

November 5, 2014

BSE Limited

Corporate Relationship Department 1st Floor, New Trading Ring Rotunda Building P.J. Towers Dalal Street Mumbai - 400 001

Fax No.(s): (022) 2272 3121/2037/2039/2041/2061/3719

SUBJECT:

UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED SEPTEMBER 30, 2014, AS REVIEWED BY STATUTORY AUDITORS AND OUTCOME OF THE BOARD MEETING

Dear Sirs,

This is to inform you that the Board of Directors of the Company, at their meeting held today, have:

- 1. Approved the unaudited financial results of the Company, on standalone and consolidated basis, for the quarter ended September 30, 2014, as reviewed by the Statutory Auditors of the Company. A copy of the same along with the Limited Review Reports are enclosed. The consolidated financial results will be published in the newspapers in terms of Clause 41 of the Listing Agreement.
- 2. Mandated the Management to focus on the following:
 - Accelerate growth in core business;
 - o Fix, restructure or sell non-core businesses;
 - o Further invest in online assets to accelerate the Company's leadership position to benefit from the digital revolution; and
 - o Explore all options to unlock and maximize Shareholders' value.
- 3. Approved the appointment of Mr. Navneet Raghuvanshi as the Company Secretary and Compliance officer of the Company with effect from November 5, 2014. The contact details of Mr. Raghuvanshi
 - Official Contact No. 011- 49862367
 - Official Address 207, Okhla Industrial Estate, Phase III, New Delhi-110020
 - Email ID navneetr@ndtv.com

You are requested to take the aforesaid information on record.

Thanking you

Yours sincerely,

For New Delhi Television Limited

Ajay Mankotia

President-Corporate Planning and Operations

NEW DELHI TELEVISION LIMITED CIN: L921110L1988PLC033099

Regd. Off.: 207, Okhia Industrial Estate, Phase - III, New Delhi -110020

Phona: (91-11) 4157 7777, 2644 6666 Fex: 2923 1740

E-mail:corporate@ndtv.com; Website:www.ndtv.com

Statement of Standalone and Consolidated Unaudited Results for the Quarter and Six Months Ended 30/09/2014 Total Exponses Profiu[Losa] from operations before other income, flaance cost and exceptional items (4-2) Particulars 2 Expenses
a, Production Expenses
b, Production Expenses
c, Changes is inventories of stock in trade
c, Changes is inventories of stock in trade
d, Employee Coar
D, Marketing, Pstribution & Promotional Expenses
f Operating & Administrative Expenses Fotal income from operations 1 Income from operations 1 (a) Income from Operations 1 (b) Other operating Income PART SINo

Previous year ended (31/03/2014)

Year to date figures for previous year ended (30/09/2013)

Year to date figures for current patriod ended (30/08/2014)

Corresponding 3 motths ended (30/09/2013) in the previous year

Preceding 3 months ended (30/06/2014)

3 months ended (30/09/2014) (Unaudited)

Provious year ended (31/03/2014)

Year to date figures for previous year ended (30/09/2013)

Yoar to date figures for current pond ended (3009/2014)

Corresponding
3 months ended
(30/09/2013) in
the previous
yoar
(Unaudited)

Preceding 3 months ended (30/06/2014)

30/09/2014)

(Unsudited)

(Unaudited)

Standalone

(Unsudited)

(Unaudited)

(Rs. in Lakhs except per share data)

Consolidated

45,320 628 46,948

316

25,235 545 25,780

10,370

14.326 416 14,742

10,909 129 11,038

34,525 452 34,977

15,707 269 16,976

19,184 453 19,637

7,889 225 8,124

11,322 102 11,724

7,862

10.161 343 (47) 17.468 10.094 14.406 2.685 65.091 3.567 (6.576) 2.022 (7.588)

5,831 373 30 8,151 5,072 6,322 1,282 28,061 (2,281) 7,88 (1,493) 1,112 (2,605)

