

Dish TV India Ltd

DISH TV INDIA LIMITED

Corp. Office: FC-19, Sector 16 A, Noida - 201301, U.P.
Regd. Office: Office No. 803, 8th Floor, DLH Park, S. V. Road, Goregaon (West), Mumbai-400042
E-mail: investor@dishd2h.com, CIN: L51909MH1989PLC287553, Website: www.dishd2h.com
Tel: 0120-5047000, Fax: 0120-4357078

POSTAL BALLOT NOTICE

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') (including any statutory modification or re-enactment thereof for the time being in force), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations'), the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), General Circular No. 09/2024 dated September 19, 2024, or any other applicable Circulars issued by the Ministry of Corporate Affairs ('MCA') from time to time ('MCA Circulars'), and applicable circulars issued by SEBI from time to time ('SEBI Circulars') and other applicable laws, as amended, to transact the special businesses as set out hereunder by passing Special Resolution by way of Postal Ballot through remote electronic voting ('remote e-voting') only, as set out in Postal Ballot Notice dated November 12, 2024 ('Notice').

The Notice have been sent on November 12, 2024 in compliance with the MCA Circulars, by electronic mode to those Shareholders whose names appear in the Register of Members/Beneficial Owners as received from Depositories as on Friday, November 8, 2024, i.e. ['Cut-off date'] and whose email addresses are registered with the Company/ RTA/DPs. A person who is not a Shareholder as on the cut-off date should treat this Notice for information purpose only. The copy of Notice along with explanatory statement is also available on the website of the Company at www.dishd2h.com, Stock Exchanges National Stock Exchange of India Limited ('NSE') at www.nseindia.com, BSE Limited ('BSE') at www.bseindia.com and on the website of NSDL at www.evoting.nsdl.com.

The Company is pleased to provide Remote E-Voting facility through E-Voting Platform of National Securities Depository Limited ('NSDL'), which would enable Members to exercise their right to vote on the resolution appended to this Notice, by way of Remote E-Voting. All documents referred to in this Notice will be available for inspection electronically, on all working days, until the last date of Remote E-Voting. The Company has engaged CS Mita Pushpal Sanghavi (CP No. 6364), Partner of M P Sanghavi & Associates LLP, as the Scrutinizer for conducting the Postal Ballot process, in a fair and transparent manner.

The Members are requested to note the e-Voting Instructions as follows:

(a) The Remote E-Voting period will commence on **Wednesday, November 13, 2024 at 9:00 A.M. (IST)** and ends on **Thursday, December 12, 2024 till 5:00 P.M. (IST)**. During this period, shareholders of the Company as on the cut-off date holding shares in physical or in dematerialised form may cast their vote electronically. The Remote e-voting module shall be disabled by NSDL after the prescribed date and time for Remote E-Voting. Once the vote on resolution is cast by the Shareholder, the Shareholder shall not be allowed to change it subsequently.

(b) Members are requested to carefully read all the Notes set out in the Notice and in particular the procedure of casting vote through Remote E-Voting.

(c) If you have any queries or issues regarding Remote E-Voting can contact NSDL on www.evoting.nsdl.com or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Amit Vishal, Asst. Vice President or Ms. Pallavi Mhatre, Sr. Manager at evoting@nsdl.co.in.

The result of the Postal Ballot conducted through Remote E-Voting process along with the Scrutinizer's Report will be announced by the Chairman or to a person authorized by the Chairman in writing, who shall countersign the same within permissible timelines and will be displayed along with Scrutinizer's Report on the website of the Company viz. www.dishd2h.com, besides being communicated to Stock Exchanges.

