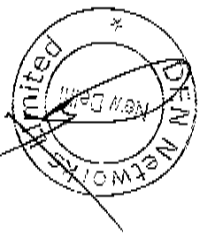


**DEN Networks Limited**  
**UNAUDITED FINANCIAL RESULTS**  
**FOR THE QUARTER ENDED 30 JUNE 2013**

(Rs. In lakhs except per share data)

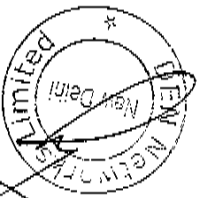
Part-I	Particulars	Consolidated				Standardized			
		Quarter ended 30.06.2013 (Unaudited)	Quarter ended 31.03.2013 (Audited)	Quarter ended 30.06.2012 (Unaudited)	Year ended 31.03.2013 (Audited)	Quarter ended 30.06.2013 (Unaudited)	Quarter ended 31.03.2013 (Audited)	Quarter ended 30.06.2012 (Unaudited)	Year ended 31.03.2013 (Audited)
1.	<b>Total Revenue (including other income)</b>	<b>26,870</b>	<b>27,143</b>	<b>19,489</b>	<b>91,405</b>	<b>24,122</b>	<b>23,931</b>	<b>13,111</b>	<b>70,091</b>
	(a) Income from operations	26,562	26,412	19,435	89,652	16,171	15,191	12,998	57,476
	(b) Other operating income	308	731	54	1,753	7,951	8,740	113	12,615
2.	<b>Expenses</b>	<b>22,959</b>	<b>21,689</b>	<b>17,191</b>	<b>77,709</b>	<b>25,579</b>	<b>22,445</b>	<b>11,109</b>	<b>61,525</b>
	(a) Content cost	8,501	7,177	6,751	29,880	4,365	2,891	1,732	9,137
	(b) Operational, administrative and other costs (see note 9)	7,565	7,188	4,920	23,995	5,227	4,041	2,291	11,904
	(c) Placement cost	609	139	1,671	4,259	4,783	4,285	4,899	19,084
	(d) Personnel cost	2,704	2,886	2,202	9,481	1,251	1,152	1,041	4,161
	(e) Cost of traded items	267	1,451	10	1,580	7,931	8,328	142	11,874
	(f) Depreciation and amortisation expense	3,323	2,728	1,556	8,112	2,022	1,628	923	4,963
	(g) Employees stock compensation expenses	-	120	81	402	-	120	81	402
3.	<b>Profit / (loss) from operations before other income, interest and exceptional items (1-2)</b>	<b>3,901</b>	<b>5,454</b>	<b>2,298</b>	<b>13,696</b>	<b>(1,457)</b>	<b>1,486</b>	<b>2,002</b>	<b>8,566</b>
4.	Other income	673	468	571	2,060	980	781	505	2,591
5.	<b>Profit / (loss) before interest and exceptional items (3+4)</b>	<b>4,574</b>	<b>5,922</b>	<b>2,869</b>	<b>15,756</b>	<b>(477)</b>	<b>2,267</b>	<b>2,507</b>	<b>11,157</b>
6.	Interest and other financial charges (see note 9)	2,126	1,636	997	4,708	1,918	1,533	991	4,468
7.	<b>Profit / (loss) after interest but before exceptional items (5-6)</b>	<b>2,448</b>	<b>4,286</b>	<b>1,872</b>	<b>11,048</b>	<b>(2,395)</b>	<b>734</b>	<b>1,516</b>	<b>6,689</b>
8.	Exceptional expense - Provision for impairment of non current investment	-	312	-	312	-	312	-	312
9.	<b>Profit / (loss) from ordinary activities before tax (7-8)</b>	<b>2,448</b>	<b>3,974</b>	<b>1,872</b>	<b>10,736</b>	<b>(2,395)</b>	<b>422</b>	<b>1,516</b>	<b>6,377</b>
10.	Provision for tax	313	1,366	447	2,942	(1,136)	273	327	1,881
11.	<b>Net profit / (loss) from ordinary activities after tax (9-10)</b>	<b>2,135</b>	<b>2,608</b>	<b>1,425</b>	<b>7,794</b>	<b>(1,259)</b>	<b>149</b>	<b>1,189</b>	<b>4,496</b>
12.	Share of minority interest	1,120	875	202	1,563	-	-	-	-
13.	Share in (loss)/ profit of associates	-	-	-	-	-	-	-	-
14.	<b>Net profit / (loss) (11-12+13)</b>	<b>1,015</b>	<b>1,733</b>	<b>1,223</b>	<b>6,231</b>	<b>(1,259)</b>	<b>149</b>	<b>1,189</b>	<b>4,496</b>



