

May 29, 2015

To
National Stock Exchange of India Limited
Mumbai

Dear Sir,

SUB: Outcome of the Board Meeting – reg.,

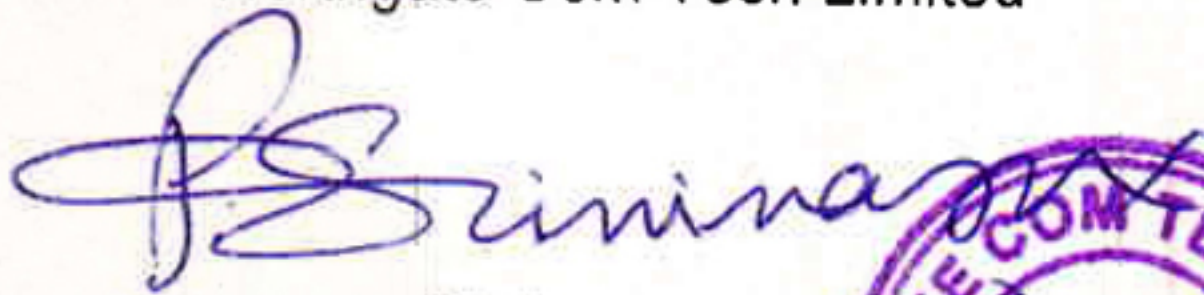
This is to inform you that the Board of Directors in their Meeting held today i.e. May 29, 2015 *inter-alia* has:

1. Considered, Approved and taken on record the Audited Consolidated and the Stand Alone Financial results for the Quarter and the Year ended March 31, 2015.
2. Appointed Ms. Pathan Naazneen as Additional Director (Woman) on the Board.

Please find enclosed Audited Consolidated and the Stand Alone Financial Results for the Quarter and the Year ended March 31, 2015 along with the Auditors Report as per Clause 41 of the Listing Agreement.

Thanking you,

Yours truly,
For Northgate Com Tech Limited



Palacharla Srinivasu
Executive Director





Auditor's Report On Quarterly Consolidated Financial Results and Consolidated Year to Date Results of the Company Pursuant to the Clause 41 of the Listing Agreement

To
Board of Directors of Northgate Com Tech Limited

We have audited the quarterly consolidated financial results of Northgate Com Tech Limited for the quarter ended 31st March 2015 and the consolidated year to date results for the period 1st April 2014 to 31st March 2015 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. These consolidated quarterly financial results as well as the consolidated year to date financial results have been prepared from consolidated 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 such interim financial statements, which have been prepared in accordance with the Accounting Standards notified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India. Attention is drawn to the fact that the figures for the quarters ended March 31, as reported in these results are the balancing figures between audited figures in respect of the financial years ended March 31, and the published year to date figures up to the end of the third quarter of the relevant financial years.

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 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 did not audit the financial statements of 4 subsidiaries included in the consolidated quarterly financial results and consolidated year to date results, whose consolidated interim financial statements reflect total assets of Rs 509,618,273 as at 31st March 2015 and as at the quarter ended 31st March 2015 as well as the total revenue of Rs. 610,375,528 as at 31st March, 2015 and Rs.139,378,587 as at the quarter ended 31st March 2015. These interim financial statements and other financial information have been audited by other auditors whose reports have been furnished to us, and our opinion on the quarterly financial results and the year to date results, to the extent they have been derived from such interim financial statements is based solely on the report of such other auditors.

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



- (i) include the quarterly financial results and year to date of the following entities
1. Northgate Com Tech Limited (Holding Company)
 2. Northgate Investments Pte Limited, Singapore
 3. Globe7 Pte Limited, Singapore
 4. Social Media India Limited, Hyderabad, India
 5. Adgog UK Limited, United Kingdom
 6. Globe7 HK Limited, Hong Kong (Under liquidation)
- (ii) have been presented in accordance with the requirements of clause 41 of the Listing Agreement in this regard; and
- (iii) give a true and fair view of the consolidated net profit/loss⁹ and other financial information for the quarter ended 31st March 2015 as well as the consolidated year to date results for the period from 1st April 2014 to 31st March 2015.

