

**AXIS-IT&T Limited**

D-30, Sector - 3, Noida - 201 301, Uttar Pradesh (India)

Telephone : +91-120-451-8200 Fax : +91-120-244-2921

Website : www.axisitt.com**axis-IT&T**February 12th 2013

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G
Bandra Kurla Complex,
Bandra (E),
Mumbai- 400051
Fax. : 022-26598237 / 38
Email : cmlist@nse.co.in

Reg. : Unaudited Results for the quarter ended December, 2012 & Limited Review Certificate

Dear /Madam/Sir,

In reference to the captioned subject, please find enclosed the unaudited Quarterly results for the quarter ended 31st December 2012 as reviewed by the Audit Committee in their meeting held today and subsequently approved by the Board of Directors in their meeting held on the same day.

The results will be duly published within 48 hours in one English Daily and one Hindi Daily, in accordance with Clause 41 of the Listing Agreement.

The unaudited results duly signed by the authorised Director, have already been faxed to the Exchange.

Also please find enclosed the Limited Review certificate given by the Auditors of the company on the un-audited results for the Quarter ended 31st December 2012 duly taken on record by the Board of Directors in their meeting held on 12th February 2013.

Thanking you,

Yours truly,
For **AXIS-IT&T Limited**

Director

Cc.: To,
The Manager
Dptt. of Corporate Services
The Stock Exchange – Mumbai
Floor 25 Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai
Fax.: 022-22723121/ 22723719
Email: corp.compliance@bseindia.com & corp.relations@bseindia.com



AXIS-IT&T LIMITED

Regd. Office : A-264, 2nd Floor, Defence Colony, New Delhi - 110 024



Standalone Unaudited Financial Results for the Period Ended 31 December 2012						(Rupees in Lacs)	
	Three Months ended			Period ended		Year ended	
	31 December 2012 (Unaudited)	30 September 2012 (Unaudited)	31 December 2011 (Unaudited)	31 December 2012 (Unaudited)	31 December 2011 (Unaudited)	31 March 2012 (Audited)	
1. a) Income from operations	1,386.33	1,478.41	1,225.76	4,338.12	3,409.73	4,718.01	
1. b) Other operating income	-	-	-	-	-	14.09	
Total income from operations	1,386.33	1,478.41	1,225.76	4,338.12	3,409.73	4,732.10	
2. a) Employee benefits expense	636.41	682.71	614.03	1,980.25	1,755.05	2,408.89	
2. b) Depreciation and amortisation	68.72	62.96	31.71	173.81	93.04	127.10	
2. c) Other expenses	351.83	471.46	437.30	1,268.05	1,140.10	1,341.81	
Total expenditure	1,056.95	1,217.13	1,083.04	3,422.11	2,989.20	3,877.80	
3. Profit from operations before other income, finance costs & exceptional items (1-2)	329.37	261.28	142.72	916.01	421.53	854.30	
4. Other income	21.04	-	163.32	22.40	256.27	90.34	
5. Profit before finance costs & exceptional items (3+4)	350.40	261.28	306.04	938.42	677.80	944.64	
6. Finance costs	32.86	37.49	44.12	106.93	143.32	183.93	
7. Profit after finance costs but before exceptional items (5-6)	317.55	223.79	261.92	831.48	534.48	760.71	
8. Exceptional items	-	-	-	-	-	-	
9. Profit (+) / loss (-) from ordinary activities before tax (7+8)	317.55	223.79	261.92	831.48	534.48	760.71	
10. Tax expense	95.00	54.00	-	280.23	-	2.11	
10a. Prior period items	-	-	-	-	-	-	
11. Net profit (+)/loss(-) from ordinary activities after tax (9-10)	222.55	169.79	261.92	551.25	534.48	758.60	
12. Extraordinary item (net of tax expense)	-	-	-	-	-	-	
13. Net profit (+)/loss(-) for the period (12-13)	222.55	169.79	261.92	551.25	534.48	758.60	
14. Share of profit/loss of associates	-	-	-	-	-	-	
15. Minority interest	-	-	-	-	-	-	
16. Net profit (+)/loss(-) for the period (13-14-15)	222.55	169.79	261.92	551.25	534.48	758.60	
17. Paid up equity share capital (Rs. 5/- each)	999.56	999.56	999.56	999.56	999.56	999.56	
18. Reserve (excluding revaluation reserves)	-	-	-	-	-	2,254.20	
19. Earnings per share (EPS)	-	-	-	-	-	-	
(a) Basic and diluted EPS before extraordinary items for the period, for the year to date and for the previous year (not to be annualised)	1.11	0.85	1.31	2.76	2.68	3.80	
(b) Basic and diluted EPS after extraordinary items for the period, for the year to date and for the previous year (not to be annualised)	1.11	0.85	1.31	2.76	2.68	3.80	