By Order of the Board of Directors
For Dish TV India Limited

Place: Noida
Date: November 12, 2024

Ranjit Singh
Company Secretary & Compliance Officer
Membership. No. A15442

NUCLEUS SOFTWARE

Nucleus Software Exports Limited

CIN: L74899DL1989PLC034594

Registered Office: 33-35, Thyagraj Nagar Market, New Delhi - 110003

Tel: +91-120-4031400; Fax : +91-120-403167; Email: investorrelations@nucleussoftware.com; Website: www.nucleussoftware.com

EXTRACT OF INTERIM FINANCIAL RESULTS OF NUCLEUS SOFTWARE EXPORTS LIMITED

FOR THE QUARTER AND SIX MONTHS ENDED 30 SEPTEMBER 2024

(Amount in Rupees Lacs unless otherwise stated)

SL. No.	Particulars	CONSOLIDATED					STANDALONE				
		Quarter ended		Six months ended		For the year ended	Quarter ended		Six months ended		For the year ended
		30 September 2024	30 September 2023	30 September 2024	30 September 2023	31 March 2024	30 September 2024	30 September 2023	30 September 2024	30 September 2023	31 March 2024
		Unaudited	Unaudited	Unaudited	Unaudited	Audited	Audited	Audited	Audited	Audited	Audited
1	Total income from operations (net)	20,220	20,525	39,759	41,206	82,645	18,526	18,938	36,695	38,539	76,612
2	Net Profit / (Loss) for the period (before Tax, Exceptional and Extraordinary items)	4,660	5,993	8,651	13,146	25,580	4,952	5,738	9,046	13,017	24,912
3	Net Profit / (Loss) for the period before Tax (after Exceptional and Extraordinary items)	4,660	5,993	8,651	13,146	25,580	4,952	5,738	9,046	13,017	24,912
4	Net Profit / (Loss) for the period after Tax (after Exceptional and Extraordinary items)	3,306	4,459	6,326	9,815	19,160	3,652	4,211	6,769	9,699	18,595
5	Total Comprehensive Income for the period [Comprising Profit/ (loss) for the period (after tax) and Other Comprehensive Income (after tax)]	3,035	4,799	6,159	10,459	19,356	3,159	4,568	6,397	10,384	18,794
6	Equity Share Capital	2,633	2,677	2,633	2,677	2,677	2,633	2,677	2,633	2,677	2,677
7	Reserves	-	-	-	-	75,067	-	-	-	-	72,229
8	Earnings Per Share - (of Rs. 10/- each) (for continuing and discontinued operations) (Not annualised for quarters and six months)										
	Basic (INR)	12.35	16.65	23.63	36.66	71.56	13.64	15.73	25.29	36.22	69.45
	Diluted (INR)	12.35	16.65	23.63	36.66	71.56	13.64	15.73	25.29	36.22	69.45

Notes:

1. The above is an extract of the detailed format of Quarterly Financial Results filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. The full format of the Quarterly Financial Results are available on the Stock Exchange websites of BSE and NSE at www.bseindia.com and www.nseindia.com respectively and on Company's website at www.nucleussoftware.com.

2. The consolidated and the standalone interim financial results for the quarter and six months ended 30 September 2024 were reviewed by the Audit Committee and have been approved and taken on record by the Board of Directors at its meeting held on 12 November 2024. The statutory auditors have issued unmodified reports on these results.

3. Financial results for all the periods presented have been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.

Corporate Office: Noida

Date : 12 November 2024

By Order of the Board

For Nucleus Software Exports Limited

sd/-

VISHNU R DUSAD

Managing Director

BLS E-SERVICES

BLS E-SERVICES LIMITED

(Formerly known as BLS E-Services Private Limited)

CIN: L74999DL2016PLC298207

Regd. Office: G-4, B-1, Extension, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi-110044

Corp. Office: Plot no. 865, Udyog Vihar, Phase V, Gurugram, Haryana-122016, INDIA

Tel. No.: 011-45795002, Email: cs@blseservices.com; Website: www.blseservices.com

STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2024

Figures represent Q2 FY24-25

Revenue

Rs. 77.16 Crores (Q2FY25)

Vs

Rs. 75.35 Crores (Q1FY25)

EBITDA

Rs. 13.5 Crore

+12.2% YoY

PAT

Rs. 14.8 Crore

+63.0% YoY

Figures above depict year on year comparison except Revenue which is Q2FY25 vs. Q1FY25

Management Discussion & Analysis of Results

1 Revenue from operations stood at Rs. 77.16 Crores in Q2FY25 as compared to Rs. 75.35 Crores in Q1FY25

2 EBITDA witnessed a growth of 12.2% YoY to Rs. 13.5 Crores in Q2FY25 as against Rs. 12.0 Crores in Q2FY24

3 EBITDA Margin improved by 262 bps to 17.5% in Q2FY25 from 14.9% in Q2FY24, attributable to an increased contribution of the high -margin Business Correspondent segment and improved operational efficiencies.

