GEMINI
Innovation & Leadership
ISO 9001 - 2008

Gemini Communication Ltd.
Regd. Office: #1, Dr. Ranga Road
2nd Street, Alwarpet, Chennai - 600 018
Ph: 91-44-2466 0570/71. Fax: 91-44-2499 5062
E-mail: info@gcl.in
www.gcl.in

August 10, 2012

The Secretary
National Stock Exchange of India Limited
Listing Department
Bandra Kurla Complex, Bandra (East)
Mumbai 400051
Fax: (022) 2659 8237 / 38
Kind Attn.: Ms. Shreya Ghose

Bombay Stock Exchange Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai 400001
Fax: (022) 2272 2061
Kind Attn.: Mr. S Subramaniam, DCS-CRD

Madras Stock Exchange Limited
Exchange Building
11 Second Line Beach
Chennai – 600 001
Fax: 044-25244897

Dear Sir,

Re.: Submission of Financial Results and Limited Review Report

Ref.: NSE Symbol: GEMINI
BSE Scrip ID: GEMINICO (Scrip Code: 532318)

We wish to inform that the Board of Directors of Gemini Communication Limited has at its meeting held today (i.e. August 10, 2012):

- Approved the audited financial results (both standalone and consolidated) for the financial year 2011-12. A copy of the Audited Results is enclosed.
- Not recommended any dividend on equity shares for the financial year ended March 31, 2012.
- Taken on record the unaudited financial results (both standalone and consolidated) for the period from April 01, 2012 to June 30, 2012. A copy of the unaudited financial results is enclosed.

The Board has also decided to convene the **17th Annual General Meeting of the Company on Thursday, September 27, 2012**. The notice of the Annual General Meeting will be sent to you in due course. Please note that the Register of Members and Share Transfer Books of the Company will remain closed as per details given below:

Symbol:	**Type of Security**	**Book closure**		**Purpose**
		From	**To**	
GEMINI	Equity	24th September 2012 (Monday)	27th September 2012 (Thursday)	Annual General Meeting of the Company
		(both days inclusive)		

Further, we are enclosing the limited review report on unaudited financial results for the quarter ended June 30, 2012, submitted by the Statutory Auditor Mr. S. Ramanath, Chartered Accountant, to the Board of Directors of Gemini Communication Limited, at its Meeting held on August 10, 2012 (today).

We request you to take the above on record.

Thanking you,

Yours faithfully,

For Gemini Communication Limited

R. Vijaykumar
Chairman and Managing Director

Encl.: As above

Gemini Communication Limited

Regd. Office: No. 1, Dr. Ranga Road, Alwarpet, Chennai - 600 018

Part I (Rs. in Lakhs)

