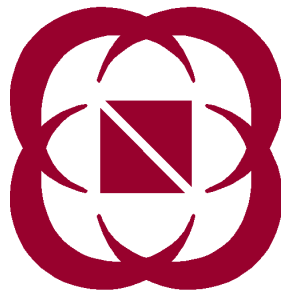


NATIONAL STOCK EXCHANGE
OF INDIA LIMITED



TWENTY-FOURTH ANNUAL REPORT
2015-16

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CORPORATE INFORMATION

Board of Directors*

Mr. Ashok Chawla	:	Chairman
Mr. Ravi Narain	:	Vice Chairman
Ms. Chitra Ramkrishna	:	Managing Director & CEO
Mr. Abhay Havaladar		
Mr. Dinesh Kanabar		
Mr. Naved Masood		
Mr. T.V. Mohandas Pai		
Mr. Prakash Parthasarathy		
Ms. Dharmishta Raval		

Management Team

Mr. J. Ravichandran	:	Group President & Company Secretary
Mr. Subramanian Anand	:	Group Operating Officer
Mr. Yatrik R. Vin	:	Chief Financial Officer - Group Accounts & Finance
Mr. Ravi Varanasi	:	Chief - Business Development
Dr. V. R. Narasimhan	:	Chief Regulatory Officer
Ms. Huzan Mistry	:	Chief - Business Development
Mr. Kinjal Medh	:	Chief Marketing Officer
Mr. Chandrashekhar Mukherjee	:	Chief People Officer
Mr. Sankarson Banerjee	:	Chief Technology Officer - Projects
Mr. Nirmal Mohanty	:	Chief Economist
Mr. Hari K	:	Chief Business Officer - BD-Equity & Equity Derivatives
Mr. Suprabhat Lala	:	Chief Vigilance Officer
Mr. M. Vasudev Rao	:	General Counsel
Mr. Mayur Sindhwad	:	Chief Operating Officer - Trading
Mr. Tarun Aiyar	:	Chief Financial Officer - Group Investment & Stakeholders Relations
Mr. Kashinath Katakdhond	:	Vice President - TREDS
Mr. Nagendra Kumar SRVS	:	Chief Business Officer, BD-CDs & Debt Market
Mr. Mahesh Haldipur	:	Head - Admin. & Premises
Mr. Madhavan Sampath	:	Head - Secretarial
Ms. Nisha Subhash	:	Senior Asst. Vice President
Ms. Rana Usman	:	Senior Asst. Vice President

* As on August 22, 2016

Auditors

: M/s. Khandelwal Jain & Co.
Chartered Accountants
12-B, Baldota Bhavan, 5th Floor
Maharshi Karve Road, Churchgate
Mumbai – 400 020

Registered Office

: “Exchange Plaza”
Plot No. C-1, Block ‘G’,
Bandra Kurla Complex
Bandra (East), Mumbai – 400 051

Registrar & Transfer Agents

: Link Intime India Pvt. Ltd.
C-13, Pannalal Silk Mills Compound
L B S Marg, Bhandup (West)
Mumbai – 400 078

BOARD'S REPORT

To,
The Members,

Your Directors have pleasure in presenting the Twenty-fourth Annual Report and Audited Financial Statements of the Company for the year ended March 31, 2016.

1. OPERATIONS AND MAJOR DEVELOPMENTS DURING THE YEAR

1.1 Global rankings - Equity Derivatives Market

1.1.1 Stock Futures

During the calendar year 2015, NSE was ranked as the 2nd largest exchange in respect of contracts traded in stock futures. The details of top 5 exchanges trading stock futures are given in Table 1 below:

Table 1

(In millions)

Sr. No.	Exchange	Contracts traded during 2015
1	Moscow Exchange	307
2	National Stock Exchange India	257
3	Korea Exchange	164
4	EUREX	123
5	ICE Futures Europe	51

Source: WFE

1.1.2 Index Options

During the calendar year 2015, NSE was ranked 1st in the world in respect of contracts traded in index options. The details of top 5 exchanges in index options are given in Table 2 below:

Table 2

(In millions)

Sr. No.	Exchange	Contracts traded during 2015
1	National Stock Exchange India	1,894
2	Korea Exchange	484
3	Chicago Board Options Exchange	408
4	EUREX	401
5	TAIFEX	192

Source: WFE

1.1.3 Index Futures

During the calendar year 2015, NSE was ranked as the 6th largest exchange in the world in index futures. The details of top 10 exchanges in index futures are given in Table 3 as under:

Table 3

(In millions)

Sr. No.	Exchange	Contracts traded during 2015
1	CME Group	565
2	EUREX	430
3	China Financial Futures Exchange	335
4	Japan Exchange Group	312
5	Moscow Exchange	195
6	National Stock Exchange India	165
7	Singapore Exchange	165
8	BM&FBOVESPA	107
9	Hong Kong Exchanges	72
10	TAIFEX	57

Source: WFE

1.1.4 Nifty Index Global rankings

Nifty Index options ranked 1st across the top 20 Index options traded globally during the calendar year 2015.

(Source: www.futuresindustry.org rankings based on number of contracts traded or cleared between Jan 15 - Dec 15)

1.1.5 All products

NSE was ranked 2nd across all the Derivatives exchanges in the world based on the volume of contracts traded during the calendar year 2015.

(Source: www.futuresindustry.org rankings based on number of contracts traded or cleared between Jan 15 - Dec 15)

1.2 Global Rankings-Capital Market

In the Capital Market segment, NSE was ranked fourth in the world based on the number of trades during the calendar year 2015. The details of top 10 Exchanges are given in the table 4 below:

Table 4

Sr. No.	Exchange	No. of Trades (in Thousands)
1	Shanghai Stock Exchange	5134074.0
2	Shenzhen Stock Exchange	4655649.3
3	BATS Global Markets - US	2359896.4
4	National Stock Exchange India	1862493.1
5	Nasdaq - US	1797193.0
6	Korea Exchange	1772054.2
7	NYSE	1751841.4
8	Chittagong SE	1713325.1
9	Nigerian Stock Exchange	926919.0
10	Japan Exchange Group	773459.4

Source: WFE

1.3 Membership at NSE

31 new members (14 in CM, F&O and CD segments; 9 in CM and F&O segments, 1 in CM segment, 6 in CD segment and 1 in Debt segment) were registered during the Financial Year 2015-16.

The Exchange also granted additional segment membership to 14 members during the Financial Year 2015-16.

Table 5 shows membership details for the Financial Year 2015-16:

Table 5

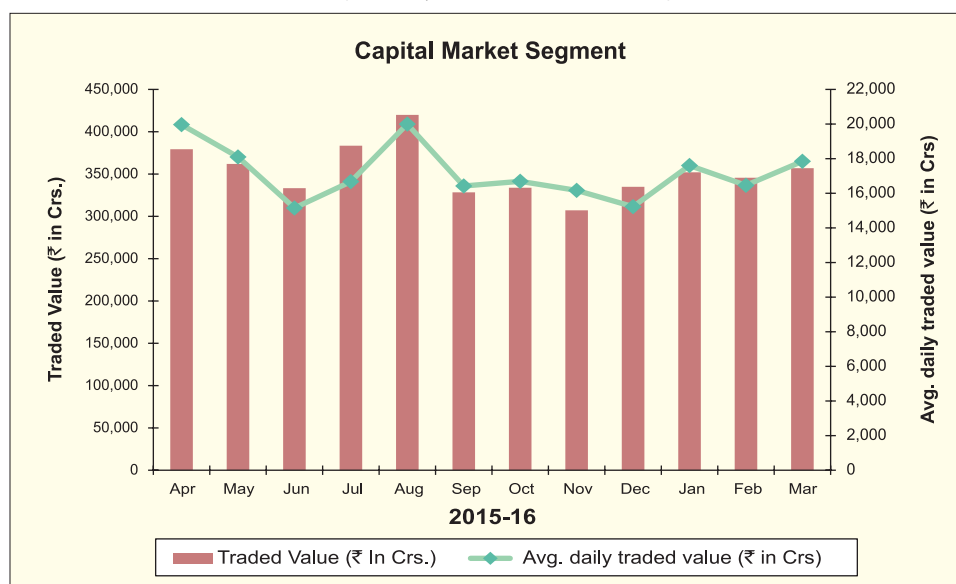
Particulars	CM segment	F&O segment	CD segment	Composite membership (CM, F&O, CDS, WDM and Debt segments)	Total
SEBI registered trading members	24	23	21	1304	1467
Members registered in additional segments	2	5	7		
Registered Sub-brokers	21875	Nil	Nil		
Authorised Persons	12677	11148	4350		
Surrender of membership	17	32	24		

1.4 Capital Market (CM segment)

The total turnover of CM segment in the year 2015-16 is ₹ 42,36,983 crores as compared to ₹ 43,29,655 crores in the year 2014-15, showing a decrease of 2.14%. The average daily traded value in 2015-16 is ₹ 17,154 crores as compared to ₹ 17,818 crores in 2014-15.

As on March 31, 2016, the number of listed companies available for trading was 1580 compared to 1511 at the end of March 31, 2015.

Figure 1 : Month-wise Turnover and Average Daily Turnover in CM segment



The changes in turnover statistics over the preceding year are presented in Table 6

Table 6
Turnover Statistics on CM segment

Sr. No.	Details	2015-16	2014-15	% Rise / (Fall) in 2015-16
1	Total Number of trades (In lakhs)	18518	18328	1.03%
2	Total number of shares traded (in lakhs)	2201771	2361779	-6.77%
3	Total Turnover (₹ Cr.)	4236983	4329655	-2.14%
4	Market Capitalization at the end of year (₹ Cr.)	9310471	9930122	-6.24%
5	Turnover of CNX Nifty Securities (₹ Cr.)*	1963224	1952171	0.57%
6	Total number of listed companies for trading.	1580	1511	4.57%

*CNX Nifty was rebranded as Nifty 50 w.e.f. Nov 09, 2015.

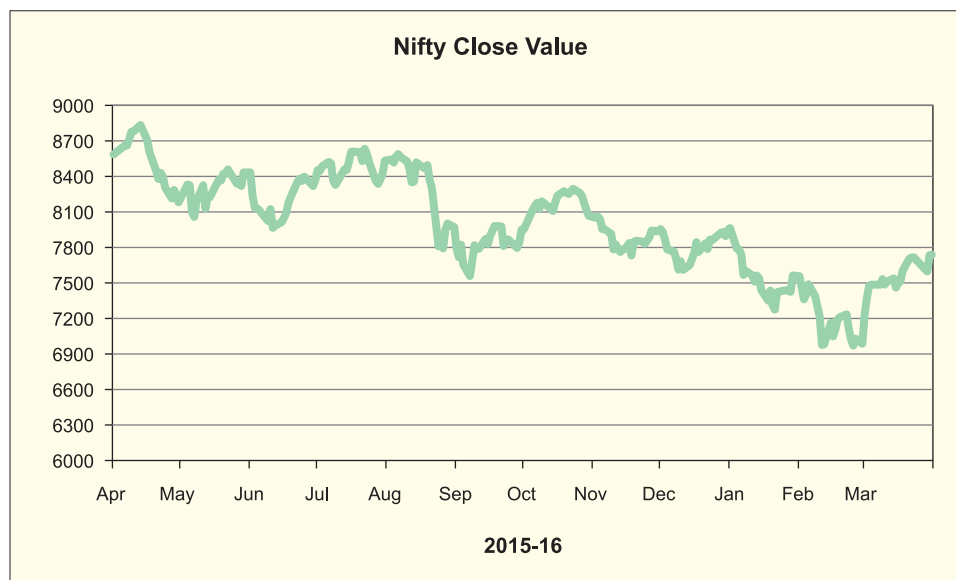
1.4.1 Index movement

Nifty 50 saw downward movement of 8.86% moving from 8,491.00 to 7,738.40 over the financial year 2015-16.

During the year 2015-16, the Nifty 50 touched a high of 8,844.80 on April 15, 2015 and low of 6,825.80 on February 29, 2016. Movement of Nifty 50 is shown in Figure 2.

The turnover of Nifty 50 securities was ₹ 19,63,224 crores in the year 2015-16 as compared to ₹ 19,52,171 crores in the previous year. The contribution of Nifty 50 securities turnover to total turnover during the year 2015-16 was 46.34% compared to 45.09% in the year 2014-15.

Figure 2 : Nifty movement

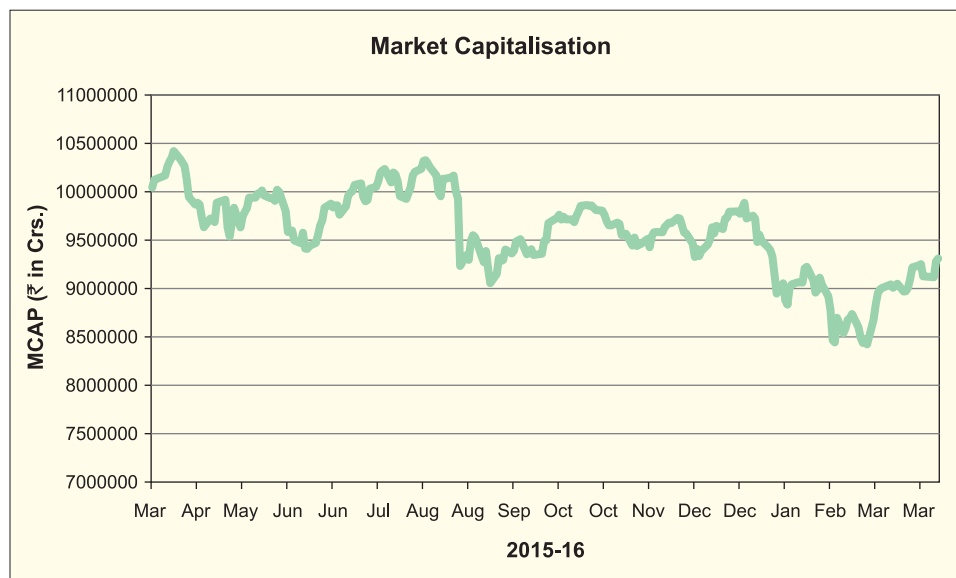


*CNX Nifty was rebranded as Nifty 50 w.e.f. Nov 09, 2015.

1.4.2 Market Capitalisation

The market capitalisation of securities available for trading on CM segment has decreased by 6.24% during 2015-16 from ₹ 99,30,122.02 crores as on March 31, 2015 to ₹ 93,10,471.47 crores as on March 31, 2016. Out of total market capitalisation of ₹ 93,10,471.47 crores as on March 31, 2016, ₹ 1,61,888.62 crores was contributed by newly listed securities. The market capitalisation growth is shown in Figure 3.

Figure 3: Market Capitalisation during year 2015-16

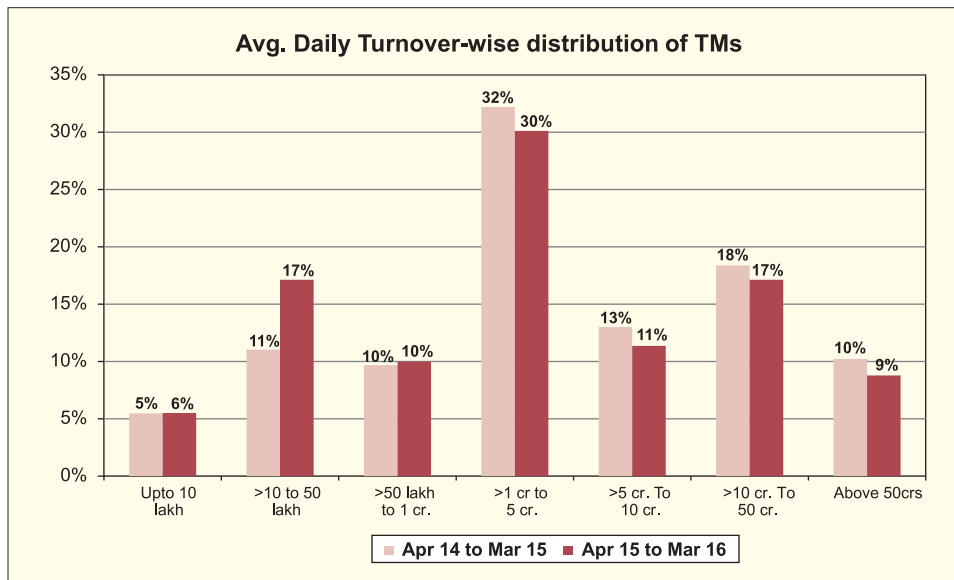


1.4.3 Distribution of Turnover

Turnover-wise distribution of trading members

About 67.38% of the trading members had an average daily turnover of ₹ 1 crore or more in 2015-16. In 2015-16, around 25.90% of the trading members have daily turnover more than ₹ 10 crores.

Figure 4 : Average Daily Turnover-wise distribution of TMs



1.4.4 New Developments during the year

In year 2015-16, various new developments have been initiated by the Exchange. The details of the same are given below:-

May 2015 Prevention of Self trade facility

Exchange has introduced prevention of Self trade facility, in order to prevent matching between a buy and a sell order entered in the same order book by a member for the same client code either originating from same or different trading terminals of the member.

June 2015 Tender Offer Facility through Stock Exchange

Exchange has provided a separate acquisition window in the web based IPO bidding platform to facilitate the following:-

- Order collection from eligible sellers through their respective stock brokers under Takeovers, Buy Back and Delisting
- Real-time validation for availability of securities during submission of offers
- Cumulative quantity tendered will be made available online to the market.
- Settlement of trades to be carried out by clearing corporation

June 2015 Introduction of overnight Liquid Transaction on MFSS web platform

Exchange has introduced an order entry functionality which shall allow the participants to place purchase and redemption orders simultaneously in liquid schemes. This facility is available on MFSS Web based platform in Physical mode w.e.f. June 22, 2015.

July 2015 Mechanism for acquisition of shares through Stock Exchange pursuant to Tender – Offers under Takeovers, Buy Back and Delisting

The Exchange has issued the detailed operating guidelines and terms and conditions with regard to 'Tender Offer Scheme'.

July 2015 Policy for annulment of trades undertaken on stock exchanges

The Exchange has set in place the policy of trade annulment and issued a circular with the applicable criteria for placing trade annulment requests on the Exchange platform.

September 2015 Rebranding of Indices

India Index Services & Products Limited, a step down subsidiary of NSE, has, initiated, as a part of rebranding initiative, rebranded all its existing indices to include 'Nifty' in the name of its indices as Nifty has become a strong brand name amongst the investors tracking Indian capital markets. NSE's flagship "CNX Nifty" index has been rebranded as "Nifty 50" index.

October 2015 Review of capacity planning framework of Stock Exchanges and Clearing Corporations

SEBI vide Circular ref no. CIR/MRD/DP/17/2015 dated October 08, 2015 has informed Stock exchanges and Clearing Corporations to review the existing capacity planning framework and has provided guidelines to implement suitable mechanisms, including generation of appropriate alerts, to monitor capacity utilisation on a real-time basis and to proactively address issues pertaining to capacity needs. Accordingly, the Exchange has implemented the new SEBI guidelines w.e.f. December 14, 2015.

October 2015 Launch of new testing service – NLABS

The Exchange has introduced a new service which provides facility for market participants to test their trading systems including algorithm trading system with replay of Historical market data and "near live trading" test experience w.e.f. October 23, 2015.

November 2015 Events / incidents impacting markets

- a. Extended live trading session was held on November 9, 2015 on the occasion of Dhanteras
- b. Muhurat Trading session was held on November 11, 2015 on account of Diwali

December 2015 Live Trading sessions from Disaster Recovery (DR) site

The Exchange conducted Live trading sessions from its Disaster Recovery (DR) site on December 21, 2015 and December 22, 2015.

February 2016 Review of Offer for Sale (OFS) of Shares through Stock Exchange Mechanism

The Exchange issued a circular regarding the modified guidelines on sale of shares through Offer for Sale mechanism.

March 2016 Rebranding of Indices

The Exchange issued a circular regarding the New Structure for Nifty Broad Market Indices.

March 2016 Dissemination of New Indices in Capital Market segment

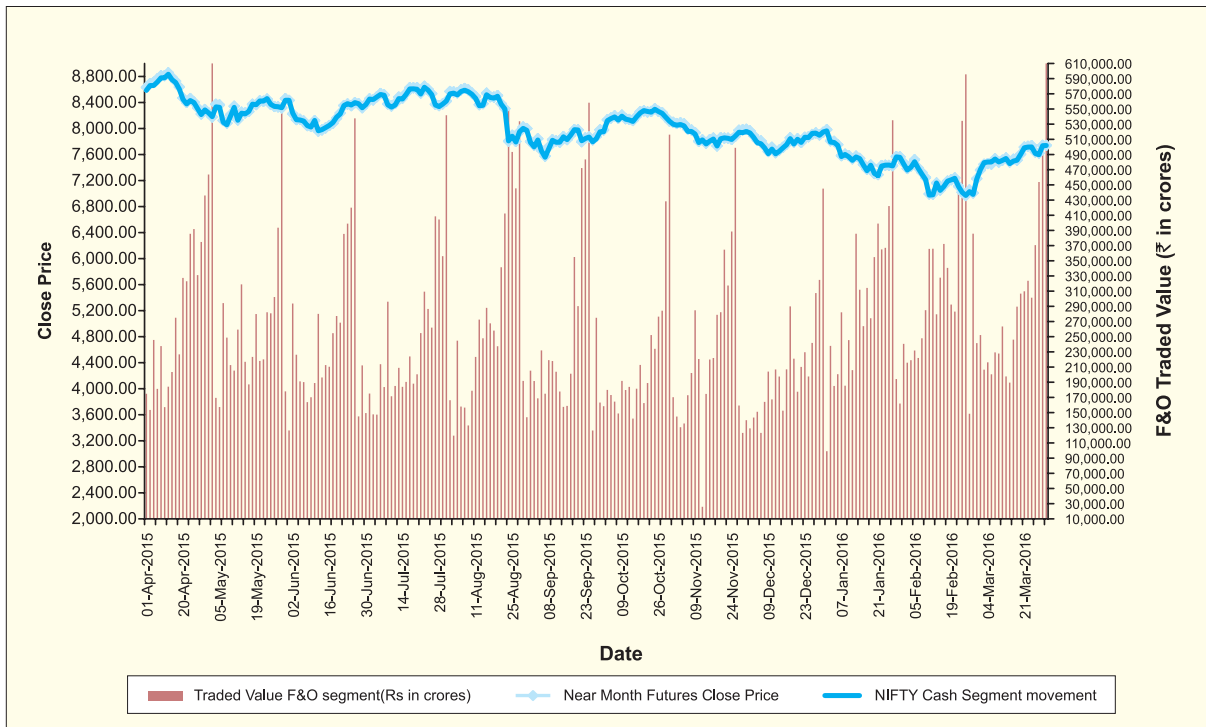
The Exchange issued a circular regarding online dissemination of 3 Indices on trading system w.e.f. Mar 14, 2016 and 7 Indices on trading system w.e.f. April 04, 2016.

1.5 FUTURES AND OPTIONS SEGMENT

The financial year 2015-16 witnessed an increase of 16.58% in volumes and an increase in number of contracts traded by 14.24% vis-à-vis 2014-15 and in daily average open interest, it increased by 8.42% over previous year in the F&O segment. The average contribution of proprietary category decreased to 49.32% in 2015-16 from 51.06% in 2014-15.

1.5.1. Comparison of the close prices of the NIFTY Near Month Futures Contract (F&O segment) with the underlying movement of the NIFTY Index (Cash segment) along with the Daily Traded value of the F&O segment:

Figure 5



Note: Special trading sessions on November 11, 2015 (Muhurat Trading) and December 21, 2015 and December 22, 2015 (Live trading sessions from Disaster recovery site.)

1.5.2 Records achieved in the F&O segment during 2015-16:
Table 7

Category	Total	Date of Record
Stock Options Traded Value (₹ Crs)	53,692.53	13-Jan-16
Index Options Traded Value (₹ Crs)	10,47,401.81	31-Mar-16
Total F&O Traded Value (₹ Crs)	6,48,505.58	31-Mar-16
Number of trades	77,38,349	24-Aug-15
Number of contracts traded	2,72,05,109	30-Apr-15

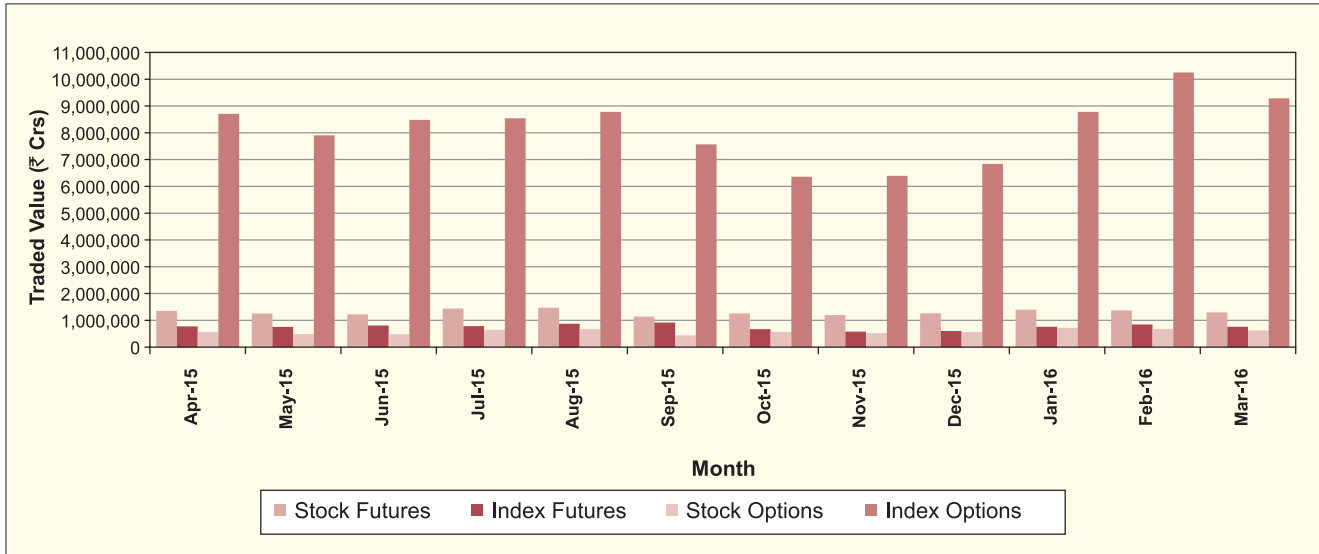
It may be observed that during 2015-16, new records were set in Stock options, Index options, total F&O traded value, number of trades and number of contracts traded.

1.5.3 (a) Basic Statistics of the F&O segment:
Table 8

Particulars	Apr 15 to Jun 15	Jul 15 to Sep 15	Oct 15 to Dec 15	Jan 16 to Mar 16	2015-16	2014-15	% Change
Daily Average Traded Value (₹ in crores)	2,68,836.20	2,59,944.76	2,19,800.91	3,01,352.56	2,62,452.77	2,28,833.00	14.71
Daily Average Number of Contracts	1,14,95,855	1,11,68,147	54,77,665	57,12,529	84,96,398	75,59,840	11.95
Open Interest (₹ in crores) End of day averages	2,15,442.10	2,24,349.66	2,23,096.68	2,23,191.95	2,21,554.47	2,04,352.00	8.42
% of Open interest to Daily Average Traded value	80.14%	86.31%	101.50%	74.06%	84.42%	89.30%	

1.5.3 (b) A graphical presentation of monthly product-wise contribution is given below:

Figure 6



Among all products, Index Options continued to dominate the Total Turnover with their contribution observed at 82.79% in 2015-16

1.5.4 Institutional Retail & Proprietary Investors – Turnover Analysis:

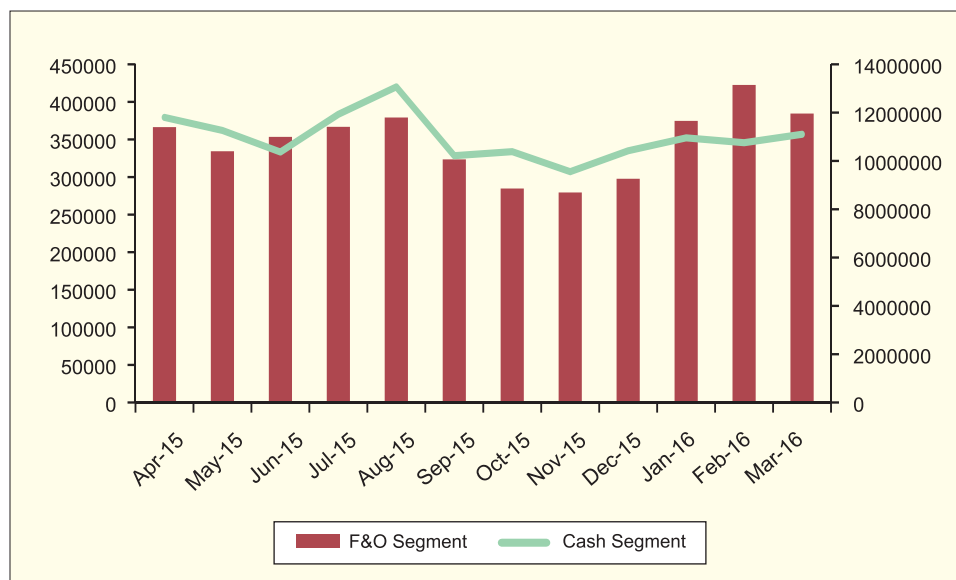
Table 9

Sr. No	Year	Institutional		Retail		Proprietary	
		Average Gross Traded Value (₹ Crs.)	Percentage Contribution	Average Gross Traded Value (₹ Crs.)	Percentage Contribution	Average Gross Traded Value (₹ Crs.)	Percentage Contribution
1	2014-15	1,28,47,080	11.55%	4,15,81,358	37.39%	5,67,84,469	51.06%
2	2015-16	1,38,30,974	10.67%	5,18,76,427	40.01%	6,39,44,268	49.32%

It may be observed that the average contribution of proprietary category has decreased in the year 2015-16 as compared to 2014-15.

1.5.5 Comparative analysis of the Traded Value in the F&O segment with the Cash segment:

Figure 7



The ratio of F&O segment turnover to cash segment turnover was 31 for the year 2015-16 as compared to 13 for 2014-15.

1.5.6 Product-wise Basic Statistics:

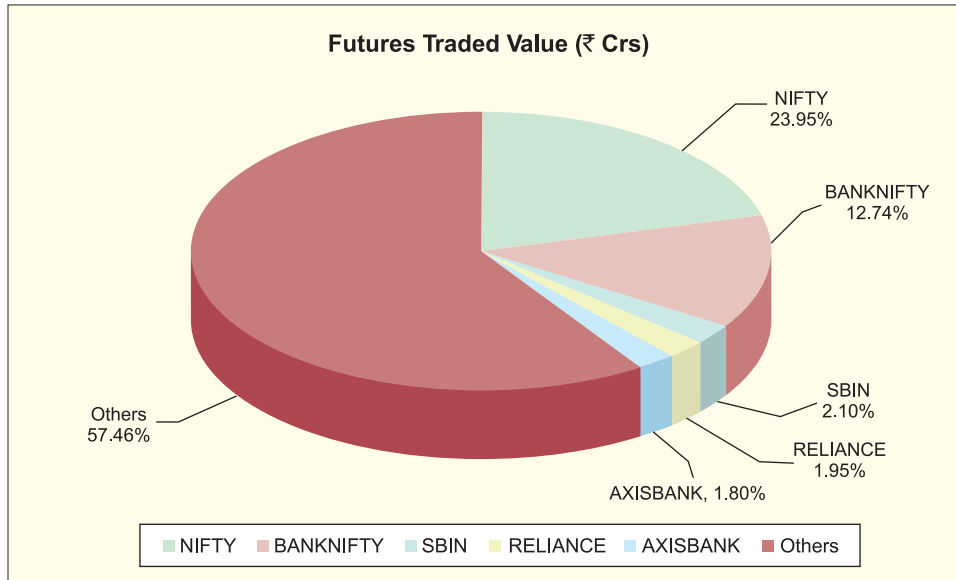
Table 10

Category	Product	Apr 15 to Jun 15	Jul 15 to Sep 15	Oct 15 to Dec 15	Jan 16 to Mar 16	2015-16	2014-15	% Change
Daily Average Traded Value (₹ Crs)	Stock Futures	31,429	31,643	30,423	33,286	31695	34,122	-7.11
	Index Futures	19,115	20,079	15,170	19,355	18450	16,911	9.10
	Stock Options	12,580	13,767	13,592	16,567	14,122	13,508	4.55
	Index Options	205,712	194,456	160,616	232,144	198186	164,290	20.63
Daily Average	Stock Futures	1,134,503	1,177,857	738,092	731,686	948356	977,797	-3.01
No. of Contracts	Index Futures	742,449	788,260	361,310	373,128	568983	532,157	6.92
	Stock Options	440,532	492,906	334,636	351,934	406070	376,457	7.87
	Index Options	9,178,371	8,709,124	4,043,627	4,255,781	6572990	5,673,427	15.86
Average OI Value (₹ Crs)	Stock Futures	70,032	69,975	71,284	64,552	68,961	65,518	5.25
	Index Futures	24,829	29,352	26,848	26,623	26,913	25,834	4.18
	Stock Options	19,704	20,424	22,217	21,865	21,053	19,385	8.60
	Index Options	1,51,487	1,53,209	1,49,909	1,58,535	1,53,285	1,35,815	12.86
Average Number of OI contracts	Stock Futures	25,87,765	26,80,117	18,46,788	14,48,446	2049839	20,14,081	1.78
	Index Futures	10,64,011	13,05,396	8,40,162	4,98,238	849152	8,85,348	-4.09
	Stock Options	7,36,282	8,02,117	6,17,411	4,95,842	6,44,853	5,85,183	10.20
	Index Options	63,89,414	63,90,488	44,77,469	29,32,927	4726476	44,45,172	6.33
Number of trading Days		61	64	61	61	247	243	

1.5.7 TOP 5 TRADED SYMBOLS

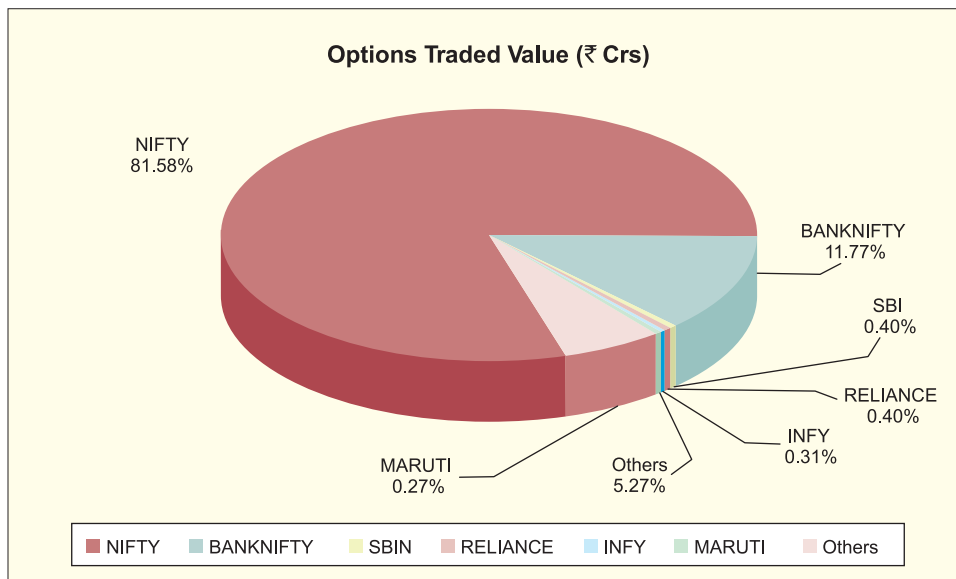
Futures:

Figure 8



Options:

Figure 9



Note: Index Futures includes India VIX* data.

1.5.8 New Developments during the year 2015-16

In year 2015-16, various new developments have been initiated by the Exchange. The details of the same are given below:-

May 2015 Prevention of Self trade facility

The Exchange has introduced prevention of Self trade facility, in order to prevent matching between a buy and a sell order entered in the same order book by a member for the same client code either originating from same or different trading terminals of the member.

July 2015 Policy for annulment of trades undertaken on stock exchanges

The Exchange has set in place the policy of trade annulment and issued a circular with the applicable criteria for placing trade annulment requests on the Exchange platform.

July 2015 SEBI Lot Size revision in F&O segment (Stocks, Indices)

SEBI has revised the minimum lot size value from ₹ 2 lakhs to ₹ 5 lakhs for all stock and Index futures and Options contracts.

September 2015 Rebranding of Indices

India Index Services & Products Limited, a step down subsidiary of NSE, has initiated, as a part of rebranding initiative, rebranding of all its existing indices to include 'Nifty' in the name of its indices as Nifty has become a strong brand name amongst the investors tracking Indian capital markets. NSE's flagship "CNX Nifty" index has been rebranded as "Nifty 50" index.

October 2015 Review of capacity planning framework of Stock Exchanges and Clearing Corporations

SEBI vide Circular ref no. CIR/MRD/DP/17/2015 dated October 08, 2015 has informed Stock exchanges and clearing corporations to review the existing capacity planning framework and has provided guidelines to implement suitable mechanisms, including generation of appropriate alerts, to monitor capacity utilisation on a real-time basis and to proactively address issues pertaining to capacity needs. Accordingly, the Exchange has implemented the new SEBI guidelines w.e.f. December 14, 2015.

October 2015 Launch of new testing service – NLABS

The Exchange has introduced a new service which provides facility for market participant's to test their trading systems including algorithm trading system with replay of Historical market data and "near live trading" test experience w.e.f. October 23, 2015

November 2015 Events / incidents impacting markets

Muhurat Trading session was held on November 11, 2015 on account of Diwali

December 2015 Live Trading sessions from Disaster Recovery (DR) site

The Exchange conducted Live trading sessions from its Disaster Recovery (DR) site on December 21, 2015 and December 22, 2015.

1.6 CURRENCY DERIVATIVES SEGMENT

The financial year 2015-16 witnessed an increase in currency derivatives (Currency Futures and Options) volumes. The average daily turnover in currency derivatives increased by 46.42% and stood at ₹18,603.83 crores in 2015-16 compared to ₹ 12,705.49 crores in 2014-15.

The daily average number of contracts increased by 37.82% in 2015-16 and stood at 27,83,402 contracts as compared to 20,19,600 contracts traded in 2014-15.

The daily average open interest increased by 50.35% in 2015-16 as compared to what was observed last year during the same period.

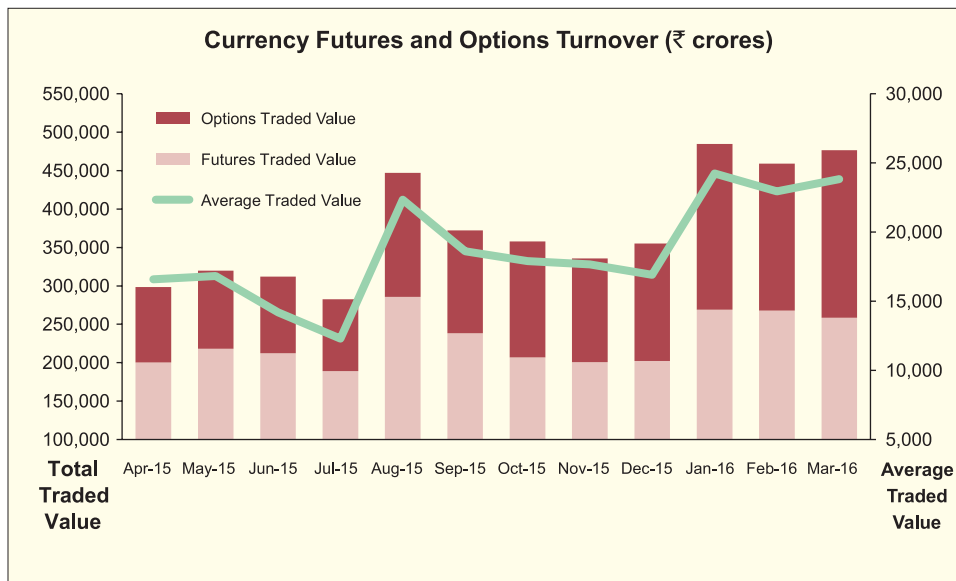
The total number of members registered in currency derivative segment has risen to 900 for the year 2015-16 as compared to 872 for the year 2014-15.

Currency Futures: Average daily turnover in Currency futures for the financial year 2015-16 increased by 20.28% and stood at ₹ 11,360.88 crores as compared to ₹ 9,445.35 crores seen in 2014-15. Futures trading constituted 61.07% of the total turnover in the segment. USD-INR currency pair was the most traded futures contracts. The average market share of NSE in currency futures stood at 33.77% in 2015-16.

Currency Options: Average daily turnover in currency options also increased by 122.14% in 2015-16 at ₹ 7,241.95 crores compared to ₹ 3,260.15 crores observed during 2014-15. The average market share of NSE in currency options stood at 63.29% in 2015-16.

Interest Rate Futures: Average daily turnover in Interest Rate Futures for the financial year 2015-16 increased by 22.81% and stood at 2,175.31 crores as compared to ₹ 1,771.25 crores in 2014-15. The daily average open interest also increased by 39.56% and stood at 2,39,044 contracts as compared to 1,71,287 contracts in the previous year.

Figure 10



New Developments during the year 2015-16

In year 2015-16, various new developments have been initiated by the Exchange. The details of the same are given below:-

May 2015 Prevention of Self trade facility

Exchange has introduced prevention of Self trade facility, in order to prevent matching between a buy and a sell order entered in the same order book by a member for the same client code either originating from same or

different trading terminals of the member.

June 2015 Exchange Traded Cash Settled Interest Rate Futures (IRF) on 6 year, 10 year and 13 year Government of India (Gol) Security

SEBI has permitted stock exchanges to introduce cash settled Interest Rate Futures on 6-Year and 13 year Gol Security.

July 2015 Policy for annulment of trades undertaken on stock exchanges

The Exchange has set in place the policy of trade annulment and issued a circular with the applicable criteria for placing trade annulment requests on the Exchange platform

October 2015 Review of capacity planning framework of Stock Exchanges and Clearing Corporations

SEBI vide Circular ref no. CIR/MRD/DP/17/2015 dated October 08, 2015 has informed stock exchanges and clearing corporations to review the existing capacity planning framework and has provided guidelines to implement suitable mechanisms, including generation of appropriate alerts, to monitor capacity utilisation on a realtime basis and to proactively address issues pertaining to capacity needs. Accordingly, the Exchange has implemented the new SEBI guidelines w.e.f. December 14, 2015.

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December 2015 Live Trading sessions from Disaster Recovery (DR) site

The Exchange conducted Live trading sessions from its Disaster Recovery (DR) site on December 21, 2015 and December 22, 2015.

1.7 Debt segment

NSE launched first dedicated Debt Platform on May 13, 2013. The Debt segment provided an opportunity to retail investors to invest in corporate bonds on a liquid and transparent exchange platform. The segment has helped Institutions who are holders of corporate bonds an ideal platform to buy and sell at optimum prices and help Corporates to get adequate demand, when they are issuing the bonds.

In its endeavour to centralise trading in all debt instruments into a single platform, the Exchange introduced a new web based negotiated reporting platform for reporting of all the deals in debt instruments by trading members with effect from July 01, 2015 in Debt segment. The Exchange has closed WDM from July 03, 2015 and merged with New Debt segment.

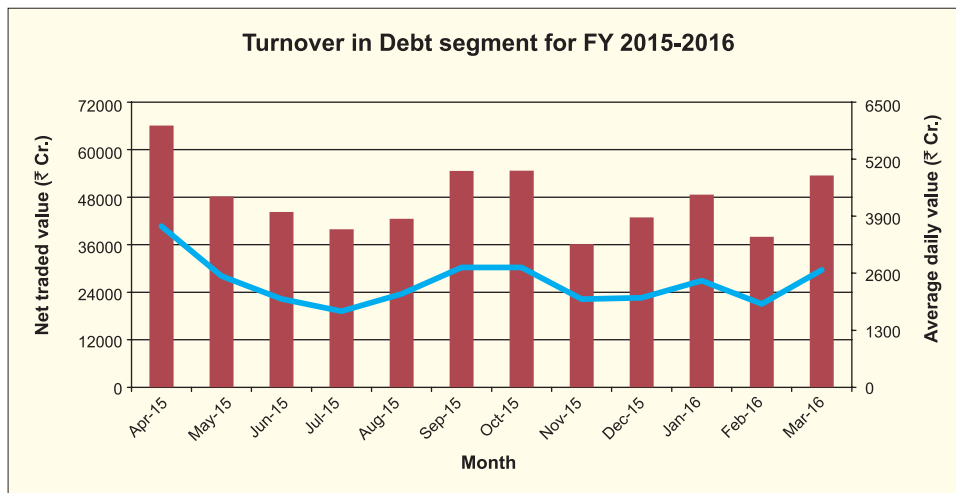
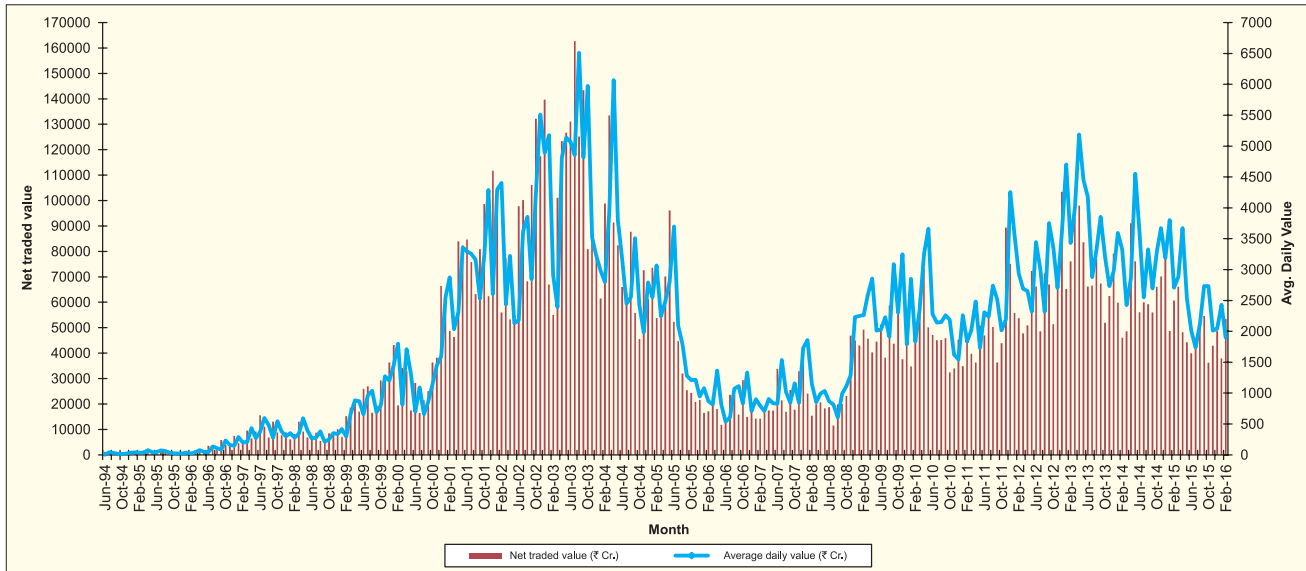
Debt segment consists of negotiated trade reporting platform and order matching platform.

The turnover on Debt segment decreased in the financial year 2015-16. The turnover decreased to ₹ 5,69,494.67

crores in 2015-16 from ₹ 7,72,369.08 crores in 2014-15 registering a decrease of 26.27% The average daily turnover decreased to ₹ 2,363.05 crores in 2015-16 from ₹ 3,258.94 crores in 2014-15.

The business growth on the Debt segment of the Exchange is presented in Figure 11 below:-

Figure 11



The transactions in dated government securities account for a substantial share in the Debt segment with 74.08% in 2015-16. Market capitalisation of the Debt segment has witnessed a constant increase in the number of securities available for trading on this segment. Total market capitalisation of the securities available for trading on Debt segment stood at ₹ 59,65,056.31 crores as on March 31, 2016

Table 11
Trades in Debt segment

Particulars	2015-16	2014-15
Number of Trades	14,676	18,789
Average monthly number of trades	1,223	1,566
Average daily number of trades	61	79
Average Trade Value (₹ in crores)	38.80	41.11
Average Daily Turnover (₹ in crores)	2,363.05	3,258.94
Turnover (₹ in crores)	5,69,494.67	7,72,369.08
Number of Active Scrips	1,739	1,553
Number of Active members	28	28

1.7.1 Securities Profile

The turnover of Government securities in the Debt segment decreased by 22.05% during 2015-16. Its share in total turnover increased from 53.17% in 2014-15 to 56.22% in 2015-16. The share of Treasury Bills decreased from 21.58% in 2014-15 to 17.86% in 2015-16. The turnover of Non-Government securities in Debt segment decreased by 24.29% during 2015-16. During 2015-16, the share of Non-Government Securities in total turnover increased to 25.92% as compared to 25.25% in 2014-15.

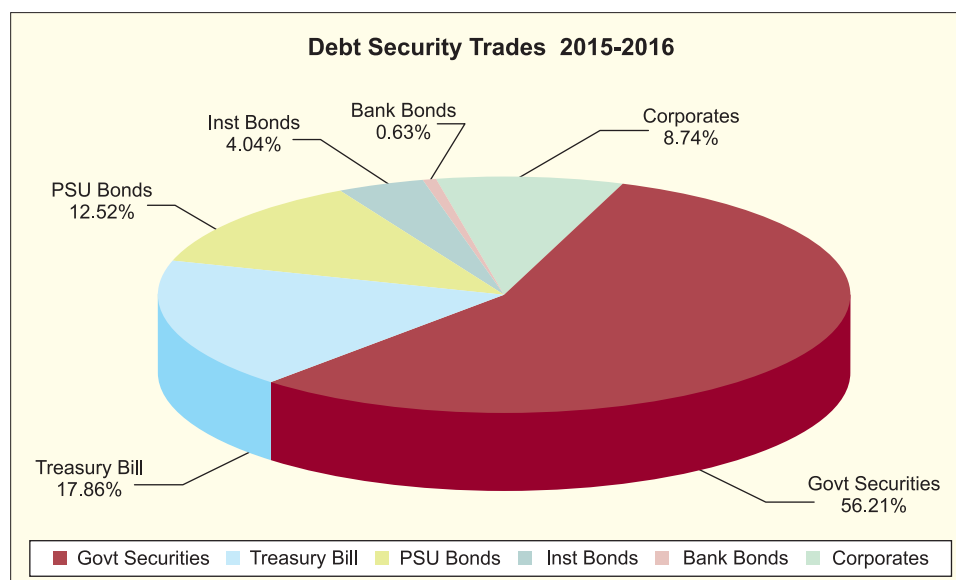
Table 12 and Figure 12 represent security-wise distribution of turnover.

Table 12
Security-wise Distribution of Turnover

Securities	2015-16		2014-15	
	Turnover (₹ in crores)	% of Turnover	Turnover (₹ in crores)	% of Turnover
Government Securities	3,20,144.91	56.22	4,10,693.91	53.17
T-Bills	1,01,726.20	17.86	1,66,679.74	21.58
PSU Bonds	71,330.06	12.53	1,02,261.29	13.24
Institutional Bonds	23,018.85	4.03	32,163.78	4.16
Bank Bonds	3,569.40	0.63	1,789.90	0.23
Corporate Bonds	49,705.26	8.73	58,780.46	7.62
Total	5,69,494.68	100.00	7,72,369.08	100.00

Figure 12

Security-wise Distribution of Turnover



1.7.2 Issuances in Debt segment

A total of 1,905 securities were listed during the financial year 2015-16. As at end of March 2016, 7,089 securities were available for trading on the Debt segment. Details of Issuance in Debt are provided in Table 13.

Table 13

Issuance in Debt segment

Financial Year	Number of New Securities Listed	Total Number of Securities (at year end)	Market Capitalisation (at year end ₹ in Crs)
2004-05	1,299	3,097	14,61,734.37
2005-06	564	3,177	15,67,573.81
2006-07	661	3,252	17,84,800.57
2007-08	856	3,566	21,23,346.28
2008-09	1,026	3,954	28,48,315.50
2009-10	959	4,140	31,65,929.48
2010-11	1,080	4,479	35,94,877.15
2011-12	1,508	5,148	42,72,736.48
2012-13	1,707	5,782	49,28,331.79
2013-14	1,304	5,952	51,28,733.33
2014-15	1,694	6,546	57,39,272.61
2015-16	1,905	7,089	59,65,056.31

1.7.3 Market Capitalisation

Total Market capitalization of the securities available for trading in Debt segment increased to ₹ 59,65,056.31 crores in 2015-16 from ₹ 57,39,272.61 crores in the previous year registering a growth of 3.93%. The Central Government securities accounted for the largest share of the market capitalisation with 46.03% while Non-Government Securities accounted for 22.43%. The composition of market capitalisation of various securities on Debt segment is presented in Table 14.

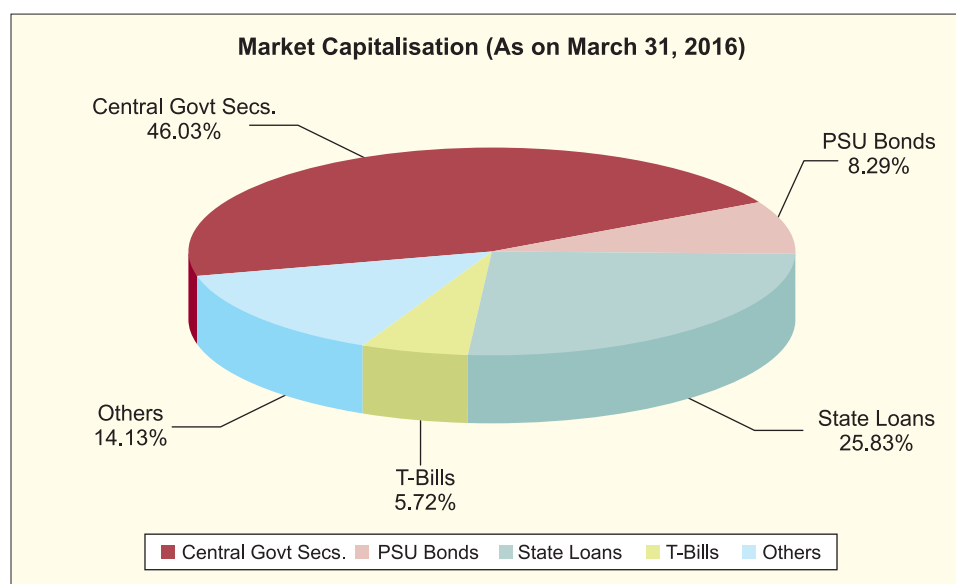
Table 14

Market Capitalisation of Debt segment

Securities	As on March 2016		As on March 2015	
	Market Cap. (₹ in crores)	% of total	Market Cap. (₹ in crores)	% of total
Central Government Securities	27,45,713.28	46.03	28,84,022.77	50.25
PSU Bonds	4,94,760.44	8.29	4,44,863.56	7.75
State Loans	15,40,492.18	25.83	12,87,822.95	22.44
T-Bills	3,40,958.32	5.72	3,55,521.29	6.19
Others	8,43,132.09	14.13	7,67,042.04	13.37
Total	59,65,056.31	100.00	57,39,272.61	100.00

Figure 13

Market Capitalisation of Debt segment



1.7.4 Corporate Bond Market

Currently for reporting trades in corporate bonds, Exchanges provide two platform namely Debt Segment and CBRICS. The average daily traded value reported through corporate bond for 2015-16 was ₹ 3,374.50 crores (Debt segment & CBRICS) as compared to ₹ 3,740.73 crores for 2014-15 with an average of around 221 trades being reported on a daily basis as compared to 245 trades for 2014-15.

