

TCS/BM - 12/SE/2012-13

October 19, 2012

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Mumbai
Fax No. 2659 8237 / 38
Kind Attn : Manager, Listing Department

BSE Limited
P. J. Towers, Dalal Street
Mumbai
Fax No. 2272 2037/2272 3121
Kind Attn : General Manager,
Department of Corporate Services
Scrip Code No. 532540 (BSE)

Dear Sirs,

Sub: Financial Results for the Quarter and Six Months ended September 30, 2012 and Declaration of a Second Interim Dividend

We enclose the audited financial results of our Company for the quarter and six months ended September 30, 2012, which have been approved and taken on record at a meeting of the Board of Directors of our Company held today.

We would like to inform you that at the Board Meeting held today, the Directors have declared a Second Interim Dividend of ₹ 3 per Equity Share of ₹ 1 each of the Company and that the same will be paid to the equity shareholders of the Company whose names appear on the Register of Members of the Company or in the records of the Depositories as beneficial owners of the shares as on Thursday, November 1, 2012 which is the Record Date fixed for the purpose.

We would like to inform you that the Second Interim Dividend will be paid to the equity shareholders of the Company on Monday, November 12, 2012.

We request you to note the above and acknowledge receipt of this letter.

Thanking you

Yours faithfully,
For Tata Consultancy Services Limited


Suprakash Mukhopadhyay
Vice President and Company Secretary

cc.
National Securities Depository Limited
Trade World, 4th Floor,
Kamala Mills Compound,
Senapati Bapat Marg, Lower Parel,
Mumbai 400 013
Fax No. : 5660 8035 / 2497 6351

Central Depository Services (India) Limited
P.J. Towers, Dalal Street,
Mumbai 400 001
Fax No. 2272 3199

TSR Darashaw Limited
Fax No. : 6656 8494

TATA CONSULTANCY SERVICES

Tata Consultancy Services Limited

11th Floor Air India Building Nariman Point Mumbai 400 021 India
Tel 91 22 6778 9393 Fax 91 22 6778 9344 e-mail corporate.office@tcs.com website www.tcs.com
Registered Office 9th Floor Nirmal Building Nariman Point Mumbai 400 021

**AUDITORS' REPORT
TO THE BOARD OF DIRECTORS OF
TATA CONSULTANCY SERVICES LIMITED**

1. We have audited the accompanying statement ("the Statement") comprising the consolidated financial results of **TATA CONSULTANCY SERVICES LIMITED** ("the Company") and its subsidiaries (the Company and its subsidiaries constitute "the Group") and the standalone financial results of the Company for the quarter and six months ended September 30, 2012, being submitted by the Company pursuant to the requirements of Clause 41 of the Listing Agreements with the Stock Exchanges, except for the matters stated in paragraph 5 below. This Statement has been prepared by the Company on the basis of the the condensed consolidated interim financial statements of the Group and the condensed standalone interim financial statements of the Company for the quarter and six months ended September 30, 2012. The Statement and the said condensed consolidated / standalone interim financial statements are the responsibility of the Company's management and have been approved by the Board of Directors. The condensed consolidated interim financial statements have been prepared by the management on the basis of separate financial statements and other information regarding the subsidiaries. Our responsibility is to express an opinion on these financial results based on our audit of the said condensed consolidated / standalone interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting issued pursuant to the Companies (Accounting Standards) Rules, 2006 and other accounting principles generally accepted in India.
2. 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 statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management. We believe that our audit provides a reasonable basis for our opinion.
3. The interim financial statements of 19 subsidiaries which reflect total assets (net) of Rs 699186 Lakhs as at September 30, 2012, and total revenues of Rs 341884 Lakhs for the quarter and Rs. 633853 Lakhs for six months ended September 30, 2012, as considered in the condensed consolidated interim financial statements, have not been audited.
4. Subject to the matter referred to in paragraph 3 above, based on our audit and to the best of our information and according to the explanations given to us, we are of the opinion that the said Statement:
 - i. in the case of the consolidated financial results of the Group, includes the financial results for the quarter and six months ended September 30, 2012 of the entities listed in Note 1 to the Statement;

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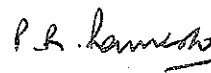
Deloitte Haskins & Sells