Statement of Audited Results for the Year ended 31 March 2012

Particulars	Standalone		Consolidated	
	Year Ended 31-03-2012	Year Ended 31-03-2011	Year Ended 31-03-2012	Year Ended 31-03-2011
(Refer Notes Below)	(Audited)	(Audited)	(Audited)	(Audited)
1. Income from operations				
(a) Net Sales / Income from operations	28,490.15	31,616.28	54,102.08	55,065.89
(b) Other operating income	-	-	-	-
Total income from operations	**28,490.15**	**31,616.28**	**54,102.08**	**55,065.89**
2. Expenses				
(a) Cost of materials consumed	16,568.09	26,061.49	32,505.56	41,379.30
(b) Purchases of stock-in-trade		-	-	-
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	1,059.61	(3,522.52)	2,095.48	(5,382.58)
(d) Employee benefits expense	2,888.19	2,200.48	3,988.30	3,073.27
(e) Depreciation and amortisation expense	3,545.26	2,445.70	5,439.44	3,735.82
(f) Other expenses	1,498.04	630.30	2,067.03	1,178.65
Total Expenses	**25,559.20**	**27,815.45**	**46,095.82**	**43,984.46**
3. Profit / (Loss) from operations before other income, finance costs and exceptional items (1 - 2)	**2,930.96**	**3,800.83**	**8,006.26**	**11,081.43**
4. Other Income	114.37	64.71	408.28	547.30
5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	**3,045.33**	**3,865.54**	**8,414.54**	**11,628.73**
6. Finance costs	2,865.98	2,580.61	5,157.90	4,112.82
7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	**179.35**	**1,284.93**	**3,256.64**	**7,515.91**
8. Exceptional items	-	-	-	-
9. Profit (+)/ Loss (-) from ordinary activities before tax (7+8)	**179.35**	**1,284.93**	**3,256.64**	**7,515.91**
10. Tax expense	(7.68)	305.59	(406.21)	1,098.78
11. Net Profit (+)/ Loss (-) from ordinary activities after tax (9-10)	**187.03**	**979.34**	**3,662.85**	**6,417.13**
12. Extraordinary items (net of tax expense Rs. _____ Lakhs)	-	-	-	-
13. Net Profit (+)/ Loss (-) for the period (11-12)	**187.03**	**979.34**	**3,662.85**	**6,417.13**
14. Share of profit / (loss) of associates				
15. Minority interest		-	**(44.26)**	**(39.35)**
16. Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 + 14 + 15)	**187.03**	**979.34**	**3,618.59**	**6,377.78**
17. Paid-up equity share capital (Face Value of Rs. 1 each)	1,064.97	1,068.98	1,064.97	1,068.98
18. Reserves excluding revaluation reserves	11,144.14	11,049.55	23,667.38	20,149.75
19. Basic and Diluted earnings per share before extraordinary item (Rs.)	0.18	0.95	3.40	6.22
20. Basic and Diluted earnings per share after extraordinary item (Rs.)	0.18	0.95	3.40	6.22

Notes.

1. The above audited financial results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on August 10, 2012.
2. The Board of Directors has not recommended any dividend on equity shares for the financial year 2011-12.
3. Statement of Assets and Liabilities

(₹ in lakhs)

Particulars	Standalone		Consolidated	
	3/31/2012	3/31/2011	3/31/2012	3/31/2011
A. EQUITY AND LIABILITIES				
1. Shareholders' Funds				
a. Share Capital	1,064.97	1,068.98	1,064.97	1,068.98
b. Reserves and Surplus	11,144.14	11,049.55	23,411.33	20,149.75
c. Money received against share warrants				-
Sub-total - Shareholders' funds	12,209.11	12,118.53	24,476.29	21,218.73
2. Share application money pending allotment	-	-	-	-
3. Minority Interest	-	-	256.05	214.05
4. Non-current Liabilities				
a. Long-term borrowings	5,121.40	5,472.80	18,947.90	10,093.50
b. Deferred tax liabilities (net)	1,155.48	1,199.00	1,274.34	1,751.58
c. Other long-term liabilities	-	-	-	-
d. Long-term provisions	-	-	-	-
Sub-total - Non-current liabilities	6,276.88	6,671.80	20,222.24	11,845.08
5. Current Liabilities				
a. Short-term borrowings	14,904.82	13,375.84	19,703.44	29,692.03
b. Trade payables	19,455.23	23,559.90	5,930.70	9,100.07
c. Other current liabilities	1,802.79	2,315.79	2,473.91	2,780.18
d. Short-term provisions	632.05	728.01	1,473.19	1,068.69
Sub-total - Current liabilities	36,794.99	39,979.54	29,581.24	42,640.97
TOTAL - EQUITY AND LIABILITIES	**55,280.98**	**58,769.87**	**74,535.82**	**75,918.83**
B. ASSETS				
1. Non-current assets				
a. Fixed assets	9,225.17	8,827.24	13,587.80	15,021.58
b. Goodwill on consolidation	-	-	470.65	470.65
c. Non-current investments	5,588.85	5,578.85	10.00	-
d. Deferred tax assets (Net)	-	-	-	-
e. Long-term loans and advances	-	-	-	-
f. Other non-current assets	-	-	-	-
Sub-total - Non-current assets	14,814.01	14,406.09	14,068.45	15,492.23
2. Current assets				
a. Current investments	-	-	-	-
b. Inventories	5,892.83	6,952.44	7,127.34	9,222.82
c. Trade receivables	21,841.59	26,715.45	34,888.90	38,765.63
d. Cash and bank balance	1,296.66	1,642.35	2,314.75	3,667.94
e. Short-term loans and advances	9,315.44	7,981.86	5,838.89	5,575.49
f. Other current assets	2,120.45	1,071.68	10,297.49	3,194.72
Sub-total - Current assets	40,466.97	44,363.78	60,467.37	60,426.60
TOTAL - ASSETS	**55,280.98**	**58,769.87**	**74,535.82**	**75,918.83**