Turnover of Corporate Bond is presented in Table 15 and Figure 14

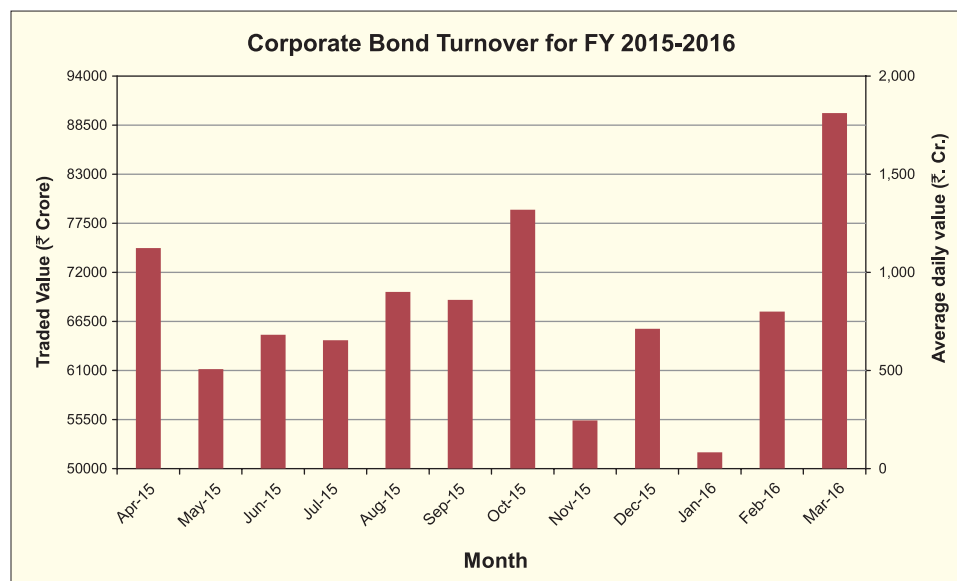
Table 15

Corporate Bond Turnover

Corporate Bond Turnover	2015-16	2014-15	%Change
Total Turnover (₹ Crs.)	8,13,255.47	8,86,552.96	(8.27)
Average Daily Turnover (₹ Crs.)	3,374.50	3,740.73	(9.79)
Total Number of Trades	53,181	58,091	(8.45)
Average Daily Trades	221	245	(9.80)

Figure 14

Corporate Bond Turnover for FY 2015-16



2. SERVICES TO INVESTORS

During the Year 2015-16, the Exchange dealt with 7,391 investor complaints against trading members and companies and facilitated 560 arbitration and appellate arbitration cases.

The Exchange totally has fourteen Investor Service Centres at Mumbai, Delhi, Chennai, Kolkata, Ahmedabad, Hyderabad, Indore, Kanpur, Bangalore, Pune, Jaipur, Vadodara, Patna and Lucknow to facilitate query resolution, complaint resolution and to provide arbitration facilities. The Exchange has empaneled 117 Arbitrators and 109 IGRP members across 14 centres.

During the year, the Exchange has enhanced the e-filing portal for investors wherein investors can upload the necessary documents proving their complaint electronically. Further, through continuous initiatives, the Exchange has managed to decrease the average resolution time by 45%. Intimation of receipt of complaint is sent to trading members directly on receipt by the Exchange.

3. NSE'S RESEARCH INITIATIVES IN 2015-16

3.1 NSE-NYU Indian Financial Markets Conference

NSE has set up a joint Initiative with NYU Stern School of Business for research in the area of Finance, with a focus on the study of Indian financial markets. The annual conference under this initiative was held in July 2015, which was the third in the series.

3.2 NSE-IGIDR Conference in Corporate Governance

The second annual international conference in corporate governance was organised in January 2016 under the aegis of the NSE-IGIDR research collaboration on corporate governance.

3.3 NSE-IFF Conference on Financial Inclusion

NSE has collaborated with IFF to promote quality research in the field of financial inclusion and household finance. The annual conference under the aegis of this initiative was organised in March 2016, where the findings of the research projects were discussed.

3.4 Quarterly Briefings under the aegis of the NSE – Centre for excellence in corporate governance (NSE-CECG)

To project NSE as a thought leader in corporate governance and engage with NSE listed companies on important governance issues, the NSE Centre for Excellence in Corporate Governance (NSE-CECG) was established in 2012-13. Under the aegis of the NSE-CECG, four issues of Quarterly Briefing were released and circulated among directors of all the NSE listed companies and top SEBI officials in 2015-16.

3.5 Publications of NSE

Indian Securities Market Review (ISMR) and NSE Factbook are two NSE publications which are prepared on an annual basis. In addition, edited transcripts of the international conferences organised by NSE were also circulated among various stakeholders in the securities market. Besides, a 'White Paper Series' of the NSE-NYU conference was also widely circulated.

3.6 Seminars and Panel Discussions

In 2015-16, the Economic Policy and Research (EPR) Department continued to organise seminars and panel discussions by eminent people on securities market, corporate governance and macroeconomic issues. EPR department also started the NSE Lecture Series in Securities Laws and Practices, which has seen participation from various securities market professionals including from mutual funds, investment banks, registrar and transfer agents, brokerage houses, law firms, etc. The Listing compliance department has also organized nation-wide seminars and panel discussions by eminent people on SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in FY 2015-16.

4.1 FINANCIAL RESULTS

The working of NSEIL during the year has resulted in a net profit after tax of ₹ 439.33 crores as per particulars given below: -

Table 16

Particulars	2015-16 (₹ In crores)	2014-15 (₹ In crores)
Income	2044.54	1,918.12
Expenditure	691.90	631.35
Profit before prior period adjustments, exceptional item, contribution to NSCCL Core SGF & tax	1352.64	1,286.77
Less: Prior Period Adjustments	2.58	0.22
Profit before exceptional item, contribution to NSCCL Core SGF & tax	1350.06	1286.55
Less: Contribution to NSCCL Core SGF	761.52	170.00
Profit before tax	588.54	1116.55
Tax expenses (including deferred tax)	149.21	336.87
Profit after tax	439.33	779.68
Surplus brought forward from previous year	887.03	567.72
Less: Adjustment of Depreciation due to Revised Companies Act, 2013	-	9.99
Add: reversal of provisional appropriation towards NSCCL SGF	527.19	-
Add: Deferred tax impact on depreciation adjustment	-	3.40
Amount available for appropriation	1853.55	1,340.81
Appropriations		
Provisional transfer to NSCCL SGF in respect of current year [net of contribution to NSCCL Core SGF amounting to ₹ Nil (previous year – ₹ 170 crores)]	-	52.97
General Reserve	-	-
Proposed Dividend	328.50	357.75
Corporate Dividend Tax	34.81	43.06
Balance carried to Balance Sheet	1490.24	887.03

4.2 DIVIDEND

In view of the above results, the Directors recommend payment of dividend of ₹ 73/- per equity share for the year 2015-16.

4.3 PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

No loan or guarantee is given to any person during the year. The investments made by Company during the year are in accordance with the provisions of the Companies Act, 2013.

4.4 PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The particulars of contracts or arrangements with related parties are given in Form AOC-2 and is attached herewith as **Annexure -1** to this Report.

4.5 DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

Currently there is a high degree of automation in most of the key areas of operations and processes. Also, all the processes are well documented with comprehensive and well defined Standard Operating Procedures (SOPs) which inter alia includes the financial controls in the form of maker checker, strict adherence to financial delegation given by the Board at various levels, systemic controls, information security controls as well as role based access controls, etc. Further, these controls are periodically reviewed for change management in the situations of introduction of new processes/change in processes, change in the systems, change in personnel handling the activities, etc. These controls are independently reviewed by the internal auditors /operations reviewers of the Company including conducting the routine internal audit/ operations review by them where by the audit activity embeds validation/review of the controls to establish their adequacy and effectiveness. Besides the above, the Internal Auditors, Operational review and Practicing Company Secretary review the compliances by the Company with respect to various laws, rules, regulations, etc. as applicable to it on a quarterly basis.

The observations, if any, of the internal audit, operations review and the compliance report issued by independent practicing company secretary are also presented by them to the Audit Committee in every quarter.

The Statutory Auditors have conducted a review of Internal Financial Controls including Entity Level Controls, IT General Controls, risk control matrix and process walk through on a sample basis as per the guidelines issued by the ICAI.

4.6 SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

4.6.1 National Securities Clearing Corporation Limited (NSCCL)

CM segment: NSCCL successfully continued its track record of completing all settlements in a timely manner. During the period under review, 247 rolling settlements were handled in de-materialised mode. Per settlement figures in value terms in the current year are as follows:

The average value of securities handled per settlement was ₹ 5,071.49 crores in 2015-16 compared to ₹ 5,233.03 crores in 2014-15. The average funds pay-in per settlement was ₹ 1,572.49 crores in 2015-16 compared to ₹ 1,500.30 crores in 2014-15. The average number of shares processed per settlement was about 2,507.53 lakhs in 2015-16 compared to 2,617.55 lakhs in 2014-15. Short deliveries per settlement averaged around 0.18% in 2015-16 as compared to 0.14% in 2014-15.

The highest deliverable value of ₹ 25,142.75 crores was observed on April 23, 2015. Percentage of number of shares deliverable to number of shares traded increased to 28.44% in 2015-16 from 27.46% in 2014-15. Percentage of value of shares deliverable to value of shares traded increased to 29.80% in 2015-16 from 29.52% in 2014-15. The Core Settlement Guarantee Fund stood at ₹ 164 crores as on 31st March 2016.

F&O segment: The period April 2015 - March 2016 witnessed an increase in the total value of settlement from ₹ 95,653.57 crores in 2014-15 to ₹ 1,05,729.05 crores in 2015-16. The highest monthly settlement was ₹12,246.75

crores in the month of August 2015. February 2016 witnessed the highest monthly trading volumes of ₹ 65,72,744.55 crores while the highest daily trading volumes on NSE during this period was ₹ 6,48,505.58 crores, witnessed on March 31, 2016 with total of 1,18,37,779 contracts being traded. As on March 31, 2016, the Core Settlement Guarantee Fund in F&O segment stood at ₹ 798 Crores.

Currency Derivatives segment: The year 2015-16 witnessed an increase in the total settlement values from ₹ 6,569.67 crores in 2014-15 to ₹ 9,214.10 crores. The highest monthly settlement value was ₹ 1,112.18 crores in the month of August 2015. The highest trading value in Currency Futures on NSE during this period was ₹ 27,170.74 crores witnessed on August 25, 2015 with total of 40,22,183 contracts being traded and in Currency Options it was ₹ 22,182.44 crores, witnessed on March 17, 2016 with total of 32,81,695 contracts being traded. The highest trading volume in Interest Rate Futures on NSE during this period was ₹ 6,422.00 crores witnessed on April 30, 2015 with total of 3,09,819 contracts being traded. As on March 31, 2016, the Core Settlement Guarantee Fund in Currency Derivatives segment stood at ₹ 99 Crores.

Securities Lending and Borrowing segment: NSCCL is an Approved Intermediary (AI) for SLBS with SEBI. In 2015-16, the volumes in SLBS increased by 87.57% from ₹ 5,131.24 crores in 2014-15 to ₹ 9,624.88 crores. As compared to previous year, during 2015-16, securities traded in SLBS increased from 117 to 173 and number of participants traded increased from 57 to 67. As on March 31, 2016, there are 129 participants, 4 custodian-cum-participants and 5 custodians registered in SLBS.

Mutual Fund Service System (MFSS): As on March 31, 2016, 33 mutual fund houses with 4,757 schemes were enabled under the revised MFSS scheme. The average daily value of funds settled for subscription of mutual fund units for the period April 1, 2015 to March 31, 2016 was ₹ 12.91 Crores. The average daily value of funds settled for redemption of mutual fund units for the period April 1, 2015 to March 31, 2016 was ₹ 10.47 crores.

Corporate Debt Instruments: National Securities Clearing Corporation Ltd. (NSCCL) provides DVP-1 based settlement for OTC trades in Corporate Bonds, Repo in Corporate Bonds, Commercial Papers (CP) and Certificate of Deposits (CD). The average daily settlement value at NSCCL for OTC trades in Corporate Bonds, Commercial Papers (CP), Certificate of Deposits (CD) and Securitised Debt (SD) during the financial year 2015-16 stands at ₹ 2,736.66 crores, ₹ 2,770.16 crores, ₹ 4,248.31 crores and ₹ 18.76 crores respectively. The highest settlement value, during this period, of ₹ 30,832.08 crores (across all corporate debt instruments) was recorded on March 31, 2016. During the financial year 2015-16, NSCCL settled 177 repo trades valuing ₹ 8378.30 crores as compared to 63 repo trades valuing ₹ 1998.60 crores settled in the previous year.

During the F.Y. 2015-16, NSCCL earned net profit after tax of ₹ 165.89 crores as compared to net profit after tax of ₹ 218.80 crores during the FY 2014-15. The Board of NSCCL has accordingly recommended a dividend of ₹ 35/- per equity shares to its shareholders in respect of FY 2015-16.

4.6.2. NSE Strategic Investment Corporation Limited

NSE Strategic Investment Corporation Limited (NSICL) was incorporated to, inter alia, make or hold all strategic investments in the equity shares and/or other securities of various companies. The paid up share capital of NSICL as on March 31, 2016 is ₹ 825.99 crore which is being 100% held by National Stock Exchange of India Limited (NSEIL). During the year under review, NSICL has promoted two businesses - Receivables Exchange of India Limited (RXIL) and NSE Education Facilities Limited (NEFL). During the year, the investment portfolio of the previous year continues to remain the same.

During the F.Y. 2015-16, NSICL earned net profit after tax of ₹ 60.95 crores as compared to net profit after tax of ₹ 70.35 crores during the FY 2014-15. NSICL was formed with an intention to conserve resources for the group to invest in the capital of other companies in the group or outside. Hence, the Board of NSICL did not recommend any dividend to be paid in respect of 6% Non-cumulative Compulsorily Convertible Preference Shares and the equity shares.

4.6.3. India Index Services & Products Limited

India Index Services & Products Limited (IISL) continued to be the primary provider of indices and related products and services to various participants in the Capital Market in India, in its 18th year of its operation.

The Nifty 50 Futures traded on National Stock Exchange (NSE) recorded a turnover of ₹ 2,966,314 crores in the financial year 2015-16 as compared to a turnover of ₹ 2,712,439 crores in the financial year 2014-15, thus registering an increase of 9.36%. Turnover of Nifty 50 Options traded on NSE increased to ₹ 42,782,302 crores in the financial year 2015-16 from ₹ 35,667,743 crores in the financial year 2014-15, registering an increase of 20%.

The Nifty 50 Futures traded on Singapore Exchange (SGX) recorded volume of 21.04 million contracts in the financial year 2015-16 as compared to a volume of 19.93 million contracts in the financial year 2014-15, thus registering an increase of 5.6%.

During the financial year 2015-16, IISL granted 21 licenses to domestic and international clients for launching exchange traded funds, active funds, index funds, structured products and exchange traded derivatives.

Other key developments:

- 1) During the year under review, IISL has widened the client base that uses IISL Indices and index data.
- 2) Singapore Exchange (SGX) launched the first offshore Indian sector futures linked to Nifty IT and Nifty CPSE Index. SGX also plans to launch index futures linked to Nifty Bank and Nifty Midcap 50 index in 2016.
- 3) IISL recognised as IOSCO compliant by Deloitte Haskins & Sells LLP. Compliance of Nifty indices with the IOSCO Principles demonstrates IISL's commitment towards providing world class index solutions.
- 4) One AMC from Taiwan launched three ETFs linked to Nifty 50, Nifty50 PR 2x Leverage and Nifty50 PR 1x Inverse index which were listed on Taiwan Stock Exchange. With this launch, 43 ETFs (34 ETFs in India and 9 ETFs in international markets) linked to Nifty indices are traded across 19 stock exchanges (including NSE) globally.
- 5) IISL rebranded of all its existing indices to include Nifty in the names of all its indices. The rebranding of IISL indices was effective from November 09, 2015.
- 6) Currently, 17 index funds & 34 ETFs are linked to IISL's indices in domestic market.
- 7) Nine ETFs on IISL indices are listed outside India (7 on Nifty 50, 1 on Nifty50 2x Leverage and 1 on Nifty50 1x inverse)
- 8) The corpus of index linked funds (including index linked funds managed by insurance companies)/ETFs based on IISL's indices as on March 31, 2016 is ₹ 20,627 crores as compared to ₹ 16,467 crores on 31 March 2015.

- 9) IISL organised NSE India ETF conference on a big scale. This was the first big ETF conference organised and most of the senior level industry experts attended the event. It will help in promoting ETF as an asset class for retail investors.

During the F.Y. 2015-16, IISL earned net profit after tax of ₹ 5,093.20 lakhs as compared to net profit after tax of ₹ 3429.11 lakhs during the FY 2014-15. The Board decided to conserve resources for the inorganic growth expansions being pursued by IISL and accordingly recommended a dividend of Re.1/- per equity shares to its shareholders in respect of FY 2015-16.

4.6.4 NSE Infotech Services Limited

INITIATIVES, OPERATIONS AND MAJOR EVENTS DURING THE YEAR

Technology is key differentiator and a strategic driver for NSE. As Strategic Technology partner NSETTECH continues to deliver and maintain technology products and services for NSE.

TRANSFORMATION THROUGH NEW TECHNOLOGY

New CM Trading System: Higher throughput, lower latency and resilient trading platform are constant drivers for enhancing trading performance. CM trading system has moved to a new generation trading platform that provides high speed, high throughput trading for cash market using advanced technology to give world class performance. New trading system in cash market is rolled out in production. New system delivered Latency improvement of 98% in cash market.

Latency: Latency is of key importance in exchange business. Towards this multiple initiatives were undertaken to have better monitoring & control over NSE latency numbers and continuously reduce the transaction latency at NSE. This resulted in latency improvement of 39% at 99%ile in derivative segment. Low Latency Net was implemented in Cash Market to improve latency by 10x.

COLO Phase IV: NSE started Colocation facility for its members to address the need of Algo and HFT trading in the year 2010. NSE has built capacity of 113 full racks and 150 half racks in three phases. As these racks are almost 100% utilised, NSE decided to increase capacity to meet the future demand for colocation facility and extend opportunity to more members. NSE added 104 new racks (77 full racks, 54 half racks) in FY 2015-16 and these are available for member hosting. It is enabled with 10G connectivity and has additionally been enabled for providing PTP services to Members.

Index Rebranding: NSE has rebranded its indices from CNX to Nifty as Nifty has become a strong brand name amongst investors tracking Indian capital market. In total, 35 Indices were rebranded which involved changes in multiple systems such as Trading, Index and Clearing systems.

E-IPO: An Initial Public Offer (IPO) is the selling of securities to the public in the primary market. This paves way for listing and trading of the issuer's securities. NSE transformed its existing system into a next generation web-based order capture platform. This new system provides user friendly functionalities for better user experience. EIPO system results in reduction of listing lead time from existing 12 working days to 6 working days after issue closes.

Algo Lab platform is launched for Cash and Derivatives segment. This platform provides additional service to members to back test their strategies on the trading system.

Surveillance: With the increase in the processing power of CM & FO trading systems, the need was felt to ramp up

the surveillance system so that TAT remains the same. Capacity of Surveillance system was increased by making the architecture distributed. The new architecture allows NSE to further horizontally scale out to meet the increasing throughput of the trading system.

High Bandwidth Links at Last Miles: NSE used to provide 2 mbps links to its members from its POP located at nine locations across India. Due to increase in market activity and introduction of new features/products by NSE, 2 mbps link was becoming bottleneck and adding to maintenance cost. To overcome this, NSE launched High Bandwidth project under which members can subscribe to 4 mbps+ last mile links. First phase of Project is completed with Ghatkopar (Mumbai), Jeevanvihar (Delhi) and Salt lake (Kolkata) POPs.

Back up Modernisation: Old backup infrastructure was obsolete with technical and business constraints. NSE implemented a solution reducing the backup window from 12+ hrs. to 4 hrs.

Incremental Backups: Incremental backups were implemented on NAS which reduced backup time from 12+ hours to 40 minutes, a 96% improvement.

Market data products are launched on the new platform. 50% of products are migrated to the new platform.

Tick by Tick data was made available over multicast in CM segment so that the tick latency is same as order confirmation latency. The design provided for better resilience with minimal downtime for end clients.

NSE Electronic Application Processing System (NEAPS): As per SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 following modules have been updated in NEAPS:

- Corporate Governance: As per SEBI's mandate, formats for Compliance Report on Corporate Governance have been made available on NEAPS.
- Share Holding Pattern: The holding of specified securities are divided into the following 3 categories viz. Promoter and Promoter Group, Public and Non Promoter Non Public.
- Financial Results: Banking, Non-banking and Alternative formats for Financial Result disclosures
- Investor grievance data, Share transfer agent and certificate with respect to share transfer disclosures by Registrar & Transfer Agents (RTAs) in NEAPS

GROWTH THROUGH NEW PRODUCTS AND SERVICES

Multicast Tick by Tick (MTBT): In Co-location, members can take TBT connectivity for the complete rack. The process is automated resulting in faster processing and reduction in paperwork. This module provides facility to Trading Members to put request for activation / de-activation of MTBT (Multicast Tick by tick) on Colocation racks.

Direct Net: Direct Net was deployed in CD, CM and FO. This would result in latency improvement of up to 30µsecs for members on account of removing the hop through TAP.

Journal layer was removed and redeployed separately in derivatives trading system to offload journal processes from Market layer.

Buyback of Securities: As per the SEBI circular dated April 13, 2015, guidelines were provided on mechanism for acquisition of shares through Stock Exchange pursuant to Tender-Offer under Takeovers, Buy Back and Delisting. The project was focused towards addressing the same.

Derivative segment:

- Self Trade prevention, IRF extension requirements in trading system
- Feature enhancement in Giveup Approval and Trade cancellation, Optimisation for listing message broadcast, Password change alert were delivered in trading system.

Cash Market:

- Features such as Kill switch and COL were introduced in the Cash market
- Order numbers capacity is increased in Cash market segment; Batch optimisations were introduced in the Cash market.

Other Markets: Other market trading system hardware was upgraded to FT 6308 from V400 resulting in saving high AMC cost.

NSE Member Opportunities and Relationship Enhancement (MORE): With the objective to reward trading members for maintaining high degree of governance standards, the NSE Member Opportunities and Relationship Enhancement (MORE) program has been launched on 31st Aug'15. NFA system has been upgraded to account rewards points earned by members during this program and redemption of these points in transaction section of NFA system.

Insider Trading Regulation- 7(2) and 7(3) on NEAPS: As per the new Regulation for Insider Trading, the entity listed with NSE will provide disclosure under Regulation 7 if the trade value by a Promoter or Key Management Personnel reaches ₹ 10 Lakhs for a quarter. The facility to provide these disclosures in SEBI prescribed format has been implemented on NEAPS. The submissions will be authenticated by OTP and shall follow electronic approval workflow with provision of alerts in case of delay in disclosures.

Change in haircut for broad based ETF: ETFs, accepted as collateral, are identified as NMF. ETFs are being valued on previous day's closing price after applying the haircut. The haircut applicable to the ETFs was Root 4 times VAR margin rate, subject to a minimum of 40%. Now the haircut applied to broad based ETFs are in line with the current category of Nifty Securities.

Change in method of valuation of corporate bonds: Earlier closing prices for valuation of corporate bonds used to be taken from debt segment. Now, collateral user provides the closing prices for corporate bonds and valuation of corporate bonds is done basis these closing prices.

Closure of Margin Transactions: NSE generates the margin transactions (1501, 1502 & 1505) in CM, F&O and CD segments. In this, previously except 1501 transaction of Custodians, all transactions were not sent for banking. The suggested system change was done so that the Transactions were generated with close status to F&O (1502), CDS (1505) and Cash (1501 for Members). Moreover, these closed transactions will not be reflected in EPMG reports being sent to the bank.

Exchange-wide position limit monitoring for IRF: Previously, the exchange-wide position limit monitoring was done by business users. It was proposed to automate manual activities involved in the monitoring of EWPL for each underlying bond and develop a penalty module in-line with FO segment.

Membership: Billing of RACK & IP for Co-location: Automation of Colocation activity in Membership application facilitated generating the Billing data as required by F & A Dept. resulting in eliminating manual activities. The

colocation module in the Membership Application keeps track of various activities such as rack & connectivity activation, surrender, message rate change and shifting.

OPERATIONS STRENGTHENING

Monitoring Dashboard using ITRS Geneos Tool: A real time dashboard of the Trading Ecosystem - comprising of hardware servers, network devices, middle wares, databases and the trading application (software) - is envisioned to depict real time view of the system health and prevent incidents. The project planned is to be implemented in 4 phases with each phase covering market segments FO, CD, CM and other system. Phase I is completed with FO Dashboards rolled out and people trained on it. Segment one view Dashboards for both CD and CM segments are delivered in November, 2015.

RISK, CONTROLS, COMPLIANCES & QUALITY

BCP 2.0: BCP 2.0 is focused on enhanced redundant capacity for sustained DR at DR site. It enables NSE to sustain running operations from DR for durations of more than 2 days and more (no upper limits). BCP external mock were successfully completed as per schedule and intraday switchover successfully tested with RTO of 3 hours 30 minutes and zero RPO. NSE successfully switched over to main site (Mumbai) from DR site (Chennai) overnight and subsequently third session is conducted from main site (Mumbai). With BCP 2.0, the exchange was able to demonstrate intraday switch over within 4 hours.

GRC (Governance Risk and Compliance): As per SEBI's recent circular on Cyber security, a Cyber security and Cyber resiliency policy has been formulated and presented to the Board of NSE. Implementation of the same is in progress. Annual systems audit (SEBI) was completed by M/s Ernst & Young. International experts were engaged to benchmark NSE Security Operations Center (SOC) with Global best practices and develop a roadmap for maturing the SOC. Other Risk Management activities taken up during last year are summarised below-

- Build Secure initiative is being streamlined for incorporating information security inputs at build stage itself
- Business Process Review has been initiated to identify information security risks
- Business Impact Analysis Assessment from availability perspective has been initiated for various business functions
- Identity Access Management solution for governing user access to NSE critical systems is in the process of being deployed

A Third Party Audit was conducted from Information Security perspective by Israeli Auditors. Recommendations provided by them are being implemented. Out of 152 recommendations, 141(93%) have been closed. Remaining 11 open items are large pan-organisation initiatives and will be completed as separate projects.

Quality Control (QC): IQC Testing has been operationalised in FO, CD, CM segments for functional testing. Automated Regression testing is completed in 6 hours, resulting in significant productivity benefits also resulting in higher confidence in Quality. Reliability testing, batches, business utilities are under scope and testing readiness is available. Front end testing automation framework is ready and work in progress for CD segment to be followed by work in FO and CM segments. Mock participation extended to Direct net along with Normal TAP.

SDLC Process Improvement: The objective of program was to strengthen processes and practices in organisation that will lead to reduction in overall Cost of Quality. Project Management, Software Configuration Management

and Defect Prevention processes are rolled out. SDLC processes were revamped and socialised with SMEs. RCA methodology has been standardised and drive initiated to conduct RCAs using standard methodology.

Tooling towards DevOps: Application Lifecycle Management tool is procured and rolled out toward DevOps roadmap and to enable Bi-Modal IT. The tool provides integrated view from Requirement to Release driving up developer productivity. The tool is rolled out for Tech teams and is being leveraged for purpose beyond initial scope.

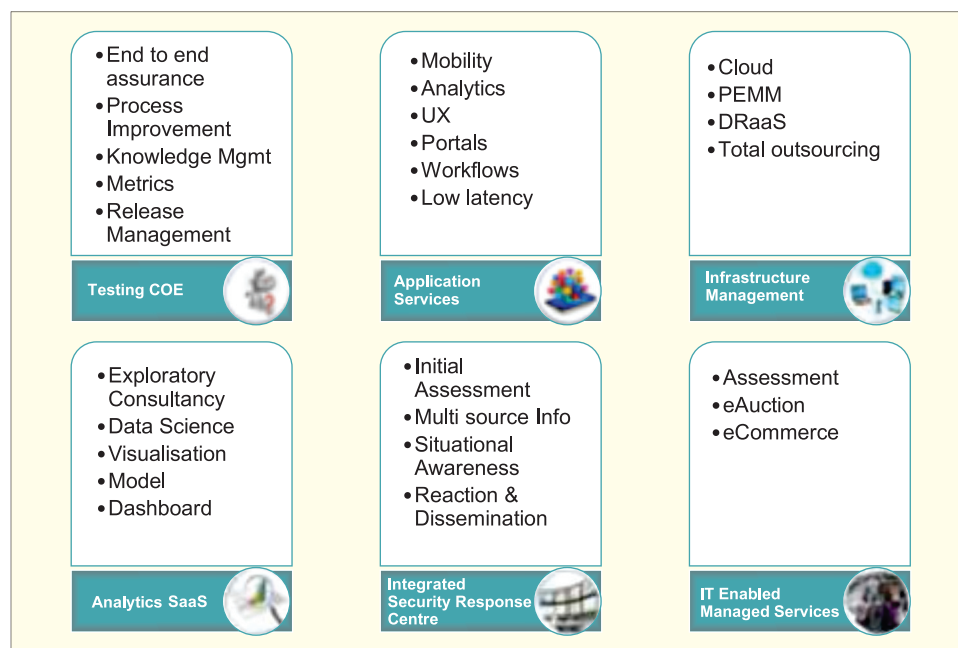
During the F.Y. 2015-16, NSETECH earned net profit after tax of ₹ 1.09 crores as compared to net profit after tax of ₹ 0.86 crores during the FY 2014-15. As the profit is required to augment operational needs, the Board of NSETECH did not recommend any dividend to be paid in respect of the equity shares.

4.6.5 NSE.IT Limited

During the year 2015-16, NSE.IT achieved turnover of 148.48 crores (an increase of 19% over the previous year). During FY 2015-16, the operating profits of NSE.IT also grew by 72%.

NSE.IT continued to provide innovative solutions in the software space and the revenue grew by 19%. The TCoE business that was kick-started in this year saw some good tractions. The e-Assessments space has grown by 25% with the addition of some large and strategic accounts.

Traditionally NSEIT was positioned as a domain-driven, technology service provider offering services in India and the US market, with a focus in the BFSI space. One of the key developments during FY 2015-16 has been the re-positioning of NSE.IT’s offerings to focus on high-end niche areas. NSE.IT has thus identified six potential growth engines.



While in 2016-17 NSEIT will continue to pursue organic growth in each of the six identified SBUs, a focused and targeted search for inorganic avenues will be undertaken to move faster towards 10x growth mission.

During the financial year 2015-16, NSE.IT earned net profit after tax of ₹ 2,033.93 lakhs as compared to the net

profit after tax of ₹ 1523.17 lakhs in the previous year. The Board of NSEIT has recommended a dividend of Re. 1/- per equity share to its shareholders in respect of the financial year 2015-16.

4.6.6 DotEx International Limited

4.6.6.1. Datafeed business

During the year, DotEx launched the following new products:

- 1) **Corporate Bond Market Data:** DotEx provides the data pertaining to corporate bond reported on the CBRICS platform on a real time basis. The data cover both the listed and unlisted OTC bonds and their pricing information.
- 2) **1 Min Snapshot Data for Currency Derivative segment:** DotEx provides the data pertaining to Currency Derivative segment for 1 minute snapshot timeframe.

4.6.6.2 NOW (NEAT on Web) Platform

DotEx also provides a shared platform called NEAT on Web (NOW) which is a shared CTCL and risk management tool for the trading members.

During the year, DotEx started providing the following additional facilities through NOW platform:-

- MSEI CD segment has been offered by NOW exe & web platform
- Tapless connectivity in CD & FO segments
- BSE CDS paired & Straddle Option Contracts are offered in NOW trading platform
- Handling of Reverse Trade Prevention Check in BSE FO segment
- Handling of Self Trade Prevention Check in BSE & NSE segments
- Carry Forward bid facility for IS series in OFS. It's an option to indicate whether user wants to Carry forward his bid for IS series to be provided in Order book
- Handling of spread orders in NOW EMS
- Additional role based action right "Enable Group Limit" introduced to set combined scrip group position limit for CDS – FUTIRC contracts on maturity basket level from Scrip Groups window

The above initiatives have resulted in NOW maintaining the user base and trading turnover through NOW platform during the financial year 2015-16.

DotEx continues to levy usage charges in respect of NOW terminals for accessing exchanges other than NSE on monthly basis.

4.6.6.3 Know Your Client (KYC) Registration Agency [KRA]

As on March 31, 2016, 935 SEBI intermediaries are registered with DotEx and around 12 lakh existing KYC records and 1.72 lakh new KYC records have been uploaded with DotEx KRA. Approximately 11.25 Lakh records consisting of both existing as well as new KYC have been processed.

DotEx KRA was awarded the project for Central KYC Registry initiated by Central Registry of Securitisation Asset Reconstruction and Security Interest of India (CERSAI). The project aims to consolidate and validate personal

identity data and generate Unique KYC ID for clients and make it available to the complete financial services industry.

A pilot of the software platform for the Central KYC Registry was successfully completed in January 2016 with participation from ten financial institutions. Basis the feedback from the pilot, the common template was finalised. Central KYC Registry Infrastructure and application is in readiness for go-live. CERSAI has advised all regulators for operationalisation of Central KYC Registry and a notification from regulators is awaited for going live.

During the year 2015-16, DotEx earned a profit of INR 3,360.07 lacs as compared to a profit of INR 2,825.33 lacs during 2014-15. The Board of DotEx has recommended a dividend of Re.1/- per equity share to its shareholders in respect of the financial year 2015-16.

4.6.7 NSE Educational Facilities Limited

NSE Educational Facilities Limited was incorporated on March 12, 2016 as a wholly owned subsidiary of NSE Strategic Investment Corporation Limited, with an authorised share capital of ₹ 3,00,00,000 (Rupees Three crore only) with the main object to set up, operate and carry on, inter alia, the business of imparting education, in India or abroad.

4.6.8 Other Associate and Joint Venture companies

Besides the above, National Securities Depository Limited and BFSI Sector Skill Council of India are associates of NSE. NSDL e-governance Infrastructure Limited, Computer Age Management Services Private Limited, Market Simplified India Limited and Power Exchange India Limited and Receivables Exchange of India Limited are associates of NSE Strategic Investment Corporation Limited (NSICL), a subsidiary of NSE. NSICL also has equity investments in Goods and Services Tax Network.

4.7 DEPOSITS

The Company has not invited, accepted or renewed any deposits within the meaning of Section 73 of the Companies Act, 2013. Accordingly, the requirement to furnish details relating to deposits covered under Chapter V of the Companies Act, 2013 does not arise.

4.8 RISK MANAGEMENT POLICY

The Company has an enterprise-wide risk assessment and review mechanism which inter alia consists of risk identification, assessment and categorisation of risks taking into account the impact and likelihood of risks and putting in place adequate controls and mitigation plans which has helped in reducing the overall risk exposure for the Company and also the impact thereof.

In this direction, the Company has a Risk Assessment & Review Committee, a sub-committee of the Board, which meets periodically to review the efficacy and adequacy of the Company's risk management exercise and the controls and mitigation plans put in place to reduce the overall impact of the various inherent risks.

The Company has also appointed a management consultancy firm to assist in identifying, assessing and minimising the risk exposure of the Company. For each of the identified risk areas, the Company maintains detailed Risk Registers mainly containing details such as risk description, risk indicators, categorisation of the risk, current controls and mitigation plans, etc.

4.9 MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY AND THE DATE OF THE REPORT

In accordance with Regulation 33 of Securities Contracts (Regulations) (SECC) Regulations, 2012 (The Regulations) issued on June 20, 2012, every recognised stock exchange is required to transfer 25% of its annual profits every year to a fund of the recognised clearing corporation(s) which clears and settles trades executed on that stock exchange to guarantee settlement of trades. SEBI, in its Press Release No.225/2015 dated September 1, 2015, stated that the report of the Committee on Clearing Corporations was placed before the SEBI Board on August 24, 2015 and that while the SEBI Board took note of the report, it approved the proposal to seek public comments on the recommendations of the Committee. Pending final notification based on the decision which was to be taken by SEBI after the public comments were received, NSE has made a provisional appropriation of ₹ 527.19 crores (net of ₹ 170 crores) transferred to Core SGF as at March 31, 2015, to be suitably adjusted in the light of the final SEBI notification in the matter.

SEBI has, in its Circular No. SEBI/HO/MRD/DRMNP/CIR/2016/54 dated May 04, 2016, since notified that the amounts carried forward in the Short Term provision in respect of the period upto March 31, 2015 have to be transferred by the Stock Exchange to the Core SGF maintained by the Clearing Corporation within one month of the date of issuance of the notification and that the amounts to be transferred by the Stock Exchange to the Core SGF maintained by the Clearing Corporation in respect of the period from April 01, 2015 till the date of amendment of the Regulation 33 of SECC Regulation, 2012 within such time as to be specified by SEBI.

Accordingly, the provisional appropriations made out of profits aggregating to ₹ 527.19 crores shown under the head Short Term Provision in the Balance Sheet as on March 31, 2015 have been reversed and a provision for an equivalent amount has been made during the year. Further a provision of ₹ 163.33 crores has also been made during the year for the period April 01, 2015 till March 31, 2016 (net of ₹ 71 crores transferred to Core SGF for the year).

4.10 DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

None

4.11 EXPLANATIONS OR COMMENTS ON THE QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE BY THE AUDITOR IN HIS REPORT

There is no qualification, reservation or adverse remark or disclaimer made by the Statutory Auditors appointed under Section 139 and the Secretarial Auditors appointed under Section 204 of the Companies Act, 2013, in their reports. Hence the need for explanations or comments by the Board does not arise. The report of the Secretarial Auditors is attached herewith with as **Annexure -2**. The report of Statutory Auditors forms part of the financial statements.

4.12 SHARE CAPITAL

During the FY 2015-16, there is no change in the equity capital structure.

4.13 EXTRACT OF THE ANNUAL RETURN

The extracts of the annual return as on the financial year ended on March 31, 2016 in Form MGT-9 is attached herewith as **Annexure-3** and shall form part of Board's Report.

5. HUMAN RESOURCES

Following developments have taken place in Human Resources / Employee Relations front in the Financial Year 2015-16.

5.1 Talent Management and Development: During the Financial Year 2015-16, NSE has focused on the implementation of the Talent Management Study undertaken in the previous financial years. The training needs for each employee was based on the competency framework. In line with the Business Strategy, NSE has continued to focus on the functional and behavioral training based on the individual and the organisational need. Various cross functional learning initiatives such as Up the learning curve, NSE lecture series were conducted on a regular basis. Manning Study based on time and motion method was conducted to ascertain the level of manpower planning in the Company. Development center workshops were conducted to identify High Potential talent. Based on the development center report, Individual development plans (IDP's) are created for the employees. Employee communication was facilitated based on the communication matrix. The emphasis was on the performance management system to drive desired performance and behavior. NSE has also implemented Job rotations as per the career path framework. NSE as an organisation believes in Training for all and development of High Potentials.

5.2 Employee Engagement Study / Perception Study: Based on the previous Employee Engagement study and action plan, HR team has implemented the initiatives to enhance the perception levels of the employees. HR team has also conducted various perception studies at regular intervals to gauge the employee perception levels and has taken various steps to maintain or improve the perception levels as per the market benchmark. NSE has also conducted an employee engagement study this financial year and the employee satisfaction levels have improved vis-à-vis the previous years. Some of the employee engagement activities conducted by NSE are Management approachability meetings (meetings of junior executives with the HOD's of other departments), women mentoring program, Town hall & open house, Books to high performers, cake cutting to celebrate department achievement, Pat on the Back badges, NSE's participation in Standard Chartered Mumbai marathon 2016, Zumba, Kick boxing, Indoor sports –"Kurukshehra", Yoga classes, Guitar classes, employee appreciation corner, Women's day celebration, employee assistance program, Talk to me initiative with the HR Head and various Staff welfare initiatives so as to build synergy among the various teams.

5.3 People soft: The Company is focusing on the People soft –ERP implementation in the entire gamut of Human resources management.

5.4 Employee Relations: The employee relations scenario has been harmonious throughout the period under consideration.

5.5 Employee Strength as on March 31st 2016 is 464

5.6 Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013

The disclosures required to be under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 are given in the following Table 17:-

Table 17

1	Number of complaints of sexual harassment received in the year	Nil
2	Number of complaints disposed off during the year	Not applicable
3	Number of cases pending for more than 90 days	Not applicable
4	Number of workshops or awareness programs against sexual harassment carried out	Awareness program for all employees was done
5	Nature of action taken by the employer	Not applicable

6.1 DIRECTORS AND KEY MANAGERIAL PERSONNEL

As per the provisions of Securities Contracts Regulation (Stock Exchanges and Clearing Corporations) Regulations, 2012, the governing board of every recognised stock exchange shall include (a) public interest directors; (b) shareholder directors; and (c) Managing Director. Mr. Ashok Chawla (Chairman of the Board), Ms. Dharmishta Raval and Justice B.N. Srikrishna (Retd.) fall under 'Public Interest Directors' category. Mr. Abhay Havaladar, Mr. Prakash Parthasarathy and Mr. Ravi Narain fall under Shareholder Directors category. Ms. Chitra Ramkrishna is the Managing Director & CEO of the Company.

During the year, Mrs. Pratima Umarji, Mr. Y.H. Malegam, Mr. S. B. Mathur, Dr. K. R. S Murthy and Dr. S. Sadagopan ceased as Public Interest Directors. Ms. Dharmishta Raval and Mr. Ashok Chawla have become Public Interest Directors during the year. The Board in its meeting held on April 25, 2016 elected Mr. Ashok Chawla as Chairman of the Board which was approved by SEBI on May 3, 2016.

6.2 NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

The Board met five times during the year i.e. on May 26, 2015, August 11, 2015, November 02, 2015, February 08, 2016 and March 17, 2016.

6.3 DECLARATION BY INDEPENDENT DIRECTORS

As per SCR (SECC) Regulations, 2012, SEBI has power to nominate Public Interest Directors on the board of stock exchange. The number of PIDs shall not be lesser than number of shareholder directors. A Public Interest Director needs to be an independent director. PIDs have a fixed tenure and the approval of shareholders is not necessary. Pursuant to the same, SEBI has nominated Justice B N Srikrishna (Retd.), Mr. Ashok Chawla and Ms. Dharmishta Raval as PIDs who are as such construed to be Independent Directors under the Companies Act, 2013. They have also given declaration of independence before being nominated by SEBI.

Every Independent Director shall at the first meeting of the Board in every financial year or whenever there is a change in the circumstances which may affect his/her status as an independent director give a declaration that he/she meets the criteria of Independence. Accordingly, the above Independent Directors have given declarations of independence in the first meeting of the Board of NSEIL held on April 25, 2016.

6.4 COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES & INDEPENDENCE OF DIRECTORS

Pursuant to requirements of the Companies Act, 2013, the Company has framed a policy on appointment of Directors and Senior Management personnel and a policy on remuneration of Directors and Key Management Persons identified under SCR (SECC) Regulations and under the Companies Act, 2013 and other employees and

the same are in force. The relevant extracts from the above policies are given in **Annexure-4**.

6.5 MANNER IN WHICH FORMAL ANNUAL EVALUATION OF PERFORMANCE BY THE BOARD OF ITS OWN PERFORMANCE AND THAT OF ITS COMMITTEES AND INDIVIDUAL DIRECTORS

The Board has put in place an Evaluation Policy vide which the Board evaluates its own performance, that of its Committees and of the individual directors.

I. The criteria for evaluation for each of the above are as follows:

(a) Performance evaluation of the Board

The performance of the Board of Directors is evaluated on the basis of various governance and business related parameters which include, inter-alia, Corporate Governance standards adopted by the Board and its implementation, understanding roles and responsibilities of Directors, commitment to highest ethical standards of integrity and probity, understanding of the objectives, values, vision and business of the Company, provision of entrepreneurial leadership, guidance to drive financial and business performance of the Company and periodic review of the same, ensuring necessary financial and human resource support to achieve Company's objectives, etc.

(b) Performance evaluation of the Committees

In addition to the principles stated above for evaluation of Board, to the extent applicable to the respective committees, constructive recommendations made by the Committee(s) to the Board are also kept in mind while evaluating their performance.

(c) Performance evaluation of the Directors

The individual director's performance has largely been evaluated based on his/her level of participation and contribution to the performance of Board/Committee(s) in respect of the above areas. Besides the same, the skills, knowledge, experience, attendance record, devotion of sufficient time and efficient discharge of responsibilities towards the Company, Board and Committees of which he/she is a member and timely disclosure of personal interest, compliance of Code of Conduct and Ethics, Code for Independent Directors etc., are also taken into account.

II. The following process has been adopted by the Company for performance evaluation:

(a) Independent Directors review the performance of the Chairperson, the Non-Independent Directors and the Board;

(b) The Nomination and Remuneration Committee ("NRC") carries out the evaluation of every Director's performance. The NRC, while doing so, also takes into account the inputs of review by Independent Directors;

(c) The Board evaluates its performance, its Committees and each Director and while doing so, takes into account the inputs received from the NRC and the review by Independent Directors.

The performance evaluation by Independent Directors, the NRC and the Board respectively, is carried out on the basis of criteria laid down in the Board Evaluation Policy, which, inter-alia, includes the above mentioned parameters.

6.6 DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors confirm that -

- (i) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- (ii) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of NSEIL at the end of the financial year i.e., 31st March, 2016 and of the profits of NSEIL for that year;
- (iii) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of NSEIL and for preventing and detecting fraud and other irregularities ;
- (iv) the Directors had prepared the annual accounts on a going concern basis;
- (v) the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- (vi) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and were operating effectively

7. CORPORATE SOCIAL RESPONSIBILITY

NSE is covered under the purview of Section 135 of the Companies Act 2013. Similarly many of its subsidiaries are also covered. However, contribution to CSR by some of these Companies as required under the Section 135 will be negligible. Moreover, there could be duplication of efforts if each individual Company undertakes CSR activities on its own and there would be difficulties in scaling up these activities. Therefore, it has been decided by the Boards of the respective Companies in NSE Group that CSR efforts for the Group be undertaken commonly and the actual amount spent be allocated to the respective Companies in proportion to their legal obligations. Therefore, a common CSR function for NSE and its subsidiaries has been created under NSE as a group resource and the actual CSR amount spent is proportionately allocated to the respective Companies. However, the CSR Committees for these Companies are separate. A common CSR policy has been prepared and approved by respective CSR Committees and Boards. The disclosures required to be made in the Board's Report as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is attached herewith as **Annexure-5**

8. CORPORATE GOVERNANCE

The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements.

NSEIL is a public limited company, whose securities are not listed on any of the stock exchanges. As per Regulation 35 of the Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2012, the disclosure requirements and corporate governance norms as specified for listed companies are *mutatis mutandis* applicable to a recognised stock exchange. NSEIL has always been involved in good governance practices and endeavors continuously to improve upon the same. A report on corporate governance for the financial year 2015-16 is furnished as part of the Annual Report for the information of all its stakeholders as **Annexure-6**. The certificate from a Practicing Company Secretary confirming compliance with the conditions of Corporate Governance as

stipulated under Schedule V of SEBI (Listing Obligations & Disclosure Requirements) is also attached with the above report.

9. AUDIT COMMITTEE

The Audit Committee currently comprises three Directors viz., Mr. Ashok Chawla, Ms. Dharmishta Raval and Mr. Ravi Narain as its members. Mr. Ashok Chawla is the Chairman of the Audit Committee. Consequent upon completion of term(s) of Mr. Y.H Malegam and Dr. S. Sadagopan as Public Interest Directors, they ceased to be members of the Audit Committee with effect from March 28, 2016. Mr. Ashok Chawla and Ms. Dharmishta Raval were inducted as members of the Audit Committee with effect from April 25, 2016. The Committee met four times during the year i.e., on May 26, 2015, August 11, 2015, November 2, 2015 and February 02, 2016. The details of the attendance of members of the Audit Committee at their meetings held on the above dates are given hereunder:-

Table 18

Name	Number of meetings held during the year	Number of meetings attended
Mr. Y. H. Malegam*	4	4
Mr. Ravi Narain	4	4
Dr. S. Sadagopan*	4	4

*ceased as members w.e.f. March 28, 2016

10. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee currently comprises Mr. Ashok Chawla, Mr. Ravi Narain and Ms. Chitra Ramkrishna. Mr. Ashok Chawla is the Chairman of the Committee. Consequent upon completion of term(s) of Mr. Y.H Malegam and Mr. S. B. Mathur as Public Interest Directors, they ceased to be members of the Stakeholders Relationship Committee with effect from March 28, 2016.

The Committee met five times during the year, i.e. on September 10, 2015, November 23, 2015, December 14, 2015, February 02, 2016 and March 17, 2016. The details of the attendance of members of the SRC at their meetings held on above dates are given hereunder:-

Table 19

Name	Number of meetings held during the year	Number of meetings attended
Mr. Y.H. Malegam*	5	5
Mr. S.B. Mathur*	5	5
Mr. Ravi Narain	5	5
Ms. Chitra Ramkrishna	5	5

*ceased as members w.e.f. March 28, 2016

11. NOMINATION & REMUNERATION COMMITTEE

The Nomination & Remuneration Committee (NRC) currently comprises Mr. Justice B. N. Srikrishna (Retd.), Mr. Ashok Chawla and Mr. Ravi Narain as its members with Mr. Justice B. N Srikrishna (Retd.) as its Chairman. NRC

is constituted for the purpose of discharging its functions required under both Companies Act, 2013 and under SEBI requirements. Mr. Y.H. Malegam, Mr. S.B. Mathur, Dr. K R S Murthy and Mrs. Pratima Umarji ceased to be its members on account of expiry of their respective terms as Public Interest Directors. The Committee met six times during the year, i.e. on April 1 & 8, 2015, May 26, 2015, November 2, 2015, February 2, 2016, February 23, 2016 and March 17, 2016. The details of the attendance of members of the NRC at their meetings held on above dates are given hereunder:-

Table 20

Name	Number of meetings held during the year	Number of meetings attended
Mr. Y.H. Malegam	6	6
Mr. S.B. Mathur	6	6
Mr. Ravi Narain	6	6
Dr. K.R.S. Murthy	6	5
Mrs. Pratima Umarji*	2	2

* Ceased as members w.e.f. August 11, 2015

12. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report in respect of NSE's standalone financials for the year ended March 31, 2016 is presented in a separate section forming part of the Annual Report.

13. VIGIL MECHANISM

National Stock Exchange of India Limited ("NSEIL" or "the Company") has, in continuation of its pursuit to establish good corporate governance practice, formulated 'Whistle Blower Policy' and the policy is in force since December 2010. The Policy, as on date, provides mechanism to the Directors and employees of the Company for reporting instances of unethical conduct, actual or suspected fraud or violation of the Company's Code of conduct or Ethics policy or law to the Chairman of Audit Committee (cases of financial nature) / Ethics Committee (other cases) or the Ethics Counselor, as the case may be. Protected Disclosures should preferably be reported in writing as soon as possible after the whistle blower becomes aware of the same.

All Protected Disclosures reported under the Policy will be thoroughly investigated by the Ethics Counselor or Chairman of the Audit Committee/Ethics Committee or a suitable competent person of their choice, as the case may be, of the Company. No unfair treatment will be meted out to a Whistle Blower by virtue of his/her having reported a Protected Disclosure. Complete protection will be given to whistle-blowers against any unfair practice.

If the findings of investigator(s) conclude commission of an unethical and improper act, disciplinary action or any other action, as deemed appropriate, will be initiated against the person concerned.

A report will be submitted to the Chairman of the Ethics Committee/Audit committee on a regular basis about receipt of Protected Disclosures, the results of investigations and the action initiated with regard to the same. As per the requirement of SEBI (Listing Obligations & disclosure Requirements) Regulations, 2015 details of Vigil Mechanism is provided in the Website of the company at https://nseindia.com/global/content/about_us/NSE_dtls_VM.pdf

14. AUDITORS

Currently, M/s. Khandelwal Jain & Co., Chartered Accountants, are Statutory Auditors of the Company and they were re-appointed for a period of two years from the conclusion of 23rd Annual General Meeting till the conclusion of 25th Annual General Meeting and their term will accordingly expire at the 25th Annual General Meeting of the Company. However, as per the requirement of section 139 (1) of the Companies Act, 2013, their appointment is subject to ratification at the forthcoming Annual General Meeting by the members. The Company has received a certificate from the Auditors stating that they are fulfilling the conditions prescribed in the Companies Act, 2013 and the Rules laid down thereunder and they are eligible to be appointed as Auditors under the Companies Act, 2013.

The Board recommends ratification of appointment of M/s. Khandelwal Jain & Co., Chartered Accountants, as Auditors of the Company by the members at the forthcoming Annual General Meeting.

15. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS / OUTGO

a. Conservation of Energy and Technology Absorption

The disclosure of particulars with respect to conservation of energy and technology absorption in terms of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of Companies (Accounts) Rules, 2014 are given hereunder:-

NSE has undertaken to use the following major technological initiatives towards “Effective Energy Conservation” as well as “Load Management System” namely:

- i. Constructed a ‘Tier-IV compatible Co-location-IV Data Centre to ensure that the ‘Power Utilisation Effectiveness’ (PUE) of new Data Centre does not exceed the benchmarked PUE.

PUE is the ratio of total power supplied to Data Centre to total IT Power. Average PUE of any healthy Data Centre is ≤ 1.7 and the same has been targeted while designing and commissioning of infrastructure for aforesaid new Data Centre.

- ii. Reduction of carbon emission

The Carbon footprint refers to a whole set of greenhouse gas emissions on account of an organisation, event, product or individual. These footprints are measured in Tons (or Kilograms) of carbon dioxide equivalent. It is a measure of impact of our activities on environment, or in particular, climate change. NSE's carbon footprint of Exchange Plaza building was around 22,712 Tonnage of CO₂ (i.e. 0.068 tonnage CO₂/Sqft/year (including Data Centre). However, with effective energy saving / green power measures, NSEIL has reduced it to 9,982 tonnes of CO₂ emission.

- iii. Under the ‘Renewable Power Scheme’, NSEIL has started getting set-off facility towards its Green Power generation through 6.25 MW of Wind Power Project at Satara in Maharashtra

NSEIL has commissioned the 6.25 MW (i.e. 5 nos. of 1.25 MW) Wind Power Project Plant at Satara. In Wind Power Project, the Wind Electric Generator (WEG) converts the Kinetic Energy available in the Wind to Electrical Energy by using a Rotor, Gearbox and Generator. With regard to the operation of Wind Power Plant, it mainly goes hand-in-hand with the Local Electricity Board. The Plant is generally connected to the

Main Power Grid of the Local Electricity Board. As per renewable energy policy of Govt. of Maharashtra, the quantum of electricity generated through the Wind Farm is fed to the grid, which gets set off against the power consumption towards High Tension (HT) installation of the 'Wind farmer'(which in this case is NSEIL) anywhere in that grid.

Accordingly, the aforesaid NSEIL's Wind Power Plant has generated around 1.0 crore electricity units in the last year.

- iv. Active participation in 'Thermal Energy Storage Programme' being conducted by M/s. Tata Power Co. (TPC).

Effective load management is being conducted by State Power Utilities (i.e. TPC) (i.e. for reduction in demand load at grid level during peak hours and effective utilisation of surplus power at lean/night hours). In this mission, NSEIL had actively participated in 'Thermal Energy Storage Incentive Programme'.

- v. As an alternative to the conventional Heating Ventilation and Air Conditioning System (HVAC), NSEIL has the 'Thermal Energy Storage' for air-conditioning system during the peak hours

Thermal Energy Storage System' has been introduced in the HVAC System at Exchange Plaza. It was observed that most of the Services (i.e. HVAC Chillers, AHU's, Lifts, Lighting, PC, Plumbing System etc.) were operated mainly during office / day hours. Amongst them, the Chillers and its associated equipments used to consume more than 30% of total peak demand load. In view of this, NSEIL had decided to reduce its demand load during peak hours and to achieve this, NSEIL installed the 'Thermal Energy Storage System' with the existing HVAC system. In this system, the Chillers are being operated at night hours to form the "Chill" (i.e. Glycol Water at temperature below zero degree centigrade) which gets stored in a Thermal Storage Tank. Following next day the stored Chill is being utilised through Heat Exchangers for air-conditioning the entire Office area. On account of this, the total load (i.e. HVAC-Chillers, AHU's Lifts, Lighting, PC, Plumbing System etc.) which were operating mainly during office hours have been distributed and NSEIL has surrendered the extra power. This way, NSEIL has saved around 13746 Demand KVA in the last year.

- vi. Revamped the 'Building Management System' for effective and efficient operations of the Services especially the Air Handling Units (AHUs).

The Building Management System (BMS) had been installed at the inception stage itself to enable the Company to operate the Building's Services more effectively. For example, with the above BMS, the Air Handling Units (AHU) of air-conditioning system are being operated (i.e. switching ON /OFF) as per the exact time table scheduled for respective floors. It also helps the Company to regulate / control the temperature of the work stations area well within prescribed tolerance. With this effective operation and regulation of AHU's, electricity is being conserved on day-to-day basis.

- vii. NSEIL has Motion/Occupancy Sensors installed in the lighting systems in the General Staff areas

NSEIL has installed Motion/Occupancy Sensors at Workstation area as well as in Meeting Rooms. By implementing this, the lights are operated based on the Motion /Occupancy in the area.

