

25th July, 2025**BSE Limited**Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001**National Stock Exchange of India Limited**Exchange Plaza, 5th Floor,
Plot No. C-1, Block G,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051**Scrip Code: 542685****Trading Symbol: DGCONTENT**

Subject: Outcome of the Board Meeting held on 25th July, 2025 and Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended ("SEBI LODR")

Dear Sir/Madam,

This is to inform you that the Board of Directors of the Company at its meeting held today, i.e. Friday, 25th July, 2025 (which commenced at 04:30 P.M. and concluded at 05:50 P.M.) has, inter-alia, transacted the following businesses:

1. Approved the Un-Audited Financial Results (Standalone and Consolidated) ("UFRs") of the Company for the quarter ended on 30th June, 2025, pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; (enclosed herewith as **Annexure -I**);
2. Taken on record the Limited Review Report of M/s S.R Batliboi & Associates LLP, Chartered Accountants (Statutory Auditors) on the above UFRs; (enclosed herewith as **Annexure-I**)
3. Based on the recommendation of Nomination and Remuneration Committee, the Board has approved the amendment in "Digicontent Limited Restricted Stock Units Plan 2025" ("RSU Scheme -2025"), by adding 26,40,000 Restricted Stock Unit ("RSUs") making the total RSU Pool of the "RSU Scheme – 2025" as originally reserved from 29,09,353 (Twenty Nine Lakhs Nine Thousand Three Hundred Fifty Three only) RSUs (representing 5% of the paid-up equity share capital of the Company as on December 31, 2024) to 55,49,353 (Fifty Five Lakhs Forty Nine Thousand and Three Hundred Fifty Three) RSUs (representing ~9.54% of the paid-up equity share capital of the Company as on June 30,

2025), convertible into equity shares of the Company in the ratio of 1 equity share for every 1 RSU of the face value of Rs. 2/- each fully paid-up, to the Eligible Employees under "RSU Scheme -2025", subject to approval of the shareholders of the Company.

The details required to be furnished under Regulation 30 of Listing Regulations read with SEBI circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ("Master Circular") has been attached as **Annexure-II**.

This information is also being uploaded on the website of the Company i.e. www.digicontent.co.in.

You are hereby requested to take the above information on record.

Thanking you,

Yours faithfully,
For **Digicontent Limited**

(Manu Chaudhary)
Company Secretary
M.No.: A34640

Encl.: As above

S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

67, Institutional Area
Sector 44, Gurugram - 122 003
Haryana, India

Tel: +91 124 681 6000

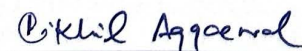
Independent Auditor's Review Report on the Quarterly Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**Review Report to
The Board of Directors
Digicent Limited**

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Digicent Limited (the "Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group") for the quarter ended June 30, 2025 (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").
 2. The Holding Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, 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 Statement has been approved by the Holding Company's Board of Directors. 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. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. 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 Standards on Auditing 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 Master Circular issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.
4. The Statement includes the results of the following entities:
 - a. Digicent Limited
 - b. HT Digital Streams Limited
 5. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
 6. The comparative Ind AS financial information of the Group for the corresponding quarter ended June 30, 2024 was reviewed by the predecessor auditor who expressed an unmodified conclusion on July 22, 2024.

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004


per Nikhil Aggarwal
Partner
Membership No.: 504274



UDIN: 25504274BM0AXG5100

Place: New Delhi
Date: July 25, 2025

**Digicontent Limited**

CIN:- L74999DL2017PLC322147

Registered Office: Hindustan Times House ,2nd Floor, 18-20, Kasturba Gandhi Marg, New Delhi-110001, India

Tel: +91-11- 6656 1234 Fax: +91-11-6656 1270

Website:- www.digicontent.co.in

E-mail:-investor@digicontent.co.in

Un-audited Consolidated Financial Results for the quarter ended June 30, 2025

Statement of un-audited Consolidated Financial Results for the quarter ended June 30, 2025

(INR in Lakhs except earnings per share data)

S.No.	Particulars	Quarter Ended			Year ended
		30.06.2025 Un-audited	31.03.2025 Audited (Refer Note 7)	30.06.2024 Un-audited	31.03.2025 Audited
1	Income				
	a) Revenue from Operations	11,045	11,452	10,427	44,285
	b) Other Income	47	224	176	733
	Total Income	11,092	11,676	10,603	45,018
2	Expenses				
	a) Employee benefits expense	5,985	5,477	5,430	21,733
	b) Finance costs	292	381	461	1,672
	c) Depreciation and amortisation expense	197	206	483	1,102
	d) Other expenses	4,826	4,655	4,006	16,773
	Total Expenses	11,300	10,719	10,380	41,280
3	Profit/(Loss) before exceptional items and tax (1-2)	(208)	957	223	3,738
3a	Earnings before finance costs, tax, depreciation and amortisation expenses (EBITDA) (3+2b+2c) and exceptional items	281	1,544	1,167	6,512
4	Exceptional Items	-	-	-	-
5	Profit/(Loss) before Tax (3+4)	(208)	957	223	3,738
6	Tax Expense				
	a) Current tax charge	28	511	153	1,514
	b) Deferred tax charge/(credit)	(3)	(176)	1	(207)
	Total tax expense	25	335	154	1,307
7	Profit/(Loss) after tax (5-6)	(233)	622	69	2,431
8	Other Comprehensive Income (net of tax)				
	a) Items that will not be reclassified to profit or loss	48	9	33	185
	Total Other Comprehensive Income	48	9	33	185
9	Total Comprehensive Income/(Loss) (7+8)	(185)	631	102	2,616
10	Paid-up Equity Share Capital (Face value - INR 2/- per share)	1,164	1,164	1,164	1,164
11	Other Equity excluding Revaluation Reserves as per the balance sheet				1,569
12	Earnings/(Loss) per share				
	(of INR 2/- each)	(not annualised)	(not annualised)	(not annualised)	
	Basic & Diluted	(0.40)	1.07	0.12	4.18



