CENTUM

Ref: CEL:SEC:026:2012-13

May 25, 2012

Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor, Plot No. C/1,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400051

Dear Sir/Madam,

Sub: Audited Standalone and Consolidated financial results for the year ended March 31, 2012 (FY 2011-12) & Recommendation of Dividend

We wish to inform you that the Board of directors at its meeting held on May 25, 2012 adopted the Audited Standalone and Consolidated Financial Accounts for the year 2011-12.

The Audited Standalone and Consolidated Financial Results in the format prescribed under Clause 41 of the Listing Agreement is enclosed herewith. We would like to inform you that we shall be publishing the Audited Consolidated Financial Results only as permitted by Clause 41 of the Listing Agreement.

A copy of the Audit Report for standalone and consolidated financial results for the year ended 31 March 2012 received from our Statutory Auditors, M/s. BSR & Co., Chartered Accountants, pursuant to clause 41 of the Listing agreement, is also enclosed herewith.

The Board also recommended a dividend of Re. 1/- (Rupee one only) per equity share on the paidup share capital of the Company.

It has been decided to convene the 19th Annual General Meeting of the Company on Friday, August 3, 2012 and the payment of the above mentioned dividend shall be made on Wednesday, August 29, 2012, subject to the approval of the shareholders.

We request you to take the above on record.

Thanking you,

Yours faithfully,
For Centum Electronics Limited,

Ramu Akkili
Company Secretary

Encl: a.a.

Centum Electronics Limited
44, KHB Industrial Area, Yelahanka New Town, Bangalore - 560 106 Karnataka, India
Tel +91-(0)80-3004-6000 **Fax** +91-(0)80-3004-6005 www.centumindia.com

Centum Electronics Limited

Regd. Office: No. 44, KHB Industrial Area, Yelahanka New Township, Bangalore - 560 106

Consolidated financial results for the quarter and year ended 31 March 2012

(Rs in lakhs, except as otherwise stated)

Sl. No.	Particulars	Quarter ended			Year ened	
		2012	2011	2011	31 March	
		31 March	31 December	31 March	2012	2011
		Unaudited	Unaudited	Unaudited	Audited	Audited
1	Income from operations					
	a. Net sales / income from operation (net of excise duty)	7,766.12	5,332.58	6,729.98	25,743.85	25,393.55
	b. Other operating income	-	-	-	-	-
	Total income from operation (net)	7,766.12	5,332.58	6,729.98	25,743.85	25,393.55
2	Expenditure					
	a. Cost of material consumed	5,195.05	3,077.87	4,558.06	16,229.48	16,392.92
	b. Changes in inventories of work-in-progress	183.07	248.65	171.59	747.69	1,241.13
	c. Employee benefit expense	824.44	775.98	738.80	3,172.12	2,631.03
	d. Depreciation	364.66	382.71	333.47	1,470.54	1,314.97
	e. Other expenses	669.26	643.09	807.90	2,464.02	2,557.27
	f. Total expenses	7,236.48	5,128.30	6,609.82	24,083.85	24,137.32
3	Profit/ (loss) from operations before other income, finance cost and exceptional items	529.64	204.28	120.16	1,660.00	1,256.23
4	Other income	289.15	8.48	53.13	109.98	237.84
5	Profit/ (loss) from ordinary activities and exceptional item before finance cost	818.79	212.76	173.29	1,769.98	1,494.07
6	Finance cost	110.73	115.01	121.69	432.80	391.92
7	Profit/ (loss) after finance cost but before exceptional items	708.06	97.75	51.60	1,337.18	1,102.15
8	Exceptional items	-	-	-	-	-
9	Profit / (loss) from ordinary activities before tax	708.06	97.75	51.60	1,337.18	1,102.15
10	Tax expense					
	- Current tax	222.26	62.34	5.56	482.35	385.50
	- Previous year	6.50	-	-	6.50	-
	- Deferred tax charge / (credit)	(2.70)	(1.17)	18.34	(42.40)	157.60
	- Minimum alternative tax credit entitlement	14.27	(25.50)	-	(11.23)	(90.50)
11	Net profit / (loss) for the period	467.73	62.08	27.70	901.96	649.55
12	Extraordinary item (net of tax expenses)	-	-	-	-	-
13	Net profit / (loss) for the period	467.73	62.08	27.70	901.96	649.55
14	Minority interest in subsidiary profit / (loss)	106.74	(18.18)	(16.58)	182.98	152.31
15	Net profit / (loss) from ordinary activities after tax and minority interest	360.99	80.26	44.28	718.98	497.24
16	Paid-up equity share capital (face value of Rs 10 each)	1,236.52	1,236.52	1,234.82	1,236.52	1,234.82
17	Reserve excluding revaluation reserves as per balance sheet of previous accounting year				8,570.28	7,991.34
18	a) Earnings per share (before extraordinary item) (of Rs.10 each, not annualised)					
	Basic (in Rs.)	2.92	0.65	0.36	5.83	4.03
	Diluted (in Rs.)	2.91	0.64	0.36	5.77	4.03
	b) Earnings per share (after extraordinary item) (of Rs.10 each, not annualised)					
	Basic (in Rs.)	2.92	0.65	0.36	5.83	4.03
	Diluted (in Rs.)	2.91	0.64	0.36	5.77	4.03

