

**A. F. FERGUSON & CO.**  
CHARTERED ACCOUNTANTS  
9, SCINDIA HOUSE,  
KASTURBA GANDHI MARG,  
NEW DELHI - 110001.

**INDEPENDENT AUDITORS' REVIEW REPORT  
TO THE BOARD OF DIRECTORS OF  
DCM LIMITED**

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **DCM LIMITED** ("the Company") for the Quarter and Nine Months ended December 31, 2013 ("the 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. Various matters arisen/arising out of reorganisation will be settled and accounted for as and when the liabilities/benefits are finally determined as stated in note 1. The effect of these on the financial results for the quarter and nine months ended December 31, 2013 is not ascertainable at this stage.
4. Based on our review conducted as stated above, except for the matters referred to in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the Accounting Standards notified under the Companies Act, 1956 (which continue to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs) 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.
5. The Company's "Scheme of Restructuring and Arrangement", sanctioned by the High Court of Delhi and further modified vide its order dated April 28, 2011 (hereinafter referred to as SORA), provides that it is required to be implemented as a whole and in totality. The effect of the financial and business restructuring, as envisaged in the above scheme, has already been considered in preparing the accounts by the Company during the previous years except for the sale of rights in the Company's land development project, which, as per SORA, is subject to certain definitive agreements. Although the Company has entered into the definitive agreements during the previous years, one of such agreements, viz., "leasehold definitive agreement", has not become effective pending compliance with certain conditions contained therein and, therefore, the



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corresponding transaction has not been effected in the financial result. The management has confirmed to us that the conditions contained in the leasehold definitive agreement would be complied with and would not result into any adverse impact on the financial results of the Company or on the successful implementation of the SORA. Our conclusion is not qualified in respect of this matter.

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 and Nine Months Ended December 31, 2013 of the Statement, from the details furnished by the Management.

For **A. F. Ferguson & Co.**  
Chartered Accountants  
(Firm Registration No.: 112066W)

  
Manjula Banerji  
Partner

(Membership No.: 086423)

