

May 8, 2014

The Manager  
Listing Department,  
**NATIONAL STOCK EXCHANGE OF INDIA LIMITED,**  
'Exchange Plaza', C-1, Block G,  
Bandra-Kurla Complex,  
Bandra (E),  
Mumbai -400 051

Fax No.(s): 022-26598237 / 38  
022-26598347 / 48

**SUBJECT: AUDITED FINANCIAL RESULTS FOR THE FINANCIAL YEAR ENDED  
MARCH 31, 2014 AND OUTCOME OF THE BOARD MEETING**

Dear Sirs,

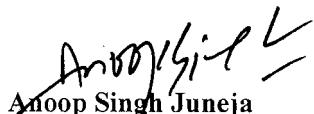
This is to inform you that the Board of Directors of the Company, at their meeting held today, have:

1. Approved the audited financial results of the Company, on standalone and consolidated basis, for the financial year ended March 31, 2014. A copy of the same is enclosed. The financial results will be published in the newspapers in terms of Clause 41 of the Listing Agreement.
2. Mandated the management to explore means of unlocking sum of parts shareholder value through various methods including restructuring or private placement in NDTV Convergence Limited and/ or other subsidiaries.
3. Approved the Re-appointment of Dr. Prannoy Roy and Mrs. Radhika Roy as Executive Co-Chairpersons, for a period of 3 years, w.e.f. July 1, 2014, subject to the approval of the shareholders of the Company.
4. Approved the appointment of Mr. Amal Ganguli, Mr. Vijaya Bhaskar Menon, Mr. Pramod Bhasin and Mrs. Indrani Roy, as Non-Executive Independent Directors, in accordance with the provisions of the Companies Act, 2013, for a period of 5 years, w.e.f. April 1, 2014, subject to the approval of the shareholders of the Company.

You are requested to take the aforesaid information on record.

Thanking you  
Yours sincerely,

**For New Delhi Television Limited**

  
Anoop Singh Juneja  
Company Secretary

**Encl.: as above**

**NEW DELHI TELEVISION LIMITED**

CIN: L9211DL1989PLC033099  
 Regd. Off.: 207, Okhla Industrial Estate, Phase - III, New Delhi - 110020  
 Phone: (91-11) 4157 7777, 2644 6666 Fax: 2923 1740  
 E-mail: corporate@ndtv.com; Website: www.ndtv.com

