

Date: February 6, 2019

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Fax: 022 – 2272 3121
Email: corp.relations@bseindia.com

To,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1, G
Block, Bandra Kurla Complex, Bandra
(East), Mumbai- 400 051
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Email: cm1ist@nse.co.in

BSE Scrip Code: **539141**

NSE Symbol: **UFO**

Dear Sir / Ma'am,

Sub: Outcome of the Board Meeting held on February 6, 2019 – Financial Results for the quarter and nine months period ended December 31, 2018.

In terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and other applicable provisions, the Board of Directors of the Company at its meeting held on February 6, 2019 has *inter alia*, considered and approved the standalone and consolidated unaudited financial results of the Company prepared in accordance with the IND-AS for the quarter and nine months period ended December 31, 2018 and took note of the Limited Review Report issued by the Statutory Auditors of the Company on the said financial results.

The said Board Meeting commenced at 2:30 p.m. and concluded at 04:05 p.m.

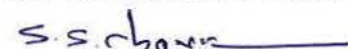
In view of the above, we enclosed herewith:

- a. a copy of the said financial results;
- b. a copy of the said limited review report;
- c. a press release on the said financial results.

Kindly take the above on your record.

Thanking you.
Yours faithfully,

For UFO Moviez India Limited



Sameer Chavan
Company Secretary
M. No.: F7211

Encl: a/a

UFO MOVIEZ INDIA LIMITED

STATEMENT OF STANDALONE AND CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS PERIOD ENDED DECEMBER 31, 2018

(Rs. in Lacs)

