

Zensar Technologies Limited						
Registered Office : Zensar Knowledge Park, Kharadi, Plot # 4, MIDC, Off Nagar Road, Pune - 411014, India						
PART I : Statement of Consolidated Unaudited Results for the Quarter and Nine months ended 31st December, 2013						
(Rs. in Lakhs)						
Particulars	Quarter ended			Nine months ended		Year ended
	31-Dec-2013	30-Sep-2013	31-Dec-2012	31-Dec-2013	31-Dec-2012	31-Mar-2013
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1 Income from Operations						
(a) Net Sales/Income from Operations	59201	58977	52478	171306	160638	211452
(b) Other Operating Income	205	997	76	1428	1114	1395
Total income from operations	59406	59974	52554	172734	161752	212847
2 Expenses						
a. Purchase of traded goods	5964	4306	5456	15590	18535	23686
b. Changes in inventories of finished goods and stock in trade	(318)	(967)	(555)	(2350)	(1234)	(991)
c. Employee benefit expenses	33064	32749	29457	94824	89389	117783
d. Depreciation and amortisation expense	982	954	825	2854	2379	3316
e. Other expenses	11970	13632	11186	38261	32247	42063
Total expenses	51662	50674	46369	149179	141316	185857
3 Profit from Operations before other income, finance costs and exceptional items (1-2)	7744	9300	6185	23555	20436	26990
4 Other Income (Net)	(568)	1640	1111	4101	735	65
5 Profit from ordinary activities before finance costs and exceptional items (3+4)	7176	10940	7296	27656	21171	27055
6 Finance costs	262	287	246	818	774	995
7 Profit from ordinary activities after finance costs but before exceptional items (5-6)	6914	10653	7050	26838	20397	26060
8 Exceptional Items	-	-	-	-	-	-
9 Profit from ordinary activities before tax (7+8)	6914	10653	7050	26838	20397	26060
10 Tax expense	1843	3590	2180	8610	6854	8607
11 Net Profit from ordinary activities after tax (9-10)	5071	7063	4870	18228	13543	17453
12 Extraordinary items	-	-	-	-	-	-
13 Net Profit for the period (11-12)	5071	7063	4870	18228	13543	17453
14 Minority Interest	-	-	-	-	-	-
15 Net Profit after tax and minority interest (13-14)	5071	7063	4870	18228	13543	17453
16 Paid-up equity share capital (Face value Rs. 10 each)	4370	4368	4356	4370	4356	4358
17 Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year						68532
18 Earnings Per Share (EPS) (Face value Rs. 10 each)						
a) Basic	11.61	16.19	11.18	41.77	31.15	40.12
b) Diluted	11.38	15.92	10.95	41.07	30.53	39.34

PART II : Selected Information for the Quarter and Nine months ended 31st December, 2013

Particulars	Quarter ended			Nine months ended		Year ended
	31-Dec-2013	30-Sep-2013	31-Dec-2012	31-Dec-2013	31-Dec-2012	31-Mar-2013
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
A PARTICULARS OF SHAREHOLDING						
1 Public shareholding						
- Number of shares	22611412	22595643	22495518	22611412	22495518	22505184
- Percentage of shareholding	51.74%	51.73%	51.65%	51.74%	51.65%	51.64%
2 Promoter 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	21092007	21081304	21061604	21092007	21061604	21075804
- 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)	48.26%	48.27%	48.35%	48.26%	48.35%	48.36%

Particulars	3 months ended 31- Dec- 2013
B INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	Nil
Received during the quarter	48
Disposed of during the quarter	48
Remaining unresolved at the end of the quarter	Nil



Zensar Technologies Limited

Consolidated Segment wise Revenue, Results & Capital employed for the Quarter and Nine months ended 31st December, 2013

Particulars		Quarter ended			Nine months ended		(Rs. in Lakhs)
		31-Dec-2013	30-Sep-2013	31-Dec-2012	31-Dec-2013	31-Dec-2012	Year ended
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	31-Mar-2013 Audited
1	Segment Revenue (net of inter segment revenue)						
	Application Management Services	38581	40382	34692	113645	104585	137053
	Infrastructure Management Services	13651	13588	11578	39458	34827	47139
	Products & Licences	6969	5007	6208	18203	21226	27260
	Net Sales / Income From Operations	59201	58977	52478	171306	160638	211452
2	Segment Results Profit / (Loss) before tax and interest from each segment						
	Application Management Services	6847	7957	6048	20465	19764	23335
	Infrastructure Management Services	1181	688	1010	3115	3431	4648
	Products & Licences	167	50	88	444	661	928
	Total	8195	8695	7146	24024	23856	28911
	Less: Interest and finance cost	262	287	246	818	774	995
	Less: Unallocable expenditure net of unallocable income	1019	(2245)	(150)	(3632)	2685	1856
	Total Profit before Tax	6914	10653	7050	26838	20397	26060

1 Effective April 01, 2013, the Company has reorganised its business into multiple reporting units and realigned the internal financial reporting system. In the context of AS-17, Segment Reporting, the Company has identified the following business segments:

Application Management Services
Infrastructure Management Services
Products and Licences

The above change is with effect from April 01, 2013, and accordingly previous periods/year segment data is regrouped.

