Thinksoft
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SEC/SE/169/13-14

Date: January 23, 2014

Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, Bandra-Kurla Complex
Bandra(East)
Mumbai-400 051

Dear Sir/Madam,

Sub: Unaudited Financial Statement for the quarter ended December 31, 2013
Ref: Company Symbol: THINKSOFT

The Board of Directors of Thinksoft Global Services Limited has inter-alia considered and approved the unaudited financial statements of the company for the quarter ended December 31, 2013. The standalone and consolidated financial results along with the respective Limited Review Reports for the quarter ended December 31, 2013 are enclosed.

We request you to take the same on record on oblige.

Thanking you,

Yours faithfully,

For Thinksoft Global Services Limited

CFO

THINKSOFT GLOBAL SERVICES LTD.

Thinksoft Global Services Limited
Registered & Corporate office : 6A, Sixth Floor, Prince Infocity II, No. 283/3 & 283/4,
Rajiv Gandhi Salai, Kandanchavadi, Chennai-600 096. INDIA

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Standalone Unaudited Financial Results for the Quarter / Nine months ended 31st December 2013

(Rupees in Lakhs)

Sr. No	Particulars	Unaudited for the Quarter ended			Unaudited for the Nine months ended		Audited year ended
		31.12.2013	30.9.2013	31.12.2012	31.12.2013	31.12.2012	31.03.2013
	Part I						
	Income from Operations						
1	Net Sales / Income from Operations	5,097	5,043	4,163	14,444	12,040	15,783
	Other Operating Income	-	-	-	-	-	-
	Total Income from Operations (Net)	5,097	5,043	4,163	14,444	12,040	15,783
2	Expenditure						
	a. Employee benefit expense	1,950	1,930	1,530	5,544	4,638	6,070
	b. Depreciation and amortisation expense	136	139	101	419	285	462
	c. Other expenditure	2,108	2,034	2,013	5,730	5,269	7,035
	Total	4,194	4,103	3,644	11,693	10,192	13,567
3	Profit/(Loss) from operations before other income, finance costs and exceptional Items (1-2)	903	940	519	2,751	1,848	2,216
4	Other Income	62	379	237	829	298	225
5	Profit / (Loss) from ordinary activities before finance costs and exceptional Items (3+4)	965	1,319	756	3,580	2,146	2,441
6	Finance Costs	49	49	46	148	88	142
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional Items (5-6)	916	1,270	710	3,432	2,058	2,299
8	Exceptional Items	-	-	-	-	-	-
9	Profit/ (Loss) from ordinary activities before tax (7+8)	916	1,270	710	3,432	2,058	2,299
10	Tax expenses	272	408	226	1,078	621	668
11	Net Profit/ (Loss) from ordinary activities after tax (9-10)	644	862	484	2,354	1,437	1,631
12	Extraordinary items (net of tax expense Rs.)	-	-	-	-	-	-
13	Profit/ (Loss) for the period (11-12)	644	862	484	2,354	1,437	1,631
14	Paid-up Equity Share Capital of Rs 10/- each	1,017	1,015	1,005	1,017	1,005	1,012
15	Reserves excluding Revaluation Reserves (as per balance sheet of previous accounting year)	-	-	-	-	-	6,906
16	Earnings Per Share (before and after extraordinary items)						
	a) Basic EPS before/after Extraordinary items (not annualized)	6.33	8.49	4.81	23.20	14.29	16.20
	b) Diluted EPS before/after Extraordinary items (not annualized)	6.17	8.38	4.71	22.59	13.99	15.95
	Part II						
A	PARTICULARS OF SHAREHOLDING						
1	Public shareholding						
	- Number of shares	7,526,969	4,702,798	4,615,098	7,526,969	4,615,098	4,675,198
	- Percentage of shareholdings	74.00%	46.33%	45.91%	74.00%	45.91%	46.18%
2	Promoters and Promoter Group Shareholding						
	a) Pledged / Encumbered						
	- Number of shares	-	-	-	-	-	-
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-	-	-
	- Percentage of shares (as a % of the total share capital of the company)	-	-	-	-	-	-
	b) Non - encumbered						
	- Number of shares	2,644,612	5,448,483	5,436,483	2,644,612	5,436,483	5,448,483
	- 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)	26.00%	53.67%	54.09%	26.00%	54.09%	53.82%

B	INVESTOR COMPLAINTS (for the quarter ended 31.12.2013)			
	Pending at the beginning of the quarter	NIL	Disposed during the quarter	1
	Received during the quarter	1	Remaining unresolved at the end of the quarter	NIL