For CENTUM ELECTRONICS LIMITED

APPARAO V MALLAVARAPU
CHAIRMAN & MANAGING DIRECTOR

19	**Public shareholding:**					
	- Number of shares	4,810,004	5,336,670	5,318,889	4,810,004	5,318,889
	- Percentage of shareholding	38.90%	43.16%	43.07%	38.90%	43.07%
20	**Promotors and promotor group shareholding**					
	a) Pledged / encumbered					
	- Number of shares	Nil	Nil	Nil	Nil	Nil
	- Percentage of shares (as a % of total shareholding of promotor and promotor group	N.A.	N.A.	N.A.	N.A.	N.A.
	- Percentage of shares (as a % of the total share capital of the company)	N.A.	N.A.	N.A.	N.A.	N.A.
	b) Non-encumbered					
	- Number of shares	7,555,179	7,028,513	7,029,344	7,555,179	7,029,344
	- Percentage of shares (as a % of total shareholding of promotor and promotor group	100%	100%	100%	100%	100%
	- Percentage of shares (as a % of the total share capital of the company)	61.10%	56.84%	56.93%	61.10%	56.93%

Statement of assets and liabilities as at the year end is given below:

Particulars	Year ended 31 March 2012 Audited	Year ended 31 March 2011 Audited
EQUITY AND LIABILITIES		
Shareholders' funds		
Share capital	1,236.52	1,234.82
Reserves and surplus	8,570.28	7,991.34
Minority interest	1,768.97	1,585.99
	11,575.77	**10,812.15**
Non-current liabilities		
Long term borrowings	1,086.82	1,068.92
Deferred tax liabilities (net)	158.90	201.31
Long term provisions	120.34	99.81
	1,366.06	**1,370.04**
Current liabilities		
Short term borrowings	4,774.10	5,060.30
Trade payables	3,277.45	4,056.04
Other current liabilities	2,243.95	1,673.30
Short term provisions	585.97	561.31
	10,881.47	**11,350.95**
	23,823.30	**23,533.14**
ASSETS		
Non-current assets		
Fixed assets		
Tangible assets	7,099.20	7,114.49
Intangible assets	138.90	138.16
Capital work in progress	33.17	62.63
Long term loans and advances	1,190.00	1,564.50
Other non current assets	486.34	182.73
	8,947.61	**9,062.51**
Current assets		
Inventories	5,375.18	6,957.61
Trade receivables	8,273.25	6,532.08
Cash and bank balances	155.50	209.89
Short-term loans and advances	1,071.76	771.05
	14,875.69	**14,470.63**
	23,823.30	**23,533.14**

For CENTUM ELECTRONICS LIMITED

APPARAO V MALLAVARAPU
CHAIRMAN & MANAGING DIRECTOR

Notes:

1 The above results were taken on record by the Board of Directors at their meeting held on 25 May 2012. These results include the result of subsidiary of the company, Centum Rakon India Private Limited.

2 Figures for the three months ended 31 March 2012 and 31 March 2011 are the balancing figures between audited figures in respect of full financial year and the published year to date figures up to the previous quarter of the respective year. Also, the figures up to the period ended 31 December 2011 and 31 December 2010 were only reviewed and not subjected to audit. The statutory auditors have issued unqualified audit report. The audit report has been filed with the stock exchange and is also available on the company's website.

