3i Infotech
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3i Infotech Limited

Regd office: Tower # 5, 3rd to 6th Floors, International Infotech Park,Vashi, Navi Mumbai 400 703

Part I : Statement of Consolidated Audited Financial Results for the quarter ended June 30, 2012

(Rupees in Lacs)

	Particulars	3 months ended (30/06/2012) Audited	Preceeding 3 months ended (31/03/2012) Audited	Corresponding 3 months ended in the previous year (30/06/2011) Audited	Figures for Previous Year Ended 31/03/2012 Audited
1	**Net Sales/Income from Operations**	**26,992**	**35,377**	**47,939**	**168,102**
2	**Expenses**				
	a. Employee benefits expense	24,158	24,961	22,866	95,207
	b. Depreciation and amortisation expense	6,730	2,596	1,553	10,917
	c. Item exceeding 10% of the total expenses :				
	Cost of third party products / outsourced services & boughtout items	2,517	5,342	5,514	22,592
	d. Other expenses	5,790	5,819	8,437	28,307
	Total Expenses	**39,195**	**38,718**	**38,370**	**157,023**
3	**Profit (+)/ Loss (-) from operations before other income, finance costs and exceptional items (1-2)**	**(12,203)**	**(3,341)**	**9,569**	**11,079**
4	Other Income	6,079	2,771	400	4,957
5	**Profit (+)/ Loss (-) from ordinary activities before finance costs and exceptional items (3+4)**	**(6,124)**	**(570)**	**9,969**	**16,036**
6	Finance costs	10,330	5,619	5,227	23,290
7	**Profit (+) / Loss (-) from ordinary activities after finance costs but before exceptional items (5-6)**	**(16,454)**	**(6,189)**	**4,742**	**(7,254)**
8	(Less) : Exceptional Items	7	(15,641)	-	(18,142)
9	**Profit (+)/ Loss (-) from ordinary activities before tax (7-8)**	**(16,447)**	**(21,830)**	**4,742**	**(25,396)**
10	Less / (Add): Tax expense	234	4,817	473	8,077
11	**Net Profit (+)/Loss(-) from ordinary activities after tax (9-10)**	**(16,681)**	**(26,647)**	**4,269**	**(33,473)**
12	Add / (Less) : Impact of Discontinuing Operations	-	(2,673)	406	(2,267)
13	Add: Share of profit in Associate	-	-	-	-
14	(Less)/Add: Minority Interest	40	(61)	(72)	(263)
15	**Net Profit (+) / Loss (-) after taxes, minority interest and discontinuing operations (11-12+13+14)**	**(16,641)**	**(29,381)**	**4,603**	**(36,003)**
16	Paid-up equity share capital	43,426	19,199	19,199	19,199
	Face value per share (Rs.)	10.00	10.00	10.00	10.00
17	Reserves excluding Revaluation Reserves (including Securities Premium)				52,653
18	Earnings Per Share (EPS)				
	Earnings Per Share (before exceptional Items and discontinuing operations)				
	Basic (Rs.)	(8.36)	(6.15)	2.09	(8.51)
	Diluted (Rs.)	(8.36)	(6.15)	2.09	(8.51)
	Earnings Per Share (after exceptional Items and discontinuing operations)				
	Basic (Rs.)	(8.36)	(15.69)	2.30	(19.14)
	Diluted (Rs.)	(8.36)	(15.69)	2.30	(19.14)

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R.G.N. PRICE & CO. Chartered Accountants

LODHA & CO. MUMBAI-23. Chartered Accountants

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Part II : Select information for the quarter ended June 30, 2012

(Rupees in Lacs)

