



being there...

ZEN TECHNOLOGIES LIMITED

(ISO : 9001 : 2008 & ISO 27001 : 2005 Certified)

Regd. Office : B-42, Industrial Estate, Sanathnagar

Hyderabad - 500 018, Telangana, INDIA

Phone : +91 40 23813281, 23811205, 23811206

Phone : +91 40 23812894, Fax : +91 40 23813694/4894

E-mail : info@zentechnologies.com

Website : www.zentechnologies.com

Corporate Identity Number : L72200TG1993PLC015939

Ref/Zen/SE/2015-16/150523

Date: 23 May 2015

To BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001	To National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051
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Dear Sir/Madam,

Sub: 1. Audited Financial Results and Statements Standalone and Consolidated for the financial year ended 31 March 2015

2. Outcome of the Board Meeting held on 23 May 2015

Ref: Clause 41 and Clause 20 of the Listing Agreement, Symbol: ZENTEC; Series: EQ

The Board in its meeting held on 23 May 2015, inter-alia, has considered the following:-

1. Approved Audited Financial Results and Statements for the quarter and financial year ended 31 March 2015. Copy of the Audited Financial Results for the year ended 31 March 2015 (Standalone and Consolidated) along with Statement of Assets and Liabilities is enclosed.
2. Recommended a dividend of 35 paise per share (35%) on equity shares of face value of Rs 1/- each for the financial year 2014-15, subject to the declaration by the Members at the ensuing Annual General Meeting (AGM). The Dividend, if any, declared by the Members of the Company at the AGM will be paid /dispatched within 30 days of the ensuing AGM.
3. Formulated Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information. Copy of the code is enclosed.
4. Formulated Code of Conduct to Regulate, Monitor and Report Trading by Insiders.

The Statement as per Clause 20(b) of the Listing Agreement is also enclosed.

This is for your information and record.

Thanking you

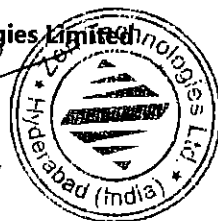
Yours sincerely,

For Zen Technologies Limited

M Amala

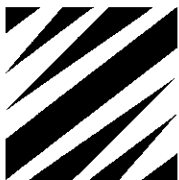
Company Secretary

Encl: A/a



Works : Plot No. 35, 36 & 37, Kancha Imarath, Near Ravirala Village, Hardware Park, Ranga Reddy District - 501 510. Telangana, INDIA





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AUDITED FINANCIAL RESULTS FOR THE QUARTER AND FINANCIAL YEAR ENDED 31 MARCH 2015

Rs in lakhs except for EPS

Sl No	PARTICULARS	3 months ended	Previous 3 months ended	Corresponding 3 months ended in the previous year	Year ended	Previous accounting year ended	Consolidated Results for the year ended	Consolidated Results for the previous Accounting year ended
		31 March 2015 (Audited)	31 December 2014 (Unaudited)	31 March 2014 (Audited)	31 March 2015 (Audited)	31 March 2014 (Audited)	31 March 2015 (Audited)	31 March 2014 (Audited)
1	Income from operations	6,455.23	743.66	570.58	7,854.77	4,635.25	7,854.80	4,635.32
2	(a) Net Sales/Income from Operations (net of excise duty)							
2	Expenses	2,038.50	745.30	120.82	3,255.53	1,257.24	3,255.53	1,257.24
	(a) Cost of materials consumed							
	(b) Changes in inventories of finished goods, work-in progress and stock-in-trade	(273.03)	(502.36)	21.50	(821.53)	(821.53)		(36.80)
	(c) Employee benefits expense	251.83	168.71	150.63	720.34	601.17	720.34	609.33
	(d) Depreciation and amortisation expense	72.03	50.17	43.20	225.05	156.96	225.05	160.65
	(e) Manufacturing expenses	71.97	38.67	25.24	178.92	150.87	178.92	158.67
	(f) R&D expenditure	363.51	213.77	404.15	1,292.01	1,485.49	1,292.01	1,485.49
	(g) Other expenses	429.62	231.78	330.27	1,141.19	1,107.15	1,141.63	1,100.07
	Total expenses	2,954.43	1,046.12	1,095.91	5,991.51	4,730.88	5,991.96	4,734.90
3	Profit/(Loss) from operations before other income, finance costs and exceptional items (1-2)	3,500.80	(302.46)	(525.33)	1,863.25	(94.83)	1,862.83	(99.59)
4	Other Income	65.92	66.84	70.58	331.70	353.60	332.03	355.90
5	Profit/(Loss) from ordinary activities before finance costs and exceptional items (3+4)	3,566.72	(235.62)	(454.75)	2,194.95	258.77	2,194.86	256.31
6	Finance Costs	77.51	61.85	52.02	213.35	247.54	213.37	247.55
7	Profit/(Loss) from ordinary activities after finance costs but before exceptional items (5-6)	3,509.21	(277.17)	(498.77)	1,981.60	11.23	1,981.49	8.77
8	Prior Period Expenses							
9	Profit/(Loss) from ordinary activities before tax (7-8)	3,509.21	(277.17)	(498.77)	1,981.60	11.23	1,981.49	8.77
10	Tax expense	407.68	407.68	(102.70)	407.68	1.91	407.68	1.91
11	Net Profit/(Loss) from ordinary activities after tax (9-10)	3,101.52	(277.17)	(396.07)	1,573.92	9.33	1,573.81	6.86
12	Extraordinary items (Net of tax expenses)							
13	Net Profit/(Loss) for the period (11+12)	3,101.52	(277.17)	(396.07)	1,573.92	9.33	1,573.81	6.86
14	Share of Profit/(Loss) of Associates							
15	Minority Interest							
16	Net Profit/(Loss) after taxes, Minority Interest and Share of Profit/(Loss) of Associates	3,101.52	(277.17)	(396.07)	1,573.92	9.33	1,573.81	6.86
17	Paid-up Equity Share Capital: (Face Value Rs 1/- each) (Refer Note 5)	771.60	771.60	771.60	771.60	771.60	771.60	771.60
18	Reserves excluding Revaluation Reserves (as per Balance Sheet of previous accounting year)				9,084.50	9,843.20	9,078.56	9,836.77
19A	Earning per Share (EPS) (Before Extraordinary Items)							
	(a) Basic (not annualised)	4.02	(0.36)	(0.51)	2.04	0.01	2.04	0.01
	(b) Diluted (not annualised)	4.02	(0.36)	(0.51)	2.04	0.01	2.04	0.01
19B	Earning per Share (EPS) (After Extraordinary Items)							
	(a) Basic (not annualised)	4.02	(0.36)	(0.51)	2.04	0.01	2.04	0.01
	(b) Diluted (not annualised)	4.02	(0.36)	(0.51)	2.04	0.01	2.04	0.01

