

MMWL/SEC/16-17/

November 14, 2016

To

BSE Limited
27th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI-400 001

Dear Sir,

Sub: Outcome of Board Meeting

This is to inform you that the Board of Directors of the Company at its Meeting held on 14th November, 2016, have inter-alia taken the following decisions:

1. Pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), approved Standalone and Consolidated Un-audited Financial Results for the second quarter and half year ended 30th September, 2016 which have been reviewed by the Audit Committee. Arrangements have also been made to publish the Financial Results in the Newspapers. The Statutory Auditors of the Company have carried out a Limited Review of the above results. A Copy of above results alongwith Limited Review report is enclosed herewith.
2. Alteration of Memorandum of Association of the Company by insertion of new objects in main object clause, in order to diversify its business portfolio; to replace the existing heading "Objects incidental or ancillary to the attainment of the main object" of Clause III (B) to "Matters which are necessary for furtherance of the Objects specified under Clause III(A)", and to delete the Clause III (C) "Other Objects" from Memorandum of Association of Company subject to the approval of the Shareholders of the Company.
3. Appointment of Mr. Mohd Zafar, Partner of MZ & Associates, Firm of Practicing Company Secretaries as Scrutinizer for Postal Ballot.

The above may kindly be taken on your records.

Thanking you,

Yours faithfully,
For **Media Matrix Worldwide Limited**



(Gurvinder Singh Monga)
Company Secretary

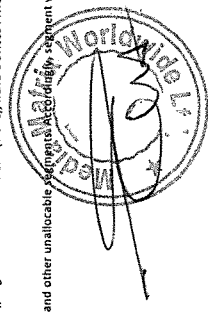
Encl: As above

Registered Office : Office No. 514, "B" Wing, 215 Atrium, Andheri-Kurla Road, Chakala, Andheri (E), Mumbai-400059.
Telephone : +91-22-61391700

Statement of Unaudited Standalone Financial Results for the quarter and half year ended Sept 30, 2016 (Rs. in Lakhs)

