

MMWL/SEC/23-24/

May 26, 2023

To

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

RE: Disclosures under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sub: Outcome of Board Meeting

Time of Commencement: 01:30 P.M.

Time of Conclusion: 06:10 P.M.

Dear Sir,

Pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations"), we are enclosing herewith the following documents which have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at their respective meetings held on 26th May, 2023:

- a. Standalone as well as Consolidated Audited Financial Results for the 4th quarter and financial year ended 31st March, 2023, along with Statement of Assets and Liabilities and Cash Flow Statement, for the financial year ended March 31, 2023, both on Standalone and Consolidated basis, in accordance with the provisions of Regulation 33 of the SEBI Listing Regulations, along with the Auditors' Report thereon.
- b. A Declaration on Auditors' Report with Unmodified opinion for Standalone as well as Consolidated Financial Results for the financial year ended 2022-23.

The Board of Directors in its meeting held on 26th May, 2023 has also approved the appointment of MZ & Associate, Practising Company Secretaries as Secretarial Auditor of the Company for the financial year 2023-24.

The above may kindly be taken on your records.

Thanking you,

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

(Gurvinder Singh Monga)
Company Secretary

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Website: www.mmwllindia.com, Corporate Identity Number: L32100MH1985PLC036518

(Rs. In Lakhs)