New Delhi, February 12, 2014



| Part I  |  |                         |                              |                                  |                         |                                 | (Rs. in Lacs)          |
|---|--|-------------------------|------------------------------|----------------------------------|-------------------------|---------------------------------|------------------------|
| STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2013 |  |                         |                              |                                  |                         |                                 |                        |
|   | Particulars  | Three months ended      | Preceding Three months ended | Corresponding Three months ended | Nine months ended       | Corresponding Nine months ended | Figures for year ended |
|   |  | 31.12.2013<br>Unaudited | 30.09.2013<br>Unaudited      | 31.12.2012<br>Unaudited          | 31.12.2013<br>Unaudited | 31.12.2012<br>Unaudited         | 31.03.2013<br>Audited  |
|   |  | 1                       | 2                            | 3                                | 4                       | 5                               | 6                      |
| 1   | Income from operations   |                         |                              |                                  |                         |                                 |                        |
|   | a) Net sales /services (net of excise duty)  | 10,868                  | 11,245                       | 9,439                            | 32,231                  | 27,096                          | 36,207                 |
|   | b) Other operating income  | 739                     | 699                          | 612                              | 2,242                   | 1,848                           | 2,410                  |
|   | <b>Total income from operations (net) (a+b)</b>  | <b>11,607</b>           | <b>11,944</b>                | <b>10,051</b>                    | <b>34,473</b>           | <b>28,944</b>                   | <b>38,617</b>          |
| 2   | Expenses   |                         |                              |                                  |                         |                                 |                        |
|   | a) Cost of materials consumed  | 6,998                   | 6,577                        | 5,179                            | 19,578                  | 15,264                          | 20,692                 |
|   | b) Changes in inventories of finished goods, work-in-progress and land for development       | (310)                   | (261)                        | 424                              | (431)                   | 796                             | 384                    |
|   | c) Employee benefits expense   | 1,712                   | 1,868                        | 1,474                            | 5,229                   | 4,390                           | 5,955                  |
|   | d) Depreciation and amortisation expense   | 295                     | 285                          | 258                              | 848                     | 765                             | 1,020                  |
|   | e) Other expenses :  |                         |                              |                                  |                         |                                 |                        |
|   | - Power and fuel etc.  | 704                     | 649                          | 747                              | 2,009                   | 2,219                           | 2,920                  |
|   | - Stores and spares  | 226                     | 247                          | 190                              | 685                     | 599                             | 828                    |
|   | - Others   | 1,070                   | 863                          | 505                              | 2,810                   | 1,545                           | 2,263                  |
|   | <b>Total expenses</b>  | <b>10,695</b>           | <b>10,228</b>                | <b>8,777</b>                     | <b>30,728</b>           | <b>25,578</b>                   | <b>34,062</b>          |
| 3   | Profit/(loss) from operations before other income, finance costs and exceptional items (1-2) | 912                     | 1,716                        | 1,274                            | 3,745                   | 3,366                           | 4,555                  |
| 4   | Other income   | 231                     | 136                          | 163                              | 451                     | 917                             | 1,029                  |
| 5   | Profit from ordinary activities before finance costs and exceptional items (3+4)             | 1,143                   | 1,852                        | 1,437                            | 4,196                   | 4,283                           | 5,584                  |
| 6   | Finance costs  | 221                     | 276                          | 304                              | 923                     | 1,138                           | 1,498                  |
| 7   | Profit from ordinary activities after finance costs but before exceptional items (5-6)       | 922                     | 1,576                        | 1,133                            | 3,273                   | 3,145                           | 4,086                  |
| 8   | Exceptional items (Refer note 2)   | 1,550                   | -                            | -                                | 1,550                   | -                               | -                      |
| 9   | Profit from ordinary activities before tax (7 + 8)   | 2,472                   | 1,576                        | 1,133                            | 4,823                   | 3,145                           | 4,086                  |
| 10  | Tax expense  | 846                     | 538                          | 391                              | 1,645                   | 914                             | 1,185                  |
| 11  | Net profit from ordinary activities after tax (9-10)   | 1,626                   | 1,038                        | 742                              | 3,178                   | 2,231                           | 2,901                  |
| 12  | Extraordinary items  | -                       | -                            | -                                | -                       | -                               | -                      |
| 13  | <b>Net profit for the period (11+12)</b>   | <b>1,626</b>            | <b>1,038</b>                 | <b>742</b>                       | <b>3,178</b>            | <b>2,231</b>                    | <b>2,901</b>           |
| 14  | Paid-up equity share capital of Rs.10 each   | 1,738                   | 1,738                        | 1,738                            | 1,738                   | 1,738                           | 1,738                  |
| 15  | Reserve excluding revaluation reserves as per balance sheet of previous accounting year      |                         |                              |                                  |                         |                                 | 16,583                 |
| 16  | Earnings per share (of Rs. 10 each) :  |                         |                              |                                  |                         |                                 |                        |
|   | - Basic/Diluted - Rs. per share  | 9.36                    | 5.97                         | 4.27                             | 18.29                   | 12.84                           | 16.69                  |
| <b>PART II</b>  |  |                         |                              |                                  |                         |                                 |                        |
| <b>A PARTICULARS OF SHAREHOLDING</b>  |  |                         |                              |                                  |                         |                                 |                        |
| 1   | Public shareholding  |                         |                              |                                  |                         |                                 |                        |
|   | - Number of shares   | 9,611,155               | 9,611,155                    | 9,611,155                        | 9,611,155               | 9,611,155                       | 9,611,155              |
|   | - Percentage of shareholding   | 55.30%                  | 55.30%                       | 55.30%                           | 55.30%                  | 55.30%                          | 55.30%                 |
| 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   | 7,767,882               | 7,767,882                    | 7,767,882                        | 7,767,882               | 7,767,882                       | 7,767,882              |
|   | - Percentage of shares (as a % of the total shareholding of promoter and promoter group)     | 100.00%                 | 100.00%                      | 100.00%                          | 100.00%                 | 100.00%                         | 100.00%                |
|   | - Percentage of shares (as a % of the total share capital of the Company)                    | 44.70%                  | 44.70%                       | 44.70%                           | 44.70%                  | 44.70%                          | 44.70%                 |
|   | Particulars  | Three months ended      |                              |                                  |                         |                                 |                        |
|   |  | 31.12.2013              |                              |                                  |                         |                                 |                        |
| <b>B INVESTOR COMPLAINTS</b>  |  |                         |                              |                                  |                         |                                 |                        |
|   | Pending at the beginning of the quarter  | 1                       |                              |                                  |                         |                                 |                        |
|   | Received during the quarter  | 2                       |                              |                                  |                         |                                 |                        |
|   | Disposed of during the quarter   | 3                       |                              |                                  |                         |                                 |                        |
|   | Remaining unresolved at the end of the quarter   | 0                       |                              |                                  |                         |                                 |                        |



STANDALONE UNAUDITED SEGMENT-WISE REVENUE AND CAPITAL EMPLOYED  
FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2013

