Genesys International Corporation Ltd.

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May 30, 2017

BSE Limited Corporate Relationship Department P.J. Towers, Dalal Street, Fort, Mumbai - 400 001 Ph : 22721233, Fax : 22723121/3719	**National Stock Exchange of India Ltd.** Exchange Plaza, Bandra-Kurla Complex, Bandra (East) Mumbai - 400 051 Ph : 26598235, Fax : 26598237/38
Scrip Code : 506109	**Symbol : GENESYS**

Dear Sir,

Sub.: Outcome of Board Meeting held on May 30, 2017

Pursuant to Regulation 30 & Regulation 33 of SEBI (LODR) Regulations, 2015 we wish to inform you that the Board of Directors of the Company in its Meeting held today at 5:30 p.m. and concluded at 6:30 p.m., has *inter alia* :

- Approved the Audited Financial Results (Standalone & Consolidated) for the Quarter and Year-Ended March 31, 2017 along with Statement of Asset and Liabilities as at 31st March, 2017 . The said Results, Auditors' Report and Declaration for Unmodified Opinion are enclosed herewith.

- Recommended a dividend of Rs. 0.125/- per equity share of Rs. 5/- each (i.e. 2.5%) for the year 2016-17, subject to approval of Shareholders in the forthcoming AGM. The dividend, if approved, will be credited / dispatched to the shareholders within 30 days from the date of approval.

- Approved re-appointment of Mr. Sajid Malik as Managing Director designated as 'Chairman & Managing Director' for the period of 5 years w.e.f. from September 01, 2017.

- Approved re-appointment of Mr. Sohel Malik as Executive Director of the Company for the period of 5 years w.e.f from September 01, 2017.

Regd. Office : 73-A SDF III, SEEPZ, Andheri (E), Mumbai - 400 096, India.
Tel.: +91-22-2829 0303 • +91-22-4488 4488 • Fax : +91-22-2829 0603
Website : www.igenesys.com • E-mail : investors@igenesys.com
CIN : L65990MH1983PLC029197

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- Approved re-appointment of Mrs. Saroja Malik as Whole-time Director of the Company for the period of 5 years w.e.f. from August 17, 2017.

The brief profile of all the directors is enclosed herewith.

You are requested to take the above on your records.

Thanking You,

Yours faithfully,

For GENESYS INTERNATIONAL CORPORATION LIMITED

KUSHAL V. JAIN
COMPANY SECRETARY & COMPLIANCE OFFICER

GENESYS INTERNATIONAL CORPORATION LTD. MUMBAI

Encl.: As above.

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Sr. No	Details of events that need to be provided	Information of such Event		
		Mr. Sajid Malik	**Mr. Sohel Malik**	**Mrs. Saroja Malik**
1)	Reason for change viz. Appointment,resignation, removal, death or otherwise	Mr. Sajid Malik who re-appointed as 'Chairman & Managing Director' for the period of 5 years w.e.f. from September 01, 2017 upto and including August 31, 2022.	Mr. Sohel Malik has been re-appointed as Executive Director of the Company for the period of 5 years w.e.f from September 01, 2017 upto and including August 31, 2022.	Mrs. Saroja Malik has been re-appointed as Whole-time Director of the Company for the period of 5 years w.e.f. from August 17, 2017 upto and including August16, 2022.
2)	Date of appointment/cessation (as applicable) & term of appointment	Date - 01st September, 2017. Term of appointment - Mr. Sajid Malik is re-appointed as 'Chairman & Managing Director' for the period of 5 years w.e.f. from September 01, 2017 upto and including August 31, 2022.	Date - 01st September, 2017 Term of appointment - Mr. Sohel Malik is re-appointed as Executive Director of the Company for the period of 5 years w.e.f from September 01, 2017 upto and including August 31, 2022.	Date - 17th August, 2017 Term of appointment- Mrs. Saroja Malik is re-appointed as Whole-time Director of the Company for the period of 5 years w.e.f. from August 17, 2017 upto and including August 16, 2022.

