

29 May, 2013

To,
The Secretary
BSE Limited
P J Towers,
Dalal Street,
Mumbai – 400 001

The Manager
National Stock Exchange of India Limited
Exchange Plaza, 5 Floor,
Plot No C/1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400 051

Dear Sir,

Sub.: Audited Financial Results for the year ended 31st March, 2013 and fixing of a Record Date for Fame India Limited (Scrip Code 532631/FAME) (Transferor Company)

Pursuant to Clause 41 of the Listing Agreement, please find attached herewith the Audited Financial Results of the Company for the year ended 31st March, 2013, in the prescribed format.

Further, pursuant to Orders dated 12 March 2013 read with 20 March 2013 & 10 May 2013 passed by the Hon'ble Gujarat High Court and the Hon'ble Bombay High Court respectively, the Composite Scheme of Amalgamation (Scheme) between Fame India Limited and its subsidiaries, viz., Fame Motion Pictures Limited, Big Pictures Hospitality Services Private Limited and Headstrong Films Private Limited (the Transferor Companies) with Inox Leisure Limited (the Transferee Company) (the Scheme) was sanctioned. Transferee Company has filed the order vide e-Form 21 with Registrar of Companies, Gujarat on 19 April 2013 while Transferor Companies have filed the order vide e-Form 21 with Registrar of Companies, Mumbai on 25 May 2013. Accordingly, the Merger has become effective from 25 May 2013.

Accordingly, the Board of Directors of the Company has decided to fix **Record Date on Friday, 28 June 2013** for the purpose of reckoning names of the eligible equity shareholders of Fame India Limited to whom the Equity Shares of Inox Leisure Limited will be allotted pursuant to the Scheme.

Kindly take the above on record.

Thanking you,

Yours faithfully,
For Inox Leisure Limited


Miket Shashikant Bahuva
Deputy Company Secretary
& Senior Manager – Legal

Encl.: As above





INOX LEISURE LIMITED

Registered Office: ABS Towers, Old Padra Road,
Vadodara 390 007, Gujarat

AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 31ST MARCH, 2013

Part I		(Rs in lakhs)				
Statement of Audited Results for the year ended 31 st March 2013						
Particulars	3 months ended 31/03/2013	Preceding 3 months ended 31/12/2012	Corresponding 3 months ended 31/03/2012	Year ended 31/03/2013	Previous Year ended 31/03/2012	
1	Income from operations	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	
	(a) Net sales/Income from operations	15,423	20,384	9,154	74,931	
	(b) Other operating income	1,636	431	105	1,598	
	Total income from operations (a+b)	17,059	20,815	9,259	76,529	
2	Expenses					
	(a) Direct Cost					
	i) Entertainment Tax	2,169	2,827	1,093	10,204	
	ii) Exhibition Cost	4,523	5,790	2,670	20,994	
	iii) Cost of Food & Beverages	861	1,158	497	4,259	
	(b) Employee benefits expense	1,085	1,137	627	4,269	
	(c) Property Rent, Conducting Fees and Common Facility Charges	3,142	2,957	1,720	11,790	
	(d) Depreciation and amortisation expense	1,209	1,125	511	4,308	
	(e) Other expenses	4,629	3,633	2,308	15,211	
	Total expenses (a) to (e)	17,618	18,627	9,426	71,035	
3	Profit / (Loss) from operations before Other income, Finance costs and Exceptional items (1-2)	(559)	2,188	(167)	5,494	
4	Other income	129	65	110	362	
5	Profit / (Loss) from ordinary activities before Finance costs and Exceptional items (3+4)	(430)	2,253	(57)	5,856	
6	Finance costs	714	704	448	2,670	
7	Profit / (Loss) from ordinary activities after Finance costs but before Exceptional items (5-6)	(1,144)	1,549	(505)	3,186	
8	Exceptional items (Refer Note 5)	(30)	0	(973)	(250)	
9	Profit / (Loss) from ordinary activities before tax	(1,174)	1,549	(1,478)	2,936	
10	Tax expense					
	- Taxation for the year/period	(180)	487	(312)	1,275	
	- Taxation in respect of earlier years	0	0	(154)	(184)	
11	Net Profit / (Loss) from ordinary activities after tax	(994)	1,062	(1,012)	1,845	

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(9-10)					
12	Extraordinary Items	0	0	0	0
13	Net Profit / (Loss) for the period (11-12)	(994)	1,062	(1,012)	1,845
14	Paid-up equity share capital (Face Value Rs. 10 per share)	6,156	6,156	6,156	6,156
15	Reserve excluding Revaluation Reserves				41,194
16	Earnings Per Share (of Rs. 10 each)				26,674
	Basic	(1.03)	1.10	(1.64)	1.92
	Diluted	(1.03)	1.10	(1.64)	1.67