Notes:-

1. In terms of AS-17, issued by ICAI, the company's operations fall under single segment namely Information Technology Services.
2. The Promoters and Promoter Group have sold 26,44,612 equity shares of the company representing 26% of the paid-up equity share capital to SQS Software Quality Systems, AG (the "Acquirer"), in terms of the Share Purchase Agreement dated 8th November 2013. The Acquirer has also published a Detailed Public Statement (the "DPS") through the manager of the open offer on November 18, 2013, offering to all the Equity Shareholders, other than Seller, to acquire further additional shares up to 30,51,471, representing up to 30% of the paid-up equity share capital of the Company. Pursuant to sale of shares by the existing promoters and the proposed acquisition of shares through open offer, the existing Promoters have been de-classified and SQS Software Quality Systems, AG have been named as the Promoters.
3. Sl. No.2 c. "Other Expenditure" includes Rs. 34 lakhs of exchange loss during the quarter ended 31st Dec 2013, where as Sl. No.4 ." Other income includes Rs.351 lakhs of exchange gain for the quarter ended 30th Sep 2013.
4. The above financial results have been reviewed by the Audit committee and approved by the Board of Directors in the meeting held on 23rd January 2014. The statutory auditors have carried out limited review of financial results for the quarter and period ending 31st December 2013.
5. Prior period figures have been regrouped wherever necessary to conform to the current quarter / nine months groupings.

By order of the Board
For Thinksoft Global Services Ltd

Managing Director

Place: Chennai
Date : 23rd January 2014

PKF SRIDHAR & SANTHANAM
Chartered Accountants

Review Report

To

The Board of Directors
M/s Thinksoft Global Services Limited

We have reviewed the accompanying statement of 'Un-audited financial results' of **M/s Thinksoft Global Services Limited** for the period/quarter ended December 31, 2013 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. This 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.

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. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared, fairly in all material respects, in accordance with the Accounting Standards notified pursuant to the Companies (Accounting Standards) Rules, 2006 as per Section 211(3C) of the Companies Act, 1956, which continues to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For PKF Sridhar & Santhanam
Chartered Accountants
Firm Regn. No. 03990S

S Rajeshwari
Partner
Membership No. 024105

Place: Chennai
Date: January 23, 2014

Thinksoft Global Services Limited
Registered & Corporate office : 6A, Sixth Floor, Prince Infocity II, No. 283/3 & 283/4,
Rajiv Gandhi Salai (OMR), Kandanchavadi, Chennai-600 096. INDIA

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Consolidated Unaudited Financial Results for the Quarter / Nine months ended 31st December 2013

(Rupees in Lakhs)

Sr. No	Particulars	Unaudited for the Quarter ended			Unaudited for the Nine months Ended		Audited year ended
		31.12.2013	30.9.2013	31.12.2012	31.12.2013	31.12.2012	31.03.2013
	Part I						
1	Income from Operations						
	Net Sales / Income from Operations	5,097	5,043	4,160	14,444	12,401	16,144
	Other Operating Income	-	-	-	-	-	-
	Total Income from Operations (Net)	5,097	5,043	4,160	14,444	12,401	16,144
2	Expenditure						
	a. Employee benefit expense	2,997	2,909	2,460	8,359	7,227	9,456
	b. Depreciation and amortisation expense	136	139	102	420	287	464
	c. Other expenditure	988	967	988	2,646	2,780	3,670
	Total	4,121	4,015	3,550	11,425	10,294	13,590
3	Profit/(Loss) from operations before other income, finance costs and exceptional items (1-2)	976	1,028	610	3,019	2,107	2,554
4	Other Income	62	501	284	1,034	357	243
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	1,038	1,529	894	4,053	2,464	2,797
6	Finance Costs	50	51	49	153	94	149
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	988	1,478	845	3,900	2,370	2,648
8	Exceptional Items	-	-	-	-	-	-
9	Profit/ (Loss) from ordinary activities before tax (7+8)	988	1,478	845	3,900	2,370	2,648
10	Tax expenses	287	423	246	1,118	646	704
11	Net Profit/ (Loss) from ordinary activities after tax (9-10)	701	1,055	599	2,782	1,724	1,944
12	Extraordinary items (net of tax expense Rs.)	-	-	-	-	-	-
13	Net Profit/ (Loss) for the period (11-12)	701	1,055	599	2,782	1,724	1,944
14	Paid-up Equity Share Capital of Rs 10/- each	1,017	1,015	1,005	1,017	1,005	1,012
15	Reserves excluding Revaluation Reserves (as per balance sheet of previous accounting year)	-	-	-	-	-	7,806
16	Earnings Per Share (before and after extraordinary items)						
	a) Basic EPS before/after extraordinary items (not annualized)	6.90	10.40	5.96	27.41	17.15	19.32
	b) Diluted EPS before/after extraordinary items (not annualized)	6.72	10.27	5.83	26.71	16.79	19.03
	Part II						
A	PARTICULARS OF SHAREHOLDING						
1	Public shareholding						
	- Number of shares	7,526,969	4,702,798	4,615,098	7,526,969	4,615,098	4,675,198
	- Percentage of shareholdings	74.00%	46.33%	45.91%	74.00%	45.91%	46.18%
2	Promoters and Promoter Group Shareholding						
	a) Pledged / Encumbered						
	- Number of shares	-	-	-	-	-	-
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-	-	-
	- Percentage of shares (as a % of the total share capital of the company)	-	-	-	-	-	-
	b) Non - encumbered						
	- Number of shares	2,644,612	5,448,483	5,436,483	2,644,612	5,436,483	5,448,483
	- 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)	26.00%	53.67%	54.09%	26.00%	54.09%	53.82%

B	INVESTOR COMPLAINTS (for the quarter ended 31.12.2013)			
	Pending at the beginning of the quarter	NIL	Disposed during the quarter	1
	Received during the quarter	1	Remaining unresolved at the end of the quarter	NIL

1 Notes :-

1 In terms of AS-17, issued by ICAI, the companies operations fall under single segment namely Information Technology Services.

