

DIL LIMITED

Regd. Office : 'DIL' Complex, Ghodbunder Road, Majiwada, Thane (W) 400610

Audited financial results for the year ended March 31, 2011.

(Rupees in Lakhs)

Sr. No.	Particulars	Standalone		Consolidated	
		Year ended		Year ended	
		March 31,		March 31,	
		2011 (Note 1)	2010 (Note 1)	2011 (Note 1)	2010 (Note 1)
1.	a) Net Sales / Income from Operations	1,411.77	1,391.10	7,677.32	6,675.96
	b) Other Operating Income	224.99	92.37	194.75	150.75
	Net sales & other operating income (refer Note 7 (b))	1,636.76	1,483.47	7,872.07	6,826.71
2.	Expenditure				
	a) (Increase) / decrease in stock-in-trade and work in process	-	-	(255.06)	(19.17)
	b) Consumption of raw-materials	-	-	2,082.53	1,497.60
	c) Purchase of finished goods	-	-	5.53	93.67
	d) Employees cost	305.41	232.54	1,395.19	1,408.57
	e) Depreciation	116.58	112.82	415.03	442.93
	f) Processing charges	-	-	318.70	199.62
	g) Exchange loss (net)	-	-	-	107.96
	h) Legal & professional expenses	349.24	247.21	579.48	541.28
	i) Repairs & maintenance	127.36	173.61	170.62	243.84
	j) Provision for diminution in value of long term investments	-	188.51	-	-
	k) Other expenditure	195.23	194.26	1,417.13	1,255.91
	l) Total expenditure (a to k)	1,093.82	1,148.95	6,129.15	5,772.21
3.	Profit from Operations before Other Income, Interest & Exceptional Items (1 - 2)	542.94	334.52	1,742.92	1,054.50
4.	Other income	30.44	91.87	41.26	101.27
5.	Profit before Interest & Exceptional Items (3 + 4)	573.38	426.39	1,784.18	1,155.77
6.	Interest	6.96	3.45	127.79	142.37
7.	Profit after interest but before Exceptional Items (5-6)	566.42	422.94	1,656.39	1,013.40
8.	Exceptional items (refer Note 3 & 7(a))				
	a) Earn out income	413.55	-	413.55	-
	b) Profit on Sale of Interest in Subsidiary (refer Note 3)	1,743.59	607.83	1,564.67	495.79
9.	Profit / (Loss) from ordinary Activities before tax (7+8)	2,723.56	1,030.77	3,634.61	1,509.19
10.	Tax expense	546.72	265.86	834.92	326.19
11.	Net profit / (loss) from Ordinary Activities after tax (9-10)	2,176.84	764.91	2,799.69	1,183.00
12.	Provision for tax in respect of earlier years written back	-	0.09	(0.37)	(0.32)
13.	Net Profit / (Loss) for the period (11+12)	2,176.84	765.00	2,799.32	1,182.68
14.	Share of minority interest	-	-	(123.58)	(5.75)
15.	Share of profit / (loss) in associate Companies	-	-	(142.89)	(24.93)
16.	Net profit / (loss) after minority interest and share in Associates	2,176.84	765.00	2,532.85	1,152.00
17.	Paid-up equity share capital (Face value Rs. 10/- per share)	229.32	229.32	229.32	229.32
18.	Reserves excluding revaluation reserves	8,607.13	7,097.92	11,320.18	8,457.78
19.	Basic and diluted EPS (Rs./Share) before and after extraordinary items	94.93	33.36	110.45	50.24
20.	Public shareholding				
	- Number of shares	926,905	926,905	926,905	926,905
	- Percentage to shareholding	40.42 %	40.42 %	40.42 %	40.42 %
21.	Promoters and promoter group shareholding				
	a) Pledged / Encumbered				
	- Number of shares	Nil	Nil	Nil	Nil
	- Percentage to shares (as a % of the total shareholding of promoter and promoter group)	Nil	Nil	Nil	Nil
	- Percentage to shares (as a % of the total share capital of the Company)	Nil	Nil	Nil	Nil
	b) Non-encumbered				
	- Number of shares	1,366,293	1,366,293	1,366,293	1,366,293
	- Percentage to shareholding (as a % of the total shareholding of promoter and promoter group)	100.00 %	100.00 %	100.00 %	100.00 %
	- Percentage to shares (as a % of the total share capital of the Company)	59.58 %	59.58 %	59.58 %	59.58 %