PART II Information for the Quarter and Financial Year ended 31 March 2015

Sl	Particulars	3 months ended	Previous 3 months ended	Corresponding 3 months ended in the previous year	Year ended	Previous accounting year ended
		31 March 2015	31 December 2014	31 March 2014	31 March 2015	31 March 2014
A	Particulars of Shareholding					
1	Public Shareholding	31,294,720	31,294,720	31,237,490	31,294,720	31,237,490
	- Number of shares	40.56	40.56	40.49	40.56	40.49
	- Percentage of Shareholding					
2	Promoters and Promoter Group Shareholding					
	a) Pledged/Encumbered					
	- Number of shares	18,111,400	18,111,400	18,111,400	18,111,400	18,111,400
	- Percentage of shares (as a percentage of total shareholding of promoter and promoter group)	39.49	39.49	39.44	39.49	39.44
	- Percentage of shares (as a Percentage of total share capital)	23.47	23.47	23.47	23.47	23.47
	b) Non-Encumbered					
	- Number of shares	27,753,940	27,753,940	27,811,170	27,753,940	27,811,170
	- Percentage of shares (as a Percentage of total shareholding)	60.51	60.51	60.56	60.51	60.56
	- Percentage of shares (as a Percentage of total share capital)	35.97	35.97	36.04	35.97	36.04

Particulars	3 months ended 31 Mar 2015
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

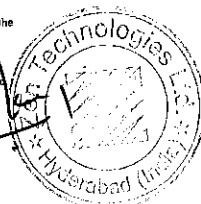
Notes:

- The above results have been reviewed by the Audit Committee of the Board and approved by the Board of Directors at its meeting held on 23 May 2015. The Statutory Auditors have expressed an unqualified audit opinion.
- The figures for previous periods have been recast and regrouped wherever necessary.
- The Company operates in only one segment, i.e., training and simulation.
- The value of orders on hand as on 31 March 2015 is around Rs 118.94 crores including AMC's of worth Rs 79.04 crores.
- During the year, the Company has sub-divided each Equity Share of face value of Rs 10/- (Rupees Ten only) as existing on the Record Date (24 November 2014) into 10 (Ten) Equity Shares of face value of Rs 1/- (Rupee One only) each fully paid-up, with effect from the Record Date. Accordingly, all shares and per share information in the financial results reflect the effect of sub-division retrospectively for the earlier reporting periods.
- Figures of last quarter and the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the current financial year.
- The Board recommended dividend of ₹ 35 paise per share (35%) on Equity Shares of face value of Rs 1/- each for the financial year 2014-15.

