D. B. CORP LIMITED

Registered office: Plot No.280, Sarkhej - Gandhinagar Highway, Near YMCA Club, Makarba, Ahmedabad (Gujarat) - 380051 Statement of stand alone audited results for the quarter and year ended March 31, 2013

| PART I |  |  |  |  | ₹ in million except share and per share data) |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Particulars |  | Quarter ended |  |  | Year ended |  |
|  |  | March 31, 2013 | December 31, 2012 | March 31, 2012 | March 31, 2013 | March 31, 2012 |
|  |  | Audited <br> (Refer Note 2) | Unaudited | Unaudited | Audited | Audited |
|  | Income from operations |  |  |  |  |  |
|  | a) Net sales/income from operations | 3,693.72 | 4,104.27 | 3,235.28 | 14,784.74 | 13,644.95 |
|  | b) Other operating income | 266.22 | 241.60 | 273.27 | 1,003.86 | 773.16 |
|  | Total income from operations | 3,959.94 | 4,345.87 | 3,508.55 | 15,788.60 | 14,418.11 |
|  | Expenses |  |  |  |  |  |
|  | a) Raw materials consumed | 1,332.53 | 1,441.28 | 1,296.86 | 5,425.92 | 5,070.58 |
|  | b) (Increase)/decrease in inventories of finished goods | (0.48) | 0.56 | (0.48) | 0.28 | (0.42) |
|  | c) Employee benefits expense | 661.66 | 694.97 | 591.85 | 2,683.49 | 2,351.14 |
|  | d) Depreciation and amortisation expense | 149.03 | 149.16 | 128.76 | 573.07 | 500.02 |
|  | e) Other expenses | 992.32 | 1,004.75 | 867.42 | 3,835.96 | 3,569.61 |
|  | Total expenses | 3,135.06 | 3,290.72 | 2,884.41 | 12,518.72 | 11,490.93 |
| 3 | Profit from operations before other income, finance costs and exceptional items (1-2) |  |  |  |  |  |
|  |  | 824.88 | 1,055.15 | 624.14 | 3,269.88 | 2,927.18 |
| 4 | Other income | 122.11 | 40.29 | 106.01 | 247.33 | 230.52 |
| 5 | Profit from ordinary activities before finance costs and exceptional items (3+4) | 946.99 | 1,095.44 | 730.15 | 3,517.21 | 3,157.70 |
| 6 | Finance costs | 21.60 | 18.59 | 23.56 | 79.78 | 92.26 |
| 7 | Profit from ordinary activities after finance costs but before exceptional items (5-6) | 925.39 | 1,076.85 | 706.59 | 3,437.43 | 3,065.44 |
| 8 | Exceptional items | - | - | - | - | - |
| 10 | Profit from ordinary activities before tax (7+8) | 925.39 | 1,076.85 | 706.59 | 3,437.43 | 3,065.44 |
|  | Tax expense |  |  |  |  |  |
|  | a) Current tax | 213.40 | 364.50 | 202.50 | 1,043.43 | 929.50 |
|  | b) Deferred tax | 94.07 | (13.16) | 27.99 | 87.94 | 51.20 |
|  |  | 307.47 | 351.34 | 230.49 | 1,131.37 | 980.70 |
| 11 | Net profit from ordinary activities after tax (9-10) | 617.92 | 725.51 | 476.10 | 2,306.06 | 2,084.74 |
| 12 | Extraordinary items (net of tax expenses of ₹ Nil) | - | - | - | - | - |
|  | Net Profit for the period/year (11-12) | 617.92 | 725.51 | 476.10 | 2,306.06 | 2,084.74 |
| 14 | Paid-up equity share capital (par value ₹ 10 , fully paid) | 1,833.74 | 1,833.53 | 1,833.08 | 1,833.74 | 1,833.08 |
| 15 | Reserves excluding revaluation reserve as per balance sheet of previous accounting year |  |  |  | 8,910.10 | 7,765.27 |
| 16 | Earnings per share (EPS) |  |  |  |  |  |
|  | EPS before extraordinary items |  |  |  |  |  |
|  | - Basic | 3.37 | 3.96 | 2.60 | 12.58 | 11.37 |
|  | - Diluted | 3.37 | 3.95 | 2.59 | 12.56 | 11.36 |
|  | EPS after extraordinary items |  |  |  |  |  |
|  | - Basic | 3.37 | 3.96 | 2.60 | 12.58 | 11.37 |
|  | - Diluted | 3.37 | 3.95 | 2.59 | 12.56 | 11.36 |
| 17 | Dividend per share (par value ₹ 10 each, fully paid) |  |  |  |  |  |
|  | Interim dividend | - | 2.00 | 1.75 | 2.00 | 3.50 |
|  | Final dividend | 3.50 | - | 1.50 | 3.50 | 1.50 |
|  | Total dividend | 3.50 | 2.00 | 3.25 | 5.50 | 5.00 |



