

Limited Review Report**Review Report to
The Board of Directors
DIL Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial results of DIL Limited ("the Company") and unaudited consolidated financial results of the Company and its subsidiaries (together, "the Group"), its associates and jointly controlled entities for the quarter and three months ended June 30, 2016 (the "Statement"), being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. 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 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 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.
3. We report that the Company has made investments in two associates to the tune of Rs. 1,009 lakhs, where the net worth of these companies have substantially been eroded. However, Company has not made any detailed evaluation of diminution in the value of these investments in the standalone financial results considering the view that these are long term investments and profitability will be achieved by these entities over a period of time and hence no permanent diminution is deemed necessary. In the absence of sufficient appropriate audit evidence, we are unable to comment upon the impact, if any, of such diminution on the results.
4. We did not review revenues and assets of Rs. Nil and Rs. 126.84 lakhs for the quarter and three months period ended June 30, 2016 respectively, included in the accompanying unaudited consolidated financial results relating to three subsidiaries and one jointly controlled entity whose financial information have been reviewed by other auditors and whose reports have been furnished to us. Our conclusion on the unaudited quarterly financial results, in so far as it relates to the affairs of such subsidiaries and jointly controlled entity is based solely on the reports of the other auditors.
5. One subsidiary, two associates and one jointly controlled entity whose financial statements reflect the Group's share of total revenue Rs. Nil, total loss of Rs. 6.82 lakhs for the quarter and for the three months period ended June 30, 2016 and total assets of Rs. 158.47 lakhs as at June 30, 2016 have not been reviewed and have been considered in the unaudited consolidated financial results based solely on the unaudited separate financial statements certified by the management. Accordingly, we are unable to comment on the implications, if any, on the financial results if the same had been reviewed.



SRBC & CO LLP

Chartered Accountants

DIL Limited

Page 2 of 2

6. Based on our review conducted as above and on consideration of reports of other auditors on the unaudited separate quarterly financial results and on the other financial information of the components, except for the possible effects of our observations 3 & 5, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For SRBC & CO LLP

ICAI Firm registration number: 324982E/E300003

Chartered Accountants



per Vikram Mehta

Partner

Membership No.: 105938



Place: Mumbai

Date: August 12, 2016



CIN: L99999MH1951PLC008485

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DIL Limited

Unaudited financial results for the quarter ended June 30, 2016.

