

February 13, 2015

To
National Stock Exchange of India Limited
Mumbai

Dear Sir,

SUB: Outcome of the Board Meeting – reg.,

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This is to inform you that the Board of Directors in their meeting held on February 13, 2015 *inter-alia* Considered, Approved and taken on record the Un-audited Consolidated and Standalone Financial Results for the Quarter and Nine months ended 31 December 2014.

Please find enclosed said Un-audited Consolidated and the Standalone financial results for the Quarter and Nine months ended 31 December 2014 as per Clause 41 of the Listing Agreement together with the Limited Review Reports obtained from the Auditors.

Thanking you,

Yours faithfully
For **Northgate Com Tech Limited**

P.Srinivasu
Executive Director
Encl: as above



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 UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2014

(Figures ₹ in lakhs)

Sl. No	PARTICULARS	Three months ended			Nine months ended		Year ended
		31.12.2014	30.09.2014	31.12.2013	31.12.2014	31.12.2013	31.03.2014
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Income from operations						
	a) Income from operations	75.27	86.77	103.52	259.60	524.42	623.57
	b) Other operating income	-	-	-	-	-	-
	Total income from operations	75.27	86.77	103.52	259.60	524.42	623.57
2	Expenses						
	(a) Operating expenses	22.00	27.43	33.99	88.09	327.88	381.32
	(b) Employee benefits expense	41.90	40.77	42.27	120.91	133.00	176.10
	(c) Depreciation expense	1.45	1.20	0.92	3.80	2.50	3.90
	Total expenses	65.35	69.40	77.18	212.80	463.38	561.32
3	Profit/(Loss) from operations before other income, finance costs (1-2)	9.92	17.37	26.34	46.80	61.04	62.25
4	Other income	1.28	3.39	-	4.68	10.13	12.32
5	Profit/(Loss) from ordinary activities before finance costs (3 + 4)	11.20	20.76	26.34	51.48	71.17	74.57
6	Finance costs	15.47	15.90	18.69	47.44	57.98	75.40
7	Profit/(Loss) from ordinary activities after finance costs (5 - 6)	(4.27)	4.86	7.65	4.04	13.19	(0.83)
8	Exceptional items	-	-	-	-	-	-
9	Profit/(Loss) from ordinary activities before tax (7 - 8)	(4.27)	4.86	7.65	4.04	13.19	(0.83)
10	Tax expense	-	-	-	-	-	-
11	Net Profit/(Loss) from ordinary activities after tax (9 - 10)	(4.27)	4.86	7.65	4.04	13.19	(0.83)
12	Extra-ordinary items	-	-	-	-	-	-
13	Net profit/(loss) for the year (11 - 12)	(4.27)	4.86	7.65	4.04	13.19	(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	4,901.86
15	Reserves (excluding revaluation reserve and debenture redemption reserve)	-	-	-	-	-	(5,403.04)
16	Earnings per share for the period (in Rupees) per Rs. 10/- share						
	a) Before Extra-ordinary items						
	- Basic	(0.01)	0.01	0.02	0.01	0.03	(0.002)
	- Diluted	(0.01)	0.01	0.02	0.01	0.03	(0.002)
	b) After Extra-ordinary items						
	- Basic	(0.01)	0.01	0.02	0.01	0.03	(0.002)
	- Diluted	(0.01)	0.01	0.02	0.01	0.03	(0.002)

PART II : SELECTED INFORMATION FOR THE QUATER AND NINE MONTHS ENDED 31 DECEMBER 2014

A PARTICULARS OF SHAREHOLDING

Sl. No	PARTICULARS	Three months ended			Nine months ended		Year ended
		31.12.2014	30.09.2014	31.12.2013	31.12.2014	31.12.2013	31.03.2014
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Public share holding						
	-Number of shares (Face value Rs. 10/- each)	3,84,71,474	3,83,88,474	3,83,88,474	3,84,71,474	3,83,88,474	3,83,88,474
	-Percentage of share holding	78.48	78.31	78.31	78.48	78.31	78.31
2	Promoters and promoter group Shareholding						
	a) Pledged/Encumbered						
	- Number of shares	Nil	Nil	Nil	Nil	Nil	Nil
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	Nil	Nil	Nil	Nil	Nil	Nil
	- Percentage of shares (as a % of the total share capital of the company)	Nil	Nil	Nil	Nil	Nil	Nil
	b) Non-encumbered						
	- Number of shares	1,05,47,116	1,06,30,116	1,06,30,116	1,05,47,116	1,06,30,116	1,06,30,116
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00	100.00	100.00	100.00	100.00	100.00
	- Percentage of shares (as a % of the total share capital of the company)	21.52	21.69	21.69	21.52	21.69	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



Segment reporting:

