



DB Corp Ltd

To
The Manager
(Listing – CRD)
The Bombay Stock Exchange Limited
Dalal Street
Mumbai - 400 001

Dated: July-21- 2011

(Fax: 022-22722037/38/39/41)

The Manager
(Listing Department)
The National Stock Exchange of India Limited
Bandra (East)
Mumbai - 400 051

(Fax: 022-26598237/38 or 022-26598347/48)

Dear Sirs,

Re: Outcome of the proceedings of the Meeting of the Board of Directors of the Company – held on July -21- 2011, pursuant to clause/s 41 , 36 and other applicable clauses of the Listing Agreement.

Ref: BSE – Scrip Code: 533151 – SYMBOL: D B CORP
NSE – SYMBOL: DBCORP – Series: EQ

We would like to inform you that at the meeting of the meeting of the Board of Directors of the company held on Thursday, the 21st of July, 2011, the Un- Audited Financial Results of the Company for the Quarter Ended as on June 30, 2011 (on Standalone basis and Consolidated basis) were considered and approved.

We are enclosing a copy of the same.

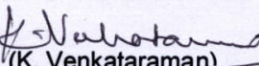
Further, at the same meeting, *inter alia*, the Board of Directors has also considered and accorded their in principle approval for acquisition by D. B. Corp Limited (DBCL), of 60% of the paid up share capital of Divya Prabhat Publications Private Limited, which is presently held by Mr. Sudhir Agarwal , one of the promoters of our Company, for INR 12Mln. Divya Prabhat Publications Pvt. Ltd publishes " Prabhat Kiran ", an afternoon newspaper from Indore (M.P.).

We request you to kindly take the above information on record.

Thanking you,

Yours truly,

For D. B. Corp Limited


(K. Venkataraman)
Company Secretary & Compliance Officer



Encl: as above

दैनिक भास्कर

दिव्य भास्कर

DNA
DAILY NEWS & ANALYSIS

दिव्य मराठी

विज्ञान भास्कर



Madhya Pradesh, Chhattisgarh, Rajasthan, Punjab, Chandigarh, Haryana, Gujarat, New Delhi, Maharashtra, Himachal Pradesh, Uttarakhand, Jharkhand, Jammu & Kashmir

Regd. Office: DB Corp Ltd., Plot No. 280, Sarkhej-Gandhinagar Highway, Near YMCA Club, Makarba, Ahmedabad (Gujarat)

Business Office: DB Corp Ltd., 501, 5th Floor, Naman Corporate Link, Opp. Dena Bank, C-31, G-Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051.

Tel: +91 22 3988 8840 • Fax: +91 22 3980 4793

D.B. CORP LIMITED

Registered office: Plot No.280, Sarkhej - Gandhinagar Highway, Near YMCA Club, Makarba, Ahmedabad (Gujarat)
Stand alone and Consolidated financial results for the quarter ended June 30, 2011

(Rs. in million except share and per share data)