**PART I**

Particulars		Statement of Standalone and Consolidated Audited Results for the Quarter and Year Ended 31/03/2014 (Rs. in Lakhs except per share data)									
		Standalone					Consolidated				
Sl No		A	B	C	D	E	F	G	H	I	J
		3 months ended (31/03/2014)	Preceding 3 months ended (31/12/2013)	Corresponding 3 months ended (31/03/2013) in the previous year	Current year ended (31/03/2014)	Previous year ended (31/03/2013)	3 months ended (31/03/2014)	Preceding 3 months ended (31/12/2013)	Corresponding 3 months ended (31/03/2013) in the previous year	Current year ended (31/03/2014)	Previous year ended (31/03/2013)
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
1	Income from operations	8,864	9,954	12,738	34,525	37,408	12,136	12,703	17,686	45,382	50,564
1(a)	Income from operations	158	25	683	452	273	273	40	970	628	2,017
1(b)	Other operating income	9,022	9,979	13,421	34,977	39,088	12,409	12,743	18,656	46,010	52,681
2	Expenses	1,733	1,262	2,264	5,663	6,770	3,187	2,293	4,012	10,161	11,531
	a) Production Expenses	-	-	-	-	-	201	127	-	343	-
	b) Purchase of Stock-in-Trade	-	-	-	-	-	(47)	-	-	(47)	-
	c) Changes in inventories of stock in trade	3,714	3,264	3,286	13,424	12,172	4,154	4,329	4,137	17,469	15,741
	d) Employee Cost	2,068	2,024	3,471	7,831	9,705	2,724	2,649	4,263	10,082	13,126
	e) Marketing, Distribution & Promotional Expenses	2,653	2,574	2,380	10,369	9,617	5,021	3,246	3,001	14,480	11,626
	f) Operating & Administrative Expenses	561	589	592	2,345	2,425	650	673	677	2,895	2,759
	g) Depreciation	10,429	9,713	11,993	39,673	40,689	15,900	13,317	16,090	55,153	54,783
3	Total Expenses	(1,407)	(266)	(1,428)	(4,696)	(1,601)	(3,491)	(574)	(2,566)	(9,143)	(2,102)
4	Other Income	281	93	469	1,339	1,097	555	365	987	3,567	2,460
5	Profit/(Loss) from ordinary activities before finance cost and exceptional items (3+4)	(1,226)	(389)	(1,897)	(3,357)	(604)	(2,956)	(209)	(3,563)	(5,576)	(368)
6	Finance Costs	513	520	569	1,954	2,243	546	527	612	2,022	2,292
7	Profit/(Loss) from ordinary activities after finance cost but before exceptional items (5-6)	(1,639)	(161)	(1,328)	(5,311)	(2,747)	(3,602)	(736)	(2,941)	(7,598)	(1,934)
8	Exceptional items	-	-	(243)	-	(797)	-	-	(355)	-	(2,614)
9	Profit/(Loss) from ordinary activities before tax (7-8)	(1,639)	(161)	(1,571)	(5,311)	(1,950)	(3,602)	(736)	(3,296)	(7,598)	(880)
10	Tax Expense	9	5	38	45	84	(190)	429	309	832	821
11	Net Profit/(Loss) from ordinary activities after tax before minority interest and share in associate (9-10)	(1,648)	(166)	(1,533)	(5,356)	(2,034)	(3,312)	(1,165)	(2,987)	(8,430)	(59)
12	Extraordinary item	-	-	-	-	-	-	-	-	-	-
13	Net Profit/(Loss) For The Period (11-12)	(1,648)	(166)	(1,533)	(5,356)	(2,034)	(3,312)	(1,165)	(2,987)	(8,430)	(59)
14	Share in Profit/(Loss) of Associate	-	-	-	-	-	51	39	47	(36)	12
15	Share of Minority Interest	-	-	-	-	-	(122)	(83)	253	(348)	(120)
16	Net Profit/(Loss) after taxes, minority interest and share of Profit/(Loss) of associate (13+14+15)	(1,648)	(166)	(1,533)	(5,356)	(2,034)	(3,339)	(1,043)	(2,781)	(8,118)	(191)
17	Paid-up Equity Share Capital (face value Rs 4/- per share)	2,579	2,579	2,579	2,579	2,579	2,579	2,579	2,579	2,579	2,579
18	Reserves (Excluding Revaluation Reserve)	-	-	-	-	39,285	-	-	-	-	16,960
19	Earnings/(Loss) Per Share (of Rs 4/- each) (not annualised)										
	Before Extraordinary Items										
	- Basic	(2.56)	(0.26)	(2.38)	(8.31)	(3.15)	(4.87)	(1.62)	(4.31)	(12.59)	0.30
	- Diluted	(2.56)	(0.26)	(2.38)	(8.31)	(3.15)	(4.87)	(1.62)	(4.31)	(12.59)	0.30
	After Extraordinary Items										
	- Basic	(2.56)	(0.26)	(2.38)	(8.31)	(3.15)	(4.87)	(1.62)	(4.31)	(12.59)	0.30
	- Diluted	(2.56)	(0.26)	(2.38)	(8.31)	(3.15)	(4.87)	(1.62)	(4.31)	(12.59)	0.30

## PART II

## Select Information for Quarter and Year Ended 31/03/2014

Sl No	Particulars	Consolidated									
		A	B	C	D	E	F	G	H	I	J
		3 months ended (31/03/2014)	Preceding 3 months ended (31/12/2013)	Corresponding 3 months ended (31/03/2013) in the previous year	Current year ended (31/03/2014)	Previous year ended (31/03/2013)	3 months ended (31/03/2014)	Preceding 3 months ended (31/12/2013)	Corresponding 3 months ended (31/03/2013) in the previous year	Current year ended (31/03/2014)	Previous year ended (31/03/2013)
<b>A</b>	<b>PARTICULARS OF SHAREHOLDING</b>										
1	Public shareholding										
	Aggregate of Public Shareholding	24,856,099	24,856,099	24,856,099	24,856,099	24,856,099	24,856,099	24,856,099	24,856,099	24,856,099	24,856,099
	- Number of Shares	38.55%	38.55%	38.55%	38.55%	38.55%	38.55%	38.55%	38.55%	38.55%	38.55%
	- Percentage of Shareholding										
2	Promoters and Promoter Group Shareholding										
	a. Pledge/Encumbered										
	- Number of Shares	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	- Percentage of Share (as a % of the total shareholding of promoter and promoter group)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	- Percentage of Share (as a % of the total share capital of the Company)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	b. Non-encumbered										
	- Number of Shares	39,615,168	39,615,168	39,615,168	39,615,168	39,615,168	39,615,168	39,615,168	39,615,168	39,615,168	39,615,168
	- Percentage of Share (as a % of the total shareholding of promoter and promoter group)	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%
	- Percentage of Share (as a % of the total share capital of the Company)	61.45%	61.45%	61.45%	61.45%	61.45%	61.45%	61.45%	61.45%	61.45%	61.45%