Sr. No.	Particulars	Standalone						Consolidated					
		Quarter ended		9 months period ended		Year Ended	Quarter ended		9 months period ended		Year ended		
		31-Dec-18 (Unaudited)	30-Sep-18 (Unaudited)	31-Dec-17 (Unaudited)*	31-Dec-18 (Unaudited)	31-Dec-17 (Unaudited)*	31-Mar-18 (Audited)*	31-Dec-18 (Unaudited)	30-Sep-18 (Unaudited)	31-Dec-17 (Unaudited)*	31-Dec-18 (Unaudited)	31-Dec-17 (Unaudited)*	31-Mar-18 (Audited)*
1	Income from operations												
	Net sales / income from operations	11,032	9,792	10,284	30,203	29,785	42,652	15,329	13,319	13,905	42,090	43,303	59,403
	Other income	16	16	76	43	142	114	137	31	117	200	190	293
	Total income from operations (net)	11,048	9,808	10,360	30,246	29,927	42,766	15,466	13,350	14,022	42,290	43,493	59,696
2	Expenses												
	(a) Operating direct costs												
	- Cost of consumables and spares consumed	70	49	69	204	220	270	48	50	46	228	237	294
	- Purchases of digital cinema equipment and lamps	710	379	558	1,633	1,671	2,146	2,222	1,528	1,274	5,579	5,426	6,756
	- Changes in inventories	(181)	80	84	11	57	80	(198)	(65)	83	(207)	277	244
	- Advertisement revenue share	1,909	1,580	1,744	5,117	4,809	6,513	1,944	1,566	1,744	5,117	4,809	6,500
	- Virtual print fees sharing	189	228	268	664	875	1,155	561	667	1,277	2,035	4,196	5,236
	- Other operating direct cost	1,012	994	936	3,039	2,696	3,541	1,761	1,661	1,446	5,235	4,294	5,522
	(b) Employee benefits expense (refer note 5 and 6)	1,924	2,080	1,830	5,739	5,210	7,199	2,237	2,416	2,147	6,699	6,135	8,370
	(c) Other expenses	2,483	1,767	1,965	6,200	5,379	7,914	2,832	2,148	2,338	7,334	6,589	9,481
	Total expenses	8,116	7,157	7,454	22,607	20,917	28,818	11,407	9,971	10,355	32,020	31,963	42,403
3	Earnings before interest, tax, depreciation and amortisation (EBITDA) (1-2)	2,932	2,651	2,906	7,639	9,010	13,948	4,059	3,379	3,667	10,270	11,530	17,293
4	Depreciation and amortisation expense	(1,411)	(1,419)	(1,528)	(4,276)	(4,701)	(6,166)	(1,849)	(1,845)	(2,000)	(5,577)	(6,088)	(7,983)
5	Finance cost	(253)	(275)	(168)	(614)	(495)	(608)	(303)	(332)	(241)	(781)	(747)	(918)
6	Finance income	266	262	85	748	3,466	3,678	317	322	121	892	541	798
7	Profit before tax and share of profit from associates	1,534	1,219	1,295	3,497	7,280	10,852	2,224	1,524	1,547	4,804	5,236	9,190
8	Share of profit of associates (net of taxes)	-	-	-	-	-	-	72	160	240	348	504	648
9	Profit before tax and after share of profit from associates	1,534	1,219	1,295	3,497	7,280	10,852	2,296	1,684	1,787	5,152	5,740	9,838
10	Tax expense												
	- Current tax	787	613	607	1,813	1,934	3,287	1,066	833	777	2,524	3,112	4,808
	- Deferred tax	(176)	(186)	(138)	(515)	(448)	(625)	(231)	(145)	(126)	(519)	(932)	(1,024)
	Total tax expense	611	427	469	1,298	1,486	2,662	835	688	651	2,005	2,180	3,784
11	Profit for the period (9 - 10)	923	792	826	2,199	5,794	8,190	1,461	996	1,136	3,147	3,560	6,054
12	Other Comprehensive income (OCI)												
A	(i) Items that will not be reclassified to profit or loss	1	0	(5)	4	(16)	5	1	0	(5)	3	(16)	4
	(ii) Income tax relating to items that will not be reclassified to profit or loss	(0)	(0)	2	(1)	5	(2)	(0)	0	2	(1)	6	(1)
B	(i) Items that will be reclassified to profit or loss	-	-	-	-	-	-	(123)	166	(55)	253	(76)	(19)
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-	-	-	-	-	-	-
13	Total Comprehensive Income for the period	924	792	823	2,202	5,783	8,193	1,339	1,162	1,078	3,402	3,474	6,038
14	Net Profit attributable to												
	a) Equity shareholders of the company							1,461	1,081	1,199	3,298	3,699	6,286
	b) Non-controlling interest							-	(85)	(63)	(151)	(139)	(232)
15	Other comprehensive income attributable to												
	a) Equity shareholders of the company							(122)	166	(58)	255	(87)	(17)
	b) Non-controlling interest							-	-	-	-	1	1
16	Total Comprehensive Income for the period attributable to												
	a) Equity shareholders of the company							1,339	1,247	1,141	3,553	3,612	6,269
	b) Non-controlling interest							-	(85)	(63)	(151)	(138)	(231)
17	Paid-up equity share capital (Face Value of Rs. 10/- each)	2,835	2,835	2,835	2,835	2,835	2,835	2,835	2,835	2,835	2,835	2,835	2,835
18	Other equity						46,352						44,102
19	Earnings per share of Rs. 10/- each (quarters and year to date numbers, not annualised):												
	(a) Basic	3.25	2.80	2.98	7.76	20.95	29.43	5.16	3.81	4.32	11.63	13.38	22.59
	(b) Diluted	3.25	2.80	2.97	7.76	20.94	29.38	5.16	3.81	4.31	11.63	13.37	22.55

* Refer Note - 1


UFO MOVIEZ INDIA LIMITED

NOTES:

- The above standalone and consolidated financial results of UFO Moviez India Limited ("the Company") and its subsidiaries, associates (collectively referred to as "the Group") have been reviewed by the Audit Committee and taken on record at the meeting of the Board of Directors held on February 6, 2019.
The Unaudited financial result of the Company and the Group have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, (as amended). The figures for the year ended March 31, 2018 are the audited figures and further recasted to give effect to the merger, as detailed in note 4 below.
- On October 25, 2018, the Board of Directors of Scrabble Entertainment Limited (SEL) had approved the acquisition of 395,428 equity shares of Scrabble Digital Limited (SDL), an associate of SEL, from other equity shareholders for a total consideration of Rs. 2,400 Lacs. Out of the approved acquisition of the above mentioned number of shares 395,427 were acquired on December 15, 2018, subsequent to which SDL has become subsidiary of SEL, the remaining 1 share was acquired on January 14, 2019 after which the transaction was consummated.
- On August 8, 2018, the Board of Directors had approved the acquisition of 2,895 equity shares of Valuable Digital Screens Private Limited (VDSPL), a subsidiary of the Company, from other equity shareholder for a total consideration of Rs. 60 Lacs. This transaction was consummated on September 27, 2018, consequent to which VDSPL has become wholly owned subsidiary of the Company.
- On June 22, 2018 the National Company Law Tribunal (NCLT) approved the Scheme of Arrangement for the amalgamation of Company's wholly owned subsidiaries including its step down subsidiaries namely, V N Films Private Limited ("VNFPL"), Edridge Limited ("EL"), UFO International Limited ("UIL") and Southern Digital Screenz India Private Limited ("SDS") (together referred to as the "merging companies") with the Company ("the Scheme"). Consequent to fulfilment of all the conditions relating to the Scheme including filing of certified copy of the order with the registrar of companies, the Scheme is effective on June 29, 2018 with effect from the appointed date of April 01, 2016 for the amalgamation of VNFPL, EL and UIL with the Company and the appointed date of July 01, 2016 for SDS. The amalgamation has been accounted using the 'pooling of interest' method and the figures for the comparative period and quarter and year ended March 31, 2018 have been recast as if the amalgamation had occurred from the beginning of the preceding period in accordance with the requirements of Appendix C of Ind AS 103 on Business Combinations.
Further, in accordance with the Scheme, the consolidated financial statements of the Company are prepared after giving effect to above, on line by line basis as per requirements of Accounting Standard 21, 'Consolidated Financial Statements' as specified under section 133 of the Companies Act 2013, read with Rule 7 of the Companies Accounts Rules, 2014, as amended. Had the effect of the Scheme been given according to the accounting treatment prescribed under Ind AS 103 Business Combinations in consolidated financial statements, the goodwill on consolidation of Rs. 665.24 Lacs pertaining to the merging companies would have remained in the books of the Company and accordingly, other equity and goodwill on consolidation would have been higher by Rs. 665.24 Lacs.
- On May 15, 2018, the Shareholders of the Company through postal ballot, approved the amendment in the Employee Stock Option Scheme, 2014 for revision in the exercise price from Rs. 600/- per option to Rs. 400/- per option in respect of the existing granted options (419,002 vested options and 209,501 unvested options) and extension of the exercise period upto December 11, 2020. Pursuant to this, the Company has recorded employee benefit cost of Rs. 242.66 Lacs during the nine months period ended December 31, 2018.
- On April 3, 2018, the Board of Directors approved the grant of 208,578 options under employee stock option scheme 2014 at an exercise price of Rs. 400/- per option to the employees of the Company and its subsidiaries.
- On November 1, 2017, the Board of Directors of the Company had approved the composite scheme of arrangement and amalgamation amongst the Company and Qube Cinema Technologies Private Limited ("QCTPL"); Qube Digital Cinema Private Limited ("QDCPL"); Moviebuff Private Limited ("MPL") and PJSA Technosoft Private Limited ("PJSA") and their respective shareholders and creditors ("the Qube Scheme") under sections 230 to 232 and other relevant provisions of the Companies Act, 2013 (the "Act").
The Company had filed the Qube Scheme with the National Company Law Tribunal (NCLT), Mumbai Bench on March 13, 2018. Further, the shareholders of the Company had approved the Qube Scheme at the NCLT Mumbai convened meeting held on May 21, 2018. NCLT at a hearing held on January 21, 2019, has dismissed the petition filed jointly by the Company and PJSA before the NCLT for the approval of the Qube Scheme. The Copy of the final order from the NCLT is awaited. The Company is currently in the process of exploring its options pursuant to the order of the NCLT.
- Based on the management approach as defined in Ind AS 108, the chief operating decision maker evaluated the company's performance as a whole. Accordingly, the business of Digital Cinema Services and sale of digital cinema equipments ancillary to sale of services is considered as a single operating segment.
- Ind AS 115 Revenue from Contracts with Customers, mandatory for reporting periods beginning on or after April 1, 2018, replaces existing revenue recognition requirements. Under the modified retrospective approach there were no significant adjustments required to the retained earning at April 1, 2018. Also the application of Ind AS 115 did not have any significant impact on recognition and measurement of revenue and related items in the financial results.
- Previous year/period figures have been regrouped / reclassified, where necessary, to conform to current period classification.