Particulars	Statement of Audited Standalone Financial Results for the fourth quarter and Financial year ended March 31, 2023					Statement of Audited Consolidated Financial Results for the fourth quarter and year ended March 31, 2023				
	Three months ended	Preceding three months	Corresponding three months ended in the Previous year	Current Financial year ended	Previous Financial year ended	Three months ended	Preceding three months	Corresponding three months ended in the Previous year	Current Financial year ended	Previous Financial year ended
	March 31, 2023	December 31, 2022	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	December 31, 2022	March 31, 2022	March 31, 2023	March 31, 2022
	Audited	Unaudited	Audited	Audited	Audited	Audited	Unaudited	Audited	Audited	Audited
1 Revenue from Operations										
a. Sale of products	-	-	-	-	-	25,074.57	29,902.02	16,066.52	91,159.31	57,576.80
b. Sale of services	80.00	100.00	50.00	330.00	325.00	969.35	2,234.37	145.79	3,517.31	577.54
Total revenue from Operations	80.00	100.00	50.00	330.00	325.00	26,043.92	32,136.39	16,212.31	94,676.62	58,154.34
Other Income	15.63	36.27	11.51	69.63	48.35	18.91	56.53	206.73	161.73	653.88
Total Income	95.63	136.27	61.51	399.63	373.35	26,062.83	32,192.92	16,419.04	94,838.35	58,808.22
2 Expenses										
a. Finance costs	1.94	1.67	0.43	4.43	1.91	152.64	262.30	120.61	681.36	352.65
b. Purchase of stock-in-trade	-	-	-	-	-	24,503.16	29,250.17	14,504.53	89,075.67	54,198.10
c. Changes in inventories of stock-in-trade	-	-	-	-	-	(104.61)	(99.43)	732.02	(618.79)	1,180.46
d. Employee Benefits expenses	24.99	20.93	18.77	89.61	77.21	92.29	108.07	165.06	416.93	547.63
e. Depreciation and amortisation expenses	4.32	4.69	1.37	11.73	5.37	32.67	57.20	43.80	158.13	174.40
f. Other expenses	72.06	66.11	42.34	212.76	236.05	1,296.13	2,487.09	744.18	4,660.77	1,909.96
Total Expenses	103.31	93.40	62.91	318.53	320.54	25,972.28	32,065.40	16,310.20	94,374.07	58,363.20
3 Profit / (Loss) before exceptional items & Tax (1-2)	(7.68)	42.87	(1.40)	81.10	52.81	90.55	127.52	108.84	464.28	445.02
4 Exceptional Items	-	-	-	-	-	-	-	-	-	-
5 Profit / (Loss) before Tax (3-4)	(7.68)	42.87	(1.40)	81.10	52.81	90.55	127.52	108.84	464.28	445.02
6 Tax expense :										
Current tax	0.97	2.23	(3.27)	11.09	3.71	101.22	42.26	38.35	231.72	209.71
Deferred Tax & MAT Credit	2.43	(0.17)	0.99	2.01	0.55	1.87	(3.10)	(0.37)	(3.58)	(5.96)
7 Net Profit / (Loss) for the period (5-6)	(11.08)	40.81	0.88	68.00	48.55	(12.54)	88.36	70.86	236.14	241.27
8 Other Comprehensive Income										
A i. Items that will not be reclassified to profit or loss	0.27	0.14	(0.01)	3.74	(1.34)	(3,616.26)	329.35	(1,942.46)	(9,276.66)	14,345.01
ii. Income tax relating to items that will not be reclassified to profit or loss	1.81	(0.03)	0.00	0.94	0.34	0.78	0.97	0.11	1.15	0.07
Subtotal	2.08	0.11	(0.01)	4.68	(1.00)	(3,615.48)	330.32	(1,942.35)	(9,275.51)	14,345.08
B i. Items that will be reclassified to profit or loss	-	-	-	-	-	-	-	-	-	-
ii. Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-	-	-	-	-
Subtotal	-	-	-	-	-	-	-	-	-	-
Other Comprehensive Income for the period after tax	2.08	0.11	(0.01)	4.68	(1.00)	(3,615.48)	330.32	(1,942.35)	(9,275.51)	14,345.08
9 Total Comprehensive Income for the Period (7+8)	(9.00)	40.92	0.87	72.68	47.55	(3,628.02)	418.68	(1,871.49)	(9,039.37)	14,586.35
10 Profits attributable to:										
Owners of the Parent	-	-	-	-	-	(27.60)	56.12	18.12	135.89	121.53
Non Controlling Interest	-	-	-	-	-	15.08	32.24	52.74	100.25	119.74
11 Other Comprehensive Income attributable to:										
Owners of the Parent	-	-	-	-	-	(3,616.86)	331.74	(1,942.50)	(9,275.87)	14,345.52
Non Controlling Interest	-	-	-	-	-	1.38	(1.42)	0.15	0.36	(0.44)
12 Total Comprehensive Income attributable to:										
Owners of the Parent	-	-	-	-	-	(3,644.46)	387.86	(1,924.38)	(9,139.97)	14,467.05
Non Controlling Interest	-	-	-	-	-	16.45	30.82	52.89	100.60	119.30
13 Paid-up equity share capital (Face Value of Re.1/-each)	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42	11,327.42
14 Other Equity				3,430.74	3,358.06				2,773.28	11,628.65
15 Earning per Share (of Re 1/- each)*										
Basic (In Rs.)	(0.0010)	0.0036	0.0001	0.0060	0.0043	(0.0024)	0.0050	0.0016	0.0120	0.0107
Diluted (In Rs.)	(0.0010)	0.0036	0.0001	0.0060	0.0043	(0.0024)	0.0050	0.0016	0.0120	0.0107

* Basic and Diluted Earnings Per Share (EPS) is not annualised for the quarter ended March 31, 2023, quarter ended December 31, 2022 and March 31, 2022.

Notes:

- 1 The above Audited Standalone and Consolidated Financial Results for the fourth quarter and financial year ended March 31, 2023 have been reviewed and recommended by the Audit Committee and approved by the Board of Directors of the Company at their respective meetings held on May 26, 2023.
- 2 The above Financial Results are in compliance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time .
- 3 The Consolidated Audited Financial Results for the fourth quarter and financial year ended March 31, 2023 represents the result of the Company including its subsidiary companies, namely nexG Devices Private Limited (NDPL) and Media Matrix Enterprises Private Limited (MMEPL).
- 4 On Standalone and Consolidated basis, the Company is engaged in the business of "Digital Media and Electronic Items trading". Therefore, there is no separate reportable segments as per Ind AS- 108 "Operating Segment".
- 5 The Company conducts its operations along with its subsidiaries. The Consolidated Audited Financial Statements for the fourth quarter and financial year ended March 31, 2023 are prepared in accordance with the principles and procedures for the preparation and presentation of the consolidated accounts as set out in the IND AS 110 notified under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder. The financial statements of the parent Company and its subsidiaries for the fourth quarter and financial year ended March 31, 2023 have been combined on a line by line basis by adding together the book value of like items of assets, liabilities, income and expenses, after eliminating intra group balances, transactions and resulting unrealised gains/losses. The Consolidated Financial Statement are prepared by applying uniform accounting policies.
- 6 Other Comprehensive Income/(Loss) includes Rs. (3620.90) Lakhs for the fourth quarter ended and Rs. (9281.02) Lakhs for the year ended March 31, 2023, being Income/(Loss) due to change in fair value of Investments held by one of the Subsidiary Company. In accordance with Ind AS 32 'Financial Instruments', such investment has been classified as 'Financial assets measured at FVTOCI' and measured at fair value in consolidated financial results.
- 7 The Company is registered with Reserve Bank of India (RBI) vide registration no. 13.01287 dated August 13, 1999 as an NBFC Company. The Company had applied for deregistration as NBFC, however, as per the extant guidelines of RBI, the Company shall continue as NBFC till the time it reduces its investment below 50% of total assets to qualify for deregistration and would continue to do compliances of NBFC as applicable.
- 8 The figures for the quarter ended March 31, 2023 are the balancing figures between audited figures in respect of the full financial year upto March 31, 2023 and the unaudited published year to date figures up to December 31, 2022, which were subject to limited review by the statutory auditors.
- 9 One of the subsidiary of the Company has converted 38,500 Unsecured Zero Coupon Compulsorily Convertible Debentures (CCDs) of Rs. 1000/- each held by Company into 38,50,000 Equity Shares of face value of Rs.10/- each and also issued 27,10,000 (Twenty Seven Lakhs Ten Thousand) Equity Shares of Rs.10/- (Rupees Ten only) each at par on rights basis to minority shareholders.
- 10 Previous period figures have been re-grouped/ re-classified wherever considered necessary to confirm to current period classification.

Place : Gurugram

Date: May 26, 2023

**By the order of the Board
For Media Matrix Worldwide Limited**


(Sandeep Jairath)

**Whole Time Director cum Chief Financial
Officer**

DIN 05300460



Media Matrix Worldwide Limited
Statement of Assets and Liabilities as at March 31, 2023

(Rs. In Lakhs)

Particulars	Standalone		Consolidated	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	Audited	Audited	Audited	Audited
ASSETS				
1. Financial Assets				
(a) Cash and Cash Equivalents	17.65	44.37	935.75	537.25
(b) Bank Balances other than (a) above	2.20	2.08	634.48	136.06
(c) Receivables				
i. Trade Receivables	-	-	15,516.55	7,755.58
(d) Loans	-	-	-	4,288.00
(e) Investments	14,674.36	14,587.36	8,821.67	18,149.23
(f) Others Financial Assets	6.41	2.15	79.64	425.13
Total Financial Assets	14,700.62	14,635.96	25,988.09	31,291.25
2. Non-Financial Assets				
(a) Inventories	-	-	2,027.09	1,408.30
(b) Current Tax Assets (Net)	90.27	80.77	397.62	167.06
(c) Deferred Tax Assets (Net)	4.34	5.40	11.73	68.06
(d) Property, Plant and Equipment	76.18	1.04	140.01	99.95
(e) Right-of-Use Assets	75.24	7.95	75.24	39.23
(f) Goodwill on consolidation	-	-	-	77.26
(g) Other Intangible Assets	-	-	0.08	0.08
(h) Others Non Financial Assets	26.47	32.62	815.26	741.25
Total Non-Financial Assets	272.50	127.78	3,467.03	2,601.19
Total Assets	14,973.12	14,763.74	29,455.12	33,892.44
LIABILITIES AND EQUITY				
LIABILITIES				
1. Financial Liabilities				
(a) Trade Payables				
i. Total outstanding dues of micro enterprises and small enterprises; and	0.53	-	0.53	-
ii. Total outstanding dues of creditors other than micro enterprises and small enterprises.	70.21	7.49	4,779.60	2,854.63
(b) Borrowings (other than Debt Securities)	-	-	9,927.94	7,370.15
(c) Lease Liabilities	75.02	8.68	75.02	42.86
(d) Other Financial Liabilities	49.92	29.29	287.27	482.96
Total Financial Liabilities	195.68	45.46	15,070.36	10,750.60
2. Non-Financial Liabilities				
(a) Provisions	15.19	16.23	38.53	38.46
(b) Other Non Financial Liabilities	4.09	16.57	245.53	147.31
Total Non-Financial Liabilities	19.28	32.80	284.06	185.77
3. Equity				
(a) Equity Share Capital	11,327.42	11,327.42	11,327.42	11,327.42
(b) Other Equity	3,430.74	3,358.06	1,623.23	10,850.20
Equity attributable to owners of the parent	14,758.16	14,685.48	12,950.65	22,177.62
(c) Non Controlling Interest	-	-	1,150.05	778.45
Total Equity	14,758.16	14,685.48	14,100.70	22,956.07
Total Liabilities and Equity	14,973.12	14,763.74	29,455.12	33,892.44