4 PAT was up by 63.0% to Rs. 14.85 Crores in Q1FY25 against Rs. 9.12 Crores in Q1FY24

Amount in (₹) in lakhs

PARTICULARS	Quarter Ended			Half Year Ended		Year Ended
	Sep 30, 2024 Unaudited	June 30, 2024 Unaudited	Sep 30, 2023 Unaudited	Sep 30, 2024 Unaudited	Sep 30, 2023 Audited (Refer note-7)	March 31, 2024 Audited
Total Revenue from Operations	7,716.24	7,535.03	8,084.28	15,251.27	15,617.88	30,147.93
Net Profit for the period/year (before tax & exceptional items)	1,937.49	1,734.14	1,218.49	3,671.62	2,077.54	4,570.59
Net Profit for the period/year (after tax & exceptional items)	1,485.44	1,263.64	911.54	2,749.06	1,468.11	3,353.79
Total Comprehensive Income for the period/year [Comprising Profit for the period (after tax) and Other Comprehensive Income (after tax)]	1,484.22	1,262.41	888.11	2,746.61	1,445.68	3,337.98
Paid-up equity share capital (Face Value Per Share Rs. 10/-)	9,085.65	9,085.65	6,672.65	9,085.65	6,672.65	9,085.65
Earning Per Share (of Re. 10/- each) (not Annualised) (in Rupees)						
(a) Basic	1.58	1.32	1.27	2.89	2.04	4.44
(b) Diluted	1.58	1.32	1.27	2.89	2.04	4.44

Notes:

1. Key Standalone financial Information is as under :-

Amount in (₹) in lakhs

PARTICULARS	Quarter Ended			Half Year Ended		Year Ended
	Sep 30, 2024 Unaudited	June 30, 2024 Unaudited	Sep 30, 2023 Unaudited	Sep 30, 2024 Unaudited	Sep 30, 2023 Audited (Refer note-7)	March 31, 2024 Audited
Total Revenue from Operations	1807.99	1168.17	1,013.22	2,976.16	1,784.80	3,966.74
Net Profit for the period/year (before tax & exceptional items)	1139.93	883.14	192.32	2023.10	158.96	1,051.99
Net Profit for the period/year (after tax & exceptional items)	854.13	659.21	151.98	1,513.37	51.56	725.28
Total Comprehensive Income for the period/year [Comprising Profit for the period (after tax) and Other Comprehensive Income (after tax)]	852.27	657.35	151.78	1,509.65	51.36	717.84
Paid-up equity share capital (Face Value Per Share Rs. 10/-)	9,085.65	9,085.65	6,672.65	9,085.65	6,672.65	9,085.65
Earning Per Share (of Rs. 10/- each) (not Annualised) (in Rupees)						
(a) Basic	0.94	0.73	0.23	1.67	0.08	1.03
(b) Diluted	0.94	0.73	0.23	1.67	0.08	1.03

2. The above Consolidated Financial Results were reviewed and recommended by the Audit Committee and subsequently approved by the Board of Directors at their meeting held on November 11, 2024. These results have been subjected to limited review by the statutory auditors who have expressed an unmodified conclusion.

3. These results have been prepared in accordance with the recognition and measurement principles of the Companies (Indian Accounting Standard) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013, other accounting principles generally accepted in India and are in compliance with the presentation and disclosure requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (as amended) .

4. During the period ended September 30, 2024, the Holding Company has entered into a definitive share purchase agreement w.r.t. to invest and acquire 57% equity shares of Aadifidelis Solutions Private Ltd. and it's Affiliates.