2 Segment Capital Employed

Fixed assets used in the Company's business or liabilities contracted have not been identified to each of the reportable segments, as the fixed assets and the support services are used interchangeably between segments. Accordingly, no disclosure relating to total segment assets and liabilities has been made.

Notes :

- The above financial results were reviewed and recommended by the Audit Committee and taken on record by the Board of Directors at its meeting held on 21st January 2014.
- The consolidated financial results include the results of Zensar Technologies Limited's subsidiaries in USA, UK, Singapore, Japan, China, South Africa and Netherlands.
- The Limited Review under clause 41 of the Listing Agreement has been carried out by the Statutory Auditors. The Report does not contain anything which would have an impact on the results for the quarter ended 31st December 2013.
- Other Income (Net) for the quarter and nine months ended December 31, 2013 includes foreign exchange gain/(loss) of Rs. (856) lakhs and Rs. 3396 lakhs respectively. (Corresponding previous period: net gain/ (loss) of 'Rs. 1050 lakhs and Rs. 489 lakhs). Other Income (Net) for the quarter ended September 30, 2013 includes foreign exchange gain/(loss) of Rs. 1446 lakhs.
- During the quarter ended 31st December 2013, the Company issued 9,196 equity shares, pursuant to the exercise of stock options by certain employees under the "2002 ESOP" and 17,276 equity shares under "2006 ESOP" stock option plan.
- The Board of Directors at their meeting held on January 21, 2014 have declared an Interim Dividend of Rs. 4.00 per Equity Share.
- Results of Zensar Technologies Limited on a stand alone basis are hosted on the Company's website www.zensar.com.

Stand-Alone Information

Particulars		Quarter ended			Nine months ended		(Rs. in Lakhs)
		31-Dec-2013	30-Sep-2013	31-Dec-2012	31-Dec-2013	31-Dec-2012	Year ended
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	31-Mar-2013 Audited
	Net Sales/Income from Operations	22399	24083	21746	68058	62698	82507
	Profit before tax	5504	7776	5438	19884	13714	17099
	Profit after tax	4440	5214	4184	14267	9849	12153

8 Figures for the previous periods/year have been regrouped wherever necessary.

For and on behalf of the Board



Dr. Ganesh Natarajan
Vice Chairman & Managing Director

Mumbai
Date: January 21, 2014

The Board of Directors
Zensar Technologies Limited
Plot No. 4, MIDC
Off Nagar Road
Pune 411 014

1. We have reviewed the consolidated results of Zensar Technologies Limited and its subsidiaries hereinafter referred to as the "Group" (refer Note 2 on the Statement) for the quarter ended December 31, 2013 which are included in the accompanying 'Statement of Consolidated Unaudited Results for the Quarter and Nine months ended December 31, 2013' (the "Statement"), except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' in Zensar Technologies Limited which have been traced from disclosures made by the Management but have neither been reviewed nor been audited by us. The Statement has been prepared by the Group's Management pursuant to Clause 41 of the Listing Agreement with the Stock Exchanges in India, which has been initialled by us for identification purposes. This Statement is the responsibility of the Group's Management and has been approved by the Board of Directors of Zensar Technologies Limited. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagements (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 group's personnel and analytical procedures applied to group's 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.
4. We have only traced the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' in Zensar Technologies Limited in the Statement from the disclosures made by the Group's Management and are, therefore, not expressing a review opinion thereon.
5. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the Statement has not been prepared in all material respects in accordance with the applicable Accounting Standards notified pursuant to the Companies (Accounting Standards) Rules, 2006 as per Section 211(3C) of the Companies Act, 1956 and other recognised 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 it is to be disclosed, or that it contains any material misstatement.

