

MMWL/SEC/16-17/

February 13, 2017

The Secretary,
BSE Limited
27th Floor
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001

Dear Sir,

Re: Outcome of the Board Meeting held on 13th February, 2017


This is to inform you that the Board of Directors of the Company at its Meeting held on 13th February, 2017, 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, approved Standalone and Consolidated Un-audited Financial Results for the third quarter and nine months ended 31st December, 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. The Board of Directors of the Company has appointed Shri Chhattar Kumar Goushal, Smt. Bela Banerjee and Shri Suresh Bohra Directors of the Company as Chairman of Audit Committee, Nomination Remuneration Committee and Stakeholders Relationship Committee respectively.

This is for your information and record please.

Thanking you,

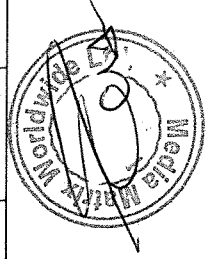
Yours faithfully,
For **Media Matrix Worldwide Limited**



(Gurvinder Singh Monga)
Company Secretary

Encl.: as above

Particulars	Statement of Standalone Unaudited Financial Results for the quarter and nine months ended 31/12/2016						Statement of Consolidated Unaudited Financial Results for the quarter and nine months ended 31/12/2016					
	Three months ended (31/12/2016)	Preceding three months ended (30/09/2016)	Corresponding three months ended in the previous year (31/12/2015)	Year to date figures for current period ended (31/12/2016)	Year to date figures for Previous Year ended (31/12/2015)	Previous year ended (31/3/2016)	Three months ended (31/12/2016)	Preceding three months ended (30/09/2016)	Corresponding three months ended in the previous year (31/12/2015)	Year to date figures for current period ended (31/12/2016)	Year to date figures for Previous Year ended (31/12/2015)	Previous year ended (31/3/2016)
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1. Income from Operations	90.00	90.00	97.10	270.00	257.55	312.96	7,627.79	5,648.13	3,880.51	17,412.29	9,883.94	13,438.00
(a) Net Sales/Income from Operations	-	-	-	-	-	-	-	-	73.00	-	233.45	308.57
(b) Other Operating Income	90.00	90.00	97.10	270.00	257.55	312.96	7,627.79	5,648.13	3,953.51	17,412.29	10,117.39	13,746.57
2. Expenses	-	-	-	-	-	-	-	-	-	-	-	-
(a) Cost of Materials consumed	-	-	-	-	-	-	3,362.61	2,190.91	-35.71	6,626.01	198.20	306.40
(b) Purchase of stock-in-trade	-	-	-	-	-	-	30.83	-35.52	29.20	-3.09	14.37	15.43
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-	-	-	-	-	-	-	-	-
(d) Employee benefits expense	23.08	23.53	33.97	60.59	74.40	99.56	1,698.23	1,934.17	1,939.35	5,502.32	5,791.19	7,718.07
(e) Depreciation and amortisation expense	0.39	0.39	0.38	1.15	1.56	1.94	233.49	264.85	390.20	791.78	1,214.46	1,536.11
(f) Content & bandwidth expense	-	-	-	-	-	-	60.96	55.41	288.06	206.06	969.35	1,366.78
(g) Legal & Professional charges	17.82	-	3.62	26.00	10.93	80.37	353.09	101.06	141.67	540.39	325.63	453.88
(h) Technical cost	30.54	36.53	57.20	88.94	142.86	115.09	71.42	54.08	49.47	170.18	141.47	190.24
(i) Other expenses	71.83	60.45	95.17	176.68	229.75	296.96	1,003.14	1,073.49	1,111.12	3,098.72	3,382.84	4,357.53
Total Expenses	18.17	29.55	1.93	93.32	27.80	16.00	6,813.77	5,638.46	3,913.36	16,932.37	12,037.51	15,944.44
3. Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	-	-	-	-	-	-	814.02	9.68	40.15	479.92	(1,920.12)	(2,197.87)
4. Other Income	6.02	3.28	0.16	13.00	41.24	41.33	53.46	304.32	42.51	366.20	76.98	128.74
5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	24.19	32.83	2.09	106.32	69.04	57.33	867.48	314.00	82.66	846.13	(1,843.14)	(2,069.13)
6. Finance Costs	0.00	0.00	0.01	0.01	0.06	0.08	138.74	150.65	102.92	402.70	298.94	439.69
7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	24.19	32.83	2.08	106.31	68.98	57.26	728.73	163.35	(20.26)	443.42	(2,142.08)	(2,508.82)
8. Exceptional Items	-	-	-	-	-	-	-	-	-	-	-	-
9. Profit / (Loss) from ordinary activities before tax (7 - 8)	24.19	32.83	2.08	106.31	68.98	57.26	728.73	163.35	(20.26)	443.42	(2,142.08)	(2,508.82)
10. Tax expense	8.58	10.13	0.67	33.98	19.76	18.91	19.55	10.36	0.97	45.10	20.38	17.58
11. Net Profit / (Loss) from ordinary activities after tax (9-10)	15.61	22.70	1.41	72.33	49.22	38.34	709.19	152.98	(21.23)	398.32	(2,162.46)	(2,526.40)
12. Extraordinary items	-	-	-	-	-	-	-	-	-	-	-	-
13. Net Profit / (Loss) for the period (11-12)	15.61	22.70	1.41	72.33	49.22	38.34	709.19	152.98	(21.23)	398.32	(2,162.46)	(2,526.40)
14. Share of profit/(Loss) of Associates	-	-	-	-	-	-	-	-	-	-	-	-
15. Minority Interest	-	-	-	-	-	-	-	-	-	-	-	-
16. Net Profit / (Loss) after tax, minority interest, share of profit/(loss) of associates (13-14-15)	15.61	22.70	1.41	72.33	49.22	38.34	709.19	152.98	(21.23)	398.32	(2,162.46)	(2,526.40)

