

Datamatics Global Services Limited

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CIN : L72200MH1987PLC045205
www.datamatics.com



HAND DELIVERY

May 28, 2014

To,
Corporate Communication Department
The Bombay Stock Exchange Limited
Phiroze Jeejeeboy Towers
Dalal Street, Mumbai - 400 001

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

Re: Board Meeting Proceedings
BSE Scrip Code: 532528
NSE Code: DATAMATICS

Dear Sir/Madam,

This is to inform you that we have conducted a Meeting of Board of Directors of the Company today as scheduled and inter-alia following businesses were transacted:

1. The Board has approved the Audited Financial Results, Standalone and consolidated, for the year ended on March 31, 2014.
2. The Board has recommended a final dividend of ₹1.25/- per equity share [25%] to the shareholders for the year ended on March 31, 2014, if approved by the shareholders in the forthcoming Annual General Meeting.
3. The Board has decided to convene the 26th Annual General Meeting of the Company for the year ended on March 31, 2014 on **Tuesday, September 23, 2014**.
4. The Board has fixed Book Closure Dates from **Thursday, September 18, 2014 to Tuesday, September 23, 2014** (both days inclusive) for the purpose of the 26th Annual General Meeting and payment of final dividend for the year ended on March 31, 2014, if approved by the shareholders in the forthcoming Annual General Meeting.



5. The Board has renamed the Compensation/Remuneration Committee of the Company as "Nomination and Remuneration Committee" and the Shareholders/Investors' Grievance Committee of the Company as "Stakeholders' Relationship Committee" in accordance with the Section 178 of the Companies Act, 2013.
6. The Board has revised the terms of reference of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee in accordance with the Companies Act, 2013 and Listing Agreement.
7. The Board has constituted a Corporate Social Responsibility Committee of the Board and adopted and approved a Corporate Social Responsibility Policy in accordance with the Section 135 of the Companies Act, 2013 and rules framed thereunder.

We are enclosing herewith a statement of Audited Financial Statement for the year ended on March 31, 2014 pursuant to provisions of clause 41 of the Listing Agreement.

Kindly take the above on your record.

Thanking you.

For Datamatics Global Services Limited


\$ Divya Kumar
Corporate Head - Legal
& Company Secretary



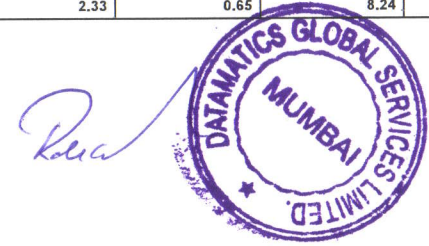
Encl.: - As above

DATAMATICS GLOBAL SERVICES LIMITED
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AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2014

(Rupees in millions)