2,784 4,492 2,543 3,365 684 13,358 (2,739) 2,204 (538) 463

3,667 235 235 2,576 3,081 644 (78) 421 421 421 421 434 542 542

13,424 7,831 10,389 2,346 39,673 (6,686) 1,339 1,357 1,954 (6,311)

2,688 . 6,945 3,739 4,962 1,196 1,196 (3,584) (3,584) 935 935 935

3,938 6,861 3,724 1,112 20,546 (908) 2,26 2,662 1,076 (1,788)

1,250 3,517 2,131 2,669 602 10,169 (3,168) (1,169) (1,169) (1,169)

3,463 1,781 2,463 552 9,478 (1,686)

3,388 1,943 2,447 560 560 657 137 137 784 534 534

89 (1,478) 542 (2,018)

367 (1,838) 570 (2,488)

2,164 138 138 2,496 3,241 13,243 (2,206)

6,985 4,700 6,213 1,341 25,934 (5,075) 2,667 (2,408) 948 (3,356)

(7,698) 832 (8,430)

(3,366) 592 (3,948)

(2,606) 468 (3,073)

(1,018) 482 (1,500)

(197) 135 (332)

333 (2,741)

(6,311) 45 (5,356)

(3,610) 30 (3,540)

(1,768) (1,781) (1.761) (1,761)

(1,638)

(2,018) 0 (2,018)

2 £ 3 267

(3,540) (3,540)

(1,862)

(2,018)

(3,510)

(348); (348); (6,118)

(3,948) (125) (143) (3,930) 2,579

(3,073) 149 (86) (2,838) 2,579

(1,500) (65) (39) (1,626) 2,579

(332) 156 (27) (749) 2,579

(2,741) (7) (59) (2,689)

2,579 33,925

2,578

2,579

(2,018) 2,579

2,579 9.020 (12.59)

(\$ 40) (\$ 40)

(2.37)

(8.31)

(2.73) (2.73) (2.73)

(2.56)

2 2 0.40

(12.59)

(6.10)

(4.40)

(0.23)

(4.17)

(8.31) (8.31)

(5.49)

(2.56)

3.13

Other income Proffu[Loss] from ordinary activities before finance cost and exceptional lanns (3+4)

Profit(Loss) from ordinary activities after finance cost but before

Profit(Loss) from ordinary activities before tax (7-8)

(and share in associate (9-50) 10 Tax Expenso 11 Net Profficioss) from ordinary activities after tax before

Net Profit(Loss) For The Period (11-12) Share in Profit(Loss) of Associate Share of Monthly Increas Net Profit(Loss) after taxes, minority interest and share of Profit(Loss) of associate (13+14-15)

17 Paid -up Equity Share Capitei (Frae vivine Rs 4.) post either (Frae vivine Rs 4.) post either (Steerves (Excluding Reventation Reserve) (B Reserves Special Enringsell Cass) Por Share (or Rs.4. caech) (not annualised)