	Particulars	3 months ended (30/06/2012) Audited	Preceeding 3 months ended (31/03/2012) Audited	Corresponding 3 months ended in the previous year (30/06/2011) Audited	Figures for Previous Year Ended 31/03/2012 Audited
A	**PARTICULARS OF SHAREHOLDING**				
1	**Public Shareholding**				
	Number of shares	395,226,095	152,950,359	152,950,359	152,950,359
	Percentage of shareholding	91.01%	79.67%	79.67%	79.67%
2	**Promoters and promoter group Shareholding**				
	a) Pledged/Encumbered				
	- Number of shares	-	-	-	-
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-
	- Percentage of shares (as a % of the total share capital of the company)	-	-	-	-
	b) Non-encumbered				
	- Number of shares	39,036,190	39,036,190	39,036,190	39,036,190
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%
	- Percentage of shares (as a % of the total share capital of the company)	8.99%	20.33%	20.33%	20.33%
B	**INVESTOR COMPLAINTS**				
	For the 3 months ended June 30, 2012:				
	Pending at the beginning of the quarter	NIL			
	Received during the quarter	NIL			
	Disposed of during the quarter	NIL			
	Remaining unresolved at the end of the quarter	NIL			

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Consolidated Segment Reporting

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(Rupees in Lacs)

	Particulars	3 months ended (30/06/2012) Audited	Preceeding 3 months ended (31/03/2012) Audited	Corresponding 3 months ended in the previous year (30/06/2011) Audited	Figures for Previous Year Ended 31/03/2012 Audited
1	**Segment Revenue**				
a	IT Solutions	24,923	33,486	44,531	158,980
b	Transaction Services	2,069	1,891	3,408	9,122
	Total Net sales/Income From Operations (a+b)	**26,992**	**35,377**	**47,939**	**168,102**
2	**Segment Results (Gross Profit)**				
a	IT Solutions	4,283	7,132	20,029	56,351
b	Transaction Services	459	390	986	2,828
	Total	**4,742**	**7,522**	**21,015**	**59,179**
Less:	Selling and Other expenses	10,215	8,267	9,893	37,183
	Finance costs	10,330	5,619	5,227	23,290
	Depreciation & Amortisation	6,730	2,596	1,553	10,917
Add:	Un-allocable income	6,079	2,771	400	4,957
	Total Profit (+) / Loss (-) Before Tax	**(16,454)**	**(6,189)**	**4,742**	**(7,254)**

The group undertakes sale of software products & services affiliated to these products, software development and consulting and IT infrastructure services collectively referred to as 'IT Solutions' and IT enabled services referred to as 'Transaction Services'. These businesses have been considered as primary segments.The segment results have been arrived at before allocating certain expenses which are unallocable in nature and are disclosed as Selling & Other expenses. Considering the nature of the group's businesses, the assets and liabilities cannot be identified with any specific business segment and hence, the figures for capital employed have not been provided.

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Notes:

a) The above results have been reviewed by the Audit Committee, and the same have been approved by the Board of Directors at their Meeting held on August 11, 2012.

b) In pursuance to the CDR scheme, during the quarter, the Parent Company has allotted 21,67,32,584 equity shares to the lenders and a preference share holder towards settlement of aggregate of principal / interest / redemption liability of Rs. 42,783 lacs. Pending clarifications from appropriate authorities under CDR scheme, an amount of Rs. 21,110 lacs being the excess over the face value of shares allotted has been disclosed as Conversion Settlement Pending Appropriation.

c) Foreign Currency Convertible Bonds ("FCCB"):

(i) On 22nd March 2012, the Parent Company launched an Exchange Offer for the Third and Fourth series of FCCBs whereby the Parent Company offered a new series of FCCBs to the existing bond holders on surrender of the earlier series of FCCBs. Out of the Third Issue, 100% of the bond holders and out of the Fourth Issue, 96.33% of the bond holders have surrendered the earlier series of the FCCBs in exchange for the new series of FCCBs. Consequent to this, during the quarter, the Parent Company cancelled 100% of the bonds under the Third Issue and 96.33% of the bonds under the Fourth Issue and replaced them with the new series of FCCBs ('Fifth Issue'). The terms of the remaining 3.67% of the bonds under the Fourth Issue have been amended by the Parent Company.

(ii) Subsequent to the aforesaid allotment, during the quarter, the Parent Company received requests for conversion of 8,298 bonds amounting to Rs. 4,215 lacs and against which 2,55,43,152 equity shares were allotted.