| PART I | | (₹. in Lakhs except per share data) | | | | | | | |
|--|---|-------------------------------------|--------------|-----------|-----------------------|---------------|--------------|-----------|-----------------------|
| STATEMENT OF STANDALONE / CONSOLIDATED UNAUDITED RESULTS FOR THE QUARTER AND THREE MONTHS ENDED JUNE 30, 2016. | | Standalone | | | | Consolidated | | | |
| Sr.No. | Particulars | Quarter ended | | | Audited Year Ended | Quarter ended | | | Audited Year Ended |
| | | Unaudited | Audited | Unaudited | | Unaudited | Audited | Unaudited | |
| | | June 30, | March 31, | June 30, | March 31, | June 30, | March 31, | June 30, | March 31, |
| | | 2016 | 2016 | 2015 | 2016 | 2016 | 2016 | 2015 | 2016 |
| | | (Note 1) | (Note 1 & 5) | (Note 1) | (Note 1) | (Note 1) | (Note 1 & 5) | (Note 1) | (Note 1) |
| 1 | Income from operations | | | | | | | | |
| | a) Net sales/ income from operations (Net of excise duty) | 177.83 | 196.31 | 197.18 | 728.05 | 4,048.38 | 4,054.95 | 3,709.69 | 14,969.16 |
| | b) Other operating income | 6.51 | 0.05 | - | 0.09 | 177.26 | 199.68 | 74.43 | 625.86 |
| | Total income from operations (net) | 184.34 | 196.36 | 197.18 | 728.14 | 4,225.64 | 4,254.63 | 3,784.12 | 15,595.02 |
| 2 | Expenses | | | | | | | | |
| | a) Cost of material consumed | - | - | - | - | 1,945.20 | 1,744.26 | 1,521.84 | 6,284.83 |
| | b) Purchase of stock in trade | - | - | - | - | 12.50 | 32.74 | 41.65 | 160.11 |
| | c) Change in inventories of finished goods, work in process and stock in trade | - | - | - | - | (337.48) | 96.89 | (29.29) | (53.06) |
| | d) Employee benefits expense | 117.33 | 127.39 | 122.89 | 510.57 | 746.08 | 729.49 | 680.50 | 2,796.74 |
| | e) Depreciation and amortisation expense | 80.41 | 105.74 | 24.82 | 179.52 | 244.28 | 267.85 | 185.29 | 835.00 |
| | f) Legal & professional expenses | 13.56 | 83.81 | 19.33 | 148.28 | 78.02 | 172.79 | 53.62 | 382.54 |
| | g) Repairs & maintenance | 23.72 | 39.31 | 23.69 | 107.06 | 65.43 | 80.95 | 51.94 | 290.28 |
| | h) Other expenses | 126.93 | 192.31 | 98.06 | 527.08 | 1,033.92 | 910.19 | 868.47 | 3,599.01 |
| | Total expenses (a to h) | 361.95 | 548.56 | 288.79 | 1,472.51 | 3,787.95 | 4,035.16 | 3,374.02 | 14,295.45 |
| 3 | Profit from operations before other Income, finance costs, prior period & exceptional items (1-2) | (177.61) | (352.20) | (91.61) | (744.37) | 437.69 | 219.47 | 410.10 | 1,299.57 |
| 4 | Other income | 10.50 | - | - | - | 22.10 | 3.00 | 16.17 | 11.20 |
| 5 | Profit from ordinary activities before finance costs, prior period & exceptional items (3+4) | (167.11) | (352.20) | (91.61) | (744.37) | 459.79 | 222.47 | 426.27 | 1,310.77 |
| 6 | Finance costs | 161.28 | 175.56 | 0.63 | 176.97 | 246.22 | 292.12 | 100.89 | 614.69 |
| 7 | Profit from ordinary activities after finance costs but before prior period & exceptional items (5-6) | (328.39) | (527.76) | (92.24) | (921.34) | 213.57 | (69.65) | 325.38 | 696.08 |
| 8 | Exceptional items | - | - | - | - | - | - | - | - |
| 9 | Prior period item | - | - | - | - | 20.00 | - | - | - |
| 10 | Profit from ordinary activities before tax (7+8-9) | (328.39) | (527.76) | (92.24) | (921.34) | 193.57 | (69.65) | 325.38 | 696.08 |
| 11 | Tax expense | - | (7.62) | - | (7.62) | 63.42 | 112.79 | 126.84 | 424.82 |
| 12 | Net Profit from ordinary activities after tax (10-11) | (328.39) | (520.14) | (92.24) | (913.72) | 130.15 | (182.44) | 198.54 | 271.26 |
| 13 | Provision for tax in respect of earlier years written back (net) | - | - | - | - | - | - | - | - |
| 14 | Net Profit for the period/year (12+13) | (328.39) | (520.14) | (92.24) | (913.72) | 130.15 | (182.44) | 198.54 | 271.26 |
| 15 | Share of Profit / (Loss) of associates | - | - | - | - | (1.52) | (18.68) | 11.09 | (54.87) |
| 16 | Minority interest | - | - | - | - | (127.50) | (95.08) | (80.55) | (329.81) |
| 17 | Net Profit/ (Loss) after taxes, minority interest and share of profit/(loss) of associates (14+15+16) | (328.39) | (520.14) | (92.24) | (913.72) | 1.13 | (296.20) | 129.08 | (113.42) |
| 18 | Paid-up equity share capital (Face value ₹ 10/- per share) | 229.32 | 229.32 | 229.32 | 229.32 | 229.32 | 229.32 | 229.32 | 229.32 |
| 19 | Reserves excluding revaluation reserves as per the balance sheet of previous accounting year | | | | 8,034.71 | | | | 12,752.69 |
| 20 | i) Basic and diluted earning per share of ₹10/- each before extraordinary items @ | (14.32) | (22.68) | (4.02) | (39.85) | 0.05 | (12.92) | 5.63 | (4.95) |
| | ii) Basic and diluted earning per share of ₹10/- each after extraordinary items @ | (14.32) | (22.68) | (4.02) | (39.85) | 0.05 | (12.92) | 5.63 | (4.95) |