- Diluted After Extraordinary Items Basic - Diluted

	Colo												
		Select Information	on for Qua.	rter and Six	Months Enc	nformation for Quarter and Six Months Ended 30/09/2014						i ! !	
- :					Standalone	60							! ! !
		∢	<u> </u>	ن د	۵	ų	4	0	-		Consolidated	0	
SI NO	Particulars	3 months ended (30/08/2014)	Preceding 3 months ended (30/06/2014)	Corresponding 3 months ended (30/09/2013) in the previous	Year to date figures for current period ended (30/09/2014)	Year to date figures for previous year anded (30/09/2013)	Previous year ended (31/03/2014)	3 months ended (30/09/2014)	ing 3 O14)	Corresponding 3 months ended (30/08/2013) in	Year to date figures for current period exided	Year to dete figures for previous year endes (3009/2013)	Previous year ended (31/03/2014)
A PARTICULAR	PARTICULARS OF SHAREHOLDING									mad and and	(b) Dyranger(c)		1
Public shareholding	Public starenoiding Aggregate of Public Sharenoiding		•					-					
Number of Shares	(Shares of Shareholder	24,856,099	24,856,099	24.856.099	24.856.099	24 855 000	24 95 900	-				•	
2 Promoters and Premote	2. Promoters and Promoter Group Shareholding a. Plodgo/Encumbered	38.55%	38.55%	38.55%	38.55%	38.55%	38.55%	38,55%	38.55%	24.856,099	24,855,099	24,856,099	24.856,099 38.55%
Number of Shares Percentage of Shares Percentage of Shares Percentage of Shares De Non-encumbered	re (se a % of the total shareholding of promoter and prompter opougha.	<u> </u>	N N	N N	<u> </u>	N N	Z Z	¥ 8	N N	N N	Ē	MIL	. Z Z
Number of Shares	Number of Share (as a % of the letal shareholder of promoters and assessment	39,615,168	39,615,168	39,615,168	39,615,168	39.815.168	39 815 188	30 645 168	N 99	Z	į	Zi	N.
	/	100%	100%	100%	100%	100%	100%	100%	100%	100%	39.615,168 100% 61.45%	39,615,168 100% 61,45%]	39.515,168 100% 61,45%

INVESTOR COMPLAINTS Prending at the Logolining of the quarter Rocked during the quarter Disposed off during the quarter Remaining unreached at the end of the quarter	3 months anded (30/08/2014)		•	•	•	0
	rantculars	Pending at the beginning of the quarter	Roceived during the quarter	Disposed off chring the quarter	Remaking unresolved at the end of the quarter	

Segment wise Rovenue, Results and Capital Employed (Consolidated)

-							Rs. In Lakhs
- -	SING PHILIPOLIUS		Avail Les mines		Haff Ye	Haff Year onded	Year ended
1		30.09.2014	30.06,2014	30,09,2013	30.09.2014	30,09,2013	31 3 2014
_	Segment wise revenue, results and capital employed	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Linearither)	/Andhon/
_	Segment revenue:					The same of the sa	(vaceter)
_	8) Television Media and related operations						
_	b) RetailT-commerce	10,883	14,396	10.747	28.270	70	
	c) Others	228	3	52	574	10017	46,279
	Total			1	3	č	250
	d) Add : Other unallocable revenue	11,111	14,839	10,794	25.950	24 063	10.00
	e) Less: Inter segment revenue		•	. •	-	200.	970,04
	Income From Operation	73	- 87	175	170	. 3	, ;
N	Segment results	11,038	14.742	10.619	28.780	40.55	290
	Profit / (loss) before tax and interest from each securement				2011	800'A7	45,948
	a) Television Media and related operations						
	b) Retail/E-commerce	(1,522)	795	(198)	(102)	666	
	c) Others	(316)	(450)	(337)	(982)	(00%)	(3,943)
	Total	,		,		(4/0)	(1,633)
	Loss	(1,638)	346	(635)	(1 493)	19 Aber	
	d) interest					(000-7)	(9/0'c)
	e) Other unalocable expense (ret of unalocably incomo)	929	542	483	1113	476	
	0 Exceptional Items			!	:	C to	2,022
	Telovision Media and related operations						
	Retail/E-commerce	•		,	•		_
	Unadocable	1		,		•	1
	Total	1	t	•	-	•	
	Total profit / (loss) before tax			,	,	•	
က	Capital Employed (Segment Assets - Segment Liabilities):	(2,408)	(197)	(1,018)	(2,605)	(3.3.68)	12 1001
	a) Television Media and related operations					facility	(000)
	b) Retal/E-commerce	25,625	29.848	33.711	25 825		-
	c) Others	238	(1,257)	(886)	238	11.11	29,466
	Night and the second se			-		(000)	(617)
	d) Add : Unaffocable Assets loss Liabilities	26,863	28,591	33,025	25,863	33,026	28,753
	The Group operates in two pitingry reporting snormarks. The Group operates in two pitingry reporting snormarks.	25,863	28,591	33,025	26.863	3000	
	Sections & Retail Commerce.					970,00	, ve, / 33



