

Genesys International Corporation Ltd.


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May 29, 2014

BSE Limited

Corporate Relationship Department

P.J. Towers,

Dalal Street, Fort,

Mumbai - 400 001

Ph : 22721233, Fax : 22723121/3719

Dear Sir,

Sub: Annual Accounts and Audited Financial Results for the year ended March 31, 2014 and Recommendation of Dividend

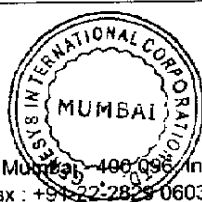
Scrip Code: 506109

We wish to inform you that the Board of Directors of the Company at its Meeting held on Thursday, May 29, 2014 has accorded its approval / consent for the following :

1. Annual Accounts of the Company for the year ended March 31, 2014

The Board of Directors of the Company has approved and signed the Annual Accounts of the Company for the year ended March 31, 2014. The details as required under Clause 20 of the Listing Agreement are mentioned herein below.

Sr. No.	Particulars	2013-14 (Audited)	2012-13 (Audited)
(i)	Income from Operations	7511.79	11,374.94
(ii)	Operating Profit before Depreciation, Interest and Taxes	2005.58	3755.29
(iii)	Less: Provision for depreciation and amortization	960.98	1212.23
(iv)	Less: Finance Cost	185.07	171.49
(v)	Operating Profit before Tax	859.53	2371.57
(vi)	Less: Exceptional Items - provision for diminution in value of investments	-	-
(vii)	Profit Before Tax	859.63	2371.57
(viii)	Less: Current Tax	173.00	477.00
(ix)	Less: Deferred Tax	(0.50)	(170.08)
(x)	Less: Tax Adjustments for earlier years	3.46	2.52
(xi)	Net Profit After Tax	683.57	2062.13
(xii)	Proposed Dividend	37.31	74.62
(xiii)	Dividend Distribution Tax	6.34	12.68
(xiv)	Amount Transferred to General	50.00	225.00



Genesys International Corporation Ltd.



Sr. No.	Particulars	2013-14 (Audited)	2012-13 (Audited)
	Reserve		
(xv)	Balance carried to Balance Sheet	589.92	1749.83
(xvi)	Reserves and Surplus	16661.44	16021.52

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2. Dividend:

The Board of Directors of the Company at its meeting held today have proposed, subject to the approval of shareholders at the ensuing Annual General Meeting a Dividend of Re. 0.125 per equity share of Rs.5/-

Dividend on equity shares, if approved at the Annual General Meeting, will be credited/dispatched to the shareholders within 30 days from the date of approval.

The date of Annual General Meeting and closure of the Register of Members & Share Transfer Books will be informed to you separately.

3. Audited Financial Results for the year ended March 31, 2014

The copy of the Audited Financial Results of the Company for the year ended March 31, 2014 in the format as prescribed under Clause 41 of the Listing Agreement, duly approved by the Board of Directors of the Company at its Meeting held on May 29, 2014, is enclosed herewith.

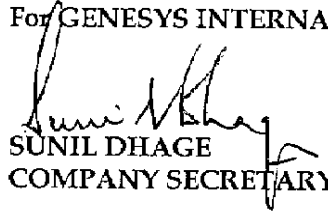
The Trading Window under the Code of Conduct for Prevention of Insider Trading closed for Audited Financial Results for year ended March 31, 2014 shall open on May 31, 2014.

We request you to take the aforesaid information on record, pursuant to the provisions of Clause 20 and Clause 41 of the Listing Agreement.

Thanking you,

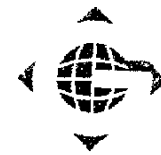
Yours Faithfully,

For GENESYS INTERNATIONAL CORPORATION LIMITED


SUNIL DHAGE
COMPANY SECRETARY



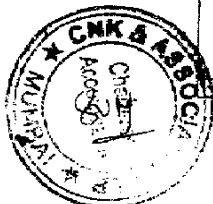
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AUDITED FINANCIAL RESULTS FOR THE QUARTER & YEAR ENDED MARCH 31, 2014

(Rs in lacs)