- ii. is presented in accordance with the requirements of Clause 41 of the Listing Agreements with the Stock Exchanges to the extent applicable; and
 - iii. gives a true and fair view in conformity with the accounting principles generally accepted in India:
 - a) in the case of the consolidated financial results of the Group, of the net profit and other financial information of the Group for the quarter and six months ended September 30, 2012; and
 - b) in the case of the standalone financial results of the Company, of the net profit and other financial information of the Company for the quarter and six months ended September 30, 2012.
5. Further, we also report that we have traced the number of shares as well as the percentage of shareholdings in respect of the aggregate amount of public shareholdings, pledged / encumbered shares and non-encumbered shares of promoter and promoter group shareholders as furnished by the Company in terms of Clause 35 of the Listing Agreements and the particulars relating to undisputed investor complaints from the details furnished by the Company's Secretary.

For **DELOITTE HASKINS & SELLS**

Chartered Accountants

Registration No. 117366W



P. R. Ramesh

Partner

Membership No .70928

Mumbai, October 19, 2012

TATA CONSULTANCY SERVICES LIMITED

Registered Office : 9th Floor, Nirmal Building, Nariman Point, Mumbai 400021

PART I : Statement of Consolidated Audited Financial Results for the Quarter/Six months ended September 30, 2012

(₹ in Lakhs)

		Quarter ended			Six months ended		Year ended
		September 30, 2012	June 30, 2012	September 30, 2011	September 30, 2012	September 30, 2011	March 31, 2012
1	INCOME FROM OPERATIONS						
	a) Information technology and consultancy services	1518805	1452137	1129629	2970942	2174050	4736221
	b) Sale of equipment and software licenses (Net of excise)	43270	34734	33720	78004	69001	153162
	Total income from operations (net)	1562075	1486871	1163349	3048946	2243051	4889383
2	EXPENSES						
	a) Employee benefits expense	594659	570661	450089	1165320	872187	1855124
	b) Overseas business expense	218262	206295	164891	424557	317187	675301
	c) Services rendered by business associates and others	94063	82749	54354	176812	103884	241461
	d) Depreciation and amortisation expense	26558	24704	23177	51262	43970	91794
	e) Other expenses	211280	194777	155604	406057	308096	673966
	Total expenses	1144822	1079186	848115	2224008	1645324	3537646
3	PROFIT FROM OPERATIONS BEFORE OTHER INCOME, FINANCE COSTS AND TAXES (1-2)	417253	407685	315234	824938	597727	1351737
4	OTHER INCOME (NET)	32833	18626	12269	51459	41683	42817
5	PROFIT BEFORE FINANCE COSTS AND TAXES (3+4)	450086	426311	327503	876397	639410	1394554
6	FINANCE COSTS	1511	655	964	2166	1436	2223
7	PROFIT BEFORE TAXES (5-6)	448575	425656	326539	874231	637974	1392331
8	TAX EXPENSE	101607	89889	93773	191496	161158	339986
9	PROFIT AFTER TAXES BUT BEFORE MINORITY INTEREST AND SHARE OF LOSS OF ASSOCIATE (7-8)	346968	335767	232766	682735	476816	1052345
10	SHARE OF LOSS OF ASSOCIATE	-	-	-	-	-	-
11	MINORITY INTEREST	3531	3999	2666	7530	5238	10996
12	NET PROFIT FOR THE PERIOD (9-10-11)	343437	331768	230100	675205	471578	1041349
13	Paid up equity share capital (Face Value : ₹ 1 per share)	19572	19572	19572	19572	19572	19572
14	Reserves excluding Revaluation Reserves						2928351
15	Basic and diluted earnings per share (in ₹)	17.51	16.92	11.74	34.43	24.06	53.07
16	Dividend per share (par value ₹ 1 each)						
	Interim dividend on equity shares (in ₹)	3.00	3.00	3.00	6.00	6.00	9.00
	Final dividend on equity shares (in ₹)	-	-	-	-	-	16.00
	Total dividend on equity shares (in ₹)	3.00	3.00	3.00	6.00	6.00	25.00
	Total equity dividend percentage	300.00	300.00	300.00	600.00	600.00	2500.00
	Dividend on redeemable preference shares (in ₹)	-	-	-	-	-	0.22
	Preference dividend percentage	-	-	-	-	-	22.00

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PART II: Selected Information for the Quarter/Six months ended September 30, 2012

