

11th August, 2017

To The Secretary Bombay Stock Exchange Limited Phiroze Jee Jee Bhoy Towers Dalal Street, Mumbai 400 001	To The Manager, National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051
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Sir,

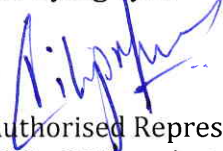
SUB: OUTCOME OF BOARD MEETING

This is to inform that at the Meeting of the Board of Directors of the Company held on Friday, at 12:15 PM, August 11, 2017 at the Registered Office of the Company, the Board of Director

1. Approved the Un-Audited Standalone and Consolidated Financials for the quarter ended 30th June, 2017.
2. Accorded its approval to take necessary steps to call/convene the 22nd AGM of the Company.

The meeting concluded on 19:30 HRS

Yours faithfully,
For **Zylog Systems Limited**


Authorised Representative
(Dilip R Misser)

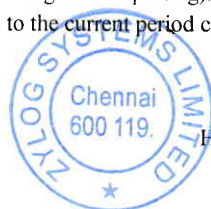


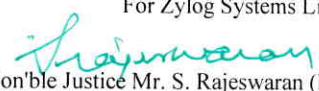
PART I		Rs. in lakhs (Except per share data)			
Statement of Standalone Unaudited Financials Results for the 1st Quarter Ended 30th June 2017					
Sl No.	Particulars	Quarter Ended			Year Ended
		June 30,2017 (Unaudited)	March 31,2017 (Audited)	June 30,2016 (Unaudited)	March 31,2017 (Audited)
1	Income from operations				
	(a) Net sales/income from operations	2,458.41	3,055.20	2,658.94	13,463.19
	(b) Other operating income	0.00	0.00	0.00	0.00
	Total income from operations (net)	2,458.41	3,055.20	2,658.94	13,463.19
2	Expenses				
	(a) Employee benefits expense	2,124.93	2,416.24	2,085.50	9,668.71
	(b) Other expenses	331.38	1,040.47	709.24	3,407.90
	(c) Depreciation and amortisation expense+	75.95	112.14	207.68	490.85
	Total expenses	2,532.26	3,568.85	3,002.42	13,567.45
3	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	(73.85)	(513.65)	(343.48)	(104.26)
4	Other income	1.09	92.85	0.18	163.35
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	(72.76)	(420.79)	(343.30)	59.08
6	Finance costs	21.14	36.76	3.78	47.28
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	(93.90)	(457.55)	(347.08)	11.81
8	Exceptional items	(0.07)	0.00	2.36	3.35
9	Profit / (Loss) from ordinary activities before tax (7 - 8)	(93.83)	(457.55)	(349.44)	8.46
10	Tax expense	23.89	57.34	45.08	236.95
11	Net Profit / (Loss) from ordinary activities after tax (9 - 10)	(117.72)	(514.89)	(394.52)	(228.49)
12	Extraordinary items	0.00	0.00	0.00	0.00
13	Net Profit / (Loss) for the period (11 - 12)	(117.72)	(514.89)	(394.52)	(228.49)
14	Share of profit / (loss) of associates	0.00	0.00	0.00	0.00
15	Net Profit / (Loss) after taxes and share of profit / (loss) of associates (13 + 14)	(117.72)	(514.89)	(394.52)	(228.49)
16	Paid-up equity share capital (Face Value of the Share shall be indicated)	2,949.64	2,949.64	2,949.64	2,949.64
17	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	(88,738.10)	(88,620.39)	(88,786.42)	(88,620.39)
18.i	Earnings per share (before extraordinary items) (of Rs. 5/- each) (not annualised):				
	(a) Basic	(0.20)	(0.87)	(0.67)	(0.39)
	(b) Diluted	(0.20)	(0.87)	(0.67)	(0.39)
18.ii	Earnings per share (after extraordinary items) (of Rs. 5/- each) (not annualised):				
	(a) Basic	(0.20)	(0.87)	(0.67)	(0.39)
	(b) Diluted	(0.20)	(0.87)	(0.67)	(0.39)

Notes :

- The above results have been reviewed by the Audit Committee and approved by the Board of Directors at its Meeting held on 11th August 2017.
- The company has not made provisions for interest for all the borrowings since the company could not obtain the confirmation of balance from the lenders.
- The Company has unpaid Statutory dues pertaining to the period the company was under the erstwhile management. The Statutory payments from the December, 2015 till June, 2017 have been fully paid.
- The Company is engaged primarily in the business of Exports of Software and IT related services and hence there is no separate reportable segment as per Accounting Standard (AS:17 Segment Reporting).
- Previous period figures are regrouped / reclassified, to confirm to the current period classification.

