officials, which were forwarded to the Company by SEBI ("Representations"). During the course of the internal examination of the Representations, certain allegations were made, which may be retaliatory in nature, for which the Board appointed an external expert to examine. Third, pursuant to a letter received by the Company from SEBI in the prior quarter, seeking comments on observations made in the interim report dated July 15, 2019 prepared by Grant Thornton India LLP which was commissioned by the IL&FS group, the Company had submitted its responses to SEBI on such observations. There has been no further development in this matter.
While the Company has made a provision for penalty on a prudent basis with regards to the Adjudication Proceeding, the Adjudication Proceeding as well as the examinations and other matters noted above remain ongoing and the results of which are not yet available or known.
As on date, the Company is unable to estimate the impact, if any, that may result from a potential unfavorable conclusion of these matters or any related inquiry.
- Previous period figures have been re-grouped/ re-classified wherever necessary, to conform to current period's classification.
- These standalone financial results have been prepared in accordance with the Ind AS notified under the Companies (Indian Accounting Standards) Rules 2015. These standalone financial results have been reviewed by the Audit Committee and approved by the Board of Directors at its meetings held on February 6, 2020. The Statutory Auditors of the Company have carried out limited review of the standalone financial results for the quarter and nine months ended December 31, 2019 and a qualified report (in respect of matter described in Note-6 above) has been issued. The review report of the Statutory Auditor is being filed with the BSE and National Stock Exchange. For more details on standalone financial results, visit Investors relations section of our website at www.icra.in and standalone financial results under Corporates section of www.bseindia.com and www.nscindia.com.

Place : Gurugram
Date : February 6, 2020



By Order of the Board of Directors

Arundhathi
Chairman
(DIN: 00024262)

(Handwritten signatures and initials)

B S R & Co. LLP

Chartered Accountants

Building No. 10, 8th Floor, Tower-B
DLF Cyber City, Phase - II
Gurugram - 122 002, India

Telephone: +91 124 719 1000
Fax: +91 124 235 8613

To
Board of Directors of ICRA Limited

1. We have reviewed the accompanying Statement of unaudited consolidated financial results of ICRA Limited ("the Parent" or "the Company") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") for the quarter ended 31 December 2019 and year to date results for the period from 1 April 2019 to 31 December 2019 ("the Statement"), being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (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 SEBI under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

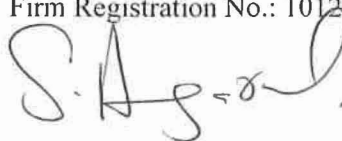
4. Attention is drawn to note 6 of the Statement, wherein it is stated that the Company is in the process of addressing certain ongoing matters. First, in respect of an adjudication proceeding ("Adjudication Proceeding") initiated by the Securities and Exchange Board of India ("SEBI") in relation to the credit ratings assigned to one of the Company's customers and the customer's subsidiaries, SEBI has issued an order imposing a penalty of Rs. 25 lakhs under section 15HB of the SEBI Act, 1992 on the Company. The Company is taking appropriate action in this regard. The Company is also cooperating with government agencies and responding to their queries in relation to this matter and there has been no further communication from the government agencies in the current quarter except in connection with the Adjudication Proceeding. Second, the Board of Directors of the Company appointed external experts to examine and report on anonymous representations against certain of its existing/former officials, which were forwarded to the Company by SEBI ("Representations"). During the course of the internal examination of the Representations, certain allegations were made, for which the Board appointed an external expert to examine. Third, pursuant to a letter received by the Company from SEBI in the prior quarter, seeking comments on observations made in the interim report dated July 15, 2019 prepared by Grant Thornton India LLP which was commissioned by the IL&FS group, the Company had submitted its responses to SEBI on such observations. There has been no further development in this matter.

While the Company has made a provision for penalty on a prudent basis with regards to the Adjudication Proceeding, the Adjudication Proceeding as well as the examinations and other matters noted above remain ongoing and the results of which are not yet available or known.

Due to the ongoing nature of the various inquiries/investigation/proceedings and pending results thereof, we are unable to comment on the implications, if any, on the financial results of the Company for the quarter ended 31 December 2019 and year to date results for the period from 1 April 2019 to 31 December 2019.