3 The group operates through two segments, Products and Electronic Manufacturing Services.

4 Financial results for the quarter and year ended (standalone information):

Particulars	Quarter ended			Year ened	
	2012	2011	2011	31 March	
	31 March	31 December	31 March	2012	2011
	Unaudited	Unaudited	Unaudited	Audited	Audited
a. Net sales / income from operation	5,509.15	4,165.70	4,938.18	18,110.30	18,692.90
b. Profit before tax	370.59	151.75	100.61	767.90	656.70
c. Profit after tax	249.71	100.61	61.54	522.66	338.68
d. Basic earning per share	2.02	0.82	0.50	4.23	2.74
e. Diluted earning per share	2.01	0.81	0.50	4.21	2.72

5 The number of investor complaints received, resolved and pending during the quarter are as follows:

Number of complaints pending at the beginning of the quarter	Nil
Number of complaints received during the quarter	2
Number of complaints resolved during the quarter	2
Number of complaints pending at the end of the quarter	Nil

6 Previous period's figures have been regrouped and reclassified, wherever necessary to conform to current period's presentation.

For Centum Electronics Limited

Apparao V Mallavarapu
Chairman & Managing Director

Place: Bangalore
Date: 25 May 2012

Centum Electronics Limited

Regd. Office: No. 44, KHB Industrial Area, Yelahanka New Township, Bangalore - 560 106

Consolidated financial results for the quarter and year ended 31 March 2012

S.No.	Particulars	Quarter ended			Year ended	
		2012	2011	2011	31 March	
		31 March	31 December	31 March	2012	2011
		Unaudited	Unaudited	Unaudited	Audited	Audited
1	Segment revenue					
	(1) Products	2,826.74	1,920.90	2,445.14	10,268.17	10,126.17
	(2) Electronics Manufacturing Services	5,000.94	3,431.34	4,436.58	15,664.61	15,796.13
	Total	7,827.68	5,352.24	6,881.72	25,932.78	25,922.30
	Less : Inter segment revenue	61.56	19.66	151.74	188.93	528.75
	Net sales/income from operations	**7,766.12**	**5,332.58**	**6,729.98**	**25,743.85**	**25,393.55**
2	Segment results (profit (+)/loss(-) before tax and interest from each segment)					
	(1) Products	402.32	37.12	96.27	844.99	921.91
	(2) Electronics Manufacturing Services	418.83	157.19	150.82	844.13	645.96
	Total	821.15	194.31	247.09	1,689.12	1,567.87
	Less :					
	(i) Interest	110.73	115.01	121.69	432.80	391.92
	(ii) Other unallocable expenditure net off unallocable income.	2.36	(18.45)	73.80	(80.86)	73.80
	Total profit before tax	**708.06**	**97.75**	**51.60**	**1,337.18**	**1,102.15**
3	Capital employed (segment assets-segment liabilities).					
	(1) Products	2,895.89	2,745.90	2,889.11	2,895.89	2,889.11
	(2) Electronics Manufacturing Services	4,985.54	4,312.38	4,070.93	4,985.54	4,070.93
	(3) Unallocated	1,925.37	2,531.25	2,266.12	1,925.37	2,266.12
	Total	**9,806.80**	**9,589.53**	**9,226.16**	**9,806.80**	**9,226.16**

For CENTUM ELECTRONICS LIMITED

APPARAO V MALLAVARAPU
CHAIRMAN & MANAGING DIRECTOR

Centum Electronics Limited

Regd. Office: No. 44, KHB Industrial Area, Yelahanka New Township, Bangalore - 560 106

Standalone financial results for the quarter and year ended 31 March 2012

(Rs in lakhs, except as otherwise stated)