Particulars	Stand alone			Consolidated		
	Quarter ended		Year ended	Quarter ended		Year ended
	June 30, 2011	June 30, 2010	March 31, 2011	June 30, 2011	June 30, 2010	March 31, 2011
	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Audited
1 a) Net sales/income from operations	3,480.05	2,960.09	12,473.28	3,489.24	2,969.52	12,508.42
b) Other operating income	46.50	17.16	143.09	48.21	17.20	144.02
Total	3,526.55	2,977.25	12,616.37	3,537.45	2,986.72	12,652.44
2 Expenditure						
a) (Increase)/decrease in stock of finished goods	0.02	(0.02)	(0.60)	0.02	(0.02)	(0.60)
b) Consumption of raw materials	1,183.55	831.80	3,839.08	1,183.55	831.80	3,839.08
c) Employees cost	556.96	400.20	1,790.28	574.99	410.50	1,845.64
d) Depreciation/amortisation	115.98	102.97	427.64	117.18	104.18	432.84
e) General administrative expenses	207.62	167.03	773.33	210.24	170.83	781.89
f) Selling and distribution expenses	171.05	114.03	672.45	173.70	114.37	675.71
g) Other operating expenses	383.03	318.96	1,456.59	391.47	323.33	1,479.57
Total	2,618.21	1,934.97	8,958.77	2,651.15	1,954.99	9,054.13
3 Profit from operations before other income, interest and exceptional items (1-2)	908.34	1,042.28	3,657.60	886.30	1,031.73	3,598.31
4 Other income	36.05	49.62	164.98	36.60	43.41	141.76
5 Profit before interest and exceptional items (3+4)	944.39	1,091.90	3,822.58	922.90	1,075.14	3,740.07
6 Interest	26.88	47.03	152.84	26.89	47.02	153.03
7 Profit after interest but before exceptional items (5-6)	917.51	1,044.87	3,669.74	896.01	1,028.12	3,587.04
8 Exceptional items	-	-	-	-	-	-
9 Profit from ordinary activities before tax (7+8)	917.51	1,044.87	3,669.74	896.01	1,028.12	3,587.04
10 Tax expense						
a) Current tax	297.50	254.38	910.69	298.28	254.38	913.79
b) Deferred tax	(13.89)	56.46	85.83	(13.89)	56.46	85.89
	283.61	310.84	996.52	284.39	310.84	999.68
11 Net profit from ordinary activities after tax (9-10)	633.90	734.03	2,673.22	611.62	717.28	2,587.36
12 Extraordinary items (net of tax expenses of Rs Nil)	-	-	-	-	-	-
13 Net Profit before Minority Interest and after extraordinary items (11-12)	633.90	734.03	2,673.22	611.62	717.28	2,587.36
14 Minority interest in the losses/(profit) of subsidiaries	-	-	-	(0.69)	(0.37)	(2.59)
15 Net profit for the period/year (13+14)	633.90	734.03	2,673.22	610.93	716.91	2,584.77
16 Paid-up equity share capital (par value Rs. 10, fully paid)	1,832.93	1,815.23	1,832.83	1,832.93	1,815.23	1,832.83
17 Reserves and surplus excluding revaluation reserve as per last balance sheet			6,691.45			6,426.99
18 Earnings per share (EPS)						
EPS before extraordinary items						
- Basic	3.46	4.04	14.73	3.33	3.95	14.24
- Diluted	3.45	4.04	14.70	3.33	3.94	14.22
EPS after extraordinary items						
- Basic	3.46	4.04	14.73	3.33	3.95	14.24
- Diluted	3.45	4.04	14.70	3.33	3.94	14.22
19 Dividend per share (par value Rs. 10 each, fully paid)						
Interim dividend			2.00	-	-	2.00
Final dividend			2.00	-	-	2.00
Total dividend			4.00			4.00
20 Public shareholding						
- Number of shares	24,827,797	24,791,715	25,419,471	24,827,797	24,791,715	25,419,471
- Percentage of shareholding	13.55	13.65	13.87	13.55	13.65	13.87
21 Promoters and Promoter group shareholding						
a) Pledged/encumbered						
- Number of shares	62,523,719	36,206,351	61,823,719	62,523,719	36,206,351	61,823,719
- Percentage of shares (as a % of the total shareholding of promoters and promoter group)	39.46	23.10	39.16	39.46	23.10	39.16
- Percentage of shares (as a % of the total share capital of the Company)	34.11	19.95	33.73	34.11	19.95	33.73
b) Non-encumbered						
- Number of shares	95,940,041	120,524,909	96,040,041	95,940,041	120,524,909	96,040,041
- Percentage of shares (as a % of the total shareholding of promoters and promoter group)	60.54	76.90	60.84	60.54	76.90	60.84
- Percentage of shares (as a % of the total share capital of the Company)	52.34	66.40	52.40	52.34	66.40	52.40

Notes:

- 1) The unaudited stand alone and consolidated results for the quarter ended June 30, 2011 have been reviewed by the Audit Committee and approved by the Board of Directors at the meeting held on July 21, 2011. The Statutory Auditors have conducted a "Limited Review" of these results in terms of Clause 41 of the Listing Agreement.
- 2) The unaudited consolidated financial results for the quarter ended June 30, 2011 are prepared in accordance with the requirements of Accounting Standard 21 – Consolidated Financial Statements notified by the Companies (Accounting Standards) Rules, 2006 (as amended).
The financial results of the following entities have been consolidated with the financial results of D.B. Corp Limited ('the Company'):
Subsidiaries :
- Synergy Media Entertainment Limited ('SMEL')
- I Media Corp Limited ('IMCL')
- 3) The Board of Directors of the Company, in their meeting held on May 5, 2010, had approved the Scheme of Arrangement ("the Scheme") for merger of radio business of Synergy Media Entertainment Limited (SMEL), one of the subsidiaries of the Company, by way of demerging the same from SMEL, with effect from appointed date i.e. April 1, 2010. During the year ended March 31, 2011, the Company had received approval from Bombay Stock Exchange and National Stock Exchange for the Scheme. Further, Hon'ble High courts of Gujarat and Madhya Pradesh also had accorded their sanction to the scheme on January 17, 2011 and January 13, 2011 respectively. Subsequent to the approvals, the Company had filed the orders of the respective High Courts with the Registrar of Companies of Gujarat and Madhya Pradesh on February 16, 2011 and February 15, 2011 respectively and obtained the approval from the Ministry of Information & Broadcasting, Government of India, on March 30, 2011. Accordingly, the Scheme became effective from March 30, 2011 with appointment date April 1, 2010.

Figures for the corresponding quarter of the previous year have been re-stated to incorporate the impact of the abovementioned scheme.