5. The Statement includes the results of the following entities:
- ICRA Online Limited
 - Pragati Development Consulting Services Limited
 - ICRA Nepal Limited
 - ICRA Lanka Limited
 - PT ICRA Indonesia
 - ICRA Employees Welfare Trust
6. Based on our review conducted and procedures performed as stated in paragraph 3 above, except for the effects/ possible effects of the matters described in paragraph 4 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.
7. The Statement includes the interim financial results of 3 subsidiaries which have not been reviewed, whose interim financial results reflect total revenue of Rs. 202.93 lakhs and Rs. 555.37 lakhs, total net profit after tax of Rs. 64.16 lakhs and Rs. 159.81 lakhs and total comprehensive income of Rs. 65.33 lakhs and Rs. 159.54 lakhs for the quarter ended 31 December 2019 and for the period from 1 April 2019 to 31 December 2019, respectively, as considered in the Statement. According to the information and explanations given to us by the management, these interim financial results are not material to the Group.
- Our conclusion on the Statement is not modified in respect of the above matter.

For B S R & Co. LLP
Chartered Accountants
Firm Registration No.: 101248W/W-100022



Shashank Agarwal
Partner

Membership No.: 095109
UDIN: 20095109AAAACD2798

Place : Gurugram
Date : 06 February 2020



STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2019

(Rupees in lakh, except share data, per share data and where otherwise stated)

S. No	Particulars	Quarter ended	Quarter ended	Quarter ended	Nine months ended	Nine months ended	Year ended
		31/12/2019	30/09/2019	31/12/2018	31/12/2019	31/12/2018	31/03/2019
		Unaudited*	Unaudited*	Unaudited*	Unaudited*	Unaudited*	Audited*
	Income						
I	Revenue from operations	7,935.61	7,763.10	8,467.46	23,402.34	24,440.76	32,806.00
II	Other income	1,167.48	1,214.02	1,097.79	3,547.07	3,315.23	4,479.57
III	Total income (I+II)	9,103.09	8,977.12	9,565.25	26,949.41	27,755.99	37,285.57
	Expenses						
IV	Employee benefit expenses	4,323.11	4,283.80	3,973.04	12,784.38	12,095.72	16,079.68
V	Finance costs	55.82	57.08	0.86	150.71	2.55	7.48
VI	Depreciation and amortisation expense	264.15	269.61	139.62	761.60	399.01	562.24
VII	Other expenses	1,369.03	1,645.19	1,461.16	4,295.32	3,787.22	5,432.36
VIII	Total expenses (IV to VII)	6,012.11	6,255.68	5,574.68	17,992.01	16,284.50	22,081.76
IX	Profit before tax (III-VIII)	3,090.98	2,721.44	3,990.57	8,957.40	11,471.49	15,203.81
	Tax expense:						
	Current tax	978.26	713.69	1,118.41	2,679.94	3,166.09	4,278.80
	Deferred tax	(139.76)	75.79	201.73	39.34	352.17	330.45
X	Total tax expense	838.50	789.48	1,320.14	2,719.28	3,518.26	4,609.25
XI	Profit after tax (IX-X)	2,252.48	1,931.96	2,670.43	6,238.12	7,953.23	10,594.56
	Other comprehensive income						
A	(i) Items that will not be reclassified to profit or (loss)	(13.91)	(16.79)	(69.71)	(47.42)	(62.08)	(46.11)
	(ii) Income tax relating to items that will not be reclassified to profit or (loss)	2.71	2.85	20.76	11.93	17.87	13.36
B	(i) Items that will be reclassified to profit or (loss)	1.17	(0.59)	(9.39)	(0.27)	(7.57)	(5.39)
	(ii) Income tax relating to items that will be reclassified to profit or (loss)	-	-	-	-	-	-
XII	Other comprehensive income, net of income tax (A+B)	(10.03)	(14.53)	(58.34)	(35.76)	(51.78)	(38.14)
XIII	Total comprehensive income for the period (XI+XII)	2,242.45	1,917.43	2,612.09	6,202.36	7,901.45	10,556.42
XIV	Net Profit attributable to:						
	(a) Owners of the company	2,219.62	1,909.74	2,662.90	6,159.04	7,924.47	10,540.30
	(b) Non-controlling interest	32.86	22.22	7.53	79.08	28.76	54.26
XV	Other comprehensive income attributable to:						
	(a) Owners of the company	(10.03)	(14.53)	(58.34)	(35.76)	(49.86)	(36.22)
	(b) Non-controlling interest	-	-	-	-	(1.92)	(1.92)
XVI	Total comprehensive income attributable to:						
	(a) Owners of the company	2,209.59	1,895.21	2,604.56	6,123.28	7,874.61	10,504.08
	(b) Non-controlling interest	32.86	22.22	7.53	79.08	26.84	52.34
XVII	Paid up equity share capital (Face value : Rs. 10 per share)	965.12	965.12	965.12	965.12	965.12	965.12
XVIII	Other equity						63,122.31
XIX	Earnings per equity share (Rs.) (Face value of Rs. 10 per share):						
	Basic	23.08	19.85	27.49	64.03	80.84	108.03
	Diluted	23.08	19.85	27.49	64.03	80.81	107.98

