



don't blink

Forward-Looking Statement

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take investment decisions. This Report and other statements – written and oral – that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried, wherever possible, to identify such statements by using words such as 'anticipate', 'estimate', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should keep this in mind.

We undertake no obligation to publicly update any forward-looking statement, whether as a result of new information, future events or otherwise.

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At UTV, we are defined by our passionate belief in creating cutting edge content, disruptive thinking and creating new paradigms within our businesses. We believe in constantly challenging not just our competitors but also ourselves. As the only Indian media company to reach millions of consumers every day through our branded content across TV, Movies, Mobile, Web and Game Consoles, we are strongly focused on the fast changing, ever restless youthful audiences in India and across the globe. We are passionate about the content we create, have an in-depth understanding of our audiences and embrace every new technology as an opportunity.

We don't miss a beat. So when it's UTV, don't blink!



Chairman's Statement

Dear Shareholders and Colleagues,

While the world struggled with a recession, your Company has transformed itself into a leaner and more aggressive company than ever before. We are strongly focused on our core strengths of cutting edge creativity combined with a passion for new technology and a strong understanding of the Young consumer in India, now with the launch of our Console games across the globe. Our core values of disruptive thinking and cutting edge creativity are strongly evident in the string of successful product launches in the past year across all our verticals.

UTV is now the only Indian company that creates and owns IPR of content across all available consumer touch points including Motion Pictures, Television, Broadcast, Mobile and Web. Through this we reach out to millions of consumers in a week with UTV branded Content.

Our Company's strength lies in the fact that we have believed in getting ahead of change rather than waiting for the time that it is forced upon us. We are always adopting, developing and looking for ways to improve the quality of our content and value to all our stakeholders. In the past year we reduced our already lean headcount, focused on strengthening our already solid financial position, built new efficiencies throughout the Company while continuing to invest in our top quality content businesses and further strengthening our position as an industry leader.

The year that was:

We spent our energies Building the blocks of the businesses and perfecting the business model of each vertical. Specifically:

■ TV Content

We diversified into the high growth regional space and produce hit shows in Indian languages for multiple broadcasters. We are the only production house to create hits in both fiction and non-fiction and we have given India not one but two superhit reality shows in the last one year – 'Dance India Dance' and 'Emotional Atyachaar.'

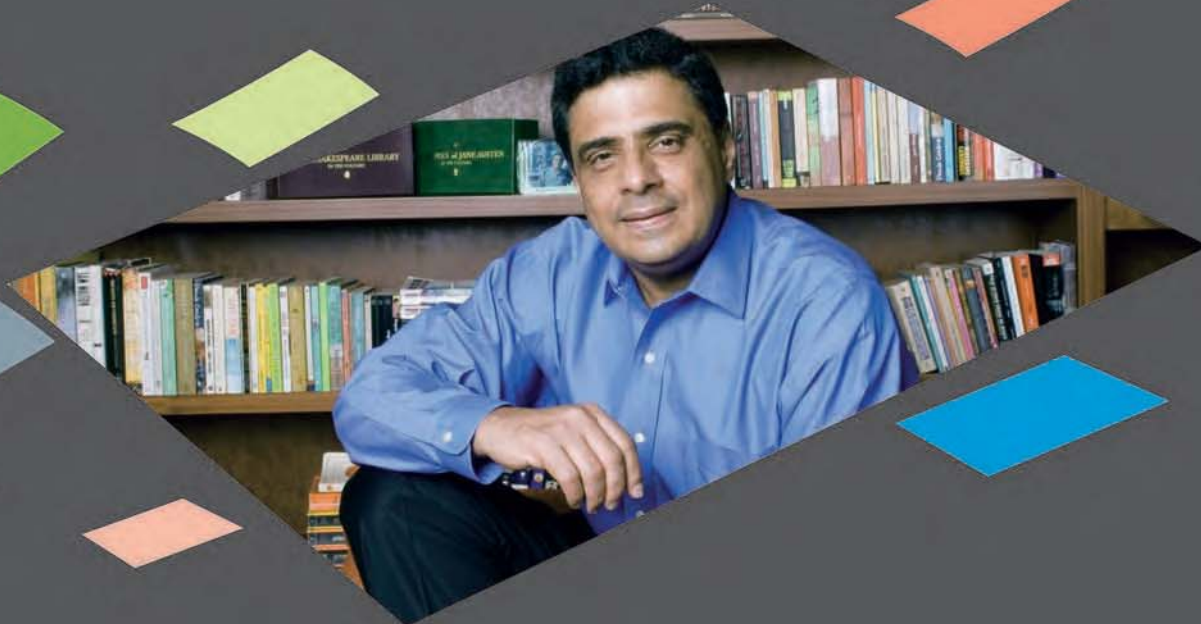
■ Motion Pictures

We are now the clear No. 1 movie studio in the country with the closest competitor at less than half our size. We continue to enjoy excellent relationships with all major stars and talent.