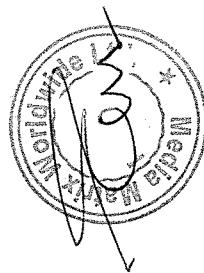


17. Paid-up equity share capital (Face Value of Re.1/- each)	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42
18. Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year							5,272.17							(6,854.11)
19 Earning per Share (of Re 1/- each) - (not annualised)														
Before Extraordinary items														
(a) - Basic	0.0014	0.0020	0.0001	0.0064	0.0043	0.0034	0.0034	0.0626	0.0135	(0.0019)	0.0352	(0.1909)	0.0352	(0.2230)
(b) - Diluted	0.0014	0.0020	0.0001	0.0064	0.0043	0.0034	0.0034	0.0626	0.0135	(0.0019)	0.0352	(0.1909)	0.0352	(0.2230)
After Extraordinary items														
(a) - Basic	0.0014	0.0020	0.0001	0.0064	0.0043	0.0034	0.0034	0.0626	0.0135	(0.0019)	0.0352	(0.1909)	0.0352	(0.2230)
(b) - Diluted	0.0014	0.0020	0.0001	0.0064	0.0043	0.0034	0.0034	0.0626	0.0135	(0.0019)	0.0352	(0.1909)	0.0352	(0.2230)

Notes:

- The above Standalone and Consolidated Unaudited Financial Results were reviewed by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on February 13, 2017. The Statutory Auditors have carried out the Limited Review of the same.
- The Company is registered with Reserve Bank of India (RBI) vide registration no. 13-01287 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.
- The Consolidated unaudited Financial Results represents the result of the Company including its subsidiary companies, namely Digicall Teleservices Private Ltd. (DTPL), Digicall Global Private Ltd. (DGPL), nexG Devices Private Ltd. (NDPL), Digivive Services Private Ltd. (DSSL) and Media Matrix Enterprises Private Ltd. (MMEPL)
- In order to venture into new business activities viz. defence, railways, telecom, electronics, the shareholders of the Company have passed the special resolution through postal ballot on Feb 1, 2017 to alter main objects clause of the Memorandum of Association of the Company. The Company has already filed the necessary Form with the Registrar of Companies, Mumbai for its approval.
- Pursuant to preferential allotment of equity shares made by nexG Devices Private Limited ("nexG"), nexG has ceased to be wholly owned subsidiary of the Company w.e.f 23rd December, 2016. However, it continues to remain subsidiary of the Company with the shareholding of 51.02%.
- 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 segment. Accordingly, segment wise information has been given in line with the requirements of AS-17 "Segment Reporting"
- Previous period/ year figures have been re-grouped/ re-classified wherever considered necessary to conform to current period classification.

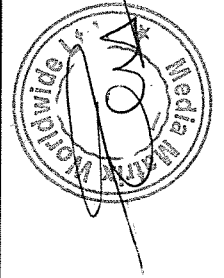
Date: Feb 13, 2017
Place: Gurgaon



By the order of the Board
For: Media Matrix Worldwide Limited
SD/-
(B.B. Chugh)
Director (Finance)
DIN No. 00472532

