

October 31, 2013

The Secretary/Listing Department/Corporate Relations
Stock Exchange, Mumbai
P. J. Towers, 25th Floor,
Dalal Street,
Mumbai - 400 001.
Fax No. 022-22723121/3719/2037/2039/2041/2061

The Manager – Listing Department / Corporate Relations
The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E),
Mumbai - 400 051.
Fax No.022-26598237/38

Company Scrip Code: 532475

ISIN No. : INE266F01018

Dear Sirs,

Sub: Reviewed Financial Results (Consolidated and Standalone) of the Company for the quarter ended 30th September, 2013

Please find enclosed herewith the Reviewed Financial Results (Consolidated and Standalone) of the Company for quarter ended 30th September 2013 approved by the Board of Directors at its meeting held on 31st October, 2013 in the format as prescribed u/c 41 of the listing agreement.

We also enclose Limited Review Report for the said quarter issued by the auditors.

This is for your information and record.

Thanking you

Yours faithfully

For Aptech Limited



Ketan H. Shah
Group Company Secretary



Encl.: As above.

PART I : STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30th SEPTEMBER,2013

₹ in Lakhs

Particulars	Unaudited					Audited
	Quarter ended			Half Year ended		Year ended
	30th Sept'13	30th June'13	30th Sept'12	30th Sept'13	30th Sept'12	31st Mar'13
1. Income :						
Income from operations	2,757	2,541	2,654	5,298	4,760	10,036
Total Income	2,757	2,541	2,654	5,298	4,760	10,036
2. Expenditure :						
a. Employees cost	563	669	573	1,232	1,204	2,395
b. Training and education expenses	787	985	707	1,773	1,202	3,031
c. Marketing and advertisement expenses	229	215	300	443	678	1,043
d. Administration expenses	379	427	582	806	979	1,840
e. Depreciation and amortisation expense	126	111	144	236	283	627
Total Expenses	2,084	2,407	2,306	4,490	4,346	8,936
3. Profit from operations before other income (1-2)	673	134	348	808	414	1,100
4. Other income :	281	330	248	611	526	1,191
(a) Interest Income	266	260	234	527	476	980
(b) Other Income	15	70	14	84	50	211
5. Profit before interest and exceptional items (3+4)	954	464	596	1,419	940	2,291
6. Interest and finance charges	11	0	4	12	9	28
7. Profit after interest but before tax (5-6)	943	464	592	1,407	931	2,263
8. Exceptional Items						
Net Profit on sale of Chennai Premises	-	-	-	-	-	800
9. Profit / Loss from ordinary activities before tax (7 + 8)	943	464	592	1,407	931	3,063
10. Tax expense :						
Income tax and Wealth Tax	181	88	116	269	161	536
11. Profit /(Loss) after Tax (9 - 10)	762	376	476	1,138	770	2,527
12. Paid-up Equity share capital (Face value ₹ 10 each)						4,879
13. Reserve excluding revaluation reserve						21,871
14. Earnings per share (EPS)						
(a) Basic (₹)	1.59	0.77	0.98	2.38	1.58	5.18
(b) Diluted (₹)	1.59	0.77	0.98	2.38	1.58	5.18



PART II : Selected Information for the quarter ended September 30,2013

Particulars	Quarter ended			Year ended
	30th Sept'13	31st June'13	30th Sept'12	31st Mar'13
(A) PARTICULARS OF SHAREHOLDING :-				
1. Public shareholding :-				
- Number of shares	26,510,959	29,976,385	29,976,385	29,976,385
- Percentage of share holding	58.49%	61.44%	61.44%	61.44%
2 . Promoters & Promoters Group Shareholding :-				
a) Pledged/Encumbered:-				
- Number Of shares	650,000	650,000	650,000	650,000
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	3.45%	3.45%	3.45%	3.45%
- Percentage of shares (as a % of the total share capital of the Company)	1.43%	1.33%	1.33%	1.33%
b) Non Encumbered:-				
- Number Of shares	18,165,036	18,165,036	18,165,036	18,165,036
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	96.55%	96.55%	96.55%	96.55%
- Percentage of shares (as a % of the total share capital of the Company)	40.08%	37.23%	37.23%	37.23%

(B) Information on investors' complaints for the quarter ended September 30, 2013

Particulars	Pending at the beginning of the quarter	Received during the quarter	Disposed of during the quarter	Remaining unresolved at the end of the quarter
No. of Complaints	Nil	1	1	Nil



