

Date: August 8, 2024

BSE Limited

Department of Corporate Services
Pheroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G Block
Bandra- Kurla Complex, Mumbai-400051

SCRIP Code- 544136

SYMBOL-RKSWAMY

ISIN: INE0NQ801033

Subject: Outcome of Board Meeting held on August 08, 2024, under Regulation 30 and 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("SEBI LISTING REGULATIONS"):

Dear Sir/Madam,

Pursuant to Regulation 30 and 33 of the SEBI Listing Regulations, we hereby inform you that the Board of Directors of the Company at its Meeting held today i.e. August 8, 2024 at Corporate office of the Company at Esplanade House, 29, Hazarimal Somani Marg, Fort, Mumbai 400001 which commenced at 10.00 AM (IST) and concluded at 12.35 PM (IST) has inter alia, considered, approved and taken on record the following:

1. Un-Audited Consolidated Financial Results of the Company along with the Limited Review Report thereon for the quarter ended June 30, 2024; **(Refer- Annexure- I)**;
2. The Un-Audited Standalone Financial Results of the Company along with the Limited Review Report thereon for the quarter ended June 30, 2024 **(Refer- Annexure- II)**;

The results will be uploaded on the Company's website, www.rkswamy.com and will also be available on the website of the Stock Exchanges. Further, the Financial Results will be published in the newspapers as provided under Regulation 47 of the Listing Regulations.

We request you to kindly take the above information on your records.

Thanking you

For R K Swamy Limited

Aparna Bhat

Compliance Officer

Membership No.: A19995

Address: Esplanade House, 29, Hazarimal Somani Marg, Fort, Mumbai 400 001

Place: Mumbai

Annexure- I

R K SWAMY R K SWAMY LIMITED

(formerly known as R K SWAMY Private Limited)

Regd Office: No. 19, Wheatcrofts Road, Nungambakkam, Chennai 600 034, Tamil Nadu, India

CIN:L74300TN1973PLC006304, Website:www.rkswamy.com

(₹ in lakhs)

Statement of consolidated financial results for the quarter ended June 30, 2024

	Particulars	Quarter ended			Year ended
		30-06-2024	31-03-2024	30-06-2023	31-03-2024
		Unaudited	Unaudited (Refer note 6)	Unaudited (Refer note 2)	Audited
	Income				
1	Revenue from operations	6,837.15	11,828.20	6,135.09	33,151.56
2	Other income	312.34	104.25	61.70	387.59
3	Total income (1+2)	7,149.49	11,932.45	6,196.79	33,539.15
4	Expenses				
	(a) Operational expense	2,173.20	3,754.63	1,753.07	9,886.88
	(b) Employee benefits expense	3,121.73	3,059.00	2,863.89	11,869.56
	(c) Other expenses	1,151.34	1,093.15	1,027.21	4,354.21
	Total expenses (4)	6,446.27	7,906.78	5,644.17	26,110.65
	Earnings before interest, tax, depreciation and amortisation (EBITDA) (3-4)	703.22	4,025.67	552.62	7,428.50
	(d) Finance costs	47.00	142.05	119.40	577.09
	(e) Depreciation and amortisation expense	346.89	375.68	364.71	1,494.50
5	Profit before tax	309.33	3,507.94	68.51	5,356.91
6	Tax expense				
	(a) Current tax				
	- Current period/year	71.78	887.36	53.13	1,318.71
	- Prior years	-	-	(4.14)	(7.67)
	(b) Deferred tax	19.62	3.05	(32.84)	73.39
	Total tax expense	91.40	890.41	16.15	1,384.43
7	Profit for the period/year (5-6)	217.93	2,617.53	52.36	3,972.48
8	Other comprehensive income				
	(a) Items that will not be reclassified to profit or loss				
	(i) Remeasurement of defined benefit plans	(16.78)	(12.82)	(16.03)	(67.02)
	(ii) Income tax relating to above	4.27	3.22	4.14	17.03
	(b) Items that will be reclassified to profit or loss				
	(i) Exchange difference on translation of foreign operations	(2.62)	1.01	(2.76)	(6.82)
	(ii) Income tax relating to above	-	-	-	-
	Total other comprehensive (loss) (net of tax) for the period/year	(15.13)	(8.59)	(14.65)	(56.81)
9	Total comprehensive income (net of tax) for the period/year (7+8)	202.80	2,608.94	37.71	3,915.67
	Profit for the period/year attributable to				
	Owners of the company	217.93	2,617.53	52.36	3,972.48
	Non controlling interests	-	-	-	-
	Other comprehensive (loss) attributable to				
	Owners of the company	(15.13)	(8.59)	(14.65)	(56.81)
	Non controlling interests	-	-	-	-
	Total comprehensive income attributable to				
	Owners of the company	202.80	2,608.94	37.71	3,915.67
	Non controlling interests	-	-	-	-
10	Paid -up equity share capital (face value of ₹ 5 per share)	2,523.87	2,523.87	444.57	2,523.87
11	Other Equity				21,611.00
12	Earnings per share (EPS) (Refer note 4) (not annualised, except for year end)				
	Basic (in ₹)	0.43	5.84	0.12	8.86
	Diluted (in ₹)	0.43	5.84	0.12	8.86



