

9th February, 2023BSE Limited
P. J Towers,
Dalal Street
Mumbai- 400 001National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1, Block G,
Bandra-Kurla Complex, Bandra (East)
Mumbai- 400 051**Scrip Code: 542685****Trading Symbol: DGCONTENT****Subject: Outcome of the Board Meeting held on 9th February, 2023**

Dear Sirs,

This is to inform you that the Board of Directors of the Company at its meeting held today, i.e. 9th February, 2023, (which commenced at 12 : 36 P.M. and concluded at 12 : 58 P.M.) has, *inter-alia*, transacted the following business:

1. Approved and taken on record the Un-audited (Standalone and Consolidated) Financial Results (UFRs) of the Company for the quarter and nine months period ended on 31st December, 2022, pursuant to Regulation 33 of SEBI LODR; (*enclosed herewith*)
2. Taken on record the Limited Review Report of B S R and Associates, Chartered Accountants (Statutory Auditors) on the above UFRs. (*enclosed herewith*)

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

You are requested to take the same 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

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

Limited Review Report on unaudited consolidated financial results of Digicontent Limited for the quarter ended 31 December 2022 and year to date results for the period from 01 April 2022 to 31 December 2022 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 31 December 2022 and year to date results for the period from 01 April 2022 to 31 December 2022 (“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

a. Digicontent Limited

Subsidiary

b. HT Digital Streams Limited (HTDSL)

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

5. 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 Digitally signed
by DAVID
JULIAN JULIAN JONES
Date:
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David Jones

Partner

Gurugram

09 February 2023

Membership No.: 098113

UDIN:23098113BGYZVI2123



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 Consolidated Financial Results for the quarter and nine months ended December 31, 2022

Statement of Un-audited Consolidated Financial Results for the quarter and nine months ended December 31, 2022

		(INR in Lakhs except earnings per share data)					
		Quarter Ended			Nine Months ended		Year ended
S.No.	Particulars	31.12.2022 Un-audited	30.09.2022 Un-audited	31.12.2021 Un-audited	31.12.2022 Un-audited	31.12.2021 Un-audited	31.03.2022 Audited
1	Income						
	a) Revenue from Operations	9,230	8,637	8,669	25,790	23,709	32,413
	b) Other Income (refer note 8)	88	108	268	362	604	886
	Total Income	9,318	8,745	8,937	26,152	24,313	33,299
2	Expenses						
	a) Employee benefits expense	4,608	4,564	3,169	13,470	9,978	13,819
	b) Finance costs	430	385	265	1,108	899	1,185
	c) Depreciation and amortisation expense	451	432	418	1,278	1,227	1,638
	d) Other expenses	3,688	3,850	3,460	11,379	9,205	13,298
	Total Expenses	9,177	9,231	7,312	27,235	21,309	29,940
3	Profit/(Loss) before exceptional items and tax (1-2)	141	(486)	1,625	(1,083)	3,004	3,359
3a	Earnings before finance costs, tax, depreciation and amortisation expenses (EBITDA) (3+2b+2c) and exceptional items	1,022	331	2,308	1,303	5,130	6,182
4	Exceptional Items	-	-	-			-
5	Profit/(Loss) before Tax (3+4)	141	(486)	1,625	(1,083)	3,004	3,359
6	Tax Expense (refer note 7)						
	a) Current tax charge/(credit)	115	(42)	151	(27)	305	276
	b) Deferred tax charge*	-	11	360	15	769	978
	Total tax expense/(credit)	115	(31)	511	(12)	1,074	1,254
7	Profit/(Loss) after tax (5-6)	26	(455)	1,114	(1,071)	1,930	2,105
8	Other Comprehensive Income (net of tax)						
	a) Items that will not be reclassified to profit/ (loss)	41	132	23	126	70	(190)
	Total Other Comprehensive Income/(Loss)	41	132	23	126	70	(190)
9	Total Comprehensive Income/(Loss) (7+8)	67	(323)	1,137	(945)	2,000	1,915
10	Paid-up Equity Share Capital (Face value - INR 2/- per share)	1,164	1,164	1,164	1,164	1,164	1,164
11	Other Equity excluding Revaluation Reserves as per the balance sheet						(605)
12	Earnings/ (Loss) per share						
	(of INR 2/- each)	(not annualised)	(not annualised)	(not annualised)	(not annualised)	(not annualised)	
	Basic & Diluted	0.04	(0.78)	1.91	(1.84)	3.32	3.62

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

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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 and nine months ended December 31, 2022 were reviewed and recommended by the Audit Committee and were approved by the Board of Directors at their respective meetings held on February 9, 2023. 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 and nine months ended December 31, 2022 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 and nine months ended December 31, 2022 are as under:

Particulars	Quarter Ended			Nine Months ended		(INR in Lakhs)
	31.12.2022	30.09.2022	31.12.2021	31.12.2022	31.12.2021	Year Ended
	Un-audited	Un-audited	Un-audited	Un-audited	Un-audited	Audited
Revenue from Operations	40	42	39	121	95	134
(Loss) Before Tax	(343)	(353)	(339)	(1,048)	(1,145)	(1,463)
(Loss) After Tax	(343)	(353)	(339)	(1,048)	(1,145)	(1,463)
Total Comprehensive (Loss)	(341)	(351)	(339)	(1,046)	(1,143)	(1,464)