■ Broadcasting

The UTV Network is now the fastest growing television network in India both in terms of Viewers and Revenues. In an average week 70 million viewers spend a total of 60 million hours watching UTV Channels. Our Unique model of Mass Specialty channels with a focus on creating 360 degree brands is responsible for this growth.

Our core values of disruptive thinking & cutting edge creativity are strongly evident in the string of successful product launches in the past year across all our verticals.



■ New Media

Our New Media division saw the launch of huge mobile innovation UTV Audio Cinema – which garnered 1.5 million paying subscribers in just 6 months.

■ Games Content

UTV is the first Indian company to invest in the high-end console gaming space for global audiences.

- **Ignition** – As it accelerated further towards the development of its 3 IPs, it also purchased the global publishing rights of some renowned titles like 'KOF XII', etc.
- **True Games** – It is gearing up for the launch of 'Mytheon' and has sold numerous territories for the game already.
- **Indiagames** – It created presence on the DTH screen, acquired the IP for IPL and 'Bruce Lee' games and launched games based on a lot of Bollywood titles.

The year that begins:

Today UTV stands as a media company that knows how to put hard nosed commerce behind cutting edge content. All our investments made in the past few years will bear fruit this year

both in financial results and in growth. We are on the verge of creating a large global footprint and expanding our presence across various media. At this juncture we felt that it was important to communicate what we stood for – our values and beliefs.

After diligent internal and external research a re-branding exercise was undertaken to arrive at this new logo, which we believe is youthful, trendy and modern. This logo will now be the central entity carried across all UTV products be it films, TV content, games content, channels and even on digital across the web and mobile. It encompasses our passion and is but a preview/ trailer of things to come so hold your breath...

...Don't Blink!

Warmly,

Ronnie Screwvala

don't blink Engage



The UTV Network is uniquely positioned in the cluttered broadcast space as it is strongly focused on the Urban Indian Youth. This young and restless target group is notoriously hard to please. **Blink, and the viewer preferences have changed!** UTV has successfully built strong brands that powerfully engage these consumers using cutting edge content, marketing and powerful research techniques. Indeed we have completely changed the rules on how broadcast channels are created, targeted and marketed in India.

The success of our strategy is evident in the fact that our network of Mass Specialty channels engages an enormous 70 million consumers week on week.

The network's strength also comes from having one of the most efficient and effective commercial teams in the business, both advertising sales and distribution. These are in fact the well springs of our strength and can be drawn upon in our aggressive expansion plans.

The last quarter of the year has been momentous for the network in terms of sheer growth on all parameters: Reach, GRPs, ER and Revenue. This scorching growth has both been aided and effectively framed through a series of highly visible marketing activities.

UTV Bindass

This first local **360 degree Entertainment Brand** for the Indian Youth prides itself on delivering unexpected, never-before experiences and path-breaking content. With its aggressive, cutting edge and trendy programming plan which took reality television to a whole new level, **UTV Bindass** has established itself as a cult among its viewers.

Brand Bindass cumulatively reached about 6 million urban youth amounting to 78% of the target group in the year with the power of TV, Web, Mobile, Ground and Campus activities. We have become a platform for self expression that mirrors millions of free-spirited Indian Youth.

Highlights

- Has seen a 105% growth in its GRPs and crossed the 40 GRP mark this year.
- 'Emotional Atyachaar' became the No.1 show in the youth reality television space

across genres and had the highest ever TVRs ever on UTV Bindass.

- The website for the show received 3 lakh page views in just 2 months.
- UTV Bindass launched its brand campaign "What I Am" which caught the fancy of millions of young Indians who resonated with it. This campaign has become the Voice of the Indian Youth and strongly represents their aspirations.
- UTV Bindass was the most written about Youth Channel in the country and has garnered Rs. 105 crores of PR in the year.
- On ground UTV Bindass annually reaches India's top 20 colleges and over 2 lakh students through its innovative Bindass Campus Attack Initiative.
- As an extension to our tent-pole show 'Big Switch', UTV Bindass launched 'Big Switch Connect' in which it adopted a Mumbai slum for a year.



UTV World Movies

A first in the Indian television space, dedicated to bringing the best of International Cinema to Indian audiences, the UTV World Movies library is truly one of a kind with 600 award winning, highly entertaining titles from more than 25 countries. The Brand also owns rights for Theatrical, Home Video and other long-term rights for our crème de la crème titles.