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R K SWAMY

R K SWAMY LIMITED

(formerly known as R K SWAMY Private Limited)

Regd Office: No. 19, Wheatcrofts Road, Nungambakkam, Chennai 600 034, Tamil Nadu, India

CIN:L74300TN1973PLC006304, Website:www.rkswamy.com

Notes to the consolidated financial results

- 1) The above unaudited consolidated financial results of R K SWAMY Limited (formerly known as R K SWAMY Private Limited) ("the Parent Company") and its subsidiaries (the Parent company and its subsidiaries together referred to as "the Group") have been prepared in accordance with Indian Accounting Standard (Ind AS 34) "Interim Financial Reporting" and other applicable standards as prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with Companies (Indian Accounting Standard Rules), 2015 (as amended), other accounting principles generally accepted in India and in terms of Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ('Listing Regulation'), as amended.
- 2) The above consolidated financial results have been reviewed and recommended by the Audit Committee at its meeting held on August 07, 2024. The Board of Directors at its meeting held on August 08, 2024 have approved these results and taken on record. The statutory auditors have expressed unmodified review opinion on financial results for the quarter ended June 30, 2024. The consolidated financial results for the quarter ended June 30, 2023 have not been subject to limited review or audit. However, the management has exercised necessary diligence to ensure that the financial results for this period provide a true and fair view of the Group's affairs.
- 3) During the year ended March 31, 2024, the company has completed initial public offering (IPO) of ₹ 42,356.00 lakhs (including fresh issue of ₹ 17,300.00 lakhs) comprising of (i) equity shares of 58,79,751 each at an issue price of ₹ 288 per share towards fresh issue of equity shares (ii) equity shares of 87,00,000 each at an issue price of ₹ 288 per share towards offer for sale (iii) equity shares of 1,40,350 each at an issue price of ₹ 261 per share for employee quota towards fresh issue. The equity shares of the company were listed on BSE Limited and National Stock Exchange of India Limited w.e.f March 12, 2024.

Details of net proceeds are as follows:

Objects of the issue as per prospectus	(₹ in lakhs)		
	Estimated amount to be utilised as per Prospectus	Utilization upto June 30, 2024	Unutilized amount as at June 30, 2024
1. Funding working capital requirements	5,400.00	5,400.00	-
2. Funding capital expenditure incurred for setting up a DVCP Studio	1,098.50	-	1,098.50
3. Funding investment in IT infrastructure development of Company, and its Material Subsidiaries Hansa Research and Hansa Customer Equity	3,334.20	46.29	3,287.91
4. Funding setting up of new CEC and CATI	2,173.60	-	2,173.60
5. General corporate purposes	3,626.22	2,695.63	930.59
Total net proceeds	15,632.52	8,141.92	7,490.60