Sl No	Particulars	3 months ended (31/03/2014)	
		A	B
<b>B</b>	<b>INVESTOR COMPLAINTS</b>		
	Pending at the beginning of the quarter	0	
	Received during the quarter	3	
	Disposed off during the quarter	3	
	Remaining unresolved at the end of the quarter	0	

## Segment wise Revenue, Results and Capital Employed (Consolidated)

Sl No	PARTICULARS	3 months ended (31/03/2014)		Corresponding 3 months ended (31/03/2013) in the previous year		Current Year ended (31/03/2014)		Previous Year ended (31/03/2013)	
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)	(Audited)	(Audited)
1	Segment wise revenue, results and capital employed:								
	Segment revenue :								
	a) Television Media and related operations	11,361	13,102	18,656	45,463	52,700			
	b) RetailE-commerce	350	231		632				
	c) Others								
	Total	11,711	13,333	18,656	46,095	52,700			
	d) Add : Other unallocable revenue				85	19			
	e) Less: Inter segment revenue	(698)	590						
	Income From Operation	12,409	12,743	18,656	46,010	52,681			
2	Profit / (loss) before tax and interest from each segment								
	a) Television Media and related operations	(2,956)	329	3,553	(3,088)	362			
	b) RetailE-commerce		(538)		(2,488)	(4)			
	c) Others								
	Total	(2,956)	(209)	3,553	(5,576)	358			
	Less:								
	d) Interest	546	527	612	2,022	2,292			
	e) Other unallocable expense (net of unallocable income)								
	f) Exceptional items			(355)		(2,814)			
	Television Media and related operations								
	RetailE-commerce								
	Unallocable								
	Total	(3,502)	(736)	(329)	(7,598)	880			
3	Total profit / (loss) before tax								
	a) Television Media and related operations	29,466	33,733	37,083	29,466	37,083			
	b) RetailE-commerce	(713)	(1,815)	(23)	(713)	(23)			
	c) Others								
	Total	28,753	31,918	37,060	28,753	37,060			
	d) Add : Unallocable Assets less Liabilities								
	Total	28,753	31,918	37,060	28,753	37,060			

During the quarter ended September 30, 2013, NDTV Ethnic Retail Limited, a subsidiary, had launched www.indianroots.com to commence its e-commerce retail operations focused on Indian ethnic apparel, designer wear accessories and home furnishing. Accordingly, now the Group operates in two primary reporting segments - Television Media and related operations & RetailE-commerce.

N.A. - Not Applicable

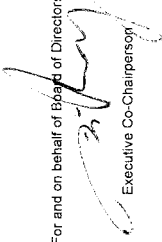
Notes :

Information pursuant to clause 41(i)(ca) of the listing agreement:  
STATEMENT OF ASSETS & LIABILITIES AS AT MARCH 31, 2014

S.No.	Standalone / Consolidated Statement of Assets and Liabilities	Standalone		Consolidated		(Rs. in Lakhs)
		As at Mar 31, 2014	As at Mar 31, 2013	As at Mar 31, 2014	As at Mar 31, 2013	
<b>A</b>	<b>EQUITY AND LIABILITIES</b>					
1	Shareholders fund					
	(a) Share capital	2,579	2,579	2,579	2,579	2,579
	(b) Reserves and surplus	33,921	39,285	9,020	16,990	16,990
	(c) Money received against share warrants	-	-	-	-	-
	<b>Sub -Total-Shareholders' fund</b>	<b>36,500</b>	<b>41,864</b>	<b>11,599</b>	<b>19,559</b>	<b>19,559</b>
2	Share application money pending allotment	N.A.	N.A.	17,154	17,601	17,601
3	Minority Interest	4,426	-	4,426	-	-
4	Non-current liabilities	-	-	-	-	-
	(a) Long-term borrowings	-	-	-	-	-
	(b) Deferred tax liabilities (net)	-	-	-	-	-
	(c) Other long term liabilities	851	791	987	917	917
	(d) Long-term provisions	5,277	791	5,413	917	917
	<b>Sub -Total-Non-current liabilities</b>	<b>5,277</b>	<b>791</b>	<b>5,413</b>	<b>917</b>	<b>917</b>
5	Current liabilities	13,351	22,912	12,565	22,201	22,201
	(a) Short-term borrowings	5,670	6,542	6,906	6,649	6,649
	(b) Trade payables	6,416	2,000	7,184	3,766	3,766
	(c) Other current liabilities	-	-	5	7	7
	(d) Short-term provisions	25,377	31,454	26,660	32,023	32,023
	<b>Sub -Total-Current liabilities</b>	<b>67,154</b>	<b>74,109</b>	<b>60,826</b>	<b>70,000</b>	<b>70,000</b>
	<b>TOTAL - EQUITY AND LIABILITIES</b>					
<b>B</b>	<b>ASSETS</b>					
1	Non-current assets	8,504	11,749	10,393	13,505	13,505
	(a) Fixed assets	N.A.	N.A.	795	795	795
	(b) Goodwill on consolidation	30,187	29,962	1,812	1,867	1,867
	(c) Non-current investments	1,124	1,124	1,563	1,131	1,131
	(d) Deferred tax assets (net)	2,718	2,079	3,634	3,378	3,378
	(e) Long-term loans and advances	-	-	-	-	-
	(f) Other non-current assets	42,543	44,914	18,272	22,691	22,691
	<b>Sub -Total - Non-current assets</b>	<b>42,543</b>	<b>44,914</b>	<b>18,272</b>	<b>22,691</b>	<b>22,691</b>
2	Current assets	931	52	1,277	1,638	1,638
	(a) Current investments	100	52	1,277	1,638	1,638
	(b) Inventories	12,893	15,742	15,179	18,853	18,853
	(c) Trade receivables	3,343	7,107	17,168	20,010	20,010
	(d) Cash and cash equivalents	7,183	5,330	8,595	6,467	6,467
	(e) Short-term loan and advances	161	33	335	141	141
	(f) Other current assets	24,611	29,195	42,554	47,109	47,109
	<b>Sub -Total - Current assets</b>	<b>67,154</b>	<b>74,109</b>	<b>60,826</b>	<b>70,000</b>	<b>70,000</b>
	<b>TOTAL - ASSETS</b>					