Sl. No	Particulars	Three months ended			Nine months ended		Year ended
		31.12.2014	30.09.2014	31.12.2013	31.12.2014	31.12.2013	31.03.2014
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Segment Revenue						
	a. IT / IT Enabled services	75.27	86.77	100.33	259.60	284.68	378.99
	b. Online Advertising	-	-	3.19	-	239.74	244.58
	Total	75.27	86.77	103.52	259.60	524.42	623.57
	Less: Inter Segment Revenues	-	-	-	-	-	-
	Net Revenues	75.27	86.77	103.52	259.60	524.42	623.57
2	Segment Results						
	(Profit/(Loss) before tax and interest from each segment)						
	a. IT / IT Enabled services	9.92	17.36	26.33	46.80	66.92	90.07
	b. Online Advertising	-	-	0.01	-	4.25	(5.25)
	Total	9.92	17.36	26.34	46.80	71.17	84.82
	Less:						
	i. Interest	15.47	15.90	18.69	47.44	57.98	75.40
	ii. Other un-allocable expenditure net off un-allocable income	(1.28)	(3.40)	-	(4.68)	-	10.25
	Operating Profit before Tax	(4.27)	4.86	7.65	4.04	13.19	(0.83)
3	Capital Employed						
	(Segment assets - Segment liabilities)						
	a. IT / IT Enabled services	(498.95)	(494.62)	(358.48)	(498.95)	(358.48)	(391.36)
	b. Online Advertising	-	-	(128.69)	-	(128.69)	(109.83)
	Un-allocable Capital Employed	-	-	-	-	-	-
	Total Capital Employed	(498.95)	(494.62)	(487.17)	(498.95)	(487.17)	(501.19)

Notes

- 1 The unaudited financial results were reviewed by the Audit Committee and approved at the meeting of the Board of Directors of the Company held on 13 February 2015.
- 2 The Board of Directors of the Company in their meeting have considered and approved the appointment of M/s. E V B Reddy & Associates. to hold office as Statutory Auditors of the Company for the period December 31, 2014 until the conclusion of the next annual general meeting of the Company in place of existing auditors M/s Navitha and Associates, due to Casual Vacancy arising out of dissolution of their firm resulting from the merger of two Firms of the auditors, namely M/s. Navitha and Associates and M/s. E V B Reddy & Associates.
- 3 Previous periods figures have been regrouped and rearranged wherever necessary

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


P. Srinivasu
Executive Director



Place : Hyderabad
Date : 13 February 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 UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2014

(Figures ₹ in lakhs)

Sl. No	PARTICULARS	Three months ended			Nine months ended		Year ended
		31.12.2014	30.09.2014	31.12.2013	31.12.2014	31.12.2013	31.03.2014
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Income from operations						
	a) Income from operations	1,717.41	1,534.51	820.93	4,697.56	2,225.99	3,706.82
	b) Other operating income	-	-	-	-	-	-
	Total income from operations	1,717.41	1,534.51	820.93	4,697.56	2,225.99	3,706.82
2	Expenses						
	a) Operating expenses	1,554.76	1,447.73	615.16	4,375.01	1,736.99	2,589.17
	b) Employee benefits expense	88.19	89.29	78.55	262.98	217.89	317.29
	c) Depreciation and amortisation	2.96	2.70	4.53	9.26	12.64	30.08
	d) Other expenditure	99.46	234.13	101.86	428.46	430.49	1,354.81
	Total expenses	1,745.37	1,773.85	800.10	5,075.71	2,398.01	4,291.35
3	Profit/(Loss) from operations before other income, finance costs (1-2)	(27.96)	(239.34)	20.83	(378.15)	(172.02)	(584.53)
4	Other income	5.25	13.05	4.63	20.20	60.14	98.47
5	Profit/(Loss) from ordinary activities before finance costs (3 + 4)	(22.71)	(226.29)	25.46	(357.95)	(111.88)	(486.06)
6	Finance costs	34.61	33.36	40.52	100.13	123.25	138.76
7	Profit/(Loss) from ordinary activities after finance costs (5 - 6)	(57.32)	(259.65)	(15.06)	(458.08)	(235.13)	(624.82)
8	Exceptional items	-	-	-	-	-	-
9	Profit/(Loss) from ordinary activities before tax (7 - 8)	(57.32)	(259.65)	(15.06)	(458.08)	(235.13)	(624.82)
10	Tax expense	-	-	-	-	-	5.21
11	Net Profit/(Loss) from ordinary activities after tax (9 - 10)	(57.32)	(259.65)	(15.06)	(458.08)	(235.13)	(630.03)
12	Extra-ordinary items	-	-	-	-	-	-
13	Net Profit/(Loss) for the year (11 - 12)	(57.32)	(259.65)	(15.06)	(458.08)	(235.13)	(630.03)
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	4,901.86
15	Reserves (excluding revaluation reserve and debenture redemption reserve)	-	-	-	-	-	(4,737.92)
16	Earnings per share for the period (in Rupees) per Rs. 10/- share						
	a) Before Extra-ordinary items						
	- Basic	(0.12)	(0.53)	(0.03)	(0.93)	(0.48)	(1.29)
	- Diluted	(0.12)	(0.53)	(0.03)	(0.93)	(0.48)	(1.29)
	b) After Extra-ordinary items						
	- Basic	(0.12)	(0.53)	(0.03)	(0.93)	(0.48)	(1.29)
	- Diluted	(0.12)	(0.53)	(0.03)	(0.93)	(0.48)	(1.29)