- 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 Tax expense for the quarter and nine months ended December 31, 2022 includes current tax credit of INR 5.52 Lakhs and deferred tax charge of INR 7.65 lakhs arising from finalisation of return for the previous year.
- 8 Other income for nine months ended December 31, 2022 includes INR 34.49 Lakhs arising from fair value movement in respect of investments classified at "Fair value through profit and loss (FVTPL)".
- 9 The Group has incurred losses for nine months ended December 31, 2022 which has resulted in erosion of its net worth as at December 31, 2022. Basis business projections, the Group believes that it will generate sufficient profits in the foreseeable future to make net worth positive. In view of the above, use of going concern assumption has been considered appropriate in preparation of these consolidated financial results.

For and on behalf of the Board of Directors



Praveen Someshwar
Director

New Delhi
February 9, 2023



B S R and Associates

Chartered Accountants

Building No.10,12th Floor, Tower-C,
DLF Cyber City, Phase-II,
Gurugram – 122 002, India

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

Limited Review Report on unaudited standalone financial results of Digicontent Limited for the quarter ended 31 December 2022 and year to date results for the period from 01 April 2022 to 31 December 2022 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 31 December 2022 and year to date results for the period from 01 April 2022 to 31 December 2022 ("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. 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 contains any material misstatement.

For **B S R and Associates**

Chartered Accountants

Firm's Registration No.:128901W

DAVID
JULIAN
JONES

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by DAVID JULIAN
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David Jones

Partner

Gurugram

09 February 2023

Membership No.: 098113

UDIN:23098113BGYZVH8138

Principal Office:

14th Floor, Central B Wing and North C Wing, Nesco IT Park 4, Nesco Center,
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Digicontent Limited
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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 Standalone Financial Results for the quarter and nine months ended December 31, 2022

Statement of Un-audited Standalone Financial Results for the quarter and nine months ended December 31, 2022

(INR in Lakhs except earnings per share data)

S.No.	Particulars	Quarter Ended			Nine Months ended		Year ended
		31.12.2022 Un-audited	30.09.2022 Un-audited	31.12.2021 Un-audited	31.12.2022 Un-audited	31.12.2021 Un-audited	31.03.2022 Audited
1	Income						
	a) Revenue from Operations	40	42	39	121	95	134
	b) Other Income	21	22	16	64	76	109
	Total Income	61	64	55	185	171	243
2	Expenses						
	a) Employee benefits expense	47	58	35	158	139	186
	b) Finance costs	272	290	259	846	857	1,137
	c) Depreciation and amortisation expense*	-	1	-	1	3	4
	d) Other expenses	85	68	100	228	317	379
	Total Expenses	404	417	394	1,233	1,316	1,706
3	(Loss) before exceptional items and tax (1-2)	(343)	(353)	(339)	(1,048)	(1,145)	(1,463)
3a	(Loss) before finance costs, tax, depreciation and amortisation expenses (EBITDA) (3+2b+2c) and exceptional items	(71)	(62)	(80)	(201)	(285)	(322)
4	Exceptional Items	-	-	-	-	-	-
5	(Loss) before tax (3+4)	(343)	(353)	(339)	(1,048)	(1,145)	(1,463)
6	Tax Expense						
	a) Current tax	-	-	-	-	-	-
	b) Deferred tax	-	-	-	-	-	-
	Total tax expense	-	-	-	-	-	-
7	(Loss) after tax (5-6)	(343)	(353)	(339)	(1,048)	(1,145)	(1,463)
8	Other Comprehensive Income (net of tax)						
	a) Items that will not be reclassified to profit/ (loss)	2	2	-	2	2	(1)
	Total Other Comprehensive Income/(Loss)	2	2	-	2	2	(1)
9	Total Comprehensive (Loss) (7+8)	(341)	(351)	(339)	(1,046)	(1,143)	(1,464)
10	Paid-up Equity Share Capital (Face value - INR 2/- per share)	1,164	1,164	1,164	1,164	1,164	1,164
11	Other Equity excluding Revaluation Reserves as per the balance sheet						5,962
12	(Loss) per share						
	(of INR 2/- each)	(not annualised)	(not annualised)	(not annualised)	(not annualised)	(not annualised)	
	Basic & Diluted	(0.59)	(0.61)	(0.58)	(1.80)	(1.97)	(2.51)

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

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Notes :

- 1 The above un-audited standalone financial results for the quarter and nine months ended December 31, 2022 were reviewed and recommended by the Audit Committee and approved by the Board of Directors at their respective meetings held on February 9, 2023. 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.
- 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 During the quarter ended December 31, 2022, HT Digital Streams Limited (HTDSL), a wholly owned subsidiary of the Company, has carried out buy back of its 23.05 lacs fully paid up equity shares of INR 10 each held by the Company (representing 12.92% of total equity share capital of HTDSL), at a price of INR 86.75 per equity share. Impact of the buy-back has been considered in Company's standalone financial results. The aforesaid buy-back will not entail any change in the shareholding pattern of HTDSL, as it continues to be a wholly-owned subsidiary of the Company.

New Delhi

February 9, 2023

For and on behalf of the Board of Directors



Praveen Someshwar

Director

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