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 consolidated number of shares as well as percentage of shareholdings in respect of aggregate amount of consolidated public shareholdings, as furnished by the company in terms of clause 35 of the Listing Agreement and found the same to be correct.

For EVB Reddy & Associates
Chartered Accountants
Firm Registration No : 011050S

Navitha

CA.Navitha K
Partner

Membership Number :221085



Place of signature : Hyderabad
Date : 29 May 2015

NORTHGATE COM TECH LIMITED
CIN : L72200TG2010PLC068624

8-2-686/8/B/1, Third Floor, Gamut Square, Road No: 12, Banjara Hills, Hyderabad- 500 034

PART I : STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31 MARCH 2015

(Figures ₹ in lakhs)

Sl. No	PARTICULARS	Three months ended			Year ended	
		31.03.2015	31.12.2014	31.03.2014	31.03.2015	31.03.2014
		Audited	Unaudited	Audited	Audited	Audited
1	Income from operations	1,393.79	1,717.41	1,480.83	6,091.35	3,706.82
	a) Income from operations	-	-	-	-	-
	b) Other operating income	-	-	-	-	-
	Total income from operations	1,393.79	1,717.41	1,480.83	6,091.35	3,706.82
2	Expenses	1,328.30	1,554.76	852.17	5,703.31	2,589.17
	a) Operating expenses	92.83	88.19	99.40	355.81	317.29
	b) Employee benefits expense	2.82	2.96	17.43	12.08	30.08
	c) Depreciation and amortisation	132.10	99.46	924.32	560.56	1,354.81
	d) Other expenditure	1,556.05	1,745.37	1,893.32	6,631.76	4,291.35
	Total expenses	(162.26)	(27.96)	(412.49)	(540.41)	(584.53)
3	Profit/(Loss) from operations before other income, finance costs (1-2)	15.37	5.25	38.33	35.57	98.47
4	Other income	(146.89)	(22.71)	(374.16)	(504.84)	(486.06)
5	Profit/(Loss) from ordinary activities before finance costs (3 + 4)	83.29	34.61	15.52	183.42	138.76
6	Finance costs	(230.18)	(57.32)	(389.68)	(688.26)	(624.82)
7	Profit/(Loss) from ordinary activities after finance costs (5 - 6)	-	-	-	-	-
8	Exceptional items	(230.18)	(57.32)	(389.68)	(688.26)	(624.82)
9	Profit/(Loss) from ordinary activities before tax (7 - 8)	-	-	5.21	-	5.21
10	Tax expense	(230.18)	(57.32)	(394.89)	(688.26)	(630.03)
11	Net Profit/(Loss) from ordinary activities after tax (9 - 10)	-	-	-	-	-
12	Extra-ordinary items	(230.18)	(57.32)	(394.89)	(688.26)	(630.03)
13	Net Profit/(Loss) for the year (11 - 12)	4,901.86	4,901.86	4,901.86	4,901.86	4,901.86
14	Paid - up equity share capital face value Rs.10/- each	-	-	-	(5,417.43)	(4,737.92)
15	Reserves (excluding revaluation reserve and debenture redemption reserve)	-	-	-	-	-
16	Earnings per share for the period (in Rupees) per Rs.10/- share	-	-	-	-	-
	a) Before Extra-ordinary items	-	-	-	-	-
	- Basic	(0.47)	(0.12)	(0.81)	(1.40)	(1.29)
	- Diluted	(0.47)	(0.12)	(0.81)	(1.40)	(1.29)
	b) After Extra-ordinary items	-	-	-	-	-
	- Basic	(0.47)	(0.12)	(0.81)	(1.40)	(1.29)
	- Diluted	(0.47)	(0.12)	(0.81)	(1.40)	(1.29)