- 1 During the previous year, the Board of Directors of the Company had approved the process of reduction of capital by way of setting off the losses accumulated upto September 30, 2012 amounting to Rs 15,573 Lakhs, against the balance in Securities Premium Account as on September 30, 2012. The Company has received the requisite approvals from the BSE and NSE. The shareholders of the Company have also accorded their consent to the reduction of capital via a special resolution passed by way of Postal Ballot. Pending the regulatory and other approvals/clearances, no effect has been given to the process of reduction of capital, which when implemented will have the effect of reducing the accumulated negative balance in the Statement of Profit and Loss as at September 30, 2012 to Nil and the balance in the Securities Premium Account by Rs. 15,573 Lakhs.
- 2 The audited financial results have been taken on record by the Board of Directors in its meeting held on May 8, 2014. The independent auditors' report on the consolidated financial statements for year ended March 31, 2013 contained no qualification except in respect of remuneration of Rs. 231 lakhs, paid for the year ended March 31, 2013 and for previous years, to the directors of its subsidiaries, which is subject to Central Government approval due to inadequacy of profits for which the respective subsidiary companies have initiated the process of obtaining the necessary approvals. Further, the standalone as well as consolidated financial statements for the year ended March 31, 2013 include remuneration amounting to Rs 29 lakhs paid to director of the Company that exceeds the remuneration payable due to inadequacy of profits, which is subject to the members' approval. Further, for the current year ended March 31, 2014:
  - Managerial remuneration amounting to Rs 72 lakhs accounted for in the consolidated financial statements is in excess of the specified limits / existing Central Government approvals, for which the respective subsidiary companies shall be obtaining requisite Central Government approvals. The auditors have qualified this matter in their audit report on the consolidated financial statements of the current year.
  - Managerial remuneration amounting to Rs 76 lakhs accounted for in the standalone and consolidated financial statements is subject to members' approval due to inadequacy of profits.
  - Remuneration of Rs. 15 lakhs accounted for in the consolidated financial statements pertaining to the director of a subsidiary company is subject to approval, under section 188 of the Companies Act, 2013 (erstwhile Section 314(1) of the Companies Act, 1956), by the members of the Company.
- 3 The figures of the last quarter (Column A, C, F & H) are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the respective financial year and have not been separately audited.
- 4 The Board of Directors of the Company, in their meeting held on February 7, 2014, had accorded their in-principle approval to the merger of NDTV Labs Limited with NDTV Convergence Limited. The Scheme of Arrangement for the aforesaid merger is being finalized and the merger process will be initiated after taking regulatory approvals.
- 5 In September, 2013, two subsidiaries of the Company sold 13,789 equity shares of NDTV Ethnic Retail Limited, to an investor for a consideration of Rs 100 million, which resulted in a gain of Rs 99.86 million. The aforesaid consideration has not been realized as envisaged in the agreement with the investor. Subsequent to the year end, following the investor's inability to pay the agreed consideration, the two subsidiaries have initiated steps to settle the transaction and have made a provision for the unrealized consideration of Rs 100 million in their respective books of account.
- 6 Figures for previous periods have been regrouped, wherever necessary, to correspond with the figures of the current period.

For and on behalf of Board of Directors



Executive Co-Chairperson

Place: New Delhi  
Date: May 8, 2014