
Walker ChandioK & Co LLP

16th Floor, Tower III,
One International Center,
S B Marg, Prabhadevi (W),
Mumbai - 400013
Maharashtra, India
T +91 22 6626 2600

Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Black Box Limited

1. We have reviewed the accompanying statement of standalone unaudited financial results (the 'Statement') of **Black Box Limited** (the 'Company') for the quarter ended **30 June 2024**, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').
2. The 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 Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under section 133 of the Companies Act, 2013 (the 'Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of 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 the Standards on Auditing specified under section 143(10) of the Act, 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.

Black Box Limited

Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

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 Ind AS 34, prescribed under section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We draw attention to note 4 to the accompanying Statement, which describes the delay in remittance of import payments and repatriation of proceeds of export of goods and services and settlement of advance, outstanding as at 30 June 2024 beyond the timelines stipulated under the Foreign Exchange Management Act, 1999, as amended from time to time. The management has filed necessary applications with the appropriate authority for extension of time period and condonation of such delays. The management is of the view that the fines/penalties, if any, that may be levied, are currently unascertainable but not expected to be material and accordingly, no adjustments have been made to the accompanying Statement in respect of aforesaid delays. Our conclusion is not modified in respect of this matter.

For **Walker Chandio & Co LLP**
Chartered Accountants
Firm Registration No: 001076N/N500013

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Bharat Shetty
Partner
Membership No. 106815

UDIN: 24106815BKFNKA7702

Place: Mumbai
Date: 13 August 2024

Black Box Limited

Registered Office :- 501, 5th Floor, Building No.9, Airoli Knowledge Park, MIDC Industrial Area,
Airoli, Navi Mumbai - 400708

STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30 JUNE 2024

(Rs. in Crores, unless otherwise stated)

Sr. No.	Particulars	Quarter ended			Year ended
		Unaudited			Audited
		30/06/2024	31/03/2024 (Refer note 2)	30/06/2023	31/03/2024
1	Income				
	(a) Revenue from operations	84.18	103.69	84.28	386.65
	(b) Other income	0.94	0.64	0.74	13.11
	Total income	85.12	104.33	85.02	399.76
2	Expenses				
	(a) Purchase of stock-in-trade	35.81	32.20	39.41	165.65
	(b) Changes in inventories of stock-in-trade	1.47	(3.60)	(1.46)	(2.09)
	(c) Service charges	28.64	49.02	25.22	128.97
	(d) Employee benefits expense (net)	12.26	14.66	13.82	56.83
	(e) Finance costs	1.19	1.32	1.77	6.68
	(f) Depreciation and amortisation expense	2.08	2.12	1.73	7.91
	(g) Other expenses	6.30	18.98	5.27	37.79
	Total expenses	87.75	114.70	85.76	401.74
3	Loss before impact of foreign currency transactions and translations and tax (1-2)	(2.63)	(10.37)	(0.74)	(1.98)
4	Gain on foreign currency transactions and translations (net)	-	0.35	0.28	0.87
5	Net loss before tax (3+4)	(2.63)	(10.02)	(0.46)	(1.11)
6	Tax expense / (credit)				
	- Current tax	-	-	-	-
	- Deferred tax	(0.05)	0.14	0.04	0.10
	- Tax adjustment relating to earlier years	-	4.08	-	13.77
	Total tax (credit)/ expense	(0.05)	4.22	0.04	13.87
7	Net loss for the period / year (5-6)	(2.58)	(14.24)	(0.50)	(14.98)
8	Other Comprehensive Income - gain / (loss)				
	Items that will not be reclassified subsequently to profit or loss (net of taxes)	0.15	(0.44)	(0.11)	(0.31)
9	Total Comprehensive Income for the period / year (net of taxes) - loss (7+8)	(2.43)	(14.68)	(0.61)	(15.29)
10	Paid-up equity share capital (face value of Rs. 2 each) (refer note 6)	33.62	33.61	33.58	33.61
11	Other equity				280.85
12	Loss per share of Rs. 2 each:				
	Basic (in Rs.)	(0.15)*	(0.85)*	(0.03)*	(0.89)
	Diluted (in Rs.)	(0.15)*#	(0.85)*#	(0.03)*#	(0.89)#

* Not annualised

The effect of 366,000, 415,500 and 536,480 potential equity shares outstanding as at 30 June 2024, 31 March 2024 and 30 June 2023 respectively, is anti-dilutive and thus these shares are not considered in determining diluted loss per share.

