

November 14, 2025

National Stock Exchange of India Limited Exchange Plaza, Plot no. C/1, G Block, Bandra- Kurla Complex, Bandra (E), Mumbai - 400 051 NSE Symbol: DNAMEDIA - EQ	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400 001 Scrip Code: 540789
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Kind Attn. : Corporate Relationship Department
Ref : Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
Subject : Outcome of the Board Meeting held on November 14, 2025

Dear Sir/Madam,

Pursuant to Regulation 30 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that the Board of Directors of the Company at its meeting held today, i.e., November 14, 2025, has *inter-alia* upon the recommendation of the Audit Committee, approved the Un-Audited Financial Results of the Company for the second quarter and half year ended September 30, 2025, for the Financial Year 2025-26, prepared in accordance with Ind-AS and duly reviewed by M/s MGB & Co. LLP, Chartered Accountants, the Statutory Auditors of the Company, along with the Limited Review Report.

In respect of the above, please find enclosed the following documents:

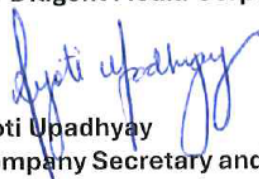
- The Un-Audited Financial Results for the second quarter and half year ended September 30, 2025, in the format prescribed under the Listing Regulations;
- The Limited Review Report with modified opinion issued by M/s MGB & Co. LLP, Chartered Accountants, on the aforesaid Financial Results; and
- Declaration on approval and authentication of the Financial Results as **Annexure A**

The Board meeting commenced at 1500 Hours and concluded at 1615 Hrs.

You are requested to kindly take the above on record.

Thanking you,

Yours faithfully,
For **Diligent Media Corporation Limited**


Jyoti Upadhyay
Company Secretary and Compliance Officer
Membership No. A37410
Contact No.: + 91-120-715 3000



Encl. as above

Diligent Media Corporation Limited

CIN: L22120MH2005PLC151377

Registered office: 14th Floor, A Wing, Marathon Futorex, N M Joshi Marg, Lower Parel, Mumbai - 400013

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Unaudited financial results for the quarter and half year ended 30 September 2025

Particulars	Quarter ended			Half year ended		Year ended
	30-Sep-25	30-Jun-25	30-Sep-24	30-Sep-25	30-Sep-24	31-Mar-25
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1 Revenue from operations	268.96	78.67	285.46	347.63	581.76	1,319.19
2 Other income	5.66	2.13	364.04	7.79	728.35	1,372.92
Total Income (1+2)	274.62	80.80	649.50	355.42	1,310.11	2,692.11
3 Expenses						
a) Employee benefit expense	93.28	134.55	124.78	227.83	244.57	449.68
b) Finance costs	3.87	3.99	0.01	7.86	76.97	87.97
c) Depreciation	0.95	2.69	3.35	3.64	6.65	13.28
d) Other expenses (Refer note 6)	239.65	129.64	56.14	369.29	272.42	754.02
Total expenses (3a to 3d)	337.75	270.87	184.28	608.62	600.61	1,304.95
4 Profit/(loss) before tax (1+2-3)	(63.13)	(190.07)	465.22	(253.20)	709.50	1,387.16
5 Less: Tax expense (Refer note 3)						
a) Current tax	-	-	-	-	-	-
b) Deferred tax charge / (credit)	3.66	(1.47)	0.98	2.19	-	25.31
Total tax charge / (credit) (5a+5b)	3.66	(1.47)	0.98	2.19	-	25.31
6 Profit/(loss) after tax (4-5)	(66.79)	(188.60)	464.24	(255.39)	709.50	1,361.85
7 Other comprehensive income/(loss) (Items that will not be reclassified subsequently to profit or loss) (net of taxes)						
a) Remeasurement gains/ (losses) on defined benefits obligations	0.85	(0.74)	(2.25)	0.11	(2.25)	2.28
8 Total comprehensive income / (loss) (6+7)	(65.94)	(189.34)	461.99	(255.28)	707.25	1,364.13
Paid-up equity share capital (face value of Re.1 each)	1,177.08	1,177.08	1,177.08	1,177.08	1,177.08	1,177.08
Other equity						(25,553.12)
Earning per share (of Re. 1 each) not annualised, except for year end.						
Basic and Diluted (Rs.)	(0.06)	(0.16)	0.39	(0.22)	0.60	1.16

Notes:

- The above unaudited financial results, prepared in accordance with the Indian Accounting Standards (Ind AS), the provisions of the Companies Act, 2013 and guidelines issued by the Securities and Exchange Board of India, have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 14 November 2025. The statutory auditors have carried out a limited review of the results for the quarter and half year ended 30 September 2025.
- The Company has only one identifiable business segment namely digital media business.
- In absence of taxable income, provision for current tax has not made as per the provisions of the Income Tax Act, 1961 ('the IT Act'). Further the deferred tax assets are recognised for temporary differences and unabsorbed depreciation to the extent it is probable that taxable profits will be available against which such deferred tax assets can be utilised.
- The accumulated losses of the Company as at 30 September 2025 have exceeded its paid-up capital and reserves. However, the Company's current assets are higher than its current liabilities as at 30 September 2025. Further, the management is continuously making efforts to expand its digital media operations, and the Company is able to meet its obligations on time. The business plan for the current financial year, as approved by the Board of Directors, reflects adequate inflow of funds. Considering projected cash flows based on the Board's approved business plan for the current financial year and present liquidity position, the Company believes that it will be able to meet its obligations when due and accordingly, these financial results have been prepared on going concern basis.
- The Company had granted unsecured inter corporate deposits (ICDs) to Veena Investments Private Limited (VIPL), the outstanding balance of which as at 30 September 2025 is Rs. 17,340.27 lakhs (including accrued interest upto 31 December 2024 of Rs 1,385.27 lakhs). VIPL simultaneously holds 6% Non-cumulative Non-convertible Redeemable Preference Share (NCRPS) of the Company aggregating to Rs. 43,626.56 lakhs which are redeemable on 1 November 2036 and had sought its early redemption. The Company had expressed its inability for such early redemption of NCRPS and vide notice dated 4 January 2025, had called upon VIPL to repay the outstanding ICDs along with interest accrued till 30 September 2024 aggregating to Rs 16,978.33 lakhs plus further interest till actual date of payment. Subsequently, VIPL informed the Company that repayment of ICDs shall proceed simultaneously with the redemption of NCRPS and invoked the arbitration clause under the Intercorporate Deposit Agreements (ICDs Agreements) and accordingly, sole arbitrator was appointed wherein both the parties submitted their respective claims. During the Arbitration proceedings, VIPL proposed to setoff redemption of NCRPS issued by the Company to VIPL against VIPL's obligation to repay the ICDs to the Company. The Board of Directors of the Company took note of the procedural arbitration order dated 16 June 2025 and accorded in-principle approval to the aforementioned proposal of VIPL.

The Company has received the Arbitration Award dated 20 August 2025 directing that the Company shall take necessary steps to redeem/cancel the said NCRPS at a value of Rs. 17,340.27 lakhs, and VIPL shall set off the entire ICDs outstanding amount against the NCRPS value. Upon such cancellation of the NCRPS, neither party shall have any further claim against the other in respect of the said ICD Agreements or the said NCRPS. Pursuant to the above, the Board of Directors of the Company at its meeting held on 18 September 2025, approved a Scheme of Reduction and cancellation of NCRPS Capital for an amount of Rs. 17,340.27 lakhs, which shall be adjusted against the entire amount outstanding under the Inter Corporate Deposit Agreements between the Company and the NCRPS holder and the remaining paid-up value of NCRPS Capital amounting to Rs 26,286.29 lakhs shall be reduced in its entirety and will be accounted for in accordance with the applicable Indian Accounting Standards (Ind AS) and other generally accepted accounting principles in India. The said Scheme has been filed with BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) on 07 October 2025 and 08 October 2025 respectively. In view of this, the Company has not carried out impairment testing for the ICDs.

- Other expenses include:

Particulars	Quarter ended			Half year ended		Year ended
	30-Sep-25	30-Jun-25	30-Sep-24	30-Sep-25	30-Sep-24	31-Mar-25
a) Marketing, distribution and business promotion expenses	151.04	59.25	1.17	210.29	2.36	259.86
b) Rates and taxes	8.81	5.64	5.43	14.45	159.45	172.59
c) Provision for doubtful debts/loans/advances	(9.11)	9.11	-	-	-	4.20

For and on behalf of the Board

Nagendra Bhandari

Nagendra Bhandari
Executive Director-Finance and CFO
DIN: 10221812

Place : Noida
Date : 14 November 2025



Regd. Office: Diligent Media Corporation Limited

14th Floor, A Wing, Marathon Futorex, N M Joshi Marg, Lower Parel, Mumbai-400 013, Maharashtra

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Statement of Assets and Liabilities as at 30 September 2025

(Rs. in lakhs)