Particulars	Standalone		Consolidated	
	For the year ended March 31, 2023	For the year ended March 31, 2022	For the year ended March 31, 2023	For the year ended March 31, 2022
	Audited	Audited	Audited	Audited
Cash Flow from Operating Activities				
Net profit / (loss) before tax	81.10	52.81	464.28	445.02
Adjustment for :				
Depreciation and Amortisation	11.73	5.37	158.13	174.40
Interest Expense	4.42	1.91	544.04	286.24
Loss on Sale of Property, Plant & Equipments			0.28	
Interest Income	(4.35)	(11.67)	(68.07)	(610.90)
Dividend Income	-	-	(28.30)	(25.55)
Gain on Lease termination	(0.95)		(0.95)	
Balances written off/back(net)	-	-	-	(9.92)
Gain on fair valuation of Financial Guarantee Obligation	(64.02)	(35.88)	(64.02)	(4.88)
Operating cash flow before changes in working capital	27.93	12.54	1,005.39	254.41
Changes in Working Capital:				
Trade & Other Receivables	(0.15)	(6.48)	(7,487.16)	(3,656.49)
Inventories	-	-	(618.79)	1,180.46
Trade Payables & Other Current Liabilities	49.96	(74.69)	1,638.67	(14,646.41)
	49.81	(81.17)	(6,467.28)	(17,122.44)
Net cash generated from operations before tax	77.74	(68.63)	(5,461.89)	(16,868.03)
Taxation	(20.58)	(21.38)	(401.22)	(153.49)
Net Cash from/(used) in Operating Activities (A)	57.16	(90.01)	(5,863.11)	(17,021.52)
Purchase of Property, Plant and Equipment	(75.58)	(0.78)	(78.64)	(16.92)
(Increase)/Decrease in Fixed Deposits(having original maturity of more than 3Months)	(0.12)	(0.11)	(498.43)	(69.88)
(Purchase) /Sale of investment	-	-	43.44	11,948.17
Loans and advances (given)/received back			4,288.00	(1,998.00)
Interest Received (net)	4.02	11.59	63.76	712.98
Dividend Received			28.30	25.55
Net Cash used in Investing Activities (B)	(71.68)	10.70	3,846.43	10,601.90
Cash Flow from Financing Activities				
Payment of Lease Liabilities - Principal portion	(8.92)	(4.31)	(43.10)	(52.86)
Payment of Lease Liabilities - Interest portion	(2.93)	(0.74)	(3.75)	(12.19)
Proceeds/(Repayment) of Long Term Loan	-	-	(1,335.56)	(6.72)
Proceeds/(Repayment) of Short Term Loan	-	-	3,893.35	5,706.97
Equity Shares Issue			271.00	
Interest Paid	(0.35)	-	(366.76)	(193.78)
Net Cash generated from Financing Activities (C)	(12.20)	(5.05)	2,415.18	5,441.42
Net Increase/(Decrease) in Cash & Cash Equivalents during the Year (A+B+C)	(26.72)	(84.36)	398.50	(978.20)
Add: Cash & Cash Equivalents as at beginning of the Period	44.37	128.73	537.25	1,515.45
Cash & Cash Equivalents as at the end of the Year	17.65	44.37	935.75	537.25