Information pursuant to clause 41(I)(ca) of the listing agreement: STATEMENT OF AGSETS & LABBLITIES AS AT SEPTEMBER 30, 2014 S.No. Standalone / Consolidated Statement of Assets and Liability

Participation Participatio						
State beloke Fund State below		ļ	As at Sep	As at Mar	As at Sep	As at Mar
10 State Capital Children	٠		1000	4107.10	30,2014	31,2014
(b) Note-verse and earple	(a) Share Capital					
Column translation to consolidation to	(b) Reserves and surplus		2.579	2 576		
State application money pending allotment Sub -Total Stancholder fund N	(c) Money received against share warrants		32.161	31.021		2,576
Sub-Total Shareholders and Sub-Total Shareholders and Sub-Total Shareholders and Sub-Total Shareholders and Sub-Total Shareholders are sub-total to the current labilities (us) Coher Lorent labilities Sub-Total-Current labilities Coher Lorent labilities Coh				7012		9,020
Main current isabilities (1) Deferred to tabilities (1) Deferred to tabil	2 Share application money pending allotment	Sub -Total-Shareholders' fund		36.500	A 702	, ,
Non-current liabilities	3 Minority Interest				8	1,039
(9) Long-term benomings (10 Long-term benomings) (2.764 4.428 3.284 (1.165	4 Non-current liabilities		Α¥	Z	17.067	. !
(d) Deferred tax liabilities (m.) (d) Long-turn tabellities (m.) (d) Long-turn tabellities (m.) (d) Short-term provisions (e) Short-term provisions (d) Short-term provisions (e) Short-term provisions (f) Short-term provisions (g) Short-term barn and archemicals (g) Cash and cash equivalently (g)	(a) Long-term borrowings			:	8	17,154
Courte labelities 1,005 851 1,165 1,165	(b) Deferred tax fiabilities (net)		2,784	4.428	100.0	
Current liabilities 1,005 865 1,1165 1	(c Other long term flabilities				2,204	4,426
Control liabilities	(d) Long-term provisions		_			,
Current liabilities			1,005	851		
(d) Short-term borrowings (d) Short-term borrowings (d) Short-term provisions (e) Mon-current assets (act) (d) Deformed the rescue (red) (e) Non-current assets (red) (e) Non-current assets (red) (e) Non-current assets (red) (e) Deformed the rescue (red) (e) Non-current assets (red) (e) Non-current assets (red) (e) Deformed the rescue (red) (red		Sub -Total-Non-current Babilities	2 780	3 .		286
## 1385 1335 10.580	(a) Short Juria borrowing			0.21		5,413
Total = Equivalents Total = Equity AND Liabilities	(b) Trade payables		11 384		-	
Sub Total-Current labelities	(c. Other cureme to building		2 6	C6,53	10,580	12,565
Sub-Total-Current labilities 7,355 6,416 7,000	(4) Chet the control of the control		SDC.	5,610	8,051	6.906
Sub-Total - Current labelinidae 26,449 26,377 26,726 6,038 6,040	Short and a special provided in the special sp		7,555	6,416	7,090	7,184
acts acts corrections on the courty AND LIABITITIES corrections o		Sub -Intel-Current Battler.	,	,	2	5
Sub-Total - Current assets sets 84,978 8 1,154 8 6,04 9 8,30 1,775		TOTAL FORMY AND CARACTERS	26,448	26,377	26,726	26.880
Tomeoidation	ALDON'S		64,978	67,154	56.038	ACB 02
Sub-Total - Current assets Sub-Total - Cu	Non-current assets					90,049
Contractition Contractitio	(8) Fixed assets					
NA 745	(b) Goodwill on cornsolidation		1,767	8.504	0.530	
30,153 30,197 1,773 1,92 1,194 1,1	(c Non-current investments		Ϋ́	4 N	POT S	10,393
1,124 1,124 1,132 1,13	(d) Deferred tax gasets (not)		30 163		2	795
Sub-Total - Non-current assets Sub-Total - Non-current assets Sub-Total - Current as	(0) Condition from the property of the propert		2	30.00	1,773	1,812
Sub-Total - Non-current assets 41,425 42,643 18,005 11 1	(A) Other man amount of the second of the se		71.0	1,124	1,419	1,563
Sub-Total - Mon-current assets 41,425 42,543 16,006 1 1 160	(i) care: real-cult cata case is		186.5	2,718	2,298	3,634
State	Comments on a contract of	Sub-Total - Non-resource			190	75
931 931 100 1.189 1.222 1.2.893 1.3.597 1.3.59			41,425	42,543	16,005	18 277
211 100 1,189 12,212 72,893 13,597 13,507 13,507 14,705 14,705 14,705 14,705 17,141 16,14,033 17,141 17,141 18,141	(a) Current investments					1
211 100 1,189 12,212 12,893 13,597 1,821 3,44 75 8,234 7,183 14,475 8,234 7,183 10,445 14,75 144 161 3,47 107AL-ASSETS 64,976 87,144 40,033	(b) Inventories		931	931	,	_
1.2212 12.893 13.597 14.475 18.834 18.834 18	(C trade receivables		211	8	1.189	127
1.22.1 3.342 14.475 9.23.4 7.183 10.445 9.45.1 161 9.475 10.74. ASSETS 2.55.2 44.51 40.033 10.74. ASSETS 64.978 67.144 40.033	(d) Cash and cash equivalents		12,212	12,893	13,597	15 170
8.234 7.183 10.445 8ub-Total - Current assets 23.653 24,611 40.033 4 TOTAL ASSETS 64,978 87.184 60.033	(e) Short-term loan and advances		1,821	3,343	14.475	17 180
23,653 24,611 40,033 64,978 87,154 se p.o.	(!) Other current assets		8,234	7,183	10,445	8 505
23,563 24,611 40,033 64,976 67,154 co not			144	181	75	336
64.978 87.154 40.000		Sup-10tel - Current assets	23,553	24,611	40.033	200
		TOTAL- ASSETS	64.978	87.154	2000	700,2