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants



Jeetendra Mirchandani
Partner
Membership Number: 48125

Place: Mumbai
Date: January 21, 2014

Zensar Technologies Limited						
Registered Office : Zensar Knowledge Park, Kharadi, Plot # 4 , MIDC, Off Nagar Road, Pune - 411014 , India						
PART I : Statement of Standalone Unaudited Results for the Quarter and Nine months ended 31st December, 2013						
(Rs. in Lakhs)						
Particulars	Quarter ended			Nine months ended		Year ended
	31-Dec-2013	30-Sep-2013	31-Dec-2012	31-Dec-2013	31-Dec-2012	31-Mar-2013
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1 Income from Operations						
(a) Net Sales/Income from Operations	22399	24083	21746	68058	62698	82507
(b) Other Operating Income	267	335	296	841	1132	1259
Total income from operations	22666	24418	22042	68899	63830	83766
2 Expenses						
a. Purchase of traded goods	130	167	1003	509	2780	3114
b. Employee benefit expenses	12494	12487	11975	36770	36420	47864
c. Depreciation and amortisation expense	754	729	672	2207	1935	2686
d. Other expenses	4442	4462	4430	13890	12510	16380
Total expenses	17820	17845	18080	53376	53645	70044
3 Profit from Operations before other income, finance costs and exceptional items (1-2)	4846	6573	3962	15523	10185	13722
4 Other Income (Net)	680	1222	1499	4493	3592	3465
5 Profit from ordinary activities before finance costs and exceptional items (3+4)	5526	7795	5461	20016	13777	17187
6 Finance costs	22	19	23	132	63	88
7 Profit from ordinary activities after finance costs but before exceptional items (5-6)	5504	7776	5438	19884	13714	17099
8 Exceptional Items	-	-	-	-	-	-
9 Profit from ordinary activities before tax (7+8)	5504	7776	5438	19884	13714	17099
10 Tax expense	1064	2562	1254	5617	3865	4946
11 Net Profit from ordinary activities after tax (9-10)	4440	5214	4184	14267	9849	12153
12 Extraordinary items	-	-	-	-	-	-
13 Net Profit for the period (11-12)	4440	5214	4184	14267	9849	12153
14 Paid-up equity share capital (Face value Rs. 10 each)	4370	4368	4356	4370	4356	4358
15 Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year						46537
16 Earnings Per Share (EPS) (Face value Rs. 10 each)						
a) Basic	10.16	11.95	9.61	32.69	22.65	27.93
b) Diluted	9.96	11.75	9.41	32.14	22.20	27.39

PART II : Selected Information for the Quarter and Nine months ended 31st December, 2013

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- 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)	-	-	-	-	-	-
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- Number of shares	21092007	21081304	21061604	21092007	21061604	21075804
- 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%
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Zensar Technologies Limited
Consolidated Segment wise Revenue, Results & Capital employed for the Quarter and Nine months ended 31st December, 2013

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Infrastructure Management Services
Products & Licences

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Notes :

- The above financial results were reviewed and recommended by the Audit Committee and taken on record by the Board of Directors at its meeting held on 21st January 2014.
- The Limited Review under clause 41 of the Listing Agreement has been carried out by the Statutory Auditors. The Report does not contain anything which would have an impact on the results for the quarter ended 31st December 2013.
- Other Income (Net) for the quarter and nine months ended December 31, 2013 includes foreign exchange gain/(loss) of Rs. (414) lakhs and Rs. 2620 lakhs respectively. (Corresponding previous period: net gain/(loss) of Rs. 480 lakhs and Rs. 1700 lakhs). Other Income (Net) for the quarter ended September 30, 2013 includes foreign exchange gain/(loss) of Rs. 1027 lakhs.
- During the quarter ended 31st December 2013, the Company issued 9,196 equity shares, pursuant to the exercise of stock options by certain employees under the "2002 ESOP" and 17,276 equity shares under "2006 ESOP" stock option plan.
- The Board of Directors at their meeting held on January 21, 2014 have declared an Interim Dividend of Rs.4.00 per Equity Share.
- Figures for the previous periods/year have been regrouped wherever necessary.

Mumbai
Date: January 21, 2014



For and on behalf of the Board


Dr. Ganesh Natarajan
Vice Chairman & Managing Director

The Board of Directors
Zensar Technologies Limited
Plot No. 4, MIDC
Off Nagar Road
Pune 411 014

1. We have reviewed the results of Zensar Technologies Limited (the "Company") for the quarter ended December 31, 2013 which are included in the accompanying 'Statement of Standalone Unaudited Results for the Quarter and Nine months ended December 31, 2013' (the "Statement"), except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the Management but have neither been reviewed nor been audited by us. The Statement has been prepared by the Company pursuant to Clause 41 of the Listing Agreement with the Stock Exchanges in India, which has been initialled by us for identification purposes. 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 the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagements (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 procedures 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 have only traced the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' in the Statement from the disclosures made by the Management and are, therefore, not expressing a review opinion thereon.
5. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the Statement has not been prepared in all material respects in accordance with the applicable Accounting Standards notified pursuant to the Companies (Accounting Standards) Rules, 2006 as per Section 211(3C) of the Companies Act, 1956 and other recognised 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 it is to be disclosed, or that it contains any material misstatement.

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants



Jeetendra Mirchandani
Partner
Membership Number: 48125

Place: Mumbai
Date: January 21, 2014