- 4) During the year ended March 31, 2024, pursuant to resolution passed by the Board of Directors on July 21, 2023 and the approval of shareholders granted in the extra-ordinary general meeting held on July 25, 2023: (i) the paid-up share capital of the Company has been sub-divided from face value of ₹ 10 per equity share to ₹ 5 per equity share; (ii) the authorised share capital of the Company has been increased from ₹ 1,000 lakhs to ₹ 3,000 lakhs divided into 60,000,000 equity shares of ₹ 5 each; and (iii) the Company has issued and allotted fully paid up 'bonus shares' at par in proportion of 4 new equity shares of ₹ 5 each for every one existing fully paid up equity share of ₹ 5 each held on the record date of July 25, 2023. Accordingly, the equity shares and basic/diluted earnings per share for comparative quarter ended June 30, 2023 has been presented considering the adjustments for issue of bonus shares and sub-division of shares in accordance with Ind AS 33-"Earnings per share".
- 5) The Company operates in a single operating segment i.e. 'Integrated Marketing Services' and the information reported to the Chief Operating Decision Maker (CODM) for the purposes of resource allocation and assessment of performance focuses on this operating segment. Accordingly, there is single reportable operating segment in accordance with Ind AS 108 'Operating Segments'.
- 6) The figures for the quarter ended March 31, 2024 are balancing figures between audited results in respect of full financial year and published year to date figures for nine months ended December 31, 2023, which were subjected to limited review by the auditor.
- 7) Based on the nature of business and past trends of the group, the results from operations of the group are not evenly distributed across the year.
- 8) The results for the quarter ended June 30, 2024 are available on the Company's website at www.rkswamy.com and also on the website of BSE Limited at www.bseindia.com, National Stock Exchange of India Limited at www.nseindia.com. where the shares of the Company are listed.



Place: Mumbai
Date: August 08, 2024

For and on behalf of the Board of Directors
R K SWAMY LIMITED
(formerly known as R K SWAMY Private Limited)

Narasimhan Krishnaswamy
Managing Director and Group CEO
DIN:00219883



INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM CONSOLIDATED FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF R K SWAMY LIMITED (FORMERLY KNOWN AS R K SWAMY PRIVATE LIMITED)

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of R K Swamy Limited (Formerly known as R K Swamy Private Limited) ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), for the quarter ended 30 June, 2024 ("the Statement") 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").
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 the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder 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 (ICAI). A review of interim financial information consists of making inquiries, primarily of Parent's personnel 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 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 significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. The Statement includes the results of the following entities:

Name of the Entity	Relationship
R K Swamy Limited (Formerly known as R K Swamy Private Limited)	Parent Company
Hansa Research Group Private limited	Subsidiary Company
Hansa Customer Equity Private Limited	Subsidiary Company
Dsquare Solutions Private Limited	Step Subsidiary Company
Hansa Direct Private Limited	Step Subsidiary Company
Autosense Private Limited	Step Subsidiary Company
Hansa Marketing Services LLC	Step Subsidiary Company
Hansa Marketing Services Private Limited	Step Subsidiary Company

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the financial results certified by the management 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. The consolidated financial results includes the interim financial results of two subsidiaries, which have not been reviewed/ audited by their auditors, whose interim financial results reflect total revenue of Rs. 4.21 lakhs for the quarter ended 30 June,2024, total loss after tax of Rs. 46.16 lakhs for the quarter ended 30 June,2024 and total comprehensive loss of Rs. 48.78 lakhs for the quarter ended 30 June,2024, 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 our reliance on the interim financial results certified by the Management.

7. As stated in Note 2 to the Statement, we have not performed a review or audit of the figures relating to the quarter ended 30 June,2023 included in the financial results of the Company.

Our opinion/ conclusion on the statement is not modified in respect of this matter.

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No.008072S)



A handwritten signature in blue ink, appearing to read "Ketan Vora".