Sl. No.	Particulars	Quarter ended			Year ended	
		2012 31 March	2011 31 December	2011 31 March	31 March 2012	31 March 2011
		Unaudited	Unaudited	Unaudited	Audited	Audited
1	Income from operations					
	a. Net sales / income from operation (net of excise duty)	5,509.15	4,165.70	4,938.18	18,110.30	18,692.90
	b. Other operating income	-	-	-	-	-
	Total income from operation (net)	5,509.15	4,165.70	4,938.18	18,110.30	18,692.90
2	Expenses					
	a. Cost of material consumed	3,749.32	2,444.55	3,232.55	11,824.28	13,713.95
	b. Changes in inventories of work-in-progress	183.07	248.65	261.70	401.54	(429.82)
	c. Employee benefit expense	651.23	605.35	562.88	2,446.29	2,044.34
	d. Depreciation	173.45	192.36	182.18	746.57	740.43
	e. Other expenses	465.94	469.20	562.44	1,755.35	1,884.50
	Total expenses	5,223.01	3,960.11	4,801.75	17,174.03	17,953.40
3	Profit/ (loss) from operations before other income, finance cost and exceptional items	286.14	205.59	136.43	936.27	739.50
4	Other income	167.43	29.66	61.00	149.70	231.67
5	Profit/ (loss) from ordinary activities and exceptional item before finance cost	453.57	235.25	197.43	1,085.97	971.17
6	Finance cost	82.98	83.50	96.82	318.07	314.47
7	Profit/ (loss) after finance cost but before exceptional items	370.59	151.75	100.61	767.90	656.70
8	Exceptional items	-	-	-	-	-
9	Profit / (loss) from ordinary activities before tax	370.59	151.75	100.61	767.90	656.70
10	Tax expense					
	- Current tax	149.35	73.75	5.56	364.20	295.00
	- Deferred tax charge / (credit)	(28.47)	(22.61)	33.51	(118.96)	23.02
11	Net profit / (loss) for the period	249.71	100.61	61.54	522.66	338.68
12	Extraordinary item (net of tax expenses)					
13	Net profit / (loss) for the period	249.71	100.61	61.54	522.66	338.68
14	Paid-up equity share capital (Face value of Rs 10 each)	1,236.52	1,236.52	1,234.82	1,236.52	1,234.82
15	Reserve excluding revaluation reserves as per balance sheet of previous accounting year				6,989.43	6,606.82
16	a) Earnings per share (before extraordinary item) (of Rs.10 each, not annualised)					
	Basic (in Rs.)	2.02	0.82	0.50	4.23	2.74
	Diluted (in Rs.)	2.01	0.81	0.50	4.21	2.72
	b) Earnings per share (after extraordinary item) (of Rs.10 each, not annualised)					
	Basic (in Rs.)	2.02	0.82	0.50	4.23	2.74
	Diluted (in Rs.)	2.01	0.81	0.50	4.21	2.72

For CENTUM ELECTRONICS LIMITED

APPARAO V MALLAVARAPU
CHAIRMAN & MANAGING DIRECTOR

17	**Public shareholding:**					
	- Number of shares	4,810,004	5,336,670	5,318,889	4,810,004	5,318,889
	- Percentage of shareholding	38.90%	43.16%	43.07%	38.90%	43.07%
18	**Promoters and promoter group shareholding**					
	a) Pledged / encumbered					
	- Number of shares	Nil	Nil	Nil	Nil	Nil
	- Percentage of shares (as a % of total shareholding of promoter and promoter group)	N.A.	N.A.	N.A.	N.A.	N.A.
	- Percentage of shares (as a % of the total share capital of the company)	N.A.	N.A.	N.A.	N.A.	N.A.
	b) Non-encumbered					
	- Number of shares	7,555,179	7,028,513	7,029,344	7,555,179	7,029,344
	- Percentage of shares (as a % of total shareholding of promoter and promoter group)	100%	100%	100%	100%	100%
	- Percentage of shares (as a % of the total share capital of the company)	61.10%	56.84%	56.93%	61.10%	56.93%

Statement of assets and liabilities as at the year end is given below:

Particulars	Year ended 31 March 2012 Audited	Year ended 31 March 2011 Audited
EQUITY AND LIABILITIES		
Shareholders' funds		
Share capital	1,236.52	1,234.82
Reserves and surplus	6,989.43	6,606.82
	8,225.95	**7,841.64**
Non-current liabilities		
Long term borrowings	39.92	-
Deferred tax liabilities (net)	-	17.77
Long term provisions	86.95	73.04
	126.87	**90.81**
Current liabilities		
Short term borrowings	3,531.75	3,791.74
Trade payables	1,911.70	2,589.34
Other current liabilities	1,355.65	1,285.83
Short term provisions	538.19	458.02
	7,337.29	**8,124.93**
	15,690.11	**16,057.38**
ASSETS		
Non-current assets		
Fixed assets		
Tangible assets	2,797.03	3,196.36
Intangible assets	132.88	131.28
Capital work in progress	-	-
Non-current investments	285.60	285.60
Deferred tax assets (net)	101.19	-
Long term loans and advances	1,470.20	2,078.72
Other non current assets	486.34	182.73
	5,273.24	**5,874.69**
Current assets		
Inventories	3,577.49	4,813.98
Trade receivables	5,919.47	4,606.14
Cash and bank balances	79.98	145.78
Short-term loans and advances	839.93	616.79
	10,416.87	**10,182.69**
	15,690.11	**16,057.38**