Notes:

- The above Statement of Cash flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7 "Statement of Cash Flows" as specified in the Companies (Indian Accounting Standards) Rules, 2015.
- Figures in brackets represents cash outflows.



SGN & CO.

CHARTERED ACCOUNTANTS

Branch Off.:
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E-mail : mohan@sgnco.in

INDEPENDENT AUDITOR'S REPORT ON THE QUARTERLY AND YEAR TO DATE AUDITED STANDALONE FINANCIAL RESULTS OF THE COMPANY PURSUANT TO THE REGULATION 33 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AS AMENDED

To,
The Board of Directors,
Media Matrix Worldwide Limited

Report on the audit of the Standalone Financial Results

1. Opinion

We have audited the accompanying statement of quarterly and year to date Standalone Financial Results of **MEDIA MATRIX WORLDWIDE LIMITED** ('the Company') for the quarter and year ended on March 31, 2023 (the "Statement"), attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations")

In our opinion and to the best of our information and according to the explanations given to us, the statement:

- a. is presented in accordance with the requirements of the Listing Regulations in this regard; and
- b. gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ("Ind AS") and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information of the Company for the quarter and year ended March 31, 2023.

2. Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended (the "Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Results" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.



3. Management's Responsibility for the Standalone Financial Results

The Statement has been prepared on the basis of the standalone annual financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit and other comprehensive income of the Company and other financial information in accordance with the applicable Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. 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 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 Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Statement, the Board of Directors are responsible for assessing the Company's ability, to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the financial reporting process of the Company.

4. Auditor's Responsibility for audit of the standalone financial results

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Statement.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the standalone financial results of the Company to express an opinion on the standalone financial results.

Materiality is the magnitude of misstatements in the Standalone Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Results.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.



5. Other Matter

The Statement includes the standalone financial results for the Quarter ended March 31, 2023 being the balancing figures between audited figures in respect of the full financial year ended March 31, 2023 and the published unaudited year to date figures up to the third quarter (read with note no. 8 of the Statement) of the current financial year, which were subject to limited review by us, as required under the Listing Regulations.

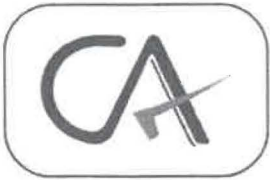
For SGN & CO.
Chartered Accountants
Firm Registration No. 134565W

Mohan Kheria



Mohan Kheria
(Partner)
M. No. 543059
UDIN: 23543059BGXQMP4231

Place: Mohali
Dated: May 26, 2023



SGN & CO.

CHARTERED ACCOUNTANTS

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INDEPENDENT AUDITOR'S REPORT ON THE QUARTERLY AND YEAR TO DATE AUDITED CONSOLIDATED FINANCIAL RESULTS OF THE COMPANY PURSUANT TO THE REGULATION 33 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AS AMENDED

To,
The Board of Directors,
Media Matrix Worldwide Limited

Report on the audit of the Consolidated Financial Results

1. Opinion

We have audited the accompanying Statement of quarterly and year to date Consolidated Financial Results of **MEDIA MATRIX WORLDWIDE LIMITED** (the "Company") and its subsidiaries (the Company and its subsidiaries together referred to as the "Group"), for the quarter and year ended March 31, 2023 (the "Statement"), attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate audited financial statements of the subsidiaries, as referred to in Other Matters paragraph below, the Statement:

a. includes the results of the following entities

Holding Company

- Media Matrix Worldwide Limited

Subsidiary Company

- nexG Devices Private Limited
- Media Matrix Enterprises Private Limited

b. is presented in accordance with the requirements of the Listing Regulations in this regard; and

c. gives a true and fair view in conformity the recognition and measurement principles laid down in the applicable Indian Accounting Standards ("Ind AS") and other accounting principles generally accepted in India, of the consolidated net profit and consolidated other comprehensive income and other financial information of the Group for the quarter and year ended March 31, 2023.



2. Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs), as specified under Section 143(10) of the Companies Act, 2013, as amended (the "Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Results" section of our report. We are independent of the Group in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

3. Management's Responsibilities for the Consolidated Financial Results

The Statement has been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of the Statement that give a true and fair view of the net profit and other comprehensive income and other financial information of the Group in accordance with the applicable Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group 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 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 Statement 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 Statement by the Directors of the Holding Company, as aforesaid.

In preparing the Statement, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the respective companies to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the respective Company or to cease operations, or has no realistic alternative but to do so.

The respective Boards of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the respective companies.



4. Auditor's Responsibilities for the audit of the consolidated financial results

Our objectives are to obtain reasonable assurance about whether the Statement as a whole, are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standard on Auditing (SAs) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Statement.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represent the underlying transactions and events in a manner that achieves fair presentation.
- Perform procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations to the extent applicable.



- Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group and its jointly controlled entities to express an opinion on the consolidated financial results. We are responsible for the direction, supervision and performance of the audit of the financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated financial results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Consolidated Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Financial Results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated Financial Results.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial results of which we are the independent auditors regarding , among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

5. Other Matter

a). We did not audit the financial information / financial results of two subsidiaries included in the consolidated financial results, whose financial results/statements before consolidation adjustments, include total assets of Rs. 30,239.77 Lakhs as at March 31, 2023, total revenues of Rs. 25,963.93 Lakhs and Rs. 94,377.60 Lakhs for the quarter and for the year ended March 31, 2023, respectively, total net profit after tax of Rs. 17.85 Lakhs and Rs. 245.40 Lakhs for the quarter and for the year ended March 31, 2023, respectively, total comprehensive income/(Loss) of Rs. (3,599.73) Lakhs and Rs. (9,034.78) Lakhs, for the quarter and for the year ended March 31, 2023, respectively, and net cash inflows/(outflows) of Rs. 425.22 Lakhs for the year ended March 31, 2023, as considered in the Consolidated financial results which have been audited by their respective independent auditor. The independent auditor's report on the financial statements/financial information of these entities have been furnished to us by the Management and our opinion on the Consolidated financial results in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of such auditors and the procedures performed by us as stated in paragraph above.

Our opinion is not modified in respect of this matter.



b). The Statement includes the consolidated financial results for the Quarter ended March 31, 2023 being the balancing figures between audited figures in respect of the full financial year ended March 31, 2023 and the published unaudited year to date figures up to the third quarter (read with note no. 8 of the Statement) of the current financial year, which are subject to limited review by us, as required under the Listing Regulations.

For **SGN & CO.**
Chartered Accountants
Firm Registration No. 134565W

Mohan Kheria



Mohan Kheria
(Partner)
M. No. 543059
UDIN: 23543059BGXQMQ3852

Place: Mohali
Dated: May 26, 2023

MMWL /SEC/23-24/

May 26, 2023

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

Dear Sir,

Sub: Declaration pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

In compliance with the provisions of Regulation 33(3)(d) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we hereby declare that M/s SGN & CO, Chartered Accountants (Firm registration number 134565W), Statutory Auditors of the Company have issued Audit Reports with unmodified opinion on the Standalone as well as Consolidated Audited Financial Results of the Company for the financial year ended 31st March, 2023.

Kindly take the above on your records please.

Thanking you,

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



(Sandeep Jairath)
Whole-time Director cum
Chief Financial Officer

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