- viii. NSEIL has 'Lighting Transformers' for regulated voltage of Lighting System

Lighting Transformers have been installed in the lighting feeders. There are various light fittings installed

at Exchange Plaza. It may be noted that luminaries of any light fitting work more effectively and efficiently on receiving the power supply in the range of 210 to 220 Volts. Whereas in India the single phase supply voltage is 230Volts for residential zone and 240 Volts in commercial zone. The light fittings installed at Exchange Plaza are working on single phase power supply and the voltage between phases and neutral is recorded in the range of 236 to 240 Volts. It was observed that due to excess voltage, the luminaries of light fittings are consuming more power than its rating and also excessive voltage is reducing the life of the luminaries. To prevent such excess power consumption and to enhance the life of the luminaries, the Company has introduced aforesaid Lighting Transformers in the Electrical Distribution System to regulate the incoming single phase supply which restricts the power supply to only 210 to 220Volts. This way NSEIL has saved around 38015 units in the last year.

- ix. 'Electronic Ballast and Compact Fluorescent Lamps' are used in Lighting System.

Most of the Lighting Fixtures have been installed with Electronic Ballast instead of conventional Chokes. This helps the Company to reduce the inductive load of the building in turn saving of electricity. Additionally, CFLs have been used in passages and lobbies in place of Incandescent Lamps to reduce the power consumption.

- x. NSEIL has 'Automatic Power Factor Control Units'(APFC) to step up power factor of the building.

The said APFC Units are hooked up with Main LT Panel of the building to improve the power factor (i.e. by counter balancing the inductive load of the building with capacitive load) of the entire electrical load of the Building. Power Supplier gives incentives i.e. by passing certain discount in the electricity bill on account of this regularly.

- xi. NSEIL has 'Solar Power Plant' to cater to the part of lighting load at Exchange Plaza

The Solar Power Plant of the capacity of 10 KW has been installed in the building which harnesses the Solar Power to cater the part of lighting load at Exchange Plaza. This way NSEIL has saved around 4473 units in the last year.

- xii. NSEIL has 'Rain Water Harvesting System' to harvest the rain water in the periphery of Exchange Plaza

Envisaging water scarcity in future as well as present water shortages, a proper Hydro - Geological survey was conducted at Exchange Plaza to explore the possibility of harvesting the rain water in the periphery of Exchange Plaza. Accordingly, post survey and feasibility, Rain Water Harvesting System has been installed. By using this System, water gets percolated into the soil in the Exchange Plaza campus.

- xiii. NSEIL has the 'Vermiculture Plant' installed wherein compostable material like food waste collected from canteen, paper & cardboard are collected and post processing in the Vermiculture Unit, the manure is generated which is used for Gardening purposes.

In this Vermiculture system, the compostable material like food waste collected from Canteen, Garden Organics and Paper & Cardboard gets collected at one place. Post shredding, the organic material gets loaded into Vermiculture Unit for decomposing process. Post 7 days of on-going process, Vermicompost / manure get generated and is used for Gardening purposes. This way NSEIL has generated around 2000 Kg of manure in last year by recycling food waste collected from Canteen, Garden Organics and Paper & Cardboard.

xiv. NSEIL has the 'Sewerage Treatment Plant' to reuse building's domestic and flushing water (i.e. after treatment) for its Cooling Towers associated with HVAC System and for Gardening purposes every day.

This plant has been installed at the inception stage itself to enable the Company to reuse building's domestic and flushing water (i.e. after treatment) for its Cooling Towers associated with HVAC System and for Gardening purposes every day. This way NSEIL has saved around 20137 Kltr. of Water in the last year.

b. Foreign Exchange earnings/outgo during the year under review

Foreign exchange earnings during the year amounted to ₹ 0.98 crores. Foreign exchange outgo during the year was ₹ 27.45 crores.

16. PARTICULARS OF EMPLOYEES

A Statement of Particulars of Employees covered under the provisions of Rule 5 (2) & (3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is enclosed herewith as **Annexure-7**.

17. ACKNOWLEDGMENT

Your Directors are grateful for the support and co-operation extended by the Government of India, Securities and Exchange Board of India and Reserve Bank of India. Your Directors would like to place on record their sincere appreciation of support provided by the shareholders and also their deep appreciation of the contribution made by the employees at all levels to the continued growth of the Company.

For and on behalf of the Board of Directors

Place: Mumbai
Date: May 12, 2016

Ashok Chawla
Chairman

ANNEXURE 1 TO BOARD'S REPORT**Form No. AOC-2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis:

Nil

- (a) Name(s) of the related party and nature of relationship: N.A.
- (b) Nature of contracts/arrangements/transactions : N.A.
- (c) Duration of the contracts / arrangements/transactions: N.A.
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: N.A.
- (e) Justification for entering into such contracts or arrangements or transactions: N.A.
- (f) date(s) of approval by the Board: N.A.
- (g) Amount paid as advances, if any: N.A.
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188 : N.A.

2. Details of material contracts or arrangement or transactions at arm's length basis

- (a) Name(s) of the related party and nature of relationship
Please see Annexure to AOC -2
- (b) Nature of contracts/arrangements/transactions
Please see Annexure to AOC -2
- (c) Duration of the contracts / arrangements/transactions
Please see Annexure to AOC -2
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any
Please see Annexure to AOC -2
- (e) Date(s) of approval by the Board, if any
Approved by the Audit Committee on May 26, 2015 as all transactions are in the ordinary course of business and at arm's length basis.
- (f) Amount paid as advances, if any
Nil

For and on behalf of the Board of Directors

Place: Mumbai
Date: May 12, 2016

Ashok Chawla
Chairman

ANNEXURE TO AOC-2
(a) Names of the related parties and nature of relationship

Sr.	Related Party	Nature of Relationship
1	National Securities Clearing Corporation Limited	Subsidiary Company
2	NSE Strategic Investment Corporation Limited	Subsidiary Company
3	NSE.IT Limited	Subsidiary's Subsidiary Company
4	DotEx International Limited	Subsidiary's Subsidiary Company
5	India Index Services & Products Limited	Subsidiary's Subsidiary Company
6	NSE Infotech Services Limited	Subsidiary's Subsidiary Company
7	NSE.IT (US) Inc.	Subsidiary's Subsidiary's Subsidiary Company
8	NSE Educational Facilities Limited	Subsidiary's Subsidiary Company (w.e.f. 12.03.2016)
9	National Securities Depository Limited (new)	Associate Company
10	BFSI Sector Skill Council of India	Associate Company
11	Power Exchange India Limited	Subsidiary's Associate
12	NSDL e-Governance Infrastructure Limited (formerly known as National Securities Depository Limited)	Subsidiary's Associate
13	Market Simplified India Limited (formerly known as INXS Technologies Limited)	Subsidiary's Associate
14	Computer Age Management Services Private Limited	Subsidiary's Associate
15	Receivables Exchange Of India Limited	Subsidiary's Joint Venture (w.e.f 25.02.2016)
16	Ms. Chitra Ramkrishna - Managing Director & CEO	Key Management Personnel

Details of transactions (including service tax wherever levied) with related parties are as follows :

(in Crores)

Name of the Related Party	Nature of Transactions	Year ended 31.03.2016	Year ended 31.03.2015
National Securities Clearing Corporation Ltd.	Usage charges received	16.25	13.43
	Space and Infrastructure usage charges received	4.23	3.97
	Reimbursement received for expenses on staff on deputation	12.05	12.89
	Reimbursement received for other expenses incurred	41.19	33.85
	Dividend received	146.25	112.50
	Clearing and Settlement charges paid	112.04	102.45
	Contribution to NSCCL Core SGF	761.52	170.00
	Purchase of Investment	0.93	-
	Closing balance (Credit)/Debit	(657.21)	24.65
	Investment in Equity Share Capital	5.64	5.64
NSE.IT Ltd.	Reimbursement received for other expenses incurred	0.04	0.67
	Software Development Charges paid	1.68	1.19
	Software Expenses	0.00	0.83
	Repairs and maintenance – Computer trading, Telecommunication systems	34.26	34.12
	STP charges received	0.04	0.01
	NCFM Test expenses paid	7.28	6.52
	CTCL Empanelment charges received	0.09	0.11
	IT Mgt. & Consultancy charges paid	5.38	4.08
	Installation commissioning & warranty charges for trading	-	0.35
	Closing balance (Credit)/Debit	(4.83)	(1.05)
DotEx International Ltd.	Space and Infrastructure usage charges received	0.85	0.74
	Reimbursement received for expenses on staff on deputation	2.35	2.07
	Reimbursement for expenses incurred	4.40	2.03
	CTCL Empanelment charges received	0.06	0.06
	Amount received towards revenue sharing on account of info feed services	17.25	13.47
	Web trading related expenses	19.51	19.07
		Closing balance (Credit)/Debit	0.15

(in Crores)

Name of the Related Party	Nature of Transactions	Year ended 31.03.2016	Year ended 31.03.2015
India Index Services & Products Ltd.	License fees paid	11.46	8.95
	Usage Charges received	0.84	0.84
	Space and Infrastructure usage charges received	0.56	0.50
	Reimbursement received for expenses on staff on deputation	1.87	1.44
	Reimbursement received for other expenses incurred	7.85	1.19
	Closing balance (Credit)/Debit	(0.08)	0.23
Receivables Exchange Of India Limited	Recoverable towards software development charges paid	0.15	-
	Interest recoverable	0.001	-
	Closing balance (Credit)/Debit	0.15	-
NSE Infotech Services Ltd.	IT Mgt. & Consultancy charges paid	26.52	25.65
	Repairs and maintenance – Computer trading , Telecommunication systems	17.91	19.12
	Rent received	0.45	0.22
	Reimbursement received for expenses incurred	13.77	12.44
	Closing balance (Credit)/Debit	(7.23)	0.21
NSE Strategic Investment Corporation Limited	Space and Infrastructure usage charges received	0.20	-
	Reimbursement received for expenses on staff on deputation	1.53	-
	Reimbursement received for expenses incurred	2.86	0.06
	Closing balance (Credit)/Debit	1.14	-
	Investment in Preference Share Capital	412.97	412.56
	Investment in Equity Share Capital	413.13	412.61
Power Exchange India Ltd.	Investment in equity shares	-	-
	Reimbursement received for other expenses incurred	-	1.15
	Closing balance (Credit)/Debit	-	-

(in Crores)

Name of the Related Party	Nature of Transactions	Year ended 31.03.2016	Year ended 31.03.2015
NSDL e-Governance Infrastructure Limited (formerly known as National Securities Depository Limited)	Dividend received	-	-
	Miscellaneous Expenditure	-	-
	Closing balance (Credit)/Debit	-	-
National Securities Depository Limited (new)	Dividend received	2.50	2.50
	STP Charges	0.00	0.00
	Miscellaneous Expenditure	0.00	-
	Closing balance (Credit)/Debit	0.01	0.01
	Investment in Equity Share Capital	61.49	61.49
BFSI Sector Skill Council of India	Amount paid towards PMKVY centres	0.09	-
	Investment in Equity Share Capital	1.00	1.00
	Closing balance (Credit)/Debit	-	-
Computer Age Management Services Private Limited	Reimbursement paid for expenses incurred	-	-
	Amount paid towards Rent	0.11	-
	Reimbursement received for expenses incurred	-	-
	Closing balance (Credit)/Debit	-	-
Market Simplified India Limited	Consultancy Charges paid for software development	1.88	1.78
	Closing balance (Credit)/Debit	-	-
Key Management Personnel	Gross remuneration including allowances, non-cash perquisites and contribution to Provident Fund and Superannuation Fund etc.	9.12*	7.45*

*includes 50% of the variable pay payable after 3 years subject to certain conditions

S.N.ANANTHASUBRAMANIAN & CO.**COMPANY SECRETARIES**

10/26, Brindaban, Thane 400 601 | Tel 2534 5648 / 2543 2704 | Fax 2539 0292 | Email sna@snaco.net | Website www.snaco.net

ANNEXURE 2 TO BOARD'S REPORT

To,
The Members,
National Stock Exchange of India Limited
U67120MH1992PLC069769
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai - 400051

Our Secretarial Audit Report of even date is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer

5. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For S N ANANTHASUBRAMANIAN & CO

Company Secretaries

Firm Registration No. P1991MH040400

S N Ananthasubramanian

Partner

COP No. 1774

Date : 10th May 2016

Place: Thane

S.N.ANANTHASUBRAMANIAN & CO.**COMPANY SECRETARIES**

10/26, Brindaban, Thane 400 601 | Tel 2534 5648 / 2543 2704 | Fax 2539 0292 | Email sna@snaco.net | Website www.snaco.net

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2016

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
National Stock Exchange of India Limited
CIN: U67120MH1992PLC069769
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E),
Mumbai-400051.

We have conducted the Secretarial Audit of the compliance with applicable statutory provisions and the adherence to good corporate practices by **National Stock Exchange of India Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during audit period covering the financial year ended **31st March 2016**, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the year ended 31st March, 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder; applicable provisions of the Companies Act, 1956;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011- Not applicable as the securities of the Company are not listed with any Stock Exchange;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (upto 14th May 2015) / Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (effective 15th May 2015);
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009- Not applicable as the Company has not issued any shares to the Public during the financial year under review;
 - d. Securities And Exchange Board Of India (Share Based Employee Benefits) Regulations, 2014- Not applicable as the Company has not issued any share based employee benefits during the financial year under review ;
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- Not applicable as the Company has not issued any Debt securities which are listed during the financial year under review ;
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client - Not applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - Not applicable as the securities of the Company are not listed with any Stock Exchange; and
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998- Not applicable as the Company has not bought back any of its securities during the financial year under review.
- (vi) The laws as are applicable specifically to the company are:
1. Securities Contracts (Regulation) Act, 1956
 2. Securities and Exchange Board of India Act, 1992
 3. Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2012
 4. Rules, Regulations, Circulars, Orders, Notification and Directives issued under the above statutes to the extent applicable
 5. Prevention of Money Laundering Act, 2002

We have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standards with respect to the Meetings of the Board of Directors (SS-1) and General Meeting (SS-2) issued by The Institute of Company Secretaries of India with effect from 1st July,2015;
- ii. The Listing Agreements entered into by the Company with Stock Exchange(s), if applicable - up to 30th November, 2015 and SEBI(Listing Obligations and Disclosure Requirement) Regulations, 2015 w.e.f 1st December, 2015 - To the extent applicable as a Recognised Stock Exchange pursuant to Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2012.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notices were given to all directors to schedule the Board Meetings (including Committees), agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

We further report that based on the review of the Compliance mechanism established by the Company And on the basis of Compliance Certificates(s) issued by the Company Secretary and taken on record by the Board of Directors at their meeting(s), we are of the opinion that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, no specific events/actions having a major bearing on the Company's affairs in pursuance of the laws, rules, regulations, guidelines, standards, etc. referred to above have taken place.

For S N ANANTHASUBRAMANIAN & CO
Company Secretaries
Firm Registration No. P1991MH040400

S N Ananthasubramanian
Partner
COP No. 1774

Date : 10th May 2016
Place: Thane

ANNEXURE 3 TO BOARD'S REPORT

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 2016

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

i	CIN	U67120MH1992PLC069769
ii	Registration Date	27th November, 1992
iii	Name of the Company	National Stock Exchange of India Limited
iv	Category/Sub-category of the Company	Limited by shares/Indian Non-Govt. Co.
v	Address of the Registered office and contact details	Exchange Plaza, Plot C-1, Block 'G' Bandra-Kurla Complex, Bandra (East), Mumbai-400 051 022-2659 8222 (tel.) 022-2659 8198 (Fax)
vi	Whether listed company (Yes/No)	No
vii	Name, Address & Contact details of Registrar & Transfer Agent, if any	Link Intime India Pvt. Ltd. C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai-400 078 Tel.: 022-2594 6970 Fax: 022-2594 6969

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the Business activities contributing 10 % or more of the total turnover of the company are:-

Sr. No.	Name and Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Recognised stock exchange providing financial market operational services	9971	71%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	National Securities Clearing Corporation Limited Exchange Plaza, Plot C-1, Block 'G' Bandra-Kurla Complex, Bandra (East), Mumbai-400 051	U67120MH1995PLC092283	Subsidiary Company	100%	2(87) (ii)
2	NSE Strategic Investment Corporation Limited Exchange Plaza, Plot C-1, Block 'G' Bandra-Kurla Complex, Bandra (East), Mumbai-400 051	U65999MH2013PLC240078	Subsidiary Company	100%	2(87) (ii)

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
3	India Index Services & Products Limited Exchange Plaza, Plot C-1, Block 'G' Bandra-Kurla Complex, Bandra (East), Mumbai-400 051	U73100MH1998PLC114976	Subsidiary Company	100%	2(87) (ii)
4	NSE.IT Limited Ground Floor , Trade Globe, Andheri-Kurla Road, Andheri (East), Mumbai-400 056.	U72200MH1999PLC122456	Subsidiary Company	100%	2(87) (ii)
5	DotEx International Limited Exchange Plaza, Plot C-1, Block 'G' Bandra-Kurla Complex, Bandra (East), Mumbai-400 051	U72900MH2000PLC126952	Subsidiary Company	100%	2(87) (ii)
6	NSE Infotech Services Limited Exchange Plaza, Plot C-1, Block 'G' Bandra-Kurla Complex, Bandra (East), Mumbai-400 051	U72900MH2006PLC163468	Subsidiary Company	100%	2(87) (ii)
7	Computer Age Management Services Pvt. Ltd. New No. 10, Old No. 178, M G R Salai, Nungambakkam, Chennai - 600 034	U65910TN1988PTC015757	Associate	44.99%	2(6)
8	Market Simplified India Ltd. 13th Floor, Zenith Building, ASCENDES International Tech Park, CSIR Road, Taramani, Chennai - 600 113	U72900TN2000PLC045869	Associate	30%	2(6)
9	NSDL e-Governance Infrastructure Ltd. 1st Floor, Times Tower, Kamala Mills Compound, Lower Parel, Mumbai - 400 013	U72900MH1995PLC095642	Associate	25.045%	2(6)
10	Power Exchange India Ltd. 5th Floor, Tower 3, Equinox Business Park, Peninsula Techno Park, Off BKC, L B S Marg, Kurla (West), Mumbai - 400 070	U74900MH2008PLC179152	Associate	30.95%	2(6)
11	National Securities Depository Limited 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013	U74120MH2012PLC230380	Associate	25.045%	2(6)

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
12	Receivables Exchange of India Limited Exchange Plaza, Plot C-1, Block 'G' Bandra-Kurla Complex, Bandra (East), Mumbai-400 051	U67190MH2016PLC273522	Associate	26.00%	2(6)
13	NSE Educational Facilities Limited Exchange Plaza, Plot C-1, Block 'G' Bandra-Kurla Complex, Bandra (East), Mumbai-400 051	U67190MH2016PLC274239	Subsidiary Company	100%	2(87) (ii)

IV. SHARE HOLDING PATTERN (Equity Share Capital Break-up as percentage of Total Equity)
i) CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTERS	-	-	-	-	-	-	-	-	-
(1) Indian	-	-	-	-	-	-	-	-	-
a) Individual/HUF/F	-	-	-	-	-	-	-	-	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks/FI	-	-	-	-	-	-	-	-	-
f) Any other...	-	-	-	-	-	-	-	-	-
Sub- total(A)(1):	-	-	-	-	-	-	-	-	-
(2) Foreign	-	-	-	-	-	-	-	-	-
a) Individual (Non-Resident Individuals/Foreign Individuals)	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other...	-	-	-	-	-	-	-	-	-
Sub- total(A)(2):	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	-	-	-	-	-	-	-	-	-
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/FI	1,26,97,429	-	1,26,97,429	28.22	9697429	-	9,697,429	21.55	-6.67
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	18,25,119	-	18,25,119	4.05	1,883,953	-	1,883,953	4.19	0.14

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
f) Insurance Companies	82,53,500	-	82,53,500	18.34	9,153,500	-	9,153,500	20.34	2.00
g) FIs	64,30,155	-	64,30,155	14.29	6,430,155	-	6,430,155	14.29	0.00
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify) Foreign Direct Investments	96,75,000	-	96,75,000	21.5	11,700,000	-	11,700,000	26.00	4.50
Subtotal(B)(1):	3,88,81,203	-	3,88,81,203	86.40	38,865,037	-	38,865,037	86.37	-0.03
(2) Non - Institutions									-
a) Bodies Corp.(Indian)	56,47,368	-	56,47,368	12.55	5,613,834	-	5,613,834	12.48	-0.07
b) Bodies Corp. (Overseas)	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹1 lakh		-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of ₹1 lakh	4,71,429	-	4,71,429	1.05	521,129	-	521,129	1.16	0.11
c) Others (specify)									
Subtotal(B)(2):	61,18,797	-	61,18,797	13.60	6,134,963	-	6,134,963	13.63	0.03
Total Public Shareholding (B)= (B)(1)+(B)(2)	4,50,00,000	-	4,50,00,000	100	4,50,00,000	-	4,50,00,000	100	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	4,50,00,000	-	4,50,00,000	100	4,50,00,000	-	4,50,00,000	100	-

Notes: Number of shares available in the non-public category is 18,17,114 equity shares of ₹ 10/- each (4.038%). Number of shares available for acquisition by persons resident outside India is 39,19,845 (8.71%). However the above is subject to FDI policy, RBI and SEBI Regulations currently in force.

ii) SHAREHOLDING OF PROMOTERS

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
-	-	-	-	-	-	-	-	-

iii) CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)

Not applicable

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	N.A.	N.A.	N.A.	N.A.
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity, etc.):	N.A.	N.A.	N.A.	N.A.
3	At the end of the year	N.A.	N.A.	N.A.	N.A.

iv) Shareholding Pattern Of Top Ten Shareholders (Other Than Directors, Promoters And Holders Of GDRs And ADRs):

Sr. No.	Name	Shareholding at the beginning of the year		Date-wise increase/decrease in shareholding during the year specifying the reasons for increase/decrease (eg. Allotment/transfer/ bonus/sweat equity)			Cumulative shareholding during the year (01-04-15 to 31-03-2016)		Shareholding at the end of year (31-03-2016)	
		No. of shares at the beginning (01-04-15)	% of total shares of the company	Date	Increase (I)/ Decrease(D) in share holding	Reason	No. of shares	% of total shares of the company	No. of shares	% of total shares of the Company
1	Life Insurance Corporation of India	4,728,500	10.51	31 Mar 2016	900,000 (I)	Transfer	9,00,000	2.00	5,628,500	12.51
2	State Bank of India (Equity)	4,587,500	10.19	-	0	Nil Movement during the Year	0	0	4,587,500	10.19
3	Aranda Investments (Mauritius) Pte Ltd	2,250,000	5.00	-	0	Nil Movement during the Year	0	0	2,250,000	5.00
4	GAGIL FDI Limited	2,250,000	5.00	-	0	Nil Movement during the Year	0	0	2,250,000	5.00
5	GS Strategic Investments Limited	2,250,000	5.00	-	0	Nil Movement during the Year	0	0	2,250,000	5.00
6	SAIF II-SE Investments Mauritius Limited	2,250,000	5.00	-	0	Nil Movement during the Year	0	0	2,250,000	5.00

Sr. No.	Name	Shareholding at the beginning of the year		Date-wise increase/decrease in shareholding during the year specifying the reasons for increase/decrease (eg. Allotment/transfer/bonus/sweat equity)			Cumulative shareholding during the year (01-04-15 to 31-03-2016)		Shareholding at the end of year (31-03-2016)	
		No. of shares at the beginning (01-04-15)	% of total shares of the company	Date	Increase (I)/ Decrease(D) in share holding	Reason	No. of shares	% of total shares of the company	No. of shares	% of total shares of the Company
7	Stock Holding Corporation of India Limited	2,250,000	5.00	-	0	Nil Movement during the Year	0	0	2,250,000	5.00
8	SBI Capital Markets Limited	1,950,000	4.33	-	0	Nil Movement during the Year	0	0	1,950,000	4.33
9	IFCI Limited	2,497,750	5.55	15-Sep15	675,000 (D)	Transfer	7,50,000	1.67	17,47,750	3.88
				30-Dec15	75,000 (D)	Transfer				
10	MS Strategic (Mauritius) Limited	1,350,000	3.00	-	0	Nil Movement during the Year	0	0	1,350,000	3.00
11	PI Opportunities Fund	1,350,000	3.00	-	0	Nil Movement during the Year	0	0	1,350,000	3.00
12	Tiger Global Five Holdings	1,350,000	3.00	-	0	Nil Movement during the Year	0	0	1,350,000	3.00
13	IDBI Bank Limited	2,249,153	4.998	31-Mar16	900,000 (D)	Transfer	0	0	1349153	2.998

v) Shareholding of Directors and Key Managerial Personnel: Nil

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	N.A.	N.A.	N.A.	N.A.
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	N.A.	N.A.	N.A.	N.A.
3	At the end of the year	N.A.	N.A.	N.A.	N.A.

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payments- Nil

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	N.A	N.A	N.A	N.A
i) Principal Amount	N.A	N.A	N.A	N.A
ii) Interest due but not paid	N.A	N.A	N.A	N.A
iii) Interest accrued but not due	N.A	N.A	N.A	N.A
Total (i+ii+iii)	N.A	N.A	N.A	N.A
Change in Indebtedness during the financial year	N.A	N.A	N.A	N.A
* Addition	N.A	N.A	N.A	N.A
* Reduction	N.A	N.A	N.A	N.A
Net Change	N.A	N.A	N.A	N.A
Indebtedness at the end of the financial year	N.A	N.A	N.A	N.A
i) Principal Amount	N.A	N.A	N.A	N.A
ii) Interest due but not paid	N.A	N.A	N.A	N.A
iii) Interest accrued but not due	N.A	N.A	N.A	N.A
Total (i+ii+iii)	N.A	N.A	N.A	N.A

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

SN.	Particulars of Remuneration	Managing Director Ms. Chitra Ramkrishna - MD	Total Amount
1	Gross salary		-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	6.03	6.03
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	1.36	1.36
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission - as % of profit - others, specify...	-	-
5	Others, please specify (contribution to PF and other fund. Exempted allowances, tax paid by employer, withheld variable pay)	1.73	1.73
	Total (A)	9.12	9.12
	Ceiling as per the Act-5%	59.43	59.43
	Ceiling as per the Act-11%	130.75	130.75

B. Remuneration to other directors:

SN.	Particulars of Remuneration	Name of Directors							Total Amount
		Mr. Ashok Chawla	Mr. Justice B.N Srikrishna (Retd.)	Ms. Dharmishta Raval	Mr. S. B Mathur	Mr. Y.H Malegam	Dr. S. Sadagopan	Dr. K.R.S Murthy	
1	Independent Directors								
	Fee for attending board, committee meetings	-	7,75,000	1,00,000	38,55,000	48,15,000	20,75,000	48,55,000	1,66,65,000
	Commission	-	-	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-	-	-
	Total (1)	-	7,75,000	1,00,000	38,55,000	48,15,000	20,75,000	48,55,000	1,66,65,000
2	Other Non-Executive Directors	Mr. Abhay Havaladar	LIC (Mr. S.B Mainak)	Mr. Prakash Parthasarthy	Mrs. Pratima Umarji	Mr. Ravi Narain	-	-	
	Fee for attending board, committee meetings	6,75,000	3,50,000	6,50,000	17,10,000	26,80,000	-	-	61,40,000
	Commission	-	-	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-	-	-
	Total (2)	6,75,000	3,50,000	6,50,000	17,10,000	26,80,000	-	-	61,40,000
Total (B)=(1+2)									
Total Managerial Remuneration									
Overall Ceiling as per the Act									1,00,000 per director per meeting

C. Remuneration to Key Managerial Personnel (Other Than MD/Manager/WTD)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	6.03	3.31	1.49	4.80
	(b) Value of perquisites u/s 17(2) Incometax Act, 1961	1.36	0.66	0.28	0.94
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission				
	- as % of profit	-	-	-	-
	- others, specify...	-	-	-	-
5	Others, please specify (Non-taxable Medical, PF/Pension contribution, allowable superannuation contribution (where applicable))	1.73	0.65	0.10	0.75
	Total	9.12	4.62	1.87	6.49

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

Nil

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

For and on behalf of the Board of Directors

 Ashok Chawla
 Chairman

Date: May 12, 2016

ANNEXURE 4 TO BOARD'S REPORT**RELEVANT EXTRACTS FROM NOMINATION AND REMUNERATION
POLICIES OF NSEIL**

(a) Criteria for determining qualifications, positive attributes and independence of a director:

- Satisfaction of the 'fit & proper criteria' stipulated under SCR (SECC) Regulations 2012 and other requirements as prescribed by SEBI from time to time.
- Assessment of the appointee against a range of criteria which includes, but not be limited to, qualifications, skills, diverse industry experience, background and other qualities relevant to the business of the Company and required to operate successfully in the position. Additionally the Board may consider appointment of experts from various specialised fields such as finance, law, information technology, corporate strategy, marketing and business development, international business, operations management so as to bring diversified skill sets on board or succeed any outgoing director with the same expertise
- The extent to which the appointee is likely to contribute to the overall effectiveness of the Board, work constructively with the existing directors and enhance the efficiencies of the Company
- The nature of existing positions held by the appointee including directorships or other relationships and the impact they may have on the appointee's ability to exercise independent judgment
- Ability of the appointee to represent the company
- Ability to work individually as well as a member of the Board and with the senior management
- Influential communicator with power to convince other in a positive way
- Ability to participate actively in deliberation and group processes
- Strategic thinking and facilitation skills
- Act impartially keeping in mind the interest of the company on priority basis
- Criteria for determining independence

(b) Policy on directors' remuneration:

- The remuneration / compensation / commission, etc. to be paid to Directors is determined by the Nomination & Remuneration Committee and recommended to the Board for approval.
- The remuneration / compensation / commission etc. shall be subject to the approval of the shareholders of the Company, the Central Government and SEBI, wherever required. It shall be as per the statutory provisions of the Companies Act, 2013 read with the rules made thereunder for the time being in force. The requirements prescribed by SEBI from time to time in this regard shall be followed while determining the compensation payable to Directors

ANNEXURE 5 TO BOARD'S REPORT

Annual Report of CSR Activities

NSE is covered under the purview of Section 135 of the Companies Act 2013. Similarly many of its subsidiaries are also covered. However, contribution to CSR by some of these Companies as required under the Section 135 will be negligible. Moreover, there could be efforts at duplication if each individual Company undertakes CSR activities on its own and there would be difficulties in scaling up these activities. Therefore it has been decided by the Boards of the respective Companies in NSE Group that CSR efforts for the Group be undertaken commonly and the actual spent be allocated to the respective Companies in proportion to their legal obligations. Therefore a common CSR function for NSE and its subsidiaries has been created under NSE as a group resource and the actual CSR spend is proportionately allocated to the respective Companies. However the CSR Committees for these Companies are separate. A common CSR policy has been prepared and approved by respective CSR Committees and Boards.

1. A brief outline of the company's CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes.

CSR Vision: NSE Group has been constantly working to improve the financial wellbeing of people at large through a committed approach to offer investment products that suits varied needs of people. It has improved access of the financial market to people across the country, improved safety measures for investors, empowered investors through improved awareness and education on financial planning, investor protection and investment related issues. Besides this, NSE Group also has been continuously improvising on the conduct of business in a responsible manner through conservation of energy, use of renewable sources of energy, eco-friendly infrastructure etc., In order to strengthen its CSR initiatives, in 2012, a CSR Focus Group was formed consisting of employees volunteering to contribute part of their time to undertake CSR activities internally. The group has since organised various activities such as organising environment awareness building programmes, exposure visits on environmental issues etc. with the help of NGO partners like Bombay Natural History Society (BNHS), organising blood donation camps, promoting social entrepreneurship by facilitating sale of articles produced by different NGOs etc. Besides, different eco-friendly activities like wind power generation, rain water harvesting, use of solar energy, solid waste management through promoting vermi-composting out of the waste from NSE Group Companies premises, etc., have also been undertaken. Employees have been encouraged to take part in environment initiatives such as Earth Hour, Waterless Holi and sustainable environment initiatives in day to day life. The Chennai branch office extended timely emergency relief assistance to flood affected citizens.

NSE Group, in order to further its CSR aspiration of helping the underprivileged sections of the population in improving their quality of life is now embarking upon a mission to reach out to them. MOUs have been entered into with Tata Institute of Social Sciences (TISS) and Samhita Social Ventures to guide NSE with designing the CSR policy, gap analysis, CSR plan, community engagement strategy, project and project partner evaluation, screening, implementation, monitoring, measurement of programme impact etc.

CSR Objectives and Goals: To begin with, NSE Group has taken up, i) Primary Education and ii) Elder Care, iii) Sanitation and Safe Drinking Water as the focus areas. The CSR objectives have been identified basis the larger mandate outlined in the Section 135 of the Companies Act 2013 and CSR Rules 2014 as well as to meet NSE's community engagement aspirations. Projects undertaken under these verticals will not be one-time

activities but will be on a project or programme mode with a long term time-line to achieve pre-determined goals. In the initial phase efforts are concentrated on Primary Education and Elder Care. On the basis of the experience and learnings gained, other areas will be included in the future. In addition to the three focal areas of intervention outlined, a number of small CSR activities to engage and motivate employees to be socially responsible have been undertaken by the CSR Focus Group of NSE. These activities such as Blood Donation Camps, NGO-Melas related to social entrepreneurship, awareness building programmes in education, health and environment, screening of documentaries on environmental & social issues, organising guest lectures on social issues, nature awareness activities, observing of national / international days such as Children's Day, Women's Day etc. are undertaken by the CSR Focus Group of NSE Group in collaboration with the company employees.

The core CSR focus verticals, the objectives and goals are more fully elaborated in the following sections.

Primary Education: While selecting projects under primary education NSE Group has emphasized intervention in capacity building & training of highly motivated, equipped and qualified teachers that will augment teacher-student ratio and directly impact the quality and quantity of attention that is currently provided per student. Besides this, to enhance foundational skills at the primary education level in the areas of reading, writing, critical thinking, arithmetic and problem-solving, application and behavioral skills. The projects which have commenced implementation will contribute to the holistic development of children which includes addressing their physical, mental and aspirational needs through supplementary and in-school programmes. A unique characteristic of the projects selected by NSE in the field of Primary Education is that they impact the most disadvantaged communities and the weakest sections of the society.

The programme modules are intensive, customized and highly individualistic in nature. Many of these programmes are model path breaking projects that are recognized as social and educational change agents.

Elder Care: Projects considered under elder care focus on enhancing the physical and mental well-being of the underprivileged ageing population by awareness of mental and physical health indicators, addressing elder abuse and loneliness as also provision of monthly food rations to very poor senior citizens living alone without any support systems. During the Chennai floods, emergency relief measures were taken to provide medical aid, psychological counselling and food to flood affected senior citizens.

Sanitation and Safe Drinking Water: NSE Group has taken sanitation and safe drinking water as one of the focus areas under the CSR policy of NSE group. Proposals from NGOs specializing in this area have been invited and the proposals reviews are being executed. Under this, NSE Group will support sanitation projects in the schools, communities, awareness building on sanitation and safe drinking water, solid waste management, WASH (Water, Sanitation and hygiene) etc. A pilot project is planned for the renovation, maintenance and behavioral change programs in rural, semi urban and urban schools to understand the on ground realities and complexities, post which the programme would be scaled up and implemented.

Prime Minister's National Relief Fund: India is a vast country susceptible to the vagaries of nature. From time to time various geographical areas are affected by natural calamities such as floods, storms, earthquakes, etc. unfortunate disasters such as cyclone in Andhra Pradesh, floods in Kashmir and last year's calamities such as a storm in Orissa, flash flood in Uttaranchal are some of the disasters witnessed by India. Relief is granted, by the State Govt. & Central Govt., NGOs etc. and also through Prime Minister's National Relief Fund. NSE Group has taken contribution to the 'Prime Minister's National Relief Fund' as one of the focus area in such circumstances

if and when the need arises.

CSR Activities under NSE CSR Focus Group: CSR focus group consisting of employee volunteers conducts/coordinates various social activities such as Blood Donation Camps, NGO-Melas related to social entrepreneurship, education, health awareness, environmental awareness, organising awareness building programmes such as solar power, support of Earth Hour, recycling of waste paper, screening of documentaries on environmental & social issues, organising guest lectures on social issues, nature awareness walk, observing of National / International Days such as Children's Day, Women's Day etc. The CSR Focus Group will continue to engage in such activities.

Monitoring and evaluation of CSR initiatives: Appropriate monitoring mechanisms are being evolved for tracking the progress and impact of the various CSR programmes in consultation with TISS and Samhita.

Web-link for NSE Group CSR Policy: http://nseindia.com/global/content/about_us/NSE_CSR_Policy.pdf

2. The Composition of the CSR Committee of National Stock Exchange of India Ltd (NSEIL): During the year CSR Committee consisted of Mr. Ravi Narain, Mr. Prakash Parthasarathy, Dr. K.R.S Murthy and Ms. Chitra Ramkrishna. Mr. Ravi Narain is Chairperson of the NSEIL CSR Committee. Dr. K.R.S. Murthy completed his term on March 27, 2016 and Ms. Dharmishta Raval has since then been appointed in his place.
3. Average net profit of NSEIL for last three financial years: The average net profit of NSEIL calculated pursuant to Section 135 read with Section 198 for last three Financial Years is ₹ 1057,15,13,807.69
4. Prescribed CSR Expenditure (2% of the amount as in item 3 above): ₹ 21,14,30,276.15
5. Details of CSR spend during the financial year 2015-16
 - (a) Total amount to be spent for the financial year: ₹ 21,14,30,276.15
 - (b) (i) Total amount committed: ₹ 8,93,63,906.56 (including for ongoing projects)
 - (ii) Total amount disbursed/spent: ₹ 2,70,70,618.33 (including for ongoing projects) of which ₹ 2,07,39,602.85 was disbursed in the current Financial year.
 - (iii) Amount unspent if any for the Financial Year: 19,06,90,673.30 of which ₹ 3,18,94,205.62 was already committed during the year.
 - (c) Manner in which the amount is spent during the financial year is detailed below.

Sr. No.	CSR Project or activity identified	Sector in which the project is covered	Projects or programmes (1) Local area or other (2) Specify the state and district where projects or programmes was undertaken	Cumulative Amount outlay (Committed Budget)		Amount spent during FY 15 -16 on projects or programs sub heads (1) Direct expenditure on projects or programs (2) overheads		Cumulative expenditure up to the reporting period		Amount spent Direct or through implementing agency	
				Outlay for the Group	Outlay for the Company	Spent by the Group	Spent by the Company	Spent by the Group	Spent by the company	Spent by the Group	Spent by the Company
1	Door Step School	Primary Education	Pune City, District-Pune, State-Maharashtra	11,44,100.00	8,55,573.78	5,99,911.00	4,39,518.72	10,28,950.00	7,60,360.01	10,28,950.00	7,60,360.01
2	Door Step School	Primary Education	Haveli- Mulashi Tehasil, District-Pune State-Maharashtra	42,07,000.00	31,46,052.71	16,41,260.00	12,02,452.51	30,41,260.00	22,49,391.85	30,41,260.00	22,49,391.85
3	Vikas Sahayog Pratishtan	Primary Education	District-Buldhana State-Maharashtra	36,26,700.00	27,12,096.36	22,66,201.00	16,60,309.21	34,32,826.00	25,32,727.50	34,32,826.00	25,32,727.50
4	Magic Bus India Foundation	Primary Education	Ulhasnagar City District-Thane State-Maharashtra	54,82,400.00	40,99,814.45	30,49,274.00	22,34,019.71	39,43,024.00	29,02,378.30	39,43,024.00	29,02,378.30
5	Tata Institute of Social Sciences	Primary Education	Mankhurd, Mumbai State-Maharashtra	37,35,690.00	27,93,600.58	20,47,617.00	15,00,165.85	30,67,902.00	22,63,149.07	30,67,902.00	22,63,149.07
6	All India Inst. Of Local Self Government	Primary Education	Thane and Pune State-Maharashtra	2,10,32,480.00	1,57,28,379.07	49,81,110.00	36,49,359.78	49,81,110.00	36,49,359.78	49,81,110.00	36,49,359.78
7	All India Inst. Of Local Self Government	Primary Education	Medha Dist-Satara State-Maharashtra	2,10,32,480.00	1,57,28,379.07	49,10,290.00	35,97,474.23	49,10,290.00	35,97,474.23	49,10,290.00	35,97,474.23
8	Dignity Foundation	Elder Care	Mumbai and Chennai State-Maharashtra and Tamilnadu	1,65,89,430.00	1,24,05,804.91	48,74,085.00	35,70,949.00	68,89,185.00	50,77,868.62	68,89,185.00	50,77,868.62
9	Door Step School	Primary Education	Pune City, District-Pune, State-Maharashtra	25,37,207.00	18,58,859.01	0	0	0	0	0	0
10	Door Step School	Primary Education	Haveli-Mulashi Tehasil, District-Pune State-Maharashtra	44,21,076.00	32,39,056.55	0	0	0	0	0	0
11	Vikas Sahayog Pratishtan	Primary Education	District-Buldhana State-Maharashtra	59,26,950.00	43,42,319.88	0	0	0	0	0	0
12	Tata Institute of Social Sciences	Primary Education	Mankhurd, Mumbai State-Maharashtra	47,35,230.00	34,69,218.29	0	0	0	0	0	0
13	Teach For India	Primary Education	Mumbai and Chennai	1,76,71,602.00	1,29,46,920.19	0	0	0	0	0	0
14	Family Welfare Agency	Elder Care	Lower Parel,	82,41,200.00	60,37,831.70	0	0	0	0	0	0
15	CSR Focus Group	Various Activities*	Mumbai, Maharashtra	NA	NA	11,31,107.00	8,28,694.09	11,91,615.75	8,73,942.80	11,91,615.75	8,73,942.80
16	Capacity Building	Capacity Building	Mumbai, Maharashtra	NA	NA	17,01,304.59	12,46,443.57	26,71,053.59	19,71,635.27	26,71,053.59	19,71,635.27
17	PME*	Project Monitoring	NA	NA	NA	11,05,886.00	8,10,216.18	16,16,861.00	11,92,330.34	16,16,861.00	11,92,330.34
				12,03,83,545.00	8,93,63,906.56	2,83,08,045.59	2,07,39,602.85	3,67,74,077.34	2,70,70,617.77	3,67,74,077.34	2,70,70,617.77

*Activities undertaken by NSE Group CSR Focus Group covers Blood Donation Camp, NGO Melas for Children's Day, Environment Awareness, Swachha Bharat Drive. *PME- Project Monitoring Expenditures

6. Details of the implementing agencies.

The Society for Door Step Schools Urban Project: The school provides education and support to those children who do not have access to mainstream educational facilities and are children of pavement dwellers, construction site families and migrant labourers. The organization aims to bring education to the Doorstep of these children and helps them to enroll in formal schools. Doorstep has addressed the needs of 300000 children since inception. The NSE project has addressed the educational needs of a cumulative number of 831 out of school children in Pune urban area and 2639 primary children in the Pune rural district. Project Foundation is a part of the Educational Urban Activity Centres or EAC of Door step schools which addresses the needs of the children 6 -14 years who do not have access to formal schooling. The project is intended to impart quality education to the children of the construction labourers. The Project centres are in the vicinity of construction sites with a high population of migrant labourers literally bringing education to the Doorstep of the out of school children. The project is currently being implemented near 10 construction sites in Pune where pre - primary, literacy and study classes for children are conducted. The children are then helped to get into the formal education system and admitted to schools. The highlight of the project is to track the children who are forced to drop out of school due to migration of parents in search of livelihood child and provided assistance to enroll in a school nearby.

The Society for Door Step Schools Rural Project: This is a part of the rural literacy school intervention programme of Door Step Schools. The Project titled 'Grow with Books' is being implemented in the Mulashi-Mawal area since April'15. The project aims to enhance the reading ability of 2639 children in the age group 6 – 14 years, enrolled in 22 government schools as the children belong to either the migrant community or are from socio-economically weaker sections. The project uses specially trained staff named 'book fairies' who conduct the sessions as an supplementary feature of the formal state school curriculum. The program consists of three main modules. First Steps Forward for class 1, Reading classes for class 1-4 and Home lending library for class 1- 7. A 10 day train the trainer programme was conducted for newly recruited Book Fairies who would work in the schools bridge classes in 22 identified schools.

Vikas Sahayog Pratishtan: Vikas Sahayog Pratishtan has been working with marginalized communities such as Vimukta Jati Nomadic Tribes (VJNT), poor farmers, women etc., addressing various issues like human rights, livelihood, education etc. Under the NSE project minimum learning levels in language and mathematics were established in 1200 primary school children in Mehkar block of Buldhana district. Since the students hailed from nomadic backgrounds, efforts were made to lower the dropout rate of the children in school. The NSE project aims to provide supplementary education in rural Government Schools for 1200 children hailing from the VJNT Tribes of Mehkar Block in the drought hit Buldhana District. A large number of the population in these areas are tribal and nomadic communities that frequently migrate to other regions in search of employment and livelihood. VSP conducts awareness programs in the community to decrease the dropout rates of students by encouraging the village community and relatives to care for children when parents migrate in search of work. The objectives of the NSE project also include the setting up of School Management Committees as well as establishment of Learning Centres (LEP) in schools and in shared resource areas of the villages. The fundamentals of the program looks to change both learning and teaching methodologies by working with teachers, supervisors and primary level children. The project methodology includes village level assessment and grouping of children, creating of learning centers both within the community and the schools. Distribution of teaching aids and learning material in language and math, awareness workshops for

teachers, resource staff, parents and working with school management committees.

Magic Bus India Foundation: Magic Bus is a mentoring organisation, working to take a million children living in poverty on a journey from childhood to livelihood. It trains and guides local community mentors to deliver a programme that focuses on education, health and gender equality. The youth mentors do this by using a curriculum that uses sports as a tool for engagement and as a metaphor for learning. Magic Bus India Foundation is implementing project on Quality Education in 10 Municipal Schools Ulhasnagar benefitting 1700 children. The project carries a blend of two broad concepts i.e. Sport for Development (S4D) and Quality Education. Sport for Development is intended to build children's conviction for education which very important in the long run to retain children's interest in education and therefore continuation of studies. Quality supplementary education with the help of Youth Mentors helps to improve academic performance. The Young Mentors undergo a rigorous 7 days training in Sports for Development. The increased interest and importance of physical education in education is reflected in the 95% children's attendance at these sessions. The total number of children enrolled in the Sport for Development program is 1772, with 882 boys and 930 girls. As per the TISS review in the previous quarter, 298 S4D sessions and 296 Library sessions were held. The positive efforts of the NSE Magic Bus programme and its impact on the children has been recognized by the government authorities and Magic Bus has been selected as one of the NGO partners in the Child Protection Committee of Ulhasnagar Municipal Corporation.

Tata Institute of Social Sciences - Field Action Project Chunauti Tata Institute of Social Sciences is the pioneer & premier institute of social work. It is an autonomous university. A model program Chunauti managed by TISS was supported. This is a model project to rehabilitate and educate a small group of 103 rescued children through intensive psychological and educational interventions. Chunauti is a field action project of Tata Institute of Social Sciences undertaken pursuant to the orders of Bombay High Court. The project is currently being implemented in the Mankhurd Children's Home to impart quality education to 103 mentally challenged children rescued from different orphanages Project interventions are at 2 levels. First level interventions are determined for the children at Mankhurd Center. Whereas the second level of intervention is on training functionaries of government officials and replicating this model with the support of the state government and High Court. This project benefits 103 mentally challenged children. In the review of the project by TISS it is seen that 15 children provided schooling through SSA and 7 children through NIOS, which is big step to bring them to mainstream education. This is a model rehabilitation and social re-integration project. It is a unique project in terms of the impact created, media scrutiny, learning outcomes advocacy with various stakeholders and policy reforms. The pedagogy, training and counselling offered is customized. The project has significant learnings and has brought about several policy level changes at the ground level. The aim is to replicate the model in 19 MIDC homes across Maharashtra and elsewhere.

Dignity Foundation: Dignity Foundation is working on the issue of elder care. Dignity Foundation has a physical presence in 6 cities through offices and activity centres - Mumbai, Pune, Bangalore, Kolkata, Chennai and Ahmedabad. Dignity Foundation is implementing the Senior Citizens project in Mumbai- Dharavi, Jogeshwari, Worli, Sion and in Chennai- Kannaginagar, Saidapeth etc. to cater different needs of the elderly population. As reported by TISS, monthly workshops have been conducted according to the schedule since March 2015. 5 awareness workshops have been conducted in 5 distinct sections in each of the 6 project areas. 4320 Elders have registered and taken the Dignity Savings Card. This card enables them to avail discounts at around 1500 partnered outlets across Mumbai that includes pathology laboratories, orthopedics, lenses, hospitals, etc.

A one of its kind help line for Senior citizens was launched to address physiological, psychological, emotional and social issues. Many senior citizens suffer from verbal and emotional abuse and require psychological counselling. More than 20 calls have been received on the Helpline for various assistances. This can be looked upon as a positive outcome of the awareness activity. As an emergency measure to provide relief and assistance during the devastating floods in Chennai, timely medicines and ration was distributed. Emergency medical camps were conducted and psychological counselling was provided to overcome the trauma of the disaster.

All India Institute of Local Self Government (AILLSG): AILLSG works on various issues like Primary Education, Disaster Management, Health, Livelihood, Women Empowerment, Research and Documentation etc. across India. Project on Quality Education is being implemented in Ramnagar from Thane and Gandhinagar from Pune City impacting 718 children. As reported by TISS, the project team has established Children's Resource Center (CRC) at the local level with committed, trained and enthusiastic Shikshan-Mitras (SM) which has resulted in creating a conducive environment for holistic learning to supplement education provide and ensure minimum age appropriate learning and age appropriate literacy levels. The feedback on the popularity of the project is that the children who are often reluctant to attend the formal schools, however reach the CRC even before its scheduled time. Reading of books has given them a completely different experience and added value to their knowledge level as well. The sessions of supplementary and complementary learning at the CRC are conducted for 2 hours each in the mornings and evenings, with some SMs taking sessions in the afternoon as well depending upon the availability of the children. The interaction with the various stake holders such as school principal's teachers, and parents reflected that they feel this intervention has made a positive impact on the children.

All India Institute of Local Self Government- Rural Project: Project on Quality Education is being implemented in Medha Tehasil of Satara Block impacting 817 children.

As reported by TISS, a seven day training session was conducted in Pune. The programme managers have conducted multiple meetings with the school teachers, headmasters and the district education authorities. The CRC sessions are planned for 2 hours in the morning between 8-10 before class begins and 2 Hours in the evening between 5-7 p.m. Some Shikshan mitras also take sessions in the afternoon between 3-5 p.m. depending upon the availability of students and teachers. Schools have reported increased use of their facilities including teaching aids, music instruments, sports infrastructure due to the keen interest and mentoring guidance of the Shikshan Mitras and demand from the children. The Shikshan mitras have been using activities, games, music and art with the children during CRC sessions. These sessions are conducted twice a day in the school and in the vastis/ temples/community hall or open spaces as may be available or provided by the community.

Teach for India (TFI) a project of Teach to Lead is a nationwide movement to infuse management perspective to school education by committing outstanding graduates and young professionals to work in government schools for a term of two years with the aim of addressing educational inequity. Teach For India recruits outstanding college graduates and young professionals who commit two-years to teach full-time in under resourced schools and who become lifelong leaders working from within various sectors towards the pursuit of equity in education. In June 2009, The Teach for India fellowship program placed the first cohort of Fellows in low-income municipal and private schools in Pune and Mumbai. Today, TFI is in 7 cities - Mumbai, Pune,

Delhi, Hyderabad, Chennai, Ahmedabad and Bengaluru. They have a total of 1200 Fellows and 1100 Alumni working towards eliminating educational inequity. In their current proposed project with NSE, TFI wishes to support 25 fellows in Chennai and Mumbai each.

Family Welfare Agency :Family Welfare Agency (FWA) has been, working with senior citizens in the community with the objective to provide specialized services in the field of ageing and mental health. FWA has been providing specialized day care services to the elderly since 1979, using a community based approach. FWA has worked at three levels, namely: preventive, palliative and curative health care. FWA on a daily basis caters to 45 senior citizens per center. FWA has trained paramedic professionals and volunteers to work with senior citizens who have contributed to the field at different levels. FWA has been involved in providing direct services to the senior citizens such as health check-ups, community outreach activities, and care for home bound senior citizens, advocacy to senior citizens on state policies and many more. In the current proposed project, FWA aims to build two Elder Enrichment Care Center (EECC) which will provide need based services, such as: health, social, recreational, educational, and counselling to the senior citizens. Through the program, FWA will also provide outreach services to the home bound senior citizens in selected communities.

7. The reasons for shortfall in disbursal: In the initial phase of project implementation NSE has already addressed the minimum literacy levels of more than 5000 extremely marginalized and disadvantaged children who require intensive pedagogic and social interventions. Through the programmes conducted by Dignity Foundation, NSE has touched the lives of more than 3500 senior citizens. This being the initial phase of implementation of CSR projects after introduction of Section 135 of Companies Act 2013, the NSE Group continues to identify projects, build capacity for partner agencies and implement current projects. Capacity augmentation is a key for project identification and monitoring the implementation and the Company is in the process of building the same besides implementing the existing projects through NGOs. Moreover, identifying new projects alongside the implementation of selected projects is a time consuming and knowledge oriented activity. Selecting projects which will have a measurable and meaningful social impact requires time, knowledge, skill and availability. Accordingly, the actual spend is expected to gather steam only over a period of 2-3 years after which the Company will be in position to achieve the required CSR spend. The Company remains committed to meet its CSR obligations on an annual basis to the extent feasible.
8. The implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.

Chitra Ramkrishna
Managing Director & CEO

Ashok Chawla
Chairman

ANNEXURE 6 TO BOARDS' REPORT

REPORT ON CORPORATE GOVERNANCE

I. Brief Statement on Company's Philosophy on Code of Governance

Corporate Governance is the application of best management practices, compliance of law and commitment to values and ethical business conduct to achieve the Company's objective of enhancing shareholder value and effective discharge of its social responsibility. National Stock Exchange of India Limited ("NSEIL" or "NSE" or "the Exchange" or the Company) is a public limited company, incorporated under the Companies Act, 1956 whose securities are not listed on any of the stock exchanges. NSEIL is also a recognised stock exchange under Securities Contracts (Regulation) Act, 1956. Therefore, NSEIL is additionally required to comply with Securities Contracts (Regulation) Act, 1956, the Rules and Regulations laid down thereunder and the directives and circulars issued by Securities and Exchange Board of India (SEBI) from time to time for the purpose of its governance. As per Regulation 35 of the Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2012 [SCR(SECC) Regulations, 2012], the disclosure requirements and corporate governance norms, specified for listed companies, has become *mutatis mutandis* applicable to a recognised Stock Exchange. However, NSEIL has always been involved in good governance practices and endeavours continuously to improve upon the same. In continuation of its pursuit to establish good corporate governance practice and for the information of its stakeholders, NSEIL is furnishing this Report for the financial year ended on 31st March, 2016.

II. Board of Directors

A. Composition of the Board and Category of Directors

The Board consists of 7 Directors of which 3 Directors represent Shareholders, 3 are Public Interest Directors, who are chosen from among eminent persons or experts in the field of Law, Finance, Accounting, Taxation, Information Technology, Economics, Commerce, Management, etc. and 1 Executive Director. None of the Directors of the Company are inter-se related with each other.

With the approval of SEBI, the Company has appointed Mr. Ashok Chawla, a Non-executive Director as well as Public Interest Director, as Chairman of the Board of Directors.

B. Number of Board Meetings

The Board of Directors met five times during the year on May 26, 2015, August 11, 2015, November 02, 2015 and February 08, 2016 and March 17, 2016. The maximum gap between any two meetings was less than one hundred and twenty days.

C. Directors' Attendance Record and Directorships held

As mandated by SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, no director is a member of more than ten Board committees or act as chairperson of more than five such committees across all entities in which he or she is a Director. Table No. 1 gives the details of the composition of the Board, attendance and details of Committee Membership and Committee Chairmanships.

- (1) Details of Directors along with the Directorship(s) and Chairmanship(s)/Membership(s) of Committees in other companies for the year 2015-16:

Name of the Director	Category	Attendance Particulars			No. of Directorships / Chairmanships and Committee Chairmanships / Memberships		
		Number of Board Meetings		Last AGM	Other Directorship(s)/ Chairmanship(s)*	Other Committee Membership(s)**	Other Committee Chairmanship(s)**
		Held	Attended				
¹ Mr. Ashok Chawla, Chairman	Public Interest Director	0	0	-	1	-	-
Mr. Ravi Narain, Vice Chairman	Shareholder Director	5	5	Y	9	7	1
Ms. Chitra Ramkrishna, Managing Director & CEO	Executive Director	5	5	Y	7	4	1
Mr. Abhay Havaladar	Shareholder Director	4	3	N	2	-	-
Mr. Prakash Parthasarathy	Shareholder Director	5	5	N	2	-	-
² Ms. Dharmishta Raval	Public Interest Director	1	1	N	8	3	-
Mr. Justice B.N. Srikrishna (Retd.)	Public Interest Director	5	4	N	2	-	-

1 Nominated as Public Interest Director w.e.f March 28, 2016;

2 Nominated as Public Interest Director w.e.f February 05, 2016
Y= Yes; N=No

* The Directorships/ Committee memberships held by Directors as mentioned above, do not include Directorships/Committee memberships of Section 8 Companies.