Particulars	Three months ended Sept 30, 2016		Year to date figures for the period ended Sept 30, 2016		Year to date figures for the period ended Sept 30, 2015		Year to date figures for the period ended Sept 30, 2015		Previous Year ended March 31, 2016	
	Unaudited	Audited	Unaudited	Audited	Unaudited	Audited	Unaudited	Audited	Unaudited	Audited
1. Income from Operations										
(a) Net Sales/Income from Operations (net of return)	90.00	312.96	5,648.13	4,136.37	3,148.32	9,784.50	6,168.82	13,438.00	308.57	13,746.57
(b) Other Operating Income	-	-	-	-	-	-	-	-	-	-
Total Income from Operations (net)	90.00	312.96	5,648.13	4,136.37	3,148.32	9,784.50	6,168.82	13,438.00	308.57	13,746.57
2. Expenses										
(a) Cost of Materials consumed	-	-	-	-	-	-	-	-	-	-
(b) Purchase of stock-in-trade	-	-	-	-	-	-	-	-	-	-
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-	-	-	-	-	-	-
(d) Employee benefits expense	23.53	13.97	1,934.17	1,869.91	2,051.04	3,804.08	3,851.85	7,718.07	1,536.11	7,718.07
(e) Depreciation and amortisation expense	0.39	0.38	264.85	293.44	422.51	558.29	824.25	1,536.11	1,536.11	1,536.11
(f) Legal & Professional charges	1.88	1.88	101.06	86.24	87.63	187.30	183.95	433.88	190.24	433.88
(g) Technical cost	-	-	54.08	44.68	54.22	98.76	92.00	190.24	190.24	190.24
(h) Content & Bandwidth cost	-	-	55.41	89.69	356.40	145.10	681.29	1,366.78	1,366.78	1,366.78
(i) Other expenses	36.53	28.16	1,073.49	1,022.09	1,065.75	2,095.58	2,276.66	4,357.53	4,357.53	4,357.53
Total Expenses	60.45	44.39	74.90	44.39	4,144.69	10,118.59	8,129.08	15,944.44	(2,197.87)	(2,197.87)
3. Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	29.55	45.61	9.68	343.77	(996.37)	(334.09)	(1,960.26)	(2,506.84)	(2,506.84)	(2,506.84)
4. Other income	3.28	3.70	304.32	8.42	18.49	312.74	36.42	128.74	128.74	128.74
5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	32.83	49.31	40.72	(335.35)	(977.88)	(21.35)	(1,923.84)	(2,065.13)	(2,065.13)	(2,065.13)
6. Finance Costs	-	0.00	0.07	113.30	105.09	263.96	197.98	439.69	439.69	439.69
7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	32.83	49.31	40.65	(448.65)	(1,082.97)	(285.31)	(2,121.82)	(2,506.84)	(2,506.84)	(2,506.84)
8. Exceptional items - (Income)/Expenses	-	-	-	-	-	-	-	-	-	-
9. Profit / (Loss) from ordinary activities before tax (7 - 8)	32.83	49.31	40.65	(448.65)	(1,082.97)	(285.31)	(2,121.82)	(2,506.84)	(2,506.84)	(2,506.84)
10. Tax expense	10.13	15.27	10.36	15.19	10.95	25.55	19.41	17.58	17.58	17.58
11. Net Profit / (Loss) from ordinary activities after tax (9 - 10)	22.70	34.04	30.29	(463.84)	(1,093.92)	(310.86)	(2,141.23)	(2,526.42)	(2,526.42)	(2,526.42)
12. Extraordinary items	-	-	-	-	-	-	-	-	-	-
13. Net Profit / (Loss) for the period (11 - 12)	22.70	34.04	30.29	(463.84)	(1,093.92)	(310.86)	(2,141.23)	(2,526.42)	(2,526.42)	(2,526.42)
14. Share of Profit / (Loss) of associates	-	-	-	-	-	-	-	-	-	-
15. Minority Interest	-	-	-	-	-	-	-	-	-	-
16. Net Profit / (Loss) after taxes, minority interest, share of profit / (loss) of associates (13-14-15)	22.70	34.04	30.29	(463.84)	(1,093.92)	(310.86)	(2,141.23)	(2,526.42)	(2,526.42)	(2,526.42)
17. 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	11,327.42	11,327.42	11,327.42	11,327.42
18. Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	-	5,272.17	-	-	-	-	-	(9,415.29)	-	(9,415.29)
19. Earning per Share of Re.1/- each - (not annualised)										
(a) Before Extraordinary items - Basic	0.0020	0.0030	0.0026	(0.0409)	(0.0966)	(0.0274)	(0.1890)	(0.2230)	(0.2230)	(0.2230)
(b) After Extraordinary items - Basic	0.0020	0.0030	0.0026	(0.0409)	(0.0966)	(0.0274)	(0.1890)	(0.2230)	(0.2230)	(0.2230)
(c) After Extraordinary items - Diluted	0.0020	0.0030	0.0026	(0.0409)	(0.0966)	(0.0274)	(0.1890)	(0.2230)	(0.2230)	(0.2230)

Notes:
1. The above standalone and consolidated unaudited financial results of the Company for the quarter and half year ended September 30, 2016 as reviewed by the Audit Committee were approved by the Board of Directors at their meeting held on November 14, 2016.
2. The Company is registered with Reserve Bank of India (RBI) vide registration no. 13.01267 dated August 13, 1999 as a 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 with RBI.
3. The consolidated unaudited financial results represents the result of the Company including its subsidiary companies, namely Digital Global Private Ltd. (DGPL), Digital Global Private Ltd. (DGPL), Digivive Services Private Ltd. (DGPL) and Medi Matrix Enterprises Private Ltd. (MMEP).
4. On Standalone basis, there is no reportable segment. The Company, on consolidated basis, is operating with "Digital Media and handset trading". Call center services and other unallocable expenses according to segment wise information has been given in line with the requirements of AS-17 "Segment Reporting".
5. Previous period/year figures have been re-grouped/ re-classified wherever considered necessary to confirm to current period classification.
Place : Gurgaon
Date : Nov 14, 2016
By Order of the Board
Sd/-
B.B Chugh
Director (Finance)



Statement of Assets and Liabilities

(Rs. in lakhs)