1) The statement of audited standalone results for the quarter and year ended March 31, 2013 has been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on May 16, 2013. There are no qualifications in the report issued by the auditors.
2) The figures of the last quarter are the balancing figures between audited figures in respect of the full financial year up to March 31 , 2013 and the unaudited published year-to-date figures up to December 31 , 2012 , being the date of the end of the third quarter of the financial year which were subjected to limited review.
3) On December 11, 2012, the Company acquired additional stake in its two subsidiaries i.e. $45 \%$ stake in I Media Corp Limited ('IMCL') and $43.18 \%$ stake in Synergy Media Entertainment Limited ('SMEL') by acquiring the shares from the shareholders of IMCL and SMEL for the total consideration of $₹ 355.96$ million and $₹ 23.72$ million respectively.

Accordingly, with effect from December 11, 2012, IMCL and SMEL have become wholly-owned subsidiaries of the Company.
4) The Board of Directors of the Company at its meeting held on January 21, 2013, had approved the Scheme of Arrangement and Amalgamation (the 'Scheme') of its wholly-owned subsidiaries, I Media Corp Limited (IMCL) and Synergy Media Entertainment Limited (SMEL). As per the Scheme, SMEL would merge in to IMCL with effect from appointed date i.e. April 01, 2012. The Scheme was approved by the Hon'ble High Court of Madhya Pradesh vide its order dated April 30, 2013 and the certified copy of the order was filed with the Registrar of Companies, Gwalior on May 08, 2013. Accordingly, the scheme became effective from May 08, 2013 and operative from the appointed date i.e. April 01, 2012.

According to the scheme, the entire business of SMEL was merged with IMCL with effect from the appointed date. The purchase consideration was discharged by IMCL by issue of 72,914 fully paid equity shares of ₹ 10 each of IMCL to the only shareholder of SMEL i.e. D. B. Corp Limited

As a result of abovementioned transaction, the Company received 72,914 equity shares of IMCL in exchange of 240,750 equity shares of SMEL. As per the provisions of Accounting Standard 13 - Accounting for Investments, the difference between the fair value of shares received and the book value of shares of SMEL i.e. ₹ 29.47 million is accounted as Gain on Exchange of Investments under the head "Other income"
5) During the previous year ended March 31, 2012 the Company commenced its operations in the state of Maharashtra wherein five new editions were launched. Further, during the previous year ended March 31 , 2012 one more edition was launched in the state of Jharkhand. The results for the year ended March 31, 2012 include expenses charged to statement of profit and loss which were incurred on onetime pre-launch activities.
6) The details of utilisation of proceeds of Initial Public Offer ("IPO") as required under Clause 43 of the Listing Agreement are as under

| Particulars | ( ₹ in million) |  |  |
| :---: | :---: | :---: | :---: |
|  | Amount to be utilised as per Prospectus | Actual Utilisation till March 31, 2013 | Balance to be utilised /(Excess utilised) |
| Setting up new publishing units | 600.00 | 818.52 | (218.52) |
| Upgrading existing plant and machinery | 305.00 | 614.57 | (309.57) |
| Sales and marketing | 501.00 | 3.80 | 497.20 |
| Reducing working capital loans | 41.46 | 41.46 | - |
| Prepaying existing term loans | 1,100.00 | 1,100.00 | - |
| Issue expenses paid out of IPO proceeds | 142.61 | 111.60 | 31.01 |
| Total | 2,690.07 | 2,689.95 | 0.12 |

Pending utilisation, as at March 31, 2013, the funds were temporarily held in :

| Particulars | (₹ in million ) |
| :--- | ---: |
| Balance in current account | Amount |
| Total | 0.12 |
| Subsequent to March 31, 2013, the balance amount has also been utilised | $\mathbf{0 . 1 2}$ |

Subsequent to March 31, 2013, the balance amount has also been utilised.