** Memberships/Chairmanships of only the Audit Committee and Stakeholders Relationship Committee of all Public Companies have been considered.

- (2) Separation of Offices of Chairman & Chief Executive Officer

Since inception, the Company has been following the principle of separation of the role of Chairman and the Chief Executive Officer. Mr. Ashok Chawla, a Public Interest Director, is the Non-executive Chairman of the Board. Ms. Chitra Ramkrishna is the Managing Director & Chief Executive Officer of the Company and is entrusted with the day to day management of the affairs of the Company. The Managing Director carries out her functions subject to superintendence, control and management of the Board of Directors of the Company.

D. Responsibilities of the Board

The Company conducts orientation programme for new Directors covering various operations of the Exchange so as to familiarise them with the various functions being carried out by the Exchange. The details of familiarization programmes imparted to independent directors are given in the Company's website at the following location https://nseindia.com/global/content/about_us/FPID_NSEIL.pdf. The Company also provides training in various fields such as operation, risk management, compliance, etc. to every Public Interest Director each year. Every director inducted on the Board is well known in the financial services industry and has the ability to understand basic financial statements and information and related documents/papers.

The regular updates inter-alia provided by the Company to the Board include the following:

- Annual operating plans and capital and revenue budgets and updates
- Quarterly financial results
- Status report on the Exchange operations and operations of different segments
- Minutes of the meetings of Audit Committee, other committees of the Board and also minutes of the meetings of the Board of all subsidiary companies
- Details of joint ventures, acquisitions of companies or collaboration agreements, etc.
- Details of foreign exchange exposures and the steps taken to limit the risk of adverse exchange rate movements
- Details of significant transactions and arrangements entered into by material unlisted subsidiary
- Review of market surveillance
- Other information, which is required to be placed before the Board as per SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, is taken to the Board as and when the event occurs.

A quarterly report on compliance of various laws, rules and regulations, to which the Company is subjected, is placed before the Audit Committee for its review. The Audit Committee from time to time reviews the report and gives suggestions for improvement of compliance level/process. On its review, a consolidated report on a quarterly basis is placed before the Board at its subsequent meetings.

E. Code of Conduct

A code of conduct for Public Interest Directors and Key Management Personnel of the Company is framed. They have affirmed compliance with the Code of Conduct. As per the requirement of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the code of conduct, has been hosted on the website of the Company at the following location: https://nseindia.com/global/content/about_us/NSE_CODE_BOARD.pdf

The MD & CEO has affirmed to the Board of Directors that the Code of Conduct has been complied by the Directors and Senior Management Personnel.

F. Independent Directors

- (1) Independent Directors on the Board of NSE are not less than 21 years in age and do not hold any shares in NSE.

(2) Attributes

The Company as a policy inducts only those persons as Independent Directors who have integrity, experience and expertise, foresight, managerial qualities and ability to read and understand financial statements.

(3) Tenure

The tenure of Independent Directors is in line with the directives issued by SEBI from time to time.

(4) Freedom to Independent Directors

The Company takes all possible efforts to enable the Independent Directors to perform their functions effectively. However, as per SEBI requirement, the elected directors shall not interfere in the day-to-day management of the Exchange particularly relating to the surveillance and risk management functions of the Exchange. The Company always strives to strike a balance between both the above requirements without compromising on compliance of such requirements.

G. Remuneration of Directors

In order to align compensation levels with market levels and at the same time attract, retain and motivate Directors of the quality required to run the company successfully, the compensation being paid to Managing Director is periodically reviewed and revised. The remuneration includes both fixed and variable components. The Company pays only sitting fee to its non-executive Directors. The terms and conditions of appointment of independent directors, Public Interest Directors and Shareholder Directors are governed by the provisions of the Companies Act, 2013 & Rules laid down thereunder, Securities Contracts (Regulation)(Stock Exchanges and Clearing Corproations) Regulations, 2012, SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and the circulars issued thereunder by SEBI. The terms and conditions of service in respect of the Managing Director of the Company are governed by the resolution passed by the shareholders, provisions of the Companies Act, 2013 & Rules laid down thereunder, Securities Contracts (Regulation)(Stock Exchanges and Clearing Corproations) Regulations, 2012 and the circulars issued thereunder by SEBI.

As per the terms of appointment, the non-executive directors are not eligible for severance pay or notice period. The Managing Director is not eligible for severance pay. The notice period for the Managing Director is three (03) months.

SEBI had laid down certain norms in terms of the compensation policy for the Key Management Personnel which are as under:-

- A. The variable pay component will not exceed one third of the total pay.
- B. 50 % of the variable pay will be paid on a deferred basis after 3 years.
- C. ESOPs and other equity linked instruments will not form part of the Compensation.
- D. The terms of compensation shall have malus and claw back arrangements

Accordingly, the Company has framed Remuneration policy in conformity with norms specified by SEBI for its employees, which include Key Management Personnel and Managing Director.

None of the Directors of the Company hold any shares or any convertible instruments in the Company.

The details of remuneration paid to Managing Director & CEO during FY 2015-16 are given in the following table:-

(₹ in crores)

Name & Designation	Salary & Allowances	Variable Pay	Perquisites in cash or in kind	Contribution to PF and other Funds	Total
Ms. Chitra Ramkrishna, Managing Director & CEO	4.78	1.25*	1.36	0.48	7.87

* Excludes 50% of the Variable Pay to be paid on deferred basis after 3 years

The sitting fees paid to the Non-Executive Directors for attending the meetings of the Board and Committees during the year is as follows:

Name	Board meetings		Board Committees' meetings		Total
	No. of meetings attended	Amount (₹)	No. of meetings attended	Amount (₹)	
Mr. Ashok Chawla, Chairman	0	-	-	-	-
Mr. S. B. Mathur	4	4,00,000	47	34,55,000	38,55,000
Mr. Ravi Narain	5	5,00,000	30	21,80,000	26,80,000
Mr. Abhay Havaladar	3	3,00,000	5	3,75,000	6,75,000
Mr. Prakash Parthasarathy	5	5,00,000	2	1,50,000	6,50,000
Ms. Dharmishta Raval	1	1,00,000	-	-	1,00,000
Mr. Justice B.N. Srikrishna (Retd.)	4	4,00,000	5	3,75,000	7,75,000
Mr. Y.H. Malegam	5	5,00,000	58	43,15,000	48,15,000
LIC (Mr. S.B. Mainak)	2	2,00,000	2	1,50,000	3,50,000
Dr. K. R. S. Murthy	5	5,00,000	64	43,55,000	48,55,000
Mrs. Pratima Umarji	1	1,00,000	29	16,10,000	17,10,000
Dr. S.Sadagopan	5	5,00,000	21	15,75,000	20,75,000

III. Committees of the Board

(A) Audit Committee

The primary function of the Audit Committee is to assist the Board of Directors in fulfilling its oversight responsibilities by reviewing the financial information to be provided to the shareholders and others, the systems of internal controls, which the management and the Board of Directors have established, financial reporting and the compliance process. The Committee maintains open communication with statutory auditors, internal auditors and operational auditors.

The Audit Committee reviews the reports of the internal auditors, operational auditors and statutory auditors. The

terms of reference of Audit Committee shall be as per the provisions contained in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Audit Committee consisted of three directors viz., Mr. Y. H. Malegam, Mr. Ravi Narain and Dr. S. Sadagopan as its members with Mr. Y. H. Malegam as the Chairman of Audit Committee. The Committee met four times during the year i.e., on May 26, 2015, August 11, 2015, November 2, 2015 and February 02, 2016. The details of the attendance of members of the Audit Committee at their meetings held on the above dates are given hereunder:-

Name	Number of meetings held during the year	Number of meetings attended
Mr. Y. H. Malegam*	4	4
Mr. Ravi Narain	4	4
Dr. S. Sadagopan*	4	4

*ceased as members w.e.f. March 28, 2016

Consequent upon completion of term(s) of Mr. Y.H Malegam and Dr. S. Sadagopan as Public Interest Directors, they ceased to be members of the Audit Committee with effect from March 28, 2016. Mr. Ashok Chawla and Ms. Dharmishta Raval were inducted as members of the Audit Committee with effect from April 25, 2016. The Audit Committee currently comprises three Directors viz., Mr. Ashok Chawla, Ms. Dharmishta Raval and Mr. Ravi Narain as its members with Mr. Ashok Chawla as the Chairman of the Audit Committee.

The Officer responsible for the finance function, the representative of the statutory auditors, internal auditors and operational auditors are regularly invited to the Audit Committee meetings. The Company Secretary is the Secretary to the Committee.

All members of the Audit Committee have requisite accounting and financial management expertise. Mr. Y. H. Malegam, Chairman of the Audit Committee attended the Annual General Meeting (AGM) held on September 18, 2015 to answer shareholders queries.

(B) Nomination & Remuneration Committee (NRC)

The NRC laid down the policy for compensation of employees including key Management Personnel in terms of the compensation norms prescribed by the SEBI. The NRC also laid down performance evaluation criteria for the Board of Directors, individual directors (including independent directors), Committees of the Board of Directors. As per SEBI Regulations, the Compensation Committee shall consist of majority of Public Interest Directors and shall be chaired by a Public Interest Director. Further as per requirements of the Companies Act, 2013, the Company is required to constitute a Nomination and Remuneration Committee (NRC) consisting of three or more non-executive directors out of which not less than one-half shall be independent directors. The Chairman of NRC shall be different from Chairman of the Board. Accordingly, the Board constituted Nomination & Remuneration Committee for the purpose of discharging its functions required under both Companies Act, 2013 and under SEBI requirements. The Nomination & Remuneration Committee (NRC) consisted of Mr. Y.H. Malegam, Mr. S.B.Mathur, Mr. Ravi Narain, Dr. K. R. S. Murthy and Mrs. Pratima Umarji as its members with Mr. Y. H. Malegam as the Chairman of Nomination & Remuneration Committee. The Committee met six times during the year, i.e. on April 1 & 8, 2015, May 26, 2015, November 2, 2015, February 2, 2016, February 23, 2016 and March 17, 2016. The details of the attendance of members of the NRC at their meetings held on above dates are given hereunder:-

Name	Number of meetings held during the year	Number of meetings attended
Mr. Y.H. Malegam**	6	6
Mr. S.B. Mathur **	6	6
Mr. Ravi Narain	6	6
Dr. K.R.S. Murthy **	6	5
Mrs. Pratima Umarji*	2	2

* Ceased as members w.e.f. August 11, 2015

** Ceased as members w.e.f. March 28, 2016

Consequent upon completion of their respective terms as Public Interest Directors, Mr. Y.H. Malegam, Mr. S.B. Mathur, Dr. K R S Murthy and Mrs. Pratima Umarji ceased to be members of Nomination & Remuneration Committee. The Committee currently comprises Mr. Justice B. N Srikrishna (Retd.), Mr. Ashok Chawla and Mr. Ravi Narain as its members with Mr. Justice B. N Srikrishna (Retd.) as its Chairman.

The details of criteria for determining qualifications, positive attributes and independence of a director are elaborately given in **Annexure 4** to Board's Report.

(C) Stakeholders Relationship Committee (SRC)

The Committee besides discharging the function of approving share transfers and deciding on any matter incidental to or connected with the transfer, also discharges the function of redressal of shareholder grievances like transfer of shares, non-receipt of Annual report, non-receipt of declared dividends, etc. The Committee consisted of four directors viz., Mr. Y. H. Malegam, Mr. S.B. Mathur, Mr. Ravi Narain and Ms. Chitra Ramkrishna as its members with Mr. Y.H. Malegam as the Chairman of the Stakeholders Relationship Committee.

The Committee met five times during the year, i.e. on September 10, 2015, November 23, 2015, December 14, 2015, February 02, 2016 and March 17, 2016. The details of the attendance of members of the SRC at their meetings held on above dates are given hereunder:-

Name	Number of meetings held during the year	Number of meetings attended
Mr. Y.H. Malegam*	5	5
Mr. S.B. Mathur*	5	5
Mr. Ravi Narain	5	5
Ms. Chitra Ramkrishna	5	5

*ceased as members w.e.f. March 28, 2016

Consequent upon expiry of terms of Mr. Y. H. Malegam and Mr. S.B. Mathur as Public Interest Directors, they ceased to be members of SRC with effect from March 28, 2016. The Committee currently comprises Mr. Ashok Chawla, Mr. Ravi Narain and Ms. Chitra Ramkrishna as its members with Mr. Ashok Chawla as the Chairman of the Committee..

(D) Risk Assessment and Review Committee

The Committee carries out the identification and assessment of existing risk and also recommends risk minimisation procedures & reporting system thereof on an ongoing basis. The Committee consisted three Directors viz., Mr. Y.H.Malegam, Mr. Ravi Narain and Dr. S. Sadagopan as its members with Mr. Y.H.Malegam as the Chairman of the Risk Assessment and Review Committee. The Committee met once during the year i.e, on February 02, 2016. Mr. Y. H Malegam and Mr. Ravi Narain attended the meeting. Consequent upon expiry of terms of Mr. Y. H. Malegam and Dr. S. Sadagopan as Public Interest Directors, they ceased to be members of the Committee with effect from March 28, 2016. The Committee currently comprises Mr. Ashok Chawla, Mr. Ravi Narain and Ms. Chitra Ramkrishna with Mr. Ashok Chawla as the Chairman of the Committee.

(E) Corporate Social Responsibility (CSR) Committee

The Committee was constituted, inter alia, to formulate and recommend to the Board a Corporate Social Responsibility Policy, to recommend the amount of expenditure to be incurred on the activities, and to monitor the Corporate Social Responsibility Policy of the company from time to time. The Committee consisted of Mr. Ravi Narain, Ms. Chitra Ramkrishna, Dr. K.R.S. Murthy, Mrs. Pratima Umarji and Mr. Prakash Parathasarathy with Mr. Ravi Narain as the Chairman of the Committee.

The Committee met three times during the year, i.e. on May 13, 2015, February 1, 2016 and March 17, 2016. The details of the attendance of members of the CSR Committee at their meetings held on above dates are given hereunder:-

Name	Number of meetings held during the year	Number of meetings attended
Mr. Ravi Narain	3	3
Ms. Chitra Ramkrishna	3	3
Dr. K.R.S.Murthy*	3	2
Mrs. Pratima Umarji**	1	1
Mr. Prakash Parathasarathy	3	2

* ceased as member w.e.f. March 28, 2016

** ceased as member w.e.f August 11, 2015

Consequent upon completion of their respective terms as Public Interest Directors, Dr. K R S Murthy and Mrs. Pratima Umarji ceased to be members of the CSR Committee. Ms. Dharmishta Raval was inducted as member of the CSR Committee with effect from April 25, 2016. The Committee currently comprises Mr. Ravi Narain, Ms. Dharmishta Raval, Mr. Prakash Parthasarathy and Ms. Chitra Ramkrishna as its members with Mr. Ravi Narain as the Chairman of the Committee.

(F) In addition to Committees covered specifically in detail above, the Company also has following Committees, namely:

- (i) SEBI mandated Committees
 1. Membership Selection Committee
 2. Disciplinary Action Committee
 3. Defaulters Committee

4. Standing Committee on Technology
 5. Sub-committee for monitoring compliance of suggestions given in SEBI Inspection Reports
 6. Investor Services Committee
 7. Public Interest Directors Committee
 8. Arbitration Committee
 9. Ethics Committee
 10. Independent Oversight Committees of the Governing Board for Member regulation, Listing Functions, Trading & Surveillance Functions
 11. Advisory Committee
 12. Committee to decide on Compulsory Delisting
- (ii) Other Functional Committees
1. Committee for Declaration of Defaults
 2. Technology Budget Committee
 3. Committee for Approval of Acquisition of Premises
 4. Business Development Committee
 5. Pricing Committee
 6. Premises Advisory Committee
 7. Membership Recommendation Committee
 8. Sub-broker Recognition Committee

IV. Auditors

The Audit Committee considers the profile of the audit firms, qualifications and experience of partners auditing books and accounts of the Company, strengths and weaknesses, if any, of the audit firm and other related aspects and then recommends appointment of Auditor and the remuneration payable to them to the Board/shareholders. The Audit Committee also periodically discusses with the Auditors the annual audit programme and the depth and detailing of the audit plan to be undertaken by them.

The Board has appointed an external firm of Chartered Accountants as its internal auditor in order to ensure the independence and credibility of the internal audit process.

V. Secretarial Audit

The Company had engaged the services of M/s. S.N. Ananthasubramanian & Co., Practicing Company Secretaries, to conduct Secretarial Audit pursuant to the requirements of the Companies Act, 2013 and the rules laid down thereunder for the financial year ended 31st March, 2016. The report of the Secretarial Auditors is being placed before the Audit Committee and the Board. The Annual Report containing the Secretarial Audit Report is also circulated to the Shareholders of NSEIL.

VI. Management Discussion and Analysis

The Annual Report has a detailed report on Management Discussion and Analysis in respect of NSE's standalone financials for the year ended on March 31, 2016.

VII. CEO/ CFO certification

The CEO and CFO certification of the financial statements for the financial year 2015-16 is enclosed at the end of the report.

VIII. General Shareholder Information

(A) Annual General Meeting: The 23rd Annual General Meeting of the Company was held on Friday, September 18, 2015 at 11.00 a.m. at the Conference Room, Ground Floor, Exchange Plaza, Plot C-1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051

(B) Financial year: 2014-15

(C) Dividend Payment date: October 5, 2015

(D) Registrar and Transfer Agent:

The address for communication and contact details of the Registrar and Transfer Agent are as under:

M/s. Link Intime India Pvt Ltd., C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West) Mumbai 400 078.
Tel. No. + 91 22 2596 3838 and Fax No. +91 22 2594 6969.

(E) Share Transfer system: The equity shares of NSEIL are in dematerialised form. Further, the ISIN of equity shares is suspended by NSEIL to prevent transfers not approved by NSEIL pursuant to Article 63 of its Articles of Association and to ensure compliance of the provisions of Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2012. Therefore, if and when application for approval of transfer is received adherence to compliance of SECC Regulations will be ensured.

(F) Distribution of shareholding:

Distribution of Shareholding as on 31st March, 2016:

Category	No. of shareholders in each category	% of the category	No. of shares held	% to the total paid up equity capital
Individuals	7	10.00	5,21,129	1.16
Corporates-Listed	3	4.29	7,05,000	1.57
Corporates-Unlisted	10	14.29	49,08,834	10.91
Financial Institutions/Banks	11	15.71	96,97,429	21.55
Insurance Companies	7	10.00	91,53,500	20.34
Venture capital fund	4	5.71	18,83,953	4.18
Foreign holding	28	40.00	1,81,30,155	40.29
Total	70	100.00	4,50,00,000	100.00

Top 10 Shareholders as on 31st March, 2016

Sr. No.	Name of the shareholder	No. of shares held	Percentage of shareholding
1	Life Insurance Corporation of India	5,628,500	12.51
2	State Bank of India	4,587,500	10.19
3	Aranda Investments (Mauritius) Pte Ltd	2,250,000	5.00
4	GAGIL FDI Limited	2,250,000	5.00
5	GS Strategic Investments Limited	2,250,000	5.00
6	SAIF II-SE Investments Mauritius Limited	2,250,000	5.00
7	Stock Holding Corporation of India Limited	2,250,000	5.00
8	SBI Capital Markets Limited	1,950,000	4.33
9	IFCI Limited	1,747,750	3.88
10	MS Strategic (Mauritius) Limited	1,350,000	3.00
11	PI Opportunities Fund I	1,350,000	3.00
12	Tiger Global Five Holdings	1,350,000	3.00

As per Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2012, the Exchange is required to ensure that at least 51% of the equity share capital is held by public. The Exchange ensures compliance thereof.

(G) Dematerialisation of shares. The Company's shares are fully dematerialised.

(H) Address for correspondence: The Secretarial Department, National Stock Exchange of India Limited, Exchange Plaza, Plot No. C-1, "G" Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051. Shareholders are requested to intimate all changes pertaining to their Bank details, email addresses, Power of Attorney, change of name, change of address, contact details, etc., to their Depository Participants (DP).

(I) Other Disclosures
(1) Basis of related party transactions

The transactions with related parties are entered in the ordinary course of business and at arm's length price. The details of the related party transactions are disclosed in the Annual Report. The 'Policy on dealing with related party transactions' of the Company is available on the Website of the Company at the following address: https://nseindia.com/global/content/about_us/nseil_disc_others.htm

(2) Details of non-compliance by the Company, penalties, strictures imposed on the Company by SEBI or any other statutory authority on any matter related to capital markets

None

(3) Whistle Blower Policy

The Company has established a mechanism for Directors and employees to report concerns about unethical behavior, actual or suspected fraud, or violation of the code of conduct or ethics policy or law. The Company also provides for adequate safeguards against victimisation of employees who avail of the mechanism and also allows direct access to the Chairman of Audit Committee (for financial matters) or Chairman of the Ethics committee (for other matters) in exceptional cases. No personnel has been denied access to the audit committee. Details of the Policy have been disclosed on the website of the Exchange at the following address: https://nseindia.com/global/content/about_us/NSE_dtls_VM.pdf

(4) Compliance with the non-mandatory requirements [Part E of Schedule II Regulation 27(1) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

In addition to the above, NSEIL also complies with non-mandatory requirements of Part E of Schedule II Regulation 27(1) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 like maintaining a Chairman's office at the company's expense, reimbursement of expenses incurred by Chairman in performance of his duties, dissemination of financial results to the shareholders on a quarterly basis, unqualified financial statements, separate posts of chairperson and chief executive officer, etc.

(5) Subsidiary Companies

As per SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, "material subsidiary" shall mean a subsidiary whose income or net worth exceeds twenty percent of the consolidated income or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year.

The said Regulations lay down corporate governance requirements with respect to subsidiary of listed entity. NSEIL has one 'material unlisted Indian subsidiary' i.e National Securities Clearing Corporation Limited (NSCCL). The financial statements, in particular the investments made, by the subsidiary companies are reviewed by the Audit Committee of NSEIL. A statement of all significant transactions and arrangements entered into by NSCCL is periodically brought to the attention of the Board of Directors of NSEIL. The minutes of the meetings of the Board of Directors of all the subsidiary companies of NSEIL are also periodically brought to the meeting of the Board of Directors of NSEIL for its noting. The 'Policy for determining material subsidiaries' of the Company is available on the Website of the Company at the following address: https://nseindia.com/global/content/about_us/nseil_disc_others.htm

(6) Disclosure of Accounting Treatment in the preparation of Financial Statements.

NSEIL follows the guidelines of Accounting Standards laid down by the Central Government under the provisions of Section 133 of the Companies Act, 2013 in the preparation of its financial statements.

(7) Communication with Shareholders

The data related to quarterly and annual financial results, shareholding pattern, Board meetings, general meetings, terms and conditions of appointment of independent directors, the details of vigil mechanism, etc., are provided on the web-site of NSE for the information of the shareholders at the following location: https://nseindia.com/global/content/about_us/nseil_disc_others.htm

The Exchange disseminates all material information to its shareholders through periodical communications. The financial results are published periodically in the newspapers as per the requirements of SEBI (LODR) Regulations, 2015.

Annual Report: Annual report containing, inter alia, Audited Accounts, Directors' Report, Report on Corporate Governance, Management Discussion & Analysis and other material and related matters/information are circulated to the shareholders and others entitled thereto.

(8) Redressal of shareholders' complaints

The Company has already constituted a Stakeholders Relationship Committee to look into and redress Shareholders and investor complaints. During the year, the Company did not receive any grievance from its shareholder(s) in respect of transfer of shares, non-receipt of Annual Report, non-receipt of declared dividends, etc.

IX General Body Meetings

Location, date and time of the general meetings held in the last three years till March 31, 2016:-

Type of meeting	Date	Time	Venue	Special Resolution passed
23rd Annual General Meeting	September 18, 2015	11:00 a.m.	Exchange Plaza, Bandra-Kurla Complex Bandra (East) Mumbai- 400 051	-
22nd Annual General Meeting	August 8, 2014	12:30 p.m.	Exchange Plaza, Bandra-Kurla Complex Bandra (East) Mumbai- 400 051	-
21st Annual General Meeting	September 26, 2013	10.00 a.m.	Exchange Plaza, Bandra-Kurla Complex Bandra (East) Mumbai- 400 051	<ul style="list-style-type: none"> • Re-appointment of Auditors under Section 224A • Alteration of Articles of Association of the Company.

The Company did not pass any resolution through postal ballot in the last year. The requirement of passing any resolution by postal ballot is not applicable to NSEIL as the number of shareholders of NSEIL is less than 200.

X Certificate on compliance of corporate governance norms

As required in SEBI(Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Regulation 35 of Securities Contracts(Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2012, NSEIL has, obtained a certificate regarding the compliance of conditions of Corporate Governance therein from a Practicing Company Secretary. The same is given as an Annexure to the Directors' Report.

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

I hereby confirm that the Company has obtained from all the members of the Board and Senior Management Personnel, affirmation that they have complied with the code of conduct for the Financial Year 2015-16.

For the purpose of this declaration, Senior Management Personnel means Key Management Persons appointed under SCR(SECC) Regulations, 2012 and Key Managerial personnel appointed under the Companies Act, 2013 as on March 31, 2016.

Mumbai,
12.05.2016

Chitra Ramkrishna
Managing Director & CEO

MANAGEMENT DISCUSSION & ANALYSIS

(in respect of NSE's standalone financials for the year ended March 31, 2016)

Economic & Business Environment

During FY15-16, the global economy continued its struggle with recovery, as evidenced by the subdued growth witnessed across all major economies during the period under consideration. Advanced economies such as the US and UK started the financial year on an upbeat mood, but were unable to maintain the momentum despite positive signals such as robust job creation and soft monetary policy. Economic activity in most of the euro area was adversely impacted by socio-economic and political developments. Japan also struggled to meet growth expectations primarily on account of falling private consumption.

Most emerging markets economies, barring India, have also struggled to keep up the growth momentum, mainly due to factors such as deteriorating structural bottlenecks, weak external demand, and lack of external financing. China's economic performance during the last one year has been a topic of interest among economists and analysts. This is because China is transforming into a consumer driven economy from an investment driven one, due to which the market widely believes that its GDP growth rate would be lower than what it was previously. It is expected that the Chinese economy would, in the coming years, re-balance to a growth of below 7% levels, as against growth rates of 10% seen during the previous two decades. As regards other emerging market economies in Middle East, Eastern Europe and Latin America, falling prices of oil and other commodities such as copper, iron ore and steel, has deteriorated their growth prospects.

India, however, remained a bright spot in the global economy and the fastest growing major economy in the world. As per the latest advanced estimates of GDP released by the Central Statistics Office, India's GDP grew in the range of 7.6% or so. While the growth rates for industry and agricultural sectors improved in the range of 7.4% and 1.1% respectively in FY15-16 (compared to 5.9% and negative 0.3% respectively in FY14-15), the growth in the services sector declined marginally to 9.2% (compared to 10.3% in FY14-15).

Monthly inflation, as measured by the Consumer Price Index (CPI), has fluctuated around RBI's target level of 2-6% during FY15-16, with average inflation at 4.9% as compared to 5.8% during FY14-15. The primary reasons for this benign inflationary environment during FY15-16 were as follows: (1) low capacity utilization of the Indian economy, (2) plunging input prices especially oil, (3) disciplined increases in minimum support prices (MSPs) for cereals and (4) dumping of Chinese imports. This suggests that the effective stance of RBI's monetary policy could be more relaxed in the coming months of FY17, which will surely give a boost to economic activity in the country.

On the external front, India's current account deficit (CAD) to GDP ratio worsened marginally to 1.4% in FY15-16 from 1.3% in FY14-15. India's trade deficit, on the other hand, decreased substantially by 16.51% in FY15-16 to USD 118.01 billion compared to USD 137.49 billion in the previous fiscal. This was primarily on account of a large fall in imports to USD 379.07 from USD 447.60 during the period under consideration. Meanwhile, exports fell at a much lower rate than imports, declining to USD 261.05 billion from USD 310.11 billion. Lower trade deficit and modest growth in invisibles resulted in the low CAD. According to the Economic Survey 2015-16, the CAD, as a proportion of GDP, is likely to be in the low range of 1-1.5 per cent during the coming year.

India's foreign exchange reserves were also at an all-time high of USD 355.6 billion at end-March 2016 (compared to USD 341.6 billion at end-March, 2015). As a result, the import cover ratio – an important indicator of a country's external sector vulnerability – has risen to over 10 months.

Outlook

The outlook for the Indian economy is currently optimistic, especially in the backdrop of relatively strong macroeconomic fundamentals such as (1) low current account deficit and rising forex reserves, (2) low inflation, and (3) high GDP growth rate, as compared to other major emerging market economies such as Brazil, Russia and China. This will assist India in dealing with the prevailing uncertainty and emerging risks in the global economy and financial markets. In both FY16-17 and FY17-18, the IMF has recently projected that the Indian economy will grow at a rate of 7.5%, primarily supported by a boost in private consumption and recovery of industrial activity.

With strong innate economic fundamentals, India continues to be the highly attractive destination for investment, globally. The Advanced Economies are yet to fully recover from the consequences of the global financial crisis, although the medium-term outlook looks positive. On the other hand, the medium-term outlook for the EMEs appears subdued. Overall, the sluggish global recovery so far has warranted successive downward adjustments to forecasts the world over, raising concerns of 'secular stagnation'. Against this backdrop, however, the outlook for the Indian economy looks promising and in fact, the International Monetary Fund (IMF) has projected India as the only bright spot. The stronger macroeconomic fundamentals are expected to further bolster the investment climate in India. This would have a significantly positive impact on the capital markets. Additionally, various policy level steps are also expected to fetch positive effect on the growth of the Indian Capital market.

Similarly, existing products and asset classes which would continue to evince interest, it is expected that there would be attraction towards new asset classes as well new products and services, technological innovation, robust risk management system and strong regulatory framework would continue to be the key drivers for the securities market.

Risks and concerns

While the fundamentals of Indian Economy remain strong, the domestic capital market and especially the inflow of foreign funds are to a large extent susceptible to the developments in the global economy. However, with key policy changes and domestic growth expectations within the country and improvement in global economy these risks would be largely mitigated.

Internal control systems and their adequacy

The Company has well established internal control systems commensurate with the size and nature of its business and are adequate to ensure compliance with various internal processes and procedures as well as with various statutory and legal requirements. The Company has appointed reputed firms of Chartered Accountants to review the effectiveness of the internal control systems and submits its observations, if any to the Audit Committee of the Board for its review / recommendations.

Financials

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013, including revised Schedule VI, Generally Accepted Accounting Principles (GAAP) in India and as per the applicable Accounting Standards laid down by the Institute of Chartered Accountants of India. A well known and reputed firm of Chartered Accountants performs the audit and they have confirmed that our practices are as stringent and complete as internationally. Consolidated Financial statements have also been presented.

Financial performance (2015-16)

During the year 2015-16, the total revenue has increased by around 7% from ₹ 1,918.12 crores for the year 2014-15 to ₹ 2,044.54 crores for the year 2015-16.

The total expenditure for the year 2015-16 was ₹ 1,456 crores as compared to ₹ 801.57 crores for the year 2014-15, an increase of around 81% over the previous year.

The total Profit Before tax for the year 2015-16 was ₹ 588.54 crores as against ₹ 1,116.55 crores for the year 2014-15, a decrease of around 47% over the previous year. The decrease in Profit Before Tax was due to provision for an amount of ₹ 761.52 crores towards contribution to NSCCL Core Settlement Guarantee Fund as per SEBI Circular dated May 4, 2016.

The total Provision for tax (including deferred tax) for the year 2015-16 was ₹ 149.21 crores as against ₹ 336.87 crores for the year 2014-15.

The total Profit after tax for the year 2015-16 was ₹ 439.33 crores as against ₹ 779.68 crores for the year 2014-15, a decrease of around 44% over the previous year.

Operating Revenues

Transaction charges

During the year, upward trend continued of around 9.30% in the income from Transaction charges from ₹1,075.21 crores for the year 2014-15 to ₹ 1,175.01 crores for the year 2015-16. The average daily turnover on the Exchange during the year 2015-16 was ₹ 17,214 crores in Cash Market (CM segment) as against ₹ 17,788 crores for the year 2014-15 indicating a decline of around 3%. In F&O segment the average daily turnover (billable) for the year 2015-16 was ₹ 51,823 crores as against ₹ 52,380 crores for the year 2014-15 indicating a decline of around 1%. In Currency Derivatives Segment the average daily turnover (billable) for the year 2015-16 was ₹ 11,386 crores as against ₹ 9,458 crores for the year 2014-15 indicating an increase of around 20%.

Listing Fees

During the year, there was an increase of around 5% in the income of Listing Fees from ₹ 47.91 crores for the year 2014-15 to ₹ 50.36 crores for the year 2015-16. The Exchange as of March 31, 2016 had 1,808 listed companies. The total market capitalisation of these companies as of March 31, 2016 stood at around ₹ 93 lakhs crores.

Book Building Fees

During the year, there was a healthy increase in the total book building fees of around 158% from ₹ 3.30 crores for the year 2014-15 to ₹ 8.50 crores for the year 2015-16.

Interest & Other Investment income

During the year 2015-16, the total investment income increased by around 3% from ₹ 608.07 crores for the year 2014-15 to ₹ 626.63 crores for the year 2015-16. The increase was mainly on account of dividend from subsidiary companies for the year 2015-16 from ₹ 112.50 crores to ₹ 146.25 crores.

NSE's Certification in Financial Markets (NCFM)

The income from NCFM activity stood at ₹ 19.01 crores for the year 2015-16. Also, the total number of candidates taking examination during the year 2015-16 was around 46,000.

Other Operating Revenues

During the year 2015-16, the other operating revenues has increased by around 24% from ₹ 107.59 crores for the year 2014-15 to ₹ 133.04 crores for the year 2015-16.

Other Income

During the year 2015-16, the other income had declined by around 39% from ₹ 53.74 crores for the year 2014-15 to ₹ 32.99 crores for the year 2015-16. The decline was due to decrease in rental income from ₹ 50.72 crores for the year 2014-15 to ₹ 20.64 crores for the year 2015-16.

Expenditure

IT & Telecom expenses

Technology is the backbone of our business and also the key differentiator. The Exchange continued to invest in the state of the art technology in different areas of its business keeping clear focus on its cost efficiency. Accordingly, during the year, the total IT & Telecom expenses for the year 2014-15 increased by around 6% from ₹ 174.98 crores for the year 2014-15 to ₹ 195.88 crores for the year 2015-16.

Other expenses

During the year 2015-16 other expenses has increased by around 0.85% from ₹ 187.61 crores for the year 2014-15 to ₹ 186.00 crores for the year 2015-16.

Clearing & Settlement charges

National Securities and Clearing Corporation Limited (NSCCL), a wholly owned subsidiary of the Exchange, carries out the clearing and settlement of the trades executed in the CM, F&O and CD segments. Consequent to the increase in income from transaction charges, the clearing & settlement charges for the year 2015-16 paid to NSCCL increased by around 8% i.e. from ₹ 91.18 crores in FY 2014-15 to ₹ 98.54 crores in FY 2015-16.

Employee cost

The Exchange recognises the value of its human capital deployed at all levels. To continue to provide best in class services to its members and other market participants it is essential for the Company to attract and retain the best talent available. In this direction, the Company continues to take various initiatives to follow HR best practices and also keeps benchmarking it with other forward looking organisations. During the year 2015-16, the Company has taken number of HR initiatives in the areas of employee developments and training, harnessing knowledge and skill levels as well as various staff welfare measures etc. During the year 2015-16, the total employee strength remained stable as compared to the year 2014-15 and the employee related expenses stood at ₹ 108.39 crores which was ₹ 91.79 crores for the year 2014-15. For the year 2015-16, the total employee cost as a percentage to total income was 5.30% and as a percentage of expenditure was 16% which is comparable to the industry standards.

Depreciation

Depreciation increased by around 20% from ₹ 85.79 crores for the year 2014-15 to ₹ 103.09 crores for the year 2015-16.

Financial Statement as on March 31, 2016

Share Capital

The total paid up capital of the Company as on March 31, 2016 is ₹ 45 crores divided in to 4,50,00,000 equity shares of ₹ 10 each.

Reserves & Surplus

The total Reserves & Surplus as on March 31, 2016 is ₹ 5,231.74 crores comprising of Share Premium of ₹ 40 crores, Investor Compensation reserves ₹ 10 crores, staff welfare reserves of ₹ 1.50 crores, General reserve of ₹ 3,690 crores and balance in P&L A/c of ₹ 1,490.24 crores.

Thus the total Net worth of the Company as on March 31, 2016 is ₹ 5,276.74 crores and the book value is ₹ 1,172.61 per share

Deposits from members (Unsecured)

The total deposits from members as on March 31, 2016 stood at ₹ 1,051.96 crores as against ₹ 1,056.60 crores as on March 31, 2015.

Fixed Assets

Total Gross Block as on March 31, 2016 was ₹ 1,289.39 crores. Total Accumulated depreciation up to March 31, 2016 was ₹ 748.30 crores. Net fixed Assets (including Capital W.I.P) were ₹ 541.09 crores. As part of the total investments in technology areas, during the year 2015-16 the total additions to fixed assets were ₹ 126.21 crores mainly pertaining to the Trading systems, Computer system, telecom equipment's and computer software. Total deletions at cost were at ₹ 2.79 crores.

Investments

The prudential policy of the Company permits to invest both long term and short term surplus funds in to deposits of highly rated banks, bonds issued by the Central / State governments, institutions and various corporates and into the debt oriented schemes of high performing mutual funds. As on March 31, 2016 the total non-current investments were ₹ 3,577.91 crores as against ₹ 2,050.92 crores as on March 31, 2015, increase of ₹ 1,526.99 crores. Current investments were ₹ 1,545.20 crores as on March 31, 2016 as against ₹ 2,040.79 crores as on March 31, 2015, an decrease of ₹ 495.59 crores.

Other Non-Current and Current Assets

Total other assets (non-current and current) as on March 31, 2016 stood at ₹ 2,317.93 crores comprising of interest accrued on investments and Fixed Deposits amounting to ₹ 235.66 crores, Trade Receivables amounting to ₹ 224.50 crores and Cash and Bank balances in Current and Fixed Deposits amounting to ₹ 1,472.48 crores and Loans advances of ₹ 347.75 crores.

Other Non-Current and Current Liabilities

Total other liabilities (non-current and current) as on March 31, 2016 stood at ₹ 1,635.69 crores mainly comprising of dues from subsidiary companies ₹ 12.13 crores, security deposits as per listing agreement amounting to ₹ 46.49 crores, Securities Transaction Tax of ₹ 166.35 crores, provision for leave encashment of ₹ 12.29 crores, Contribution payable to NSCCL Core SGF ₹ 690.51 crores other current liabilities amounting to ₹ 707.92 crores.

Taxation (Effective Tax rate to be updated)

The total Provision for tax (including deferred tax) for the year 2015-16 was ₹ 149.21 crores as against ₹ 336.87 crores for the year 2014-15. Though the present Indian Corporate tax rate is 34.608% comprising of base rate and surcharge and cess, due to investments into various debt schemes of mutual funds the effective tax rate works out to 25.35%

Event occurring after the balance sheet date

In accordance with Regulation 33 of Securities Contracts (Regulations) (SECC) Regulations, 2012 (The Regulations) issued on June 20, 2012, every recognised stock exchange is required to transfer 25% of its annual profits every year to a fund of the recognised clearing corporation(s) which clears and settles trades executed on that stock exchange to guarantee settlement of trades. SEBI, in its Press Release No.225/2015 dated September 1, 2015, stated that the report of the Committee on Clearing Corporations was placed before the SEBI Board on August 24, 2015 and that while the SEBI Board took note of the report, it approved the proposal to seek public comments on the recommendations of the Committee. Pending final notification based on the decision which was to be taken by SEBI after the public comments were received, NSE has made a provisional appropriation of ₹ 527.19 crores (net of ₹ 170 crores transferred to Core SGF as at March 31, 2015, to be suitably adjusted in the light of the final SEBI notification in the matter.

SEBI has, in its Circular No. SEBI/HO/MRD/DRMNP/CIR/2016/54 dated May 04, 2016, since notified that the amounts carried forward in the Short Term provision in respect of the period upto March 31, 2015 have to be transferred by the Stock Exchange to the Core SGF maintained by the Clearing Corporation within one month of the date of issuance of the notification and that the amounts to be transferred by the Stock Exchange to the Core SGF maintained by the Clearing Corporation in respect of the period from April 01, 2015 till the date of amendment of the Regulation 33 of SECC Regulation, 2012 within such time as to be specified by SEBI.

Accordingly, the provisional appropriations made out of profits aggregating to ₹ 527.19 crores shown under the head Short Term Provision in the Balance Sheet as on March 31, 2015 have been reversed and a provision for an equivalent amount has been made during the year. Further a provision of ₹ 163.33 crores has also been made during the year for the period April 01, 2015 till March 31, 2016 (net of ₹ 71 crores transferred to Core SGF for the year).

CEO – CFO CERTIFICATE

To,
The Board of Directors
National Stock Exchange of India Limited

We, Chitra Ramkrishna, Managing Director & CEO and Yatrik Vin, Chief Financial Officer of the National Stock Exchange of India Limited hereby certify to the Board that:

- a. We have reviewed financial statements and the cash flow statement for the year ended on March 31, 2016 and that to the best of our knowledge and belief :
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the auditors and the Audit committee
 - i. significant changes, if any, in internal control over financial reporting during the year;
 - ii. significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Mumbai
May 12, 2016

Chitra Ramkrishna
Managing Director & CEO

Yatrik Vin
Chief Financial Officer

S.N.ANANTHASUBRAMANIAN & CO.**COMPANY SECRETARIES**

10/26, Brindaban, Thane 400 601 | Tel 2534 5648 / 2543 2704 | Fax 2539 0292 | Email sna@snaco.net | Website www.snaco.net

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

To,
The Members,
National Stock Exchange of India Limited,
CIN: U67120MH1992PLC069769
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (East), Mumbai 400051

We have examined all relevant records of National Stock Exchange of India Limited (**the Company**) for the purpose of certifying compliance of the disclosure requirements and corporate governance norms as specified for the Listed Companies for the financial year ended **31st March 2016**. In terms of Regulation 35 of the Securities Contracts (Regulation)(Stock Exchanges and Clearing Corporations) Regulations, 2012, the disclosure requirements and corporate governance norms as specified for listed companies have become *mutatis mutandis* applicable to the recognized Stock Exchanges. We have obtained all the information and explanations to the best of our knowledge and belief which were necessary for the purpose of this certification.

The compliance of the conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. This certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with disclosure requirements and corporate governance norms as specified for Listed Companies.

For S N ANANTHASUBRAMANIAN & CO
Company Secretaries
Firm Registration No. P1991MH040400

S N Ananthasubramanian
Partner
COP No. 1774

Date:
Place: Thane

ANNEXURE 7(I) TO DIRECTORS' REPORT

STATEMENT PURSUANT TO RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Sr. No.	Name & Qualifications	Age in years	Designation/ Nature of Duties	Remuneration Received (₹)		Experience (No. of years)	Date of Commencement of Employment	Last Employment
				Gross	Net			
1	Ms. Chitra Ramkrishna # B. Com, FCA	53	Managing Director & CEO	78669422	36043630	31	October 15, 1994	Dy. Manager, Industrial Development Bank of India
2	Mr. J. Ravichandran # B. Com, B.L., FCS	55	Group President & Company Secretary	36838528	15182860	30	August 12, 1994	Dy. Secretary & Manager (Legal), Raymond Synthetics Limited
3	Mr. Yatrik Vin M.Com, AICWA	49	Chief Financial Officer - Group Accounts and Finance	18675829	9305096	29	February 21, 2000	Manager (Finance & Accounts), Godrej & Boyce Mfg. Co. Ltd.
4	Mr. Ravi Varanasi B. Sc., ACA	53	CEO - SBU Education and Group Head	20265385	12296550	29	July 3, 1995	Sr. Dy. Manager, Vysya Bank Limited
5	Dr.V. R. Narasimhan # * M. Com., ACS, MBA, Ph.D	59	Chief Regulatory Officer	17388357	11334720	32	May 30, 2013	Sr. Vice President, Kotak Mahindra Bank Ltd.
6	Mr. Chandrashekhar Mukherjee, B. Com., PGPM & IR	52	Chief People Officer	15849563	9856278	23	April 9, 2010	Associate Vice President Bennett Coleman & Company Ltd.
7	Ms. Kamala K B.Com, FCA	50	Head - Mutual Funds	15673879	6609392	26	March 16, 2006	Vice President (Risk Mgmt. & Ops.), IL&FS Investsmart Limited
8	Mr. Hari K. AICWA, ACS	49	Chief Business Officer	17293072	9349042	25	May 29, 1995	Cost Accountant, KCP Ltd.
9	Mr. Suprabhat Lala B. Sc.	49	Chief Vigilance Officer	13298846	8199718	26	October 1, 2001	Sr. Vice President, Geojit Securities Ltd.
10	Mr. Nirmal Mohanty M.A., MBA	57	Chief Economist	10830180	6698793	29	April 1, 2009	Principal / Vice President, Infrastructure Development Finance Company Ltd.
11	Mr.M Vasudev Rao B. Com., LL.B, FCS	48	General Counsel	9869343	6338738	20	November 1, 2012	Associate Vice President Bennett Coleman & Company Ltd.
12	Mr. Kashinath Katakdhond B.E., MBA, GEMBA(US)	47	Product Head - NBF	12365959	8253936	21	September 12, 2013	Sr. Vice President, Citigroup
13	Mr. Mahesh Haldipur B.E. (Civil), AMIE	56	Head - Premises and Admin	10494798	5620786	33	April 25, 1995	Project Engineer, Tata Electric Company Limited

Sr. No.	Name & Qualifications	Age in years	Designation/ Nature of Duties	Remuneration Received (₹)		Experience (No. of years)	Date of Commencement of Employment	Last Employment
				Gross	Net			
14	Mr. Mayur Sindhvad # * AICWA, ACS	41	Chief Operating Officer - Trading	8788554	5912009	19	June 1, 2009	Assistant Vice President, Edelweiss Securities Ltd
15	Mr. Tarun Aiyar @ MBA, ACA	47	Chief Financial Officer - Group Investments and SR	5545036	3905514	24	September 15, 2015	Director - Finance, Raymond Ltd.
16	Mr. Sankarson Banerjee @ B. Tech, MBA	45	Chief Technology Officer - Projects	9622250	6898693	21	April 15, 2015	Managing Director, Accenture Services Pvt. Ltd.
17	Ms. Chandni Khosla @ PGDM	39	Business Head - International and FII Interface	6480228	4734549	16	April 21, 2015	Vice President, Natixis Global Asset Management
18	Ms. Rana Usman B.Com, PGDBM	46	Sr. Assistant Vice President	9097768	5027271	21	June 1, 1995	-
19	Ms. Nisha Subhash B.Com, ACA	45	Head - CKYC	8175982	5409717	21	December 26, 1995	Equity Analyst, Mahesh Kothari Share and Stock Broker Pvt. Ltd.
20	Mr. Ravindra Mohan Bathula * LL.B.	46	General Counsel	6430027	4222341	22	December 1, 1994	-
21	Mr. Nagendra Kumar SRVS PGDM	43	Chief Business Officer	8523608	4822186	20	July 16, 2009	Manager, Accenture India Ltd
22	Mr. Vitthal More MBA	45	Assistant Vice President	6629635	4420928	23	April 1, 2010	Practice Manager, Wipro Technologies Ltd
23	Mr. Huzefa Mahuvawala * ACA	37	Assistant Vice President	7486758	5009290	16	June 5, 2000	Audit Asst., Damania, Panday & Bajan
24	Mr. Sanjay Sinha, B.Tech.	41	Strategic Business Head - Business Excellence	6911186	5064672	18	February 22, 2013	Sr. Consultant, Tata Consultancy Services Limited
25	Ms. Rehana D'souza MBA	44	Assistant Vice President	6383004	3814420	22	February 6, 1995	Officer, Gujarat Securities Ltd
26	Mr. Nilesh Tinaikar MMS	43	Assistant Vice President	6205778	4311950	21	August 1, 1996	Asst. Accountant, M/s. S. S. Rane & Co.
27	Mr. Avinash Kharkar AICWA, MFM-PT	40	Head - Listing compliance	6343307	4260401	19	June 26, 2000	Industrial Trainee (MIS), Marico India Ltd.
28	Mr. Bireshwar Chatterjee CFA	43	Assistant Vice President	6355109	4255179	20	February 7, 2001	Jr. Officer, Videsh Sanchar Nigam Ltd.
29	Mr. Sunil Gawde AICWA	40	Assistant Vice President	6077567	4062689	18	August 27, 2001	Executive Accountant, Knoll Pharmaceuticals Ltd.
30	Ms. Divya Lahiri M.A.	49	Assistant Vice President	6176297	4106161	25	April 1, 2011	Sr. Editor - Political, NDTV

Sr. No.	Name & Qualifications	Age in years	Designation/ Nature of Duties	Remuneration Received (₹)		Experience (No. of years)	Date of Commencement of Employment	Last Employment
				Gross	Net			
31	Mr. Umesh Jain @* B.Tech	46	Chief - Technology	7896341	5320351	16	September 3, 2012	President, Yes Bank Ltd.
32	Mr. Chandrakant Upadhyay @ ACA, LL.M	52	Assistant Vice President	3068014	1573031	24	September 16, 2004	Executive Director, Saurashtra Kutch Stock Exchange Limited
33	Mr. Amol Mahajan @ ACA	46	Assistant Vice President	3795018	2516109	22	October 30, 2015	Asst. Manager-Taxation, Total Finaelf India Ltd.
34	Mr. Bipin Singh @ LL.B.	48	Vice President	1549931	1206538	25	August 3, 2015	Vice President, Deutsche Bank
35	Mr. Sachin Dhar @ MBA	39	Chief Manager	1227450	1019408	14	August 16, 2006	Team Leader - Ops, Intelenet Global Services
36	Piyush Mehta @ CFA	37	Chief Manager	1921768	1457577	15	November 1, 2013	Associate, Bank of America

Notes :

- 1 Gross Remuneration includes Salary and other benefits, Company's contribution to Provident Fund, Pension, Superannuation Fund, taxable value of perquisites etc. Net remuneration represents gross remuneration less Company's contribution to Provident, Pension and Superannuation Funds, taxable value of perquisites, profession tax and income tax. Where applicable, the amounts also include certain allowances accrued during previous year(s) but claimed in the current year.
- 2 Besides the above, leave encashment amounting to ₹ 5043025, ₹ 2552301, ₹ 993797, ₹ 744697, ₹ 251704, ₹ 1606303 and ₹ 784080 was paid to Mr. J. Ravichandran, Ms. Kamala, Mr. Chandrakant Upadhyay, Mr. Umesh Jain, Mr. M. Vasudev Rao, Ms. Rehana D'souza and Mr. Amol Mahajan respectively.
- 3 Ms. Chitra Ramkrishna was appointed as Managing Director & CEO for a period of five years with effect from April 1, 2013.
- 4 Employees, whose names were marked with # are Key Management Personnel under SCR (SECC) Regulations, 2012 of SEBI. Their remuneration excludes 50% of their Variable Pay to be paid on deferred basis after 3 years.
- 5 Other employees are in permanent employment of the Company on contractual basis governed by the employment terms & conditions and service rules. Employees whose names have been marked with @ were employed with the Company for part of the year.
- 6 None of the employees mentioned above is a relative of any Director.
- 7 Employees, in respect of whom Rule 5(2) applies but are on deputation to subsidiary company and in respect of whom the remuneration is recovered are shown under statement prepared under Rule 5(2) of that subsidiary company(ies) to avoid duplication. Employees whose names have been marked with * are also on deputation to subsidiary company(ies) and in respect of whom the proportionate remuneration recovered from the subsidiary company(ies) is shown in the statement prepared under Rule 5(2) of that subsidiary company(ies).
- 8 None of the employees is holding equity share(s) in the Company within the meaning of clause (iii) of sub-rule 2 of Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
- 9 The Company does not have any Employees Stock Option Plan (ESOP) Scheme for its employees.

ANNEXURE-7(II) TO BOARD'S REPORT

DISCLOSURES PURSUANT TO SECTION 197 (12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

The disclosures pertaining to remuneration in terms of Section 197 (12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are as per the details provided below:-

(i) Ratio of Remuneration of each director to the median remuneration of the employees of the Company for the Financial Year

The ratio of remuneration of the Managing Director & Chief Executive Officer to the median remuneration of the employees of the Company for the financial year is 83.16X.

(ii) The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year

The percentage increase in remuneration of Managing Director & Chief Executive Officer, Group President & Company Secretary and Chief Financial Officer (Group Finance & Accounts) in the financial year is around 24%, 17% and 13% respectively.

(iii) The percentage increase in the median remuneration of employees in the financial year

The percentage increase in the median remuneration of employees in the financial year is around 17%. The remuneration under points (i) to (ix) of these disclosures (except viii), excludes 50% of variable pay, payable to Key Managerial Personnel (defined as per the Companies Act, 2013) on a deferred basis as per SEBI norms and accumulated leave encashment, where applicable.

(iv) The number of permanent employees on the rolls of the Company

As on March 31, 2016, there are 439 employees on the rolls of the Company who worked with the Company in both the financial years.

(v) The explanation on the relationship between average increase in remuneration and company performance.

The remuneration practices are framed and followed as per guidance of the Board, and the Nomination and Remuneration Committee, and is subject to norms specified under the Companies Act, 2013 and by SEBI in the Securities Contracts Regulations (Stock Exchanges and Clearing Corporations) Regulations, 2012. The percentage increase of employee remuneration was 8.19% as against the percentage increase in the Company's revenue, which was 6.59%.

The intended objective of the remuneration policy is to promote meritocracy and retain eminent and talented resources, within the overarching framework of risk management and legislative and regulatory requirements. Additionally, remuneration, including the determination and increase thereof, is a function of several additional factors such as Salary level in the BFSI sector, Company performance, business performance and performance of the individual as determined from periodic evaluations.

(vi) Comparison of the remuneration of Key Managerial Personnel against the performance of the Company

For the financial year, the Key Managerial Personnel were paid about around 0.66% of the Company's revenue.

(vii) Variations in the net worth of the Company as at the close of the current financial year and previous financial year

Networth for the financial year 2015-16 increased by 12.90% at ₹ 5277 crores as against ₹ 4674 crores for the financial year 2014-15.

(viii) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration

The average percentile increase in the salaries of employees other than the managerial personnel in the last financial year was 25% as opposed to a 23% average percentile increase in the managerial remuneration based on 'offer based cost to the company remuneration' in respect of employees who worked with the Company for both the financial years. Besides normal increase in remuneration, a periodic revision was also made in the employees' remuneration in the financial year 2015-16.

(ix) Comparison of remuneration of each of the Key Managerial Personnel against the performance of the company

The ratio of each Key Managerial Personnel's remuneration as against Company's performance was 0.38% for the Managing Director & Chief Executive Officer, 0.18% for the Group President & Company Secretary and 0.09% for Chief Financial Officer (Group Finance & Accounts).

(x) The key parameters for any variable component of remuneration availed by the directors

As per applicable provisions of Securities Contracts Regulations (Stock Exchanges and Clearing Corporations) Regulations, 2012 and the Companies Act, 2013, the nomination and remuneration policy of the stock exchange is required to be in accordance with norms specified therein. The nomination and remuneration policy is accordingly drafted and recommended by the Nomination and Remuneration Committee and approved by the Board. The Company has, in place, a robust nomination and remuneration policy which takes into consideration, several parameters with respect to payment of the variable component of remuneration.

These factors include, inter alia, the performance against the Key Result Areas or Performance Indicators that are set as part of the goal setting exercise conducted at the beginning of the financial year, the overall performance of the Company and several variable factors specific to the operational and commercial aspects of the Company's business.

(xi) The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year

No employee receives remuneration in excess of highest paid director. Hence the question is not applicable.

(xii) Affirmation that the remuneration is as per the remuneration policy of the company

The remuneration is as per the remuneration policy of the Company.

Business Responsibility Report

As a green initiative, the Business Responsibility Report is given on Company's website at the following address:
https://nseindia.com/global/content/about_us/nseil_disc_others.htm

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **NATIONAL STOCK EXCHANGE OF INDIA LIMITED** (hereinafter referred to as "the Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its jointly controlled entity and its associates, comprising of the Consolidated Balance Sheet as at March 31, 2016, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its Jointly Controlled Entity and Associates in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group and of its jointly controlled entity and associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, its jointly controlled entity and its associates as at March 31, 2016, and their consolidated profit and their consolidated cash flows for the year ended on that date.

