

KHANDELWAL JAIN & CO.

CHARTERED ACCOUNTANTS

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LIMITED REVIEW REPORT

To
The Board of Directors
Media Matrix Worldwide Limited

1. We have reviewed the accompanying statement of unaudited financial results of **Media Matrix Worldwide Limited** ('the company') for the quarter and half year ended September 30, 2014 (the "Statement") except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors at its meeting held on November 12, 2014. Our responsibility is to issue a report on the Statements based on our review.
2. We conducted our review in accordance with the standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Financial Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedure 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.
3. Based on our review conducted as above, nothing has come to our notice that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable Accounting Standards issued under the Companies (Accounting Standard) Rules, 2006 which continue to apply as per Section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014, and and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Khandelwal Jain & Co.
Chartered Accountants
Firm Registration Number- 105049W


(Manish Singhal)
Partner
Membership No. 502570



Place: Gurgaon
Date: November 12, 2014

(Rs. In Lacs)						
Statement of Standalone unaudited Financial Results for second quarter and half year ended 30/9/2014						
Particulars	3 months ended (30/09/2014)	Preceding 3 months ended (30/06/2014)	Corresponding 3 months ended in the previous year (30/09/2013)	Year to date figures for current period ended (30/09/2014)	Year to date figures for previous year ended (30/09/2013)	Financial Year ended (31/3/2014)
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1. Income from Operations						
(a) Net Sales/Income from Operations	70.10	45.25	63.40	115.35	170.86	305.76
(b) Other Operating Income	-	-	-	-	-	-
Total Income from Operations	70.10	45.25	63.40	115.35	170.86	305.76
2. Expenses						
(a) Cost of Materials consumed	-	-	-	-	-	-
(b) Purchase of stock-in-trade	-	-	-	-	50.44	50.44
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-	-	-
(d) Employee benefits expense	17.61	17.20	26.96	34.81	92.46	113.94
(e) Depreciation and amortisation expense	0.58	0.55	0.39	1.13	0.78	1.86
(f) Legal & Professional charges	26.98	23.11	34.85	50.09	49.83	91.40
(g) Rent expenses	9.31	9.32	3.31	18.63	3.61	22.24
(h) Other expenses	22.37	12.38	11.96	34.75	25.37	68.95
(i) Bad debts, advances & Miscellaneous balances written off (net)	-	-	-	-	-	24.45
Total Expenses	76.85	62.56	77.47	139.41	222.49	373.28
3. Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	(6.75)	(17.31)	(14.06)	(24.06)	(51.63)	(67.52)
4. Other Income	16.55	17.15	48.14	33.69	84.66	130.44
5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	9.80	(0.16)	34.08	9.63	33.03	62.92
6. Finance Costs	0.01	0.00	0.80	0.01	1.66	1.67
7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	9.79	(0.16)	33.28	9.62	31.37	61.25
8. Exceptional Items- (Income)/Expenses	0.00	-	-	-	-	-
9. Profit / (Loss) from ordinary activities before tax (7 - 8)	9.79	(0.16)	33.28	9.62	31.37	61.25
10. Tax expense						
- Current tax	6.09	0.83	10.25	6.92	10.54	20.20
- Deferred tax	(0.62)	(2.41)	0.23	(3.04)	(0.69)	(1.21)
11. Net Profit / (Loss) from ordinary activities after tax (9 - 10)	4.32	1.42	22.80	5.74	21.52	42.26
12. Extraordinary items	-	-	-	-	-	-
13. Net Profit / (Loss) for the period (11 - 12)	4.32	1.42	22.80	5.74	21.52	42.26
14. Paid-up equity share capital (Face Value of Re.1/- each)	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42
15. Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year						5,240.35
16. Earning per Share (In Rs.)						
Face Value of Re. 1 each (not annualised)						
(a) Before Extraordinary items - Basic	0.0004	0.0001	0.0020	0.0005	0.0019	0.0042
- Diluted	0.0004	0.0001	0.0020	0.0005	0.0019	0.0042
(b) After Extraordinary items - Basic	0.0004	0.0001	0.0020	0.0005	0.0019	0.0042
- Diluted	0.0004	0.0001	0.0020	0.0005	0.0019	0.0042
Part 2						
A. Particulars of shareholding						
1. Public Shareholding						
- No. of shares	414,982,301	424,643,506	496,976,447	414,982,301	496,976,447	450,776,447
- Percentage of shareholding	36.64%	37.49%	43.87%	36.64%	43.87%	39.79%
2. Promoters and promoter group Shareholding						
a) Pledged/Encumbered						
- Number of shares	Nil	Nil	Nil	Nil	Nil	Nil
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	NA	NA	NA	NA	NA	NA
- Percentage of shares (as a % of the total share capital of the company)	NA	NA	NA	NA	NA	NA
b) Non-encumbered						
- Number of Shares	717,759,918	708,098,713	635,765,772	717,759,918	635,765,772	681,965,772
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100%	100%	100%	100%	100%	100%
- Percentage of shares (as a % of the total share capital of the company)	63.36%	62.51%	56.13%	63.36%	56.13%	60.21%
B. Investor complaints						
Pending at the beginning of the quarter	NIL					
Received during the quarter	NIL					
Disposed off during the quarter	NIL					
Remaining unresolved at the end of the Quarter	NIL					