APTECH LIMITED
Statement of Assets and Liabilities

₹ in Lakhs

Particulars	As at 30th Sept'13	As at 31st Mar'13
(I) EQUITY AND LIABILITIES		
1 SHARE HOLDERS' FUNDS		
(a) Share capital	4,499	4,879
(b) Reserves and surplus	21,135	21,871
(c) Money received against share warrants	-	13
Sub- total - Shareholders Funds	25,634	26,763
2 NON CURRENT LIABILITIES		
(a) Long term provisions	188	273
Sub- total - Non current liabilities	188	273
3 CURRENT LIABILITIES		
(a) Trade payables	499	827
(b) Other current liabilities	558	506
(c) Short term provisions	2,225	2,224
Sub- total - Current liabilities	3,282	3,557
TOTAL EQUITY AND LIABILITIES	29,104	30,593
(II) ASSETS		
1 NON CURRENT ASSETS		
(A) Fixed assets	2,417	2,486
(B) Non current investments	8,880	8,880
(C) Long term loans and advances	2,286	2,040
Sub- total - Non current assets	13,583	13,406
2 CURRENT ASSETS		
(i) Inventories	196	149
(ii) Trade receivables	2,365	2,331
(iii) Cash and cash equivalents	9,537	11,296
(iv) Short term loans and advances	3,423	3,411
Sub- total - Current assets	15,521	17,187
TOTAL ASSETS	29,104	30,593



Notes :

- 1 The above results have been reviewed by the Audit Committee of the Board and adopted at the meeting of the Board of Directors held on 31st October, 2013. The Statutory Auditors of the Company have carried out Limited Review of the unaudited Consolidated Financial Results as required under Clause 41 of the Listing Agreement and the related report will be submitted to the concerned Stock exchanges.
- 2 Accounting policies and practices which are material in determining the results of operation for the period are consistent with those adopted in the audited financial statement for the year ended 31st March, 2013.
- 3 The Company has already made applications to the Central Government, seeking approval for remuneration paid to the Managing Director in excess of limits prescribed under the Companies Act, 1956 aggregating Rs. 25,03,601/- for the year ended 31st March, 2011, Rs. 67,46,296/- for the year ended 31st March 2012, and Rs. 54,90,522/- for the year ended 31st March, 2013, approval for which are awaited.
- 4 In accordance with the buyback approved by shareholders vide postal ballot dated 06th July, 2013, the Company has bought back and extinguished 38,01,767 shares of value Rs. 2,353 Lakhs As on 30th September, 2013.
- 5 For the half year ended September 30, 2013 on a standalone basis, Aptech Limited has reported (a) Turnover of Rs. 5,298 Lakhs (b) Profit before tax of Rs. 1,407 Lakhs and (c) Profit after tax of Rs. 1,138 Lakhs.
- 6 The figures for the previous periods have been regrouped/ reclassified, wherever necessary.

For APTECH LIMITED

N. Karpe

Ninad Karpe
Managing Director & CEO



Place : Mumbai

Date : 31st October, 2013

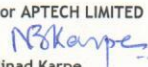
STANDALONE SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

₹ in Lakhs

Particulars	Unaudited					Audited
	Quarter ended			Half Year ended		Year ended
	30th Sept'13	30th June'13	30th Sept'12	30th Sept'13	30th Sept'12	31st Mar'13
1) SEGMENT REVENUE						
A. Retail	2,130	1,901	2,140	4,030	4,039	7,925
B. Institutional	657	649	534	1,306	761	2,283
TOTAL	2,787	2,550	2,674	5,336	4,800	10,208
2) SEGMENT RESULTS						
A. Retail	862	535	789	1,397	1,330	2,590
B. Institutional	275	135	101	411	99	686
TOTAL	1,137	670	890	1,808	1,429	3,276
Less: Overhead including other expenses (unallocable)	434	528	522	962	975	2,004
TOTAL	703	142	368	846	454	1,272
3) EXCEPTIONAL ITEMS						
Income/(expenses) [Unallocable]	-	-	-	-	-	800
TOTAL	-	-	-	-	-	800
4) SEGMENT RESULTS (AFTER EXCEPTIONAL ITEMS)						
A. Retail	862	535	789	1,397	1,330	2,590
B. Institutional	275	135	101	411	99	686
TOTAL	1,137	670	890	1,808	1,429	3,276
Less: Overhead including other expenses (unallocable)	434	528	522	962	975	1,204
TOTAL	703	142	368	846	454	2,072
Add: Other Unallocable income	251	322	228	573	486	1,019
Less: Other Unallocable expenses	11	0	4	12	9	28
TOTAL PROFIT BEFORE TAX	943	464	592	1,407	931	3,063
Particulars	As at 30th Sept'13	As at 30th June'13	As at 30th Sept'12	As at 31st Mar'13		
1) CAPITAL EMPLOYED						
(SEGMENT ASSETS - SEGMENT LIABILITIES)						
A. Retail	1,495	1,607	1,256	1,377		
B. Institutional	557	452	276	541		
C. Unallocable Assets- Liabilities	2,018	1,780	3,762	1,527		
D. Investments and Advances to Subsidiaries	12,027	11,896	12,714	12,022		
E. Cash and Cash Equivalent	9,537	11,393	9,311	11,296		
TOTAL	25,634	27,128	27,319	26,763		

