

Independent Auditor's Limited Review Report on the Unaudited Consolidated Financial Results of Motilal Oswal Financial Services Limited for the quarter ended June 30, 2024, pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 as amended.

To the Board of Directors of Motilal Oswal Financial Services Limited

1. We have reviewed the accompanying Statement of Unaudited Consolidated financial results of **Motilal Oswal Financial Services Limited** ("the Holding Company") and its Subsidiaries (the Holding Company and its Subsidiaries together referred to as "the Group"), its Associate (refer Annexure 1 for the list of Subsidiaries and Associate included in the Statement) for the quarter ended June 30, 2024 ("the Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations"), including the relevant circulars issued by the SEBI from time to time.
2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Board of Directors of the Holding Company, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 as amended read with the relevant rules issued thereunder ("the Act"), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. Based on our review as conducted above and the procedures performed by us as stated in paragraph 3 above and upon consideration of the review reports of the other auditors referred to in paragraph 5 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Act and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.



Emphasis of Matter

5. Attention is invited to:

Note 7 of the Unaudited Consolidated financial results of the Company, regarding the Scheme of Arrangement to restructure the business of the Company and two of its wholly owned subsidiaries w.e.f. April 1, 2023, for which subsequent to the approval of the relevant Board of such Companies, the Holding Company has initiated the process of obtaining necessary statutory and regulatory approvals and approval of its Shareholders. The effect of the said scheme will be given in the respective books of accounts, post receipt of the required approvals and on completion of the related procedural aspects towards the scheme.

Our conclusion is not modified in respect of this matter.

Other Matters

6. We did not review the interim financial results of nine subsidiaries included in the Statement, whose financial results before consolidation adjustments reflects total revenues of Rs. 45,478 lakh, total net profit after tax of Rs. 12,853 lakhs and total comprehensive income of Rs. 14,804 lakhs for the quarter ended June 30, 2024. These interim financial results have been reviewed by other auditors whose review reports have been furnished to us by the Holding Company's Management, and our conclusion on the Statement in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the review reports of such other auditors and the procedures performed by us as stated in paragraph 3 above.
7. The Statement includes the interim financial results of seven subsidiaries, which have not been reviewed by their auditors, whose interim financial results before consolidation adjustments reflects total revenues of Rs. 845 lakhs, total net profit after tax of Rs. 375 lakhs and total comprehensive income of Rs. 375 lakhs for the quarter ended June 30, 2024. These financial results have been furnished to us by the Holding Company's management. The Statement also includes the Group's share of net profit/ (loss) after tax of Rs. nil lakh for the quarter ended June 30, 2024 in respect of one associate, based on its interim financial results, which have not been reviewed by its auditor, and have been furnished to us by the Holding Company's Management. Our conclusion on the Statement in so far as it relates to the amounts and disclosures included in respect of aforesaid Subsidiaries and Associate are based solely on certified unreviewed interim financial results, as certified by the management of the Holding Company. According to the information and explanations given to us by the Management, these interim financial results are not material to the consolidated financial results.

Our conclusion on the consolidated financial results is not modified in respect of the above matters with respect to our reliance on the work done and the reports of other auditors and the financial results / financial information as certified by the management of the Holding Company.

For Singhi & Co.

Chartered Accountants

Firm Registration No: 302049E

Amit Hundia

Partner

Membership No. 120761

UDIN: 24120761BKCMRG6603



Place: Mumbai

Date: July 25, 2024

Annexure 1

List of subsidiaries and associate included in the consolidated financial results for the quarter ended June 30, 2024

Subsidiaries:

1	Motilal Oswal Home Finance Limited
2	Motilal Oswal Asset Management Company Limited
3	MO Alternate Investment Advisors Private Limited
4	Motilal Oswal Capital Limited
5	Motilal Oswal Trustee Company Limited
6	Motilal Oswal Investment Advisors Limited
7	Motilal Oswal Commodities Broker Private Limited
8	Motilal Oswal Finvest Limited
9	Motilal Oswal Wealth Limited
10	Motilal Oswal Securities International Private Limited
11	Motilal Oswal Capital Markets (Singapore) Pte. Limited.
12	Motilal Oswal Capital Markets (Hong Kong) Private Limited
13	Motilal Oswal Asset Management (Mauritius) Private Limited
14	India Business Excellence Management Company
15	Motilal Oswal Finsec IFSC Limited
16	Motilal Oswal Broking and Distribution Limited (formerly known as Glide Tech Investment Advisory Private Limited)
17	TM Investment Technologies Private Limited
18	MO Alternative IFSC Private Limited