PART II : SELECTED INFORMATION FOR THE QUARTER AND YEAR ENDED 31 MARCH 2015

A PARTICULARS OF SHAREHOLDING

Sl. No	PARTICULARS	Three months ended			Year ended	
		31.03.2015	31.12.2014	31.03.2014	31.03.2015	31.03.2014
		Audited	Unaudited	Audited	Audited	Audited
1	Public share holding	38,471,474	38,471,474	38,388,474	38,471,474	38,388,474
	-Number of shares (Face value Rs.10/- each)	78.48	78.48	78.31	78.48	78.31
	-Percentage of share holding	-	-	-	-	-
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)	Nil	Nil	Nil	Nil	Nil
	- Percentage of shares (as a % of the total share capital of the company)	Nil	Nil	Nil	Nil	Nil
	b) Non-encumbered	-	-	-	-	-
	- Number of shares	10,547,116	10,547,116	10,630,116	10,547,116	10,630,116
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00	100.00	100.00	100.00	100.00
	- Percentage of shares (as a % of the total share capital of the company)	21.52	21.52	21.69	21.52	21.69



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
Nil	Nil	Nil	Nil

2 Statement of assets and liabilities

Sl. No	PARTICULARS	As at	
		31.03.2015	31.03.2014
		Audited	Audited
A	EQUITY AND LIABILITIES		
1	Shareholders Funds		
	a) Share capital	4,901.86	4,901.86
	b) Reserves and surplus	(5,417.43)	(4,737.92)
	Sub-total - Shareholders' funds	(515.57)	163.94
2	Non-current liabilities		
	Long-term provisions	6.32	6.16
	Sub-total - Non current liabilities	6.32	6.16
3	Current Liabilities		
	a) Short-term borrowing	1,127.81	971.70
	b) Trade payables	4,133.25	1,234.20
	c) Other current liabilities	391.11	302.32
	d) Short term provisions	5.42	207.51
	Sub-total - Current liabilities	5,657.59	2,715.73
	TOTAL - EQUITY AND LIABILITIES	5,148.34	2,885.83
B	ASSETS		
1	Non-current Assets		
	a) Fixed Assets	30.65	36.50
	b) Non-current investments	-	-
	c) Long-term loans and advances	239.05	441.60
	Sub-total - Non-current assets	269.70	478.10
2	Current Assets		
	a) Trade receivables	3,848.93	1,403.99
	b) Cash and cash equivalents	26.68	39.67
	c) Short-term loans and advances	1,003.03	964.07
	Sub-total - Current assets	4,878.64	2,407.73
	TOTAL - ASSETS	5,148.34	2,885.83

Notes

- The audited consolidated financial results were reviewed by the Audit Committee and approved at the meeting of the Board of Directors of the Company held on 29 May 2015.
- The primary business segment of the Company is "online advertising". As the Company operates in a single business segment, separate segment disclosure under Clause 41 of the Listing agreement is not relevant.
- The figures of the current quarter ended March 31 2015 are the balancing figures between the audited figures for the year ended 31 March 2015 and the published figures upto third quarter ended 31 December 2014.
- Figures for the previous quarters/periods/year have been regrouped/ restated, wherever necessary.

Place : Hyderabad
Date : 29 May 2015



For and on behalf of the Board
For Northgate Com Tech Limited

P. Srinivasu
P.Srinivasu
Executive Director



Auditor's Report On Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Clause 41 of the Listing Agreement

To
Board of Directors of Northgate Com Tech Limited

We have audited the quarterly financial results of Northgate Com Tech Limited for the quarter ended 31 March 2015 and the year to date results for the period 1st April 2014 to 31st March 2015 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. These quarterly financial results as well as the year to date financial results have been prepared on the basis of the 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 such interim financial statements, which have been prepared in accordance with the Accounting Standards notified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India. Attention is drawn to the fact that the figures for the quarters ended March 31, as reported in these results are the balancing figures between audited figures in respect of the financial years ended March 31, and the published year to date figures up to the end of the third quarter of the relevant financial years.