Other Matters

- (a) We did not audit the financial statements of five subsidiaries, whose financial statements reflect total assets of ₹ 5,498.23 crores as at March 31, 2016, total revenues of ₹ 701.30 crores and net cash inflows amounting to ₹ 631.78 crores for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit of ₹ 25.81 crores for the year ended March 31, 2016, as considered in the consolidated financial statements, in respect of an associate, whose financial statement have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and an associate, and our report in terms of sub-section (3) of Section 143 of the Act, insofar as it relates to the aforesaid subsidiaries and an associate, is based solely on the reports of the other auditors.
- (b) We did not audit the financial information of two subsidiaries and a jointly controlled entity, whose financial information reflect total assets of ₹ 5.52 crores as at March 31, 2016, total revenues of ₹ 8.90 crores and net cash inflows amounting to ₹ 0.20 crore for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit of ₹ 63.85 crores for the year ended March 31, 2016, as considered in the consolidated financial statements, in respect of four associates, whose financial information have not been audited by us. These financial information are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, jointly controlled entity and associates, and our report in terms of sub-section (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries, jointly controlled entity and associates, is based solely on such unaudited financial information. In our opinion and according to the information and explanations given to us by the Management, these financial information are not material to the Group.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements / financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, we report, to the extent applicable, that:

- (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;
- (b) in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;

- (c) the Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
- (d) in our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- (e) on the basis of the written representations received from the directors of the Holding Company as on March 31, 2016 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies and an associate company incorporated in India, none of the directors of the Group companies and an associate company incorporated in India is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) with respect to the adequacy of the internal financial controls over financial reporting of the Group, its jointly controlled entity and its associates and the operating effectiveness of such controls, refer to our separate Report in "Annexure A"; and
- (g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;
 - i. the consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its jointly controlled entity and its associates– Refer Note 42 to the consolidated financial statements.
 - ii. the Group, its jointly controlled entity and its associates did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses - Refer Note 43 to the consolidated financial statements.
 - iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, its subsidiary companies, its jointly controlled entity and its associates incorporated in India - Refer Note 44 to the consolidated financial statements.

For Khandelwal Jain & Co

Chartered Accountants

Firm's Registration No. 105049W

(Narendra Jain)**Partner**

Membership No. 048725

Place : Mumbai

Date : May 12, 2016

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2016, we have audited the internal financial controls over financial reporting of **NATIONAL STOCK EXCHANGE OF INDIA LIMITED** (hereinafter referred to as "the Holding Company") and its subsidiary companies, its jointly controlled entity and its associate companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the of the Holding company, its subsidiary companies, its jointly controlled entity and its associate companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that,

in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Holding Company, its subsidiary companies, its jointly controlled entity and its associate companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to five subsidiary companies and an associate company, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

In respect of a subsidiary, a jointly controlled entity and four associates, which are companies incorporated in India, there are no reports from Chartered Accountants in respect of internal financial control system over financial reporting and hence, these are not covered in this report.

For Khandelwal Jain & Co

Chartered Accountants

Firm's Registration No. 105049W

(Narendra Jain)

Partner

Membership No. 048725

Place : Mumbai

Date : May 12, 2016

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2016

PARTICULARS	NOTES	AS AT 31.03.2016 (₹ in Crores)	AS AT 31.03.2015 (₹ in Crores)
Equity and liabilities			
1 Shareholder's funds			
a Share Capital	2	45.00	45.00
b Reserves and surplus	3	6,352.20	5,681.78
		6,397.20	5,726.78
2 Core Settlement Guarantee Fund (Core SGF)	31	965.88	673.11
3 Non-current liabilities			
a Deposits (Unsecured)	4	1,594.56	1,594.53
b Deferred tax liabilities (net)	5	18.02	12.93
c Other long-term liabilities	6	17.35	16.69
d Long-term provisions	7	6.68	5.31
		1,636.61	1,629.46
4 Current liabilities			
a Deposits (Unsecured)	4	34.10	32.17
b Trade payables	6	5.82	6.92
c Other current liabilities	6	4,000.17	2,671.14
d Short-term provisions	7	446.68	1,050.95
		4,486.77	3,761.18
TOTAL		13,486.46	11,790.53
Assets			
1 Non-current assets			
a Fixed assets			
Tangible assets	8	507.18	495.81
Intangible assets	8	45.88	33.20
Capital work-in-progress		15.06	5.15
Intangible assets under development		23.31	11.39
		591.43	545.55
b Goodwill on Consolidation	32	66.91	67.35
c Non-current investments	9	3,587.70	1,984.65
d Deferred tax Assets (net)	10	3.87	3.46
e Trade receivable	15	14.08	31.36
f Long-term loans and advances	11	288.45	112.27
g Other non-current assets	12		
i) Non-current bank balances		521.59	865.88
ii) Others		52.77	43.25
		5,126.80	3,653.77

PARTICULARS	NOTES	AS AT 31.03.2016 (₹ in Crores)	AS AT 31.03.2015 (₹ in Crores)
2 Current assets			
a Current investments	13	3,233.59	3,140.23
b Inventories	14	0.03	0.04
c Short-term loans and advances	11	55.15	47.09
d Trade receivable	15	264.43	197.34
e Cash and bank balances	16	4,507.16	4,238.45
f Other Current assets	12	299.30	513.61
		8,359.66	8,136.76
TOTAL		13,486.46	11,790.53

Summary of significant accounting policies 1
 The accompanying notes forms an integral part of the financial statements.

As per our report of even date attached

For and on behalf of the Board of Directors

For KHANDELWAL JAIN & CO.,
 Chartered Accountants
 Firm's Registration no : 105049W

NARENDRA JAIN
 Partner
 Membership No.:48725

ASHOK CHAWLA
 Chairman

CHITRA RAMKRISHNA
 Managing Director & CEO

Place : Mumbai
 Date : May 12, 2016

J. RAVICHANDRAN
 Group President &
 Company Secretary

YATRIK VIN
 Chief Financial Officer

**STATEMENT OF CONSOLIDATED PROFIT & LOSS FOR THE YEAR ENDED
MARCH 31, 2016**

PARTICULARS	NOTES	For the Year ended 31.03.2016 (₹ in Crores)	For the Year ended 31.03.2015 (₹ in Crores)
Income			
Revenue from operations	17	1,854.50	1,723.09
Other income	18	499.44	552.35
Total Income		2,353.94	2,275.44
Expenses			
Purchases of Stock-in-Trade	19	0.03	0.06
Changes in inventories of Stock-in-Trade	14	0.01	(0.03)
Employee benefits expenses	20	220.78	193.38
Depreciation and amortisation expenses	8	108.92	93.29
Other expenses	21	402.00	371.86
Total Expenses		731.74	658.56
Profit before prior-period adjustments, exceptional item, contribution to Core SGF & tax		1,622.20	1,616.88
Add/(Less) : Prior-period adjustments	22	(2.11)	(0.50)
Profit before exceptional item, contribution to Core SGF & tax		1,620.09	1,616.38
Less : Contribution to Core Settlement Guarantee Fund (Core SGF)	36	(761.52)	(170.00)
Profit before tax		858.57	1,446.38
Less : Tax Expenses			
Current tax		290.29	480.26
MAT Credit adjusted		-	(0.05)
Income Tax for earlier years		0.20	0.05
Wealth Tax for earlier years		(1.08)	-
Deferred tax		4.68	4.36
Total tax expenses		294.09	484.62
Profit after taxation before Minority Interest		564.48	961.76
Less: Minority Interest		-	-
Add / (Less) : Share of profit / (Loss) of associate	34	89.66	64.72
Profit after taxation		654.14	1,026.48

PARTICULARS	NOTES	For the Year ended 31.03.2016 (₹ in Crores)	For the Year ended 31.03.2015 (₹ in Crores)
Earnings Per Share (Face Value ₹ 10/- each)			
(a) Before exceptional item and contribution to Core SGF			
Basic	23	256.03	253.04
Diluted	23	256.03	253.04
(b) After exceptional item and contribution to Core SGF			
Basic	23	145.36	228.11
Diluted	23	145.36	228.11

Summary of significant accounting policies 1

The accompanying notes forms an integral part of the financial statements.

As per our report of even date attached

For and on behalf of the Board of Directors

For KHANDELWAL JAIN & CO.,

Chartered Accountants

Firm's Registration no : 105049W

NARENDRA JAIN

Partner

Membership No.:48725

ASHOK CHAWLA

Chairman

CHITRA RAMKRISHNA

Managing Director & CEO

Place : Mumbai

Date : May 12, 2016

J. RAVICHANDRAN

Group President &
Company Secretary

YATRIK VIN

Chief Financial Officer

CONSOLIDATED CASHFLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2016

	For the Year ended March 2016 (₹ In Crores)	For the Year ended March 2015 (₹ In Crores)
A) CASHFLOW FROM OPERATING ACTIVITIES		
NET PROFIT BEFORE TAX	858.57	1,446.38
Add : Adjustments for :		
Depreciation and amortisation expenses	108.92	93.29
Adjustments to the carrying amount of current investments	0.09	0.02
Bad debts/Sundry balances written off	0.06	0.04
Goodwill on Consolidation written off	0.44	–
Provision for doubtful Debts	0.21	0.10
Prior period adjustments (Net)	2.11	0.50
Wealth Tax	0.07	0.50
Loss on sale /discard of assets (Net)	–	0.25
Less : Adjustments for :		
Staff welfare expenses debited to staff welfare Reserve	–	–
Amortisation of Premium / Discount on Govt/Debt Securities	1.60	(5.54)
Interest income on short term investments	(25.34)	(57.60)
Interest income on long term investment	(204.59)	(128.73)
Interest income on Bank deposit	(95.52)	(103.75)
Interest income on Certificate of deposits	–	(8.51)
Interest income on Inter Corporate deposits	–	–
(Profit)/Loss on sale Of Long Term Equity Investments (Exceptional Item)	–	–
(Profit)/Loss on sale/redemption of long term investments	(5.89)	(14.09)
(Profit)/Loss on sale/redemption of short term investments	(135.35)	(182.01)
Profit on sale of Fixed Assets	(6.05)	–
Dividend - Long Term	(1.33)	(1.14)
Dividend - Short Term	(0.17)	(0.23)
Excess Provision written back	(0.43)	(0.98)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	497.40	1,038.50
Adjustments for :		
Trade Receivables	(50.08)	(11.84)
Inventory	0.01	(0.03)
Loans & Advances	(11.03)	5.12
Other Current Assets	82.29	106.66
Long Term Liabilities & Provisions	2.03	3.34
Current Liabilities & Provisions	1,603.96	(2,081.78)
CASH GENERATED FROM OPERATIONS	2,124.58	(940.03)
Prior period adjustments (Net)	(2.11)	(0.50)
Direct Taxes paid (Net of Refunds)	(508.11)	(465.50)
CASH FLOW BEFORE EXTRAORDINARY ITEMS	1,614.36	(1,406.04)
Extraordinary Items	–	–
NET CASH FROM (USED IN) OPERATING ACTIVITIES - Total (A)	1,614.36	(1,406.03)
B) CASHFLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets/Capital work-in-progress	(140.99)	(151.58)
Sale of Fixed Assets	7.23	0.03
Interest received	351.26	268.66
Dividend received	1.50	1.37
(Increase)/Decrease in Fixed deposit & Certificate of deposits	725.75	1,641.63
(Increase)/Decrease in Investment	(1,467.69)	(1,993.30)
NET CASH FROM (USED IN) INVESTING ACTIVITIES - Total (B)	(522.94)	(233.19)

	For the Year ended March 2016 (₹ In Crores)	For the Year ended March 2015 (₹ In Crores)
C) CASHFLOW FROM FINANCING ACTIVITIES		
Proceed of deposit from trading & clearing member / applicant	160.82	124.01
Refund of deposit from trading & clearing member / applicant	(160.24)	(123.00)
Refund of Equipment Deposit (net)	1.37	0.99
Tax on Distributed income to Shareholders (Buy Back of Shares)	(5.19)	–
Dividend paid (including dividend paid to minority shareholders)	(357.75)	(306.00)
Dividend distribution tax paid on above	(80.26)	(59.69)
NET CASH FROM (USED IN) FINANCING ACTIVITIES - Total (C)	(441.25)	(363.69)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	650.17	(2,002.91)
CASH AND CASH EQUIVALENTS : OPENING BALANCE	2,294.57	4,297.48
CLOSING CASH AND CASH EQUIVALENTS : CLOSING BALANCE	2,944.74	2,294.57
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENT	650.17	(2,002.91)

Notes to Cash Flow Statement :

- 1 Cash and cash equivalent represent cash, bank balances, fixed deposits of ₹ 2,587.44 crores (previous year ₹ 2,052.20 crores) with original maturity of less than three months and earmarked deposits of ₹ 69.11 crores (previous year ₹ 96.62 crores) with original maturity of less than three months.
- 2 The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard-3 on Cash Flow Statements notified under Rule 7 of the Companies (Accounts) Rules, 2014.
- 3 Previous years' figures are regrouped, reclassified and rearranged wherever necessary.

As per our report of even date attached

For and on behalf of the Board of Directors

For KHANDELWAL JAIN & CO.,
Chartered Accountants
Firm's Registration no : 105049W

NARENDRA JAIN
Partner
Membership No.:048725

ASHOK CHAWLA
Chairman

CHITRA RAMKRISHNA
Managing Director & CEO

Place : Mumbai
Date : May 12, 2016

J. RAVICHANDRAN
Group President &
Company Secretary

YATRIK VIN
Chief Financial Officer

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2016

1 Summary of significant accounting policies to the Consolidated Financial Statement (CFS)

The consolidated financial statements relates to National Stock Exchange of India Limited (“the Company” or “the Parent Company”), its subsidiary companies (collectively referred to as “the Group”), its Jointly Controlled Entity and associates.

a) Basis of Accounting

The consolidated financial statements of the company, its subsidiaries, its Jointly Controlled Entity and its associates have been prepared in accordance with generally accepted accounting principles in India (India GAAP). The company has prepared these financial statements to comply in all material respects with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and relevant provisions of the Companies Act, 2013. and in particular Accounting Standard 21 (AS 21) - ‘Consolidated Financial Statements’, Accounting Standard 23 (AS 23) - ‘Accounting for Investments in Associates in Consolidated Financial Statements’ and Accounting Standard 27 (AS 27) - ‘Financial Reporting of Interests in Joint Ventures’. The financial statements have been prepared on an accrual basis and under the historical cost convention.

b) Use of estimates

The preparation of financial statements in conformity with India GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management’s best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

c) Principles of Consolidation

The Consolidated Financial Statements are prepared on the following basis:

- i. The financial statements of the parent company, its subsidiaries and jointly controlled entity are consolidated / proportionately consolidated on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and transactions resulting in unrealized profits or losses on intra-group transactions and are presented to the extent possible, in the same manner as the Company’s independent financial statements except in respect of accounting policy for depreciation on fixed assets.
- ii. Interest in jointly controlled entities (incorporated Joint Ventures), if any, is accounted using proportionate consolidation method.
- iii. The excess of the cost to the company of its investment in subsidiary / jointly controlled entity over the company’s portion of equity of the subsidiary / jointly controlled entity as at the date on which investment in subsidiary / jointly controlled entity is made, is recognized in the financial statement as Goodwill. The excess of Company’s share of equity and reserve of the subsidiary / joint venture Company over the cost of acquisition is treated as Capital Reserve.
- iv. Investment in associate companies have been accounted for, by using equity method whereby investment is initially recorded at cost and the carrying amount is adjusted thereafter for post acquisition change in company’s share of net assets of the associate. The carrying amount of

investment in associate companies is reduced to recognize any decline which is other than temporary in nature and such determination of decline in value, if any, is made for investment individually.

- v. Minority Interests in the CFS is identified and recognized after taking into consideration:
- The amount of equity attributable to minority's at the date on which investments in a subsidiary is made.
 - The minority's share of movements in equity since the date parent subsidiary relationships came into existence.

d) The particulars of subsidiaries and associates which are considered for consolidation and the percentage of voting power therein of the company as on 31st March, 2016 are as under:

Name of Company	w.e.f.	Country of Incorporation	Percentage of voting power as at	Reporting Date	Financial Status Audited / Unaudited	Relationship
			31 st March 2016			
National Securities Clearing Corporation Limited	31-Aug-1995	India	100.00%	31-Mar-16	Audited	Subsidiary
NSE Strategic Investment Corporation Limited	31-Jan-2013	India	100.00%	31-Mar-16	Audited	Subsidiary
NSEIT Limited	29-Oct-1999	India	100.00%	31-Mar-16	Audited	Subsidiary's Subsidiary
NSE.IT (US) Inc.	04-Dec-2006	United States of America	100.00%	31-Mar-16	Unaudited	Subsidiary's Subsidiary's Subsidiary
India Index Services & Products Limited	02-Aug-2006	India	100.00%	31-Mar-16	Audited	Subsidiary's Subsidiary
DotEx International Limited	02-Jun-2000	India	100.00%	31-Mar-16	Audited	Subsidiary's Subsidiary
NSE Infotech Services Limited	02-Aug-2006	India	100.00%	31-Mar-16	Audited	Subsidiary's Subsidiary
NSE Education Facilities Limited	12-Mar-2016	India	100.00%	31-Mar-16	Unaudited	Subsidiary's Subsidiary
Receivables Exchange of India Limited	25-Feb-2016	India	50.00%	31-Mar-16	Unaudited	Subsidiary's Joint Venture
National Securities Depository Limited (new)	01-Apr-2012	India	25.05%	31-Mar-16	Audited	Associate
Power Exchange India Limited	20-Feb-2008	India	30.95%	31-Mar-16	Unaudited	Subsidiary's Associate
NSDL e-Governance Infrastructure Limited (formerly known as National Securities Depository Limited)	15-Feb-2010	India	25.05%	31-Mar-16	Unaudited	Subsidiary's Associate
Market Simplified India Limited (Formerly known as INXS Technologies Limited)	30-Nov-2011	India	30.00%	31-Mar-16	Unaudited	Subsidiary's Associate
Computer Age Management Services Private Limited	7-Jan-14	India	44.99%	31-Mar-16	Unaudited	Subsidiary's Associate

e) Revenue Recognition

- (i) Revenue is being recognised as and when there is reasonable certainty of ultimate realisation.
- (ii) Revenue from sale of software product licenses, sale of digital certificates and resale of hardware & software is recognised upon delivery.
- (iii) Revenue from online examination services are recognised on the basis of exams conducted.
- (iv) Revenues from software development and maintenance on time and material basis and consultancy charges are recognised based on the terms agreed with the customers.
- (v) Revenue from IT & Process support charges are recognised on accrual basis when services are rendered and there is reasonable certainty of ultimate realization.
- (vi) Clearing and Settlement charges, IT & support charges are recognized on accrual basis as and when the services are rendered.
- (vii) Revenue from subscription fees received for dissemination of data (data feed) is recognised on time proportion method.
- (viii) Penal Charges, in the year of declaration of default, in respect of shortages due from the respective member, are booked to the extent such charges are recoverable.
- (ix) Interest is recognized on time proportionate basis taking into consideration the amount outstanding and the rate applicable.
- (x) Income from dividend is accounted as and when such dividend has been declared and the Company's right to receive payment is established.
- (xi) Income excludes applicable taxes and other levies
- (xii) Revenue from fixed price contracts is recognised on the basis of the deliverables provided / milestone executed and delivered.
- (xiii) Revenues from maintenance contracts and technical support agreements are recognised on a pro-rata basis over the period in which such services are rendered under the terms of the contracts and agreements.
- (xiv) Revenue on account of subscription fees with respect to the period of the contract on an accrual basis.
- (xv) Subscription fees received in respect of unexpired period of the contract is treated as a current liability and is recognised as income in the respective period.
- (xvi) Revenue from IT Services is recognized based on the terms agreed with the customers.
- (xvii) Other insurance claims are accounted on accrual basis when the claims become due and payable.
- (xviii) Revenue from e-learning activity is recognised on the basis of enrollment.
- (xix) Revenue from Contracts priced on a time and material basis are recognised when services are rendered.
- (xx) Revenue from online Datafeed Service Fees income is recognised on a time proportion method. Other revenue is recognised as and when services are rendered.
- (xxi) Revenue Index License Fees income is recognised on a time proportion method and revenue on account of subscription fees with respect to the period of the contract on an accrual basis.
- (xxii) Provision for Doubtful debts and Bad Debts.
 - (a) In respect of members who have been declared as defaulter or expelled during the year by the company all amounts remaining to be recovered till the date of being declared defaulter

or expelled are written off as bad debts. All subsequent recoveries are accounted for in the year of receipt. Shortages arising after the date of declaration of default are written off as bad debts in the year in which it arises, after exhausting all remedies including forfeiture of securities and insurance cover available if any.

- (b) Other overdue amounts are provided for as doubtful debts or are written off as bad debts, if the same are considered doubtful / irrecoverable in the opinion of the management.

f) Expenditure

Expenses are accounted on accrual basis and provisions are made for all known losses and liabilities.

Since the company does not visualise any major expenditure on account of warranty given for maintaining the software product licenses sold, no provisions are made on this account. Any expenditure that may have to be incurred towards honouring the warranty shall be accounted for in the year in which it is incurred.

g) Fixed Assets

Fixed Assets are stated at historical cost less accumulated depreciation. Historical cost is inclusive of freight, duties, taxes, cost of installation, interest upto the date of installation and other incidental expenses incurred towards acquisition and installation of fixed assets.

h) Depreciation

- (i) Depreciation on assets is provided on the straight-line method using the rates based on the economic useful life of assets as estimated by the management but not being more than the limits specified in Schedule II of the Companies Act, 2013 except in case of subsidiary NSEIT Limited. Details are as follows :

Assets	Management Estimate of Useful Life in years	Useful life as per the limits prescribed in Schedule II of the Companies Act, 2013 in Years
Building	60 Years	60 Years
Furniture and Fixture	5 to 10 Years	10 Years
Office Equipments	4 to 5 Years	5 Years
Electrical Equipments	10 Years	10 Years
Computer Systems Office Automation	3 Years	3 Years
Computer Systems - Others	4 Years	4 Years
Computer Software	4 Years	4 Years
Telecommunication Systems	4 Years	6 Years
Trading & Clearing Systems	4 Years	6 Years

In case of Furniture and Fixtures, Office Equipments, Computer System - others, Telecommunication Systems and Trading & Clearing Systems, the management estimate of the useful life is lower than that prescribed in Schedule II of the Companies Act, 2013. This is based on the consistent practices followed, past experience, internal assessment and duly supported by technical advice.

- (ii) Depreciation on assets purchased / disposed off during the year is provided on pro rata basis with reference to the date of additions / deductions.
- (iii) Fixed assets whose aggregate cost is ₹ 5,000 or less are depreciated fully in the year of acquisition.
- (iv) Leasehold land is amortised over the period of lease.
- (v) Computer Software is amortized over a period of 4 years.

- (vi) In case of Subsidiary NSEIT Limited, Fixed Assets are depreciated as per the useful life specified under schedule II to Companies Act 2013 except the Fixed Furniture and fixtures, electrical installation and office equipment including civil improvements at lease hold premises which are depreciated over the lease period.
 - (vii) In case of Subsidiary NSEIT Limited, Software products/ licenses purchased/ acquired for internal use of the Company which have expected longer life are capitalised and depreciated @ 33 1/3 % on Straight Line Method, which is higher than the rates prescribed in the aforesaid schedule. Depreciation on fixed assets other than above is provided using straight line method at the rates specified in schedule XIV to Companies Act, 2013.
- i) Computer software**
- (i) Cost of development and production software is capitalised,
 - (ii) Cost towards software development incurred till the time software is put to use is capitalised, and
 - (iii) Standard packaged software products are written off in the year of purchase in case of Parent Company.
- j) Impairment of Assets**
- An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the Statement of Consolidated Profit and Loss in the year in which assets are identified as impaired. The impairment loss recognized in prior accounting period is reversed if there has been change in the estimate of recoverable amount.
- k) Investments**
- (i) Long term investments are considered as held till maturity and are valued at cost. Provision is made for diminution in the value of investment, if any, other than temporary in nature.
 - (ii) Short term investments are valued at cost or fair value whichever is lower.
 - (iii) Premium paid/discount received at the time of acquisition of Government / Debt securities is amortised over the residual period of its maturity.
 - (iv) The cost of investment includes acquisition charges such as brokerage, etc. Front-end discount / incentive earned in respect of direct subscription is adjusted towards the cost of investment. Income on investments is accounted for on accrual basis.
- l) Foreign currency transactions**
- (i) Transactions in foreign exchange are accounted at the exchange rates prevailing on the date on which transactions have taken place. Outstanding if any, at the end of the year are converted at the year end rates.
 - (ii) Monetary items denominated in foreign currency at the year end are translated at the year end rate except for those covered by forward cover contracts which are translated at contracted rates.
 - (iii) Any income or expense on account of exchange difference between the date of transaction and settlement or translation is recognised in the Statement of Consolidated Profit and Loss as income or expense. The premium or discount on forward exchange contract are amortised and recognized in the Statement of Consolidated Profit and Loss over the period of contract.
 - (iv) Assets and liabilities of foreign subsidiary are translated at closing exchange rate and income and expenditure are translated at average exchange rate for the year. The difference arising on such translation is debited / credited to foreign currency translation reserve.

m) Forward Exchange Contract

Forward exchange contracts entered into to hedge foreign currency risk of an existing asset/liability. The premium or discount arising at the inception of forward exchange contract is amortized and recognized as an expense/income over the life of the contract. Exchange differences on such contracts, are recognized in the Statement of Consolidated Profit and Loss in the period in which the exchange rates change. Any profit or loss arising on cancellation or renewal of such forward exchange contract is also recognized as income or as expense for the period.

n) Inventory

The Inventory is valued at cost or net realizable value whichever is lower.

o) Employee Benefits

(i) **Provident Fund:** The parent company has established 'National Stock Exchange of India Limited Employee Provident Fund Trust' and one of the subsidiary, NSE Infotech Services Limited has established 'NSE Infotech Services Limited Employee Provident Fund Trust' to which both the employee and the employer make monthly contribution equal to 12% of the employee's basic salary respectively. Such contribution to the provident fund for all employees, are charged to revenue. In case of any liability arising due to shortfall between the return from its investments and the administered interest rate, the same is required to be provided for by the respective companies.

One of the subsidiary, NSEIT Limited contributes to the Regional Provident Fund Office, Kandivali, Mumbai as per the applicable rule at the rate of 12% of the employee's basic salary to the said recognized provident fund and the same is charged to revenue.

(ii) **Superannuation:** Superannuation benefit for employees designated as chief managers and above is covered by Group Superannuation Scheme with the Life Insurance Corporation of India towards which it annually contributes a sum based on a specified percentage of each covered employees' salary. The contribution paid for the year on the Group Superannuation Scheme is charged to revenue. There are no other obligations other than the annual contribution payable.

(iii) **Gratuity:** The Company has maintained a Group Gratuity Cum Life Assurance Scheme with the Life Insurance Corporation of India (LIC) towards which it annually contributes a sum determined by LIC. The Company provides for the defined benefit with respect to gratuity liability based on the present value of defined benefit obligation as reduced by the fair value of plan assets as per the actuarial valuation calculation as on the balance sheet date to comply with the Accounting Standard 15 for employee benefits.

(iv) **Leave Encashment :** Liability on account of Leave encashment is provided based on Acturial Valuation at Balance Sheet date.

(v) **Short term employee benefits** are charged to revenue in the year in which the related service is rendered.

p) Taxation

Tax expense for the year, comprising current tax and deferred tax is included in determining the net profit for the year.

A provision is made for the current tax based on tax liability computed in accordance with relevant tax rates and tax laws. A provision is made for deferred tax for all timing differences arising between taxable income and accounting income at currently enacted tax rates.

Deferred tax assets are recognised only if there is a reasonable certainty that they will be realised and are reviewed for the appropriateness of their respective carrying values at each balance sheet date.

q) Provisions, contingent liabilities & contingent assets :-

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

2 Share Capital

	As at 31.03.2016 (₹ in Crores)	As at 31.03.2015 (₹ in Crores)
Authorised 5,00,00,000 (Previous Year 5,00,00,000) Equity Shares of ₹ 10 each.	50.00	50.00
Issued, Subscribed and Paid-up 4,50,00,000 (Previous year 4,50,00,000) Equity shares of ₹ 10 each fully paid up.	45.00	45.00
Total	45.00	45.00

There is no movement either in the number of shares or in amount between previous year and current year.

The company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

The Board of directors, in their meeting on May 12, 2016, proposed a dividend of ₹ 73/- per equity share. The proposal is subject to the approval of shareholders at the Annual General Meeting . The total dividend appropriation for the year ended March 31, 2016 amounted to ₹ 328.50 crores excluding Dividend Distribution Tax.

During the year ended March 31, 2015, the amount of dividend per share recognized as distribution to equity shareholders was ₹ 72/- per equity share and a special one time dividend of ₹ 7.50/- per share. The total dividend appropriation for the year ended March 31, 2015 amounted to ₹ 357.75/- crores excluding Dividend Distribution Tax.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Details of shareholders holding more than 5% share in the company

	31.03.2016		31.03.2015	
	No.	% holding	No.	% holding
Life Insurance Corporation of India	5,628,500	12.51%	4,728,500	10.51%
State Bank of India	4,587,500	10.19%	4,587,500	10.19%
IFCI Limited	1,747,750	3.88%	2,497,750	5.55%

3 Reserves & Surplus

	As at 31.03.2016 (₹ in Crores)	As at 31.03.2015 (₹ in Crores)
Share premium		
As per last balance sheet	40.00	40.00
Investor compensation reserve		
As per last balance sheet	10.00	10.00
Capital Redemption Reserve		
As per last balance sheet	10.00	10.00
Add : Transferred from General Reserve	3.00	-
	13.00	10.00
Staff welfare reserve		
As per last balance sheet	1.50	1.50
Capital Reserve on consolidation (Refer Note 33)	39.39	39.39
Currency Translation Reserve	(0.10)	(0.16)
General reserve		
As per last balance sheet	4,443.53	4,769.56
Less: Contribution to Core Settlement Guarantee Fund (Core SGF) (Refer Note 31)	-	(344.89)
Less : Transferred to Capital Redemption Reserve	(3.00)	-
Add : Transferred from surplus balance in the Statement of Consolidated Profit and Loss	0.51	18.86
	4,441.04	4,443.53
Surplus/(deficit) in the Statement of Consolidated Profit and Loss		
Balance as per last financial statements	1,137.52	635.16
Less : Adjustment of Depreciation due to revised Companies Act, 2013	-	(12.74)
Add : Deffered Tax impact on depreciation adjustment	-	3.40
Less : Contribution to Core Settlement Guarantee Fund (Core SGF)	(143.00)	-
Add : Tax on contribution to Core SGF	33.00	-
Add : Reversal of provisional appropriation towards SGF (Refer Note 7 & 36)	527.19	-
Less: Adjustment in respect of losses of earlier year adjusted against goodwill of an associate	-	(4.86)
Profit for the year	654.14	1,026.48
Amount available for appropriation	2,208.85	1,647.44
Less : Appropriations		
Provisional transfer to SGF in respect of current year (net of contribution to Core SGF amounting to ₹ Nil. (P.Y ₹ 170 crores) (Refer Note 36)	-	52.97

	As at 31.03.2016 (₹ in Crores)	As at 31.03.2015 (₹ in Crores)
Proposed dividend	328.50	357.75
Tax on proposed dividend	67.28	80.34
Tax on Distributed income to Shareholders	5.19	-
Transfer to general reserve	0.51	18.86
	1,807.37	1,137.52
Total reserves and surplus	6,352.20	5,681.78

4 Deposits (Unsecured)

	Non-current		Current	
	As at 31.03.2016 (₹ in Crores)	As at 31.03.2015 (₹ in Crores)	As at 31.03.2016 (₹ in Crores)	As at 31.03.2015 (₹ in Crores)
Deposits from trading members	1,006.67	1,019.98	23.12	17.08
Deposits from applicants for membership	-	-	2.86	3.91
Deposits towards equipments	19.12	17.76	0.27	0.27
Security Deposit from Clearing Members	280.88	308.24	6.64	8.96
Security Deposit in lieu of Bank Guarantee/ securities	62.15	62.33	1.21	1.95
Deposits from Clearing Banks	223.55	185.55	-	-
Deposits from Mutual Fund Distributors	2.19	0.67	-	-
Total	1,594.56	1,594.53	34.10	32.17

5 Deferred Tax liabilities (net)

	As at 31.03.2016 (₹ in Crores)	As at 31.03.2015 (₹ in Crores)
Deferred Tax Liabilities		
Related to depreciation and other expenditure	30.44	23.20
Related to other items	0.12	0.11
Total (A)	30.56	23.31
Less : Deferred Tax Assets		
Related to disallowance u/s 43B	10.69	8.92
Related to depreciation and other expenditure	-	-
Related to other items	1.85	1.46
Total (B)	12.54	10.38
Net Deferred Tax liabilities (A-B)	18.02	12.93

6 Other liabilities

	Long Term		Short Term	
	As at 31.03.2016 (₹ in Crores)	As at 31.03.2015 (₹ in Crores)	As at 31.03.2016 (₹ in Crores)	As at 31.03.2015 (₹ in Crores)
Trade payables (Refer Note 38)	-	-	5.82	6.92
	-	-	5.82	6.92
Others				
Deposit - Premises	4.18	4.15	-	27.22
Deposit - Others	5.39	5.39	-	-
Liability for expenses (Refer Note 38)	-	-	100.01	85.82
Creditors for Capital expenditure (Refer Note 38)	-	-	20.72	13.77
Amount payable to Core SGF (Refer Note 36)	-	-	709.91	19.68
Margins from Members	-	-	863.53	508.75
Settlement Obligation payable	-	-	1,865.18	1,640.59
Security deposit	-	-	46.49	36.87
Unpaid matured deposits	-	-	0.07	0.07
Other deposits	-	-	1.30	1.38
Income received in advance	-	-	39.18	44.87
Securities Transaction Tax payable	-	-	166.35	126.87
Statutory dues - payable	-	-	36.33	28.97
Defaulters committee account	-	-	67.89	63.98
Deposits of defaulters members - SEBI	-	-	0.18	0.18
Balance in Escrow Account (Refer Note 39)	-	-	4.34	1.90
Other liabilities	7.78	7.15	78.69	70.22
	17.35	16.69	4,000.17	2,671.14
Total	17.35	16.69	4,005.99	2,678.06

7 Provision

	Long - term		Short - Term	
	As at 31.03.2016 (₹ in Crores)	As at 31.03.2015 (₹ in Crores)	As at 31.03.2016 (₹ in Crores)	As at 31.03.2015 (₹ in Crores)
Provision for employee benefits				
Medical benefits	-	-	1.82	1.39
Provision for Leave Travel allowance	-	-	4.22	3.33
Provision for gratuity	3.68	2.72	4.01	3.36
Provision for Leave encashment	3.00	2.59	12.62	11.56
	6.68	5.31	22.67	19.64
Other Provisions				
Income tax (net of advance tax including TDS)	-	-	27.94	64.30
Wealth Tax (net of advance)	-	-	0.29	1.81
Provisional appropriation towards Core SGF (Refer Note 3 & 36)				
As per last balance sheet			527.19	474.22
Add : Provisional appropriation towards Core SGF (net of contribution to Core SGF amounting to NIL, PY ₹ 170 crores)			-	52.97
Less : Reversal of Provisional appropriation towards Core SGF			(527.19)	-
Proposed Dividend	-	-	328.50	357.75
Corporate Dividend Tax	-	-	67.28	80.26
	-	-	424.01	1,031.31
Total	6.68	5.31	446.68	1,050.95

8: FIXED ASSETS (Note No. 1g, 1h, 1i & 1j)

SR NO.	DESCRIPTION	GROSS BLOCK			DEPRECIATION/AMORTISATIONS			NET BLOCK		
		As on April 1, 2015	Additions 2015-2016	Deduction 2015-2016	As on March 31, 2016	Total upto March 31, 2015	For the year	Deductions / Amortisations 2015-2016	Total upto March 31, 2016	As on March 31, 2015
	<u>Tangible Assets</u>									
1	BUILDING	175.83	-	1.32	174.51	32.52	3.03	0.38	35.17	143.31
2	CLEARING AND SETTLEMENT SYSTEM	27.61	3.71	-	31.32	24.81	1.69	-	26.50	2.80
3	COMPUTER SYSTEMS OFFICE AUTOMATION	26.11	0.97	-	27.08	19.48	1.56	-	21.04	6.63
4	COMPUTER SYSTEM OTHERS	156.35	43.62	0.19	199.78	93.37	31.65	0.06	124.96	62.98
5	ELECTRICAL INSTALLATIONS	87.56	15.34	0.04	102.86	27.40	6.87	0.03	34.24	60.16
6	FURNITURE AND FIXTURES	43.27	3.95	1.28	45.94	24.41	4.16	1.20	27.37	18.86
7	LAND	35.51	-	-	35.51	-	-	-	-	35.51
8	LEASEHOLD LAND	107.62	-	-	107.62	25.13	1.30	-	26.43	82.49
9	OFFICE EQUIPMENTS	63.73	11.11	0.38	74.46	46.21	8.87	0.36	54.72	17.52
10	TELECOMMUNICATION SYSTEMS	156.32	18.49	-	174.81	118.12	17.00	-	135.12	38.21
11	TRADING SYSTEMS	188.55	2.15	-	190.70	161.20	10.66	-	171.86	27.35
	TOTAL (A)	1,068.46	99.34	3.21	1,164.59	572.65	86.79	2.03	657.41	495.82
	<u>Intangible Assets</u>									
12	COMPUTER SOFTWARE	178.97	34.81	-	213.78	145.77	22.13	-	167.90	33.20
13	SOFTWARE COPYRIGHTS	2.59	-	-	2.59	2.59	-	-	2.59	-
	TOTAL (B)	181.56	34.81	-	216.37	148.36	22.13	-	170.49	33.20
	TOTAL (A+B)	1,250.02	134.15	3.21	1,380.96	721.01	108.92	2.03	827.90	529.02
	PREVIOUS YEAR TOTAL	1,105.94	147.78	3.70	1,250.02	618.38	106.03	3.40	721.01	529.02

9 - NON CURRENT INVESTMENTS (VALUED AT COST UNLESS STATED OTHERWISE)

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
I INVESTMENTS IN EQUITY SHARES							
A) QUOTED EQUITY SHARES							
(i) IN OTHER COMPANIES							
MCX Limited (Current Year Cost ₹ 40,000/-, Previous Year ₹ 40,000/-)		5,000	10.00	0.01	-	5,000	-
			Sub-Total (i)				
B) UNQUOTED EQUITY SHARES							
(ii) IN ASSOCIATE COMPANIES							
NATIONAL SECURITIES DEPOSITORY LIMITED		10,018,000	10.00	10.02	102.14	10,018,000	78.83
BFSI SECTOR SKILL COUNCIL OF INDIA (Section 8 Company)		10,000,000	1.00	1.00	1.00	10,000,000	1.00
NSDL E-GOVERNANCE INFRASTRUCTURE LIMITED		10,018,000	55.00	55.10	141.80	10,018,000	126.40
COMPUTER AGE MANAGEMENT SERVICES PRIVATE LIMITED		21,938,400	187.86	412.13	454.80	21,938,400	433.81
POWER EXCHANGE INDIA LIMITED		15,000,030	10.03	15.04	-	15,000,030	-
MARKET SIMPLIFIED INDIA LIMITED		9,010,350	10.00	9.01	7.20	4,505,175	6.96
			Sub-Total (ii)		706.94		647.00
(iii) IN OTHER COMPANIES							
NATIONAL COMMODITY & DERIVATIVE EXCHANGE LTD.		7,601,377	10.00	59.55	59.54	7,601,377	59.54
GOODS AND SERVICE TAX NETWORK		1,000,000	10.00	1.00	1.00	1,000,000	1.00
			Sub-Total (iii)		60.54		60.54
			Total (I)		767.48		707.54

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
II INVESTMENTS IN PREFERENCE SHARES UNQUOTED PREFERENCE SHARES IN ASSOCIATE COMPANY							
10% OPTIONALLY CONVERTIBLE REDEEMABLE PREFERENCE SHARES OF POWER EXCHANGE INDIA LIMITED		5,000,000	10.03	5.01	5.01	5,000,000	5.01
			Total (II)		5.01		5.01
III EXCHANGE TRADED FUNDS							
QUOTED							
GOLDMAN SACHS BANKING INDEX EXCHANGE TRADED SCHEME		58,161	1,573.74	9.15	9.15	-	-
GOLDMAN SACHS MF BANK BEES		439,839	1,764.81	77.62	77.63	160,000	30.32
GOLDMAN SACHS MUTUAL FUND - CPSE ETF - GROWTH OPTION		40,519,994	21.74	88.08	88.08	6,500,000	16.01
GOLDMAN SACHS NIFTY ETF - NIFTY BEES		1,026,000	814.06	83.52	83.52	280,000	24.38
GOLDMAN SACHS NIFTY EXCHANGE TRADED SCHEME - INF732E01011		334,737	10.00	0.33	27.53	147,555	12.42
Goldman Sachs Nifty Exchange Traded Scheme- Nifty BeES		114,310	797.87	9.12	9.12	-	-
ICICI PRUDENTIAL NIFTY ETF		3,390,000	78.58	26.64	26.64	-	-
KOTAK MAHINDRA MF - KOTAK BANKING ETF		1,612,450	159.91	25.78	25.78	-	-
R SHARES RELIANCE MF BANKING ETF		74,500	1,674.46	12.47	12.48	-	-
SBI-ETF NIFTY 50		4,691,478	77.31	36.27	36.27	-	-
			Total (III)		396.22		83.13
IV QUOTED BONDS							
(i) TAX FREE BONDS							
6.86% INDIA INFRASTRUCTURE FINANCE COMPANY LIMITED - 26 MAR 2023	26/Mar/23	250,000	1,000.00	25.00	24.49	-	-
7% HUDCO TAXFREE BOND OCT25	08/Oct/25	100	1,000,100.00	10.00	10.00	-	-
7.07% HUDCO TAXFREE BONDS 01OCT25	01/Oct/25	100	1,000,000.00	10.00	10.00	-	-
7.15% NTPC LIMITED - 21 AUG 2025	21/Aug/25	150	1,000,000.00	15.00	15.02	-	-
7.18 % INDIAN RAILWAY FINANCE CORPN LTD - TRANCHE 1 - SERIES 1	19/Feb/23	150,000	1,000.00	15.00	15.00	150,000	15.00

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
7.18% INDIAN RAILWAY FINANCE CORPORATION LIMITED	19/Feb/23	150,000	1,000.00	15.00	15.00	150,000	15.00
7.19% HOUSING & URBAN DEVELOPMENT CORPORATION LIMITED 28 MARCH 2028	28/Mar/28	100	1,000,000.00	10.00	10.09	-	-
7.19% INDIA INFRASTRUCTURE FINANCE COMPANY LIMITED - 22 JAN 2023	22/Jan/23	100,000	1,044.84	10.45	10.02	-	-
7.19% INDIAN RAILWAY FINANCE CORPORATION LTD - 31 JUL 2025	31/Jul/25	500	1,000,000.00	50.00	50.11	-	-
7.28% NATIONAL HIGHWAYS AUTHORITY OF INDIA SEP 2030	18/Sep/30	1,250	1,000,000.00	125.00	125.21	-	-
7.34% INDIAN RAILWAY FINANCE CORPORATION LTD 19-FEB-2028	19/Feb/28	100	1,000,000.00	10.00	10.17	-	-
7.35% NABARD 23032031	23/Mar/31	250	1,000,000.00	25.00	25.90	-	-
7.35% National Highways Authority of India 11 Jan,2031	11/Jan/31	100,000	1,000.00	10.00	10.06	-	-
7.36% INDIA INFRASTRUCTURE FINANCE COMPANY LIMITED - 22 JAN 2028	22/Jan/28	100	1,000,000.00	10.00	10.20	-	-
7.51% HUDCO TAXFREE BONDS - 16FEB2028	16/Feb/28	100,250	3,491.27	35.00	36.10	-	-
7.93 % RURAL ELECTRIFICATION CORPN LTD - TRANCHE 1 - SERIES 1	27/Mar/22	61,238	1,000.00	6.12	6.12	61,238	6.12
8.00 % INDIAN RAILWAY FINANCE CORPN LTD - TRANCHE 1 - SERIES 1	23/Feb/22	32,626	1,000.00	3.26	3.26	32,626	3.26
8.00 % INDIAN RAILWAY FINANCE CORPORATION LIMITED	23/Feb/22	32,626	1,000.00	3.26	3.26	32,626	3.26
8.09% - POWER FINANCE CORPORATION - SERIES 80 A	25/Nov/21	500	100,000.00	5.00	5.00	500	5.00
8.20 % NATIONAL HIGHWAYS AUTHORITY OF INDIA	25/Jan/22	37,086	1,000.00	3.71	3.71	37,086	3.71
8.20% NATIONAL HIGHWAYS AUTHORITY OF INDIA - TRANCHE 1 - SERIES 1	25/Jan/22	86	1,000.00	0.01	-	86	0.00
8.20% POWER FINANCE CORPORATION LIMITED	01/Feb/22	92,718	1,000.00	9.27	9.31	92,718	9.32
8.20% POWER FINANCE CORPORATION LIMITED - TRANCHE 1 - SERIES 1	01/Feb/22	42,718	1,000.00	4.27	4.27	42,718	4.27
8.35% INDIAN RAILWAY FINANCE CORPORATION LTD TAX FREE 21-NOV-2023	21/Nov/23	150	1,000,000.00	15.00	15.00	150	15.00
8.40% IRFC-TAXFREE-18FEB2029	18/Feb/29	550	181,818.18	10.00	11.05	-	-
8.41% NTPC LIMITED	16/Dec/23	79,162	1,000.00	7.92	7.92	79,162	7.92

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
8.46% INDIA INFRASTRUCTURE FINANCE COMPANY LIMITED - 30 AUG 2028	30/Aug/28	200	1,000,000.00	20.00	22.07	-	-
8.46% NATIONAL HOUSING BANK - SERIES V - 2028	30/Aug/28	250	1,000,000.00	25.00	26.87	50	5.00
8.46% RURAL ELECTRIFICATION CORPORATION LIMITED - 24 SEP 2028	24/Sep/28	250,000	1,000.00	25.00	27.29	-	-
8.46% RURAL ELECTRIFICATION CORPORATION LIMITED - NON CONVERTIBLE BONDS	29/Aug/28	100	1,000,000.00	10.00	10.01	100	10.00
8.48% INDIA INFRASTRUCTURE FINANCE COMPANY LIMITED 05 SEP 2028	05/Sep/28	150	1,000,000.00	15.00	16.45	-	-
9.00% INDIAN RAILWAY FINANCE CORPORATION LIMITED	28/Feb/15	-	-	-	-	-	0.01
			Sub-Total (i)		548.98		102.88
(ii) TAXABLE BONDS							
11.25% POWER FINANCE CORPORATION LIMITED	28/Nov/18	100	1,000,000.00	10.00	10.46	100	10.63
7.87% EXPORT IMPORT BANK OF INDIA - 16 MAY 2016	16/May/16	-	-	-	-	250	24.85
8.33% UNION BANK 19 MAY 2016	19/May/16	-	1,000,000.00	10.00	-	100	10.00
8.39% POWER FINANCE CORPORATION LIMITED - 19 APRIL 2025	19/Apr/25	250	1,000,000.00	25.00	24.79	-	-
8.40% POWER GRID CORPORATION OF INDIA LIMITED - 27 MAY 2024	27/May/24	50	1,000,000.00	5.00	4.95	-	-
8.70% POWER GRID CORPORATION OF INDIA LIMITED	15/Jul/18	50	1,000,000.00	5.00	4.92	50	4.89
8.70% POWER GRID CORPORATION OF INDIA LIMITED	15/Jul/23	50	1,000,000.00	5.00	4.80	50	4.78
8.78% POWER FINANCE CORPORATION LIMITED - 11 DEC 2016	11/Dec/16	-	-	-	-	5	0.50
8.80% POWER GRID CORPORATION OF INDIA LIMITED	13/Mar/23	600	1,000,000.00	60.00	59.99	500	49.86
8.82% RURAL ELECTRIFICATION CORPORATION LIMITED - SR 114	12/Apr/23	250	1,000,000.00	25.00	24.92	250	24.90
8.95% NABARD TXB 01 JAN 2018	01/Jan/18	2,500	20,000.00	5.00	4.37	2,500	4.01
			Sub-Total (ii)		139.20		134.42

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
UNQUOTED							
(i) TAXABLE BONDS							
6 % NATIONAL HIGHWAYS AUTHORITY OF INDIA - TXB - 2017	31/Mar/17	-	-	-	-	1,000	1.00
			Sub-Total (iii)		-		1.00
			Total (IV)		688.18		238.30
V QUOTED DEBENTURES							
0% HDFC - DEB - 16-JAN-2017	16/Jan/17	-	-	-	-	250	33.67
0% INFRASTRUCTURE LEASING & FINANCIAL SERVICES LIMITED - 10 APR 2018	10/Apr/28	150	1,000,000.00	15.00	16.24		
10.05% HDB FINANCIAL SERVICES LIMITED - NCD 10-FEB-2017	10/Feb/17	100	1,000,000.00	10.00	-	150	15.02
10.17% HDB FINANCIAL SERVICES LIMITED - 11 NOV 2016	11/Nov/16	-	-	-	-	350	35.20
10.18% LIC HOUSING FINANCE - DEB - 19-SEP-2016	19/Sep/16	200	1,000,000.00	20.00	-	200	20.15
10.25% MAHINDRA & MAHINDRA FINANCIAL SERVICES LIMITED-DEB-08-OCT-2018	08/Oct/18	50	1,000,000.00	5.00	5.17	-	-
10.60% LIC HOUSING FINANCE - DEB - 06-SEPT-2016	06/Sep/16	50	1,000,000	5.00	-	800	80.99
8.54% HDB FINANCIAL SERVICES LIMITED - 03 JUN 2016	03/Jun/16	-	-	-	-	250	24.76
8.58% INFRASTRUCTURE LEASING & FINANCIAL SERVICES LIMITED - 01 DEC 2018	01/Dec/18	250	1,000,000.00	25.00	25.00	-	-
8.70% IL&FS FINANCIAL SERVICES LIMITED-NCD--30SP2018-	30/Sep/18	250	1,000,000.00	25.00	25.00	-	-
8.70% KOTAK MAHINDRA INVESTMENT LTD 11 AUG 2017	11/Aug/17	250	1,000,000.00	25.00	25.00	-	-
8.71% CAN FIN HOMES LTD - 07 AUG 2018	07/Aug/18	350	1,000,000.00	35.00	35.00	-	-
8.71% HDB FINANCIAL SERVICES LIMITED - 20 OCT 2018	20/Oct/18	100	1,000,000.00	10.00	10.03	-	-
8.74% INFRASTRUCTURE LEASING & FINANCIAL SERVICES LIMITED - 10 AUG 2018	10/Aug/17	350	1,000,000.00	35.00	35.02	-	-
8.75% MAHINDRA & MAHINDRA FINANCIAL SERVICES LIMITED - 31 JUL 2017	31/Jul/17	400	1,000,000.00	40.00	40.02	-	-

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
8.75% MAHINDRA & MAHINDRA FINANCIAL SERVICES LIMITED - AUG 2017	04/Aug/17	50	1,000,000.00	5.00	5.00	-	-
8.77% ICICI HOME FINANCE CO. LTD.- DEB-21122018	21/Dec/18	500	500,000.00	25.00	25.00	-	-
8.80% CAN FIN HOMES LTD - DEB - 02 JUL 2018	02/Jul/18	100	1,000,000.00	10.00	10.00	-	-
8.80% KOTAK MAHINDRA PRIME LIMITED - 15 MAR 2018	15/Mar/18	150	1,000,000.00	15.00	15.00	-	-
8.80% KOTAK MAHINDRA PRIME LIMITED - 26 JUN 2018	26/Jun/18	200	1,000,000.00	20.00	19.99	-	-
8.80% KOTAK MAHINDRA PRIME LIMITED 10 JUL 2018	26/Jun/18	250	1,000,000.00	25.00	24.99	-	-
8.80% KOTAK MAHINDRA PRIME LIMITED 10 JUL 2018	10/Jul/18	150	1,000,000.00	15.00	15.00	-	-
8.8075% MAHINDRA & MAHINDRA FINANCIAL SERVICES LIMITED - 15 MAY 2017	15/May/17	250	1,000,000.00	25.00	24.95	-	-
8.90% IL&FS FINANCIAL SERVICES LIMITED- DEB-21032019	21/Mar/19	250	1,000,000.00	25.00	25.00	-	-
8.90% KOTAK MAHINDRA INVESTMENT LTD NCD - 11 SEP 2017	11/Sep/17	250	1,000,000.00	25.00	25.00	-	-
9.00% RELIANCE CAPITAL LIMITED 28 JULY 2017	28/Jul/17	250	1,000,000.00	25.00	25.00	-	-
9.05% FULLERTON INDIA CREDIT COMAPNY LIMITED - 30 APRIL 2018 - SERIES 33-A	30/Apr/18	50	1,000,000.00	5.00	5.00	-	-
9.06% HDB FINANCIAL SERVICES LIMITED - DEB - 20 DEC2016	20/Jun/16	150	1,000,000.00	15.00	-	150	15.00
9.10% HDB FINANCIAL SERVICES LIMITED - NCD - 29 DEC 2017	29/Dec/17	150	1,000,000.00	15.00	15.00	150	15.00
9.15% HOUSING DEVELOPMENT FINANCE CORPORATION LTD - NCD - SR K028 - 03 APR 2016	03/Apr/16	50	1,000,000.00	5.00	-	50	4.96
9.65% IL&FS FINANCIAL SERVICES LIMITED - DEB - 18 SEP 2017	18/Sep/17	250	1,000,000.00	25.00	25.00	250	25.00
9.65% IL&FS FINANCIAL SERVICES LIMITED - DEB - 18 SEP 2017	18/Sep/17	30	1,000,000.00	3.00	3.00	30	3.00
9.68% TATA SONS LIMITED - DEB - 10-JAN-2017	10/Jan/17	50	1,000,000.00	5.00	-	50	5.01
9.71% TATA SONS LIMITED - 13 DEC 2016	13/Dec/16	-	-	-	-	250	25.09
9.75% HDFC - DEB - 10-OCT-2016	10/Oct/16	50	1,000,000.00	5.00	-	50	5.02
			Total (V)		479.40		307.86

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
VI QUOTED							
GOVERNMENT SECURITIES							
7.72% GOVERNMENT OF INDIA 25 MAY 2025	25/May/25	525,000	10,000.00	525.00	528.93	-	-
7.88% GOVERNMENT OF INDIA - 19-MAR-2030	19/Mar/30	25,000	10,000.00	25.00	25.30	-	-
8.15% GOVERNMENT OF INDIA - 24 NOV 2026	24/Nov/26	15,000	10,000.00	15.00	15.53	15,000	15.58
8.40% GOVERNMENT OF INDIA - 28 JUL 2024	28/Jul/24	80,000	10,000.00	80.00	83.26	80,000	83.65
8.60% GOVERNMENT OF INDIA - 02 JUN 2028	02/Jun/28	220,000	10,000.00	220.00	233.97	170,000	182.12
8.67% MAHARASHTRA SDL 24FEB2026	24/Feb/26	5,000	10,000.00	5.00	5.07	-	-
8.72% AP SDL 06 FEB 2023	06/Feb/23	25,000	10,000.00	25.00	25.74	2,500,000	25.84
9.20% GOVERNMENT OF INDIA - 30 SEP 2030	30/Sep/30	130,000	10,000.00	130.00	145.32	130,000	146.38
9.23% GOVERNMENT OF INDIA - 23 DEC 2043	23/Dec/43	160,000	10,000.00	160.00	186.02	160,000	186.96
			Total (VI)		1,249.14		640.53
VII MUTUAL FUNDS							
QUOTED							
Cannara Robecco Liquid- Fund Institutional Growth Plan		4,279			0.50	4,279	0.50
HDFC CASH MANAGEMENT SAVINGS PLAN GROWTH		579,494			0.78	579,494	0.78
DSP MERILLYNCH LIQUIDITY FUND GROWTH		302,847			0.50	302,847	0.50
UTI LIQUID CASH PLAN REGULAR GROWTH		4,522			0.50	4,522	0.50
			Total (VII)		2.28		2.28
			GRAND TOTAL (I+II+III+IV+V+VI+VII)		3,587.70		1,984.65

Notes :

- Aggregate Book Value - Quoted Investments
- Aggregate Market Value of Quoted Investments
- Aggregate Book Value - Unquoted Investments

As at 31.3.2016 ₹ in Crores	As at 31.3.2015 ₹ in Crores
2,815.21	1,271.10
2,801.26	1,298.68
772.49	713.55

10 Deferred Tax Assets (net)

	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Deferred Tax Assets		
Related to disallowance u/s 43B	1.76	1.46
Related to depreciation and other expenditure	2.08	1.90
Related to other items	0.03	0.10
Total (A)	3.87	3.46
Less : Deferred Tax Liabilities		
Related to depreciation and other expenditure	-	-
Related to other items	-	-
Total (B)	-	-
Net Deferred Tax Asset (A-B)	3.87	3.46

11 Loans and advances

	Long Term		Short Term	
	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Capital advances				
Secured, considered good	-	-	-	-
Unsecured, considered good	1.36	9.40	-	-
(A)	1.36	9.40	-	-
Security deposit				
Secured, considered good	-	-	-	-
Unsecured, considered good	6.47	6.40	-	-
(B)	6.47	6.40	-	-
Loan and advances to related parties				
Secured, considered good	-	-	-	-
Unsecured, considered good	-	-	0.22	0.01
(C)	-	-	0.22	0.01
Advances recoverable in cash or kind				
Secured, considered good	-	-	-	-
Unsecured, considered good	0.50	-	22.17	22.63
(D)	0.50	-	22.17	22.63
Other loans and advances (unsecured, considered good)				
Income Tax paid including TDS (Net of Provisions)	265.01	79.56	4.86	9.56
Fringe Benefit Tax (Net of Provisions)	2.21	2.21	-	-

	Long Term		Short Term	
	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Wealth Tax (Net of Provisions)	0.02	0.02	-	-
Prepaid Expenses	2.09	3.89	27.80	14.17
Securities Transaction Tax paid *	10.59	10.59	-	-
Others	0.20	0.20	0.10	0.72
(E)	280.12	96.47	32.76	24.45
Total (A+B+C+D+E)	288.45	112.27	55.15	47.09

Loan and advances to related parties

	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Receivable Exchange of India Limited	0.21	-
National Securities Depository limited	0.01	0.01

* Pertains to amounts recovered by tax authorities towards STT, Interest and penalty thereon collectible from few members and ad-hoc STT, interest and penalty thereon which is disputed by the Company. Out of this an amount of ₹ 5.39 crores is recovered by the Company from the respective members and held as deposit shown under the head other long term liabilities.