(A) PARTICULARS OF SHAREHOLDING

	Particulars	Quarter ended			Six months ended		Year ended
		September 30,	June 30,	September 30,	September 30,	September 30,	March 31,
		2012	2012	2011	2012	2011	2012
1	Total Public Shareholding						
	- Number of shares	509655086	509280086	507356374	509655086	507356374	509280086
	- Percentage of shareholding	26.04	26.02	25.92	26.04	25.92	26.02
2	Promoters and promoter group Shareholding						
	a) Pledged / Encumbered						
	- Number of shares	77500000	79500000	83100000	77500000	83100000	79500000
	- Percentage of shares (as a % of the total equity shareholding of promoter and promoter group)	5.35	5.49	5.73	5.35	5.73	5.49
	- Percentage of shares (as a % of the total equity share capital of the company)	3.96	4.06	4.25	3.96	4.25	4.06
	b) Non-Encumbered						
	- Number of shares	1370065910	1368440910	1366764622	1370065910	1366764622	1368440910
	- Percentage of shares (as a % of the total equity shareholding of promoter and promoter group)	94.65	94.51	94.27	94.65	94.27	94.51
	- Percentage of shares (as a % of the total equity share capital of the company)	70.00	69.92	69.83	70.00	69.83	69.92

(B) Information on investors' complaints for the 3 months ended September 30, 2012

Pending at the beginning of the quarter	Received during the quarter	Disposed of during the quarter	Remaining unresolved at the end of the quarter
0	27	25	2

See

TATA CONSULTANCY SERVICES LIMITED

Registered Office : 9th Floor, Nirmal Building, Nariman Point, Mumbai 400021

Audited Consolidated Statement of Assets and Liabilities as at September 30, 2012

(₹ in Lakhs)

		As at September 30, 2012	As at March 31, 2012
(A)	EQUITY AND LIABILITIES		
1	Shareholder's funds		
	a) Share Capital	29572	29572
	b) Reserves and Surplus	3488063	2928351
	Shareholder's funds	3517635	2957923
2	Minority Interest	61635	55877
3	Non- current Liabilities		
	a) Long-term borrowings	11836	11537
	b) Deferred tax liabilities (net)	21237	17345
	c) Other long-term liabilities	33987	29693
	d) Long-term provisions	27079	21765
	Non- current liabilities	94139	80340
4	Current Liabilities		
	a) Short- term borrowings	16813	89
	b) Trade payables	389690	325078
	c) Other current liabilities	256451	241028
	d) Short- term provisions	200059	479114
	Current liabilities	863013	1045309
	TOTAL - EQUITY AND LIABILITIES	4536422	4139449
(B)	ASSETS		
1	Non- current assets		
	a) Fixed Assets	715124	656497
	b) Goodwill on consolidation	370919	354346
	c) Non- current investments	89918	57456
	d) Deferred tax assets (net)	27034	25604
	e) Long-term loans and advances	610921	454368
	f) Other non-current assets	17401	285004
	Non- current assets	1831317	1833275
2	Current assets		
	a) Current investments	88433	77577
	b) Inventories	2269	1777
	c) Unbilled revenue	313230	224776
	d) Trade receivables	1260776	1152035
	e) Cash and bank balances	703752	581308
	f) Short-term loans and advances	287329	222914
	g) Other current assets	49316	45787
	Current assets	2705105	2306174
	TOTAL- ASSETS	4536422	4139449

Notes:

The audited consolidated statement of assets and liabilities has been prepared in the format prescribed by the revised schedule VI to the Companies Act, 1956.

Previous year's figures have been recast /restated to conform to the classification of the current period.

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Consolidated Segment Information

(₹ in Lakhs)