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 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 quarterly financial results as well as the year to date 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/ loss and other financial information for the quarter ended 31st March 2015 as well as the year to date results for the period from 1st April 2014 to 31st March 2015.

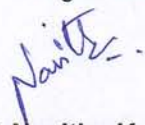


Further, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by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

For EVB Reddy & Associates

Chartered Accountants

Firm Registration No : 011050S


CA. Navitha K

Partner

Membership Number : 221085



Place of signature : Hyderabad

Date : 29 May 2015

NORTHGATE COM TECH LIMITED

CIN : L72200TG2010PLC068624

8-2-686/8/B/1, Third Floor, Gamut Square, Road No: 12, Banjara Hills, Hyderabad- 500 034

PART I : STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31 MARCH 2015

(Figures ₹ In lakhs)

Sl. No	PARTICULARS	Three months ended			Year ended	
		31.03.2015	31.12.2014	31.03.2014	31.03.2015	31.03.2014
		Audited	Unaudited	Audited	Audited	Audited
1	Income from operations					
	a) Income from operations	77.10	75.27	99.16	336.70	623.57
	b) Other operating income	-	-	-	-	-
	Total income from operations	77.10	75.27	99.16	336.70	623.57
2	Expenses					
	(a) Operating expenses	27.21	22.00	53.45	115.30	381.32
	(b) Employee benefits expense	36.88	41.90	43.10	157.79	176.10
	(c) Depreciation expense	1.30	1.45	1.39	5.10	3.90
	Total expenses	65.39	65.35	97.94	278.19	561.32
3	Profit/(Loss) from operations before other income, finance costs (1-2)	11.71	9.92	1.22	58.51	62.25
4	Other income	5.11	1.28	2.19	9.79	12.32
5	Profit/(Loss) from ordinary activities before finance costs (3 + 4)	16.82	11.20	3.41	68.30	74.57
6	Finance costs	14.87	15.47	17.43	62.31	75.40
7	Profit/(Loss) from ordinary activities after finance costs (5 - 6)	1.95	(4.27)	(14.02)	5.99	(0.83)
8	Exceptional items	-	-	-	-	-
9	Profit/(Loss) from ordinary activities before tax (7 - 8)	1.95	(4.27)	(14.02)	5.99	(0.83)
10	Tax expense	-	-	-	-	-
11	Net Profit/(Loss) from ordinary activities after tax (9 - 10)	1.95	(4.27)	(14.02)	5.99	(0.83)
12	Extra-ordinary items (Note. 2)	-	-	-	-	-
13	Net profit/(loss) for the year (11 - 12)	1.95	(4.27)	(14.02)	5.99	(0.83)
14	Paid - up equity share capital face value Rs.10/- each	4,901.86	4,901.86	4,901.86	4,901.86	4,901.86
15	Reserves (excluding revaluation reserve and debenture redemption reserve)	-	-	-	(5,398.79)	(5,403.04)
16	Earnings per share for the period (in Rupees) per Rs.10/- share					
	a) Before Extra-ordinary items					
	- Basic	0.004	(0.01)	(0.03)	0.012	(0.002)
	- Diluted	0.004	(0.01)	(0.03)	0.012	(0.002)
	b) After Extra-ordinary items					
	- Basic	0.004	(0.01)	(0.03)	0.012	(0.002)
	- Diluted	0.004	(0.01)	(0.03)	0.012	(0.002)

PART II : SELECTED INFORMATION FOR THE YEAR ENDED 31 MARCH 2015

A PARTICULARS OF SHAREHOLDING

Sl. No	PARTICULARS	Three months ended			Year ended	
		31.03.2015	31.12.2014	31.03.2014	31.03.2015	31.03.2014
		Audited	Unaudited	Audited	Audited	Audited
1	Public share holding					
	-Number of shares (Face value Rs.10/- each)	38,471,474	38,471,474	38,388,474	38,471,474	38,388,474
	-Percentage of share holding	78.48	78.48	78.31	78.48	78.31
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)	Nil	Nil	Nil	Nil	Nil
	- Percentage of shares (as a % of the total share capital of the company)	Nil	Nil	Nil	Nil	Nil
	b) Non-encumbered					
	- Number of shares	10,547,116	10,547,116	10,630,116	10,547,116	10,630,116
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00	100.00	100.00	100.00	100.00
	- Percentage of shares (as a % of the total share capital of the company)	21.52	21.52	21.69	21.52	21.69