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		Association of Geospatial Industries. He was awarded by Secretary of Ministry of Earth Science for a Business Leader in Geospatial Industries. He has played pivotal role in growth of Geospatial Industry in India.		
4)	Disclosure of relationships between directors(in case of appointment of director).	Mr. Sajid Malik is Brother of Mr. Sohel Malik and Son of Mrs. Saroja Malik	Mr. Sohel Malik is Brother of Mr. Sajid Malik and Son of Mrs. Saroja Malik	Mrs. Saroja Malik is Mother of Mr. Sajid Malik and Mr. Sohel Malik

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3)	Brief profile(in case of appointment)	Mr. Sajid Malik is Chairman & Managing Director of Genesys International Corporation Ltd. He is a B.Com Graduate from Sydenham College, Mumbai University and is an Associate member of the Institute of Chartered Accountants of India. Under his leadership Genesys Internationa Corporation Ltd became a leading Geospatial mapping and survey company in India. He has varied experience in corporate advisory, structured finances. He has an international exposure to developed markets in Europe, US and the Far East. His expertise spans over GIS, Banking, Finance, Foreign Exchange Management and Marketing He's also on the Governing Council of	Mr. Sohel Malik is a Founder Promoter of the Company. He is an Engineer from North Eastern University, USA. He was associated with on-site consultancy services to various Fortune-500 and Multi National Clients in the East Coast Region of USA. All his experience of more than 15 years in IT business is being translated in building Genesys International Corporation Ltd into a strong organisation.	Mrs.Saroja Malik is the promoter of the Company and is associated with the company since its inception. She is a Law Graduate and has more than 30 years exhaustive experience in legal and Income tax matters. She associated in administration, legal compliance, and tax related issues of the Company.

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4)	Disclosure of relationships between directors(in case of appointment of director).	Mr. Sajid Malik is Brother of Mr. Sohel Malik and Son of Mrs. Saroja Malik	Mr. Sohel Malik is Brother of Mr. Sajid Malik and Son of Mrs. Saroja Malik	Mrs. Saroja Malik is Mother of Mr. Sajid Malik and Mr. Sohel Malik

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May 30, 2017

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Scrip Code: 506109	**Symbol: GENESYS**

Dear Sir,

Sub - Declaration under Regulation 33(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref. - Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2016.

This is with reference to the above captioned subject we hereby declare & confirm that the Standalone and Consolidated Audit Report submitted by the Statutory Auditors of the Company M/s. G.K. Choksi & Co. (Firm Regn. No. 125442W) have issued an unmodified/unqualified opinion on the audited Standalone & Consolidated Financial Statements for the quarter and year ended March 31, 2017.

The declaration is issued in compliance of Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2016 vide notification no. SEBI/LAD-NRO/GN/2016-17/001 dated May 25, 2016.

For **GENESYS INTERNATIONAL CORPORATION LIMITED**

GENESYS INTERNATIONAL CORPORATION LTD. MUMBAI

SAJID MALIK
CHAIRMAN & MANAGING DIRECTOR
(DIN : 00400366)

Regd. Office : 73-A SDF III, SEEPZ, Andheri (E), Mumbai - 400 096, India.
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Genesys International Corporation Ltd.

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STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2017

(₹ in lacs)