4. The company has only one reportable business segment namely network product and services
5. All the other disclosures as required under the listing agreement have been disclosed in the unaudited accounts for the last quarter of the financial year ended March 31, 2012, which was submitted to the stock exchange on May 14, 2012.
6. Previous periods' figures have been regrouped or reclassified wherever necessary.

For and on behalf of the Board

Chennai, August 10, 2012

R. Vijaykumar
Chairman & Managing Director

Gemini Communication Limited

Regd. Office: No. 1, Dr. Ranga Road, Alwarpet, Chennai - 600 018

Part I

Statement of Unaudited Results for the Quarter ended 30 June 2012

(Rs. in Lakhs)

Particulars	Standalone				Consolidated			
	Quarter Ended 30-06-2012	Quarter Ended 3/31/2012	Quarter Ended 30-06-2011	Previous Year Ended 31-03-2012	Quarter Ended 30-06-2012	Quarter Ended 3/31/2012	Quarter Ended 30-06-2011	Previous Year Ended 31-03-2012
(Refer Notes Below)	(Unaudited)	(Audited) - Refer Note 3	(Unaudited)	(Audited)	(Unaudited)	(Audited) - Refer Note 3	(Unaudited)	(Audited)
1. Income from operations								
(a) Net Sales / Income from operations (Net of excise duty)	4,341.70	10,041.85	3,529.88	28,490.15	7,363.14	21,890.21	7,892.70	54,102.08
(b) Other operating income			-					-
Total income from operations	**4,341.70**	**10,041.85**	**3,529.88**	**28,490.15**	**7,363.14**	**21,890.21**	**7,892.70**	**54,102.08**
2. Expenses								
(a) Cost of materials consumed	2,011.59	7,154.61	1,184.97	16,568.09	3,968.31	19,030.46	4,272.86	32,505.56
(b) Purchases of stock-in-trade	-		-	-	-		-	-
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(145.36)	(150.25)	179.69	1,059.61	(328.87)	(807.93)	(750.64)	2,095.48
(d) Employee benefits expense	359.14	753.15	532.63	2,888.19	481.01	1,070.61	770.89	3,988.30
(e) Depreciation and amortisation expense	886.00	1,359.08	662.06	3,545.26	892.75	1,879.93	1,115.49	5,439.44
(f) Other expenses	572.32	591.92	202.24	1,498.04	658.73	283.85	330.39	2,067.03
Total Expenses	**3,683.69**	**9,708.52**	**2,761.59**	**25,559.20**	**5,671.93**	**21,456.92**	**5,738.99**	**46,095.82**
3. Profit / (Loss) from operations before other income, finance costs and exceptional items (1 - 2)	**658.01**	**333.34**	**768.29**	**2,930.96**	**1,691.21**	**433.30**	**2,153.71**	**8,006.26**
4. Other Income	2.84	12.63	25.29	114.37	162.35	(161.66)	106.64	408.28
5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	**660.85**	**345.97**	**793.58**	**3,045.33**	**1,853.56**	**271.64**	**2,260.35**	**8,414.54**
6. Finance costs	634.06	751.47	631.25	2,865.98	1,302.96	1,515.56	1,064.29	5,157.90
7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	**26.79**	**(405.50)**	**162.33**	**179.35**	**550.60**	**(1,243.92)**	**1,196.06**	**3,256.64**
8. Exceptional items								
9. Profit (+)/ Loss (-) from ordinary activities before tax (7+8)	**26.79**	**(405.50)**	**162.33**	**179.35**	**550.60**	**(1,243.92)**	**1,196.06**	**3,256.64**
10. Tax expense	9.18		55.19	(7.68)	188.58		88.08	(406.21)
11. Net Profit (+)/ Loss (-) from ordinary activities after tax (9-10)	**17.61**	**(405.50)**	**107.14**	**187.03**	**362.02**	**(1,243.92)**	**1,107.98**	**3,662.85**
12. Extraordinary items (net of tax expense Rs. _____ Lakhs)								-
13. Net Profit (+)/ Loss (-) for the period (11-12)	**17.61**	**(405.50)**	**107.14**	**187.03**	**362.02**	**(1,243.92)**	**1,107.98**	**3,662.85**
14. Share of profit / (loss) of associates								
15. Minority interest								
16. Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 + 14 + 15)	**17.61**	**(405.50)**	**107.14**	**187.03**	**362.02**	**(1,243.92)**	**1,107.98**	**3,662.85**
17. Paid-up equity share capital (Face Value of Rs. 1 each)	1,064.97	1,064.97	1,068.98	1,064.97	1,064.97	1,064.97	1,068.98	1,064.97
18. Reserves excluding revaluation reserves				11,144.14				23,667.38
19. Basic and Diluted earnings per share before extraordinary item (Rs.)	0.02	(0.38)	0.10	0.18	0.34	(1.17)	1.04	3.44
20. Basic and Diluted earnings per share after extraordinary item (Rs.)	0.02	(0.38)	0.10	0.18	0.34	(1.17)	1.04	3.44