**DEN Networks Limited**  
**UNAUDITED FINANCIAL RESULTS**  
**FOR THE QUARTER ENDED 30 JUNE 2013**

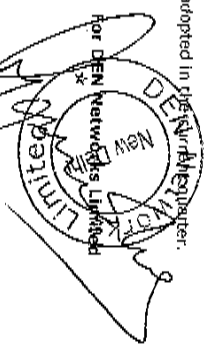
Part-I	Particulars	Consolidated						Stand alone			
		Quarter ended 30.06.2013 (Unaudited)	Quarter ended 31.03.2013 (Audited)	Quarter ended 30.06.2012 (Unaudited)	Year ended 31.03.2013 (Audited)	Quarter ended 30.06.2013 (Unaudited)	Quarter ended 31.03.2013 (Audited)	Quarter ended 30.06.2012 (Unaudited)	Year ended 31.03.2013 (Audited)		
15.	Paid-up Equity Share Capital (Face Value Rs. 10/-)	14,649	13,402	13,273	13,402	14,649	13,402	13,273	13,402		
16.	Reserves (Net of accumulated losses)	-	-	-	74,244	-	-	-	68,017		
17.	EPS (Not annualised) (a) Basic EPS before and after Extraordinary items for the period, for the year to date and for the previous year (not to be annualized) (b) Diluted EPS before and after Extraordinary items for the period, for the year to date and for the previous year (not to be annualised)	0.72	1.31	0.92	4.88	{0.89}	0.11	0.90	3.38		
<b>Part-II</b>											
<b>A Particulars of shareholding</b>											
1.	Aggregate of Public shareholding (a) Number of Shares (b) Percentage of Shareholding (c) Face Value per share (Rs.)	75,130,002 51.29 Rs. 10/-	62,663,681 46.76 Rs. 10/-	61,365,455 46.23 Rs. 10/-	62,663,681 46.76 Rs. 10/-	75,130,002 51.29 Rs. 10/-	62,663,681 46.76 Rs. 10/-	61,365,455 46.23 Rs. 10/-	62,663,681 46.76 Rs. 10/-		
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 - 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)	Nil Nil Nil	Nil Nil Nil	Nil Nil Nil	Nil Nil Nil	Nil Nil Nil	Nil Nil Nil	Nil Nil Nil	Nil Nil Nil		
		71,360,420 100.00 48.71	71,360,420 100.00 53.24	71,364,520 100.00 53.77	71,360,420 100.00 53.24	71,360,420 100.00 48.71	71,360,420 100.00 53.24	71,364,520 100.00 53.77	71,360,420 100.00 53.24		
<b>B INVESTOR COMPLAINTS</b>											
	Pending at the beginning of the quarter	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil		
	Received during the quarter	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil		
	Disposed during the quarter	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil		
	Remaining unresolved at the end of the quarter	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil		
		Quarter ended 30.06.2013	Quarter ended 31.03.2013	Quarter ended 30.06.2012	Quarter ended 31.03.2013	Quarter ended 30.06.2013	Quarter ended 31.03.2013	Quarter ended 30.06.2012	Quarter ended 31.03.2013		

(Rs. in Lakhs except per share data)



