



August 5, 2021

BSE Limited
National stock Exchange of India Limited

Kind Attn: Manager - Corporate Relationship

Dear Sir,

Sub: Proceedings of the Board Meeting held on August 5, 2021

Ref: Scrip Code - BSE - 540789/ NSE - DNAMEDIA - EQ

In compliance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we would like to inform that the Board of Directors of the Company at its meeting held today i.e. on August 5, 2021 (which commenced at 5.45 p.m. and concluded at 8.10 p.m.) has:

1. Approved Un-audited Financial Results of the Company for the 1st Quarter of the Financial Year 2021-22 ended on June 30, 2021. The said financials, prepared as per Indian Accounting Standards ('Ind-As'), have been subjected to Limited Review by Statutory Auditors of the Company; and
2. Approved convening of the 16th (Sixteenth) Annual General Meeting ('AGM') of the Equity Shareholders of the Company on Monday, September 27, 2021.

In this regard we hereby enclose the Unaudited Financial Results for the 1st Quarter of Financial Year 2021-22 ended on June 30, 2021, as per format specified under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 along with the Limited Review Report thereon issued by the Statutory Auditors of the Company.

Kindly take the above information on your record and oblige.

Yours truly,
Diligent Media Corporation Limited


Dhaval Ashar
Company Secretary & Compliance Officer
ACS 22281
Encl: As above



Diligent Media Corporation Limited

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CIN: L22120MH2005PLC151377



INDEPENDENT AUDITOR'S REVIEW REPORT
ON THE 01st QUARTER ENDED 30 JUNE 2021, UNAUDITED INTERIM FINANCIAL RESULTS
of DILIGENT MEDIA CORPORATION LIMITED Pursuant to the Regulation 33 of the SEBT
(Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended

REVIEW REPORT
TO THE BOARD OF DIRECTORS OF
DILIGENT MEDIA CORPORATION LIMITED

1. We have reviewed the accompanying Statement of Unaudited Financial Results of DILIGENT MEDIA CORPORATION LIMITED ("the Company"), for the quarter ended 30 June 2021 (the Statement), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
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 the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant 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 (ICAI). This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial results is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of the Company's personnel 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. As reported in the preceding quarters amongst others, we continue to refer to the following notes:



- (i) Note no.3 related to discontinuation of print publication of all editions of its English Daily Newspaper viz., 'DNA' and ceased to print with effect from October 11, 2019 vernacular weekly magazine viz., 'Zee Marathi Disha'.
- (ii) Note no.4 relating to the Company initiating legal proceedings against certain parties for recovery of advances including interest of Rs.87,57.00 Lakhs given and provided as doubtful debts made thereon in the preceding year ended 31 March 2021. The same is considered under discontinued operations.
- (iii) Note no.6 related to the management's identification of assets held as Property, Plant and Equipment and Intangible Assets, which are available for sale, in its present condition with firm commitment for their sale with an expectation to dispose of the assets so held for sale within twelve months from its date of classification i.e., on 31 March 2021. Accordingly these assets have been stated at fair value less cost to sell (being lower of the carrying amount) of Rs.7,223 Lakhs as against its carrying value of Rs.16,584 Lakhs and recorded an Impairment Loss of Rs.9,361 Lakhs, classified under Exceptional items, profit/Loss from discontinued operations in the audited financial statements for the year ended 31 March 2021.
- (iv) Note No.7 related to Going Concern, which indicates that the accumulated losses of the Company as at 30 June 2021 have exceeded its paid-up capital and reserves. The Company has been incurring losses during the preceding years and even in the current quarter and the current liabilities exceeded its current assets as at the reporting date. However, considering the management's decision of investing in digital media platform and other media, out of the realization proceeds from the sale of various assets, is confident of its ability to meet the funds requirement and to continue its business hence, it was considered appropriate to prepare these statements on a going concern basis. However, in absence of sufficient appropriate audit evidence in respect of the management's assessment and opinion we are unable to comment on the above assessment.
- (v) Note no.9 relating to settlement and repayment of outstanding Non-convertible Debentures' Liability for a consideration of Rs.290,00 Lakhs by Zee Media Corporation Limited (ZMCL) on invoking Corporate Guarantee by the Debenture Trustees resulting in reversal of provision of interest of Rs.137,25 Lakhs till 31 March 2020 and additional interest provided till settlement in previous year 31 March 2021 of Rs.37,96 lakhs. The said liability of Rs.290,00 lakhs is now payable by the Company to ZMCL.

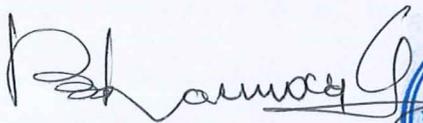


- (vi) Note no.10 relating to no impairment test carried out in respect of current assets and other assets including trade receivables, being outstanding for more than normal operating cycle aggregating to Rs.17,45.33 Lakhs but no provision is considered necessary as the management is hopeful of recovery of the same. However, we are unable to comment on management's assessment over its recoverability or otherwise in absence of sufficient appropriate audit evidence.
- (vii) Note no.15 The financial results for the Quarter ended 30 June 2021 include the results for the previous quarter ended 31 March 2021, which are the balancing figures between the audited figures in respect of the full financial year and the published unaudited year-to-date figures up to the third quarter of the said previous financial year, which were subjected to limited review by us.