PART I		Quarter ended,			Year ended,	
Particulars		31-Mar-14	31-Dec-13	31-Mar-13	31-Mar-14	31-Mar-13
		(Unaudited)			(Audited)	
		Refer Note 5		Refer Note 5		
1	Income from operations					
	Net Sales / Income from operations	574.55	1,614.25	3,461.35	7,511.79	11,374.94
	Total income from operations	574.55	1,614.25	3,461.35	7,511.79	11,374.94
2	Expenses					
	a) Employees Cost	581.18	751.73	1,390.33	3,550.41	5,277.06
	b) Depreciation and Amortisation Expense	147.61	250.05	324.09	960.98	1,212.23
	c) Other Expenditure	458.39	548.85	1,203.46	2,241.80	2,842.10
	Total expenses	1,187.18	1,550.64	2,917.88	6,753.19	9,331.39
3	Profit/(Loss) from Operations before other income, finance costs & exceptional items (1-2)	(612.63)	61.51	543.47	758.60	2,043.55
4	Other Income	(39.99)	19.25	29.32	286.00	495.51
	Profit/(Loss) from ordinary activities before finance costs & exceptional items (3+4)	(652.62)	80.76	572.79	1,044.60	2,539.06
5	Finance Costs	34.41	51.37	71.23	185.07	171.49
7	Profit/(Loss) after finance costs but before exceptional items (5)	(687.03)	31.49	501.56	859.53	2,371.57
8	Exceptional Items					
9	Profit/(Loss) from ordinary activities before Tax (7-8)	(687.03)	31.49	501.56	859.53	2,371.57
10	Tax Expense					
	- Current Tax	(151.24)	5.24	103.00	143.00	477.00
	- Deferred Tax	18.21	(16.68)	(57.07)	(6.50)	(170.08)
	- Tax Adj. for earlier years	3.46		0.03	3.46	2.52
11	Net Profit/(Loss) from ordinary activities after Tax (9-10)	(665.40)	40.05	444.51	895.49	2,674.01
12	Extraordinary Items					
13	Net Profit/(Loss) for the period (11-12)	(665.40)	40.05	444.51	895.49	2,674.01
14	Fund up Equity Share Capital (Face value of Rs. 5/- each)	1,492.38	1,492.38	1,492.38	1,492.38	1,492.38
15	Reserves excluding revaluation reserves				16,661.44	16,021.52
16.a	Earnings per Share before extraordinary items (weighted average)					
	Basic EPS (Not Annualised)	(1.87)	0.14	1.53	2.29	6.91
	Diluted EPS (Not Annualised)	(1.87)	0.14	1.53	2.29	6.91
16.b	Earnings per Share after extraordinary items (weighted average)					
	Basic EPS (Not Annualised)	(1.87)	0.14	1.53	2.29	6.91
	Diluted EPS (Not Annualised)	(1.87)	0.14	1.53	2.29	6.91
PART II						
A PARTICULARS OF SHAREHOLDING						
1	Public Shareholding					
	- Number of Shares	12,279,778	12,279,778	12,279,778	12,279,778	12,279,778
	- Percentage of Shareholding	41.15%	41.15%	41.15%	41.15%	41.15%
2	Promoters and promoter group Shareholding					
	a) Pledged/Encumbered					
	- Number of shares	786,046	786,046	786,046	786,046	786,046
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	4.47%	4.47%	4.47%	4.47%	4.47%
	- Percentage of shares (as a % of the total share capital of the company)	2.63%	2.63%	2.63%	2.63%	2.63%
	b) Non-encumbered					
	- Number of shares	16,781,688	16,781,688	16,781,688	16,781,688	16,781,688
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	95.53%	95.53%	95.53%	95.53%	95.53%
	- Percentage of shares (as a % of the total share capital of the company)	56.22%	56.22%	56.22%	56.22%	56.22%
Particulars		Quarter ended, 31-Mar-14				
B INVESTOR COMPLAINTS						
Pending at the beginning of the quarter		Nil				
Received during the quarter		Nil				
Disposed of during the quarter		Nil				
Remaining unresolved at the end of the quarter		Nil				
Contd.....2.....						

Contd.....2.....


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Genesys International Corporation Ltd.


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STATEMENT OF ASSETS AND LIABILITIES

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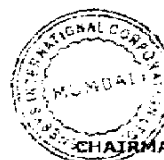
(Rs In lacs)