Ketan Vora
Partner
(Membership No.100459)
(UDIN: 24100459BKFAWW8311)

Place: Mumbai
Date: 08 August, 2024

Annexure- II


R K SWAMY
R K SWAMY LIMITED

(formerly known as R K SWAMY Private Limited)

Regd Office: No. 19, Wheatcrofts Road, Nungambakkam, Chennai 600 034, Tamil Nadu, India

CIN:L74300TN1973PLC006304, Website:www.rkswamy.com

(₹ in lakhs)

Statement of standalone financial results for the quarter ended June 30, 2024

	Particulars	Quarter ended			Year ended
		30-06-2024	31-03-2024	30-06-2023	31-03-2024
		Unaudited	Unaudited (Refer note 6)	Unaudited (Refer note 2)	Audited
	Income				
1	Revenue from operations	2,701.79	7,131.31	2,343.04	16,213.62
2	Other income	302.09	74.23	36.41	277.08
3	Total income (1+2)	3,003.88	7,205.54	2,379.45	16,490.70
	Expenses				
	(a) Operational expense	1,179.94	2,561.10	815.74	5,643.53
	(b) Employee benefits expense	965.02	1,013.68	860.43	3,703.99
	(c) Consultancy charges	297.20	305.69	301.54	1,179.59
	(d) Other expenses	314.22	325.39	234.68	1,119.85
	Total expenses (4)	2,756.38	4,205.86	2,212.39	11,646.96
	Earnings before interest, tax, depreciation and amortisation (EBITDA) (3-4)	247.50	2,999.68	167.06	4,843.74
	(e) Finance costs	86.40	186.98	155.16	750.90
	(f) Depreciation and amortisation expense	113.71	137.58	134.37	545.73
5	Profit/(Loss) before tax	47.39	2,675.12	(122.47)	3,547.11
	Tax expense				
	(a) Current tax				
	- Current period/year	14.14	655.98	-	835.32
	- Prior years	-	-	-	-
	(b) Deferred tax	(1.93)	10.57	(33.55)	61.18
	Total tax expense	12.21	666.55	(33.55)	896.50
7	Profit/(Loss) for the period/year (5-6)	35.18	2,008.57	(88.92)	2,650.61
	Other comprehensive income				
	(a) Items that will not be reclassified to profit or loss				
	(i) Remeasurement of defined benefit plans	(11.10)	(23.56)	(2.21)	(44.37)
	(ii) Income tax relating to above	2.79	5.93	0.56	11.17
	(b) (i) Items that will be reclassified to profit or loss	-	-	-	-
	(ii) Income tax relating to above	-	-	-	-
	Total other comprehensive (loss) (net of tax) for the period/year	(8.31)	(17.63)	(1.65)	(33.20)
9	Total comprehensive income/(loss) (net of tax) for the period/year (7+8)	26.87	1,990.94	(90.57)	2,617.41
10	Paid -up equity share capital (face value of ₹ 5 per share)	2,523.87	2,523.87	444.57	2,523.87
11	Other Equity	-	-	-	22,156.98
	Earnings per share (EPS) (Refer note 4) (not annualised, except for year end)				
	Basic (in ₹)	0.07	4.48	(0.20)	5.91
	Diluted (in ₹)	0.07	4.48	(0.20)	5.91



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R K SWAMY

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(formerly known as R K SWAMY Private Limited)

Regd Office: No. 19, Wheatcrofts Road, Nungambakkam, Chennai 600 034, Tamil Nadu, India

CIN: L74300TN1973PLC006304, Website: www.rkswamy.com

Notes to the standalone financial results

- 1) The above unaudited standalone financial results of the Company have been prepared in accordance with Indian Accounting Standard (Ind AS 34) "Interim Financial Reporting" and other applicable standards as prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with Companies (Indian Accounting Standard Rules), 2015 (as amended) and other accounting principles generally accepted in India and in terms of Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ('Listing Regulation'), as amended.
- 2) The above standalone financial results have been reviewed and recommended by the Audit Committee at its meeting held on August 07, 2024. The Board of Directors at its meeting held on August 08, 2024 have approved these results and taken on record. The statutory auditors have expressed unmodified review opinion on financial results for the quarter ended June 30, 2024. The standalone financial results for the quarter ended June 30, 2023 have not been subject to limited review or audit. However, the management has exercised necessary diligence to ensure that the financial results for this period provide a true and fair view of the Company's affairs.
- 3) During the year ended March 31, 2024, the company has completed initial public offering (IPO) of ₹ 42,356.00 lakhs (including fresh issue of ₹ 17,300.00 lakhs) comprising of (i) equity shares of 58,79,751 each at an issue price of ₹ 288 per share towards fresh issue of equity shares (ii) equity shares of 87,00,000 each at an issue price of ₹ 288 per share towards offer for sale (iii) equity shares of 1,40,350 each at an issue price of ₹ 261 per share for employee quota towards fresh issue. The equity shares of the company were listed on BSE Limited and National Stock Exchange of India Limited w.e.f March 12, 2024.