2

Statement of Standalone Financials	Unaudited for the Quarter ended			Unaudited for the Nine months Ended		Audited year ended
Particulars	31.12.2013	30.9.2013	31.12.2012	31.12.2013	31.12.2012	31.03.2013
Net Sales / Income from Operations	5,097	5,043	4,163	14,444	12,040	15,783
Profit / (Loss) before Tax	916	1,270	710	3,432	2,058	2,299
Profit / (Loss) after Tax	644	862	484	2,354	1,437	1,631

3 The Promoters and Promoter Group have sold 26,44,612 equity shares of the company representing 26% of the paid-up equity share capital to SQS Software Quality Systems, AG (the "Acquirer"), in terms of the Share Purchase Agreement dated 8th November 2013. The Acquirer has also published a Detailed Public Statement (the "DPS") through the manager of the open offer on November 18, 2013, offering to all the Equity Shareholders, other than Seller, to acquire further additional shares up to 30,51,471, representing up to 30% of the paid-up equity share capital of the Company. Pursuant to sale of shares by the existing promoters and the proposed acquisition of shares through open offer, the existing Promoters have been de-classified and SQS Software Quality Systems, AG have been named as the Promoters.

4 Sl. No.2 c. "Other Expenditure" includes Rs. 51 lakhs of exchange loss during the quarter ended 31st Dec 2013, where as Sl. No.4 ." Other income includes Rs.472 lakhs of exchange gain for the quarter ended 30th Sep 2013.

5 The above financial results have been reviewed by the Audit committee and approved by the Board of Directors in the meeting held on 23rd January 2014. The statutory auditors have carried out limited review of financial results for the quarter and period ending 31st December 2013.

6 The consolidated financial results include the results of 100% subsidiaries Thinksoft Global Services Inc, USA, Thinksoft Global Services Pte Ltd, Singapore, Thinksoft Global Services (Europe) GmbH,Germany, Thinksoft Global Services FZE, UAE and Thinksoft Global Services UK Ltd, UK.

7 Investors desirous of viewing the Standalone Financial results can access the Company's website (www.thinksoftglobal.com) or on the websites of BSE (www.bseindia.com) or NSE (www.nseindia.com).

8 Prior period figures have been regrouped wherever necessary to conform to the current quarter / nine months groupings.

By order of the Board
For Thinksoft Global Services Ltd

Managing Director

Place: Chennai
Date : 23rd January 2014

Review Report

To

The Board of Directors
M/s Thinksoft Global Services Limited

1. We have reviewed the accompanying statement of 'consolidated un-audited financial results' for the period/ quarter ended December 31, 2013 of **M/s Thinksoft Global Services Limited** hereinafter referred to as 'Statement' 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 reviewed by us. This Statement is the responsibility of the Company's management and has been prepared by the management on the basis of separate interim financial statements and other financial information regarding components, for the period/ quarter under review and has been approved by the Board of Directors. This Statement has been prepared by the Company pursuant to Clause 41 of the Listing Agreement with the Stock Exchanges in India, which has been initialed by us for identification purposes. Our responsibility is to issue a report on the Statement based on our limited 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 an 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.

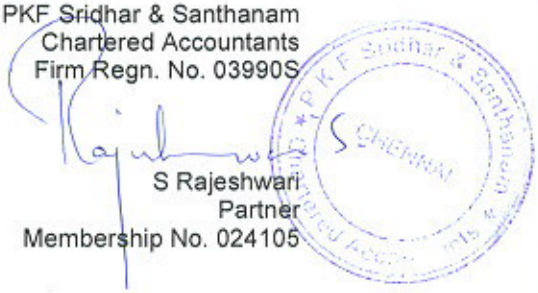
4. We report that the above referred 'Statement' has been prepared by **M/s Thinksoft Global Services Limited**'s management in accordance with the requirements of Accounting Standard (AS) 21, Consolidated Financial Statements notified pursuant to the Companies (Accounting Standards) Rules, 2006.

5. We did not review the interim financial information of **Five** subsidiaries included in the consolidated un-audited financial results whose interim financial information reflect the total revenue of Rs.3774 lacs and Profit after tax of Rs. 439 lacs. These unaudited financial statements and other financial information of these subsidiaries have been reviewed by other auditors whose reports have been furnished to us, and our report on the financial results, to the extent they have been derived from such interim financial statement is based solely on the report of such other auditors.

6. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the Statement prepared, fairly in all material respects, in accordance with the Accounting Standards notified pursuant to the Companies (Accounting Standards) Rules, 2006 as per Section 211(3C) of the Companies Act,

1956, which continues to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For PKF Sridhar & Santhanam
Chartered Accountants
Firm Regn. No. 03990S



S Rajeshwari
Partner
Membership No. 024105

Place: Chennai
Date: January 23, 2014