Notes:

- 1) These standalone unaudited financial results (the 'Statement') have 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 (the 'Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).
- 2) Figures for the quarter ended 31 March 2024 are the balancing figures between the audited figures in respect of the full financial year ended 31 March 2024 and the unaudited published year to date figures up to 31 December 2023 which were subjected to a limited review by the statutory auditors.
- 3) The Statement has been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 13 August 2024. The statutory auditors have carried out a limited review of this Statement.
- 4) The outstanding balance of trade payables, other current liabilities, trade receivables and other financial assets as at 30 June 2024 includes amount payable and advances received aggregating to Rs. 3.18 Crores and Rs. 0.31 Crores, respectively and amount receivable aggregating to Rs. 2.06 Crores and Rs. 12.11 Crores, respectively, to/from the companies situated outside India. These balances are pending for settlement and have resulted in delay in remittance/ collection beyond the timeline stipulated under the Foreign Exchange Management Act, 1999. The Company has filed necessary application with AD Category – I bank ('AD Bank') for extension of time limit on payables aggregating to Rs. 3.01 Crores prior to 30 June 2024 and on payables aggregating to Rs. 0.02 Crores subsequent to 30 June 2024. For the payables and advances amounting to Rs. 0.15 Crores and Rs. 0.31 Crores, respectively where extension has not been filed, management of the Company is planning to approach AD Bank or RBI with write off request. Similarly, the Company has filed application with AD Bank for extension of time limit for the aforementioned receivables aggregating to Rs. 12.40 Crores prior to 30 June 2024 and on receivables aggregating to Rs. 1.77 Crores subsequent to 30 June 2024. For all the relevant cases, approval is pending from AD Bank.

Pending conclusion of the aforesaid matter, the amount of penalty, if any, that may be levied, is not ascertainable but not expected to be material and accordingly, the Statement does not include any adjustments that may arise due to such delays.

- 5) In accordance with Ind AS 108 - "Operating Segments", the Company has opted to present segment information along with the unaudited consolidated financial results of the group.
- 6) The paid-up share capital of the Company stands increased from Rs. 33.61 Crores (168,025,590 equity shares of Rs. 2 each) to Rs.33.62 Crores (168,075,090 equity shares of Rs. 2 each) on issue and allotment of 49,500 equity shares of Rs. 2 each pursuant to ESOP Scheme, 2015 during the quarter ended 30 June 2024.
- 7) The Board of Directors in their meeting held on 02 August 2024, have considered and approved the issue of upto 9,832,123 convertible warrants, in one or more tranches, on preferential basis at a price of Rs. 417 per warrant with a right to the warrant holders to apply for and be allotted one equity share of the face value Rs. 2 each at a premium of Rs. 415 per share, for each warrant within a period of eighteen months from the date of allotment of the warrants, aggregating to Rs. 410 Crores to proposed allottees, i.e. Essar Telecom Limited, the Holding Company and other non-promoters.

The Company has decided to hold Extraordinary General Meeting on 29 August 2024 for seeking approval of the shareholders of the Company for proposed issue of warrants on preferential basis.

- 8) In the board meeting held on 11 November 2022, the Board of Directors of the Company had approved setting off of accumulated losses under retained earnings with credit balance in securities premium account and capital reserve account (the 'Scheme of reduction of share capital'). The Company had received requisite approval from National Stock Exchange of India Limited and BSE Limited (collectively referred to as 'stock exchanges') vide their letters dated 15 June 2023 and approval from members of the Company by way of special resolution in Extra Ordinary General meeting held on 25 July 2023. The Company had filed application with National Company Law Tribunal ('NCLT') on 29 September 2023 for its approval. Pursuant to NCLT's hearing order issued in December 2023, the Company has served notices to all the creditors of the Company and to statutory authorities seeking their representations, if any.