Following are the details of profit after tax as reported during the previous year and the restated profit after tax:

Particulars	(Rs. in million)	
	Stand alone	Consolidated
Profit after tax reported earlier	733.76	695.28
Add / (less):		
Losses of Radio division of SMEL merged with the Company	(37.56)	
Impact on current tax and deferred tax on account of unabsorbed depreciation and accumulated tax losses of SMEL till March 31, 2010 in accordance with the Scheme	37.83	37.83
Change in the minority interest post demerger	-	(16.20)
Restated profit after tax after giving the effect of the scheme	734.03	716.91

As per Clause 4.8 of the Scheme, the unabsorbed depreciation and accumulated tax losses of SMEL till March 31, 2010 were transferred to the Company which were set off by the Company while computing the Current Tax provision for the year ended March 31, 2011. Impact of the Scheme on Consolidated Profit after tax for the year ended March 31, 2011 was as under:

Particulars	(Rs. in million)	
	Amount	
Consolidated Profit after tax as reported	2,584.77	
Less:-		
Impact on current tax and deferred tax on account of unabsorbed depreciation and accumulated tax losses of SMEL till March 31, 2010 in accordance with the Scheme	(268.73)	
Add:-		
Reduction in share of minority interest in the losses of radio business	46.98	
Consolidated Profit after tax without considering the impact of the above adjustments arising out of the scheme	2,363.02	

- 4) During the Quarter ended June 30, 2011 the Company commenced its operations in the state of Maharashtra and launched its first edition in the state. The results for the Quarter ended June 30, 2011 include expenses charged to the profit and loss account incurred on onetime pre launch activities in the state of Maharashtra.
- 5) The details of utilisation of proceeds of Initial Public Offer ("IPO") as required under Clause 43 of the Listing Agreement are as under:

Particulars	(Rs. in million)		
	Amount to be utilised as per Prospectus	Actual Utilisation till June 30, 2011	Balance to be utilised / (Excess utilised)
Setting up publishing units	600.00	620.00	(20.00)
Upgrading existing plant and machinery	305.00	412.15	(107.15)
Sales and marketing	501.00	3.80	497.20
Reducing working capital loans	41.46	41.46	-
Prepaying existing term loans	1,100.00	1,100.00	-
Issue expenses paid out of IPO proceeds	142.61	111.59	31.02
Total	2,690.07	2,289.00	401.07

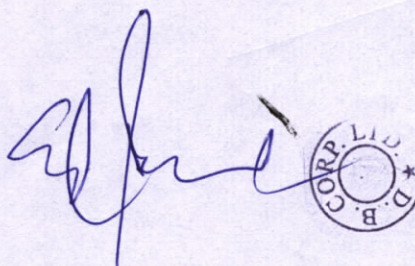
Pending utilisation, as at June 30, 2011, the funds are temporarily held in :

Particulars	(Rs. in million)	
	Amount	
a) Fixed deposit	350.00	
b) Balance in current account	51.07	
Total	401.07	

As per the provisions in the Prospectus, the management of the Company has the discretion to change the allocation as well as reschedule the utilisation of IPO proceeds proposed in the prospectus depending on the business scenario and funding requirements. Accordingly, the management has reallocated the proposed utilisation as follows:

- The Proceeds allocated towards Sales and marketing expenses and IPO expenses and lying unutilised would be used for setting up publishing units and upgrading the existing plant and machinery;
- The Proceeds would be utilised for setting up publishing units as well as upgrading the existing plant and machinery at locations / states in addition to the number of locations / states mentioned in the prospectus.

The Audit Committee and the Board of Directors of the Company in the meeting held on July 21, 2011 have approved the revised allocation and resultant utilisation of proceeds of IPO till June 30, 2011.



6) Information on investors' complaints for the quarter ended June 30, 2011:

Particulars	Number of complaints
Opening balance	Nil
Received	99
Resolved	99
Closing balance	Nil

7) Statement of Assets and Liabilities

Particulars	(Rs. In Millions)	
	Year ended	
	June 30, 2011	June 30, 2010
Shareholders' funds		
-Share capital	1,832.93	1,832.56
Stock options outstanding	32.14	16.75
Reserves and surplus	7,039.65	5,403.31
Loan funds (Refer Note 1)	2,238.41	2,972.29
Minority Interest	4.49	1.58
Deferred tax liabilities	680.77	665.23
Fixed assets	7,455.29	6,515.20
Investments	162.81	190.01
Current Assets, loans and advances		
Inventories	1,101.71	801.90
Sundry debtors	2,831.73	2,330.07
Cash and bank balances	1,963.48	2,092.74
Loans and advances	1,067.74	1,056.54
Current liabilities and provisions		
Current liabilities	2,209.47	1,700.16
Provisions	650.78	516.33
Miscellaneous expenditure (Not written off or adjusted)	105.87	121.74

Refer Note 1. Loan Funds Includes:

Particulars	June 30, 2011	June 30, 2010
Secured Loans:		
Term Loan from Banks	435.00	833.30
Foreign Currency Loan Term Loan from Financial Institution	1,264.94	1,466.87
Working Capital Loan	234.80	429.66
A	1,934.74	2,729.83
Unsecured Loans:		
Security Deposits	303.67	242.46
B	303.67	242.46
Total Loan Funds (A+B)	2,238.41	2,972.29

8) Previous year's / period's figures have been re-grouped / reclassified wherever considered necessary.

Place : Mumbai
Date: July 21, 2011

For and on behalf of the Board of Directors of
D.B. Corp. Limited

Sudhir Agarwal
Managing Director