Consolidated Segment Revenue, Results, and Capital Employed

Particulars	Three months ended (31/12/2016)	Preceding three months ended (30/9/2016)	Corresponding Three months ended in the previous Year (31/12/2015)	Year to date figures for the current period ended 31/12/2016	Year to date figures for the previous year 31/12/2015	Previous year ended (31/3/2016)
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 Segment Revenue						
a. Digital media & handset trading	4,887.62	2,739.28	567.77	9,324.51	2,208.35	2,806.35
b. Call center services	2,739.77	2,908.45	3,410.70	8,086.59	7,941.61	11,216.88
c. Others	0.40	0.40	0.90	1.20	0.90	1.20
d. Unallocated	-	-	-	-	-	-
Total	7,627.79	5,648.13	3,979.37	17,412.30	10,150.86	14,024.43
Less : Intersegment revenue	-	-	25.85	-	33.47	277.86
Net Sales/Income from operation	7,627.79	5,648.13	3,953.52	17,412.30	10,117.39	13,746.57
2 Segment results profit/(loss) before tax & interest from each segment						
a. Digital media & handset trading	732.50	100.48	(591.00)	704.21	(1,728.62)	(2,464.54)
b. Call center services	129.53	200.46	653.68	117.68	(160.76)	310.31
c. Others	-0.54	(0.54)	(0.05)	(1.76)	(1.92)	(2.78)
d. Unallocated	-	-	-	-	-	-
Sub-total	861.49	300.40	62.63	820.13	(1,891.30)	(2,157.01)
Add: Interest income	17.50	8.95	19.54	29.87	32.33	76.53
Less: Interest expenses	-150.26	(146.00)	(102.43)	(406.57)	(283.12)	(428.34)
Less: Unallocable expenditure	-	-	-	-	-	-
Total profit before tax	728.73	163.35	(20.26)	443.43	(2,142.09)	(2,508.82)
3 Segment wise assets and liabilities						
3.1 Segment Assets						
a. Digital media & handset trading	6,185.77	6,444.92	4,437.57	6,185.77	4,437.57	4,382.25
b. Call center services	7,270.07	7,815.34	7,334.40	7,270.07	7,334.40	8,458.57
c. Others	30.56	31.23	34.04	30.56	34.04	32.13
d. Unallocated	-	-	-	-	-	-
3.2 Segment Liabilities						
a. Digital media & handset trading	2,926.19	2,143.62	2,192.56	2,926.19	2,192.56	2,362.42
b. Call center services	2,582.31	2,602.75	2,372.89	2,582.31	2,372.89	2,757.35
c. Others	0.80	0.93	1.86	0.80	1.86	0.71
d. Unallocated	-	-	-	-	-	-



Date: Feb 13, 2017
Place: Gurgaon

KHANDELWAL JAIN & CO.

CHARTERED ACCOUNTANTS

BRANCH OFFICE:
GF-8 & 9, HANS BHAWAN,
1, BAHADUR SHAH ZAFAR MARG,
NEW DELHI-110 002

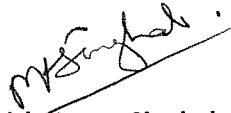
Tel.: 23370091, 23378795,
23370892, 23378794
Web. : www.kjco.net
E-mail : delhi@kjco.net

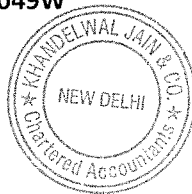
To
The Board of Directors
Media Matrix Worldwide Limited

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 nine months ended 31st December, 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 13th February, 2017. Our responsibility is to issue a report on these Financial Statements 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 Statements are 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 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


Manish Kumar Singhal
(Partner)
M. No. 502570



Place: Gurgaon
Dated: 13-02-2017

KHANDELWAL JAIN & CO.

CHARTERED ACCOUNTANTS

BRANCH OFFICE:
GF-8 & 9, HANS BHAWAN,
1, BAHADUR SHAH ZAFAR MARG,
NEW DELHI-110 002

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

To
The Board of Directors
Media Matrix Worldwide Limited

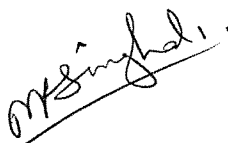
CONSOLIDATED LIMITED REVIEW REPORT

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 nine months ended 31st December, 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 13th February, 2017. Our responsibility is to issue a report on these 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 Statements are 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. This Statement includes the results of the following entities
Digicall Teleservices Private Limited, nexG Devices Private Limited, Digicall Global Private Limited, DigiVive Services Private Limited and Media Matrix Enterprises Private Limited (Formerly Media Matrix Holdings Private Limited).
4. We did not review the interim financial statements of 4 subsidiaries included in the statement, whose interim financial results reflect total revenues of Rs. 48,86,69,972/- and Rs. 95,56,96,623/- for the quarter and nine months ended December 31, 2016 respectively and total profit after tax of Rs. 6,57,47,044/- and Rs. 4,76,37,922/- for the quarter and nine months ended December 31, 2016 respectively, as considered in the consolidated financial results. 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.



5. Based on our review conducted as stated above and based on the consideration of the reports of the other auditors referred to in paragraph 4 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with applicable Accounting Standard 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



Manish Kumar Singhal
(Partner)
M. No. 502570

Place: Gurgaon
Dated: 13th February, 2017