Particulars	As at	
	31.03.2014 (Audited)	31.03.2013 (Audited)
A EQUITY AND LIABILITIES		
1 Shareholders' Funds		
(a) Share Capital	1,492.38	1,492.38
(b) Reserve & Surplus	16,661.44	16,021.52
(c) Equity Share Warrants	2,000.00	
sub total - Shareholders' fund	20,153.82	17,513.90
2 Non-Current Liabilities		
(a) Long-term borrowings	50.89	171.70
(b) Long-term provisions	448.84	695.72
sub total - Non-current liabilities	505.73	777.42
3 Current Liabilities		
(a) Short-term borrowings	605.64	630.91
(b) Trade payables	412.85	304.56
(c) Other current liabilities	1,080.81	1,589.01
(d) Short-term provisions	162.68	265.53
sub total - Current liabilities	2,261.98	2,930.01
TOTAL EQUITY AND LIABILITIES	22,921.53	21,221.33
B ASSETS		
1 Non-Current Assets		
(a) Fixed assets	7,520.67	7,803.44
(b) Non-current investments	12,236.07	7,478.27
(c) Deferred tax assets (net)	283.78	283.29
(d) Long-term loans and advances	1,231.85	4,859.93
sub total - Non-current assets	16,272.37	15,424.93
2 Current Assets		
(a) Current Investments	-	264.10
(b) Trade Receivables	3,893.98	3,210.12
(c) Cash and Cash Equivalents	301.19	796.51
(d) Short-term loans and advances	1,504.34	280.07
(e) Other current assets	949.65	1,245.60
sub total - Current assets	6,649.16	5,796.40
TOTAL ASSETS	22,921.53	21,221.33

Notes:

- The Company addresses the consumer location based services market as well as enterprise and infrastructure space.
- The company operates only in single Primary Segment, i.e. Geographical Information Systems.
- The financial results for the quarter and year ended March 31, 2014 have been reviewed by the Audit Committee and thereon, the Board of Directors at its meeting held on May 29, 2014 approved the same and its release.
- The Board of Directors have recommended, subject to the approval of shareholders, a dividend of 2.5% i.e. Rs. 0.125 per fully paid up equity share of Rs. 5 each aggregating to Rs. 37.31 lacs. (Previous Year Rs. 0.25 per equity share aggregating to Rs. 74.62 lacs)
- Figures for the quarter ended March 31, 2014 and March 31, 2013 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.
- Previous year/period figures have been re-grouped / re-classified and restated, wherever considered necessary.

For GENESYS INTERNATIONAL CORPORATION LIMITED

 Place: Mumbai
 Dated: May 29, 2014

SAJID MALIK
 CHAIRMAN & MANAGING DIRECTOR

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CNK & Associates LLP
Chartered Accountants

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Narain Chambers, 5th Floor, M.G. Road, Vile Parle (E), Mumbai - 400 057.
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**AUDITORS REPORT
TO THE BOARD OF DIRECTORS OF
GENESYS INTERNATIONAL CORPORATION LIMITED**

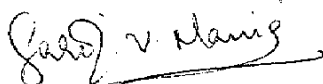
1. We have audited the attached Financial Results ("the Statement") of GENESYS INTERNATIONAL CORPORATION LIMITED ("the Company") for the year ended March 31, 2014, being submitted by the Company pursuant to Clause 41 of the Listing Agreement, with the Stock Exchanges. ("listing agreement") except for 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.
2. This Statement has been prepared on the basis of the related annual financial statements, which are the responsibility of the Company's Management and have been approved by the Board of Directors. Our responsibility is to express an opinion on the Statement, based on our audit of the related annual financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in the Companies (Accounting Standards) Rules, 2006 read with General Circular 15/2013 dated 13th September, 2013 of Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India and in compliance with clause 41 of the Listing Agreement.
3. 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 Statement is free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts and the disclosures in the Statement. An audit also includes assessing the accounting principles used and the significant estimates made by the Management. We believe that our audit provides a reasonable basis for our opinion.
4. Attention is invited to Note 5 of the accompanying Statement regarding figures for the quarter ended 31st March 2014 and 31st March, 2013, being balancing figures between the audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the relevant financial year. Further, the figures of the immediately preceding quarter ended 31st December, 2013 have only been reviewed by us and have not been subjected to an audit.
5. In our opinion and to the best of our information and according to the explanations given to us, the basis stated in paragraph 3 and subject to our comments in paragraph 4, the Statement:
 - (i) is presented in accordance with the requirement of Clause 41 of the Listing Agreement in this regard and
 - (ii) gives a true and fair view of the net profit and other financial information of the Company for the year ended 31st March, 2014.
6. 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 the percentage of shareholding in respect of the aggregate amount of



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public shareholding, pledged / encumbered shares and non-encumbered shares of promoter and promoter group shareholders, in terms of Clause 35 of the Listing Agreements and the particulars relating to the undisputed investor complaints and found the same to be correct.

For CNK & Associates LLP
Chartered Accountants
(Firm Registration No. 101961W)



(Saroj Maniar)
Partner
Membership No: 40803
Mumbai, May 29, 2014