		Standalone					Consolidated	
		Quarter ended			Year ended		Year ended	
	Particulars	**31-Mar-17**	**31-Dec-16**	**31-Mar-16**	**31-Mar-17**	**31-Mar-16**	**31-Mar-17**	**31-Mar-16**
		(Audited)	**(Unaudited)**	**(Audited)**	**(Audited)**		**(Audited)**	
1	Net Sales / Income from operations	1,707.47	2,037.16	1,244.81	7,668.10	4,695.57	7,668.10	4,695.57
2	Other Income	64.84	91.78	72.79	258.04	588.36	258.04	588.36
3	**Total income from operations**	1,772.31	2,128.94	1,317.60	7,926.14	5,283.93	7,926.14	5,283.93
4	**Expenses**							
	a) Project Expenses	144.59	205.46	176.67	831.56	528.64	831.56	528.64
	b) Employees Cost	653.19	730.67	553.68	2,877.24	2,409.22	2,877.24	2,409.22
	c) Finance Costs	48.93	48.85	48.40	199.34	163.65	199.34	163.65
	d) Depreciation and Amortisation Expense	153.90	163.53	171.54	656.49	705.43	656.49	705.43
	e) Other Expenditure	292.78	330.49	324.75	1,246.22	1,017.78	1,246.22	1,017.78
	Total expenses	1,293.39	1,479.00	1,275.04	5,810.85	4,824.72	5,810.85	4,824.72
5	Profit/(Loss) before exceptional / Extraordinary items and Tax(3-4)	478.92	649.94	42.56	2,115.29	459.21	2,115.29	459.21
6	Exceptional / Extraordinary Items	-	-	-	-	-	-	-
7	Profit/(Loss) before Tax (5-6)	478.92	649.94	42.56	2,115.29	459.21	2,115.29	459.21
8	**Tax Expense**							
	Current Tax	100.00	130.40	7.08	432.90	91.70	432.90	91.70
	Deferred Tax	(126.41)	(22.00)	0.51	(190.16)	(48.34)	(190.16)	(48.34)
	Tax Adjustment for earlier years	(0.73)	2.47	(0.64)	1.74	(14.71)	1.74	(14.71)
	Total Tax Expenses	(27.14)	110.87	6.95	244.48	28.65	244.48	28.65
9	**Net Profit/(Loss) After Tax (7-8)**	506.06	539.07	35.61	1,870.81	430.56	1,870.81	430.56
10	Share of profit / (loss) of associates						(277.27)	(208.66)
11	**Net Profit / (loss) after tax and share of profit / (loss) of associates (9-10)**	506.06	539.07	35.61	1,870.81	430.56	1,593.54	221.90
12	Paid-up Equity Share Capital (Face value of ₹ 5/- each)	1,530.41	1,522.38	1,522.38	1,530.41	1,522.38	1,530.41	1,522.38
13	Reserves excluding revaluation reserves				21,810.44	19,750.34	21,292.98	19,510.15
14	Earnings per Share (weighted average)							
	Basic EPS (Not Annualised)	1.66	1.77	0.12	6.14	1.41	5.23	0.73
	Diluted EPS (Not Annualised)	1.62	1.72	0.12	6.00	1.40	5.11	0.72

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Regd. Office : 73-A SDF III, SEEPZ, Andheri (E), Mumbai - 400 096, India.
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STATEMENT OF ASSETS AND LIABILITIES

(₹ in lacs)