12 Other assets

	Non-current		Current	
	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Unsecured, considered good unless stated otherwise				
Non-current bank balances (Refer Note 16)	521.59	865.88	-	-
Unbilled Revenue	-	-	2.65	7.79
Other receivable (Unsecured, considered good)	-	-	-	0.82
	521.59	865.88	2.65	8.61
Others				
Interest accrued on Investments	5.40	17.05	118.41	118.17
Interest accrued on certificate of deposits	-	-	-	-
Interest accrued on Bank deposits	47.37	26.20	122.96	197.62
Receivable from member towards Core SGF (Refer note 31)	-	-	16.42	113.11
Other receivables (Unsecured, considered good) (Refer note 37)	-	-	38.86	76.10
	52.77	43.25	296.65	505.00
Total	574.36	909.13	299.30	513.61

13 - CURRENT INVESTMENTS

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
I CURRENT PORTION OF LONG TERM INVESTMENTS (VALUED AT COST UNLESS STATED OTHERWISE)							
A) BONDS							
(i) QUOTED TAXABLE BONDS							
7.87% EXPORT IMPORT BANK OF INDIA - 16 MAY 2016	16-May-16	250	1,000,000	25.00	24.98	-	-
6% NATIONAL HIGHWAYS AUTHORITY OF INDIA - TXB - 2017	31-Mar-17	500	10,000	0.50	0.50	-	-
8.33% UNION BANK 19 MAY 2016	19-May-16	100	1,000,000	10.00	10.00	-	-
8.78% POWER FINANCE CORPORATION LIMITED - 11 DEC 2016	11-Dec-16	5	1,000,000	0.50	0.49	-	-
8.88% NATIONAL BANK FOR AGRICULTURAL RURAL DEVELOPMENT SR-XIII O 25 SEP 2015	25-Sep-15	-	1,000,000	-	-	100	9.99
9% MAHINDRA & MAHINDRA FINANCIAL SERVICES LIMITED - 04 MAY 2015	4-May-15	-	1,000,000	-	-	150	14.99
9.14% INFRASTRUCTURE DEVELOPMENT FINANCE COMPANY LIMITED - 27 JAN 2016	27-Jan-16	-	1,000,000	-	-	100	10.03
9.35% INDIAN OIL CORPORATION LIMITED	30-Apr-15	150	1,000,000	15.00	-	150	14.99
			Sub-Total (i)		35.96		50.00
(ii) QUOTED TAXFREE BONDS							
6.05% INDIAN RAILWAY FINANCE CORPORATION LIMITED - SERIES 73	20-Dec-15	500	100,000	5.00	-	1,000	10.00
			Sub-Total (ii)		-		10.00

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
(iii) UNQUOTED TAXABLE BONDS							
6% NATIONAL HIGHWAYS AUTHORITY OF INDIA - TXB - 2017	31-Mar-17	500	10,000	0.50	0.50	-	-
			Sub-Total (iii)		0.50		
B) DEBENTURES							
(iv) QUOTED							
0% HDFC - DEB - 16-JAN-2017	16-Jan-17	250	1,000,000	25.00	36.86	-	-
10.05% HDB FINANCIAL SERVICES LIMITED - NCD 10-FEB-2017	10-Feb-17	50	1,000,000	5.00	5.01	-	-
10.60% LIC HOUSING FINANCE - DEB - 06-SEPT-2016	6-Sep-16	750	1,000,000	75.00	75.28	-	-
8.54% HDB FINANCIAL SERVICES LIMITED - 03 JUN 2016	3-Jun-16	250	1,000,000	25.00	24.96	-	-
8.85% INFRASTRUCTURE DEVELOPMENT FINANCE COMPANY LIMITED -NCD-27JAN16	15-Jan-16	200	1,000,000	20.00	-	200	20.01
9.30% TATA SONS LIMITED - DEB - 24 DEC 2015	24-Dec-15	50	1,000,000	5.00	-	50	5.01
9.50% HDB FINANCIAL SERVICES LIMITED - 22 DEC 2015	22-Dec-15	50	1,000,000	5.00	-	50	5.00
9.55% HOUSING DEVELOPMENT FINANCE CORPORATION LTD	7-Sep-15	50	1,000,000	5.00	-	50	5.00
9.553% HDB FINANCIAL SERVICES LIMITED - NCD - 25 SEP 2015	25-Sep-15	100	1,000,000	10.00	-	100	10.02
9.60% HOUSING DEVELOPMENT FINANCE CORPORATION LIMITED - SR J 021 - 07 AUG 2015	7-Aug-15	100	1,000,000	10.00	-	100	10.01
9.60% HOUSING DEVELOPMENT FINANCE CORPORATION LTD	18-Jul-15	200	1,000,000	20.00	-	200	20.02

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
9.70% HOUSING DEVELOPMENT FINANCE CORPORATION LTD - NCD 16 APR 2015	16-Apr-15	150	1,000,000	15.00	-	150	15.00
9.71% TATA SONS LIMITED - 13 DEC 2016	13-Dec-16	250	1,000,000	25.00	25.04	-	-
9.78% TATA SONS LIMITED - NCD - 23 JUL 2015	23-Jul-15	250	1,000,000	25.00	-	250	25.04
9.85% HOUSING DEVELOPMENT FINANCE CORPORATION LIMITED - SR J005 - 05 JUN 2015	5-Jun-15	50	1,000,000	5.00	-	50	5.01
9.90 % TATA SONS LIMITED 2016	24-Feb-16	150	1,000,000	15.00	-	150	15.03
			Sub-Total (iv)		167.15		135.15
			Total (i)		203.61		195.15
II CURRENT INVESTMENTS (valued at lower of cost or fair value)							
(A) DEBENTURES							
(i) QUOTED							
0% SHRIRAM TRANSPORT FINANCE CO LTD - 24 MAY 2016	24-May-16	50.00	1,000,000.00	5.00	6.61	-	-
0% SUNDARAM BNP PARIBAS HOME FINANCE LIMITED - 28 MAY 2015	28-May-15	-	-	23.15	-	200.00	22.84
0% TATA CAPITAL FINANCIAL SERVICES LIMITED - NCD - 30 JUN 2015	30-Jun-15	-	-	6.73	-	50.00	6.59
10% FULLERTON INDIA CREDIT COMAPNY LIMITED - DEB - 15 JAN 2016	15-Jan-16	-	-	10.00	-	100.00	10.05
10.05% HDB FINANCIAL SERVICES LIMITED - NCD 10-FEB-2017	10-Feb-17	100.00	1,000,000.00	10.00	10.00	-	-
10.10% SUNDARAM FINANCE LIMITED - 11 JUL 2015	11-Jul-15	-	-	10.00	-	100.00	10.02

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
10.17% HDB FINANCIAL SERVICES LIMITED - 11 NOV 2016	11-Nov-16	350.00	1,000,000.00	35.00	35.08	-	-
10.18% LIC HOUSING FINANCE - DEB - 19-SEP-2016	19-Sep-16	200.00	1,000,000.00	20.00	20.04	-	-
10.20% SUNDARAM FINANCE LIMITED - DEB - 14 MAY 2015	14-May-15	-	-	15.00	-	150.00	15.01
10.23% SHRIRAM TRANSPORT FINANCE COMPANY LIMITED - 03 JUL 2016	3-Jul-16	100.00	1,000,000.00	10.00	10.02	-	-
10.40% TATA MOTORS FINANCE LIMITED - DEB - 12 JUN 2015	12-Jun-15	-	-	25.00	-	250.00	25.03
10.40% TATA MOTORS FINANCE LIMITED - TXB - 22 MAY 2015	22-May-15	400.00	4,000,000.00	40.00	-	400.00	40.02
10.50% FULLERTON INDIA CREDIT COMPANY LIMITED - 11 DEC 2015	11-Dec-15	-	-	35.00	-	350.00	35.29
10.52% SUNDARAM BNP PARIBAS HOME FINANCE LIMITED - DEB - 03 APR 2015	3-Apr-15	-	-	40.00	-	400.00	40.00
10.57035% ADITYA BIRLA FINANCE LIMITED 09 APR 2015	9-Apr-15	-	-	13.00	-	130.00	13.00
10.59% ADITYA BIRLA FINANCE LIMITED - DEB - 18 MAY 2015	18-May-15	-	-	60.00	-	600.00	60.10
10.60% LIC HOUSING FINANCE - DEB - 06-SEPT-2016	6-Sep-16	50.00	1,000,000.00	5.00	5.02	-	-
10.80 DEWAN HOUSING FINANCE CORPORATION LTD - DEB - 05 DEC 2015	5-Dec-15	350.00	4,000,000.00	85.00	-	850.00	85.50
10.95% FULLERTON INDIA CREDIT COMPANY LIMITED - 07-OCT-2016	7-Oct-16	1,050.00	571,428.57	60.00	60.50	-	-
11.10% FULLERTON INDIA CREDIT COMPANY LIMITED - DEB - 04 SEP 2015	4-Sep-15	50.00	1,000,000.00	5.00	-	50.00	5.03
11.50% FULLERTON INDIA CREDIT COMPANY LIMITED - 21-AUG-2015	21-Aug-15	-	-	25.00	-	250.00	25.17

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
11.60% SHRIRAM TRANSPORT FINANCE COMPANY LIMITED - 11 JULY 2016	11-Jul-16	1500	1,000,000.00	15.00	15.09	-	-
5% DEWAN HOUSING FINANCE CORPORATION LTD - 06 MAY 2016	6-May-16	600.00	1,000,000.00	60.00	69.43	-	-
8.70% BAJAJ FINANCE LIMITED - 22 JUL 2015	22-Jul-15	-	-	25.00	-	25.00	24.95
8.80% KOTAK MAHINDRA INVESTMENT LTD - 28 FEB 2017	28-Feb-17	100.00	1,000,000.00	10.00	10.00	-	-
8.80% KOTAK MAHINDRA INVESTMENT LTD - 28 FEB 2017 INE975F07EJ4	28-Feb-17	150.00	1,000,000.00	15.00	15.00	-	-
8.80% SUNDARAM FINANCE LIMITED - DEB - 03 JUN 2016	3-Jun-16	50.00	1,000,000.00	5.00	5.00	-	-
8.90% L&T FINANCE COMPANY LIMITED - 20 MAY 2016	20-May-16	150.00	1,000,000.00	15.00	14.99	-	-
8.91% L&T INFRASTRUCTURE FINANCE COMPANY LIMITED - DEB - 16 APR 2015	16-Apr-15	-	-	10.00	-	100.00	10.00
8.95% L&T INFRASTRUCTURE FINANCE COMPANY LIMITED - 04 MAY 2015	4-May-15	-	-	25.00	-	250.00	24.99
8.95% L&T INFRASTRUCTURE FINANCE COMPANY LIMITED - 15 JUN 2015	15-Jun-15	-	-	40.00	-	400.00	39.96
9% SHRIRAM TRANSPORT FINANCE COMPANY LIMITED - DEB - 17 JUN 2016	17-Jun-16	350.00	2,000,000.00	35.00	34.99	-	-
9.06% HDB FINANCIAL SERVICES LIMITED - DEB - 20 DEC 2016	20-Jun-16	150.00	1,000,000.00	15.00	15.00	-	-
9.15% HOUSING DEVELOPMENT FINANCE CORPORATION LTD - NCD - SR K028 - 03 APR 2016	3-Apr-16	50.00	1,000,000.00	5.00	5.00	-	-
9.15% SHRIRAM TRANSPORT FINANCE COMPANY LIMITED - 02 JUN 2016	2-Jun-16	50.00	1,000,000.00	5.00	5.00	-	-
9.15% TATA MOTORS LIMITED - 03 JUN 2015	3-Jun-15	-	-	75.00	-	750.00	74.98
9.20% MAHINDRA & MAHINDRA FINANCIAL SERVICES LIMITED - DEB - 22 APR 2015	22-Apr-15	-	-	20.00	-	200.00	19.99

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
9.25% HDFC LTD - DEB - 21OCT2016	21-Oct-16	250.00	1,000,000.00	25.00	24.99	-	-
9.30% TATA SONS LIMITED - DEB - 24 DEC 2015	24-Dec-15	50.00	1,000,000.00	10.00	-	100.00	10.01
9.3450% L&T FINANCE COMPANY LIMITED - 13 MAY 2016	13-May-16	250.00	1,000,000.00	25.00	25.00	-	-
9.40% TATA MOTORS FINANCE LIMITED - 05 JUN 2016	5-Jun-16	300.00	1,000,000.00	30.00	30.01	-	-
9.40% TATA MOTORS FINANCE LIMITED - 10 JUN 2016	10-Jun-16	500.00	2,000,000.00	50.00	50.01	-	-
9.45% ASHOK LEYLAND LTD - DEB - 2016	21-Jun-16	750.00	1,000,000.00	75.00	75.04	-	-
9.4623% TATA CAPITAL FINANCIAL SERVICES LIMITED - 08 JUL 2016	8-Jul-16	200.00	1,000,000.00	20.00	20.01	-	-
9.55% BAJAJ FINANCE LIMITED - 10 AUG 2016	10-Aug-16	50.00	1,000,000.00	5.00	5.01	-	-
9.58% SUNDARAM BNP PARIBAS HOME FINANCE LIMITED 10 OCT 2016	10-Oct-16	50.00	1,000,000.00	5.00	5.01	-	-
9.60% HDFC LIMITED - DEB - 26 JUN 2015	26-Jun-15	-	-	20.00	-	200.00	20.02
9.60% SUNDARAM FINANCE LIMITED - 23 SEP 2016	23-Sep-16	50.00	1,000,000.00	5.00	5.01	-	-
9.60% TATA MOTORS FINANCE LIMITED - DEB - 13 MAY 2015	13-May-15	-	-	25.00	-	250.00	25.00
9.65% SHRIRAM TRANSPORT FINANCE COMPANY LIMITED - 31 JUL 2016	31-Jul-16	250.00	1,000,000.00	25.00	25.04	-	-
9.65% TATA CAPITAL FINANCIAL SERVICES LIMITED - 26 MAY 2016	26-May-16	250.00	1,000,000.00	25.00	25.01	-	-
9.68% TATA SONS LIMITED - DEB - 10-JAN-2017	10-Jan-17	450.00	2,000,000.00	45.00	45.15	-	-
9.75% HDFC - DEB - 10-OCT-2016	10-Oct-16	300.00	2,000,000.00	30.00	30.04	-	-
9.80% BAJAJ FINANCE LIMITED - 17 OCT 2016	17-Oct-16	300.00	1,000,000.00	30.00	30.13	-	-
9.83% TATA CAPITAL FINANCIAL SERVICES LIMITED - 30 APR 2015	30-Apr-15	-	-	10.00	-	100.00	10.00
9.85% HDFC LIMITED - 28 MAY 2015	28-May-15	-	-	5.00	-	50.00	5.01

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
9.85% TATA CAPITAL FINANCIAL SERVICES LIMITED - 15 APR 2015	15-Apr-15	-	-	25.00	-	250.00	25.01
9.89% TATA MOTORS FINANCE LIMITED - 26-JUN-2015	26-Jun-15	-	-	25.00	-	250.00	25.03
9.90% DEWAN HOUSING FINANCE CORPORATION LTD - DEB - 17 JUN 2015	17-Jun-15	-	-	25.00	-	250.00	25.01
9.90% DEWAN HOUSING - DEBENTURE - 06MAY2016	6-May-16	1,500,000.00	100.00	15.00	15.00	-	-
9.93% TATA CAPITAL FINANCIAL SERVICES LIMITED 31 JUL 2015	31-Jul-15	200.00	1,000,000.00	30.00	-	300.00	30.03
9.95% L&T FINANCE COMPANY LIMITED - 28 OCT 2016	28-Oct-16	100.00	1,000,000.00	10.00	10.05	-	-
9.985 % TATA MOTORS FINANCE LIMITED - DEB - 26-OCT-2015	26-Oct-15	100.00	1,000,000.00	10.00	-	100.00	10.02
9.99% SUNDARAM FINANCE LIMITED - DEB - 03 AUG 2015	3-Aug-15	-	-	5.00	-	50.00	5.01
9.99% SUNDARAM FINANCE LTD - 04 MAY 2015	4-May-15	-	-	45.00	-	450.00	45.01
			Sub-Total (i)		757.28		823.66
B) MUTUAL FUNDS							
(ii) QUOTED							
HDFC FMP 453D FEBRUARY 2014 (1)	4-May-15	1,000,000.00	10.00	1.00	-	2,000,000.00	2.00
IDFC FIXED TERM PLAN SERIES - 75 - 406 DAYS					-	250,000.00	0.25
			Sub-Total (ii)				2.25

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
(iii) UNQUOTED							
AXIS LIQUID FUND -DIRECT - GROWTH		535.56			0.09	33,533.50	5.18
AXIS TREASURY ADVANTAGE FUND - GROWTH - DIRECT PLAN		3,648,083.04			293.30	-	3.19
AXIS TREASURY ADVANTAGE FUND - IP - GROWTH		55,402.63			7.32	79,486.16	10.38
BARODA PIONEER LIQUID FUND - PLAN B - DIRECT - GROWTH		-			-	592,906.85	95.00
BARODA PIONEER TREASURY ADVANTAGE FUND - PLAN B - DIRECT - GROWTH		27,497.63			4.54	18,204.55	2.86
BARODA PIONEER TREASURY ADVANTAGE FUND PLAN B - GROWTH		186,285.20			28.94	71,306.43	10.00
BIRLA SUN LIFE CASH MANAGER - DIRECT - GROWTH		1,406,722.68			49.94	5,933.21	0.20
BIRLA SUN LIFE CASH PLUS - DIRECT - GROWTH		49,715.58			1.00	8,743,216.20	197.00
BIRLA SUN LIFE FLOATING RATE FUND - LTP - DIRECT - GROWTH		1,366,686.31			25.00	-	-
BIRLA SUN LIFE SAVINGS FUND - DIRECT - DAILY DIVIDEND REINVEST		-			-	5,925,331.92	59.43
BIRLA SUN LIFE SAVINGS FUND - DIRECT - GROWTH		2,400,678.23			68.69	105,263.72	2.76
BIRLA SUN LIFE ULTRA SHORT TERM FUND - DIRECT PLAN - GROWTH		-			-	22,655.58	0.34
BNP PARIBAS OVERNIGHT FUND - DIRECT - GROWTH		-			-	23,226.84	5.00
BOI AXA LIQUID FUND - DIRECT PLAN - GROWTH		-			-	31,037.95	5.00
DHFL PRAMERICA LOW DURATION FUND - DIRECT PLAN - GROWTH		1,697,718.86			2.82	-	-
DHFL PRAMERICA ULTRA SHORT TERM FUND - DIRECT PLAN - GROWTH		363,464.14			0.66	-	-

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
DSP BLACKROCK LIQUIDITY FUND - DIRECT - GROWTH		-			-	88.16	0.02
DSP BLACKROCK ULTRA SHORT TERM FUND - DIRECT - GROWTH	92,905,241.56			101.10		-	-
DWS TREASURY FUND - CASH - DIRECT - GROWTH	1,141.87			0.02		1,246.51	0.02
DWS TREASURY FUND - INVESTMENT PLAN	-			-		1,842,077.50	2.64
DWS MONEY PLUS FUND - DIRECT - GROWTH	-			-		2,158,630.00	2.82
DWS ULTRA SHORT-TERM FUND - DIRECT - GROWTH	16,050,553.65			29.16		-	-
FRANKLIN INDIA LOW DURATION FUND - DIRECT - GROWTH	-			-		3,351,126.62	4.91
HDFC BANKING & PSU DEBT FUND	-			-		4,539,470.70	5.00
HDFC CASH MANAGEMENT FUND - TREASURY ADVANTAGE - DIRECT - GROWTH	-			-		276,442.60	0.80
HDFC CASH MGMT FUND - SAVINGS PLAN - DIRECT - GROWTH	36,968.01			5.05		-	-
HDFC FLOATING RATE INCOME FUND - STP - DIRECT - GROWTH	9,632,500.83			25.00		-	-
HDFC FMP 91 D FEB 2015 (I)	-			-		10,000,000.00	10.00
HDFC LIQUID FUND - DIRECT - GROWTH	692.64			0.21		-	-
ICICI PRUDENTIAL FLEXIBLE INCOME - DIRECT PLAN - DAILY DIVIDEND - REINVESTMENT	-			-		9,639,974.67	101.93
ICICI PRUDENTIAL FLEXIBLE INCOME PLAN - GROWTH	96,880.53			2.06		96,880.53	2.06
ICICI PRUDENTIAL FLEXIBLE INCOME PLAN - GROWTH - DIRECT	19,667,785.65			228.82		133,615.19	4.77
ICICI PRUDENTIAL FLEXIBLE INCOME PLAN - PREMIUM - GROWTH	-			-		46,840.94	0.97
ICICI PRUDENTIAL LIQUID - DIRECT PLAN - GROWTH	5,627,026.30			3.91		1,420,547.91	29.33

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
ICICI PRUDENTIAL MONEY MARKET FUND – DIRECT – DAILY DIVIDEND REINVESTMENT					-	208,813.97	2.09
ICICI PRUDENTIAL MONEY MARKET FUND - DIRECT- GROWTH		202,902.69		3.95		901.72	1.02
ICICI PRUDENTIAL ULTRA SHORT TERM PLAN - DIRECT - GROWTH		89,216,232.86		132.99		16,344,412.22	57.20
IDBI LIQUID FUND - DIR - GROWTH		-		-		33,356.35	5.00
IDFC MONEY MANAGER - INVESTMENT PLAN - DIRECT - GROWTH		4,087,651.57		9.42		348,976.69	1.35
IDFC MONEY MANAGER - TREASURY PLAN - DIRECT - GROWTH		64,180,597.62		147.82		58,907,884.00	129.54
IDFC ULTRA SHORT TERM FUND - DIRECT - GROWTH		1,382,810.38		2.65		899,359.92	3.32
JM HIGH LIQUIDITY FUND - DIRECT GROWTH		4,377,261.09		17.42		763,159.00	2.65
JM MONEY MANAGER FUND - SUPER PLUS PLAN - DIRECT - GROWTH				-		390,614.56	0.71
JP MORGAN INDIA TREASURY FUND - GROWTH				-		663,730.16	0.99
JP MORGAN INDIA TREASURY FUND - SUPER IP - GROWTH				-		826,659.17	1.21
JPMORGAN INDIA LIQUID FUND - DAILY DIVIDEND - DIRECT PLAN		8,125,474.91		-		8,125,474.91	8.13
JPMORGAN INDIA LIQUID FUND - DIRECT - GROWTH		22,832,954.42		41.41		37,571,733.94	66.97
JPMORGAN INDIA TREASURY FUND - DIRECT - GROWTH		-		-		2,211,719.78	49.06
KOTAK FLEXI DEBT SCHEME - PLAN A - DIRECT - GROWTH		2,646,664.90		4.27		7,215,490.58	11.70
KOTAK FLOATER - LONG TERM - DIRECT - GROWTH				-		894,653.50	1.88
KOTAK FLOATER - SHORT TERM - DIRECT - GROWTH		20,387.73		4.88		-	-

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
KOTAK LIQUID SCHEME - PLAN A - DIRECT - DAILY DIVIDEND					-	24,268.80	2.97
KOTAK LIQUID SCHEME - PLAN A - DIRECT - GROWTH		26,857.90			8.09	2,473.84	0.70
Kotak Treasury Advantage Fund – DIRECT - GROWTH		11,662,789.74			27.66	-	-
L&T CASH FUND - DIRECT PLAN - GROWTH		25,975.39			3.07	-	-
L&T LIQUID FUND - DIRECT - GROWTH		689.56			0.14	496,031.28	95.00
L&T ULTRA SHORT TERM FUND - DIRECT - GROWTH		27,574,189.27			67.79	-	-
LIC NOMURA MF LIQUID FUND - DIRECT - GROWTH		33,149.60			8.65	114.46	0.03
PRINCIPAL CASH MANAGEMENT - DIRECT PLAN - GROWTH		-			-	331,239.63	56.74
RELIANCE LIQUID FUND - CASH PLAN - DIRECT - GROWTH		253,865.12			61.14	73,598.66	16.50
RELIANCE LIQUID FUND - TP - DIRECT - GROWTH		152,232.20			54.82	66,938.97	22.80
RELIANCE LIQUID FUND - TP - DIRECT PLAN - DAILY DIVIDEND		-			0.00	503,086.01	76.91
RELIANCE LIQUIDITY FUND - DIRECT - GROWTH		11,517.21			2.50	-	-
RELIANCE MEDIUM TERM FUND - DIRECT - GROWTH		37,610,208.92			115.49	1,931,404.17	11.20
RELIANCE MONEY MANAGER FUND - GROWTH		22,458.97			3.49	-	-
RELIANCE MONEY MANAGER FUND - GROWTH - DIRECT		144,075.92			30.00	-	-
RELIGARE INVESCO CREDIT OPPORTUNITIES FUND - DIRECT - GROWTH		11,833.67			-	34,888.53	7.36
RELIGARE INVESCO LIQUID FUND - DIRECT - GROWTH		634.37			0.13	-	-

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
RELIGARE INVESCO ULTRA SHORT TERM FUND - DIR - DAILY DIVIDEND REINVESTMENT	-	-	-	0.00	0.00	1,359,959.57	138.44
RELIGARE INVESCO ULTRA SHORT TERM FUND - DIRECT - GROWTH	1,006,549.11	1,006,549.11	208.79	208.79	-	-	0.60
SBI MAGNUM INSTA CASH FUND - DIRECT - GROWTH	7,032.50	7,032.50	-	-	-	637,575.55	199.03
SBI SHDF - ULTRA SHORT TERM - DIRECT - GROWTH LIEN MARKED	12,391.37	12,391.37	2.34	2.34	-	-	-
SBI SHDF - ULTRA SHORT TERM - GROWTH	648.31	648.31	0.10	0.10	-	-	0.46
SBI SHDF - ULTRA SHORT TERM - GROWTH - DIRECT PLAN	33,869.28	33,869.28	5.24	5.24	-	9,094.00	1.39
SBI SHDF - ULTRA SHORT TERM - IP - GROWTH	6,766.96	6,766.96	0.99	0.99	-	-	0.99
SBI ULTRA SHORT TERM DEBT FUND - DIRECT PLAN - GROWTH	19,221.81	19,221.81	-	-	-	-	2.85
SUNDARAM MONEY FUND - DIRECT PLAN - GROWTH	-	-	-	-	-	1,909,166.23	5.62
SUNDARAM ULTRA SHORT TERM - DIRECT PLAN - GROWTH	15,094,033.85	15,094,033.85	27.78	27.78	-	10,362,119.88	23.84
TATA FLOATER FUND - DIRECT - GROWTH	16,497.43	16,497.43	3.58	3.58	-	-	0.18
TATA LIQUID FUND DIRECL PLAN - GROWTH	-	-	-	-	-	20,065.90	5.16
TEMPLETON INDIA - TMA - DAILY DIVIDEND - DIRECT PLAN	-	-	0.00	0.00	-	236,668.43	23.71
TEMPLETON INDIA TMA - DIRECT - GROWTH	-	-	-	-	-	37,866,639.19	83.85
TEMPLETON INDIA ULTRA SHORT BOND FUND - DIRECT PLAN - GROWTH	-	-	-	-	-	27,904,869.87	51.04
UTI FLOATING RATE FUND - STP - DIRECT - GROWTH	840,232.78	840,232.78	204.15	204.15	-	-	-
UTI FLOATING RATE FUND - STP - DIRECT - GROWTH LIEN MARKED	10,127.83	10,127.83	2.60	2.60	-	-	-

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
UTI MONEY MARKET - DIRECT PLAN - GROWTH		27,690.47		4.60		-	-
UTI TREASURY ADVANTAGE FUND - DIRECT - GROWTH		10,375.87		1.95		10,375.87	1.95
UTI TREASURY ADVANTAGE FUND - GROWTH		31,377.94		4.03		31,377.94	4.84
UTI TREASURY ADVANTAGE FUND GROWTH - DIRECT PLAN		47,542.36		8.94		19,658.43	6.54
AXIS ASSET MANAGEMENT COMPANY LIMITED		79,234.97		13.02		-	-
BARODA PIONEER ASSET MANAGEMENT COMPANY LIMITED		97,086.89		15.95		-	-
BIRLA SUN LIFE MUTUAL FUND		535,517.79		15.30		-	-
BIRLA SUN LIFE MUTUAL FUND		6,098,830.22		15.20		-	-
ICICI PRUDENTIAL MUTUAL FUND		11,052,392.85		15.28		-	-
IDFC MUTUAL FUND		6,458,674.99		14.95		-	-
JM FINANCIAL MUTUAL FUND		2,709,786.76		11.00		-	-
JP MORGAN ASSET MANAGEMENT		-		-		-	-
KOTAK MUTUAL FUND		6,838,293.79		15.91		-	-
PRINCIPAL ASSET MANAGEMENT COMPANY PRIVATE LIMITED		109,352.96		13.96		-	-
RELIANCE MUTUAL FUND		4,974,009.01		26.60		-	-
UTI MUTUAL FUND		62,902.10		15.00		-	-
			Sub-Total (iii)	2,272.69			1,748.62
C) COMMERCIAL PAPER							
BAJAJ FINANCE LIMITED		6-Apr-15	-	-		600	27.40
TATA CAPITAL LIMITED		3-Aug-15	-	-		500	22.85
RELIANCE CAPITAL LIMITED		3-Nov-15	-	-		1,000.00	45.66

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
SUNDARAM FINANCE LIMITED		24-Apr-15	-	-	-	1,000.00	45.64
FULLERTON INDIA CREDIT COMAPNY LIMITED		11-Aug-15	-	-	-	1,000.00	45.57
TATA CAPITAL FINANCIAL SERVICES LIMITED		4-Aug-15	-	-	-	600.00	27.42
SUNDARAM BNP PARIBAS HOME FINANCE LIMITED		9-Jun-15	-	-	-	500.00	23.09
TATA CAPITAL LIMITED		12-Jun-15	-	-	-	500.00	22.92
TATA CAPITAL LIMITED		3-Aug-15	-	-	-	500.00	22.85
FULLERTON INDIA CREDIT COMAPNY LIMITED		6-Aug-15	-	-	-	500.00	22.79
BAJAJ FINANCE LIMITED		19-Jun-15	-	-	-	400.00	18.31
BAJAJ FINANCE LIMITED		6-Apr-15	-	-	-	400.00	18.27
L&T FINANCE COMPANY LIMITED		6-May-15	-	-	-	200.00	9.33
TATA CAPITAL LIMITED		9-Jun-15	-	-	-	100.00	4.62
L&T FINANCE COMPANY LIMITED		8-May-15	-	-	-	100.00	4.62
SUNDARAM FINANCE LIMITED		3-Jun-15	-	-	-	100.00	4.61
TATA CAPITAL FINANCIAL SERVICES LIMITED		10-Jun-15	-	-	-	100.00	4.59
			Sub-total (iv)				370.54
			Total (II)		3,029.97		2,945.08
			GRAND TOTAL (I+II)		3,233.59		3,140.23

Notes :	As at 31.3.2016 ₹ in Crores	As at 31.3.2015 ₹ in Crores		
(a) Aggregate Book Value - Quoted Investments	960.39	1,021.06		
(b) Aggregate Market Value of Quoted Investments	964.90	1,022.78		
(c) Aggregate Book Value - Unquoted Investments	2,273.20	2,119.17		
(c) Provision for diminution in value of Current Investments	(0.09)	(0.02)		
(e) Investments in Mutual Fund Earmarked for Core Settlement Guarantee Fund (Refer note 31)				
Unquoted	Number of Units	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
AXIS TREASURY ADVANTAGE FUND - GROWTH - DIRECT PLAN	773,083	46.80	-	-
BARODA PIONEER TREASURY ADVANTAGE FUND - PLAN B - DIRECT - GROWTH	142,476	4.54	-	-
BIRLA SUN LIFE CASH MANAGER - DIRECT - GROWTH	1,393,221	11.34	-	-
BIRLA SUN LIFE SAVINGS FUND - DIRECT - GROWTH	2,400,678	68.70	5,925,331.92	59.43
ICICI PRUDENTIAL FLEXIBLE INCOME PLAN - GROWTH - DIRECT	3,794,968	105.92	9,639,974.67	101.93
ICICI PRUDENTIAL MONEY MARKET FUND - DIRECT - GROWTH	106,161	2.17	208,813.97	2.09
ICICI PRUDENTIAL ULTRA SHORT TERM PLAN - DIRECT - GROWTH	60,636,490	18.80	-	-
IDFC MONEY MANAGER - TREASURY PLAN - DIRECT - GROWTH	60,857,672	107.00	-	-
JPMORGAN INDIA LIQUID FUND - DIRECT - GROWTH	22,832,954	41.41	8,125,474.91	8.13
KOTAK LIQUID SCHEME - PLAN A - DIRECT - GROWTH	10,250	3.09	24,268.80	2.97
L&T ULTRA SHORT TERM FUND - DIRECT - GROWTH	27,574,189	9.16	-	-
LIC NOMURA MF LIQUID FUND - DIRECT - GROWTH	32,749	8.52	-	-

Unquoted	Number of Units	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
RELIANCE LIQUID FUND - TP - DIRECT - GROWTH	152,232	54.79	503,086.01	76.91
RELIANCE MEDIUM TERM FUND - DIRECT - GROWTH	35,207,074	16.09	-	-
RELIGARE INVESCO ULTRA SHORT TERM FUND - DIRECT - GROWTH	435,484	89.77	-	-
UTI FLOATING RATE FUND - STP - DIRECT - GROWTH	811,762	60.73	-	-
JPMORGAN INDIA LIQUID FUND - DIRECT - GROWTH		-	21,534,594.68	38.29
RELIGARE INVESCO ULTRA SHORT TERM FUND - DIR - DAILY DIVIDEND REINVESTMENT		-	1,359,959.57	138.44
TEMPLETON INDIA - TMA - DAILY DIVIDEND - DIRECT PLAN		-	236,668.43	23.71
		648.83		451.90

14 CHANGES IN INVENTORIES OF STOCK-IN-TRADE

	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Opening Inventories of Digital Certificates	0.04	0.01
Closing Inventories of Digital Certificates	0.03	0.04
Total	0.01	(0.03)

15 Trade receivables

	Non-current		Current	
	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Unsecured, considered good unless stated otherwise				
Outstanding for a period of over six months from the date they are due from payment				
Secured, considered good	-	-	2.32	2.52
Unsecured, considered good	14.08	31.36	14.28	7.98
Doubtful	-	-	-	0.28
	14.08	31.36	16.60	10.78
Provision for doubtful receivables			-	(0.28)
	14.08	31.36	16.60	10.50
Other debts				
Secured, considered good	-	-	209.34	158.04
Unsecured, considered good	-	-	38.49	28.80
Considered Doubtful	-	-	0.04	0.04
	-	-	247.87	186.88
Provision for doubtful receivables			(0.04)	(0.04)
	-	-	247.83	186.84
Total	14.08	31.36	264.43	197.34

16 Cash and bank balances

	Non-current		Current	
	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Cash and cash equivalents				
Balances with banks :				
On current accounts	-	-	287.72	145.74
Deposits held for the purpose of meeting short term cash commitments	-	-	2,587.44	2,052.20
Earmarked Deposits with original maturity of less than three months {including ₹ 15.56 crores (previous year ₹. 51.92 crores) towards withheld payouts and ₹ 52.91 crores (previous year ₹. 44.70 crores) pertaining to Core SGF }	-	-	69.11	96.62
Cheques in hand	-	-	0.45	-
Cash on hand	-	-	0.02	0.01
	-	-	2,944.74	2,294.57
Other bank balances				
Bank Deposits with original maturity for more than 12 months (includes ₹ 6.12 crores (P.Y ₹ 2.54 crores) against bank guarantee)	449.09	749.99	749.95	1,326.15
Earmarked Deposits with original maturity for more than 12 months	72.50	115.89	126.39	40.16
Bank Deposits with original maturity for more than 3 months but less than 12 months	-	-	503.97	453.01
Certificate of Deposits with original maturity for more than 3 months but less than 12 months	-	-	-	-
Certificate of Deposits	-	-	-	-
Earmarked Deposits with original maturity for more than 3 months but less than 12 months	-	-	179.78	122.74
Earmarked Certificate of Deposits	-	-	-	-
Balance in Escrow Account (Refer Note 39)	-	-	2.33	1.82
	521.59	865.88	1,562.42	1,943.88
Amount disclosed under non-current assets (note 12)	521.59	865.88	-	-
Total	-	-	4,507.16	4,238.45

17 Revenue from operations

	For year ended 31.03.2016 (₹ in Crores)		For year ended 31.03.2015 (₹ in Crores)	
Operating revenues				
Transaction charges	1,175.02		1,075.21	
Book building Fees	8.50		3.30	
Listing fees	50.36		47.91	
Income - Online Datafeed Service Fees	59.21		47.06	
Application Development & Maintenance Services	26.16		27.08	
Infrastructure Management Services	5.06		4.21	
E-Learning Solutions	57.51		44.92	
IT & Process Support Charges	0.73		0.44	
Index License Fees Outside India	57.07		34.47	
ETF Licensing Outside India	2.28		1.72	
Data Subscription Fees	4.67		3.69	
Net gain / loss on sale of Current Investment	-		0.01	
Others	8.30	1,454.87	7.53	1,297.55
Other operating revenues				
NCFM Registration & Test enrolment fees	19.01		22.31	
Interest on Bank Deposits & Dividend recd	259.28		311.23	
Processing Fees - Listing	21.52		13.15	
Data Centre charges	70.84		56.15	
Operational expenses recovery	0.73		0.66	
Others	17.37	388.75	10.75	414.25
Sale of Products				
Software Products	10.33		10.58	
Traded Goods	0.55	10.88	0.71	11.29
Total		1,854.50		1,723.09

18 Other income

	For year ended 31.03.2016 (₹ in Crores)		For year ended 31.03.2015 (₹ in Crores)	
Interest Income on				
On Investment				
Current	25.34		57.60	
Long Term	204.59		128.73	
On Bank Deposits	95.52		103.75	
On Certificate of Deposits	-		8.51	
On Income Tax Refund	7.29		2.05	
On Others	0.97	333.71	0.86	301.50
Dividend income				
Long Term :				
from Others	1.33		1.14	
Current	0.17	1.50	0.23	1.37
Net gain / loss on sale of long term Investment		5.89		14.09
Net gain / loss on sale of current Investment		135.35		182.01
Rent Income		15.52		46.08
Profit on Sale of Fixed Assets		6.05		-
Excess Provision written back		0.43		0.98
Amortisation of Premium / Discount on Govt/Debt Securities		-		5.54
Miscellaneous Income		0.99		0.78
Total		499.44		552.35

19 Purchases Of Stock-In-Trade

	For year ended 31.03.2016 (₹ in Crores)	For year ended 31.03.2015 (₹ in Crores)
Purchase of Digital Certificates	0.03	0.06
Total	0.03	0.06

20 Employee benefits expenses

	For year ended 31.03.2016 (₹ in Crores)	For year ended 31.03.2015 (₹ in Crores)
Salaries, wages and bonus	199.12	172.95
Contribution to provident and other fund (Refer Note 24)	13.23	13.14
Staff welfare expenses	8.43	7.29
Total	220.78	193.38

21 Other expenses

	For year ended 31.03.2016 (₹ in Crores)	For year ended 31.03.2015 (₹ in Crores)
Rent	19.78	16.62
Lease line charges	8.47	8.60
Repairs & maintenance		
- To buildings	2.67	3.10
- To computers, trading & telecommunication systems	76.07	64.40
- To others	8.74	7.35
Network Infrastructure Management charges	7.07	7.77
IT management and consultancy charges	6.82	9.07
Insurance	1.84	1.70
Rates & taxes *	6.71	10.47
Advertisement & publicity	17.97	16.30
Legal & Professional fees	34.32	33.61
Payment to auditor (Refer note below)	1.26	1.02
Electricity charges	22.83	27.44
Directors' sitting fees	0.87	0.54
Software expenses	31.70	15.70
Contribution to Investor protection fund trust	4.57	5.31
Investor education expenses	4.38	9.97
SEBI Regulatory Fees	25.04	24.79
Bad debts/Sundry balance written off	0.06	0.04
Provision for Doubtful Debts	0.21	0.10
Loss on sale /discard of assets (Net)	-	0.25
Loss on exchange fluctuation (Net)	0.30	0.64
Amortisation of Premium / Discount on Govt/Debt Securities	1.60	-
Goodwill on Consolidation written off	0.44	-
Preliminary Expenses written off	0.17	-
Adjustments to the carrying amount of current investments	0.09	0.02
NSE MORE Incentive	7.45	-
Technical & Sub Contract Charges	21.67	23.58
Expenditure on CSR Activities (Ref note 40)	2.83	0.70
Other Expenses	86.07	82.77
Total	402.00	371.86
Note :		
Payment to auditor		
As auditor :		
Audit fees	0.40	0.34
Tax audit fee	0.11	0.10
Limited review	0.17	0.17
In other capacity		
Taxation matters	0.19	0.15
Certification matters	0.14	0.15
Other services	0.25	0.11
Total	1.26	1.02

* Includes Municipal Corporation Tax Nil (Previous Year ₹ 2.57 Crores) related to earlier years due to revision in taxes.

22 Prior Period Adjustments

	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Expenses		
Network Infrastructure Management charges	-	0.71
Repairs & Maintenance - To computers, trading & telecommunication systems	2.29	-
IT management and consultancy charges	(0.49)	-
Professional Fees	0.31	-
Leased Line Charges	0.09	-
Software expenses	-	-
Other Expenses	0.57	0.40
	2.78	1.11
Income		
Processing Fees - Listing	-	0.64
Usage Charges	0.37	-
Other Income	0.30	(0.03)
	0.67	0.61
Total	2.11	0.50

23 In accordance with Accounting Standard 20 - "Earning per Share" notified under Rule 7 of the Companies (Accounts) Rules, 2014.

Earning per share

Particulars	Year ended 31.03.2016	Year ended 31.03.2015
Net Profit attributable to Shareholders (₹ In Crores)		
(a) Before exceptional item and contribution to Core SGF	1,620.09	1,616.38
Tax on above	557.63	542.40
Share of Profit from Associates and Minority Associates	89.66	64.72
Profit after tax and before exceptional item	1,152.12	1,138.70
(b) After exceptional item and contribution to Core SGF	654.14	1,026.48
Weighted Average number of equity shares issued (No. in Crores)	4.50	4.50
Basic earnings per share of ₹ 10/- each (in ₹)		
(a) Before exceptional item and contribution to Core SGF	256.03	253.04
(b) After exceptional item and contribution to Core SGF	145.36	228.11

The Company does not have any outstanding dilutive potential equity shares. Consequently, the basic and diluted earning per share of the Company remain the same.

24 Disclosure under Revised Accounting Standard 15 on Employee Benefits notified under Rule 7 of the Companies (Accounts) Rules, 2014 :

i) Defined Contribution Plan : Company's contribution towards superannuation amounting to ₹ 1.98 Crore (Previous Year : ₹ 2.00 Crore) has been charged to Statement of Consolidated Profit and Loss.

ii) Defined Benefit Plan :

(a) Provident Fund: The Company has contributed ₹ 5.57 Crores and ₹ 4.92 Crores towards Provident Fund during the year ended March 31, 2016 and March 31, 2015, respectively As per Implementation Guidance on AS 15 (Revised 2005) Employee Benefits issued by the Accounting Standard Board (ASB), benefit involving employer established provident funds which require interest short fall to be recompensed are to be considered as defined benefit plans. The Actuarial Society of India has issued the final guidance for measurement of provident fund liabilities. The actuary has accordingly provided an actuarial valuation and arrived at the interest shortfall liability of ₹ 0.31 crores (Previous Year ₹ 0.30 crores) has been provided in the books of accounts.

Assumptions used in determining the present value obligation of the interest rate guarantee are as follows:

	Current Year	Previous Year
a. Approach used	Deterministic	Deterministic
b. Increase in compensation levels	5% p.a.	5% p.a.
c. Discount Rate	7.96%	7.96% - 8.03%

(b) Gratuity: Company has charged the Gratuity expense to Statement of Consolidated Profit and Loss based on the actuarial valuation of gratuity liability at the end of the year. The projected unit credit method used to show the position as at March 31, 2016 is as under.

(i) Assumptions:

	Current Year	Previous Year
Discount Rate	7.38% - 7.96%	7.96% - 8.03%
Rate of Return on Plan Assets	7.96%	7.96% - 8.03%
Salary Escalation	5.00%	5.00%
Attrition Rate	2.00%	2.00%

(ii) Table showing change in benefit obligation: (₹ in Crores)

	Current Year	Previous Year
Liability at the beginning of the year	21.38	16.67
Interest cost	1.73	1.56
Current Service Cost	2.34	1.83
Liability transferred in	0.33	-
Liability transferred out	(0.33)	-
Benefits Paid	(3.28)	(3.25)
Actuarial (gains) / loss on obligations - due to change in Financial Assumption	0.03	0.35
Actuarial (gains) / loss on obligations	2.98	4.22
Liability at the end of the year	25.18	21.38

(iii) Tables of Fair value of plan assets: (₹ in Crores)

	Current Year	Previous Year
Fair Value of plan assets at the beginning of the year	15.30	10.71
Expected return on plan assets	1.22	0.89
Contributions	4.00	6.53
Transfer from other company	-	-
Benefits paid	(3.28)	(3.24)
Actuarial gain / (loss) on Plan Assets	0.25	0.41
Fair Value of plan assets at the end of the year	17.49	15.30

(iv) Actual Return on Plan Assets: (₹ in Crores)

	Current Year	Previous Year
Expected return on plan assets	1.22	0.89
Actuarial gain/(loss) on plan assets	0.25	0.41
Actual Return on plan assets	1.47	1.30

(v) Amount recognised in the Consolidated Balance Sheet (₹ in Crores)

	Current Year	Previous Year
Fair value of plan assets as at the end of the year	17.49	15.30
Liability as at the end of the year	(25.18)	(21.38)
Net (liability) / asset disclosed in the Consolidated Balance Sheet	(7.69)	(6.08)

(vi) Expenses recognised in the Statement of Consolidated Profit & Loss (₹ in Crores)

	Current Year	Previous Year
Current Service cost	2.34	1.83
Interest Cost	0.88	1.55
Expected return on plan assets	(0.36)	(0.89)
Actuarial (Gain) or Loss	2.75	4.16
Expenses recognised in the Statement of Consolidated Profit & Loss	5.61	6.65

(vii) Consolidated Balance Sheet Reconciliation (₹ in Crores)

	Current Year	Previous Year
Opening Net Liability	6.08	5.96
Expense as above	5.61	6.65
Net (Liability)/Asset Transfer out	-	-
Employers Contribution	(4.00)	(6.53)
Amount recognised in the Consolidated Balance Sheet	7.69	6.08

(viii) **Category of Assets** (₹ in Crores)

	Current Year	Previous Year
Insurer Managed Funds	17.49	15.30
Total	17.49	15.30

 (ix) **Experience Adjustment** (₹ in Crores)

	Current Year	Previous Year
On Plan Liability (Gain) / Loss	3.11	4.31
On Plan asset (Loss) / Gain	0.38	0.34

- 25 In accordance with Accounting Standard 19 - "Leases" notified under the Rule 7 of the Companies (Accounts) Rules, 2014, the details of obligation on long term non - cancellable operating lease in respect of certain vehicles and office premises taken by the Company are as follows.

(₹ In Crores)

Lease obligations	Year ended 31.03.2016	Year ended 31.03.2015
Total of future minimum lease payments		
- Lease rentals paid during the year	13.31	14.34
- Not later than one year	11.98	12.44
- Later than one year and not later than five years	14.36	18.49
- Later than five years	0.45	0.75
The terms of the Leases range from 3 years to 9 years.		

- 26 In compliance with Accounting Standard 18 - "Related Party Disclosures" notified under the Rule 7 of the Companies (Accounts) Rules, 2014, the required disclosures are given in the table below:

 (a) **Names of the related parties and related party relationship**

Sr. No.	Related Party	Nature of Relationship
1	Power Exchange India Limited	Associate Company
2	NSDL e-Governance Infrastructure Limited	
3	National Securities Depository Limited	
4	Computer Age Management Services Private Limited	
5	Market Simplified India Limited	
6	BFSI Sector Skill Council of India	
7	CAMS Investor Services Private Limited	Subsidiary of Associate Company
8	NSDL Database Management Limited	
9	Receivable Exchange of India Limited (w.e.f 25.02.2016)	Joint Venture Company
10	Ms. Chitra Ramkrishna - Managing Director & CEO	Key Management Personnel

(b) Names of the related parties and relationship

(₹ in Crores)

Name of the Related Party	Nature of Transactions	Year ended 31.03.2016	Year ended 31.03.2015
Power Exchange India Ltd.	Space and Infrastructure usage charges received	-	-
	Application Development and Maintenance Services	0.53	0.54
	Applicable Taxes Recovered	0.07	0.07
	Reimbursement received for other expenses incurred	-	1.15
	Closing balance included in Current Assets	1.00	1.09
	Investment in Preference Share Capital	5.01	5.01
	Investment in Equity Share Capital	15.00	15.00
NSDL e-Governance Infrastructure Limited	Application Development and Maintenance Services	0.62	0.72
	Applicable Taxes Recovered	0.09	0.09
	Dividend received	6.01	5.51
	Closing balance included in Current Assets	0.13	0.24
	Investment in Equity Share Capital	35.42	35.42
National Securities Depository Limited (new)	Dividend received	2.50	2.50
	Application Development and Maintenance Services	0.32	0.35
	Infrastructure Management Services	-	0.01
	Applicable Taxes Recovered	0.04	0.05
	Closing balance included in Loans & Advances	0.01	0.01
	Closing balance included in Current Assets	0.04	0.26
	Investment in Equity Share Capital	61.49	61.49

Name of the Related Party	Nature of Transactions	Year ended 31.03.2016	Year ended 31.03.2015
Market Simplified India Limited	License Fees Paid	0.68	0.67
	Consultancy Charges paid for software development	1.88	-
	Investment in Equity Shares (Closing Balance)	4.51	4.51
	Closing balance included in Current Liabilities	-	(0.06)
Computer Age Management Services Private Limited	Dividend Received	21.21	20.25
	Reimbursement received for expenses incurred	0.11	-
	Investment in Equity Shares (Closing Balance)	412.13	412.13
CAMS Investor Services Private Limited	KRA fees received / receivable	0.13	0.06
	KRA fees Paid / payable	0.00	0.00
	Outstanding balance included in Current Assests	0.03	0.05
	Outstanding balance included in Current Liabilities	0.00	0.00
NSDL Database Management Ltd.	Application Development and Maintenance Services	(0.00)	0.06
	Infrastructure Management Services	0.07	0.09
	Applicable taxes recovered	0.01	0.02
	Outstanding balance included in Current Assests	0.02	0.01
Receivables Exchange of India Limited	Preliminary Expenses paid on behalf of Receivables Exchange of India Limited	0.13	-
	Recoverable towards software development charges paid	0.08	-
	Interest recoverable	0.00	-
	Closing balance included in Loans & Advances	0.21	-

Name of the Related Party	Nature of Transactions	Year ended 31.03.2016	Year ended 31.03.2015
BFSI Sector Skill Council Of India	Amount paid towards PMVY centres	0.09	-
	Investment in Equity Share Capital	1.00	1.00
Key Management Personnel	Gross remuneration including allowances, non-cash perquisites and contribution to Provident Fund and Superannuation Fund etc.	9.12 *	7.45 *

* Includes 50% of the variable pay payable after 3 years subject to certain conditions.

27 Segment Reporting

- a) The disclosure in respect of Segment information as per Accounting Standard - 17 on "Segment Reporting" notified under the Rule 7 of the Companies (Accounts) Rules, 2014 for the year ended March 31, 2016 is given as follows:

The Company has identified segments viz. Trading Services, Clearing Services, End to End Solutions, E-Learning Solutions, Data Feed, Web trading, IT services, IT Process Support charges, Index licensing, strategic investment and Software application development. Out of these, reportable segments are Trading Services and Clearing Services. Segments have been identified and reported taking into account nature of products and services, the differing risks and returns and the internal business reporting systems. The accounting policies adopted for segment reporting are in line with the accounting policy of the Company with following additional policies for segment reporting.

- a) Revenue and expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".
- b) Segment assets and segment liabilities represent assets and liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

Business Segments:

Particulars	Trading Services	Clearing Services	Datafeed Services	Index Licensing Services	Strategic Investments	Others	Elimination	Total	Trading Services	Clearing Services	Datafeed Services	Index Licensing Services	Strategic Investments	Others	Elimination	Total
	31.03.2016	31.03.2016	31.03.2016	31.03.2016	31.03.2016	31.03.2016	31.03.2016	31.03.2016	31.03.2015	31.03.2015	31.03.2015	31.03.2015	31.03.2015	31.03.2015	31.03.2015	31.03.2015
REVENUE:																
External Revenue	1,450.20	173.93	60.09	67.58	-	102.70	-	1,854.50	1,338.85	212.08	47.75	43.44	-	80.97	-	1,723.09
Inter-segment Revenue	30.22	98.35	0.32	10.39	63.73	114.10	(317.11)	-	24.83	91.18	0.17	8.23	70.99	113.68	(309.08)	-
Total Revenue	1,480.42	272.28	60.41	77.97	63.73	216.80	(317.11)	1,854.50	1,363.68	303.26	47.92	51.67	70.99	194.65	(309.08)	1,723.09
RESULT																
Segment Result	33.97*	193.45	42.23	71.41	57.43	26.30	-	424.79	568.31*	231.28	34.33	47.18	70.99	15.56	-	967.65
Add: Unallocable Income (net of unallocable expenditure)								108.33								177.23
Add: Interest Income								325.45								301.50
Profit before tax & exceptional item								858.57								1,446.38
Profit / (Loss) on sale of Long term Equity investments								-								-
Profit before tax								858.57								1,446.38
Less: Provision for current tax								(290.29)								(480.26)
Add: MAT Credit adjusted								-								0.05
Less: Provision for deferred tax								(4.68)								(4.36)
Less: Wealth tax for earlier years								1.08								-
Less: Income tax for earlier years								(0.20)								(0.05)
Profit after tax and before minority interest and share of loss of associate								564.48								961.76
Less: Minority Interest								-								-
Add: Share of profit (net) of associate(s)								89.66								64.72

Particulars	Trading Services	Clearing Services	Datafeed Services	Index Licensing Services	Strategic Investments	Others	Elimination	Total	Trading Services	Clearing Services	Datafeed Services	Index Licensing Services	Strategic Investments	Others	Elimination	Total
	31.03.2016	31.03.2016	31.03.2016	31.03.2016	31.03.2016	31.03.2016	31.03.2016	31.03.2016	31.03.2015	31.03.2015	31.03.2015	31.03.2015	31.03.2015	31.03.2015	31.03.2015	31.03.2015
Profit after tax								654.14								1,026.48
OTHER INFORMATION																
Segment Assets	2,077.37	4,400.91	6.08	10.71	782.52	57.98		7,335.57	1,988.15	3,695.04	4.30	7.49	812.38	43.71		6,551.07
Unallocable Assets								6,150.89								5,239.46
Total Assets								13,486.46								11,790.53
Segment Liabilities	2,296.14	4,338.73	8.13	2.95	1.39	35.50		6,682.84	2,038.04	3,465.49	5.78	2.05	0.58	34.22		5,546.16
Unallocable Liabilities								406.42								517.59
Total Liabilities								7,089.26								6,063.75
Capital Expenditure																
Segment Capital Expenditure	138.88	6.88	0.00	-	-	2.21		147.97	148.77	1.09	0.24	-	-	2.42		152.52
Unallocable Capital Expenditure								-								-
Total Capital Expenditure								147.97								152.52
Depreciation/Amortisation																
Segment Depreciation / Amortisation **	101.92	2.30	0.13	0.00	-	3.42		107.77	94.61	1.95	0.14	-	-	8.14		104.84
Unallocable Depreciation / Amortisation								1.15								1.19
Total Depreciation / Amortisation								108.92								106.03

* Segment result is net of contribution to Core SGF amounting to ₹ 761.52 crores (Previous Year ₹ 170 crores)

** includes depreciation/amortisation of ₹ Nil (Previous Year ₹ 12.74 crore - Trading Segment ₹ 9.99 crore and Others ₹ 2.75 crore) adjusted against opening retained earnings pursuant to the provisions of Companies Act, 2013.