@ For quarter only and not annualised except for year end results

SIGNED FOR IDENTIFICATION
BY
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S R B C & CO LLP
MUMBAI

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Reporting of Segment-wise Revenue, Results and Capital employed

| Particulars | Standalone | | | | Consolidated | | | |
|--|---------------|--------------|------------|-----------------------|---------------|--------------|------------|-----------------------|
| | Quarter ended | | | Audited Year Ended | Quarter ended | | | Audited Year Ended |
| | Unaudited | Audited | Unaudited | | Unaudited | Audited | Unaudited | |
| | June 30, | March 31, | June 30, | March 31, | June 30, | March 31, | June 30, | March 31, |
| 2016 | 2016 | 2015 | 2016 | 2016 | 2016 | 2015 | 2016 | |
| | (Note 1) | (Note 1 & 5) | (Note 1) | (Note 1) | (Note 1) | (Note 1 & 5) | (Note 1) | (Note 1) |
| Segment revenue | | | | | | | | |
| - Bulk drugs/chemicals | - | - | - | - | 4,058.99 | 4,080.69 | 3,613.80 | 14,969.05 |
| - Property | 177.15 | 169.48 | 158.35 | 613.41 | 181.65 | 173.98 | 162.85 | 631.41 |
| - Treasury | 7.19 | 26.83 | 38.83 | 114.64 | 7.19 | 26.83 | 38.83 | 114.64 |
| - Entertainment | - | - | - | - | - | - | - | - |
| - Unallocable | - | 0.05 | - | 0.09 | - | (0.40) | (0.47) | (0.36) |
| Total | 184.34 | 196.36 | 197.18 | 728.14 | 4,247.83 | 4,281.10 | 3,815.01 | 15,714.74 |
| Less: Inter-segment revenue | - | - | - | - | 22.19 | 26.47 | 30.89 | 119.72 |
| Net sales/income from operations | 184.34 | 196.36 | 197.18 | 728.14 | 4,225.64 | 4,254.63 | 3,784.12 | 15,595.02 |
| Segment results (profit/(loss) before finance costs and tax) | | | | | | | | |
| - Bulk drugs/chemicals | - | - | - | - | 617.28 | 576.36 | 503.62 | 2,054.42 |
| - Property | 37.58 | 2.91 | 101.15 | 274.40 | 40.98 | 1.69 | 104.94 | 284.32 |
| - Treasury | 7.19 | 33.13 | 38.84 | 114.64 | 7.19 | 33.13 | 38.84 | 114.64 |
| - Entertainment | (19.30) | (21.54) | (23.59) | (91.98) | (19.71) | (22.00) | (23.95) | (93.76) |
| - Unallocable | (203.08) | (366.70) | (208.01) | (1,041.43) | (203.08) | (366.69) | (208.01) | (1,041.43) |
| Total | (177.61) | (352.20) | (91.61) | (744.37) | 442.66 | 222.49 | 415.44 | 1,318.19 |
| Less: Inter-segment results | - | - | - | - | 4.97 | 3.02 | 5.34 | 18.62 |
| | (177.61) | (352.20) | (91.61) | (744.37) | 437.69 | 219.47 | 410.10 | 1,299.57 |
| Less: Finance costs | 161.28 | 175.56 | 0.63 | 176.97 | 246.22 | 292.12 | 100.89 | 614.69 |
| Add: Unallocable income | 10.50 | - | - | - | 22.10 | 3.00 | 16.17 | 11.20 |
| Add: Exceptional items | - | - | - | - | - | - | - | - |
| Less: Prior period items | - | - | - | - | 20.00 | - | - | - |
| Total Profit before tax | (328.39) | (527.76) | (92.24) | (921.34) | 193.57 | (69.65) | 325.38 | 696.08 |
| Capital employed (segment assets less segment liabilities) | | | | | | | | |
| - Bulk Drugs/chemicals | - | - | - | - | 10,853.28 | 10,737.28 | 9,726.33 | 10,737.28 |
| - Property | 8,573.86 | 8,535.36 | 7,125.90 | 8,535.36 | 8,681.48 | 8,623.68 | 7,214.53 | 8,623.68 |
| - Treasury | 4,506.02 | 4,453.70 | 5,113.41 | 4,453.70 | 2,122.93 | 2,033.54 | 2,708.13 | 2,033.54 |
| - Entertainment | (2.48) | (0.01) | 38.94 | (0.01) | (3.45) | (1.48) | 38.44 | (1.48) |
| - Unallocable | (5,141.76) | (4,725.02) | (3,123.74) | (4,725.02) | (8,671.17) | (8,411.01) | (6,395.25) | (8,411.01) |
| Total capital employed | 7,935.64 | 8,264.03 | 9,154.51 | 8,264.03 | 12,983.07 | 12,982.01 | 13,292.18 | 12,982.01 |