		STAND ALONE					CONSOLIDATED				
		Quarter Ended			Year Ended	Previous year ended	Quarter Ended			Year Ended	Previous year ended
		31.03.14	31.12.13	31.03.13	31.03.14	31.03.13	31.03.14	31.12.13	31.03.13	31.03.14	31.03.13
		Audited	Unaudited	Audited	Audited	Audited	Audited	Unaudited	Audited	Audited	Audited
1	Income from Operations	453.46	540.31	469.66	2,039.25	1,860.86	2,141.39	2,028.39	1,496.70	7,338.06	5,500.04
	(a) Net Sales / Income from Operations	453.46	540.31	469.66	2,039.25	1,860.86	2,141.39	2,028.39	1,496.70	7,338.06	5,500.04
	(b) Other Operating Income	-	-	-	-	-	-	-	-	-	-
	Total income from operations (net)	453.46	540.31	469.66	2,039.25	1,860.86	2,141.39	2,028.39	1,496.70	7,338.06	5,500.04
2	Expenses										
	a) Employees benefits expense	259.91	288.74	259.93	1,103.26	1,054.93	1,076.99	1,018.53	780.04	3,635.72	2,992.16
	b) Services rendered by Business Consultants and Others	25.60	32.51	27.47	109.85	124.62	435.99	435.16	323.82	1,528.35	968.69
	c) Depreciation and amortisation expense	15.73	17.14	19.87	65.30	68.85	55.23	48.51	32.42	160.64	120.28
	d) Other Expenses (Net)	89.82	129.25	108.43	444.71	370.43	347.89	346.63	278.32	1,268.69	1,061.18
	Total expenses	391.06	467.64	415.70	1,723.12	1,618.83	1,916.10	1,848.83	1,414.60	6,593.40	5,142.31
3	Profit from Operations before Other Income, Finance Costs & Exceptional Items (1-2)	62.40	72.67	53.96	316.13	242.03	225.29	179.56	82.10	744.66	357.73
4	Other Income (Net)	116.53	32.27	39.56	184.49	137.29	-	25.16	25.37	73.28	89.61
5	Profit from ordinary activities before finance costs and exceptional items (3+4)	178.93	104.94	93.52	500.62	379.32	225.29	204.72	107.47	817.94	447.34
6	Finance costs	7.66	3.84	5.67	16.30	25.79	16.01	11.90	10.04	39.84	34.64
7	Profit from ordinary activities after finance costs but before exceptional items (5-6)	171.27	101.10	87.85	484.32	353.53	209.28	192.82	97.43	778.10	412.70
8	Exceptional Items	-	-	-	-	-	-	-	-	2.32	-
9	Profit from Ordinary Activities before tax (7-8)	171.27	101.10	87.85	484.32	353.53	209.28	192.82	97.43	775.78	412.70
10	Tax Expense (including deferred tax and MAT Credit)	23.11	6.12	18.41	70.43	59.80	76.95	37.80	41.31	193.72	98.15
11	Net Profit (+) / Loss (-) from Ordinary Activities after tax (9-10)	148.16	94.98	69.44	413.89	293.73	132.33	155.02	56.12	582.06	314.55
12	Extraordinary Item (net of tax expense)	-	-	-	-	-	-	-	-	-	-
13	Net Profit (+) / Loss (-) for the period (11-12)	148.16	94.98	69.44	413.89	293.73	132.33	155.02	56.12	582.06	314.55
14	Minority Interest	-	-	-	-	-	30.91	13.20	16.34	95.10	46.38
15	Net Profit/Loss after taxes, minority interest	148.16	94.98	69.44	413.89	293.73	101.42	141.82	39.78	486.96	268.17
16	Paid-up equity share capital (Face Value per share Rs.5/-)	294.75	294.75	294.75	294.75	294.75	294.75	294.75	294.75	294.75	294.75
17	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year				3,616.11	3,289.50				3,067.26	2,683.84
18	Earnings Per Share (EPS)										
	(a) Before Extraordinary items for the period, for the year to date and for the previous year (not to be annualized)										
	- Basic	2.51	1.61	1.18	7.02	4.98	1.72	2.41	0.67	8.26	4.55
	- Diluted	2.51	1.61	1.18	7.02	4.98	1.71	2.33	0.65	8.24	4.40
	(b) After Extraordinary items for the period, for the year to date and for the previous year (not to be annualized)										
	- Basic	2.51	1.61	1.18	7.02	4.98	1.72	2.41	0.67	8.26	4.55
	- Diluted	2.51	1.61	1.18	7.02	4.98	1.71	2.33	0.65	8.24	4.40