**Notes to the audited financial results:**

- 1 The Consolidated and Standalone financial results of the Company for the quarter ended June 30, 2013 have been reviewed by the Audit Committee of the Board and have been approved by the Board of Directors at their respective meetings held on August 14, 2013.
- 2 The Statutory Auditors of the Company have carried out the Limited Review of the standalone financial results of the Company for the quarter ended June 30, 2013.
- 3 This statement of financial results has been prepared by applying the accounting policies as adopted in the last audited annual financial statements for the year ended March 31, 2013.
- 4 The Company has issued and allotted 12,466,321 equity shares for cash at a price of Rs. 217.50 (including share premium of Rs. 207.50 per equity share) aggregating to Rs. 27,114.25 lakhs by way of a Qualified Institutional Placement (QIP) under chapter VIII of SEBI (ICDR) Regulation, 2009. Out of the total proceeds, the Company has spent Rs. 981.21 lakhs towards issue expenses and the balance has been invested in fixed deposits and mutual funds.
- 5 These consolidated results do not include the results of two subsidiary companies due to non availability of audited/ management certified accounts of those subsidiaries. The management is of the view that the results of these subsidiaries are not significant in relation to the Consolidated results and accordingly will have no material impact on the results of the Group.
- 6 The Company has investments of Rs. 45,427.10 lakhs in subsidiary companies and a joint venture company. Of these, the Company has investment of Rs. 3,688.99 lakhs in various subsidiary companies whose Net Worth as at June 30, 2013 (as per management certified accounts) has fully/substantially eroded. Of these, companies with investments aggregating to Rs. 546.69 lakhs, whose net worth is fully/substantially eroded have (as per management certified accounts), earned profits for the quarter ended June 30, 2013. The management of the Company expects that these subsidiary companies will have positive cash flows to adequately sustain its operations in the foreseeable future. Having regard to the long term investment and strategic involvement no provision for diminution of these investments has been considered necessary.
- 7 Pursuant to TRAI notification, Digital Addressable System (DAS) was implemented in metropolitan cities of the country in phase I with effect from 1 November, 2012 and in 38 other cities in phase II with effect from 1 April, 2013. The Company is in the process of finalising the subscription fee to be billed to subscribers. Pending finalisation of such subscription fees, the Company has recognised subscription income on best estimates based on market trends and negotiations with distributors/ local cable operators. Based on its review of such estimates on a regular basis management is of the view that any change arising in the subscription fee once finalised will not have significant impact on the revenue of the Company for the current period.
- 8 The Company has opted to adopt the provisions under paragraph 46A of Accounting Standard (AS) - 11 "The Effects of Change in Foreign Exchange Rates" with effect from April 1, 2013. Accordingly, exchange difference of Rs. 1,112.97 lakhs, arising on all long terms monetary items relating to the acquisition of depreciable assets are added to the cost of fixed assets/ capital work in progress and will be depreciated over the balance useful life of the assets.
- 9 During the quarter, the Company has accounted for an unrealised foreign exchange fluctuation loss of Rs. 1,000.49 lakhs on account of short term buyers credit on imported equipment, of which Rs. 871.70 lakhs has been included in operational, administrative and other costs and Rs. 128.79 lakhs has been included in interest and other financial charges in accordance with paragraph 41(e) of Accounting Standard (AS) - 16 "Borrowing Costs". The Company had a gain of Rs. 275.40 lakhs on account of foreign exchange fluctuation in the previous quarter ending March 31, 2013.
- 10 The Company is engaged in the distribution of cable television and related services which is considered as the only reportable business segment. The company's operations are based in India.
- 11 The amounts for the previous periods have been reclassified/ regrouped to conform to the classifications adopted in this financial statement.



**SAMEER NAMCHANDA**  
 Chairman & Managing Director  
 New Delhi  
 August 14, 2013

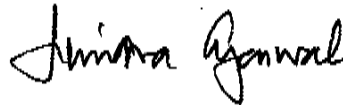
**INDEPENDENT AUDITORS' REPORT  
TO THE BOARD OF DIRECTORS OF  
DEN NETWORKS LIMITED**

1. We have reviewed the accompanying statement of Standalone Unaudited Financial Results of **DEN Networks Limited** ("the Company") for the quarter ended 30 June, 2013 (herein referred to as "Statement"), being submitted by the Company pursuant to Clause 41 of the Listing Agreements with the Stock Exchanges, except for the disclosures in Part II- Select Information referred to in paragraph 6 below. 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 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 is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. The figures stated in the columns headed "Year ended 31 March, 2013" for consolidated financial results have been traced from the audited financial statements as at and for the year ended 31 March, 2013 for the Group. We have not performed any review in respect of the figures shown in columns headed "Quarter ended 30 June, 2013 and Quarter ended 30 June, 2012" for the consolidated financial results included in the statement of "Unaudited Financial Results for the Quarter ended 30 June, 2013", or the notes applicable thereto and accordingly, do not express any opinion thereon.
4. 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 stock exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We draw attention to note 7 of the Statement wherein it is stated that the Digital Addressable System (DAS) subscription fee has not yet been finalised and the revenue on account of the same has been recognised based on certain estimates which in the management's view are reasonable.

**Deloitte  
Haskins & Sells**

6. 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 investor complaints disclosed in Part II - Select Information for the Quarter ended 30 June, 2013 of the Statement, from the details furnished by the Registrars.

For **DELOITTE HASKINS & SELLS**  
Chartered Accountants  
(Firm Registration No. 015125N)



**JITENDRA AGARWAL**  
Partner  
(Membership No. 87104)

**NEW DELHI, 14 August, 2013**