Notes :

- 1) The Company has identified Business Segments as the primary segment. Segments have been identified taking into account the nature of services, the differing risks & returns, the organizational structure & the internal reporting system.
- 2) Figures for the previous year/quarters have been regrouped/recast, wherever necessary, to conform to the current period.

For APTECH LIMITED

Ninad Karpe
Managing Director & CEO

Place : MUMBAI
Date : 31st October, 2013



Limited Review Report

To
The Board of Directors
APTECH LIMITED
Mumbai

INTRODUCTION

1. We have reviewed the accompanying Statement of un-audited Financial Results ('FR') of APTECH LIMITED ('the Company') for the quarter/half year ended September 30, 2013 (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 reviewed by us). The FR, which is initialed by us for identification purpose, 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 un-audited FR based on our review.

SCOPE OF REVIEW

2. We conducted our review in accordance with the Standard on Review Engagement ('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 FR are free of material misstatement. A review is limited primarily to inquiries of Company personnel and an analytical procedure applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.

CONCLUSION

3. Based on our review conducted as above, nothing has come to our notice that causes us to believe that the accompanying statement of un-audited financial results prepared in accordance with accounting standards notified pursuant to the Companies (Accounting Standards) Rules, 2006 vide Section 211(3C) of the Companies Act, 1956, (which continues to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated September 13, 2013 issued by the Ministry of Corporate Affairs) and other recognized 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 mis-statement.

For and on behalf of

Khimji Kunverji & Co
Chartered Accountants
(Registration Number : 105146W)



Hasmukh B. Dedhia
Partner (F-33494)

Place: Mumbai
Dated: October 31, 2013



PART I : STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30th SEPTEMBER,2013

₹ in Lakhs

Particulars	Unaudited					Audited
	Quarter ended			Half Year ended		Year ended
	30th Sept'13	30th June'13	30th Sept'12	30th Sept'13	30th Sept'12	31st Mar'13
1. Income :						
Income from operations	4,960	4,248	4,522	9,209	8,389	16,921
Total Income	4,960	4,248	4,522	9,209	8,389	16,921
2. Expenditure :						
a. Employees cost	1,005	1,075	902	2,079	1,874	3,820
b. Training and education expenses	1,823	1,518	1,296	3,341	2,436	5,210
c. Marketing and advertisement expenses	377	451	490	829	1,072	1,593
d. Administration expenses	796	783	1,103	1,580	1,884	3,627
e. Depreciation and amortisation expenses	197	180	206	377	406	880
Total Expenses	4,198	4,007	3,997	8,206	7,672	15,130
3. Profit from operations before other income (1-2)	762	241	525	1,003	717	1,791
4. Other income :	324	365	286	690	555	1,299
(a) Interest Income	266	261	234	527	478	982
(b) Other Income	58	104	52	163	77	317
5. Profit before interest and exceptional items (3+4)	1,086	606	811	1,693	1,272	3,090
6. Interest and finance charges	11	0	4	12	9	28
7. Profit after interest but before tax (5-6)	1,075	606	807	1,681	1,263	3,062
8. Exceptional Items:						
Net Profit on sale of Chennai premises	-	-	-	-	-	800
9. Profit / Loss from ordinary activities before tax (7+8)	1,075	606	807	1,681	1,263	3,862
10. Income Tax and Wealth Tax Expense	205	132	209	337	286	722
11. Profit /(Loss) after tax but before Minority Interest (9-10)	870	474	598	1,344	977	3,140
12. Add./(Less) : Share of Profit/(Loss) of Associate	(2)	(2)	(2)	(4)	(5)	(10)
13. Profit /(Loss) after Tax & Minority Interest (11 + 12)	868	472	596	1,340	972	3,130
14. Paid-up Equity share capital (Face value ` 10 each)						4,879
15. Reserve excluding revaluation reserve						29,211
16. Earnings per share (EPS)						
(a) Basic (₹)	1.81	0.97	1.22	2.80	1.99	6.41
(b) Diluted (₹)	1.81	0.97	1.22	2.80	1.99	6.41