		Quarter ended			Six months ended		Year ended
		September 30,	June 30,	September 30,	September 30,	September 30,	March 31,
		2012	2012	2011	2012	2011	2012
	REVENUES BY INDUSTRY PRACTICE						
	Banking, Financial Services and Insurance	668658	638924	507725	1307582	975413	2106222
	Manufacturing	128657	117469	90307	246126	172152	380054
	Retail and Consumer Packaged Goods	209159	195387	141082	404545	266769	595447
	Telecom, Media and Entertainment	194612	185291	148217	379903	298079	620469
	Others	360989	349800	276018	710790	530638	1187191
	REVENUES FROM OPERATIONS	1562075	1486871	1163349	3048946	2243051	4889383
	SEGMENT RESULTS						
	Banking, Financial Services and Insurance	195528	185350	156736	380877	293436	649307
	Manufacturing	33834	29642	23098	63477	42472	98589
	Retail and Consumer Packaged Goods	65137	60868	40839	126004	73140	174214
	Telecom, Media and Entertainment	47807	50963	42447	98770	88937	188957
	Others	97842	102173	71984	200015	137641	320281
	Total	440148	428996	335104	869143	635626	1431348
	Unallocable expenses (net)	24406	21966	20834	46371	39335	81834
	Operating income	415742	407030	314270	822772	596291	1349514
	Other income (net)	32833	18626	12269	51459	41683	42817
	PROFIT BEFORE TAXES	448575	425656	326539	874231	637974	1392331
	SEGMENT CAPITAL EMPLOYED			As at September 30,	As at June 30,	As at September 30,	As at March 31,
				2012	2012	2011	2012
	Banking, Financial Services and Insurance			960414	962627	781318	857043
	Manufacturing			125596	111652	99343	99149
	Retail and Consumer Packaged Goods			182054	167459	120649	138366
	Telecom, Media and Entertainment			235312	220780	192967	190126
	Others			588598	580579	427295	517900
				2091974	2043097	1621572	1802584
	Unallocable Assets (net)			1487296	1253929	1191759	1211216
	Total Capital Employed (net)			3579270	3297026	2813331	3013800

Note:

The Group has identified business segments (industry practice) as its primary segment and geographic segment as its secondary segment.

Business segments comprise companies providing banking, finance and insurance services, manufacturing companies, companies in retail and consumer packaged goods industries, companies in telecommunication, media and entertainment and others such as energy, resources and utilities, Hi-Tech industry practice, life science and healthcare, s-Governance, travel, transportation and hospitality, products, etc.

Previous period figures have been regrouped, wherever necessary.

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TATA CONSULTANCY SERVICES LIMITED

Registered Office : 9th Floor, Nirmal Building, Nariman Point, Mumbai 400021

Statement of Audited Financial Results for the Quarter/Six months ended September 30, 2012

(₹ in Lakhs)

		Quarter ended			Six months ended		Year ended
		September 30, 2012	June 30, 2012	September 30, 2011	September 30, 2012	September 30, 2011	March 31, 2012
1	INCOME FROM OPERATIONS						
	a) Information technology and consultancy services	1155257	1110226	884858	2265483	1697626	3669926
	b) Sale of equipment and software licenses (Net of excise)	37299	30839	29775	68138	60948	140497
	Total income from operations (net)	1192556	1141065	914633	2333621	1758574	3810423
2	EXPENSES						
	a) Employee benefits expense	420587	403297	330532	823884	639917	1357268
	b) Overseas business expense	188431	177222	142360	365653	273469	580479
	c) Services rendered by business associates and others	83678	87951	62376	171629	113933	258788
	d) Depreciation and amortisation expense	19693	18179	17387	37872	33113	68817
	e) Other expenses	142339	127410	113326	269749	221810	475316
	Total expenses	854728	814059	665981	1668787	1282242	2740668
3	PROFIT FROM OPERATIONS BEFORE OTHER INCOME, FINANCE COSTS AND TAXES (1-2)	337828	327006	248652	664834	476332	1069755
4	OTHER INCOME (NET)	114869	16926	142048	131795	167788	268518
5	PROFIT BEFORE FINANCE COST AND TAXES (3+4)	452697	343932	390700	796629	644120	1338273
6	FINANCE COSTS	1329	426	847	1755	1083	1640
7	PROFIT BEFORE TAXES (5-6)	451368	343506	389853	794874	643037	1336633
8	TAX EXPENSE	79092	63747	71142	142839	118083	239035
9	NET PROFIT FOR THE PERIOD (7-8)	372276	279759	318711	652035	524954	1097598
10	Reserves excluding Revaluation Reserves						2456091
11	Basic and diluted earnings per share (in ₹)	18.99	14.26	16.27	33.25	26.79	55.95

NOTES:

1. Particulars of subsidiaries as on September 30, 2012

Subsidiaries (held directly)