As per the provisions in the Prospectus, the management of the Company has the discretion to change the allocation as well as reschedule the utilisation of IPO proceeds proposed in the prospectus depending on the business scenario and funding requirements. Accordingly, the management has reallocated the proposed utilisation as follows:
a) The Proceeds allocated towards Sales and marketing expenses and IPO expenses and lying unutilised would be used for setting up of new publishing units and upgrading the existing plant and machinery,
b) The Proceeds would be utilised for setting up of new publishing units as well as upgrading the existing plant and machinery at locations / states in addition to the number of locations / states mentioned in the prospectus.

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7) Since the segment information as per Accounting Standard 17-Segment Reporting notified by the Companies (Accounting Standards) Rules 2006, (as amended) is provided on the basis of consolidated financial results, the same is not provided separately for the standalone results.
8) The income for the quarter ended December 31, 2012 includes revenue from advertisements published during the festive seasons.
9) The Board of Directors has recommended a final dividend of ₹ 3.50 per equity share of face value of ₹ 10 each, subject to the approval of shareholders in the forthcoming annual general meeting. During the year ended March 31, 2013, the Board of Directors had declared and paid an interim dividend of ₹ 2.00 per equity share of face value of $₹ 10$ each.

| 10) | Other expenses include: |  |  |  |  | ( ₹ in million) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Particulars | Quarter ended |  |  | Year ended |  |
|  |  | March 31, 2013 | December 31, 2012 | March 31, 2012 | March 31, 2013 | March 31, 2012 |
|  | Foreign exchange (Gain) / Loss (net) | (3.78) | 6.81 | (2.62) | 13.79 | 47.56 |
|  | Foreign exchange (Gain) / Loss on Buyers' Credit from Banks (net) | (4.33) | 29.10 | (42.93) | 46.19 | 53.60 |
|  | Total | (8.11) | 35.91 | (45.55) | 59.98 | 101.16 |

11) Other income includes:

| Other income includes: |  |  |  |  | ( ₹ in million) |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Particulars | Quarter ended |  |  | Year ended |  |
|  | March 31, 2013 | December 31, 2012 | March 31, 2012 | March 31, 2013 | March 31, 2012 |
| Interest Income | 18.09 | 24.16 | 34.21 | 103.26 | 113.42 |
| Gain on exchange of investments (Refer Note 4) | 29.47 | - | - | 29.47 | - |
| Excess liabilities / provision written back | 33.64 | 8.56 | 31.36 | 59.15 | 65.78 |
| Miscellaneous income | 40.91 | 7.57 | 40.44 | 55.45 | 51.32 |
| Total | 122.11 | 40.29 | 106.01 | 247.33 | 230.52 |

12) Standalone statement of assets and liabilities

13) The current tax expense for the quarter and year ended March 31,2013 includes reversal of provision for tax of earlier years of ₹ 30 million.
14) The Board of Directors, in its meeting held on May 16, 2013, approved the merger of the Internet and Mobile Interactive Service Business of I Media Corp Limited ('IMCL'), the wholly owned subsidiary of the Company, by way of demerging the same from IMCL and merging it with the Company, with effect from appointed date i.e. April 01,2013 . The Company is in the process of completion of statutory formalities
15) Previous quarters' / years' figures have been regrouped / reclassified wherever necessary to confirm to the current year's presentation.

Registered office: Plot No.280, Sarkhej - Gandhinagar Highway, Near YMCA Club, Makarba, Ahmedabad (Gujarat) - 380051 Statement of consolidated audited results for the quarter and year ended March 31, 2013



1) The statement of audited consolidated results for the quarter and year ended March 31, 2013 has been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on May 16,2013 . There are no qualifications in the report issued by the auditors.
2) The figures of the last quarter are the balancing figures between audited figures in respect of the full financial year up to March 31, 2013 and the unaudited published year-to-date figures up to December 31 , 2012, being the date of the end of the third quarter of the financial year which were subjected to limited review.
3) The statement of consolidated audited results for the year ended March 31, 2013 is prepared in accordance with the requirements of Accounting Standard 21 - Consolidated Financial Statements notified by the Companies (Accounting Standards) Rules, 2006 (as amended)
The financial results of the following entities have been consolidated with the financial results of D. B. Corp Limited ('the Company'):
Subsidiaries :

- I Media Corp Limited ('IMCL')
- Divya Prabhat Publications Private Limited ('DPPPL') (with effect from October 01, 2011)

4) On December 11, 2012, the Company acquired additional stake in its two subsidiaries i.e. $45 \%$ stake in I Media Corp Limited ('IMCL') and $43.18 \%$ stake in Synergy Media Entertainment Limited ('SMEL') by acquiring the shares from the shareholders of IMCL and SMEL for the total consideration of ₹ 355.96 million and ₹ 23.72 million respectively.