A thriving film club and online community with exclusive film screenings, partnerships with international film festivals and presence in multiple verticals, makes UTV World Movies unique. As a Brand it covers 4 major verticals — Television, Theatrical, Home Video and Print.

Highlights

- Is India's largest online film club.
- Holds over 200 screenings for India's urban elite across 4 cities every year.
- Is officially associated with over 20 International film festivals and is the Official Cinema partner for the Kala Ghoda festival.
- Has pioneered the Annual Sailing Championship held for trade along with the Indian Naval Watermanship Training Centre.
- Held a red carpet premier for the award winning 'Waltz with Bashir', which included a special visit from the producer Roman Paul.
- Reinforced the connection with the Indian Audience through the genre of Comedy, with Alan Bates and through the 200th staging of the popular play 'Class of '84'.

UTV Action

UTV Action is an excellent example of the group's intuitive understanding of the Indian TV viewer. The insight is a very simple understanding of the basic fact that viewers will engage with content that is culture neutral, irrespective of its origin. The group's intense research activities continuously scan viewer behaviour for emerging trends amongst its audience. It is not by chance that the biggest Hollywood successes in India — 'Avatar', '2012' and UTV Action have happened almost in the same period. All these successes reflect the fact that the young Indian consumer is now ready for Global content. The other important fact is that viewing Hollywood in English is no longer de-rigueur, even for metro audiences. Hindi has now becoming more comfortable and "cool".

UTV Action, launched in January 2010, has already created an indelible mark amongst consumers. its power packed library of superbly selected titles along with outstanding brand work, packaging and marketing has resulted in UTV Action emerging as a "New source of cool", as per research studies, across both metro and non-metro markets.

Highlights

- Achieved average TSV (time spent per viewer) of 40 mins/week in first quarter of launch making it actually comparable to the heavy usage Hindi Movie genre.
- Extremely healthy levels of GRPs in its first quarter, indicating that there is more head room when we expand distribution.
- With an almost 70% skew towards Male viewership, UTV Action is the new dream mate of the Indian Male. With 44 GRPs from the Male, 15+, HSM target group, UTV Action delivers a huge punch and stands head and shoulders

above the traditional Male Specialist channels such as Sports and Hindi News. All of a sudden, Indian advertisers have an alternative to Cricket by which they can reach out to the elusive male viewer. And unlike cricket, UTV Action delivers male viewers round the year.

- The Channel is poised to be one of the few National TV channels that aims to break even in year one of its operation. It is expected to cross that threshold in September 2010.
- Besides its phenomenal success on air, the Brand has been extremely active on ground, engaging in a series of Action oriented events and activities with some of the largest Action oriented brands in the country.

UTV Movies

The channel has an indisputable strength in the area of Bollywood due to the backing of India's No. 1 movie studio. The UTV brand lends an aura of credibility and sufficiency to the movie channel. UTV Movies naturally commands a high level of respect amongst the Hindi Movie Channel viewers, which is evident from the steady TSV that it enjoys. With a 400 plus movies library and good distribution, the channel reaches mass audiences and is the bulwark in the network's portfolio. UTV Movies enjoys strong consumer demand which can be seen from the high subscription revenue that the Channel commands from both Analog, DTH networks and international markets.

Highlights

- Has a strong library with films from multiple studios ranging from Studio18, Sahara, Star India to the best of UTV Motion Pictures.
- Has a largest number of premiers including titles like 'Karz', 'Love Story 2050', 'Luck by Chance', 'Cash', 'Johnny Gaddar', 'Marigold', 'Black Friday', 'Rock On', 'Dil Dosti Etc.' and many more.
- Despite being the youngest in the genre, it continues to enjoy patronage from both audiences and advertisers alike.

don't blink Play



Games have captured the world's imagination for a long time. In fact the global gaming industry is larger than the movies and music industry put together. In this virtual world of new-age social mores, the luxury of sitting back is no longer an option. **Blink, and its Game Over!**

There is no industry worldwide that has gathered as much momentum as the games industry. Realising the potential, UTV jumped onboard and became a key player in this industry, well ahead in time. Today, we are the only **Indian** company to enjoy a **global presence** and are one of the **largest games entities** from South Asia. Our stake in this industry is acquisitive and through our subsidiaries, we cover all gaming platforms across a number of countries. These subsidiaries exist in synergy, united under UTV's ever innovating culture and cemented by games, that are under development with long-term ownership of IPs, with valuable experience in building efficient delivery mechanisms at globally at competitive prices.