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 venture which are engaged in manufacturing of bulk drugs, Drug discovery, development services and development of discoidal electrical motor technology and providing services of sporting and health awareness / education activities. The above audited 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 venture (Group).
- During the current year, Company agreed with its subsidiary - Fermenta Biotech Ltd. (FBL) to convert the 7,00,000 redeemable non convertible preference shares of Rs. 10. each together with share issue premium of Rs. 90 each invested in FBL to Redeemable convertible preference shares and waived the additional premium that was due pursuant to the preference share issue document. Subsequently these preference shares have been converted into 70,00,000 equity shares of Rs. 10 each at face value of FBL.
- During the year, Company along with its subsidiary Fermenta Biotech Limited (FBL) has executed Shareholder agreement and Share Subscription agreement with Evotec India Life Sciences Fund LLC (EILSF). The transaction was completed on January 17, 2011, whereby EILSF has acquired 21.05% Equity Capital of FBL through sale of 19,15,036 FBL equity shares by the Company to EILSF and issue of an equal number of fresh equity shares by FBL to EILSF at a price of Rs. 104.44 per equity share of Rs. 10 each.
- During the year, pursuant to approval from Shareholders FBL has made allotment of equity shares at face value of Rs 10 per shares against cash to :- Allegro Corporate Finance Advisors Pvt.Ltd. of 789.474 equity shares of Rs. 10 each - FBL ESOP Trust- 488.334 equity shares of Rs. 10 per equity share pending implementation of ESOP Plan
- During the year Company has entered into Technology Sale and Transfer agreement and transferred the bulk drug technology to FBL for a consideration of Rs. 150 Lakhs.
- During the year, Company has invested Rs. 225 lakhs for 15.96,892 equity shares of Rs. 10 each of Health and Wellness India Pvt. Ltd. (HWIPL) Bangalore. HWIPL is the business of providing services on sporting activities, health awareness and health education. With the aforesaid investment Company holds 30.30% Equity Capital of Equity HWIPL. Accordingly the Company's interest in HWIPL has been accounted as "Interest in Associate Company" in the consolidated financial statements.
- During the previous year, the Company has executed a Share Purchase and a Shareholder's Agreement (Agreements) on August 31, 2009 with Evotec AG and transferred 2,54,94,000 equity shares of Rs. 2/- each, i.e. 70% of the paid up equity share capital of Evotec (India) Pvt. Ltd. (EIPUL) (formerly known as Research Support International Private Limited (RSIPL)) for a consideration of Rs. 1,117 lakhs, as a result of which from September 1, 2009 EIPUL and its wholly owned subsidiary Evotec R&SIL Limited (ERL) are no longer subsidiaries of the Company. Accordingly the Company's interest in EIPUL/ERL has been accounted as "Interest in Associate Company" in the consolidated financial statements since that date. In addition in the current year, the Company has received an earn out based on achievement of "Earn Out Revenue" during the twelve months period ending on 31st August, 2010 as per the terms stipulated in the aforesaid agreement of Rs. 413.55 Lakhs.
- Consolidated net sales and income from operations for the year ended March 31, 2011, March 31, 2010 consist of :

	Year Ended March 31, 2011	Year Ended March 31, 2010
- Discontinued operation - Research & development	-	838.25
- Continuing operations	7,872.07	5,988.46

Segment-wise Revenue, Results and Capital employed under Clause 41 of the Listing agreement

(Rupees in Lakhs)

Particulars	Standalone		Consolidated	
	Year ended		Year ended	
	March 31,		March 31,	
	2011 (Note 1)	2010 (Note 1)	2011 (Note 1)	2010 (Note 1)
Segment revenue				
- Bulk drugs / chemicals	-	-	6,550.65	4,827.58
- Research & development	-	-	-	872.22
- Property	1,218.14	1,073.07	1,230.14	1,085.07
- Treasury	265.86	210.26	444.78	322.30
- Entertainment	-	-	-	-
- Unallocable	152.76	200.14	154.10	205.09
Total	1,636.76	1,483.47	8,379.67	7,312.26
Less : Inter-segment revenue	-	-	507.60	485.55
Net sales / income from operation	1,636.76	1,483.47	7,872.07	6,826.71
Segment results (profit / loss) before interest and tax				
- Bulk drugs / chemicals	-	-	1,397.55	583.08
- Research & development	-	-	-	(26.78)
- Property	999.32	800.94	1,008.00	810.66
- Treasury	71.70	16.15	250.62	128.19
- Entertainment	(64.41)	(62.03)	(64.41)	(62.03)
- Unallocable	(463.67)	(420.54)	(468.21)	(440.83)
	542.94	334.52	2,123.55	992.29
Less: Inter-segment results	-	-	380.63	(62.21)
	542.94	334.52	1,742.92	1,054.50
Less : Interest expense	6.96	3.45	127.79	142.37
Add : unallocable income	30.44	91.87	41.26	101.27
Add : Exceptional items (refer Note 3 & 7(a))				
a) Earn out income	413.55	-	413.55	-
b) Profit on Sale of Interest in Subsidiary (refer Note 3)	1,743.59	607.83	1,564.67	495.79
Profit before tax	2,723.56	1,030.77	3,634.61	1,509.19
Capital employed (Segment assets Less Segment liabilities)				
- Bulk Drugs / chemicals	-	-	5,550.83	3,543.02
- Property	665.16	721.61	728.56	715.27
- Treasury	7,776.50	8,355.67	5,793.59	4,082.59
- Entertainment	143.80	31.92	148.21	31.92
- Unallocated	324.98	260.68	680.41	985.80
Total Capital employed	8,910.44	7,369.88	12,901.60	9,358.60

c) Consolidated profit after tax for the year ended March 31, 2011 and March 31, 2010 consist of :

