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AUDITORS' REPORT TO THE BOARD OF DIRECTORS OF D-LINK (INDIA) LIMITED

We have reviewed the accompanying statement of Unaudited Financial Results of D-Link (India) Limited ("the Company") for the quarter and half year ended 30th September, 2012 ("the Statement"). 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.

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 misstatements. 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 opinion.

Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with the Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956 and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the stock exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding in terms of Clause 35 of the Listing Agreements and the particulars relating to undisputed investor complaints from the details furnished by the Management/Registrars.

For Deloitte Haskins & Sells
Chartered Accountants
Registration no. 117366W



A.B. Jani
Partner

Membership No. 46488

Mumbai, dated: 6th November, 2012

D-Link (India) Limited

Registered office : Plot No. U2B, Verna Industrial Estate, Verna, Goa - 403 722

PART - I

STATEMENT OF STANDALONE UNAUDITED RESULTS FOR THE QUARTER / HALF YEAR ENDED 30th SEPTEMBER 2012

(Rs. In Lakhs)

Sr. No.	Particulars	3 months ended 30.09.2012 (Unaudited)	Preceding 3 months ended 30.06.2012 (Unaudited)	Corresponding 3 months ended in the previous year 30.09.2011 (Unaudited)	Year to date figures for current period ended 30.09.2012 (Unaudited)	Year to date figures for the previous period ended 30.09.2011 (Unaudited)	For the year ended 31.03.2012 (Audited)
1	Income from operations						
	a) Net Sales / Income from operations	8,709.43	7,664.73	5,399.19	16,374.16	8,959.45	22,196.78
	b) Other Operating Income	26.13	22.49	16.27	48.62	50.10	110.28
	Total income from operations (net)	8,735.56	7,687.22	5,415.46	16,422.78	9,009.55	22,307.06
2	Expenses						
	a) Purchase of traded goods	5,790.25	7,649.67	4,821.23	13,439.92	9,289.91	19,159.86
	b) Changes in inventories of traded goods	1,615.41	(1,468.23)	(664.89)	147.18	(2,361.92)	(1,474.08)
	c) Employee benefits expense	381.81	374.85	326.72	756.66	616.01	1,315.36
	d) Depreciation and amortisation expense	40.48	40.34	39.57	80.82	80.17	159.61
	e) Other Expenses	596.93	687.74	625.76	1,284.67	1,035.68	2,204.11
	Total Expenses	8,424.88	7,284.37	5,148.39	15,709.25	8,659.85	21,364.86
3	Profit / (Loss) from Operations before Other Income, Finance Costs and Exceptional Items (1-2)	310.68	402.85	267.07	713.53	349.70	942.20
4	Other Income	5.88	4.12	35.62	10.00	47.71	82.99
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	316.56	406.97	302.69	723.53	397.41	1,025.19
6	Finance costs	3.64	0.69	-	4.33	-	16.12
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	312.92	406.28	302.69	719.20	397.41	1,009.07
8	Exceptional Items	-	-	-	-	-	-
9	Profit / (Loss) from ordinary activities before tax (7 + 8)	312.92	406.28	302.69	719.20	397.41	1,009.07
10	Tax expense						
	a) Current Tax	96.65	127.75	88.13	224.40	111.05	280.50
	b) Deferred Tax	3.64	3.45	4.04	7.09	10.26	24.43
		100.29	131.20	92.17	231.49	121.31	304.93
11	Net Profit / (Loss) from ordinary activities after Tax (9-10)	212.63	275.08	210.52	487.71	276.10	704.14
12	Extraordinary items (net of tax expense)	-	-	-	-	-	-
13	Net Profit / (Loss) for the period (11 + 12)	212.63	275.08	210.52	487.71	276.10	704.14
14	Paid Up Equity Share Capital (Face Value Rs.2/-)	600.10	600.10	600.10	600.10	600.10	600.10
15	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year.						6,600.37
16	Basic and Diluted Earnings per share (before and after extraordinary items) (of Rs. 2/- each) (*not annualised)	0.71*	0.92*	0.70*	1.63*	0.92*	2.35