5. The equity shares of the Holding Company got listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") on February 06, 2024. The Company has received an amount of Rs 309.29.29 lakhs being Gross proceeds from fresh issue of equity shares. Net proceeds after issue expenses in relation to Fresh issue are proposed to be utilized and the utilization thereof are summarized as below :

Amount in (₹) in lakhs

OBJECT(S)	Amount as per final offer document	Amount utilised upto Sep 30,2024	Total unutilized amount upto Sep 30,2024
Strengthening our technology infrastructure to develop new capabilities and consolidating our existing platforms	9,758.71	107.22	9,651.49
Funding initiatives for organic growth by setting up of BLS Stores	7,478.30	-	7,478.30
Achieving inorganic growth through acquisitions	2,871.00	-	2,871.00
General Corporate Purpose	7,666.49	-	7,666.49
Total	27,774.50	107.22	27,667.28

IPO proceeds which were un-utilized as at September 30,2024 were temporarily invested in term deposit amounting to Rs 27,319.00 lakhs with scheduled bank and the balance amount lying in the Public Issue & Monitoring account.

6. The Holding company has engaged in the business of "Digital Services" includes E-Governance, Business Correspondent and allied services and hence has only reportable operating segment as per Ind AS 108 - Operating Segments.

7. The equity shares of the Holding Company got listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") on February 06, 2024. The Company was not mandatorily required to prepare and publish quarterly results for the half year and quarter ended September 30, 2023. Audit for the period ended September 30, 2023 was conducted for the purpose of IPO filing.

BLS E-Services Limited (Formerly known as BLS E-Services Private Limited)

sd/-

Rahul Sharma

Executive Director & CFO

DIN No. 06879073

Place : New Delhi

Date : November 11, 2024

BLS INTERNATIONAL

BLS INTERNATIONAL SERVICES LIMITED

CIN: L51909DL1983PLC016907

Regd. Office: G-4, B-1, Extension, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi-110044

Tel. No.: 011-45795002 Fax: 011-23755264 Email: compliance@blsinternational.net, Website: www.blsinternational.com

STATEMENT OF UNAUDITED CONSOLIDATED AND STANDALONE FINANCIAL RESULTS

FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2024

21.4%

Rs. 495 Cr.

REVENUE

89.1%

Rs. 164 Cr.

EBITDA

77.7%

Rs. 145.7 Cr.

PAT

Figures above depict year on year comparison

MANAGEMENT DISCUSSION & ANALYSIS OF RESULTS

• BLS International reported highest-ever financial performance in Q2FY25.

Revenue from Operations grew by 21.4% YoY to Rs. 495.0 Crores in Q2FY25 as compared to Rs. 407.7 Crores in Q2FY24.

• Q2FY25 EBITDA grew by 89.1% to Rs. 164.0 Crores from Rs. 86.7 Crores in Q2FY24. EBITDA Margin expanded to 33.1% in Q2FY25 from 21.3% in Q2FY24. Margin expansion was primarily due to the ongoing transition from partner run to self-managed model and the acquisition of iDATA, turkey which we acquired in July 2024.

• Management continues to focus on improving profitability and cash generation as key business performance metrics. Post iDATA acquisition of ~Rs. 720 Crores in Q2FY25.

The company's net cash balance stood at Rs. 902 Crores as of 30th September 2024.

• The Company has generated significant returns for its shareholders: ROCE at 26.8% & ROE at 31.5% (based on H1FY25 annualized financials).

Consolidated financial results:-

(Rs. in Crores)

PARTICULARS	Quarter Ended			Half Year Ended		Year Ended
	Sep 30, 2024 Unaudited	June 30, 2024 Unaudited	Sep 30, 2023 Unaudited	Sep 30, 2024 Unaudited	Sep 30, 2023 Unaudited	March 31, 2024 Audited
Total Income from Operations	495.01	492.67	407.74	987.68	791.22	1,676.81
Net Profit for the period (before tax & exceptional items)	163.96	134.71	87.18	298.67	167.62	352.07
Net Profit for the period (after tax & exceptional items)	145.73	120.78	82.00	266.52	152.99	325.62
Total Comprehensive Income for the period [Comprising Profit for the period (after tax) and Other Comprehensive Income (after tax)]	126.99	119.78	95.91	246.78	167.96	336.34
Paid Up Equity Share Capital (Face Value Re. 1/- each)	41.17	41.17	41.17	41.17	41.17	41.17
Earning per Share (EPS)(not Annualised)						
(a) Basic EPS - Rs.	3.36	2.77	1.91	6.13	3.59	7.60
(b) Diluted EPS - Rs.	3.36	2.77	1.91	6.13	3.59	7.60