NCLT has approved the Scheme of reduction of share capital on 21 June 2024. Consequently, Company has reduced the credit balance in securities premium and capital reserve by Rs. 85.31 Crores and Rs. 22.64 Crores respectively. This reduction is effected by writing off debit balance in retained earnings (i.e. accumulated losses) amounting to Rs. 107.95 Crores.

- 9) Previous period / year figures have been re-grouped, reclassified and rearranged, wherever necessary, to conform to current period's presentation, which are not considered material to this Statement.

Place : Dallas, Texas, United States of America
Date : 13 August 2024
CIN : L32200MH1986PLC040652

FOR AND ON BEHALF OF THE BOARD

**SANJEEV
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**SANJEEV VERMA
WHOLE-TIME DIRECTOR
DIN: 06871685**

Walker ChandioK & Co LLP

16th Floor, Tower III,
One International Center,
S B Marg, Prabhadevi (W),
Mumbai - 400013
Maharashtra, India
T +91 22 6626 2600

Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Black Box Limited

1. We have reviewed the accompanying statement of consolidated unaudited financial results (the 'Statement') of **Black Box Limited** (the 'Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as the 'Group') and its associate (refer Annexure 1 for the list of subsidiaries and associate included in the Statement) for the quarter ended 30 June 2024, being submitted by the Holding Company 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 Holding Company's management and approved by the Holding Company'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 (the 'Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.

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Black Box Limited

Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

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 the Standards on Auditing specified under section 143(10) of the Act, 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 SEBI Circular CIR/CFD/CMD1/44/2019 dated 29 March 2019 issued by the SEBI under Regulation 33(8) of the Listing Regulations, to the extent applicable.

4. Based on our review conducted and procedures performed as stated in paragraph 3 above and upon consideration of the review reports of the other auditors 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 Ind AS 34, prescribed under section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We draw attention to note 6 to the accompanying Statement, which describes the delay in remittance of import payments and repatriation of proceeds of export of goods and services and settlement of advances, by the Holding Company and its subsidiary companies incorporated in India, outstanding as at 30 June 2024 beyond the timelines stipulated under the Foreign Exchange Management Act, 1999, as amended from time to time. The respective management of companies, as aforesaid, have filed necessary applications with the appropriate authority for extension of time period and condonation of such delays. The management is of the view that the fines/ penalties, if any, that may be levied, are currently unascertainable but not expected to be material and accordingly, no adjustments have been made to the accompanying Statement in respect of aforesaid delays. Our conclusion is not modified in respect of this matter.
6. We did not review the interim financial results of one subsidiary included in the Statement, whose financial results reflect total revenues of Rs. 26.84 Crores, total net profit after tax of Rs. 12.47 Crores and total comprehensive income of Rs. 12.42 Crores, for the quarter ended on 30 June 2024, as considered in the Statement. The Statement also includes the Group's share of net profit after tax of Rs. 0.38 Crores and total comprehensive income of Rs. 0.38 Crores, for the quarter ended on 30 June 2024, as considered in the Statement, in respect of one associate, whose interim financial information has not been reviewed by us. The interim financial results/information have been reviewed by other auditors whose review reports have been furnished to us by the management of the Holding Company, and our conclusion in so far as it relates to the amounts and disclosures included in respect of such subsidiary and associate is based

Black Box Limited

Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

solely on the review reports of such other auditors and the procedures performed by us as stated in paragraph 3 above.

Further, such subsidiary and associate are located outside India, whose interim financial results/ information have been prepared in accordance with accounting principles generally accepted in their respective country and which have been reviewed by other auditors under International Standards on Review Engagements applicable in their respective country. The Holding Company's management has converted the interim financial results/ information of such subsidiary and associate from accounting principles generally accepted in their respective country to accounting principles generally accepted in India. We have reviewed these conversion adjustments made by the Holding Company's management. Our conclusion, in so far as it relates to the balances and affairs of such subsidiary and associate is based on the review reports of other auditors and the conversion adjustments prepared by the management of the Holding Company and reviewed by us.

Our conclusion is not modified in respect of this matter with respect to our reliance on the work done by and the report of the other auditors.