PART II

Select Information for the year ended 31st March 2013

Particulars		3 months ended 31/03/2013	Preceding 3 months ended 31/12/2012	Corresponding 3 months ended 31/03/2012	Year ended 31/03/2013	Previous Year ended 31/03/2012
A PARTICULARS OF SHAREHOLDING						
1	Public shareholding					
	- Number of shares	20692995	20692995	20692995	20692995	20692995
	- Percentage of shareholding	33.43%	33.43%	33.43%	33.43%	33.43%
2	Promoters and Promoter Group Shareholding					
	a) Pledged/Encumbered					
	- Number of shares	Nil	Nil	Nil	Nil	Nil
	- Percentage of shares (as a % of the total shareholding of Promoter and Promoter Group)	Nil	Nil	Nil	Nil	Nil
	- Percentage of shares (as a % of the total share capital of the company)	Nil	Nil	Nil	Nil	Nil
	b) Non-encumbered					
	- Number of Shares	41202553	41202553	41202553	41202553	41202553
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100%	100%	100%	100%	100%
	- Percentage of shares (as a % of the total share capital of the company)	66.57%	66.57%	66.57%	66.57%	66.57%

Particulars	3 months ended 31/03/2013
B INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	NIL

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Received during the quarter	7
Disposed of during the quarter	7
Remaining unresolved at the end of the quarter	NIL

STATEMENT OF ASSETS AND LIABILITIES

Rs in lakhs

Particulars	As at 31/03/2013	As at 31/03/2012
A) EQUITY AND LIABILITIES		
1 Shareholders' funds		
(a) Share capital	6,156	6,156
(b) Share capital to be issued (Refer Note 2)	3,456	0
(c) Reserves and surplus	41,194	26,673
Sub-total - Shareholders' funds	50,806	32,829
2 Non-current liabilities		
(a) Long-term borrowings	22,374	20,798
(b) Deferred tax liabilities (net)	2,276	1,941
(c) Other long-term liabilities	3,948	77
(d) Long-term provisions	390	188
Sub-total - Non-current liabilities	28,988	23,004
3 Current liabilities		
(a) Short-term borrowings	2,229	0
(b) Trade payables	5,611	3,678
(c) Other current liabilities	9,471	4,058
(d) Short term provisions	2,585	809
Sub-total - Current liabilities	19,896	8,545
TOTAL - EQUITY AND LIABILITIES	99,690	64,378
B ASSETS		
1 Non-current assets		
(a) Fixed assets (including capital work-in-progress)	59,501	35,727
(b) Non-current investments (Refer Note 2)	18,444	17,925
(c) Long-term loans and advances	13,299	7,415
(d) Other non-current assets	249	192
Sub-total - Non-current assets	91,493	61,259
2 Current assets		
(a) Current investments	11	0
(b) Inventories	546	312
(c) Trade receivables	3,667	1,417
(d) Cash and cash equivalents	2,333	714

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(e) Short-term loans and advances	1,374	629
(f) Other current assets	266	47
Sub-total - Current assets	8,197	3,119
TOTAL - ASSETS	99,690	64,378

Notes

1. The above results, reviewed by the Audit Committee, were approved by the Board of Directors at their meeting held on 29th May, 2013.
2. The Composite Scheme of Amalgamation (the "Scheme") of the Company's subsidiary, Fame India Limited (Fame), and subsidiaries of Fame India Limited, Fame Motion Pictures Limited (FMPL), Big Pictures Hospitality Services Private Limited (BPHSPL) and Headstrong Films Private Limited (HFPL) (hereinafter collectively referred as Transferor Companies) with the Company was approved by the Hon'ble High Courts of Judicature at Gujarat and Bombay vide their orders dated 12 March 2013 (read with order dated 20 March 2013) and 10 May, 2013, respectively (the "Orders"). The Scheme became effective on 25 May 2013 and is operative from 1 April 2012, the Appointed Date, as defined in the Scheme. Pursuant to the Orders, the entire undertaking and business of the Transferor Companies stood transferred and became vested with the Company. The Scheme has accordingly been given effect to in the Audited Financial Results for the year ended 31st March 2013.

As provided in the Scheme 3,45,62,206 equity shares of the Company will be issued to the shareholders of Transferor Companies in the ratio specified in the Scheme. Pending the issuance and allotment of the aforesaid shares as on 31st March 2013, the relevant amount has been shown under "Share Capital to be Issued". Out of the 3,45,62,206 equity shares of the Company to be issued, 2,44,31,570 equity shares would be issued to the Inox Benefit Trust, set up pursuant to the Scheme, for the benefit of the Company, in respect of the equity shares of Fame held by the Company. The same are reflected as 'Interest in Inox Benefit Trust' under Non-current Investments at cost of Rs. 18348 lakhs.