UTVIndiagames

- Continues to retain market leadership in the Mobile games segment in India.
- Has acquired rights to the IPL Franchise and created an interesting social game which was available on Facebook.
- Has launched several movie based games like 'Kaminey', 'Chance Pe Dance', 'Rann', 'Teen Patti' among others during fiscal 2010.
- Has extended its presence by launching games on DTH with Reliance Big TV. There is immense potential to extend these services across other DTH service providers in India.
- Games on Demand, a part of PC games business, recorded a significant subscriber growth in a most cost efficient manner.
- Has established a new division to spearhead its ad-funded games initiative across all 3 screens.
- Apple's App store and Google's Android platforms are gaining immense popularity internationally and are becoming an area of focus for us.
- One of the largest brands licensed by the Company viz., 'Bruce Lee' was launched on the Apple iPad followed by the iPhone.
- These new markets are expected to contribute the lion's share of the Company's international revenues going forward.



Today, we are the only Indian company to enjoy a global presence and are one of the largest games entities from South Asia.

UTV True Games

- UTV True Games game 'Mytheon' is due to launch in Quarter Three and is already enjoying strong success in the open beta. It has already been licensed by a European games giant for European territory.
- 'Mytheon' shows immense promise in markets such as Japan, Taiwan and China and is also currently being reviewed by the leading games operators for licensing in these territories.
- To enhance and attract Eastern game preferences, 'Mytheon' will be hosted and operated by the team in Beijing where the first expansion of the game, focusing on Eastern mythologies, will be created.

UTV Ignition

The console market still remains the largest proportion of the total global games market, which in 2009 was worth over \$60 billion and is steadily growing even amidst a difficult global climate.

Ignition has 3 state-of-the-art game development facilities across the globe based at Ealing Studios in London, UK; Gainesville in Florida, USA and Tokyo, Japan. Games that are being developed include 'War Devil' in London, 'Reich' in Florida and 'El Shaddai' in Tokyo.

All 3 games or IPs are on schedule and will be ready in the next 12 months. Advanced discussions have commenced with publishers / distributors / co producers to schedule their release jointly.

- Our first major original IP 'El Shaddai' is scheduled for a Christmas 2010 launch.
 - The game is being created by an award winning team that has previously been responsible for multi-million unit selling titles such as the 'Devil May Cry' series and 'Okami'.
 - The title was very well received at E3 2010 and has already been nominated for awards in the trade media.
- Ignition has published and distributed more than 30 games across all key global territories, with significant releases in 2009-10 including
 - 'King of Fighters XII' (Winner of the "best fighting game" at E3 2009.)
 - 'Muramasa: the Demon's Blade' (Winner of the "best artistic design" at E3 2009.)
 - Other upcoming titles include 'Blacklight: Tango Down' (already nominated for "best digital game" at E3 2010), 'Arc Rise Fantasia', 'Hell Cook', 'Magical Drop', 'Toki' and 'Swarm' (The Canadian industry award winner).
- During this year Ignition stepped up its focus on high-margin, fast growth emerging digital platforms including XBLA, PSN, PC, WiiWare, and Apple touch devices.

don't blink Dream

In India, the appetite for movies never wanes. **Blink**, and the audience can go elsewhere.

We ride on this knowledge, regaling the market with novel plots, interesting stories and innovative ways of story-telling. We fuel the audience's imagination, encourage them to **dream**. With our well honed integrated model of creative development, production, marketing, distribution and syndication we have consistently put hard nosed commerce behind path breaking creativity and have reaped handsome rewards at the box office.

What sets UTV apart from other production houses is a business model honed over years of real time film making experience. Our team produces and distributes a slate of atleast 12 movies per fiscal year, comprising movies across multiple genres and budgets, and targeting a range of audience profiles. We believe in creatively conceptualising the script, supporting the production in every way possible and then going on to market and distribute the films across the globe in over 50 countries simultaneously.

We also believe in providing our audience with a great variety to choose from in the form of exciting and diverse content so while we work with the most reputed names in the industry, we also nurture new talent. Our movies not only do well at the box office but are equally successful at film festivals around the world.

And, whether it is with a fledgling director or one who had many years behind the lens, a star-studded cast or a pool of freshly-picked talent, we continue to create movies that pave the way for the future of Indian cinema.

Some of the key talent we work with

Aamir Khan
Karan Johar
Prakash Jha
Vishal Bhardwaj
Anurag Kashyap
Anurag Basu
Anees Bazmee
Farah Khan
Sanjay Leela Bhansali
Akshay Kumar
Hrithik Roshan
Aishwarya Rai Bachchan
Priyanka Chopra
Katrina Kaif
Ranbir Kapoor
Shahid Kapoor