Details of net proceeds are as follows:

Objects of the issue as per prospectus	(₹ in lakhs)		
	Estimated amount to be utilised as per Prospectus	Utilization upto June 30, 2024	Unutilized amount as at June 30, 2024
1. Funding working capital requirements	5,400.00	5,400.00	-
2. Funding capital expenditure incurred for setting up a DVCP Studio	1,098.50	-	1,098.50
3. Funding investment in IT infrastructure development of Company, and its Material Subsidiaries Hansa Research and Hansa Customer Equity	3,334.20	46.29	3,287.91
4. Funding setting up of new CEC and CATI	2,173.60	-	2,173.60
5. General corporate purposes	3,626.22	2,695.63	930.59
Total net proceeds	15,632.52	8,141.92	7,490.60

- 4) During the year ended March 31, 2024, pursuant to resolution passed by the Board of Directors on July 21, 2023 and the approval of shareholders granted in the extra-ordinary general meeting held on July 25, 2023: (i) the paid-up share capital of the Company has been sub-divided from face value of ₹ 10 per equity share to ₹ 5 per equity share; (ii) the authorised share capital of the Company has been increased from ₹ 1,000 lakhs to ₹ 3,000 lakhs divided into 60,000,000 equity shares of ₹ 5 each; and (iii) the Company has issued and allotted fully paid up 'bonus shares' at par in proportion of 4 new equity shares of ₹ 5 each for every one existing fully paid up equity share of ₹ 5 each held on the record date of July 25, 2023. Accordingly, the equity shares and basic/diluted earnings per share for comparative quarter ended June 30, 2023 has been presented considering the adjustments for issue of bonus shares and sub-division of shares in accordance with Ind AS 33-"Earnings per share".
- 5) The Company operates in a single operating segment i.e. 'Integrated Marketing Services' and the information reported to the Chief Operating Decision Maker (CODM) for the purposes of resource allocation and assessment of performance focuses on this operating segment. Accordingly, there is single reportable operating segment in accordance with Ind AS 108 'Operating Segments'.
- 6) The figures for the quarter ended March 31, 2024 are balancing figures between audited results in respect of full financial year and published year to date figures for the nine months ended December 31, 2023, which were subjected to limited review by the auditor.
- 7) Based on the nature of business and past trends of the Company, the results from operations of the Company are not evenly distributed across the year.
- 8) The results for the quarter ended June 30, 2024 are available on the Company's website at www.rkswamy.com and also on the website of BSE Limited at www.bseindia.com, National Stock Exchange of India Limited at www.nseindia.com, where the shares of the Company are listed.

For and on behalf of the Board of Directors

R K SWAMY LIMITED

(formerly known as R K SWAMY Private Limited)



Narasimhan Krishnaswamy
Managing Director and Group CEO
DIN: 00219883

Place: Mumbai
Date: August 08, 2024



INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM STANDALONE FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF R K SWAMY LIMITED (FORMERLY KNOWN AS R K SWAMY PRIVATE LIMITED)

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of R K Swamy Limited (Formerly known as R K Swamy Private Limited) ("the Company"), for the quarter ended 30 June, 2024 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").
2. 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 read with relevant rules issued thereunder 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 (ICAI). 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 and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards 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 significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. As stated in Note 2 to the Statement, we have not performed a review or audit of the figures relating to the quarter ended 30 June, 2023 included in the financial results of the Company.

Our opinion/ conclusion on the statement is not modified in respect of this matter.

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No.008072S)



A handwritten signature in blue ink, appearing to read "Ketan Vora".

Ketan Vora
Partner
(Membership No.100459)
(UDIN: 24100459BKFAWV1752)

Place: Mumbai
Date: 08 August, 2024