	Particulars	Standalone		Consolidated	
		As at			
		31.03.2017 (Audited)	31.03.2016 (Audited)	31.03.2017 (Audited)	31.03.2016 (Audited)
A	**EQUITY AND LIABILITIES**				
1	**Shareholders' Funds**				
	(a) Share Capital	1,530.41	1,522.38	1,530.41	1,522.38
	(b) Reserve & Surplus	21,810.44	19,750.34	21,292.98	19,510.15
	(c) Share Application Money	5.17	-	5.17	
	sub total - Shareholders' fund	**23,346.02**	**21,272.72**	**22,828.56**	**21,032.53**
2	**Non-Current Liabilities**				
	(a) Long-term borrowings	88.35	121.88	88.35	121.88
	(b) Long-term provisions	465.66	443.25	465.66	443.25
	sub total - Non-current liabilities	**554.01**	**565.13**	**554.01**	**565.13**
3	**Current Liabilities**				
	(a) Short-term borrowings	1,023.13	994.81	1,023.13	994.81
	(b) Trade payables	717.81	672.90	717.81	672.90
	(c) Other current liabilities	2,334.84	2,699.07	2,334.84	2,699.07
	(d) Short-term provisions	477.77	194.91	477.77	194.91
	sub total - Current liabilities	**4,553.55**	**4,561.69**	**4,553.55**	**4,561.69**
	TOTAL EQUITY AND LIABILITIES	**28,453.58**	**26,399.54**	**27,936.12**	**26,159.35**
B	**ASSETS**				
1	**Non-Current Assets**				
	(a) Fixed assets	1,673.88	2,157.54	1,673.88	2,157.54
	(b) Non-current investments	15,809.57	15,809.57	15,292.11	15,569.38
	(c) Deferred tax assets (net)	591.27	401.12	591.27	401.12
	(d) Long-term loans and advances	774.22	857.59	774.22	857.59
	sub total - Non-current assets	**18,848.94**	**19,225.82**	**18,331.48**	**18,985.63**
2	**Current Assets**				
	(a) Trade Receivables	4,137.01	2,816.59	4,137.01	2,816.59
	(b) Cash and Cash Equivalents	1,135.51	401.47	1,135.51	401.47
	(c) Short-term loans and advances	1,685.21	2,400.62	1,685.21	2,400.62
	(d) Other current assets	2,646.91	1,555.04	2,646.91	1,555.04
	sub total - Current assets	**9,604.64**	**7,173.72**	**9,604.64**	**7,173.72**
	TOTAL ASSETS	**28,453.58**	**26,399.54**	**27,936.12**	**26,159.35**

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Notes:

1 The Company addresses the consumer location based services market as well as enterprise and infrastructure space.

2 The Company operates only in single Primary Segment i.e. Geographical Information Systems.

3 The financial results for the quarter and year ended March 31, 2017 have been reviewed by the Audit Committee and thereafter, the Board of Directors at its meeting held on May 30, 2017 approved the same and its release.

4 The Board of Directors have recommended, subject to the approval of shareholders, a dividend of 2.5% i.e. Re. 0.125 per fully paid up equity share of ₹5 each aggregating to Rs. 38.26 lacs. (Previous Year Re. 0.125 per equity share aggregating to Rs. 38.06 lacs)

5 The Consolidated Financial results include results of following companies:

Name of The Company	As at 31st March, 2017		As at 31st March, 2016	
A.N. Virtual World Tech Limited	41.57%	Associate	45.01%	Associate

6 During the quarter, the company has issued and alloted 160,700 Equity Shares of ₹5 each, pursuant to exercise of stock options by eligible employees and said shares ranking pari-passu in all respect including dividend entitlement.

7 During the quarter, the company has recognised Deferred Tax Assets on Unabsorbed depreciation and brought forward business losses for the first time in view of the virtual certainity of earning sufficient taxable income in the near future against which the deferred tax asset would be realised

8 Figures for the quarter ended March 31, 2017 and March 31, 2016 are the balancing figures between audited figures in respect of full financial year and the published year to date figures up to the third quarter of the relevant financial year.

9 Pursuant to the option made available under Regulation 33(3) of the SEBI (Listing obligation and Disclosure Requirements) regulations, 2015, the company has consolidated Financial results on yearly basis.

10 Previous year/period figures have been re-grouped / re-classified and restated, wherever considered necessary.

For GENESYS INTERNATIONAL CORPORATION LIMITED

GENESYS INTERNATIONAL CORPORATION LTD. MUMBAI

Place: Mumbai
Date: 30.05.2017

SAJID MALIK
CHAIRMAN & MANAGING DIRECTOR
(DIN:00400366)

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G. K. Choksi & Co.
Chartered Accountants

601/708/709, Raheja Chambers,
Free Press Journal Road,
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Tel.: 6632 4446 / 6632 4447
2282 6087 / 2284 5316
Fax : 2288 2133
Email : gkcmumbai@rediffmail.com

INDEPENDENT AUDITOR'S REPORT

To,
The Board of Directors,
Genesys International Corporation Limited,

We have audited the accompanying Statement of **Standalone Financial Results** of "**Genesys International Corporation Limited**" ('the Company') for the quarter ended 31st March, 2017 and the year to date results for the period from 01st April, 2016 to 31st March, 2017, attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

These quarterly financial results as well as the year to date financial results have been prepared on the basis of interim financial statements, which are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial results based on our audit of the related interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in the Accounting Standards specified 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 an opinion on the Statement.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements.