Our opinion is not modified in respect of these matters.

5. Based on our review conducted as stated in paragraph 3 above, except for the possible effect of the matter described in paragraph 4 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For B S SHARMA & CO.,
Chartered Accountants,
(Firm's Registration No. 128249W),



CA B S SHARMA,
PARTNER,
Membership No. 031578.
UDIN: 21031578AAAAHR1807



Place: Mumbai, 05.08.2021

Diligent Media Corporation Limited

CIN: L22120MH2005PLC151377

Registered office: 18th Floor, "A" Wing, Marathon Futurex, N M Joshi Marg, Lower Parel, Mumbai -400013

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Unaudited financial results for the quarter ended 30 June, 2021

Rs. In Lakhs

Particulars	Quarter ended			Year ended
	30-06-2021 (Ref note no 3)	31-03-2021 (Ref note no 3)	30-06-2020 (Restated) (Ref note no 3)	31-03-2021 (Restated) (Ref note no 3)
	Unaudited	Unaudited	Unaudited	Audited
1 Continuing operations				
a) Revenue from operations	195	116	27	315
b) Other income	-	-	-	10
Total Income (a+b)	195	116	27	325
2 Expenses				
a) Cost of Raw Material Consumed	-	-	-	-
b) Increase/ (Decrease) in inventories	-	-	-	-
c) Employee benefit expense	-	-	-	-
d) Finance costs	-	-	-	-
e) Depreciation and amortisation expense	-	-	-	-
f) Other expenses	-	(10)	22	31
Total expenses (a to f)	-	(10)	22	31
Profit before tax and exceptional items	195	126	5	294
Less : Exceptional items (net)	-	-	-	-
3 Profit/(Loss) before Tax (1-2)	195	126	5	294
4 Less: Tax expense				
a) Current Tax	-	-	-	-
b) Deferred tax charge / (credit)	-	-	-	-
Total tax charge / (credit) { a+b }	-	-	-	-
5 Profit/(Loss) after Tax from continuing operations (3-4)	195	126	5	294
Discontinued operation (refer note no. 4)				
a) Profit/(Loss) after Tax from discontinued operations before tax	(515)	(17,859)	(1,466)	(4,856)
b) Tax expenses / (credit) of discontinued operations	-	-	-	-
c) Profit / (Loss) from discontinued operations after tax (a-b)**	(515)	(17,859)	(1,466)	(4,856)
6 Profit / (Loss) for the period {5-5(c)}	(320)	(17,733)	(1,461)	(4,562)
7 Other comprehensive income (Items that will not be reclassified subsequently to profit or loss)				
a) Remeasurement gains and (losses) on defined benefits obligations (on March 2020 basis)	-	(29)	10	-
b) Tax impact thereon (Nil-in view of losses)	-	-	-	-
Total other comprehensive income { a + b }	-	(29)	10	-
8 Total comprehensive income/(Loss){6+7}	(320)	(17,761)	(1,451)	(4,562)
9 Paid-up equity share capital (face value of Re.1/- each)	1,177	1,177	1,177	1,177
10 Other equity				(59,068)
11 Earning/(Loss) per share (of Re. 1 each) not annualised, except for year end.				
Basic & Dilluted (for Continuing Business (Rs.)	0.17	0.11	0.00	0.25
Basic & Dilluted (for Discontinued Business (Rs.)	(0.44)	(15.17)	(1.25)	(4.13)
Basic & Dilluted (for Continuing & Discontinued Business (Rs.)	(0.27)	(15.06)	(1.25)	(3.88)

Notes to financial results

- The above unaudited financial results, prepared in accordance with the Indian Accounting Standards ("Ind As"), the provisions of Companies Act, 2013 and SEBI regulations, have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 05th August 2021. The Statutory Auditors have carried out a Limited review of the result for the quarter ended 30 June 2021.
- The Company operates in a single reporting segment namely Digital media, Printing, Publication and Distribution of newspaper. However Printing, Publication and Distribution has been discontinued w.e.f. October 10 & 11, 2019, as detailed in Note no.4 below.
- With effect from October 10, 2019 the Company has ceased to carry the print publication of all editions of its English, Daily Newspaper 'DNA' and ceased to print with effect from October 11, 2019 vernacular weekly magazine 'Zee Marathi Disha'. The financial effect of discontinued print publication operations are included in the financial results for previous periods presented above, (being discontinued operations), have been restated and disclosed separately under discontinued operations as required by the Indian Accounting Standards 105 "Non-current Assets Held for Sale and Discontinued Operations".