For **Walker Chandiook & Co LLP**
Chartered Accountants
Firm Registration No: 001076N/N500013

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Bharat Shetty
Partner
Membership No. 106815

UDIN: 24106815BKFNB7506

Place: Mumbai
Date: 13 August 2024

Black Box Limited

Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

Annexure 1

List of entities included in the Statement (in addition to the Holding Company)

Subsidiary companies

1. Black Box Technologies Pte Ltd.
2. AGC Networks Philippines, Inc.
3. AGC Networks & Cyber Solutions Limited
4. AGC Networks LLC, Dubai
5. AGC Networks LLC, Abu Dhabi
6. AGCN Solutions Pte. Limited
7. BBX Main Inc.
8. AGC Networks LLC, USA
9. Black Box Corporation
10. ACS Dataline, LP
11. ACS Investors, LLC
12. BB Technologies, LLC (formerly known as BB Technologies, Inc.)
13. BBOX Holdings Mexico LLC
14. BBOX Holdings Puebla LLC
15. Black Box A/S
16. Black Box Canada Corporation
17. Black Box Chile S.A.
18. Black Box Comunicaciones, S.A.
19. Black Box Corporation of Pennsylvania
20. Black Box de Mexico, S. de R.L. de C.V.
21. Black Box Deutschland GmbH
22. Black Box do Brasil Industria e Comercio Ltda.
23. Black Box E-Commerce (Shanghai) Co., Ltd.
24. Black Box Finland OY
25. Black Box France
26. Black Box GmbH
27. Black Box Holdings Ltd.
28. Black Box International B.V.
29. Black Box International Holdings B.V.
30. Black Box Network Services (Dublin) Limited
31. Black Box Network Services (UK) Limited
32. Black Box Network Services AB
33. Black Box Network Services AG
34. Black Box Network Services Australia Pty Ltd
35. Black Box Network Services Co., Ltd.
36. Black Box Network Services Corporation
37. Black Box Network Services, Inc. – Government Solutions
38. Black Box Network Services India Private Limited
39. Black Box Network Services Korea Limited
40. Black Box Network Services New Zealand Limited
41. Black Box Technologies New Zealand Limited

Black Box Limited

Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

Annexure 1 (Contd.)

42. Black Box Network Services NV
43. Black Box Network Services S.r.l.
44. Black Box Network Services SDN. BHD.
45. Black Box Network Services Singapore Pte Ltd
46. Black Box Norge AS
47. Black Box P.R. Corp.
48. Black Box Services LLC (formerly known as Black Box Services Company)
49. Black Box Software Development Services Limited
50. Delaney Telecom, Inc.
51. Norstan Canada, Ltd. / Norstan Canada, Ltée
52. Norstan Communications, Inc.
53. Black Box Network Services Philippines, Inc.
54. Black Box Technologies Australia Pty Limited
55. COPC Holdings Inc.
56. COPC Inc.
57. COPC International Inc.
58. COPC Asia Pacific Inc.
59. COPC International Holdings LLC
60. COPC India Private Limited
61. COPC Consultants (Beijing) Co. Limited
62. Black Box Technologies LLC, Abu Dhabi (formerly known as Fuji Soft Technology LLC)
63. Fujisoft Security Solutions LLC
64. BBX Inc.
65. Black Box Network Services Hong Kong Limited
66. Black Box Technologies LLC, Dubai
67. Servicios Black Box S.A. de C.V.
68. Black Box Technologies Group B.V.
69. Black Box Bangladesh Technologies Private Limited
70. Black Box Costa Rica S.R.L
71. Black Box Network Services Colombia S.A.S.
72. Dragonfly Technologies Pty Ltd
73. Cybalt LLC (formerly known as Cybalt Inc.)
74. Black Box Products FZE
75. Global Speech Networks Pty Limited (w.e.f. 16 June 2023)
76. Global Speech Networks Limited (w.e.f. 16 June 2023)

Associate

1. Black Box DMCC

Black Box Limited

Registered Office :- 501, 5th Floor, Building No.9, Airoli Knowledge Park, MIDC Industrial Area,
Airoli, Navi Mumbai - 400708

STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30 JUNE 2024

(Rs. in Crores, unless otherwise stated)