Standalone Unaudited Financial Results for the Period Ended 31 December 2012					
PART II					
A. Particulars of shareholding					
1. Public shareholding					
- Number of shares	7,818,381	7,818,381	7,818,381	7,818,381	7,818,381
- %age of shareholding	39.17%	39.17%	39.17%	39.17%	39.17%
2. Promoters and promoter group shareholding					
a) Pledged / encumbered					
- Number of shares	NIL	NIL	NIL	NIL	NIL
- 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	12,142,100	12,142,100	12,142,100	12,142,100	12,142,100
- Percentage of shares (as a % of the total shareholding of the promoter & promoter group)	100%	100%	100%	100%	100%
- Percentage of shares (as a % of the total share capital of the company)	60.83%	60.83%	60.83%	60.83%	60.83%
B. Investor complaints					
Pending at the beginning of the quarter	Nil	Nil	Nil	Nil	Nil
Received during the quarter	1	Nil	1	Nil	Nil
Disposed during the quarter	1	Nil	1	Nil	Nil
Remaining unattended at the end of the quarter	Nil	Nil	Nil	Nil	Nil

Notes

- Figures of the previous period have been regrouped / recast wherever necessary to make them comparable with those of the current period.
- The Board of Directors in the meeting held on 23 January 2013 have approved the scheme of Arrangement whereby Cades Digitech Private Limited (subsidiary) (Cades) is proposed to be merged with Axis-IT&T Limited (Axis), the transferee company. The appointed date of the scheme is 01 April 2012 and the scheme of arrangement is subject to the approval of the majority of the shareholders and creditors of Axis and Cades, the Honourable Delhi High Court and Honourable Karnataka High Court and the permission and approval of any other statutory or Regulatory Authorities, as applicable.
- The above results were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 12 February 2013 and have been reviewed by the Statutory Auditors.



Limited Review Report

The Board of Directors
AXIS-IT&T Limited

"WINGS", First Floor
16/1, Cambridge Road
Ulsoor, Bengaluru 560008
India

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F +91 80 4126 1228
E BENGALURU@in.gt.com

1. We have reviewed the accompanying statement of unaudited financial results ('the Statement') of AXIS-IT&T Limited (the 'Company') for the quarter and nine months ended 31 December 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 review report on this Statement based on our 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. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures, 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.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with applicable accounting standards, as notified under the Companies (Accounting Standards) Rules, 2006 (as amended) 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.

Walker, Chandio & Co
For Walker, Chandio & Co

Chartered Accountants
Firm Registration No. : 001076N

Aashish Arjun Singh
per Aashish Arjun Singh
Partner
Membership No. : 210122



Bengaluru
12 February 2013

AXIS-IT&T LIMITED

Regd. Office : A-264, 2nd Floor, Defence Colony, New Delhi - 110 024

Consolidated Unaudited Financial Results for the Period Ended 31 December 2012

	(Rupees in Lacs)				
	Three Months ended			Period ended	
	31 December 2012 (Unaudited)	30 September 2012 (Unaudited)	31 December 2011 (Unaudited)	31 December 2012 (Unaudited)	Year ended 31 March 2012 (Audited)
1. a) Income from operations	6,810.22	7,586.71	6,060.90	21,672.63	22,858.67
1. b) Other operating income	5.00	-	-	5.00	-
Total income from operations	6,815.22	7,586.71	6,060.90	21,677.63	22,858.67
2. a) Employee benefits expense	5,049.65	5,217.40	4,444.07	15,224.53	15,559.20
2. b) Depreciation and amortisation expense	208.40	197.11	156.33	567.19	591.64
2. c) Other expenses	1,398.31	1,680.42	923.91	4,533.40	5,036.70
Total expenditure	6,656.36	7,094.93	5,524.31	20,325.12	21,187.55
3. Profit from operations before other income, finance costs & exceptional items (1-2)	158.86	491.78	536.59	1,352.52	1,671.12
4. Other income	76.83	8.03	141.54	45.27	187.44
5. Profit before finance costs & exceptional items (3+4)	235.70	499.81	678.13	1,397.79	1,858.56
6. Finance costs	104.67	104.89	79.13	291.98	324.77
7. Profit after finance costs but before exceptional items (5-6)	131.02	394.92	599.00	1,105.80	1,533.79
8. Exceptional items	-	-	-	-	-
9. Profit (+)/ loss (-) from ordinary activities before tax (7+8)	131.02	394.92	599.00	1,105.80	1,533.79
10. Tax expense	8.37	103.09	118.49	277.63	311.82
10a. Prior period items	-	-	-	-	-
11. Net profit (+)/loss(-) from ordinary activities after tax (9-10)	122.65	291.82	480.51	828.17	1,221.97
12. Extraordinary item (net of tax expense)	122.65	291.82	480.51	828.17	1,221.97
13. Net profit (+)/loss(-) for the period (12-13)	122.65	291.82	480.51	828.17	1,221.97
14. Share of profit/loss of associates	15.32	6.59	105.88	30.93	15.86
15. Minority interest	15.32	6.59	105.88	30.93	15.86
16. Net profit (+)/loss(-) for the period (13-14-15)	107.33	285.23	374.63	797.24	1,206.11
17. Paid up equity share capital(Rs. 5/- each)	999.56	999.56	999.56	999.56	999.56
18. Reserve (excluding revaluation reserves)	-	-	-	-	5,194.50
19. Earnings per share (EPS)					
(a) Basic and diluted EPS before extraordinary items for the period, for the year to date and for the previous year (not to be annualised)	0.54	1.43	1.88	3.99	6.04
(b) Basic and diluted EPS after extraordinary items for the period, for the year to date and for the previous year (not to be annualised)	0.54	1.43	1.88	3.99	6.04