G.K. CHOKSI & CO. MUMBAI CHARTERED ACCOUNTANTS

G. K. Choksi & Co.
Chartered Accountants

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The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us, these quarterly and the year to date financial results:

a) have been presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and SEBI circular dated 5 July,2016 in this regard; and

b) give a true and fair view of the Net Profit and other financial informations for the quarter ended 31st March, 2017 as well as the year to date results for the period from 01st April, 2016 to 31st March, 2017.

The Statement includes the results for the Quarter ended 31st March, 2017 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For G.K. Choksi & Co.
Chartered Accountants
(Firm's registration number: 125442W)

Sandip A. Parikh
(Partner)
(Membership number: 40727)

Place: Mumbai
Dated: 30th May, 2017

G.K. CHOKSI & CO. MUMBAI CHARTERED ACCOUNTANTS

G. K. Choksi & Co.
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INDEPENDENT AUDITOR'S REPORT

To
Board of Directors,
Genesys International Corporation Limited,

We have audited the accompanying Statement of **Consolidated Financial Results** of "**Genesys International Corporation Limited**" ('the Company'), its associate and wholly owned subsidiary of associate (together to be referred as "the Group") for the year ended 31st March, 2017, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

These consolidated financial results have been prepared from consolidated financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in the Accounting Standards for Interim Financial Reporting (AS 25) prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. An audit also includes assessing the accounting principles used and significant estimates made by management.

G.K. CHOKSI & CO. MUMBAI CHARTERED ACCOUNTANTS

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We believe that our audit evidence that we have obtained is sufficient and appropriate to provide a reasonable basis for our opinion on the statement.

Audit of the Standalone Financial Statements of the Associate have not been undertaken by us. These Financial Statements have been audited by other auditor, whose reports have been furnished to us by the management, and our opinion on these Financial Statements so far as relates only to the amounts and disclosures, included therein of Associate, is solely based on the report of such auditor. The consolidated financial statements also include the associate's share of net loss of Rs. 2,77,26,909/- for the year ended 31st March, 2017.

The Associate of the Company, A.N. Virtual World Tech Limited, being situated in a foreign Location (Cyprus), has its Audited Financial Statements prepared upto 31st December, 2016 in compliance with the requirement of law where it is situated. For the purpose of consolidation, we have considered the Financial Statements for the period from 1st April, 2016 to 31st March, 2017, which contains audited figures for 9 months period i.e. April'16 to December'16 and includes unaudited figures for 3 months i.e. January'16 to March'17 encompassing adjustments for significant events and transactions. This Consolidated Financial Statement of associate and wholly owned subsidiary of the associate is duly approved and certified by the management. Our opinion on Consolidated Financial Statement of the Company its associate and wholly owned subsidiary of the associate is based on such amounts as provided to us by the Management of the Company.

In our opinion and to the best of our information and according to the explanations given to us, this consolidated year ended financial results:

i. Include the year ended financial results of:

   a) **A.N. Virtual World Tech Limited. (Associate)**
   b) **Virtual World Spatial Technologies Pvt. Ltd. (Wholly Owned Subsidiary of Associate)**

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ii. have been presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and SEBI circular dated 5 July 2016 in this regard in this regard, and

iii. give a true and fair view of the consolidated **Net Profit** and other financial information for the year ended 31st March, 2017.

For G.K. Choksi & Co.
Chartered Accountants
(Firm's registration number:125442W)

Sandip A Parikh
(Partner)
(Membership number: 40727)

Place: Mumbai
Dated: 30th May, 2017

G.K. CHOKSI & CO. MUMBAI CHARTERED ACCOUNTANTS