Sr. No.	Particulars	Quarter ended			Year ended
		Unaudited			Audited
		30/06/2024	31/03/2024 (Refer note 2)	30/06/2023	31/03/2024
1	Income				
	(a) Revenue from operations	1,423.38	1,480.35	1,571.41	6,281.58
	(b) Other income	1.05	0.78	0.77	19.17
	Total income	1,424.43	1,481.13	1,572.18	6,300.75
2	Expenses				
	(a) Cost of materials and components consumed	0.67	(0.28)	1.64	1.66
	(b) Purchase of stock-in-trade	338.61	282.89	463.33	1,682.10
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	5.94	32.65	24.70	115.50
	(d) Service charges	227.88	287.72	288.01	1,130.31
	(e) Employee benefits expense	603.55	634.80	601.66	2,500.81
	(f) Finance costs	33.94	40.50	33.42	141.25
	(g) Depreciation and amortisation expense	26.29	29.41	27.72	114.34
	(h) Other expenses	128.04	117.38	104.86	425.00
	Total expenses	1,364.92	1,425.07	1,545.34	6,110.97
3	Profit before impact of foreign currency transactions and translations, share of net profit / (loss) of investment accounted for using the equity method, exceptional items and tax (1-2)	59.51	56.06	26.84	189.78
4	Share of net profit / (loss) of associate accounted for using the equity method	0.38	0.38	(0.06)	1.67
5	(Loss) / gain on foreign currency transactions and translations (net)	(4.38)	(0.58)	4.68	4.60
6	Profit before exceptional items and tax (3+4+5)	55.51	55.86	31.46	196.05
7	Exceptional items - expenses (refer note 4)	(15.25)	(8.97)	(7.06)	(39.66)
8	Net profit before tax (6+7)	40.26	46.89	24.40	156.39
9	Tax expense / (credit)				
	- Current tax	1.84	3.22	1.59	9.11
	- Deferred tax charge / (credit)	1.33	(1.38)	(1.23)	(4.33)
	- Tax adjustment relating to earlier periods / year	-	4.15	0.10	13.94
	Total tax expense	3.17	5.99	0.46	18.72
10	Net profit for the period / year (8-9)	37.09	40.90	23.94	137.67
11	Other Comprehensive Income - gain / (loss)				
	Items that will not be reclassified subsequently to profit or loss (net of taxes)	0.15	13.12	(0.11)	13.25
	Items that will be reclassified subsequently to profit or loss (net of taxes)	26.90	18.88	10.28	33.43
	Total Other Comprehensive Income - gain (net of taxes)	27.05	32.00	10.17	46.68
12	Total Comprehensive Income for the period/ year (net of taxes) - gain (10+11)	64.14	72.90	34.11	184.35
13	Paid-up equity share capital (face value of Rs. 2 each) (refer note 7)	33.62	33.61	33.58	33.61
14	Other equity				447.31
15	Earnings per share of Rs. 2 each before exceptional items:				
	Basic (in Rs.)	3.11*	2.97*	1.85*	10.56
	Diluted (in Rs.)	3.11*	2.96*	1.84*	10.54
	Earnings per share of Rs. 2 each after exceptional items:				
	Basic (in Rs.)	2.21*	2.44*	1.43*	8.20
	Diluted (in Rs.)	2.20*	2.43*	1.42*	8.18

* Not annualised

Note:

Tax impact on exceptional items has not been considered for the purpose of reporting earnings per share.

Notes:

- 1) These consolidated unaudited financial results (the 'Statement') have 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 (the 'Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).
- 2) Figures for the quarter ended 31 March 2024 are the balancing figures between the audited figures in respect of the full financial year ended 31 March 2024 and the unaudited published year to date figures up to 31 December 2023 which were subjected to a limited review by the statutory auditors.
- 3) The Statement has been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 13 August 2024. The statutory auditors have carried out a limited review of this Statement.