(iii) The Govt. of India, Ministry of Corporate Affairs has issued a notification dated Dec 29, 2011, amending the Companies (Accounting Standards) rules 2006, in respect of Accounting Standard - 11 relating to "the Effects of Changes in Foreign Exchange Rates", wherein enterprises have been given an option to accumulate exchange differences in a "Foreign Currency Monetary Item Translation Difference Account" subject to the conditions specified in the notification. Accordingly, the Parent Company has exercised the option to account the eligible foreign currency losses in the said account, which hitherto was charged to the Profit & Loss account. As at June 30, 2012, an amount of Rs. 4,208 lacs is remaining to be amortized.

d) In respect of auditors' observation on (i) net deferred tax asset of Rs. 10,427 lacs being carried forward, the management, based on the order book on hand and relying on the Restructuring Scheme approved by the CDR Cell, is confident of achieving taxable income in foreseeable future, which would enable reversals of deferred tax assets already recognized in earlier years (ii) certain long overdue, non- moving and slow-moving Trade Receivables / Unbilled Revenue aggregating to Rs.22,611 lacs, the same are being reviewed for further deployment of resources to complete the projects and recover the dues in due course.

e) (i) The disclosure in respect of standalone financials are as under -

(Rupees in Lacs)

Particulars	3 months ended (30/06/2012)	Preceeding 3 months ended (31/03/2012)	Corresponding 3 months ended in the previous year (30/06/2011)	Figures for Previous Year Ended 31/03/2012
	Audited	Audited	Audited	Audited
Net Sales/Income from Operations	9,267	8,420	16,997	51,416
Profit / (Loss) Before Tax Before Exceptional Items	(10,825)	(8,027)	1,666	(16,525)
Profit / (Loss) Before Tax After Exceptional Items	(10,818)	(16,749)	1,666	(25,247)
Profit / (Loss) After Tax After Exceptional Items	(10,818)	(21,227)	2,506	(31,173)
Profit / (Loss) After Discontinuing Operations	(10,818)	(22,669)	2,506	(32,615)

(ii) The standalone financial results will be available on the NSE website www.nseindia.com and the BSE website www.bseindia.com, in addition to the Company's website.

f) Figures for the previous year / periods are not comparable in view of, interalia, divestments of subsidiaries and have been re-grouped / re-arranged, wherever considered necessary, to conform to current period's presentation.

By order of the Board
for 3i Infotech Limited

Amar Chintopanth
Deputy Managing Director & CFO

Mumbai
August 11, 2012.

STANDALONE

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Part I : Statement of Standalone Audited Financial Results for the quarter ended June 30, 2012

(Rupees in Lacs)