PART II : Selected Information for the quarter ended September 30,2013

Particulars	Quarter ended			Year ended
	30th Sept'13	31st June'13	30th Sept'12	31st Mar'13
(A) PARTICULARS OF SHAREHOLDING :-				
1. Public shareholding :-				
- Number of shares	26,510,959	29,976,385	29,976,385	29,976,385
- Percentage of share holding	58.49%	61.44%	61.44%	61.44%
2. Promoters & Promoters Group Shareholding :-				
a) Pledged/Encumbered:-				
- Number Of shares	650,000	650,000	650,000	650,000
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	3.45%	3.45%	3.45%	3.45%
- Percentage of shares (as a % of the total share capital of the Company)	1.43%	1.33%	1.33%	1.33%
b) Non Encumbered:-				
- Number Of shares	18,165,036	18,165,036	18,165,036	18,165,036
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	96.55%	96.55%	96.55%	96.55%
- Percentage of shares (as a % of the total share capital of the Company)	40.08%	37.23%	37.23%	37.23%

(B) Information on investors' complaints for the quarter ended September 30, 2013

Particulars	Pending at the beginning of the quarter	Received during the quarter	Disposed of during the quarter	Remaining unresolved at the end of the quarter
No. of Complaints	Nil	1	1	Nil



APTECH LIMITED
CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES

₹ in Lakhs

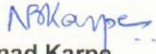
PARTICULARS	AS AT 30th Sept'13	AS AT 31st Mar'13
(I) EQUITY AND LIABILITIES		
1 SHARE HOLDERS' FUNDS		
(a) Share capital	4,499	4,879
(b) Reserves and surplus	28,677	29,211
(c) Money received against share warrants	-	13
Sub- total - Shareholders Funds	33,176	34,103
2 NON CURRENT LIABILITIES		
(a) Other long term liabilities	-	-
(b) Long term provisions	241	325
Sub- total - Non current liabilities	241	325
3 CURRENT LIABILITIES		
(a) Trade payables	755	1,379
(b) Other current liabilities	1,542	1,147
(c) Short term provisions	2,632	2,462
Sub- total - current liabilities	4,929	4,988
TOTAL EQUITY AND LIABILITIES	38,346	39,416
(II) ASSETS		
1 NON CURRENT ASSETS		
(A) Goodwill on consolidation	6,563	6,563
(B) Fixed assets	3,294	3,201
(C) Non current investments	11,085	11,089
(D) Long term loans and advances	2,844	2,599
Sub- total - Non current assets	23,786	23,452
2 CURRENT ASSETS		
(i) Inventories	511	463
(ii) Trade receivables	2,555	2,559
(iii) Cash and cash equivalents	10,525	12,022
(iv) Short term loans and advances	969	920
Sub- total - Current assets	14,560	15,964
TOTAL ASSETS	38,346	39,416



Notes :

- 1 The above results have been reviewed by the Audit Committee of the Board and adopted at the meeting of the Board of Directors held on 31st October, 2013. The Statutory Auditors of the Company have carried out Limited Review of the unaudited Financial Results as required under Clause 41 of the Listing Agreement and the related report will be submitted to the concerned Stock exchanges.
- 2 Accounting policies and practices which are material in determining the results of operation for the period are consistent with those adopted in the audited financial statement for the year ended 31st March, 2013.
- 3 The Company has already made applications to the Central Government, seeking approval for remuneration paid to the Managing Director in excess of limits prescribed under the Companies Act, 1956 aggregating Rs. 25,03,601/- for the year ended 31st March, 2011, Rs. 67,46,296/- for the year ended 31st March 2012, and Rs. 54,90,522/- for the year ended 31st March, 2013, approval for which are awaited.
- 4 In accordance with the buyback approved by shareholders vide postal ballot dated 06th July, 2013, the Company has bought back and extinguished 38,01,767 shares of value Rs. 2,353 Lakhs As on 30th September, 2013.
- 5 The figures for the previous periods have been regrouped/ reclassified, wherever necessary.