4) Exceptional items (expense):

Particulars	Quarter ended			(Rs. in Crores)
	Unaudited			Year ended
	30/06/2024	31/03/2024 (Refer note 2)	30/06/2023	31/03/2024
Provision of severance expenses [refer note (a)]	12.33	4.69	2.33	21.03
Acquisition cost [refer note (b)]	-	1.73	1.06	6.00
Foreclosure of leases [refer note (c)]	2.92	2.55	3.67	12.63
	15.25	8.97	7.06	39.66

- (a) Represents severance cost of BBX Inc. ('BBX') towards rationalisation of manpower to enhance operational efficiencies.
 - (b) Represents acquisition related cost of BBX which includes valuation fees, advisory fees, legal and professional fees and consulting fees.
 - (c) Represents early closure of leases related to BBX.
- 5) The Statement is also prepared in accordance with the requirements of Ind AS 110 – "Consolidated Financial Statements" and Ind AS 28 – "Investments in Associates and Joint Ventures" specified under section 133 of the Act.
 - 6) The outstanding balance (before eliminating inter-company balances) of trade payables, other current liabilities, trade receivables, other financial assets and other current assets as at 30 June 2024 includes amount payable and advances received aggregating to Rs. 25.43 Crores and Rs. 0.31 Crores, respectively, and amount receivable and advances paid aggregating to Rs. 9.88 Crores, Rs. 12.11 Crores and Rs. 0.18 Crores, respectively, to/ from the companies situated outside India. These balances are pending for settlement and have resulted in delay in remittance/ collection beyond the timeline stipulated under the Foreign Exchange Management Act, 1999. The Holding Company and its subsidiary companies, incorporated in India, have filed necessary application with AD Category – I bank ('AD Bank') for extension of time limit on payables aggregating to Rs. 17.33 Crores prior to 30 June 2024 and on payables aggregating to Rs. 2.22 Crores subsequent to 30 June 2024. Similarly, the Holding Company and its subsidiary companies, incorporated in India, have filed application with AD Bank for extension of time limit for the aforementioned receivables aggregating to Rs. 18.98 Crores prior to 30 June 2024 and on receivables aggregating to Rs. 2.88 Crores subsequent to 30 June 2024. For all these relevant cases, approval is pending from AD Bank. Further, for the remaining payables/ advances and receivables/ advances amounting to Rs. 6.19 Crores and Rs. 0.31 Crores, respectively, where extension has not been filed, management is planning to approach AD Bank or RBI with write off request.
- Pending conclusion of the aforesaid matter, the amount of penalty, if any, that may be levied, is not ascertainable but not expected to be material and accordingly, the Statement does not include any adjustments that may arise due to such delays.

- 7) The paid-up share capital of the Holding Company stands increased from Rs. 33.61 Crores (168,025,590 equity shares of Rs. 2 each) to Rs.33.62 Crores (168,075,090 equity shares of Rs. 2 each) on issue and allotment of 49,500 equity shares of Rs. 2 each pursuant to ESOP Scheme, 2015 during the quarter ended 30 June 2024.
- 8) The Board of Directors of the Holding Company in their meeting held on 02 August 2024, have considered and approved the issue of upto 9,832,123 convertible warrants, in one or more tranches, on preferential basis at a price of Rs. 417 per warrant with a right to the warrant holders to apply for and be allotted one equity share of the face value Rs. 2 each at a premium of Rs. 415 per share, for each warrant within a period of eighteen months from the date of allotment of the warrants, aggregating to Rs. 410 Crores to proposed allottees, i.e. Essar Telecom Limited, the Holding Company and other non-promoters.

The Holding Company has decided to hold Extraordinary General Meeting on 29 August 2024 for seeking approval of the shareholders of the Holding Company for proposed issue of warrants on preferential basis.

- 9) In the board meeting held on 11 November 2022, the Board of Directors of the Holding Company had approved setting off of accumulated losses under retained earnings with credit balance in securities premium account and capital reserve account (the 'Scheme of reduction of share capital'). The Holding Company had received requisite approval from National Stock Exchange of India Limited and BSE Limited (collectively referred to as "stock exchanges") vide their letters dated 15 June 2023 and approval from members of the Holding Company by way of special resolution in Extra Ordinary General meeting held on 25 July 2023. The Holding Company had filed application with National Company Law Tribunal (NCLT) on 29 September 2023 for its approval. Pursuant to NCLT's hearing order issued in December 2023, the Holding Company has served notices to all the creditors of the Holding Company and to statutory authorities seeking their representations, if any. NCLT has approved the Scheme of reduction of share capital on 21 June 2024. Consequently, Holding Company has reduced the credit balance in securities premium and capital reserve by Rs. 85.31 Crores and Rs. 22.64 Crores respectively. This reduction is effected by writing off debit balance in retained earnings (i.e. accumulated losses) amounting to Rs. 107.95 Crores.