For and on behalf of the Board of Directors
of UFO Moviez India Limited




Kapil Agarwal
Joint Managing Director

Place of signature: Mumbai
Date: February 6, 2019

UFO MOVIEZ INDIA LIMITED

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Limited review report on Unaudited Quarterly and Year to Date Consolidated Financial Results of UFO Moviez India Limited pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To Board of Directors of
UFO Moviez India Limited

We have reviewed the accompanying statement of unaudited consolidated financial results of UFO Moviez India Limited ('the Company'), its subsidiaries (collectively referred to as 'the Group') and its associates, as listed in Annexure I, for the quarter ended 31 December 2018 and year to date results for the period from 1 April 2018 to 31 December 2018 ('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 ('Listing Regulations').

This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these consolidated financial results based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, *Review of Interim Financial Information Performed by the Independent Auditor of the Entity* specified under Section 143(10) of the Companies Act, 2013. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the consolidated financial results are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

The statement of unaudited consolidated financial results include the financial results of three subsidiaries which have not been reviewed by us, whose financial results reflect total revenue of Rs. 2,667 lakhs and Rs. 6,962 lakhs for the quarter ended 31 December 2018 and for the period from 1 April 2018 to 31 December 2018 respectively, as considered in the Statement. These unaudited financial information has been reviewed by other auditors whose reports have been furnished to us, and our opinion on the unaudited consolidated financial results, to the extent they have been derived from such unaudited financial information is based solely on the report of such other auditors. Our conclusion is not modified in respect of this matter.



Limited review report on Unaudited Quarterly and Year to Date Consolidated Financial Results of UFO Moviez India Limited pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Continued)

UFO Moviez India Limited

The statement of unaudited consolidated financial results also include the financial results of seven subsidiaries which have not been reviewed by their auditors and are based solely on management certified accounts, whose financial results reflect total revenue of Rs.156 lakhs and Rs. 194 lakhs for the quarter ended 31 December 2018 and for the period from 1 April 2018 to 31 December 2018 respectively, and the Group's share of net profit after tax of Rs. 72 lakhs and Rs. 348 lakhs for the quarter ended 31 December 2018 and for the period from 1 April 2018 to 31 December 2018 respectively, in respect of six associates, which have not been reviewed by their auditors and are based solely on management certified accounts. Our report on the unaudited consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates is based solely on management certified accounts. In our opinion and according to the explanations given by the Management, these financial results are not material to the Group. Our conclusion is not modified in respect of the above.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited consolidated financial results prepared in accordance with applicable accounting standards i.e. Ind AS prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.

The comparative financial information for the corresponding quarter ended 31 December 2017, the year to date from 1 April 2017 to 31 December 2017 and for the year ended 31 March 2018 ('together referred to as the comparative financial information'), prepared in accordance with Ind AS included in these financial results, have been reviewed/audited by the predecessor auditor who had reviewed/audited the financial results for the relevant period and expressed an unmodified opinion as per the reports dated 12 February 2018 and 29 May 2018 respectively. Additionally, the report of the predecessor auditor on the financial results for the quarter ended 30 June 2018, dated 8 August 2018 including adjustments to the financial information for the year ended 31 March 2018 to give effect to the Scheme of Arrangement for the amalgamation of Company's wholly owned subsidiaries including its step down subsidiaries namely, V N Films Private Limited ("VNFPL"), Edridge Limited ("EL"), UFO International Limited ("UIL") and Southern Digital Screenz India Private Limited ("SDS") (together referred to as the "merging companies") with the Company ('the Scheme') as per Note 4 to the Statement, which have been included in this Statement, expressed an unmodified conclusion. These reports have been furnished to us and have been relied upon by us for the purpose of our review of the Statement. The financial information for the corresponding quarter ended 31 December 2017 and the year to date from 1 April 2017 to 31 December 2017 reviewed by the predecessor auditor as stated above, have been adjusted to give effect to the Scheme and the adjustments have been reviewed by us. Our conclusion is not modified in respect of the above matters.