For CENTUM ELECTRONICS LIMITED

APPARAO V MALLAVARAPU
CHAIRMAN & MANAGING DIRECTOR

Notes:

1 The above results were taken on record by the Board of Directors at their meeting held on 25 May 2012.

2 Figures for the three months ended 31 March 2012 and 31 March 2011 are the balancing figures between audited figures in respect of full financial year and the published year to date figures up to the previous quarter of the respective year. Also, the figures up to the period ended 31 December 2011 and 31 December 2010 were only reviewed and not subjected to audit. The statutory auditors have issued unqualified audit report. The audit report has been filed with the stock exchange and is also available on the company's website.

3 The Company operates through two segments, Products and Electronic Manufacturing Services.

4 Financial results for the quarter and year ended (consolidated information):

Particulars	Quarter ended			Year ended	
	2012	2011	2011	31 March	
	31 March	31 December	31 March	2012	2011
	Unaudited	Unaudited	Unaudited	Audited	Audited
a. Net sales / income from operation	7,766.12	5,332.58	6,729.98	25,743.85	25,393.55
b. Profit before tax	708.06	97.75	51.60	1,337.18	1,102.15
c. Profit after tax	467.73	62.08	27.70	901.96	649.55
d. Basic earning per share	2.92	0.65	0.36	5.83	4.03
e. Diluted earning per share	2.91	0.64	0.36	5.77	4.03

5 The number of investor complaints received, resolved and pending during the quarter are as follows:

Number of complaints pending at the beginning of the quarter	Nil
Number of complaints received during the quarter	2
Number of complaints resolved during the quarter	2
Number of complaints pending at the end of the quarter	Nil

6 Previous period's figures have been regrouped and reclassified, wherever necessary to conform to current period's presentation.

Place: Bangalore
Date: 25 May 2012

CENTUM ELECTRONICS LIMITED

For Centum Electronics Limited

Apparao V Mallavarapu
Chairman & Managing Director

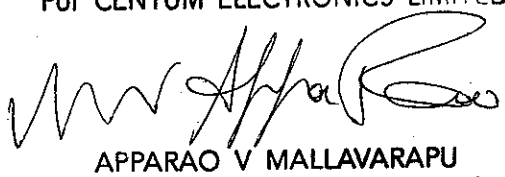
Centum Electronics Limited

Regd. Office: No. 44, KHB Industrial Area, Yelahanka New Township, Bangalore - 560 106

Standalone financial results for the quarter and year ended 31 March 2012

Sl.No.	Particulars	Quarter ended			Year ended	
		2012	2011	2011	31 March	
		31 March	31 December	31 March	2012	2011
		Unaudited	Unaudited	Unaudited	Audited	Audited
1	Segment Revenue					
	(1) Products	418.28	644.43	769.77	2,086.19	2,563.66
	(2) Electronics Manufacturing Services	5,000.94	3,431.34	4,182.41	15,664.61	15,811.63
	(3) Unallocable	89.93	89.93	-	359.61	318.24
	Total	5,509.15	4,165.70	4,952.18	18,110.41	18,693.53
	Less : Inter segment revenue	-	-	14.00	0.11	0.63
	Net sales/income from operations	**5,509.15**	**4,165.70**	**4,938.18**	**18,110.30**	**18,692.90**
2	Segment results (profit)(+)/loss(-) before tax and interest from each segment)					
	(1) Products	22.77	43.40	120.41	107.99	399.02
	(2) Electronics Manufacturing Services	418.83	157.19	150.82	844.13	645.96
	Total	441.60	200.59	271.23	952.12	1,044.98
	Less :					
	(i) Interest	82.44	83.50	96.83	317.54	314.47
	(ii) Other unallocable expenditure net off unallocable income.	(11.43)	(34.66)	73.79	(133.32)	73.81
	Total profit before tax	**370.59**	**151.75**	**100.61**	**767.90**	**656.70**
3	Capital employed (segment assets-segment liabilities).					
	(1) Products	1,315.05	1,276.34	1,504.60	1,315.05	1,504.60
	(2) Electronics Manufacturing Services	4,985.54	4,312.38	4,070.93	4,985.54	4,070.93
	(3) Unallocated	1,925.36	2,531.25	2,266.11	1,925.36	2,266.11
	Total	**8,225.95**	**8,119.97**	**7,841.64**	**8,225.95**	**7,841.64**