Associate:

1	India Realty Excellence Fund II LLP
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MOTILAL OSWAL FINANCIAL SERVICES LIMITED

Registered Office: Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parcel ST Depot, Prabhadevi, Mumbai-400025
Tel: +91-22-71934200, Fax: +91-22-50362365 Email: shareholders@motilaloswal.com Website: www.motilaloswalgroup.com
CIN: L67190MH2005PLC153397

Statement of Consolidated Financial Results for the quarter ended 30 June 2024

(Rs. in Lakhs, unless otherwise stated)

Particulars	For the quarter ended			For the year ended
	30 June 2024	31 Mar 2024	30 June 2023	31 Mar 2024
	(Unaudited)	(Audited)#	(Unaudited)	(Audited)
Revenue from operations				
(i) Interest income	58,730	56,111	40,271	1,91,206
(ii) Dividend income	87	61	82	858
(iii) Rental income	35	1	29	53
(iv) Fee and commission income	1,09,392	1,14,964	75,087	3,65,783
(v) Net gain on fair value change	61,544	42,370	33,444	1,46,511
(vi) Other operating income	1,446	1,712	1,239	5,569
(I) Total revenue from operations	2,31,234	2,15,219	1,50,152	7,09,980
(II) Other Income	535	1,080	3,204	4,806
(III) Total Income (I)+(II)	2,31,769	2,16,299	1,53,356	7,14,786
Expenses				
(i) Finance cost	31,768	29,473	21,589	1,01,414
(ii) Fees and commission expense	36,189	36,670	22,065	1,15,518
(iii) Impairment on financial instruments	1,496	1,731	2,334	5,398
(iv) Employee benefits expenses	39,699	39,828	31,785	1,32,981
(v) Depreciation and amortisation expenses	2,184	2,394	1,735	8,258
(vi) Other expenses	14,573	13,232	10,252	48,029
(IV) Total expenses	1,25,909	1,23,328	89,760	4,11,598
(V) Profit before exceptional items and tax (III)-(IV)	1,05,860	92,971	63,596	3,03,188
(VI) Exceptional items	-	-	-	-
(VII) Profit before tax and after exceptional items (V)+(VI)	1,05,860	92,971	63,596	3,03,188
Tax expense/(credit)				
(1) Current tax	12,265	14,958	8,805	43,445
(2) Deferred tax expense/(credit)	5,194	5,871	2,178	15,507
(3) Short/(excess) provision for earlier years	43	(318)	0	(326)
(VIII) Total tax expenses	17,502	20,511	10,983	58,626
(IX) Profit after tax (VII)-(VIII)	88,358	72,460	52,613	2,44,562
(X) Share of profit/(loss) from associate (net of taxes)	-	-	144	(1)
(XI) Profit after tax and share in profit/(loss) of associate (IX)+(X)	88,358	72,460	52,757	2,44,561
(XII) Other comprehensive income				
Items that will not be reclassified to profit or loss				
(a) Remeasurement of the defined employee benefit plans	(1,213)	(360)	(348)	(510)
(b) Changes in fair value gain/(loss) of FVOCI equity instruments	16,729	(10,776)	14,446	19,121
(c) Deferred tax related to items that will not be reclassified to profit and loss account	(1,616)	1,322	367	(115)
Total other comprehensive income (XII)	13,900	(9,814)	14,465	18,496
(XIII) Total comprehensive income (XI)+(XII)	1,02,258	62,646	67,222	2,63,057
(XIV) Net profit attributable to:				
Owners of parent	88,189	72,305	52,693	2,44,106
Non-controlling interests	169	155	64	455
(XV) Other comprehensive income/(loss) attributable to:				
Owners of parent	13,904	(9,811)	14,467	18,496
Non-controlling interests	(4)	(3)	(2)	-
(XVI) Total comprehensive income attributable to: (XIV)+(XV)				
Owners of parent	1,02,093	62,494	67,160	2,62,602
Non-controlling interests	165	152	62	455
(XVII) (a) Paid up equity share capital (Face value Re.1 per share)	5,970	1,490	1,480	1,490
(b) Other Equity				8,71,687
(XVIII) Earning per share (EPS)*				
Basic EPS (Amount in Rs.)	14.78	12.15	8.90	41.16
Diluted EPS (Amount in Rs.)	14.58	12.04	8.89	40.73

#Refer note 10

*EPS for the quarters is not annualized. Also refer note 6



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Statement of Consolidated Financial Results for the quarter ended 30 June 2024

Consolidated notes:

1) The consolidated financial results have been reviewed by the Audit Committee and subsequently approved by the Board of Directors of the Motilal Oswal Financial Services Limited (the 'Company') at its Meeting held on Thursday, 25 July 2024, in terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). These Consolidated Financials for the quarter ended 30 June 2024 have been reviewed by the Statutory Auditors, M/s. Singhi & Co., Chartered Accountants.