The shareholder of Black Box Technologies Pte. Ltd, wholly owned subsidiary of the Holding Company vide Sole Member's Resolution in Writing dated 27 March 2023, had approved setting off of accumulated losses under retained earnings with share capital which was subject to approval of Accounting & Corporate Regulatory Authority, Singapore ('ACRA'). ACRA had approved the scheme on 16 May 2023.

- 10) Black Box Technologies Australia Pty Ltd, step-down subsidiary of the Holding Company, had entered into a share purchase agreement dated 17 May 2023 to acquire 100% equity stake of Global Speech Networks Pty Ltd, incorporated in Australia, and its wholly owned subsidiary, Global Speech Networks Limited, incorporated in New Zealand for a total consideration (pre-adjustment) of AUD 2.50 million (equivalent to Rs. 13.72 Crores). The acquisition was completed on 16 June 2023 at a purchase consideration (post-adjustment) of AUD 0.55 million (equivalent to Rs. 3.00 Crores).

All the identified assets and liabilities are recorded at acquisition-date fair values.

- 11) Previous period / year figures have been re-grouped, reclassified and rearranged, wherever necessary, to conform to current period's presentation, which are not considered material to this Statement.

FOR AND ON BEHALF OF THE BOARD

SANJEEV
SHEKHAR VERMA

Digitally signed by SANJEEV
SHEKHAR VERMA
Date: 2024.08.13 23:02:52 +05'30'

Place : Dallas, Texas, United States of America
Date : 13 August 2024
CIN : L32200MH1986PLC040652

SANJEEV VERMA
WHOLE-TIME DIRECTOR
DIN: 06871685

Black Box Limited

Registered Office :- 501, 5th Floor, Building No.9, Airoli Knowledge Park, MIDC Industrial Area,
Airoli, Navi Mumbai - 400708

STATEMENT OF CONSOLIDATED UNAUDITED SEGMENT INFORMATION FOR THE QUARTER ENDED 30 JUNE 2024

Segment information

Particulars	(Rs. in Crores)			
	Quarter ended			Year ended
	Unaudited			Audited
	30/06/2024	31/03/2024 (Refer note 2)	30/06/2023	31/03/2024
Segment revenue				
System integration	1,220.83	1,268.30	1,371.52	5,417.56
Technology product solutions	177.23	179.79	177.21	758.41
Others	25.32	32.26	22.68	105.61
Revenue from operations	1,423.38	1,480.35	1,571.41	6,281.58
Segment results				
System integration	99.81	115.98	63.20	348.60
Technology product solutions	(5.70)	(27.28)	(1.15)	(45.26)
Others	(1.71)	7.08	(2.56)	8.52
Total of segment results	92.40	95.78	59.49	311.86
Other income	1.05	0.78	0.77	19.17
Finance costs	33.94	40.50	33.42	141.25
Profit before impact of foreign currency transactions and translations, share of net profit / (loss) of investment accounted for using the equity method, exceptional items and tax	59.51	56.06	26.84	189.78
Share of net profit / (loss) of associate accounted for using the equity method	0.38	0.38	(0.06)	1.67
(Loss) / gain on foreign currency transactions and translations (net)	(4.38)	(0.58)	4.68	4.60
Profit before exceptional items and tax	55.51	55.86	31.46	196.05
Exceptional items - expenses (refer note 4)	(15.25)	(8.97)	(7.06)	(39.66)
Net profit before tax	40.26	46.89	24.40	156.39
Tax expense	3.17	5.99	0.46	18.72
Net profit for the period / year	37.09	40.90	23.94	137.67
Depreciation and amortisation expense	26.29	29.41	27.72	114.34

Notes on segment information :

- 1 The Board considers a business activity focused reporting format to be more meaningful from a management forecasting perspective.
- 2 Assets and liabilities used in the Group's business are not identifiable to any of the reportable segments, as these are used interchangeably between segments. The management believes that it is currently not practicable to provide segment disclosures relating to total assets and liabilities since a meaningful segregation of the available data is onerous.