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No: 101248W/W-100022



Rajesh Mehra

Partner

Membership No: 103145

Mumbai
6 February 2019

Limited review report on Unaudited Quarterly and Year to Date Consolidated Financial Results of UFO Moviez India Limited pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Continued)

UFO Moviez India Limited

Annexure I

List of entities consolidated as at 31 December 2018	Relationship
1. Scrabble Entertainment Limited	Subsidiary
2. Scrabble Entertainment DMCC	Subsidiary
3. Scrabble Entertainment Mauritius Limited	Subsidiary
4. Valuable Digital Screens Private Limited	Subsidiary
5. Scrabble Digital Inc	Subsidiary
6. Scrabble Entertainment Lebanon Sarl	Subsidiary
7. UFO Software Technologies Private Limited	Subsidiary
8. UFO Lanka Private Limited	Subsidiary
9. United Film Organizers Nepal Private Limited	Subsidiary
10. PJSA Technosoft Private Limited	Subsidiary
11. Scrabble Digital Limited	Subsidiary w.e.f 15 December 2018
12. Mukta VN Films Limited	Associate
13. Scrabble Digital DMCC	Associate
14. Scrabble Ventures LLC	Associate
15. Scrabble Ventures, S. de R.L. de C.V, Mexico	Associate
16. Scrabble Audio Visual Equipment Trading LLC	Associate w.e.f 25 November 2018



B S R & Co. LLP

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Limited review report on Unaudited Quarterly and Year to Date Standalone Financial Results of UFO Moviez India Limited pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To Board of Directors of UFO Moviez India Limited

We have reviewed the accompanying statement of unaudited standalone financial results of UFO Moviez India Limited ('the Company') for the quarter ended 31 December 2018 and year to date results for the period from 1 April 2018 to 31 December 2018 ('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 ('Listing Regulations').

This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial results based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, *Review of Interim Financial Information Performed by the Independent Auditor of the Entity* specified under Section 143(10) of the Companies Act, 2013. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial results are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited standalone financial results prepared in accordance with applicable accounting standards i.e. Ind AS prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.



Limited review report on Unaudited Quarterly and Year to Date Standalone Financial Results of UFO Moviez India Limited pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Continued)

UFO Moviez India Limited

The comparative financial information of the Company for the corresponding quarter ended 31 December 2017, the year to date from 1 April 2017 to 31 December 2017 and for the year ended 31 March 2018 ('together referred to as the comparative financial information'), prepared in accordance with Ind AS included in these financial results, have been reviewed/audited by the predecessor auditor who had reviewed/ audited the financial results for the relevant period and expressed an unmodified conclusion/opinion as per the reports dated 12 February 2018 and 29 May 2018 respectively. Additionally, the report of the predecessor auditor on the financial results for the quarter ended 30 June 2018, dated 8 August 2018 including adjustments to the financial information for the year ended 31 March 2018 to give effect to the Scheme of Arrangement for the amalgamation of Company's wholly owned subsidiaries including its step down subsidiaries namely, V N Films Private Limited ("VNFPL"), Edridge Limited ("EL"), UFO International Limited ("UIL") and Southern Digital Screenz India Private Limited ("SDS") (together referred to as the "merging companies") with the Company ('the Scheme') as per Note 4 to the Statement, which have been included in this Statement, expressed an unmodified conclusion. These reports have been furnished to us and have been relied upon by us for the purpose of our review of the Statement. The financial information for the corresponding quarter ended 31 December 2017 and the year to date from 1 April 2017 to 31 December 2017 reviewed by the predecessor auditor as stated above, have been adjusted to give effect to the Scheme and the adjustments have been reviewed by us. Our conclusion is not modified in respect of the above matters.

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No: 101248W/ W-100022



Rajesh Mehra

Partner

Membership No: 103145

Mumbai
6 February 2019