2) The consolidated financial results of the Motilal Oswal Financial Services Limited include reviewed results of the subsidiaries – Motilal Oswal Investment Advisors Limited (100%), Motilal Oswal Commodities Broker Private Limited (100%), Motilal Oswal Finvest Limited (100%), Motilal Oswal Wealth Limited (100%), MO Alternate Investment Private Limited (100%), Motilal Oswal Asset Management Company Limited (100%), Motilal Oswal Securities International Private Limited (100%), Motilal Oswal Home Finance Limited (97.49%), Motilal Oswal Finsec IFSC Limited (100%), Motilal Oswal Broking And Distribution Limited (Formerly Glide Tech Investment Advisory Private Ltd.) (MOBDL) (100%), TM Investment Technologies Pvt. Ltd (61.64%) and management certified results of the subsidiaries - Motilal Oswal Asset Management (Mauritius) Private Limited (100%), Motilal Oswal Capital Markets (Hongkong) Private Limited (100%), Motilal Oswal Capital Markets (Singapore) Pte. Limited (100%), MO Alternative IFSC Private Limited (100%), India Business Excellence Management Company (100%), Motilal Oswal Trustee Company Limited (100%), Motilal Oswal Capital Limited (100%) and Associate, India Realty Excellence Fund II LLP (20.44%)

3) Consolidated segment results for the quarter ended 30 June 2024 is as follows:

(Rs. in Lakhs, unless otherwise stated)

Particulars	For the quarter ended			For the year ended
	30 June 2024	31 Mar 2024	30 June 2023	31 Mar 2024
	(Unaudited)	(Audited)#	(Unaudited)	(Audited)
I. Revenue:				
1. Wealth Management	1,05,321	1,06,975	64,213	3,31,652
a) External Revenue	66,202	69,373	43,359	2,17,271
b) Interest Income	39,119	37,602	20,854	1,14,381
2. Capital Markets	14,197	10,296	14,102	45,229
a) External Revenue	12,622	8,760	13,012	39,908
b) Interest Income	1,575	1,536	1,090	5,321
3. Asset and Private Wealth Management	53,662	64,484	43,233	2,04,071
a) External Revenue	38,812	50,155	30,137	1,47,773
b) Interest Income	14,850	14,329	13,096	56,298
4. Home finance	15,558	15,561	14,360	58,907
a) External Revenue	904	1,151	576	3,140
b) Interest Income	14,654	14,410	13,784	55,767
5. Treasury Investments	61,638	40,638	33,365	1,45,099
a) External Revenue	61,348	40,308	32,827	1,43,721
b) Interest Income	290	330	538	1,378
6. Inter-Segment	(18,607)	(21,655)	(15,917)	(70,172)
a) External Revenue	(6,849)	(9,559)	(6,826)	(28,233)
b) Interest Income	(11,758)	(12,096)	(9,091)	(41,939)
7. Total	2,31,769	2,16,299	1,53,356	7,14,786
a) External Revenue	1,73,039	1,60,188	1,13,085	5,23,580
b) Interest Income	58,730	56,111	40,271	1,91,206
1. Wealth Management				
a) Interest Expense	20,640	18,580	7,930	51,630
b) Depreciation and amortization	1,790	1,950	1,320	6,605
2. Capital Markets				
a) Interest Expense	0	-	2	18
b) Depreciation and amortization	64	72	50	234
3. Asset and Private Wealth Management				
a) Interest Expense	5,574	5,596	7,230	26,751
b) Depreciation and amortization	168	205	168	705
4. Home finance				
a) Interest Expense	6,492	6,840	6,231	25,042
b) Depreciation and amortization	121	126	128	521
5. Treasury Investments				
a) Interest Expense	11,127	11,157	9,385	40,989
b) Depreciation and amortization	41	41	69	194
6. Inter-Segment				
a) Interest Expense	(12,065)	(12,700)	(9,189)	(43,016)
c) Depreciation and amortization	-	-	-	-
7. Total				
a) Interest Expense	31,768	29,473	21,589	1,01,414
b) Depreciation and amortization	2,184	2,394	1,735	8,258