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
Nil	Nil	Nil	Nil



2 Statement of assets and liabilities

Sl. No	PARTICULARS	As at	
		31.03.2015	31.03.2014
		Audited	Audited
A	EQUITY AND LIABILITIES		
1	Shareholders Funds		
	Share capital	4,901.86	4,901.86
	Reserves and surplus	(5,398.79)	(5,403.04)
	Sub-total - Shareholders' funds	(496.93)	(501.18)
2	Non-current liabilities		
	Long-term provision	4.68	4.36
	Long-term borrowing	882.07	899.83
	Sub-total - Non current liabilities	886.75	904.19
3	Current Liabilities		
	Trade payables	87.06	126.28
	Other current liabilities	140.95	52.88
	Short term provisions	0.17	0.13
	Sub-total - Current liabilities	228.18	179.29
	TOTAL - EQUITY AND LIABILITIES	618.00	582.30
B	ASSETS		
1	Non-current Assets		
	Fixed assets		
	- Tangible assets	19.53	19.35
	Non current investments	510.99	510.99
	Other non current assets	11.99	16.02
	Sub-total - Non-current assets	542.51	546.36
2	Current Assets		
	Trade receivables	67.97	18.00
	Cash and bank balances	1.31	11.00
	Short term loan and advances	6.21	6.94
	Sub-total - Current assets	75.49	35.94
	TOTAL - ASSETS	618.00	582.30

Segment reporting:

Sl. No	Particulars	Three months ended			Year ended	
		31.03.2015	31.12.2014	31.03.2014	31.03.2015	31.03.2014
		Audited	Unaudited	Audited	Audited	Audited
1	Segment Revenue					
	a. IT / IT Enabled services	77.10	75.27	94.33	336.70	378.99
	b. Online Advertising	-	-	4.83	-	244.58
	Total	77.10	75.27	99.16	336.70	623.57
	Less: Inter Segment Revenues	-	-	-	-	-
	Net Revenues	77.10	75.27	99.16	336.70	623.57
2	Segment Results					
	(Profit/(Loss) before tax and interest from each segment)					
	a. IT / IT Enabled services	16.82	9.92	23.15	69.14	90.07
	b. Online Advertising	-	-	(9.49)	(0.84)	(5.25)
	Total	16.82	9.92	13.66	68.30	84.82
	Less:					
	i. Interest	14.87	15.47	17.43	62.31	75.40
	ii. Other un-allocable expenditure net off un-allocable income	-	(1.28)	10.25	-	10.25
	Operating Profit before Tax	1.95	(4.27)	(14.02)	5.99	(0.83)
3	Capital Employed					
	(Segment assets - Segment liabilities)					
	a. IT / IT Enabled services	(496.93)	(498.95)	(391.36)	(496.93)	(391.36)
	b. Online Advertising	-	-	(109.83)	-	(109.83)
	Un-allocable Capital Employed	-	-	-	-	-
	Total Capital Employed	(496.93)	(498.95)	(501.19)	(496.93)	(501.19)

Notes

1

The audited financial results were reviewed by the Audit Committee and approved at the meeting of the Board of Directors of the Company held on 29 May 2015.



- 2 The figures of the current quarter ended March 31 2015 are the balancing figures between the audited figures for the year ended 31 March 2015 and the published figures upto third quarter ended 31 December 2014.
- 3 Figures for the previous quarters/periods/year have been regrouped/ restated, wherever necessary

For and on behalf of the Board
For Northgate Com Tech Limited

P. Srinivasu

P.Srinivasu
Executive Director

Place : Hyderabad
Date : 29 May 2015