		STAND ALONE					CONSOLIDATED				
		Quarter Ended			Year Ended	Previous year ended	Quarter Ended			Year Ended	Previous year ended
		31.03.14	31.12.13	31.03.13	31.03.14	31.03.13	31.03.14	31.12.13	31.03.13	31.03.14	31.03.13
		Audited	Unaudited	Audited	Audited	Audited	Audited	Unaudited	Audited	Audited	Audited
	PART II										
	A PARTICULARS OF SHAREHOLDING										
	1 Public Shareholding										
	- Number of shares	16,065,489	16,065,489	16,065,489	16,065,489	16,065,489	16,065,489	16,065,489	16,065,489	16,065,489	16,065,489
	- Percentage of shareholding	27.25%	27.25%	27.25%	27.25%	27.25%	27.25%	27.25%	27.25%	27.25%	27.25%
	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	42,883,848	42,883,848	42,883,848	42,883,848	42,883,848	42,883,848	42,883,848	42,883,848	42,883,848	42,883,848
	- 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%	100.00%	100.00%	100.00%	100.00%
	- Percentage of shares (as a % of the total share capital of the company)	72.75%	72.75%	72.75%	72.75%	72.75%	72.75%	72.75%	72.75%	72.75%	72.75%
	B INVESTOR COMPLAINTS	3 months ended 31/03/2014									
	Pending at the beginning of the quarter										
	Received during the quarter										
	Disposed of during the quarter										
	Remaining unresolved at the end of the quarter										



Statement of Assets and Liabilities

Disclosure of Balance Sheet Items as per clause 41(V)(h) of the Listing Agreement as at March 31, 2014

(Rupees in millions)

Particulars	STANDALONE RESULTS		CONSOLIDATED RESULTS	
	AS AT		AS AT	
	31.03.14	31.03.13	31.03.14	31.03.13
	Audited	Audited	Audited	Audited
EQUITY AND LIABILITIES				
Shareholders' Funds				
Share Capital	294.75	294.75	1,086.50	314.75
Reserves and Surplus	3,616.11	3,289.50	3,067.26	2,683.84
Sub-total - Shareholders' funds	3,910.86	3,584.25	4,153.76	2,998.59
Minority Interest	-	-	344.78	151.78
Non-current liabilities				
Deferred Tax Liability (Net)	10.48	17.36	81.85	44.31
Long-Term Borrowings	520.02	-	520.02	-
Other non-current liabilities	5.70	1.60	6.47	1.73
Long term Provisions	55.50	50.41	100.71	64.82
Sub-total - Non-current liabilities	591.70	69.37	709.05	110.86
Current Liabilities				
Short-term Borrowings	126.15	213.51	355.44	390.04
Trade Payables	102.69	128.09	670.07	530.96
Other Current Liabilities	177.89	45.99	87.62	73.16
Short-term Provisions	100.55	76.59	179.82	119.50
Sub-total - Current liabilities	507.28	464.18	1,292.95	1,113.66
TOTAL - EQUITY AND LIABILITIES	5,009.84	4,117.80	6,500.54	4,374.89
ASSETS				
Non-current assets				
Fixed Assets	1,114.26	1,186.57	1,508.60	1,338.57
Goodwill on Consolidation	-	-	1,068.47	490.60
Amount recoverable from ESOP trust	63.29	64.95	63.29	64.95
Non-Current Investments	2,614.81	1,610.62	245.26	85.97
Long-term loans and advances	309.24	280.38	176.20	127.77
Other Non-Current Assets	9.67	2.80	9.67	2.80
Sub-total - Non-current assets	4,111.27	3,145.32	3,071.49	2,110.66
Current Assets				
Current Investments	269.11	353.85	621.48	543.84
Trade Receivables	406.43	343.09	1,511.68	1,074.39
Cash and Bank Balance	42.21	52.27	472.65	238.90
Short-term loans and advances	69.01	185.24	249.43	339.61
Other Current assets	111.81	38.03	573.81	67.49
Sub-total - Current assets	898.57	972.48	3,429.05	2,264.23
TOTAL - ASSETS	5,009.84	4,117.80	6,500.54	4,374.89

NOTES:

- The above results were reviewed by the Audit Committee and approved by the Board of Directors at their Meeting held on May 28, 2014.
- The Company operates in a single primary business segment.
- The Company has acquired controlling interest in Lexicon Publishing Services Private Limited (now known as Lumina Datamatics Private Limited ("LD")) on September 5, 2013. Thereafter, the Hon'ble High Court, Madras has passed an order sanctioning the Scheme of Arrangement/Amalgamation ["Scheme"] of Premedia Global Private Limited (wholly owned subsidiary of LD) and Datamatics eRetail and Publishing Limited (wholly owned subsidiary of the Company) with and into LD on March 17, 2014. The Appointed Date for the said Scheme was January 1, 2014 and the Effective Date was March 31, 2014. Pursuant to the sanctioned Scheme, the Company holds 73.1% of equity share capital in LD. The Consolidated financial results for the quarter and year ended March 31, 2014 are not comparable with the corresponding previous quarter and year ended March 31, 2013, as it includes 100% income and expenses of LD from September 5, 2013 to March 31, 2014.
- Other Income (Standalone) includes Exchange Fluctuation Gain of ₹ 79.55 million on redemption of 5 million preference shares of USD 1 each by Datamatics Global Technologies Limited (Mauritius), a wholly owned subsidiary of the Company.
- The Company has incorporated a wholly owned subsidiary Datamatics Global Services FZ LLC (UAE) during the year ended March 31, 2014.



- 6 The Company has an investment of ₹ 995.12 million in four of its wholly owned subsidiaries and has also extended loans and advances of ₹ 197.11 million to these subsidiaries as on March 31, 2014. The net worth of these subsidiaries have declined. These investments are for long term and of strategic nature. As the management is confident of turning around the subsidiaries in the near future provision for diminution in the value, if at all required is not made.
- 7 Datamatics Global Technologies GmbH (DGTG), a step down subsidiary of the Company has filed for insolvency proceedings before the Insolvency Court at Darmstadt, Germany which was acknowledged by the court for further process on June 26, 2013. Accordingly investment/receivables of the parent company Datamatics Global Services GmbH (DGS) of ₹ 45.67 million in DGTG to the extent not recognised in the Consolidated Financial Statement have been provided for and disclosed as an Exceptional Item during the year ended March 31, 2014. As DGTG has filed for insolvency proceedings, the results of the same have not been consolidated for the quarter and year ended March 31, 2014.
- 8 Cignex Technologies Ltd, UK (CTL), a step down subsidiary of the Company has been dissolved and the name has got struck from Companies House, UK on July 30, 2013.
- 9 During the year ended March 31, 2013, the Company had through its wholly owned subsidiary acquired 120,000 equity shares of Datamatics Vista Info Systems Private Limited (DVISPL) making DVISPL a 100% Subsidiary of the Company with effect from August 1, 2012. The Consolidated financial results for the quarter and year ended March 31, 2014 are not comparable with that of the corresponding previous quarter and year ended March 31, 2013 as the current quarter and year ended March 31, 2014 includes the 100% results of DVISPL.
- 10 During the year ended March 31, 2013, the Company had acquired 8,400 equity shares of Cybercom Datamatics Information Solutions Limited (CDISL), a joint venture entity, making CDISL a Subsidiary of the Company with effect from August 27, 2012. As per Accounting Standard (AS) 27, Financial reporting of interests in Joint Ventures, all the income and expenses in the consolidated results include Company's proportionate share in JV's from April 1, 2012 to August 26, 2012. The Consolidated financials results for the quarter and year ended March 31, 2014 are not comparable with that of the corresponding previous quarter and year ended March 31, 2013 as the current quarter and year ended March 31, 2014 includes the 100% income and expenses of CDISL.
- 11 The Board has recommended final dividend of Rs 1.25 per equity share of the face value of Rs 5 each (i.e. 25%) for the financial year ended March 31, 2014.
- 12 Previous quarter/year figures have been appropriately regrouped and reclassified wherever necessary to confirm to the current quarter/year presentations.

Place : Mumbai
Date : May 28, 2014



Rahul Kanodia
Vice Chairman & Chief Executive Officer