Notes:

1. Key Standalone financial Information is as under :-

(Rs. in Crores)

PARTICULARS	Quarter Ended			Half Year Ended		Year Ended
	Sep 30, 2024 Unaudited	June 30, 2024 Unaudited	Sep 30, 2023 Unaudited	Sep 30, 2024 Unaudited	Sep 30, 2023 Unaudited	March 31, 2024 Audited
Total Income from Operations	34.25	37.69	27.57	71.94	55.11	118.64
Net Profit for the period (before tax & exceptional items)	18.15	1.96	15.76	20.11	18.71	40.21
Net Profit for the period (after tax & exceptional items)	18.67	1.45	14.79	20.12	16.94	37.01
Total Comprehensive Income for the period [Comprising Profit for the period (after tax) and Other Comprehensive Income (after tax)]	18.65	1.44	14.86	20.09	17.08	36.96

2. The above Financial Results were reviewed and recommended by the Audit Committee and subsequently approved by the Board of Directors at their respective meetings held on November 11, 2024. These results have been subjected to limited review as required under SEBI (Listing Obligations and Disclosure Requirements),2015 by the statutory auditors who have expressed an unmodified conclusion and the related report is being submitted to the concerned stock exchanges.

3. The Group has acquired 100% stake of Citizenship Invest, DMCC, UAE, through it's wholly owned subsidiary BLS International FZE on October 04, 2024.

4. The Holding Company has acquired 51% stake of SLW Media Private Limited ("SLW") on 17th October 2024.

5. BLS E-Services Limited (subsidiary of Holding Company) has entered into a definitive share purchase agreement w.r.t. to invest and acquire 57% equity shares of Aadifidelis Solutions Private Ltd. and it's Affiliates.

6. On July 9,2024 BLS International FZE acquired 100% equity share capital of iDATA Danışmanlık ve Hizmet Dış Ticaret Anonim Şirketi ""iData"" for a consideration of Rs. 719.73 Crores.The fair value of assets and liabilities acquired have been determined provisionally in accordance with IND AS 103 'Business Combinations'. The excess of the consideration paid over the provisional fair value of net assets acquired of iData has resulted in a Goodwill amounting to Rs. 583.78 Crores. The Group believes that the information provides a reasonable basis for estimating the fair value of assets and liabilities acquired, but the potential for measurement period adjustments exists based on a continuing review of matters related to acquisition. The purchase price allocation is expected to be completed with in the current financial year.The above consolidated financial results for the quarter ended September 30, 2024 include the results of iData for the period starting from July 9, 2024 and hence not comparable with previous period."

7. The equity shares of the BLS E-Services Limited(" subsidiary company") got listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") on February 06, 2024.

8. BLS E-Services Limited (subsidiary of Holding Company) has received an amount of Rs 309.29 Crores being Gross proceeds from fresh issue of equity shares. Net proceeds after issue expenses in relation to Fresh issue are proposed to be utilized and the utilization thereof are summarized as below :

(Rs. in Crores)

OBJECT(S)	Amount as per final offer document	Amount utilised upto Sep 30,2024	Total unutilized amount upto Sep 30,2024
Strengthening our technology infrastructure to develop new capabilities and consolidating our existing platforms	97.59	1.07	96.52
Funding initiatives for organic growth by setting up of BLS Stores	74.78	-	74.78
Achieving inorganic growth through acquisitions	28.71	-	28.71
General Corporate Purpose	76.66	-	76.66
Total	277.74	1.07	276.67

IPO proceeds which were un-utilized as at September 30,2024 were temporarily invested in term deposit amounting to Rs. 273.19 crores with scheduled bank and the balance amount lying in the Public Issue & Monitoring account.

9. The above is an extract of the detailed format of Quarter & Year ended Financial Results filed with the stock Exchanges Under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. The full format of the Quarter & Year ended Financial Results are available on the Stock Exchange websites (www.nseindia.com , www.bseindia.com and www.msei.in) and hosted on the company's website at (www.blsinternational.com)

For BLS International Services Limited

sd/-

Diwakar Aggarwal

Chairman

DIN 00144645

Place : New Delhi

Date : 11th November, 2024