For APTECH LIMITED


Ninad Karpe
Managing Director & CEO

Place : Mumbai
Date : 31st October, 2013



CONSOLIDATED SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

₹ in Lakhs

Particulars	Unaudited					Audited
	Quarter ended			Half Year ended		Year ended
	30th Sept'13	30th June'13	30th Sept'12	30th Sept'13	30th Sept'12	31st Mar'13
1) SEGMENT REVENUE						
A. Retail	3,875	3,223	3,584	7,098	6,868	13,229
B. Institutional	1,151	1,068	1,002	2,220	1,606	3,968
TOTAL	5,026	4,291	4,586	9,318	8,474	17,197
2) SEGMENT RESULTS (BEFORE EXCEPTIONAL ITEMS)						
A. Retail	1,064	721	880	1,785	1,527	3,161
B. Institutional	371	220	296	591	399	1,271
TOTAL	1,435	941	1,176	2,376	1,926	4,432
Less: Overhead including other expenses (unallocable)	608	657	587	1,264	1,124	2,365
TOTAL	827	284	589	1,112	802	2,067
3) EXCEPTIONAL ITEMS						
Income/(expenses) [Unallocable]	-	-	-	-	-	800
TOTAL	-	-	-	-	-	800
4) SEGMENT RESULTS (AFTER EXCEPTIONAL ITEMS)						
A. Retail	1,064	721	880	1,785	1,527	3,161
B. Institutional	371	220	296	591	399	1,271
TOTAL	1,435	941	1,176	2,376	1,926	4,432
Less: Overhead including other expenses (unallocable)	608	657	587	1,264	1,124	1,565
TOTAL	827	284	589	1,112	802	2,867
Add: Other Unallocable Income	259	322	222	581	470	1,023
Less: Other Unallocable Expenses	11	0	4	12	9	28
TOTAL PROFIT BEFORE TAX	1,075	606	807	1,681	1,263	3,862
Particulars	As at	As at	As at	As at		
	30th Sept'13	30th June'13	30th Sept'12	31st Mar'13		
1) CAPITAL EMPLOYED						
(SEGMENT ASSETS - SEGMENT LIABILITIES)						
A. Retail	1,835	2,203	1,806	2,017		
B. Institutional	901	531	250	588		
C. Unallocable Assets- Liabilities	2,266	2,039	4,041	1,824		
D. Investments and Goodwill on consolidation	17,648	17,650	18,182	17,652		
E. Cash and Cash Equivalent	10,525	12,140	9,981	12,022		
TOTAL	33,175	34,563	34,260	34,103		

Notes :

1) The Company has identified Business Segments as the primary segment. Segments have been identified taking into account the nature of services, the differing risks & returns, the organizational structure & the internal reporting system.

2) Figures for the previous year/quarters have been regrouped/recast, wherever necessary, to conform to the current period.

For APTECH LIMITED
Ninad Karpe
Managing Director & CEO

Place : MUMBAI
Date : 31st October, 2013





**Limited Review Report of the Consolidated Financial Results of
Aptech Limited**

To
The Board of Directors
Aptech Limited
Mumbai

INTRODUCTION

1. We have reviewed the accompanying statement of unaudited Consolidated Financial Results ('CFR') of **Aptech Limited** ('the Company') and its Subsidiaries/Associate/Joint Venture ('the Group') for the quarter/half year ended September 30, 2013, 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 reviewed by us. The CFR, which is initialed by us for identification purpose is the responsibility of the Company's management and has been approved by the Board of Directors. The CFR have been prepared on the basis of separate financial statements and other financial information regarding components. Our responsibility is to issue a report on these un-audited CFR based on our review

SCOPE OF REVIEW

2. We conducted our review 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 statements are free of material misstatement. A review is limited primarily to inquiries of Company personnel and an analytical procedure applied to financial data and thus provides less assurance than an audit. We have not performed an audit; accordingly we do not express an audit opinion
3. The CFR of the Group have been prepared by the management in accordance with the requirements of Accounting Standard (AS) 21, "Consolidated Financial Statements" and AS-23, "Accounting for Investments in Associates in Consolidated Financial Statements" as notified under the Companies (Accounting Standards) Rules, 2006 vide Section 211(3C) of the Companies Act, 1956, (which continues to be applicable in respect of Section 133 of the Companies Act, 2013, in terms of General Circular 15/2013 dated September 13, 2013 issued by the Ministry of Corporate Affairs)
4. Inter unit/company Income and Expenditure have been eliminated based on information provided by the management
5. Included in this CFR, are revenues of Rs. 103.08 lakhs for half year ended September 30, 2013, capital employed amounting to Rs 13,067.60 lakhs as on the said date, which have been reviewed by other auditor whose reports have been furnished to us. In our opinion, in so far as it relates to the amounts included in respect of these entities, is based solely on reports of those respective auditors

CONCLUSION

6. Based on our review conducted as above and subject to paragraphs 4 and 5 above, nothing has come to our notice that causes us to believe that the accompanying statement of unaudited CFR 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: Mumbai
Dated: October 31, 2013



For and on behalf of
Khimji Kunverji & Co
Chartered Accountants
(Registration Number : 105146W)

Hasmukh B. Dedhia
Partner (F-33494)

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