During the previous year, the Board of Directors of the Company had approved the process of reduction of capital by way of setting off the losses accumulated upto September 30, 2012 amounting to Rs 15,573 Lakts, against the balance in Securities Premium Account as on Sectember 30, 7017. The Company and other approvals from the Securities Premium Account as on Sectember 30, 7017. The Company of Postal Batter Produing the organisation of the Company base as at September 30, 2012 to NII and the balance in the Securities Premium Account by Rs, 15,573 Lakts.

The above financial results were reviewed by the Audit Committee and thereafter approved and taken on record by the Board of Directors in its meeting held on November 5, 2014. The auditors have carried out a limited review of the results for the current quarter and subject of remuneration of Rs. 355 lakes accounted for in the consolidated financial statements which is in excess of the specified limits / existing Central Government approvals. Further, for the current quarter and six months ended September 30, 2014.

N

- Managorial remuncration amounting to Rs. 6 lakths and Rs. 13 lakths rospocitively accounted for in the consolidated results is in excess of the specified limits, for which the rospective subsidiary company shall be obtaining requisite Central Government approval. The auditors have qualified this matter in the standalone financial results and managerial remuneration amounting to Rs. 4 lakths and Rs. 10 lakths respectively accounted for in the carrier to approval of the members of the company subsidiary due to inadequacy of profits. The auditors have qualified this matter in their review report on the standalone and consolidated results of the current quarter.