The businesses, which were not reportable segments during the year, have been grouped under the "Others" segment which comprises of: End to End Solution, E-learning Solutions, Web trading, IT services, IT Process Support charges, and Software application development.

28 Capital and other commitments

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for ₹ 73.34 Crores (previous year ₹ 37.00 Crores) and other commitments of ₹ 31.01 crores (Previous year ₹ NIL)

29 Contingent liability:

- (i) Claims against the company not acknowledged as debts: ₹11.96 Crores (previous year ₹12.39 Crores)
- (ii a) In a complaint filed by a competitor against the Company, the Competition Commission of India directed the Company to pay a penalty of ₹ 55.50 crores (Previous Year : ₹ 55.50 crores). The Company had appealed against the order before the Hon'ble Competition Appellate Tribunal (COMPAT) which rejected the appeal. The Company has appealed against the said order and stay has been granted by the Hon'ble Supreme Court of India. In respect of the same subject matter, a compensation claim has been filed against the Company amounting to ₹ 856.99 crores (Previous Year : ₹ 856.99) before the COMPAT by the competitor and the same is being disputed by the Company. Based on the legal advice, the Company is of the view that there are strong grounds that the Hon'ble Supreme Court of India will over turn the decision of the COMPAT. In view of the same no provision has been made in respect of penalty and compensation claimed.
- (ii b) A suit has been filed, jointly and severally against the Company and National Securities Clearing Corporation Limited for damages / compensation amounting to ₹ 152.57 crores (Previous Year : ₹ 152.57 crores) along with interest thereon and has been disputed by the Company. As per the legal opinion received, the possibility of the claim being awarded against the Company is remote.
- (iii) On account of disputed demand of Income Tax: ₹ 46.95 Crores (previous year ₹ 59.30 Crores), disputed demand of Fringe Benefit Tax: ₹ 2.22 Crores (previous year ₹ 2.22 Crores) and disputed demand of Wealth Tax: ₹ 1.94 Crores (previous year ₹ 1.94 Crores). Wealth Tax liability includes ₹ 1.86 Crores (previous year ₹ 1.86 Crores) on account of Tax Department appeals pending disposal before the Bombay High Court. On account of disputed demand of Service Tax: ₹ 47.75 Crores (previous year ₹ 39.58 crores) along with interest and penalty thereon. On account of show-cause cum demand notice on disputed matter of Central Excise for ₹ 0.13 Crores along with interest and penalty (Previous Year ₹ 0.13 crores).
- (iv) On account of disputed demand of Securities Transaction Tax : ₹ 5.21 Crores (previous year ₹ 5.21 Crores)
- (v) On account of Bank Guaranties ₹ 1.10 Crores (Previous year ₹ 0.48 Crores)
- (vi) On account of disputed demand of Sales tax/VAT : ₹ 6.30 crores (Previous year ₹ Nil) (As against the refund claim of ₹ 0.03 crores for F.Y. 2008-09, the Assessing Authority has raised a demand of ₹ 6.05 crores. In case of subsidiary company, NSEIT Limited is in process of filing an appeal against the demand of ₹ 6.05 crores)

30 In the opinion of the Board, current assets, loans and advances are approximately of the value stated, if realised in the ordinary course of business.

31 Securities and Exchange Board of India, vide circular CIR/MRD/DRMNP/25/2014 dated August 27, 2014, interalia, has issued norms related to the computation and contribution to the Core Settlement Guarantee Fund (Core SGF) by the Clearing Corporation (minimum 50%), Stock Exchange (minimum 25%) and members (maximum 25%) for each segment. Details of Core SGF as on 31-Mar-2016 are as follows :

₹ In Crs.

Details of MRC of Core SGF	CM	FO	CD	Debt	Total
NSCCL own contribution	73.42	357.27	46.76	3.00	480.45
Contribution by NSCCL on behalf of Member	0.55	13.60	2.25	-	16.40
Member Deposits	13.27	28.54	5.22	-	47.04
Member Cash Equivalents	22.88	136.49	15.90	-	175.28
Contribution by NSE	37.00	179.00	24.00	1.00	241.00
Total	147.13	714.90	94.14	4.00	960.17

Out of the above the details of the Cash contributions and investment of the same are as follows :

₹ In Crs.

I	Contribution to Corpus of Core SGF	CM	FO	CD	Debt	Total
a	NSCCL own contribution	74.81	361.46	48.62	3.00	487.89
b	Contribution by NSCCL on behalf of Member	0.54	13.63	2.25	-	16.42
c	Member Deposits	13.27	28.54	5.22	-	47.04
d	Contribution by NSE	37.00	179.00	24.00	1.00	241.00
1	Total (a+b+c+d)	125.62	582.63	80.09	4.00	792.34

2	Penalty*	19.38	100.98	11.70	-	132.06
3	Income on Investments*	8.33	27.93	5.06	0.15	41.47
	Grand Total (1+2+3)	153.33	711.54	96.85	4.15	965.88

II	Details of Investment	CM	FO	CD	Debt	Total
1	Mutual Funds	97.32	488.99	59.67	2.85	648.83
2	Fixed Deposit with Banks	33.60	199.98	26.47	-	260.05
3	Flexi Fixed Deposits	22.39	21.72	8.80	-	52.91
4	Balance in Bank Accounts	0.02	0.85	1.92	1.30	4.08
	Grand Total (1+2+3+4)	153.33	711.54	96.85	4.15	965.88

* Net of applicable corporate tax ₹ 9.38 Crs, on cash basis.

32 Movement in Goodwill on Consolidation

(₹ In Crores)

Particulars	As at 31.03.2016	As at 31.03.2015
Goodwill on Consolidation as on 1-Apr-15	67.35	67.35
Less : Goodwill on Consolidation written off	(0.44)	-
Goodwill on Consolidation as on 31-Mar-16	66.91	67.35

33 Movement in Capital Reserve on Consolidation

(₹ In Crores)

Particulars	As at 31.03.2016	As at 31.03.2015
Capital Reserve on Consolidation as on 1-Apr-15	39.39	39.39
Capital Reserve on Consolidation as on 31-Mar-16	39.39	39.39

34 Share of Profit / (loss) for AS - 23 "Accounting for Investments in Associates in Consolidated Financial Statements"

(₹ In Crores)

Particulars	2015-16	2014-15
Power Exchange India Limited	-	-
National Securities Depository Limited	25.81	11.68
NSDL-e governance Infrastructure Limited	21.41	17.09
Market Simplified India Limited	0.24	0.35
Computer Age Management Services Private Limited	42.20	35.60
Total	89.66	64.72

35 The Company has made an investment in BFSI Sector Skill Council of India, an associate company incorporated under section 8 of Companies Act, 2013, wherein the profits will be applied for promoting its objects. Since the Company will not derive any economic benefit from its investments in BFSI Sector Skill Council of India, share of profit/loss of BFSI Sector Skill Council of India are not consolidated in these financial statements

36 a) In accordance with Regulation 33 of Securities Contracts (Regulations) (SECC) Regulations, 2012 (The Regulations) issued on June 20, 2012, every recognized stock exchange was required to transfer twenty five percent of its annual profits every year to a fund of the recognized clearing corporation(s) which clears and settles trades executed on that stock exchange to guarantee settlement of trades. The Securities and Exchange Board of India (SEBI) in its Press Release No.225/2015 dated September 1, 2015, stated that the report of the Committee on Clearing Corporations had been placed before the SEBI Board in its meeting held on August 24, 2015 and that while the SEBI Board took note of the report, it approved the proposal to seek public comments on the recommendations of the committee. Pending final notification based on the decision which was to be taken by SEBI after the public comments were received, the Company has made a provisional appropriation of ₹ 527.19 crores (net of ₹ 170 crores transferred to Core SGF (Refer Note 36(b)) as at March 31, 2015 and the same had been shown under the head Short Term Provisions, to be suitably adjusted in the light of the final SEBI notification in the matter.

(i) SEBI has in its Circular No. SEBI/HO/MRD/DRMNP/CIR/2016/54 dated May 04, 2016 since notified that the amounts carried forward in the Short Term provision in respect of the period upto March 31, 2015 have to be transferred by the Stock Exchange to the Core SGF maintained by the Clearing Corporation within one month of the date of issuance of the notification and that the amounts to be transferred by the Stock Exchange to the Core SGF maintained by the Clearing Corporation in respect of the period from April 01, 2015 till the date of amendment of the Regulation 33 of SECC Regulation, 2012 within such time as to be specified by SEBI.

(ii) Accordingly, the provisional appropriations made out of profits aggregating to ₹ 527.19 crores

shown under the head Short Term Provision in the Balance Sheet as on March 31, 2015 have been reversed and a provision for an equivalent amount has been made during the year. Further a provision of ₹ 163.32 crores has also been made during the year for the period April 01, 2015 till March 31, 2016 (net of ₹ 71 crores transferred to Core SGF for the year (Refer Note 36 (b)). Both these provisions are disclosed as an exceptional item and an aggregate amount of ₹ 690.52 crores payable to Core SGF has been shown under the head Other current liability in the Balance sheet.

- b) In terms of Securities and Exchange Board of India circular CIR/MRD/DRMNP/25/2014 dated August 27, 2014, the Clearing Corporation (CC) shall have a fund called Core SGF for each segment of each Recognised Stock Exchange (SE) to guarantee the settlement of trades executed in respective segment of the SE. The Recognised SE shall contribute at least 25 % of the Minimum Required Corpus of Core SGF (MRC). The contribution to be made by the Recognised SE to the said Core SGF can be adjusted against transfer of 25% of the profit by the Recognised SE as required by Regulation 33 of SECC Regulations. Accordingly, during the year ended March 31, 2016, an amount of ₹ 71 crores (Previous Year - ₹ 170 crores) has been transferred to the Clearing Corporation towards contribution to the said Minimum Required Corpus of Core SGF and the same is adjusted against appropriation of 25% of the profit as mentioned in note (36)(a)(ii) and has been charged to Statement of Profit and Loss and shown as exceptional item.

- 37 In case of a subsidiary namely National Securities Clearing Corporation Limited, during the year, dues amounting to ₹ 83.47 crores (previous year ₹ 72.38 crores) of defaulter member, after netting off available deposits and collaterals in the form of securities available with the company have been partly appropriated from Fines and Penalties amounting to ₹ 59.37 crores and the balance amount of ₹ 24.10 crores (previous year ₹ 72.38 crores) from the contribution provisionally receivable from National Stock Exchange of India Limited towards Settlement Guarantee Fund under the Securities Contracts (Regulations) (SECC) Regulations, 2012.

38 Details of dues to micro and small, medium enterprises as defined under the MSMED Act, 2006

Liability for expenses includes ₹ 0.11 Crore (Previous Year: ₹ 0.05 Crore) due to Micro, Small & Medium Enterprises. Total outstanding dues to Micro, Small & Medium Enterprises have been determined to the extent such parties have been identified on the basis of information available with the Company.

39 Balance with Escrow Account

In case of subsidiary NSEIT Limited, The Company jointly with Unique Identification Authority of India (UIDAI) maintains a escrow bank account with State Bank of India (SBI) for the purpose of collection of fees from candidates appearing for the UIDAI certification exams. The operating control of the said bank account rests solely with UIDAI and amounts due to the Company are paid out by SBI (under instruction from UIDAI) on periodic basis to the Company on fulfillment of certain conditions by the Company. The balance in the escrow bank account as of the Balance Sheet date is shown under Other Bank balances under Current Assets. Since the amounts lying in escrow bank account are not at disposal of the company the same is also shown as liability under Other Current Liabilities.

- 40 a Gross amount required to be spent by the Company on Corporate Social Responsibility activities during the financial year 2015-16 is ₹ 28.86 crores (Previous year : ₹ 28.01 crores)
- b Amount spent during the year towards Primary Education, Elder Care, etc :

Particulars	In cash	Yet to be paid in cash	Total
Construction / acquiring of any asset	-	-	-
	-	-	-
On purposes other than above *	2.71	-	2.71
	(0.62)	-	(0.62)

Figure in brackets pertain to year ended March 31, 2015

* excludes ₹ 0.12 crores (previous year ₹ 0.08 crores) on capacity building of personnel and implementing agencies etc., which is in excess of 5 % of total CSR expenditure.

- 41 a C.I.F. value of import in respect of Capital goods : ₹ 4.36 Crores (Previous year : ₹ 16.61 Crores)
 b Expenditure in foreign currency (accrual basis)

(₹ in Crores)

Particulars	Current Year	Previous Year
Travelling Expenses	1.06	1.05
Professional and Technical Fees	24.84	16.57
Direct Fees & Subscription	0.06	0.04
Subcontract/ Technical Fees	20.31	21.18
Software Licenses	0.07	0.00
Recruitment Expenses	-	0.03
Others	2.19	1.47

- c Net dividend remitted in foreign exchange

Year of remittance (ending on)	31.03.2016	31.03.2015
Period to which it relates	01.04.2014 to 31.03.2015	01.04.2013 to 31.03.2014
Number of non-resident shareholders to whom dividend remitted in foreign currency	4.00	7.00
Number of equity shares held on which dividend was due	6,075,000.00	8,775,000.00
Amount remitted INR equivalent USD (₹ In Crores)	48.30	59.67

- d Earning in Foreign Currency

(₹ in Crores)

Particulars	Current Year	Previous Year
Application Development and Maintenance Services	7.27	7.58
E-Learning	0.27	0.25
Index License Fees Outside India :	57.06	34.47
ETF Licensing Outside India:	2.28	1.72
Data Subscription Fees:	3.15	2.57
Revenue Sharing - S & P:	-	-
Others	45.66	34.52

e Particulars of un-hedged foreign currency exposure as at Balance Sheet date is as follow :

Trade Receivable

Financial Year	Currency	Foreign Currency	Exchange Rate	₹ in crores
2015 - 16	USD	1,072,477.68	66.33	7.11
2014 - 15	USD	571,338.64	62.59	3.58

- 42 The Group, its jointly controlled entity and its associates pending litigations comprise of claims against the Group, its jointly controlled entity and its associates and proceedings pending with Statutory and Tax Authorities. The Group, its jointly controlled entity and its associates has reviewed all its pending litigations and proceedings and has made adequate provisions, whenever required and disclosed the contingent liabilities, wherever applicable, in its consolidated financial statements. The Group, its jointly controlled entity and its associates does not expect the outcome of these proceedings to have a material impact on its financial position (Refer note no 29 for details on contingent liabilities)
- 43 In accordance with relevant provisions of Companies Act, 2013, the Group, its jointly controlled entity and its associates did not have any long-term contracts including derivative contracts as at March 31, 2016.
- 44 For the year ended March 31, 2016, the Group, its jointly controlled entity and its associates is not required to transfer any amount into the Investor Education & Protection Fund as required under relevant provisions of the Companies Act, 2013.
- 45 (a) Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures Form AOC 1 (Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Part "A": Subsidiaries

(₹ in crores)

Name of Subsidiary	National Securities Clearing Corporation Limited	NSE Strategic Investment Corporation Limited	Dotex International Limited (Note 1)	India Index Services & Products Limited (Note 1)	NSE.IT LTD (Note 1)	NSE Education Facilities Limited (Note 1)	NSE.IT (US) INC. (Note.2)	Nse Infotech Services Ltd (Note 1)
Reporting period	March 31, 2016	March 31, 2016	March 31, 2016	March 31, 2016	March 31, 2016	March 31, 2016	March 31, 2016	March 31, 2016
Share Capital	45.00	825.99	9.00	1.30	10.00	0.25	5.35	0.05
Reserves and Surplus	523.98	129.92	94.99	136.74	79.43	-0.05	-4.34	5.40
Total assets	5,111.63	957.31	117.50	141.43	111.41	0.25	4.99	16.26
Total liabilities	5,111.63	957.31	117.50	141.43	111.41	0.25	4.99	16.26
Investments	1,509.60	954.40	83.71	111.67	7.62	0.00	0.00	0.00
Turnover	331.42	70.64	90.37	84.12	148.48	0.00	8.87	46.91
Profit before taxation	251.70	63.28	51.88	77.53	31.61	-0.05	0.77	1.64
Provision for taxation	85.81	2.32	18.28	26.60	11.27	0.00	0.04	0.55
Profit after taxation	165.89	60.95	33.60	50.93	20.34	-0.05	0.73	1.09
Proposed dividend	157.50	0.00	0.90	0.13	1.00	0.00	0.00	0.00
% of shareholding	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%

Note :

1. Dotex International Limited, India Index Services & Products Limited, NSEIT Ltd, Nse Infotech Services Ltd and NSE Education Facilities Limited are wholly owned subsidiaries of NSE Strategic Investment Corporation Limited.
2. NSE.IT (US) INC. is a wholly owned subsidiary of NSE.IT LTD. The financial information of NSE.IT (US) INC. have been translated into INR at the closing rate at March 31, 2016 of 1USD = Rs.66.3329 for purpose of translation of balance sheet purpose and average rate for FY 2015-16 of 1USD = Rs. 64.2455 for purpose of translation of Statement of Profit and Loss.

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

(₹ in crores)

Name of Associates/Joint Ventures	National Securities Depository Limited	Computer Age Management Services Private Limited	Nsdl E - Governance Infrastructure Limited	Market Simplified India Limited	Power Exchange India Limited
Latest audited Balance Sheet Date	March 31, 2016	March 31, 2015	March 31, 2015	March 31, 2015	March 31, 2015
Shares of Associate held by the group at the abovementioned reporting date					
Number of Equity Shares	10,018,000.00	21,938,400	10,018,000	4,505,175	15,000,030
Amount of Investment in Associates	61.49	412.13	55.10	4.51	15.04
Extend of Holding %	25.05%	44.99%	25.05%	30.00%	30.95%
Description of how there is significant influence	Note 1	Note 1	Note 1	Note 1	Note 1
Reason why the associate is not consolidated	N.A	N.A	N.A	N.A	N.A
Networth attributable to Shareholding as per latest audited Balance Sheet	453.60	294.95	281.33	8.60	-0.68
Profit / Loss for the year					
i. Considered in Consolidation	25.81	42.20	21.41	0.24	-
ii. Not Considered in Consolidation	-	-	-	-	-

Notes :-

1. The group has significant influence through holding more than 20.00% of the equity shares in the investee company in terms of Accounting Standard 23, issued by ICAI.
2. During the year the company has entered into a Joint Venture namely Receivables Exchange of India Limited which is yet to commence operations as on 31st March 2016.

(b) Statement Of Net Assets And Profit Or Loss Attributable To Owners

Name of the Entity	Net Assets, i.e. total assets minus total liabilities		Share in profit or loss	
	As % of Consolidated Net Assets	Amount (₹ Crores)	As % of Consolidated Profit and Loss	Amount (₹ Crores)
National Stock Exchange of India Limited	73.91%	5,276.74	56.86%	439.33
	(71.51%)	(4,673.53)	(67.93%)	(779.68)
Indian Subsidiaries				
National Securities Clearing Corporation Limited	7.97%	568.98	21.47%	165.89
	(10.75%)	(702.66)	(19.06%)	(218.80)
NSE Strategic Investment Corporation Limited	13.39%	955.91	7.89%	60.95
	(13.69%)	(894.97)	(6.13%)	(70.35)
NSEIT Limited	1.25%	89.43	2.63%	20.34
	(1.08%)	(70.33)	(1.33%)	(15.23)

Name of the Entity	Net Assets, i.e. total assets minus total liabilities		Share in profit or loss	
	As % of Consolidated Net Assets	Amount (₹ Crores)	As % of Consolidated Profit and Loss	Amount (₹ Crores)
India Index Services & Products Limited	1.93%	138.04	6.59%	50.93
	(1.34%)	(87.26)	(2.99%)	(34.29)
DotEx International Limited	1.46%	103.99	4.35%	33.60
	(1.56%)	(102.16)	(2.46%)	(28.25)
NSE Infotech Services Limited	0.08%	5.45	0.14%	1.09
	(0.07%)	(4.37)	(0.07%)	(0.86)
NSE Education Facilities Limited	0.00%	0.20	-0.01%	-0.05
	N.A.	N.A.	N.A.	N.A.
Foreign Subsidiary				
NSE. IT (US) Inc.	0.01%	1.01	0.09%	0.73
	(0.00%)	(0.24)	(0.03%)	(0.35)
Indian Joint Venture				
Receivables Exchange of India Limited	0.00%	0.07	-0.02%	-0.13
	N.A.	N.A.	N.A.	N.A.
Total	100%	7,139.82	100%	772.68
Adjustment arising out of Consolidation		-742.62		-118.54
Consolidated Net Assets / Profit after tax		6,397.20		654.14
		(5,726.78)		(1,026.48)

Figure in brackets pertain to year ended March 31, 2015

As per our report of even date attached

For and on behalf of the Board of Directors

For KHANDELWAL JAIN & CO.,
Chartered Accountants
Firm's Registration no : 105049W

NARENDRA JAIN
Partner
Membership No.:048725

ASHOK CHAWLA
Chairman

CHITRA RAMKRISHNA
Managing Director & CEO

Place : Mumbai
Date : May 12, 2016

J. RAVICHANDRAN
Group President &
Company Secretary

YATRIK VIN
Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a

true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2016, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - (e) on the basis of the written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B";
 - (g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 36 to the financial statements;
 - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses - Refer Note 37 to the financial statements;
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company - Refer Note 38 to the financial statements,

For Khandelwal Jain & Co

Chartered Accountants

Firm's Registration No. 105049W

(Narendra Jain)

Partner

Membership No. 048725

Place : Mumbai

Date : May 12, 2016

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone financial statement for the year ended March 31, 2016. We report that:

- (i)
 - a) The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets.
 - b) The Company has physically verified the fixed assets in accordance with a program of verification which in our opinion provides for physical verification of all fixed assets at reasonable intervals. We have been informed that no material discrepancies were noticed on such verification.
 - c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) Considering the nature of the business and services rendered by the Company, the provisions of clause 3(ii) of Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- (iii) The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of clause 3(iii) of Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- (v) The Company has not accepted any deposits during the year from the public within the meaning of the provisions of Section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules made thereunder.
- (vi) We are informed that the Central Government, has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act 2013.
- (vii)
 - a) According to the information and explanations given to us and on the basis of records examined by us, the Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service-tax, duty of custom, duty of excise, value added tax, sales and any other statutory dues, wherever applicable. According to the records of the Company, there were no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, sales tax, service-tax, duty of custom, duty of excise, value added tax, cess and other statutory dues were in arrears as at March 31, 2016 for a period of more than six months from the date they became payable.
 - b) According to the information and explanations given to us, the dues of sales-tax, income-tax, duty of customs, wealth-tax, service tax, securities transaction tax and duty of excise which have not been deposited on account of disputes and the forum where the dispute is pending are as under:

Sr. No.	Name of the Statute	Nature of the Dues	Period to which amount relates (Financial year)	Amount (₹. in Crores)	Forum where dispute is Pending
1.	Income Tax Act, 1961	Income Tax	1995-1996	0.08	High Court, Mumbai
			1999-2000	0.34	High Court, Mumbai
			2007-2008	0.002	Income Tax Appellate Tribunal, Mumbai
2.	Wealth Tax Act, 1957	Wealth Tax	2000-2001	0.11	Income Tax Appellate Tribunal, Mumbai Wealth Tax Bench
3.	Finance (No.2) Act, 2004-ChapterVII	Securities Transaction Tax	2006-2007	1.57	Income Tax Appellate Tribunal, Mumbai
			2007-2008	0.97	Income Tax Appellate Tribunal, Mumbai
			2008-2009	0.48	Income Tax Appellate Tribunal, Mumbai
4.	Chapter V of Finance Act, 1994	Service Tax	2004-2005 To 2008-2009	28.10	Commissioner of Service Tax, Mumbai
			2010-2011	0.001	Commissioner of Central Excise (Appeal), Mumbai
			2011-2012	0.001	Commissioner of Central Excise (Appeal), Mumbai
			2008-2009 To 2011-2012	11.09	Commissioner of Service Tax, Mumbai
5	The Competition Act, 2002	Penalty	2007-2008 to 2009-2010	55.50	Supreme Court of India

- (viii) The Company has not taken any loan from banks, financial institutions or government and the Company has not issued any debentures. Therefore, the provisions of clause 3(viii) of Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- (ix) The Company has not taken any term loans and has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year. Therefore, the provisions of clause 3(ix) of Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- (x) Based upon the audit procedures performed and information and explanations given to us, we report that no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act.

- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, the provisions of clause 3(xii) of Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and section 188 of the Act, where applicable and details of such transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Therefore, the provisions of clause 3(xiv) of Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Therefore, the provisions of clause 3(xv) of Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- (xvi) According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For Khandelwal Jain & Co

Chartered Accountants

Firm's Registration No. 105049W

(Narendra Jain)**Partner**

Membership No. 048725

Place : Mumbai

Date : May 12, 2016

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that,

in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Khandelwal Jain & Co
Chartered Accountants
Firm's Registration No. 105049W

(Narendra Jain)
Partner
Membership No. 048725

Place : Mumbai
Date : May 12, 2016

BALANCE SHEET AS AT MARCH 31, 2016

Particulars		Notes	As at 31.03.2016 (₹ in Crores)	As at 31.03.2015 (₹ in Crores)
Equity and liabilities				
1	Shareholder's funds			
a	Share Capital	2	45.00	45.00
b	Reserves and surplus	3	5,231.74	4,628.53
			5,276.74	4,673.53
2	Non-current liabilities			
a	Deposits (Unsecured)	4	1,027.98	1,038.41
b	Deferred tax liabilities (net)	5	17.74	12.46
c	Other long-term liabilities	6	17.15	16.69
d	Long-term provisions	7	2.67	2.16
			1,065.54	1,069.72
3	Current liabilities			
a	Deposits (Unsecured)	4	23.98	18.19
b	Trade payables	6	–	–
c	Other current liabilities	6	1,207.88	449.76
d	Short-term provisions	7	407.99	1,004.38
			1,639.85	1,472.33
	TOTAL		7,982.13	7,215.58
Assets				
1	Non-current assets			
a	Fixed assets	8		
	Tangible assets		498.50	487.42
	Intangible assets		42.59	31.70
	Capital work-in-progress		14.43	5.15
	Intangible assets under development		23.11	11.39
			578.63	535.66

Particulars		Notes	As at 31.03.2016 (₹ in Crores)	As at 31.03.2015 (₹ in Crores)
b	Non-current investments	9	3,577.91	2,050.92
c	Long-term loans and advances	10	274.91	93.31
d	Other non-current assets	11		
	i) Non-current bank balances		280.86	548.22
	ii) Others		20.99	15.30
			4,733.30	3,243.41
2	Current assets			
a	Current investments	12	1,545.20	2,040.79
b	Trade receivable	13	224.50	170.57
c	Cash and bank balances	14	1,191.62	1,461.87
d	Short-term loans and advances	10	72.84	52.71
e	Other Current assets	11	214.67	246.23
			3,248.83	3,972.17
	TOTAL		7,982.13	7,215.58

Summary of significant accounting policies 1

The accompanying notes forms an integral part of the financial statements.

As per our report of even date attached

For and on behalf of the Board of Directors

For KHANDELWAL JAI & CO.,
Chartered Accountants
Firm's Registration no : 105049W

NARENDRA JAIN
Partner
Membership No.:048725

ASHOK CHAWLA
Chairman

CHITRA RAMKRISHNA
Managing Director & CEO

Place : Mumbai
Date : May 12, 2016

J. RAVICHANDRAN
Group President
& Company Secretary

YATRIK VIN
Chief Financial Officer

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2016

Particulars	Notes	For the year ended 31.03.2016 (₹ in Crores)	For the year ended 31.03.2015 (₹ in Crores)
Income			
Revenue from operations	15	1,480.42	1,363.68
Other income	16	564.12	554.44
Total Income		2,044.54	1,918.12
Expenses			
Employee benefits expense	17	108.39	91.79
Clearing & Settlement charge		98.54	91.18
Depreciation and amortisation expense	8	103.09	85.79
Other expenses	18	381.88	362.59
Total Expenses		691.90	631.35
Profit before prior-period adjustments, exceptional item, contribution to NSCCL Core SGF & tax		1,352.64	1,286.77
Add/(Less) : Prior-period adjustments	19	(2.58)	(0.22)
Profit before exceptional item, contribution to NSCCL Core SGF & tax		1,350.06	1,286.55
Less :Contribution to NSCCL Core Settlement Guarantee Fund (Core SGF)	35	(761.52)	(170.00)
Profit before tax		588.54	1,116.55
Less : Tax expenses			
Current tax		145.00	330.00
Wealth Tax for earlier year		(1.07)	–
Deferred tax		5.28	6.87
Total tax expenses		149.21	336.87
Profit after tax		439.33	779.68

Particulars	Notes	For the year ended 31.03.2016 (₹ in Crores)	For the year ended 31.03.2015 (₹ in Crores)
Earnings per equity share (FV ₹ 10 each)			
(a) Before exceptional item & contribution to NSCCL Core SGF			
- Basic (₹)	20	208.29	198.20
- Diluted (₹)	20	208.29	198.20
(b) After exceptional item & contribution to NSCCL Core SGF			
- Basic (₹)	20	97.63	173.26
- Diluted (₹)	20	97.63	173.26
Summary of significant accounting policies	1		

The accompanying notes forms an integral part of the financial statements.

As per our report of even date attached

For and on behalf of the Board of Directors

For KHANDELWAL JAIN & CO.,
Chartered Accountants
Firm's Registration no : 105049W

NARENDRA JAIN
Partner
Membership No.:048725

ASHOK CHAWLA
Chairman

CHITRA RAMKRISHNA
Managing Director & CEO

Place : Mumbai
Date : May 12, 2016

J. RAVICHANDRAN
Group President
& Company Secretary

YATRIK VIN
Chief Financial Officer

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

	2015-16 (₹ in Crores)	2014-15 (₹ in Crores)
A) CASHFLOW FROM OPERATING ACTIVITIES		
NET PROFIT BEFORE TAX	588.54	1,116.55
Add : Adjustments for :		
- Depreciation	103.09	85.79
- Adjustments to the carrying amount of current investments	0.07	0.02
- Bad Debts written off	0.21	-
- (Profit) / Loss on sale /discard of assets (Net)	(6.05)	0.25
- Prior-period adjustments (Net)	2.58	0.22
- Wealth Tax	(0.07)	0.50
Less : Adjustments for :		
- Interest income on Current Investments	(8.49)	(36.24)
- Interest income on Long Term Investment	(196.16)	(111.27)
- Interest income on Bank deposit	(81.36)	(76.20)
- Interest income on Certificate of deposits	-	(7.71)
- (Profit)/Loss on sale/redemption of long term investments	(5.86)	(14.09)
- (Profit)/Loss on sale/redemption of current investments	(89.15)	(133.39)
- Amortisation of Premium / Discount on Govt/Debt Securities	1.19	(5.65)
- Dividend received from Subsidiaries, associate companies and others	(150.07)	(116.15)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	158.47	702.63
Adjustments for :		
Trade Receivable	(54.14)	(18.47)
Loans & Advances	(18.63)	6.60
Liabilities & Provisions	754.94	(43.35)
Other Current Assets	4.00	88.46
CASH GENERATED FROM OPERATIONS	844.64	735.87
Prior-period adjustments (Net)	(2.58)	(0.22)
Direct Taxes paid (Net of Refunds)	(369.07)	(317.18)
NET CASH FROM (USED IN) OPERATING ACTIVITIES - Total (A)	472.99	418.48
B) CASHFLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets/Capital work-in-progress	(132.13)	(147.84)
Sale of Fixed Assets	7.19	0.04
Interest received	307.87	221.02
Dividend received from Subsidiaries, associate companies and others	150.07	116.15
(Increase)/Decrease in Fixed deposit & Certificate of deposits	555.56	1,455.46
(Increase)/Decrease in Investment	(938.15)	(1,707.93)
NET CASH FROM (USED IN) INVESTING ACTIVITIES - Total (B)	(49.59)	(63.10)

	2015-16 (₹ in Crores)	2014-15 (₹ in Crores)
C) CASHFLOW FROM FINANCING ACTIVITIES		
Proceed of Deposit from Trading members / applicants	30.97	25.95
Refund of deposit from trading members / applicants	(36.98)	(36.91)
Refund / Proceed of Equipment deposits (Net)	1.37	0.99
Dividend paid	(357.75)	(306.00)
Dividend distribution tax paid	(43.06)	(32.89)
NET CASH FROM (USED IN) FINANCING ACTIVITIES - Total (C)	(405.45)	(348.86)
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	17.95	6.52
CASH AND CASH EQUIVALENTS : OPENING BALANCE	32.70	26.18
CLOSING CASH AND CASH EQUIVALENTS : CLOSING BALANCE	50.65	32.70
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENT	17.95	6.52

Notes to Cash Flow Statement :

- Cash and cash equivalent represent cash, bank balances and certificate of deposits with original maturity of less than three months.
- The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard-3 on Cash Flow Statements notified under Rule 7 of the Companies (Accounts) Rules, 2014.
- Previous year's figures have been regrouped/ reclassified wherever necessary to correspond with the current period classification / disclosure.

As per our report of even date attached

For and on behalf of the Board of Directors

For KHANDELWAL JAIN & CO.,
Chartered Accountants
Firm's Registration no : 105049W

NARENDRA JAIN
Partner
Membership No.:048725

ASHOK CHAWLA
Chairman

CHITRA RAMKRISHNA
Managing Director & CEO

Place : Mumbai
Date : May 12, 2016

J. RAVICHANDRAN
Group President
& Company Secretary

YATRIK VIN
Chief Financial Officer

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2016

1 Summary of significant accounting policies :

a) Basis of preparation

The financial statements of the company have been prepared in accordance with generally accepted accounting principles in India (India GAAP). The company has prepared these financial statements to comply in all material respects with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and relevant provisions of the Companies Act, 2013. The financial statements have been prepared on an accrual basis and under the historical cost convention.

b) Use of estimates

The preparation of financial statements in conformity with India GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

c) Revenue Recognition

(i) Revenue is being recognised as and when there is reasonable certainty of ultimate realisation.

(ii) Provision for Doubtful debts and Bad Debts.

(a) In respect of members who have been declared as defaulter or expelled during the year by the company all amounts remaining to be recovered till the date of being declared defaulter or expelled are written off as bad debts. All subsequent recoveries are accounted for in the year of receipt

(b) Other overdue amounts are provided for as doubtful debts or are written off as bad debts, if the same are considered doubtful / irrecoverable in the opinion of the management.

d) Fixed Assets

Fixed Assets are stated at historical cost less accumulated depreciation. Historical cost is inclusive of freight, duties, taxes, cost of installation, interest upto the date of installation and other incidental expenses incurred towards acquisition and installation of fixed assets.

e) Depreciation

(i) Depreciation on assets is provided on the straight-line method using the rates based on the economic useful life of assets as estimated by the management but not being more than the limits specified in Schedule II of the Companies Act, 2013 as below :

Assets	Management Estimate of Useful Life in years	Useful life as per the limits prescribed in Schedule II of the Companies Act, 2013 in Years
Building	60 Years	60 Years
Furniture and Fixture	5 to 10 Years	10 Years
Office Equipments	4 to 5 Years	5 Years
Electrical Equipments	10 Years	10 Years
Computer Systems Office Automation	3 Years	3 Years
Computer Systems - Others	4 Years	6 Years
Computer Software	4 Years	4 Years
Telecommunication Systems	4 Years	6 Years
Trading & Clearing Systems	4 Years	6 Years

In case of Furniture and Fixtures, Office Equipments, Computer System-others, Telecommunication Systems and Trading & Clearing Systems, the management estimate of the useful life is lower than that prescribed in Schedule II of the Companies Act, 2013. This is based on the consistent practices followed, past experience, internal assessment and duly supported by technical advice.

- (ii) Depreciation on assets purchased / disposed off during the year is provided on pro rata basis with reference to the date of additions / deductions.
 - (iii) Fixed assets whose aggregate cost is ₹ 5,000 or less are depreciated fully in the year of acquisition.
 - (iv) Leasehold land is amortised over the period of lease.
 - (v) Computer Software is amortized over a period of 4 years.
- f) **Computer software**
- (i) Cost of development and production software is capitalised,
 - (ii) Cost towards software development incurred till the time software is put to use is capitalised, and
 - (iii) Standard packaged software products are written off in the year of purchase.
- g) **Impairment of Assets**
- An assets is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the Statement of Profit & Loss in the year in which assets are identified as impaired. The impairment loss recognized in prior accounting period is reversed if there has been change in the estimate of recoverable amount.
- h) **Investments**
- (i) Long term investments are considered as held till maturity and are valued at cost. Provision is made for diminution in the value of investment, if any, other than temporary in nature.
 - (ii) Short term investments are valued at cost or fair value whichever is lower.
 - (iii) Premium paid/discount received at the time of acquisition of Government / Debt securities is amortised over the residual period of its maturity.
 - (iv) The cost of investment includes acquisition charges such as brokerage, etc. Front-end discount / incentive earned in respect of direct subscription is adjusted towards the cost of investment. Income on investments is accounted for on accrual basis.

i) **Foreign currency transactions**

- (i) Transactions denominated in foreign currency are recorded at the exchange rate prevailing at the time of the transaction.
- (ii) Monetary items denominated in foreign currency at the year end are translated at the year end rate except for those covered by forward cover contracts which are translated at contracted rates.
- (iii) Any income or expense on account of exchange difference between the date of transaction and settlement or translation is recognised in the Statement of Profit and Loss as income or expense. The premium or discount on forward exchange contract are amortised and recognized in the Statement of Profit and Loss over the period of contract.

j) **Employee Benefits**

- (i) **Provident Fund:** The Company has established National Stock Exchange of India Limited Employee Provident Fund Trust to which both the employee and the employer make monthly contribution equal to 12% of the employee's basic salary respectively. Company's contribution to the provident fund for all employees, are charged to revenue. In case of any liability arising due to short fall between the return from its investments and the administered interest rate, the same is required to be provided for by the Company.
- (ii) **Superannuation:** Superannuation benefits for employees designated as chief managers and above are covered by group policies with the Life Insurance Corporation of India. Company's contribution payable for the year is charged to revenue. There are no other obligations other than the annual contribution payable.
- (iii) **Gratuity:** The Company has maintained a Group Gratuity Cum Life Assurance Scheme with the Life Insurance Corporation of India (LIC) towards which it annually contributes a sum determined by LIC. The Company provides for the defined benefit with respect to gratuity liability based on the present value of defined benefit obligation as reduced by the fair value of plan assets as per the actuarial valuation calculation.
- (iv) **Leave Encashment :** Liability on account of Leave encashment is provided based on Acturial Valuation at Balance Sheet date.
- (v) Short term employee benefits are charged to revenue in the year in which the related service is rendered.

k) **Taxation**

Tax expense for the year, comprising current tax and deferred tax is included in determining the net profit for the year.

A provision is made for the current tax based on tax liability computed in accordance with relevant tax rates and tax laws. A provision is made for deferred tax for all timing differences arising between taxable income and accounting income at currently enacted tax rates.

Deferred tax assets are recognised only if there is a reasonable certainty that they will be realised and are reviewed for the appropriateness of their respective carrying values at each balance sheet date.

l) **Provisions, Contingent liabilities and Contingent assets**

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable

estimate can be made. Provisions (excluding retirement benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

2 Share Capital

	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Authorised 5,00,00,000 (Previous Year 5,00,00,000) Equity Shares of ₹ 10 each.	50.00	50.00
Issued, Subscribed and Paid-up 4,50,00,000 (Previous year 4,50,00,000) Equity shares of ₹10 each fully paid up.	45.00	45.00
Total	45.00	45.00

There is no movement either in the number of shares or in amount between previous year and current year.

The company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

The Board of directors, in their meeting on May 12, 2016, proposed a dividend of ₹ 73 /- per equity share. The proposal is subject to the approval of shareholders at the Annual General Meeting . The total dividend appropriation for the year ended March 31, 2016 amounted to ₹ 328.50 crores excluding Dividend Distribution Tax.

During the year ended March 31, 2015, the amount of dividend recognized as distribution to equity shareholders was ₹ 72/- per equity share and a special one time dividend of ₹ 7.50 per equity share. The dividend appropriation for the year ended March 31, 2015 amounted to ₹ 357.75 crores excluding Dividend Distribution Tax.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Details of shareholders holding more than 5% share in the company

	31.03.2016		31.03.2015	
	No.	% holding	No.	% holding
Life Insurance Corporation of India	5,628,500	12.51%	4,728,500	10.51%
State Bank of India	4,587,500	10.19%	4,587,500	10.19%
IFCI Limited	1,747,750	3.88%	2,497,750	5.55%

3 Reserve and surplus

	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Share premium		
As per last balance sheet	40.00	40.00
Investor compensation reserve		
As per last balance sheet	10.00	10.00
Staff welfare reserve		
As per last balance sheet	1.50	1.50
General reserve	3,690.00	3,690.00
Surplus/(deficit) in the statement of profit and loss		
As per last balance sheet	887.03	567.72
Less : Adjustment of Depreciation due to revised Companies Act, 2013	–	9.99
Add : Deffered Tax impact on depreciation adjustment	–	3.40
Add : Reversal of provisional appropriation towards NSCCL SGF (Refer Note 7 and 35)	527.19	–
Add : Net profit after tax transferred from the Statement of Profit & Loss	439.33	779.68
Amount available for appropriation	1,853.55	1,340.81
Less : Appropriations		
Provisional transfer to NSCCL SGF in respect of current year (net of contribution to NSCCL Core SGF amounting to ₹ Nil (Previous Year ₹ 170 crores) (Refer Note 35)	–	52.97
Proposed dividend	328.50	357.75
Tax on proposed dividend	34.81	43.06
	1,490.24	887.03
Total reserves and surplus	5,231.74	4,628.53

4 Deposits (Unsecured)

	Non-current		Current	
	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Deposits from trading members	1,006.67	1,019.98	23.12	17.08
Deposits from applicants for membership	–	–	0.59	0.84
Deposits from Mutual Fund Distributors	2.19	0.67	–	–
Deposits towards equipments	19.12	17.76	0.27	0.27
Total	1,027.98	1,038.41	23.98	18.19

5 Deferred Tax liabilities (net)

	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Deferred Tax Liabilities		
Related to depreciation and other expenditure	30.15	22.73
Related to other items	0.13	0.11
Total (A)	30.28	22.84
Less : Deferred Tax Assets		
Related to disallowance u/s 43B	10.69	8.92
Related to other items	1.85	1.46
Total (B)	12.54	10.38
Net Deferred Tax liabilities (A-B)	17.74	12.46

6 Other Liabilities

	Long - term		Short - term	
	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Trade payables	-	-	-	-
Others				
Deposit - premises	4.18	4.15	-	27.22
Deposit - STT	5.39	5.39	-	-
Liability for expenses	-	-	86.50	75.72
Creditors for Capital expenditure	-	-	20.72	13.77
Subsidiary Companies	-	-	12.13	1.94
Contribution payable to NSCCL Core SGF (Refer note 35)	-	-	690.52	-
Security deposit - Listing agreement	-	-	46.49	36.87
Unpaid matured deposits	-	-	0.07	0.07
Other deposits	-	-	1.30	1.38
Income received in advance	-	-	32.62	32.52
Securities Transaction Tax payable	-	-	166.35	126.87
Statutory dues payable	-	-	31.38	24.44
Defaulters Fund pending claims	-	-	67.89	63.98
Deposits of defaulters members - SEBI	-	-	0.18	0.18
Other liabilities	7.58	7.15	51.73	44.80
	17.15	16.69	1,207.88	449.76
Total	17.15	16.69	1,207.88	449.76

7 Provision

	Long - term		Short - term	
	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Provision for employee benefits				
Medical benefits	–	–	1.82	1.39
Provision for Leave Travel allowance	–	–	4.22	3.33
Provision for gratuity	2.67	2.16	2.34	2.05
Provision for Leave encashment	–	–	12.29	11.12
	2.67	2.16	20.67	17.89
Other Provisions				
Wealth Tax (Net of Advances)	–	–	0.29	1.81
Income Tax (Net of Advances)	–	–	23.72	56.68
Provisional appropriation towards NSCCL SGF (Refer note 35)	–	–		
As per last balance sheet		527.19		474.22
Add : Provisional appropriation towards NSCCL SGF (net of contribution to NSCCL Core SGF amounting to ₹ Nil Previous Year - ₹ 170 crores)		–		52.97
Less : Reversal of Provisional appropriation towards NSCCL SGF (Refer note 3 and 35)	–	–	527.19	–
				527.19
Proposed dividend	–	–	328.50	357.75
Corporate dividend tax	–	–	34.81	43.06
	–	–	387.32	986.49
Total	2.67	2.16	407.99	1,004.38

8. FIXED ASSETS [NOTE 1d, 1e, 1f, 1g]

(₹ In Crores)

Sr. no.	DESCRIPTION	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As On April 01, 2015	Additions 2015-16	Deductions 2015-16	As on March 31, 2016	Total Upto March 31, 2015	For the year	Deductions 2015-2016	Total Upto March 31, 2016	As On March 31, 2016	As on March 31, 2015
	<u>Tangible Assets</u>										
1	Land	35.50	-	-	35.50	-	-	-	-	35.50	35.50
2	Leasehold Land	107.61	-	-	107.61	25.12	1.30	-	26.42	81.19	82.49
3	Building	174.92	-	1.31	173.61	32.06	2.91	0.38	34.59	139.02	142.86
4	Trading Systems	188.57	2.15	-	190.72	161.20	10.66	-	171.86	18.86	27.37
5	Computer Systems Office Automation	13.17	0.94	-	14.11	10.55	1.56	-	12.11	2.00	2.62
6	Computer Systems Others	149.83	42.72	0.15	192.40	84.55	30.63	0.02	115.16	77.24	65.28
7	Telecommunication Systems	146.41	18.49	-	164.90	108.43	16.91	-	125.34	39.56	37.98
8	Office Equipments	57.59	11.00	0.02	68.57	41.46	7.86	0.01	49.31	19.26	16.13
9	Electrical Equipments & Installations	87.55	15.34	0.04	102.85	27.40	6.87	0.03	34.24	68.61	60.15
10	Furniture & Fixtures	39.34	3.95	1.27	42.02	22.30	3.66	1.20	24.76	17.26	17.04
	Total (A)	1,000.49	94.59	2.79	1,092.29	513.07	82.36	1.64	593.79	498.50	487.42
	<u>Intangible Assets</u>										
11	Computer software	165.48	31.62	-	197.10	133.78	20.73	-	154.51	42.59	31.70
	Total (B)	165.48	31.62	-	197.10	133.78	20.73	-	154.51	42.59	31.70
	Total (A+B)	1,165.97	126.21	2.79	1,289.39	646.85	103.09	1.64	748.30	541.09	519.12
	Previous year	1,024.95	144.06	3.04	1,165.97	553.83	95.78	2.76	646.85	519.12	

9 NON CURRENT INVESTMENTS (VALUED AT COST UNLESS STATED OTHERWISE)

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
I INVESTMENTS IN EQUITY SHARES							
A) QUOTED EQUITY SHARES							
(i) IN OTHER COMPANIES							
MCX Limited (Current Year Cost ₹40,000/-, Previous Year ₹40,000/-)		5,000	10	0.01	0.00	5,000	0.00
			Sub-Total (i)		0.00		0.00
B) UNQUOTED EQUITY SHARES							
(ii) IN SUBSIDIARY COMPANIES							
NATIONAL SECURITIES CLEARING CORPORATION LTD.		45,000,000	10	45.00	5.64	45,000,000	5.64
NSE STRATEGIC INVESTMENT COPORATION LTD		413,021,703	10	413.02	413.13	412,608,681	412.61
			Sub-Total (ii)		418.78		418.25
(iii) IN ASSOCIATE COMPANIES							
NATIONAL SECURITIES DEPOSITORY LTD.		10,018,000	10	10.02	61.49	10,018,000	61.49
BFSI SECTOR SKILL COUNCIL OF INDIA (Section 8 company)		10,000,000	1	1.00	1.00	10,000,000	1.00
			Sub-Total (iii)		62.49		62.49
(iv) IN OTHER COMPANIES							
NATIONAL COMMODITY & DERIVATIVE EXCHANGE LTD.		7,601,377	10	59.55	59.54	7,601,377	59.54
			Sub-Total (iv)		59.54		59.54
			Total (I)		540.80		540.28

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
II INVESTMENTS IN PREFERENCE SHARES							
UNQUOTED PREFERENCE SHARES							
IN SUBSIDIARY COMPANY							
6% NON-CUMULATIVE COMPULSORILY CONVERTIBLE PREFERENCE SHARES (NCCCPs) OF NSE STRATEGIC INVESTMENT CORPORATION LTD	27-Mar-22	22,500,000	10	22.50	22.50	22,477,500	22.48
	1-Jan-23	57,564,000	10	57.56	57.56	57,506,436	57.51
	1-Sep-22	54,120,000	10	54.12	54.12	54,065,880	54.07
	19-Feb-23	211,547,703	10	211.55	211.55	211,336,155	211.34
	21-Jul-22	9,020,000	10	9.02	9.02	9,010,980	9.01
	27-Jun-22	31,570,000	10	31.57	31.57	31,538,430	31.54
	30-Sep-22	26,650,000	10	26.65	26.65	26,623,350	26.62
			Total (II)		412.97		412.56
III EXCHANGE TRADED FUNDS							
QUOTED							
GOLDMAN SACHS MF BANK BEES		498,000	10	0.50	86.78	160,000	30.32
GOLDMAN SACHS MUTUAL FUND - CPSE ETF - GROWTH OPTION		40,520,000	10	40.52	88.08	6,500,000	16.01
GOLDMAN SACHS NIFTY ETF - NIFTY BEES		1,026,000	10	1.03	83.52	280,000	24.38
ICICI PRUDENTIAL NIFTY ETF		3,390,000	10	3.39	26.64	-	-
KOTAK MAHINDRA MF - KOTAK BANKING ETF		1,440,000	10	1.44	22.85	-	-
R SHARES RELIANCE MF BANKING ETF		74,500	10	0.07	12.48	-	-
SBI-ETF NIFTY 50		4,850,000	10	4.85	36.27	-	-
			Total (III)		356.63		70.71

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
IV QUOTED BONDS							
(i) TAX FREE BONDS							
6.86% INDIA INFRASTRUCTURE FINANCE COMPANY LIMITED - 26 MAR 2023	26-Mar-23	250,000	1,000	25.00	24.49	-	-
7% HUDCO TAXFREE BOND OCT25	8-Oct-25	100	1,000,100	10.00	10.00	-	-
7.07% HUDCO TAXFREE BONDS 01OCT25	1-Oct-25	100	1,000,000	10.00	10.00	-	-
7.15% NTPC LIMITED - 21 AUG 2025	21-Aug-25	150	1,000,000	15.00	15.02	-	-
7.18% INDIAN RAILWAY FINANCE CORPORATION LIMITED	19-Feb-23	150,000	1,000	15.00	15.00	150,000	15.00
7.19% HOUSING & URBAN DEVELOPMENT CORPORATION LIMITED 28 MARCH 2028	28-Mar-28	100	1,000,000	10.00	10.09	-	-
7.19% INDIA INFRASTRUCTURE FINANCE COMPANY LIMITED - 22 JAN 2023	22-Jan-23	100,000	1,045	10.45	10.02	-	-
7.19% INDIAN RAILWAY FINANCE CORPORATION LTD - 31 JUL 2025	31-Jul-25	450	1,000,000	45.00	45.11	-	-
7.28% NATIONAL HIGHWAYS AUTHORITY OF INDIA SEP 2030	18-Sep-30	950	1,000,000	95.00	95.12	-	-
7.34% INDIAN RAILWAY FINANCE CORPORATION LTD 19-FEB-2028	19-Feb-28	100	1,000,000	10.00	10.17	-	-
7.35% NABARD 23032031	23-Mar-31	250	1,000,000	25.00	25.90	-	-
7.36% INDIA INFRASTRUCTURE FINANCE COMPANY LIMITED - 22 JAN 2028	22-Jan-28	100	1,000,000	10.00	10.20	-	-
7.51% HUDCO TAXFREE BONDS - 16FEB2028	16-Feb-28	250	1,000,000	25.00	25.79	-	-
8.00 % INDIAN RAILWAY FINANCE CORPORATION LIMITED	23-Feb-22	32,626	1,000	3.26	3.26	32,626	3.26
8.20 % NATIONAL HIGHWAYS AUTHORITY OF INDIA	25-Jan-22	37,086	1,000	3.71	3.71	37,086	3.71

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
8.20% POWER FINANCE CORPORATION LIMITED	1-Feb-22	92,718	1,000	9.27	9.31	92,718	9.32
8.35% INDIAN RAILWAY FINANCE CORPORATION LTD TAX FREE 21-NOV-2023	21-Nov-23	150	1,000,000	15.00	15.00	150	15.00
8.40% IRFC-TAXFREE-18FEB-2029	18-Feb-29	550	181,818	10.00	11.05	-	-
8.46% INDIA INFRASTRUCTURE FINANCE COMPANY LIMITED - 30 AUG-2028	30-Aug-28	200	1,000,000	20.00	22.07	-	-
8.46% NATIONAL HOUSING BANK - SERIES V - 2028	30-Aug-28	250	1,000,000	25.00	26.87	50	5.00
8.46% RURAL ELECTRIFICATION CORPORATION LIMITED - 24 SEP-2028	24-Sep-28	250,000	1,000	25.00	27.29	-	-
8.46% RURAL ELECTRIFICATION CORPORATION LIMITED - NON CONVERTIBLE BONDS - 2028	29-Aug-28	50	1,000,000	5.00	5.00	50	5.00
8.48% INDIA INFRASTRUCTURE FINANCE COMPANY LIMITED 05 SEP 2028	5-Sep-28	150	1,000,000	15.00	16.45	-	-
			Sub-Total (i)		446.94		56.30
(ii) TAXABLE BONDS							
8.80% POWER GRID CORPORATION OF INDIA LIMITED - 13 MAR 2023	13-Mar-23	500	1,000,000	50.00	50.33	400	40.25
7.87% EXPORT IMPORT BANK OF INDIA - 16 MAY 2016	16-May-16	-	1,000,000	25.00	-	250	24.85
8.82% RURAL ELECTRIFICATION CORPORATION LIMITED - SR 114 - 12 APR 2023	12-Apr-23	150	1,000,000	15.00	15.13	150	15.14
11.25% POWER FINANCE CORPORATION LIMITED	28-Nov-18	100	1,000,000	10.00	10.46	100	10.63
8.33% UNION BANK 19 MAY 2016	19-May-16	-	1,000,000	10.00	-	100	10.00

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
8.95% NABARD TXB 01 JAN 2018	1-Jan-18	2,500	20,000	5.00	4.37	2,500	4.01
8.78% POWER FINANCE CORPORATION LIMITED - 11 DEC 2016	11-Dec-16	-	1,000,000	0.50	-	5	0.50
8.39% POWER FINANCE CORPORATION LIMITED - 19 APRIL 2025	19-Apr-25	250	1,000,000	25.00	24.79	-	-
8.40% POWER GRID CORPORATION OF INDIA LIMITED - 27 MAY 2024	27-May-24	50	1,000,000	5.00	4.95	-	-
			Sub-Total (ii)		110.03		105.38
UNQUOTED							
(iii) TAXABLE BONDS							
6% NATIONAL HIGHWAYS AUTHORITY OF INDIA - TXB - 2017	31-Mar-17	-	10,000	0.50	-	500	0.50
			Sub-Total (iii)		-		0.50
			Total (IV)		556.97		162.18
V QUOTED							
DEBENTURES							
0% HDFC - DEB - 16-JAN-2017	16-Jan-17	-	1,000,000	25.00	-	250	33.67
0% INFRASTRUCTURE LEASING & FINANCIAL SERVICES LIMITED - 10 APR 2018	10-Apr-28	15,000	10,000	15.00	16.24	-	-
10.05% HDB FINANCIAL SERVICES LIMITED - NCD 10-FEB-2017	10-Feb-17	-	1,000,000	5.00	-	50	5.02
10.17% HDB FINANCIAL SERVICES LIMITED - 11 NOV 2016	11-Nov-16	-	1,000,000	35.00	-	350	35.20

Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
10.25% MAHINDRA & MAHINDRA FINANCIAL SERVICES LIMITED-DEB-08-OCT-2018	50	1,000,000	5.00	5.17	-	-
10.60% LIC HOUSING FINANCE - DEB - 06-SEPT-2016	-	1,000,000	75.00	-	750	75.93
8.54% HDB FINANCIAL SERVICES LIMITED - 03 JUN 2016	-	1,000,000	25.00	-	250	24.76
8.58% INFRASTRUCTURE LEASING & FINANCIAL SERVICES LIMITED - 01 DEC 2018	250,000	1,000	25.00	25.00	-	-
8.70% IL&FS FINANCIAL SERVICES LIMITED-NCD--30SEP2018	250,000	1,000	25.00	25.00	-	-
8.70% KOTAK MAHINDRA INVESTMENT LTD 11 AUG 2017	250	1,000,000	25.00	25.00	-	-
8.71% CAN FIN HOMES LTD - 07 AUG 2018	350	1,000,000	35.00	35.00	-	-
8.71% HDB FINANCIAL SERVICES LIMITED - 20 OCT 2018	100	1,000,000	10.00	10.03	-	-
8.74% INFRASTRUCTURE LEASING & FINANCIAL SERVICES LIMITED - 10 AUG 2018	100,000	1,000	10.00	10.02	-	-
8.74% INFRASTRUCTURE LEASING & FINANCIAL SERVICES LIMITED - 10 AUG 2018	250,000	1,000	25.00	25.00	-	-
8.75% MAHINDRA & MAHINDRA FINANCIAL SERVICES LIMITED - 31 JUL 2017	150	1,000,000	15.00	15.00	-	-
8.75% MAHINDRA & MAHINDRA FINANCIAL SERVICES LIMITED - 31 JUL 2017	250	1,000,000	25.00	25.01	-	-
8.75% MAHINDRA & MAHINDRA FINANCIAL SERVICES LIMITED - AUG 2017	50	1,000,000	5.00	5.00	-	-
8.77% ICICI HOME FINANCE CO. LTD.-DEB-21122018	500	500,000	25.00	25.00	-	-

Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
8.80% CAN FIN HOMES LTD - DEB - 02 JUL 2018	100	1,000,000	10.00	10.00	-	-
8.80% KOTAK MAHINDRA PRIME LIMITED - 15 MAR 2018	150	1,000,000	15.00	15.00	-	-
8.80% KOTAK MAHINDRA PRIME LIMITED 10 JUL 2018	250	1,000,000	25.00	24.99	-	-
8.80% KOTAK MAHINDRA PRIME LIMITED 10 JUL 2018	150	1,000,000	15.00	15.00	-	-
8.8075% MAHINDRA & MAHINDRA FINANCIAL SERVICES LIMITED - 15 MAY 2017	250	1,000,000	25.00	24.95	-	-
8.80% KOTAK MAHINDRA PRIME LIMITED - 26 JUN 2018	200	1,000,000	20.00	19.99	-	-
8.90% IL&FS FINANCIAL SERVICES LIMITED- DEB-21032019	250,000	1,000	25.00	25.00	-	-
8.90% KOTAK MAHINDRA INVESTMENT LTD NCD - 11 SEP 2017	250	1,000,000	25.00	25.00	-	-
9.00% RELIANCE CAPITAL LIMITED 28 JULY 2017	250	1,000,000	25.00	25.00	-	-
9.05% FULLERTON INDIA CREDIT COMAPNY LIMITED - 30 APRIL 2018 - SERIES 33-A	50	1,000,000	5.00	5.00	-	-
9.65% IL&FS FINANCIAL SERVICES LIMITED - DEB - 18 SEP 2017	250	1,000,000	25.00	25.00	250	25.00
9.71% TATA SONS LIMITED - 13 DEC 2016	-	1,000,000	25.00	-	250	25.09
Total (V)			461.39	461.39		224.66

VI QUOTED	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
GOVERNMENT SECURITIES							
9.23% GOVERNMENT OF INDIA - 23 DEC 2043	23-Dec-43	160,000	10,000	160.00	186.02	160,000	186.96
8.60% GOVERNMENT OF INDIA - 02 JUN 2028	2-Jun-28	220,000	10,000	220.00	233.97	170,000	182.12
9.20% GOVERNMENT OF INDIA - 30 SEP 2030	30-Sep-30	130,000	10,000	130.00	145.32	130,000	146.38
8.40% GOVERNMENT OF INDIA - 28 JUL 2024	28-Jul-24	80,000	10,000	80.00	83.26	80,000	83.65
8.72% AP SDL 06 FEB 2023	6-Feb-23	25,000	10,000	25.00	25.74	2,500,000	25.84
8.15% GOVERNMENT OF INDIA - 24 NOV 2026	24-Nov-26	15,000	10,000	15.00	15.53	15,000	15.58
7.72% GOVERNMENT OF INDIA 25 MAY 2025	25-May-25	525,000	10,000	525.00	528.93	-	-
7.88% GOVERNMENT OF INDIA - 19-MAR-2030	19-Mar-30	25,000	10,000	25.00	25.30	-	-
8.67% MAHARASHTRA SDL 24FEB2026	24-Feb-26	5,000	10,000	5.00	5.07	-	-
Total (VI)					1,249.14		640.53
GRAND TOTAL (I+II+III+IV+V+VI)					3,577.91		2,050.92

Notes :

As at 31.3.2016 (₹ in Crores)	As at 31.3.2015 (₹ in Crores)
2,624.13	1,097.58
2,605.10	1,109.94
953.78	953.34

- (a) Aggregate Book Value - Quoted Investments
- (b) Aggregate Market Value of Quoted Investments
- (c) Aggregate Book Value - Unquoted Investments

10 Loans and advances

	Long - term		Short - term	
	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Capital advances				
Secured, considered good	–	–	–	–
Unsecured, considered good	1.25	9.37	–	–
(A)	1.25	9.37	–	–
Security deposit				
Secured, considered good	–	–	–	–
Unsecured, considered good	2.16	1.83	–	–
(B)	2.16	1.83	–	–
Loan and advances to related parties				
Unsecured, considered good	–	–	34.76	25.10
(C)	–	–	34.76	25.10
Advances recoverable in cash or kind				
Secured, considered good	–	–	–	–
Unsecured, considered good	0.50	–	12.46	15.19
(D)	0.50	–	12.46	15.19
Other loans and advances (unsecured, considered good)				
Income Tax paid including TDS (Net of Provisions)	256.14	65.42	–	–
Wealth Tax (Net of Provisions)	0.02	0.02	–	–
Prepaid expenses	2.05	3.87	25.61	12.42
Fringe Benefit Tax (Net of Provisions)	2.21	2.21	–	–
Securities Transaction Tax paid *	10.59	10.59	–	–
(E)	271.01	82.11	25.61	12.42
Total (A+B+C+D+E)	274.91	93.31	72.84	52.71

* Pertains to amounts recovered by tax authorities towards STT, Interest and penalty thereon collectible from few members and ad-hoc STT, interest and penalty thereon which is disputed by the Company. Out of this an amount of ₹ 5.39 crores is recovered by the Company from the respective members and held as deposit shown under the head other long term liabilities.