(Rs. in Lacs)

| Particulars  | Three months ended 31.12.2013 | Preceding Three months ended 30.09.2013 | Corresponding Three months ended 31.12.2012 | Nine months ended 31.12.2013 | Corresponding Nine months ended 31.12.2012 | Figures for year ended 31.03.2013 |
|--|-------------------------------|---|---|------------------------------|--|-----------------------------------|
|  | Unaudited                     | Unaudited                               | Unaudited                                   | Unaudited                    | Unaudited                                  | Audited                           |
|  | 1                             | 2                                       | 3   | 4                            | 5  | 6                                 |
| <b>1 Segment revenue</b>   |                               |   |   |                              |  |                                   |
| a) Textile   | 9,803                         | 10,443                                  | 9,048                                       | 29,816                       | 25,716                                     | 34,162                            |
| b) IT Services   | 1,804                         | 1,501                                   | 1,003                                       | 4,657                        | 3,228                                      | 4,455                             |
| c) Real Estate - exceptional items (refer note 2)                              | 1,550                         | -                                       | -   | 1,550                        | -  | -                                 |
| <b>Total</b>   | <b>13,157</b>                 | <b>11,944</b>                           | <b>10,051</b>                               | <b>36,023</b>                | <b>28,944</b>                              | <b>38,617</b>                     |
| Less : Inter segment revenues  | -                             | -                                       | -   | -                            | -  | -                                 |
| <b>Net sales / income from operations</b>                                      | <b>13,157</b>                 | <b>11,944</b>                           | <b>10,051</b>                               | <b>36,023</b>                | <b>28,944</b>                              | <b>38,617</b>                     |
| <b>2 Segment results</b>   |                               |   |   |                              |  |                                   |
| a) Textile   | 958                           | 2,030                                   | 1,405                                       | 4,377                        | 3,697                                      | 5,061                             |
| b) IT Services   | 135                           | 61                                      | 11  | 238                          | 130  | 162                               |
| c) Real Estate - exceptional items (refer note 2)                              | 1,550                         | -                                       | -   | 1,550                        | -  | -                                 |
| <b>Total</b>   | <b>2,643</b>                  | <b>2,091</b>                            | <b>1,416</b>                                | <b>6,165</b>                 | <b>3,827</b>                               | <b>5,223</b>                      |
| Less : I) Finance costs  | (221)                         | (276)                                   | (304)                                       | (923)                        | (1,138)                                    | (1,498)                           |
| : II) Un-allocable (expenditure)/income net of un-allocable income/expenditure | 50                            | (239)                                   | 21  | (419)                        | 456  | 361                               |
| <b>Profit/(loss) before tax</b>  | <b>2,472</b>                  | <b>1,576</b>                            | <b>1,133</b>                                | <b>4,823</b>                 | <b>3,145</b>                               | <b>4,086</b>                      |
| <b>3 Capital employed</b>  |                               |   |   |                              |  |                                   |
| (Segment assets - Segment liabilities)   |                               |   |   |                              |  |                                   |
| a) Textile   | 20,390                        | 17,515                                  | 16,669                                      | 20,390                       | 16,669                                     | 21,186                            |
| b) IT Services   | 1,010                         | 932                                     | 872   | 1,010                        | 872  | 892                               |
| c) Real Estate   | 2,614                         | 1,889                                   | 3,966                                       | 2,614                        | 3,966                                      | 3,971                             |
| <b>Segment capital employed</b>  | <b>24,014</b>                 | <b>20,336</b>                           | <b>21,507</b>                               | <b>24,014</b>                | <b>21,507</b>                              | <b>26,049</b>                     |
| Others un-allocated  | 7,970                         | 7,742                                   | 8,214                                       | 7,970                        | 8,214                                      | 7,882                             |
| <b>Total capital employed</b>  | <b>31,984</b>                 | <b>28,078</b>                           | <b>29,721</b>                               | <b>31,984</b>                | <b>29,721</b>                              | <b>33,931</b>                     |

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Notes:

1. Various issues relating to reorganization of 1990 will be settled as per the Scheme of Arrangement of 1990 and Memorandums of Understanding between the concerned companies, as and when finally determined. The final liability of the Company, if any, would be restricted to 1/3rd of the total liability (Reference: Paragraph (i) of Basis for qualified opinion of Independent auditors' report and note 40 to the audited financial statements for the year ended March 31, 2013).
2. Exceptional item of Rs. 1550.00 Lacs represent compensation receivable from the developer of real estate project pursuant to settlement reached in relation to Residential project.
3. The figures of the corresponding quarter have been regrouped/ recast wherever necessary.
4. The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on February 12, 2014.

**Limited Review**

The Limited Review as required under Clause 41 of Listing Agreement has been completed by Statutory Auditors. The 'Limited Review Report' for the quarter and nine months ended December 31, 2013 does not have any impact on the above 'Results' except in respect of the matter explained in note 1 above.

For and on behalf of the Board  
of Directors of DCM Limited



A handwritten signature in blue ink that reads "Jitendra Tuli".

Jitendra Tuli  
Chairman and Managing Director

Date: February 12, 2014  
Place: New Delhi

Handwritten initials in blue ink, possibly "AT" or "JT", with a horizontal line underneath.