	As at 30 September 2025	As at 31 March 2025
	Unaudited	Audited
ASSETS		
Non current assets		
(a) Property, plant and equipment	2.92	6.56
(b) Deferred tax assets	649.21	651.44
(c) Income-tax assets (net)	283.99	270.41
(d) Other non current assets	82.77	82.77
	1,018.89	1,011.18
Current assets		
(a) Financial assets		
(i) Trade receivables	941.73	1,431.37
(ii) Cash and cash equivalents	89.01	164.77
(iii) Bank balances other than (ii) above	-	60.00
(iv) Loans	15,955.00	15,955.00
(v) Other financial assets	1,393.13	4,793.24
(b) Other current assets	434.45	20.53
	18,813.32	22,424.91
Total assets	19,832.21	23,436.09
EQUITY AND LIABILITIES		
Equity		
(a) Equity share capital	1,177.08	1,177.08
(b) Other equity	(25,808.40)	(25,553.12)
Total equity	(24,631.32)	(24,376.04)
Liabilities		
Non current liabilities		
(a) Financial liabilities		
(i) Borrowings	43,626.56	43,626.56
(b) Provisions	279.42	270.95
	43,905.98	43,897.51
Current liabilities		
(a) Financial liabilities		
(i) Trade payables		
Dues of micro enterprises and small enterprises	4.18	0.68
Dues of creditors other than micro enterprises and small enterprises	278.70	190.02
(ii) Other financial liabilities	229.28	3,059.53
(b) Other current liabilities	44.56	663.59
(c) Provisions	0.83	0.80
	557.55	3,914.62
Total liabilities	44,463.53	47,812.13
Total equity and liabilities	19,832.21	23,436.09

Handwritten signature: Jishu K. Joshi

DILIGENT MEDIA CORPORATION LIMITED

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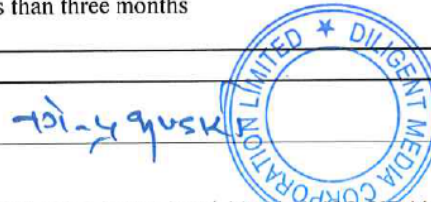
Statement of cash flows for the half year ended 30 September 2025

(Rs. in lakhs)

Particulars	Half year ended 30 September 2025	Half year ended 30 September 2024
	Unaudited	Unaudited
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit / (loss) before tax	(253.20)	709.50
Adjustments for :		
Depreciation	3.64	6.65
Remeasurement gains/(losses) of defined benefit obligation	0.15	(2.25)
Excess provision for doubtful debts/ advances reversed (net)	(2.57)	-
Interest expenses	7.67	76.95
Interest income	-	(724.34)
Operating profit/ (loss) before working capital changes	(244.31)	66.51
Adjustments for :		
(Increase) / decrease in trade and other receivables	78.29	(123.63)
Increase / (decrease) in trade and other payables	43.75	199.55
Cash generated from/ (used in) operations	(122.27)	142.43
Direct taxes (net of refunds)	(13.58)	101.65
Net cash flow from / (used in) operating activities (A)	(135.85)	244.08
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	-	(0.20)
Loan given	-	(230.00)
Repayment received of loan given	-	62.20
Movement in deposits with bank (net)	60.00	-
Interest received	0.11	43.18
Net cash flow from/(used in) investing activities (B)	60.11	(124.82)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Interest paid	(0.02)	-
Net cash flow from/(used in) financing activities (C)	(0.02)	-
Net increase/(decrease) in cash and cash equivalents (A+B+C)	(75.76)	119.26
Cash and cash equivalents at the beginning of the period	164.77	52.31
Cash and cash equivalents at the end of the period	89.01	171.57

Cash and cash equivalents include following balances:

Particulars	Half year ended 30 September 2025	Half year ended 30 September 2024
Balances with banks:-		
In current accounts	89.00	110.10
In deposit account with original maturity of less than three months	-	61.46
Cash on hand	0.01	0.01
Total	89.01	171.57



Regd. Office: Diligent Media Corporation Limited

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● Tel: +91 22 71055001 ● Website: www.dnaindia.com ● CIN: L22120MH2005PLC151377 ● E-mail: complianceofficer@dnaindia.com

Independent Auditor's Review Report on the Unaudited Financial Results of Diligent Media Corporation Limited for the quarter and half year ended 30 September 2025, pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