Place: Hyderabad
Date: 23 May 2015

For and on behalf of the Board

M Bavi Kumar
Whole Time Director
(DIN: 00089921)



Works : Plot No. 35, 36 & 37, Kancha Imarath, Near Ravirala Village, Hardware Park, Ranga Reddy District - 501 510. Telangana, INDIA





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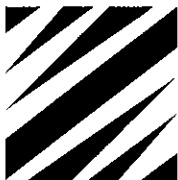
STATEMENT OF ASSETS & LIABILITIES

₹ in lakhs

Sl. No.	Particulars	Consolidated Year Ended		Standalone Year Ended	
		As at	As at	As at	As at
		31 March 2015	31 March 2014	31 March 2015	31 March 2014
		Audited		Audited	
A	Equity and Liabilities				
1	Shareholders' funds				
	a) Share Capital	771.60	771.60	771.60	771.60
	b) Reserves & Surplus	10,327.32	9,078.56	10,333.38	9,084.50
	Sub-total - Shareholders' funds	11,098.92	9,850.16	11,104.98	9,856.10
2	Non-Current Liabilities				
	a) Long-term borrowings	406.79	444.00	406.79	444.00
	b) Long-term Provisions	88.75	52.38	88.75	52.38
	Sub-total - Non-current liabilities	495.54	496.38	495.54	496.38
3	Current Liabilities				
	a) Short-term borrowings	3,482.42	1,247.65	3,482.42	1,247.65
	b) Trade Payables	312.50	209.45	312.50	209.34
	c) Other current liabilities	1,622.67	928.65	1,622.45	928.65
	d) Short-term Provisions	732.73	90.27	732.73	90.27
	Sub-total - Current liabilities	6,150.33	2,476.03	6,150.10	2,475.92
	TOTAL - EQUITY AND LIABILITIES	17,744.79	12,822.57	17,750.62	12,828.40
B	Assets				
1	Non-current assets				
	a) Fixed Assets				
	- Tangible assets	4,405.72	4,387.48	4,405.72	4,387.48
	- Intangible assets	328.16	492.21	328.16	492.21
	- Capital work-in-progress	31.15	103.56	31.15	103.56
	b) Non current Investments	-	-	5.00	5.00
	c) Long-term loans and advances	468.20	591.36	468.20	591.36
	Sub-total - Non-current assets	5,233.23	5,574.62	5,238.23	5,579.62
2	Current Assets				
	a) Inventories	1,501.73	984.76	1,501.73	984.76
	b) Trade receivables	6,240.22	1,145.54	6,241.18	1,146.49
	c) Cash and cash equivalents	3,763.93	4,202.42	3,763.82	4,202.30
	d) Short-term loans and advances	971.65	883.71	971.65	883.71
	e) Other current assets	34.02	31.52	34.02	31.52
	Sub-total - Current assets	12,511.56	7,247.94	12,512.39	7,248.78
	TOTAL - ASSETS	17,744.79	12,822.57	17,750.62	12,828.40

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Statement of Appropriations (As Per Clause 20 (b) of The Listing Agreement) For the Year ended 31 March 2015

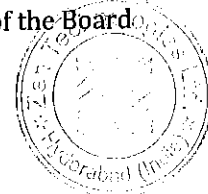
₹ in lakhs

Sl No	Particulars	Year Ended	
		31-Mar-2015	31-Mar-2014
		Audited	Audited
1	Total Turnover and other Receipts	8,186.47	4,988.85
2	Gross Profit: (before deducting any of the following)	2,420.00	415.74
	a) Interest (Finance cost)	213.35	247.54
	b) Depreciation/Amortisation	225.05	156.96
	c) Provision of Tax	407.68	1.91
3	Net Profit:	1,573.92	9.33
	Surplus i.e. Balance in Profit and Loss statement		
i)	As per last Balance Sheet brought forward	4,714.43	4,795.37
ii)	Add: Profit/(Loss) for the period	1,573.92	9.33
iii)	Less: Appropriations Proposed Dividend	270.06	77.16
	<u>Dividend @ 0.35 paise per equity share</u> (Previous year Rs. 1/- per share)		
	Tax on Proposed Dividend	54.98	13.11
	Transfer to reserves	139.03	-
	Surplus Reserves carried forward	5,824.28	4,714.43
4	Total Reserves & Surplus	10,333.38	9,084.50

For and on behalf of the Board

M. Ravi Kumar

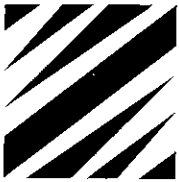
M Ravi Kumar
 Whole Time Director
 (DIN: 00089921)



Place: Hyderabad
 Date: 23 May 2015

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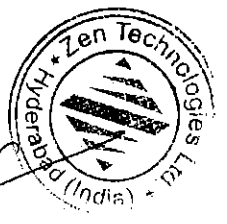
CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

Pursuant to Regulation 8(1) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

Principles of Fair Disclosure for purposes of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

Zen Technologies Limited (the Company) shall adhere to the following principles of fair disclosure in order to ensure timely and adequate disclosure of unpublished price sensitive information relating to the events and occurrences that would impact price discovery in the market for Equity Shares (securities) of the Company.

1. Prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
2. Uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure.
3. The Company Secretary & the Compliance Officer is designated as the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. Prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. Ensuring that information shared with analysts and research personnel is not unpublished price sensitive information.
7. Developing best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.
8. Handling of all unpublished price sensitive information on a need-to-know basis.

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