

Statement of Standalone Audited Results for the Quarter Ended 31st March 2012

(Rs. in lakhs, except per share data)

See accompanying notes to the financial results

A	PARTICULARS OF SHAREHOLDING
1	Name of shareholder
2	Number of shares held
3	Percentage of total shares held
4	Date of acquisition
5	Source of funds
6	Other particulars

Particulars		Three Months Ended
		31.03.2012
B	INVESTOR COMPLAINTS	
	Pending at the beginning of the quarter	Nil
	Received during the quarter	3
	Disposed off during the quarter	3
	Remaining unresolved at the end of the quarter	Nil

- 1 The results for the quarter ended March 31, 2012 were reviewed by the Audit Committee and have been approved by the Board of Directors at its meeting held on April 27, 2012.
- 2 An audit has been completed by the Statutory Auditors for the quarter ended March 31, 2012, quarter ended March 31, 2011 and for the quarter and year ended December 31, 2011.
- 3 During the year ended December 31, 2011, the Company had acquired 100% shares of Computaris International Limited, UK (Computaris) on January 26, 2011 for a maximum consideration of GBP 9 million out of which GBP 4.25 million is the initial payout and balance is based on earn outs as well as fulfillment of certain condition by the erstwhile shareholders of Computaris over the next two years. As at December 31, 2011, the management assessed investment value at Rs 4,845.83 lakhs which represented the consideration assessed as probable to be paid as on that date. During the quarter ended March 31, 2012, on fulfillment of certain conditions stipulated in the Share Purchase Agreement, the management has re-assessed and increased the investment value by Rs. 26.23 lakhs which represents the additional consideration assessed as probable to be paid over the period.
- 4 During the year ended December 31, 2010, the Board of Directors of the Company and R Systems NV, Belgium (wholly owned subsidiary of the Company) had approved the liquidation of R Systems NV, Belgium subject to the required statutory and corporate approvals in India and Belgium. The Company is in the process of obtaining relevant regulatory approvals.
- 5 During the year ended December 31, 2010, the Board of Directors had approved a scheme for corporate restructuring of its two subsidiaries based in Singapore viz ECNet Limited and R Systems (Singapore) Pte. Limited subject to applicable corporate and other regulatory approvals in India and Singapore. The proposed corporate restructuring involves conversion of loan by the Company to ECNet Limited into equity investment and thereafter amalgamation of both these subsidiaries. During the year ended December 31, 2011, the loan to ECNet Limited has been converted into equity investment and relevant regulatory approvals for the amalgamation of both the subsidiaries are in process.
- 6 MAT Credit during the quarter and year ended December 31, 2011 includes Rs. 81.56 lakhs pertaining to earlier periods.
- 7 Deferred tax credit for the year ended December 31, 2011 includes Rs 20.59 lakhs pertaining to earlier periods.
- 8 The Board of Directors had recommended a dividend of Rs. 3.60 per share for the year ended December 31, 2011 at its meeting held on February 9, 2012 subject to the approval of the shareholders at the forthcoming Annual General Meeting.
- 9 During the quarter ended March 31, 2012, the Company has allotted 97,220 equity share of Rs. 10 each pursuant to exercise of employee stock options plan under the R Systems International Limited Employee Stock Option Scheme 2007.
- 10 Refer Annexure A for segment wise standalone revenue, results and capital employed.
- 11 Previous period's / year's figures have been regrouped / recasted wherever applicable, to the extent possible.

For Identification

[President & Senior Executive Director]

R SYSTEMS INTERNATIONAL LIMITED					Annexure A
SEGMENT WISE STANDALONE REVENUE, RESULTS AND CAPITAL EMPLOYED					(Rs. in lakhs)
S. No.	Particulars	Three Months Ended			Year Ended
		31.03.2012	31.12.2011	31.03.2011	31.12.2011
		(Audited)	(Audited)	(Audited)	(Audited)
1	Segment revenue				
	- Software development and customisation services	4,554.30	4,644.55	3,767.29	16,828.72
	- Business process outsourcing services	745.34	642.05	519.63	2,339.89
	Income from operations	5,299.64	5,286.60	4,286.92	19,168.61
2	Segment results before tax and interest				
	- Software development and customisation services	402.99	214.35	(16.81)	760.43
	- Business process outsourcing services	138.82	(79.59)	(21.99)	(105.03)
	Total	541.81	134.76	(38.80)	655.40
	(i) Interest expense	(1.61)	(1.49)	(1.63)	(6.26)
	(ii) Interest income	113.05	122.03	67.69	398.55
	(iii) Other unallocable income	5.10	41.22	25.14	122.24
	(iv) Other unallocable expenses	(110.21)	(94.38)	(85.69)	(379.58)
	Profit before tax	548.14	202.14	(33.29)	790.35
3	Capital employed				
	- Software development and customisation services	14,652.16	14,533.75	15,133.23	14,533.75
	- Business process outsourcing services	(1,784.48)	(2,488.87)	(2,351.24)	(2,488.87)
	- Unallocated corporate	6,772.20	7,090.73	6,306.59	7,090.73
	Total capital employed	19,639.88	19,135.61	19,088.58	19,135.61

S.R. Batliboi & Co.
For Identification

For R SYSTEMS INTERNATIONAL LTD.

President & Senior Executive Director

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For R SYSTEMS INTERNATIONAL LTD.

Company Secretary