NOTES:

- DIL Limited ('the Company') is in the business of renting properties, motion film production and distribution and treasury operations. The Company also has strategic investments in subsidiaries, associates and joint ventures which are engaged in manufacturing of bulk drugs, providing services of sporting and health awareness/education activities, development of discoidal electrical motor technology and motion film production. The above unaudited financial results are presented on a standalone basis as well as on a consolidated basis so as to include the operations of the Company's subsidiaries, associates and joint ventures. The unaudited consolidated financial results includes the result of one subsidiary, two associates and one joint venture on the basis of unaudited financial statements prepared by the Management.
- During the previous year, the Company on 01.01.2016 has capitalised ₹. 8977.43 lakhs for "Thane One' Building along with its infrastructure and utilities.
- The Company has not made provision for diminution in value of investments of two associates whose carrying value in standalone financial statements is ₹. 1009 lakhs. In view of the fact that these investments have been made in the recent years and inspite of erosion of net worth, Management is confident that profitability will be achieved by these entities and hence there is no permanent diminution in the valuation of these investments, Auditors have qualified their opinion in this regards.
- The Company has received a notice from the private equity investor/shareholder in Company's subsidiary, Fermenta Biotech Limited ("Fermenta"). In this notice, investor has notified the Company that it proposes to exercise its "Drag Along Right" with respect to the shares of Fermenta asking DIL either to acquire shares of Fermenta from the investor or drag along DIL to sell the shares of Fermenta held by investor and DIL to a third party, pursuant to the Shareholders' Agreement dated December 10, 2010 entered into by the Company, Fermenta and investor. The Company has been advised that such claim is not legally tenable and the management has concluded that there is no obligation on the Company with reference to the aforesaid alleged notice from the investor. Accordingly, no impact has been considered in the above financial results.
- The figures for the quarter ended March 31, 2016 are the balancing figures between the audited figures in respect of the full financial year and the year to date unaudited figures up to the third quarter ended December 31, 2015.
- The above unaudited quarterly results have been taken on record by the Audit Committee and thereafter by the Board of Directors in its meeting held on August 12, 2016 and have been subjected to the limited review by the Statutory Auditors.
- Previous year's/ period's figures have been regrouped wherever necessary.

Thane
August 12, 2016



For DIL Limited

Krishna Datla
Krishna Datla
Managing Director

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