Notes :

- 1 The standalone financial results of following entity have been consolidated with the financial results of Digicontent Limited (' the Company '), hereinafter referred to as **"the Group"**:

Wholly-owned Subsidiary

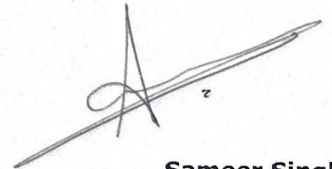
HT Digital Streams Limited (HTDSL)

- 2 The above un-audited consolidated financial results for the quarter ended June 30, 2025 were reviewed and recommended by the Audit Committee and were approved by the Board of Directors at their respective meetings held on July 25, 2025. The Statutory Auditors of the Company have conducted "Limited Review" of these results in terms of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and have issued an unmodified review conclusion.
- 3 The consolidated financial results have been prepared in accordance with the Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.
- 4 The Group is engaged in the business of "Entertainment & Digital Innovation Business" and there are no other reportable segments as per Ind AS 108 on Operating Segments.
- 5 The unaudited standalone financial results of the Company for the quarter ended June 30, 2025 will be filed with BSE and NSE and are also available on Company's website "www.digicontent.co.in". The key standalone financial information for the quarter ended June 30, 2025 are as under:

Particulars	(INR in Lakhs)			
	Quarter Ended		Year Ended	
	30.06.2025	31.03.2025	30.06.2024	31.03.2025
	Un-audited	Audited	Un-audited	Audited
Revenue from Operations	31	29	30	129
(Loss) Before Tax	(305)	(319)	(389)	(1,420)
(Loss) After Tax	(305)	(319)	(389)	(1,420)
Total Comprehensive (Loss)	(303)	(318)	(389)	(1,418)

- 6 The certificate of CEO and CFO in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the above results has been placed before the Board of Directors.
- 7 The figures of the quarter ended March 31, 2025 are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto December 31, 2024, being the end of the third quarter of the financial year, which were subjected to limited review.
- 8 During the quarter ended June 30, 2025, the Company granted 20 Lacs Restricted Stock Units (RSU) to the Director of the Company and HTDSL.

For and on behalf of the Board of Directors



Sameer Singh
Director
(DIN: 01838465)

New Delhi
July 25, 2025



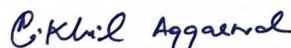
Independent Auditor's Review Report on the Quarterly Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**Review Report to
The Board of Directors
Digicent Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial results of Digicent Limited (the "Company") for the quarter ended June 30, 2025 (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").
2. The Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, 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 Statement has been approved by the Company's Board of Directors. 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. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. 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 Standards on Auditing 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.
4. Based on our review conducted as above, 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 the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. The comparative Ind AS financial information of the Company for the corresponding quarter ended June 30, 2024 was reviewed by the predecessor auditor who expressed an unmodified conclusion on July 22, 2024.

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004



per Nikhil Aggarwal

Partner

Membership No.: 504274



UDIN: 25504274BM0AXF3508

Place: New Delhi

Date: July 25, 2025

**Digicontent Limited**

CIN:- L74999DL2017PLC322147

Registered Office: Hindustan Times House ,2nd Floor, 18-20, Kasturba Gandhi Marg, New Delhi-110001, India

Tel: +91-11- 6656 1234 Fax: +91-11-6656 1270

Website:- www.digicontent.co.in

E-mail:-investor@digicontent.co.in

Un-audited Standalone Financial Results for the quarter ended June 30, 2025

Statement of Un-audited Standalone Financial Results for the quarter ended June 30, 2025

(INR in Lakhs except earnings per share data)