To
The Board of Directors,
Diligent Media Corporation Limited

Re: Limited Review Report for the quarter and half year ended 30 September 2025

1. We have reviewed the accompanying Statement of unaudited financial results of **Diligent Media Corporation Limited** (the "Company") for the quarter and half year ended 30 September 2025 ("the Statement") being submitted by the Company pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. 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. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. **Basis of Qualified Conclusion**
As stated in Note 5 to the Statement, the Company had granted inter corporate deposits (ICDs) to Veena Investments Private Limited (VIPL), the outstanding balances as at 30 September 2025 of such ICDs granted is Rs. 17,340.27 lakhs (including accrued interest upto 31 December 2024 of Rs 1,385.27 lakhs). VIPL simultaneously holds 6% Non-cumulative, Non-convertible, Redeemable, Preference Shares (NCRPS) of the Company aggregating to Rs 43,626.56 lakhs which are redeemable on 01 November 2036 but had sought an early redemption. As mentioned in the note, the Company has expressed its inability for early redemption of NCRPS and called upon VIPL to repay the outstanding ICDs along with interest accrued till 30 September 2024, aggregating to Rs 16,978.33 lakhs plus further interest till actual payment. VIPL subsequently informed the Company that repayment of ICDs shall proceed simultaneously with the redemption of NCRPS and invoked the arbitration clause under the Intercorporate Deposit Agreements (ICDs Agreements), pursuant to which a sole arbitrator was appointed, wherein both the parties have submitted their claims. As further stated in the Note, during the Arbitration proceedings, VIPL proposed to setoff redemption of NCRPS issued by the Company to VIPL against VIPL's obligation to repay the ICDs to the Company. The Board of Directors of the Company took note of the procedural arbitration order dated 16 June 2025 and accorded in-principle approval to the aforementioned proposal of VIPL.



As further stated in the Note, the Company received the Arbitration Award dated 20 August 2025 directing that the Company shall take necessary steps to redeem/cancel the said NCRPS at a value of Rs. 17,340.27 lakhs, and VIPL shall set off the entire ICDs outstanding amount against the NCRPS value. Upon such cancellation of the NCRPS, neither party shall have any further claim against the other in respect of the said ICD Agreements or the said NCRPS.

Pursuant to the above, the Board of Directors of the Company at its meeting held on 18 September 2025, approved a Scheme of Reduction and cancellation of NCRPS Capital for an amount of Rs. 17,340.27 lakhs, which shall be adjusted against the entire amount outstanding under the Inter Corporate Deposit Agreements between the Company and the NCRPS holder and the remaining paid-up value of NCRPS Capital amounting to Rs 26,286.29 lakhs shall be reduced in its entirety and will be accounted for in accordance with the applicable Indian Accounting Standards (Ind AS) and other generally accepted accounting principles in India. The said Scheme has been filed with BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) on 07 October 2025 and 08 October 2025 respectively. Accordingly, the Company has not assessed the recoverability of ICDs in accordance with Ind AS 109 "Financial Instruments", and the consequential impact, if any, on these financial statements is presently unascertainable.

Our conclusion on the unaudited financial results for the quarter ended 30 June 2025 and our opinion on the audited financial results for the year ended 31 March 2025 was also modified in respect of the matter stated above.

5. **Qualified Conclusion**

Based on our review conducted as stated above, except for possible effects of the matter described in paragraph 4 above, nothing has come to our attention that causes us to believe that the Statement prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard (Ind AS) prescribed under section 133 of the Companies Act 2013, read with rules issued thereunder and other recognised accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. **Material uncertainty relating to Going Concern**

As stated in Note 4 of the Statement, the accumulated losses of the Company as at 30 September 2025 have exceeded its paid-up capital and reserves. The Company's ability to continue as going concern is significantly dependent on the successful expansion of its digital media operations and generation of sufficient cash flows. These conditions, along with the outcome of the arbitration matter stated in the 'Basis of Qualified Conclusion Paragraph above, indicates the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. Considering the projected fund inflow based on the Company's Board approved business plan and present liquidity, the management has prepared the Statement on a going concern basis. Our conclusion is not modified in respect to this matter.

For MGB & Co. LLP

Chartered Accountants

Firm Registration Number: 101169W/W-100035


Lalit Kumar Jain

Partner

Membership Number 072664



Noida, 14 November 2025

UDIN: 25072664BMOLGY2045

Declaration on approval and authentication of financial results

In terms of Regulation 33(2)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I, Jyoti Upadhyay, Company Secretary & Compliance Officer of the Company, hereby confirm that Mr. Nagendra Bhandari, Whole Time Director designated as an 'Executive Director – Finance', is duly authorized by the Board of Directors at its meeting held today, i.e., November 14, 2025, to sign the Un-Audited Financial Results of the Company for the second quarter and half year ended September 30, 2025, of the Financial Year 2025-26.

For Diligent Media Corporation Limited

Jyoti Upadhyay
Company Secretary and Compliance Officer
Membership No. A37410
Contact No.: + 91-120-715 3000