Accordingly, with effect from December 11, 2012, IMCL and SMEL have become wholly-owned subsidiaries of the Company.
5) The Board of Directors of the Company at its meeting held on January 21, 2013, had approved the Scheme of Arrangement and Amalgamation (the 'Scheme') of its wholly-owned subsidiaries, I Media Corp Limited (IMCL) and Synergy Media Entertainment Limited (SMEL). As per the Scheme, SMEL would merge in to IMCL with effect from appointed date i.e. April 01,2012 . The Scheme was approved by the Hon'ble High Court of Madhya Pradesh vide its order dated April 30, 2013 and the certified copy of the order was filed with the Registrar of Companies, Gwalior on May 08 , 2013. Accordingly, the scheme became effective from May 08,2013 and operative from the appointed date i.e. April 01, 2012.

According to the scheme, the entire business of SMEL was merged with IMCL with effect from the appointed date. The purchase consideration was discharged by IMCL by issue of 72,914 fully paid equity shares of $₹ 10$ each of IMCL to the only shareholder of SMEL i.e. D. B. Corp Limited.

This transaction do not have any accounting implications in the Consolidated Financial Results.
6) During the previous year ended March 31, 2012 the Company commenced its operations in the state of Maharashtra wherein five new editions were launched. Further, during the previous year ended March 31 , 2012 one more edition was launched in the state of Jharkhand. The results for the year ended March 31, 2012 include expenses charged to statement of profit and loss which were incurred on onetime pre-launch activities.
7) The details of utilisation of proceeds of Initial Public Offer ("IPO") as required under Clause 43 of the Listing Agreement are as under:
( ₹ in million)

| Particulars | Amount to be utilised as per Prospectus | Actual Utilisation till March 31, 2013 | Balance to be utilised /(Excess utilised) |
| :---: | :---: | :---: | :---: |
| Setting up new publishing units | 600.00 | 818.52 | (218.52) |
| Upgrading existing plant and machinery | 305.00 | 614.57 | (309.57) |
| Sales and marketing | 501.00 | 3.80 | 497.20 |
| Reducing working capital loans | 41.46 | 41.46 | - |
| Prepaying existing term loans | 1,100.00 | 1,100.00 | - |
| Issue expenses paid out of IPO proceeds | 142.61 | 111.60 | 31.01 |
| Total | 2,690.07 | 2,689.95 | 0.12 |

Pending utilisation, as at March 31, 2013, the funds were temporarily held in :

| ( Particulars | Am million) |
| :--- | ---: |
| Balance in current account | 0.12 |
| Total | $\mathbf{0 . 1 2}$ |

Subsequent to March 31, 2013, the balance amount has also been utilised.

As per the provisions in the Prospectus, the management of the Company has the discretion to change the allocation as well as reschedule the utilisation of IPO proceeds proposed in the prospectus depending on the business scenario and funding requirements. Accordingly, the management has reallocated the proposed utilisation as follows:
a) The Proceeds allocated towards Sales and marketing expenses and IPO expenses and lying unutilised would be used for setting up of new publishing units and upgrading the existing plant and machinery;
b) The Proceeds would be utilised for setting up of new publishing units as well as upgrading the existing plant and machinery at locations / states in addition to the number of locations / states mentioned in the prospectus.

The Audit Committee and the Board of Directors of the Company at their respective meetings held on May 16, 2013 have approved the revised allocation and resultant utilisation of proceeds of IPO till March 31, 2013.
8) The income for the quarter ended December 31, 2012 includes revenue from advertisements published during the festive seasons
9) The Board of Directors has recommended a final dividend of ₹ 3.50 per equity share of face value of ₹ 10 each, subject to the approval of shareholders in the forthcoming annual general meeting. During the year ended March 31, 2013, the Board of Directors had declared and paid an interim dividend of $₹ 2.00$ per equity share of face value of $₹ 10$ each.