See accompanying notes to the consolidated unaudited financial results

Notes:

1 Segment wise revenue, results and capital employed:

S. No.	Particulars	Quarter ended	Quarter ended	Quarter ended	Nine months ended	Nine months ended	Year ended
		31/12/2019	30/09/2019	31/12/2018	31/12/2019	31/12/2018	31/03/2019
		Unaudited*	Unaudited*	Unaudited*	Unaudited*	Unaudited*	Audited*
(i)	Segment revenue:						
	(a) Rating, research and other services	5,443.62	5,253.91	6,024.43	15,985.52	17,495.76	23,443.90
	(b) Consulting services	420.02	512.34	527.42	1,419.75	1,526.24	2,063.85
	(c) Outsourced and information services	2,136.91	2,116.24	1,976.03	6,272.19	5,601.65	7,564.79
	Total segment revenue	8,000.55	7,882.49	8,527.88	23,677.46	24,623.65	33,072.54
	Less: Inter-segment revenue	(64.94)	(119.39)	(60.42)	(275.12)	(182.89)	(266.54)
	Total revenue	7,935.61	7,763.10	8,467.46	23,402.34	24,440.76	32,806.00
(ii)	Segment results:						
	(Profit before tax and other income from each segment)						
	(a) Rating, research and other services	1,294.48	863.97	2,439.65	3,560.89	6,914.62	8,899.99
	(b) Consulting services	(108.84)	(63.51)	(159.45)	(241.43)	(538.54)	(569.12)
	(c) Outsourced and information services	804.61	808.35	702.47	2,331.92	1,928.24	2,593.08
	Total segment results	1,990.25	1,608.81	2,982.67	5,651.38	8,304.32	10,923.95
	Less: Finance costs	(55.82)	(57.08)	(0.86)	(150.71)	(2.55)	(7.48)
	Add: Unallocable income net of unallocable expenses	1,156.55	1,169.71	1,008.76	3,456.73	3,169.72	4,287.34
	Profit before tax	3,090.98	2,721.44	3,990.57	8,957.40	11,471.49	15,203.81
(iii)	Segment assets:						
	(a) Rating, research and other services	8,328.15	10,220.43	5,444.85	8,328.15	5,444.85	4,561.17
	(b) Consulting services	1,277.04	1,602.55	944.04	1,277.04	944.04	1,155.13
	(c) Outsourced and information services	3,750.81	5,188.11	3,942.70	3,750.81	3,942.70	4,427.70
	(d) Unallocable	69,825.48	68,841.77	64,258.60	69,825.48	64,258.60	66,772.84
	Total segment assets	83,181.48	85,852.86	74,590.19	83,181.48	74,590.19	76,916.84
(iv)	Segment liabilities:						
	(a) Rating, research and other services	13,476.73	14,785.35	11,018.67	13,476.73	11,018.67	10,384.20
	(b) Consulting services	1,097.45	1,402.09	773.35	1,097.45	773.35	847.75
	(c) Outsourced and information services	1,437.68	1,186.00	1,185.74	1,437.68	1,185.74	1,240.86
	(d) Unallocable	184.59	3,680.15	7.93	184.59	7.93	183.69
	Total segment liabilities	16,196.45	21,053.59	12,985.69	16,196.45	12,985.69	12,656.50

*Refer note 5



9/12/19



ICRA Limited

Corporate Identity Number (CIN): L74999DL1991PLC042749
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(Rupees in lakh, except share data, per share data and where otherwise stated)