- 4 As reported in Note no.5 of the financial results for the quarter and year ended 31 March 2021, the principal business advances of Rs.72,22.50 Lakhs given in the preceding years to different parties and with interest aggregating to Rs.87,57.00 Lakhs as at 31 March 2021 was provided for as doubtful debts, since the Company had filed petition against these companies before NCLT., for recoveries thereof. The said petition has been accepted and fixed for hearing and disposal on 11 November 2021. The same is considered under the head "Loss from Discontinued operations".
- 5 Since the Print operations of the company have been suspended w.e.f. 11th October 2019, collections from receivables, although a challenge, continued being focused and gradual recoveries are going on to enable the Company to pay the Outstanding liabilities payable. At the same time the company has finalised disposal of related business assets and concluded, subject to terms and conditions, the deal for sale of such assets with parties concerned in terms of the Special Resolution passed in the 14th Annual General Meeting of the Members held on 19 September 2019. While doing so, all care and precaution is being undertaken to manage litigative issues without harming Company's interest.
- 6 As per Ind-AS 105, the management has identified assets held as Property, Plant and Equipment and Intangible Assets which are available for sale in its present condition. The Company has finalised and concluded sale of these assets and an active program therefor is in progress. The Company expects to dispose of the assets so held for sale on or before 31 March 2021. These assets have been stated in the preceding quarter ended 31 March 2021 at fair value less cost to sell (being lower of the carrying amount) at Rs.7,223 Lakhs as against carrying value of Rs.16,584 Lakhs and recorded an Impairment Loss of Rs.9,361 Lakhs accordingly and is classified under Exceptional items, under the head profit/Loss from discontinued operations, in the statement of Profit and Loss for year ended March 31,2021.
- 6a The Company has engaged with body corporate(s) for rendering professional services in relation to sale/transfer of land and building, plant and machineries etc. Based thereon during the quarter under reporting, a sum of Rs.400.00 lakhs has been provided for on accrual basis.
- 7 The Company has been incurring continuous losses in the preceding years and the net worth has been negative. However the management has stated that it is in the process of considering or evaluating various alternate options including continuing business operations by outsourcing and expanding Digital media platform in near future with the continued financial support from sale of assets after repayment of the liabilities, referred to herein Note no.9 herein. The Management is confident of its ability to meet funds requirements and hence has considered it appropriate to prepare the financial results on going concern basis.
- 8 Considering various factors, financial position and present financial results, no provision for Deferred Tax (DT) is made. However, the DTA balance is continued to be stated at carrying value as the Management is of the opinion that the same may be available against expected profits arising out of various options it is considering as detailed herein.
- 9 As reported in Note no.9 of the financial results for the quarter and year ended 31 March 2021, relating to repayment of Non-convertible Debentures' Liability, it is informed that the Corporate Guarantee given by Zee Media Corporation Limited (ZMCL) to the Debenture Trustees was invoked and the Debenture dues were settled with the Trustees at Rs.290,00 Lakhs against aggregate dues of Rs.427,25 Lakhs including interest as at 31 March 2020, resulting into reversal of interest provision of Rs.137,25 lakhs upto 31 March 2020 and additional interest provided till settlement during previous year 31 March 2021 of Rs.37,96 lakhs on the said Debentures. Therefore, the said liability of Rs.290,00 lakhs is now payable to ZMCL.
- 10 The Management has its internal assesment as to the realisability of carrying value of the curret assets and other assets and confirmed no provision for impairment of such assets is required except to the extent as reported in note no 5 and 6 as detailed herein above. All related debit and credit balances appearing in the financial statements are pending reconciliation and confirmations from the parties concerned.
- 11 Due to discontinuation of Print Operations w.e.f., 10th and 11th October 2019, the Company has settled all the dues of the employees forming part of editorial, sales, marketing, circulation team and all factory workers. The cases filed against the Company by workers have been withdrawn with filing of settlement agreements before the Hon'ble Labour Court. The Company has made payments to the workers as per the said settlement agreement.
- 12 At the discretion of the management, inventories have been written down to the extent of Rs.143.13 Lakhs in the preceding financial year since the same is being part of the sale of Plant & Machinery. The Newsprint costing Rs.18.29 Lakhs lying at other location has been realised subsequent to the reporting period.
- 13 No provision for Tax has been made during the quarter and year ended since the Company has both book and tax loss under the Income Tax Act 1961(Act).
- 14 The management of the company has assessed and concluded that there are no material impact, due to COVID-19 pandemic and considering the segment (Digital Media) in which company operates, hence requires no adjustment in financial results as the company was operating without any disruptions.
- 15 The financial results for the Quarter ended 30 June 2021 include the results for the previous quarter ended 31 March 2021, which are being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year-to-date figures up to the third quarter of the said previous financial year, which were subjected to limited review by the auditors.
- 16 The figures for the corresponding previous periods have been regrouped, rearranged, or stated wherever necessary, to make them comparable.

Place : Mumbai
Date : 05.08.2021



For Diligent Media Corporation Limited


Nishikant Upadhyay
Director