The Company has paid share application money amounting to Rs 117 lacs to a subsidiary towards redeemable preference shares and Rs 28 lacs to another subsidiary towards redeemable preference shares and so and the intermediate holding companys and one of the intermediate holding companys in the Group had also paid share application money of Rs 41 lacs to its wholly owned subsidiary upto March 31, 2014. The shares are yet to be allotted against the aforesald application moneys. The company and subsidiary appropriate course of action in terms of relevant provisions of the Companies Ard, 2013 and the Rules framed thereunder, in consultation with the consultants. The auditors have qualified this matter in their review report on the consolidated results of the current

Figures for provious periods have been regrouped, wherever necessary, to correspond with the figures of the current period

Place: New Dethi Date: November 5, 2014



For and on behalf of Board of

The Board of Directors New Delhi Television Limited 207, Okhla Industrial Estate Phase – III, New Delhi - 110020

- 1. We have reviewed the results of New Delhi Television Limited (the "Company") for the quarter ended September 30, 2014 which are included in the accompanying 'Statement of Standalone and Consolidated Unaudited Results for the quarter and six months ended September 30, 2014 ' and the statement of assets and liabilities as on that date (the "Statement"), except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the Management but have neither been reviewed nor been audited by us. The Statement has been prepared by the Company pursuant to Clause 41 of the Listing Agreement with the Stock Exchanges in India, which has been initialled by us for identification purposes. 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 the Statement based on our review.
- 2. 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" 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 financial statements are free of material misstatement.
- 3. 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
- 4. We have only traced the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' in the Statement from the disclosures made by the Management and are, therefore, not expressing a review opinion thereon.
- 5. We draw attention to note 2 to the Statement regarding managerial remuneration amounting to Rs 2 lacs and Rs 5 lacs respectively paid to a director of the Company during the quarter and six months ended September 30, 2014 in excess of the limits approved by the shareholders of the Company and hence the aforesaid amounts of Rs 2 lacs and Rs 5 lacs are subject to the approval of the shareholders of the Company pursuant to the provisions of Section 198 of the Companies Act, 2013. In the event the approvals from its shareholders are not received, the aforesaid amounts are to be refunded by such director. Had these amounts been recognised as recoverable from the director, the loss after taxation for the quarter and six months would have been Rs 2,013 lacs and Rs 1,756 lacs for the quarter and six months would have been Rs 3.12 and Rs 2.72 respectively as against the reported figure of Rs 3.12 and Rs 2.72 respectively as against the reported figure of Rs 23,553 lacs.



The Board of Directors New Delhi Television Limited Page 2 of 2

6. Based on our review conducted as above, except for the effects of the matter referred to in paragraph 5 above, nothing has come to our attention that causes us to believe that the Statement has not been prepared in all material respects in accordance with the applicable Accounting Standards notified pursuant to the Companies (Accounting Standards) Rules, 2006 as per Section 211(3C) of the Companies Act, 1956 read with the General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies, and has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Price Waterhouse

Firm Registration Number: 301112E

Chartered Accountants

Place: New Delhi

Date: November 5, 2014

Anupam Dhawan

Partner

Membership Number 084451

The Board of Directors New Delhi Television Limited 207, Okhla Industrial Estate Phase – III, New Delhi - 110020