	Particulars	3 months ended (30/06/2012) Audited	Preceeding 3 months ended (31/03/2012) Audited	Corresponding 3 months ended in the previous year (30/06/2011) Audited	Figures for Previous Year Ended 31/03/2012 Audited
1	**Net Sales/Income from Operations**	**9,267**	**8,420**	**16,997**	**51,416**
2	**Expenses**				
	a. Employee benefits expense	5,075	4,487	2,820	14,530
	b. Depreciation and amortisation expense	5,982	2,025	1,184	9,001
	c. Item exceeding 10% of the total expenses :				
	Cost of third party products / outsourced services & boughtout items	3,714	3,268	1,531	9,043
	Rent	716	608	3,041	7,459
	d. Other expenses	1,689	1,862	2,443	9,940
	Total Expenses	**17,176**	**12,250**	**11,019**	**49,973**
3	**Profit (+) / Loss (-) from operations before other income, finance costs & exceptional items (1-2)**	**(7,909)**	**(3,830)**	**5,978**	**1,443**
4	Other Income	5,960	590	178	2,646
5	**Profit (+) / Loss (-) from ordinary activities before finance costs & exceptional items (3+4)**	**(1,949)**	**(3,240)**	**6,156**	**4,089**
6	Finance costs	8,876	4,787	4,490	20,614
7	**Profit (+) / Loss (-) from ordinary activities after finance costs but before exceptional items (5-6)**	**(10,825)**	**(8,027)**	**1,666**	**(16,525)**
8	Add /(Less) : Exceptional Items	7	(8,722)	-	(8,722)
9	**Profit (+)/ Loss (-) from ordinary activities before tax (7-8)**	**(10,818)**	**(16,749)**	**1,666**	**(25,247)**
10	Less / (Add): Tax expense	-	4,478	(840)	5,926
11	**Net Profit (+)/Loss(-) from ordinary activities after tax (9-10)**	**(10,818)**	**(21,227)**	**2,506**	**(31,173)**
12	(Less) : Impact of Discontinuing Operations	-	(1,442)	-	(1,442)
13	**Net Profit (+)/Loss(-) from ordinary activities after tax and after discontinuing operations(11-12)**	**(10,818)**	**(22,669)**	**2,506**	**(32,615)**
14	Paid-up equity share capital	43,426	19,199	19,199	19,199
15	Face value per share (Rs)	10.00	10.00	10.00	10.00
16	Reserves excluding Revaluation Reserves (including Securities Premium)				37,229
17	Earnings Per Share (EPS)				
	Earnings Per Share (before exceptional Items and discontinuing operations)				
	Basic (Rs.)	(5.52)	(6.90)	1.21	(12.08)
	Diluted (Rs.)	(5.52)	(6.90)	1.21	(12.08)
	Earnings Per Share (after exceptional Items and discontinuing operations)				
	Basic (Rs.)	(5.51)	(12.19)	1.21	(17.37)
	Diluted (Rs.)	(5.51)	(12.19)	1.21	(17.37)

STANDALONE

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Part II : Select information for the quarter ended June 30, 2012

(Rupees in Lacs)

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A	**PARTICULARS OF SHAREHOLDING**				
1	**Public Shareholding**				
	Number of shares	395,226,095	152,950,359	152,950,359	152,950,359
	Percentage of shareholding	91.01%	79.67%	79.67%	79.67%
2	**Promoters and promoter group Shareholding**				
	a) Pledged/Encumbered				
	- Number of shares	-	-	-	-
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-
	- Percentage of shares (as a % of the total share capital of the company)	-	-	-	-
	b) Non-encumbered				
	- Number of shares	39,036,190	39,036,190	39,036,190	39,036,190
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%
	- Percentage of shares (as a % of the total share capital of the company)	8.99%	20.33%	20.33%	20.33%
B	**INVESTOR COMPLAINTS**				
	For the 3 months ended June 30, 2012:				
	Pending at the beginning of the quarter	NIL			
	Received during the quarter	NIL			
	Disposed of during the quarter	NIL			
	Remaining unresolved at the end of the quarter	NIL			

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PRICE & CO. Chartered Accountants

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Notes:

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b) In pursuance to the CDR scheme, during the quarter, the Company has allotted 21,67,32,584 equity shares to the lenders and a preference share holder towards settlement of aggregate of principal / interest / redemption liability of Rs. 42,783 lacs. Pending clarifications from appropriate authorities under CDR scheme, an amount of Rs. 21,110 lacs being the excess over the face value of shares allotted has been disclosed as Conversion Settlement Pending Appropriation.

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(ii) During the quarter, the Company received requests for conversion of 8,298 bonds of Rs. 4,215 lacs and accordingly allotted 2,55,43,152 equity shares.

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d) In respect of auditors' observation on net deferred tax asset of Rs. 10,366 lacs being carried forward, the management, based on the order book on hand and relying on the Restructuring Scheme approved by the CDR Cell, is confident of achieving taxable income in foreseeable future, which would enable reversals of deferred tax assets already recognized in earlier years.

e) Figures for the previous year / periods have been re-grouped / re-arranged, wherever considered necessary, to conform to current period's presentation.

f) The above financial results are also available on the NSE website www.nseindia.com and the BSE website www.bseindia.com, in addition to the Company's website.

By order of the Board
for 3i Infotech Limited

Amar Chintopanth
Deputy Managing Director & CFO

Mumbai
August 11, 2012.

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