3. As the Scheme is operative from 1st April 2012, the results for the preceding 3 months ended 31st December 2012 have been restated to include the results of Transferor companies for the 3 months ended 31st December 2012. Corresponding figures for previous year / period have been regrouped / recast wherever necessary to correspond to the presentation in the current year / period. In view of the Amalgamation, figures for the current period/year are not directly comparable with those of the previous year / period.
4. The Audited Financial Results in respect of the last quarter of the financial year 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 relevant financial year (including the figures in respect of Transferor Companies pursuant to the Composite Scheme of Amalgamation).
5. a) The Company's joint venture Swanston Multiplex Cinemas Private Limited, which was running FAME BIG CINEMAS Multiplex at Citi Mall, Oshiwara Link Road, Andheri (West), Mumbai, has stopped operations w.e.f. 13th July 2012 as the lease agreement of the property was terminated. Estimated provision of Rs 250 lakhs for diminution in the value of investment in the joint venture has been made during the year ended 31st March, 2013 and has been shown as an exceptional item in the above results.
- b) During the year ended 31st March 2012, the levy of service tax on rent of immovable properties has been upheld by several High Courts. The Company has preferred a Special Leave Petition before the Hon'ble Supreme Court which is pending and the Company has made the payments as directed by the Hon'ble Supreme Court. In these circumstances, the Company has provided for service tax on renting of

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immovable properties during the year ended 31st March 2012 the amount of Rs. 973 lakhs being the charge for the period upto 31st March 2011 was shown as an exceptional item.

6. The Entertainment Tax exemption in respect of some of the Multiplexes of the Company has been accounted on the basis of eligibility criteria as laid down in the respective Schemes but is subject to final Orders yet to be received from respective authorities. Accordingly the amount of Rs 382 lakhs (Previous Year Rs. 413 lakhs) being Entertainment Tax in respect of such Multiplexes has not been charged to the Audited Financial Results. Cumulative amount as on 31st March 2013 is Rs. 3389 lakhs (as on 31st March 2012 - Rs. 3007 lakhs).
7. The Company's contention that the amount of entertainment tax exemption availed for some of its multiplexes is a capital receipt has been accepted by appellate authorities. Provision for current tax is made on the same basis for such properties. Consequently, provision for current taxation is for Minimum Alternate Tax (MAT) payable on book profit. MAT paid by the Company is entitled to be carried forward and utilized in subsequent years. In the opinion of management, on the basis of projections, estimates of future taxable income and the period available for utilization of MAT credit, the Company would have normal tax liability within the specified period to utilize such MAT credit. Consequently, the Company has recognized Rs 310 lakhs (Previous year Rs. 412 lakhs) towards MAT credit entitlement and the cumulative amount as on 31st March, 2013 is Rs. 2577 lakhs.
8. In terms of Clause 46A of AS 11 "The Effects of Changes in Foreign Exchange Rates" as inserted by Notification No. G.S.R. 914(E) dated 29th December, 2011 issued by the Ministry of Corporate Affairs, Government of India, the Company has opted to capitalize the exchange differences arising on long term monetary items, in so far they relate to acquisition of depreciable capital assets. Accordingly, such exchange difference, being gain of Rs. 29 lakhs for the year ended 31st March 2013, has been adjusted in the cost of fixed assets. Due to adoption of this accounting policy, the profit before tax for the year ended 31st March 2013 and the carrying amount of fixed assets, are lower by Rs. 28 lakhs (net of depreciation charge of Rs. 1 lakhs).
9. The Company operates in a single business segment viz. theatrical exhibition. All activities of the Company are in India and hence there are no geographical segments.
10. Through the Letter of Offer dated 30 January 2012, erstwhile Fame India Limited (one of the Transferor Company, since amalgamated w.e.f 1st April, 2012 with the Company) had made a Rights Issue of 20,290,508 equity shares with a face value of Rs 10 each at a premium of Rs 34 per equity share aggregating Rs 8928 lakhs. The purpose of Rights Issue and its actual utilization as on 31 March 2013 is as under:





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(Rs. in lakhs)			
Sr. No.	Particulars	Projection in offer document	Actual funds utilized till 31 March 2013
1.	Repayment of Loan	7,000	7,000
2.	Issue Expenses	180	171
3.	General corporate purposes	1,748	1,757
	Total	8,928	8,928

On behalf of the Board of Directors
For INOX Leisure Limited


Deepak Asher
Director

Place : Noida
Date : 29th May, 2013