* EPS is for the period (not annualised)

Part II

Select information for the Quarter ended 30 June 2012

Particulars	Quarter ended 30-06-2012	Quarter ended 31-03-2012	Quarter ended 30-06-2011	Year ended 31-03-2012
A. PARTICULARS OF SHAREHOLDING				
1. Public shareholding				
- Number of shares	62360244	62943734	63328947	62943734
- Percentage of shareholding	58.69%	59.09%	59.24%	59.09%
2. Promoter and Promoter Group Shareholding				
a. Pledged / Encumbered				
- Number of shares	34090436	32240436	30230376	32240436
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	77.62%	74.00%	69.38%	74.00%
- Percentage of shares (as a % of the total share capital of the company)	32.07%	30.27%	28.28%	30.27%
b. Non-encumbered				
- Number of shares	9829059	11330617	13338677	11330617
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	22.38%	26.00%	100.00%	26.00%
- Percentage of shares (as a % of the total share capital of the company)	9.25%	10.64%	12.48%	10.64%

Particulars	Quarter ended 30-06-2012
B. INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	-
Received during the quarter	-
Disposed of during the quarter	-
Remaining unresolved at the end of the quarter	-

Notes:

1. The above results of the Company, which have been subjected to a limited review by the Statutory auditors of the Company, were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on August 10th, 2012.
2. The company has only one reportable business segment namely network product and services
3. The figures for the quarter ended March 31, 2012 are the balancing figures between audited figures in respect of the full financial year ended March 31, 2012 and the unaudited published year to date figures as on December 31, 2011, being the date of the end of third quarter of the financial year which were subjected to limited review.
4. Previous periods' figures have been regrouped or reclassified wherever necessary.

For and on behalf of the Board

R. Vijaykumar
Chairman & Managing Director

Chennai, August 10, 2012

CA. S.Ramanath B.Sc., ACA, *Grad.* CWA.,
Chartered Accountant

Ph : 91-422-2593551
Cell : 98431 14501

Ref:

Date :

Limited Review Report of the Unaudited Financial Results for the quarter ended 30th June, 2012

We have reviewed the accompanying statement of unaudited financial results of M/s. Gemini Communication Ltd for the quarter ended 30th June, 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 report on these financial statements based our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, **Engagements to Review Financial Statements** issued by the Institute of Chartered Accountants India. 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 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.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results 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 statement.

We have only traced the disclosure regarding Public Shareholding and Promoter and Promoter Group Shareholding in the statement from the disclosures made by the management and are therefore not expressing a review opinion thereon.

Place: Chennai
Date: 10.08.2012

S. RAMANATH B.Sc., ACA GRAD. CWA.
CHARTERED ACCOUNTANT,
1-A, EAST STREET, SINGANALLUR,
COIMBATORE - 641 005.

#1A. East Street, Agraharam. Singanallur. Coimbatore-641 005.
E-Mail ID : ramvis2006@yahoo.co.in.