CMC Limited, Tata Consultancy Services Sverige AB, Tata Consultancy Services Asia Pacific Pte Ltd., TCS Iberoamerica SA, Tata Consultancy Services Netherlands B.V., TCS FNS Pty. Limited, APOnline Limited, Tata America International Corporation, Tata Consultancy Services Belgium SA, Tata Consultancy Services Deutschland GmbH, WTI Advanced Technology Limited, Tata Consultancy Services Canada Inc., Diligenta Limited, C-Edge Technologies Limited, MP Online Limited, Tata Consultancy Services Morocco SARL AU, Tata Consultancy Services (Africa) (PTY) Ltd, TCS e-Serve Limited, MahaOnline Limited, Retail FullServe Limited, Tata Consultancy Services Qatar S.S.C., Computational Research Laboratories Limited

Subsidiaries (held indirectly)

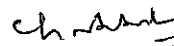
CMC Americas Inc, CMC e-Biz Inc, Tata Information Technology (Shanghai) Company Limited, Tata Consultancy Services Japan Ltd, Tata Consultancy Services Malaysia Sdn Bhd., Tata Consultancy Services (China) Co. Ltd., PT Tata Consultancy Services Indonesia, Tata Consultancy Services (Thailand) Ltd., Tata Consultancy Services (Philippines) Inc, TCS Solution Center S.A., Tata Consultancy Services Argentina S.A., Tata Consultancy Services De Mexico S.A., De C.V., TCS Inversiones Chile Limitada, Tata Consultancy Services De Espana S.A., Tata Consultancy Services Do Brasil Ltda., Tata Consultancy Services Chile S.A., TATASOLUTION CENTER S.A., Tata Consultancy Services Portugal Unipessoal Limitada, TCS Uruguay S.A., MGDC S.C., Tata Consultancy Services Luxembourg S.A., Tata Consultancy Services Switzerland Ltd., Tata Consultancy Services France SAS, TCS Italia SRL, TCS Financial Solutions Australia Holdings Pty Limited, TCS Financial Solutions Australia Pty Limited, PT Financial Network Services, TCS Management Pty. Ltd., TCS Financial Solutions Beijing Co. Ltd. (formerly known as Financial Network Services (Beijing) Co. Ltd.), MS CJV Investment Corporation, Diligenta 2 Limited, Tata Consultancy Services (South Africa) (PTY) Ltd., TCS e-Serve International Limited, TCS e-Serve America, Inc., Nippon TCS Solution Center Limited, Tata Consultancy Services Osterreich GmbH, Tata Consultancy Services Danmark ApS., Computational Research Laboratories Inc

2. Income from Operations of subsidiaries of ₹ 341884 lakhs and ₹ 633853 lakhs for the quarter and six months ended September 30, 2012 respectively and assets (net) of those subsidiaries aggregating to ₹ 699186 lakhs as at September 30, 2012 have not been audited.
3. The consolidated financial results and the financial results of the Company for the quarter and six months ended September 30, 2012 which have been audited by the statutory auditors have been reviewed by the Audit Committee of the Board and have been approved by the Board of Directors at its meeting held on October 19, 2012.
4. Other Income (consolidated) for the quarter and six months ended September 30, 2012 includes foreign exchange gain (net) of ₹ 9215 lakhs and a loss (net) of ₹ 160 lakhs respectively (Previous period: net loss of ₹ 7990 lakhs and ₹ 34 lakhs respectively).
5. Acquisitions / Divestments :
 - a) On August 16, 2012, the Company has acquired 100 percent equity share capital of Computational Research Laboratories Limited.
 - b) The Board of Directors at their meeting held on October 19, 2012 have accorded consent for the merger of Retail FullServe Limited, Computational Research Laboratories Limited (both wholly owned subsidiaries), TCS e-Serve Limited together with the de merger of TCS e-Serve International Limited's SEZ undertaking with the Company. The appointed dates for the above schemes proposed are, April 1, 2012, October 1, 2012 and April 1, 2013 respectively.

Pending sanctions of the Honorable Court and other approvals, no effect has been given to the financial results for the quarter and six months ended September 30, 2012 in respect of the merger of Retail FullServe Limited with the Company.

6. The Board of Directors at its meeting held on October 19, 2012, declared an interim dividend of ₹ 3 per equity share.
7. Previous period figures have been regrouped, wherever necessary.

For and on behalf of the Board of Directors



N. Chandrasekaran
CEO & Managing Director

Mumbai
October 19, 2012