- 1. We have reviewed the consolidated results of New Delhi Television Limited, its subsidiaries and associate company hereinafter referred to as the "Group" for the quarter ended September 30, 2014 which are included in the accompanying 'Statement of Standalone and Consolidated Unaudited Results for the quarter and six months ended September 30, 2014' and the consolidated statement of assets and liabilities as on that date (the "Statement"), except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' in New Delhi Television Limited which have been traced from disclosures made by the Management but have neither been reviewed nor been audited by us. The Statement has been prepared by the Group's Management pursuant to Clause 41 of the Listing Agreement with the Stock Exchanges in India, which has been initialled by us for identification purposes. This Statement is the responsibility of the Group's Management and has been approved by the Board of Directors of New Delhi Television Limited. Our responsibility is to issue a report on the Statement based on our review.
- 2. 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" 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 financial statements are free of material misstatement.
- 3. A review is limited primarily to inquiries of group's personnel and analytical procedures applied to group's 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.
- 4. We have only traced the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' in New Delhi Television Limited in the Statement from the disclosures made by the Group's Management and are, therefore, not expressing a review opinion thereon.
- 5. We did not review the financial information of the associate company which constitute net profit/ (loss) of Rs (7) lacs and Rs 149 lacs for the quarter and six months ended September 30, 2014 respectively. The financial information of the associate company which has neither been audited nor reviewed has been provided to us by the management, and our opinion on the consolidated financial results to the extent they relate to the associate company, is based solely on such financial information furnished to us.
- 6. We draw your attention to Note 2 to the Statement regarding managerial remuneration paid to its directors by subsidiaries, amounting to Rs 6 lacs and Rs 13 lacs respectively during the quarter and six months ended September 30, 2014 in excess of the limits specified in Schedule V of the Companies Act 2013 (Rs 355 lacs paid till March 31, 2014 is in excess of the limits specified in Schedule XIII to the Companies Act, 1956) (the "Act") which is subject to approval of the Central Government and managerial remuneration paid by the Company and its subsidiary, amounting to Rs 4 lacs and Rs 10 lacs respectively during the quarter and six months ended September 30, 2014 in excess of the amounts approved by the shareholders of the Company and its subsidiary and hence is subject to the approval of the shareholders of the Company and its subsidiary pursuant to the provisions of Section 198 of the Act. During the previous year and also in current quarter, the Central Government had rejected/partially approved the applications made by the subsidiaries in



The Board of Directors New Delhi Television Limited Page 2 of 2

prior years for the managerial remuneration in excess of the limits specified in Schedule XIII to the Companies Act 1956. In the event that the Central Government approvals are not received in response to the representations made/ proposed to be made by the subsidiaries against the rejection/partial approvals and approval from shareholders of the Company are not received with regard to the excess payments, the aforesaid amounts are to be refunded by such director(s). Had these amounts been recognised as recoverable from the director(s), the loss after taxation for the quarter and six months would have been Rs 2,311 lacs and Rs 2,460 lacs respectively as against the reported figure of Rs 2,689 lacs and Rs 2,838 lacs (Previous year Rs 7,763 lacs as against the reported figure of Rs 8,118 lacs), loss per share for the quarter and six months would have been Rs 3.59 and Rs 3.82 respectively as against the reported figure of Rs 4.17 and Rs 4.40 (Previous year Rs 12.04 as against the reported figure of Rs 12.59) and current assets would have been Rs 40,411 lacs as against the reported figure of Rs 40,033 lacs (Previous year Rs 42,909 lacs as against the reported figure of Rs 42,554 lacs).

- 7. We draw your attention to Note 3 on the Statement regarding moneys received by certain subsidiaries under the Companies Act, 2013. The impact, if any, of provisions of the Companies Act, 2013, with respect to such outstanding amounts, on the results for the quarter and six months ended September 30, 2014 is presently not ascertainable.
- 8. Based on our review conducted as above, except for the effects of the matters referred to in paragraph 6 and 7 above, nothing has come to our attention that causes us to believe that the Statement has not been prepared in all material respects in accordance with the applicable Accounting Standards notified pursuant to the Companies (Accounting Standards) Rules, 2006 as per Section 211(3C) of the Companies Act, 1956 read with the General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies, and has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Price Waterhouse

Firm Registration Number: 301112E

Chartered Accountants

Place: New Delhi

Date: November 5, 2014

Anupam Dhawan

Partner

Membership Number 084451