

McDowell Holdings Limited

Regd. Office: Canberra, Level 9, UB City, #24 Vittal Mallya Road, Bangalore - 560 001

Email: mhlinvestor@ubmail.com; website: www.mcdowellholdings.com

PART I

₹ in Lakhs

Statement of Unaudited Results for the Quarter Ended 30th June 2012

Particulars	Three months ended			Year ended
	30-Jun-12	31-Mar-12	30-Jun-11	31-Mar-12 Audited
1. Income from operations				
(a) Income from operations	108.19	78.04	17.19	330.77
Total income from operations	108.19	78.04	17.19	330.77
2. Expenses				
(a) Employee benefits expense	2.74	3.12	1.16	11.00
(b) Mailing charges	0.02	0.02	0.24	10.24
(c) Share transfer agent fees	2.00	1.68	1.71	6.56
(d) Other expenses	8.28	3.56	7.27	25.98
Total expenses	13.03	8.38	10.37	53.78
3. Profit from operations before other income and finance costs	95.15	69.66	6.81	276.99
4. Other income	-	-	-	-
5. Profit from ordinary activities before finance costs	95.15	69.66	6.81	276.99
6. Finance costs	91.14	67.59	23.48	112.88
7. Profit/(Loss) from ordinary activities before tax	4.01	2.07	(16.67)	164.12
8. Tax expense	3.90	1.74	5.71	12.36
9. Net Profit/(Loss) for the period/year	0.11	0.33	(22.38)	151.76
10. Paid-up equity share capital (face value of ₹ 10/- each, fully paid up)	1,399.23	1,338.43	1,274.93	1,338.43
11. Reserve excluding Revaluation Reserves (Nil) as per balance sheet of previous accounting year				4,871.58
12. Earnings per share (face value of ₹ 10/- each) (not annualised for the quarter):				
(a) Basic	0.0001	0.003	(0.18)	1.15
(b) Diluted	0.0001	0.002	(0.18)	1.10

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PART II

Select Information for the Quarter Ended 30th June 2012

	Particulars	Three months ended			Year ended
		30-Jun-12	31-Mar-12	30-Jun-11	31-Mar-12 Audited
A	PARTICULARS OF SHAREHOLDING (refer Note 1)				
	1. Public shareholding				
	- Number of shares	76,92,657	76,92,657	76,92,657	76,92,657
	- Percentage of shareholding	54.98	57.48	60.34	57.48
	2. Promoters and Promoter Group Shareholding				
	a) Pledged / Encumbered				
	- Number of shares	42,20,239	42,20,239	42,20,239	42,20,239
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	66.99	74.15	83.46	74.15
	- Percentage of shares (as a % of the total share capital of the company)	30.16	31.53	33.10	31.53
	b) Non - encumbered				
	- Number of shares	20,79,362	14,71,385	8,36,385	14,71,385
	- Percentage of shares (as a % of the total shareholding of the Promoter and promoter group)	33.01	25.85	16.54	25.85
	- Percentage of shares (as a % of the total share capital of the company)	14.86	10.99	6.56	10.99

	Particulars	Three months ended 30th Jun 2012
B	INVESTOR COMPLAINTS	
	Pending at the beginning of the quarter	Nil
	Received during the quarter	2
	Disposed of during the quarter	2
	Remaining unresolved at the end of the quarter	Nil

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Statement of Unaudited Results for the Quarter Ended 30th June 2012

Particulars	Three Months ended			₹ in Lakhs
	30-Jun-12	31-Mar-12	30-Jun-11	Year ended 31-Mar-12 Audited
1.SEGMENT REVENUE				
Investments	-	-	-	201.17
Financial services	108.19	78.04	17.19	129.60
	108.19	78.04	17.19	330.77
2.SEGMENT RESULTS				
Investments	(7.90)	(11.62)	(23.48)	121.56
Financial services	11.92	13.69	6.81	42.56
Total	4.01	2.07	(16.67)	164.12
Profit Before Tax	4.01	2.07	(16.67)	164.12
3. CAPITAL EMPLOYED				
Investments	6,445.61	6,160.97	5,367.75	6,160.97
Financial services	62.42	49.04	26.78	49.04
Total	6,508.03	6,210.01	5,394.53	6,210.01

Notes :

- During the quarter, the Company has issued 6,07,977 equity shares of ₹10 each, to Kingfisher Finvest India Limited, pursuant to the conversion of 2,97,909, 10% Optionally Convertible Debentures of ₹100 each, at a conversion price of ₹49/- per equity share. Consequently, the paid up share capital of the Company stands increased to ₹139,922,580 divided into 13,992,258 equity shares of ₹10/- each. The Premium of ₹39/- per share has been credited to Securities Premium Account.
- The figures for the quarter ended March 31, 2012 are the balancing figures between the audited figures of the full financial year and the period ended December 31, 2011.
- The above financial results were reviewed by the Audit Committee and taken on record by the Board of Directors at their meeting held on August 08, 2012.
- A limited review of the above financial results has been carried out by the Statutory Auditors of the Company.
- Figures of the previous period / year have been regrouped / rearranged in conformity with the Schedule VI (as amended) of the Companies Act, 1956

By authority of the Board

sd/-

A. Harish Bhat
Managing Director

Place: New Delhi

Date : August 08, 2012

VISHNU RAM & CO.,

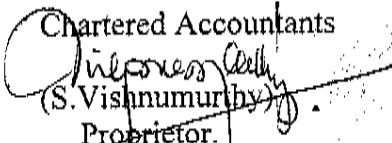
CHARTERED ACCOUNTANTS

LIMITED REVIEW REPORT

1. We have reviewed the accompanying statement of unaudited financial results of McDowell Holdings Limited, Bangalore for the period ended June 30, 2012 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. This statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.
2. Our review has been restricted to the figures shown in the column headed "three months ended June 30, 2012".
3. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, Engagements to Review Financial Statements issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of un-audited financial results prepared in accordance with applicable accounting standards and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

Place: New Delhi
Date : 08-08-2012

For Vishnu Ram & Co.,
Chartered Accountants


(S. Vishnumurthy)

Proprietor.

Membership No.22715

Firm Registration No. 004742S