Consolidated Unaudited Financial Results for the Period Ended 31 December 2012						
	Three Months ended			Period ended		(Rupees in Lacs)
	31 December 2012 (Unaudited)	30 September 2012 (Unaudited)	31 December 2011 (Unaudited)	31 December 2012 (Unaudited)	31 December 2011 (Unaudited)	Year ended 31 March 2012 (Audited)
PART II						
A. Particulars of shareholding						
1. Public shareholding						
- Number of shares	7,818,381	7,818,381	7,818,381	7,818,381	7,818,381	7,818,381
- %age of shareholding	39.17%	39.17%	39.17%	39.17%	39.17%	39.17%
2. Promoters and promoter group shareholding						
a) Pledged / encumbered						
- Number of shares	NIL	NIL	NIL	NIL	NIL	NIL
- 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	12,142,100	12,142,100	12,142,100	12,142,100	12,142,100	12,142,100
- Percentage of shares (as a % of the total shareholding of the promoter & promoter group)	100%	100%	100%	100%	100%	100%
- Percentage of shares (as a % of the total share capital of the company)	60.83%	60.83%	60.83%	60.83%	60.83%	60.83%
B. Investor complaints						
Pending at the beginning of the quarter	Nil	Nil	Nil	Nil	Nil	Nil
Received during the quarter	1	Nil	Nil	1	Nil	Nil
Disposed during the quarter	1	N/A	N/A	1	N/A	N/A
Remaining unattended at the end of the quarter	Nil	Nil	Nil	Nil	Nil	Nil
Segment revenue						
a) Asia Pacific	1,076.75	1,140.67	857.41	3,407.96	2,701.51	3,623.17
b) Europe	2,606.90	2,583.83	1,957.36	7,425.00	4,951.20	6,908.63
c) Americas	3,740.10	4,576.70	3,573.40	12,898.21	10,606.70	14,658.35
d) Inter segment revenue	(613.54)	(714.49)	(327.27)	(2,058.54)	(1,665.22)	(2,331.49)
Total	6,810.22	7,586.71	6,060.90	21,672.63	16,594.20	22,858.67



AXIS-IT&T LIMITED
Regd. Office : A-264, 2nd Floor, Defence Colony, New Delhi - 110 024

Notes

1. Figures of the previous period have been regrouped / recast wherever necessary to make them comparable with those of the current period.
2. The Board of Directors in the meeting held on 23 January 2013 have approved the scheme of Arrangement whereby Cades Digitech Private Limited (subsidiary) (Cades) is proposed to be merged with Axis-IT&T Limited (Axis), the transferee company. The appointed date of the scheme is 01 April 2012 and the scheme of arrangement is subject to the approval of the majority of the shareholders and creditors of Axis and Cades, the Honourable Delhi High Court and Honourable Karnataka High Court and the permission and approval of any other statutory or Regulatory Authorities, as applicable.
3. The Company has only one primary segment being Engineering Design Services, therefore, primary reporting segment is geographical segments by location of the customers. However, segment results are not disclosed since it is not feasible to attribute related costs to respective segments. Further, capital employed could not be ascertained as the assets and liabilities are being used interchangeably amongst geographical segments.

4. The information of the Company on standalone basis is as follows:

	(Amounts in Rupees Lacs)				
	Quarter Ended 31 December 2012	Quarter Ended 30 September 2012	Quarter Ended 31 December 2011	Period Ended 31 December 2012	Year ended 31 March 2012
Turnover	1,386.33	1,478.41	1,225.76	4,338.12	3,409.73
Net profit before tax	317.55	223.79	261.92	831.48	534.48
Net profit after tax	222.55	169.79	261.92	551.25	534.48
EPS	1.11	0.85	1.31	2.76	2.68
					3.80

5. The above results were reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 12 February 2013 and have been reviewed by the Statutory Auditors.

6. The standalone results of the company will be available at its website : <http://www.axisit.com>



Limited Review Report

The Board of Directors
AXIS-IT&T Limited

"WINGS", First Floor
16/1, Cambridge Road
Ulsoor, Bengaluru 560008
India

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E BENGALURU@in.gt.com

1. We have reviewed the accompanying statement of unaudited consolidated financial results ('the Statement') of AXIS-IT&T Limited (the 'Company') and its subsidiaries (collectively referred to as the 'Group') for the quarter and nine months ended 31 December 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 review report on this Statement based on our 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. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures, 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.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with applicable accounting standards, as notified under the Companies (Accounting Standards) Rules, 2006 (as amended) 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.

Walker, Chandio & Co

For Walker, Chandio & Co

Chartered Accountants

Firm Registration No. : 001076N

[Signature]
per **Aashish Arjun Singh**
Partner

Membership No.: 210122



Bengaluru
12 February 2013