Place : Chennai
Date : 11.08.2017



For Zylog Systems Limited

 Hon'ble Justice Mr. S. Rajeswaran (Retd.)
 Administrator

Statement of Consolidated Financial Results for the 1st Quarter ended Jun 30, 2017					
Sl No.	Particulars	Quarter Ended			Year Ended
		Jun 30, 2017	Mar 31, 2017	Jun 30, 2016	Mar 31, 2017
		(unaudited)	(Audited)	(unaudited)	(Audited)
1	Income from operations				
	(a) Net sales/income from operations	4,188.51	5,638.18	4,668.84	22,146.60
	(b) Other operating income	0.00	0.00	0.00	0.00
	Total income from operations (net)	4,188.51	5,638.18	4,668.84	22,146.60
2	Expenses				
	(a) Employee benefits expense	3,843.80	4,239.46	3,836.14	16,771.91
	(b) Other expenses	639.36	1,140.79	998.19	4,285.33
	(c) Depreciation and amortisation expense	126.46	156.94	265.39	706.37
	Total expenses	4,609.62	5,537.19	5,099.72	21,763.61
3	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	(421.11)	100.99	(430.88)	382.99
4	Other income	13.70	64.74	7.09	93.74
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	(407.41)	165.73	(423.79)	476.73
6	Finance costs	21.17	36.76	3.78	47.28
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	(428.58)	128.97	(427.57)	429.45
8	Exceptional items	1.33	0.74	(9.89)	(21.01)
9	Profit / (Loss) from ordinary activities before tax (7 - 8)	(429.91)	128.23	(417.68)	450.46
10	Tax expense	49.96	65.56	57.73	284.78
11	Net Profit / (Loss) from ordinary activities after tax (9 - 10)	(479.87)	62.67	(475.41)	165.68
12	Extraordinary items (net of tax expense)	0.00	0.00	0.00	0.00
13	Net Profit / (Loss) for the period (11 - 12)	(479.87)	62.67	(475.41)	165.68
14	Share of profit / (loss) of associates	0.00	0.00	0.00	0.00
15	Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 + 14)	(479.87)	62.67	(475.41)	165.68
16	Paid-up equity share capital (Face Value of Rs. 5/- each)	2,949.64	2,949.64	2,949.64	2,949.64
17	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	(98,903.58)	(98,478.92)	(98,641.83)	(98,478.92)
18.i	Earnings per share (before extraordinary items) (of Rs. 5/- each) (not annualised):				
	(a) Basic	(0.81)	0.11	(0.81)	0.28
	(b) Diluted	(0.81)	0.11	(0.81)	0.28
18.ii	Earnings per share (after extraordinary items) (of Rs.5/- each) (not annualised):				
	(a) Basic	(0.81)	0.11	(0.81)	0.28
	(b) Diluted	(0.81)	0.11	(0.81)	0.28

Notes :

- The above results have been reviewed by the Audit Committee and approved by the Board of Directors at its Meeting held on 11th August 2017.
- The company has not made provisions for interest for all the borrowings since the company could not obtain the confirmation of balance from the lenders.
- The Company has unpaid Statutory dues pertaining to the period the company was under the erstwhile management. The Statutory payments from the December, 2015 till June, 2017 have been fully paid.
- The Company is engaged primarily in the business of Exports of Software and IT related services and hence there is no separate reportable segment as per Accounting Standard (AS:17 Segment Reporting).
- Previous period figures are regrouped / reclassified, to confirm to the current period classification.

For Zylog Systems Limited

 Place : Chennai
 Date : 11.08.2017


 Hon'ble Justice Mr. S. Rajeswaran (Retd.)
 Administrator



CHARTERED ACCOUNTANT

T.R. Sarathy

Chartered Accountant

6, Sapthagiri Colony,

Ashok Nagar,

Chennai 600 083.

Ph: 9381735153

Email: sarathy20260@gmail.com

Auditors' Certificate

Review Report to the Board of Directors of Zylog Systems Limited

We have reviewed the accompanying statement of unaudited financial results of **M/s. Zylog Systems Limited** ("the Company") and its subsidiaries (together the Group) for the period ended 30th June 2017, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2016, except for the disclosures regarding 'Public Shareholding', 'Promoter and Promoter Group Share Holding' 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, Engagements to 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 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.

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 in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Place: Chennai
Date: 11th August 2017


T. R. Sarathy
Chartered Accountants
Membership No: 025982





CHARTERED ACCOUNTANT

T.R. Sarathy

Chartered Accountant

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Chennai 600 083.

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Limited Review Report

Review Report to the Board of Directors of Zylog Systems Limited

1. We have reviewed the accompanying statement of unaudited Consolidated Financial results of M/s. Zylog Systems Limited ("the Company") and its subsidiaries (together the Group) for the quarter ended 30th June 2017, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2016, except for the disclosures regarding 'Public Shareholding', 'Promoter and Promoter Group Share Holding' 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.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, Engagements to 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 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.
3. To the extent stated in paragraph 3(a) stated below. We did not review the consolidated financial results of certain component entities that comprise the Group and are included in the accompanying unaudited consolidated financial results.

3(a) We did not review the statement of the unaudited financial results of all subsidiaries and one branch, whose unaudited quarterly financial results reflect to the total revenue of Rs. 39.89 crs for the quarter ended 30th June 2017. These financial statements and other financial information have not been audited by us and we relied upon the financial statements furnished to us and our opinion on the combined financial statements to the extent is based on the Financial Statements given to us.





CHARTERED ACCOUNTANT

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4. 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 in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Place: Chennai

Date: 11th August 2017


T. R. Sarathy
Chartered Accountant
Membership No. 025982