See accompanying notes to the financial results



PART - II							
SELECT INFORMATION FOR THE QUARTER/ HALF YEAR ENDED 30TH SEPTEMBER 2012							
Sl No.	Particulars	3 months ended 30.09.2012	Preceding 3 months ended 30.06.2012	Corresponding 3 months ended in the previous year 30.09.2011	Year to date figures for current period ended 30.09.2012	Year to date figures for the previous period ended 30.09.2011	For the year ended 31.03.2012
A	PARTICULARS OF SHAREHOLDING						
1	Public Shareholding						
	- Number of Shares	11,890,187	11,890,187	11,890,187	11,890,187	11,890,187	11,890,187
	- Percentage of Shareholding	39.63%	39.63%	39.63%	39.63%	39.63%	39.63%
2	Promoters and Promoter Group Shareholding						
	a) Pledged / Encumbered						
	- Number of Shares	-	-	-	-	-	-
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-	-	-
	- Percentage of shares (as a % of the total share capital of the Company)	-	-	-	-	-	-
	b) Non-encumbered						
	-Number of shares	18,114,663	18,114,663	18,114,663	18,114,663	18,114,663	18,114,663
	-Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100%	100%	100%	100%	100%	100%
	-Percentage of shares (as a % of the total share capital of the Company)	60.37%	60.37%	60.37%	60.37%	60.37%	60.37%

B	INVESTOR COMPLAINTS	3 months ended 30.09.2012
	Pending at the beginning of the quarter	Nil
	Received during the quarter	20
	Disposed off during the quarter	20
	Remaining unresolved at the end of the quarter	Nil



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Standalone Statement of Assets and Liabilities as per clause 41 of the listing agreement as at 30th September 2012.

(Rs. in lakhs)

Particulars		As at 30.09.2012. (Unaudited)	As at 31.03.2012. (Audited)
A	EQUITY AND LIABILITIES		
1	Shareholders' funds		
	(a) Share Capital	600.10	600.10
	(b) Reserves and Surplus	7,652.73	7,165.02
	Sub-total - Shareholders' funds	8,252.83	7,765.12
2	Non-current liabilities		
	(a) Deferred tax liabilities (net)	63.77	56.68
	(b) Other long-term liabilities	-	1.09
	(c) Long-term provisions	16.32	14.81
	Sub-total - Non-current liabilities	80.09	72.58
3	Current liabilities		
	(a) Trade payables	4,571.33	4,407.11
	(b) Other current liabilities	36.63	43.05
	(c) Short-term provisions	88.37	187.68
	Sub-total - Current liabilities	4,696.33	4,637.84
	TOTAL - EQUITY AND LIABILITIES	13,029.25	12,475.54
B	ASSETS		
1	Non-current assets		
	(a) Fixed assets	2,094.06	2,159.07
	(b) Long-term loans and advances	316.65	302.02
	Sub-total - Non-current assets	2,410.71	2,461.09
2	Current assets		
	(a) Inventories	4,050.83	4,198.01
	(b) Trade receivables	6,243.33	4,786.40
	(c) Cash and cash equivalents	54.27	585.95
	(d) Short-term loans and advances	270.11	444.09
	Sub-total - Current assets	10,618.54	10,014.45
	TOTAL - ASSETS	13,029.25	12,475.54

Notes :

- 1 The Company operates in a single business segment namely " Networking Products".
- 2 The figures for the previous period / year have been regrouped /reclassified wherever necessary.
- 3 The above unaudited results have been reviewed by the Audit Committee and approved by the Board of Directors at its Meeting held on November 6, 2012.

Mumbai
November 6, 2012.



For and on behalf of the Board


Managing Director

DM