Particulars	For the quarter ended			For the year ended
	30 June 2024 (Unaudited)	31 Mar 2024 (Audited)#	30 June 2023 (Unaudited)	31 Mar 2024 (Audited)
Profit before tax:				
II. Segment results				
(a) Wealth Management	23,438	27,745	13,921	81,221
(b) Capital Markets	7,724	6,365	8,030	26,342
(c) Asset and Private Wealth Management	20,977	27,618	16,202	80,637
(d) Home finance	3,746	4,185	3,820	17,128
(e) Treasury Investments	48,570	26,757	22,818	98,383
Less : Inter segment	1,405	301	(1,195)	(523)
Total	1,05,860	92,971	63,596	3,03,188
Total segment results	1,05,860	92,971	63,596	3,03,188
Tax expense:				
Current tax	12,265	14,958	8,805	43,445
Deferred tax	5,194	5,871	2,178	15,507
Short/(excess) provision for earlier years	43	(318)	(0)	(326)
Profit from ordinary activities	88,358	72,460	52,613	2,44,562
Add : Share of profit/(loss) from associate (net of taxes)	-	-	144	(1)
Profit after tax including share of associate	88,358	72,460	52,757	2,44,561
Less: Non controlling interest	169	155	64	455
Net profit/(loss) attributable to Owners of parent	88,189	72,305	52,693	2,44,106
III. Segment assets				
(a) Wealth Management	26,88,232	20,26,562	18,45,228	20,26,562
(b) Capital Markets	14,059	13,424	5,979	13,424
(c) Asset and Private Wealth Management	1,37,607	3,15,939	53,711	3,15,939
(d) Home finance	4,55,800	4,55,209	4,05,303	4,55,209
(e) Treasury Investments	7,34,032	6,39,764	5,15,047	6,39,764
Less : Inter segment	(3,17,348)	(2,67,975)	(50,773)	(2,67,975)
Total segment assets	37,12,382	31,82,923	27,74,495	31,82,923
IV. Segment liabilities				
(a) Wealth Management	23,48,264	16,81,311	17,48,167	16,81,311
(b) Capital Markets	2,793	2,130	2,952	2,130
(c) Asset and Private Wealth Management	69,495	2,70,476	40,409	2,70,476
(d) Home finance	3,23,715	3,26,495	2,87,441	3,26,495
(e) Treasury Investments	44,755	41,168	35,865	41,168
Less : Inter segment	(58,945)	(15,533)	(36,669)	(15,533)
Total segment liabilities	27,30,077	23,06,047	20,78,165	23,06,047

The group has reported segment information as per Indian Accounting Standard 108 on 'Operating Segments'. As per Ind AS 108, segments are identified based on management's evaluation of financial information for allocating resources and assessing performance. Accordingly, the Group has identified five reportable segments, namely i) Wealth Management ii) Capital Markets iii) Asset and Private Wealth Management iv) Home finance and v) Treasury Investments.

4) During the current quarter, Retail broking & distribution, a sub division of the Capital markets segment has been extracted and presented as a separate segment from it, namely "Wealth Management" to align with the changing needs of customers towards comprehensive wealth management solutions. Consequently, "Asset & Wealth Management" Segment has been rephrased as "Asset & Private Wealth Management" Segment and segmental figures have been reorganized across all reporting periods. The above mentioned changes do not have any impact on the financial statement of the company for either of the periods presented herein.

5) ICRA Limited vide its rating letter dated July 22, 2024 has reaffirmed and revised its outlook from [ICRA]AA (Stable) to [ICRA]AA (Positive) on Bank Lines and from PP-MLD[ICRA]AA (Stable) to PP-MLD[ICRA]AA (Positive) on Long Term Principal Protected Market Linked Debentures of the Motilal Oswal Financial Services Limited. The ICRA Limited also reaffirmed and assigned for the enhanced amount [ICRA]A1+ to the Commercial Paper Programme of the Motilal Oswal Financial Services Limited. CRISIL ratings and India Ratings have maintained their ratings unchanged at CRSILAA (stable) and IND AA/stable for the non-convertible debentures and CRSILA1+ and IND A1+ for commercial paper programme of Motilal Oswal Financial Services Limited compared to previous quarter.