- 2 The Group has adopted Ind AS 116, effective annual reporting period beginning April 1, 2019 and applied the standard to its leases, retrospectively, with the cumulative effect of initially applying the Standard, recognised on the date of initial application (April 1, 2019). Accordingly, the Group has not restated comparative information. As on April 1, 2019, the Group has recognised a right of use asset at an amount equivalent to the lease liability and consequently there has been no adjustment to the opening balance of retained earnings as on April 1, 2019. In the consolidated financial results for the current period, the nature of expenses in respect of operating leases has changed from rent in previous periods to depreciation cost for the right-to-use asset and finance costs for interest accrued on lease liability.
- 3 The Company had declared a final dividend of Rs. 30 per equity share for the financial year ended March 31, 2019, in its Annual General Meeting held on September 28, 2019 and paid on October 7, 2019.
- 4 The Indian entities of the Group has elected to exercise the option permitted under section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Indian entities has recognized provision for income tax for the nine months ended December 31, 2019 and re-measured its deferred tax assets basis the rate prescribed in the said section. The full impact of this change had been recognized in the quarter ended September 30, 2019.
- 5 The Scheme of Amalgamation ('Scheme') of ICRA Management Consulting Services Limited with ICRA Online Limited (both wholly owned subsidiaries of the Company) approved by the Board of Directors of the Company on August 9, 2018, was filed with the National Company Law Tribunal ('NCLT'), New Delhi and Kolkata. NCLT, New Delhi sanctioned the said Scheme and the order was filed with the Registrar of Company ('ROC'), Delhi on June 19, 2019. NCLT, Kolkata sanctioned the said Scheme on October 15, 2019. The certified copy of the order was received on October 30, 2019 and filed with the ROC, Kolkata on November 15, 2019. Upon filing the order with the ROC, Kolkata, the scheme has become effective. The Group had given the accounting effect of the Scheme, under the 'pooling of interest' method in accordance with Appendix C of Ind AS 103 'Business Combination' in the quarter ended September 30, 2019, as it was reasonably certain that post receipt of the certified copy of the order, the same will be filed with ROC. Consequently, the figures for previous quarters and periods as presented in the consolidated financial results which were earlier approved by the Board of Directors at their respective meetings have been re-presented only to give effect to the aforesaid Scheme.
- 6 The Company is in the process of addressing certain ongoing matters. First, in respect of an adjudication proceeding ("Adjudication Proceeding") initiated by the Securities and Exchange Board of India ("SEBI") in relation to the credit ratings assigned to one of the Company's customers and the customer's subsidiaries, SEBI has issued an order imposing a penalty of Rs. 25 lakh under section 15HB of the SEBI Act, 1992 on the Company. The Company is taking appropriate action in this regard. The Company is also cooperating with government agencies and responding to their queries in relation to this matter and there has been no further communication from the government agencies in the current quarter except in connection with the Adjudication Proceeding. Second, the Board of Directors of the Company appointed external experts to examine and report on anonymous representations against certain of its existing/ former officials, which were forwarded to the Company by SEBI ("Representations"). During the course of the internal examination of the Representations, certain allegations were made, which may be retaliatory in nature, for which the Board appointed an external expert to examine. Third, pursuant to a letter received by the Company from SEBI in the prior quarter, seeking comments on observations made in the interim report dated July 15, 2019 prepared by Grant Thornton India LLP which was commissioned by the IL&FS group, the Company had submitted its responses to SEBI on such observations. There has been no further development in this matter. While the Company has made a provision for penalty on a prudent basis with regards to the Adjudication Proceeding, the Adjudication Proceeding as well as the examinations and other matters noted above remain ongoing and the results of which are not yet available or known. As on date, the Company is unable to estimate the impact, if any, that may result from a potential unfavorable conclusion of these matters or any related inquiry.
- 7 Previous period figures have been re-group/ re-classified wherever necessary, to conform to current period's classification.
- 8 These consolidated financial results have been prepared in accordance with the Ind AS notified under the Companies (Indian Accounting Standards) Rules 2015. These consolidated financial results have been reviewed by the Audit Committee and approved by the Board of Directors at its meetings held on February 6, 2020. The Statutory Auditors of the Company have carried out limited review of the consolidated financial results for the quarter and nine months ended December 31, 2019 and a qualified report (in respect of matter described in Note-6 above) has been issued. The review report of the Statutory Auditor is being filed with the BSE and National Stock Exchange. For more details on consolidated financial results, visit Investors relations section of our website at www.icra.in and Consolidated Financial Results under Corporates section of www.bseindia.com and www.nseindia.com.



By Order of the Board of Directors

(Signature)
Arum Duggal
Chairman
(DIN: 00024262)

Place : Gurugram
Date : February 6, 2020

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