Particulars	As at Current half year ended September 30, 2016	As at Previous Year end March 31, 2016	As at Current Half year ended September 30, 2016	As at Previous Year end March 31, 2016
	Standalone		Consolidated	
	Unaudited	Audited	Unaudited	Audited
A EQUITY AND LIABILITIES				
1 Shareholders Fund				
(a) Share Capital	11,327.42	11,327.42	11,327.42	11,327.42
(b) Reserve & Surplus	5,367.23	5,310.51	(9,690.97)	(9,380.12)
Sub-total Shareholders funds	16,694.65	16,637.93	1,636.45	1,947.30
2. Minority Interest	-	-	-	-
3. Non-current Liabilities				
(a) Long term borrowings	-	-	3,630.41	2,352.21
(b) Long term provisions	7.40	9.01	149.47	143.12
(c) Deferred tax liabilities (net)	-	-	-	-
Sub-total Non-current liabilities	7.40	9.01	3,779.88	2,495.33
4. Current Liabilities				
(a) Short term borrowings	-	-	4,986.80	3,452.96
(b) Trade Payable	46.73	66.96	575.55	1,937.30
(c) Other current liabilities	10.91	28.54	1,977.80	2,209.90
(d) Short term provisions	1.83	1.57	363.18	199.58
Sub-total Current liabilities	59.47	97.07	7,903.33	7,799.74
TOTAL - EQUITY & LIABILITIES	16,761.52	16,744.01	13,319.66	12,242.37
B ASSETS				
1. Non-current assets				
(a) Fixed assets	5.93	6.70	2,448.03	2,564.06
(b) Intangible assets	-	-	89.67	138.16
(c) Goodwill on Consolidation	-	-	1,443.44	1,554.48
(d) Deferred tax assets	4.75	5.25	14.79	15.43
(e) Non-current investments	16,155.91	16,155.91	0.10	0.10
(f) Long term loan & advances	9.18	9.18	866.15	969.39
Sub-total Non-current assets	16,175.77	16,177.04	4,862.18	5,241.62
2. Current assets				
a) Inventories	-	-	35.93	2.00
b) Trade Receivables	48.58	58.33	3,465.66	3,255.91
c) Cash and Bank balance	30.28	16.51	1,221.67	135.41
d) Short term loan and advances	453.60	419.68	883.50	989.14
e) Other Current assets	53.29	72.45	2,850.72	2,618.29
Sub-total Current assets	585.75	566.97	8,457.48	7,000.75
TOTAL - ASSETS	16,761.52	16,744.01	13,319.66	12,242.37

Place : Gurgaon

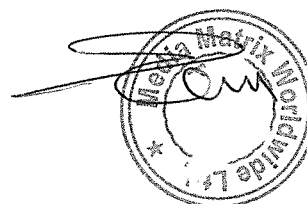
Date : Nov 14, 2016

By Order of the Board

Sd/-

B.B Chugh

Director (Finance)