S.No.	Particulars	Quarter Ended			Year ended
		30.06.2025 Un-audited	31.03.2025 Audited (Refer Note 5)	30.06.2024 Un-audited	31.03.2025 Audited
1	Income				
	a) Revenue from Operations	31	29	30	129
	b) Other Income	19	35	30	119
	Total Income	50	64	60	248
2	Expenses				
	a) Employee benefits expense	28	28	37	120
	b) Finance costs	278	304	359	1,313
	c) Depreciation and amortisation expense*	-	-	-	-
	d) Other expenses	49	51	53	235
	Total Expenses	355	383	449	1,668
3	(Loss) before exceptional items and tax (1-2)	(305)	(319)	(389)	(1,420)
3a	(Loss) before finance costs, tax, depreciation and amortisation expenses (EBITDA) (3+2b+2c) and exceptional items	(27)	(15)	(30)	(107)
4	Exceptional Items	-	-	-	-
5	(Loss) before tax (3+4)	(305)	(319)	(389)	(1,420)
6	Tax Expense				
	a) Current tax	-	-	-	-
	b) Deferred tax	-	-	-	-
	Total tax expense	-	-	-	-
7	(Loss) after tax (5-6)	(305)	(319)	(389)	(1,420)
8	Other Comprehensive Income (net of tax)				
	a) Items that will not be reclassified to profit or loss	2	1	-	2
	Total Other Comprehensive Income	2	1	-	2
9	Total Comprehensive (Loss) (7+8)	(303)	(318)	(389)	(1,418)
10	Paid-up Equity Share Capital (Face value - INR 2/- per share)	1,164	1,164	1,164	1,164
11	Other Equity excluding Revaluation Reserves as per the balance sheet				1,623
12	(Loss) per share				
	(of INR 2/- each)	(not annualised)	(not annualised)	(not annualised)	
	Basic & Diluted	(0.52)	(0.55)	(0.67)	(2.44)

* INR less than 50,000/- has been rounded off to Nil



Notes :

- 1 The above un-audited standalone financial results for the quarter ended June 30, 2025 were reviewed and recommended by the Audit Committee and approved by the Board of Directors at their respective meetings held on July 25, 2025. The Statutory Auditors of the Company have conducted "Limited Review" of these results pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and have issued an unmodified review conclusion.
- 2 The standalone financial results have been prepared in accordance with the Indian Accounting Standards ('Ind 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 Company is engaged in the business of "Entertainment & Digital Innovation Business" and there is no other reportable segments as per Ind AS 108 on Operating Segments.
- 4 The certificate of CEO and CFO in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the above results has been placed before the Board of Directors.
- 5 The figures of the quarter ended as on March 31, 2025 are balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto December 31, 2024, being the end of the third quarter of the financial year, which were subjected to limited review.
- 6 During the quarter ended June 30, 2025, the Company granted 20 Lacs Restricted Stock Units (RSU) to the Director of the Company and HT Digital Streams Limited (Wholly owned Subsidiary).

For and on behalf of the Board of Directors



Sameer Singh
Director
(DIN: 01838465)

New Delhi
July 25, 2025



Annexure -II

S. No.	Particulars	Disclosure
(a)	Brief details of options granted	As on date the Company has granted 29,09,000 Restricted Stock Unit ("RSUs") under Digicontent Limited Restricted Stock Units Plan 2025" ("RSU Scheme -2025") The Board has approved amendment in the "RSU Scheme -2025" in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (SEBI Regulations), by adding 26,40,000 ("RSUs") making the total RSU Pool as originally reserved from 29,09,353 (Twenty Nine Lakhs Nine Thousand Three Hundred Fifty Three only) RSUs (representing 5% of the paid-up equity share capital of the Company as on December 31, 2024) to 55,49,353 (Fifty Five Lakhs Forty Nine Thousand and Three Hundred Fifty Three) RSUs (representing ~9.54% of the paid-up equity share capital of the Company as on June 30, 2025).
(b)	Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (if applicable)	Yes, the "RSU Scheme-2025" is in accordance with SEBI Regulations.
(c)	Total number of shares covered by these options	55,49,353 RSUs (representing ~9.54% of the paid-up equity share capital of the Company as on June 30, 2025)
(d)	Pricing formula	The Exercise Price of each RSU shall be equal to the face value of the equity shares of the Company at the time of Grant.
(e)	Time within which options may be exercised	Each RSU entitles the holder thereof to apply for and be allotted one Share, of the Company on the payment of the Exercise Price during / within the Exercise Period of 7 years from the date of respective vesting or such other shorter period as may be prescribed by the NRC at its sole discretion from time to time and mentioned in the Grant Letter of the Grantee. The Vested RSU's can be exercised all at one time or at various points of time within the Exercise Period.
(f)	Brief details of significant terms	Min Vesting period - 1 year from Grant Maximum Vesting period - 7 years Exercise Period - 7 years from respective vesting Lock-in after allotment - None RSU Scheme - 2025 Administration - The RSU Scheme - 2025 shall be administered by Nomination

		and Remuneration Committee of the Company in accordance with Companies Act and SEBI Regulations.
(g)	Options vested	Not Applicable at this stage
(h)	Options exercised	
(i)	Money realized by exercise of options	
(j)	The total number of shares arising as a result of exercise of options	
(k)	Options lapsed	
(l)	Variation of terms of options	
(m)	Subsequent changes or cancellation or exercise of such options	
(n)	Diluted earnings per share pursuant to issue of equity shares on exercise of options	