



CIN: L99999MH1951PLC008485

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Ref: DIL:DIL/BSE/2015-16/F.No.:DE05

May 29, 2015

**Corporate Relations**  
**The Bombay Stock Exchange Limited**  
**Phiroze Jeejeebhoy Towers,**  
**Dalal Street, Fort,**  
**Mumbai – 400 001**

Sir,

Ref: Scrip Code 506414

Sub: Clause 41 and 20 of the Listing Agreement

We write to inform you that the Board of Directors of the Company at its meeting held on May 29, 2015 have, inter alia:

- Approved the Audited financial results (Standalone and Consolidated) for the year ended March 31, 2015 along with financial results of 4<sup>th</sup> Quarter which is a balancing figure, as per clause 41 of the Listing Agreement. Copy of the said financial results along with the Audit report issued by SRBC & Co. LLP, Chartered Accountants dated May 29, 2015 is enclosed.
- Recommended final equity dividend @ Rs.5 per equity share (50%) of Rs.10 each for the financial year ended March 31, 2015. (*Date of dispatch/payment of the aforesaid final equity dividend shall be announced separately*)

We confirm the above intimation is made within 15 minutes of the conclusion of the meeting of the Board of Directors of the Company.

Kindly take the above on record.

Yours faithfully,  
for **DIL LIMITED**

**SRIKANT N SHARMA**  
**COMPANY SECRETARY**  
CS Membership No: F3617

Office Add:  
DIL Complex,  
Ghodbunder Road, Majiwada,  
Thane (W) 400610

**Encl: As Above**

Cc: Link Intime India Private Limited

**Auditor's Report On Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Clause 41 of the Listing Agreement**

To  
Board of Directors of  
DIL Limited

1. We have audited the quarterly standalone financial results of DIL Limited ('the Company') for the quarter ended March 31, 2015 and the financial results for the year ended March 31, 2015, attached herewith, being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. The quarterly financial results are the derived figures between the audited figures in respect of the year ended March 31, 2015 and the published year-to-date figures up to December 31, 2014, being the date of the end of the third quarter of the current financial year, which were subject to limited review. The financial results for the quarter ended March 31, 2015 have been prepared on the basis of the financial results for the nine-month period ended December 31, 2014, the audited annual financial statements as at and for the year ended March 31, 2015, and the relevant requirements of Clause 41 of the Listing Agreement and are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these financial results based on our review of the financial results for the nine-month period ended December 31, 2014 which was prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, specified under section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India: our audit of the annual financial statements as at and for the year ended March 31, 2015: and the relevant requirements of Clause 41 of the Listing Agreement.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts disclosed in financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:
  - i. are presented in accordance with the requirements of clause 41 of the Listing Agreement in this regard; and
  - ii. give a true and fair view of the net profit and other financial information for the quarter ended March 31, 2015 and for the year ended March 31, 2015.
4. Further, read with paragraph 1 above, we report that the figures for the quarter ended March 31, 2015 represent the derived figures between the audited figures in respect of the financial year ended March 31, 2015 and the published year-to-date figures up to December 31, 2014, being the date of the end of the third quarter of the current financial year, as required under Clause 41(I)(d) of the Listing Agreement.



# **S R B C & CO LLP**

Chartered Accountants

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5. Further, read with paragraph 1 above, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the company in terms of clause 35 of the Listing Agreement and found the same to be correct.
6. The figure have been regrouped/ rearranged wherever considered necessary to confirm to current period classification and grouping.

**For S R B C & CO LLP**

ICAI Firm registration number: 324982E

Chartered Accountants



per **Vikram Mehta**  
Partner

Membership No.: 105938



Place: Mumbai

Date: May 29, 2015

**Auditor's Report On Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Clause 41 of the Listing Agreement**

To  
Board of Directors of  
DIL Limited,

1. We have audited the quarterly consolidated financial results of DIL limited ('the Company') and its subsidiaries (collectively referred to as 'the Group') for the quarter ended March 31, 2015 and the consolidated financial results for the year ended March 31, 2015, attached herewith, being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. The quarterly consolidated financial results are the derived figures between the audited figures in respect of the year ended March 31, 2015 and the published year-to-date figures up to December 31, 2014, being the date of the end of the third quarter of the current financial year, which were subject to limited review. The consolidated financial results for the quarter ended March 31, 2015 have been prepared on the basis of the consolidated financial results for the nine-month period ended December 31, 2014, the audited annual consolidated financial statements as at and for the year ended March 31, 2015, and the relevant requirements of Clause 41 of the Listing Agreement and are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these consolidated financial results based on our review of the consolidated financial results for the nine-month period ended December 31, 2014 which was prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, specified under section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India: our audit of the annual financial statements as at and for the year ended March 31, 2015; and the relevant requirements of Clause 41 of the Listing Agreement.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. We did not audit total assets of Rs. 241.78 lakhs as at March 31, 2015, total revenues of Rs. 0.09 lakhs and net cash inflows amounting to Rs. 3.66 lakhs for the year then ended, included in the accompanying consolidated financial statements in respect of certain subsidiaries. Our opinion, in so far as it relates to the affairs of such subsidiaries is based solely on the report of other auditors.



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4. Further, we report that Group's share of total assets of Rs. 18.68 lakhs as at March 31, 2015, total revenues of Rs. Nil and net cash outflows amounting to Rs. Nil for the year then ended, included in the accompanying consolidated financial statements in respect of a joint venture and total losses of Rs. 41.71 lakhs for the year then ended, included in the accompanying consolidated financial statements in respect of two associates, whose financial statements and other financial information have not been audited and have been consolidated in the consolidated financial statements based solely on the unaudited separate financial statements certified by the management. Accordingly we are unable to comment on the same.
5. In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:
  - i. are presented in accordance with the requirements of clause 41 of the Listing Agreement in this regard; and
  - ii. except for the possible effect of the matter in paragraph 4 above, give a true and fair view of the net profit and other financial information for the quarter ended March 31, 2015 and for the year ended March 31, 2015.
6. Further, read with paragraph 1 above, we report that the figures for the quarter ended March 31, 2015 represent the derived figures between the audited figures in respect of the financial year ended March 31, 2015 and the published year-to-date figures up to December 31, 2014, being the date of the end of the third quarter of the current financial year, which were subjected to a limited review as stated in paragraph 1 above, as required under Clause 41(I)(d) of the Listing Agreement.
7. Further, read with paragraph 1 above, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the company in terms of clause 35 of the Listing Agreement and found the same to be correct.

**For S R B C & CO LLP**

ICAI Firm registration number: 324982E

Chartered Accountants



per **Vikram Mehta**  
Partner

Membership No.: 105938



Place: Mumbai

Date: May 29, 2015