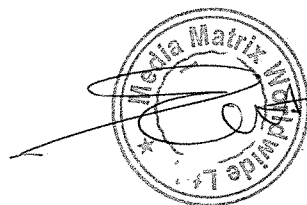


Consolidated Segment Revenue, Results, and Capital Employed

Particulars	Three months ended Sept 30, 2016	Corresponding Preceding Three months ended June 30, 2016	Corresponding Three months ended in previous year Sept 30, 2015	Year to date figures for the current period ended Sept 30 2016	Year to date figures for the pervious period ended Sept 30 2015	Previous Year ended March, 31 2016
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 Segment Revenue						
a. Digital media & handset trading	2,739.28	1,697.60	740.94	4,436.88	1,640.58	2,806.35
b. Call center services	2,908.45	2,438.36	2,409.38	5,346.82	4,530.92	11,216.88
c. Others	0.40	0.40	-	0.80	-	1.20
d. Unallocated	-	-	-	-	-	-
Total	5,648.13	4,136.36	3,150.32	9,784.50	6,171.50	14,024.43
Intersegment revenue	0.00	-	2.00	0.00	2.68	277.86
Net Sales/Income from operation	5,648.13	4,136.36	3,148.32	9,784.50	6,168.82	13,746.57
Segment results profit/(loss) before tax & interest from each segment						
a. Digital media & handset trading	100.48	(128.77)	(636.27)	(28.29)	(1,137.62)	(2,464.54)
b. Call center services	200.46	(212.31)	(358.28)	(11.85)	(814.44)	310.31
c. Others	(0.54)	(0.68)	(0.89)	(1.22)	(1.87)	(2.78)
d. Unallocated	-	-	-	-	-	-
Sub-total	300.40	(341.76)	(995.44)	(41.36)	(1,953.93)	(2,157.01)
Add: Interest income	8.95	3.42	8.80	12.37	14.75	76.53
Less: Interest expenses	(146.00)	(110.31)	(96.34)	(256.31)	(182.64)	(428.34)
Less: Unallocable expenditure	-	-	-	-	-	-
Total profit before tax	163.35	(448.65)	(1,082.98)	(285.30)	(2,121.82)	(2,508.81)
3 Capital Employed						
a. Digital media & handset trading	4,301.30	2,876.50	2,458.76	4,301.30	2,458.76	2,019.83
b. Call center services	5,212.59	5,480.94	4,531.80	5,212.59	4,531.80	5,701.22
c. Others	30.30	30.74	432.43	30.30	432.43	31.42
d. Unallocated	-	-	-	-	-	-
Total capital employed in the segment	9,544.19	8,388.18	7,422.99	9,544.19	7,422.99	7,752.47
Unallocable corporate assets & liabilities	-	-	-	-	-	-

Date: Nov 14, 2016

Place: Gurgaon



KHANDELWAL JAIN & CO.

CHARTERED ACCOUNTANTS

BRANCH OFFICE ;
221, HANS BHAWAN
BAHADUR SHAH ZAFAR MARG,
NEW DELHI-110 002

Tel : 23370091, 23370892, 23378795
Fax : 23378794
Website : www.kjco.net
E-mail : delhi@kjco.net

To
The Board of Directors
Media Matrix Worldwide Limited

LIMITED REVIEW REPORT

1. We have reviewed the accompanying statement of Unaudited Standalone Financial Results of **MEDIA MATRIX WORLDWIDE LIMITED** ('the Company') for the quarter and six months ended 30th September, 2016 (the "Statement"). This statement is the responsibility of the Company's Management and has been approved by the Board of Directors at its meeting held on 14th November, 2016. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review of the Statement 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 further has come to our attention that causes us to believe that the accompanying statements of unaudited Standalone financial results prepared in accordance with the applicable Accounting Standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 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 No. 105049W



Naveen Jain
(Partner)
M. No. 511596



Place: Gurgaon
Dated: 14-11-2016

KHANDELWAL JAIN & CO.

CHARTERED ACCOUNTANTS

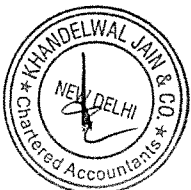
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To
The Board of Directors
Media Matrix Worldwide Limited

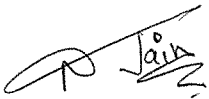
CONSOLIDATED LIMITED REVIEW REPORT

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **MEDIA MATRIX WORLDWIDE LIMITED** ('the Company') and its subsidiaries (collectively referred to as "the group") for the quarter and six months ended 30th September, 2016 (the "Statement"). This statement is the responsibility of the Company's Management and has been approved by the Board of Directors at its meeting held on 14th November, 2016. Our responsibility is to issue a report on this Consolidated Financial Statement based on our review.
2. We conducted our review of the Statement 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 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. We did not review the interim financial statements of four subsidiaries included in the statement, whose interim financial results reflect total revenues of Rs. 29,94,99,424 and Rs. 46,70,26,651 for the quarter and six months ended September 30, 2016 respectively and total profit after tax of Rs. 29,17,627 and total loss after tax of Rs. 1,81,09,122 for the quarter and six months ended September 30, 2016 respectively and total assets of Rs. 76,14,57,430 as at September 30, 2016. These interim financial statements have been reviewed by other auditors, whose reports have been furnished to us by the Management and our report on the quarterly consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors.



4. Based on our review conducted as above and based on the consideration of the reports of the other auditors referred to in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the applicable Accounting Standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 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 No. 105049W



Naveen Jain
(Partner)
M. No. 511596

Place: Gurgaon
Dated: 14-11-2016