6) Pursuant to the approval of the Board of Directors and Shareholders of Motilal Oswal Financial Services Limited vide their Resolutions dated April 26, 2024 and May 30, 2024, respectively, the Finance Committee of the Board of Directors of the Company at their Meeting held on June 11, 2024 had allotted 44,77,82,709 Bonus Equity Shares to the eligible Shareholders of the Company, in the ratio of 3:1 i.e. 3 (Three) new fully paid-up Equity Shares of Re. 1/- (Rupee One Only) each for every 1 (One) existing fully paid-up Equity Share of Re. 1/- (Rupee One Only) each, whose names appeared in the Register of Members/List of Beneficial Owners maintained by the Company/Depositories as on the Record Date i.e. June 10, 2024. The said Bonus Equity Shares ranked pari-passu in all respects with the existing Equity Shares of the Company including dividend entitlement. After the Bonus Issue, the Paid-up Share Capital of the Company is increased to Rs.59,70,43,612/- from Rs.14,92,60,903/-. Consequent to the increase in the Paid-up Share Capital, the Earnings Per Share (Basic and Diluted) have been adjusted for all the comparative periods presented.

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MOTILAL OSWAL FINANCIAL SERVICES LIMITED

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CIN: L67190MH2005PLC153397

Statement of Consolidated Financial Results for the quarter ended 30 June 2024


- 7) The Board of Directors of Motilal Oswal Financial Services Limited at their Meeting held on July 27, 2023 has, inter-alia, subject to approval of Shareholders of the Company and other applicable statutory & regulatory approvals including the approval of the Hon'ble National Company Law Tribunal ("NCLT"), Mumbai Bench, approved the Scheme of Arrangement between Motilal Oswal Financial Services Limited ("the Transferor Company" or "the Resulting Company" or "MOTSL") and Motilal Oswal Broking and Distribution Limited (formerly Glide Tech Investment Advisory Private Limited & converted into Public Limited Company) ("the Transferee Company" or "MOBDL") and Motilal Oswal Wealth Limited ("the Demerged Company" or "MOWL") and their respective Shareholders ("the Scheme"), under Sections 230-232 of the Companies Act, 2013. The appointed date subject to approval of the NCLT is April 01, 2023. Further, pursuant to the provisions of Regulation 37 of the Listing Regulations, the Company has filed the Scheme along with necessary documents with the Stock Exchange(s). Post receipt of the Shareholder's approval, this event will be considered as highly probable for the purposes of disclosure requirement under IND AS 105 "Non-Current Assets held for sale in discontinued operations".
- 8) The Finance Ministry, as part of its budget announcement on July 23, 2024, changed the tax rate on capital gains. Consequently, the impact would result into increase in deferred tax expense and liability for unrealised gains recognised over different periods through Profit & Loss & other comprehensive income amounting to Rs. 7,053 lakhs & Rs. 1,313 lakhs respectively.
- 9) Pursuant to the exercise of Employee Stock Options under various Employee Stock Options Scheme, the Company has allotted 2,53,612 equity shares to the employees during the quarter ended 30 June 2024.
- 10) The figures for the quarter ended 31 March 2024 reflect the differences between the audited amounts of the financial year and published unaudited accounts of the nine months period ended 31 December 2023.
- 11) In accordance with the Prospectus dated April 09, 2024 in connection with the Public Issuance of Secured, Rated, Listed, Redeemable, Non-Convertible Debentures of face value of Rs. 1,000/- (Rupees One Thousand Only) each ("NCDs") for an amount aggregating up to Rs. 500 Crore (Rupees Five Hundred Crore Only) ("Base Issue Size") with an option to retain oversubscription up to Rs. 500 Crore (Rupees Five Hundred Crore Only) ("Green Shoe Option") aggregating up to 1,00,00,000 NCDs for an amount up to Rs. 1,000 Crore (Rupees One Thousand Crore Only) ("Issue Size" or "Issue Limit") (hereinafter referred to as the "Issue"), the Finance Committee of the Board of Directors of the Company at their meeting held on May 09, 2024 had allotted 1,00,00,000 NCDs to the successful applicants in various series under respective categories as per the basis of allotment of the NCDs as approved by BSE on May 09, 2024
- 12) The reviewed Consolidated financial results of Motilal Oswal Financial Services Limited are available on the Company's website, www.motilaloswalgroup.com and on the stock exchange website www.nseindia.com and www.bseindia.com
- 13) The amounts reflected as "0" in the Financial Information are values with less than rupees one lakhs.
- 14) The previous quarter/year figures have been regrouped/reclassified wherever necessary to confirm to the current quarter/year presentation.



Place: Mumbai
Date: 25 July 2024



For and on behalf of the Board of
Motilal Oswal Financial Services Limited


Motilal Oswal
Managing Director and Chief Executive Officer
DIN : 00024503