| 10) Other expenses include:Particulars |  |  |  | ( ₹ in million) |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
|  | Quarter ended |  |  | Year ended |  |
|  | March 31, 2013 | December 31, 2012 | March 31, 2012 | March 31, 2013 | March 31, 2012 |
| Foreign exchange (Gain) / Loss (net) | (3.39) | 6.96 | (2.23) | 14.34 | 47.60 |
| Foreign exchange (Gain) / Loss on Buyers' Credit from Banks (net) | (4.33) | 29.10 | (42.93) | 46.19 | 53.60 |
| Total | (7.72) | 36.06 | (45.16) | 60.53 | 101.20 |
| 11) Other income includes:Particulars |  |  |  |  | ( ₹ in million) |
|  | Quarter ended |  |  | Year ended |  |
|  | March 31, 2013 | December 31, 2012 | March 31, 2012 | March 31, 2013 | March 31, 2012 |
| Interest Income | 15.02 | 22.08 | 34.90 | 96.33 | 115.82 |
| Excess liabilities / provision written back | 35.81 | 8.63 | 34.71 | 61.59 | 72.99 |
| Miscellaneous income | 40.95 | 7.57 | 40.05 | 55.50 | 51.41 |
| Total | 91.78 | 38.28 | 109.66 | 213.42 | 240.22 |

12) Consolidated statement of assets and liabilities

| Particulars | As at |  |
| :---: | :---: | :---: |
|  | March 31, 2013 | March 31, 2012 |
| A EQUITY AND LIABILITIES |  |  |
| 1 Shareholders' funds <br> (a) Share capital <br> (b) Reserves and surplus | $\begin{aligned} & 1,833.75 \\ & 8,457.37 \\ & \hline \end{aligned}$ | $\begin{aligned} & 1,833.09 \\ & 7,437.70 \\ & \hline \end{aligned}$ |
| Sub-total - Shareholders' funds | 10,291.12 | 9,270.79 |
| 2 Minority interest | 10.62 | 15.41 |
| 3 Non-current liabilities |  |  |
| (a) Long-term borrowings | 878.02 | 1,028.58 |
| (b) Deferred tax liabilities (net) | 833.87 | 745.87 |
| (c) Other long term liabilities | 325.71 | 296.21 |
| Sub-total - Non-current liabilities | 2,037.60 | 2,070.66 |
| 4 Current liabilities |  |  |
| (a) Short-term borrowings | 495.85 | 772.25 |
| (b) Trade payables | 961.20 | 1,077.63 |
| (c) Other current liabilities | 1,584.15 | 1,404.76 |
| (d) Short-term provisions | 946.07 | 841.01 |
| Sub-total - Current liabilities | 3,987.27 | 4,095.65 |
|  |  |  |
| TOTAL - EQUITY AND LIABILITIES | 16,326.61 | 15,452.51 |
| B ASSETS |  |  |
| 1 Non-current assets |  |  |
| (a) Fixed assets | 8,008.11 | 7,932.86 |
| (b) Goodwill on consolidation | 374.62 | - |
| (c) Non-current investments | 807.44 | 460.16 |
| (d) Long-term loans and advances | 850.12 | 872.50 |
| (e) Other non-current assets | 64.43 | 89.95 |
| Sub-total - Non-current assets | 10,104.72 | 9,355.47 |
| 2 Current assets |  |  |
| (a) Inventories | 1,299.16 | 1,185.65 |
| (b) Trade receivables | 3,083.28 | 2,484.11 |
| (c) Cash and cash equivalents | 1,189.98 | 1,363.60 |
| (d) Short-term loans and advances | 546.95 | 527.43 |
| (e) Other current assets | 102.52 | 536.25 |
| Sub-total - Current assets | 6,221.89 | 6,097.04 |
|  |  |  |
| TOTAL - ASSETS | 16,326.61 | 15,452.51 |

13) The current tax expense for the quarter and year ended March 31,2013 includes reversal of provision for tax of earlier years of $₹ 30$ million.
14) The Board of Directors, in its meeting held on May 16, 2013, approved the merger of the Internet and Mobile Interactive Service Business of I Media Corp Limited ('IMCL'), the wholly owned subsidiary of the Company, by way of demerging the same from IMCL and merging it with the Company, with effect from appointed date i.e. April 01,2013 . The Company is in the process of completion of statutory formalities.
15) Previous quarters' / years' figures have been regrouped / reclassified wherever necessary to confirm to the current year's presentation.

## D. B. CORP LIMITED

Registered office: Plot No.280, Sarkhej - Gandhinagar Highway, Near YMCA Club, Makarba, Ahmedabad (Gujarat) - 380051 Segment-wise Revenue, Results and Capital Employed