PART II : SELECTED INFORMATION FOR THE QUATER AND NINE MONTHS ENDED 31 DECEMBER 2014

A PARTICULARS OF SHAREHOLDING

Sl. No	PARTICULARS	Three months ended			Nine months ended		Year ended
		31.12.2014	30.09.2014	31.12.2013	31.12.2014	31.12.2013	31.03.2014
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Public share holding						
	-Number of shares (Face value Rs 10/- each)	3,84,71,474	3,83,88,474	3,83,88,474	3,84,71,474	3,83,88,474	3,83,88,474
	-Percentage of share holding	78.48	78.31	78.31	78.48	78.31	78.31
2	Promoters and promoter group Shareholding						
	a) Pledged/Encumbered						
	- Number of shares	Nil	Nil	Nil	Nil	Nil	Nil
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	Nil	Nil	Nil	Nil	Nil	Nil
	- Percentage of shares (as a % of the total share capital of the company)	Nil	Nil	Nil	Nil	Nil	Nil
	b) Non-encumbered						
	- Number of shares	1,05,47,116	1,06,30,116	1,06,30,116	1,05,47,116	1,06,30,116	1,06,30,116
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00	100.00	100.00	100.00	100.00	100.00
	- Percentage of shares (as a % of the total share capital of the company)	21.52	21.69	21.69	21.52	21.69	21.69



B INVESTOR COMPLAINTS

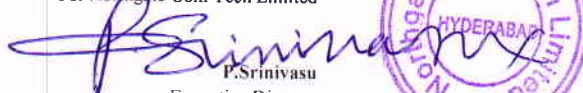
Pending at the beginning of the quarter	Received during the quarter	Disposed of during the quarter	Remaining unresolved at the end of the quarter
Nil	Nil	Nil	Nil

Notes

- ¹ The unaudited consolidated financial results were reviewed by the Audit Committee and approved at the meeting of the Board of Directors of the Company held on 13 February 2015. The Statutory Auditors have carried out a Limited Review of the financial results for the quarter and nine months ended 31 December 2014.
- ² 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.
- ³ The Board of Directors of the Company in their meeting have considered and approved the appointment of M/s. E V B Reddy & Associates. to hold office as Statutory Auditors of the Company for the period December 31, 2014 until the conclusion of the next annual general meeting of the Company in place of existing auditors M/s. Navitha and Associates, due to Casual Vacancy arising out of dissolution of their firm resulting from the merger of two Firms of the auditors, namely M/s. Navitha and Associates and M/s. E V B Reddy & Associates.
- ⁴ Previous periods figures have been regrouped and rearranged wherever necessary.

Place : Hyderabad
Date : 13 February 2015

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


P. Srinivasu
Executive Director





LIMITED REVIEW REPORT

To,
The Board of Directors,
M/s. Northgate Com Tech Limited
Hyderabad.

1. We have reviewed the accompanying statements of un-audited stand alone financial results of M/s. Northgate Com Tech Limited for the quarter and nine months ended 31st December 2014, except for the disclosures regarding 'Public Shareholding' and 'Promoter Group Shareholding' and 'Number of Investor Complaints' which have been traced from disclosures made by the management but have not been reviewed by us. This statement has been prepared by the Company pursuant to clause 41 of the Listing Agreement with the Stock Exchange in India, which has been initialed by us for identification purpose. The 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 on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of 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.
3. A review is limited primarily to inquiries of company personnel and analytical procedure 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.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of Un-audited Standalone Financial results for the quarter and Nine months ended 31st December 2014 prepared in accordance with applicable Accounting and other recognized accounting practices and policies and has not disclosed the information required to be disclosed in terms of clause 41 of the listing agreement including the manner in which is to be disclosed.

For E.V.B.Reddy And Associates
Chartered Accountants
ICAI Firm Regn. No. 011050S



Navitha K
Navitha K
Partner
M.No.221085

Hyderabad
Date: 13 February, 2015



LIMITED REVIEW REPORT

To,
The Board of Directors,
M/s. Northgate Com Tech Limited
Hyderabad.

1. We have reviewed the accompanying statements of un-audited consolidated financial results of M/s. Northgate Com Tech Limited and the subsidiaries for the quarter and nine months ended 31 December 2014, except for the disclosures regarding 'Public Shareholding' and 'Promoter Group Shareholding' and 'Number of Investor Complaints' which have been traced from disclosures made by the management but have not been reviewed by us. This statement has been prepared by the Company pursuant to clause 41 of the Listing Agreement with the Stock Exchange in India, which has been initialed by us for identification purpose. The 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 on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of 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.
3. A review is limited primarily to inquiries of company personnel and analytical procedure 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.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of Un-audited Consolidated Financial results for the quarter and nine months ended 31st December 2014 prepared in accordance with applicable Accounting and other recognized accounting practices and policies and has not disclosed the information required to be disclosed in terms of clause 41 of the listing agreement including the manner in which is to be disclosed.

For E.V.B.Reddy And Associates
Chartered Accountants
ICAI Firm Regn. No. 011050S



Navitha K

Navitha K
Partner

M.No.221085

Hyderabad

Date: 13 February, 2015