	Long - term		Short - term	
	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Loans and advances to related parties pertains to :				
National Securities Clearing Corporation Limited	–	–	33.31	24.65
NSE Strategic Investment Corporation Limited			1.14	–
National Securities Depository Limited (new)	–	–	0.01	0.01
NSE Infotech Services Limited	–	–	–	0.21
Dotex International Limited	–	–	0.15	–
Receivables Exchange Of India Limited			0.15	–
India Index Services & Products Limited	–	–	–	0.23
Total	–	–	34.76	25.10

11 Other assets

	Non-current		Current	
	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Unsecured, considered good unless stated otherwise				
Non-current bank balances (note no.14)	280.86	548.22	–	–
	280.86	548.22	–	–
Others				
Interest accrued on Investments	–	–	114.39	114.18
Interest accrued on Bank deposits	20.99	15.30	94.83	129.83
Other receivables	–	–	5.45	2.22
	20.99	15.30	214.67	246.23
Total	301.85	563.52	214.67	246.23

12 CURRENT INVESTMENTS

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
I CURRENT PORTION OF LONG TERM INVESTMENTS (VALUED AT COST UNLESS STATED OTHERWISE)								
A) BONDS								
(i) QUOTED TAXABLE BONDS								
9.14% INFRASTRUCTURE DEVELOPMENT FINANCE COMPANY LIMITED - 27 JAN 2016	27-Jan-16	-	1,000,000	100,000,000	10.00	-	100.00	10.03
8.88% NATIONAL BANK FOR AGRICULTURAL RURAL DEVELOPMENT SR-XIII O 25 SEP 2015	25-Sep-15	-	1,000,000	100,000,000	10.00	-	100.00	10.00
9% MAHINDRA & MAHINDRA FINANCIAL SERVICES LIMITED - 04 MAY 2015	4-May-15	-	1,000,000	150,000,000	15.00	-	150.00	14.99
6% NATIONAL HIGHWAYS AUTHORITY OF INDIA - TXB - 2017	31-Mar-17	500.00	10,000	5,000,000	0.50	0.50	-	-
7.87% EXPORT IMPORT BANK OF INDIA - 16 MAY 2016	16-May-16	250.00	1,000,000	250,000,000	25.00	24.98	-	-
8.33% UNION BANK 19 MAY 2016	19-May-16	100.00	1,000,000	100,000,000	10.00	10.00	-	-
8.78% POWER FINANCE CORPORATION LIMITED - 11 DEC 2016	11-Dec-16	5.00	1,000,000	5,000,000	0.50	0.49	-	-
				Sub-Total (i)		35.96		35.02
(ii) QUOTED TAXFREE BONDS								
6.05% INDIAN RAILWAY FINANCE CORPORATION LIMITED	20-Dec-15	-	100,000	50,000,000	5.00	-	500.00	5.00
				Sub-Total (ii)		-		5.00
B) DEBENTURES								
(iii) QUOTED								
9.78% TATA SONS LIMITED - NCD - 23 JUL 2015	23-Jul-15	200.00	1,000,000	200,000,000	20.00	-	200.00	20.03
9.60% HOUSING DEVELOPMENT FINANCE CORPORATION LTD	18-Jul-15	200.00	1,000,000	200,000,000	20.00	-	200.00	20.02
8.85% INFRASTRUCTURE DEVELOPMENT FINANCE COMPANY LIMITED -NCD-27JAN16	15-Jan-16	200.00	1,000,000	200,000,000	20.00	-	200.00	20.01

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
9.90% TATA SONS LIMITED 2016	24-Feb-16	150.00	1,000,000	150,000,000	15.00	–	150.00	15.03
9.5553% HDB FINANCIAL SERVICES LIMITED - NCD - 25 SEP 2015	25-Sep-15	100.00	1,000,000	100,000,000	10.00	–	100.00	10.02
9.78% TATA SONS LIMITED - NCD - 23 JUL 2015	23-Jul-15	50.00	1,000,000	50,000,000	5.00	–	50.00	5.01
9.30% TATA SONS LIMITED - DEB - 24 DEC 2015	24-Dec-15	50.00	1,000,000	50,000,000	5.00	–	50.00	5.01
9.55% HOUSING DEVELOPMENT FINANCE CORPORATION LTD	7-Sep-15	50.00	1,000,000	50,000,000	5.00	–	50.00	5.00
0% HDFC - DEB - 16-JAN-2017	16-Jan-17	250.00	1,000,000	250,000,000	25.00	36.86	–	–
10.60% LIC HOUSING FINANCE - DEB - 06-SEPT-2016	6-Sep-16	750.00	1,000,000	750,000,000	75.00	75.28	–	–
9.71% TATA SONS LIMITED - 13 DEC 2016	13-Dec-16	250.00	1,000,000	250,000,000	25.00	25.04	–	–
8.54% HDB FINANCIAL SERVICES LIMITED - 03 JUN 2016	3-Jun-16	250.00	1,000,000	250,000,000	25.00	24.96	–	–
10.05% HDB FINANCIAL SERVICES LIMITED - NCD 10-FEB-2017	10-Feb-17	50.00	1,000,000	50,000,000	5.00	5.01	–	–
				Sub-Total (iii)		167.15		100.13
				TOTAL (i)		203.11		140.15
II CURRENT INVESTMENTS (valued at lower of cost or fair value)								
A) DEBENTURES								
(i) QUOTED								
0% SHRIRAM TRANSPORT FINANCE CO LTD – 24 MAY 2016	24-May-16	50.00	1,000,000	50,000,000	5.00	6.61	–	–
0% SUNDARAM BNP PARIBAS HOME FINANCE LIMITED - 28 MAY 2015	28-May-15	–	1,000,000	231,523,400	23.15	–	200.00	22.84
0% TATA CAPITAL FINANCIAL SERVICES LIMITED - NCD - 30 JUN 2015	30-Jun-15	–	1,000,000	67,346,350	6.73	–	50.00	6.59
10% FULLERTON INDIA CREDIT COMAPNY LIMITED - DEB - 15 JAN 2016	15-Jan-16	–	1,000,000	100,000,000	10.00	–	100.00	10.05
10.10% SUNDARAM FINANCE LIMITED - 11 JUL 2015	11-Jul-15	–	1,000,000	100,000,000	10.00	–	100.00	10.02
10.20% SUNDARAM FINANCE LIMITED - DEB - 14 MAY 2015	14-May-15	–	1,000,000	150,000,000	15.00	–	150.00	15.01

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
10.40% TATA MOTORS FINANCE LIMITED - DEB - 12 JUN 2015	12-Jun-15	-	1,000,000	250,000,000	25.00	-	250.00	25.03
10.50% FULLERTON INDIA CREDIT COMAPNY LIMITED - 11 DEC 2015	11-Dec-15	-	1,000,000	250,000,000	25.00	-	250.00	25.21
10.50% FULLERTON INDIA CREDIT COMAPNY LIMITED - 11 DEC 2015	11-Dec-15	-	1,000,000	100,000,000	10.00	-	100.00	10.08
10.52% SUNDARAM BNP PARIBAS HOME FINANCE LIMITED - DEB - 03 APR 2015	3-Apr-15	-	1,000,000	300,000,000	30.00	-	300.00	30.00
10.52% SUNDARAM BNP PARIBAS HOME FINANCE LIMITED - DEB - 03 APR 2015	3-Apr-15	-	1,000,000	100,000,000	10.00	-	100.00	10.00
10.57035% ADITYA BIRLA FINANCE LIMITED 09 APR 2015	9-Apr-15	-	1,000,000	130,000,000	13.00	-	130.00	13.00
10.59% ADITYA BIRLA FINANCE LIMITED - DEB - 18 MAY 2015	18-May-15	-	1,000,000	300,000,000	30.00	-	300.00	30.05
10.59% ADITYA BIRLA FINANCE LIMITED - DEB - 18 MAY 2015	18-May-15	-	1,000,000	300,000,000	30.00	-	300.00	30.05
10.80% DEWAN HOUSING FINANCE CORPORATION LTD - DEB - 05 DEC 2015	5-Dec-15	-	1,000,000	350,000,000	35.00	-	350.00	35.20
10.80% DEWAN HOUSING FINANCE CORPORATION LTD - DEB - 05 DEC 2015	5-Dec-15	-	1,000,000	150,000,000	15.00	-	150.00	15.09
10.95% FULLERTON INDIA CREDIT COMAPNY LIMITED - 07-OCT-2016	7-Oct-16	1,200.00	500,000	600,000,000	60.00	60.50	-	-
11.50% FULLERTON INDIA CREDIT COMAPNY LIMITED - 21-AUG-2015	21-Aug-15	-	1,000,000	250,000,000	25.00	-	250.00	25.17
11.60% SHRIRAM TRANSPORT FINANCE COMPANY LIMITED - 11 JULY 2016	11-Jul-16	150.00	1,000,000	150,000,000	15.00	15.09	-	-
5% DEWAN HOUSING FINANCE CORPORATION LTD - 06 MAY 2016	6-May-16	600.00	1,000,000	600,000,000	60.00	69.43	-	-
8.70% BAJAJ FINANCE LIMITED - 22 JUL 2015	22-Jul-15	-	1,000,000	250,000,000	25.00	-	250.00	24.95
8.80% SUNDARAM FINANCE LIMITED - DEB - 03 JUN 2016	3-Jun-16	50.00	1,000,000	50,000,000	5.00	5.00	-	-
8.80% KOTAK MAHINDRA INVESTMENT LTD - 28 FEB 2017	28-Feb-17	100.00	1,000,000	100,000,000	10.00	10.00	-	-
8.80% KOTAK MAHINDRA INVESTMENT LTD - 28 FEB 2017 INE975F07EJ4	28-Feb-17	150.00	1,000,000	150,000,000	15.00	15.00	-	-
8.90% L&T FINANCE COMPANY LIMITED - 20 MAY 2016	20-May-16	150.00	1,000,000	150,000,000	15.00	14.99	-	-
8.91% L&T INFRASTRUCTURE FINANCE COMPANY LIMITED - DEB - 16 APR 2015	16-Apr-15	-	1,000,000	100,000,000	10.00	-	100.00	10.00

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
8.95% L&T INFRASTRUCTURE FINANCE COMPANY LIMITED - 04 MAY 2015	4-May-15	-	1,000,000	250,000,000	25.00	-	250.00	24.99
8.95% L&T INFRASTRUCTURE FINANCE COMPANY LIMITED - 15 JUN 2015	15-Jun-15	-	1,000,000	250,000,000	25.00	-	250.00	24.97
8.95% L&T INFRASTRUCTURE FINANCE COMPANY LIMITED - 15 JUN 2015	15-Jun-15	-	1,000,000	150,000,000	15.00	-	150.00	14.99
9% SHRIRAM TRANSPORT FINANCE COMPANY LIMITED - DEB - 17 JUN 2016	17-Jun-16	250.00	1,000,000	250,000,000	25.00	24.99	-	-
9.15% TATA MOTORS LIMITED - 03 JUN 2015	3-Jun-15	-	1,000,000	350,000,000	35.00	-	350.00	35.00
9.15% TATA MOTORS LIMITED - 03 JUN 2015	3-Jun-15	-	1,000,000	200,000,000	20.00	-	200.00	19.99
9.15% TATA MOTORS LIMITED - 03 JUN 2015	3-Jun-15	-	1,000,000	150,000,000	15.00	-	150.00	14.99
9.15% TATA MOTORS LIMITED - 03 JUN 2015	3-Jun-15	-	1,000,000	50,000,000	5.00	-	50.00	5.00
9.20% MAHINDRA & MAHINDRA FINANCIAL SERVICES LIMITED - DEB - 22 APR 2015	22-Apr-15	-	1,000,000	200,000,000	20.00	-	200.00	19.99
9.25% HDFC LTD - DEB - 21OCT2016	21-Oct-16	250.00	1,000,000	250,000,000	25.00	24.99	-	-
9.30% TATA SONS LIMITED - DEB - 24 DEC 2015	24-Dec-15	-	1,000,000	50,000,000	5.00	-	50.00	5.01
9.3450% L&T FINANCE COMPANY LIMITED - 13 MAY 2016	13-May-16	250.00	1,000,000	250,000,000	25.00	25.00	-	-
9.40% TATA MOTORS FINANCE LIMITED - 10 JUN 2016	10-Jun-16	400.00	1,000,000	400,000,000	40.00	40.01	-	-
9.45% ASHOK LEYLAND LTD - DEB - 2016	21-Jun-16	750.00	1,000,000	750,000,000	75.00	75.04	-	-
9.55% BAJAJ FINANCE LIMITED - 10 AUG 2016	10-Aug-16	50.00	1,000,000	50,000,000	5.00	5.01	-	-
9.58% SUNDARAM BNP PARIBAS HOME FINANCE LIMITED 10 OCT 2016	10-Oct-16	50.00	1,000,000	50,000,000	5.00	5.01	-	-
9.60% HDFC LIMITED - DEB - 26 JUN 2015	26-Jun-15	-	1,000,000	200,000,000	20.00	-	200.00	20.02
9.60% SUNDARAM FINANCE LIMITED - 23 SEP 2016	23-Sep-16	50.00	1,000,000	50,000,000	5.00	5.01	-	-
9.60% TATA MOTORS FINANCE LIMITED - DEB - 13 MAY 2015	13-May-15	-	1,000,000	250,000,000	25.00	-	250.00	25.00
9.65% SHRIRAM TRANSPORT FINANCE COMPANY LIMITED - 31 JUL 2016	31-Jul-16	250.00	1,000,000	250,000,000	25.00	25.04	-	-
9.65% TATA CAPITAL FINANCIAL SERVICES LIMITED - 26 MAY 2016	26-May-16	250.00	1,000,000	250,000,000	25.00	25.01	-	-
9.68% TATA SONS LIMITED - DEB - 10-JAN-2017	10-Jan-17	400.00	1,000,000	400,000,000	40.00	40.15	-	-

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
9.75% HDFC - DEB - 10-OCT-2016	10-Oct-16	250.00	1,000,000	250,000,000	25.00	25.04	-	-
9.80% BAJAJ FINANCE LIMITED - 17 OCT 2016	17-Oct-16	300.00	1,000,000	300,000,000	30.00	30.13	-	-
9.83% TATA CAPITAL FINANCIAL SERVICES LIMITED - 30 APR 2015	30-Apr-15	-	1,000,000	50,000,000	5.00	-	50.00	5.00
9.83% TATA CAPITAL FINANCIAL SERVICES LIMITED - 30 APR 2015	30-Apr-15	-	1,000,000	50,000,000	5.00	-	50.00	5.00
9.85% HDFC LIMITED - 28 MAY 2015	28-May-15	-	1,000,000	50,000,000	5.00	-	50.00	5.01
9.85% TATA CAPITAL FINANCIAL SERVICES LIMITED - 15 APR 2015	15-Apr-15	-	1,000,000	150,000,000	15.00	-	150.00	15.00
9.85% TATA CAPITAL FINANCIAL SERVICES LIMITED - 15 APR 2015	15-Apr-15	-	1,000,000	100,000,000	10.00	-	100.00	10.00
9.89% TATA MOTORS FINANCE LIMITED - 26-JUN-2015	26-Jun-15	-	1,000,000	250,000,000	25.00	-	250.00	25.03
9.90% DEWAN HOUSING FINANCE CORPORATION LTD - DEB - 17 JUN 2015	17-Jun-15	-	1,000,000	150,000,000	15.00	-	150.00	15.01
9.90% DEWAN HOUSING FINANCE CORPORATION LTD - DEB - 17 JUN 2015	17-Jun-15	-	1,000,000	100,000,000	10.00	-	100.00	10.01
9.90% DEWAN HOUSING - DEBENTURE - 06MAY2016	6-May-16	150.00	1,000,000	150,000,000	15.00	15.00	-	-
9.93% TATA CAPITAL FINANCIAL SERVICES LIMITED 31 JUL 2015	31-Jul-15	-	1,000,000	100,000,000	10.00	-	100.00	10.01
9.95% L&T FINANCE COMPANY LIMITED - 28 OCT 2016	28-Oct-16	100.00	1,000,000	100,000,000	10.00	10.05	-	-
9.99% SUNDARAM FINANCE LIMITED - DEB - 03 AUG 2015	3-Aug-15	-	1,000,000	50,000,000	5.00	-	50.00	5.01
9.99% SUNDARAM FINANCE LTD - 04 MAY 2015	4-May-15	-	1,000,000	250,000,000	25.00	-	250.00	25.01
9.99% SUNDARAM FINANCE LTD - 04 MAY 2015	4-May-15	-	1,000,000	200,000,000	20.00	-	200.00	20.00
9.15% SHRIRAM TRANSPORT FINANCE COMPANY LIMITED - 02 JUN 2016	2-Jun-16	50.00	1,000,000	50,000,000	5.00	5.00	-	-
9.4623% TATA CAPITAL FINANCIAL SERVICES LIMITED - 08 JUL 2016	8-Jul-16	200.00	1,000,000	200,000,000	20.00	20.01	-	-
9.40% TATA MOTORS FINANCE LIMITED - 05 JUN 2016	5-Jun-16	300.00	1,000,000	300,000,000	30.00	30.01	-	-
10.17% HDB FINANCIAL SERVICES LIMITED - 11 NOV 2016	11-Nov-16	350.00	1,000,000	350,000,000	35.00	35.08	-	-
				Sub-Total (i)		662.20		708.36

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
TEMPLETON INDIA TMA - DIRECT - GROWTH		-				-	37,785,764.03	68.78
PRINCIPAL CASH MANAGEMENT - DIRECT PLAN - GROWTH		-				-	331,239.63	45.00
ICICI PRUDENTIAL LIQUID - DIRECT PLAN - GROWTH		-				-	1,418,705.20	29.29
RELIANCE LIQUID FUND - TP - DIRECT - GROWTH		-				-	66,938.97	22.80
BNP PARIBAS OVERNIGHT FUND - DIRECT - GROWTH		-				-	23,226.84	5.00
IDBI LIQUID FUND - DIR - GROWTH		-				-	33,356.35	5.00
SUNDARAM MONEY FUND - DIRECT PLAN - GROWTH		-				-	1,694,771.63	5.00
TATA LIQUID FUND DIRECT PLAN - GROWTH		-				-	19,367.17	5.00
JPMORGAN INDIA TREASURY FUND - DIRECT - GROWTH		-				-	646,175.35	1.11
JM HIGH LIQUIDITY FUND - DIRECT GROWTH		2,702,478.02				11.11	-	-
RELIANCE LIQUID FUND - CASH PLAN - DIRECT - GROWTH		185,805.24				45.00	-	-
HDFC CASH MGMT FUND - SAVINGS PLAN - DIRECT - GROWTH		15,937.98				5.00	-	-
ICICI PRUDENTIAL FLEXIBLE INCOME PLAN - GROWTH - DIRECT		12,215,742.88				19.00	-	-
ICICI PRUDENTIAL LIQUID - DIRECT PLAN - GROWTH		5,627,026.30				3.92	-	-
HDFC CASH MGMT FUND - SAVINGS PLAN - DIRECT - GROWTH		21,030.03				0.05	-	-
				Sub-Total (iii)		84.09		769.98
C) COMMERCIAL PAPER								
(iv) UNQUOTED								
RELIANCE CAPITAL LIMITED	3-Nov-15	-	500,000	500,000,000	50.00	-	1,000.00	45.66
SUNDARAM FINANCE LIMITED	24-Apr-15	-	500,000	500,000,000	50.00	-	1,000.00	45.64
FULLERTON INDIA CREDIT COMAPNY LIMITED	11-Aug-15	-	500,000	500,000,000	50.00	-	1,000.00	45.57
TATA CAPITAL FINANCIAL SERVICES LIMITED	4-Aug-15	-	500,000	300,000,000	30.00	-	600.00	27.42
SUNDARAM BNP PARIBAS HOME FINANCE LIMITED	9-Jun-15	-	500,000	250,000,000	25.00	-	500.00	23.09
TATA CAPITAL LIMITED	12-Jun-15	-	500,000	250,000,000	25.00	-	500.00	22.92

	Maturity Date	Number of Units	Face Value per Unit (₹)	Face value (₹)	Face value (₹ in Crores)	As at 31.3.2016 (₹ in Crores)	Number of Units	As at 31.3.2015 (₹ in Crores)
TATA CAPITAL LIMITED	3-Aug-15	-	500,000	250,000,000	25.00	-	500.00	22.85
FULLERTON INDIA CREDIT COMAPNY LIMITED	6-Aug-15	-	500,000	250,000,000	25.00	-	500.00	22.79
BAJAJ FINANCE LIMITED	19-Jun-15	-	500,000	200,000,000	20.00	-	400.00	18.31
BAJAJ FINANCE LIMITED	6-Apr-15	-	500,000	200,000,000	20.00	-	400.00	18.27
L&T FINANCE COMPANY LIMITED	6-May-15	-	500,000	100,000,000	10.00	-	200.00	9.33
TATA CAPITAL LIMITED	9-Jun-15	-	500,000	50,000,000	5.00	-	100.00	4.62
L&T FINANCE COMPANY LIMITED	8-May-15	-	500,000	50,000,000	5.00	-	100.00	4.62
SUNDARAM FINANCE LIMITED	3-Jun-15	-	500,000	50,000,000	5.00	-	100.00	4.62
TATA CAPITAL FINANCIAL SERVICES LIMITED	10-Jun-15	-	500,000	50,000,000	5.00	-	100.00	4.59
				Sub-Total (iv)				320.30
				Total (II)		1,342.09		1,900.64
				GRAND TOTAL (I +II)		1,545.20		2,040.79

Notes :

- (a) Aggregate Book Value - Quoted Investments
- (b) Aggregate Market Value of Quoted Investments
- (c) Aggregate Book Value - Unquoted Investments
- (d) Provision for diminution in value of Current Investments

	As at 31.3.2016 (₹ in Crores)	As at 31.3.2015 (₹ in Crores)
	865.31	848.51
	869.60	849.53
	679.89	1,192.28
	(0.07)	(0.02)

13 Trade receivables

	Non-current		Current	
	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Unsecured, considered good unless stated otherwise Outstanding for a period of over six months from the date they are due for payment				
Secured, considered good	–	–	2.32	2.52
Unsecured, considered good	–	–	8.11	3.84
	–	–	10.43	6.36
Other debts				
Secured, considered good	–	–	209.33	158.04
Unsecured, considered good	–	–	4.74	6.17
Doubtful	–	–	0.04	0.04
	–	–	214.11	164.25
Less : Provision for Doubtful Debts	–	–	0.04	0.04
	–	–	214.08	164.21
Total	–	–	224.50	170.57

14 Cash and bank balances

	Non-current		Current	
	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Cash and cash equivalents				
Balances with banks : On current accounts	–	–	50.64	32.69
Cash on hand	–	–	0.01	0.01
	–	–	50.65	32.70
Other bank balances				
Bank Deposits with original maturity for more than 12 months	226.88	512.34	637.52	935.21
Earmarked Deposits with original maturity for more than 12 months	53.98	35.88	46.39	40.16
Bank Deposits with original maturity for more than 3 months but less than 12 months	–	–	438.81	421.06
Earmarked Deposits with original maturity for more than 3 months but less than 12 months	–	–	18.25	32.74
	280.86	548.22	1,140.97	1,429.17
Amount disclosed under non-current assets (note 11)	280.86	548.22		
Total	–	–	1,191.62	1,461.87

15 Revenue from operations

	31.03.2016 (₹ in Crores)		31.03.2015 (₹ in Crores)	
Operating revenues				
Sale of Services :				
Transaction charges	1,175.01		1,075.21	
Book building Fees	8.50		3.30	
Listing fees	50.36	1,233.87	47.91	1,126.41
Other operating revenues				
NCFM Registration & Test enrolment fees	19.01		22.31	
Processing Fees - Listing	17.37		13.15	
Data Centre charges	70.84		56.15	
Operational expenses recovery	0.73		0.66	
Interest on Investments	94.50		107.37	
Others	44.10	246.55	37.62	237.27
Total		1,480.42		1,363.68

16 Other income

	31.03.2016 (₹ in Crores)		31.03.2015 (₹ in Crores)	
Interest Income				
On Investment				
Current	8.49		36.24	
Long Term	196.16		111.27	
On Bank Deposits	81.36		76.20	
On Certificate of Deposits	–		7.71	
On Income Tax Refund	4.65		2.03	
On Others	0.97	291.63	0.84	234.29
Dividend income				
Long Term :				
from Subsidiary Companies	146.25		112.50	
from Others	3.84	150.09	3.65	116.15
Current		0.02		–
Net gain / loss on sale of long term Investment		5.86		14.09
Net gain / loss on sale of current Investment		89.15		133.39
Rent Income		20.64		50.72
Amortisation of Premium / Discount on Govt/Debt Securities		–		5.65
Profit on sale of asset		6.05		–
Miscellaneous Income		0.68		0.15
Total		564.12		554.44

17 Employee benefits expenses

	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Salaries, wages and bonus	94.74	79.54
Contribution to provident and other fund (Refer note 21)	8.45	7.77
Staff welfare expenses	5.20	4.48
Total	108.39	91.79

18 Other expenses

	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Rent	4.15	4.10
License fees for Index	10.07	7.97
Lease line charges	8.47	8.60
Repairs & maintenance		
- To buildings	2.55	2.83
- To computers, trading & telecommunication systems	107.54	98.79
- To others	8.54	7.23
Network Infrastructure Management charges	7.07	7.77
IT management and consultancy charges	30.50	29.05
Web Trading related expenses	17.13	16.97
Insurance	0.95	0.94
Rates & taxes *	6.61	10.37
Advertisement & publicity	17.97	16.30
Legal & Professional fees	26.63	26.94
Payment to auditor (Refer note below)	1.02	0.82
Electricity charges	16.81	22.19
Directors' sitting fees	0.40	0.27
Software expenses	25.17	13.80
Contribution to Investor protection fund trust	4.57	5.31
Investor education expenses	4.38	9.97
SEBI Regulatory Fees	25.04	24.79
Doubtful debts written off	0.21	-
Loss on sale /discard of assets (Net)	-	0.25
Amortisation of Premium / Discount on Govt/Debt Securities	1.19	-
Loss on exchange fluctuation (net)	0.19	0.09
Adjustments to the carrying amount of current investments	0.07	0.02
Liquidity enhancement incentive	0.01	-
Expenditure incurred on CSR Activities (Refer Note 34)	2.07	0.63
NSE More Incentive	7.45	-
Other Expenses	45.12	46.59
Total	381.88	362.59

* Includes Municipal Corporation Tax of ₹ Nil (Previous Year ₹ 2.57 Crores) related to earlier years due to revision in taxes.

	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Note :		
Payment to auditor		
As auditor :		
Audit fees	0.23	0.19
Tax audit fee	0.11	0.10
Limited review	0.17	0.17
In other capacity		
Taxation matters	0.18	0.15
Certification matters	0.14	0.14
Other services	0.16	0.06
Total	1.02	0.82

19 Prior Period Adjustments

	31.03.2016 (₹ in Crores)	31.03.2015 (₹ in Crores)
Expenses		
Network Infrastructure Management charges	–	0.71
Repairs & Maintenance - To computers, trading & telecommunication systems	2.29	–
IT management and consultancy charges	(0.49)	–
Professional Fees	0.31	
Leased Line Charges	0.09	–
Other Expenses	1.04	0.12
	3.25	0.83
Income		
Processing Fees - Listing	–	0.64
Usage Charges	0.37	–
Other Income	0.30	(0.03)
	0.67	0.61
Total	2.58	0.22

- 20 In accordance with Accounting Standard 20 - "Earning per Share" notified under Rule 7 of the Companies (Accounts) Rules, 2014.

	Year ended 31.03.2016	Year ended 31.03.2015
Net Profit attributable to Shareholders (₹ In Crores)		
(a) Profit before exceptional item and tax	1,350.06	1,286.55
Tax on above	412.75	394.65
Profit after tax and before exceptional item	937.31	891.90
(b) After exceptional item & contribution to NSCCL Core SGF	439.33	779.68
Weighted Average number of equity shares issued (No. in Crores)	4.50	4.50
Basic earnings per share of ₹ 10/- each (in ₹)		
(a) Before exceptional item & contribution to NSCCL Core SGF	208.29	198.20
(b) After exceptional item & contribution to NSCCL Core SGF	97.63	173.26

The Company does not have any outstanding dilutive potential equity shares. Consequently, the basic and diluted earning per share of the Company remain the same.

- 21 Disclosure under Revised Accounting Standard 15 on Employee Benefits notified under Rule 7 of the Companies (Accounts) Rules, 2014.

i) **Defined Contribution Plan:** Company's contribution towards superannuation amounting to ₹ 1.85 Crore (Previous Year : ₹ 1.80 Crore).

ii) **Defined Benefit Plan :**

- (a) **Provident Fund:** The Company has contributed ₹ 3.42 Crores and ₹ 2.92 Crores towards Provident Fund during the year ended March 31, 2016 and March 31, 2015, respectively As per Implementation Guidance on AS 15 (Revised 2005) Employee Benefits issued by the Accounting Standard Board (ASB), benefit involving employer established provident funds which require interest short fall to be recompensed are to be considered as defined benefit plans. The Actuarial Society of India has issued the guidance for measurement of provident fund liabilities. The actuary has accordingly provided an actuarial valuation and indicated that the interest shortfall liability is ₹ Nil. Accordingly, no provision is required to be made towards the same.

Assumptions used in determining the present value obligation of the interest rate guarantee are as follows:

	Current Year	Previous Year
a. Approach used	Deterministic	Deterministic
b. Increase in compensation levels	5% p.a.	5% p.a.
c. Discount Rate	7.96%	7.96%
d. Attrition Rate	2.00%	2.00%

- (b) Gratuity: Company has charged the Gratuity expense to Statement of Profit & Loss based on the actuarial valuation of gratuity liability at the end of the year. The projected unit credit method used to show the position as at March 31, 2016 is as under.

(i) **Assumptions:**

	Current Year	Previous Year
Discount Rate	7.96%	7.96%
Rate of Return on Plan Assets	7.96%	7.96%
Salary Escalation	5.00%	5.00%
Attrition Rate	2.00%	2.00%

(ii) **Table showing change in benefit obligation:**

(₹ in Crores)

	Current Year	Previous Year
Liability at the beginning of the year	14.93	12.33
Interest cost	1.19	1.15
Current Service Cost	1.34	1.07
Liability transferred in	(0.33)	0
Benefits Paid	(1.42)	(2.54)
Actuarial (gains) / loss on obligations	2.50	2.92
Liability at the end of the year	18.21	14.93

(iii) **Table of recognition of Actuarial Gain / Loss**

(₹ in Crores)

	Current Year	Previous Year
Actuarial (Gain) / Loss on obligation for the period	2.50	2.92
Actuarial (Gain) / Loss on asset for the period	(0.32)	(0.37)
Actuarial (gains) / loss reconized in Income Statement	2.18	2.55

(iv) **Tables of Fair value of plan assets:**

(₹ in Crores)

	Current Year	Previous Year
Fair Value of plan assets at the beginning of the year	10.73	6.72
Expected return on plan assets	0.85	0.54
Contributions	2.72	5.64
Transfer from other company	-	0
Benefits paid	(1.42)	(2.54)
Actuarial gain / (loss) on Plan Assets	0.32	0.37
Fair Value of plan assets at the end of the year	13.20	10.73

(v) Actual Return on Plan Assets: (₹ in Crores)

	Current Year	Previous Year
Expected return on plan assets	0.85	0.54
Actuarial gain/(loss) on plan assets	0.32	0.37
Actual Return on plan assets	1.17	0.91

(vi) Amount recognised in the balance sheet (₹ in Crores)

	Current Year	Previous Year
Fair value of plan assets as at the end of the year	13.20	10.72
Liability as at the end of the year	(18.21)	(14.93)
Net (liability) / asset disclosed in the Balance Sheet	(5.01)	(4.21)

(vii) Expenses recognised in the Statement of Profit & Loss (₹ in Crores)

	Current Year	Previous Year
Current Service cost	1.34	1.07
Interest Cost	0.33	1.14
Expected return on plan assets	-	(0.53)
Actuarial (Gain) or Loss	2.19	2.55
Expenses recognised in the Statement of Profit & Loss	3.86	4.23

viii) Balance Sheet Reconciliation (₹ in Crores)

	Current Year	Previous Year
Opening Net Liability	4.20	5.62
Expense as above	3.86	4.23
Net (liability) / Asset transfer out	(0.33)	0.00
Employers Contribution	(2.72)	(5.64)
Amount recognised in the Balance Sheet	5.01	4.21

ix) Category of Assets (₹ in Crores)

	Current Year	Previous Year
Insurer Managed Funds	13.20	10.72
Total	13.20	10.72

x) Experience Adjustment (₹ in Crores)

	Current Year	Previous Year
On Plan Liability (Gain) / Loss	2.50	2.92
On Plan asset (Loss) / Gain	0.32	0.37

- 22 In accordance with Accounting Standard 19 - "Leases" notified under the Rule 7 of the Companies (Accounts) Rules, 2014, the details of obligation on long term non - cancellable operating lease in respect of certain vehicles and office premises taken by the Company are as follows.

(₹ in Crores)

Lease obligations	Year ended 31.03.2016	Year ended 31.03.2015
Total of future minimum lease payments		
- Lease rentals paid during the year	3.25	3.46
- Not later than one year	2.76	3.03
- Later than one year and not later than five years	2.32	3.05
- Later than five years	0.45	0.75

The terms of the Leases range from 3 years to 9 years.

- 23 In the opinion of the management, as the Company's operations comprise of only facilitating trading in securities and the activities incidental thereto within India, the disclosures required in terms of Accounting Standard 17 - "Segment Reporting" notified under the Rule 7 of the Companies (Accounts) Rules, 2014 are not applicable. However the Company while presenting the consolidated financial statements in the annual report has disclosed the segment information in the consolidated financial statements to the extent applicable as required under Accounting Standard 17 - "Segment Reporting".

- 24 In compliance with Accounting Standard 18 - "Related Party Disclosures" notified under the Rule 7 of the Companies (Accounts) Rules, 2014, the required disclosures are given in the table below:

(a) **Names of the related parties and related party relationship**

Sr. No.	Related Party	Nature of Relationship
1	National Securities Clearing Corporation Limited	Subsidiary Company
2	NSE Strategic Investment Corporation Limited	Subsidiary Company
3	NSE.IT Limited	Subsidiary's Subsidiary Company
4	DotEx International Limited	Subsidiary's Subsidiary Company
5	India Index Services & Products Limited	Subsidiary's Subsidiary Company
6	NSE Infotech Services Limited	Subsidiary's Subsidiary Company
7	NSE.IT (US) Inc.	Subsidiary's Subsidiary's Subsidiary Company
8	NSE Educational Facilities Limited	Subsidiary's Subsidiary Company (w.e.f. 12.03.2016)
9	National Securities Depository Limited (new)	Associate Company
10	BFSI Sector Skill Council of India	Associate Company
11	Power Exchange India Limited	Subsidiary's Associate

Sr. No.	Related Party	Nature of Relationship
12	NSDL e-Governance Infrastructure Limited (formerly known as National Securities Depository Limited)	Subsidiary's Associate
13	Market Simplified India Limited (formerly known as INXS Technologies Limited)	Subsidiary's Associate
14	Computer Age Management Services Private Limited	Subsidiary's Associate
15	Receivables Exchange Of India Limited	Subsidiary's Joint Venture (w.e.f. 25.02.2016)
16	Ms. Chitra Ramkrishna - Managing Director & CEO	Key Management Personnel

(b) Details of transactions (including service tax wherever levied) with related parties are as follows:

(₹ in Crores)

Name of the Related Party	Nature of Transactions	Year ended 31.03.2016	Year ended 31.03.2015
National Securities Clearing Corporation Ltd.	Usage charges received	16.25	13.43
	Space and Infrastructure usage charges received	4.23	3.97
	Reimbursement received for expenses on staff on deputation	12.05	12.89
	Reimbursement received for other expenses incurred	41.19	33.85
	Dividend received	146.25	112.50
	Clearing and Settlement charges paid	112.04	102.45
	Contribution to NSCCL Core SGF	761.52	170.00
	Purchase of Investment	0.93	–
	Closing balance (Credit)/Debit	(657.21)	24.65
	Investment in Equity Share Capital	5.64	5.64
NSE.IT Ltd.	Reimbursement received for other expenses incurred	0.04	0.67
	Software Development Charges paid	1.68	1.19
	Software Expenses	0.00	0.83
	Repairs and maintenance – Computer trading , Telecommunication systems	34.26	34.12
	STP charges received	0.04	0.01
	NCFM Test expenses paid	7.28	6.52
	CTCL Empanelment charges received	0.09	0.11
	IT Mgt. & Consultancy charges paid	5.38	4.08
	Installation commissioning & warranty charges for trading system	–	0.35
	Closing balance (Credit)/Debit	(4.83)	(1.05)

Name of the Related Party	Nature of Transactions	Year ended 31.03.2016	Year ended 31.03.2015
DotEx International Ltd.	Space and Infrastructure usage charges received	0.85	0.74
	Reimbursement received for expenses on staff on deputation	2.35	2.07
	Reimbursement for expenses incurred	4.40	2.03
	CTCL Empanelment charges received	0.06	0.06
	Amount received towards revenue sharing on account of info feed services	17.25	13.47
	Web trading related expenses	19.51	19.07
	Closing balance (Credit)/Debit	0.15	(0.89)
India Index Services & Products Ltd.	License fees paid	11.46	8.95
	Usage Charges received	0.84	0.84
	Space and Infrastructure usage charges received	0.56	0.50
	Reimbursement received for expenses on staff on deputation	1.87	1.44
	Reimbursement received for other expenses incurred	7.85	1.19
	Closing balance (Credit)/Debit	(0.08)	0.23
Receivables Exchange Of India Limited	Recoverable towards software development charges paid	0.15	-
	Interest recoverable	0.001	-
	Closing balance (Credit)/Debit	0.15	-
NSE Infotech Services Ltd.	IT Mgt. & Consultancy charges paid	26.52	25.65
	Repairs and maintenance – Computer trading , Telecommunication systems	17.91	19.12
	Rent received	0.45	0.22
	Reimbursement received for expenses incurred	13.77	12.44
	Closing balance (Credit)/Debit	(7.23)	0.21
NSE Strategic Investment Corporation Limited	Space and Infrastructure usage charges received	0.20	-
	Reimbursement received for expenses on staff on deputation	1.53	-
	Reimbursement received for expenses incurred	2.86	0.06
	Closing balance (Credit)/Debit	1.14	-
	Investment in Preference Share Capital	412.97	412.56
	Investment in Equity Share Capital	413.13	412.61

Name of the Related Party	Nature of Transactions	Year ended 31.03.2016	Year ended 31.03.2015
Power Exchange India Ltd.	Investment in equity shares	–	–
	Reimbursement received for other expenses incurred	–	1.15
	Closing balance (Credit)/Debit	–	–
NSDL e-Governance Infrastructure Limited (formerly known as National Securities Depository Limited)	Dividend received	–	–
	Miscellaneous Expenditure	0.00	–
	Closing balance (Credit)/Debit	–	–
National Securities Depository Limited (new)	Dividend received	2.50	2.50
	STP Charges received	0.00	0.00
	Miscellaneous Expenditure	0.00	–
	Closing balance (Credit)/Debit	0.01	0.01
	Investment in Equity Share Capital	61.49	61.49
BFSI Sector Skill Council of India	Amount paid towards PMKVY centres	0.09	–
	Investment in Equity Share Capital	1.00	1.00
	Closing balance (Credit)/Debit	–	–
Computer Age Management Services Private Limited	Reimbursement paid for expenses incurred	–	–
	Amount paid towards Rent	0.11	–
	Reimbursement received for expenses incurred	–	–
	Closing balance (Credit)/Debit	–	–
Market Simplified India Limited	Consultancy Charges paid for software development	1.88	1.78
	Closing balance (Credit)/Debit	–	–
Key Management Personnel	Gross remuneration including allowances, non-cash perquisites and contribution to Provident Fund and Superannuation Fund etc.	9.12 *	7.45 *

* Includes 50% of the variable pay payable after 3 years subject to certain conditions

25 Capital and other commitments

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for ₹ 71.14 Crores (Previous year : ₹ 35.70 Crores) and other commitments of ₹ 30.93 crores (previous year ₹ Nil)

26 Contingent liability:

- (i) Claims against the company not acknowledged as debts: ₹ 5.20 Crores (Previous Year: ₹ 5.65 Crores)
- (ii) (a) In a complaint filed by a competitor against the Company, the Competition Commission of India directed the Company to pay a penalty of ₹ 55.50 crores (Previous Year : ₹ 55.50 crores). The Company had appealed against the order before the Hon'ble Competition Appellate Tribunal (COMPAT) which rejected the appeal. The Company has appealed against the said order and stay has been granted by the Hon'ble Supreme Court of India. In respect of the same subject matter, a compensation claim has been filed against the Company amounting to ₹ 856.99 crores (Previous Year : ₹ 856.99 crores) before the COMPAT by the competitor and the same is being disputed by the Company. Based on the legal advice, the Company is of the view that there are strong grounds that the Hon'ble Supreme Court of India will over turn the decision of the COMPAT. In view of the same no provision has been made in respect of penalty and compensation claimed.
- (b) A suit has been filed, jointly and severally against the Company and National Securities Clearing Corporation Limited for damages / compensation amounting to ₹ 152.57 crores (Previous Year : ₹ 152.57 crores) along with interest thereon and has been disputed by the Company. As per the legal opinion received, the possibility of the claim being awarded against the Company is remote.
- (iii) On account of disputed demand of Income Tax: ₹ 37.81 Crores (Previous Year: ₹ 45.99 Crores), disputed demand of Fringe Benefit Tax: ₹ 2.21 Crores (Previous Year: ₹ 2.21 Crores) and disputed demand of Wealth Tax: ₹ 1.94 Crores (Previous Year: ₹ 1.94 Crores). Wealth Tax liability includes ₹ 1.86 Crores (Previous Year: ₹ 1.86 Crores) on account of Tax Department appeals pending disposal before the Bombay High Court. On account of disputed demand of Service Tax: ₹ 39.20 crores (Previous Year: ₹ 39.20 crores) alongwith interest and penalty thereon
- (iv) On account of disputed demand of Securities Transaction Tax : ₹ 5.21 Crores (Previous Year : ₹ 5.21 Crores)

27 Details of dues to micro, small and medium enterprises as defined under the MSMED Act, 2006

Liability for expenses includes ₹ 0.11 Crore (Previous Year: ₹ 0.05 Crore) due to Micro, Small & Medium Enterprises. Total outstanding dues to Micro, Small & Medium Enterprises have been determined to the extent such parties have been identified on the basis of information available with the Company.

28 C.I.F. value of import in respect of Capital goods : ₹ 2.37 Crores (Previous year : ₹ 16.61 Crores)

29 Expenditure in foreign currency (accrual basis)

Particulars	₹ in Crores)	
	Current Year	Previous Year
Travelling expenses	0.53	0.51
Professional and technical fees	24.84	16.57
Others	2.08	1.41

30 Net dividend remitted in foreign exchange

Year of remittance (ending on)	31.03.2016	31.03.2015
Period to which it relates	01.04.2014 to 31.03.2015	01.04.2013 to 31.03.2014
Number of non-resident shareholders to whom dividend remitted in foreign currency	4	7
Number of equity shares held on which dividend was due	6,075,000	8,775,000
Amount remitted INR equivalent USD (₹ In Crores)	48.30	59.67

31 Earnings in foreign currency (accrual basis) :

Particulars	₹ in Crores)	
	Current Year	Previous Year
Professional Fees	0.98	0.08

32 In the opinion of the Board, current assets, loans and advances are approximately of the value stated, if realised in the ordinary course of business.

33 Effective April 1, 2016 the company has demerged its education operations into a separate subsidiary's subsidiary company and the impact of the same is not material.

34 a) Gross amount required to be spent by the Company on Corporate Social Responsibility activities during the financial year 2015-16 is ₹ 21.14 crores (Previous year : ₹ 20.95 crores)

b) Amount spent during the year towards Primary Education, Elder Care, etc :

Particulars	In cash	Yet to be paid in cash	Total
Construction / acquiring of any asset	–	–	–
	–	–	–
On purposes other than above *	1.95	–	1.95
	(0.55)	–	(0.55)

Figure in brackets pertain to year ended March 31, 2015

* excludes ₹ 0.12 crores (previous year ₹ 0.08 crores) on capacity building of personnel and implementing agencies etc., which is in excess of 5 % of total CSR expenditure.

35 a) In accordance with Regulation 33 of Securities Contracts (Regulations) (SECC) Regulations, 2012 (The Regulations) issued on June 20, 2012, every recognized stock exchange was required to transfer twenty five percent of its annual profits every year to a fund of the recognized clearing corporation(s) which clears and settles trades executed on that stock exchange to guarantee settlement of trades. The Securities and Exchange Board of India (SEBI) in its Press Release No.225/2015 dated September 1, 2015, stated that the report of the Committee on Clearing Corporations had been placed before the SEBI Board in its meeting held on August 24, 2015 and that while the SEBI Board took note of the report, it approved the proposal to seek public comments on the recommendations of the committee. Pending final notification based on the decision which was to be taken by SEBI after the public comments were received, the Company has made a provisional appropriation of ₹ 527.19 crores (net of ₹ 170 crores transferred to Core SGF (Refer Note 35(b)) as at March 31, 2015 and the same had been shown under the head Short Term Provisions, to be suitably adjusted in the light of the final SEBI notification in the matter.

(i) SEBI has in its Circular No. SEBI/HO/MRD/DRMNP/CIR/2016/54 dated May 04, 2016 since notified that the amounts carried forward in the Short Term provision in respect of the period upto March 31, 2015 have to be transferred by the Stock Exchange to the Core SGF maintained by the Clearing Corporation within one month of the date of issuance of the notification and that the amounts to be transferred by the Stock Exchange to the Core SGF maintained by the Clearing Corporation in respect of the period from April 01, 2015 till the date of amendment of the Regulation 33 of SECC Regulation, 2012 within such time as to be specified by SEBI.

- (ii) Accordingly, the provisional appropriations made out of profits aggregating to ₹ 527.19 crores shown under the head Short Term Provision in the Balance Sheet as on March 31, 2015 have been reversed and a provision for an equivalent amount towards contribution to NSCCL Core SGF has been made during the year. Further a provision of ₹163.33 crores has also been made during the year for the period April 01, 2015 till March 31, 2016 (net of of ₹ 71 crores transferred to Core SGF for the year (Refer Note 35 (b)). Accordingly, an aggregate amount of ₹ 690.52 crores has been charged to Statement of Profit and Loss during the year and shown as an exceptional item. Also, the said amount payable to NSCCL Core SGF has been shown under the head Other current liability in the Balance sheet.
- b) In terms of Securities and Exchange Board of India circular CIR/MRD/DRMNP/25/2014 dated August 27, 2014, the Clearing Corporation (CC) shall have a fund called Core SGF for each segment of each Recognised Stock Exchange (SE) to guarantee the settlement of trades executed in respective segment of the SE. The Recognised SE shall contribute at least 25 % of the Minimum Required Corpus of Core SGF (MRC). The contribution to be made by the Recognised SE to the said Core SGF can be adjusted against transfer of 25% of the profit by the Recognised SE as required by Regulation 33 of SECC Regulations. Accordingly, during the year ended March 31, 2016, an amount of ₹ 71 crores (Previous Year - ₹ 170 crores) has been transferred to the Clearing Corporation towards contribution to the said Minimum Required Corpus of Core SGF and the same is adjusted against appropriation of 25% of the profit as mentioned in note (35)(a)(ii) and has been charged to Statement of Profit and Loss and shown as exceptional item.
- 36 The Company's pending litigations comprise of claims against the Company and proceedings pending with Statutory and Tax Authorities. The Company has reviewed all its pending litigations and proceedings and has made adequate provisions, whenever required and disclosed the contingent liabilities, wherever applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a material impact on its financial position (Refer note no 26 for details on contingent liabilities)
- 37 In accordance with relevant provisions of Companies Act, 2013, the Company did not have any long-term contracts including derivative contracts as at March 31, 2016.
- 38 For the year ended March 31, 2016, the company is not required to transfer any amount into the Investor Education & Protection Fund as required under relevant provisions of the Companies Act, 2013.
- 39 Previous years' figures are regrouped, reclassified and rearranged wherever necessary.

As per our report of even date attached For and on behalf of the Board of Directors

For KHANDELWAL JAIN & CO.,
Chartered Accountants
Firm's Registration no : 105049W

NARENDRA JAIN
Partner
Membership No.:048725

ASHOK CHAWLA
Chairman

CHITRA RAMKRISHNA
Managing Director & CEO

Place : Mumbai
Date : May 12, 2016

J. RAVICHANDRAN
Group President & Company Secretary

YATRIK VIN
Chief Financial Officer