Notes:
The above results were reviewed by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on November 12, 2014. The Statutory Auditors have carried out the Limited Review of the same.

The Company has come out with issue of 90,77,85,000 equity shares with a face value of Re.1/- each at a premium of Rs. 0.20 per equity share for an amount aggregating Rs. 10893.42 Lacs on a rights basis in the ratio of 9 equity shares for every 1 fully paid-up equity share held by the equity shareholders on the record date, that is, on March 19, 2013. The aforesaid shares allotted by the Board of Directors on 7th May, 2013 have already been listed at BSE Limited and are available for trading w.e.f. 10th May, 2013. Out of the right issue proceeds of Rs. 10,893.42 Lacs, the Company has utilised funds to the tune of Rs. 8928.93 Lacs as of Sept 30, 2014 for the objects of the issue as stated in the Letter of Offer. The Company is registered with Reserve Bank of India (RBI) vide registration no. 13.01287 dated August 13, 1999 as NBFC Company. Since the Company presently does not meet the criteria of principal business of NBFC as specified by the RBI and instead qualifies as Core Investment Company (CIC) based on its current investment structure, the Company has notified the same to RBI vide letter dated April 20, 2013. The Company qualifies for exemption from registration as CIC and has applied for the same to RBI. The same is under due consideration of RBI.

The Company is presently engaged in the business of digital media content and dealing in related activities in media and entertainment industry and does not have more than one reportable segment in line with the AS-17. Pursuant to the notification of Schedule II of the Companies Act, 2013 ("the Act"), by the Ministry of Corporate Affairs effective 01.04.2014, the management has reassessed and changed, wherever necessary the useful lives of fixed assets to compute depreciation, so as to conform to the requirements of the Act. Previous period/ year figures have been re-grouped/ re-classified wherever considered necessary to confirm to current period classification.



Standalone Statement of Assets and Liabilities		
Particulars (Rs. In Lacs)	As at Current half year ended (30/09/2014)	As at Previous year ended (31/03/2014)
	(Unaudited)	(Audited)
A		
EQUITY AND LIABILITIES		
1 Shareholders Fund		
(a) Share Capital	11,327.42	11,327.42
(b) Reserve & Surplus	5,241.75	5,240.35
Sub-total Shareholders funds	16,569.17	16,567.77
2. Non-current Liabilities		
(a) Long term borrowings	0.00	0.00
(b) Long term provisions	16.08	11.17
Sub-total Non-current liabilities	16.08	11.17
3. Current Liabilities		
(a) Short term borrowings	-	-
(b) Trade Payable	77.89	58.28
(c) Other current liabilities	51.46	39.10
(d) Short term provisions	7.27	20.46
Sub-total Current liabilities	136.62	117.85
TOTAL - EQUITY & LIABILITIES	16,721.87	16,696.78
B		
ASSETS		
1. Non-current assets		
(a) Fixed assets	14.15	19.50
(b) Non-current investments	13,926.42	13,404.85
(c) Deferred tax assets (net)	5.81	2.78
(d) Long term loans	9.19	9.18
Sub-total Non-current assets	13,955.57	13,436.31
2. Current assets		
(a) Trade Receivables	11.63	12.13
(b) Cash & Cash Equivalents	276.69	404.18
(c) Short term loan & Advances	2,344.46	2,742.26
(d) Other current assets	133.52	101.90
Sub-total Current assets	2,766.30	3,260.47
TOTAL - ASSETS	16,721.87	16,696.78

By Order of the Board



B.B Chugh

Director (Finance)

Place : Gurgaon

Date : 12.11.2014