	Year Ended March 31, 2011	Year Ended March 31, 2010
- Discontinued operation - Research & development	-	138.00
- Continuing operations	2,799.32	1,044.68

- The audited consolidated financial results includes the results of the Associates and joint venture on the basis of unaudited financial statements prepared by the management.
- During the year ended March 31, 2009, Company's subsidiary has entered into an agreement for transfer of the throat lozenge business along with the trademark "Astrasept" and the related moveable assets for a consideration of Rs. 8 Lakhs, to its wholly owned subsidiary G.I. Biotech Private Limited (G.I.). Simultaneously company has also entered into a share transfer agreement with Romator Investments Limited (RI) a company incorporated under the legal provisions of Cyprus, to transfer its entire shareholding in G.I. in four installments to be completed by 10th February 2009 for a total consideration of USD 400,000. In accordance with the share transfer agreement during the earlier year Company sold 3750 shares for consideration of USD 150,000 and recorded a profit of Rs 70.64 Lakhs. The time limit stipulated for completion of the share transfer agreement and completion of transaction has been extended further to 31st December 2011.
- The Company has invested an aggregate of Rs. 188.51 Lakhs in Vaško Glders s.r.o. Czechoslovakia, a joint venture in the form of basic capital of Rs. 1.96 Lakhs and voluntary capital of Rs. 186.55 Lakhs. The joint venture is involved in development and manufacture of wheel chair based on discoidal electrical motor, the patent for which has recently been registered by U.S. / Indian / Australian patent authorities. In view of the substantial erosion in the investment, Company had recognised a diminution in the value of said investment of Rs. 188.51 Lakhs in the previous year.
- The Board of Directors at their meeting held on February 11, 2011 has declared Interim dividend of 150 % (Rs. 15/- per share) for the financial year 2010-11 and also proposed a final dividend of 100% (Rs. 10/- per share) for the year ended March 31, 2011 subject to the approval of the shareholders.
- The expenses of the Company in standalone results are stated net of recovery from subsidiaries.
- Statements of Assets & Liabilities

Particulars	Standalone		Consolidated	
	Year ended		Year ended	
	2011	2010	2011	2010
Shareholders' Funds				
(a) Share Capital	229.32	229.32	229.32	229.32
(b) Reserves and Surplus	8,607.13	7,097.92	11,320.18	8,457.78
Deferred tax liability (net)	25.33	-	34.81	-
Minority Interest	-	-	1,676.77	91.30
Loan Funds	73.99	42.64	1,907.33	1,370.84
	8,935.77	7,369.88	15,168.41	10,149.24
Goodwill on consolidation	-	-	413.33	413.33
Fixed Assets	1,298.34	1,357.25	6,073.86	4,211.17
Investments (including share in net assets of associates)	5,931.23	4,663.85	4,113.44	2,693.21
Deferred Tax Assets	-	9.30	-	35.89
Current Assets, Loans and Advances				
(a) Inventories	-	-	1,062.47	731.68
(b) Sundry debtors	180.63	132.76	1,740.03	1,195.16
(c) Cash and bank balances	1,314.96	890.73	2,408.95	1,260.49
(d) Other current assets	96.26	79.66	93.63	79.22
(e) Loans and advances	1,080.55	1,353.22	1,227.66	1,293.57
Less: Current Liabilities and Provisions				
(a) Current liabilities	666.21	678.01	1,500.97	1,197.02
(b) Provisions	299.99	438.88	464.58	587.46
Miscellaneous expenditure	-	-	0.59	-
Total	8,935.77	7,369.88	15,168.41	10,149.24

- Previous year's figures have been regrouped wherever necessary and are not comparable in view of explanation given in Note no. 7 above.
- There were no investor complaints pending at the beginning and quarter end of March 31, 2011. 14 (fourteen) complaints were received and resolved during the quarter ended March 31, 2011.
- The above audited annual results have been taken on record by the Audit Committee and thereafter by the Board of Directors in its meeting held on May 28, 2011.

Place : Thane
Date : May 28, 2011

For DIL Limited
Krishna Datla
Managing Director