For CENTUM ELECTRONICS LIMITED



APPARAO V MALLAVARAPU
CHAIRMAN & MANAGING DIRECTOR

B S R & Co.
(Registered)
Chartered Accountants

Maruthi Info-Tech Centre
11-12/1 Inner Ring Road
Koramangala
Bangalore 560 071 India

Telephone +91 80 3980 6000
Fax +91 80 3980 6999

To
Board of Directors of **Centum Electronics Limited**

We have audited the accompanying annual financial results of **Centum Electronics Limited** ('the Company') for the year ended 31 March 2012, attached herewith, being submitted by the Company pursuant to the requirement of clause 41 of the Listing Agreement 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. Attention is drawn to the fact that the figures for the quarter ended 31 March 2012 and the corresponding quarter ended in the previous year as reported in these financial results are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the end of the third quarter of the relevant financial year. Also the figures upto the end of the third quarter had only been reviewed and not subjected to audit.

These financial results have been prepared on the basis of the annual financial statements and reviewed quarterly financial results upto the end of the third quarter 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 annual financial statements which have been prepared in accordance with the recognition and measurement principles laid down in the Companies (Accounting Standards) Rules, 2006 as per Section 211(3C) of the Companies Act, 1956 and other accounting principles generally accepted in India and in compliance with Clause 41 of the Listing Agreement.

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 misstatements. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. 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 financial results:

(i) are presented in accordance with the requirements of clause 41 of the Listing Agreement in this regard; and

(ii) give a true and fair view of the net profit and other financial information for the year ended 31 March 2012.

Certified True Copy
For CENTUM ELECTRONICS LIMITED

Ramu Akkili
Company Secretary

Further, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the Management, also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the Company in terms of clause 35 of the Listing Agreement and found the same to be correct.

for **B S R & Co.**
Chartered Accountants
Firm registration number: 101248W

Zubin Shekary
Partner
Membership No.: 48814

Place: Bangalore
Date: 25 May 2012

Certified True Copy
For CENTUM ELECTRONICS LIMITED

Ramu Akkili
Company Secretary

B S R & Co.
(Registered)
Chartered Accountants

Maruthi Info-Tech Centre
11-12/1 Inner Ring Road
Koramangala
Bangalore 560 071 India

Telephone +91 80 3980 6000
Fax +91 80 3980 6999

To
Board of Directors of **Centum Electronics Limited**

We have audited the accompanying annual consolidated financial results of **Centum Electronics Limited** ('the Company') and its subsidiary (collectively referred to as 'the Centum Group') for the year ended 31 March 2012, attached herewith, being submitted by the Company pursuant to the requirement of clause 41 of the Listing Agreement 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. Attention is drawn to the fact that the figures for the quarter ended 31 March 2012 and the corresponding quarter ended in the previous year as reported in these consolidated financial results are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the end of the third quarter of the relevant financial year. Also the figures upto the end of the third quarter had only been reviewed and not subjected to audit.

These consolidated financial results have been prepared on the basis of the annual consolidated financial statements and reviewed quarterly consolidated financial results upto the end of the third quarter which are the responsibility of the Company's Management. Our responsibility is to express an opinion on these consolidated financial results based on our audit of the annual consolidated financial statements which have been prepared in accordance with the recognition and measurement principles laid down in the Companies (Accounting Standards) Rules, 2006 as per Section 211(3C) of the Companies Act, 1956 and other accounting principles generally accepted in India and in compliance with Clause 41 of the Listing Agreement.

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 misstatements. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. 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.

We report that the consolidated financial statements have been prepared by the Company's Management in accordance with the requirements of Accounting Standard (AS) 21, Consolidated Financial Statements, prescribed by the Companies (Accounting Standards) Rules, 2006.

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

(i) are presented in accordance with the requirements of clause 41 of the Listing Agreement in this regard; and

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For CENTUM ELECTRONICS LIMITED

Rama Akkili
Company Secretary

(ii) give a true and fair view of the net profit and other financial information for the year ended 31 March 2012.

Further, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the Management, also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the Company in terms of clause 35 of the Listing Agreement and found the same to be correct.

for **B S R & Co.**
Chartered Accountants
Firm registration number: 101248W

Zubin Shekary
Partner
Membership No.: 48814

Place: Bangalore
Date: 25 May 2012

Certified True Copy
For CENTUM ELECTRONICS LIMITED

Ramu Akkili
Company Secretary